



UCWL:SECTL:SE:23  
17<sup>th</sup> August 2023

**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 27<sup>th</sup> Annual General Meeting (AGM) of the Company held on 17<sup>th</sup> August 2023 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We are pleased to inform you that the 27<sup>th</sup> Annual General Meeting of the Company was duly held on Thursday, 17<sup>th</sup> August 2023 at 2:00 P.M. IST (AGM) through Video Conferencing ("VC").

Mrs. Vinita Singhania, Chairperson of the Company, chaired the AGM. The Chairperson welcomed and introduced the Directors present in the Meeting: Mr. Shrivats Singhania, Director & Chief Executive Officer, Mr. O.N. Rai, Independent Director and the Chairman of Audit and Nomination & Remuneration Committee of Directors and Mr. Vinit Marwaha, Independent Director and the Chairman of the Stakeholders Relationship Committee, were present at the Meeting. Mr. Naveen Kumar Sharma, Whole-time Director and Amb. Bhaswati Mukherjee, Independent Director were present through Video Conferencing. Mr. Surendra Malhotra, Independent Director, unable to join the meeting as he was not well.

Ms. Poonam Singh, Company Secretary and Mr. Pranav Chitre, Chief Financial Officer of the Company were present at the AGM. Mr. S.A. Bidkar, Chief Financial Officer and Mr. Amit Chaurasia, Company Secretary of JK Lakshmi Cement Limited, the Holding Company were also present at the Meeting.

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

**Admin. Office:** Nehru House, 4, Bahadur Shah Zafar Marg, New Delhi - 110002 | Phone: +91-11-66001142 / 66001112 |  
Fax: +91-11-66001142 | Email: ucwl.customer@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 Chairperson informed the Members that Mr. Dhruv Shah, Partner, M/s. Bansilal Shah & Co., Chartered Accountants, Company's Statutory Auditors, Mr. Namu Narain Agarwal, Secretarial Auditor of the Company and Mr. Ronak Jhuthawat, Practicing Company Secretary, appointed as the Scrutiniser for supervising the e-voting process for this AGM, were present at the Meeting through VC.

The Chairperson further informed that requisite Statutory Registers and other documents were available for inspection by the Members during the Meeting. With the permission of Members, the Notice dated 4<sup>th</sup> July 2023 convening the 27<sup>th</sup> AGM and the Annual Report for Financial Year 2022-23, already circulated to the Members on 24<sup>th</sup> July 2023, 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 Members and shared her thoughts on the Cement Industry and working of the Company for the Financial Year 2022-23.

Following Items/ Resolutions as set out in the AGM Notice dated 4<sup>th</sup> July 2023, were transacted at the AGM:

| S.No. | Consideration & Adoption                                                                                                                                                                             | Type of Resolution  |
|-------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|
| 1.    | Consideration & adoption of the audited Financial Statements of the Company for the Financial Year ended 31 <sup>st</sup> March 2023 and the Reports of the Board of Directors and Auditors thereon. | Ordinary Resolution |
| 2.    | Re-appointment of Mr. Naveen Kumar Sharma, as a Director liable to retire by rotation.                                                                                                               | Ordinary Resolution |
| 3.    | Ratification of remuneration of M/s. HVMN & Associates, Cost Accountants, the Cost Auditor of the Company for the Financial Year 2023-24, of ₹ 1,25,000/- p.a.                                       | Ordinary Resolution |
| 4.    | Re-designate Mr. Shrivats Singhania as Director & Chief Executive Officer.                                                                                                                           | Special Resolution  |
| 5.    | Approval for enhancement of Borrowing limits under Section 180(1)(c) of the Companies Act, 2013.                                                                                                     | Special Resolution  |
| 6.    | Approval for enhancement of limits for creation of Security under Section 180(1)(a) of the Companies Act, 2013.                                                                                      | Special Resolution  |

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The Chairperson informed that Remote e-voting facility on all the AGM Items and Resolutions was open from Friday, 11<sup>th</sup> August 2023 (10:00 A.M.) to Wednesday, 16<sup>th</sup> August 2023 (5:00 P.M.) to enable the Members to cast their votes electronically. The Chairperson further informed that those Members who have not casted their vote through remote e-voting will have opportunity to vote during the AGM and till 15 minutes after conclusion of 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 by 19<sup>th</sup> August 2023.

Members who had registered themselves as Speakers were invited to express their views/ raise questions, if any. All the queries of the Members were responded to their satisfaction. The Chairperson declared the Meeting as concluded at 3.15 P.M. However, the E-voting facility was kept open for next 15 minutes to enable the Members to cast their vote

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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