

UJJIVAN/SE/2022-23/21

August 10, 2022

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East),
Mumbai 400 051
Kind Attention: Manager, Listing Department

BSE Limited
P.J. Tower,
Dalal Street
Mumbai 400 001
Kind Attention: Manager, Listing Compliance

Trading Symbol: UJJIVAN

SCRIP CODE: 539874

ISIN: INE334L01012

Dear Sir/Madam,

Subject: Notice of 18th Annual General Meeting of Ujjivan Financial Services Limited

The 18th Annual General Meeting (“AGM”) of the Company will be held on Friday, September 02, 2022 at 04.30 p.m. IST through Video Conferencing/Other Audio-Visual Means in compliance with the provisions of the Companies Act, 2013 and rules made thereunder read with relevant Circulars issued by Ministry of Corporate Affairs and SEBI, we hereby submit a copy of the Notice of 18th AGM of the Company.

The Notice of the 18th AGM and the said Annual Report has been sent by email today i.e. August 10, 2022 to the shareholders whose email addresses are registered with the depository participants / Registrar and Transfer Agent. The requirements of sending physical copy of the Notice of the AGM and Annual Report to the Members have been dispensed with vide circulars issued by the MCA and SEBI.

A copy of the Notice of the 18th AGM and this intimation shall be available on the website of the Company at www.ujjivan.com.

We request you to take note of the above.

Thanking You,

Yours faithfully,

For Ujjivan Financial Services Limited

Shashidhara S
Company Secretary
Encl: Notice of 18th AGM



UJJIVAN FINANCIAL SERVICES LIMITED

Corporate Identity Number: L65999KA2004PLC035329

Registered Office: Grape Garden, No. 27, 3rd A Cross, 18th Main, 6th Block, Koramangala, Bangalore – 560095, Karnataka, India.

NOTICE FOR THE 18TH ANNUAL GENERAL MEETING

Notice is hereby given that the **18th Annual General Meeting (AGM)** of the members of **Ujjivan Financial Services Limited** ('the Company') will be held on **Friday, September 02, 2022** at **04:30 PM** through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") in compliance with applicable provisions of the Companies Act, 2013 and in accordance with relevant circulars issued by Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI"). to transact the following business:

Ordinary Business:

Item No. 1 - Adoption of Financial Statements and the Reports of the Board of Directors and Auditors

To consider and if thought fit, to assent or dissent, to the following resolution to be passed as an Ordinary Resolution:

"RESOLVED THAT the Standalone and the Consolidated Audited Balance Sheet, Profit and Loss Account and the Cash Flow Statement for the Financial Year ended March 31, 2022 together with the Director's Report and Independent Auditor's Report thereon as circulated to the members and laid before the meeting be and are hereby received, considered, approved and adopted."

Item No. 2 - To appoint a director in place of Mr. Samit Ghosh (DIN: 00185369), who retires by rotation and being eligible, offers himself for re-appointment

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution

"RESOLVED THAT Mr. Samit Ghosh (DIN: 00185369), who retire by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

Special Business:

Item No. 3 – Appointment of Mr. Renzo Christopher Viegas (DIN: 07560087) as the Independent Director

To consider and if thought fit, to assent or dissent, to the following resolution(s) to be passed as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with read with Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable rules, if any, made thereunder (the "Act"), Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations") and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force), the provisions of the Articles of Association of the Company and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Renzo Christopher Viegas (DIN: 07560087) who meets all the criteria of independence as prescribed under the Companies Act, 2013 and SEBI Listing Regulations and has a valid independent director's databank registration certificate issued by the Indian Institute of Corporate Affairs (IICA), and who being eligible was appointed by the Board of the Company on December 16, 2021 as an Additional Independent Director of the Company with effect from December 17, 2021 and who holds office as such upto the date of the ensuing Annual General Meeting, and in respect of whom the Company has received a Notice in writing from him under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company, for a period of 3 years, with effect from December 17, 2021 and up to December 16, 2024 (both days inclusive), and whose office shall not be liable to retire by rotation during the said period, in terms of the provisions of Section 149 (13) of the Act."

By Order of the Board of Directors

Sd/-

Place: Bangalore

Shashidhara S

Date: August 04, 2022 Company Secretary and Compliance Officer

Notes for the e-AGM Notice:

1. In view of the ongoing COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, Circular no. 02/2021 dated January 13, 2021 and Circular no. 02/2022 dated May 05, 2022 (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (collectively "SEBI Circulars"), have permitted companies to conduct AGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 18th Annual General Meeting of the company is being conducted through Video Conferencing (VC) herein after called as "e-AGM".
2. e-AGM: The Company has appointed M/s KFin Technologies Limited ('KFin'), Registrars and Transfer Agents, to provide Video Conferencing facility for the Annual General Meeting and the attendant enablers for conducting of the e-AGM.
3. Pursuant to the provisions of the circulars of AMC on the VC/OVAM(e-AGM):
 - a. Members can attend the meeting through log in credentials provided to them to connect to Video conference. Physical attendance of the Members at the Meeting venue is not required
 - b. Appointment of proxy to attend and cast vote on behalf of the member is not available.
 - c. Body Corporates are entitled to appoint authorised representatives to attend the e-AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
4. The Members can join the e-AGM 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
5. No restrictions on account of FIFO entry into e-AGM in respect of large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.
6. The attendance of the Members (members logins) attending the e-AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Remote e-Voting: Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021 and May 05, 2022 the Company is providing facility of remote e-voting to its members through e-Voting agency KFin Technologies Limited.
8. Voting at the e-AGM: Members who could not vote through remote e-voting may avail the e-voting system provided at the venue by KFin Technologies Limited.
9. In line with the MCA Circular No. 17/2020 dated April 13, 2020, January 13, 2021 and May 05, 2022, the Notice calling the AGM has been uploaded on the website of the Company at www.ujjivan.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively is also available on the website of e-voting agency M/s KFin Technologies Limited at the website address <https://evoting.karvy.com/>

Instructions for the Members for attending the e-AGM through Video Conference:

1. Member will be provided with a facility to attend the e-AGM through video conferencing platform provided by M/s KFin Technologies Limited. Members may access the same at <https://emeetings.kfintech.com> and click on the "video conference" and access the shareholders/members login by using the remote e-voting credentials. The link for e-AGM will be available in shareholder/members login where the EVENT and the name of the company can be selected. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice.
2. Members are encouraged to join the Meeting through Laptops with Google Chrome for better experience. Further, Members will be required to allow Camera, if any, and hence use Internet with a good speed to avoid any disturbance during the meeting.
3. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore

recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

4. **AGM Questions prior to e-AGM:** Shareholders who would like to express their views/ask questions during the meeting may log into <https://emeetings.kfintech.com/> and click on "Post your Questions" and then may post their queries/views/questions in the window provided by mentioning the name, demat account number/folio number, email id, mobile number. Please note that, questions by the members will be answered only if the shareholder continues to hold the shares as of cut-off date benpos.
5. The Members may register themselves as speakers for the e-AGM to express their views by visiting <https://emeetings.kfintech.com> and click on 'Speaker Registration' during the remote e-voting period commencing from Tuesday, August 23, 2022 to Thursday, August 25, 2022. Members shall be provided a 'queue number' before the e-AGM. The Company reserves the right to restrict the speakers at the e-AGM to only those Members who have registered themselves, depending on the availability of time for the e-AGM.

Instructions for members for e-Voting during the e-AGM session:

1. The e-Voting "Thumb sign" on the left hand corner of the video screen shall be activated upon instructions of the chairman during the e-AGM proceedings. Shareholders shall click on the same to take them to the "instapoll" page.
2. Members need to click on the "Instapoll" icon to reach the resolution page and follow the instructions to vote on the resolutions.
3. Only those Members/ shareholders, who will be present in the e-AGM through Video Conference facility and have

not casted their vote through remote e-Voting are eligible to vote through e-Voting available during the e-AGM. However, members who have voted through remote e-Voting are eligible to attend the e-AGM.

Instructions for members for remote e-Voting:

1. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing the e-voting facility to its Members holding shares in physical or dematerialized form, as on the cut-off date, being **Friday, August 26, 2022**, to cast their vote through electronic means on all resolutions set forth in the Notice.
2. The e-voting period shall commence on **Monday, August 29, 2022 (09:00 A.M.)** and ends on **Thursday, September 01, 2022 (5:00 P.M.)**. Members, holding shares either in dematerialised form or physical form as on cut-off date, **Friday, August 26, 2022**, may cast their vote electronically during this period. The remote e-voting module shall be disabled at **5.00 p.m. on Thursday, September 01, 2022**. Once the vote on a resolution is cast by a Member, he/she shall not be allowed to change it subsequently or cast the vote again.

3. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing user of who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL, KARVY, LINK NTIME, CDSL. Click on e-Voting service provider name to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

4. Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542-43.

- On successful login, the system will prompt to select the 'Event' i.e., 'Company Name'. On the voting page, you will see Resolution description and against the same the option 'FOR / AGAINST / ABSTAIN' for voting. Enter the number of shares (which represents number of votes) under 'FOR / AGAINST / ABSTAIN' or alternatively, you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR / AGAINST' taken together should not exceed your total shareholding. If you do not want to cast your vote, select 'ABSTAIN'. After selecting the resolution you have decided to vote on, click on 'SUBMIT'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'OK', else to change your vote, click on 'CANCEL' and accordingly, modify your vote. Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/ JPG format) of certified true copy of relevant board resolution/authority letter, etc.

together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutiniser through email at kannans@kannancs.in in any may mark a copy to evoting@kfintech.com and compliance@ujjivanfin.com and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'UFSL_EVENT No'

- In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for Members at <https://evoting.kfintech.com/public/Faq.aspx> or call KFin on 1-800-345-4001 (toll free).

Please contact Mr. Mohd Mohsin Uddin, Senior Manager, KFin Technologies Ltd., Karvy Selenium Tower B, Plot number 31 & 32, Financial District, Gachibowli, Hyderabad 500032, mohsin.mohd@kfintech.com, Phone: +91 040 6716 1562, toll-free number 1800 345 4001 for any further clarifications.

Other Important Notes:

8. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto.
9. Members wishing to claim unclaimed dividends are requested to correspond with the Company Secretary of the Company at the Company's registered office. Members are requested to note that dividends which are not claimed within seven years from the date of transfer to the Company's Unpaid Dividend Account, will, as per the provisions of Section 205A of the Companies Act, 1956 (Section 124 of the Companies Act, 2013), be transferred to the Investor Education and Protection Fund.
10. SEBI has mandated the submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA
11. Members can avail of the facility of nomination in respect of shares held by them in physical form pursuant to the provisions of section 72 of the Companies Act, 2013. Members desiring to avail of this facility may send their nomination in the prescribed Form No. SH-13 duly filled, to KFin Technologies Limited ("KFin"), Registrar and Transfer Agent (RTA) of the Company. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
12. Brief profile and other required information about the Directors proposed to be appointed / re-appointed, as required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached to this Notice.
13. As required under Regulation 40(1) of SEBI Listing Regulations, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository except in case of transmission or transposition of securities.
14. The Board of Directors has appointed Mr. S. Kannan of M/s. S Kannan And Associates, bearing Firm No. S2017KR473100 (FCS 6261, holding CP No. 13016), as Scrutinizer to scrutinize the voting through Remote e-voting at e-AGM in a fair and transparent manner.
15. The Results on above resolutions shall be declared not later than 48 hours from the conclusion of the e-AGM of the Company and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favor of the resolutions.
16. The Results of voting declared along with Scrutinizer's Report(s) will be published on the website of the Company (www.ujjivan.com) and on Service Provider's website (<https://evoting.karvy.com>) within 48 hours from the conclusion of the AGM and the same shall also be simultaneously communicated to BSE Limited and the National Stock Exchange of India Limited.
17. Since the AGM is being held through VC in accordance with the MCA Circulars, the route map, proxy form and attendance slips are not being attached to this notice.
18. Detail of the process and manner of Remote e-voting along with the User ID and Password is being sent to all the Members along with this Notice. In case of any queries / grievances relating to voting by electronic means, the Members / Beneficial owners or in case any person, acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. **Friday, August 26, 2022** may obtain the login ID and password by sending a request to Mr. Mohd Mohsin Uddin, Senior Manager, KFin Technologies Ltd., Karvy Selenium, Tower B, Plot number 31 & 32, Financial District, Gachibowli, Hyderabad 500 032, mohsin.mohd@kfintech.com, Phone: +91 040 6716 1562 toll-free number 1-800-34-54-001.

In support of the Green Initiative, the Company hereby request Members who have not updated their email IDs to update the same with their respective Depository Participant(s) or with our RTA for receiving communications from the Company electronically. Further, Members holding shares in electronic mode are requested to direct change of address notifications and updates of savings bank account details to their respective Depository Participant(s). Members holding shares in physical mode are also requested to update their email addresses by writing to the RTA of the Company quoting their folio number(s).

By Order of the Board of Directors

Sd/-

Shashidhara S

Place: Bangalore

Company Secretary and Compliance Officer

Date: August 04, 2022

Membership No.: A30286

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

In respect of Resolution set out at Item No. 3

The Board of the Company on the recommendation of the Nomination and Remuneration Committee at its meeting held on December 16, 2021 has approved the appointment of Mr. Renzo Christopher Viegas (DIN: 07560087), as an Independent Director of the Company w.e.f. December 17, 2021 for a period of 3 years subject to the approval of shareholders.

Mr. Renzo Christopher Viegas holds a Bachelor of Commerce from the University of Mumbai, India. He is a Chartered Accountant and Fellow Member of the Institute of Chartered Accountants of India and a member of the Malaysian Institute of Accountants. He has extensive experience in the banking industry and started his career with Citibank India in 1985, where he progressively held senior positions in various Asia Pacific countries including leading the Consumer Finance business for Asia Pacific.

Thereafter he joined RHB Bank (Asean) in 2008, and was the Deputy Chief Executive officer with primary responsibilities for the Consumer, Commercial and International businesses.

In 2012, he moved to be Deputy Chief Executive Officer of CIMB Group (Asean) and was Executive Director of CIMB Bank leading the Consumer and Commercial franchises for the region. He was a non-independent director of CIMB Bank (Vietnam) Ltd and CIMB Cambodia Bank PLC. He was also a nonexecutive director of Sun Life Malaysia Assurance and Takaful Berhad.

He currently sits as an Independent director on the boards of Manulife Holdings Berhad and Manulife Insurance Berhad as well as Astro Malaysia Holdings Berhad. Both these companies are listed on the Kuala Lumpur Stock Exchange.

The Board, pursuant to the recommendation of the Nomination and Remuneration Committee (NRC) after due deliberations, unanimously agreed that Mr. Renzo Christopher Viegas with his extensive Banking experience can add value with his guidance to the Company and that he has the requisite qualification, skills, experience and expertise in specific functional areas, which will be beneficial to the Company and its stakeholders.

The NRC on the basis of the declarations and undertakings submitted by Mr. Renzo Christopher Viegas has verified that he is not debarred from holding the office of director pursuant

to any SEBI order and that he meets the fit and proper criteria for his appointment as a director on the Board of the Company. The NRC also took on record that Mr. Renzo Christopher Viegas has provided his consent for his proposed appointment as an independent director and has certified that he is not disqualified to become a director under the Companies Act, 2013 and that he meets all the criteria of independence as prescribed under the Companies Act, 2013 and SEBI Listing Regulations and he has a valid independent director's databank registration certificate issued by the Indian Institute of Corporate Affairs (IICA).

Mr. Renzo Christopher Viegas will be eligible to receive the prevalent sitting fees for attending every Board Meeting and Board Committee meeting in which he gets nominated as a member. In addition, he will be paid travelling expenses including airfare, hotel stay and car on rental basis for attending the meetings of the Board and such other expenses as are incurred by the Non-Executive Directors and allowed to be reimbursed as per the provisions of the Companies Act, 2013.

The office of Mr. Renzo Christopher Viegas shall not be liable to retire by rotation during the said period, in terms of the provisions of Section 149 (13) of the Act.

Mr. Renzo Christopher Viegas holds 37,548 equity shares (0.03%) of the Company and is not related to any other Director or Key Managerial Personnel of the Company. None of the Directors, Key Managerial Personnel and their relatives other than Mr. Renzo Christopher Viegas and his relatives are, in any way, concerned or interested in the said resolution except to the extent of their shareholding, if any.

The disclosures under Regulation 36(3) of SEBI-LODR and Secretarial Standards on general meetings (SS-2) of ICSI are appended.

Accordingly, the Board recommends the resolution set forth in item no. 3, for the approval by the members of the Company.

By Order of the Board of Directors

Shashidhara S

Company Secretary

Membership No.: A30286

Place: Bangalore

Date: August 04, 2022

Additional information on Directors being appointed/ re-appointed as required under Regulation 26(4) and Regulation 36 the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard-2 by ICSI:

Name of the Director	Mr. Samit Ghosh	Mr. Renzo Christopher Viegas
DIN	00185369	07560087
Date of Birth and Age	December 01, 1949; 72 years	October 09, 1961; 61 Years
Date of First Appointment on the Board	December 28, 2004	December 17, 2021
Brief Resume, Qualification, Experience and Nature of Expertise in specific functional areas	<p>Mr. Samit Ghosh was the erstwhile founder of the Company and has served as its MD & CEO until January 31, 2017. Thereafter he took charge as the MD & CEO of Ujjivan Small Finance Bank Limited effective from February 01, 2017 and retired on November 30, 2019 on attaining the age of 70 years.</p> <p>Prior to founding Ujjivan, Mr. Samit Ghosh was a career banker with over 30 years of experience in India & overseas with a specialization in retail banking. He was part of the management team which launched retail banking with Citibank in 1985, Standard Chartered Bank in 1993 and HDFC bank in 1996 and his last employment prior to founding Ujjivan was in Bank Muscat. Mr. Samit Ghosh holds a master of business administration degree from the Wharton School of Business at the University of Pennsylvania.</p> <p>He is also a Non-Executive Non-Independent Director of Ujjivan Small Finance Bank Limited.</p>	<p>Mr. Renzo Viegas holds a Bachelor of Commerce from the University of Mumbai, India. He is a Chartered Accountant and Fellow Member of the Institute of Chartered Accountants of India and a member of the Malaysian Institute of Accountants.</p> <p>He has extensive experience in the banking industry and started his career with Citibank India in 1985, where he progressively held senior positions in various Asia Pacific countries including leading the Consumer Finance business for Asia Pacific.</p> <p>Thereafter he joined RHB Bank (Asean) in 2008, and was the Deputy Chief Executive officer with primary responsibilities for the Consumer, Commercial and International businesses.</p> <p>In 2012, he moved to be Deputy Chief Executive Officer of CIMB Group (Asean) and was Executive Director of CIMB Bank leading the Consumer and Commercial franchises for the region. He was a non-independent director of CIMB Bank (Vietnam) Ltd and CIMB Cambodia Bank PLC. He was also a non-executive director of Sun Life Malaysia Assurance and Takaful Berhad.</p> <p>He currently sits as an Independent director on the boards of Manulife Holdings Berhad and Manulife Insurance Berhad as well as Astro Malaysia Holdings Berhad. Both these companies are listed on the Kuala Lumpur Stock Exchange.</p>
No. of Board Meetings attended during the year as a Director	9	2
Directorships held in other Companies	<p>Public Companies –</p> <ul style="list-style-type: none"> - Ujjivan Small Finance Bank Limited - Non Executive Director <p>Private Companies –</p> <ul style="list-style-type: none"> - Parinaam Foundation - Non Executive Director - WWB Management Services LLP 	<p>Private Companies -</p> <ul style="list-style-type: none"> - Dream Virtual Reality LLP – Designated Partner
Memberships / Chairmanships of Committees of other Boards	<p>Ujjivan Small Finance Bank Limited</p> <ol style="list-style-type: none"> 1. Risk Management Committee – Member 2. Nomination and Remuneration Committee – Member 3. Stakeholders and Relationship Committee – Member 4. IT Strategy Committee – Member 5. Customer Service Committee – Member 6. Review Committee of Wilful Defaulters – Member 7. Business Strategy Committee – Chairman 8. Merger and Placement Committee – Member 9. Committee of Directors - Member 	None

Remuneration last drawn	Sitting Fees only: FY21-22: Rs. 13.75 lacs FY22-23 (Upto June 30, 2022): Rs. 4.25 lacs	Sitting Fees only: FY21-22: Rs. 2.5 lacs FY22-23 (upto June 30, 2022): Rs. 3.25 lacs
Remuneration sought to be paid	Sitting fees as approved by the Board of Directors within the limits of the applicable laws.	Sitting fees as approved by the Board of Directors within the limits of the applicable laws.
Shareholding in the Company	36,076 equity shares (0.03%)	37,548 equity shares (0.03%)
Relationship with other Directors and Key Managerial Personnel of the Company	None	None

By Order of the Board of Directors

Sd/-

Shashidhara S

Company Secretary

Membership No.: A30286

Place: Bangalore

Date: August 04, 2022