

UNIVERSAL CABLES LIMITED

CIN: L31300MP1945PLC001114

Registered Office: P.O. Birla Vikas, Satna – 485 005 (M.P.), India

Phone: (07672) 414000, 257121 to 257127 • Fax: (07672) 257131

E-mail: headoffice@unistar.co.in • Website: www.unistar.co.in

NOTICE OF EIGHTY-FIRST ANNUAL GENERAL MEETING

NOTICE is hereby given that the Eighty-First (81st) Annual General Meeting (AGM) of the Members of Universal Cables Limited will be 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.) to transact the following business: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2026, together with the Reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2026 together with the Report of Auditors thereon.
3. To declare dividend on equity shares for the financial year ended on 31st March, 2026.
4. To appoint a Director in place of Shri Prem Singh Khamesra (DIN: 00049162), who retires by rotation at this Annual General Meeting in terms of Section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

Item No. 5:

Increase in the Borrowing Limit of the Company:

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“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 re-enactment(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 security 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 ₹ 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, application, 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.”

Item No. 6:

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

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“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 ₹ 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, application, 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."

Item No. 7

Ratification of remuneration of Cost Auditors:

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"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 re-enactment(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 ₹ 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."

Registered Office:

P.O. Birla Vikas,
Satna - 485 005 (Madhya Pradesh)

By Order of the Board of Directors
For **Universal Cables Limited**

(Ajay Kumar Sharma)
Company Secretary

Date: 23rd May, 2026

NOTES FOR MEMBERS' ATTENTION

1. The Statement setting out the material facts pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Annual General Meeting (AGM) is annexed to the Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF OR HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument appointing Proxies, in order to be effective, must be received in the annexed Proxy Form at the Registered Office of the Company not less than forty-eight (48) hours before the time fixed for commencement of the AGM, i.e. by 9:30 A.M. on 1st August, 2026.

A person shall not act as Proxy on behalf of members for more than Fifty (50) in number and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or member.
3. Members/Proxies are requested to deposit the Attendance Slip duly filled in and signed for attending the AGM. Members/Proxies/Authorised Representatives are requested to carry valid ID proof such as PAN, Voter Card, Driving Licence, Aadhar Card along with the Attendance Slip duly filled in for attending the Meeting. In case of joint holders attending the AGM, only one such joint holder whose name appears first in the joint holders list will be entitled to vote. Corporate Members Institutional Investors, Societies, etc. intending to attend the AGM through their authorised representatives are requested to send to the Company or Scrutinizer, a certified copy of the Board Resolution, Power of Attorney or such other valid authorisations, authorising them to attend and vote on their behalf at the AGM. Members who hold shares in dematerialised form are requested to bring their DP I.D. and Client I.D. No. for easier identification of attendance at the AGM.
4. During the period beginning twenty-four (24) hours before the time fixed for the commencement of the AGM and ending with the conclusion of the AGM, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company. All relevant documents referred to in the accompanying Notice and the Statement shall be open for inspection by the Members at the Registered Office of the Company during the normal business hours on all working days except Saturdays, upto and including the date of the AGM. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection during the AGM at the Registered Office of the Company.
5. Members of the Company had approved appointment of Messrs BGJC & Associates LLP, Chartered Accountants, as the Statutory Auditors at the 77th (Seventy-Seventh) Annual General Meeting of the Company held on 23rd September, 2022 for a term of five (5) consecutive years until the conclusion of 82nd (Eighty-Second) Annual General Meeting of the Company to be held for the financial year 2026-27 as per the provisions of Section 139 of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014, as amended.
6. **Dividend and related information**

The Board of Directors of the Company, at its meeting held on 23rd May, 2026, has recommended a dividend at the rate of ₹ 4.50 per equity share of face value ₹ 10/- each fully paid up, i.e. 45% for the financial year 2025-26. The Company has fixed 27th July, 2026 as the "Record Date" for the purposes of the AGM and determining the names of members eligible for dividend on equity shares, if declared at the AGM.
7. If the dividend as recommended by the Board of Directors is declared at the AGM, payment of such dividend will be made on or before 31st August, 2026 as under:
 - (a) To all Beneficial Owners in respect of shares held in dematerialised form as per the data as may be made available by the National Securities Depository Limited and the Central Depository Services (India) Limited as of the close of business hours on 27th July, 2026; and
 - (b) To all Members in respect of shares held in physical form as per Register of Members as on 27th July, 2026, after giving effect to valid transmission/transposition or transfers, if any, in respect of transfer requests lodged with the Company on or before the close of business hours on 27th July, 2026.
8. As per the Income Tax Act, 2025 ("IT Act"), read together with Income Tax Rules, 2026, dividends paid or distributed by the Company during the Tax Year 2026-27 shall be taxable in the hands of the Shareholders. Your Company shall, therefore, be required to deduct tax at source at the time of making the payment of the Dividend as recommended by the Board of Directors and declared by the members in the Annual General Meeting (AGM). Members are requested to refer the governing provisions of the Income Tax Act, 2025 and rules framed thereunder for the prescribed rates of tax deduction at source for various categories. The withholding tax rate would vary depending on the residential status, category of the shareholder and is subject

to provision of requisite declarations / documents furnished to the Company or its Registrar & Share Transfer Agents. The relevant provisions to this effect under the Income Tax Act, 2025 are succinctly given herein:

A. RESIDENT SHAREHOLDERS:

A.1 No tax will be deducted on payment of dividend to the resident individual shareholder if the total dividend, paid during the Tax Year 2026-27, does not exceed ₹ 10,000/-.

A.2 Tax deductible at source for Resident Shareholders (other than resident individual shareholders receiving dividend not exceeding ₹ 10,000 during Tax Year 2026-27).

S No.	Particular	Withholding tax rate	Declaration/ documents required
(i)	Valid PAN updated with the Depository Participant in case shares are held in dematerialized form; or Registrar and Transfer Agents ('RTA') in case shares are held in physical form and no exemption sought by Shareholder	10%	N.A.
(ii)	No / Invalid PAN with the Depository Participant in case shares are held in dematerialized form; or RTA in case shares are held in physical form and no exemption sought by Shareholder	20%	N.A.
(iii)	Availability of lower/nil tax deduction certificate issued by the Income Tax Department under Section 395(1) of the Act	Rate specified in Lower tax withholding certificate obtained from the Income Tax Department	• Copy of PAN card • Copy of lower tax withholding certificate obtained from the Income Tax Department

A.3 Nil Tax Deductible at Source on dividend payment to Resident Shareholders, if the Shareholders submit documents mentioned in table below with the Company/RTA

S No.	Particular	Declaration / documents required
(i)	An Individual having dividend income more than Rs 10,000 and furnishing Form 121	• Copy of PAN card (refer point (iii) to the Notes below) • Declaration in Form No. 121, fulfilling prescribed conditions.
(ii)	Shareholders to whom section 393(1) of the Act does not apply, such as LIC, GIC, Business Trust (REIT, InvIT), etc.	• Copy of PAN card • Self declaration along with adequate documentary evidence (e.g., registration certificate), to the effect that the no tax withholding is required as per provisions of Section 393(1) of the Act.
(iii)	Shareholder covered under Section 393(5) of the Act such as Government, RBI, Mutual Funds specified under Schedule VII to Section 11 of the Act, corporations established by Central Act and exempt from Income Tax.	• Copy of PAN card • Self-declaration along with adequate documentary evidence, substantiating applicability of Section 393(5) of the Act.
(iv)	Business Trust (i.e Infrastructure Investment Fund and real Estate Investment Fund registered under SEBI).	• Copy of PAN card. • Self-declaration along with adequate documentary evidence substantiating the nature.
(v)	Category I and II Alternative Investment Fund (AIF).	• Copy of PAN card • Self-declaration that AIF's income is exempt under Schedule V to Section 11 of the Act and they are governed by SEBI regulations as applicable to Category I or Category II AIFs, along with copy of registration certificate.
(vi)	Any other entity exempt from withholding tax under the provisions of Section 393(6) of the Act	• Copy of PAN card • Self-declaration along with adequate documentary evidence, substantiating the nature of the entity. • Copy of the lower tax withholding certificate obtained from the Income Tax Department

B. NON-RESIDENT SHAREHOLDERS:

Tax deductible at source for non-resident shareholders.

S No.	Particular	Withholding tax rate	Declaration / documents required
(i)	Foreign Institutional Investors (FIIs) / Foreign Portfolio Investors (FPIs)	20% (plus applicable surcharge and cess) or tax treaty rate whichever is beneficial	• Copy of PAN card (if available) • Self-declaration • Copy of Tax Residency certificate issued by revenue authority of country of residence of shareholder for the Tax Year 2026-27 (covering the period from April 1, 2026 to March 31, 2027) • Shareholders need to mandatorily provide digital Form 41 covering the period from April 1, 2026 to March 31, 2027 • In case of shareholder being a tax resident of Singapore, please furnish the letter issued by the competent authority or any other evidence demonstrating the non-applicability of Article 24 – Limitation of Relief under India-Singapore Double Taxation Avoidance Agreement. <i>(Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by the non-resident shareholders. However, the Company is not obligated to apply Tax Treaty rate(s) at the time of tax deduction/ withholding on dividends amount. Further, in case the documents are found to be incomplete, the Company reserves the right to not consider the tax rate prescribed under the tax treaty).</i>
(ii)	Alternative Investment Fund - Category III located in International Financial Services Centre	10% (plus applicable surcharge and cess)#	• Copy of PAN card (if available) • Self-declaration along with adequate documentary evidence substantiating the nature of the entity
(iii)	Other Non-resident shareholders (except those who are tax residents of Notified Jurisdictional Area)	20% (plus applicable surcharge and cess) or tax treaty rate whichever is beneficial	To avail beneficial rate of tax treaty following tax documents would be required: • Copy of PAN card (if available) • Copy of Tax Residency certificate issued by revenue authority of country of residence of shareholder for the Tax Year 2026-27 (covering the period from April 1, 2026 to March 31, 2027) • Shareholders need to mandatorily provide digital Form 41 covering the period from April 1, 2026 to March 31, 2027 • Self-declaration for non-existence of permanent establishment / fixed base / business connection in India, place of effective management, beneficial ownership and eligibility to avail tax treaty benefit [on shareholder's letterhead] • In case of shareholder being tax resident of Singapore, please furnish the letter issued by the competent authority or any other evidence demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore Double Taxation Avoidance Agreement (DTAA). <i>(Note: Application of beneficial Tax Treaty Rate shall depend upon the completeness and satisfactory review by the Company of the documents submitted by the non-resident shareholders. In case the documents are found to be incomplete, the Company reserves the right to not consider the tax rate prescribed under the tax treaty).</i>

S No.	Particular	Withholding tax rate	Declaration / documents required
(iv)	Non-Resident Shareholders who are tax residents of Notified Jurisdictional Area as defined under Section 176(1) of the Act	30%	NA
(v)	Sovereign Wealth funds and Pension funds notified by Central Government specified under Schedule V to Section 11 of the Act	NIL	- Copy of the notification issued by CBDT substantiating the applicability of Schedule V (Table Sl. No. 7) of the Act issued by the Government of India. - Self-declaration that the conditions specified under Schedule V read with Section 11 of the Act have been complied with.
(vi)	A Wholly Owned Subsidiary of Abu Dhabi Investment Authority (ADIA) as prescribed specified under Schedule V to Section 11 of the Act	NIL	Self-declaration substantiating the fulfilment of conditions specified under Schedule V read with Section 11 of the Act.
(vii)	Availability of Lower/NIL tax deduction certificate issued by the Income Tax Department under Section 395(1) of the Act	Rate specified in Lower tax withholding certificate obtained from the Income Tax Department	Copy of the lower tax withholding certificate obtained from the Income Tax Department.

#In case PAN is not updated with the Company's RTA or depository; or PAN is not available; and information sought in the declaration is not provided, higher rate of withholding tax as per Section 397(2) shall be applied.

Notes:

- It may be noted that the aforementioned documents are required to be submitted to Company's Registrar and Share Transfer Agents (RTA), MUFG Intime India Private Limited at its dedicated link mentioned below - <https://web.in.mpms.mufig.com/formsreg/submission-of-Form-121-41.html> on or before 27th July, 2026 at 17:00 Hrs. Indian Standard Time (IST) in order to enable the Company to determine and deduct appropriate TDS / withholding tax rate.
- The Company will issue soft copy of the TDS certificate to its shareholders through email registered with the Depository Participant / RTA post payment of the dividend. Shareholders will be able to download the tax credit statement by logging in with their credentials at TRACES website, <https://traces.tdscpc.gov.in/> or from the Income Tax Department's website, <https://eportal.incometax.gov.in/iec/fooservices/#/login> (Refer Form 168- Annual Information Statement).
- The aforesaid documents such as Form 121, documents under Section(s) 393(5), 393(6), FPI Registration Certificate, Tax Residency Certificate, Lower Tax certificate etc. can be sent by email to (email id of RTA) ucldivtax@in.mpms.mufig.com on or before 27th July, 2026 to enable the Company to determine the appropriate withholding tax rate applicable on a case to case basis. In case where copy of documents (such as, PAN card, Registration certificate, etc.) is provided, the copy should be self-attested by the Shareholder or its authorized signatory. Any communication in relation to tax rate determination/deduction received post 27th July, 2026 shall not be considered.
- As per Section 262 of the Income Tax Act, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply to this, the PAN allotted shall be deemed to be invalid/inoperative and tax shall be deducted at the rate of 20% as per the provisions of section 397(2) of the IT Act. The Company will be using functionality of the Income-tax department for the above purpose. Shareholders may visit <https://www.incometax.gov.in/iec/foportal/help/e-filing-link-aadhaar-faq> for FAQ issued by the Government on PAN Aadhaar linking.
- Clearing member should ensure that as on record date no shares are lying in their account and shares are transferred to respective shareholder's account so that dividend is credited directly to shareholder's account and not to the clearing member's account.
- Determination of withholding tax rate is subject to necessary verification by the Company of the shareholder details as available with the Depository Participant in case shares are held in dematerialized form; or RTA in case shares are held

in physical form as on the Record Date, and other documents available with the Company / RTA. In this respect, the Company reserves the right to independently verify the PAN number of the shareholder from the National Securities Depository Limited ('NSDL') utility and if the same is found contrary to the PAN quoted/provided, the Company will disregard the PAN and proceed as per the prevalent law.

- (vii) Shareholders holding shares under multiple accounts under different residential status / category and single PAN, may note that, higher of the tax rate as applicable to different residential status/categories will be considered for their entire shareholding in different accounts.
- (viii) The documents furnished by the shareholders (such as Form 121, TRC, Form 41, Self-Attested Declaration etc.) shall be subject to review and examination by the Company and/or its Registrar & Share Transfer Agents before granting any beneficial rate or NIL Rate. The Company reserves the right to reject the documents in case of any discrepancies, or the documents are found to be incomplete.
- (ix) In case withholding tax is deducted at a higher rate, an option is still available with the shareholder to file the return of income and claim an appropriate refund. No claim shall lie against the Company for any taxes deducted by the Company.
- (x) In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided/to be provided by the shareholder(s), such shareholder(s) will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any tax proceedings.
- (xi) This Communication is not exhaustive and does not purport to be a complete analysis or listing of all potential tax consequences in the matter of dividend payment. Shareholders should consult their tax advisors for requisite action to be taken by them.
- (xii) In case of any discrepancy in documents submitted by the shareholder, the Company will deduct tax at higher rate as applicable, without any further communication in this regard.
- (xiii) In terms of Rule 203 of the Income Tax Rules 2026, if dividend income on which tax has been deducted at source is assessable in the hands of a person other than the deductee, then such deductee should file declaration with Company in the manner prescribed in the Rules.
- (xiv) All communications/ queries in this respect should be addressed and sent to Company's Registrar and Share Transfer Agents, MUFG Intime India Private Limited at its email address ucldivtax@in.mpms.muvg.com.

Disclaimer:

This Communication is not to be treated as an advice from the Company or its affiliates or MUFG Intime India Private Limited. Shareholders should obtain the tax advice related to their tax matters from a tax professional.

- 9. Members holding shares in dematerialised form may please note that their bank account details as furnished by the respective depositories to the Company will be considered for payment/remittance of dividend as per the applicable regulations of the Depositories. The Company or its Registrar and Share Transfer Agents will neither entertain nor act on any direct request from such members for change/deletion in such bank account details. Further, instructions, if any, already given by them in respect of shares held in physical form, will not be automatically applicable to the dividend to be paid on shares held in dematerialised form. Members may therefore, give instructions regarding bank account details in which they wish to receive dividend to the Depository Participants. Members holding shares in physical form are requested to advise any change in their address or bank mandates to the Company/Registrar and Share Transfer Agents in requisite Form ISR-1 along with required documents.
- 10. Non-resident Indian Members are requested to inform Depositories/Registrar and Share Transfer Agents, as the case may be, immediately of:
 - (i) the change in the residential status on return to India for permanent settlement; and
 - (ii) the particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
- 11. The Securities and Exchange Board of India (SEBI) vide its various Circulars issued from time to time, to the Registrar and Share Transfer Agents has specified Common and Simplified Norms for processing Investor's Service Requests. The members holding shares in physical form are mandatorily required to record their PAN, KYC i.e. Address with PIN Code, Mobile Number, Bank Account details, Specimen Signatures etc. along with Nomination details with the Company/Registrar and Share Transfer Agents (RTA) of the Company. Further, the security holders (holding securities in physical form), whose folio(s) do not have PAN or Contact Details or Mobile Number or Bank Account Details or Specimen Signature updated, shall be eligible for any payment including dividend, interest or redemption in respect of such folios, only through electronic mode, upon their furnishing all the aforesaid details in entirety.

Members may please note that:

- (a) In case of Non-updation of PAN or Contact Details or Mobile Number or Bank Account Details or Specimen Signature in respect of physical folios, dividend shall be paid only through electronic mode with effect from April 1, 2024 upon furnishing all the aforesaid details in entirety.
- (b) If a security holder updates the PAN, Contact Details including Mobile Number, Bank Account Details and Specimen Signature after April 1, 2024, then the security holder would receive all the dividends declared during that period (from April 1, 2024 till date of updation) pertaining to the securities held after the said updation automatically.

The Company has sent necessary communication in this regard to all the members holding shares in physical mode. The relevant formats for updation of PAN, KYC and Nomination details viz. Forms ISR-1, ISR-2, ISR-3, SH-13, SH-14 are available on Company's website as well as the website of RTA.

The concerned members/shareholders are therefore advised to submit the PAN, KYC and Nomination details at the earliest to the Company's Registrar and Share Transfer Agents, MUFG Intime India Private Limited.

12. Special Window for Re-lodgement of Transfer Requests of Physical Shares:

Pursuant to SEBI Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/ 2026 ('SEBI Circular') dated January 30, 2026, another Special Window for transfer and dematerialisation ("demat") of physical securities has been opened for a period of one year from February 5, 2026 to February 4, 2027, for those investors who had sold/purchased physical securities of the Company prior to April 1, 2019; and (i) had not lodged the physical securities for transfer; or (ii) had lodged the physical securities for transfer but the same were rejected/returned/not attended to due to deficiency in the documents/process/or otherwise. For more clarity with regard to applicability of this window, please refer below matrix:

Execution Date of Transfer Deed	Lodged for transfer before April 1, 2019?	Original Security Certificate Available?	Eligible to lodge in the current window?
Before April 1, 2019	No (it is fresh lodgement)	Yes	✓
Before April 1, 2019	Yes (it was rejected/ returned earlier)	Yes	✓
Before April 1, 2019	Yes	No	×
Before April 1, 2019	No	No	×

The securities so transferred shall be mandatorily credited to the transferee only in demat mode and shall be under lock-in for a period of one year from the date of registration of transfer. Such securities shall not be transferred/lien-marked/pledged during the said lock-in period. The cases involving disputes between transferor and transferee; and securities which have been transferred to the Investor Education and Protection Fund (IEPF) shall not be considered under this window for processing.

Shareholders are encouraged to take advantage of this opportunity by furnishing the Original Security Certificates, Share Transfer Deed, Client Master List (CML) and all other documents listed in the aforesaid SEBI Circular, to the Company's Registrar and Share Transfer Agents ('RTA'), i.e. MUFG Intime India Private Limited (Unit: Universal Cables Limited), C-101, Embassy 247, LBS Marg, Vikhroli (West), Mumbai – 400083.

13. SEBI, vide its Circular No. HO/38/13(3)2026-MIRSDPOD/I/3763/2026 dated January 30, 2026, has mandated listed companies to credit securities directly to the demat account of the investor while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/ exchange of securities certificate; endorsement; subdivision/ splitting of securities certificates; consolidation of folios; transmission and transposition. Under the revised framework effective from April 2, 2026, RTA shall directly credit securities to the demat account of the investor, after carrying out necessary due diligence. The issuance of a 'Letter of Confirmation' has been discontinued. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website and on the website of the Registrar and Share Transfer Agents (RTA) of the Company. It may be noted that any service request can be processed only after the folio is KYC Compliant. It may be noted that Investor service requests shall be accompanied with a copy of latest Client Master List (CML) of the demat account, not older than two months and duly attested by the Depository Participant.
14. SEBI has established a common Online Dispute Resolution Portal ("ODR Portal" – <https://smartodr.in/login>) which harnesses online conciliation and online arbitration for resolution of disputes arising in the Indian Securities Market. An investor/client shall first take up his/her/their grievance by lodging a complaint directly with the Company. If the grievance is not redressed satisfactorily, the investor/client may, in accordance with the SCORES guidelines, escalate the same through the SCORES Portal in accordance with the process laid out therein. After exhausting all available options for resolution of the grievance, if the investor/client is still not satisfied with the outcome, he/she/they can initiate dispute resolution through the ODR Portal. In compliance with the SEBI guidelines, the Company had sent communication intimating about the said Dispute Resolution Mechanism to all the members.

15. Members are requested to note that the Company's shares are under compulsory demat trading for all the investors. Therefore, the members holding equity shares of the Company in physical form are advised to dematerialize their shareholdings. The Company has connectivity from NSDL and CDSL and equity shares of the Company may be held in the electronic form with any Depository Participant (DP) with whom the members/investors are having their demat account. The ISIN No. for the Equity Shares of the Company is INE279A01012. In case of any query/difficulty in any matter relating thereto may be addressed to the Company's Registrar and Share Transfer Agents.
16. As per the provisions of Section 72 of the Companies Act, 2013 read with Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014 and SEBI Master Circular dated February 6, 2026 issued to the Registrar and Share Transfer Agents, the facility for making nomination is available for the Members in respect of shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. The said form can be downloaded from the Company's website or from the website of Registrar and Share Transfer Agents (RTA) of the Company. Members are requested to submit the said details to their Depository Participant in case the shares are held by them in dematerialized form and to the Registrar and Share Transfer Agents of the Company – MUFG Intime India Private Limited in case the shares are held in physical form.
17. During the year 2025-26, the Company has transferred Rs. 4,09,063.50 being the unpaid and unclaimed dividend amount for the financial year 2017-18 on 7th October, 2025 to the Investor Education and Protection Fund established by the Central Government pursuant to the provisions of Section 124 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016. Members who have so far not claimed or encashed the dividend warrant(s) for the financial year ended March 31, 2019 or any subsequent financial years, are requested to write to the Company or its Registrar and Share Transfer Agents, MUFG Intime India Private Limited (Unit: Universal Cables Limited), C-101, Embassy 247, LBS Marg, Vikhroli (West), Mumbai – 400083, e-mail ID: investor.helpdesk@in.mpms.mufg.com, for claiming dividends declared by the Company. Details of unpaid/unclaimed dividend amounts lying with the Company are available on the website of the Company, <https://www.unistar.co.in>.

As per Section 124(6) of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, all the shares in respect of which dividend has not been encashed or claimed for seven consecutive years or more shall be transferred to designated Demat Account of the IEPF Authority ("IEPF Account") within a period of thirty (30) days of such shares becoming due to be transferred to the IEPF Account. Accordingly, the Company has transferred 99,414 Equity Shares to the IEPF Account on 14th October, 2025 after following the prescribed procedure.

The Members whose unclaimed dividends and/or equity shares have been transferred to IEPF may claim the same by approaching the Company or RTA for issuance of Entitlement Letter on submission of required documents. The Members may then make an application to the IEPF Authority, in web Form IEPF-5 (available on www.iepf.gov.in) by attaching the Entitlement Letter and other documents.
18. The Company had participated in the "Saksham Niveshak", a 100-day campaign, initiative taken by the Investor Education and Protection Authority (IEPFA), earlier from 28th July, 2025 to 6th November, 2025 and has now again participated in the Second 100-Day Campaign - "Saksham Niveshak" running from 1st April, 2026 to 9th July, 2026. This campaign aimed to help shareholders to update their KYC details, bank mandates and contact information to facilitate direct payment of unpaid/unclaimed dividends to the rightful shareholders and to prevent transfer of unpaid or unclaimed dividends/shares to Investor Education and Protection Fund ("IEPF"), pursuant to guidelines issued by the Investor's Education and Protection Fund Authority ("IEPFA"), Ministry of Corporate Affairs ("MCA").

As a part of the campaign, the Company has published a newspaper advertisement to create awareness among shareholders and the same has also been hosted on the Company's website to facilitate wider dissemination of information to the shareholders.
19. This Notice of the AGM along with the Attendance Slip, Proxy Form, route map of the venue of the Meeting and the Annual Report 2025-26 of the Company are being sent by e-mail to all the members whose e-mail addresses (IDs) are registered with the Company/Registrar and Share Transfer Agents/respective Depository Participant(s) unless any member has requested in writing for a hard /physical copy of the same. Further, as per Regulation 36(1)(b) of the Listing Regulations, a letter providing the weblink where the complete details of the Annual Report for the financial year 2025-26 is available, will be sent to those shareholders who have not registered their e-mail address with the Company/Registrar and Share Transfer Agents/Depository Participant(s). The Notice of AGM along with the Annual Report for the financial year 2025-26 is also available on the Company's website at <https://www.unistar.co.in>, website of stock exchanges i.e. BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also available on the website of Central Depository Services Limited at www.evotingindia.com. Members, who wish to update or register their e-mail addresses, in case of Demat holding, may please contact the Depository Participant (DP) and register their e-mail address, as per the process advised by the DP; and in case of Physical holding, may send a request in requisite Form ISR-1 along with necessary documents to the Registrar and Share Transfer Agents of the Company - MUFG Intime India Private Limited.

20. Members desirous of obtaining any information on Annual Financial Statements of the Company at the AGM are requested to write to the Company at least one week (7 days) before the date of the AGM, so that the information required may be made available at the AGM.
21. Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS-2) in respect of the Directors seeking appointment/re-appointment at the ensuing AGM is furnished in Annexure - 'A' forming an integral part of the Notice. The Directors have furnished the requisite consent/declaration for their appointment/re-appointment.
22. MUFG Intime India Private Limited, C-101, Embassy 247, LBS Marg, Vikhroli (West), Mumbai – 400083 continues to act in the capacity of Registrar and Share Transfer Agents of the Company. MUFG Intime India Private Limited is also the depository interface of the Company with both NSDL and CDSL. Members are requested to address all correspondences, including dividend matters, to the said Registrar and Share Transfer Agents.

Members are also informed that 'SWAYAM' a secure, user-friendly web-based application has been developed by MUFG Intime India Private Limited, the Company's Registrar and Share Transfer Agents, that empowers shareholders to effortlessly access various services. This application can be accessed at <https://swayam.in.mpms.mufg.com/> which offers the following functionalities:

- Effective Resolution of Service Request -Generate and Track Service Requests/Complaints through SWAYAM
- Features - A user-friendly GUI.
- Track Corporate Actions like Dividend/Interest/Bonus/split
- PAN-based investments - Provides access to PAN linked accounts, Company wise holdings and security valuations.
- Effortlessly Raise request for Unpaid Amounts.
- Self-service portal – for securities held in demat mode and physical securities, whose folios are KYC compliant.
- Statements - View entire holdings and status of corporate benefits.
- Two-factor authentication (2FA) at Login - Enhances security for investors.

23. CDSL e-Voting System – For Remote e-Voting

- (i) In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the Company is providing facility of Remote e-Voting ("Remote e-Voting is the facility of casting the votes by the Members using an electronic voting system for a place other than venue of the AGM on resolutions proposed to be considered at the AGM and as such all business may be transacted through Remote e-Voting") to its Members in respect of the businesses to be transacted at the AGM.
- (ii) The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized remote e-Voting's agency. The Members who have cast their votes by Remote e-Voting prior to the AGM may also attend the AGM but shall not be entitled to cast their votes again. The AGM Notice is also disseminated on the website of CDSL i.e. <https://www.evotingindia.com>.
- (iii) The Remote e-Voting period shall commence on Friday, 31st July, 2026 at 9.00 A.M. and end on Sunday, 2nd August, 2026 at 5.00 P.M. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. July 27, 2026, may cast their votes electronically. The Remote e-Voting facility shall be disabled by CDSL for voting thereafter and will not be allowed beyond the said date and time. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently. A person who is not a member as on the cut-off date should treat this Notice of AGM for information purposes only. The voting rights of the members shall be reckoned in proportion to their shareholding in the total paid-up equity share capital of the Company as on the cut-off date i.e. July 27, 2026.
- (iv) Any person who acquires shares of the Company and becomes member of the Company after dispatch of the Notice and holding shares at the cut-off date i.e. July 27, 2026, may obtain login id and password by sending a request at helpdesk.evoting@cdslindia.com. However, if a person is already registered with CDSL for Remote e-Voting, then they can use their existing User ID and Password to cast the vote.
- (v) In order to increase the efficiency of the voting process, Remote e-Voting facility is provided to all the demat account holders, by way of a single login credential, through their demat accounts/websites of Depositories/Depository Participants. Demat account holders would be able to cast their vote without having to register again with the e-Voting service providers (ESP), thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process.

INSTRUCTIONS TO MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:
Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of Individual members holding shares in demat mode.

(vi) Individual members holding shares in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. The Individual Members are advised to update their mobile number and e-mail-ID address in their demat accounts in order to access Remote e-Voting facility.

(vii) Login method for Remote e-Voting for Individual members holding securities in Demat mode is given below:

Type of Members	Login Method
Individual members holding shares in demat form with CDSL	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing User ID and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasitoken/home/login or visit www.cdslindia.com and click on Login icon and select My Easi New (Token) Tab. 2) After successful login, the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by the Company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting their vote during the Remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/MUFG, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasitoken/home/login. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available at https://www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered mobile & e-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual members holding shares in demat mode with NSDL	1) If the user is already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under "IDeAS" section. A new screen will open. The user will have to enter their User ID and Password. After successful authentication, the user will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and the user will be able to see e-Voting page. Click on Company name or e-Voting service provider name and the user will be re-directed to e-Voting service provider website for casting their vote during the Remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under "Shareholder/Member" section. A new screen will open. The user will have to enter their User ID (i.e. their sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, the user will be redirected to NSDL Depository site wherein the user can see e-Voting page. Click on Company name or e-Voting service provider name and the user will be redirected to e-Voting service provider website for casting their vote during the remote e-Voting period.

Type of Members	Login Method
	4) For OTP based login, user can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . User will have to enter their 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, user will be redirected to NSDL Depository site wherein the user can see e-Voting page. Click on company name or e-Voting service provider name and user will be re-directed to e-Voting service provider website for casting their vote during the Remote e-Voting period.
Individual members (holding shares in demat mode) login through their Depository Participants	The user can also login using the login credentials of their demat account through their Depository Participant registered with NSDL/CDSL for e-Voting facility. After successful login, the user will be able to see e-Voting option. Once the user clicks on e-Voting option, they will be redirected to NSDL/CDSL Depository site after successful authentication, wherein they can see e-Voting feature. Click on Company name or e-Voting service provider name and the user will be redirected to e-Voting service provider website for casting their vote during the Remote e-Voting period.

Important Note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Members holding shares in demat form for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login Type	Helpdesk details
Individual members holding shares in Demat form with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 2109 911.
Individual members holding shares in Demat form with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 4886 7000 and 022 2499 7000.

Step 2: Access through CDSL e-Voting system in case of members holding shares in physical form and non-individual members (i.e. other than Individuals, HUF, NRI etc.) holding shares in demat form.

(viii) Login method for e-Voting for members holding shares in physical mode and members other than Individual Members holding shares in Demat form.

- (A) The members should log on to the Remote e-Voting website <https://www.evotingindia.com>.
- (B) Click on “Shareholders/Members” module.
- (C) Now enter your User ID.
 - (a) For CDSL: 16 digits beneficiary ID.
 - (b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID.
 - (c) Members holding shares in physical form should enter Folio Number registered with the Company.
- (D) Next enter the Image Verification as displayed and Click on Login.
- (E) If the member is holding shares in demat form and had logged on to <https://www.evotingindia.com> and voted on an earlier Remote e-Voting of any Company, then their existing password is to be used.

(F) If the member is a first-time user follow the steps given below:

Particulars	For members holding shares in physical mode and other than individual members holding shares in Demat Form.
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat account holders as well as members holding shares in physical members). Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for Remote e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For members holding shares in physical form, the details can be used only for Remote e-Voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for ‘**Universal Cables Limited**’.
- (xiii) On the voting page, the member will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that the member assent to the Resolution and option NO implies that the member dissent to the Resolution.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if the member wish to view the entire Resolution details.
- (xv) After selecting the resolution, the member has decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If the member wishes to confirm their vote, click on “OK”, else to change their vote, click on “CANCEL” and accordingly modify their vote.
- (xvi) Once the member “CONFIRM” their vote on the resolution, they will not be allowed to modify their vote.
- (xvii) The member can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Additional Facility for Non – Individual Members and Custodians – For Remote e-Voting only.
 - Non-Individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [https:// www.cdslindia.com](https://www.cdslindia.com) and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details, a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non-Individual Members and Custodians are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, by e-mail to the Scrutiniser at rkmaoffice@gmail.com and to the Company at investorsgrievance@unistar.co.in, if they have not uploaded the same in the CDSL e-Voting system for the Scrutiniser to verify the same.

PROCESS FOR THOSE MEMBERS WHOSE E-MAIL ADDRESS/MOBILE NUMBER ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES:

For Members holding shares in physical form	Members are requested to register their e-mail address/mobile number by sending duly filled in Form ISR-1 along with requisite documents to the Registrar and Share Transfer Agents (RTA) of the Company - MUFG Intime India Private Limited (e-mail: investor.helpdesk@in.mpms.mufig.com) Form ISR-1 is made available on the website of RTA, https://www.in.mpms.mufig.com as well as on the Company's website, https://www.unistar.co.in .
For Members (other than Individual) holding shares in demat form	Please update your e-mail address & mobile number with your respective Depository Participant (DP).
For Individual members holding shares in demat form	Please update your e-mail address & mobile number with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

If the Members have any queries or issues regarding e-Voting from the CDSL e-Voting System, they can write an e-mail to helpdesk.evoting@cdslindia.com or contact at Toll Free No. 1800 2109 911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an e-mail to helpdesk.evoting@cdslindia.com or call at Toll Free No. 1800 2109 911.

24. The Company has appointed Shri Rajesh Kumar Mishra (Certificate of Practice No. 4433), Partner, Messrs R.K. Mishra & Associates, Company Secretaries in whole time practice or failing him Ms. Jyoti Sharma (Certificate of Practice No. 10196), Messrs JVS & Associates, Practising Company Secretary as the Scrutiniser(s) to scrutinise the Remote e-Voting process in a fair and transparent manner.
25. The Company has appointed Shri Rajesh Kumar Mishra (Certificate of Practice No. 4433), Partner, Messrs R.K. Mishra & Associates, Company Secretaries in whole time practice and/or Shri P K Jain (Membership No. 10479) Messrs P.K.M.B. & Co. Practicing Chartered Accountant as the Scrutiniser(s) to scrutinise the voting through ballot/poll process at the AGM in a fair and transparent manner.
26. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutiniser, by use of 'Ballot/Polling Paper' for all those members who are present at the AGM but have not validly cast their votes by availing the Remote e-Voting facility.
27. The Scrutiniser shall after the conclusion of voting at the AGM, will first count the votes cast at the AGM and thereafter unblock the votes cast through Remote e-Voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than Forty-Eight hours of the conclusion of the AGM, a consolidated Scrutinisers' Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing in that behalf, who shall countersign the same and declare the result of the voting forthwith.
28. The results of voting on the Resolutions moved at the AGM shall be declared on or after the AGM of the Company and shall be deemed to be passed on the date of AGM. The said result would be displayed at the Registered Office as well as Corporate Office of the Company, intimated to the Stock Exchanges where the Company's Equity Shares are listed and shall also be displayed along with the Scrutinisers' Report on the Company's website <http://www.unistar.co.in> and on the website of CDSL immediately after the declaration of result by the Chairman or a person authorised by him in writing in that behalf. The results shall also be immediately forwarded to BSE Limited and National Stock Exchange of India Ltd.
29. **The shareholders are requested to update their KYC data viz. PAN number, e-mail id, mobile number and bank account details by submitting the relevant details with our Registrar and Share Transfer Agents (RTA) i.e. MUFG Intime India Private Limited. Shareholders holding shares in Dematerialised mode are requested to update the same with their respective Depository Participant to ensure ease of communication and seamless remittances.**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 AND/OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The following Statement sets out all material facts relating to the relevant Special Business mentioned under Item No. 5 to 7 of the accompanying Notice:

Item No. 5:

Members of the Company accorded their consent by way of passing a Special Resolution at the 79th Annual General Meeting held on 2nd August, 2024 under Section 180(1)(c) of the Companies Act, 2013 to borrow monies, apart from the temporary loans (as more specifically defined in Explanation to Section 180(1)(c) of the Companies Act, 2013 i.e. loans repayable on demand or within six months from the date of the loan such as short-term, cash credit arrangements, the discounting of bills and the issue of other short term loans of a seasonal character, but does not include loans raised for the purpose of financial expenditure of a capital nature) obtained from the Company's Bankers in the ordinary course of business, in excess of the aggregate of paid-up capital, free reserves and securities premium of the Company, upto an amount not exceeding in aggregate ₹ 3500 Crores (Rupees Three Thousand Five Hundred Crores) Only and outstanding at any time.

In order to fulfil long term strategic and business objectives and as a measure of achieving greater financial flexibility and to ensure optimal financial structure, inter alia, to meet the capital expenditure requirements and long term financing for other corporate purposes besides incremental working capital needs from time to time for envisaged growth in business activities, it is considered desirable to increase the Company's existing borrowing limit from ₹ 3500 Crores (Rupees Three Thousand Five Hundred Crores) Only to ₹ 4500 Crores (Rupees Four Thousand Five Hundred Crores) Only as proposed in the resolution.

None of the Directors or Key Managerial Personnel (KMP) of the Company, either directly or through their relatives is, in any way, concerned or interested, financially or otherwise, in the said Resolution.

The Board of Directors recommends the Special Resolution as set out at Item No. 5 of the accompanying Notice for consent/ approval of the Members of the Company.

Item No. 6:

In terms of the provisions of Section 180(1)(a) of the Companies Act, 2013, the Board of Directors of a public company cannot, except with the consent of the members of the Company by way of a Special Resolution in General Meeting, create mortgages, charges, hypothecations, pledges and other securities in order to secure borrowings, in favour of all or any of the financial institutions /banks/lenders/any other investing agencies or any other person(s)/bodies corporate, 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. Accordingly, the Members of the Company accorded their consent to the Board of Directors by way of a Special Resolution passed at the 79th Annual General Meeting held on 2nd August, 2024 to create mortgages/charges/hypothecations/ other securities on the assets of the Company in order to secure such borrowings upto an amount of ₹ 3500 Crores (Rupees Three Thousand Five Hundred Crores) Only.

With the proposed enhancement in the borrowings limit of the Company from ₹ 3500 Crores to ₹ 4500 Crores together with temporary loans and other credit facilities obtained/to be obtained from Company's bankers in the ordinary course of business may, if necessary, be secured by way of mortgage/ charge/ hypothecation/ pledge on the Company's assets in favour of all or any of the financial institutions/banks/ lenders/any other investing agencies and trustees for the holders of debentures/bonds/other financial instruments existing and/or 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, it is necessary to pass a special resolution by the members of the Company under Section 180(1)(a) of the Companies Act, 2013 including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force, for creation of mortgages, charges, hypothecations, pledges and/or other securities for an amount not exceeding the limit of ₹ 4500 Crores (Rupees Four Thousand Five Hundred Crores) Only.

None of the Directors or Key Managerial Personnel (KMP) of the Company, either directly or through their relatives is, in any way, concerned or interested, financially or otherwise, in the said Resolution.

The Board of Directors recommends the Special Resolution as set out at Item No. 6 of the accompanying Notice for consent/ approval of the Members of the Company.

Item No. 7

In terms of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 ("Audit Rules"), as amended from time to time, the Company is required to undertake the audit of its cost records for products covered under the Companies (Cost Records and Audit) Rules, 2014 to be conducted by a Cost Accountant in practice.

The Board of Directors at its meeting held on 23rd May, 2026, on the recommendation of the Audit Committee, approved the appointment of Messrs D. Sabyasachi & Co., Cost Accountants (Registration Number – 000369), as Cost Auditors of the Company

to conduct the audit of the cost records maintained by the Company for the financial year ending on 31st March, 2027, at a remuneration of ₹ 1,20,000/- (Rupees One Lakh Twenty Thousand only) plus applicable Goods and Services Tax thereon and reimbursement of actual out of pocket/traveling expenses incurred in connection with the aforesaid audit.

In accordance with the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors requires ratification by the Members of the Company. Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 7 of this Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending on 31st March, 2027.

None of the Directors or key managerial personnel and/or their relatives are, in any manner, concerned or connected or interested, financially or otherwise, in the said Resolution.

The Board of Directors recommends the Ordinary Resolution as set out in Item No. 7 of accompanying Notice for consent/approval of the members of the Company.

ANNEXURE-A

Disclosures/additional information as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ('SS-2') pertaining to a Director recommended for re-appointment, remuneration and concerning other matters as referred to in the accompanying Notice/Explanatory Statement.

Item No. 4

Information about the Director retiring by rotation –

Name of Director	Shri Prem Singh Khamesra
DIN	00049162
Date of Birth and Age	27 th March, 1956 (70 years)
Nationality	Indian
Date of First Appointment on the Board of Directors of the Company	Shri Prem Singh Khamesra had been associated with the Company in the capacity of Non-Executive Non-Independent Director since 12 th August, 2024.
Qualifications & Experience, Expertise (Including nature of expertise in specific functional areas)/brief resume	Shri Prem Singh Khamesra, a Fellow member of the Institute of Chartered Accountants of India and a commerce graduate from the University of Udaipur, boasts a 46-year career in finance and business. After excelling in his Chartered Accountancy exams, he practiced for 26 years, specializing in auditing and financial planning. He also successfully turned around a failing manufacturing business into a profitable enterprise. Shri Prem Singh Khamesra has served as a Whole-Time Director at Mirza International Ltd. and as an Independent Director at UP Financial Corporation and Kanpur Plastipack Ltd. He is also noted for his contributions to social and non-profit activities through various NGOs.
Terms and conditions of re-appointment	Liable to retire by rotation.
Number of shares held in the Company	500 equity shares of ₹ 10/- each fully paid-up.
Relationship with other Directors, Managing Director & Chief Executive Officer and other Key Managerial Personnel	None
Number of Board Meeting attended during the financial year 2025-26	4 out of 4
Chairman/Member of the Committee of the Board of Directors of the Company	Audit Committee - Member
Names of listed entities from which the person has resigned in the past three years	None
List of outside Directorships held	Specialities Aluminium Grills Private Limited M.S. Khamesra and Associates Private Limited Makewell Events Private Limited Bajna Agrofarm Private Limited
Chairman/Member of the Committee of the Board of Directors of other Companies	None
Remuneration last drawn by such person, if applicable and Remuneration sought to be paid	The remuneration paid/payable pertaining to the financial year 2025-26 comprises of Sitting Fees for attending the meeting(s) of the Board of Directors and Committee(s) thereof and profit related commission as disclosed in the Report on Corporate Governance. He continues to be eligible for Sitting Fees and remuneration/compensation by way of profit related commission or otherwise payable to Non-Executive Directors of the Company as approved by the Board of Directors upon recommendations of the Nomination and Remuneration Committee from time to time, within the overall limit as prescribed or fixed by the members of the Company or as permissible from time to time with regard to remuneration to the Non-Executive Directors.

Name of Director	Shri Prem Singh Khamesra
Information as required pursuant to BSE Circular ref.no. LIST/COMP/14/ 2018-19 and NSE Circular ref. no. NSE/CML/ 2018/24 dated 20th June, 2018	Shri Prem Singh Khamesra is not disqualified from being appointed as the Director in terms of Section 164 of the Companies Act, 2013 ("Act") and he is not debarred from holding the office of director of the Company pursuant to any order passed by the Securities and Exchange Board of India or any other authority.

Except for Shri Prem Singh Khamesra, none of the other Directors, Key Managerial Personnel of the Company and / or their relatives are, in any way, concerned or interested, financially or otherwise, in this item of business (item no. 4 of the Notice). The Board recommends the same for approval of the Members.

Registered Office:

P.O. Birla Vikas,
Satna - 485 005 (Madhya Pradesh)

Date: 23rd May, 2026

By Order of the Board of Directors
For **Universal Cables Limited**

(Ajay Kumar Sharma)
Company Secretary



UNIVERSAL CABLES LIMITED

CIN: L31300MP1945PLC001114

Registered Office: P.O. Birla Vikas, Satna – 485 005 (M.P.), India

Phone: (07672) 414000, 257121 to 257127 • Fax: (07672) 257131

E-mail: headoffice@unistar.co.in • Website: www.unistar.co.in

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s):	
Registered address:	
E-mail Id:	
Folio No./DP Id & Client Id:	

I/We, being the member(s) of.....equity shares of the above named Company, hereby appoint:

- Name: _____ Address: _____
E-mail Id: _____ Signature: _____, or failing him;
- Name: _____ Address: _____
E-mail Id: _____ Signature: _____, or failing him;
- Name: _____ Address: _____
E-mail Id: _____ Signature: _____,

as my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Eighty-First Annual General Meeting of the Company to be 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.) and at any adjournment thereof in respect at the following resolutions:

Ordinary Business		*For	*Against
1.	Adoption of the audited Standalone Financial Statements of the Company for the financial year ended 31 st March, 2026 together with the Reports of the Board of Directors and Auditors thereon.		
2.	Adoption of the audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2026 together with the Reports of Auditors thereon.		
3.	Declaration of dividend on equity shares for the financial year ended 31 st March, 2026.		
4.	Re-appointment of Shri Prem Singh Khamesra (DIN: 00049162), as a Director, who retires by rotation.		
Special Business			
5.	Increase in the Borrowing Limit of the Company (as a Special Resolution).		
6.	Creation of security on the Assets of the Company upto the increased Borrowing Limit (as a Special Resolution).		
7.	Ratification of Remuneration to be paid to Cost Auditors of the Company for the financial year ending on 31 st March, 2027 (as an Ordinary Resolution).		

Signed this day of.....2026

Signature of Shareholder:

Signature of Proxy holder(s):

Affix
Revenue
Stamp

NOTE:

- This form of Proxy, in order to be effective, should be duly completed and deposited at the Registered Office of the Company at P.O. Birla Vikas, Satna - 485 005 (M.P.) not less than FORTY-EIGHT (48) hours before the commencement of the Meeting.
- For the Resolutions, Statement pursuant to Section 102(1) of the Companies Act, 2013 and Notes, please refer to the Notice of the Eighty-First (81st) Annual General Meeting.
- It is optional to put a (✓) in the appropriate column against the resolutions indicated above. If you leave 'For' or 'Against' column blank against any or all resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.



UNIVERSAL CABLES LIMITED

CIN: L31300MP1945PLC001114

Registered Office: P.O. Birla Vikas, Satna – 485 005 (M.P.), India

Phone: (07672) 414000, 257121 to 257127 • Fax: (07672) 257131

E-mail: headoffice@unistar.co.in • Website: www.unistar.co.in

ATTENDANCE SLIP

EIGHTY-FIRST ANNUAL GENERAL MEETING

Date of Meeting: Monday, the 3rd August, 2026

Folio No./DP Id & Client Id	
Name and address of Member/Proxy/ Authorised Representative	
Name of Joint Member(s), if any	
Number of shares held	

I certify that I am member/proxy/authorised representative for the member(s) of the Company.

I hereby record my presence at the EIGHTY-FIRST ANNUAL GENERAL MEETING of Universal Cables Limited being held on Monday, the 3rd August, 2026 at 9:30 A.M. the Registered Office of the Company at P.O. Birla Vikas, Satna - 485 005 (M.P.).

Signature of Member/Proxy/Authorised Representative

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Note(s):

- (1) Member/Proxy holder wishing to attend the Meeting must bring the Attendance Slip to the Meeting and handover at the entrance duly signed.
- (2) Only Members of the Company and/or their proxy will be allowed to attend the Meeting.

NOTE: PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING

ELECTRONIC VOTING PARTICULARS

Electronic Voting Sequence Number (EVSN)	Default PAN/Sequence No.
260701002	*

*Only Members who have not updated their PAN with Company/Depository Participant shall use default PAN (10 digit sequence number).

Note: For e-Voting, please read the instructions printed under the Note No. 23 of the Notice dated 23rd May, 2026 of the Eighty-First Annual General Meeting. The voting period begins on Friday, the 31st July, 2026 at 9.00 A.M. and ends on Sunday, the 2nd August, 2026 at 5:00 P.M. The e-Voting module shall be disabled by CDSL for voting thereafter.

ROUTE MAP TO THE VENUE OF ANNUAL GENERAL MEETING

