



UCWL:SECTL:SE:23
17th August 2023

BSE Limited

Department of Corporate Services,
25th Floor, P.J. Towers,
Dalal Street,
Mumbai – 400001.
Through BSE Listing Centre
Security Code: 530131

Dear Sir(s),


Re: Voting Results of the 27th Annual General Meeting of the Company held on 17th August 2023 through Video Conferencing.

Further to our letter of even no. dated 24th July 2023, informing the date of Annual General Meeting (AGM) being held as under and the Cut- off date for e- voting respectively, we now send herewith the Voting Results (Consolidated: Remote E-voting & E-voting during the AGM) on the Resolutions forming part of the Notice of the 27th AGM of the Company held on Thursday, 17th August 2023 at 02.00 P.M. through Video Conferencing ("VC") as Annexure-I, pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015. It may be noted that all the Resolutions were duly passed at the AGM, with requisite majority.

We also send herewith a copy of the consolidated Report dated 17th August 2023 of Shri Ronak Jhuthawat (Certificate of Practice No. - 12094) of M/s. Ronak Jhuthawat & Co., Company Secretary in Practice/Scrutinizer on remote E-voting and the voting at the aforesaid AGM as Annexure - II.

This is for your information and 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

Encl: a.a.

Cc : Central Depository Services (India) Ltd.
A Wing, Marathon Futurex, 25th Floor,
Mafatlal Mill Compound, N M Joshi Marg,
Lower Parel, Mumbai- 400 013

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Fax: +91-11-66001142 | Email: ucwl.customer@ucwl.jkmail.com | **Works & Regd. Office:** Shripati Nagar, CFA, P.O. Dabok,
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CIN: L26943RJ1993PLC007267

UDAIPUR CEMENT WORKS LIMITED

Format for Voting Results

Annexure I

Regulation 44(3) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Date of the AGM/EGM		17/08/2023
Total number of shareholders on record date		83802
No. of shareholders present in the meeting either in person or through proxy:		Not Applicable
Promoters and Promoter Group:		
Public:		
No. of Shareholders attended the meeting through Video Conferencing		93
Promoters and Promoter Group:		2
Public:		91

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution No. 1	(Ordinary)	Consideration and Adoption of the audited Financial Statements of the Company for the Financial Year ended 31st March 2023 and the Reports of the Board of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting		420403252	100.00	420403252	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total		420403252	420403252	100.00	420403252	0	100.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total		806076					
Public - Non Institutions	E-Voting		25073150	18.00	25072874	276	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total		139328342	25073150	18.00	25072874	276	100.00
Total		560537670	445476402	79.47	445476126	276	100.00	0.00



Resolution No. 2	(Ordinary)	Re-appointment of Mr. Naveen Kumar Sharma, as a Director liable to retire by rotation.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$
Promoter and Promoter Group	E-Voting		420403252	100.00	420403252	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	420403252	420403252	100.00	420403252	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	806076						
Public - Non Institutions	E-Voting		25072832	18.00	25064606	8226	99.97	0.03
	Poll							
	Postal Ballot (if applicable)							
	Total	139328342	25072832	18.00	25064606	8226	99.97	0.03
Total		560537670	445476084	79.47	445467858	8226	100.00	0.00

Resolution No. 3	(Ordinary)	Ratification of remuneration of M/s. HMVN & Associates, Cost Accountants, the Cost Auditor of the Company for the Financial Year 2023-24, of Rs.1,25,000/- p.a.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	$[3]=([2]/[1])*100$	[4]	[5]	$[6]=([4]/[2])*100$	$[7]=([5]/[2])*100$
Promoter and Promoter Group	E-Voting		420403252	100.00	420403252	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	420403252	420403252	100.00	420403252	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	806076						
Public - Non Institutions	E-Voting		25072850	18.00	25072284	566	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	139328342	25072850	18.00	25072284	566	100.00	0.00
Total		560537670	445476102	79.47	445475536	566	100.00	0.00



Resolution No. 4	(Special)	Re-designation of Mr. Shrivats Singhania as Director & Chief Executive Officer of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting		420403252	100.00	420403252	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	420403252	420403252	100.00	420403252	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	806076						
Public - Non Institutions	E-Voting		20037331	14.38	20035263	2068	99.99	0.01
	Poll							
	Postal Ballot (if applicable)							
	Total	139328342	20037331	14.38	20035263	2068	99.99	0.01
Total		560537670	440440583	78.57	440438515	2068	100.00	0.00

Resolution No. 5	(Special)	Approval for enhancement of Borrowing limits under Section 180(1)(c) of the Companies Act, 2013.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting		420403252	100.00	420403252	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	420403252	420403252	100.00	420403252	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	806076						
Public - Non Institutions	E-Voting		25072850	18.00	25071992	858	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	139328342	25072850	18.00	25071992	858	100.00	0.00
Total		560537670	445476102	79.47	445475244	858	100.00	0.00



Resolution No. 6	(Special)	Approval for enhancement of limits for creation of Security under Section 180(1)(a) of the Companies Act, 2013.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled	% of votes polled on outstanding shares	No. of Votes-in favour	No. of Votes-against	% of votes in favour on votes polled	% of votes against on votes polled
		[1]	[2]	[3]=([2]/[1])*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
Promoter and Promoter Group	E-Voting		420403252	100.00	420403252	0	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	420403252	420403252	100.00	420403252	0	100.00	0.00
Public - Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total	806076						
Public - Non Institutions	E-Voting		25072850	18.00	25072395	455	100.00	0.00
	Poll							
	Postal Ballot (if applicable)							
	Total	139328342	25072850	18.00	25072395	455	100.00	0.00
Total		560537670	445476102	79.47	445475647	455	100.00	0.00

Date: 17th August 2023

Place: New Delhi



CERTIFIED TO BE TRUE
For Udaipur Cement Works Ltd.

h
Company Secretary



CONSOLIDATED SCRUTINIZER'S REPORT

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

To,
The Chairperson
27th Annual General Meeting of the Members of
Udaipur Cement Works Limited
Shripati Nagar, CFA, P.O. Dabok
Udaipur -313022

Dear Madam,

Subject: 27th Annual General Meeting of the Equity Shareholders of Udaipur Cement Works Limited held on Thursday, 17th August, 2023 at 2:00 P.M. (IST), by means of Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

I, Ronak Jhuthawat of M/s Ronak Jhuthawat & Co., Company Secretary in practice (Certificate of Practice No. 12094), have been appointed by the Directors of Udaipur Cement Works Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during 27th Annual General Meeting (AGM) in a fair and transparent manner, in respect of resolutions as per attached Annexure transacted at the 27th Annual General Meeting of the Shareholders of the Company, held on Thursday, 17th August, 2023 at 2:00 P. M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

I hereby submit my report as under:-

Pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended thereto and vide General Circular of Ministry of Corporate Affairs ("MCA") no. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020 followed by Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, read with Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 8, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 2/2022 dated May 5, 2022, Circular No. 10/2022 dated December 28, 2022 and Securities and Exchange Board of India vide its Circular No. SEBI / HO / CFD / CMD1 / CIR / P / 2020/79 dated 12th May 2020, Circular No. SEBI/ HO/CFD/ CMD2/CIR/ P/2021/11 dated 15th January, 2021 ("SEBI Circular"), Circular No. SEBI/HO/



CFD/CMD2/CIR/P/2022/62 dated 13th May, 2022 (collectively referred to as "SEBI Circulars") and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023 ("SEBI Circular") in compliance with the provisions of the Companies Act, 2013 ("Act") and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the said notification permits to hold Annual General Meeting via **Video Conferencing ("VC") or Other Audio Visual Means ("OAVM")**. As confirmed by the Company by the Notice dated 4th July, 2023 sent to the shareholders in respect of the resolutions passed at the Annual General Meeting of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the above mentioned circulars.

- A. The Company has appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for the purpose of extending the facility of remote e-voting services to the members of the Company to cast their votes through a secured electronic mode on the resolutions to be transacted at the said Annual General Meeting.
- B. The Company had also provided e-voting facility to the shareholders those who attended the Annual General Meeting through VC / OAVM and who had not cast their vote through remote e-voting earlier.
- C. The cut-off date for determining the eligibility of the members to vote by remote e-voting or e-voting at the Annual General Meeting was Wednesday, 10th August, 2023. As on "Cut-off" date i.e. 10th August, 2023, there were 83,802 Shareholders (Eighty Three Thousand Eight Hundred Two).
- D. The remote e-voting facility started on Friday, 11th August, 2023 (10:00 A.M.) and ended on Wednesday, 16th August, 2023 (5:00 P.M.).
- E. The requisite advertisements pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, as amended and in compliance with Ministry of Corporate Affairs Circular No. 20/2020 dated 5th May, 2020 read with general circular dated January 13, 2021 issued by MCA were published in "Financial Express" (in English) (all editions) and in "Rashtrdoot" (in Hindi) (Udaipur edition) on 21st July, 2023 and 25th July, 2023, respectively.
- F. The votes cast through remote e-voting and through e-voting were unblocked at 03.42 P.M. After conclusion of voting at the Annual General Meeting held on Thursday, 17th August, 2023 in the presence of two witnesses who were not the employees of the Company.



G. Based on the details containing list of Members who have cast their votes on remote e-voting platform as downloaded from the e-voting website of CDSL (www.evotingindia.com), and the votes cast by the members through VC / OAVM during Annual General Meeting, the consolidated results of the remote e-voting and e-voting during Annual General Meeting, on all items of the business transacted at the Annual General Meeting held on Thursday, 17th August, 2023 are given in the Annexure enclosed herewith, forming part of this Report.

CONCLUSION

All the Resolutions mentioned in the Annual General Meeting notice dated 4th July, 2023 under the remote e-voting and e-voting through VC / OAVM during Annual General Meeting have been passed with requisite majority.

Thanking you,

Yours faithfully,

**For Ronak Jhuthawat & Co.
Company Secretaries**



**Dr. Ronak Jhuthawat
Proprietor
Membership No. FGS 9738 (COP No. 12094)
Peer Review No. 1270/2021
UDIN- F009738E000815675**

**Place: Udaipur
Date: 17th August, 2023**



**Counter signed by
For Udaipur Cement Works Limited**




**(Poonam Singh)
Company Secretary and Compliance Officer
Authorised Person
Place: New Delhi**

Annexure
Udaipur Cement Works Limited
 27th Annual General Meeting held on Thursday, 17th August, 2023 at 02:00 P.M. (AGM) through Video Conferencing
CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING & E-VOTING AT THE AGM

Item No. of Notice of AGM	Subject matter of the Resolution (in brief)		REMOTE E-VOTING		E-VOTING AT AGM*		TOTAL		%age of total valid votes	Invalid Votes	
			No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast	No. of members voted	No. of valid votes cast		No. of Members	No. of Invalid votes
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)
1	Ordinary Resolution for Consideration and Adoption of the audited Financial Statements of the Company for the Financial Year ended 31st March 2023 and the Reports of the Board of Directors and Auditors thereon	In Favour	251	44,54,73,912	6	2,214	257	44,54,76,126	100.00	NIL	NIL
		Against	4	276	-	-	4	276	0.00		
		Total	255	44,54,74,188	6	2,214	261	44,54,76,402	100.00		
2	Ordinary Resolution for re-appointment of Shri Naveen Kumar (DIN: 08152305), who retires by rotation and being eligible, has offered himself for re-appointment.	In Favour	238	44,54,65,644	6	2,214	244	44,54,67,858	100.00	NIL	NIL
		Against	15	8,226	-	-	15	8,226	0.00		
		Total	253	44,54,73,870	6	2,214	259	44,54,76,084	100.00		
3	Ordinary Resolution for ratification of remuneration of M/s. HMVN & Associates, the Cost Accountants, to conduct the audit of the Cost records of the Company for the Financial Year 2023-24.	In Favour	250	44,54,73,322	6	2,214	256	44,54,75,536	100.00	NIL	NIL
		Against	4	566	-	-	4	566	0.00		
		Total	254	44,54,73,888	6	2,214	260	44,54,76,102	100.00		
4	Special Resolution to re-designate Shri Shrivats Singhania (DIN: 02359242), as Director & Chief Executive Officer of the Company.	In Favour	241	44,04,36,301	6	2,214	247	44,04,38,515	100.00	NIL	NIL
		Against	9	2,068	-	-	9	2,068	0.00		
		Total	250	44,04,38,369	6	2,214	256	44,04,40,583	100.00		
5	Special Resolution for Approval for enhancement of Borrowing limits under Section 180(1)(c) of the Companies Act, 2013.	In Favour	245	44,54,73,030	6	2,214	251	44,54,75,244	100.00	NIL	NIL
		Against	9	858	-	-	9	858	0.00		
		Total	254	44,54,73,888	6	2,214	260	44,54,76,102	100.00		
6	Special Resolution for Approval for enhancement of limits for creation of Security under Section 180(1)(a) of the Companies Act, 2013.	In Favour	246	44,54,73,433	6	2,214	252	44,54,75,647	100.00	NIL	NIL
		Against	8	455	-	-	8	455	0.00		
		Total	254	44,54,73,888	6	2,214	260	44,54,76,102	100.00		


Note : 1. This is the Annexure referred to in Consolidated Scrutinizer's Report dated 17th August, 2023 and forming part of that Report.
 2. *E-voting during AGM is the facility provided to members of the Company to cast their votes through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

For Ronak Jhuthawat & Co.
 Company Secretaries


 Dr. Ronak Jhuthawat
 Membership No. : FCS- 9738
 Certificate of Practice No.: 12094
 Peer Review No.: 1270/2021
 Udaipur, 17th August, 2023
 UDIN- F009738E000815675



Counter signed by
 For Udaipur Cement Works Limited


 (Poonam Singh)
 Company Secretary & Compliance Officer
 Authorized Person
 Place: New Delhi