



Redefining Business
Services

14.06.2024

To

BSE Limited (BSE) Corporate Relationship Department Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai- 400001 BSE Scrip Code: 543996	National Stock Exchange of India Limited (NSE) Listing Department Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai — 400051 NSE Code: UDS
---	---

Dear Sir/Madam,

Sub: Submission of Notice of 21st Annual General Meeting under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of 21st Annual General Meeting of the Updater Services Limited ("Company") to be held on Monday, 8th July 2024 at 12.00 PM, through Video Conferencing (VC)/Other Audio-Visual means. The Copy of the Notice is also available on the website of the Company: www.uds.in

We request you to kindly take the same on records.

Thanking You,

Yours faithfully,

For Updater Services Limited

SANDHYA Digitally signed by SANDHYA
Date: 2024.06.14 20:20:32
+05'30'

Sandhya Saravanan
Company Secretary and Compliance Officer

Updater Services Limited

Corp. office & Regd. Office: 1st Floor, No.42, Gandhi Mandapam Road, Kotturpuram, Chennai - 600085
+91 44 2446 3234 | 0333 | sales@uds.in | facility@uds.in | www.uds.in | CIN L74140TN2003PLC051955

Our Values: happy people | clear purpose | better everyday | do good | balance all

Notice

Notice is hereby given that the 21st Annual General Meeting (AGM) of the Company will be held on Monday, July 08, 2024, at 12:00 PM through Video Conferencing (VC)/Other Audio Visual means, to transact the following business.

Ordinary Business

- To receive, consider, approve and adopt the Audited Standalone Financial Statements along with the Reports of the Board of Director and Auditors of the Company for the financial year ended March 31, 2024**

To consider and if thought fit to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT the audited standalone financial statements of the Company which includes the Audited Balance Sheet as at March 31, 2024, the Statement of Profit and Loss for the financial year ended as on that date and the Cash Flow Statement together with reports of the Board of Directors and the Statutory Auditors thereon, as circulated to the members, be and are hereby considered and adopted.

- To receive, consider, approve and adopt the Audited Consolidated Financial Statements along with the Reports of the Auditors of the Company for the financial year ended March 31, 2024**

To consider and if thought fit to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT the audited consolidated financial statements of the Company which includes the Audited Balance Sheet as at March 31, 2024, the Statement of Profit and Loss for the financial year ended as on that date and the Cash Flow Statement together with reports of the Statutory Auditors thereon, as circulated to the members, be and are hereby considered and adopted.

- To appoint Mr Amitabh Jaipuria (DIN: 01864871) who retires by rotation, as a Director of the Company:**

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

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 Mr Amitabh Jaipuria (DIN: 01864871) Non-Executive Non-Independent Director, who retires by rotation at this meeting be and is hereby appointed as a Director of the Company.”

Special Business

- To consider and approve the Payment of Commission to Mr Sunil Rewachand Chandiramani, Non-Executive Independent Director**

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

RESOLVED THAT pursuant to the provisions of Sections 149 (9), 197, 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 (“the Act”), the underlying rules (including any statutory modification(s) or reenactment(s) therefor for the time being in force), and Regulation 17(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, framework for remuneration to non-executive directors and subject to such regulatory approvals as may be required and subject to availability of net profits at the end of financial year and as per NRC recommendation, approval of the Members is hereby accorded to the payment and distribution of such sum in the form of profit related commission (exclusive of applicable taxes) subject to not exceeding 1% of net profits of the Company calculated in accordance with the provisions of Section 198 of the Act, to Mr Sunil Rewachand Chandiramani, Non-Executive Independent Director of the Company as per details given below, for the financial year ending 31 March 2025:

Sl. no	Name of the Director	Period	Commission to be paid
1	Sunil Rewachand Chandiramani, Non-Executive Independent Director	1 st April 2024 to 31 st March 2025	As per NRC recommendation subject to not exceeding 1% of net profits of the Company calculated in accordance with the provisions of Section 198 of the Act

RESOLVED FURTHER THAT the above payment of commission is in addition to sitting fees and reimbursement of expenses for attending the meetings of the Board of Directors and/or other meetings being paid to the Non-Executive Directors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things including deciding on the manner of payment of commission and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any agreements, documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution.

(By Order of the Board)
For Updater Services Limited

Sandhya Saravanan
Company Secretary and
Compliance Officer
Chennai
20 May 2024

NOTES

1. AGM through Video Conference (VC)

The Ministry of Corporate Affairs (“MCA”) inter-alia vide its General Circular Nos. 20/2020, 14/2020, 17/2020, 02/2021, 21/2021, 02/2022, 03/2022, 10/2022, 11/2022, 09/2023, (collectively referred to as “MCA Circulars”) and Circular numbers SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as “the Circulars”), Companies are allowed to hold AGM through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without the physical presence of members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company. The detailed procedure for participating in the meeting through VC / OAVM is appended herewith and also available at the Company’s website www.uds.in

2. Proxy

Since the AGM is being held in accordance with the MCA Circulars through VC, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxies by the Members will not be available for the AGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice.

However, Body Corporates Members, are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-Voting, provided certified copy of the Board Resolution/Power of Attorney authorising their representative to attend and vote in the AGM, pursuant to Section 113 of the Act, is sent to the Company through e-mail at compliance.officer@uds.in or by post to the Registered Office of the Company at 1st Floor, 42 Gandhi Mandapam Road, Kotturpuram, Chennai – 600 085.

3. Quorum

The attendance of the Members attending the AGM through VC/OAVM will be reckoned for the purpose of quorum, under Section 103 of the Companies Act, 2013 (“the Act”).

4. Register of Directors

The Register of Directors and Key Managerial Personnel and their shareholding, as maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested, as maintained under Section 189 of the Companies Act, 2013, and all other documents referred to in this Notice and Statement will be available electronically for inspection by the Members during the AGM without payment of any fee by the Members from the date of circulation of this Notice up to the date of AGM, i.e. 8th July 2024. The said documents will also be available for inspection by Members at the Registered Office of the Company between 10:00 hrs (IST) and 17:00 hrs (IST) on all working days of the Company upto the date of the AGM. Members, seeking to inspect such documents, can send an e-mail to compliance.officer@uds.in.

5. Particulars of Directors

Particulars of Director seeking reappointment, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 (SS-2), are given in Appendix - A.

In compliance with the MCA and SEBI Circulars, Notice of the AGM along with the Annual Report for 2023-24 is sent only through electronic mode, to those Members whose e-mail addresses are registered with their Depository/Participants or with the RTA.

Members may note that the Notice and Annual Report for 2023-24 will also be available on the Company’s website www.uds.in, websites of the Stock Exchanges viz., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL, <https://www.evoting.nsdl.com>. Instructions to Members for attending the AGM through Video Conference is given in Appendix - B.

7. Voting Facilities

(a) Remote e-Voting

Pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014, Circulars issued by MCA and SEBI in this regard and as amended from



time to time and Regulation 44 of SEBI (Listing Obligation & Disclosure Requirements) Regulations 2015, as amended from time to time, the Company provides facility for its Members to exercise their voting right by electronic means in respect of the business to be transacted at the AGM.

The Company has availed the services of National Securities Depository Limited (NSDL) for facilitating voting through electronic means.

The remote e-voting period commences on, Thursday 4th July 2024 - (9:00 a.m. IST) and ends on, -Sunday 7th July 2024 (5:00 p.m. IST). During this period, Members holding shares as on 1st July 2024, i.e. cut-off date, may cast their vote electronically.

The voting rights of Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date for e-voting Monday, 1st July 2024

The Board of Directors has appointed SPNP associates Practising Company Secretary as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

Process and manner of e-Voting, containing detailed instructions, is given in Appendix - B

(b) Voting at Annual General Meeting (E-Voting) during the AGM)

Members present in the AGM through VC and who have not cast their vote on the Resolutions through Remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through the e-Voting system during the AGM.

The Procedure for e-Voting on the day of AGM is same as the instructions given for Remote E-Voting in Appendix - B

Members who need assistance before or during the AGM in the use of technology, can send a request to evoting@nsdl.com or call at 022 -4886 7000 or 022 -2499 7000 or Contact Ms Prajakta Pawle, NSDL at the designated e-mail ID: evoting@nsdl.co.in.

8. Permanent Account Number

SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s).

9. Route Map

Since the AGM will be held through VC, the Route Map is not annexed in this Notice.

10. Nomination Facility

As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The form can be downloaded from the Company's website www.uds.in. Members are requested to submit these details to their DP.

Members are requested to intimate to their Depository Participants the changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number ('PAN'), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., for equity shares held in dematerialised form.

SEBI vide its notification dated January 25, 2022 has amended Regulation 40 of the SEBI (LODR) Regulations and has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialised form. In view of the above and to eliminate the risks associated with physical shares, Members are advised to maintain their shares in demat mode.

Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialised form only while processing service requests, viz., issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; sub-division/splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition.

Members are advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

15. Declaration of results on the resolutions:

a) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, unblock the votes cast during the AGM and votes cast through remote e-voting and shall submit a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairperson or a person authorised by him in writing, who shall countersign the same. The results will be announced within the time stipulated under the applicable laws.

- b) The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.uds.in and on the website of e-voting service provider (NSDL) within two (2) working days from the conclusion of the Meeting. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Company are listed.
- c) Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting i.e. day 8th July 2024

(By Order of the Board)
For Updater Services Limited

Sandhya Saravanan
Company Secretary and
Compliance Officer

Chennai
20th May 2024

Explanatory statement in respect of the Special Business pursuant to Section 102 of the Companies Act, 2013.

Item no. 4

Payment of Remuneration to Mr Sunil Chandiramani.

Non Whole-time Directors play a pivotal role in strengthening corporate democracy and governance process. They are called upon to devote considerable time and efforts for due discharge of their role and obligation. It is but fair and equitable that they receive due compensation for this by way of permissible commission within the ceiling prescribed under the Act.

Mr Sunil Chandiramani is a professional with outstanding track record and well versed in the management and administration of business with a good reputation. He is on the Board of several Companies including as Chairman.

Since his appointment in 2017, he has been playing a pivotal role in providing strategic advice with unequivocal commitment to strengthening the company's growth.

Mr Sunil Chandiramani is also the Chairperson of the Audit Committee & Risk Management Committee and as a member of other Committees of the Board, he attends and brings value to the Committees and Board Meetings of the Company.

Considering the valuable time and advice provided by the Non-Executive Independent Director on the strategic and critical issues in the course of the Board meetings and various Committee meetings of the Company and also the valuable suggestions and guidance given by him to the management of the Company from time to time with his rich professional and management

and other experience, the Board of Directors at their meeting held on 20th May 2024 and as per the terms of his appointment dated 13.09.2022, and as per NRC recommendation approved the payment and distribution of such sum subject to not exceeding 1% of net profits as stipulated in Section 198 of the Act

It is accordingly proposed to obtain approval of Shareholders by way of Special Resolution for the payment of commission to Mr Sunil Chandiramani for the Financial Year 2024-25.

Copies of relevant Resolutions of the Board and other relevant documents are available for inspection of the Members during business hours on any working day prior to the date of the meeting.

None of the Director, Key Managerial Personnel or relative of them is concerned or interested, financially or otherwise, in this business except for Mr Sunil Chandiramani to whom the resolution relates.

In terms of Regulation 17(1i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company recommends passing of the Special Resolution set out in Item No. 4 to the shareholders of the Company.

(By Order of the Board)

For: Updater Services Limited

Sandhya Saravanan

Company Secretary and
Compliance Officer

Chennai
20th May 2024

Appendix-A

Re-appointment of a Director:

The information in respect of Item No. 3 in accordance with Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 issued by the Institute of Company Secretaries of India in respect of a Director seeking appointment/re-appointment at the 21st Annual General Meeting are furnished hereunder:

S. no.	Particulars	Details
1	Name of the Director	Mr Amitabh Jaipuria
2	DIN No	01864871
3	Date of Birth	15-05-1966
4	Date of First Appointment on the Board	04-03-2023
5	Qualifications	Bachelor's degree in science from University of Bombay, and Post-graduate diploma in management from XLRI, Jamshedpur.
6	Experience	He was previously associated with Ziqitza Healthcare Limited as the managing director & CEO, First Meridian Business Services Pvt.Ltd as the president-general staffing/managed & allied services, Quess Corp Limited as president & chief executive officer –global services, Reliance Jio Infocomm Limited as the head – fixed business, AGS Transact Technologies Limited as the chief executive officer in the banking department, Monsanto India Limited as the managing director, PepsiCo India Holdings Pvt Ltd as the market unit general manager – west market unit, Reliance Infocomm, GE Lighting India (P) Ltd and Blow Past Limited.
7	Expertise in specific functional areas	Strategy, Finance, Commercial acumen, Economics, General Management & Human Resources
8	Terms and conditions of Appointment	He shall be paid remuneration by way of sitting fees for attending Board or Committee Meetings of the Company or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and/or Committee meetings of the Company
9	Details of Remuneration Remuneration last drawn Remuneration proposed	Remuneration by way of sitting fees for attending each meeting is 1 Lakh rupees for board and other committee if any He shall be paid remuneration by way of sitting fees for attending Board or Committee Meetings of the Company or for any other purpose as may be decided by the Board, reimbursement of expenses for participating in the Board and/or Committee meetings of the Company
10	Shareholding in the Company	NIL
11	Relationship with other directors and KMP of the Company	None
12	Number of Board Meetings attended during the year	11 out of 13 Board Meetings were attended
13	Resignation of directorships from listed entities during the past 3 years	NIL
14	Directorship, Membership or Chairmanship of committees of other board	Directorship – 1 Membership of Committees – 2 Chairmanship of Committee - NA



Appendix-B

Voting Process and Instructions

- Pursuant to Circulars of Ministry of Corporate Affairs ("MCA") inter-alia vide its Pursuant to the General Circular Nos. 20/2020, 14/2020, 17/2020, 02/2021, 21/2021, 02/2022, 03/2022, 10/2022, 11/2022, 09/2023, issued by the Ministry of Corporate Affairs (MCA) (collectively referred to as "MCA Circulars") and Circular numbers SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), and all other relevant circulars issued from time to time, physical attendance of the Members to the EGM/AGM venue is not required and general meeting be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM/AGM through VC/OAVM.
- Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM/AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM/AGM through VC/OAVM and participate there at and cast their votes through e-voting.
- The Members can join the EGM/AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM/AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, institutional investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
- The attendance of the Members attending the EGM/AGM through VC/OAVM will be counted for

the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

- Pursuant to 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 SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM/AGM will be provided by NSDL.
- In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the EGM/AGM has been uploaded on the website of the Company at www.uds.in. The Notice can also be accessed from the 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 the EGM/AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
- 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 of 1st July 2024 only shall be entitled to avail the facility of Remote e-Voting.
- The Remote e-voting period commences on 4th July 2024, 2024 (9:00 am) and ends on 7th July 2024, 2024 (5:00 pm). During this period, Members of the Company holding shares, as on the cut-off date of 1st July 2024 may cast their vote electronically. The Remote e-Voting module shall be disabled by NSDL for voting thereafter.
- The details of the process and manner for e-voting and voting during AGM are explained below:

The Instructions for Members for Remote E-Voting and Joining General Meeting are as Under:-

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

- Login method for e-Voting and joining virtual meeting for individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under "IDEAS" section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are 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 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. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on





Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 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 users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 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. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility, upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

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 Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode 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 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode 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 22 55 33

B) Login Method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- 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. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12**** then your user ID is IN300***12****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12**** then your user ID is 12*********.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 10145601***

5. Password details for shareholders other than individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

- If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
- If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

6. If you are unable to retrieve or have not received the "initial password" or have forgotten your password:

- Click on "Forgot User Details/Password?" (if you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.

2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".

3. Now you are ready for e-Voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Process for those shareholders whose email IDs are not registered with the depositories for procuring user id and password and registration of email IDs for e-voting for the resolutions set out in this notice:

- Members holding shares in dematerialised form and whose e-mail IDs are not registered with the Company Depository Participants may follow the process detailed below for registration of e-mail ID to obtain user ID/ Password for e-Voting. Please contact your DP and register your e-mail address and Bank account details in your demat account, as per the process advised by your DP.
- Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
- In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

The instructions for Members for e-Voting on the Day of the EGM/AGM are as Under:-

- The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
- Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
- The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

Instructions for Members for Attending the EGM/AGM Through VC/OAVM are as Under:

- Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under

Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Members can join the AGM in the VC mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC will be made available for 1,000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders and Relationship Committee, Auditors etc., who are allowed to attend the AGM without restriction on account of first come first served basis.

The Company reserves the right to limit the number of Members asking questions depending on the availability of time at the AGM.

- Shareholders who would like to express their views/ask questions during the meeting, may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, e-mail ID, mobile number at compliance.officer@uds.in on or before 05.00 pm IST on Monday, 1st July 2024. Members, who register themselves as speaker Shareholders would receive a separate link from the Company, through which they may join and raise questions during the AGM, as and when allowed by the moderator for the meeting. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

- Shareholders may also send their questions in advance mentioning their name demat account number/folio number, e-mail ID, mobile number at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call at 022 - 4886 7000.

General Instructions:

- Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by e-mail to spnassociates@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com to reset the password.
- In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request to (Ms Prajakta Pawle) at evoting@nsdl.com
- The cut-off date for the purpose of e-Voting has been fixed as 1st July 2024. Members holding shares as on this cut-off date should endeavour to cast their vote in any one of the two modes.
- Any person holding shares and non-individual shareholders, who acquires shares of the Company and becomes Member of the Company after the notice is sent through e-mail and holding shares

as of the cut-off date i.e. 1st July 2024 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call at 022 - 4886 7000.

6. Mr Sriram Parthasarathy Practising Company Secretary (Membership No. FCS 4862/ COP: 3310), SPNP Associates has been appointed as the Scrutiniser.

7. The Scrutiniser will, after the conclusion of Voting at the AGM:

- First count the votes cast at the meeting through e-Voting;
- Then unblock the votes cast through Remote E-Voting.
- All the above will be done in the presence of two witnesses not in the employment of the Company.
- Make a consolidated Scrutiniser's Report (integrating the votes cast at the meeting and through Remote e-Voting) of the total votes cast in favour or against, if any, to the Chairman.
- The Scrutiniser's Report as above would be made soon after the conclusion of AGM and in any event not later than 48 hours from the conclusion of the Meeting.

8. Voting Results:

- The Chairman or a person authorised by him in writing shall declare the result.

The Company will be webcasting the proceedings of the AGM on its corporate website www.uds.in.

The transcript of the AGM proceedings will also be made available on the Company's website.