

USFB/CS/SE/2021-22/104

Date: March 27, 2022

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

Symbol: UJJIVANSFB

Scrip Code: 542904

Dear Sir/Madam,

Sub: Intimation under Regulation 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)- Voting Results along with the Report of the Scrutinizer

Further to our letter bearing reference no. **USFB/CS/SE/2021-22/98** dated February 23, 2022 whereby we had submitted the Postal Ballot Notice dated February 21, 2022, we hereby inform you that the E-voting was open from February 25, 2022, 09:00 A.M. (IST) to March 26, 2022, 05:00 P.M. (IST).

Pursuant to captioned Regulations, we hereby enclose the following:

1. Report of the Scrutinizer dated March 27, 2022
2. Voting Results pursuant to Regulation 44 of the SEBI Listing Regulations in prescribed format

Further, we hereby inform you that all the Resolutions mentioned in the aforesaid Notice have been passed with requisite majority.

The said Result and Report are also available on the website of the Bank i.e. www.ujjivansfb.in

We request you to take note of the above.

Thanking You,

Yours faithfully,

For UJJIVAN SMALL FINANCE BANK LIMITED

Sanjeev Barnwal

Head of Regulatory Framework



CS S KANNAN
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SCRUTINIZER'S REPORT

(Pursuant to section 110 of the Companies Act, 2013 and
Rule 22 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, 6th Block, Koramangala,
Bengaluru - 560 095.

Dear Sir,

Sub: Scrutinizer's Report - Postal Ballot Notice dated 21st February, 2022

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As you are aware, the Board of Directors of the Ujjivan Small Finance Bank Limited (CIN: L65110KA2016PLC142162) (Bank) had appointed me as a Scrutinizer on 21st February, 2022, for conducting the Postal Ballot voting process in a fair and transparent manner pursuant to the Companies Act, 2013 (the Act) 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).

The management of the Bank is responsible for ensuring compliance with the requirements of the Act, Listing Regulations and Rules relating to voting through electronic means on the resolution contained in the Postal Ballot notice dated 21st February, 2022.

My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer Report of the votes cast "in favour" or "against" the resolutions based on the reports generated from the e-voting system provided by the KFin Technologies Limited (formerly KFin Technologies Private Limited), the authorised service provider, for extending the facility of electronic voting to the Members of the Bank.

S KANNAN AND ASSOCIATES

Company Secretaries

FCS 6261, PCS No. 13016, Firm No. S2017KR473100.

13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040

Email: kannans@kannans.in, Mobile: 98450 58441, www.kannans.in

WE ARE REGISTERED MSME VIDE NO. KR03D0161932



Accordingly, I submit my report as under:

1. In terms of Section 110 of the companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Bank has issued a Postal Ballot notice dated 21st February, 2022 for passing the resolution mentioned in the said notice to its Members.
2. On 23rd February 2022 the Bank had circulated the postal ballot notice through email to its Members whose name(s) appeared in the Register of Members / list of beneficiaries as on 18th February 2022 and whose E-mail addresses were registered with the Bank/Depositories(Cut-Off date).
3. The Public advertisement with respect to despatch of Notice of Postal Ballot was published on 24th February 2022 in all India editions of Financial Express (English daily) and Hosadigantha (Kannada daily).
4. The Members were informed vide the Postal Ballot notice that they were required to give their assent or dissent for the proposal through e-voting facility which was kept open from 9.00 a.m. Friday, 25th February, 2022 and closed at 5.00 p.m. on Saturday, 26th March, 2022 (both days inclusive).
5. Pursuant to the provisions of SEBI (LODR) Regulations, 2015 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 had provided electronic voting facility (e-voting) to the Members of the Bank and engaged KFin Technologies Limited for providing e-voting platform. Email communication in respect of e-voting for postal ballot of the Bank was sent to the email addresses of demat shareholders which were registered with the Depositories and to physical shareholders whose email were registered with KFin Technologies limited (being the Registrar and Share Transfer agent of the Bank). The members holding shares either in physical form or in dematerialized form, as on the cut-off date i.e., 18th February 2022 were eligible to vote.
6. Particulars of all the Members who have voted through e-voting facility provided by the Bank are separately maintained.

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7. I have considered all the electronic votes recorded from 9.00 a.m. Friday, 25th February, 2022 and closed at 5.00 p.m. on Saturday, 26th March, 2022, being the last date and time fixed by the Bank.
8. A summary of the electronic voting received for the Special resolutions given in the Notice referred to above seeking Members' approval is as under:

Resolution No. 1:

To consider and approve raising of funds and issuance of securities up to Rs. 600 Crores through qualified institutions placement basis or through any other permissible mode, in one or more tranches.

In favour			Against			Result
No of Persons voted	No. of Votes	%	No of Persons voted	No. of Votes	%	
941	455443555	99.98	74	91661	0.02	Passed with requisite majority

Resolution No. 2:

Appointment of Mrs. Sudha Suresh (DIN: 06480567) as an Independent Director of the Bank

In favour			Against			Result
No of Persons voted	No. of Votes	%	No of Persons voted	No. of Votes	%	
893	455309823	99.95	100	215999	0.05	Passed with requisite majority

Note: Ujjivan Financial Services Limited ("UFSL or Promoter") holds 83.32% 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 have not been considered in accordance with Section referred to above. Hence, out of 144,00,36,800 equity shares held by the Promoters, only 44,93,61,693 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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9. List of members who participated in the e-voting is shared with the Head of Regulatory Framework of the Bank, by way of email.

I write to state that the special resolutions as set out in the Notice for Postal Ballot dated 21st February, 2022 is approved by the Members of the Bank with requisite majority. Accordingly, you may declare the results of the Postal Ballot as per law.

Yours truly,
For S Kannan & Associates



Digitally signed
by
SWAMINATHAN KANNAN
Date:
2022.03.27
17:51:10 +05'30'

S Kannan
Company Secretary
FCS 6261, PCS 13016
UDIN: F006261C003183270

Place: Bengaluru
Date: 27th March, 2022

S KANNAN AND ASSOCIATES

Company Secretaries

FCS 6261, PCS No. 13016, Firm No. S2017KR473100.

13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040

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Company Name	UJJIVAN SMALL FINANCE BANK LIMITED
Date of the AGM/EGM	Notice of Postal Ballot dated February 21, 2022
Total number of shareholders on record date	275741
No. of shareholders present in the meeting either in person or	Not Applicable
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	Not Applicable
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	SPECIAL - TO CONSIDER AND APPROVE RAISING OF FUNDS AND ISSUANCE OF SECURITIES UPTO RS. 600 CRORES THROUGH QUALIFIED							
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
Promoter and Promoter Group	E-Voting	1440036800	1440036800	100.0000	1440036800	0	100.0000	0.0000
	Less: Not considered as per Banking Regulation Act, 1949*		990675107	-	990675107	0	0.0000	0.0000
	Votes Considered		449361693	-	449361693	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total			449361693	100.0000	449361693	0	100.0000	0.0000
Public- Institutions	E-Voting	13527004	817637	6.0445	817637	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total			817637	6.0445	817637	0	100.0000	0.0000
Public- Non Institutions	E-Voting	274750401	5355886	1.9494	5264225	91661	98.2885	1.7114
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total			5355886	1.9494	5264225	91661	98.2885	1.7114
Total		1728314205	455535216	26.3572	455443555	91661	99.9799	0.0201

**Promoter holds 83.32% of total equity capital of the Bank. However, its voting rights is restricted to 26% of total voting rights in terms of Section 12(2) of the Banking Regulation Act, 1949. Accordingly, excess of 26% of voting rights of Promoter has not been considered in accordance with Section 12(2) of the Banking Regulation Act, 1949.*

Resolution required: (Ordinary/ Special)		SPECIAL - APPOINTMENT OF MS. SUDHA SURESH (DIN: 06480567) 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
Promoter and Promoter Group	E-Voting	1440036800	1440036800	100.0000	1440036800	0	100.0000	0.0000
	Less: Not considered as per Banking Regulation Act, 1949*		990675107	-	990675107	0	0.0000	0.0000
	Votes Considered		449361693	-	449361693	0	0.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total			449361693	100.0000	449361693	0	100.0000	0.0000
Public- Institutions	E-Voting	13527004	817637	6.0445	706400	111237	86.3953	13.6046
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total			817637	6.0445	706400	111237	86.3953	13.6046
Public- Non Institutions	E-Voting	274750401	5346492	1.9459	5241730	104762	98.0405	1.9594
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total			5346492	1.9459	5241730	104762	98.0405	1.9594
Total		1728314205	455525822	26.3567	455309823	215999	99.9526	0.0474

**Promoter holds 83.32% of total equity capital of the Bank. However, its voting rights is restricted to 26% of total voting rights in terms of Section 12(2) of the Banking Regulation Act, 1949. Accordingly, excess of 26% of voting rights of Promoter has not been considered in accordance with Section 12(2) of the Banking Regulation Act, 1949.*