Universal Cables Limited
Regd. Office & Works :
P.O. Birla Vikas, Satna - 485 005 (M.P.), India.
P : 07672-257121 to 257127, 414000
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MP BIRLA GROUP

Ref : UCL/SEC/2026-27 3rd August, 2026

BSE Limited Corporate Relationship Department Phiroz Jeejeebhoy Towers, Dalal Street, **Mumbai – 400 001** **Scrip Code: 504212**	**National Stock Exchange of India Ltd.** Listing Department, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), **Mumbai – 400 051** **Scrip Code: UNIVCABLES EQ**

Dear Sir,

Sub: Proceedings of the 81st Annual General Meeting held on 3rd August 2026

Pursuant to Regulation 30 read with Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the proceedings of the 81st Annual General Meeting (AGM) of the Company held on 3rd August, 2026 at the registered office of the Company at P.O. Birla Vikas, Satna – 485005 (M.P.).

The AGM started at 9.30 A.M. and concluded at 10.45 A.M.

This is for your information and record.

Thanking you,

Yours faithfully,
For UNIVERSAL CABLES LIMITED

AJAY KUMAR SHARMA
Digitally signed by AJAY KUMAR SHARMA
Date: 2026.08.03 19:48:54 +05'30'

UNIVERSAL CABLES LTD. P.O. BIRLA VIKAS SATNA (M.P.)

(Ajay Kumar Sharma)
Company Secretary

Encl: As above

PROCEEDINGS OF THE 81st ANNUAL GENERAL MEETING
<u>OF UNIVERSAL CABLES LIMITED HELD ON 3rd August, 2026</u>

The 81st Annual General Meeting (AGM) of the members of the Company was held on Monday, the 3rd August, 2026 at 9.30 A.M. at the Registered Office of the Company at P.O. Birla Vikas, Satna – 485 005 (M.P.).

Shri Harsh V. Lodha, Chairman of the Board of Directors took the Chair and presided over the Meeting in accordance with Article 71 of the Articles of Association of the Company.

Shri Kishore Kumar Mehrotra Independent Director and Chairman of the Audit Committee, Nomination & Remuneration Committee, Risk Management Committee and Stakeholders Relationship Committee was present at the Annual General Meeting to respond to the queries of the members, if any. Dr. Ananya Ghosh Dastidar, Independent Director and Member of Audit Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee and Shri Siddharth Swarup Independent Director and Member of Audit Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee, Risk Management Committee and Shri Prem Singh Khamesra, Non-Executive Non-Independent Director and Shri Y.S. Lodha, Managing Director & Chief Executive Officer were also present at the Meeting

Shri Gopal Agrawal, Chief Financial Officer and Shri Ajay Kumar Sharma, Company Secretary of the Company were also present at the Meeting.

Shri Rajesh Kumar Mishra, representative of Messrs R.K. Mishra & Associates, Secretarial Auditors of the Company was also present at the Meeting. Shri Manish Kumar representative of Messrs BGJC & Associates LLP, Statutory Auditor of the Company was also present at the Meeting.

A Total of Forty - Four (44) Members were present at the Meeting, either in person or through their authorised representatives. The Company had not received any instrument of Proxy from the Members..

The quorum remained present at the commencement of the Meeting as well as at the time of consideration of each item of business. The Chairman confirmed that the meeting had been duly convened and was being conducted in compliance with the applicable provisions of the Companies Act, 2013 and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended and the Secretarial Standard on General Meetings (SS-2) pursuant to Section 118(10) of the Companies Act, 2013, with respect to calling, convening and conducting the Annual General Meeting.

The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 read with Rule 17 of the Companies (Appointment and Qualification of Directors) Rules, 2014; Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013; Register of Proxies; Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2026; Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026; Independent Auditors' Report on the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026; Directors' Report on Audited Financial Statements of the Company for the financial year ended 31st March, 2026; Secretarial Audit Report; Memorandum and Articles of Association of the Company; and Register of Members of the Company (in electronic mode) were open for inspection and accessible by the members having a right to attend the Meeting during the continuance of the Meeting.

The Chairman informed the members that pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided to its members the facility of Remote e-Voting to exercise their right to vote by electronic means on listed items of Ordinary and Special Business set out in the Notice of the 81st Annual General Meeting. The Remote e-Voting commenced on Friday, 31st July, 2026 at 9:00 A.M. and ended on Sunday, the 2nd August, 2026 at 5:00 P.M. Shri Rajesh Kumar Mishra (Certificate of Practice No. 4433), Practicing Company Secretary was appointed as the Scrutiniser to scrutinise the Remote e-Voting process in a fair and transparent manner.

The facility for voting through Ballot process by use of Ballot/Polling paper was made available in respect of all items of the business transacted at the 81st Annual General Meeting of the Company for all those members and their duly appointed authorised representatives who were present at the Meeting. Shri Rajesh Kumar Mishra (Certificate of Practice No. 4433), Practicing Company Secretary was appointed and acted as Scrutiniser to scrutinise the voting through Ballot/Poll process at the Meeting in fair and transparent manner.

The Chairman apprised the members about the financial performance of the Company during the financial year 2025-26, recent developments on the business front, Corporate Social Responsibility (CSR) activities and Environment, Social & Governance (ESG) initiatives undertaken by the Company.

The Chairman then invited the Members to ask questions, if any, and/or otherwise offer their views/comments on the operations and performance of the Company. The questions/comments raised by the Members were duly and satisfactorily addressed by the Management.

The Chairman then proceeded with the business of the Meeting as set out in the Notice of the AGM dated 23rd May, 2026.

Shri Harsh V. Lodha, Chairman then placed the the following Resolution(s) No. 1 to 7, as set out in the Notice of the AGM for consideration and approval of the Members:

ORDINARY BUSINESS:

Resolution No. 1: Ordinary Resolution

Consideration and adoption of the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026 together with the Reports of the Board of Directors and Auditors thereon.

“RESOLVED that the audited Financial Statements of the Company for the financial year ended March 31, 2026, and the Reports of the Board of Directors and Independent Auditors thereon, as circulated to the Members and laid before this Meeting, be and are hereby considered and adopted.”

Resolution No. 2: Ordinary Resolution

Consideration and adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 together with the Report of Auditors thereon.

“RESOLVED that the audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026 and the Report of Independent Auditors thereon, as circulated to the Members and laid before this Meeting, be and are hereby considered and adopted.”

Resolution No. 3: Ordinary Resolution

Declaration of Dividend on equity shares for the financial year ended March 31, 2026.

“RESOLVED that a dividend at the rate of ₹ 4.50 (Four Rupees and Fifty Paise) only per equity share of face value of ₹ 10/- (Rupees Ten) each fully paid-up of the Company, as recommended by the Board of Directors, be and is hereby declared for the financial year ended March 31, 2026 and the same be paid out of the profits of the Company to those shareholders who are entitled to receive payment of the declared dividend and whose names appear on the Company’s Register of Beneficial Owners (as per details furnished by the Depositories in respect of equity shares held in electronic form) and Register of Members as of the close of business hours on July 27, 2026 or to their Orders or to their Bankers.”

Resolution No. 4: Ordinary Resolution

Re-appointment of Shri Prem Singh Khamesra (DIN: 00049162), as a Director, who retires by rotation.

“RESOLVED that pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Shri Prem Singh Khamesra (DIN: 00049162), Non-Executive Non-Independent Director of the Company, who retires by rotation at this Annual General Meeting, be and is hereby re-appointed as a Director of the Company, whose period of office shall be liable to determination by retirement of Directors by rotation.”

SPECIAL BUSINESS:

Resolution No. 5: Special Resolution.

Increase in the Borrowing Limit of the Company:

“RESOLVED that in supersession of the special resolution passed by the Members of the Company at the 79th Annual General Meeting held on 2nd August, 2024, save and except in respect of acts, deeds, matters and things already done or omitted to be done before such supersession, and pursuant to the provisions of Section(s) 180(1)(c), 180(2) and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder including any statutory amendment(s), modification(s) or reenactment(s) thereof for the time being in force read together with Articles of Association of the Company and subject to any other approval, if so required, consent/approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to borrow any sum or sums of money from time to time and in any manner, whether as rupee loans/credit facilities, foreign currency loans/credit facilities, debentures, bonds and/or other instruments, inter-corporate deposits and/or deposits or borrowings in any other form and/or non-fund based facilities for the purpose of business of the Company and upon such terms and conditions, with or without security, as the Board of Directors may in its absolute discretion think fit, notwithstanding that the money to be borrowed together with monies already borrowed by the Company (apart from temporary loans as defined in Explanation to Section 180(1)(c) of the Companies Act, 2013, obtained or to be obtained from the Company's bankers in the ordinary course of business), may exceed at any time the aggregate of the paid-up share capital of the Company, its free reserves and securities premium, that is to say, reserves not set apart for any specific purpose, provided that the total amount so borrowed by the Board of Directors and outstanding at any time shall not exceed the sum of Rs. 4500 Crores (Rupees Four Thousand Five Hundred Crores) Only.

FURTHER RESOLVED that the Board of Directors of the Company be and is hereby authorised and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, securities or otherwise howsoever as it may think fit and to do all such acts, deeds, matters and things as also to sign and execute all such documents, agreements, undertakings, deeds, applications, instruments and writings, etc. for and on behalf of the Company as may be required and to delegate all or any of its powers herein conferred to a Committee constituted by the Board and/or any member of such Committee or Managing Director or any Director or any other Officer of the Company or any other authorised person in accordance with applicable provisions of the Companies Act, 2013 and rules framed thereunder including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force."

Resolution No. 6: Special Resolution.

Creation of security on the Assets of the Company upto the increased Borrowing Limit:

"RESOLVED that in supersession of the special resolution passed by the Members of the Company at the 79th Annual General Meeting held on 2nd August, 2024, save and except in respect of acts, deeds, matters and things already done or omitted to be done before such supersession, and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force, consent/approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company to create and/or modify such mortgages, charges, hypothecations, pledges and other securities in addition to the existing mortgages, charges, hypothecations, pledges and securities created by the Company, on all or any of the immovable and movable properties or such other assets of the Company, wheresoever situate, both present and future, and the whole or any part of the undertaking of the Company together with powers to take over the management of the business and concern of the Company in certain events, in such manner as the Board of Directors may deem fit, to or in favour of all or any of the financial institutions/banks/lenders/any other investing agencies, trustees of the lenders/consortium of bankers and trustees for the holders of debentures/bonds/other financial instruments which may be issued to and subscribed by all or any of the financial institutions/ banks/ lenders/ other investing agencies or any other person(s)/bodies corporate by private placement or otherwise, to secure rupee/foreign currency loans as well as credit facilities and/or the issue of debentures, bonds or other financial instruments or inter corporate deposits or any other form of borrowings (hereinafter collectively referred to as "Loans"), provided that the total amount of Loans together with interest thereon at the respective agreed rates, compound interest, additional interest, liquidated damages, commitment charges, premia on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company to the aforesaid parties or any of them under the arrangements entered into/to be entered into by the Company in respect of which such mortgages, charges, hypothecations, pledges and other securities created / to be created, shall not, at any time exceed the limit of Rs. 4500 Crores (Rupees Four Thousand Five Hundred Crores) Only.

FURTHER RESOLVED that the Board of Directors of the Company be and is hereby authorised and shall always be deemed to have been so authorised to decide on all matters and finalise with the aforesaid parties or any of them, the documents, Agreements, deeds, undertakings for creating the aforesaid mortgages, charges, hypothecations, pledges or securities and to accept or make any alterations, changes, variations to or in the terms and conditions and to do all such acts, deeds, matters and things as also to sign and execute all such documents, agreements, deeds, applications, undertakings, instruments and writings, etc. for and on behalf of the Company as may be required and on such terms and conditions as it may consider necessary and expedient in its absolute discretion and to delegate all or any of its powers herein conferred to a Committee constituted by the Board and/or any member of such Committee or Managing Director or any Director or any other officer of the Company or any other authorised person in accordance with applicable provisions of the Companies Act, 2013 and rules framed thereunder including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force."

Resolution No. 7: Ordinary Resolution.

Ratification of Remuneration of Cost Auditor.

"RESOLVED that pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or amendment(s) or reenactment(s) thereof, for the time being in force and such other provisions as may be applicable, the remuneration payable to Messrs D. Sabyasachi & Co., Cost Accountants (Registration No. 000369), appointed by the Board of Directors as the Cost Auditors of the Company, based on the recommendation of the Audit Committee, to conduct audit of the cost records maintained by the Company for the financial year ending on 31st March, 2027, amounting to Rs. 1,20,000/- (Rupees One Lakh Twenty Thousand only) plus applicable Goods and Services Tax and reimbursement of actual out-of-pocket and travelling expenses that may be incurred in connection with the aforesaid cost audit, be and is hereby ratified. FURTHER RESOLVED that any one of Directors, Managing Director and the Company Secretary of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution."

Thereafter, the Chairman announced the commencement of voting through polling papers in respect of all the resolutions set out in Item Nos. 1 to 7 of the Notice of the 81st AGM. Before commencement of polling, the Chairman requested the Scrutiniser to show the empty Ballot Box to the Members and then lock it appropriately. The Chairman then requested the members and their duly appointed authorised representatives present in the Meeting to cast their vote(s) and put the Ballot/Polling Papers in the Ballot Box.

After completion of Poll process, the Chairman informed the members that the results of the voting on each resolution shall be determined by adding the votes cast through Poll during the AGM in favour or against a resolution with the vote cast through Remote e-Voting in favour or against the same resolution. Upon receipt of the consolidated Scrutiniser's Report, the combined results of remote e-voting and voting through polling papers at the Meeting shall be declared by Shri Y.S. Lodha, Managing Director & Chief Executive Officer, or, failing him, by Shri Ajay Kumar Sharma, Company Secretary, each being duly authorised by the Chairman for this purpose, within two working days, at the Registered Office of the Company at P.O. Birla Vikas, Satna – 485 005 (M.P.).

The voting results, together with the Scrutiniser's Report, shall be submitted to the Stock Exchanges within the prescribed timeline, displayed on the notice board at the Registered Office and uploaded on the websites of the Company.

The Meeting concluded at 10.45 A.M. with a vote of thanks to the Chair.

For **Universal Cables Limited**

AJAY KUMAR SHARMA

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(Ajay Kumar Sharma)
Company Secretary