



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 15TH ANNUAL GENERAL MEETING

Notice is hereby given that the 15th Annual General Meeting (AGM) of the members of Ujjivan Financial Services Limited ('the Company') will be held on Friday, August 02, 2019 at 04:00 PM at Annex II, No. 23-26, Grape Garden, No. 17th H Main, 6th Block, Koramangala, Bangalore – 560095, Karnataka, India 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, 2019 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 confirm the payment of Interim Dividend and Declaration of Final Dividend for the FY 2018-19

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

"RESOLVED THAT a final dividend of 4.5% i.e. ₹ 0.45 per equity share as recommended by the Board of Directors of the Company at their meeting held on May 30, 2019, be and is hereby approved and declared for the year ended March 31, 2019."

Item No. 3 - Appointment of MSKA & Associates, Chartered Accountants (FRN - 105047W) as Statutory Auditors of the Company for a period of 5 (five) years starting with FY 2019-20, and fixing of their remuneration

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

"RESOLVED THAT pursuant to the provisions of Section 139, 141, 142, and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014, including any modification, variation or re-enactment thereof, **MSKA & Associates, Chartered Accountants (FRN - 105047W)** be and is hereby appointed as the Statutory Auditors of the Company for a period of 5 (five) years commencing from the conclusion

of this 15th AGM till the conclusion of 20th AGM of the Company and that the Audit Committee and the Board of Directors of the Company be and are hereby authorised to fix their remuneration and other terms and conditions from time to time."

Statement on retiring director: Mr. Amit Gupta (DIN: 02282600) who is retiring by rotation at this 15th AGM has not offered himself for re-appointment. He automatically retires from the conclusion of this 15th AGM. The shareholders are requested to take note of the same.

Special Business:

Item No. 4 – Appointment of Mr. Narayan Anand (DIN: 02110727) as the Non-Executive Director

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

"RESOLVED THAT Mr. Narayan Anand (DIN:02110727) who was appointed as an additional director of the Company with effect from May 01, 2019 and who holds office upto the date of this 15th Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act 2013 (including any statutory modification or enactment thereof), and who being eligible for appointment and in whose favour the Company has received a notice in writing from a member as required under Section 160(1) of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed by the members of the Company as the Non-Executive Non-Independent Director of the Company and whose office shall be liable to retire by rotation."

By Order of the Board of Directors

Sanjeev Barnwal

Company Secretary and Compliance Officer
Membership No.: A19180

Date: May 30, 2019

Place: Bengaluru

Notes:

1. A Member entitled to attend and vote at the Annual General Meeting (AGM or the Meeting) is entitled to appoint a proxy to attend and vote on a poll, instead of himself/ herself and the proxy need not be a Member of the Company. A person can act as proxy on behalf of Members upto and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company. Further, a Member holding more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other person or Member. The instrument appointing proxy should, however, be deposited at the Registered Office of the Company not later than forty-eight hours before the commencement of the Meeting.
2. 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.
3. Members/Proxies should fill the Attendance Slip for attending the Meeting and bring their Attendance Slips along with their copy of the Annual Report to the Meeting.
4. In case of Joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
5. Members who hold shares in dematerialized form are requested to write their DP ID and Client ID number(s) and those who hold share(s) in physical form are requested to write their Folio Number(s) in the attendance slip for attending the Meeting to facilitate identification of membership at the Meeting.
6. Corporate Members are requested to send a duly certified copy of the board resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting.
7. The register of members and share transfer books of the Company would remain closed from **Saturday, July 27, 2019 to Friday, August 02, 2019** (both days inclusive).
8. **Final dividend on equity shares as recommended by the Board of Directors for the year ended March 31, 2019, if approved at the Meeting, will be payable to those Members who hold shares:**
 - (a) In dematerialized mode, based on the beneficial ownership details to be received from National Securities Depository Limited and Central Depository Services (India) Limited as at the close of business hours on **Friday, July 26, 2019**.
 - (b) In physical mode, if their names appear in the Company's Register of Members on or before **Friday, July 26, 2019**.
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. 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 Karvy Fintech Private Limited ("Karvy"), Registrar and Transfer Agent (R&T) of the Company. Members holding shares in electronic form may contact their respective Depository Participants for availing this facility.
11. Brief profile and other required information about the Director 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.
12. Relevant documents referred to in the accompanying Notice are open for inspection by the Members at the Registered Office of the Company on all working days between **10.00 A.M. and 12.00 noon** up to the date of the Meeting. This notice and the Annual Report will also be available on the Company's website <https://www.ujjivan.com/annualreports.html> for download.
13. The Members, desiring any information relating to the accounts, are requested to write to the Company at an early date, so as to enable the management to keep the information ready.
14. Pursuant to sections 101 and 136 of the Companies Act, 2013 read with the Rules framed thereunder, the Annual Report for FY 2018-19 and this Notice, inter alia indicating the process and manner of Remote e-voting along with attendance slip and proxy form are being sent by e-mail to those Members whose e-mail addresses have been made available to the Company /Depository Participants unless the Member has requested for a hard copy of the same. For Members who have not registered their e-mail addresses, physical copies of the Annual Report for FY 2018-19 and this Notice inter-alia indicating the process and manner of Remote e-voting along with attendance slip and proxy form, will be sent to them in the permitted mode.

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 the Karvy 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 R & T of the Company quoting their folio number(s).

15. The Company will use electronic mode of payment for making cash payment to the shareholders. In the cases of shareholder/s, where it is not possible to effect electronic payment, the dividend warrant instruments would be issued to them. Shareholders who are holding shares in Electronic Form are requested to contact their respective Depository Participants (DP) only for updating their bank details. They are also advised to seek 'Client Master Advice' from their respective DP to ensure that correct updation has been carried out in their record. **It may be noted that the bank details data provided by the Depositories is solely used by the Company to effect the payment of dividend. Hence, it is utmost necessary for shareholders to ensure that the correct bank details are updated with DPs.**
16. 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.
17. In terms of Sections 108 of the Companies Act, 2013 read with 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, July 26, 2019**, to exercise their right to vote through electronic means from a place other than the venue of the Meeting on any or all of the businesses specified in the accompanying Notice (the "Remote e-voting"). The Remote e-voting commences on, **Monday, July 29, 2019 (10:00 A.M.)** and ends on **Thursday, August 01, 2019 (5:00 P.M.)**. 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.
18. In terms of the Companies (Management and Administration) Rules, 2014 with respect to the Voting through electronic means, the facility for voting through electronic voting system ('Insta Poll') shall be made available at the AGM. The Members attending the meeting should note that those who are entitled to vote but have not exercised their right to vote through Remote e-voting, may vote at the AGM through 'Insta Poll' for all businesses specified in the accompanying Notice. The Members who have exercised their right to vote through Remote e-voting may attend the AGM but shall not vote at the AGM. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date being **Friday, July 26, 2019**.
19. The Company has engaged the services of Karvy Fintech Private Limited as the Agency to provide Remote e-voting facility.
20. 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 and voting process at AGM in a fair and transparent manner.
21. The Results on above resolutions shall be declared not later than 48 hours from the conclusion of the 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.
22. 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 the BSE Limited and the National Stock Exchange of India Limited.
23. The route map of the venue of the Meeting is given in the Notice.
24. 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, July 26, 2019** may obtain the login ID and password by sending a request to Mr. Mohd Mohsin Uddin, Senior Manager, Karvy Fintech Pvt. Ltd., Karvy Selenium, Tower B, Plot number 31 & 32, Financial District, Gachibowli, Hyderabad 500 032, mohsin.mohd@karvy.com, Phone: +91 040 6716 1562 toll-free number 1-800-34-54-001.

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

In respect of Resolution set out at Item No. 3

Price Waterhouse Chartered Accountants LLP (FRN: 012754N/N500016) (hereinafter referred to as PW CA LLP), who were appointed as Statutory Auditors of the Company for a tenure of five years commencing from the conclusion of the 13th AGM of the Company held on August 04, 2017 has vide their letter dated May 30, 2019 tendered their resignation from the position of Statutory Auditors from the conclusion of the ensuing 15th AGM of the Company scheduled to be held on Friday, August 02, 2019.

PW CA LLP has offered to resign from their position of statutory auditor of the Company as our Company is desirous of having same network of firms as auditors for both the Company and its wholly owned subsidiary 'Ujjivan Small Finance Bank Limited' for mutual interests for both PW CA LLP and the Company. PW CA LLP has tendered their resignation as the statutory auditors of the Company effective immediately after conclusion of the annual general meeting for the FY 18-19 scheduled to be held on August 02, 2019.

Ujjivan Small Finance Bank Limited contributes more than 98% business (total income) of the Company at a consolidated level and that the audit function at the standalone level of the Company has very minimal scope for financial audit as it is a non-operating holding Company registered as a Core Investment Company with the RBI. There will also be cost implications for the Company and the group overall, as it will presumably be more expensive to use two firms of auditors to provide an audit opinion instead of one for the same set of business since the Company derives almost all its value from its investments in its wholly owned subsidiary.

Pursuant to the aforesaid resignation of PW CA LLP, the Board based on the recommendation of the Audit Committee in its meeting held on May 30, 2019, subject to the approval of the shareholders, has appointed MSKA & Associates, Chartered Accountants (FRN - 105047W) as the Statutory Auditors of the Company for a period of 5 (five) years commencing from the conclusion of the ensuing 15th AGM till the conclusion of 20th AGM of the Company to be held in the year 2024. Subsequent to the aforesaid resignation of PW CA LLP and considering that MSKA & Associates, Chartered Accountants (FRN - 105047W) being the existing Statutory Auditors of Ujjivan Small Finance Bank Limited, the Board considered it prudent to appoint MSKA & Associates, Chartered Accountants (FRN - 105047W) as the Statutory Auditor of the Company as well for smooth consolidation of the financials and also for commercial reasons.

Credentials of MSKA

MSKA & Associates is a Chartered Accountancy Firm registered with Institute of Chartered Accountants of India with Firm Registration No. 105047W. The firm has presence in 9 cities in India viz Ahmedabad, Bengaluru, Chennai, Kolkata, Hyderabad, Mumbai, New Delhi – Gurgaon, Goa and Pune. The Firm provides range of services which include Audit & Assurance, Taxation, Accounting and Risk Advisory.

In accordance with the disclosure required under Regulation 36(5) of the SEBI Listing Regulations, the Company hereby declares that the proposed fees payable to the MSKA & Associates, Chartered Accountants (FRN - 105047W), if appointed by the shareholders, will be upto a ceiling of ₹ 12 lacs per annum for performing the statutory audit function of the Company for the FY 2019-20. The fees for the future years may necessitate a nominal escalation based on mutual discussion and approval of the audit committee and the Board. The fees payable to the proposed statutory auditors is lower than the outgoing statutory auditor and the change is not material.

The Board recommends to the members of the Company for the appointment of MSKA & Associates, Chartered Accountants (FRN - 105047W) as the statutory auditors of the Company as the Board is satisfied and is of the view that MSKA & Associates have the requisite credentials required for their appointment as the statutory auditors of the Company.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in the said resolutions.

In respect of Resolution set out at Item No. 4

The Board based on the recommendation of the Nomination and Remuneration Committee of the Board, has unanimously approved the appointment of Mr. Narayan Anand (DIN: 02110727) as an Additional Director (Non-Executive, Non-Independent) with effect from May 01, 2019 and was approved by the Reserve Bank of India. The Nomination Committee while considering his appointment as an Additional director has verified that he is not debarred from holding the office of director pursuant to any SEBI order. Accordingly, the Company hereby affirms that Mr. Narayan Anand is not debarred from holding the office of director by virtue of any SEBI order or any other such authority. Further, Mr. Narayan Anand is not related to any other Director of the Company.

Pursuant to the provisions of Section 161(1) of the Act, Mr. Narayan Anand holds office up to the date of this 15th AGM of the Company and is eligible to be appointed as Director and whose office shall be liable to retire by rotation.

The Company in terms of Section 160(1) of the Act has received a notice in writing from a member of the Company, proposing his candidature for the office of Director.

Mr. Narayan Anand currently serves as Managing Partner of Creador India. He joined Creador in 2011. Prior to joining Creador, he was a Partner and Director of Veda Corporate Advisors Private Limited, where he was responsible for mergers and acquisitions, sponsor coverage of private equity firms and raising structured debt for a number of mid-market corporates. He had also served in Infrastructure Leasing & Financial Services as Vice President between 1994 -2006 and served various corporate entities like Zuari Agrochemicals and at Eicher Motors Ltd in the past in operational roles. Mr. Narayan holds an M.B.A. from IIM, Bangalore and graduated with honors in Mechanical Engineering from the National Institute of Technology, Jaipur. He is also a non-executive director in Ashiana Housing Limited, Vectus Industries Limited, Paras Healthcare Private Limited and Redrock (India) Offshore Consultants Private Limited.

Accordingly, the Board recommends the resolution for the appointment of Mr. Narayan Anand as a Non-Executive Non-Independent Director of the Company for the approval by the shareholders of the Company by way of an ordinary resolution.

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

None of the Directors, Key Managerial Personnel and their relatives other than Mr. Narayan Anand and his relatives are, in any way, concerned or interested in the said resolution except to the extent of their shareholding.



Ujjivan Financial Services Limited

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

ATTENDANCE SLIP

CIN	: L65999KA2004PLC035329
Name of the Company	: Ujjivan Financial Services Limited
Registered Office	: Grape Garden, No. 27, 3rd 'A' Cross, 18th Main, 6th Block, Koramangala, Bangalore 560095, Karnataka, India

Members attending the Meeting in person or by Proxy are requested to complete the Attendance slip and hand it over at the entrance of the meeting room.

Joint shareholders may submit additional slip at the venue of the meeting.

Registered Folio No.	
DP ID No.	
Client ID No.	

Name and address of the shareholder:

.....
.....
.....

Signature:

No. of shares(s) held:

I hereby record my presence at the 15th Annual General Meeting of the Company (AGM) being held on Friday, August 02, 2019 at 04:00 P.M. at Annex II, No. 23-26, Grape Garden, No. 17th H Main, 6th Block, Koramangala, Bangalore – 560095, Karnataka, India

Name and address of the Proxy.....

Signature:



Ujjivan Financial Services Limited

Registered Office: Grape Garden, No. 27, 3rd 'A' Cross, 18th Main, 6th Block, Koramangala, Bangalore 560095, Karnataka, India, Website: www.ujjivan.com , Email: compliance@ujjivanfin.com , CIN: L65999KA2004PLC035329

**Form No. MGT - 11
Proxy Form**

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Venue of the Meeting: at Ujjivan Financial Services Limited, Annex II, No. 23-26, Grape Garden, No. 17th H Main, 6th Block, Koramangala, Bangalore – 560095, Karnataka, India Day, Date and Time: **Friday, August 02, 2019 at 04:00 P.M.**

Name of the Member(s):

Registered Address:

E-mail Id:

Folio No. / Client Id*:

DP ID*:

No. of Shares held:

* Applicable for investors holding shares in dematerialized form

I / We, being the member(s) of shares of the above named company, hereby appoint

- i) Name: Address:
..... E-mail Id:
Signature: Or failing him
- ii) Name: Address:
..... E-mail Id:
Signature: Or failing him
- iii) Name: Address:
..... E-mail Id:
Signature:

as my/our proxy to attend and vote for me/us and on my/our behalf at the 15th Annual General Meeting of the company, to be held on Friday, August 02, 2019 at 04:00 P.M. at Annex II, No. 23-26, Grape Garden, No. 17th H Main, 6th Block, Koramangala, Bangalore – 560095, Karnataka, India and at any adjournment thereof in respect of such resolutions as are indicated below:

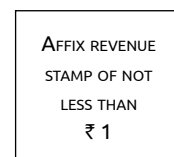
I/We direct my/our Proxy to vote on the Resolutions in the manner as indicated below:

Sr. No.	Resolution	For	Against	Abstain
Ordinary Business				
1.	Adoption of Financial Statements and the Reports of the Board of Directors and Auditors			
2.	To confirm the payment of Interim Dividend and Declaration of Final Dividend for the FY 2018-19			
3.	Appointment of MSKA & Associates, Chartered Accountants (FRN - 105047W) as Statutory Auditors of the Company for a period of 5 (five) years starting with FY 2019-20, and fixing of their remuneration			
Special Business				
4.	Appointment of Mr. Narayan Anand (DIN: 02110727) as the Non-Executive Director			

Signed thisday of2019

Signature of Shareholder

Signature of Proxy holder(s)



Note:

- This form of proxy in order to be effective should be duly completed and deposited at the Registered office of the Company at Grape Garden, No. 27, 3rd A Cross, 18th Main, Koramangala 6th Block, Bengaluru 560 095 not less than 48 hours before the commencement of the Meeting.
- It is optional to indicate your preference. If you leave the 'for', 'against' or 'abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he / she may deem appropriate
- A Proxy can act on behalf of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying Voting Rights. However, a Member holding more than ten percent of the total share capital of the company carrying Voting Rights may appoint a single person as Proxy for his entire shareholding and such person shall not act as a Proxy for another person or shareholder.

The instructions for e-voting are as under

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, July 26, 2019, to cast their vote through electronic means on all resolutions set forth in the Notice.

The process and manner for remote e-voting are as under:

A. For members who receive notice of annual general meeting through e-mail:

Member whose email IDs are registered with the Company/Depository Participants(s) will receive an email from Karvy informing them of their User-ID and Password. Once the Members receive the email, he or she will need to go through the following steps to complete the e-voting process:

- Open your web browser during the voting period and navigate to <https://evoting.karvy.com>.
- Enter the login credentials (i.e., user-id & password)

User – ID for Members holding shares in demat form:

- For NSDL:** 8-character DP ID followed by 8-digit Client ID
- For CDSL:** 16-digit beneficiary ID

User-ID for Members holding shares in physical form:

Event number, followed by Folio Number registered with the Company

Password: Your unique password is printed on the form / forwarded via email through the electronic notice

Captcha: Enter the verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

- iii) The e-voting period shall commence on Monday, July 29, 2019 (10:00 A.M.) and ends on Thursday, August 01, 2019 (5:00 P.M.). Members, holding shares either in dematerialised form or physical form as on cut-off date, Friday, July 26, 2019, may cast their vote electronically during this period. The remote e-voting module shall be disabled at 5.00 p.m. on Thursday, August 01, 2019. 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.
- iv) After entering these details appropriately, click on 'LOGIN'.
- v) Members holding shares in demat / physical form will now reach password change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the demat holders for voting for resolution of any other company on which they are eligible to vote, provided that company opts for e-voting through Karvy Fintech Pvt. Ltd. e-voting platform. System will prompt you to change your password and update any contact details like mobile number, email ID etc., on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- vi) You need to login again with the new credentials.
- vii) On successful login, the system will prompt to select the 'Event' i.e., 'Company Name'.
- viii) If you are holding shares in demat form and had logged on to <https://evoting.karvy.com> and cast your vote earlier for any company, then your existing login id and password are to be used.
- ix) 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'.
- x) 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.
- xi) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- xii) Corporate / Institutional Members (Corporate / Fls / Flls / Trusts / Mutual Funds / Banks, etc.) are required to send scan (PDF format) of the relevant board resolution to the Scrutiniser through e-mail to cs.skannan@gmail.com with copy to evoting@karvy.com. The file scanned image of the board resolution should be in the naming format 'Corporate Name_ Event number'.
- xiii) If you are already registered with Karvy Fintech Pvt. Ltd. for e-voting, then you can use your existing user ID and password for casting your vote. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- xiv) Please contact Mr. Mohd Mohsin Uddin, Senior Manager, Karvy Fintech Pvt. Ltd., Karvy Selenium, Tower B, Plot number 31 & 32, Financial District, Gachibowli, Hyderabad 500032, mohsin.mohd@karvy.com, Phone: +91 040 6716 1562, toll-free number 1-800-34-54-001 for any further clarifications.

B. For members who receive the notice of annual general meeting in physical form:

In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :

- (i) The Initial password is provided as below/at the bottom of the Attendance Slip for the AGM :

REVEN (Remote e-voting Event Number) USERID _____ PASSWORD/PIN _____

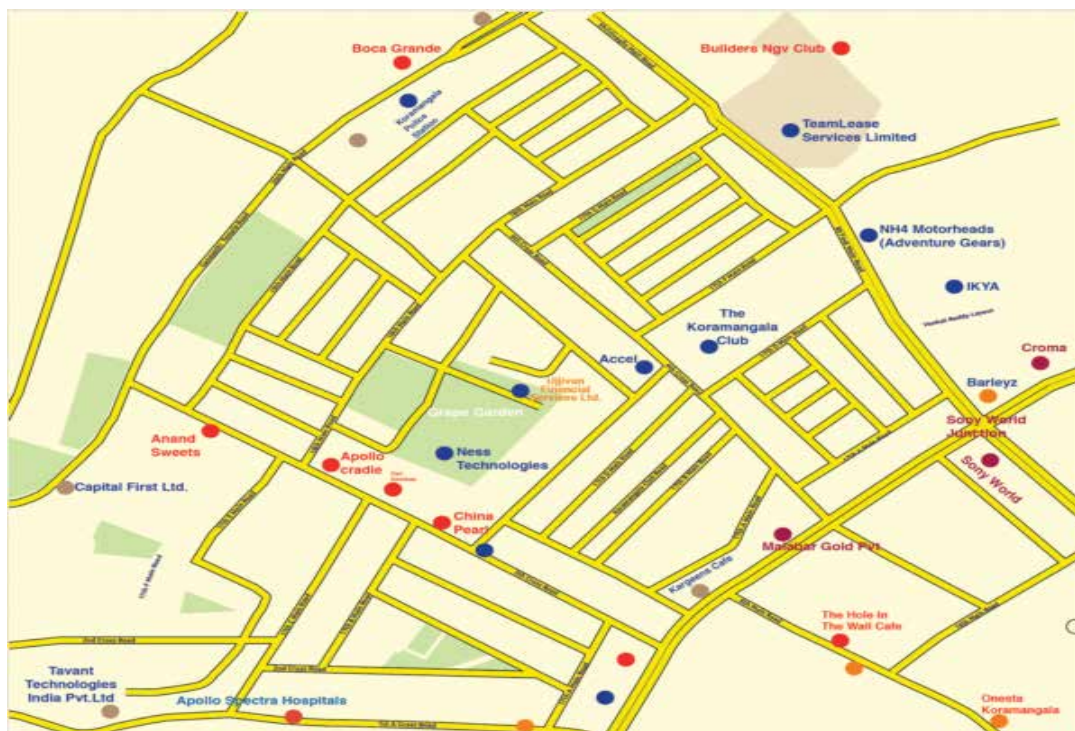
- (ii) Please follow all steps from Sl. No. A (i) to Sl. No. A(xi) above, to cast vote

C. Voting facility at Annual General Meeting:

- (i) In addition to the remote e-voting facility as described above, the Company shall make a voting facility available at the venue of the annual general meeting, through electronic voting system and members attending the meeting, who have not already cast their votes by remote e-voting, shall be able to exercise their right at the meeting.
- (ii) Members who have cast their votes by remote e-voting prior to the meeting may attend the meeting, but shall not be entitled to cast their vote again.

Venue of the **15th Annual General Meeting of UJJIVAN FINANCIAL SERVICES LIMITED** to be held on **Friday, August 02, 2019 at 04:00 P.M.**, at Annex II, No. 23-26, Grape Garden, No. 17th H Main, 6th Block, Koramangala, Bangalore – 560095, Karnataka, India.

Map of Venue below



Additional information on Director being appointed/ re-appointed as required under 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. Narayan Anand
DIN	02110727
Date of Birth and Age	November 22, 1963; 55 Years
Date of First Appointment on the Board	May 01, 2019
Brief Resume, Qualification, Experience and Nature of Expertise in specific functional areas	Mr. Narayan Anand (DIN: 02110727) currently serves as Managing Partner of Creador India. He joined Creador in 2011. Prior to joining Creador, he was a Partner and Director of Veda Corporate Advisors Private Limited, where he was responsible for mergers and acquisitions, sponsor coverage of private equity firms and raising structured debt for a number of mid-market corporates. He had also served in Infrastructure Leasing & Financial Services as Vice President between 1994 -2006 and served various corporate entities like Zuari Agrochemicals and at Eicher Motors Ltd in the past in operational roles.

	Mr. Narayan holds an M.B.A. from IIM, Bangalore and graduated with honors in Mechanical Engineering from the National Institute of Technology, Jaipur. He is also a non-executive director in Ashiana Housing Limited, Vectus Industries Limited, Paras Healthcare Private Limited and Redrock (India) Offshore Consultants Private Limited.”
No. of Board Meetings attended during the year as a Director	Not applicable
Directorships held in other Companies	Public Companies - Ashiana Housing Limited - Vectus Industries Limited Private / Section 8 Companies - Paras Healthcare Private Limited - Redrock (India) Offshore Consultants Private Limited - Creador Advisors India LLP (designated partner)
Memberships / Chairmanships of Committees of other Boards	- Vectus Industries Limited (Member of Audit Committee, Nomination and Remuneration Committee and CSR Committee)
Remuneration last drawn	Nil
Remuneration sought to be paid	Sitting fees as approved by the Board of Directors within the limits of the applicable laws.
Shareholding in the Company	Nil; However, he is the managing partner of Creador Advisors India LLP which is an advisor to Creador III. Ardisia Limited (an SPV and affiliate of the Creador III) is holding 9.96% equity shares in our Company as on March 31, 2019. Creador is a Mauritius registered private equity firm with investments in South and Southeast Asia – primarily Malaysia, Indonesia and India.
Relationship with other Directors and Key Managerial Personnel of the Company	Nil

By Order of the Board of Directors

Sanjeev Barnwal
Company Secretary and Compliance Officer
Membership No.: A19180

Date: May 30, 2019
Place: Bengaluru