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सम्मान आपके विश्वास का



**UCO BANK**  
Honours Your Trust



HO/Finance/Share/301/2024-25

Date: 22.01.2025

**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**

Madam/ Dear Sir,

**Extraordinary General Meeting – Proceedings and Scrutinizer Report**

We enclose the proceedings of the Extraordinary General Meeting of the shareholders of the Bank held today i.e. 22.01.2025 at 11.00 am through Video Conference/Other Audio Visual Means (VC/OAVM) in compliance with Reg.30 of SEBI (LODR) Regulations 2015.

We enclose the Scrutinizer Report issued by S N Ananthasubramanian & Co., Company Secretaries.

Please take the same on your records and disseminate.

Yours sincerely,  
For UCO Bank

**(Vikash Gupta)**  
**Company Secretary**



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**Proceedings of the Extraordinary General Meeting of the Bank held on Wednesday, 22<sup>nd</sup> January 2025 through Video Conference/Other Audio-Visual Means (VC/OAVM)**

1. As per the notice dated 23<sup>rd</sup> December 2024, the Extraordinary General Meeting (EGM) of the shareholders of the Bank commenced at 11.00 am on Wednesday 22<sup>nd</sup> January 2025 through Video Conference/Other Audio-Visual Means (VC/OAVM).
2. The EGM was attended by 15 members including 1 Authorised representative of Government of India (GOI).
3. Shri Vikash Gupta, Company Secretary of the Bank welcomed the shareholders at the EGM and provided overview of agenda.
4. In terms of Regulation 59 (i) of the UCO Bank (Shares and Meetings) Regulations 2003, Shri Aravamudan Krishna Kumar, Non-Executive Chairman of the Bank took the chair of the EGM. He then welcomed the shareholders present at the EGM through VC/OAVM. The Chairman called the meeting to order as the requisite quorum was present as per Regulation 58 (i) of UCO Bank (Shares and Meetings) Regulations, 2003.
5. The Chairman introduced the Directors and Authorised Representative of GOI present in the meeting.
6. As the Notice convening the EGM had already been sent to the shareholders in the prescribed manner as well as published in the newspapers and also hosted on the website of the Bank, the Chairman with the consent of the shareholders present, took the Notice as read.
7. The Chairman informed the shareholders that agenda relating to election of shareholder director had not been considered in this EGM as Bank had received only one valid nomination i.e., from Ms. Rachna Khare, before the last date fixed for the purpose of submission of nomination. After scrutiny and assessment of fit and proper status as per RBI guidelines, Ms. Rachna Khare had been elected as shareholder Director and assumed office of shareholder director on 10.01.2025 as per Clause 66 of UCO Bank (Shares and Meetings) Regulations, 2003.
8. The Chairman, then, moved the following resolutions, proposed in the EGM Notice dated 23<sup>rd</sup> December 2024 :

Agenda - Approval of the appointment of Dr. Sarada Prasan Mohanty as RBI Nominee Director on the Board of the Bank w.e.f. 5<sup>th</sup> August 2024

In this regard, Shareholders were informed that vide Government of India's notification dated 05.08.2024, Dr. Sarada Prasan Mohanty was appointed as the RBI Nominee Director on the Board of the Bank w.e.f. 5<sup>th</sup> August 2024 or until further orders, whichever is earlier in terms of Section 9(3)(c) of the Banking Companies (Acquisition and Transfer of Undertakings) Act 1970.



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Shareholders were further informed that as per proviso to Clause 17(1C) of the SEBI Listing Regulations, 2015, appointment of Director has to be approved at the meeting of the Shareholders. Accordingly, the appointment of Dr. Sarada Prasan Mohanty as RBI Nominee Director was placed for shareholders' approval at Extraordinary General Meeting.

9. The Chairman then requested the shareholders who had not casted their vote through remote e-voting, to cast their vote through e-voting during the meeting.
10. Shareholders were informed that based on the scrutiny of the remote e-voting and e-voting at the meeting, Scrutinizer for this EGM would issue their report, based on which the voting results would be intimated to the stock exchanges and hosted on Bank's Website and e-voting Portal within 48 hours of the Meeting.
11. The Chairman expressed gratitude to the shareholders and informed that e-voting facility shall remain open for the next 15 minutes. The meeting was concluded thereafter.

Note - EGM started at 11.00 am and concluded at 11.25 am.

(Vikash Gupta)  
Company Secretary

Date : 22.01.2025  
Place : Kolkata



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

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ICSI Unique Code: P1991MH040400

**22<sup>nd</sup> January, 2025**

To,  
The Managing Director & Chief Executive Officer  
**UCO Bank**  
10, B. T. M. Sarani,  
Kolkata – 700 001

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your Shareholders during the Extraordinary General Meeting (EGM) of your Bank held on Wednesday, 22<sup>nd</sup> January, 2025 through Video Conferencing (“VC”) /Other Audio-Visual Means (“OAVM”).

We are pleased to submit the Scrutinizer’s Report, which is comprehensive and self-explanatory in all respects.

Digitally signed by VISWANATHAN  
NARAYANAN SATYAMANGALAM  
Date: 2025.01.22 14:40:59 +05'30'



**S. N. Viswanathan**  
**Partner**



**SCRUTINIZER'S REPORT**

<b>Name of the Bank</b>	<b>UCO Bank</b>
<b>Meeting</b>	<b>Extraordinary General Meeting</b>
<b>Day, Date &amp; Time</b>	<b>Wednesday, 22<sup>nd</sup> January, 2025 at 11:00 a.m.</b>
<b>Venue</b>	<b>Deemed Venue- 10, B.T.M. Sarani, Kolkata – 700 001</b>
<b>Mode</b>	<b>Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)</b>

**1. Appointment as Scrutinizer**

We were appointed as the Scrutinizer for the remote e-voting as well as e-voting by Shareholders for the Election of one Shareholder Director from amongst Shareholders of the Bank other than the Central Government and appointment of Dr. Sarada Prasan Mohanty, as RBI Nominee Director of the Bank, at the Extra Ordinary General Meeting (“EGM”) of UCO Bank (hereinafter referred to as ‘the Bank’) held on Wednesday, 22<sup>nd</sup> January, 2025 at 11.00 a.m. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer’s Report on the voting on the resolutions based on the reports generated from the electronic voting system.

**2. Dispatch of Notice convening the EGM**

2.1 Pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio Visual Means (OAVM), an advertisement was published in **Financial Express** in (English), **Jansatta** (Hindi), **Aajkal** in (Bengali), newspapers having electronic editions, on

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# **S. N. ANANTHASUBRAMANIAN & CO**

## **Company Secretaries**

**25<sup>th</sup> December, 2024** specifying the date & time of the EGM, availability of the notice on the Bank's website and website of Stock Exchanges, manner of registration of email ids by the shareholders (both physical and demat) who are yet to register their email ids with the Bank, manner of voting through remote e-voting or through e-voting system at the EGM etc.

2.2 The Bank also hosted the detailed notice of EGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **24<sup>th</sup> December, 2024**.

2.3 The Bank has informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by KFin Technologies Limited, Registrar and Share Transfer Agents ("RTA") of the Bank and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Bank completed dispatch of Notice of EGM by e-mail to **7,02,105** Shareholders who had registered their email ids with the Bank/ Depositories on **24<sup>th</sup> December, 2024**.

### **3. Cut-off date**

3.1 Voting rights with respect to the agenda Item No. 2 were reckoned as on **Wednesday, 15<sup>th</sup> January, 2025**, being the cut-off Date respectively for the purpose of deciding the entitlement of shareholders for remote e-voting and e-voting during the EGM.

### **4. Remote e-voting process**

#### **4.1 Agency**

The Bank appointed KFin Technologies Limited (KFin), as the agency for providing the platform for remote e-voting and e-voting during the EGM.

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**4.2 Remote e-voting period**

Remote e-voting platform was open from **09:00 a.m. on Saturday, 18<sup>th</sup> January, 2025 till 5:00 p.m. on Tuesday, 21<sup>nd</sup> January, 2025** and Shareholders were required to cast their votes electronically conveying their preference/ choice in respect of the candidates' contesting elections on the remote e-voting platform provided by KFin.

**5 Voting at the EGM**

5.1 In line with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting do not vote again during the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, KFin, the remote e-voting agency provided us with only the names, DP ID & Client ID/ folios and shareholding of the shareholders who had cast their votes through remote e-voting.

**6 Counting Process**

6.1 On completion of e-voting at the EGM, we unblocked the results of the remote e-voting and e-voting by shareholders at the EGM, on the platform provided by KFin and downloaded the results.

6.2 No Shareholder of the Bank other than the Central Government holds more than 10% of total voting rights of all Shareholders of the Bank, accordingly, provisions of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 with respect to restriction of voting rights are not applicable.

6.3 All the votes cast by the shareholders were found to be valid.



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# **S. N. ANANTHASUBRAMANIAN & CO**

## **Company Secretaries**

### **7. Results**

#### **7.1 Cancellation of Agenda Item No. 1 of the EGM**

The Bank has informed that with respect to Agenda Item No.1 pertaining to election of Shareholder Director, Ms. Rachna Khare has been elected as Shareholder Director of the Bank, unopposed. Accordingly, Agenda item No. 1 of EGM Notice has not been taken up at the Meeting.

7.2 The Consolidated Results with respect to the agenda item No. 2 as set out in the EGM Notice is enclosed herewith.

7.3 Based on the aforesaid results, we report that

7.3.1 Ordinary Resolution as set out in Item No. 2 of the Notice of the Extraordinary General Meeting dated 23<sup>rd</sup> December, 2024 has been passed with the requisite majority.

**For S. N. ANANTHASUBRAMANIAN & Co.**

**Company Secretaries**

**ICSI Unique Code: P1991MH040400**

**Peer Review Cert. No.: 5218/2023**

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**S N Viswanathan**

**Partner**

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**ICSI UDIN: A061955F003758428**

**22<sup>nd</sup> January, 2025 | Thane**





**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**CONSOLIDATED RESULTS**

**Item No. 2: To consider and approve the appointment of Dr. Sarada Prasan Mohanty, as RBI Nominee Director of the Bank.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	442	1155,76,72,189	1	100	443	1155,76,72,289	99.9343
<b>Dissent</b>	42	75,99,663	0	0	42	75,99,663	0.0657
<b>Total</b>	<b>484</b>	<b>1156,52,71,852</b>	<b>1</b>	<b>100</b>	<b>485</b>	<b>1156,52,71,952</b>	<b>100.0000</b>

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the Extraordinary General Meeting dated 23<sup>rd</sup> December, 2024 has been **passed with requisite majority**.

**For S. N. ANANTHASUBRAMANIAN & Co.**  
**Company Secretaries**

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SATYAMANGALAM  
Date: 2025.01.22 14:42:25 +05'30



**S. N. Viswanathan**  
**Partner**

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**ICSI UDIN: A061955F003758428**

**22<sup>nd</sup> January, 2025 | Thane**

*Report of Scrutinizer on remote e-voting process and voting by Shareholders during the EGM of UCO Bank held on 22<sup>nd</sup> January, 2025.*