

10th August, 2017

UAS/MSA/161

The Manager
Corporate Relationship,
BSE Limited,
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sir/Madam,

Ref: Stock Code: 504605.

Sub: Copy of the Minutes of the 44th Annual General Meeting of the Company.

Pursuant to the Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations 2015 and Section 118 of the Companies Act, 2013, we are enclosing herewith the Certified Copy of the Minutes of the 44th Annual General Meeting of the Company of the held on Friday, the 4th August, 2017.

Kindly take the same on the records

Thanking You,
For Uni Abex Alloy Products Limited



M. S. Ashar
Company Secretary & Compliance Officer

Encl; as above

A Neterwala Group Company

Factory: Plot No: 583 & 584 - A,
Belur Industrial Area, Dharwad, Karnataka - 580 011, INDIA.
Tel.: +91 836 2971320 / +91 836 2971321
CIN: L27100MH1972PLC015950



ISO 9001:2008

HELD AT _____ ON _____ TIME _____

UNI ABEX ALLOY PRODUCTS LIMITED

CIN NO. L27100MH1972PLC015950 WEB SITE: www.uniabex.com

Registered Office: Liberty Building, Sir Vithaldas Thackersey Marg, Mumbai-400020

Minutes of the Forty Fourth Annual General Meeting of the Shareholders of UNI ABEX ALLOY PRODUCTS LIMITED held on Friday, the 4th August, 2017 at 3.00 P.M. at M.C. Ghia Hall, Bhogilal Hargovindas Building, 18/20, Kaikhushru Dubash Marg, Mumbai - 400 001.

DIRECTORS PRESENT

Mr. F. D. Neterwala	: Chairman
Mr. R. B. Mehta	: Director
Mr. H. R. Prasad	: Independent Director
Mr. F. K. Banatwalla	: Independent Director
Mr. M. P. Bharucha	: Independent Director
Mr. Jimmy Parakh	: Independent Director
Mr. A. F. Neterwala	: Director
Mrs. P. F. Neterwala	: Director
Mr. M. K. Fondekar	: Director

In Attendance

Mr. M. S. Ashar

- Company Secretary & Compliance Officer

45 Members/Authorized Representatives of Bodies Corporate were present as per Attendance Record.

1. The Chairman welcomed the Members and proceeded to conduct the proceedings of the meeting. The Chairman then declared that the requisite quorum was present and he therefore called the meeting to order.
2. The Chairman announced that 3 letters of representation were received under Section 113 and 2 proxies were received under Section 105 (6) of the Companies Act, 2013 aggregating to 12,64,277 (64.01%) Equity shares of the Company valid votes had been laid on the table for inspection, if required by members. He added that all the Statutory Registers as required under the Companies Act, 2013 are available for inspection of members during the Meeting.
3. **Notice of the Meeting:**

With the consent of the Shareholders present, the Notice dated 29th May, 2017 of the 44th Annual General Meeting, as circulated to the Shareholders of the Company, was taken as read.

The Chairman made a brief statement appraising the Shareholders of the performance of the Company during the year 2016-17 and the Company's plans and future outlook. He briefed the Shareholders with the details about the Company's new plant at Dharwad and showed a film which show cased the plant of Dharwad.

The formal Agenda of the Meeting was then taken up for consideration.

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CHAIRMAN'S INITIALS



HELD AT _____

ON _____

TIME _____

4. E-voting facility:

The Chairman informed the Shareholders that pursuant to Section 108 of the Act read with Rule 20(1) of the Companies (Management & Administration) Rules, 2014, the Company had provided for the Members, facility to exercise their Right to vote by electronic means i.e. e-voting facility- The e-voting facility commenced on Tuesday, 1st August 2017 and ended on Thursday, 3rd August, 2017.

The Company has appointed Mr. Kalidas Vanjpe, Practicing Company Secretary as the Scrutinizer to scrutinize the e-voting process/Poll process in a fair and transparent manner. Further, he requested the Shareholders, who did not vote through the e-voting platform, to collect the poll papers after the conclusion of the meeting from the scrutinizer Mr. Kalidas Vanjpe, and cast their vote by submitting the duly signed poll paper in the box available with scrutinizer. He informed the Shareholders that on receipt of the scrutinizer's report, the results of e-voting/Poll would be placed on the Company's website - www.uniabex.com and on the website of CDSL within 2 working days of passing of the resolutions at the AGM.

The Chairman informed the Shareholders that the Company has arranged for a poll on all the Resolutions for the Ordinary businesses as set out in item nos. 1 to 4 and Special businesses as set out in item no. 5 in the Notice, of the 44th Annual General Meeting, for members who were not able to cast vote through e - voting facility. Thereafter, all the 5 resolutions were proposed and seconded.

Ordinary Business:

5. **Item No. 1 of the Notice - Consideration and adoption of the Audited Financial Statements of Profit and Loss for the Financial Year ended 31st March, 2017 and the Balance Sheet as at 31st March, 2017 and the Reports of Directors and Auditors thereon.**

The Chairman proposed the following resolution as an Ordinary Resolution which was seconded by Mr. B. F. Pourdehi:

"RESOLVED THAT the audited Statement of Profit and Loss of the Company for the year ended 31st March, 2017 and the Balance Sheet as at that date, together with Auditors' Report thereon and the Report of the Directors produced at the meeting be and are hereby received, considered and adopted."

6. **Item No. 2 of the Notice - Appointment of Mr. R. B. Mehta (DIN: 00057570) as a Director who retires by rotation**


Mr. Chandiramani Mukesh Mohan proposed the following Resolution as an Ordinary Resolution which was seconded by Mr. D. K. Bhagwat:

"RESOLVED THAT Mr. R. B. Mehta (DIN: 00057570) who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

7. **Item No.3 of the Notice - Appointment of Mrs. P. F. Neterwala (DIN: 01083117) as a Director :-**

Mr. Ronald Fernandes proposed the following Resolution as an Ordinary Resolution which was seconded by Mr. Rajendraprasad Joshi:




CHAIRMAN'S INITIALS



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HELD AT _____ ON _____ TIME _____

"RESOLVED THAT Mrs. P. F. Neterwala (DIN: 01083117) who retires by rotation and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

8. Item No.4 of the Notice - Appointment of Auditors -:

Mr. Clifford Monteiro proposed the following Resolution as an Ordinary Resolution which was seconded by Mr. B. F. Pourdehi:

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, Messrs. Walker Chandiok and Company, LLP (Firm Registration No. 001076N/N500013), as Statutory Auditors of the Company, to hold office for a period of 5 (Five) consecutive financial years, from the conclusion of the Forty Fourth Annual General Meeting of the Company until the conclusion of the Forty Ninth Annual General Meeting of the Company (subject to ratification of the appointment at every Annual General Meeting, if required by law) and to authorize the Board of Directors of the Company to fix their remuneration, as may be reviewed and recommended by the Audit Committee and which may be approved by the Board of Directors of the Company and that they be entitled to fees as agreed upon for any other consultation or certification work as may be required."

Special Business:

9. Item No. 5 of the Notice - Appointment of Mr. Jimmy Parakh (DIN:00004945) as an Independent Director of the Company -

Mr. Rajendra Patel proposed the following Resolution as an Ordinary Resolution which was seconded by Mr. Ankit Shah:

"RESOLVED THAT Mr. Jimmy Parakh (DIN: 00004945) who was appointed as an Additional Director of the Company on 10th February, 2017 under Section 161 of the Companies Act, 2013, and holds office upto the date of this Annual General Meeting, but who is eligible for appointment as an Independent Director for a period of 5 years and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Director, be and is hereby appointed a Director of the Company not liable to retire by rotation."

Before ordering the poll, the Chairman invited questions on annual accounts and reports, if any, from the Shareholders.

The Chairman replied to the queries raised by the Shareholders and furnished the required information and particulars to the satisfaction of the Shareholders present.

Thereafter, the Chairman ordered for a poll to be taken at the meeting.

The poll results were notified to the Stock Exchange in the format prescribed under Regulation 30 and 44(3) of the SEBI (Listing Obligation and Disclosure Requirement), Regulation, 2015 and the details of the said results were also uploaded on the Company's website.

The Meeting concluded with a hearty vote of thanks to the Chair proposed by Mr. Ronald Fernandes and seconded by Mr. C. B. Shah.

The Chairman then declared the proceeding of the Meeting as concluded at 3.50 P. M.

Date: 12/08/17
Place: Mumbai

CHAIRMAN'S INITIALS
CHAIRMAN



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