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UNIVERSAL CABLES LIMITED

P.O. Birla Vikas, Satna - 485 005 (M.P.), India.
Phone : 07672-257121 to 257127, 414000 • Fax : 07672-257131
E-Mail : headoffice@unistar.co.in • Website : www.unistar.co.in
CIN No.: L31300MP1945PLC001114

Ref : UCL/SEC/2016-17

24.08.2016

BSE Limited Corporate Relationship Department Phiroz Jeejeebhoy Towers, Dalal Street, **Mumbai – 400 001** **Scrip Code : 504212**	**National Stock Exchange of India Ltd.** Listing Department, Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), **Mumbai – 400 051** **Scrip Code : UNIVCABLES EQ**

Dear Sirs,

Subject : Proceedings of 71st Annual General Meeting

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose a summary of the proceedings of the 71st Annual General Meeting (AGM) of the Company held on 19th August, 2016 at the Registered Office at P.O. Birla Vikas, Satna – 485 005 (M.P.).

Thanking you,

Yours faithfully,
For Universal Cables Limited

(Om Prakash Pandey)
Company Secretary

Encl: As above

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SUMMARY OF PROCEEDINGS OF 71ST ANNUAL GENERAL MEETING OF UNIVERSAL CABLES LIMITED HELD ON 19TH AUGUST, 2016

The 71st Annual General Meeting of the Members of the Company was held on Friday, 19th August, 2016 at 4.30 P.M. at the Registered Office of the Company at P.O. Birla Vikas, Satna – 485 005 (M.P.).

Shri Harsh V. Lodha, Chairman of the Board took the chair and presided over the meeting in accordance with the Article 96(a) of the Articles of Association of the Company.

Total 65 Members were present in meeting in person/through proxy. Since the Quorum was present, the Chairman called the meeting to order.

The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 read with Rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014; Register of Proxies; Audited financial statements for the financial year ended 31st March, 2016; Independent Auditors' Report on the Audited financial statements of the Company; Secretarial Audit Report; Memorandum and Articles of Association of the Company, are open and accessible during the continuance of the meeting to any member having a right to attend the Meeting.

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2014, the Company has extended to its members facility to exercise their right to vote by electronic means in respect of the business to be transacted at the 71st Annual General Meeting. The remote e-voting commenced on 16th August, 2016 (9:00 am) and ended on 18th August, 2016 (5:00 pm). Shri Rajesh Kumar Mishra, Practicing Company Secretary or failing him Shri Pradeep Nayak, Chartered Accountant in Practice was appointed as Scrutinizer for the remote e-voting process. Voting through Poll has been arranged for each items of the business to be transacted at the meeting for all those members who are present at the Meeting but have not cast their vote by availing the remote e-voting facility. Shri Rajesh Kumar Mishra, Practicing Company Secretary and Shri Pradeep Nayak, Chartered Accountant in Pratice were appointed as Scrutinizers to scrutinize the ballot process.

The Chairman apprised the members about the performance of the Company for the financial year 2015-16 and the prevailing business condition in power cables and capacitors Industry in particulars and power and infrastructure section in general. The Chairman then invited the Members to ask questions, if any, and/or otherwise offer their view/comments. The queries raised and suggestions made by Members in the Meeting were duly and satisfactorily replied by the Chairman and the Director present in the Meeting.

UNIVERSAL CABLES LTD. P.O. BIRLA VIKAS SATNA

The Chairman then proceeded with the business of the Meeting for the items of Ordinary and Special Business as per Notice of the 71st Annual General Meeting. Thereafter, all the five (5) resolutions were proposed and seconded.

Thereafter, the Chairman ordered for a poll to be taken at the Meeting on all the five (5) resolutions for the Ordinary as well as Special Business as set out under Item No(s). 1, 2, 3, 4 and 5 of the Notice. The Scrutinizers inspected and locked the empty Ballot boxes in the presence of Members and proxies present in the Meeting. The Chairman then requested the Members and proxies present in the Meeting to cast their vote(s) and put the ballot papers in the Ballot box if they have not exercised remote e-voting facility made available by the Company.

After completion of poll process, the Chairman informed that the combine result of remote e-voting and poll would be declared by Shri Dinesh Chanda, Director on 20th August, 2016 at 3.00 p.m. at the Registered Office of the Company at P.O. Birla Vikas, Satna – 485 005 (M.P.).

On the basis of Consolidated Scrutinizer Report on remote e-voting and poll dated 20th August, 2016, Shri Dinesh Chanda, Director declared the combine result of remote e-voting and poll on 20th August, 2016 at 3.00 p.m. at the Registered Office of the Company.

The resolutions passed by the Members, briefly, related to:

Ordinary Business:

1. Adoption of the audited Financial Statements of the Company for the financial year ended 31st March, 2016 and the Reports of Board of Directors and Auditors thereon. **(Ordinary Resolution)**

2. Re-appointment of Shri Harsh V. Lodha (DIN: 00394094), as Director, who retires by rotation. **(Ordinary Resolution)**

3. Ratification of re-appointment of Messrs V. Shankar Aiyar & Co., Chartered Accountants having Firm Registration No. 109208W, as Auditors of the Company and fix their remuneration. **(Ordinary Resolution)**

Special Business:

4. Place of keeping Register of Members, Index of Members, etc. pursuant to Section 94 of the Companies Act, 2013. **(Special Resolution)**

5. Ratification of remuneration payable to the Cost Auditors for the financial year ending 31st March, 2017. **(Ordinary Resolution)**

All the above resolutions were approved and passed by the members with requisite majority.

For **Universal Cables Limited**

UNIVERSAL CABLES LTD. P.O. BIRLA VIKAS SATNA (M.P.)

(Om Prakash Pandey)
Company Secretary