

यूको बैंक



UCO BANK

सम्मान आपके विश्वास का

Honours Your Trust

HO/Finance/Share/78/2020-21

Date: 07.08.2020

**National Stock Exchange of India Ltd.**

"Exchange Plaza"

Plot no. C/1, G Block

Bandra-Kurla Complex, Bandra (E)

Mumbai – 400 051

**NSE Scrip Symbol: UCOBANK**

**BSE Limited**

Phiroze Jeejeebhoy Towers

Dalal Street, Fort,

Mumbai – 400 001

**BSE Scrip Code: 532505**

Dear Sir,

**Sub: Proceedings of 17<sup>th</sup> Annual General Meeting of the Shareholders of our Bank.**

We inform that 17<sup>th</sup> Annual General Meeting of the shareholders of UCO Bank held today i.e. Friday, 7<sup>th</sup> August, 2020 at 11.00 a.m through Video Conference/Other Audio Visual Means (VC/OAVM).

The shareholders considered the resolution relating to:

**Agenda Item No.1**

Approval and adoption of Balance Sheet and Profit and Loss Account of the Bank for the year ended 31st March 2020 together with the Report of Board of Directors on the working and activities of the Bank for the financial year 2019-20 and Auditors' Report on Balance Sheet and Accounts.

**Agenda Item No 2.**

Approval for raising of Equity capital through issue of 300,00,00,000 equity shares of Rs.10/- each through various capital raising options viz. Qualified Institutional Placement / FPO/ Preferential Issue or by any other means during the financial year 2020-21.

Above proposal has been **approved** by the shareholders through the remote e-voting facility and e-voting during the annual general meeting. Consolidated Votings Results on the agenda items are enclosed.

Yours faithfully,

**(N Purna Chandra Rao)**  
**Company Secretary**





CS. SAVITA JYOTI, B.Com., F.C.S.

**Consolidated Scrutinizer's Report**

*[Pursuant to section 108 and 109 of the Companies Act, 2013 read with rule 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To,  
Shri A. K. Goel  
Managing Director and Chief Executive Officer  
UCO BANK  
Head Office  
10, B.T.M. Sarani,  
Kolkata - 700 001.

Dear Sir,

I, Savita Jyoti, Practising Company Secretary, appointed as Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the 17<sup>th</sup> Annual General Meeting of the equity shareholders of UCO Bank scheduled on Friday, 7<sup>th</sup> August, 2020 at 11.00 a.m. through Video Conferencing / Other Audio Visual Means (VC/OAVM), 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, as amended. SEBI vide its circular dated May 12, 2020, in line with the Ministry of Corporate Affairs (MCA) circular dated May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "Circulars") provided relaxation to companies to hold its Annual General Meeting through VC/OAVM for the calendar year 2020.

In respect of the below mentioned resolutions proposed at the 17<sup>th</sup> Annual General Meeting of the equity Shareholders of UCO Bank held on 7<sup>th</sup> August, 2020 at 11.00 AM through VC/OACM, we hereby submit that :

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 17<sup>th</sup> Annual General Meeting of the bank is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.

A J .



**CS. SAVITA JYOTI, B.Com., F.C.S.**

2. The Bank appointed KFin Technologies Private Limited (KFin) as the agency for providing the platform for remote e-voting and e-voting during the AGM.
3. After the chairman fixed the time for closing of the e-voting by the shareholders present at the AGM through VC, votes cast through e-voting at AGM were unblocked scrutinized and reviewed, the votes were counted, and the results were prepared.
4. The logged in votes through remote e-voting were diligently scrutinized. The logged-in details of the shareholders were reconciled with the records maintained by KFin Technologies Private Limited and the authorizations lodged with the Bank.
5. The result of the remote e-voting resolution-wise is annexed herewith: Annexure A
6. The result of the e-voting at the AGM through VC, resolution-wise is annexed herewith: Annexure B
7. The Consolidated result resolution-wise of remote e-voting and e-voting at the AGM through VC is annexed herewith: Annexure C
8. The Reports on remote e-voting is based on the data downloaded from the remote e-voting platform provided by KFin Technologies Private Limited and votes cast through e-voting at the AGM through VC provided by KFin Technologies Private Limited.
9. Soft Copy of the list of equity shareholders who voted "FOR"/"AGAINST" for each resolution has been emailed to the Company Secretary
10. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary/Chairman for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.
11. As per the information given by the Bank / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by KFin had been blocked and only those members who were present at the AGM through VC/OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
12. Pursuant to provisions of Section 3 (2E) of the Banking Companies (Acquisition and Transfer of Undertaking) Act, 1970, voting rights of the shareholders other than Central Government is restricted to 10% of the total voting rights of all shareholders of the Bank.

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**ANNEXURE – A**  
**Remote e-voting Results**

- a) Resolution at Item No. 1 of the Notice dated July, 14<sup>th</sup> 2020 for the AGM: To discuss, approve and adopt the Balance Sheet together with statement of Profit & Loss and Cash flow of the Bank made upto 31<sup>st</sup> March, 2020, the Report of the Board of Directors on the working and activities of the Bank for the period ended 31<sup>st</sup> March, 2020 and Auditors report on Balance sheet and statement of Profit & Loss and Cash flow.

(i) Voted in favour of the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
197	9599624941	99.9999

(ii) Voted against the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
14	6042	0.0001

(iii) Abstain votes:

Number of members voted by remote e-voting	Total number of votes cast by them
7	1223091

- b) Resolution at Item No. 2 of the Addendum issued on 23<sup>rd</sup> July, 2020 to Notice dated July, 14<sup>th</sup> 2020 for the AGM: Raising of Equity Capital of the Bank

(i) Voted in favour of the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
195	9599724919	99.9977

(ii) Voted against the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
18	219036	0.0023

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CS. SAVITA JYOTI, B.Com., F.C.S.

(iii) Abstain votes:

Number of members voted by remote e-voting	Total number of votes cast by them
6	910176

13. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary/Chairman for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

**ANNEXURE – B**  
**Results of e-Voting at the AGM**

- a) Resolution at Item No. 1 of the Notice dated July, 14<sup>th</sup> 2020 for the AGM: To discuss, approve and adopt the Balance Sheet together with statement of Profit & Loss and Cash flow of the Bank made upto 31<sup>st</sup> March, 2020, the Report of the Board of Directors on the working and activities of the Bank for the period ended 31<sup>st</sup> March, 2020 and Auditors report on Balance sheet and statement of Profit & Loss and Cash flow.

(i) Voted in favour of the resolution:

Number of members voted through VC Instapoll	Number of votes cast by them	% of total number of valid votes cast
14	119136	100

(ii) Voted against the resolution:

Number of members voted through VC Instapoll	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Abstain votes:

Number of members voted through VC Instapoll	Total number of votes cast by them
0	0

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b) Resolution at Item No. 2 of the Addendum issued on 23<sup>rd</sup> July, 2020 to Notice dated July, 14<sup>th</sup> 2020 for the AGM: Raising of Equity Capital of the Bank

(i) Voted in favour of the resolution:

Number of members voted through VC Instapoll	Number of votes cast by them	% of total number of valid votes cast
14	119136	100

(ii) Voted against the resolution:

Number of members voted through VC Instapoll	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Abstain votes:

Number of members voted through VC Instapoll	Total number of votes cast by them
0	0

**ANNEXURE C**

**Consolidated Results**

Based on the result of remote e-voting and e-voting at the Annual General Meeting through VC, consolidated results of each item of the Agenda as set out in the Notice dated July 14, 2020 is as given below:

a) Resolution at Item No. 1 of the Notice dated July, 14<sup>th</sup> 2020 for the AGM: To discuss, approve and adopt the Balance Sheet together with statement of Profit & Loss and Cash flow of the Bank made upto 31<sup>st</sup> March, 2020, the Report of the Board of Directors on the working and activities of the Bank for the period ended 31<sup>st</sup> March, 2020 and Auditors report on Balance sheet and statement of Profit & Loss and Cash flow.

Particulars	Number of members voted	Number of Votes cast in			% of total number of valid votes cast
		Remote e-votes	Votes through VC Instapoll	Total	
<b>Voted in favour</b>	211	9599624941	119136	9599744077	99.9999
<b>Voted against</b>	14	6042	0	6042	0.0001
<b>Total</b>	225	9599630983	119136	9599750119	100

<b>Invalid/Abstained</b>	7	1223091	0	1223091
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Thus, the Ordinary Resolution as contained in Item No. 1 of the Notice dated July 14, 2020, is passed with requisite majority.

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**SAVITA JYOTI ASSOCIATES**  
**COMPANY SECRETARIES**

CS. SAVITA JYOTI, B.Com., F.C.S.

b) Resolution at Item No. 2 of the Addendum issued on 23<sup>rd</sup> July, 2020 to Notice dated July, 14<sup>th</sup> 2020 for the AGM: Raising of Equity Capital of the Bank

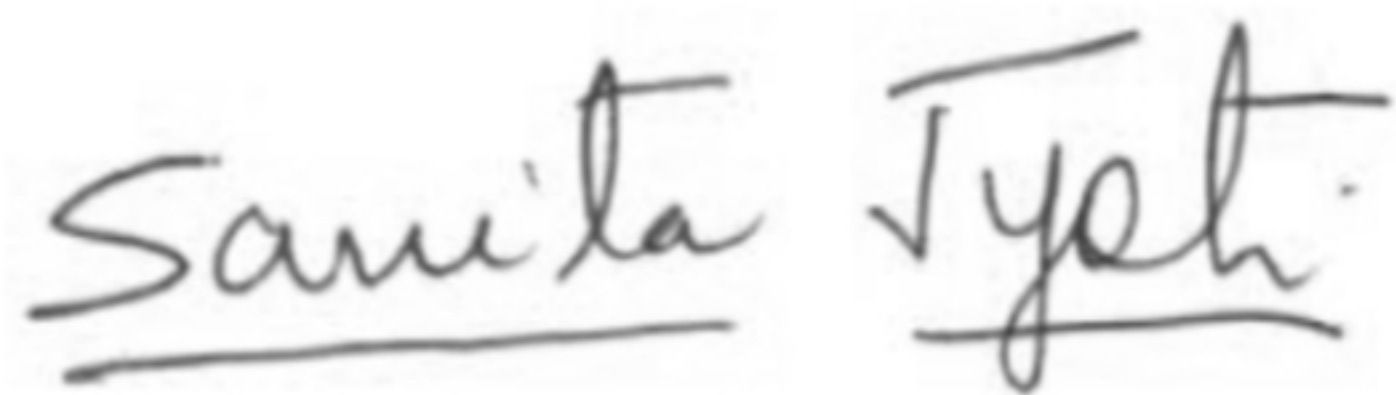
Particulars	Number of members voted	Number of Votes cast in			% of total number of valid votes cast
		Remote e-votes	votes through VC Instapoll	Total	
Voted in favour	209	9599724919	119136	9599844055	99.9977
Voted against	18	219036	0	219036	0.0023
<b>Total</b>	<b>227</b>	<b>9599943955</b>	<b>119136</b>	<b>9600063091</b>	<b>100</b>

<b>Invalid/Abstained</b>	6	910176	0	910176
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Thus, the Special Resolution as contained in Item No. 2 of the addendum Notice dated July 23, 2020, is passed with requisite majority.

Thanking you,  
Yours faithfully,

for Savita Jyoti Associates  
Company Secretaries



CS Savita Jyoti  
Practicing Company Secretary  
FCS 3738; CP 1796

Place: Hyderabad  
Dated: August 7, 2020

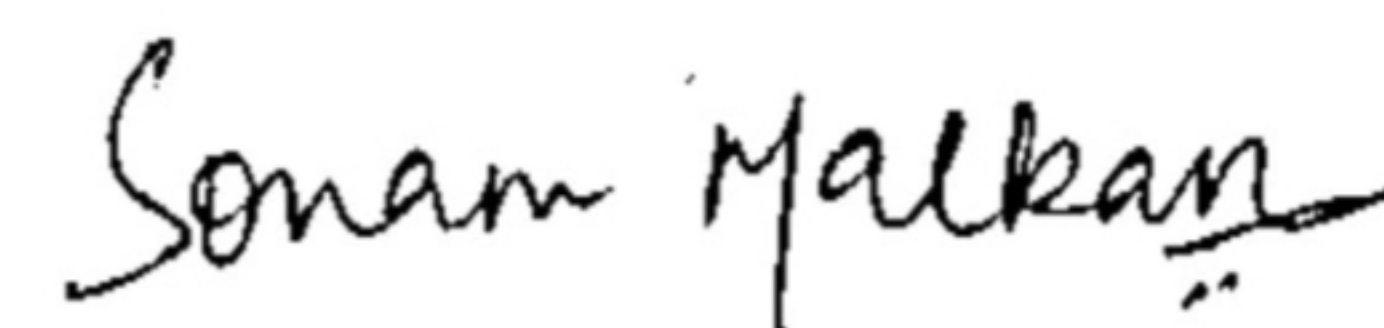
**SAVITA JYOTI, FCS 3738**  
Practicing Company Secretary  
Certificate of Practice No. 1796

Witness:

1.



2.





CS. SAVITA JYOTI, B.Com., F.C.S.

**SCRUTINIZER'S REPORT**

To  
The Managing Director and Chief Executive Officer  
UCO BANK  
Kolkata

Dear Sir,

I, have been appointed as Scrutinizer(s) for the purpose of the electronic voting taken on the below mentioned resolution(s), in connection with the 17<sup>th</sup> Annual General Meeting of the Equity Shareholders of UCO BANK held on 7<sup>th</sup> August, 2020 at 11.00 AM through VC/OAVM .I submit my report as under:

1. The Bank has informed that, on the basis of the Register of shareholders and the List of Beneficiary owners made available by the depositories viz National Securities Depository Limited (NSDL) and Central Depository Services (CDSL), The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Bank / Depositories / Depository Participants pursuant to MCA Circular No.20/2020 dated May 05,2020 read with Circular No. 14/2020 dated April 08, 2020 and Circular No.17/2020 dated April 13, 2020 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020.
2. The e-voting period commenced from 9 a.m. on 4<sup>th</sup> August, 2020 upto 05.00 p.m. 6<sup>th</sup> August, 2020 (both days inclusive);
3. For the purpose of my scrutiny, the e-voting, members demographic details, their voting rights and voting pattern were provided by KFin;
4. The voting rights were reckoned as on July 31, 2020 being the cut-off date for the purpose of deciding the entitlements of shareholders at the remote e-voting platform.
5. The e-votes were scrutinised and the shareholding was matched / confirmed with the Register of members of the Bank; and

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**SAVITA JYOTI ASSOCIATES**  
**COMPANY SECRETARIES**

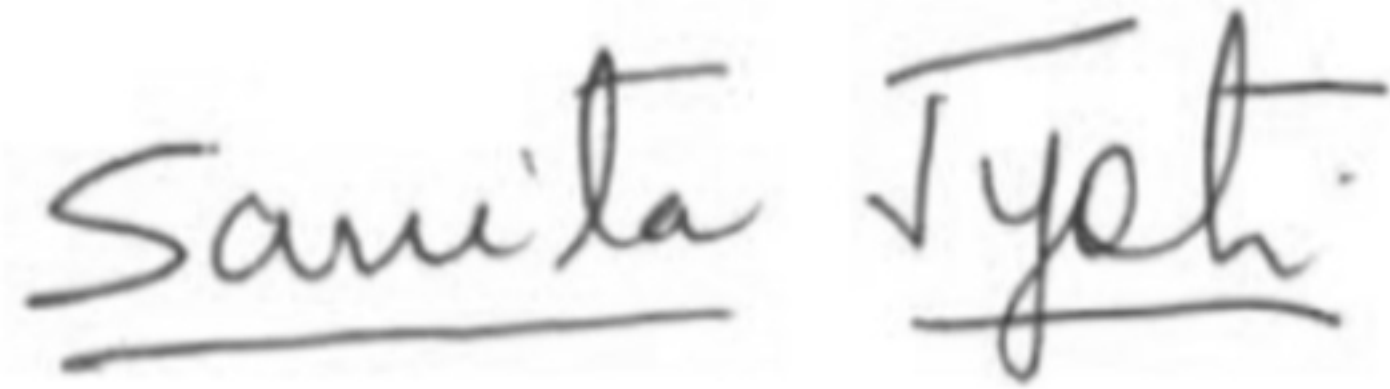
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**CS. SAVITA JYOTI, B.Com., F.C.S.**

6. All e-votes received up to the close of working hours on 06<sup>th</sup> August, 2020 and last date and time fixed by the Bank for receipt of the e-votes were considered for my scrutiny.
7. Few of those members present at the AGM through VC/OAVM and had not voted on remote e-voting, have casted their votes through e-voting system during the AGM.

The report on consolidated voting results casted through remote-voting and e-voting during the AGM is enclosed herewith.

Thanking you  
for **Savita Jyoti Associates**  
Company Secretaries



CS Savita Jyoti  
Practicing Company Secretary  
FCS 3738; CP 1796

**SAVITA JYOTI, FCS 3738**  
Practicing Company Secretary  
Certificate of Practice No. 1796

Place: Hyderabad  
Dated: August 7, 2020