



10th August 2023

UCAL LIMITED
(Formerly UCAL FUEL SYSTEMS LIMITED)

National Stock Exchange of India Ltd Exchange Plaza, 5 th 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: OUTCOME OF BOARD MEETING HELD ON 10TH AUGUST, 2023 – RE-APPOINTMENT OF WHOLE TIME DIRECTOR, COST AUDITOR AND SECRETARIAL AUDITOR

Further to our intimation dated 27th July,2023 and pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors of the Company at their meeting held today, i.e.,10th August, 2023, has *inter-alia* :

- With the recommendation of the Nomination and Remuneration Committee approved the re-appointment of Mr.Abhaya Shankar (DIN:00008378) as Whole Time Director and CEO, liable to retire by rotation with effect from 7th November 2023 till 6th November 2025 for a term of 2 years along with his remuneration subject to approval of the shareholders.

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is enclosed as **Annexure A**.

- Approved the appointment of Mr.L.Thriyambak, Cost Accountant, (Membership No. 40720) as the Cost Auditor for FY 2023-24. A brief profile of the cost auditor is attached herewith as **Annexure B**.
- Approved the appointment of M/s.P. Muthukumaran and Associates, Practicing Company Secretaries as Secretarial Auditors for FY 2023-24. A brief profile of the firm is attached herewith as **Annexure B**.

The meeting of Board of Directors commenced at 11.00 A.M and concluded at 2.25 P.M

Kindly take on record the above information.

Thanking You,
Yours faithfully
For Ucal Limited

S.Narayan
Company Secretary

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Certification



ANNEXURE -A

Brief profile of Mr.Abhaya Shankar (DIN: 00008378), Whole Time Director and Chief Executive Officer.

Name of the Director	Mr.Abhaya Shankar
DIN Number	00008378
Date of Birth & Age	26.03.1956 and 67 Years
Date of Appointment / Re-appointment	7 th November 2023 Re-appointment of Mr.Abhaya Shankar as Whole Time Director and CEO for a term of 2 years with effect from 7 th November 2023 liable to retire by rotation.
Qualification	B.Tech. Mechanical from IIT Kanpur and MBA from IIM Kolkata.
Expertise in specific functional area	Mr.Abhaya Shankar has 40 years of experience as Management Professional and out of which he served as head of organisation for 22 years. He is also a Management consultant for Strategy, Sales & Marketing acceleration, Organizational Health & People related initiatives. He has a highly successful track record in diverse industries & products, in India and internationally. His areas of expertise includes handling disinvestments, Mergers & Acquisitions, set up Joint Ventures, set up green field plants, undertaken Branding initiatives and several projects such as implementing ERP, and putting up an IT/Engineering services organization. Mr.Abhaya Shankar is a Certified Marshall Goldsmith Leadership Coach.
Terms and conditions of appointment	Re-appointed as Whole Time Director and CEO for a term of 2 years with effect from 7 th November 2023 till 6 th November 2025 liable to retire by rotation.
Number of shares held in the Equity share capital of the Company	NIL
Relationship with other Directors	NIL
Directorship in other Companies	Sri Havisha Hospitality and Infrastructure Limited.
Committee and Executive positions held in other Companies.	He is a member of Audit Committee and NRC Committee in Sri Havisha Hospitality and Infrastructure Limited.
Information as required pursuant to BSE Circular ref no.LIST/COMP/14/2018-19 and NSE Circular No.NSE/CML/2018/24 dated June 20, 2018.	He is not debarred from holding office of Director by virtue of any SEBI Order or any other such authority.

ANNEXURE – B

I) Brief profile of Mr.L.Thriyambak, Cost Accountant

Mr.L.Thriyambak, Cost Accountant is a Commerce graduate and a Practising Cost Accountant having membership of The Institute of Cost Accountants of India. He is having a wide corporate experience of 15 years in the fields of Finance, Accounts, Treasury, MIS and all types of audits like Statutory, Internal, GST audits etc., He has been in the practice of Cost Accountancy and has good professional experience in performing Cost Audits of Power Industry, Media Industry and Automobile ancillary Industry.

II) Brief profile of M/s.P.Muthukumaran and Associates, Practicing Company Secretaries

M/s.P.Muthukumaran and Associates, Practicing Company Secretaries is an integrated corporate, Secretarial & Legal Services Firm who possess extensive experience in various corporate laws and commercial / legal documentation. They possess extensive knowledge and experience in dealing with matters relating to Company Law, Labour laws, Securities Laws, inbound and outbound Investments, Mergers and Acquisitions, Legal Due Diligence, Transaction documents, Joint Ventures, Foreign Collaborations, Technology Transfers, Listings and Capital Market Transactions, agreement drafting & vetting.