

UJJIVAN/SE/2016-17/27

September 13, 2016

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: Intimation under Regulation 30(2) and Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Please refer to our intimation letter dated August 09, 2016 wherein we had submitted the Postal Ballot Notice dated July 29, 2016 sent to the Members seeking their approval for the following special business items:

| Sr. No. | Resolution |
|---------|---|
| 1. | Authorization to Transfer Business to Ujjivan Small Finance Bank Limited |
| 2. | Authorization to enter into the related party transaction with Ujjivan Small Finance Bank Limited |
| 3. | Alteration of the Object Clause of Memorandum of Association of the Company |
| 4. | Issue of Secured or Unsecured Rated, Listed and Redeemable Non-Convertible Debentures (The Debentures) on a Private Placement Basis |
| 5. | Appointment of Mr. Abhijit Sen, present Non-Executive Director, as the Independent Director of the Company |

Mr. S. Kannan, Consultant Company Secretary (FCS 6261, holding CP No. 13016), who was appointed as Scrutinizer for the aforesaid Postal Ballot / e-voting process has submitted his report dated September 13, 2016. In terms of the notice of postal ballot, the results were declared by the Company at the registered office of the Company on September 13, 2016.

Pursuant to Clause 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that all the above Resolutions were passed by the Shareholders with the requisite majority. The Resolutions are deemed to have been passed today i.e. September 13, 2016, being the result date.

In this regard please find enclosed the following:

1. Disclosure pertaining to the voting results pursuant to provisions of Reg. 44 (3) of Listing Regulations
2. Report of the Scrutinizer dated September 13, 2016



Ujjivan Financial Services Limited

Registered Office: Grape Garden, No. 27, 3rd 'A' Cross, 18th Main, 6th Block, Koramangala, Bengaluru 560 095
Tel +91 80 4071 2121, Fax +91 80 4146 8700, CIN: U65999KA2004PLC035329, E-mail ID: ujjivan.blr@ujjivan.com

www.ujjivan.com



The results of the Postal Ballot along with the Scrutinizer's Report are available at the registered office of the Company and hosted at Company's website www.ujjivan.com as well as on the website of Karvy Computershare Private Limited at <https://evoting.karvy.com/>.

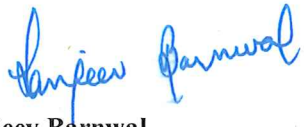
The notice for the result of postal ballot will be published in the Newspapers.

We request you to please take the above on record.

Thanking You,

Yours faithfully,

For **Ujjivan Financial Services Limited**



Sanjeev Barnwal
Company Secretary and Compliance Officer



Enclosures: as mentioned above

- 1) Voting Results
- 2) Scrutinizer's Report



Ujjivan Financial Services Limited

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www.ujjivan.com

| | |
|--|---|
| Company Name | UJJIVAN FINANCIAL SERVICES LIMITED |
| Date of the AGM/EGM | |
| Total number of shareholders on record date | 41089 |
| No. of shareholders present in the meeting either in person or | |
| Promoters and Promoter Group: | NA |
| Public: | NA |
| No. of Shareholders attended the meeting through Video | |
| Promoters and Promoter Group: | NA |
| Public: | NA |
| No. of Shareholders participated in Postal Ballot | 152 Members participated through E-Voting 30 Members participated through physical ballots |

| | | | | | | | | |
|---|--|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | SPECIAL - Authorization to Transfer Business to Ujjivan Small Finance Bank Limited | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | Not Applicable | | | | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Poll | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | E-Voting | 82531871 | 41458531 | 50.2334 | 41458531 | 0 | 100.0000 | 0.0000 |
| | Poll | 82531871 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | 82531871 | 156730 | 0.1899 | 156730 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 35709434 | 6843201 | 19.1636 | 6842360 | 841 | 99.9877 | 0.0122 |
| | Poll | 35709434 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | 35709434 | 43577 | 0.1220 | 43577 | 0 | 100.0000 | 0.0000 |
| | Total | 118241305 | 48502039 | 41.0195 | 48501198 | 841 | 99.9983 | 0.0017 |

| | | | | | | | | |
|---|--|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - Authorization to enter into the related party transaction with Ujjivan Small Finance Bank Limited | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | Not Applicable | | | | | | | |
| 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 |
| Promoter and Promoter Group | E-Voting | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Poll | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | E-Voting | 82531871 | 41458531 | 50.2334 | 41458531 | 0 | 100.0000 | 0.0000 |
| | Poll | 82531871 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | 82531871 | 156730 | 0.1899 | 156730 | 0 | 100.0000 | 0.0000 |
| Public- Non Institutions | E-Voting | 35709434 | 6843201 | 19.1636 | 6842320 | 881 | 99.9871 | 0.0128 |
| | Poll | 35709434 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | 35709434 | 43507 | 0.1218 | 43507 | 0 | 100.0000 | 0.0000 |
| | Total | 118241305 | 48501969 | 41.0195 | 48501088 | 881 | 99.9982 | 0.0018 |

| | | | | | | | | |
|---|---|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | SPECIAL - Alteration of the Object Clause of Memorandum of Association of the Company | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | Not Applicable | | | | | | | |
| 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 |
| | E-Voting | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |



| | | | | | | | | |
|-----------------------------|-------------------------------|-----------|----------|---------|----------|-----|----------|--------|
| | Poll | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | E-Voting | 82531871 | 41471956 | 50.2496 | 41471956 | 0 | 100.0000 | 0.0000 |
| | Poll | 82531871 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | Postal Ballot (if applicable) | 82531871 | 156730 | 0.1899 | 156730 | 0 | 100.0000 | 0.0000 |
| | E-Voting | 35709434 | 6842991 | 19.1630 | 6842099 | 892 | 99.9869 | 0.0130 |
| | Poll | 35709434 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | Postal Ballot (if applicable) | 35709434 | 43507 | 0.1218 | 43437 | 70 | 99.8391 | 0.1608 |
| | Total | 118241305 | 48515184 | 41.0307 | 48514222 | 962 | 99.9980 | 0.0020 |

| | | | | | | | | |
|---|--|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | SPECIAL- Issue of Secured or Unsecured Rated, Listed and Redeemable Non-Convertible Debentures (The Debentures) on a Private Placement Basis | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | Not Applicable | | | | | | | |
| 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 |
| | E-Voting | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Poll | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | E-Voting | 82531871 | 41471956 | 50.2496 | 41471956 | 0 | 100.0000 | 0.0000 |
| | Poll | 82531871 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | Postal Ballot (if applicable) | 82531871 | 156730 | 0.1899 | 156730 | 0 | 100.0000 | 0.0000 |
| | E-Voting | 35709434 | 6843101 | 19.1633 | 6840662 | 2439 | 99.9643 | 0.0356 |
| | Poll | 35709434 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | Postal Ballot (if applicable) | 35709434 | 43507 | 0.1218 | 43507 | 0 | 100.0000 | 0.0000 |
| | Total | 118241305 | 48515294 | 41.0307 | 48512855 | 2439 | 99.9950 | 0.0050 |

| | | | | | | | | |
|---|---|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|
| Resolution required: (Ordinary/ Special) | ORDINARY - Appointment of Mr. Abhijit Sen (DIN: 00002583), present Non-Executive Director, as the Independent Director of the | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | Not Applicable | | | | | | | |
| 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 |
| | E-Voting | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Poll | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Promoter and Promoter Group | Postal Ballot (if applicable) | 0 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | E-Voting | 82531871 | 40740249 | 49.3631 | 40740249 | 0 | 100.0000 | 0.0000 |
| | Poll | 82531871 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Institutions | Postal Ballot (if applicable) | 82531871 | 156730 | 0.1899 | 156730 | 0 | 100.0000 | 0.0000 |
| | E-Voting | 35709434 | 6842711 | 19.1622 | 6842269 | 442 | 99.9935 | 0.0064 |
| | Poll | 35709434 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| Public- Non Institutions | Postal Ballot (if applicable) | 35709434 | 43507 | 0.1218 | 43507 | 0 | 100.0000 | 0.0000 |
| | Total | 118241305 | 47783197 | 40.4116 | 47782755 | 442 | 99.9991 | 0.0009 |





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SCRUTINIZER'S REPORT

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

13th September 2016

The Chairman
UJJIVAN FINANCIAL SERVICES LIMITED
(CIN U65999KA2004PLC035329)
Grape Garden,
No. 27, 3rd 'A' Cross, 18th Main,
6th Block, Koramangala,
Bangalore - 560095,

Dear Sir,

Sub: Scrutinizer's Report on the Postal Ballot.

-.-

The Board of Directors of the Company at their meeting held on 29th July 2016 had appointed me as Scrutinizer for conducting the Postal Ballot voting process in a fair and transparent manner.

The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013, and Rules relating to voting through electronic means and physical postal ballot forms on the resolution contained in the Postal Ballot notice dated 29th July 2016.

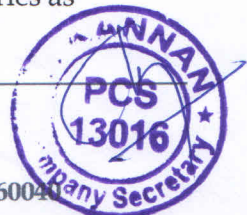
My responsibility as a scrutinizer for the voting process is restricted to make a scrutinizer report of the votes cast "in favour" or "against" the resolution based on the postal ballot forms submitted by the shareholders of the Company and on the reports generated from the e-voting system provided by the Karvy Computershare Private Limited, the authorised service provider, for extending the facility of electronic voting to the shareholders of the Company.

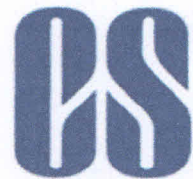
Accordingly, I submit my report as under:

1. In terms of Section 110 of the companies Act, 2013, read with Rule 22 of the Companies (management and Administration) Rules, 2014, the Company has issued a postal ballot notice dated 29th July 2016 for passing a special resolutions mentioned in the said notice to its members. The Company completed the despatch of the postal ballot forms along with self-addressed postage pre-paid business reply envelopes to its members whose name(s) appeared in the Register of members / list of beneficiaries as on 10th August 2016.

CS S KANNAN

Consultant Company Secretary, FCS 6261, PCS No. 13016
13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040
Email : cs.skannan@gmail.com, Mobile : 9845058441





2. The members were informed vide the postal ballot notice that they were required to give their assent for or dissent against the proposal through physical postal ballot forms which were required to be sent to me on or before Saturday, September 10, 2016 or through e-voting facility which was kept open from 9.00 AM on 11th August 2016 till 5.00 PM on Saturday, September 10, 2016, (both days inclusive).
3. Pursuant to 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 shareholders of the Company and has engaged Karvy Computershare Private Limited for providing e-voting platform. Email communication in respect of e-voting for postal ballot of the Company has been sent to email addresses which are registered with the Depositories as on 29th July 2016.
4. Particulars of all the postal ballot forms received from the members including electronic voters have been entered in a register separately maintained for the purpose.
5. The postal ballot forms were duly opened and scrutinized and the shareholding was confirmed with the Register of Members of the Company / list of beneficiaries as on the cut-off date i.e., 29th July 2016 as made available by Karvy Computershare Private Limited, the Registrar and Share Transfer Agent of the Company. The report of shareholders' voting through e-voting option was generated after close of working hours i.e., at 5.00 PM on 10th September, 2016.
6. I have considered all postal ballot forms received up to 5.00 PM on 10th September, 2016 and electronic votes recorded from 11th August 2016 up to the close of workings hours i.e., at 5.00 PM on September 10, 2016, being the last date and time fixed by the Company for receipt of the forms which have been considered for my scrutiny.
7. A summary of the postal ballot forms and electronic voting confirmations (e-votes) received for the special resolutions given in the Notice referred to above seeking members' approval is as under:

| Sl. No. | Description | No. of members participated | No. of Votes held |
|---------|---|-----------------------------|-------------------|
| 1 | Postal Ballot forms received (Physical) | 30 | 2,00,472 |
| 2 | E-Voting confirmation | 152 | 4,88,89,636 |
| | TOTAL | 182 | 4,90,90,108 |

Of the above, some of the shareholders have abstained from voting for a few resolutions and some of the shareholders have exercised their voting less than the number of shares held by them resulting in variation in the total number of shares polled for each of the resolutions as against the total number of shares held by all the shareholders who have participated in the process of voting.

CS S KANNAN

Consultant Company Secretary, FCS 6261, PCS No. 13016

13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040

Email : cs.skannan@gmail.com, Mobile : 9845058441





| RES. NO. | Resolution | E-VOTING | | Postal Ballot | | Total | | Result |
|----------|---|----------|---------|---------------|---------|----------|---------|--------------------------------|
| | | For | Against | For | Against | For | Against | |
| 1 | Authorization to Transfer Business to Ujjivan Small Finance Bank Limited | 48300891 | 841 | 200307 | 0 | 48501198 | 841 | Passed with requisite majority |
| 2 | Authorization to enter into the related party transaction with Ujjivan Small Finance Bank Limited | 48300851 | 881 | 200237 | 0 | 48501088 | 881 | Passed with requisite majority |
| 3 | Alteration of the Object Clause of Memorandum of Association of the Company | 48314055 | 892 | 200167 | 70 | 48514222 | 962 | Passed with requisite majority |
| 4 | Issue of Secured or Unsecured Rated, Listed and Redeemable Non-Convertible Debentures (The Debentures) on a Private Placement Basis | 48312618 | 2439 | 200237 | 0 | 48512855 | 2439 | Passed with requisite majority |
| 5 | Appointment of Mr. Abhijit Sen (DIN: 00002583), present Non-Executive Director, as the Independent Director of the Company | 47582518 | 442 | 200237 | 0 | 47782755 | 442 | Passed with requisite majority |



CS S KANNAN

Consultant Company Secretary, FCS 6261, PCS No. 13016

13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040

Email : cs.skannan@gmail.com, Mobile : 9845058441



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8. The postal ballot and all other papers relating to postal ballot including voting by electronic means shall be under my safe custody till the Chairman considers, approves and signs the minutes and thereafter the same shall be returned to the Company.

I write to state that all the special resolutions set out in the Notice for Postal Ballot dated 29th July 2016 are approved by members of the Company with requisite majority. You may accordingly declare the results of the Postal Ballot as per law.

Yours truly,

S KANNAN
FCS 6261,
PCS 13016



CS S KANNAN

Consultant Company Secretary, FCS 6261, PCS No. 13016
13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040
Email : cs.skannan@gmail.com, Mobile : 9845058441