

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Universal Cables Limited**  
 2. Quarter ending - **31-Mar-2022**

**i. Composition of Board of Director**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Harsh V. Lodha	00394094	AASPH5152N	C, NED		24-Apr-1998	18-Aug-2020			13-Feb-1967	NA		5	0	1	1	CSR	
Mr.	S.S. Kothari	00005428	AAIPK0220G	ID		26-Oct-2005	01-Apr-2019		91	25-Mar-1931	Yes	25-Mar-2019	1	1	2	0	AC, SC, NRC	
Mr.	S.C. Jain	00194087	AESPJ6664D	ID		27-Oct-2004	01-Apr-2019		91	01-Aug-1940	Yes	25-Mar-2019	1	1	2	0	AC, SC, CSR, NRC	
Mr.	B.R. Nahar	00049895	ADAPN8162B	NED		19-May-2014	05-Aug-2019			14-Jun-1952	NA		1	0	0	0	RMC	
Mrs.	Dr. Kavita A. Sharma	07080946	AAYP50367A	ID		06-Feb-2015	06-Feb-2020		85	05-Jul-1950	NA		2	2	3	3	AC, SC, RMC, NRC, CSR	
Mr.	Dilip Ganesh Karnik	06419513	ACJPK3295N	NED		15-Nov-2017	23-Sep-2021			10-May-1950	NA		4	1	3	0		
Mr.	Kishore Kumar Mehrotra	02894045	ACKPM1735A	ID		11-Nov-2021	11-Nov-2021		5	24-Jul-1953	NA		1	1	0	0		
Mr.	Y.S.Lodha	00052861	AAWPL4977B	ED	CEO-MD	11-Feb-2019	11-Feb-2022			03-Apr-1964	NA		2	0	0	0		

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

**ii. Composition of Committees****a. Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Dr. Kavita A. Sharma	ID	Chairperson	28-May-2021	
2	S.S. Kothari	ID	Member	19-Aug-2006	
3	S.C. Jain	ID	Member	30-Mar-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Dr. Kavita A. Sharma	ID	Chairperson	28-May-2021	
2	S.S. Kothari	ID	Member	19-May-2014	
3	S.C. Jain	ID	Member	27-Oct-2004	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Dr. Kavita A. Sharma	ID	Chairperson	29-Jun-2021	
2	B.R. Nahar	NED	Member	29-Jun-2021	
3	Tarun Chugh	Senior Executive	Member	29-Jun-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Dr. Kavita A. Sharma	ID	Chairperson	28-May-2021	
2	S.S. Kothari	ID	Member	19-May-2014	
3	S.C. Jain	ID	Member	14-Feb-2012	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**e. Corporate Social Responsibility Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Shri Harsh V. Lodha	NED	Chairperson	11-Aug-2016	
2	Dr. Kavita A. Sharma	ID	Member	28-May-2021	
3	Shri S.C. Jain	ID	Member	11-Aug-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**iii. Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
11-Nov-2021	10-Feb-2022	Yes	8	4
	23-Mar-2022	Yes	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	90

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	11-Nov-2021		Yes	3	3
Audit Committee		10-Feb-2022	Yes	3	3
Nomination & Remuneration Committee	09-Nov-2021		Yes	3	3
Nomination & Remuneration Committee		10-Feb-2022	Yes	3	3
Corporate Social Responsibility Committee	11-Nov-2021		Yes	3	2
Corporate Social Responsibility Committee		10-Feb-2022	Yes	3	2
Risk Management Committee	09-Nov-2021		Yes	2	1
Risk Management Committee		09-Mar-2022	Yes	2	1
Stakeholders Relationship Committee		09-Mar-2022	Yes	3	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

**v. Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee - **Yes**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
5.
  - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
  - b. Any comments/observations/advice of Board of Directors may be mentioned here:

<b>1. The Report submitted in the previous quarter has been placed before the Board of Directors at its meeting held on 10.02.2022 and this report will be placed before the Board of Directors in the next Meeting.</b>
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**Name** : **Sudeep Jain**  
**Designation** : **Company Secretary & Compliance Officer**

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<i>Item</i>	<i>Compliance status (Yes/No/NA)</i>	Company Remark	Website
<b>As per regulation 46(2) of the LODR:</b>			
Details of business	Yes		www.unistar.co.in
Terms and conditions of appointment of independent directors	Yes		www.unistar.co.in
Composition of various committees of board of directors	Yes		www.unistar.co.in
Code of conduct of board of directors and senior management	Yes		www.unistar.co.in
Details of establishment of vigil mechanism/ Whistle Blower	Yes		www.unistar.co.in
Criteria of making payments to non-executive directors	Yes		www.unistar.co.in
Policy on dealing with related party transactions	Yes		www.unistar.co.in
Policy for determining 'material' subsidiaries	Not Applicable		
Details of familiarization programs imparted to independent	Yes		www.unistar.co.in
Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor	Yes		www.unistar.co.in
Contact information of the designated officials of the listed entity	Yes		www.unistar.co.in
Financial results	Yes		www.unistar.co.in
Shareholding pattern	Yes		www.unistar.co.in
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional	Not Applicable		
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		www.unistar.co.in
Credit rating or revision in credit rating obtained by the entity for	Yes		www.unistar.co.in
Separate audited financial statements of each subsidiary of the	Not Applicable		
<b>As per other regulations of the LODR:</b>			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.unistar.co.in
Materiality Policy as per Regulation 30	Yes		www.unistar.co.in
Dividend Distribution policy as per Regulation 43A (as	Yes		www.unistar.co.in
It is certified that these contents on the website of the listed	Yes		www.unistar.co.in
<b>II Annual Affirmations</b>			
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA)</i>	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	<i>16(1)(b) &amp; 25(6)</i>	Yes	
<i>Board composition</i>	<i>17(1), 17(1A) &amp; 17(1B)</i>	Yes	
<i>Meeting of Board of directors</i>	<i>17(2)</i>	Yes	
<i>Quorum of Board meeting</i>	<i>17(2A)</i>	Yes	
<i>Review of Compliance Reports</i>	<i>17(3)</i>	Yes	
<i>Plans for orderly succession for appointments</i>	<i>17(4)</i>	Yes	
<i>Code of Conduct</i>	<i>17(5)</i>	Yes	
<i>Fees/compensation</i>	<i>17(6)</i>	Yes	
<i>Minimum Information</i>	<i>17(7)</i>	Yes	
<i>Compliance Certificate</i>	<i>17(8)</i>	Yes	
<i>Risk Assessment &amp; Management</i>	<i>17(9)</i>	Yes	
<i>Performance Evaluation of Independent Directors</i>	<i>17(10)</i>	Yes	
<i>Recommendation of Board</i>	<i>17(11)</i>	Yes	
<i>Maximum number of directorship</i>	<i>17A</i>	Yes	
<i>Composition of Audit Committee</i>	<i>18(1)</i>	Yes	

Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
Meeting of Risk Management Committee	22	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6),(7)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Yes	
Disclosure of related party transactions on consolidated	23(9)	Yes	
Composition of Board of Directors of unlisted material	24(1)	Not Applicable	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Not Applicable	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Not Applicable	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent Directors	25(10)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management	26(3)	Yes	
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

<b>Other Information</b>	
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### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

<b>Other Information</b>	
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**Name** : **Sudeep Jain**  
**Designation** : **Company Secretary & Compliance Officer**

%symbol%	%company Name%	%quarter Ended%
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**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	0	0	0

**(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

**(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:**

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>	N.A.	0	0
<i>Promoter Group or any other entity controlled by them</i>	N.A.	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	N.A.	0	0
<i>KMPs or any other entity controlled by them</i>	N.A.	0	0

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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**Affirmations**

*All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company*

**Company Remarks in case of non-compliant status**

**Name:** Mahesh Ladia  
**Designation:** Chief Financial Officer  
**Place:** Satna  
**Date:** 20-Apr-2022