



27th September 2024

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,

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 Eighth Annual General Meeting held on Friday, September 27, 2024.

The Thirty Eighth (38th) Annual General Meeting (AGM) of the Members of the Company was held on Friday, September 27, 2024 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, Whole Time Director and CEO, Mr.Ram Ramamurthy, Whole-time Director, Mr.M.Manikandan, Chief Financial 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.

S.No.	Particulars	Type of Resolution
1	Adoption of the Audited Financial Statements of the Company (Standalone and Consolidated) for the year ended March 31, 2024, together with Reports of the Board of Directors and the Auditors thereon.	Ordinary Resolution
2	Appointment of a director in the place of Mr.Abhaya Shankar (DIN:00008378), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
3	Approve re-appointment of and Remuneration payable to Mr.Ram Ramamurthy (DIN:06955444) as Whole Time Director.	Special Resolution
4	Approve re-appointment of Mr.I.V.Rao (DIN 00329370) as Non Executive Independent Director for Second term of five years.	Special Resolution
5	Approve material related party transactions with M/s. R.D. Electrocircuits Private Limited FY 2025-2026.	Ordinary Resolution
6	Ratification of remuneration to cost auditor	Ordinary Resolution
7	Approval for payment of Commission to 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 and performance of the Company, capex and new products 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 of 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 3.48 p.m.

Thanking you

Yours faithfully
For UCAL LIMITED

S. NARAYAN
COMPANY SECRETARY