

23rd December, 2015

✓ The Department of Corporate Services
BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort, Mumbai 400 001

The Secretary
National Stock Exchange of India Limited
Compliance Department
Exchange Plaza, Bandra Kurla Complex
Bandra [E], Mumbai 400 051

Sub : Proceedings of the 44th Annual General Meeting
Ref : Clause 31(d) of the Listing Agreement

Dear Sirs,

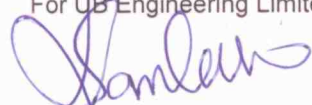
The Members at the 44th Annual General Meeting of the Company held on Tuesday, 22nd December, 2015 at Vishal Sahyadri Trust Hall, Sahyadri Sadan, Pune 411 030 have passed the following resolutions:

1. Adoption of Standalone Audited Balance Sheet as at March 31, 2015, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the Reports of the Auditors and Directors thereon - **Ordinary Resolution - passed with requisite majority**
2. Adoption of the Consolidated Audited Balance Sheet as at March 31, 2015, the Statement of Profit and Loss and Cash Flow Statement for the financial year ended on that date and the Reports of the Auditors thereon - **Ordinary Resolution - passed with requisite majority**
3. Appointment of director in place of Ms. Tushita Patel (DIN 07017591) who retires by rotation and being eligible offers herself for reappointment - **Ordinary Resolution- passed with requisite majority**
4. Ratification of Auditors' appointment M/s.Vipul P Mehta & Co, Chartered Accountants - **Ordinary Resolution - passed with requisite majority**
5. Appointment of Mr.J.K.Sardana, as Managing Director of the Company with effect from May 30, 2015 to May 29, 2016- **Special Resolution - passed with requisite majority**

We request you to kindly take this on record as compliance under Clause 31(d) of the Listing Agreement.

The details of the voting results have been disclosed vide our letter dated 23rd December, 2015 in terms of Clause 35A of the Listing Agreement.

Thanking You,
Yours faithfully,
For UB Engineering Limited



J.K. Sardana
Managing Director