

USFB/CS/SE/2020-21/61

Date: December 14, 2020

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

Symbol: UJJIVANSFB

Scrip Code: 542904

Dear Sir/Madam,

Sub: Intimation of alteration in Memorandum of Association consequent to change in Registered Office of Ujjivan Small Finance Bank Limited (“Bank”)

Further to our letter bearing reference no. USFB/CS/SE/2020-21/59 dated November 26, 2020 and pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Registered Office of the Bank has been shifted from **New Delhi, the NCT of Delhi to Bengaluru, the State of Karnataka** to below mentioned address:

Grape Garden, No. 27, 3rd “A” Cross, 18th Main, 6th Block, Koramangala, Bengaluru-560095, Karnataka, India.

Consequent to aforesaid shifting, Clause II of the Memorandum of Association of the Bank has been altered and New CIN is **L65110KA2016PLC142162**.

Please find herewith enclosed a copy of fresh Certificate of Incorporation dated December 14, 2020 and copy of Altered Memorandum of Association of the Bank.

We request you to take note of same and update your records accordingly.

Thanking You,

Yours faithfully,
For Ujjivan Small Finance Bank Limited

Chanchal Kumar
Company Secretary

Ujjivan Small Finance Bank Ltd.

Registered Office: Grape Garden, No. 27, 3rd “A” Cross, 18th Main, 6th Block, Koramangala, Bengaluru - 560 095, Karnataka

Tel: +91 80 40712121, Fax: +91 80 41468700.

CIN: L65110KA2016PLC142162 **W** www.ujjivansfb.in **E** ujjivan.blr@ujjivan.com



सत्यमेव जयते

GOVERNMENT OF INDIA

MINISTRY OF CORPORATE AFFAIRS

Office of the Registrar of Companies

E' Wing, 2nd Floor Kendriya Sadana, Bangalore, Karnataka, India, 560034

Corporate Identity Number: L65110KA2016PLC142162

SECTION 13(5) OF THE COMPANIES ACT, 2013

Certificate of Registration of Regional Director order for Change of State

M/s UJJIVAN SMALL FINANCE BANK LIMITED having by special resolution altered the provisions of its Memorandum of Association with respect to the place of the Registered Office by changing it from the state of Delhi to the Karnataka and such alteration having been confirmed by an order of Regional Director bearing the date 19/11/2020.

I hereby certify that a certified copy of the said order has this day been registered.

Given under my hand at Bangalore this Fourteenth day of December Two thousand twenty.



BABU A P

Registrar of Companies

RoC - Bangalore

Mailing Address as per record available in Registrar of Companies office:

UJJIVAN SMALL FINANCE BANK LIMITED

Grape Garden, No. 27, 3rd "A" Cross, 18th Main, 6th Block, Koramangala,
Bengaluru, Bangalore, Karnataka, India, 560095



**MEMORANDUM OF ASSOCIATION OF
UJJIVAN SMALL FINANCE BANK LIMITED**

(Incorporated under the Companies Act, 2013)

(Company limited by shares)

- I. The name of the Company is UJJIVAN SMALL FINANCE BANK LIMITED.
- II. The Registered Office of the Company will be situated in the State of Karnataka and within the jurisdiction of the Registrar of Companies, Bangalore, Karnataka¹.
- III. The objects for which the Company is established are:

(A) OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:

- (1) To establish and carry on the business of banking that is to say to accept, for the purpose of lending or investment of deposits of money from the public, repayable on demand or otherwise, and withdrawable by cheque, draft, order or otherwise in any part of India or outside India.
- (2) To undertake basic banking activities of acceptance of deposits and lending to unserved and underserved sections including small business units, small and marginal farmers, micro and small industries and unorganised sector entities, and to undertake non-risk sharing simple financial services activities such as distribution of mutual fund units, insurance products, pension products, etc and carry on the business as authorised foreign exchange dealer by obtaining the applicable registration.
- (3) To carry on business of accepting deposits of money from the public, repayable on demand or otherwise, and withdrawable by cheque, draft, order or otherwise.

(B) MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III (A) ARE:

- (i) To the extent permissible under applicable law, to carry on the business of:
 - 1) borrowing, raising or taking up of money;
 - 2) lending or advancing of money by way of a loan, overdraft or on cash credit or other accounts or in any other manner whether without or on the security or movable or immovable properties, bills of exchange, hundies, promissory notes, bills of lading, railway receipts, debentures, share warrants and other instruments whether transferable or negotiable or not;
 - 3) drawing, making, accepting, discounting, buying, selling, collecting and dealing in bills of exchange, hundies, promissory notes, coupons, drafts, bills of lading, railway receipts, warrants, debentures, certificates, scrips and other instruments and securities whether transferable or negotiable or not;
 - 4) granting and issuing of letters of credits, travellers' cheques and circulars notes;
 - 5) buying, selling and dealing in bullion and specie;

¹ Clause II of the Memorandum of Association of the Company was altered due to shifting/change of place/location of the Registered Office of the Company from New Delhi, the National Capital Territory of Delhi to Bengaluru in the state of Karnataka vide shareholders' resolution dated September 02, 2020



- 6) buying and selling of and dealing in foreign exchange including foreign bank notes;
 - 7) acquiring, holding, issuing on commission, underwriting and dealing in stock, funds, shares, debentures, debenture stock, bonds, obligations, securities and investments of all kinds;
 - 8) purchasing and selling of bonds, scrips or other forms of securities on behalf of itself, its constituents or others;
 - 9) negotiating of loans and advances;
 - 10) receiving of all kinds of bonds, scrips or valuables on deposit or for safe custody or otherwise;
 - 11) providing of safe deposit vaults;
 - 12) collecting and transmitting of money and all kinds of securities;
 - 13) issuing credit cards, debit cards, prepaid instruments, smart card or any similar instruments and extending any other credits;
 - 14) acting as aggregators, as may be permitted by the Pension Fund Regulatory and Development Authority ("PFRDA"), in connection with the National Pension System of the PFRDA.
 - 15) carrying on any other business specified in section 6(1)(a) to (n) of the Banking Regulation Act, 1949, as amended from time to time ("1949 Act"), and such other forms of business which the Central Government has pursuant to Section 6(1)(o) of 1949 Act specified or may from time to time specify by notification in the Official Gazette or as may be permitted by Reserve Bank of India ("RBI") from time to time as a form of business in which it would be lawful for a banking company to engage.
- ② To carry on the business of merchant banking, investment banking, portfolio investment management, wealth management and investment advisors; to form, constitute, promote, act as managing and issuing agents, prepare projects and feasibility reports for and on behalf of any company, association, society, firm, individual and body corporate.
 - ③ To carry on the business of mutual fund distribution, equipment leasing and hire purchase.
 - ④ To act as corporate agents for insurance products for life and general insurance including but not limited to health, pension & employees benefit, fire, marine, cargo, marine hull, aviation, oil & energy, engineering, accident, liability, motor vehicles, transit and other products and to carry on the business of insurance, re-insurance and risk management as an insurance agent or otherwise as may be permitted under law.
 - ⑤ To carry on the business of factoring by purchasing and selling debts receivables and claims including invoice discounting and rendering bill collection, debt collection and other factoring services.
 - ⑥ To carry on and transact the business of giving guarantees and counter guarantees and indemnities whether by personal covenant or by mortgaging or charging all or any part of the undertaking, property or assets of the Company, both present and future wherever situate or in any other manner and in particular to guarantee the payment of any principal moneys, interest or other moneys secured by or payable under debentures, bonds, debenture-stock, mortgages, charges, contracts, obligations and securities, and the repayment of the capital moneys and the payment of dividends in respect of stocks and shares or the performance of any such other obligations.
 - ⑦ To effect, insure, guarantee, underwrite, participate in managing and carrying out of any issue, public or private, of state, municipal or other loans or of shares, stock, debentures or debenture stock of any company, corporation or association and the lending of money for the purpose of any such issue to the extent permitted by law.
 - ⑧ To provide or assist in obtaining, directly or indirectly, advice or services in various fields such as



management, finance, investment, technology, administration, commerce, law, economics, labour, human resources development, industry, public relations, statistics, science, computers, accountancy, taxation, fund management, foreign exchange dealings, quality control, processing, strategic planning and valuation.

- (9) To carry on the business of assisting small business units, small and marginal farmers, micro and small industries and unorganized sector entities in general by:
- (i) Assisting in the creation, expansion and modernization of such enterprises; and
 - (ii) Encouraging and promoting the participation of capital, both internal and external in such enterprises;

And in particular by:

- (iii) Providing finance in the form of long, medium or short term loans or equity participations;
 - (iv) Guaranteeing loans from other investment sources;
 - (v) Making funds available for re-investment by revolving investments as rapidly as prudent; and
 - (vi) Performing and undertaking activities pertaining to leasing, giving hire or purchase, bill marketing, factoring and related fields.
- (10) To lend money with or without interest (with or without security) for any maturity, in any form whatsoever, including by way of loans, advances, installment credit, trade finance, hire or otherwise to persons of unserved and underserved sections (whether individuals, firms, units, companies, bodies corporate, or other entities) whether in the private or public sector, for any purpose whatsoever, including agriculture, industry, infrastructure, export- import, housing, consumers or others.
- (11) To purchase, acquire, sell, dispose of, deal or trade in bullion or specie and/or to issue, subscribe to, acquire, sell dispose of, deal or trade in derivative financial instruments including futures, forward options, swaps, caps, collars, floors, swap options, bond options or other derivative instruments whether traded on any market or exchange or otherwise for priority trading activities or for any to persons of unserved and underserved sections (whether individuals, firms, units, companies, bodies corporate, or other entities) whether in the private or public sector.
- (12) To act as trustee of any deeds, constituting or securing debentures, debenture stock, or other securities or obligations and to undertake and execute any other trusts, and also to undertake the office of or exercise the power of executor, administrator, receiver, treasurer, custodian and trust corporation.
- (13) To provide financial services, advisory and counseling services and facilities of every description capable of being provided by share and stock brokers, share and stock jobbers, share dealers, investment fund managers and to arrange and sponsor public and private issues or placement of shares and loan capital and to negotiate and underwrite such issues.
- (14) To borrow or raise money or secure loans or credits for the purpose of the Company under contracts or under promissory notes, bills of exchange, hundies and other negotiable or transferable instruments, or issue convertible or non-convertible, secured or unsecured debentures, debenture stock, bonds and alternative to secured obligations and securities of all kinds as may be permitted under law and to frame, constitute and secure the same, as may seem expedient, with full power to make the same transferable by delivery or by instrument of transfer or otherwise and either perpetual or terminable and either redeemable or otherwise, and to charge or secure the same by trust deed or otherwise on the whole or any part of the undertaking of the Company or upon any specific property, movable and immovable, and rights, both present and future, of the Company as may be authorized by law.



- (15) To carry on the activities of bill discounting, re-discounting dealing in commercial paper, treasury bills, certificate of deposits and other financial instruments.
- (16) To effect, insure, guarantee, underwrite, participate in manage and carry out any issue whether, public or private of company, corporation, association or Central or State Government, municipality or of the other loans or of shares stocks, debentures or debenture stock and to lend monies for the purpose of any such issue and to act as an underwriter, escrow agent, bankers to the issue, investment advisor, share depository participant and as manager for any such issue as may be permitted under law.
- (17) To acquire by purchase, lease, exchange, hire, concession, grant or otherwise, either absolutely or conditionally and either alone or jointly with others, any movable or immovable property of any description, any patents, trademarks, concessions, privileges and any other rights for the objects and business of the Company or which the Company may think necessary or convenient to acquire or the acquisition of which in the opinion of the Company is likely to facilitate the realisation of any securities held by the Company or to prevent or diminish any apprehended loss or liability or which may come into the possession of the Company in satisfaction or part satisfaction of any of its claims and to pay for all such property and rights purchased or acquired by the Company in any manner including by shares, debentures, debenture stock or bonds or other securities held by the Company or otherwise and to manage, sell, develop, improve, exchange, let on lease, or otherwise dispose of or turn to account all such property and rights purchased or acquired by the Company and to acquire and hold and generally deal with in any manner whatsoever all or any property and right, movable and immovable and any right, title or interest therein which may form part of the security for any loans or advances made by the Company or which may be connected with any such security and all at such time or times and in such manner and for such consideration as may be deemed proper or expedient.
- (18) To acquire and undertake the whole or any part of the business of any person or any Company with all or some of the assets and liabilities and to hold and purchase shares, stocks, debentures or other rights of any company carrying on business which the Company is authorised to carry on or which is incidental or ancillary to the objects of the Company or when such business of a nature enumerated in Section 6 of the 1949 Act.
- (19) To deposit money with other banks by way of current deposits, fixed deposits and otherwise with or without interest, to accept bills of exchange, hundies and other negotiable instruments and to endorse the same to bankers and to do all such banking business with other banks as may be permissible under law. To undertake the agency of other Indian banks and of foreign banks and other financial institutions and to manage the issue of a loan for a corporation or company, firm or association whether incorporated or not, or of foreign Government, to the extent permitted by law.
- (20) To act as agents for any government or local authority or any other person or persons, carry on agency business of any description including clearing and forwarding of goods, give receipts and discharges and otherwise act as an attorney on behalf of customers, but excluding the business of managing agent or secretary of treasurer of a company, to the extent permitted by law.
- (21) To contract for public and private loans and advances and negotiate and issue the same.
- (22) To acquire, receive, hold, hold in trust as trustee, agent or nominee of any person, corporation, Company, any real or personal property, rights or interest acquired by or belonging to the Company or on behalf of or for the benefit of the Company, and with or without any declared trust in favour of the Company.




Chanchal Kumar
Company Secretary

- (23) To buy, acquire, construct, build, improve, manage, maintain, alter, develop, exchange, hire, lease, mortgage, turn to account, purchase sell, dispose, let out or otherwise deal with all and hold, use, deal or trade in, whether with a view to profit or otherwise and by any means whatsoever property and rights of all kinds whether movable or immovable, legal or equitable and wheresoever situate, including but without prejudice to the generality of the foregoing, lands, buildings, easements, mortgages, product, plant, machinery, stock-in-trade tools, vehicles, aircraft, vessels, chattels, materials, concessions, options, contracts, book debts, business concerns and undertakings, claims, privileges and choses in action of all kinds to carry on and promote such business or activity and either to retain the property acquired or to turn to account for the Company's business as it may seem expedient, subject to the provisions of any applicable law.
- (24) To acquire by purchase, lease or otherwise any premises for the construction and/or establishment of safe-deposit vault or vaults and to maintain therein fire-proof and burglar-proof strong rooms, safes and other receptacles for deeds, securities, documents, money, jewelry and valuables of all kinds.
- (25) To develop and promote new financing instruments of all kinds whether for the capital or money markets.
- (26) To provide consultancy and advisory services as agents, or pursuant to a referral arrangement, in respect of insurance matters including risk management, credit management, insurance management, to Indian and Foreign governments, States, dominions, sovereigns, public authorities or bodies, schools, colleges, universities, or any person, firm, company, corporation, body corporate, society, association of person, body, forum, whether incorporated or not, whether in the private or public sector and whether profit oriented or not as may be permitted under law.
- (27) To act as foreign exchange dealer and to buy, sell or otherwise deal in all kinds of foreign currencies, currency derivatives, foreign currency options, forward covers, swaps of all kinds, as may be permitted, and to transact for itself or on behalf of any persons, body corporate, company, corporation, society, firm or association of persons whether incorporated or not, all kinds of transactions in foreign currencies.
- (28) To form, establish or promote or to procure the registration, incorporation or recognition of any other company, body corporate or any other entity, branch office, representation offices of this Company or otherwise for the purpose of carrying on any of the business or activities of the Company or for the purpose of acquiring or taking over all or any other property, rights and liabilities of such company, body corporate, or any other entity or for any other purpose which may directly or indirectly benefit the Company.
- (29) To purchase or import, take on lease or in exchange, hire or otherwise acquire any movable or immovable property and any rights or privilege which the Company may think necessary or convenient for the purposes of its business and in particular any land, building, easement, machinery, plant or any other property or assets.
- (30) To invest and deal with money in such manner as may, from time to time, be thought fit subject to the provisions of the 1949 Act, the Companies Act, 2013, as amended from time to time ("Act") and such other provisions of law as may be applicable.
- (31) To remunerate any person in accordance with applicable laws, for services rendered, or to be rendered in placing or assisting to place or guaranteeing the placing of any of the shares, debenture or bonds in the Company's capital or any debentures or other securities issued by the Company.



For Ujjivan Small Finance Bank Limited

Chanchal Kumar
Company Secretary

- (32) To draw, make, accept, endorse, discount, execute and issue certificates of deposits, promissory notes, bills of exchange, and other negotiable or transferable instruments.
- (33) To adopt such means of making known and advertising the business and productions and services of the Company as may be expedient.
- (34) To apply for, promote and obtain any order, regulation, or other authorisation or enactment which may directly or indirectly benefit the Company.
- (35) To issue or allot fully or partly paid shares in the capital of the Company in payment or part payment of any movable or immovable property purchased or otherwise acquired by the Company or any services rendered to the Company.
- (36) To take or hold mortgages, liens, and charges to secure payment of the purchase price or any unpaid balance of the purchase price, or any part of the Company's property of any kind sold by the Company, or any money due to the Company from buyer or any other person.
- (37) To pay out of the funds of the Company all or any expenses which the Company may lawfully pay for the services rendered for the formation and registration of this Company and for the promotion of any other company by it subject to the provisions of the Act and the 1949 Act.
- (38) To insure any of the properties, undertakings contracts, risks or obligations of the Company in any manner whatsoever.
- (39) To make donations either in cash or in kind for such objects for causes as may be directly or indirectly conducive to any of the Company's objects or otherwise expedient.
- (40) To aid and support any person, association, body or movement, whose object is solution, settlement or surmounting an industrial or labour problems or the promotion of trade or business of the Company or for the promotion of science and technology (including by providing contributions or funds to technology incubators), protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art, sports (including training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports), environment (to ensure environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water), rural development projects and other social and welfare activities.
- (41) To establish and support or aid in the establishment and support of associations, institutions, schools, hospitals, guesthouses clubs, funds and trusts which may be considered beneficial to any employees or ex-employees, or directors or to officers and ex-officers of the Company or the dependents of any such person to the extent permissible under law; and granting pensions and allowances and making payments towards insurance, subscribing to or guaranteeing moneys for charitable or benevolent object or for any exhibition or for any public, general or useful object.
- (42) To appoint, employ, hire, procure, depute designers, experts, scholars, professors, leaders, executives, managers, secretaries, officers, technicians, engineers, mechanics, foremen, clerks, agents, servants, and other skilled and unskilled personnel for permanent, temporary or contractual services.
- (43) To appoint trustees (whether individuals or corporations) to hold securities on behalf of and to protect the interests of the Company.



- (44) To refer to or agree to refer to any claim, demand, questions, disputes or differences by or against the Company or in which the Company is interested or concerned and whether between the Company and any other person or any third party, in connection with or in respect of any matter relating to the business or affairs of the Company to arbitration or to institute legal proceedings or defend any proceedings before a court of competent jurisdiction or central government, as the case may be and to appoint advocates, consultants or advisors in this behalf and to observe and perform and do all acts matters and things necessary to carry out or enforce the awards or orders as the case may be.
- (45) To enter into negotiations or collaborations, technical, financial or otherwise with any person or government for obtaining any grant, license or on other terms, formulae and other rights and benefits, and to obtain technical information, know-how and expert advice for providing or rendering services which the Company is authorised to provide or render.
- (46) To arrange for in India and abroad for providing services of the Company and purchase or otherwise acquire services as are necessary for carrying on the business of the Company and, for that purpose, either to establish, reconstitute and discontinue, as may be deemed necessary and efficient, its own branches, offices, agencies, or to appoint representatives or employees or both (whether individuals, firms or bodies corporate) in any place in or outside areas of operation and fix the terms and conditions of their appointment and pay fees or remuneration to such representatives and employees by way of commission or in such other manner as the Company may deem fit.
- (47) To establish, maintain and operate automated teller machines, or any other electronic and telecommunication devices for carrying on any of the banking businesses including, but no limited to, internet banking, telephone banking, mobile banking, utility bills payment for electricity, telephones, mobile phones, etc.
- (48) To create any depreciation fund, reserve fund, sinking fund, redemption fund, insurance fund, educational fund or any special or other reserve or fund, whether for redemption of debentures or debentures-stock, for dividends, for equalizing dividends or for repairing improving, extending and maintaining any part of the property of the Company or for any other purpose, as may be required under applicable law.
- (49) To open, maintain, operate and close any type of bank accounts with any bank or financial institution in India or abroad and obtain credit facilities with or without securities for its business and to withdraw money from such accounts.
- (50) To distribute any of Company's property amongst its members, subject to the provisions of the Companies Act, 2013, in the event of winding up.
- (51) To provide for and furnish or secure to any member or customer of the Company or to any subscriber to or purchasee or possessor of any publication of the Company or of any coupon or ticket, issued with any publication of the Company, any convenience, advantage, benefit or special privilege, which may seem expedient or necessary, either gratuitously or otherwise
- (52) To train or pay for training in India or abroad of any of the Company's employees or offices or any candidate in the interest of or furtherance of the Company's objects.
- (53) To establish, hold or conduct competitions in respect of contribution or information suitable for insertion in any publications of the Company or otherwise for any of the purposes of the Company and to offer and grant prizes, rewards and premiums of such character and on such terms as may be expedient.



- (54) To establish research and development centers for the business of the Company.
- (55) To develop, improve, design software and programme products of any and all descriptions in connection with or incidental or conducive to or in furtherance of the attainment of any of the objects of the Company.
- (56) To form, promote, subsidise, organize, assist, maintain and conduct or aid in forming, promoting, subsidizing, organizing, assisting, maintaining research laboratories, experimental workshops or conducting studies, research, aiding tests and experiments on scientific, technical, economic, commercial or any other subject and undertake all types of technical, economic and financial investigations and aid or assist and enter into partnership with any institution, university, company, partnership firm or person or persons undertaking or conducting such research, study and provide, subsidise, endow, assist in laboratories, workshops, libraries, meetings, lectures and conferences and by providing for the remuneration of professors or teachers on any subject and by providing for the awards, exhibitions, scholarships, prizes and grants to students or otherwise and generally to encourage, promote and reward studies, researches, investigations, experiments, tests and inventions of any kind.
- (57) To promote, sponsor, organize, manage or undertake events, exhibitions, conferences, lectures, seminars, printing, publication or distribution of any books, report, literature, newspapers, publicity or other materials in connections with or incidental or conducive to or in furtherance of the attainment of all of the objects of the Company.
- (58) To take or otherwise acquire and hold shares in any other Company as may be authorized.
- (59) To promote or finance or assist in promoting or financing any business, undertaking or industry either existing or new and associate with them either through the instrumentality of syndicates or otherwise in conformity with the relevant laws governing banks.
- (60) To undertake and executing trusts and to undertake the administration of estates as executors, trustees or otherwise.
- (61) To set up or participate as a payment gateway for effecting payment against services and trade transactions carried out by internet sites and portals, to operate payment system under the Payment and Settlement Systems Act, 2007, as amended from time to time, to act as enablers for settlement of e-commerce or any other type of transactions for corporates, individuals or any other entities or to undertake money transfer activities under money transfer service scheme as permitted under law and verify any digital signature or electronic signature issued in accordance with the Information Technology Act, 2000 as amended from time to time.
- (62) To open, establish, maintain and operate currency chests and small coin depots on such terms and conditions as may be required by the RBI established under the Reserve Bank of India Act, 1934, as amended from time to time and subject to the Act to enter into all administrative or other arrangements for undertaking such functions with the RBI.
- (63) To take part in the management, supervision and control of the business or operations of any company or undertaking having similar objects and for that purpose to appoint and remunerate any directors, trustees, accountants or other personnel.
- (64) To provide custodial and depository services and to do all such things as may be advised, remitted and required for this purpose as permissible under law.



- (65) To provide for the welfare of Directors or employees of the Company or its predecessors in business and the wives, widows and families or the dependents or connections of such persons by buildings or contributing to the building or houses or dwellings or quarters or by grants of money, pensions, gratuities, allowances, bonuses, profit sharing bonuses or benefits or any other payments or by creating and from time to time subscribing or contributing to provident and other associations, funds, profit sharing or other schemes or trusts and by providing or subscribing or contributing towards places of instruction, recreation, hospitals and dispensaries, medical and other attendance and assistance as the Company shall think fit.
- (66) To establish and maintain or procure the establishment and maintenance of any contributory or non-contributory pension or superannuation or death benefit funds for the benefit of, and give award or procure the giving of donations, gratuities, pensions, allowances, annuities or emoluments or other benefits whatsoever to any persons who are or were at any time in the employment or service of the Company or who are or were at any time Directors or officers of the Company or of any such other company as aforesaid and the wives, widows, families and dependents of any such persons, and also to establish and subsidise and subscribe to any institutions, associations, clubs or funds calculated to be for the benefit of or to advance the interests and well-being of the Company or of any such other company as aforesaid and make payments to or towards the insurance of any such person as aforesaid and do any matters aforesaid either alone or in conjunction with any such other company as aforesaid or to establish, support and maintain any form of profit-sharing, share purchase, share incentive, share option or employees' share scheme for any such persons and to lend money to any persons eligible to participate therein or to benefit therefrom (or to trustees on their behalf).
- (67) To enter into any arrangements with any government or government departments or authorities supreme, municipal local or otherwise, or any person or company that may seem conducive to the Company's objects or any of them to obtain from any such government, government departments authorities, person or company any rights, privileges, charters, contracts, licence and concessions which the Company may think it desirable to obtain, and to carry out, exercise and comply with any such arrangements, rights, privileges, charters, contracts, licence and concessions.
- (68) To enter into any contract or arrangement for more efficient conduct of the business of the Company or any part thereof and to subcontract any such contract or arrangement.
- (69) To merge, de-merge, spin-off, reconstruct, reorganize the business and / or assets, liabilities, debts, rights, obligations of the Company.
- (70) To buy, acquire, sell, improve, manage, develop, exchange, lease, give on license, mortgage, dispose off or transfer business, property and undertakings of the Company or any part thereof with or without any consideration which the Company may deem fit to accept for attaining the main objects of the Company.
- (71) To amalgamate, merge, enter into any arrangement for sharing of profits, amalgamation, union of interest, reciprocal concession or cooperation with any company or companies or body corporate having objects altogether or in part similar to those of this Company, for the purpose of acquiring any business, undertaking, property or liabilities of such person, company or body corporate, or to sell, exchange, lease, underlease, surrender, abandon, amalgamate, sub-divide, mortgage or otherwise deal with either absolutely, conditionally, or for any limited interest, all or any part of the undertaking, property rights or privileges of the Company, as a going concern or otherwise, for advancing directly or indirectly the objects thereof for any other purpose which this Company may think expedient, with any public body, corporation, company, society, or association, or to any person or persons, for such



consideration as the Company may think fit, and in particular for any stock, shares (whether wholly or partly paid), debentures, debenture stock, securities or property of any other Company.

- (72) To apply for and become member of any business, commercial / trade / industrial association, clearing-house, society, company, professional body, stock exchange, depository and promote measures for the protection and / or promotion of the Company's trade, industry and persons engaged therein.
- (73) (1) To apply for, provide information and guidance on governmental policies, directives, instructions, regulations, ordinances or other authorisations or enactments of the Central or any State Government or any other similar semi-Government authorities or agencies which may be required for enabling the Company to establish an undertaking or to bring into effect any modification / diversification in any of the Company's business or constitution and to challenge any of the governmental bills, statutes, rules, regulations, guidelines, proceedings or applications which are likely to prejudice the Company's business or interests;
- (2) To study such Governmental policies, regulations, ordinances and advise the governmental authorities in formulating incentives schemes to attract industries and investments;
- (74) To exercise all or any of its corporate powers, rights and privileges and to conduct its business in all or any of its branches, offices or agencies in the Union of India and in any or all states, territories, possessions, colonies and dependencies thereby and in any or all foreign countries, and for this purpose to have and maintain and to discontinue such number of branches, offices and agencies therein as may be convenient.
- (75) To assist in undertaking activities pertaining to leasing or hire-purchase asset credit, installment sale or/ and deferred sale.
- (76) To apply for, tender, purchase or otherwise acquire any contracts, sub-contracts, licences and concessions for or in relation to the objects or business herein mentioned or any of them, and to undertake, execute, carry out, dispose of or otherwise turn to account the same.
- (77) To open, maintain, operate and close account or accounts with any bank or banks or other financial Institutions in India or abroad and to pay or earn interest and to withdraw money from such account or accounts and to make, draw, co-accept, endorse, execute, discount or negotiable and issue cheques, promissory notes, hundies, bills of exchange, bills of lading, railway receipts, warrants, debentures and other negotiable or transferable instruments.
- (78) To indemnify promoter, officers, Directors and servants of the Company against, proceedings, costs, damages, claims and demands in respect of anything done, or ordered to be done, for and in the interests of the Company or for any loss or damages or misfortune which happens in execution of the duties of their office or in relation thereto.
- (79) To undertake, carry out, promote or assist directly or in any other manner any activities for promotion and growth of the national economy and national welfare.
- (80) To carry on all the businesses permitted by the objects set out hereinabove as may be permitted under law.
- (81) To do any of the activities directly and/or through agents appointed for such purpose.
- (82) To enter into agreements, contracts for, undertake or otherwise arrange for receiving, mailing or



forwarding any circular, notice, report, brochure, material, article and thing belonging to any company, corporation, firm, institution or person by means of delivery by hand or otherwise.

- (83) To commence and carry on activities with a view to encourage savings and investments and participations in income, profit and gains accruing to the company from acquisition, holding, management and disposal of securities.
- (84) To do all such other things as are incidental or conducive to the promotion or advancements of the business of the Company or attainment of the objects of the Company.
- (85) To do all such things as are permitted by applicable laws, including but not limited to, the RBI Guidelines for Licensing of "Small Finance Banks" in the Private Sector dated November 27, 2014 including the Clarifications to Queries on Guidelines for Licensing of Small Finance Banks in the Private Sector dated January 1, 2015, the Act, the 1949 Act, the RBI Act, 1934 and any other applicable regulation enacted or amendment made to existing laws or judicial decisions, made from time to time.

IV. The Liability of the members is Limited and this liability is limited to the amount unpaid, if any, on the shares held by them;

V. The Authorised Share Capital of the Company is 25,000,000,000 (Rupees Two Thousand Five Hundred Crores) divided into 2,300,000,000 (Two Hundred Thirty Crores) equity shares of Rs. 10/- (Rupees Ten) each and 200,000,000 (Twenty Crores) 11% perpetual non-cumulative preference shares of Rs. 10/- (Rupees Ten) each with the power to increase, reduce, modify the capital and to divide, classify, reclassify and attach special rights, privileges, conditions or restrictions.²

² The Authorised capital of the Company increased from Rs.17,000,000,000 (Rupees One Thousand Seven Hundred Crores) divided into 1,500,000,000 (One Hundred Fifty Crores) equity shares of Rs. 10/- (Rupees Ten) each and 200,000,000 (Twenty Crores) 11% perpetual non-cumulative preference shares of Rs. 10/- (Rupees Ten) each to 25,000,000,000 (Rupees Two Thousand Five Hundred Crores) divided into 2,300,000,000 (Two Hundred Thirty Crores) equity shares of Rs. 10/- (Rupees Ten) each and 200,000,000 (Twenty Crores) 11% perpetual non-cumulative preference shares of Rs. 10/- (Rupees Ten) each vide shareholder's resolution dated April 26, 2019



We, the several persons whose names and addresses are subscribed, are desirous of being formed into a Company in pursuance of this memorandum of association and we respectively agree to take the number of shares in the capital of the Company set opposite our respective names:

Sr. No.	Names, Addresses, descriptions and occupations of subscribers	No. of equity shares taken by each subscriber	Signature of each subscriber	Signature, names, addresses, descriptions and occupations of witnesses
1.	Name: Ujjivan Financial Services Limited Address: Grape Garden, No. 27, 3rd A Cross, 18th Main, Koramangala, 6th Block, Bengaluru 560 095 Occupation : Company Limited by Shares Represented by: Mr. Sunil Patel, Director S/o Late Shri Vinayak Patel R/o 2989/H, 12 th Main Road, HAL 2 nd Stage, Indiranagar, Bangalore- 560008. Occupation: Professional Nationality: Indian	49,994 (Forty nine thousand nine hundred and ninety four)	Sd/- Sunil Patel	Written Statement-"I witness to subscribers who have subscribed and signed in my presence. Further I have verified their identity details for their identification and satisfied myself of their identification particulars as filled-in." Sd/- Sanjeev Barnwal S/o Dimesh Prasad Address: Flat No. 412, B Block, DSR Ulitima, Haralur Road, Bangalore- 560102 Occupation: Employment
2.	Name: Samit Ghosh* S/o Late Mr. Sailen Kumar Ghosh Address: Pairs Daesa, No. 550/49, Borewell Road, 5th Cross, Whitefield, Bangalore-560 066 Occupation : Employment Nationality: Indian	1 (one)	Sd/- Samit Ghosh	
3.	Name: Carol Furtado* D/o Mr. Austin C Furtado Address: Flat 301, Casa Royale Apartments, 4th Cross, NAL Wind Tunnel Road, Murgeshpalya, Bangalore-560017 Occupation: Employment; Nationality: Indian	1 (one)	Sd/- Carol Furtado	
4.	Name: Ittira Davis* S/o Mr. Davis Ittira Poonollil Address: #55,Dodsworth Enclave, Whitefield, Bangalore- 560066 Occupation: Employment; Nationality: Indian	1 (one)	Sd/- Ittira Davis	
5.	Name: Sudha Suresh* W/o Mr. P.R. Suresh Address: 92/1, C-1, Farvella Apartments, Lavelle Road, 3rd Cross, Bangalore, Karnataka - 560001 Occupation : Employment; Nationality: Indian	1 (one)	Sd/- Sudha Suresh	
6.	Name: Premkumar G* S/o Mr. R. Govindappa Address: 'Kirana', 1st Floor, # 2145, BM Kaval, 1 st Cross, Indiranagar, HAL 3rd Stage, Bangalore - 560075 Occupation: Employment; Nationality: Indian	1 (one)	Sd/- Premkumar G	
7.	Name: Rajat Kumar Singh* S/o Mr. Ravindra Kumar Singh Address: Flat G 204, Esteem Royal Apartment, ST bed layout, Koramangala, 1 st Block, Bangalore, Karnataka - 560034 Occupation : Employment; Nationality: Indian	1 (one)	Sd/- Rajat Kumar Singh	
TOTAL		50,000		
		(Fifty Thousands)		

* holding nominal shares for and on behalf of Ujjivan Financial Services Limited

Date: June 10, 2016
Place: New Delhi



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For Ujjivan Small Finance Bank Limited
Chanchal Kumar
Company Secretary