MP BIRLA GROUP

UNIVERSAL CABLES LIMITED

CIN: L31300MP1945PLC001114
Registered Office: P.O. Birla Vikas, Satna (M.P.) – 485 005
Corporate Office: 5th Floor, Signature Tower III, Tower 'C', Sector 15-II,
N.H-8, Near 32nd Avenue, Gurugram-122001 (Haryana)
Phone: (07672) 414000, 257121 to 257127 • **Fax:** (07672) 257131
E-mail: headoffice@unistar.co.in • **Website:** www.unistar.co.in

POSTAL BALLOT NOTICE

Dear Member(s),

Notice is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with the Companies (Management and Administration) Rules, 2014 ("the Rules"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), Secretarial Standard on General Meetings ("SS-2"), to the extent applicable and other applicable laws, rules and regulations (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), that the Special Resolution set out below is proposed to be passed by the Members of Universal Cables Limited ("Company") by way of Postal Ballot through Physical Postal Ballot Form and remote e-Voting ("remote e-Voting").

The Postal Ballot Notice, together with the Postal Ballot Form, is being sent to the Members of the Company whose names appear in the Register of Members/List of Beneficial Owners maintained by the Company/Depositories as on Friday, 13th November, 2026 ("Cut-off Date").

The Postal Ballot Notice is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Share Transfer Agent ("RTA")/Depositories. Physical copies of the Postal Ballot Notice, together with the Postal Ballot Form and a self-addressed postage pre-paid business reply envelope, are being sent through the permitted mode to those Members whose e-mail addresses are not registered with the Company/RTA/Depositories and to those Members in respect of whom electronic transmission of the Postal Ballot Notice could not be successfully effected, including cases where the electronic communication has been returned undelivered/bounced back.

In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules framed thereunder, Regulation 44 of the Listing Regulations and the applicable SEBI Master Circular(s), and amendments issued from time to time, the Company is also providing the facility of remote e-Voting to its Members to enable them to cast their votes electronically. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") as the agency for providing the remote e-Voting facility to the Members of the Company.

Members who wish to exercise their voting rights through Physical Postal Ballot Form are requested to carefully read the instructions contained in this Postal Ballot Notice and the Postal Ballot Form, record their assent ("FOR") or dissent ("AGAINST") to the Special Resolution and return the duly completed and signed Postal Ballot Form in the enclosed self-addressed postage pre-paid business reply envelope, so as to reach the Scrutiniser on or before 5:00 P.M. (IST) on Friday, 18th December, 2026.

Postage on the business reply envelope will be borne and paid by the Company. Postal Ballot Forms sent by courier, registered post, speed post or otherwise at the expense of the Member will also be accepted. Postal Ballot Forms received after 5:00 P.M. (IST) on Friday, 18th December, 2026 shall be treated as invalid.

The voting period through Physical Postal Ballot and remote e-Voting shall commence on Thursday, 19th November, 2026 at 9:00 A.M. (IST) and shall end on Friday, 18th December, 2026 at 5:00 P.M. (IST). The remote e-Voting facility shall be disabled by CDSL thereafter and no remote e-Voting shall be permitted beyond the said date and time.

Members exercising their voting rights through Physical Postal Ballot Form shall ensure that the duly completed and signed Postal Ballot Form reaches the Scrutiniser on or before 5:00 P.M. (IST) on Friday, 18th December, 2026.

Members may exercise their voting rights either through Physical Postal Ballot Form or through remote e-Voting. A Member shall exercise his/her/its vote through only one of the aforesaid modes.

In case a Member exercises his/her/its vote through both Physical Postal Ballot Form and remote e-Voting, the vote cast through remote e-Voting shall prevail and the vote cast through Physical Postal Ballot Form shall be treated as invalid.

Members cannot exercise their voting rights by proxy.

The Special Resolution, if approved by the requisite majority, shall be deemed to have been passed on Friday, 18th December, 2026, being the last date specified for voting through Physical Postal Ballot and remote e-Voting.

The Statement pursuant to Section 102(1) and other applicable provisions of the Act read with the governing rules framed thereunder, if any, setting out all material facts relating to the proposed Special Resolution is annexed hereto for your consideration which forms an integral part of this Postal Ballot Notice.

SPECIAL BUSINESS:

Appointment of Shri Sutirtha Bhattacharya (DIN: 00423572) as a Non-Executive Independent Director of the Company.

To consider and, if thought fit, to pass, the following resolution as a **Special Resolution**:

"RESOLVED that pursuant to the provisions of Sections 149, 150, 152, 160 and 161(1) read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 25(2A) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") including any statutory modification(s) or re-enactment(s) thereof for the time being in force, the Articles of Association of the Company and in consonance with the recommendations of the Nomination and Remuneration Committee and Board of Directors of the Company, Shri Sutirtha Bhattacharya (DIN: 00423572), who was appointed by the Board of Directors as an Additional Director in the capacity of Non-Executive Independent Director on the Board of the Company with effect from 4th November, 2026 and who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations, who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a first term of five (5) consecutive years with effect from 4th November, 2026 up to 3rd November, 2031.

FURTHER RESOLVED that the Board of Directors and/or Company Secretary of the Company, be and are hereby authorised, severally, to do all such acts, deeds, matters and things and take all such steps as may be deemed necessary, proper, expedient or desirable to give effect to this Resolution, including filing of necessary forms and returns with the jurisdictional Registrar of Companies and complying with all other statutory requirements in this regard."

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

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

(Ajay Kumar Sharma)
Company Secretary

Date: 4th November, 2026

NOTES FOR MEMBERS' ATTENTION

1. The Board of Directors of the Company at its Meeting held on 4th November, 2026, has approved the issuance of this Postal Ballot Notice and it will also be available on the Company's website at www.unistar.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of CDSL i.e. www.evotingindia.com.

2. The Postal Ballot Notice along with the Postal Ballot Form is being sent through electronic mode to those Members whose e-mail addresses are registered with the Company/ RTA/Depositories.

   Physical copies of the Postal Ballot Notice, together with the Postal Ballot Form and a self-addressed postage pre-paid business reply envelope, are being sent through the permitted mode to those Members whose e-mail addresses are not registered with the Company/RTA/Depositories and to those Members in respect of whom electronic transmission of the Postal Ballot Notice could not be successfully effected, including where the electronic communication has been returned undelivered/bounced back.

3. The voting rights of the Members shall be reckoned in proportion to their shareholding in the paid-up equity share capital of the Company as on Friday, 13th November, 2026 ("Cut-off Date").

   Only those persons whose names appear in the Register of Members/List of Beneficial Owners maintained by the Company/ Depositories as on the Cut-off Date shall be entitled to exercise their voting rights through Physical Postal Ballot Form or remote e-Voting.

   A person who is not a Member as on the Cut-off Date should treat this Postal Ballot Notice for information purposes only.

4. Members who receive the Postal Ballot Notice through electronic mode and wish to exercise their voting rights through Physical Postal Ballot Form may download the Postal Ballot Form from the Company's website at www.unistar.co.in.

   A Member may also request a duplicate Postal Ballot Form from the Company/RTA.

   The duly completed and signed Postal Ballot Form should be sent so as to reach the Scrutiniser on or before 5:00 P.M. (IST) on Friday, 18th December, 2026. Postal Ballot Forms received after the aforesaid date and time shall be treated as invalid.

5. Members who have not registered their e-mail address are requested to register the same in respect of equity shares held in demat form with the respective Depository through the concerned Depository Participant(s). Members who hold shares in Physical form are requested to register their e-mail address by sending duly filled in Form ISR-1 along with requisite documents to the Registrar and Share Transfer Agents (RTA) of the Company - Messrs MUFG Intime India Pvt. Ltd. (Formerly known as Link Intime India Pvt. Ltd.) (e-mail: investor.helpdesk@in.mpms.mufg.com). For the sake of convenience of Members, Form ISR-1 is made available on the website of RTA, https://www.in.mpms.mufg.com as well as on the Company's website : www.unistar.co.in.

6. Members can opt for only one mode of voting, i.e. either by Physical Postal Ballot or e-Voting. In case Members cast their votes through both the modes, valid voting done by e-Voting shall prevail and votes cast through physical Postal Ballot Form will be treated as invalid.

7. The Board of Directors has appointed Shri Rajesh Kumar Mishra (Certificate of Practice No. 4433), Partner, R.K. Mishra & Associates, Practicing Company Secretaries, or failing him, Ms. Jyoti Sharma (Certificate of Practice No. 10196), Messrs JVS & Associates, Practising Company Secretary, as the Scrutiniser for conducting the Postal Ballot process, including voting through Physical Postal Ballot Form and remote e-Voting, in a fair and transparent manner.

   The decision of the Scrutiniser on the validity of votes cast through Physical Postal Ballot Form and remote e-Voting shall, subject to the applicable provisions of law, be final.

8. The Scrutiniser shall, after completion of the scrutiny of the Physical Postal Ballot Forms and votes cast through remote e-Voting, submit his report to the Chairman of the Company or to any person authorised by him in writing.

   The results of the Postal Ballot, together with the Scrutiniser's Report, shall be declared within the prescribed time and shall be communicated to BSE Limited and National Stock Exchange of India Limited and placed on the website of the Company at www.unistar.co.in and on the website of CDSL at www.evotingindia.com.

   The results shall also be displayed at the Registered Office and Corporate Office of the Company in accordance with the applicable requirements.

9. Institutional/Corporate Members (i.e. other than individuals, HUF, NRI etc.) intending to authorise their representatives for exercising their voting rights through remote e-Voting are required to send a certified copy of the Board Resolution/Authorisation, etc. authorising their representatives to vote on their behalf to the Scrutiniser by e-mail at rkmaoffice@gmail.com and to the Company at investorgrievance@unistar.co.in with a copy marked to helpdesk.evoting@cdslindia.com.

   If a corporate Member votes through a Physical Postal Ballot Form, the Form should be accompanied by the appropriate Board Resolution/authority authorising the signatory, where applicable.

10. Additional information in respect of the Director seeking appointment pursuant to Regulation 36(3) of the Listing Regulations and the Secretarial Standard on General Meetings ("SS-2") is provided in **Annexure 'A'** which forms an integral part of the Postal Ballot Notice. The Director has furnished the requisite consent/declaration in connection with his proposed appointment.

11. All relevant documents referred to in this Postal Ballot Notice and the accompanying Explanatory Statement shall be available for inspection electronically on all working days, excluding Saturdays, Sundays and public holidays, until the last date and time specified for voting through Physical Postal Ballot and remote e-Voting.

    Members seeking inspection of such documents may send an e-mail to investorgrievance@unistar.co.in mentioning their Folio Number/DP ID and Client ID.

12. INSTRUCTIONS TO MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

i) Pursuant to SEBI Master Circular for compliance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 dated January 30, 2026, as amended from time to time, the Company is pleased to provide e-Voting facility to its members, in respect of the special resolution proposed to be considered through the Postal Ballot. In order to increase the efficiency of the voting process, 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 (ESPs), thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process.

ii) The e-Voting period shall commence on Thursday, 19th November, 2026 at 9:00 A.M. (IST) and end on Friday, 18th December, 2026 at 5.00 P.M. (IST). During this period, Members of the Company holding shares either in Physical form or in demat form as on the cut-off date i.e. Friday, 13th November, 2026 may cast their votes electronically. The e-Voting facility will be disabled by CDSL 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.

Step 1: **Access through Depositories CDSL/NSDL e-Voting system in case of Individual members holding shares in demat form.**

Individual members holding shares in demat form 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 address in their demat accounts in order to access e-Voting facility.

Login method for e-Voting for Individual members holding shares in demat form (CDSL/NSDL) 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 e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 a e-Voting link available on 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.

Type of Members	Login Method
Individual members holding shares in demat form 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 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 e-Voting period. 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 you 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 e-Voting period.
Individual members (holding shares in demat form) 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 click 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 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.com or call at given numbers: 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.

iii) **Login method for e-Voting for members holding shares in Physical form and members other than individual members holding shares in demat form.**

1) The Members should log on to the e-Voting website https://www.evotingindia.com.
2) Click on "Shareholders/Members" module.
3) 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.
4) Next enter the Image Verification as displayed and Click on Login.
5) If the member is holding shares in demat form and had logged on to https://www.evotingindia.com and voted on an earlier e-Voting of any company, then their existing password is to be used.
6) If the member is a first-time user follow the steps given below:

Particulars	**For members holding shares in Physical form 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 form). • 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.

iv) After entering these details appropriately, click on "SUBMIT" tab.

v) 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 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.

vi) For members holding shares in Physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.

vii) Click on the EVSN for "**Universal Cables Limited**"

viii) 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 assents to the Resolution and option NO implies that the member dissents to the Resolution.

ix) Click on the "RESOLUTIONS FILE LINK" if the member wishes to view the entire Resolution details.

x) 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.

xi) Once the member "CONFIRM" their vote on the resolution, they will not be allowed to modify their vote.

xii) The member can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

xiii) 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.

xiv) **Additional Facility for Non-Individual Members and Custodians for e-Voting only:**

- Non-Individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to https://www.evotingindia.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 delinked 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 are mandatorily 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 investorgrievance@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 - Messrs MUFG Intime India Private Limited (e-mail: investor.helpdesk@in.mpms.mufg.com). Form ISR-1 is made available on the website of RTA, https://www.in.mpms.mufg.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, A.V.P., 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.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014

The following Explanatory Statement, pursuant to Section 102(1) of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, sets out all material facts relating to the Special Business mentioned in the accompanying Postal Ballot Notice ("Notice").

Item No. 1:

The Board of Directors of the Company, based upon the recommendations of the Nomination and Remuneration Committee, at its meeting held on 4th November, 2026 and pursuant to the provisions of Section 149, 150, 152 and 161(1), read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act"), and Regulation 16(1)(b), 17(1C) and 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with the Articles of Association of the Company, appointed Shri Sutirtha Bhattacharya (DIN: 00423572) as an Additional Director in the capacity of Non-Executive Independent Director of the Company for a first term of five (5) consecutive years commencing from 4th November, 2026 and ending on 3rd November, 2031, subject to the approval of the Members of the Company.

In accordance with the provisions of Section 150 read with Schedule IV of the Act, the appointment of an Independent Director requires the approval of the members of the Company. Further, pursuant to the provisions of Regulation 25(2A) of the Listing Regulations, the appointment of an Independent Director shall be subject to the approval of Members by way of a Special Resolution.

The first proviso to Regulation 25(2A) of the Listing Regulations provides that where a Special Resolution for the appointment of an Independent Director fails to secure the requisite majority of votes but the votes cast in favour of the resolution exceed the votes cast against the resolution, and votes cast by the public shareholders in favour of the resolution exceed the votes cast against the resolution, then the appointment of an Independent Director shall be deemed to have been approved in accordance with Regulation 25(2A) of the Listing Regulations.

Accordingly, the approval of the Members is being sought for appointment of Shri Sutirtha Bhattacharya as a Non-Executive Independent Director of the Company by way of a Special Resolution read together with and subject to the applicable provisions of Regulation 25(2A) of the Listing Regulations as stated above.

The Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company.

The Company has received the following documents in writing from Shri Sutirtha Bhattacharya:

a. Consent to act as a Non-Executive Independent Director of the Company.

b. Declarations to the effect that he meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations.

c. Declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

d. Declaration to the effect that he is not debarred from holding the office of director by virtue of any Order passed by the Securities and Exchange Board of India or any other such authority.

Shri Sutirtha Bhattacharya has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company. Shri Sutirtha Bhattacharya has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Brief profile and additional information in respect of Shri Sutirtha Bhattacharya including nature of expertise and shareholding in the Company, etc. are given in Annexure to this Postal Ballot Notice, pursuant to the provisions of (i) Listing Regulations; and (ii) Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India. He shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other purpose, reimbursement of expenses for participating in the Board and other meetings as may be decided by the Board from time to time. In addition, compensation by way of profit related commission or otherwise (excluding Goods and Services Tax, if any, thereon) may also be paid as the Nomination and Remuneration Committee and the Board of Directors of the Company approve from time to time within the overall limit as prescribed or as may be permissible from time to time with regard to remuneration to the Non-Executive Directors including Independent Directors of the Company.

In the opinion of the Board, Shri Sutirtha Bhattacharya fulfils the conditions for appointment as an Independent Director as specified in the Act read with the Rules framed thereunder and the Listing Regulations and such other applicable laws/regulations for the time being in force. The Nomination and Remuneration Committee and the Board of Directors are of the view that Shri Sutirtha Bhattacharya is a person of integrity and possesses adequate skills, qualifications, knowledge and wide experience in the areas of Engineering, Technology, Design, Quality Assurance, Business Strategy, General Management, Corporate

Governance, Corporate Finance, Project & Risk Management and Leadership qualities aligned with the desired attributes, role, skills and capabilities identified by the Nomination and Remuneration Committee. Having regard to the skills, qualifications, knowledge and vast experience of Shri Sutirtha Bhattacharya his appointment as an Independent Director will be in the best interest of the Company and shall add value to the existing Board of the Company. Accordingly, the Board of Directors recommends the said Special Resolution as set out in the accompanying Notice for the approval of the Members of the Company.

Copy of the draft letter of appointment of Shri Sutirtha Bhattacharya setting out the terms and conditions of appointment is available on the website of the Company, www.unistar.co.in and shall also be available for inspection by the members electronically without any fee.

Except Shri Sutirtha Bhattacharya, to whom the resolution relates, none of the other Directors or Key Managerial Personnel (KMP) of the Company, or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the said Resolution.

ANNEXURE TO THE POSTAL BALLOT NOTICE DATED 4TH NOVEMBER, 2026

Disclosures/additional information pertaining to the Directors seeking Appointment
[In pursuance of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India]

Item No. 1

Information relating to Shri Sutirtha Bhattacharya seeking appointment as a Non-Executive Independent Director –

Name of Director	Shri Sutirtha Bhattacharya
DIN	00423572
Date of Birth and Age	2nd August, 1957, Age: 69 years
Nationality	Indian
Date of First Appointment on the Board of Directors of the Company	04.11.2026
Qualifications & Experience, Expertise (Including nature of expertise in specific functional areas)/ brief resume	Shri Bhattacharya is a Physics graduate from Presidency College, Kolkata, affiliated with the University of Calcutta. Shri Sutirtha Bhattacharya is a retired 1985-batch Indian Administrative Service (IAS) officer of the Telangana cadre (erstwhile Andhra Pradesh cadre), with over 35 years of extensive experience in public administration, energy, infrastructure development, finance and corporate governance. He has held several distinguished leadership positions, including Chairman-cum-Managing Director of Coal India Limited and The Singareni Collieries Company Limited, and Chairperson of the West Bengal Electricity Regulatory Commission. During his tenure with the Government of erstwhile Andhra Pradesh, he served in key positions, including Principal Secretary (Energy), Principal Secretary (Infrastructure & Investment) and Chairman-cum-Managing Director of the State Power Transmission Company. He was instrumental in overseeing power sector operations and facilitating major infrastructure and public-private partnership projects. He has also served on the Boards of several prominent organisations, including PTC India Limited and GMR Hyderabad International Airport Limited. He is presently serving as an Independent Non-Executive Director of Cheviot Company Limited. In recognition of his leadership and contributions to the public sector, he was conferred the Best CEO - Public Sector Undertaking Award at the Forbes India Leadership Awards in 2016.
Terms and conditions of appointment	Appointment as a Non-Executive Independent Director, not liable to retire by rotation, for a first term of five consecutive years from 4th November, 2026 to 3rd November, 2031
Number of shares held in the Company	NIL
Relationship with other Directors, Managing Director & Chief Executive Officer and other Key Managerial Personnel	None
Number of Board Meeting attended during the financial year 2026-27	Not Applicable
Chairman/Member of the Committee of the Board of Directors of the Company	None
Names of listed entities from which the person has resigned in the past three years	None
List of outside Directorships held	Cheviot Co. Ltd. Sai Green Mobility Private Limited Maa Mahamaya Industries Limited Indosol Solar 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	Remuneration last drawn from the Company: Not Applicable. Remuneration sought to be paid: Sitting fees for attending meetings of the Board and Committees thereof, reimbursement of expenses and such commission/ remuneration as may be approved in accordance with the Companies Act, 2013, the Listing Regulations, the Company's remuneration policy and applicable shareholder approvals/limits.
Skills and capabilities required for the role and manner in which the proposed Director meets such requirements	public administration, energy and infrastructure sectors, corporate governance, finance, business strategy, project management, public-private partnerships, regulatory matters and leadership.
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 Sutirtha Bhattacharya 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.

The Board recommends the same for approval of the Members.

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

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

(Ajay Kumar Sharma)
Company Secretary

Date: 4th November, 2026