



UJJIVAN SMALL FINANCE BANK

Build a Better Life

USFB/CS/SE/2021-22/44

Date: September 02, 2022

To,

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, C-1, Block G, Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

BSE Limited
Listing Compliance
P.J. Tower,
Dalal Street, Fort,
Mumbai – 400 001

Scrip Code: 542904

Symbol: UJJIVANSFB

Dear Sir/Madam,

Sub: Outcome and Proceedings of the 6th Annual General Meeting (“AGM or Meeting”) of Ujjivan Small Finance Bank Limited (“Bank”)

We are pleased to inform you that the 6th Annual General Meeting (“AGM or Meeting”) of the members of the Bank was held today at 03:00 P.M. IST through Video Conferencing/Other Audio Visual Means in compliance with applicable provisions of the Companies Act, 2013 and rules made thereunder read with General Circular numbers 14/2020, 17/2020, 20/2020, 02/2021 and 02/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021 and May 05, 2022 respectively, issued by the Ministry of Corporate Affairs and Circular Numbers SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, issued by the Securities and Exchange Board of India, to transact the businesses specified in the Notice of the 6th AGM.

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the following:

1. Outcome of the 6th AGM held on Friday, September 02, 2022 at 03.00 P.M. IST as Annexure-1
2. Proceedings of the 6th AGM held on Friday, September 02, 2022 at 03.00 P.M. IST as Annexure-2

This intimation shall also be available on the website of the Bank at www.ujjivansfb.in.

We request you to take note of the above.

Thanking You,

Yours faithfully,

For UJJIVAN SMALL FINANCE BANK LIMITED

Sanjeev Barnwal
Company Secretary & Head of Regulatory Framework

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www.ujjivansfb.in

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Outcome of the 6th AGM held on Friday, September 02, 2022 at 03.00 P.M. IST

A. Adoption of the Audited Financial Statements of the Bank for the Financial Year ended March 31, 2022 and the Reports of the Board of Directors and Auditors

The Members of the Bank at the 6th AGM have adopted the Audited Financial Statements of the Bank for the Financial Year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.

B. Reappointment of Mr. Samit Kumar Ghosh (DIN: 00185369), who retires by rotation as a Director and, being eligible, seeks re-appointment.

Mr. Samit Kumar Ghosh (DIN: 00185369) was appointed as a Non-Executive, Non-Independent Director at the 5th AGM held on September 27, 2021 for a period of three years and was liable to retire by rotation.

Further, the members of the Bank have accorded their approval, at the 6th AGM of the Bank, for his reappointment as a Director (Non-Executive, Non-Independent).

Pursuant to Regulation 30 of SEBI (LODR) Regulation, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, required details including his educational qualification, experience and expertise was submitted to the stock exchanges vide our Letter bearing reference number USFB/CS/SE/2021-22/33 dated August 19, 2021.

Further, we hereby inform you and confirm that Mr. Samit Kumar Ghosh is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Proceeding of the 6th AGM held on Friday, September 02, 2022 at 03:00 P.M. IST.

1. The 6th Annual General Meeting (“AGM or Meeting”) of the members of the Bank was held today at 03: 00 P.M. IST through Video Conferencing/Other Audio Visual Means in compliance with applicable provisions of the Companies Act, 2013 and rules made thereunder read with General Circular numbers 14/2020, 17/2020, 20/2020, 02/2021 and 02/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021 and May 05, 2022 respectively, issued by the Ministry of Corporate Affairs and Circular Numbers SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, issued by the Securities and Exchange Board of India, to transact the businesses specified in the Notice of the 6th AGM.

2. Chairman of the Meeting

Mr. Banavar Anantharamaiah Prabhakar chaired the Meeting in terms of Clause 92 of the Articles of Association of the Bank and applicable laws.

3. Directors Present

Following directors were present during the Meeting through VC/OAVM:

- a) Mr. B.A. Prabhakar – Part Time Chairman & Independent Director
- b) Mr. Ittira Davis – MD & CEO
- c) Mr. Samit Kumar Ghosh – Non-Executive Director
- d) Mr. Rajesh Kumar Jogi – Independent Director
- e) Mr. Ravichandran Venkataraman - Independent Director
- f) Ms. Rajni Mishra – Independent Director
- g) Ms. Sudha Suresh - Independent Director
- h) Ms. Anita Ramachandran - Independent Director
- i) Mr. P.N. Raghunath - Nominee Director
- j) Mr. Satyaki Rastogi - Nominee Director

4. Bank’s Management Team

Following executives were present from Bank’s Management Team:

- a) Mr. Ramesh Murthy - Chief Financial Officer
- b) Mr. Arunava Banerjee – Chief Risk Officer
- c) Mr. Martin P.S. – Chief Operating Officer
- d) Ms. Carol Furtado – Chief Business Officer
- e) Mr. Sanjeev Barnwal – Company Secretary & Head of Regulatory Framework

5. Other Invitees

The representatives of the Joint Statutory Auditors, M/s. Mukund M. Chitale & Co. and M/s. B.K.Ramadhyani & Co. LLP, the Secretarial Auditor, Mr. K Jayachandran and Scrutinizer, Mr. S Kannan, were also present at the Meeting.

6. Number of members present at the Meeting

53 Members attended the Meeting through VC/OAVM.

7. Quorum

The Chairman informed the members that participation of Members through VC/OAVM has been reckoned for the purpose of quorum as per Section 103 of Companies Act, 2013. Further, requisite quorum being present, the Chairman called the meeting to order and welcomed the members and the invitees to the 6th AGM of the Bank.

8. Chairman's welcome address

The Chairman informed the Members that this meeting is being held through video conferencing/other audio visual means in accordance with and in compliance with the provisions of Companies Act, 2013 and rules made thereunder read with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. He then introduced the Board Members, MD & CEO, KMP and other Bank's Officials attending the Meeting in person and through VC/OAVM.

9. Instruction to members

Mr. Sanjeev Barnwal, Company Secretary & Head of Regulatory Framework informed the members regarding participations at the Meeting and voting, inter-alia, on the Ordinary Resolutions as set out in the Notice of the 6th AGM.

He further informed that the Statutory Registers and documents have been made available electronically for inspection by the members during 6th AGM. Members who wish to inspect such documents can send their request to corporatesecretarial@ujjivan.com.

He also informed that in compliance with the provisions of the Companies Act, 2013 and SEBI Regulations, the Bank had arranged for e-voting facility for all the members holding shares in the Bank as on the cut-off date i.e. August 26, 2022.

The remote e-voting period commenced on Monday, August 29, 2022 at 9:00 A.M. IST and ended on Thursday, September 01, 2022 at 5.00 P.M. IST.

Further, the Members attending this meeting and who have not cast their vote during the remote e-voting period were informed about the availability of the facility to vote during the meeting.

He then informed that the results of the remote e-voting and e-voting during the 6th AGM, together with the Report of the Scrutinizer thereon will be disclosed to the Stock Exchanges and will be available on the website of the Bank within 2 (Two) working days.

The Company Secretary further informed the members that the Statutory Auditors and Secretarial Auditor have expressed unqualified and unmodified opinion without any reservation or adverse remarks in their respective reports for the FY 2021-22. The Statutory Auditors' Report on Financial Statements and Secretarial Audit Report form part of the Annual Report. Since, the audit reports were circulated to the members electronically with their consent the same were taken as read.

As the Notice convening the 6th meeting along with the Annual Report were circulated to the members of the Bank, same was taken as read.

10. MD & CEO Address to the Shareholders

The MD & CEO addressed the members of the Bank with a brief speech wherein he informed about the Bank's turnaround business performance in the last 6 months, record quarterly profit for the Q1FY2022-23, current improving credit and business environment, stability in the Board and senior management team and recent fund raise through issue of Tier II capital. He also briefed about the proposed plan of the Bank to complete its QIP to achieve the minimum public shareholding which will lead the way for seeking regulatory approvals from SEBI and RBI for the reverse merger of the Holding Company into and with the Bank. He also highlighted the efforts made by the Bank in the CSR front and how the Bank has always been on the forefront towards the community development and the vaccination drive of the Bank for its employees as well as its customers. He concluded by stating that the Bank sees the FY2022-23 as the strong comeback year for the Bank which will create a solid platform for the next growth cycle of the Bank.

11. Resolutions

Following business, as set out in the Notice of the 6th AGM, were considered at the AGM:

Ordinary Business			
Item No.	Resolution Type	Resolution	Manner of Voting
1	Ordinary	TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS OF THE BANK FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON	E- Voting
2	Ordinary	REAPPOINTMENT OF MR. SAMIT KUMAR GHOSH (DIN: 00185369), WHO RETIRES BY ROTATION AS A DIRECTOR AND, BEING ELIGIBLE, SEEKS RE-APPOINTMENT.	E- Voting

12. Q&A Session

The Company Secretary requested the members to put forth their questions, suggestion or observation and seek clarification, if any.

Some of the members expressed their views / sought clarifications on various issues relating to the business and operations, NPAs, expansion of business in the North Indian regions, Merger, Dividend and number of Women Employees in the Bank. The queries raised by the members were addressed satisfactorily by Mr. Ittira Davis, MD & CEO. Few members also appreciated the efforts taken by the Bank's management team in managing the overall affairs of the Bank and thanked the Company Secretary and his Team for successfully organising and convening the AGM.

13. Conclusion

The Chairman thanked all the shareholders, directors and other invitees for attending the 6th AGM and concluded the meeting. He further informed the members that the e-voting will be available for the next 15 minutes. He also authorised the Company Secretary to declare the results of the remote e-voting as well votes cast through e-voting during the AGM.