UNISTAR®

UNIVERSAL CABLES LIMITED

P.O. Birla Vikas, Satna - 485 005 (M.P.), India.
Phone : 07672-257121 to 257127, 414000 • Fax : 07672-257131
E-Mail : headoffice@unistar.co.in • Website : www.unistar.co.in
CIN-L31300MP1945PLC001114

Ref : UC/SH/OPP/ 09.09.2014

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 023

National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051

Re: - BSE - Scrip Code **504212**, NSE - Scrip ID - **UNIVCABLES**

Sub: Clause 31 of the Listing Agreement – Proceedings of 69th Annual General Meeting of Universal Cables Limited

Dear Sir,

Pursuant to Clause 31 of the Listing Agreement, gist of the proceedings of the 69th Annual General Meeting (AGM) of Universal Cables Limited held on Tuesday, 12th August, 2014 at 11.00 A.M. at Registered office P.O. Birla Vikas, Satna - 485 005 (M.P.), is enclosed.

We hope you will find the same in order.

We request you to please take the same on your records.

Thanking you,
For Universal Cables Limited

(Om Prakash Pandey)
Company Secretary

Encl. : As above

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Gist of the proceedings of the Annual General Meeting of Universal Cables Limited, held on August 12, 2014

The Sixty Ninth Annual General Meeting of the Members of the Company was held on 12th August 2014 at 11.00 AM at P.O. Birla Vikas, Satna - 485 005 (MP).

Shri Dinesh Chanda, an Independent Director and also the Chairman of the Audit Committee of the Company chaired the proceedings of the Meeting. Shri D.R. Bansal, Chief Mentor & Executive Director, chaired the proceedings in respect of the item of business where Shri Dinesh Chanda was interested.

Total 69 Members (including proxies) attended the Meeting.

The Chairman of the Meeting informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the 69th Annual General Meeting during the period from 6th August 2014 to 7th August 2014. Shri Rajesh Kumar Mishra, Practicing Company Secretary was appointed as the Scrutinizer for the e-voting process.

The Chairman of the Meeting informed the Members that the Company has arranged for a poll on all the 9 resolutions to be passed at the Meeting. Thereafter, all the 9 resolutions were proposed and seconded. On the invitation of the Chairman, several Members raised queries and gave suggestions, which were satisfactorily replied by the Chairman and the Company Executives.

Thereafter, the Chairman of the Meeting ordered for a poll and appointed Shri Rajesh Kumar Mishra, (DP & Client ID 1203350001150341) Practicing Company Secretary and Shri Pradeep Nayak, Charted Accountant, as the Scrutinizers for the poll process and requested them for an orderly conduct of the voting. The Chairman announced that the combined result of e-voting and the poll will be declared after the counting is over and on receipt of the Scrutinizers Report which shall also be put on the Company's website.

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

The resolutions passed by the Members briefly, related to:

ORDINARY BUSINESS:

1 Approval and adoption of Audited Financial Statement of the Company for the year ended 31st March, 2014 and the Reports of the Board of Directors and Auditors' thereon (Ordinary Resolution).

2 Appointment of Shri Harsh V. Lodha, (DIN 00394094) Director retiring by rotation (Ordinary Normal Resolution).

3 Appointment of Auditors and fixing their remuneration (Ordinary Resolution).

SPECIAL BUSINESS:

4 Appointment of Shri Bachh Raj Nahar (DIN 00049895) as a Director, liable to retire by rotation (Ordinary Resolution).

5 Appointment of Shri S.S. Kothari, (DIN 00005428) as an Independent Director to hold office upto 31st March, 2019, not liable to retire by rotation (Ordinary Resolution).

6 Appointment of Shri S.C. Jain (DIN 00194087) as an Independent Director to hold office upto 31st March 2019, not liable to retire by rotation (Ordinary Resolution).

7 Appointment of Dr. S.R. Jain (DIN 00364293) as an Independent Director to hold office upto 31st March 2019, not liable to retire by rotation (Ordinary Resolution).

8 Appointment of Shri Dinesh Chanda (DIN 00939978) as an Independent Director to hold office upto 31st March 2019, not liable to retire by rotation (Ordinary Resolution).

9 Ratification/Approval of the remuneration of the Cost Auditors for the Financial Year 2014 -15 (Ordinary Resolution).

The voting results were notified to the Stock Exchanges in the format prescribed under Clause 35A of the Listing Agreement and the details of the said results were also uploaded on the Company's website.

For Universal Cables Limited

(Om Prakash Pandey)
Company Secretary