

UJJIVAN/SE/2023-24/24

July 28, 2023

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

Dear Sir/Madam,

Subject: Outcome of 19th Annual General Meeting of the Company

We wish to inform you that the 19th Annual General Meeting (“AGM”) of the Company was held today, Friday, July 28, 2023 at 04:30 P.M. (IST) 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”).

The remote e-voting was open from Monday, July 24, 2023 (09.00 AM) to Thursday, July 27, 2023 (5.00 PM).

The Board of Directors had appointed Mr. S. Kannan, Practising Company Secretary (FCS 6261, holding CP No. 13016) as the Scrutinizer for the remote e-voting and voting process at the AGM. Mr. S Kannan has carried out the scrutiny of all the electronic votes received upto 5.00 PM on Thursday, July 27, 2023 and e-voting done at the AGM on July 28, 2023 and has submitted his consolidated report on July 28, 2023.

Based on the consolidated report of the Scrutinizer, all the resolutions (Ordinary Business) as set out in the notice of 19th AGM have been duly approved by the shareholders with requisite majority.

In this regard please find enclosed the following:

1. Proceedings of the 19th AGM of the Company, as required under Reg. 30, Part-A of Schedule III of the SEBI Listing Regulations as Annexure-A
2. Disclosure pertaining to the voting results of the remote e-voting and insta-poll conducted at the 19th AGM, pursuant to provisions of Reg. 44 (3) of Listing Regulations
3. Consolidated Report of the Scrutinizer dated July 28, 2023

The Annual Report for the FY 2022-23 has already been submitted to the exchanges.

The result along with the Scrutinizer’s Report is also available at the registered office of the Company and at the website of the Company www.ujjivan.com and in the website of our registrar <https://evoting.kfintech.com>.

Kindly take the same on record.

Thanking You,

Yours faithfully,

For Ujjivan Financial Services Limited

Shashidhara S
Company Secretary

Encl: as mentioned above

Summary of proceedings of the 19th Annual General Meeting

The 19th Annual General Meeting (AGM) of the Members of Ujjivan Financial Services Limited ('the Company') was held on Friday, July 28, 2023, at 4:30 P.M (IST) through Video Conferencing ("VC") 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").

Mr. Shashidhara S, Company Secretary welcomed the members to the 19th Annual General Meeting of the Company which was conducted virtually. He introduced all the Board members present in the meeting:

1. Mr. Samit Ghosh – Non-Executive Chairman
2. Mr. K.R. Ramamoorthy – Independent Director and Chairman of Stakeholders Relationship Committee
3. Mr. Sunil Vinayak Patel – Independent Director and Chairman of Audit Committee and NRC
4. Mr. Renzo Christopher Viegas – Independent Director
5. Ms. Mona Kachhwaha – Independent Director
6. Mr. Narayan Anand – Non-Executive Director

He also welcomed the below:

- (a) Mr. Radhakrishnan Ravi, Chief Executive Officer & Chief Financial Officer
- (b) Mr. Srinivas K P, Statutory Auditors, Varma & Varma
- (c) Mr. Jayachandran, Secretarial Auditor
- (d) Mr. S. Kannan, Scrutinizer
- (e) Mr. Bhaskar (from KFin), the moderator for this AGM and other members of the RTA

The total number of shareholders of the Company as of the cut-off date i.e. July 21, 2023, was 82,393 and 44 members attended the meeting through video conferencing.

Highlights of the Chairman's Speech

The Chairman addressed the shareholders and highlighted, in brief, about the profitability of the Company supported by underlying strong business performance of Ujjivan Small Finance Bank (Bank) which was due to healthy business volumes and high profitability of the Bank, emerging stronger from the impacts of the Covid and turning profitable registering record profit for the year. Further to share this splendid performance with shareholders, the Company has declared dividends.

He mentioned about the company's CSR activities for the FY22-23, during which Rs 5 lakhs was extended to a charitable organization in line with the Company's CSR objectives. Further he commented that the company is governed by a fairly balanced Board, guiding the affairs of the company.

Further, he apprised the shareholders on reverse merger, highlighting the company is in receipt of NOC from RBI, NSE and BSE. The application has moved to NCLT and is currently awaiting for their orders.

The Chairman concluded his speech mentioning that Ujjivan has encountered several challenges in its all these years of operations and has emerged stronger as ever, committed to serve the aspiring middle class population of the countries growing economy. He expressed that we are looking into the future with full optimism and well geared to gauge the advantage visible in the economy. Moreover he also emphasised that core values of Ujjivan will continue to serve its stakeholders, making the Ujjivan Bank a more strong entity post merger.

The Chairman noted that the meeting has a valid quorum as required by the Companies Act, 2013 and called the meeting to order.

Formal AGM Proceedings

The Company Secretary highlighted to the members that the Company has taken requisite steps to enable all members to participate and vote on the resolutions to be considered at this AGM and the Notice dated May 18, 2023, convening the AGM and the copy of the Annual Report, for the financial year ended March 31, 2023 have already been circulated to the members of the Company and the same was taken as read.

He mentioned that the Statutory Auditors Report dated May 18, 2023, on the audited financials of the company for the year ended March 31, 2023, contained in the Annual report, does not carry any qualifications or adverse comments and the Secretarial Audit report dated May 18, 2023, also does not contain any adverse observations or comments.

The Company Secretary listed the below items of business, as per the Notice of AGM dated May 18, 2023, which were transacted at the meeting.

Ordinary Business:

- Item No. 1 : Adoption of Financial Statements and the Reports of the Board of Directors and Auditors
- Item No. 2 : To appoint a director in place of Mr. Narayan Anand (DIN: 02110727), who retires by rotation and being eligible, offers himself for reappointment

The Company Secretary clarified that since the AGM is being held through Video Conferencing and the resolutions ensuing the Notice covering the AGM have already been put to vote by remote E-voting there will be no formal process of moving the motion and seconding the same. The members who have not cast their vote earlier through remote E-voting can cast their vote during this AGM through the E-voting facility.

The Company Secretary informed the members that as per the provisions of the Companies Act, the remote e-voting process was carried out by the Company from Monday, July 24, 2023, till Thursday, July 27, 2023, through the services of KFin Technologies where the Members were provided with the facility to cast their vote electronically, on all resolutions outlined in the Notice. Members who were virtually present at the AGM and had not cast their votes electronically were provided with an opportunity to cast their votes through Insta-Poll Facility at the meeting.

The Company Secretary invited the members registered as speakers to ask their queries and seek clarifications if any. Queries pertained to merger of company with its subsidiary Bank, NPA at the Bank level and cost reduction measures is made by the Bank. The management addressed to each of the queries to the satisfaction of the shareholders. The management team requested the shareholders to reach out directly to the Company for further queries/clarifications if any.

The Company Secretary mentioned that the Board of Directors had appointed Mr. S Kannan (PCS No.13016 / FCS 6261) as the Scrutinizer to supervise the e-voting process. The Chairman authorized the Company secretary to declare the results of voting after receipt of Scrutinizer's Report, within 48 hours of the conclusion of the AGM.

Conclusion of the meeting

The Chairman thanked all the shareholders, the Board members, the management team and auditors for joining this meeting through video conferencing.

The Chairman concluded stating that this will be the last AGM of UFSL as we are well ahead into the merger process and expect to complete the process in this fiscal. Extending special vote of thanks to all past and present directors of the company and wishing all the stakeholders a healthy and safe future and declared that the resolutions set forth in the notice shall be deemed to be passed today and thereafter the meeting was concluded.

Thanking you,

Yours Sincerely,

For Ujjivan Financial Services Limited

Shashidhara S
Company Secretary

	UJIVAN FINANCIAL SERVICES LIMITED
Date of the AGM/EGM	28-07-2023
Total number of shareholders on record date	82393
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:	0
Public:	44

Resolution No.	1										
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of Financial Statements and the Reports of the Board of Directors and Auditors										
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	0	0	0.0000	0	0	0.0000	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		0	0.0000	0	0	0.0000	0.0000	0	0	
Public- Institutions	E-Voting	5,40,11,202	3,81,64,407	70.6602	3,81,64,407	0	100.0000	0.0000	0	2,11,566	
	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		3,81,64,407	70.6602	3,81,64,407	0	100.0000	0.0000	0	211566	
Public- Non Institutions	E-Voting	6,76,66,892	22,19,900	3.2806	22,19,605	295	99.9867	0.0132	0	51	
	Poll		44,824	0.0662	44,824	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		22,64,724	3.3468	22,64,429	295	99.9870	0.0130	0	51	
Total	12,16,78,094	4,04,29,131	33.2263	4,04,28,836	295	99.9993	0.0007	0	211617		
Resolution No.	2										
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Mr. Narayan Anand (DIN 02110727), who retires by rotation and being eligible, offers himself for 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	
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	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		0	0.0000	0	0	0.0000	0.0000	0	0	
Public- Institutions	E-Voting	5,40,11,202	3,83,75,973	71.0519	3,81,86,453	1,89,520	99.5061	0.4938	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		3,83,75,973	71.0519	3,81,86,453	1,89,520	99.5061	0.4939	0	0	
Public- Non Institutions	E-Voting	6,76,66,892	22,19,900	3.2806	22,19,145	755	99.9659	0.0340	0	51	
	Poll		44,824	0.0662	44,824	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		22,64,724	3.3468	22,63,969	755	99.9667	0.0333	0	51	
Total	12,16,78,094	4,06,40,697	33.4002	4,04,50,422	1,90,275	99.5318	0.4682	0	51		



CS S KANNAN
Complete Compliance



SCRUTINIZER'S REPORT

(Pursuant to section 108 &110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014.

To,

Chairman / Authorized Person
UJJIVAN FINANCIAL SERVICES LIMITED
Grape Garden, No. 27, 3rd 'A' Cross, 18th Main,
6th Block, Koramangala,
Bangalore - 560095

Dear Sir,

Sub: Scrutinizer's Report on Voting by Electronic Means in respect of Resolutions set forthin AGM Notice dated 18th May, 2023 and Approved in 19th Annual General Meeting held on 28th July 2023 through Video Conferencing/Other Audio Visual Means.

I, S Kannan, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of UJJIVAN FINANCIAL SERVICES LIMITED(CIN: L65999KA2004PLC035329)(the Company) for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the 19thAnnual 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 19thAGM of the Equity Shareholders of the Company held on **Friday, 28th July 2023, at 4:30 p.m.** through Video Conferencing (VC) / Other Audio Visual Means (OAVM) hereby submit my report.

The Management of the Company 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 **18thMay 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 e-voting (remote e-voting) and by electronic voting (e-voting) during the AGM.

Accordingly, I submit my report as under:

1. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Kfin Technologies Limited (Kfintech).



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

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



CS S KANNAN

Complete Compliance



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 12.05.2020 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 Company had sent the AGM Notice through electronic mode to those Members whose E-mail addresses were registered with the Company/Depositories. Accordingly, the communication of assent or dissent of the Members on the Resolutions stated in the Notice of the 19thAGM of the Company, 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 19thAGM of the Company.
4. The Public advertisement in terms of the MCA Circulars with respect to 19thAGM was published on 5th July 2023 in Financial Express in English and in Kannada in Hosadigantha.
5. 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, 24th July, 2023 from 9:00 A.M. (IST) to Thursday, 27th July, 2023 up to 5.00 P.M. (IST), inclusive of both days.
6. 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 Company has provided electronic voting facility (e-voting) to the Members of the Company and has engaged the KFintech for providing e-voting platform.
7. Particulars of all the Members who participated in the e-voting are separately maintained by Service Provider of the Company i.e. KFintech.
8. 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 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.
9. 44 members attended the AGM through VC.
10. After declaration of commencement of voting by the Chairman, the Members present in the AGM through VC voted through e-voting facility (E-voting) provided by KFintech. at the AGM. The e-voting facility was kept open for 15 minutes. Out of the 44 members who attended the AGM through VC, 6 of the shareholders voted through the E-voting at AGM.



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



CS S KANNAN

Complete Compliance



11. I have considered all electronic votes recorded from Monday, 24th July, 2023 from 9:00 A.M. (IST) to Thursday, 27th July, 2023 up to 5.00 P.M. (IST), being the last date and time fixed by the Company for remote e-voting and all electronic votes casted during the AGM, through the e-voting facility i.e. E-voting.
12. 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 casted 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	Adoption of Financial Statements and the Reports of the Board of Directors and Auditors	40428836	295	Passed with requisite majority
2	To appoint a director in place of Mr. Narayan Anand (DIN: 02110727), who retires by rotation and being eligible, offers himself for re-appointment	40450422	190275	Passed with requisite majority

13. 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 18th May 2023 are approved by Members of the Company with requisite majority. You may accordingly declare the results as per law.

Further I state that:

- a. A list of equity shareholders who have casted their vote through E-voting and through E-voting at the AGM has been shared with you.
- b. 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
UDIN No. F006261E000699635

Place: Bengaluru
Date: 28th July 2023

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

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



ANNEXURE - 1

Reso lution	Mode	Ballots Received	Total Shares	Favour		Against		Abstain		Less Voted
				Ballots	Votes	Ballots	Votes	Ballots	Votes	Votes
1	ELE	265	40646961	258	40384012	4	295	3	211617	51037
	IPOLL	6	44824	6	44824	0	0	0	0	0
	TOTAL	271	40691785	264	40428836	4	295	3	211617	51037
2	ELE	265	40646961	249	40405598	14	190275	2	51	51037
	IPOLL	6	44824	6	44824	0	0	0	0	0
	TOTAL	271	40691785	255	40450422	14	190275	2	51	51037

Place: Bengaluru
Date: 28th July 2023



For S Kannan & Associates

S Kannan
Company Secretary
FCS 6261, PCS 13016
UDIN No. F006261E000699635

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

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