



UJJIVAN SMALL FINANCE BANK

Build a Better Life

USFB/CS/SE/2023-24/50

Date: July 28, 2023

To,

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, C-1, Block G, Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

BSE Limited
Listing Compliance
P.J. Tower,
Dalal Street, Fort,
Mumbai – 400 001

Scrip Code: 542904

Symbol: UJJIVANSFB

Dear Sir/Madam,

Sub: Outcome and Proceedings of the 7th Annual General Meeting (“AGM or Meeting”) of Ujjivan Small Finance Bank Limited (“Bank”)

We are pleased to inform you that the 7th Annual General Meeting (“AGM or Meeting”) of the members of the Bank was held today at 03:00 P.M. IST through Video Conferencing/Other Audio Visual Means in compliance with applicable provisions of the Companies Act, 2013 and rules made thereunder read with General Circular numbers 14/2020, 17/2020, 20/2020, 02/2021, 02/2022 and 11/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021 May 05, 2022 and December 28, 2022 respectively, issued by the Ministry of Corporate Affairs and Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023, issued by the Securities and Exchange Board of India (hereinafter collectively referred to as “the Circulars”), to transact the businesses specified in the Notice of the 7th AGM.

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the following:

1. Proceedings of the 7th AGM held on Friday, July 28, 2023 at 03.00 P.M. IST as Annexure-1.
2. Voting Results pursuant to Regulation 44 of the SEBI Listing Regulations in prescribed format and Report of the Scrutinizer dated July 28, 2023 as Annexure-2.

This intimation shall also be available on the website of the Bank at www.ujjivansfb.in.

We request you to take note of the above.

Thanking You,

Yours faithfully,

For UJJIVAN SMALL FINANCE BANK LIMITED

Sanjeev Barnwal
Company Secretary & Head of Regulatory Framework

☎ 18002082121

🌐 www.ujjivansfb.in

✉ customercare@ujjivan.com

Proceeding of the 7th AGM held on Friday, July 28, 2023 at 03:00 P.M. IST.

1. The 7th Annual General Meeting (“AGM or Meeting”) of the members of the Bank was held today at 03: 00 P.M. IST through Video Conferencing/Other Audio Visual Means in compliance with applicable provisions of the Companies Act, 2013 and rules made thereunder read with General Circular numbers 14/2020, 17/2020, 20/2020, 02/2021, 02/2022 and 11/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, May 05, 2022 and December 28, 2022 respectively, issued by the Ministry of Corporate Affairs and Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023, issued by the Securities and Exchange Board of India (hereinafter collectively referred to as “the Circulars”), to transact the businesses specified in the Notice of the 7th AGM.

2. Chairman of the Meeting

Mr. Banavar Anantharamaiah Prabhakar chaired the Meeting in terms of Clause 92 of the Articles of Association of the Bank and applicable laws.

3. Directors Present

Following directors were present during the Meeting through VC/OAVM:

- a) Mr. B.A. Prabhakar – Part Time Chairman & Independent Director
- b) Mr. Ittira Davis – MD & CEO
- c) Mr. Samit Kumar Ghosh – Non-Executive Director
- d) Mr. Rajesh Kumar Jogi – Independent Director
- e) Ms. Rajni Mishra – Independent Director
- f) Ms. Sudha Suresh - Independent Director
- g) Ms. Anita Ramachandran - Independent Director

4. Bank’s Management Team

Following executives were present from Bank’s Management Team:

- a) Mr. Ramesh Murthy - Chief Financial Officer
- b) Ms. Carol Furtado – Chief Business Officer
- c) Mr. Arunava Banerjee – Chief Risk Officer
- d) Mr. Martin P.S. – Chief Operating Officer
- e) Mr. Sanjeev Barnwal – Company Secretary & Head of Regulatory Framework

5. Other Invitees

The representatives of the Joint Statutory Auditors, M/s. Mukund M. Chitale & Co. and M/s. B.K.Ramadhyan & Co. LLP, the Secretarial Auditor, Mr. K Jayachandran and Scrutinizer, Mr. S Kannan, were also present at the Meeting.

6. Number of members present at the Meeting

78 Members attended the Meeting through VC/OAVM.



7. Quorum

The Chairman informed the members that participation of Members through VC/OAVM has been reckoned for the purpose of quorum as per Section 103 of Companies Act, 2013. Further, requisite quorum being present, the Chairman called the meeting to order and welcomed the members and the invitees to the 7th AGM of the Bank.

8. Chairman's welcome address

The Chairman introduced the Board Members, MD & CEO, KMP and other Bank's Officials attending the Meeting in person and through VC/OAVM. The Chairman addressed to the shareholders highlighting the journey of recovery with a fourfold objective of strengthening the leadership team, growing business volumes, increasing collections and improving asset quality which helped the Bank achieve positive outcomes on all fronts and close the year with an outstanding net profit after tax of Rs. 1,100 crores and rewarding the shareholders with a total equity dividend of 12.5% for the FY22-23. The Chairman also briefed the shareholders with an update on the reverse merger and on other matters.

9. MD & CEO Address to the Shareholders

The MD & CEO addressed the members of the Bank with a brief speech wherein he informed that the FY 2022-23 marked a remarkable year for the Bank, as we not only solidified the turnaround reported in last financial year but also accelerated it, leading to substantial growth and achieving a net profit of ₹ 1,100 Crores, positioning us among India's top 200 listed companies in terms of absolute net profit and remained committed to investing in growth platforms that strengthened our core throughout the fiscal year. The MD also highlighted the enhanced mission statement of the Bank, *"To provide financial services to the unserved and underserved customers as a responsible mass market Bank focused on building a sustainable tomorrow"*.

He also briefed about the successful completion of QIP to achieve the minimum public shareholding requirement and apprised that joint application has been filed with the National Company Law Tribunal (NCLT) on March 29, 2023 for the reverse merger of the Holding Company into and with the Bank and the hearing of our application was completed on June 28, 2023 and the Bank positively expect to receive the order soon, entailing directions for scheduling the meetings of the stakeholders and other directions as the NCLT may deem fit.

He concluded by stating that we have established a solid foundation for the future and remain dedicated to further building upon this base and our focus moving forward will encompass investments in technology and digital platforms to enhance productivity, elevate the customer experience and drive business growth and we are well-positioned to become a leading mass-market bank, serving the rapidly growing aspirational middle class of Indian society.

10. Instruction to members

Mr. Sanjeev Barnwal, Company Secretary informed the Members that this meeting is being held through video conferencing/other audio visual means in accordance with the applicable laws and members evoting on the Ordinary and Special Resolutions was carried out in the manner as stated in the Notice of the 7th AGM.

He also informed that in compliance with the provisions of the Companies Act, 2013 and SEBI Regulations, the Bank had arranged for e-voting facility for all the members holding shares in the Bank as on the cut-off date i.e. July 21, 2023.

The remote e-voting period commenced on Monday, July 24, 2023 at 9:00 A.M. IST and ended on Thursday, July 27,



2023 at 5.00 P.M. IST.

Further, the Members attending this meeting and who have not cast their vote during the remote e-voting period were informed about the availability of the facility to vote during the meeting.

He then informed that the results of the remote e-voting and e-voting during the 7th AGM, together with the Report of the Scrutinizer thereon will be disclosed to the Stock Exchanges and will be available on the website of the Bank within 2 (Two) working days.

The Company Secretary further informed the members that the Statutory Auditors and Secretarial Auditor have expressed unqualified and unmodified opinion without any reservation or adverse remarks in their respective reports for the FY 2022-23. The Statutory Auditors' Report on Financial Statements and Secretarial Audit Report form part of the Annual Report. Since, the audit reports were circulated to the members electronically with their consent the same were taken as read.

As the Notice convening the 7th meeting along with the Annual Report were circulated to the members of the Bank, same was taken as read.

11. Resolutions

Following business, as set out in the Notice of the 7th AGM, were considered at the AGM:

Ordinary Business			
Item No.	Resolution Type	Resolution	Manner of Voting
1	Ordinary	TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE BANK FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.	E-Voting
2	Ordinary	DECLARATION OF FINAL DIVIDEND FOR THE FINANCIAL YEAR 2022-23.	E-Voting
3	Ordinary	REAPPOINTMENT OF MR. SAMIT KUMAR GHOSH (DIN: 00185369), WHO RETIRES BY ROTATION AS A DIRECTOR AND, BEING ELIGIBLE, SEEKS RE-APPOINTMENT.	E-Voting
Special Business			
1	Special	REAPPOINTMENT OF MS. RAJNI MISHRA (DIN: 08386001) AS AN INDEPENDENT DIRECTOR OF THE BANK.	E-Voting
2	Special	REAPPOINTMENT OF MR. RAJESH KUMAR JOGI (DIN: 03341036) AS AN INDEPENDENT DIRECTOR OF THE BANK.	E-Voting

12. Q&A Session

The Company Secretary requested the members to put forth their questions, suggestion or observation and seek



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clarification, if any.

All the queries, feedback, suggestions received from the members were appropriately addressed by the management team led by the MD & CEO.

13. Conclusion

The Chairman thanked all the shareholders, directors and other invitees for attending the 7th AGM and concluded the meeting. He further informed the members that the e-voting will be available for the next 15 minutes. He also authorised the Company Secretary to declare the results of the remote e-voting as well votes cast through e-voting during the AGM.

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Name of the Company	UJJIVAN SMALL FINANCE BANK LIMITED
Date of the AGM/EGM	28-07-2023
Total number of shareholders on record date	310235
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	77

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE BANK FOR THE FINANCIAL YEAR ENDED MARCH 31, 2023 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,440,036,800	1,440,036,800	100.0000	1,440,036,800	0	100.0000	0.0000	0	0
	Less: Not considered as per Banking Regulation Act, 1949*		931,774,328		931,774,328	0	0.0000	0.0000	0	0
	Votes Considered		508,262,472		508,262,472	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total			508,262,472	100.0000	508,262,472	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	216,932,828	100,888,719	46.5069	100,888,719	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		100,888,719	46.5069	100,888,719	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	297,886,032	5,273,646	1.7704	5,269,730	3,916	99.9257	0.0742	0	7,967
	Poll		226,936	0.0762	226,936	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,500,582	1.8466	5,496,666	3,916	99.9288	0.0712	0	7967
Total	1,954,855,660	614,651,773	31.4423	614,647,857	3,916	99.9994	0.0006	0	7967	

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - TO DECLARE FINAL DIVIDEND FOR THE FINANCIAL YEAR 2022-23									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,440,036,800	1,440,036,800	100.0000	1,440,036,800	0	100.0000	0.0000	0	0
	Less: Not considered as per Banking Regulation Act, 1949*		931,774,328		931,774,328	0	0.0000	0.0000	0	0
	Votes Considered		508,262,472		508,262,472	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total			508,262,472	100.0000	508,262,472	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	216,932,828	100,888,719	46.5069	100,888,719	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		100,888,719	46.5069	100,888,719	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	297,886,032	5,273,678	1.7704	5,270,017	3,661	99.9305	0.0694	0	7,933
	Poll		226,936	0.0762	226,936	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,500,614	1.8466	5,496,953	3,661	99.9334	0.0666	0	7933
Total	1,954,855,660	614,651,805	31.4423	614,648,144	3,661	99.9994	0.0006	0	7933	

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - TO REAPPOINT MR. SAMIT KUMAR GHOSH (DIN 00185369), WHO RETIRES BY ROTATION AS A DIRECTOR AND, BEING ELIGIBLE, SEEKS RE-APPOINTMENT									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting		1,440,036,800	100.0000	1,440,036,800	0	100.0000	0.0000	0	0

	Less: Not considered as per Banking Regulation Act, 1949*	1,440,036,800	931,774,328		0	0	0.0000	0.0000	0	0
	Votes Considered		508,262,472		508,262,472	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Promoter and Promoter Group	Total		508,262,472	100.0000	508,262,472	0	100.0000	0.0000	0	0
	E-Voting	216,932,828	100,888,719	46.5069	96,964,200	3,924,519	96.1100	3.8899	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	Total		100,888,719	46.5069	96,964,200	3,924,519	96.1101	3.8899	0	0
	E-Voting	297,886,032	5,272,558	1.7700	5,259,001	13,557	99.7428	0.2571	0	9,055
	Poll		226,936	0.0762	226,936	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Non Institutions	Total		5,499,494	1.8462	5,485,937	13,557	99.7535	0.2465	0	9055
	Total	1,954,855,660	614,650,685	31.4423	610,712,609	3,938,076	99.3593	0.6407	0	9055

Resolution No.	4									
Resolution required: (Ordinary/ Special)	SPECIAL - TO APPROVE THE REAPPOINTMENT OF MS. RAJNI MISHRA (DIN 08386001) AS AN INDEPENDENT DIRECTOR OF THE BANK									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting	1,440,036,800	1,440,036,800	100.0000	1,440,036,800	0	100.0000	0.0000	0	0
	Less: Not considered as per Banking Regulation Act, 1949*	1,440,036,800	931,774,328		0	0	0.0000	0.0000	0	0
	Votes Considered		508,262,472		508,262,472	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Promoter and Promoter Group	Total		508,262,472	100.0000	508,262,472	0	100.0000	0.0000	0	0
	E-Voting	216,932,828	100,888,719	46.5069	100,888,719	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	Total		100,888,719	46.5069	100,888,719	0	100.0000	0.0000	0	0
	E-Voting	297,886,032	5,269,350	1.7689	5,180,940	88,410	98.3221	1.6778	0	12,261
	Poll		226,936	0.0762	226,936	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Non Institutions	Total		5,496,286	1.8451	5,407,876	88,410	98.3915	1.6085	0	12261
	Total	1,954,855,660	614,647,477	31.4421	614,559,067	88,410	99.9856	0.0144	0	12261

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - TO APPROVE THE REAPPOINTMENT OF MR. RAJESH JOGI (DIN 03341036) AS AN INDEPENDENT DIRECTOR OF THE BANK									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	E-Voting	1,440,036,800	1,440,036,800	100.0000	1,440,036,800	0	100.0000	0.0000	0	0
	Less: Not considered as per Banking Regulation Act, 1949*	1,440,036,800	931,774,328		0	0	0.0000	0.0000	0	0
	Votes Considered		508,262,472		508,262,472	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Promoter and Promoter Group	Total		508,262,472	100.0000	508,262,472	0	100.0000	0.0000	0	0
	E-Voting	216,932,828	100,888,719	46.5069	100,888,719	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	Total		100,888,719	46.5069	100,888,719	0	100.0000	0.0000	0	0
	E-Voting	297,886,032	5,272,558	1.7700	5,256,209	16,349	99.6899	0.3100	0	9,055
	Poll		226,936	0.0762	226,936	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Public- Non Institutions	Total		5,499,494	1.8462	5,483,145	16,349	99.7027	0.2973	0	9055
	Total	1,954,855,660	614,650,685	31.4423	614,634,336	16,349	99.9973	0.0027	0	9055

*NOTE -Ujivan Financial Services Limited ("UFSL or Promoter") holds 144,00,36,800 equity shares amounting to 73.66% of the total equity capital of the Bank. However, its voting rights are restricted to 26% of the total equity share capital of the Bank in terms of Section 12(2) of the Banking Regulation Act, 1949. Accordingly, excess of 26% of shareholding/voting rights of UFSL has not been considered in accordance with Section referred to above. Hence, out of 1,95,48,55,660 total equity shares of the Bank, only 50,82,62,472 equity shares forming 26% of the total equity share capital of the Bank is considered for the purpose of eligible voting rights of the Promoters.



CS S KANNAN
Complete Compliance



SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014.

To,

The Chairman / Authorized Person
Ujjivan Small Finance Bank Limited
Grape Garden, No. 27, 3rd "A" Cross,
18th Main, 7th Block, Koramangala,
Bengaluru - 560 095.

Dear Sir,

Sub: Scrutinizer's Report for 7th Annual General Meeting of the Equity Shareholders of Ujjivan Small Finance Bank Limited, held on Friday, 28th July 2023, at 03.00 p.m. IST through Video Conferencing / Other Audio-Visual Means.

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I, S Kannan, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of Ujjivan Small Finance Bank Limited (the Bank) CIN: L65110KA2016PLC142162, for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the 7th Annual General Meeting (AGM) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), in respect of the below mentioned Resolutions proposed at the 7th AGM of the Equity Shareholders of the Bank held on Friday, 28th July 2023 at 3.00 p.m. IST through Video Conferencing (VC) / Other Audio Visual Means (OAVM), hereby submit my report.

The Management of the Bank is responsible for ensuring compliance with the requirements of the Companies Act, 2013, Listing Regulations and Rules and Circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) relating to conducting of AGM through VC/OAVM and voting through electronic means on the Resolutions specified in the AGM Notice dated 14th June 2023. My responsibility as a Scrutinizer for the voting process is restricted to make a consolidated Scrutinizer Report of the votes cast "in favour" or "against" the Resolutions based on the reports generated from the e-voting system both through remote e-voting and e-voting during the AGM.

Accordingly, I submit my report as under:

1. The e-voting facility both for remote e-voting and e-voting during the AGM was provided by KFin Technologies Limited (KFinTech).



GST No. 29ADZPK4574H1ZP
Peer Review Cert. No. 1695/2022
MSME Regn. No. KR03D0161932

S KANNAN AND ASSOCIATES
Company Secretaries

FCS 6261, PCS No. 13016, Firm No. S2017KR473100
13, Ground Floor, 1st Main Road, Venkateshwara Layout
Attiguppe, Vijayanagara, Bengaluru - 560 040
Email : cs.skannan@gmail.com | kannans@kannancs.in
Mobile : 98450 58441 www.kannancs.in



2. In terms of General Circulars No. 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, 20/2020 dated 05.05.2020, 2/2021 dated 13.01.2021, 2/2022 dated 05.05.2022, and 10/2022 dated 28.12.2022 respectively issued by Ministry of Corporate Affairs, (MCA Circulars), read with Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12.05.202 and SEBI/HO/CFD/ CMD2/CIR/P/ 2021/11 dated 15.1.2021 and SEBI/HO/CFD/PoD-2/P/ CIR/ 2023/4 dated January 5, 2023 respectively issued by the SEBI, the Bank had sent the AGM Notice through electronic mode to those Members whose E-mail addresses were registered with the Bank/Depositories. Accordingly, the communication of assent or dissent of the Members on the Resolutions stated in the Notice of the 7th AGM of the Bank, took place, only through the remote e-voting system and e-voting system during the AGM.
3. The Equity Shareholders holding shares as on Friday, July 21, 2023, i.e. "cut-off date", were entitled to vote on the Resolutions stated in the Notice of the 7th AGM of the Bank.
4. For those Members who have not registered their email ids with the Bank's RTA/Depositories, the Bank had made necessary arrangements to register the email ids, to receive AGM Notice, Annual Report and e-voting user ID and password. Detailed procedure was given in the Notice to shareholders for the 7th AGM.
5. The Public advertisement in terms of the MCA Circulars with respect to 7th AGM was published on 30th June 2023 in the editions of "Financial Express" in English Newspaper and the editions of "Hosadigantha" in Kannada Newspaper.
6. The Members were informed vide the AGM notice that they were required to give their assent for or dissent against the Resolutions stated in the AGM Notice, either through remote e-voting facility or through the e-voting facility during the AGM. The remote e-voting was kept open from Monday, July 24, 2023, 09:00 AM up to Thursday, July 27, 2023, 05:00 PM (both days inclusive).
7. Pursuant to the provisions of Listing Regulations and the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any amendments thereto), the Bank has provided electronic voting facility (e-voting) to the Members of the Bank and has engaged the KFintech for providing e-voting platform.
8. Particulars of all the Members who participated in the e-voting are separately maintained by Service Provider of the Bank i.e. KFintech.
9. Names of the Members who had voted by remote e-voting through the facility provided by KFintech had been blocked and only those Members who were present at the AGM through VC/OAVM and who had not casted their votes through the remote e-voting system, were allowed to cast their votes through e-voting system during the AGM.
10. 78 members attended the AGM through VC/OAVM.



S KANNAN AND ASSOCIATES

Company Secretaries

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11. After declaration of commencement of voting by the Chairman, the Members present in the AGM through VC/OAVM voted through E-voting provided by KFintech at the AGM. The e-voting facility was kept open for 15 minutes. Out of 78 members who attended the AGM through VC, 18 members voted through the E-voting at AGM.
12. I have considered all electronic votes recorded from Monday, July 24, 2023, 09:00 AM up to Thursday, July 27, 2023, 05:00 PM (both days inclusive), being the last date and time fixed by the Bank for remote e-voting and all electronic votes cast during the AGM, through the e-voting facility i.e., E-voting.
13. A summary of the electronic voting confirmations (e-votes) received for the Resolutions given in the Notice referred to above, seeking Members' approval as downloaded from the remote e-voting system of KFintech and votes cast at the AGM through E-voting facility and the total votes cast in favour or against all the Resolutions proposed in the Notice of the AGM are as under:

Res. No.	Resolution	E-VOTING		Result
		For	Against	
1	To receive, consider and adopt the audited financial statements of the bank for the financial year ended March 31, 2023 and the reports of the board of directors and auditors thereon	614647857	3916	Passed with requisite majority
2	To declare final dividend for the financial year 2022-23	614648144	3661	Passed with requisite majority
3	To reappoint Mr. Samit Kumar Ghosh (DIN: 00185369), who retires by rotation as a director and, being eligible, seeks re-appointment	610712609	3938076	Passed with requisite majority
4	To approve the reappointment of Ms. Rajni Mishra (DIN: 08386001) as an Independent Director of the Bank	614559067	88410	Passed with requisite majority
5	To approve the reappointment of Mr. Rajesh Jogi (DIN: 03341036) as an Independent Director of the Bank	614634336	16349	Passed with requisite majority

Note: Ujjivan Financial Services Limited ("UFSL or Promoter") holds 144,00,36,800 equity shares amounting to 73.66% of the total equity capital of the Bank. However, its voting rights are restricted to 26% of the total equity share capital of the Bank in terms of Section 12(2) of the Banking Regulation Act, 1949. Accordingly, excess of 26% of shareholding/voting rights of UFSL has not been considered in accordance with Section referred to above. Hence, out of 1,95,48,55,660 total equity shares of the Bank, only 50,82,62,472 equity shares forming 26% of the total equity share capital of the Bank is considered for the purpose of eligible voting rights of the Promoters.



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GST No. 29ADZPK4574H1ZP
Peer Review Cert. No. 1695/2022
MSME Regn. No. KR03D0161932



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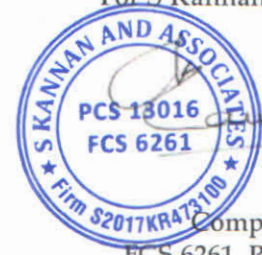
14. Details of the electronic voting received for the Resolutions given in the Notice referred to above, seeking Members' approval as downloaded from the remote e-voting system of KFintech and votes casted at the AGM through E-voting facility is given in **Annexure-1**

I write to state that all Resolutions set out in the AGM Notice dated 14th June 2023 are approved by Members of the Bank with requisite majority. You may accordingly declare the results as per law.

Further I state that:

- A list of equity shareholders who have cast their vote through E-voting and through E-voting at the AGM has been shared with you.
- The electronic data and all other relevant records relating to the e-voting shall remain in my safe custody and shall be handed over to you for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Yours truly,
For S Kannan & Associates



S Kannan
Company Secretary

FCS 6261, PCS 13016

Place: Bengaluru
Date: 28th July 2023

UDIN No.F006261E000696973

Encl: Annexure-1

S KANNAN AND ASSOCIATES

Company Secretaries

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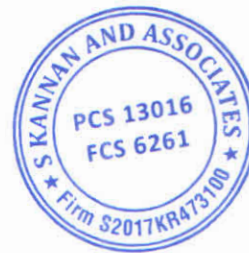
ANNEXURE -1

UJJIVAN SMALL FINANCE BANK LIMITED

Resol ution	Mode	Ballots Receive d	Total Shares	Favour		Against		Invalid		Abstain		Less Voted
				Ballots	Votes	Ballots	Votes	Ballots	Votes	Ballots	Votes	Votes
1	ELE	585	1547005687	559	614420921	14	3916	0	0	13	7967	798555
	IPOLL	18	226936	18	226936	0	0	0	0	0	0	0
	TOTAL	603	1547232623	577	614647857	14	3916	0	0	13	7967	798555
2	ELE	585	1547005687	563	614421208	12	3661	0	0	11	7933	798557
	IPOLL	18	226936	18	226936	0	0	0	0	0	0	0
	TOTAL	603	1547232623	581	614648144	12	3661	0	0	11	7933	798557
3	ELE	585	1547005687	538	610485673	37	3938076	0	0	14	9055	798555
	IPOLL	18	226936	18	226936	0	0	0	0	0	0	0
	TOTAL	603	1547232623	556	610712609	37	3938076	0	0	14	9055	798555
4	ELE	585	1547005687	540	614332131	32	88410	0	0	15	12261	798557
	IPOLL	18	226936	18	226936	0	0	0	0	0	0	0
	TOTAL	603	1547232623	558	614559067	32	88410	0	0	15	12261	798557
5	ELE	585	1547005687	545	614407400	29	16349	0	0	14	9055	798555
	IPOLL	18	226936	18	226936	0	0	0	0	0	0	0
	TOTAL	603	1547232623	563	614634336	29	16349	0	0	14	9055	798555

Note: Out of 1440036800 shares held by Promoters only 508262472 shares amounting to 26% of the total equity is considered valid. Thus deducted 931774328 shares from the total shares voted.

For S Kannan & Associates



S Kannan

Company Secretary

FCS 6261, PCS 13016

UDIN No. F006261E000696973

Place: Bengaluru

Date: 28th July 2023

S KANNAN AND ASSOCIATES

Company Secretaries

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