

UCWL:SECTL:SE:21
19th August 2021

BSE Limited

Department of Corporate Services,
25th Floor, P.J. Towers,
Dalal Street,
Mumbai – 400001.

Through BSE Listing center

Security Code: 530131

Dear Sir(s),

Re: Intimation of Alteration in Articles of Association of the Company

1. Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that Members of the Company by way of Special Resolution passed in the Annual General Meeting (AGM) held on 19th August 2021, have by requisite majority approved the adoption of new set of Articles of Association (AOA) in total exclusion, substitution and supersession of existing AOA of the Company. The voting results in respect of the aforesaid resolution in the prescribed format are being separately intimated to you.

2. Brief details of alteration made in AOA are given below:

(a) The existing AOA was adopted by the Company at the time of its incorporation in 1993 based on the provisions of the erstwhile Companies Act, 1956. Subsequently, some of the clauses were amended/inserted, from time to time, to cater to specific requirements.

(b) Consequent to the enactment of the Companies Act, 2013 (the 'Act'), regulatory provisions have undergone comprehensive changes which necessitated several amendments in AOA of the Company including deletion of certain redundant Articles.

(c) Since the changes required for aligning the erstwhile AOA with the Act and Rules made thereunder were numerous, it was considered expedient to adopt new AOA in substitution of existing AOA.

(d) The AOA has been restructured and aligned with the provisions of the Act and Rules made thereunder. References to sections, sub-sections, clauses etc. of the Companies Act, 1956, have been substituted with the provisions of the Act.

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Further, provisions of the Act, which permit the Company to do certain acts when authorized by AOA, or which require the Company to do acts in a prescribed manner unless the AOA otherwise provide, have been specifically included.

We request you to kindly take the above information on records.

Thanking you and assuring you of our best attention at all times.

Yours faithfully,
For Udaipur Cement Works Limited,



(Poonam Singh)
Company Secretary &
Compliance Officer

