

UV Boards Limited

NOTICE OF POSTAL BALLOT PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013

Dear Member(s),

Notice is hereby given pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, (the "Act") if any, read together with the Companies (Management and Administration) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, the resolution appended below is proposed to be passed as Special Resolution by way of postal ballot/e-voting. The explanatory statement pertaining to the said resolution setting out the material facts concerning the item and the reasons thereof, as required in terms of Section 102 of the Act, is annexed hereto along with a postal ballot form (the "Form") for your consideration.

The Board of Directors, at its meeting held on 11.08.2017, has appointed M/s.P.K. Panda & Co, Practicing Company Secretaries, as the Scrutinizer for conducting the postal ballot voting process in a fair and transparent manner.

In compliance with Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and pursuant to the provisions of Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014, the Company has also extended e-voting facility for its Members. For this purpose, the Company has made an arrangement with Central Depository Services (India) Ltd (CDSL) for facilitating e-voting as an alternate for the Members to enable them to cast their votes electronically.

Members are requested to read the instructions printed on the Form for voting via physical ballot/ electronic mode. The Members who opt for voting via physical ballot are requested to return the Form in original duly completed and signed in the attached self-addressed, postage pre-paid envelope (if posted in India) so as to reach the Company not later than the close of working hours i.e. 5.00 pm on 11.09.2017

The Notice of the Postal Ballot has also been uploaded on the Company's website www.uvboards.in under 'Investors Relations'.

Upon completion of the scrutiny of the Forms, the Scrutinizer will submit his report to the Chairman / Managing Director. The result of the voting conducted through postal ballot would be announced by Chairman /Managing Director or the Company Secretary of the Company on or before 12.09.2017 at the Registered Office of the Company.

The said result would be displayed at the Registered Office of the Company, intimated to BSE Limited, where the securities of the Company are listed and displayed on the Company's website viz., www.uvboards.in, along with the Scrutinizer's report.

In the event the Resolution is approved by requisite majority of Members, the date of declaration of the result shall be deemed to be the date of passing of the said Resolutions.

1. TO INCREASE THE AUTHORISED SHARE CAPITAL

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

"RESOLVED THAT pursuant to provision of Section 61(1)(a) of the Companies Act, 2013, and any other applicable provisions and the relevant rules framed there under and in accordance with the provisions of the Articles of Association of the Company, the authorized share capital of the Company be and is hereby increased from Rs. 4,00,00,000 (Rupees Four Crores) comprising 2,00,00,000 Equity Shares of Rs.2/- each to Rs. 30,00,00,000 (Rupees Thirty Crores) comprising 15,00,00,000 Equity Shares of Rs.2/- each.

RESOLVED FURTHER THAT the new equity shares shall rank paripassu with the existing equity shares."

2. TO AMEND THE MEMORANDUM OF ASSOCIATION

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

"RESOLVED THAT pursuant to the provisions of section 13 of the Companies Act, 2013, the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V:

Clause V:

'V. The Authorised Share Capital of the Company is Rs. 30,00,00,000 (Rupees Thirty Crores) divided into 15,00,00,000 (Fifteen Crores) Equity Shares of Rs.2/- (Rupees Two) each, with power to increase or reduce the

capital of the Company and/or the nominal value of the shares and to divide the shares in the capital for the time being into several classes.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to take all such steps and actions and give such directions and delegate such authorities, as it may in its absolute discretion, deem appropriate.

3. TO ALTER THE ARTICLES ASSOCIATION OF THE COMPANY

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

“RESOLVED THAT in order to reflect the increase in authorised share capital of the

Company, and in order to conform to the requirements of the Companies Act, 2013, the consent of the Board is hereby accorded to amend the existing Article 3 of the Articles of Association of the Company with the following:

“...3 The Authorised Share Capital of the Company is Rs.30,00,00,000/- divided into 15,00,00,000 equity shares of Rs.2/- (Rupees Two only) each...”

4. To approve and ratify Related Party Transactions

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

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions and Rules made thereon, if any, of the Companies Act, 2013 (the ‘Act’) read with The Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any amendment, modification, variation or re-enactment to any of the forgoing) and subject to such approvals as may be necessary, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to enter into Material Related Party Transactions (including any modifications, alterations thereto), in the ordinary course of Business and on arm’s length basis with such a ‘Related Parties’ within the meaning of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the starting from Financial Year starting from 1 April 2017 and onwards as enumerated in the explanatory statement to this Notice and on such terms and conditions as may be agreed upon between them.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all deeds, applications, documents and writings that may be necessary, proper, expedient or incidental thereto for the purpose of giving effect to this Resolution.

5. TO ISSUE AND ALLOTMENT OF UPTO 10,80,00, 000 EQUITY SHARES OF RS.2/- EACH TO PROMOTER/ NON PROMOTERS ON PREFERENTIAL BASIS.

To consider and if thought fit, to pass with or without modifications, the following resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 42, 62 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Rules and Regulations made there under and the provisions of Chapter VII of the Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements) Regulations, 2009, (hereinafter referred to as “SEBI (ICDR) Regulations”) (including any statutory amendment, modification, variation or reenactment thereof, and the provisions of any rules/regulations /guidelines issued / framed by the Central Government, for the time being in force), relevant enabling provisions of the Memorandum and Articles of Association of the Company, and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the “SEBI Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (erstwhile Listing Agreement) entered into by the Company with the Stock Exchanges where the securities (Equity shares) of the Company are listed and subject to all such approvals, consents, permissions and / or sanctions as may be required by law from Government of India, Securities and Exchange Board of India, Stock Exchanges and any other appropriate, regulatory, concerned authorities, institutions or body (hereinafter singly or collectively referred to as “the appropriate authorities”) and subject to such terms, conditions, alterations, changes, variations and /

ormodifications as may be prescribed or imposed by any or more or all of them while granting any such consents, permissions, approvals and / or sanctions (hereinafter singly or collectively referred to as “the requisite approvals”) which may be agreed to by the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any committee (s), which the Board may have constituted or hereafter constitute in this behalf to exercise the powers conferred on the Board by this Resolution), the Board be and is hereby authorized to create, offer issue and allot upto 10,80,00,000 (Ten Crores Eighty Lakhs) Equity Shares of Rs.2/- (Rs. Two) each at a premium of Rs.23/- (Rupees Twenty Three only) i.e., at a total price of Rs.25/- (Rupees Twenty Five only) aggregating to Rs.270.00 crores (Rupees Two Hundred Seventy Crores only) {including the issue of 4,44,00,000 equity shares of the company at a Face value of Rs.2/- each at a share premium of Rs.23/- per share, total aggregating to Rs.111.00 crores to M/s. Uniply Industries Limited which is allotted for consideration other than cash against part purchase consideration of Plywood and allied products business and remaining 63600000 equity shares of the company at a face value of Rs. 2/- each @ premium of Rs. 23/- per share totaling to Rs. 25/- per share to the non-promoters aggregating to Rs. 159.00 crores} considering 11.08.2017 as the Relevant Date being the 30 days prior to the date of declaration of Postal Ballot Ballot result (30 days prior to deemed date of declaration of postal ballot falls on Sunday, 13.08.2017 and hence 11.08.2017 is considered as Relevant date) as per the provisions of Regulation 71 of Chapter VIII of SEBI Regulations, on a preferential issue basis through private placement (the preferential issue) and on such terms and conditions, including payment of monies as may be approved or finalized by the Board to the following persons (“The proposed allottee”) as detailed below:

S.No	Name of Proposed Allottees	No of Shares	Category	Consideration
1	Uniply Industries Ltd	4,44,00,000	Promoter	Other than Cash
2	Super Band Private Limited	1,68,55,500	Non Promoter	Cash
3	Vrsha Arora	60,00,000	Non Promoter	Cash
4	Pooja Arora	60,00,000	Non Promoter	Cash
5	Reena Arora	60,00,000	Non Promoter	Cash
6	Padmanaban Balasubramanian	19,20,000	Non Promoter	Cash
7	Potineni Koteswara Rao	16,00,000	Non Promoter	Cash
8	K. Sivakumar	14,00,000	Non Promoter	Cash
9	Vinay Kumarasamy	14,00,000	Non Promoter	Cash
10	Gill Entertainment Private Ltd	12,00,000	Non Promoter	Cash
11	Niraj Bhuwania	10,00,000	Non Promoter	Cash
12	Apurva Goswamy	8,00,000	Non Promoter	Cash
13	Vivek Vig	8,00,000	Non Promoter	Cash
14	Deepak Khilnani	8,00,000	Non Promoter	Cash
15	Sachin Ranka	8,00,000	Non Promoter	Cash
16	Mahendra Tikmani	6,00,000	Non Promoter	Cash
17	Parveen Goel	5,00,000	Non Promoter	Cash
18	K.Mahesh	4,00,000	Non Promoter	Cash
19	N.Viswanath	4,00,000	Non Promoter	Cash
20	N.Manickavasagam	4,00,000	Non Promoter	Cash
21	Vandana Pramod	4,00,000	Non Promoter	Cash
22	Umamaheshwari Janarthanan	4,00,000	Non Promoter	Cash
23	Umesh Rao	4,00,000	Non Promoter	Cash
24	Varsha U Rao	4,00,000	Non Promoter	Cash
25	Moiz Saifuddin Rajkotwala	4,00,000	Non Promoter	Cash
26	Neeraj Kataruka (Huf)	4,00,000	Non Promoter	Cash

S.No	Name of Proposed Allottees	No of Shares	Category	Consideration
27	Adarsh Jalan	4,00,000	Non Promoter	Cash
28	Divya Subramanian	4,00,000	Non Promoter	Cash
29	Sanjiv Lal	4,00,000	Non Promoter	Cash
30	Prakash Nandlal Chawla	4,00,000	Non Promoter	Cash
31	Sunil Nandlal Chawla	4,00,000	Non Promoter	Cash
32	Shobha Nikesh Sanghvi	4,00,000	Non Promoter	Cash
33	Priti Sachdev	4,00,000	Non Promoter	Cash
34	Dilip Shah	4,00,000	Non Promoter	Cash
35	M. Arjun Ramkumar	3,24,000	Non Promoter	Cash
36	Abhinav Sinha	3,00,000	Non Promoter	Cash
37	Shashank Arya	2,60,000	Non Promoter	Cash
38	Feroze Kali Katrak	2,40,000	Non Promoter	Cash
39	Shiraz Feroze Katrak	2,40,000	Non Promoter	Cash
40	B. Meenambal	2,00,000	Non Promoter	Cash
41	Thillainayaki Sethuramalingam	2,00,000	Non Promoter	Cash
42	Vijaya Kotha	2,00,000	Non Promoter	Cash
43	Vipassana Investments	2,00,000	Non Promoter	Cash
44	Sivarama Krishna Manchineni	2,00,000	Non Promoter	Cash
45	Mayuree Umesh Rao	2,00,000	Non Promoter	Cash
46	Shabbir Rajkotwala	2,00,000	Non Promoter	Cash
47	Suman Shah	2,00,000	Non Promoter	Cash
48	HTS Biopharma Pvt Ltd	2,00,000	Non Promoter	Cash
49	Anish Behl	2,00,000	Non Promoter	Cash
50	Amit Bose	2,00,000	Non Promoter	Cash
51	Uday Chitale	2,00,000	Non Promoter	Cash
52	Vivek Nagarajan	1,60,000	Non Promoter	Cash
53	BVS Seshu Kumari	1,60,000	Non Promoter	Cash
54	B.Sravanthi	1,60,000	Non Promoter	Cash
55	B.Sravani	1,60,000	Non Promoter	Cash
56	Narendra Dhedia (Huf)	1,40,000	Non Promoter	Cash
57	Arpita Hiten Sheth	1,20,000	Non Promoter	Cash
58	Boggaram Venkatamarkandeya Sarma	1,20,000	Non Promoter	Cash
59	Sunil Kumar Chordia	1,00,000	Non Promoter	Cash
60	Mohanraj N	1,00,000	Non Promoter	Cash
61	Bhavna Arya	1,00,000	Non Promoter	Cash
62	Sangeetha Jain	1,00,000	Non Promoter	Cash
63	Ramesh Kumar Malpani	1,00,000	Non Promoter	Cash
64	Shah Creation Pvt Ltd	1,00,000	Non Promoter	Cash
65	Subhaskumar Fulchand Agarwal	1,00,000	Non Promoter	Cash
66	Suman Agarwal	1,00,000	Non Promoter	Cash
67	Priti Agarwal	1,00,000	Non Promoter	Cash
68	Manohar R Jhunjhunwala	1,00,000	Non Promoter	Cash
69	Payal Yogesh Lohia	1,00,000	Non Promoter	Cash
70	Pracchi P Bansal	1,00,000	Non Promoter	Cash
71	Kartavya Arun Chitalia	1,00,000	Non Promoter	Cash
72	Hiren Shantilal Gada	1,00,000	Non Promoter	Cash

S.No	Name of Proposed Allottees	No of Shares	Category	Consideration
73	Nakul Kumar Bubna	1,00,000	Non Promoter	Cash
74	Surendra Chaudhary	1,00,000	Non Promoter	Cash
75	Dipak Thaker	1,00,000	Non Promoter	Cash
76	Shyamu Gupta	1,00,000	Non Promoter	Cash
77	Mandada Mani	1,00,000	Non Promoter	Cash
78	Satyanarayana Prasad Rao M	1,00,000	Non Promoter	Cash
79	Sunil Kumar Bothra	1,00,000	Non Promoter	Cash
80	Maneck Navel Mulla	1,00,000	Non Promoter	Cash
81	Vinod Makhija Huf	1,00,000	Non Promoter	Cash
82	Doultram Pareek	1,00,000	Non Promoter	Cash
83	Akshat Jain	1,00,000	Non Promoter	Cash
84	M. Nallathayammal	80,000	Non Promoter	Cash
85	AarumugamGeetha	68,000	Non Promoter	Cash
86	Dara Soli Karanjia	64,000	Non Promoter	Cash
87	T.Sivasubramanian	60,000	Non Promoter	Cash
88	Kapil Kriplani	60,000	Non Promoter	Cash
89	Ishan Harish Thacker	60,000	Non Promoter	Cash
90	Shyam Sundar Nath	60,000	Non Promoter	Cash
91	Sudharshan Ramachandran	52,000	Non Promoter	Cash
92	Sajja Krishna Sree	50,000	Non Promoter	Cash
93	N.Lakshmi	50,000	Non Promoter	Cash
94	N.Valliammai	50,000	Non Promoter	Cash
95	N.Balambigai	50,000	Non Promoter	Cash
96	N.Narayanan	50,000	Non Promoter	Cash
97	Phanesh Kumar Pabbathi	48,000	Non Promoter	Cash
98	Vivek Vasudevan	40,000	Non Promoter	Cash
99	Raman Khanduja	40,000	Non Promoter	Cash
100	Shrikanth Kuchimanchi	40,000	Non Promoter	Cash
101	Himanee Jai Mrug	40,000	Non Promoter	Cash
102	Abhijit Satyanarayan Bhat	40,000	Non Promoter	Cash
103	Ketan Jawahar Herwatta	40,000	Non Promoter	Cash
104	Subedar Ramapati Pandey	40,000	Non Promoter	Cash
105	Ramgopal Lakshmi Ratan (Huf)	40,000	Non Promoter	Cash
106	Gautam Bajaj	40,000	Non Promoter	Cash
107	Prasanna Foundation	40,000	Non Promoter	Cash
108	R Ravikumar	40,000	Non Promoter	Cash
109	Prem Makhija	40,000	Non Promoter	Cash
110	Ramadevi Veldi	32,000	Non Promoter	Cash
111	Raman V P	30,000	Non Promoter	Cash
112	Guthikonda Anuradha	28,000	Non Promoter	Cash
113	Venugopal Veldi	28,000	Non Promoter	Cash
114	Rambabu Veldi	28,000	Non Promoter	Cash
115	Neelima Karlapudi	28,000	Non Promoter	Cash
116	Rajasekhar Guttikonda	28,000	Non Promoter	Cash
117	Guttikonda Lakshmi	28,000	Non Promoter	Cash
118	Sanjay Maurice Nazreth	24,000	Non Promoter	Cash
119	Reena Bathwal	20,000	Non Promoter	Cash
120	Priti Jain	20,000	Non Promoter	Cash
121	Dibyarup Datta Pramanik	20,000	Non Promoter	Cash

S.No	Name of Proposed Allottees	No of Shares	Category	Consideration
122	Hemant Kumar Gummadi	20,000	Non Promoter	Cash
123	C. Arjun Shreyes	20,000	Non Promoter	Cash
124	Manjushri Gopinath Nair	20,000	Non Promoter	Cash
125	Kadambari Vasudev Shenoy	20,000	Non Promoter	Cash
126	Viji Joseph	20,000	Non Promoter	Cash
127	Rohan Venkatesh	20,000	Non Promoter	Cash
128	P R Madhav	20,000	Non Promoter	Cash
129	S Ravi	20,000	Non Promoter	Cash
130	Usha Ravi	20,000	Non Promoter	Cash
131	Bondalapati Sreenivasu	12,500	Non Promoter	Cash
132	M.S.Krishnakumar	12,000	Non Promoter	Cash
133	R Venkatachalam	10,000	Non Promoter	Cash
134	V Annamalai	10,000	Non Promoter	Cash
135	N Venkateswara Reddy	10,000	Non Promoter	Cash
136	K Janardhan Naidu	10,000	Non Promoter	Cash
	Total	10,80,00,000		

RESOLVED FURTHER THAT the “Relevant Date” in relation to issue of Equity shares pursuant to this resolution in accordance with the provisions of Regulation 71 of Chapter VII of SEBI (ICDR) Regulations shall be the date thirty (30) days prior to the date of the declaration of postal ballot results i.e. 12th September, 2017 or such other date as may be prescribed in accordance with the SEBI (ICDR) Regulations and the floor price so calculated is Rs.25.00/- (Rupees Twenty Five only).

RESOLVED FURTHER THAT subject to the terms stated hereinabove:

- The Equity Shares offered and issued shall be allotted within a period of Fifteen (15) days from the date of passing of this resolution, provided that if any requisite approvals from the appropriate authorities for allotment of Equity Shares are pending, the period of Fifteen (15) days shall be counted from the date of such requisite approvals.
- The Equity Shares offered, issued and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company.
- The Equity Shares offered, issued and allotted pursuant to this resolution shall rank pari passu inter-se with the existing Equity Shares of the Company in all respects, including dividend.
- The Equity Shares offered, issued and allotted shall remain locked-in from such date and for such periods as specified under the SEBI (ICDR) Regulations.
- The Equity Shares offered, issued and allotted to the investor shall be in dematerialized form.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution to any Director(s)/Committee of Director(s) or any other Officer or Officers of the Company to give effect to the aforesaid resolution including to execute any document on behalf of the Company and to represent the Company before any appropriate authorities.”

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient or proper including without limitation to enter into arrangements/agreements and to settle any question, difficulties or doubts that may arise in this regard at any stage including at the time of listing of the Equity Shares with the Stock Exchanges, without requiring the Board to secure any further consent or approval of the members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

Place: Chennai
Date: 11.08.2017

By order of the Board
For UV Boards Limited
Srinivasan Sethuraman
Managing Director
DIN : 03175616

Notes:

1. Statement and reasons for the proposed resolutions stated hereinabove, pursuant to Section 102 and 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 is annexed hereto and forms part of the notice.
2. The company has appointed M/s. P.K. Panda & Co, Practicing Company Secretaries, as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.
3. The votes should be cast either in favour of or against by putting the tick mark () in the column provided for assent or dissent. Postal Ballot Forms bearing tick mark in both the columns will render the form invalid.
4. This Postal Ballot Notice is sent in accordance with the provisions of Section 101 of the Companies Act, 2013 read with Rules 18 and 22 of the Companies (Management and Administration) Rules, 2014.
5. In compliance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is offering e-voting facility to all its Members as an alternate mode to exercise their right to vote. For this purpose, the Company has entered in to an agreement with CDSL for facilitating e-voting to enable the Members to cast their votes electronically. Please note that e-voting is optional.
6. Kindly note that the Members can opt for only one mode of voting i.e., either by post or e-voting. If the Members opt for e-voting, then they should not vote by post and vice versa. However, in case Members cast their vote by post and e-voting, then voting done through e-voting shall prevail and voting done by post will be treated as invalid.
7. The Notice is being sent to all the Members, whose names appear in the Register of Members or Register of Beneficial owners as provided by NSDL and CDSL as on 04.08.2017.
8. Members can vote using e-voting facility provided by www.evotingindia.com, (please read the instructions given in the notice for details). E-voting period begins on 9.00 a.m. on Monday, 28th August 2017 and will end at 5.00 p.m. on Sunday, 11th September, 2017. The e-voting module shall be disabled by CDSL for voting thereafter.

PROCEDURE FOR REMOTE E-VOTING

The Company has entered into an arrangement with Central Depository Services (India) Limited (“CDSL”) for facilitating remote e-voting for Extraordinary General Meeting. The instructions for remote e-voting are as under:

(a) In case of Members receiving an e-mail from CDSL:

The instructions for shareholders voting electronically are as under:

- i. The shareholders should log on to the e-voting website www.evotingindia.com.
- ii. Click on Shareholders.
- iii. Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
 - iv. Next enter the Image Verification as displayed and Click on Login.
 - v. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
 - vi. If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	<ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
	<ul style="list-style-type: none"> • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio. • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- vii. After entering these details appropriately, click on “SUBMIT” tab.
- viii. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ix. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- x. Click on the EVSN for UV BOARDS LIMITED to vote.
- xi. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/ NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xii. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiii. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xiv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xv. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xvi. If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvii. Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xviii. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

In case of members receiving the physical copy:

- (A) Please follow all steps from sl. no. (i) to sl. no. (xvii) Above to cast vote.
- (B) The voting period begins at 9.00 a.m on Monday, 28th August 2017 and will end at 5.00 p.m. on Sunday, 11th September, 2017. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on Friday, the 4th August, 2017, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

Date: 11.08.2017
Place: Chennai

By order of the Board
For UV Boards Limited
Srinivasan Sethuraman
Managing Director
DIN : 03175616

ANNEXURE TO THE NOTICE
STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item Nos. 1 & 2 & 3

The present authorized share capital of the company is Rs. 400,00,000/- . The company is embarked upon expansion/acquisition plans. In order to expand the capital base, it is now proposed to increase the authorised equity share capital from the existing limit of Rs.400,00,000/- (comprising 2,00,00,000 equity shares of Rs. 2/- each) to Rs.30,00,00,000/- (comprising 15,00,00,000 equity shares of Rs.2/- each).

The Resolutions contained in Item No. 1 seek to increase the Authorised Share Capital of the Company as aforesaid and to alter the Memorandum & Articles of Association of the Company as contained in item no. 2 & 3 respectively, consequential to such increase in the Authorised Share Capital of the Company as proposed. The proposal requires the consent of the members. The Board of Directors recommends that the proposal be approved.

A copy of the Memorandum and Articles of Association of the Company is available at the Corporate Office of the Company for inspection during the office hours till the conclusion of the General Meeting.

None of Director, key managerial personnel (KMP) and their relatives, is concerned or interested in the said resolution except to the extent of their directorship and shareholding in Company.

The Board recommends the Special Resolutions set out in the Notice in the interests of the Company.

Item No.4

Pursuant to Section 188 of the Companies Act, 2013 ('the Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014 ('Rules'), the Company is required to obtain consent of the Board of Directors and prior approval of the members by way of ordinary resolution, in case certain transactions with related parties exceeds such sum as is specified in the Rules. The aforesaid provisions are not applicable in respect of transactions which are in the ordinary course of business and on arm's length basis.

However, pursuant to Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), approval of the members through ordinary resolution is required for all Material Related Party Transactions, even if they are entered into in the ordinary course of business and on arm's length basis. For this purpose, a transaction is considered material, if the transaction/transactions to be entered into individually or taken together with previous transactions during a financial year exceed 10% of the annual consolidated turnover of the Company, as per the last audited financial statements of the Company.

All the Related Party Transactions entered into by the Company are at arm's length basis and in the ordinary course of business and approval of the Audit Committee and Board is obtained, wherever required. However, the estimated transaction value with the below mentioned Company in respect of financial year 2017-18 and onwards may likely exceed 10% of the Annual Turnover of the Company as per the last audited financial statements of the Company.

The transactions going to be made with such party as stated below is 'Related Party' of the Company as per Section 2(76) of the Companies Act, 2013.

The particulars required to be provided under Clause 3 of the Explanation to Rule 15 Sub-Rule 3 of the Companies (Meetings of Board and its Power) Rules, 2014 are given below:

Sl No.	Name of the Related Party	Nature of Relationship	Amount in Rs.	Nature of Transactions
1	Uniply Industries Limited	Promoter	Upto Rs. 500.00 crs	Sales and purchase of business, goods, services/Loan/Guarantee/Investment and other transactions in ordinary course of business

The above contracts/ arrangements/ transactions are approved by the Audit Committee and the Board of the Company.

Moreover, in view of the compliance with statutory requirements as per Section 188 of The Companies Act, 2013 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, approval of the members for entering into Material Related Party Transaction is being sought by way of Ordinary Resolution via Postal Ballot and/or remote e-voting.

The proposal outlined above is in the interest of the Company and the Board recommends the resolution set out in Item No.4 to the accompanying Notice as an ordinary resolution.

None of Directors, key managerial personnel (KMP) and their relatives, is concerned or interested in the said resolution except to the extent of their directorship and shareholding in Company.

Item No. 5

The Board of Directors of the company at its meeting held on 11.08.2017 has approved the purchase of entire plywood business of M/s Uniply Industries Limited (promoter of the company) as a going concern on a slump sale basis for a cash and share consideration. Hence considering the funding requirements for the purpose of purchase consideration, expansion plan as well as the transaction related expenses and other corporate purposes, the board of directors of the company had resolved that subject to the necessary approval(s), to raise funds by way of issue of 10,80,00,000 Equity shares of Rs.2/- each at a share premium of Rs.23/- per share to the promoter as well as the non-promoters of the company more fully mentioned in the Postal Ballot Notice.

The other disclosures and information as required under the Companies Act, 2013 and in terms of Regulation 73 of SEBI (ICDR) Regulations, 2009 (Regulations) for the proposed preferential issue are as under:

1. Object of the Preferential Issue:-

The objective of the issue of 10,80,00,000 equity shares of Rs. 2/- each at a premium of Rs. 23.00/- per share total aggregating of Rs. 270.00 crores is to fund (wholly or in part), the proposed purchase of entire plywood and allied products business from its promoter Uniply Industries Limited as a going concern, for a cash and share consideration aggregating to Rs.147.00 crores, expansion plan of the company as well as the transaction related expenses and other corporate purposes. The company for the purpose of funding the above said purchase in part, had proposed to issue 4,44,00,000 equity shares of your company at a Face value of Rs.2/- each at a share premium of Rs.23/- per share, total aggregating to Rs.111.00 crores to Uniply Industries Limited.

The board of directors had obtained the valuation report of plywood and allied products business of Uniply Industries Limited as on 30.06.2017 and it is in the opinion of the board that the purchase price has been fixed considering the company's current business, brand image, orders in hand, future growth plans and prospects, strategic benefits and other business synergies, which your company will benefit from immensely.

2. Proposal of Promoters/Directors/Key Management persons to subscribe to the preferential issue

Uniply Industries Limited, the sole promoter of the company is one of the proposed allottee intends to subscribe to the Proposed Issue. Others Directors, Mr. Ramesh Kumar Malpani Joint Managing Director and Mr. Manohar Ramabtar Jhunjunwala Whole Time Directors also intend to subscribe to the proposed issue. Other Key Managerial personnel are not intending to subscribe to the issue.

3. Relevant Date

The Relevant Date as per the Regulations of SEBI for the determination of issue price of the equity shares pursuant to the aforesaid preferential allotment is fixed as 11th August 2017. Since the date falling 30 days prior to the deemed date of Declaration of Postal ballot results to approve the proposed preferential issue, in terms of Section 62 of the Companies Act, 2013 is on Sunday, 13.08.2017, working day prior to Sunday and Saturday is Friday, 11.08.2017 and hence Friday, 11.08.2017 is fixed as Relevant Date as per SEBI guideline.

4. Pricing of Equity Shares:-

The Equity Shares will be issued and allotted at a price of Rs. 25.00/- (Rs.2.00/- towards the face value and Rs.23.00/- towards the share premium) i.e., not lesser than the higher of the following in terms of the SEBI (ICDR) Regulations, 2009:-

- (a) The average of the weekly high and low of the volume weighted average price of the related equity shares quoted on the recognized stock exchange during twenty six weeks preceding the relevant date; or
- (b) The average of the weekly high and low of the volume weighted average prices of the related equity shares quoted on a recognized stock exchange during the two weeks preceding the relevant date.

The average price per share is calculated in accordance with the Regulations.

The company's shares are listed with BSE. The offer price is calculated based on trading price at stock exchange as per the provisions of chapter VII of SEBI (ICDR) Regulations, 2009.

As required under the Regulations, wherever it is required, the Company shall re-compute the issue price in accordance with the Regulations. Further, if the amount payable on account of the re-computation of issue price is not paid by the proposed allottees, within the time stipulated under the Regulations; the Equity Shares allotted shall continue to be locked in till the time such amounts are paid by them.

5. Shareholding Pattern before and after the preferential issue:-

The Shareholding pattern of the company before and after the proposed preferential issue of 10,80,00,000 equity shares is given below:

Category of Shareholder	Pre-Issue		Post Issue	
	No. of Shares	%	No. of Shares	%
(A) Shareholding of Promoter & Promoters Group:				
(1) Indian				
Individuals / HUF	-	-		
Body Corporate	13,39,198	8.79	4,57,39,198	37.11
Sub Total	13,39,198	8.79	4,57,39,198	37.11
(2) Foreign	-	-	-	-
Sub Total	-	-	-	-
Total Shareholding of Promoter & Promoters Group	13,39,198	8.79	4,57,39,198	37.11
(B) Public Shareholding:				
(1) Institutions				
Mutual funds/Foreign portfolio investors/FII	-	-		
Sub Total	-	-		
(2) Non-Institutions				
Bodies Corporate	27,91,052	18.31	211,46,552	17.16
Individuals	103,62,280	67.98	5,34,26,780	43.59
Non Resident Indians	1,78,834	1.17	16,78,834	1.37
Hindu Undivided Families	5,71,486	3.75	12,51,486	1.01
Any Others	-	-		
Sub Total	139,03,652	91.21	775,03,652	62.89
Total Public Shareholding (B)				
Total (A+B)	152,42,850	100.00	12,32,42,850	100.00
(C) Shares held by Custodians & against which Depository Receipts have been issued				
	-	-		
TOTAL (A+B+C)	15242850	100.00	12,32,42,850	100.00

6. Identity of proposed allottees and their pre & post issue shareholdings:-

The identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottees are as follows:

Name of Proposed Allottees	Ultimate Beneficial Owner	Category	Pre-issue Holding		No of Shares to be allotted	Post-issue Holding	
			No. of shares	%		No. of shares	%
Uniply Industries Ltd	Uniply Industries Ltd (Listed entity)	Promoter	13,39,198	8.79	4,44,00,000	4,57,39,198	37.11
Super Band Private Limited	J. Arun Rakesh R Nath	Non Promoter	0	0.00	1,68,55,500	1,68,55,500	13.68
Vrsha Arora	Vrsha Arora	Non Promoter	0	0.00	60,00,000	60,00,000	4.87
Pooja Arora	Pooja Arora	Non Promoter	0	0.00	60,00,000	60,00,000	4.87
Reena Arora	Reena Arora	Non Promoter	0	0.00	60,00,000	60,00,000	4.87
Padmanaban Balasubramanian	Padmanaban Balasubramanian	Non Promoter	0	0.00	19,20,000	19,20,000	1.56
Potineni Koteswara Rao	Potineni Koteswara Rao	Non Promoter	0	0.00	16,00,000	16,00,000	1.30
K. Sivakumar	K. Sivakumar	Non Promoter	0	0.00	14,00,000	14,00,000	1.14
Vinay Kumarasamy	Vinay Kumarasamy	Non Promoter	0	0.00	14,00,000	14,00,000	1.14
Gill Entertainment Private Ltd	Manish Kumar Verma, P.K. Subramaniam, Nithish Kumar, Sandhya Rajesh Subramaniam	Non Promoter	0	0.00	12,00,000	12,00,000	0.97
Niraj Bhuwania	Niraj Bhuwania	Non Promoter	0	0.00	10,00,000	10,00,000	0.81
Apurva Goswamy	Apurva Goswamy	Non Promoter	0	0.00	8,00,000	8,00,000	0.65
Vivek Vig	Vivek Vig	Non Promoter	0	0.00	8,00,000	8,00,000	0.65
Deepak Khilnani	Deepak Khilnani	Non Promoter	0	0.00	8,00,000	8,00,000	0.65
Sachin Ranka	Sachin Ranka	Non Promoter	0	0.00	8,00,000	8,00,000	0.65
MahendraTikmani	MahendraTikmani	Non Promoter	2,72,400	1.79	6,00,000	8,72,400	0.71
Parveen Goel	Parveen Goel	Non Promoter	0	0.00	5,00,000	5,00,000	0.41
K.Mahesh	K.Mahesh	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
N.Viswanath	N.Viswanath	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
N.Manickavasagam	N.Manickavasagam	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
Vandana Pramod	Vandana Pramod	Non Promoter	0	0.00	4,00,000	4,00,000	0.32

Name of Proposed Allottees	Ultimate Beneficial Owner	Category	Pre-issue Holding		No of Shares to be allotted	Post-issue Holding	
			No. of shares	%		No. of shares	%
Umamaheshwari Janarthanan	Umamaheshwari Janarthanan	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
Umesh Rao	Umesh Rao	Non Promoter	1000	0.00	4,00,000	4,01,000	0.32
Varsha U Rao	Varsha U Rao	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
Moiz Saifuddin Rajkotwala	Moiz Saifuddin Rajkotwala	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
NeerajKataruka (Huf)	Neeraj Kataruka, Mimisha Kataruka, Darsha Kataruka, Rishika Kataruka, Aarav Kataruka	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
Adarsh Jalan	Adarsh Jalan	Non Promoter	99,150	0.65	4,00,000	4,99,150	0.41
Divya Subramanian	Divya Subramanian	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
Sanjiv Lal	Sanjiv Lal	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
Prakash Nandlal Chawla	Prakash Nandlal Chawla	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
Sunil Nandlal Chawla	Sunil Nandlal Chawla	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
Shobha Nikeshe Sanghvi	Shobha Nikeshe Sanghvi	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
Priti Sachdev	Priti Sachdev	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
Dilip Shah	Dilip Shah	Non Promoter	0	0.00	4,00,000	4,00,000	0.32
M. Arjun Ramkumar	M. Arjun Ramkumar	Non Promoter	0	0.00	3,24,000	3,24,000	0.26
Abhinav	Abhinav	Non Promoter	0	0.00	3,00,000	3,00,000	0.24
Shashank Arya	Shashank Arya	Non Promoter	74,185	0.49	2,60,000	3,34,185	0.27
Feroze Kali Katrak	Feroze Kali Katrak	Non Promoter	0	0.00	2,40,000	2,40,000	0.19
Shiraz Feroze Katrak	Shiraz Feroze Katrak	Non Promoter	0	0.00	2,40,000	2,40,000	0.19
B. Meenambal	B. Meenambal	Non Promoter	0	0.00	2,00,000	2,00,000	0.16
Thillainayaki Sethuramalingam	Thillainayaki Sethuramalingam	Non Promoter	0	0.00	2,00,000	2,00,000	0.16
Vijaya Kotha	Vijaya Kotha	Non Promoter	0	0.00	2,00,000	2,00,000	0.16
Vipassana Investments	Pratap Kantheti, Sugani Kantheti, Sugunavathy Kantheti, Suribabu Mothkuri	Non Promoter	0	0.00	2,00,000	2,00,000	0.16

Name of Proposed Allottees	Ultimate Beneficial Owner	Category	Pre-issue Holding		No of Shares to be allotted	Post-issue Holding	
			No. of shares	%		No. of shares	%
Sivarama Krishna Manchineni	Sivarama Krishna Manchineni	Non Promoter	0	0.00	2,00,000	2,00,000	0.16
Mayuree Umesh Rao	Mayuree Umesh Rao	Non Promoter	0	0.00	2,00,000	2,00,000	0.16
Shabbir Rajkotwala	Shabbir Rajkotwala	Non Promoter	16,000	0.10	2,00,000	2,16,000	0.18
Suman Shah	Suman Shah	Non Promoter	0	0.00	2,00,000	2,00,000	0.16
HTS Biopharma Pvt Ltd	Venugopal Vedi, Surendar V, Srinivas Reddy	Non Promoter	0	0.00	2,00,000	2,00,000	0.16
Anish Behl	Anish Behl	Non Promoter	0	0.00	2,00,000	2,00,000	0.16
Amit Bose	Amit Bose	Non Promoter	0	0.00	2,00,000	2,00,000	0.16
Uday Chitale	Uday Chitale	Non Promoter	0	0.00	2,00,000	2,00,000	0.16
Vivek Nagarajan	Vivek Nagarajan	Non Promoter	0	0.00	1,60,000	1,60,000	0.13
BVS Seshu Kumari	BVS Seshu Kumari	Non Promoter	15,000	0.10	1,60,000	1,75,000	0.14
B.Sravanthi	B.Sravanthi	Non Promoter	0	0.00	1,60,000	1,60,000	0.13
B.Sravani	B.Sravani	Non Promoter	0	0.00	1,60,000	1,60,000	0.13
Narendra Dhedia (Huf)	Neeraj Dhedia Vijaylaxmi Dhedia	Non Promoter	0	0.00	1,40,000	1,40,000	0.11
Arpita Hiten Sheth	Arpita Hiten Sheth	Non Promoter	0	0.00	1,20,000	1,20,000	0.10
Boggaram Venkata-markandeya Sarma	Boggaram Venkata markandeya Sarma	Non Promoter	25,000	0.16	1,20,000	1,45,000	0.12
Sunil Kumar Chordia	Sunil Kumar Chordia	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Mohanraj N	Mohanraj N	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Bhavna Arya	Bhavna Arya	Non Promoter	25,600	0.17	1,00,000	1,25,600	0.10
Sangeetha Jain	Sangeetha Jain	Non Promoter	15,850	0.10	1,00,000	1,15,850	0.09
Ramesh Kumar Malpani	Ramesh Kumar Malpani	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Shah Creation Pvt Ltd	Dhiraj Rajiv Shah, Hashmukh Rajiv Shah, Vipul Shamji Gada, Vijay Rajiv Shah, Leeta Dheeraj Shah, Hital Vijay Shah, Mamta Hashmukh Shah, R.V.Shah, R.R.Shah	Non Promoter	0	0.00	1,00,000	1,00,000	0.08

Name of Proposed Allottees	Ultimate Beneficial Owner	Category	Pre-issue Holding		No of Shares to be allotted	Post-issue Holding	
			No. of shares	%		No. of shares	%
Subhaskumar	Subhaskumar	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Fulchand Agarwal	Fulchand Agarwal						
Suman Agarwal	Suman Agarwal	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Priti Agarwal	Priti Agarwal	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Manohar R Jhunjhunwala	Manohar R Jhunjhunwala	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Payal Yogesh Lohia	Payal Yogesh Lohia	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Pracchi P Bansal	Pracchi P Bansal	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Kartavya Arun Chitalia	Kartavya Arun Chitalia	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Hiren Shantilal Gada	Hiren Shantilal Gada	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Nakul Kumar Bubna	Nakul Kumar Bubna	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Surendra Chaudhary	Surendra Chaudhary	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Dipak Thaker	Dipak Thaker	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Shyamu Gupta	Shyamu Gupta	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Mandada Mani	Mandada Mani	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Satyanarayana Prasad Rao M	Satyanarayana Prasad Rao M	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Sunil Kumar Bothra	Sunil Kumar Bothra	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Maneck Navel Mulla	Maneck Navel Mulla	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Vinod Makhija Huf	Vinod Makhija, Navdisha Makhija, Vaania Makhija	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Doultram Pareek	Doultram Pareek	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
Akshat Jain	Akshat Jain	Non Promoter	0	0.00	1,00,000	1,00,000	0.08
M. Nallathayammal	M. Nallathayammal	Non Promoter	0	0.00	80,000	80,000	0.06
Aarumugam Geetha	Aarumugam Geetha	Non Promoter	0	0.00	68,000	68,000	0.06
Dara Soli Karanjia	Dara Soli Karanjia	Non Promoter	0	0.00	64,000	64,000	0.05
T.Sivasubramanian	T.Sivasubramanian	Non Promoter	0	0.00	60,000	60,000	0.05
KapilKriplani	KapilKriplani	Non Promoter	18,865	0.12	60,000	78,865	0.06
Ishan Harish Thacker	Ishan Harish Thacker	Non Promoter	1000	0.01	60,000	61,000	0.05
Shyam Sundar Nath	Shyam Sundar Nath	Non Promoter	0	0.00	60,000	60,000	0.05

Name of Proposed Allottees	Ultimate Beneficial Owner	Category	Pre-issue Holding		No of Shares to be allotted	Post-issue Holding	
			No. of shares	%		No. of shares	%
Sudharshan Ramachandran	Sudharshan Ramachandran	Non Promoter	0	0.00	52,000	52,000	0.04
Sajja Krishna Sree	Sajja Krishna Sree	Non Promoter	0	0.00	50,000	50,000	0.04
N.Lakshmi	N.Lakshmi	Non Promoter	0	0.00	50,000	50,000	0.04
N.Valliammai	N.Valliammai	Non Promoter	0	0.00	50,000	50,000	0.04
N.Balambigai	N.Balambigai	Non Promoter	0	0.00	50,000	50,000	0.04
N.Narayanan	N.Narayanan	Non Promoter	0	0.00	50,000	50,000	0.04
Phanesh Kumar Pabbathi	Phanesh Kumar Pabbathi	Non Promoter	0	0.00	48,000	48,000	0.04
Vivek Vasudevan	Vivek Vasudevan	Non Promoter	0	0.00	40,000	40,000	0.03
Raman Khanduja	Raman Khanduja	Non Promoter	0	0.00	40,000	40,000	0.03
Shrikanth Kuchimanchi	Shrikanth Kuchimanchi	Non Promoter	0	0.00	40,000	40,000	0.03
Himaneerai Mrug	Himaneerai Mrug	Non Promoter	0	0.00	40,000	40,000	0.03
Abhijit Satyanarayan Bhat	Abhijit Satyanarayan Bhat	Non Promoter	500	0.01	40,000	40,500	0.03
Ketan Jawahar Herwatta	Ketan Jawahar Herwatta	Non Promoter	0	0.00	40,000	40,000	0.03
Subedar Ramapati Pandey	Subedar Ramapati Pandey	Non Promoter	0	0.00	40,000	40,000	0.03
Ramgopal Lakshmi Ratan (Huf)	Ramgopal Lakshmi Ratan Nivedita Lakshmi Ratan	Non Promoter	0	0.00	40,000	40,000	0.03
Gautam Bajaj	Gautam Bajaj	Non Promoter	0	0.00	40,000	40,000	0.03
Prasanna Foundation	Swami Sukhabodhananda	Non Promoter	0	0.00	40,000	40,000	0.03
R Ravikumar	R Ravikumar	Non Promoter	0	0.00	40,000	40,000	0.03
Prem Makhija	Prem Makhija	Non Promoter	0	0.00	40,000	40,000	0.03
Ramadevi Veldi	Ramadevi Veldi	Non Promoter	0	0.00	32,000	32,000	0.03
Raman V P	Raman V P	Non Promoter	0	0.00	30,000	30,000	0.02
Guthikonda Anuradha	Guthikonda Anuradha	Non Promoter	0	0.00	28,000	28,000	0.02

Name of Proposed Allottees	Ultimate Beneficial Owner	Category	Pre-issue Holding		No of Shares to be allotted	Post-issue Holding	
			No. of shares	%		No. of shares	%
Venugopal Veldi	Venugopal Veldi	Non Promoter	0	0.00	28,000	28,000	0.02
Rambabu Veldi	Rambabu Veldi	Non Promoter	0	0.00	28,000	28,000	0.02
Neelima Karlapudi	Neelima Karlapudi	Non Promoter	0	0.00	28,000	28,000	0.02
Rajasekhar Guttikonda	Rajasekhar Guttikonda	Non Promoter	0	0.00	28,000	28,000	0.02
Guttikonda Lakshmi	Guttikonda Lakshmi	Non Promoter	0	0.00	28,000	28,000	0.02
Sanjay Maurice Nazreth	Sanjay Maurice Nazreth	Non Promoter	0	0.00	24,000	24,000	0.02
Reena Bathwal	Reena Bathwal	Non Promoter	0	0.00	20,000	20,000	0.02
Priti Jain	Priti Jain	Non Promoter	0	0.00	20,000	20,000	0.02
Dibyarpur Datta Pramanik	Dibyarpur Datta Pramanik	Non Promoter	0	0.00	20,000	20,000	0.02
Hemant Kumar Gummadi	Hemant Kumar Gummadi	Non Promoter	0	0.00	20,000	20,000	0.02
C. Arjun Shreyes	C. Arjun Shreyes	Non Promoter	0	0.00	20,000	20,000	0.02
Manjushri Gopinath Nair	Manjushri Gopinath Nair	Non Promoter	0	0.00	20,000	20,000	0.02
Kadambari Vasudev Shenoy	Kadambari Vasudev Shenoy	Non Promoter	0	0.00	20,000	20,000	0.02
Viji Joseph	Viji Joseph	Non Promoter	0	0.00	20,000	20,000	0.02
Rohan Venkatesh	Rohan Venkatesh	Non Promoter	0	0.00	20,000	20,000	0.02
P R Madhav	P R Madhav	Non Promoter	0	0.00	20,000	20,000	0.02
S Ravi	S Ravi	Non Promoter	0	0.00	20,000	20,000	0.02
Usha Ravi	Usha Ravi	Non Promoter	1000	0.01	20,000	21,000	0.02
Bondalapati Sreenivasu	Bondalapati Sreenivasu	Non Promoter	0	0.00	12,500	12,500	0.01
M.S.Krishnakumar	M.S.Krishnakumar	Non Promoter	0	0.00	12,000	12,000	0.01
R Venkatachalam	R Venkatachalam	Non Promoter	0	0.00	10,000	10,000	0.01
V Annamalai	V Annamalai	Non Promoter	0	0.00	10,000	10,000	0.01
N Venkateswara Reddy	N Venkateswara Reddy	Non Promoter	0	0.00	10,000	10,000	0.01
K Janardhan Naidu	K Janardhan Naidu	Non Promoter	0	0.00	10,000	10,000	0.01
Total			1904748	12.50	10,80,00,000	10,99,04,748	89.17

7. Lock – in - period:-

The shares to be allotted on preferential basis shall be subject to lock-in as per SEBI (ICDR) Regulations, 2009.

8. Proposed time within which the allotment shall be completed:-

The Company shall complete the allotment in terms of the Resolution set out in the accompanying notice within 15 days from the date of Declaration of Voting Result or where the allotment on preferential basis requires any approval by any regulatory authority or Central Government, the allotment of shares shall be completed within 15 days from the date of such approval.

9. Auditor's Certificate

M/s. C. Ramasamy & B. Srinivasan, Chartered Accountants, the Statutory Auditors of the Company, have certified that the said preferential issue is in accordance with the requirements contained in the SEBI Regulations and Guidelines and the said Certificate along with Memorandum & Articles of Association of the Company, Business Valuation report and other documents referred to in the proposed resolutions and in the Explanatory Statements are open for inspection at the Registered Office of the Company on any working day except Public Holidays, Saturdays and Sundays between 3.00 p.m. and 5.00 p.m. upto the date of the passing of resolutions.

10. Change in control:

The present preferential issue and allotment of equity shares are being made to promoter, non-promoters on collective and simultaneous basis and it would not result in any change in control over the company or the management of affairs of the company. However the shareholding of the promoter, Uniply Industries limited will be increased to the extent of shares to be allotted under this preferential allotment and the management control shall remain with Uniply Industries Limited.

11. Undertakings

(a) The Company undertakes to re-compute the price of the equity shares issued in terms of the preferential allotment under this resolution in terms of the ICDR Regulations where it is required to do so.

(b) The Company undertakes that if the amount payable on account of re-computation of price is not paid within the time stipulated in the ICDR Regulations, the specified equity shares shall continue to be locked-in till the time such amount is paid by the allottees.

Further the company had obtained the PAN, Demat account Number and other KYC documents of the proposed allottees.

Furthermore, as per Section 42 of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, a company offering or making an invitation to subscribe to securities on a private placement basis, is required to obtain the prior approval of the Shareholders by way of a Special Resolution, for each of the offers and invitations. The approval of the Members is accordingly being sought by way of a Special Resolution under Sections 42 and 62 of the Companies Act, 2013 read with the rules made there under, for the issue of 10,80,00,000 Equity Shares aggregating an amount not exceeding Rs.270.00 crores/- (Rupees Two Hundred Seventy Crores only) and to offer and allot such Equity Shares on a private placement basis.

Memorandum of interest:-

All Directors/KMP except Mr. Subahmaniya Sivam Ramamurthy & Mrs Parul Sathyan Bhat Directors are interested in the above resolutions to the extent of their directorship and shareholdings.

Your Directors recommend the resolution for your approval.

Place: Chennai

Date: 11.08.2017

By order of the Board
For UV Boards Limited
Srinivasan Sethuraman
Managing Director
DIN : 03175616

POSTAL BALLOT FORM

1. Name and Registered address of :
sole/first named Shareholder
2. Name or name(s) of the joint holder(s) :
(if any)
3. Registered Folio No./DP & Client ID No.* :
(*Applicable to investors holding shares
in Dematerialised form)
4. Number of share(s) held :
5. I/We hereby exercise my/our votes in respect of the following Special Resolution to be passed through Postal Ballot for the business stated in the Notice dated 11.08, 2017 of the Company by sending my/our assent or dissent to the said Special Resolution by placing the tick (P) mark in the appropriate box below :

Item No.	Description	No of Shares	I/We assent to the resolution for	I/We dissent to the resolution Against
1	Ordinary Resolution to increase Authorised Share capital of the Company from Rs. 400.00.000/- to Rs. 30,00,00,000/-			
2&3	Ordinary / Special Resolution to amend the Capital Clause in the Memorandum & Articles of Association of the Company			
4	To approve and ratify Related Party Transactions			
5	To issue and allotment of upto 10,80,00,000 Equity Shares of the Company to the Promoter and non-promoters of the company under preferential allotment basis			

Place :

Date :

Signature(s) of the shareholder(s)/

Authorised Representative

E-voting:

EVEN	LOGIN ID	PASS WORD
(E-Voting Event Number)		

Last date for receipt of Postal Ballot form :11.09,2017

Note : Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

1. Member(s) desiring to exercise vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached postage pre-paid self addressed envelope. Postage will be borne and paid by UV Boards Limited (the "Company"). Envelope containing Postal Ballot Form, if deposited in person or sent by courier at the expense of the Member(s) will also be accepted.
2. This Postal Ballot Form should be completed and signed by the member, as per the specimen signature registered with the Company or the Depository Participant, as the case may be. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member. In case Postal Ballot Form is signed through a delegate, a copy of the Power of Attorney attested by the Member shall be annexed to the Postal Ballot Form. There will be one Postal Ballot Form for every folio/client ID irrespective of the number of joint holders.
3. In case the equity shares are held by companies, trusts, societies etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of the board resolution/authority letter.
4. The consent must be accorded by recording the assent in the column 'FOR' or dissent in the column 'AGAINST' by placing a tick mark () in the appropriate column in the Postal Ballot Form. The assent or dissent received in any other form shall not be considered valid.
5. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected. The Scrutiniser's decision on the validity of the Postal Ballot Form shall be final and binding.
6. Duly completed Postal Ballot Form should reach the Scrutiniser not later than 30 days from the date of despatch of the notice. Postal Ballot Form received after 5.00 p.m. on 11.09.2017 will be strictly treated as if the reply from such Member(s) has not been received.
7. Members are requested to fill the Postal Ballot Form in indelible ink and avoid filing it by using erasable writing medium(s) like pencil.
8. Notwithstanding anything mentioned elsewhere under these instructions, a Postal Ballot Form shall be considered invalid if :
 - (a) It has not been signed by or on behalf of the shareholder;
 - (b) Signature on the Postal Ballot Form doesn't match with the specimen signatures with the Company;
 - (c) It is not possible to determine without any doubt the assent or dissent of the shareholder;
 - (d) Neither assent nor dissent is mentioned;
 - (e) Any competent authority has given directions in writing to the Company to freeze the Voting Rights of the shareholder;
 - (f) The Postal Ballot Form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - (g) It is defaced or mutilated in such a way that its identity as a genuine form cannot be established; and
 - (h) Shareholder has made any amendment to the resolution or imposed any condition while exercising his vote.
9. Voting rights shall be reckoned on the paid up equity shares held and registered in the name of the Members whose name appears in the Register of Members/Record of Depositories as on 04.08.2017.
10. The result of the Postal Ballot will be declared on 12.09.2017 at the Registered Office of the Company.
11. The Postal Ballot shall not be exercised by a Proxy.
12. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope. If any extraneous papers are found, the same will be destroyed by the Scrutiniser.
13. A Member may request for a duplicate Postal Ballot Form, if so required, and the same duly completed should reach the Scrutiniser not later than the date specified under instruction No.6 above.
14. The Company is also offering e-voting facility as an alternate, for all the Members to enable them to cast their vote electronically instead of through Postal Ballot Form. The detailed procedure is enumerated in the Notes to the Postal Ballot Notice.
15. A Member need not use all his votes nor cast all his votes in the same way.
16. E-voting: The Company is pleased to provide e-voting facility as an alternate method of voting to all the shareholders of the Company to enable them to cast their votes electronically instead of through physical Postal Ballot Form. E-voting is optional.

Detailed e-voting instructions are given in the Postal Ballot Notice dated 11.08.2017. The e-voting window is open from 9.00 a.m. on 28.08.2017 till 5.00 p.m. on 11.09.2017. In case a member has voted through E-voting facility, he does not need to send the physical Postal Ballot Form. In case a member casts his vote through E-voting facility, as well as, sends his vote through physical postal ballot, the vote cast through physical postal ballot will NOT be considered and the voting through e-voting shall only be considered by the Scrutiniser. Members are requested to refer to the Postal Ballot Notice and notes and instructions thereto, for detailed instructions with respect to electronic voting.