

UCVVL WORKS LIMITED

UCWL:SECTL:SE:24 16th August 2024

BSE Ltd. Department of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Security Code No. 530131 Through: BSE Listing Centre 2 National Stock Exchange of India Ltd. "Exchange Plaza" Bandra-Kurla Complex Bandra (East) Mumbai – 400 051 Symbol: UDAICEMENT, Series : EQ Through: NEAPS

Dear Sir(s),

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Re: Voting Results of the 28th Annual General Meeting of the Company held on 16th August 2024 through Video Conferencing.

Further to our letter of even no. dated 24th July 2024, 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 28th AGM of the Company held on Friday, 16th August 2024 at 12.00 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 16th August 2024 of Dr. 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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CIN: L26943RJ1993PLC007267



www.udaipurcement.com



UDAIPUR CEMENT WORKS LIMITED

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

Annexure I

Date of the AGM/EGM	16/08/2024					
Total number of shareholders on record date	113697					
No. of shareholders present in the meeting either in person or through proxy:						
Promoters and Promoter Group:	Not Applicable					
Public:	Not Applicable .					
No. of Shareholders attended the meeting through Video Conferencing						
Promoters and Promoter Group:	3					
Public:	78					

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

Resolution No. 1	(Ordinary)		der and adopt the ctors and Auditors	Audited Financial Statemen thereon.	its of the Company	y for the Financial	Year ended 31st March 20	024 and the Reports of				
Whether promoter/ promoter g agenda/resolution?	roup are interested in the	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	C	100.00	0.00				
	Poll											
	Postal Ballot (if applicable)					-						
	Total	420403252	420403252	100.00	420403252	C	100.00	0.00				
Public - Institutions	E-Voting		17542	2.42	17542	C) 100.00	0.00				
	Poll											
	Postal Ballot (if applicable)											
	Total	725246	17542	2.42	17542	0	100.00	0.00				
Public - Non Institutions	E-Voting		28283675	20.29	28099497	184178	99.35	0.65				
	Poll											
	Postal Ballot (if applicable)											
	Total	139409172	28283675	20.29	28099497	184178	99.35	0.65				
Total		560537670	448704469	80.05	448520291	184178	99.96	0.04				



Resolution No. 2	(Ordinary)	To appoint a Dire	ctor in place of Sn	it. Vinita Singhania (DIN: 00	0042983), who reti	res by rotation and	d being eligible, offers hers	self for re-appointment.					
Whether promoter/ promoter g agenda/resolution?	roup are interested in the	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	C	100.00	0.00					
	Poll												
	Postal Ballot (if applicable)												
	Total	420403252	420403252	100.00	420403252	C	100.00	0.00					
Public - Institutions	E-Voting		17542	2.42	17542	C	100.00	0.00					
	Poll												
	Postal Ballot (if applicable)												
	Total	725246	17542	2.42	17542	C	100.00	0.00					
Public - Non Institutions	E-Voting		23800274	17.07	23582492	217782	99.08	0.92					
	Poll												
	Postal Ballot (if applicable)												
	Total	139409172	23800274	17.07	23582492	217782	99.08	0.92					
Total		560537670	444221068	79.25	444003286	217782	99.95	0.05					

Resolution No. 3	(Ordinary)		ory Auditors for a f d fix their remuner	term of 5 consecutive years ation.	from the conclusion	on of the 28th AG	W till the conclusion of the	33rd AGM to be held in				
Whether promoter/ promoter gro agenda/resolution?	oup are interested in the	No										
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled			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		420403252	0	100.00					
	Poll											
	Postal Ballot (if applicable)											
	Total	420403252	420403252	100.00	420403252	0	100.00	0.00				
Public - Institutions	E-Voting		17542	2.42	17542	0	0 100.00					
	Poll											
	Postal Ballot (if applicable)				13							
	Total	725246	17542	2.42	17542	0	100.00	0.00				
^D ublic - Non Institutions	E-Voting		28284660	20.29	28108037	176623	99.38	0.62				
	Poll											
	Postal Ballot (if applicable)											
	Total	139409172	28284660	20.29	28108037	176623	99.38	MEN 0.62				
Total		560537670	448705454	80.05	448528831	176623	99.96	0 0 004				

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Resolution No. 4	(Ordinary)	Ratification of ren	nuneration of M/s I	HMVN & Associates, the Co	ost Accountants for	the Financial yea	ır 2024-25.						
Whether promoter/ promoter g agenda/resolution?	roup are interested in the	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		17542	2.42	17542	0	100.00	0.00					
	Poll												
	Postal Ballot (if applicable)												
	Totai	725246	17542	2.42	17542	0	100.00	0.00					
Public - Non Institutions	E-Voting		28375775	20.35	28108902	266873	99.06	0.94					
	Poll												
	Postal Ballot (if applicable)												
	Total	139409172	28375775	20.35	28108902	266873	99.06	0.94					
Total		560537670	448796569	80.07	448529696	266873	99.94	0.06					

Resolution No. 5	(Special)	Re-appointment of 2025.	of Mr. Shrivats Sin	ghania (DIN: 02359242) as	the Director & CE	O of the Company	for a period of 5 years wit	h effect from 1st April					
Whether promoter/ promoter gro genda/resolution?	oup are interested in the	No											
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled			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		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		17542	2.42	17542	0	100.00	0.00					
	Poll												
	Postal Ballot (if applicable)												
	Total	725246	17542	2.42	17542	0	100.00	0.00					
Public - Non Institutions	E-Voting		28283675	20.29	28086612	197063	99.30	0.70					
	Poll												
	Postal Ballot (if applicable)												
	Total	139409172	28283675	20.29	28086612	197063	99.30						
Fotal		560537670	448704469	80.05	448507406	197063	99.96	And RKG					

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Resolution No. 6	(Special)	Re-appointment October 2024	of Mr. Naveen Kur	nar Sharma (DIN No: 0815)	2305) as Whole-tin	ne Director of the	Company for a period of 3	years with effect from 1st				
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- 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	C	100.00					
	Poll											
	Postal Ballot (if applicable)											
	Total	420403252	420403252	100.00	420403252	0	100.00	0.00				
Public - Institutions	E-Voting		17542	2.42	17542	C	100.00	0.00				
	Poll											
	Postal Ballot (if applicable)											
	Total	725246	17542	2.42	17542	0	100.00	0.00				
Public - Non Institutions	E-Voting		23800244	17.07	23577083	223161	99.06	0.94				
	Poll											
	Postal Ballot (if applicable)											
	Total	139409172	23800244	17.07	23577083	223161	99.06	0.94				
Total		560537670	444221038	79.25	443997877	223161	99.95	0.05				

Resolution No. 7	(Special)	Appointment of M July 2024.	Appointment of Mr. Sadhu Ram Bansal (DIN No :06471984), as an Independent Director of the Company for a term of 3 consecutive year w.e.f. 1st July 2024.										
Whether promoter/ promoter g agenda/resolution?	roup are interested in the	No	No										
Category	Mode of Voting	No. of Shares Held	No. of Votes Polled		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						
	Poll												
	Postal Ballot (if applicable)												
	Total	420403252	420403252	100.00	420403252	0	100.00	0.00					
Public - Institutions	E-Voting		17542	2.42	17542	C	100.00	0.00					
	Poll -												
	Postal Ballot (if applicable)												
	Total	725246	17542	2.42	17542	C	100.00	0.00					
Public - Non Institutions	E-Voting		28285775	20.29	28068680	217095	99.23	0.77					
	Poll												
	Postal Ballot (if applicable)												
	Total	139409172	28285775	20.29	28068680	217095	99.23	0.77					
Total		560537670	448706569	80.05	448489474	217095	99.95	0.05					

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Resolution No. 8	(Ordinary)	Appointment of N	lr. Sudhir A. Bidka	r (DIN No : 00113646), as I	Non- executive Nor	n- Independent Di	rector w.e.f.1st July 2024.					
Whether promoter/ promoter g agenda/resolution?	roup are interested in the	No	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		17542	2.42	17542	0	100.00	0.00				
	Poll											
	Postal Ballot (if applicable)											
	Total	725246	17542	2.42	17542	0	100.00	0.00				
Public - Non Institutions	E-Voting		28285775	20.29	28100607	185168	99.35	0.65				
	Poll											
	Postal Ballot (if applicable)											
	Total	139409172	28285775	20.29	28100607	185168	99.35	0.65				
Total		560537670	448706569	80.05	448521401	185168	99.96	0.04				

DATE:

16-08-2024

PLACE:

New Delhi

CEMENT WORKS

For Udaipur Cement works Limited

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(Poonam Singh) Company Secretary & Complaince Officer



RONAK JHUTHAWAT & CO. Practicing Company Secretaries & Trademark Agent

ANNEXURE II

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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 28th Annual General Meeting of the Members of **Udaipur Cement Works Limited** Shripati Nagar, CFA, P.O. Dabok Udaipur -313022

Dear Madam,

Subject: 28th Annual General Meeting of the Members of Udaipur Cement Works Limited held on Friday, the 16th August, 2024 at 12:00 Noon Indian Standard Time (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 Board of Directors of Udaipur Cement Works Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting and e-voting during 28th Annual General Meeting (AGM) in a fair and transparent manner, in respect of resolutions as per attached Annexure transacted at the 28th Annual General Meeting of the Shareholders of the Company, held on Friday, 16th August, 2024 at 12:00 Noon ('AGM') 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, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and subsequent circulars issued in this regard, the latest being 09/2023 dated 25th September, 2023 ('MCA Circulars') and SEBI/HO/CFD/CFD-PoD2/P/CIR/2023/167 being dated 7th October, 2023 ('SEBI Circular') issued by SEBI and 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

Off.: 328, Samriddhi Complex, 3rd Floor, Above Udaipur Urban Co operative Bank Opp. Krishi Upaz Mandi, Sector 11 Main Road, Udaipur-313001 (Raj.) Mob.: 9887422212 | E-mail: csronakjhuthawat@gmail.com Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of Members at a common venue. The deemed venue for the 28th AGM shall be the Registered Office of the Company. As confirmed by the Company vide its Notice dated 4th July, 2024 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 Members 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 is Friday, 9th August, 2024. As on "Cut-off" date i.e. 9th August, 2024, there were 1,13,697 (One Lakh thirteen thousand six hundred ninety seven) Shareholders.
- D. The remote e-voting facility started on Sunday, 11th August, 2024 (10:00 A.M. IST) and ended on Thursday, 15th August, 2024 (5:00 P.M. IST).
- E. The requisite advertisement pursuant to the MCA Circular No. 20/2020 dated 5th May 2020, was published on 23rd July 2024 in the "Financial Express" (in English language)(all editions) and in "Rashtradoot" (in Hindi language)(Udaipur edition).
- F. The requisite advertisement pursuant to the Section 108 of the Companies Act, 2013 read with Rule 20(4)(v) of the Companies (Managernei1t and Administration) Rules, 2014 and the MCA Circular No. 17/2020 dated 13th April 2020, was published on 24th July 2024 in the "Financial Express" (in English language)(all editions) and in "Rashtradoot" (in Hindi language)(Udaipur edition).



- G. The votes cast through remote e-voting and through e-voting were unblocked at 1:48 P.M. after conclusion of voting at the Annual General Meeting held on Friday, 16th August, 2024 in the presence of two witnesses who were not the employees of the Company.
- H. 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 AGM held on Friday, 16th August, 2024 are given in the Annexure A enclosed herewith, forming part of this Report.

CONCLUSION

All the Resolutions mentioned in the Annual General Meeting notice dated 4th July, 2024 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. FCS 9738 (COP No. 12094) Peer Review No. 1270/2021 UDIN- F009738F000987418

Place: Udaipur Date: 16.08.2024



Counter signed by For Udaipur Cement Works Limited

> (Poonam Singh) Company Secretary Authorised Person Place: New Delhi

Annexure A

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Udaipur Cement Works Limited

28th Annual General Meeting held on Friday, 16th August, 2024 at 12:00 Noon, Indian Standard Time (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")

CONSOLIDATED RESULTS OF VOTES CAST THROUGH REMOTE E-VOTING & E-VOTING AT THE AGM

Item No.			REMO'	FE E-VOTING	E-VOTIN	IG AT AGM*	ĩ	OTAL	%age	Invalid	I Votes
of Notice of AGM	Subject matter of the Resolution (in brief)		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	of total valid votes	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	In Favour	224	44,85,18,379	3	1,912	227	44,85,20,291	99.96		•
	March, 2024 and the Reports of the Board of Directors and Auditors	Against	21	1,84,177	1	1	22	1,84,178	0.04		
	ihereon.	Total	245	44,87,02,556	4	1,913	249	44,87,04,469	100.00		
2	Ordinary Resolution for re-appointment of Mrs. Vinita Singhania (DIN:	In Favour	219	44,40,01,374	3	1,912	222	44,40,03,286	99.95		
	00042983), who retires by rotation and being eligible, has offered	Against	25	2,17,781	1	1	26	2,17,782	0.05		
	herself for re-appointment.	Total	244	44,42,19,155	4	1,913	248	44,42,21,068	100.00		
3	Ordinary Resolution for appointment of M/s. S. S. Kothari Mehta & Co.	In Favour	224	44,85,26,919	3	1.912	22.7	44,85,28,831	99.96		•
	LLP, Chartered Accountants, New Delhi (Firm Registration	Against	21	1,76,622	1	1	22	1,76,623	0.04		
	o. 000756N), as an Auditor of the Company to hold the office for a rrm of Five consecutive years.	Total	245	44,87,03,541	4	1,913	249	44,87,05,454	100.00		
4	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 2024-25.	In Favour	225	44,85,27,784	3	1,912	228	44,85,29,696	99.94		
1		Against	22	2,66,872	1	1	23	2,66,873	0.06		
		Total ·	247	44,87,94,656	4	1,913	251	44,87,96,569	100.00		
	Special Resolution for re-appointment of Mr. Shrivats Singhania (DIN:		217	44,85,05,494	3	1,912	220	44,85,07,406	99.96		-
	02359242), as the Director & CEO of the Company for a period of Five	Against	28	1,97,062	1	- 1	29	1,97,063	0.04		
	years w.e.f. 1st April, 2025 and revise the remuneration of such Director & CEO.	Total	245	44,87,02,556	4	1,913	249	44,87,04,469	100.00		
6	Special Resolution for re-appointment of Mr. Naveen Kumar Sharma	In Favour	219	44,39,95,965	3	1,912	222	44,39,97,877	99.95		
	(DIN No: 08152305) as Whole-time Director of the Company for a period of three years w.e.f. 1st October, 2024.	Against	24	2,23,160	1	1	25	2,23,161	0.05		
	period of direct years wear, as outpoor, as as	Total	243	44,42,19,125	4	1.913	247	44,42,21,038	100.00		
7	Special Resolution for appointment of Mr. Sadhu Ram Bansal	In Favour	222	44,84,87,562	3	1,912	225	44,84,89,474	99.95	. 1	
	(DIN No :06471984), the Additional Director of the Company and proposing his appointment as an independent Director of the Company	Against	24	2,17,094	1	1	25	2,17,095	0.05		
	for a term of three consecutive years with effect from 1st July, 2024 not liable to be retire by rotation.	Total	246	44,87,04,656	4	1,913	250	44,87,06,569	100.00		
	Ordinary Resolution for appointment of Mr. Sudhir A. Bidkar	In Favour	219	44,85,19,489	3	1,912	222	44,85,21,401	99.96		
	(DIN No : 00113646), the Additional Director of the Company and proposing his appointment as Non-executive Non-Independent Director	Against	2.7	1,85,167	1	1	28	1,85,168	0.04	- 1	
	of the company, liable to retire by rotation, with effect from 1st July, 2024.	Total	246	44,87,04,656	4	1,913	250	44,87,06,569	100.00	and the second	JHUTH

Note: 1. This is the Annexure referred to in Consolidated Scrutinizer's Report dated 16th August, 2024 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

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Dr. Ronak Jhuthawat Membership No. : FCS- 9738 Certificate of Practice No.: 12094 Peer Review No.: 1270/2021 Udaipur, 16th August, 2024 UDIN- F009738F000987418



Counter signed by For Udaipur Cement Works Limited

> (Poonam Singh) Company Secretary Authorized Person Place: New Delhi

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