MP BIRLA GROUP

Universal Cables Limited
Regd. Office & Works :
P.O. Birla Vikas, Satna - 485 005 (M.P.), India.
P : 07672-257121 to 257127, 414000
F : 07672-257131 · E : headoffice@unistar.co.in

Ref : UCL/SEC/2021-22

24th September, 2021

BSE Limited Corporate Relationship Department Phiroz Jeejeebhoy Towers, Dalal Street, **Mumbai – 400 001** **Scrip Code : 504212**	**National Stock Exchange of India Ltd.** Listing Department, Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), **Mumbai – 400 051** **Scrip Code : UNIVCABLES EQ**

Dear Sir,

Sub: Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit the voting results of the 76th Annual General Meeting of the Company held on Thursday, the 23rd September, 2021 at 4.30 P.M. at the registered office of the Company situated at P.O. Birla Vikas, Satna (M.P.) - 485 005. The mode of voting was Remote e-Voting and Poll for the 76th Annual General Meeting (AGM) of the Company. The details of the Voting Results are as under:

1.	**Date of AGM**	**23rd September, 2021**
2.	**Total number of shareholders on record date (as on 16th September, 2021)**	18087
3.	**No. of shareholders present in the meeting either in person or through proxy**	
	Promoters and Promoter Group	15
	Public	39

The details of voting results in respect of Ordinary Resolutions for Ordinary as well as Special Business as set out under Item No(s). 1, 2, 3 and 4 of the Notice dated 29th June, 2021 and Item No(s). 5 and 6 of the Addendum to the Notice dated 9th September, 2021 for the 76th AGM of the Company are given in Annexure 'A'.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,
For Universal Cables Limited

UNIVERSAL CABLES LTD. P.O. BIRLA VIKAS SATNA (M.P.)

(Sudeep Jain)
Company Secretary

Encl: As above

Agenda – wise disclosure

Resolution No.1

Description of Resolution

(a) Adoption of audited Financial Statements of the Company for the financial year ended 31st March, 2021 and the Reports of the Board of Directors and Auditors thereon.

(b) Adoption of the audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021 and Report of Auditors thereon.

Resolution required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				No				
Category	Mode of voting	No. of shares held *(Refer Note below)* (1)	No. of votes polled *(Refer Note below)* (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting	21472949	21472949	100.0000	21472949	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Institutions	E-voting	672662	577552	85.8607	577552	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non Institutions	E-voting	12549770	3805197	30.3209	3803898	1299	99.9659	0.0341
	Poll		250571	1.9966	250571	0	100.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		34695381	26106269	75.2442	26104970	1299	99.9950	0.0050

Invalid Votes – Public-Non Institutions : 22,39,621

UNIVERSAL CABLES LTD. P.O. BIRLA VIKAS SATNA (M.P.)

Resolution No.2

Description of Resolution

Declaration of Dividend at the rate of Rupee 1.00 (One Rupee only) per equity share of face value of ₹ 10/- (Rupees Ten only) each fully paid-up for the financial year ended 31st March, 2021.

Resolution required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				No				
Category	Mode of voting	No. of shares held *(Refer Note below)* (1)	No. of votes polled *(Refer Note below)* (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting	21472949	21472949	100.0000	21472949	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Institutions	E-voting	672662	577552	85.8607	577552	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non Institutions	E-voting	12549770	3805202	30.3209	3805102	100	99.9974	0.0026
	Poll		250571	1.9966	250571	0	100.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		34695381	26106274	75.2442	26106174	100	99.9996	0.0004

Invalid Votes – Public-Non Institutions : 22,39,621

UNIVERSAL CABLES LTD. P.O. BIRLA VIKAS SATNA (M.P.)

Resolution No.3

Description of Resolution

Re-appointment of Shri Dilip Ganesh Karnik (DIN: 06419513) as Director, who retires by rotation at the Annual General Meeting and being eligible, offers himself for re-appointment.

Resolution required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				No				
Category	Mode of voting	No. of shares held *(Refer Note below)* (1)	No. of votes polled *(Refer Note below)* (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting	21472949	21472949	100.0000	12115212	9357737	56.4208	43.5792
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Institutions	E-voting	672662	577552	85.8607	577552	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non Institutions	E-voting	12549770	3805697	30.3248	3549425	256272	93.2661	6.7339
	Poll		250571	1.9966	250571	0	100.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		34695381	26106769	75.2457	16492760	9614009	63.1743	36.8257

Invalid Votes – Public-Non Institutions : 22,39,621

UNIVERSAL CABLES LTD. P.O. BIRLA VIKAS SATNA (M.P.)

Resolution No.4

Description of Resolution

Ratification of remuneration to be paid to Messers D. Sabyasachi & Co., Cost Accountants, the Cost Auditors of the Company for the financial year ending 31st March, 2022 **(as an Ordinary Resolution)**.

Resolution required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				No				
Category	Mode of voting	No. of shares held *(Refer Note below)* (1)	No. of votes polled *(Refer Note below)* (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting	21472949	21472949	100.0000	21472949	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Institutions	E-voting	672662	577552	85.8607	577552	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non Institutions	E-voting	12549770	3805197	30.3209	3803832	1365	99.9641	0.0359
	Poll		250571	1.9966	250571	0	100.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		34695381	26106269	75.2442	26104904	1365	99.9948	0.0052

Invalid Votes – Public-Non Institutions : 22,39,621

UNIVERSAL CABLES LTD. P.O. BIRLA VIKAS SATNA (M.P.)

Resolution No.5

Description of Resolution

Appointment of Dr. Dhanpat Ram Agarwal (DIN: 00322861) as a Non-Executive Non-Independent Director of the Company pursuant to Notice received from a member under Section 160 of the Companies Act, 2013 **(as an Ordinary Resolution)**.

Resolution required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				Yes				
Category	Mode of voting	No. of shares held *(Refer Note below)* (1)	No. of votes polled *(Refer Note below)* (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting	21472949	21472949	100.0000	9357737	12115212	43.5792	56.4208
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Institutions	E-voting	672662	577552	85.8607	325556	251996	56.3683	43.6317
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non Institutions	E-voting	12549770	3805197	30.3209	1293538	2511659	33.9940	66.0060
	Poll		250571	1.9966	0	250571	0.0000	100.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		34695381	26106269	75.2442	10976831	15129438	42.0467	57.9533

Invalid Votes – Public-Non Institutions : 22,39,621

UNIVERSAL CABLES LTD. P.O. BIRLA VIKAS SATNA (M.P.)

Resolution No.6

Description of Resolution

Appointment of Justice Shyamal Kanti Chakrabarti (Retired) (DIN: 08953661) as a Non-Executive Non-Independent Director of the Company in place of Justice Dilip Ganesh Karnik (Retired) Director, pursuant to Notice received from a member under Section 160 of the Companies Act, 2013 **(as an Ordinary Resolution).**

Resolution required				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution				Yes				
Category	Mode of voting	No. of shares held *(Refer Note below)* (1)	No. of votes polled *(Refer Note below)* (2)	% of Votes Polled on outstanding shares (3)= [(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E-voting	21472949	21472949	100.0000	9357737	12115212	43.5792	56.4208
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Institutions	E-voting	672662	577552	85.8607	325556	251996	56.3683	43.6317
	Poll		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public – Non Institutions	E-voting	12549770	3805202	30.3209	1293607	2511595	33.9958	66.0042
	Poll		250571	1.9966	0	250571	0.0000	100.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Total		34695381	26106274	75.2442	10976900	15129374	42.0470	57.9530

Invalid Votes – Public-Non Institutions : 22,39,621

UNIVERSAL CABLES LTD. P.O. BIRLA VIKAS SATNA (M.P.)

R. K. Mishra & Associates

Company Secretaries

Off : Shop No. 8, K.B. Complex, Near Bus Stand, Semariya Chowk, Satna (M.P.) 485001

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E-mail : rkmaoffice@gmail.com
Mob.: 91-9425172829, 9685837829

CS KISHOR KUMAR GUPTA
E-mail:cskishorgupta@gmail.com
Mob.: 91-9827784739

Ref. **Date .....**

Consolidated Scrutinizer's Report

[Pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,

The Chairman of the 76th Annual General Meeting of the Members of
Universal Cables Limited held on Thursday, the 23rd September, 2021
at 4:30 P.M. at the Registered Office of the Company
at P.O. Birla Vikas, Satna, (M.P.) – 485005

Sub: Consolidated Scrutinizer's Report on voting through Remote e-Voting and poll at the 76th Annual General Meeting ("AGM") of Universal Cables Ltd. ("hereinafter the "Company") in terms of provisions of the Companies Act, 2013 ("the Act") read with the Rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir,

1. I, Rajesh Kumar Mishra, Company Secretary in practice, was appointed as a Scrutinizer by the Board of Directors of the Company for the Remote e-Voting process as well as to scrutinize the Ballot process (poll) conducted at the Annual General Meeting ("AGM") in fair and transparent manner pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the resolutions set out in the Notice dated 29th June, 2021 and addendum to the Notice dated 9th September, 2021 for the 76th AGM of the members of the Company, held on 23rd day of September, 2021 at 4.30 P.M. at the Registered Office of the Company at P.O. Birla Vikas, Satna (M.P.) – 485 005.

2. I and Shri Prashant Nayak, Chartered Accountant in Practice were appointed as Scrutinizers by the Board of Directors of the Company for the purpose of scrutinizing the voting through Ballot process (poll) in fair and transparent manner at the AGM as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 for the resolutions set out in the Notice dated 29th June, 2021 and addendum to the Notice dated 9th September, 2021 for the 76th AGM of the members of the Company, held on 23rd day of September, 2021 at 4.30 P.M. at the Registered Office of the Company at P.O. Birla Vikas, Satna (M.P.) – 485 005.

R.K. MISHRA & ASSOCIATES * SATNA * COMPANY SECRETARIES

3. Pursuant to Sections 101, 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 (including any statutory modification(s)or re-enactment(s) thereof for the time being in force), Company has confirmed that the Electronic copy of the Notice convening 76th AGM of the Company interalia alongwith the process of electronic voting at the AGM and the Remote e-Voting were sent to the shareholders whose email address are registered with the Company/Depository Participant(s) for communication purpose.

4. The Company had availed the Remote e-Voting facility provided by Central Depository Services (India) Limited (CDSL) for conducting the Remote e-Voting by the shareholders of the Company. The Remote e-Voting commenced on Sunday, the 19th September, 2021 at 9.00 a.m. and ended on Wednesday, the 22nd September, 2021 at 5:00 p.m. and the CDSL Remote e-Voting portal was blocked for voting thereafter.

5. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means (i.e. by Remote e-Voting) and voting through Ballot process (poll) at the 76th AGM for the resolutions contained in the Notice dated 29th June, 2021 and addendum to the Notice dated 9th September, 2021 for the 76th AGM of the members of the Company. My responsibility as a Scrutinizer for the voting process of voting through electronic means i.e. by Remote e-Voting and poll at the 76th AGM of the Company is restricted to make a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above.

6. Separate Scrutinizer's Report dated 24th September, 2021 on the Remote e-Voting and Scrutinizers Report dated 24th September, 2021 on the poll have been issued on the resolutions contained in the notice dated 29th June, 2021 and addendum to the notice dated 9th September, 2021 for the 76th AGM of the Company.

7. Based on reports generated from the e-Voting website of CDSL and the poll at the 76th AGM of the Company, the consolidated report on the results of voting in respect of Ordinary Resolutions for Ordinary as well as Special Business as set out under Item No(s) 1, 2, 3 and 4 of the Notice dated 29th June, 2021 and two other Ordinary Resolutions Item Nos. 5 and 6 as Special Business of Notice dated 9th September, 2021 which is an integral part of the original Notice dated 29th June, 2021 for 76th AGM of the Company are given hereunder:

Resolution No. 1: As an Ordinary Resolution

Description of Resolution

ADOPTION OF AUDITED FINANCIAL STATEMENTS (STANDALONE & CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
1	227	26104970	100.00%	3	1299	0.00%	3	2239621

R.K. MISHRA & ASSOCIATES * PATNA * COMPANY SECRETARIES

Resolution No. 2: As an Ordinary Resolution

Description of Resolution

DECLARATION OF DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
2	230	26106174	100.00%	1	100	0.00%	3	2239621

Resolution No. 3: As an Ordinary Resolution

Description of Resolution

RE-APPOINTMENT OF SHRI DILIP GANESH KARNIK (DIN: 06419513) AS DIRECTOR, WHO RETIRES BY ROTATION.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
3	204	16492760	63.17%	27	9614009	36.83%	3	2239621

Resolution No. 4: As an Ordinary Resolution

Description of Resolution

RATIFICATION OF REMUNERATION TO BE PAID TO COST AUDITORS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING ON 31ST MARCH, 2022.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
4	224	26104904	99.99%	6	1365	0.01%	3	2239621

R.K. MISHRA & ASSOCIATES SATNA COMPANY SECRETARIES

Resolution No. 5: As an Ordinary Resolution

Description of Resolution

APPOINTMENT OF DR. DHANPAT RAM AGARWAL (DIN: 00322861) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY PURSUANT TO NOTICE RECEIVED FROM A MEMBER UNDER SECTION 160 OF THE COMPANIES ACT, 2013.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
5	132	10976831	42.05%	98	15129438	57.95%	3	2239621

Resolution No. 6: As an Ordinary Resolution

Description of Resolution

APPOINTMENT OF JUSTICE SHYAMAL KANTI CHAKRABARTI (RETIRED) (DIN: 08953661) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY IN PLACE OF JUSTICE DILIP GANESH KARNIK (RETIRED), DIRECTOR PURSUANT TO NOTICE RECEIVED FROM A MEMBER UNDER SECTION 160 OF THE COMPANIES ACT, 2013.

Resolution No.	Votes in favour			Votes against			Invalid votes	
	No. of members who voted	No. of votes Cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast	% of total no. of valid votes cast	No. of members who voted	No. of votes cast
6	133	10976900	42.05%	98	15129374	57.95%	3	2239621

8. No vote has been polled on 9940 equity shares lying in unclaimed suspense account in respect of which voting rights remain frozen till the rightful owner of such shares claim the shares.

9. The Register and all other papers relating to Remote e-Voting as well that of poll conducted through Ballot Process shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the 76th Annual General Meeting and thereafter the same will be handed over to the Company Secretary for safe keeping. The other relevant records were sealed and handover to the Company Secretary for safe keeping.

10. Three Members viz. Societies / Trusts holding 2239621 number of Equity Shares (having equivalent Votes) have cast their Vote through Remote e-Voting on the basis of purported Circular Resolution dated 16th September, 2021 passed by the Trustees of such Societies / Trusts. However, on 20th September, 2021, the Company received valid proxy forms dated 18th September 2021 supported by a certified copy of resolution passed through Circulation on 18th September, 2021 by the Managing Committee of such Societies / Trusts. Accordingly, the proxies appointed by the Managing Committee of said Societies / Trusts have exercised their voting rights through Ballot process (poll) conducted at the AGM venue.

R.K. MISHRA & ASSOCIATES PATNA COMPANY SECRETARIES

Since there are two conflicting set of resolutions received from same Societies / Trusts i.e. one alongwith Remote e-Voting and another alongwith proxy forms, we are not in a position to verify the legality, validity, authenticity of both these resolutions and therefore we have not included 2239621 number of Votes cast by the said Societies / Trusts through Remote e-voting and also through Ballot Process (poll) in the voting result and the same have been considered as Invalid Votes.

In any event, the voting result of all resolution(s) will not be impacted in respect of which said Societies / Trusts have cast their Votes even if such Invalid Votes would have been included either way ("in favour" or "against") as the case may be in the consolidated voting result.

Thanking You,

Yours faithfully,
For: - R.K. Mishra & Associates
(Company Secretaries)

R.K. MISHRA & ASSOCIATES * SATNA * COMPANY SECRETARIES

Rajesh Kumar Mishra
(Partner)
CP No. 4433
FCS No. 5383

Place: Satna (M.P.)
Date: 24th September, 2021
UDIN: F005383C001003556

Countersigned by:
For Universal Cables Limited

UNIVERSAL CABLES LTD. P.O. BIRLA VIKAS SATNA (M.P.)

(Sudeep Jain)
Company Secretary