

21st Annual Report
FY 2016-2017

UDAIPUR CEMENT WORKS LIMITED



MADE IN RAJASTHAN ♦ MADE FOR RAJASTHAN

BOARD OF DIRECTORS

ONKAR NATH RAI

Chairman

VINIT MARWAHA

GANPAT SINGH

POONAM SINGH

R. K. GUPTA

Whole-time Director, CFO & Company Secretary

REGISTERED OFFICE & WORKS:

Shripati Nagar,
P.O. C.F.A.- 313 021,
Distt.- Udaipur (Rajasthan)

CORPORATE OFFICE:

Nehru House,
4, Bahadur Shah Zafar Marg,
New Delhi-110 002

SHARE DEPARTMENT:

Gulab Bhawan (Rear Block),
3rd Floor, 6-A, Bahadur Shah
Zafar Marg,
New Delhi-110 002

BANKERS:

Axis Bank Limited
ICICI Bank Limited
IDBI Bank Limited
State Bank of India
Yes Bank Limited

SHARE TRANSFER AGENT:

MCS Share Transfer Agent Ltd.,
F-65, 1st Floor, Okhla Indl. Area,
Phase-I, New Delhi-110 020,
Phone: 011-41406149-52,
E-mail: admin@mcsregistrars.com

AUDITORS:

M/s OM PRAKASH S. CHAPLOT & CO.
Chartered Accountants

COMPANY WEBSITE

www.udaipurcement.com

UDAIPUR CEMENT WORKS LIMITED

(CIN: L26943RJ1993PLC007267)

Regd. Office: Shripati Nagar, P.O. CFA, Udaipur-313 021 (Rajasthan)

Secretarial Office: Gulab Bhawan, 3rd Floor, 6A, Bahadur Shah Zafar Marg

New Delhi-110 002

Email: ucwl.investors@jkmall.com, Website: www.udaipurcement.com

Tele/Fax: 91-294-2655076/77

NOTICE

NOTICE is hereby given that the 21st Annual General Meeting of the Members of UDAIPUR CEMENT WORKS LIMITED will be held at the Registered Office of the Company at Shripati Nagar, P.O. CFA, Udaipur-313021 (Rajasthan) on Thursday, the 10th August 2017 at 11:00 A.M. to transact the following business:

1. To receive, consider and adopt the audited financial statements of the Company for the Financial Year ended 31st March 2017 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Shri Rohni Kumar Gupta (DIN: 00086630), who retires by rotation and being eligible, has offered himself for re-appointment.
3. To appoint Auditors of the Company and to fix their remuneration and in connection therewith to consider and if thought fit to pass, the following as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. Bansilal Shah & Co., Chartered Accountants, Udaipur (Firm Registration No. 000384W) be and are hereby appointed as Auditors of the Company for a term of two consecutive years to hold office from the conclusion of the 21st Annual General Meeting (AGM) till the conclusion of the 23rd AGM to be held in the year 2019, subject to ratification of the appointment by the Members at the AGM to be held in the year 2018, on a remuneration of ` 1,50,000 (Rupees One Lacs Fifty Thousand Only) per annum, excluding Service Tax/GST, as applicable, and reimbursement of travelling and other out-of-pocket expenses actually incurred by them in connection with the audit and the Board of Directors of the Company be and is hereby authorized to fix the remuneration for the remaining tenure of the Auditors."

As Special Business

4. To consider and if thought fit to pass, the following as an Ordinary Resolution :

"RESOLVED that pursuant to the provisions of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), remuneration of M/s. HVMN & Associates, Cost Accountants, appointed by the Board of Directors of the Company as the Cost Auditors, to conduct the audit of the cost records of the Company for the Financial Year 2017-18 ending 31st March 2018, of ` 50,000 (Rupees Fifty Thousand Only) per annum, excluding Service Tax/GST, as applicable, and reimbursement of travelling and other out-of-pocket expenses actually incurred by the said Auditors in connection with the audit, be and is hereby ratified and confirmed.

RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things as may be deemed necessary or expedient in connection therewith and incidental thereto."

5. To consider and if thought fit to pass, the following as an Ordinary Resolution :

"RESOLVED that pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (Act), and the Rules made thereunder (including any statutory

modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms. Poonam Singh (DIN:07122781) whose appointment on the Board as Additional Director determines on the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company for a term of five consecutive years with effect from 14th February 2017."

6. To consider and if thought fit to pass, the following as an Ordinary Resolution :

"RESOLVED that pursuant to Sections 13, 61 and other applicable provisions, if any, of the Companies Act, 2013, read with the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, the Authorised Capital of the Company be and is hereby increased and reclassified from the existing ` 200,00,00,000 (Rupees Two Hundred Crores) divided into Equity Capital of ` 125,00,00,000 (Rupees One Hundred Twenty-five Crores) comprising 31,25,00,000 (Thirty-one Crores Twenty-five Lacs) Equity Shares of ` 4 each and Preference Capital of ` 75,00,00,000 (Rupees Seventy-five Crores) comprising 60,00,000 (Sixty Lacs) Preference Shares of ` 10 each and 6,900 (Six Thousand Nine Hundred) Preference Shares of ` 1,00,000 each to ` 250,00,00,000 (Rupees Two Hundred Fifty Crores) divided into Equity Capital of ` 134,00,00,000 (Rupees One Hundred Thirty-four Crores) comprising 33,50,00,000 (Thirty-three Crores Fifty Lacs) Equity Shares of ` 4 each and Preference Capital of ` 116,00,00,000 (Rupees One Hundred Sixteen Crores) comprising 6,600 (Six Thousand Six Hundred) Preference Shares of ` 1,00,000 each and 50,00,000 (Fifty Lacs) Preference Shares of ` 100 each by

- (1) creating additional 2,25,00,000 (Two Crores Twenty-five Lacs) Equity Shares of ` 4 each aggregating to ` 9,00,00,000 (Rupees Nine Crores);
- (2) creating additional 50,00,000 (Fifty Lacs) Preference Shares of ` 100 each aggregating to ` 50,00,00,000 (Rupees Fifty Crores);
- (3) Reclassifying the unutilized 300 (Three Hundred) Preference Shares of ` 1,00,000 each aggregating to ` 3,00,00,000 (Rupees Three Crores) and 60,00,000 (Sixty Lacs) Preference Shares of ` 10 each aggregating to ` 6,00,00,000 (Rupees Six Crores) into 9,00,000 (Nine Lacs) Preference Shares of ` 100 each aggregating to ` 9,00,00,000 (Rupees Nine Crores).

RESOLVED FURTHER that the Memorandum of Association of the Company, be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V:

V The Authorised Share Capital of the Company is ` 250,00,00,000 (Rupees Two Hundred Fifty Crores) divided into Equity Capital of ` 134,00,00,000 (Rupees One Hundred Thirty-four Crores) comprising 33,50,00,000 (Thirty-three Crores Fifty Lacs) Equity Shares of ` 4 each and Preference Capital of ` 116,00,00,000 (Rupees One Hundred Sixteen Crores) comprising 6,600 (Six Thousand Six Hundred) Preference Shares of ` 1,00,000 each and 50,00,000 (Fifty Lacs) Preference Shares of ` 100 each with power to the Board of Directors of the Company to increase, reduce, vary, alter or modify and divide, sub-divide or consolidate the nominal value of the Shares in the Capital for the time being and to classify or reclassify existing shares into one or more classes and/or denominations and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges and conditions and to vary, modify or abrogate any such rights, privileges and conditions or restrictions attached thereto, whether in regard to dividend, voting, return of capital or otherwise and in such manner as may be permitted by the Companies Act, 2013 or any statutory modifications(s) or re-enactment thereof for the time being in force or as provided by the Articles of Association of the Company.

RESOLVED FURTHER that the Board of Directors of the Company ("the Board" which term shall be deemed to include any Committee thereof) be and is hereby authorized to do all such acts, deeds,

matters and things as may be necessary and expedient to give effect to this Resolution."

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

"RESOLVED that pursuant to Sections 23, 42, 55, 62 and other applicable provisions, if any, of the Companies Act, 2013 (Act) read with Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (SEBI ICDR Regulations), Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SEBI Takeover Regulations), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended, and the rules, regulations, guidelines, notifications and circulars, if any, issued thereunder, or prescribed by any Authorities from time to time, to the extent applicable, the provisions of the Memorandum and Articles of Association of the Company, and subject to such approval(s), consent(s), permission(s) and/or sanction(s), if any, as may be required in this regard and further subject to such term(s), condition(s), alteration(s), correction(s), change(s) and/or modification(s), as may be prescribed or imposed by such authorities while according such approval(s), consent(s), permission(s) and/or sanction(s), if any, and agreed to by the Board of Directors of the Company (Board which term shall be deemed to include any Committee thereof), the consent of the Company be and is hereby accorded to the Board to create, offer and/or invite to subscribe, issue and allot, from time to time in one or more tranches, upto 50,00,000 (Fifty Lacs) 6% Optionally Convertible Cumulative Redeemable Preference Shares of face value of ` 100 each, fully paid up, aggregating upto ` 50,00,00,000/- (Rupees Fifty Crores) at par (OCCRPS), to JK Lakshmi Cement Limited, Holding Company/Promoter of the Company (JKLC/Holder) on preferential basis with an option to the Holder(s) of OCCRP to convert, subject to approval of the SEBI under the SEBI Takeover Regulations, if required, either partially or entire OCCRP, in one or more tranches, in one or more Financial Year, into Equity Shares of the Company at such price as may be determined in accordance with Regulation 76(1) of SEBI ICDR Regulations with respect to the Relevant Date i.e. a date thirty days prior to the date on which the Holder(s) of OCCRP becomes entitled to apply for and obtain allotment of Equity Shares against such OCCRP on conversion thereof, on the terms of Issue contained in the Statement annexed hereto, which shall be deemed to form an integral part hereof.

RESOLVED FURTHER that each OCCRP shall:

- i. carry a preferential right vis-à-vis Equity Shares of the Company with respect to payment of dividend and repayment in case of winding up or repayment of capital;
- ii. be non-participating, cumulative, optionally convertible, redeemable; and
- iii. carry voting rights as per the provisions of Section 47(2) of the Act.

RESOLVED FURTHER that the Board be and is hereby authorized to issue and allot such number of Equity Shares as may be required to be issued and allotted upon exercise of conversion option by Holder(s) of OCCRP or as may be necessary in accordance with the terms of the Issue.

RESOLVED FURTHER that the Equity Shares to be allotted upon exercise of conversion option by Holder(s) of OCCRP shall, subject to the relevant provisions contained in the Memorandum and Articles of Association of the Company, rank *pari passu* in all respects including as to dividend, with the then existing Equity Shares of the Company except that the Equity Shares so allotted shall be subject to lock-in as prescribed in the SEBI ICDR Regulations.

RESOLVED FURTHER that for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to take all necessary actions as it may in its absolute discretion deem necessary, desirable or expedient for the purpose of the issue and allotment of the aforesaid OCCRP and Equity Shares arising on conversion thereof, admission of aforesaid OCCRP/Equity Shares with Depositories, listing of the Equity Shares with the Stock Exchange and to resolve and settle any questions or difficulties that

may arise in the proposed offer, issue and allotment of the aforesaid securities, utilization of issue proceeds etc., and to do all such acts, deeds and things in connection therewith and incidental thereto."

8. To consider and if thought fit to pass, the following as an Ordinary Resolution :

"RESOLVED that pursuant to the provisions of Sections 188, 179 and other applicable provisions, if any, of the Companies Act, 2013 (Act) read with Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the consent of the Company be and is hereby accorded to purchase of 18 MW Thermal Power Plant (Power Plant) from JK Lakshmi Cement Limited, Holding Company/Promoter of the Company (JKLC) and a Related Party under Section 2(76) of the Act and Regulation 2(1)(zb) of Listing Regulations, in the ordinary course of business and on arm's length basis, at a total consideration of ` 50,00,00,000 (Rupees Fifty Crores Only) and in connection therewith to avail a Deferred Payment Credit Facility of ` 50,00,00,000 (Rupees Fifty Crores Only) from JKLC for purchase of the said Power Plant from JKLC, on the terms and conditions set out in the Statement annexed hereto which shall be deemed to form part hereof.

RESOLVED FURTHER that the Board of Directors of the Company (hereinafter called the "Board", which term shall be deemed to include any Committee thereof), be and is hereby authorised to do or cause to be done all acts, deeds, matters, and things and to settle any queries, difficulties, doubts that may arise with regard to aforesaid transaction(s) and execute such agreements, documents and writings, as may be deemed necessary or expedient to give effect to this resolution, in the best interest of the Company."

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

"RESOLVED that pursuant to the recommendations of Nomination and Remuneration Committee and the Board of Directors and subject to such other approval(s) as may be required and pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and Schedule V thereto and the Rules made thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force, the re-appointment of Shri Rohni Kumar Gupta (DIN : 00086630) as Whole-time Director of the Company for a period of one year with effect from 1st April 2017, be and is hereby approved on the terms of remuneration set out in the Statement annexed hereto which shall be deemed to form part hereof and in the event of inadequacy or absence of profits under Sections 197 and 198 of the said Act during the Financial Year 2017-18, the remuneration comprising salary, perquisites, allowances and benefits, as approved herein be paid as minimum remuneration to the said Whole-time Director subject to requisite approvals under the said Act.

RESOLVED FURTHER that the Board of Directors of the Company be and is hereby authorized to vary and/or revise the remuneration of the said Whole-time Director within the overall limits approved herein and settle any question or difficulty in connection therewith and incidental thereto."

By Order of the Board

Regd. Office:
Shripati Nagar, PO CFA
Udaipur-313 021 (Rajasthan)
30th May 2017

Rohni Kumar Gupta
Whole-time Director
CFO & Company Secretary

NOTES

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND TO VOTE ON A POLL INSTEAD OF HIMSELF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING 50 (FIFTY) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR MEMBER.

2. The Statement pursuant to Section 102 of the Companies Act, 2013 (Act) setting out the material facts concerning Item Nos. 4 to 9 of the Notice, is annexed hereto.
3. Corporate Members intending to send their authorised representatives to attend the Annual General Meeting (AGM) are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the AGM.
4. Relevant documents referred to in the accompanying Notice and the Statement pursuant to Section 102 of the Act, shall be available for inspection at the Registered Office of the Company during normal business hours (between 11.00 A.M. to 1:00 P.M.) on all working days upto and including the date of the AGM and also at the venue of the Meeting.
5. The Register of Members and Share Transfer Books of the Company shall remain closed from 4th August 2017 to 10th August 2017 (both days inclusive).
6. In furtherance of the *Go Green Initiative* of the Government, electronic copy of the Annual Report for the Financial Year 2016-17, the Notice of the 21st AGM of the Company along with Admission Slip and Proxy Form are being sent to all the Members whose email addresses are registered/available with the Company/Depository Participants. These documents will also be available on the Company's website at www.udaipurcement.com. Physical copies of the aforesaid documents will be sent on request by any such Member.
7. Physical copy of the Annual Report for the Financial Year 2016-17, the Notice of the 21st AGM of the Company along with Admission Slip and Proxy Form are being sent to those Members who have not registered their email addresses with the Company/Depository Participants. We request such Members to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically.
8. Appointment of Director
For relevant details of the Directors seeking re-appointment/appointment i.e. Shri Rohni Kumar Gupta (Resolution Nos. 2 & 9) and Ms. Poonam Singh (Resolution No. 5), as required under Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, please refer Item No. 5 & 9 of the Statement under Section 102 of the Act annexed hereto.
9. Remote e-voting procedure

In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administrative) Rules, 2014, as amended from time to time, and Regulation 44 of the Listing Regulations, the Company is pleased to provide Members, facility to exercise their right to vote at the 21st AGM by electronic means and the business may be transacted through remote e-voting services (e-voting) provided by the Central Depository Services (India) Limited (CDSL).

E-voting is optional. The facility for voting by ballot/polling paper shall also be made available at the AGM and Members attending the AGM who have not already cast their vote by e-voting shall be able to exercise their right to cast vote at the AGM.

The instructions for Members for e-voting are as under

- (i) The e-voting period begins on Monday, 7th August, 2017 (10:00 A.M.) and ends on Wednesday, 9th August, 2017 (5:00 P.M.). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on Thursday, 3rd August 2017 i.e cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Members who have already voted prior to the AGM date may attend the AGM but would not be entitled to vote at the AGM.
- (iii) The Members should log on to the e-voting website www.evotingindia.com.
- (iv) Click on "Shareholders/Members".
- (v) 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.
- (vi) Next enter the character displayed on the image verification and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name in Capital Letters and the 8 digits of the sequence number in the PAN field. The sequence number is printed on the Address Slip on the envelope. In case the sequence number is less than 8 digits enter the applicable number of 0's before the sequence number and after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company's 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 as mentioned in instruction (v).</p>

- (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 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 e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN relevant for Udaipur Cement Works Limited.
- (xiii) On the voting page, you 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 you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed 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) Members can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) Note for Non - Individual Members and Custodians.
 - Non-Individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - 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 should be e-mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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.
- (xxi) Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date may follow the same instruction as mentioned above for e-voting.
- (xxii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section. The contact details of official responsible to address grievances connected with e-voting are Shri Rakesh Dalvi, Deputy Manager, Central Depository Services (India) Limited, 16th Floor, P.J. Towers, Dalal Street, Fort, Mumbai – 400 001; Phone No. 18002005533 or write an email to helpdesk.evoting@cdslindia.com.
- (xxiii) The voting rights of Members shall be in proportion to their shares of the paid up Equity Share Capital of the Company as on the cut-off date and a person who is not a Member as on the cut-off date should treat the Notice for information purpose only.
- (xxiv) The Company has appointed Shri Ronak Jhuthawat (Certificate of Practice No.-12094) of M/s. Ronak Jhuthawat & Co., Company Secretary in practice as Scrutinizer to scrutinize the voting (at AGM venue) and e-voting process in a fair and transparent manner.
- (xxv) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast at the Meeting, thereafter unblock the votes cast through e-voting in the presence of at least two witnesses not in employment of the Company and make, not later than 48 hours of conclusion of the Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same. The Chairman or a person authorized by him in writing shall declare the result of the voting forthwith.
10. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date and who has not cast vote by e-voting, and being present at the AGM either personally or through proxy, only shall be entitled to vote at the AGM. Ballot papers will be available at the venue of the AGM.
11. The results declared along with the consolidated Scrutinizer's Report shall be placed on the Company's website www.udaipurcement.com and on the website of CDSL i.e. www.evotingindia.com and shall simultaneously be forwarded to the Stock Exchange.