



UCWL:SECTL:SE:22

12<sup>th</sup> August 2022

**BSE Limited**

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

Through BSE Listing Centre

**Security Code: 530131**

Dear Sir(s),

**Re: Proceedings of 26<sup>th</sup> Annual General Meeting (AGM) of the Company held on 12<sup>th</sup> August 2022 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We are pleased to inform you that the 26<sup>th</sup> Annual General Meeting of the Company was duly held on Friday, 12<sup>th</sup> August 2022 at 11:00 A.M. (AGM) through Video Conferencing ("VC").

Smt. Vinita Singhania, Chairperson of the Board of Directors of the Company, chaired the AGM. The Chairperson welcomed and introduced the Directors present in Meeting through VC: Shri Shrivats Singhania, Executive Director, Shri Vinit Marwaha, Independent Director and the Chairman of the Stakeholders Relationship Committee, Shri O.N. Rai, Independent Director and the Chairman of Audit and Nomination & Remuneration Committee of Directors, Shri Surendra Malhotra, Independent Director and Shri Naveen Kumar Sharma, Whole-time Director. Amb. Bhaswati Mukherjee, Independent Director, was unable to join the meeting due to unavoidable circumstances.

Ms. Poonam Singh, Company Secretary and Shri Pranav Chitre, Chief Financial Officer of the Company were present at the AGM. Shri S.A. Bidkar and Shri B.K. Daga, Executives of JK Lakshmi Cement Limited, the Holding Company were also present at the Meeting.

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**Fax:** +91-11-66001142 | **Email:** ucwl.customercare@ucwl.jkmail.com | **Works & Regd. Office:** Shripati Nagar, CFA, P.O. Dabok,  
Udaipur - 313022, Rajasthan | **Phone:** +91-294-2655076 | **Fax:** +91-294-2655077 | **Email:** ucwl@ucwl.jkmail.com

CIN: L26943RJ1993PLC007267



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The Company Secretary confirmed that requisite quorum was present through VC and the Meeting was called to order. The Company Secretary further informed the Shareholders about procedure of e-voting and participation in the Meeting through VC.

The Chairperson informed the Shareholders that Shri Arvind Shah, Partner, Bansilal Shah & Co., Chartered Accountants, Company's Statutory Auditors, Shri Namu Narain Agarwal, Secretarial Auditor of the Company and Shri Ronak Jhuthawat, Practicing Company Secretary, appointed as the Scrutiniser for supervising the e-voting process for this AGM, are present at the Meeting through VC.

The Chairperson further informed that requisite Statutory Registers and other documents were available for inspection by the Shareholders during the Meeting. With the permission of Shareholders, the Notice dated 4<sup>th</sup> July 2022 convening the 26<sup>th</sup> AGM and the Annual Report for Financial Year 2021-22, already circulated to the Shareholders on 18<sup>th</sup> July 2022, were taken as read. The Chairperson also informed that there were no qualifications in the Auditor's Report and Secretarial Audit Report and therefore there is no requirement to read the said Reports. The Chairperson addressed the Shareholders and shared her thoughts on the Cement Industry and working of the Company for the Financial Year 2021-22.

Following Items/ Resolutions as set out in the AGM Notice dated 4<sup>th</sup> July 2022, were transacted at the AGM:

| S.No. | Item/Resolution  | Type of Resolution  |
|-------|--|---------------------|
| 1.    | Consideration and adoption of the audited Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March 2022 and the Reports of the Board of Directors and Auditors thereon. | Ordinary Resolution |
| 2.    | To appoint a Director in place of Shri Shrivats Singhania (DIN: 02359242), who retires by rotation and being eligible, has offered himself for re-appointment.   | Ordinary Resolution |
| 3.    | Remuneration of M/s. HVMN & Associates, the Cost Accountants, to conduct the audit of the cost records of the Company for the Financial Year 2022-23 commencing 1 <sup>st</sup> April 2022.            | Ordinary Resolution |

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|    |  |                     |
|----|--|---------------------|
| 4. | Re-appointment of Shri Surendra Malhotra (DIN: 00271508) as an Independent Director of the Company for second term of 3 consecutive years w.e.f. 30 <sup>th</sup> June 2023.     | Special Resolution  |
| 5. | Re-appointment of Amb. Bhaswati Mukherjee (DIN: 07173244) as an Independent Director of the Company for second term of 5 consecutive years w.e.f. 24 <sup>th</sup> January 2023. | Special Resolution  |
| 6. | Re-appointment of Shri Vinit Marwaha (DIN: 00051403) as an Independent Director of the Company for second term of 5 consecutive years w.e.f. 10 <sup>th</sup> May 2023.          | Special Resolution  |
| 7. | Authority for Borrowing under Section 180(1)(c)  | Special Resolution  |
| 8. | Authority for Creation of Security under Section 180(1)(a)   | Special Resolution  |
| 9. | Approval of Material Related Party Transactions with JK Lakshmi Cement Ltd.  | Ordinary Resolution |

The Chairperson informed that Remote e-voting on all the AGM Items and Resolutions was opened from Tuesday, 9<sup>th</sup> August 2022 (10:00 A.M.) to Thursday, 11<sup>th</sup> August 2022 (5:00 P.M.) to enable the Shareholders to cast their votes electronically and those shareholders who have not casted their vote through remote e-voting, had the opportunity to vote during the AGM.

The Chairperson further informed that the Scrutiniser would submit a consolidated Scrutiniser's Report on remote e-voting and e-voting at the AGM of the total votes cast in favour or against, if any, not later than two working days of conclusion of the Meeting.

Shareholders who had registered themselves as Speakers were invited to express their views/raise questions, if any. All the queries of the Shareholders were responded to their satisfaction. The Chairperson declared the Meeting as concluded at 11.55 A.M. However, the E-voting facility was kept open for next 15 minutes to enable the Shareholders to cast their vote.

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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

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