17TH ANNUAL REPORT 2025-26

NOTICE TO MEMBERS:

Notice is hereby given that the "**17th Annual General Meeting**" of the members of **Universal Autofoundry Limited** will be held on **Monday, 27th July, 2026 at 11:00 A.M.** through **Video Conferencing/ Other audio-visual means ("VC/OAVM")** in compliance general circular no 03/2025, 09/2024, 14/2020, 17/2020 and 20/2020 and all other applicable laws and circulars issued by the Ministry of Corporate Affairs, Government of India to transact the following businesses:

ORDINARY BUSINESSES:

Item No. 1: Adoption of Financial Statements

To consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2026 and the reports of the Board of Directors ("the Board") and auditors thereon:

RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31, 2026, comprising the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, the Cash Flow Statement and the Statement of Changes in Equity for the year ended on that date together with the Notes to Accounts annexed thereto, and the Reports of the Board of Directors and the Statutory Auditors thereon, be and are hereby received, considered and adopted.

Item No. 2: To appoint a director in place of Mr. Vikram Jain (DIN: 02312298), who retires by rotation and being eligible, offers himself for re-appointment

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

"**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, of the Companies Act, 2013 read with provisions of Schedule V of the Act and the rules made there under (including any statutory modification(s.) or re-enactment thereof or any of the provisions of the Companies Act, 2013, for the time being in force), and applicable clauses of Securities and Exchange Board of India (Listing Obligations Disclosure Requirements) Regulations, 2015, consent of shareholders is hereby accorded for re appointment of Mr. Vikram Jain (DIN:02312298) as Wholetime Director of the Company being liable to retire by rotation, upon the terms and conditions as recommended by the Board of Directors in its meeting.

RESOLVED FURTHER THAT the shareholders have approved the terms and conditions as recommended by Board of Directors.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Board of Directors of the Company be and is hereby authorized, to do all the acts, deeds, matters and things as he may in his absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient."

Item No. 3: To approve the re-appointment of Statutory Auditors for the Second Term of Five Consecutive Years

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

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s Goverdhan Agarwal & Co., Chartered Accountants (Firm Registration No. 006519C), be and are hereby re-appointed as the Statutory Auditors of the Company to hold office for a second term of five consecutive years commencing from the conclusion of this 17th Annual General Meeting until the conclusion of the 22nd Annual General Meeting of the Company, at such remuneration as may be determined by the Board of Directors of the Company in consultation with the Statutory Auditors, in addition to reimbursement of applicable taxes and out-of-pocket expenses incurred in connection with the audit of the accounts of the Company.

RESOLVED FURTHER THAT Mr. Vimal Chand Jain, Chairman and Managing Director (DIN: 00295667), Director, Vinit Jain, Chief Financial Officer & Wholetime Director (DIN: 02312319), Mr. Vikram Jain, Wholetime Director (DIN: 02312298) and Mrs. Jayanti Jha Roda, Company Secretary & Compliance Officer of the Company be and are hereby severally authorised to file necessary forms and returns with the Registrar of Companies and to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution."

SPECIAL BUSINESSES:

Item No. 4: To ratify the revised remuneration of Cost Auditor for the FY 2026-27

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

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the

Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors, the revised remuneration of upto Rs.50,000 (Rupees Fifty Thousand only) plus applicable taxes and reimbursement of out-of-pocket expenses payable to M/s. Girdhar Choudhary & Co., Cost Accountants (Firm Registration No.103888), appointed as the Cost Auditors of the Company for conducting the audit of the cost records of the Company for the Financial Year 2026-27, be and is hereby ratified and approved.

RESOLVED FURTHER THAT Mr. Vimal Chand Jain (DIN: 00295667), Chairman and Managing Director, Mr. Vinit Jain, Wholetime Director and CFO (DIN: 02312319) and Mr. Vikram Jain, Wholetime Director (DIN: 02312298) of the Company, be and are hereby authorized to file necessary e-forms with the Registrar of Companies, intimate the Cost Auditors, sign and execute all documents, papers and writings and to do all such acts, deeds, matters and things as may be necessary, proper or expedient for giving effect to this resolution."

Item No. 5: Approval for the Related Party Transaction u/s 188

The related party transaction recommended and approved by the Audit Committee.

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

"RESOLVED THAT pursuant to section 188 and all other applicable provisions, if any, of the Companies Act,2013 read with Companies (Meeting of Board and its Powers) Rules, 2014 including any statutory modifications or re-enactment(s) thereof for the time being in force, and as per Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 consent of the members of the company be and is hereby accorded to the Board of Directors of the company to enter into the related party transactions by the company with their respective related parties for maximum amount per annum as set out in the explanatory statement Item no. 5 as omnibus approved by Audit Committee is annexed to this notice as ANNEXURE 1 with related parties as defined under various provisions of Companies Act, 2013 and as per applicable Accounting Standards.

RESOLVED FURTHER THAT the Board of Directors of the company be and hereby authorized to finalize the terms and to execute agreement, deeds or writings required to be executed in relation to the proposed related party transactions as approved by the Audit Committee and to do all acts, things and deeds as may be deemed necessary to give effect to this resolution."

Item No. 6: To increase the Borrowing Limit of the Company

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

RESOLVED THAT in supersession of the special resolution passed by the members of the Company at the 9th Annual General Meeting of the Company held on September 28, 2018 and pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) and all other applicable rules, laws and acts, if any, and subject to all other requisite approvals, permissions and sanctions and subject to such conditions as may be prescribed by any of the concerned authorities, if any, while granting such approvals, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company for borrowing for the purpose of business, from time to time, any sum or sums of money on such terms and conditions with or without security as the Board of Directors may think fit, which together with the monies already borrowed by the Company (apart from the temporary loans obtained from the bankers of the Company in the ordinary course of business) and being borrowed by the Board at any time shall not exceed in the aggregate at any time Rs. 150.00 Crores (Rupees One Hundred Fifty Crores only) in Indian Rupees or equivalent thereof in any foreign currency(ies) irrespective of the fact that such aggregate amount of borrowings outstanding at any time may exceed the aggregate for the time being of the paid-up capital of the Company and its free reserves that is to say reserves not set apart for any specific purpose.

RESOLVED FURTHER THAT Mr. Vimal Chand Jain, Chairman and Managing Director (DIN: 00295667), Vinit Jain, Chief Financial Officer & Wholetime Director (DIN: 02312319) and Mr. Vikram Jain, Wholetime Director (DIN: 02312298) be and are hereby severally authorized to take all necessary actions and filing of necessary forms and documents to give effect to this resolution."

Item No. 7: Approval under section 180(1)(a) of the Companies act, 2013 for increasing the limit for creation of Charges / Mortgages on the assets of the Company

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

"RESOLVED THAT in supersession of the special resolution passed by the members of the Company at the 9th Annual General Meeting of the Company held on September 28, 2018 and pursuant to the provisions of Section 180(1)(a) 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 all other applicable rules, laws and acts, if any, and subject to all other requisite approvals, permissions and sanctions and subject to such conditions as may be prescribed by any of the concerned authorities, if any, while granting such approvals, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to mortgage, pledge, hypothecate and/or create charge, in addition to the mortgages, charges and hypothecations already created by the Company, on all or any of the movable and/or immovable properties of the Company, both present and future, and/or the whole or substantially the whole of the undertaking(s) of the Company, in such form and manner and on such terms and conditions as the Board may deem fit, in favour of banks, financial institutions, lenders, trustees for debenture holders and/or any other investing agencies, to secure borrowings and financial assistance availed or to be availed by the Company, provided that the total amount secured by such charges shall not at any time exceed Rs. 150.00 Crores (Rupees One Hundred Fifty Crores Only).

RESOLVED FURTHER THAT Mr. Vimal Chand Jain, Chairman and Managing Director (DIN: 00295667), Vinit Jain, Chief Financial Officer & Wholetime Director (DIN: 02312319) and Mr. Vikram Jain, Wholetime Director (DIN: 02312298) be and are hereby severally authorized to undertake all necessary actions and filing of necessary forms and documents to give effect to this resolution."

By Order of the Board
For Universal Autofoundry Limited

Sd/-
Jayanti Jha Roda
Company Secretary & Compliance Officer
M. No. A50623

Date: 30.06.2026
Place: Jaipur

Registered Office:
B-307, Road No. 16 V.K.I Area,
Jaipur-302013, Rajasthan
CIN: L27310RJ2009PLC030038
Website: www.ufindia.com
E-mail: cs@ufindia.in
Contact: - 0141-4109598

NOTES:

1. The AGM of the Company is being conducted through video conferencing (VC) or other audio-visual means (OAVM) in compliance with General Circular No. 03/2025 dated September 22, 2025 read with General Circular Nos. 09/2024 dated September 19, 2024, 14/2020, 17/2020, 20/2020, issued by The Ministry of Corporate Affairs and read with Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 issued by the Securities and Exchange Board of India read with the circulars issued earlier on the subject (collectively referred to as "Circulars"), which details the procedure and manner of holding AGM through VC and provide certain relaxations from compliance with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations). In compliance with the MCA Circulars, the AGM of the Company is being held through VC /OAVM. The registered office of the Company shall be deemed to be the venue for the AGM.

2. The respective Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013, in respect of the business under Item No. 4, 5, 6 and 7 of the accompanying Notice is annexed hereto.

3. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company. Since the AGM is being held in accordance with the MCA and SEBI Circulars through VC, the facility for the appointment of proxies by the members will not be available.

4. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.

5. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board resolution / authorization letter to the Scrutinizer by email to Mitesh Kasliwal **csmitesh@gmail.com** with a copy marked to **evoting@nsdl.co.in**.

6. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act. and the relevant documents referred to in the Notice will be available electronically for inspection by the member during the AGM All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to **cs@ufindia.in.**

7. The relevant details, pursuant to Regulations 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relevant clause of Secretarial Standard on General Meetings (SS-2) issued by ICSI, in respect to the profile of the director to be re-appointed is enclosed as Annexure 1 to the Notice.

8. The register of members and transfer books of the company will remain closed from 21st July, 2026, to 27th July, 2026 (both days inclusive) for the purpose of the 17th Annual General Meeting or any adjournment thereof.

9. As per Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has designated email ID: cs@ufindia.in of the grievance redressal division/compliance officer exclusively for the purpose of registering complaints by investors. Investors are requested to send their communication on designated email-id: **cs@ufindia.in**.

10. In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, read with Circular dated January 15, 2021, May 13, 2022, January 05, 2023 and October 07, 2023, Notice of the AGM along with the Annual Report of 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report of 2025-26 will also be available on the Company's website www.ufindia.com, website of the Stock Exchange i.e. BSE Limited **www.bseindia.com.**

11. The Members can join the AGM in the VC/OAVM mode 30 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/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 AGM without restriction on account of first come first served basis. All the members who join the video conferencing portal during this time shall be considered for the purpose of quorum at the Meeting.

12. In compliance with provisions of section 108 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and Listing Regulations, the company is pleased to offer remote e-voting facility for the members to enable them to cast their votes electronically on all resolutions set forth in the notice.

13. Members holding shares either in physical or dematerialized form, as on **cut-off date**, i.e. as on **Monday 20th July, 2026,** may cast their votes electronically. **The e-voting period commences on Friday, 24th July, 2026 (09:00 a.m. IST) and ends on Sunday, 26th July, 2026 (5:00 p.m. IST).** The e-voting module will be disabled by NSDL thereafter. A member will not be allowed to vote again on any resolution on which vote has already been casted. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. as on Monday, 20th July, 2026. A person who is not a member as on the cut-off date is requested to treat this Notice for information purposes only.

14. The facility for voting during the AGM will also be made available. 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.

15. The Board of Directors of the Company has appointed Mr. Mitesh Kasliwal, a Practicing Company Secretary (Membership No. FCS 8233), Partner, M/s. Arms & Associates LLP as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the same purpose.

16. The Scrutinizer will submit his report to the Chairman of the Company ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, NSDL and RTA, and will also be displayed on the Company's website **www.ufindia.com.**

17. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also 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

18. Since the AGM will be held through VC in accordance with the Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

VOTING THROUGH ELECTRONIC MEANS

In compliance with section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, (including any statutory modifications or re-enactment thereof for the time being in force) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars in this regard, the Company is providing facility of remote e-voting to its members with respect to the business to be transacted at the AGM. For this purpose, the Company has finalized National Depository Securities Limited for facilitating voting through remote e-voting.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER: -

The remote e-voting period begins on Friday, 24th July, 2026 (09:00 a.m. IST) and ends on Sunday, 26th July, 2026 (5:00 p.m. IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Monday, 20th July, 2026, may cast their vote electronically. The voting right of shareholders shall be in proportion **to their share in the paid-up equity share capital of the Company as on the cut-off date, being Monday, 20th July, 2026.**

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

A) 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.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 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, 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. 2. 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. 3. 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 4. 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.

	5. 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** App Store Google Play
Individual Shareholders holding securities in demat mode 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 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. 2. 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 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. 3. 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. 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. 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	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.

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.com or call at 022 - 4886 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?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. 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 101456001***

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

a) If you are already registered for e-Voting, then you can user 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'?
i) 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'.
Ii) 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:
a) 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.com 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.

General Guidelines for shareholders

1. 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 authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csmitesh@gmail.com with a copy marked to evoting@nsdl.com. 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.
2. 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.
3. 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 Mr. Kartik Sharma at evoting@nsdl.com

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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@ufindia.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card),

AADHAR (self attested scanned copy of Aadhar Card) to cs@ufindia.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.

3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. 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 AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the 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 AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the 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.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@ufindia.in . The same will be replied by the company suitably.

EXPLANATORY STATEMENT:

Pursuant to Section 102 of the Companies, Act, 2013, the following Explanatory statement sets out all the material facts relating to the Resolution(s) mentioned in the accompanying Notice:

ITEM NO. 4

The Board of Directors of the Company, on the recommendation of the Audit Committee, had appointed M/s. M/s. Girdhar Choudhary & Co., Cost Accountants (Firm Registration No.103888), as the Cost Auditors of the Company for conducting the audit of the cost records of the Company for the Financial Year 2026-27.

Subsequently, considering the increased scope of work and other relevant factors, the Board, based on the recommendation of the Audit Committee, approved the revision in remuneration payable to the Cost Auditors from Rs. 35,000 to upto Rs. 50,000, plus applicable taxes and reimbursement of out-of-pocket expenses.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.
None of the Directors, Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Resolution.

ITEM NO. 5

The Companies Act, 2013 aims to ensure transparency in the transactions and dealings between related parties of the company. The provisions of Section 188(1) of Companies Act, 2013 and listing regulations that govern the related party transactions, requires that for entering into any contract or arrangement as mentioned herein below at ANNEXURE 1 with the related party, the company must obtain prior approval of the Board of Directors and in case transactions exceeding prescribed amount, prior approval of shareholders is required.

In the light of provisions of Companies Act, 2013 and Securities Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations, 2015 the Board of Directors of your company has approved the transactions provided at Annexure 1 along with annual limit that your company may enter into with the related parties (as defined under section 2(76) of the Companies Act, 2013).

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financial other than Mr. Vimal Chand Jain, Mr. Vinit Jain and Mr. Vikram Jain. The Company has disclosed all the related information and to the best of understanding of the Board of Directors, no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the items of business and to take decision thereon.

The Board of Directors recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the Members.

ITEM NO. 6

Section 180(1)(c) of the Companies Act, 2013 requires that the Board of Directors of a company shall not, except with the consent of the company by a Special Resolution, borrow money, where the money to be borrowed, together with the money already borrowed by the company (apart from temporary loans obtained from the company's bankers in the ordinary course of business), will exceed the aggregate of its paid-up share capital, free reserves and securities premium.

Pursuant to the provision of Section 180 (1) (c) of the Companies Act, 2013, the members of the Company at their Annual General meeting held on September 28, 2018, had approved the borrowing limit not exceeding Rs.100.00 Crores (Rupees One Hundred Crores only).

In view of the Company's expansion plans and future business prospects, which may require funds for capital investments and working capital requirements, the Board of Directors of the Company, at its meeting held on May 27, 2026, considered it necessary and appropriate to revise and enhance the said borrowing limit from Rs. 100 Crores (Rupees One Hundred Crores Only) to Rs. 150.00 Crores (Rupees One Hundred Fifty Crores Only), and accordingly resolved to place the matter before the Members for their approval by way of a Special Resolution.

None of the Directors/ Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution as set out at the notice.

Accordingly, the Board of Directors recommends the Special Resolution as set out at item no. 6 of the accompanying Notice for approval of the Members of the Company.

ITEM NO. 7

The Company may require additional financial assistance from banks, financial institutions and other lenders to meet its business requirements. As a condition for such financial assistance, the lenders may require the Company to create charges, mortgages and/or hypothecation on its assets.

Pursuant to Section 180(1)(a) of the Companies Act, 2013, creation of such security over the whole or substantially the whole of the undertaking of the Company requires approval of the Members by way of a Special Resolution.

Pursuant to the provision of Section 180 (1) (a) of the Companies Act, 2013, the members of the Company at their Annual General meeting held on September 28, 2018, had approved the limit not exceeding Rs.100.00 Crores (Rupees One Hundred Crores only).

Accordingly, approval of the Members is sought to authorize the Board of Directors to create such mortgages, charges and hypothecations on the assets of the Company up to an aggregate limit of Rs. 150.00 Crores.

The Board recommends the Special Resolution set out at Item No.7 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the Resolution except to the extent of their shareholding in the Company.

ANNEXURE 1

DISCLOSURES REGARDING APPOINTMENT OR RE-APPOINTMENT OF DIRECTOR AS REQUIRED UNDER REGULATION 36 OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD 2 ON GENERAL MEETINGS ISSUED BY ICSI:

Name of the Director:	Mr. Vikram Jain (DIN: 02312298)
Age:	48 years
Date of first Appointment on the board:	July 25, 2023
Designation:	Wholetime Director
Brief Resume:	Mr. Vikram Jain, the President of Marketing of our Company, is a marketing specialist with a remarkable career spanning over 20 years. He completed his Bachelor of Engineering (BE) in Manufacturing Engineering from BMS College of Engineering in 2000. Mr. Jain's expertise in marketing has been instrumental in driving the success of Autofoundry. With his extensive knowledge and experience, he plays a pivotal role in shaping the company's strategic direction and achieving its business objectives.
Expertise in specific functional area:	He is an expert in Marketing Skills
Qualification:	Bachelor of Engineering
Experience:	22 Years approx..
Terms and conditions of Appointment/ Reappointment:	Wholetime Director liable to retire by rotation
Remuneration drawn in the Company for the Financial year 2025-26	Rs. 61.88 Lakh
Remuneration sought to be paid:	Rs. 5.16 Lakh P.M.
Directorship in other listed Companies as on June 30, 2026	NIL
Member/Chairman of the Committees of the Board of other listed Companies:	NIL
Directorship in other Public Companies as on June 30, 2026	NIL
Member/Chairman of the Committees of the Board of other Public Companies:	NIL
No. of shares held in Company as on June 30, 2026	1383126 (11.12 %)
Relationship between the directors and KMP's inter se:	Son of Mr. Vimal Chand Jain and Brother of Mr. Vinit Jain
No. of meetings of the Board attended during the year (FY 2025-26)	05

DISCLOSURES REGARDING DETAILS OF RELATED PARTY TRANSACTIONS AS SPECIFIED AT ITEM NO. 5 OF THE NOTICE:

S.NO.	TYPE OF TRANSACTION	NAME OF RELATED PARTY	NATURE OF RELATIONSHIP	NATURE, MATERIAL TERMS AND PARTICULARS OF CONTRACT OR ARRANGEMENT	MAXIMUM LIMIT (RS. IN CRORE)	ANY OTHER INFORMATION (PERIOD OF TRANSACTION)
1	Purchase/Sale/ Job Work	Precision Auto castings Private Limited	Promoter's Major Stake	As per contract	1.00	1 year
2	Purchase/Sale	KVG High Tech Auto Components Private Limited	Promoter's Major Stake	As per contract	1.00	1 year
3	Purchase/Sale	Jain Auto castings Private Limited	Promoter's Major Stake	As per contract	1.00	1 year
4	Purchase/Sale	Unicast	Promoter's Major Stake	As per contract	1.00	1 year
5	Rent Agreement	Indian Metalfoundry Institute Private Limited	Common Director	Rent Agreement	3.00	1 year
6	Salary	Mr. Vinit Jain	CFO & Director	Salary	0.60 + perquisites	1 year
7	Salary	Mr. Vikram Jain	Director	Salary	0.60 + perquisites	1 year
8	Salary	Ms. Anoushka Jain	Daughter of Director	Salary	0.24 + perquisites	1 year

By Order of the Board
For Universal Autofoundry Limited

Sd/-
Jayanti Jha Roda
Company Secretary & Compliance Officer
M. No. A50623

Date: 30.06.2026
Place: Jaipur

Registered Office:
B-307, Road No. 16 V.K.I Area,
Jaipur-302013, Rajasthan
CIN: L27310RJ2009PLC030038
Website: www.ufindia.com
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