



# UCAL FUEL SYSTEMS LIMITED

29<sup>th</sup> August 2022

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 : UCALFUEL	BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Stock Code: 500464
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Dear Sir/Madam,

**Subject: Disclosure of events pursuant to Regulation 30(2) read with Schedule III - Part A – Para A(13) of SEBI (Listing Regulations & Disclosure Requirements), 2015 - Proceedings of the Thirty Sixth Annual General Meeting held on Monday, August 29, 2022.**

The Thirty Sixth (36<sup>th</sup>) Annual General Meeting (AGM) of the Members of the Company was held on Monday, August 29, 2022 at 3.00 p.m. through Video Conferencing or Other Audio- Visual Means, as per the Circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

Mr. Jayakar Krishnamurthy, Chairman and Managing Director of the Company, occupied the Chair. The requisite quorum being present, he called the meeting to order.

He introduced the Directors and Key Managerial Personnel viz., Mr. S. Balasubramanian, (Chairman of Audit Committee and Stakeholders Relationship Committee), Mr.I.V.Rao, (Chairperson of Nomination and Remuneration of Committee), Mr.Abhaya Shankar, Non-Executive Director, Mr.Ram Ramamurthy, Whole-time Director, Mr.V.Ramanathan, Chief Financial Officer, Mr.Syed Abdul Hadi, Chief Executive Officer and Mr. S. Narayan, Company Secretary.

He also informed that the representatives of the Company's Statutory Auditors and the Secretarial Auditors were present. The Chairman then delivered his speech

With the consent of the shareholders' present, the notice was taken as read. The Company Secretary explained the remote e-voting process to the Shareholders.

The following businesses were transacted at the meeting.

REGD OFFICE : 11 B/2 (S.P), First Cross Road, Ambattur Industrial Estate,  
Ambattur, Chennai - 600 058. Tel.No: 044 - 6654 4719  
E-mail: ufsl.ho@ucal.com Website: www.ucalfuel.com  
CIN: L31900TN1985PLC012343



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Certification



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S.No.	Particulars	Type of Resolution
1	Adoption of the Audited Financial Statements of the Company for the year ended March 31, 2022, together with Reports of the Board of Directors and the Auditors thereon.	Ordinary Resolution
2	Declaration of dividend on equity shares	Ordinary Resolution
3	Appointment of a director in the place of Mr.Ram Ramamurthy (DIN: 06955444), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution
4	Re-appointment of M/s.R.Subramanian and Company, LLP, Chartered Accountants as Statutory Auditors of the company and to fix their remuneration.	Ordinary Resolution
5	Adoption of the Memorandum of Association of the Company as per Companies Act, 2013:	Special Resolution
6	Adoption of the Articles of Association of the Company as per Companies Act, 2013	Special Resolution
7	Alteration of the Main Object Clause of the Memorandum of Association	Special Resolution
8	Reappointment of and remuneration payable to Mr.Ram Ramamurthy as Whole-Time Director.	Special Resolution
9	Approval of existing as well as new material related party transactions with M/s. Magnetic Meter Systems (India) Limited and M/s. R.D. Electrocircuits Private Limited	Ordinary Resolution
10	Ratification of remuneration to cost auditor	Ordinary Resolution
11	Appointment and payment of remuneration to Mr.Abhaya Shankar (DIN:00008378) as Non-Executive Director	Special Resolution



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12	Approval of payment of remuneration to Mr.Abhaya Shankar (DIN: 00008378), Non-Executive Director for FY 2022-23 and 2023-24 in excess of the limits prescribed under Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015	Special Resolution
13	Re-appointment of Ms.Lakshmi Narayanan Priyadarshini (DIN: 06592671) as an Independent Director for a second term of five years.	Special Resolution
14	Payment of commission to the Non-Executive Directors.	Ordinary Resolution

The Chairman then invited comments and questions from the Members registered as 'Speakers'. Queries raised by the members with respect to the business, technology, dividend, performance of the Company, COVID related measures and action plan etc., were clarified/answered by the Chairman at the meeting. The Chairman also stated that the Members can contact the Company Secretary for responses to other unanswered queries, if any.

Members who have not voted so far by e-voting were requested to cast their votes through the e-voting platform provided by National Securities Depository Limited. The Chairman informed the Members that the consolidated results of e-voting would be intimated to the Stock Exchanges within two working days from the conclusion of the AGM. The same will also be posted on the website of the Company and National Securities Depository Limited.

The Chairman then thanked the Members present and declared the meeting as closed. The meeting concluded at 03.36. p.m.

Thanking you

Yours faithfully

For UCAL FUEL SYSTEMS LIMITED

S. NARAYAN

COMPANY SECRETARY

