



16.02.2026

National Stock Exchange of India Ltd Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra(E), Mumbai – 400 051 Stock Code : UCAL	BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Stock Code: 500464
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Dear Sir/Madam,

**SUB: Voting Results of Postal Ballot along with Scrutinizer's Report**

This is in furtherance to our letter dated 14th January 2026, intimating dispatch of the Postal Ballot Notice for seeking approval of the Members of the Company on the Resolution(s) forming part of the said Notice.

Mr. Mr.P.Muthukumaran, Partner of P. Muthukumaran and Associates, Practising Company Secretaries, who was appointed as Scrutinizer for the aforesaid Postal Ballot process has submitted his report on 16th February, 2026.

We are pleased to inform you that the following Resolutions have been passed by the Members with requisite majority and are deemed to have been passed on Friday, 13th February 2026, being the last date specified for the Remote E-voting process.

1. To consider and approve reduction / dilution of stake in M/s. Ucal Holdings Inc.,USA (UHI) a Material Wholly Owned Subsidiary and/ or cessation of control of the Company over UHI,
2. To consider and approve the sale/transfer of the residential plot owned by the wholly owned material subsidiary M/s.Ucal Polymer Industries Limited to M/s. Sujo Land and Properties Private Limited.

We enclose the Scrutinizer Report issued by the Scrutinizer dated 16th February 2026 on remote e-voting for the said Postal Ballot which concluded on 13th February 2026 for your records.

The Voting Results along with the Scrutinizer's Report is being made available on the website of the Company at [www.ucal.com](http://www.ucal.com) and will also be made available on the website of the National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

We also enclose herewith the disclosure on Voting Results pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and also the same is being furnished separately through XBRL mode pursuant to NSE Circular Ref No: NSE/CML/2023/74 dated October 17, 2023.





Additionally, the results will be placed on the notice board at the Registered Office of the Company.

You are requested to take note of the above.

Thanking you  
Yours faithfully  
For UCAL LIMITED

**S. NARAYAN**  
**COMPANY SECRETARY**



**REPORT OF THE SCRUTINIZER**

(Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies  
(Management and Administration) Rules, 2014 as amended)

To  
The Chairperson  
**Ucal Limited**  
Unit 11 B/2 (S.P), 1st Cross Road,  
Ambattur Industrial Estate,  
Chennai – 600058.

**Dear Sir,**

**Subject: Scrutinizer's Report on the Postal Ballot Results**

Pursuant to the Sections 108 and 110 and other applicable provision of the Companies Act, 2013 the "Act) read with Rules 20 and 22 of the Company (Management and Administration) Rules, 2014 ('Rules') and the Secretarial Standard-2 on the General Meetings issued by the Institute of Company Secretaries of India (SS-2), as amended I, **Muthukumar, Practising Company Secretary (COP No. 20333), partner of P Muthukumar and Associates**, having registered office at No 333/118, Arcot Road, Trustpuram, Kodambakkam, Chennai - 600024, have been appointed as the Scrutinizer for the purpose of conducting and scrutinizing the Postal Ballot process through ('remote e-voting') in a fair and transparent manner in respect of the following special business, as set out in the Postal Ballot dated **January 13, 2026**

Type of Resolution	Resolution Description
<b>Special Resolution</b>	To consider and approve transfer / dilution of stake in M/s. Ucal Holdings Inc., USA (UHI) a Material Wholly Owned Subsidiary and / or cessation of control of the Company over UHI

<b>Special Resolution</b>	To consider and approve the sale/transfer of the residential plot owned by the wholly owned material subsidiary M/s. Ucal Polymer Industries Limited to M/s. Sujo Land and Properties Private Limited, Promoter group Company.
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We hereby submit our report on the results of the remote e-voting as under:

As per the applicable provisions of the Act read with Rules made thereunder and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") read with the General Circular No. 3/2025 dated September 22, 2025 and other circulars issued in this regard by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars') and SS-2, the Notice was sent to the members for transacting the special business as mentioned above through remote e-voting.

Pursuant to the MCA Circulars, the Notice was sent through electronic mode on January 14, 2026, to the members whose e-mail addresses were registered with the Company/Depositories. The members holding shares a's on the "Cut Off" date i.e. Friday, January 2, 2026, and who were otherwise not barred to cast their vote, were entitled to vote on the proposed resolution as set out in the Notice. The members not having their e-mail addresses registered with their respective Depository Participants or with the Company, were intimated about the process to register their e-mail addresses in order to receive the Notice electronically and participate in the remote e-voting.

The platform for remote e-voting was provided to the members of the Company by National Securities Depository Limited ("NSDL"). The remote e-voting period was commenced from Thursday, January 15, 2026, at 09:00 A.M. (IST) to Friday, February 13<sup>th</sup>, 2026 at 05:00 P.M. (IST) and the same was disabled by NSDL for voting thereafter.

After end of the remote e-voting period, the remote e-voting system was un blocked and voting data was downloaded from the e-voting platform of NSDL at around 5.00 P.M. (IST) on Friday, February 13, 2026. The remote e-voting data downloaded from the e-voting platform of NSDL was scrutinized. Thereafter, the votes were counted, and the result was prepared.

As per the data downloaded from NSDL e-voting platform, summary of the total votes cast ["In Favour" or "Against"] on the resolution proposed in the Notice are as under

**RESOLUTION NO. 1**

To consider and approve reduction or dilution of stake in Messrs. Ucal Holdings Inc., USA (UHI) a Material Wholly Owned Subsidiary and or cessation of control of the Company over UHI.  
**(Special Resolution)**

**Voted In favour / against the Resolution:**

<b>S.No</b>	<b>Particulars</b>	<b>Total</b>	<b>Assent</b>	<b>Dissent</b>
1.	Number of Members Voting	73	62	11
2.	Number of votes cast by them	1,55,82,704	1,55,56,042	26,662
3.	% of Votes Cast	100	99.828	0.172

**RESULT:**

Based on the votes cast, we report that the proposed resolution has been duly passed with the requisite majority on Friday, February 13, 2026 i.e, last date specified for receipt of votes through the remote e-voting process.

The voting results as per Regulation 44(3) of the SEBI LODR Regulations are enclosed with this report as **Annexure I**.

**RESOLUTION NO. 2**

To consider and approve the sale or transfer of the residential plot owned by the wholly owned material subsidiary M/s. Ucal Polymer Industries Limited to M/s. Sujo Land and Properties Private Limited, Promoter Group Company. **(Special resolution)**

**Voted In favour / against the Resolution:**

<b>S.No</b>	<b>Particulars</b>	<b>Total</b>	<b>Assent</b>	<b>Dissent</b>
1.	Number of Members Voting	73	61	12
2.	Number of votes cast by them	1,55,82,704	1,55,55,892	26,812
3.	% of Votes Cast	100	99.828	0.172

**RESULT:**

Based on the votes cast, we report that the proposed resolution has been duly passed with the requisite majority on Friday, February 13, 2026, i.e., last date specified for receipt of votes through the remote e-voting process.

The voting results as per Regulation 44(3) of the SEBI LODR Regulations are enclosed with this report as **Annexure I**.

Thanking you,

Yours truly,

For **P MUTHUKUMARAN AND ASSOCIATES**

For **UCAL LIMITED**

**MUTHUKUMARAN**

Digitally signed by  
MUTHUKUMARAN  
Date: 2026.02.16 14:03:45 +05'30'

**MUTHUKUMARAN**

**Authorised Signatory**

**Partner**

**Practising Company Secretary**

**Mem No.: F-11218 | C.P No: 20333**

**Peer Review No: 5642/2024**

**UDIN: F011218G003939989**

Date: February 16, 2026

Place: Chennai

**Annexure I**

The details of Voting Results with regard to the Ordinary/Special Resolution as required under Regulation 44 of the SEBI Listing Regulations, as under:

<b>Resolution No.</b>			To consider and approve reduction or dilution of stake in Messrs. Ucal Holdings Inc.,USA (UHI) a Material Wholly Owned Subsidiary and or cessation of control of the Company over UHI.					
<b>Resolution required: (Ordinary/ Special)</b>			Special Resolution					
<b>Whether promoter/ promoter group are interested in the agenda /resolution?</b>			No					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes in favour</b>	<b>No. of Votes against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)] * 100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)] * 100</b>	<b>(7)=[(5)/(2)] * 100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	15541431	15541431	100	15541431	-	100	-
	<b>Physical</b>		-	-	-	-	-	-
	<b>Venue</b>		-	-	-	-	-	-
	<b>Total</b>	<b>15541431</b>	<b>15541431</b>	<b>100</b>	<b>15541431</b>	-	<b>100</b>	-
<b>Public- Institutions</b>	<b>E-Voting</b>	1220	-	-	-	-	-	-
	<b>Physical</b>		-	-	-	-	-	-
	<b>Venue</b>		-	-	-	-	-	-
	<b>Total</b>	<b>1220</b>	-	-	-	-	-	-
<b>Public- Non Institutions</b>	<b>E-Voting</b>	6570974	41273	0.628	14611	26662	35.401	64.599
	<b>Physical</b>		-	-	-	-	-	-
	<b>Venue</b>		-	-	-	-	-	-
	<b>Total</b>	<b>6570974</b>	<b>41273</b>	<b>0.628</b>	<b>14611</b>	<b>26662</b>	<b>35.401</b>	<b>64.599</b>
<b>Total</b>		<b>22113625</b>	<b>15582704</b>	<b>70.466</b>	<b>15556042</b>	<b>26662</b>	<b>99.828</b>	<b>0.172</b>

<b>Resolution No.</b>			To consider and approve the sale or transfer of the residential plot owned by the wholly owned material subsidiary Messrs.Ucal Polymer Industries Limited to Messrs. Sujo Land and Properties Private Limited.					
<b>Resolution required: (Ordinary/ Special)</b>			Special Resolution					
<b>Whether promoter/ promoter group are interested in the agenda /resolution?</b>			No					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes in favour</b>	<b>No. of Votes against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>(1)</b>	<b>(2)</b>	<b>(3)=[(2)/(1)] * 100</b>	<b>(4)</b>	<b>(5)</b>	<b>(6)=[(4)/(2)] * 100</b>	<b>(7)=[(5)/(2)] * 100</b>
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	15541431	15541431	100	15541431	-	100	-
	<b>Physical</b>		-	-	-	-	-	-
	<b>Venue</b>		-	-	-	-	-	-
	<b>Total</b>	<b>15541431</b>	<b>15541431</b>	<b>100</b>	<b>15541431</b>	<b>-</b>	<b>100</b>	<b>-</b>
<b>Public-Institutions</b>	<b>E-Voting</b>	1220	-	-	-	-	-	-
	<b>Physical</b>		-	-	-	-	-	-
	<b>Venue</b>		-	-	-	-	-	-
	<b>Total</b>	<b>1220</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Public- Non Institutions</b>	<b>E-Voting</b>	6570974	41273	0.628	14461	26812	35.037	64.963
	<b>Physical</b>		-	-	-	-	-	-
	<b>Venue</b>		-	-	-	-	-	-
	<b>Total</b>	<b>6570974</b>	<b>41273</b>	<b>0.628</b>	<b>14461</b>	<b>26812</b>	<b>35.037</b>	<b>64.963</b>
<b>Total</b>		<b>22113625</b>	<b>15582704</b>	<b>70.466</b>	<b>15555892</b>	<b>26812</b>	<b>99.828</b>	<b>0.172</b>

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General information about company	
Scrip code	500464
NSE Symbol	UCAL
MSEI Symbol	NOTLISTED
ISIN	INE139B01016
Name of the company	UCAL LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	13-02-2026
Start time of the meeting	
End time of the meeting	



Scrutinizer Details	
Name of the Scrutinizer	MR.P. MUTHUKUMARAN
Firms Name	P. MUTHUKUMARAN AND ASSOCIATES
Qualification	CS
Membership Number	20333
Date of Board Meeting in which appointed	13-01-2026
Date of Issuance of Report to the company	16-02-2026



<b>Voting results</b>	
Record date	02-01-2026
Total number of shareholders on record date	18005
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve reduction / dilution of stake in Mis. Ucal Holdings Inc.,USA (UHI) a Material Wholly Owned Subsidiary and/ or cessation of control of the Company over UHI.,				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15541431	15541431	100	15541431	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		15541431	15541431	100	15541431	0	100
Public- Institutions	E-Voting	1220	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1220	0	0	0	0	0
Public- Non Institutions	E-Voting	6570974	41273	0.6281	14611	26662	35.4009	64.5991
	Poll							
	Postal Ballot (if applicable)							
	Total		6570974	41273	0.6281	14611	26662	35.4009
Total		22113625	15582704	70.4665	15556042	26662	99.8289	0.1711
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



Text Block	
Textual Information(1)	The Special Resolution is passed with requisite majority.



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the sale/transfer of the residential plot owned by the wholly owned material subsidiary M/s.Ucal Polymer Industries Limited to M/s. Sujo Land and Properties Private Limited				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15541431	15541431	100	15541431	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		15541431	15541431	100	15541431	0	100
Public- Institutions	E-Voting	1220	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1220	0	0	0	0	0
Public- Non Institutions	E-Voting	6570974	41273	0.6281	14461	26812	35.0374	64.9626
	Poll							
	Postal Ballot (if applicable)							
	Total		6570974	41273	0.6281	14461	26812	35.0374
Total		22113625	15582704	70.4665	15555892	26812	99.8279	0.1721
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	



Text Block	
Textual Information(1)	The Special Resolution is passed with requisite majority.



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

