



UNITED DRILLING TOOLS LTD.

CIN : L29199DL1985PLC015796

OIL DRILLING EQUIPMENT MANUFACTURING AND SERVICES

Phones : +91-0120-4842400

: 4221777

Fax No. : -91-0120-2462675

USE PREFEX FOR CALLING -

From out side Country -91-120

From out side State -0120

From New Delhi -0120

Please Reply to Head Office

A-22, Phase-II, Noida-201305

Distt. Gautam Budh Nagar,

Uttar Pradesh, India

E-mail : ENQUIRY@UDTLTD.COM

Website : WWW.UDTLTD.COM

27-11-2021

UDT/SEC/2021-22/BSE-54-NSF-56

To
Department of Corporate Service
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001
Security ID - 522014

Listing Compliance Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-1 Block-G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400051
Security ID - UNIDT

Sub: Postal Ballot Notice and Form

Dear Sir/Ma'am,

We wish to inform you that pursuant to Section 110 & 108 of the Companies Act, 2013 read with rule 20 & 22 of with Companies (Management & Administration) Rule, 2014 and pursuant to applicable regulations of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the company has completed the physical and electronic dispatch of the Postal Ballot Notice on Friday, November 26, 2021 along with Postal Ballot Form to all its members whose names are recorded in the register of members or in register of beneficial interest owners maintained by depositories as on Friday, November 19, 2021 (cut-off date).

Pursuant to Regulation 30 read with Para A of Schedule III of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, enclose herewith the Postal Ballot Notice and the Form being sent to the shareholders of the Company.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for providing e-voting facility to all its members. The voting through e-voting will commence on Saturday, November 27, 2021 at 10:00 AM and ends on Sunday, December 26, 2021 at 05:00 PM (both days inclusive). The result of Postal Ballot would be announced on or before Tuesday, December 28, 2021.

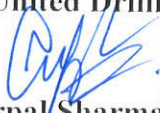
The above information is also available on the website of the company at www.udtltd.com.

Kindly take the same in your records.

Thanking You,

Yours faithfully

For United Drilling Tools Ltd.


Inderpal Sharma
Director

DIN - 07649251



End; as above

Regd. Office : 139A, First Floor, Antriksh Bhawan, 22 Kasturba Gandhi Marg, New Delhi - 110 001

UNITED DRILLING TOOLS LTD.

CIN : L29199DL1985PLC015796

Regd. Office : 139A, First Floor, Antriksh Bhawan, 22 Kasturba Gandhi Marg, New Delhi -110001

Tel. : +91-011-43046254, 0120- 2462673, 0120-4842400

E-mail : compsect@udtltd.com Website : <http://www.udtltd.com>

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act 2013)

Dear Member(s),

Notice is hereby given, pursuant to the provision of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014, (including any statutory modification or re-enactment(s) thereof for the time being in force), that the resolution appended below is proposed to be passed by the members through postal ballot/electronic voting (e voting). The explanatory statement pertaining to the aforesaid resolution setting out the material facts and the reasons thereof is annexed hereto with the Postal Ballot form for your consideration.

The board of directors of the company has appointed Mr. Akash Gupta, Proprietor M/s Akash Gupta & Associates, Company Secretaries (Certificate of Practice No. 11038 and Membership No. 30099), as Scrutinizer for conducting the Postal Ballot and e-voting process in a fair and transparent manner.

You are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form duly completed in all respects, in the enclosed self-addressed Business Reply Envelope, so as to reach the Scrutinizer not later than 5.00 PM on Sunday, the 26th December, 2021. Postage will be borne and paid by the company. Postal Ballot Forms, if sent at the expense of the members, will also be accepted. The Postal Ballot forms may also be deposited personally at the address given in the Business reply envelope. Please note that any form(s) received after the said date and time will be strictly treated as if no reply has been received.

Members may vote either by way of Postal Ballot or by way of remote e-voting. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for the purpose of providing e-voting facility to all its Members. In case a Member has voted through remote e-voting facility, he/she is not required to send the physical Postal Ballot Form. In case a Member votes through remote e-voting facility as well as sends his/her vote through physical Postal Ballot Form, the vote cast through remote e-Voting shall only be considered and the voting through physical postal ballot shall not be considered by the Scrutinizer.

Members desiring to exercise their vote by using e-voting facility are requested to carefully read and follow the instructions in the Notes under the Section 'Voting through electronic means'.

The scrutinizer will submit his report to the Chairman or any other authorised person of the company after completion of scrutiny of the Postal Ballots (including e-voting). The results of the Postal Ballot (including e-voting) shall be declared by the Chairman or any other authorised person of the company on Tuesday, 28th December, 2021 at 5:00 P.M. at the Registered office of the company. The aforesaid results would be displayed at the said address and posted on the website of the company <http://www.udtltd.com/> along with the scrutinizer report and intimated to the stock exchanges where the shares of the Company are listed and depository.

Special Business:-

ITEM NO. 1 – TO AMEND OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as SPECIAL RESOLUTION: -

“RESOLVED THAT pursuant to the provision of Section 13 of Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with rules made thereunder and pursuant to the guidelines, regulations, circulars and clarifications issued by the Securities and Exchange Board of India (SEBI) and any other statutory or regulatory authority(ies) and subject to all necessary approvals, consents, permissions and / or sanctions as may be required by the jurisdictional Registrar of Companies or any other statutory authorities and subject to such conditions and modifications as may be prescribed or imposed by any one or more of them while granting any such approvals, consents, permissions or sanctions and which may be agreed by the Board of Directors of the Company, the consent of the shareholders of the company be and is hereby accorded for effecting the following amendment in the existing Object Clause of the Memorandum of Association (MOA) of the company:-

a) To Insert the following sub-clauses number as 9 and 10 in Clause III (A) of the Memorandum of Association of Company:

9. To carry on the business of trading, purchasing, manufacturing, selling, cutting or otherwise dealing in iron and steel of all qualities, grades, types and kinds as iron mongers, iron masters, steel makers and steel converters in Ferro Silicon, Ferro-Chrome and/or all products made of Iron and Steel, Coking coal, Manganese, Ferro manganese, Limestone, Refractories, Iron-ore, HR-coils, CR-Coils, plates & sheets of all type of steels, size, grade, mixture and other alloys as miners, smelters, iron founders in all respective branches in stainless steel, silicon steel, special steel, mild steel and in allied products;
10. To carry on the business of manufacturing, buying, selling, importing, exporting and otherwise dealing with all type of pipes of all sizes, grades and varieties, used in agricultural, engineering, electrical, oil drilling and mechanical and other industries, rust and corrosion presented tubes, valves, pipes and pipe fittings, flanges, laminated tubings, rods and pipes, exhaust systems in PVC, Iron, Steel, water pipes, tubes, electrical conduit pipes and filters, hose pipes, agricultural hose pipes, solid and welding rods, pumps, and also plumbing materials, water distribution systems, sanitary fittings and other building materials made out of plastics, Iron, Steel and other mixed material.



RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized jointly or severally, on behalf of the Company, to do all such acts, deeds, matters and things and to file such e-forms and to execute all such documents, papers and writings as may be necessary, proper or expedient to give effect to the aforesaid resolution."

Place : New Delhi
Date : 10.11.2021
Registered Office
139 A, First Floor,
Antriksh Bhawan,
22 Kasturba Gandhi Marg,
New Delhi, 110001

By order of the Board of Directors
For **United Drilling Tools Limited**
sd/-

Pramod Kumar Gupta
(Managing Director)
DIN: 00619482

NOTES

1. An explanatory statement pursuant to section 102 of the Companies Act, 2013, setting out the material facts and reasons for the proposed special resolution are annexed herewith.
2. The Postal ballot Notice is being sent to all the Members, whose names appear in the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as on 19th November, 2021. The Postal Ballot Notice is being sent to members in electronic form to the email address registered with their Depository participant (in case of electronic shareholding)/ the company's registrar and share transfer agent (in case of physical shareholding). For members whose email IDs are not registered, physical copies of the Postal Ballot Notice are being sent by permitted mode along with a postage-prepaid self-addressed Business Reply Envelope.
3. Members, whose names appear in the Register of Members / list of Beneficial Owners as on 19th November, 2021, will be considered for the purpose of voting. A person who is not a Member as on the relevant date should treat this notice for information purposes only.
4. Members can opt for only one mode of voting, i.e., either by Physical Postal Ballot or remote e-voting. In case Members cast their vote through both the modes, voting cast through physical Postal Ballot Forms will be treated as invalid.
5. In case a member wishes to obtain a printed Postal Ballot Form or a duplicate, he or she may send an email to compsect@udtltd.com. The registrar and share transfer agent/company shall forward the same along with postage – prepaid self-addressed Business Reply envelope to the member.
6. Voting rights shall be reckoned on the paid up value of shares registered in the name of Members as on 19th November, 2021. The postal ballot period commences on 27th November, 2021 (10:00 a.m.) and ends on 26th December, 2021 (5:00 p.m.).
7. In compliance with section 108 and 110 of the Companies Act, 2013 and the Rules made thereunder, the company has provided the facility to Members to exercise their votes electronically and to vote on the resolutions specified above through e-voting service facility arranged by CDSL. The instruction for electronic voting are annexed to this notice.
8. Members wishing to exercise their vote by physical postal ballot are requested to carefully read the instructions printed on postal ballot form and return the form duly completed and signed, in the enclosed self-addressed Business Reply Envelope to the Scrutinizer, so that it reaches the Scrutinizer not later than 5.00 PM on Sunday, the 26th December, 2021. Postage will be borne and paid by the company. Postal Ballot Forms, if sent at the expense of the Members, will also be accepted. Postal Ballot forms received after the said date and time shall be deemed invalid.
9. The scrutinizer will submit his report to the Chairman or any other authorised person of the company after completion of scrutiny and result of the voting will be announced by the Chairman or any other authorised person of the company on Tuesday, 28th December, 2021 at 5:00 P.M. at the registered office of the company. The aforesaid results would be displayed at the said address and posted on the website of the company <http://www.udtltd.com/> along with the scrutinizer report and intimated, to the stock exchanges where the shares of the Company are listed and to the depository.
10. The resolutions, if passed by the requisite majority, shall be deemed to have been passed on Sunday, the 26th December, 2021 i.e. the last date specified for receipt of duly completed postal ballot forms or e-voting. All the material documents referred to in the explanatory statement will be available for inspection at the registered office of the company during the office hours on all working days from the date of dispatch until the last date for receipt of votes by postal ballot/e-voting.
11. Voting rights in the postal ballot/e-voting cannot be exercised by a proxy.

VOTING THROUGH ELECTRONIC MEANS

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 and 110 and other applicable provisions of the Companies Act, 2013 read with the related Rules, the Company is pleased to provide e-voting facility to all its Members, to enable them to cast their votes electronically instead of dispatching the Physical Postal Ballot Form by Post. The Company has engaged the services of CDSL for the purpose of providing e-voting facility to all its members.

The instructions for shareholders voting electronically are as under:

- (I) The voting period begins on Saturday, 27th November, 2021 at 10.00 am and ends on Sunday, 26th December, 2021 at 05.00 pm. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 19th November, 2021 of 19th November, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.



- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- (iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in Demat mode with NSDL	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.



Individual Shareholders (holding securities in demat mode) login through their Depository Participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN*	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.



- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz: compsect@udtltd.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("THE ACT")

ITEM NO. 1

Our Company is world's Leading manufacturers of oilfield's equipment such as Truck Mounted and Skid Mounted Wireline Winches- Zone-I & Zone-II, Conventional & Wire Line Retrievable Gas Lift Valves, Conventional and Side Pocket Mandrels, Interchangeable Sleeves and Integral Blade Stabilizers and High performance Connectors for large OD Casing Pipes (18.5/8" to 36"). Our wide range of oilfield equipment is manufactured to API specifications and conforms to ISO 9001 systems and procedures. From the said products the Company is drawing its major revenue.



Now, the Company intends to expand its business and in quest for newer opportunities and with a vision to become world's largest retailer and trader, it is proposed to insert provision with respect to (i) trading, purchasing, manufacturing, selling, cutting or otherwise dealing in iron and steel of all qualities, grades, types, and kinds as iron mongers, iron masters, steel makers and steel converters in Ferro Silicon, Ferro-Chrome and/or all products made of Iron and Steel, Coking coal, Manganese etc. and (ii) carry on the business of manufacturing, buying, selling, importing, exporting and otherwise dealing with all type of pipes of all sizes, grades and varieties, used in agricultural, engineering, electrical, oil drilling and mechanical and other industries, rust and corrosion presented tubes etc.

The Board of Directors of the company analyze that the change in the Main object clause of the company by way of insertion of clauses is in the best interest of the company shareholders and all other concerned stakeholders.

The Board explain that aforesaid change in object clause may expand the business operation of the company.

The Board recommends the above mentioned special resolution for approval by the shareholders of the company.

A copy of the proposed set of altered Memorandum of Association would be available for inspection in physical at the registered office of the Company on all working day during business hours from the date of dispatch of notice up to the last date of voting and is also available on the website of the company at <http://www.udttd.com/>.

None of the Directors/Key Managerial Personnel of the company/their relatives are in any way concerned or interested, financially or otherwise, in the proposed special resolution set out in item no. 1.

Place : New Delhi
Date : 10.11.2021
Registered Office
139 A, First Floor,
Antriksh Bhawan,
22 Kasturba Gandhi Marg,
New Delhi, 110001

By order of the Board of Directors
For **United Drilling Tools Limited**
sd/-

Pramod Kumar Gupta
(Managing Director)
DIN: 00619482



GENERAL INFORMATION TO SHAREHOLDERS

Dear Shareholder,

Sub: Unclaimed Dividends for the Financial Year 2016-17 and thereafter

Firstly, we would like to inform you that, your company is declaring dividend continuously from Financial Year 2016-17 and while reviewing the Unclaimed Dividend Account of the company for aforesaid financial years, it has been observed that some or all Dividend Warrants issued have not been encashed.

Shareholders who have not claimed dividend

- (a) Please note that as per Section 124(5) of the Companies Act, 2013, the dividend remaining unclaimed for a period of seven years is required to be transferred to "Investor Education and Protection Fund (IEPF)" constituted by Government of India. Therefore, if the dividend of a shareholder is remaining unclaimed, then such dividend amount will be transferred to IEPF after completion of the statutory period.
- (b) Further, as per Section 124(6) of the Companies Act, 2013 and IEPF Rules, the shares on which dividend has not been encashed/claimed for 7 consecutive years or more are also liable to be transferred to IEPF.

Once the transfer is effected to IEPF Fund, the dividend and the shares so transferred have to be claimed by the shareholders from the IEPF Authority directly after completing the laid down procedure.

View above, we request you to claim your unclaimed dividend by writing an application to **Secretarial Department, United Drilling Tools Limited, A-22, Phase-II, Noida – 201305 Distt. Gautam Budh Nagar, Uttar Pradesh**, after receiving the request from you, we will let you know the documents/information required by the company for claiming the unclaimed dividend.

In case of any further query/clarification, you may write to COMPSECT@UDTLTD.COM

Dear Shareholder,

Sub: Request for Conversion of physical shares into De-mat form

This is in reference to the SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8th June 2018 amending Regulation 40 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, by inserting proviso in sub-regulation (1) of regulation 40, which states that "Provided that, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository."

By inserting the above-mentioned proviso, SEBI had mandated that transfer of securities would be carried out in dematerialized form only on and after 5th December, 2018.

Subsequently, Securities and Exchange Board of India, vide its Notification No. SEBI/LAD-NRO/GN/2018/49 dated 30th November, 2018 has extended the date for transfer of securities in physical form from 5th December, 2018 to 1st April, 2019

Accordingly, the member is hereby requested to convert their shares from physical to Demat form at the earliest, as it will be beneficial for market liquidity and you will be able to transfer your shares, if you desire, as company is not entertaining any request for transfer of shares in physical form.

Dematerialization facility is available both on National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). Company's ISIN is INE961D01019.

For the purpose of dematerialization, you are requested to contact your Depository Participant (DP) with whom you have opened your Demat Account. In case you have not yet opened your Demat Account, you are requested to contact any DP of your local/preferable area.

In case of any further query/clarification, you may write to COMPSECT@UDTLTD.COM



POSTAL BALLOT FORM

1. Name & Registered Address of the
Sole/ First Named Shareholder :

2. Name(s) of the Joint Shareholder(s),
If any :

3. Registered Folio No./ DPID No./
Client ID No. :

4. No. of Shares held :

5. EVEN (E-voting Event Number) :

6. User ID and Password for
Remote E-voting :

5. I/ We hereby exercise my/our votes in respect of the Special Resolutions to be passed through Postal Ballot/ e-voting for the business stated in the Notice of the Company by conveying my/our assent or dissent to said Resolutions by placing tick mark (✓) in the appropriate box below:

S. No.	Particulars of the Resolutions	Type of Resolution	No. of Equity Shares held	I / We assent to the Resolution (FOR)	I / We dissent to the Resolution (AGAINST)
1.	TO AMEND OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.	Special Resolution			

Place :
Date :

(Signature of the Shareholder)

(As per specimen signature registered with Registrar and Share Transfer Agents)

Note: Please read the instructions carefully before exercising your vote.

INSTRUCTIONS

- A Shareholder desirous of exercising vote by physical Postal Ballot should complete the Postal Ballot Form in all respects and send it after signature to the Scrutinizer in the attached self-addressed envelope on which postage will be paid by the Company which shall be properly sealed with adhesive or adhesive tape. However, envelopes containing Postal Ballot Form, if sent by courier, at the expense of the Member will also be accepted. Members are requested to convey their assent or dissent in this Postal Ballot Form only. The assent or dissent received in any other form or manner shall be considered as invalid.
- The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company and the address to which the same needs to be dispatched.
- The Postal Ballot Form should be signed by the Shareholder as per specimen signature registered with the Registrar. Depository. In case the Equity Shares are jointly held, this Form should be completed and signed (as per specimen signature registered with Registrar / Depository) by the first named Member and in his / her absence, by the next named Member. Holders of Power of Attorney (POA) on behalf of the Members may vote on the Postal Ballot mentioning the registration number of the POA or enclosing an attested copy of the POA. Unsigned Postal Ballot Forms will be rejected.
- Consent must be accorded by placing a tick mark (✓) in the column, "I assent to the resolution", or dissent must be accorded by placing a tick mark (✓) in the column, "I dissent to the resolution".
- The votes of the Member will be considered invalid on any of the following grounds
 - If the postal ballot form has not been signed by or on behalf of the member
 - If the Member's signature does not tally
 - If the member has marked his/her vote both for 'Assent' and also for 'Dissent' to the resolution in such a manner that the aggregate shares voted for 'Assent' and 'Dissent' exceeds total number of shares held
 - If the member has made any amendment to the Resolution or imposed any condition while exercising his vote.
 - If the postal ballot form is incomplete or incorrectly filled
 - If the postal ballot form is received torn or defaced or mutilated such that it is difficult for the scrutinizer to identify either the member or the number of votes, or whether the voter is for 'Assent' or 'Dissent' or if the signature could not be verified, or one or more of the above grounds
 - If the form other than one issued by the company is used
- Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5.00 p.m. on Monday, 27 December 2021. Postal Ballot Form received after that date will be strictly treated as if it is not received and will not be counted. The Members are requested to send the duly completed Postal Ballot Form well before the last date providing sufficient time for the postal transit.
- In case of Equity Shares held by companies, trusts, societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution authority and preferably with attested specimen signature(s) of the duly authorized signatories giving requisite authorities to the person voting on the Postal Ballot Form.
- Shareholders are requested not to send any paper (other than the Resolution authority as mentioned under instruction above) along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.
- A Member may request for a duplicate Postal Ballot Form, if so required and the duly completed Postal Ballot Form should reach the Scrutinizer not later than the last date for voting mentioned above.
- A member need not use all his/her votes nor does he/she needs to cast his/her votes in the same way.
- Voting rights shall be reckoned on the paid up value of the shares registered in the name of the member on the relevant date i.e. 12 November, 2021
- The Scrutinizer decision on the validity of the postal ballot shall be final.
- Only a member entitled to vote is entitled to fill in the postal ballot form and send it to the scrutinizer and any recipient of the notice who has no voting right should treat the notice as an intimation only.

