

USFB/CS/SE/2025-2026/38

**Date: June 27, 2025**

**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 9<sup>th</sup> Annual General Meeting (“AGM or Meeting”) of Ujjivan Small Finance Bank Limited (“Bank”)**

We are pleased to inform you that the 9<sup>th</sup> Annual General Meeting (“AGM or Meeting”) of the members of the Bank was held today at 03:30 P.M. IST and concluded at 04:09 P.M. IST. The Meeting was held through Video Conferencing/Other Audio-Visual Means in compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder read with the latest applicable circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India (hereinafter collectively referred to as “the Circulars”), to transact the businesses specified in the Notice of the 9<sup>th</sup> AGM.

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

1. Proceedings of the 9<sup>th</sup> AGM held on Friday, June 27, 2025 at 03.30 P.M. IST as Annexure-1.
2. Report of the Scrutinizer dated June 27, 2025 and Voting Results pursuant to Regulation 44 of the SEBI Listing Regulations in prescribed format as Annexure-2.

This intimation shall also be available on the website of the Bank at [www.ujjivansfb.in](http://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**

## Annexure 1

### **Proceeding of the 9<sup>th</sup> AGM held on Friday, June 27, 2025 at 03:30 P.M. IST and concluded at 04:09 P.M. IST.**

1. The 9<sup>th</sup> Annual General Meeting (“AGM or Meeting”) of the members of the Bank was held today at 03:30 P.M. IST and concluded at 04:09 P.M. IST. The Meeting was held through Video Conferencing/Other Audio-Visual Means in compliance with applicable provisions of the Companies Act, 2013 and rules made thereunder read with the latest applicable circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India (hereinafter collectively referred to as “the Circulars”), to transact the businesses specified in the Notice of the 9<sup>th</sup> 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. Sanjeev Nautiyal – MD & CEO
- c) Ms. Carol Furtado - WTD
- d) Ms. Rajni Mishra – Independent Director
- e) Ms. Sudha Suresh - Independent Director
- f) Ms. Anita Ramachandran - Independent Director
- g) Ms. Mona Kachhwaha – Independent Director

#### **4. Bank’s Management Team**

Following executives were present from Bank’s Management Team:

- a) Mr. S Balakrishna Kamath - Chief Financial Officer
- b) Mr. Sanjeev Barnwal – Company Secretary & Head of Regulatory Framework

#### **5. Other Invitees**

The representatives of the Joint Statutory Auditors, M/s Deloitte Haskins and Sells and M/s Abarna and Ananthan, Secretarial Auditor, Mr. K Jayachandran and Scrutinizer, Mr. S Kannan, were also present at the Meeting.

#### **6. Number of members present at the Meeting**

63 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 9<sup>th</sup> AGM of the Bank.

## 8. Chairman's welcome address

The Chairman introduced the Board Members, MD & CEO, KMP and other Bank's Officials attending the Meeting in person and through VC/OAVM.

## 9. MD & CEO Address to the Shareholders

The MD & CEO addressed the members of the Bank with a brief speech wherein he informed about Bank's balanced performance across all key business areas. He addressed the shareholders that as of March 2025, USFB's gross loan book expanded to Rs. 32,122 Crores, with the secured loan book demonstrating an upward trajectory, reaching a share of 44%. He further emphasised on the Bank's effort in serving over 95 Lakh customers through a network of 753 branches across 26 states and Union Territories and its effort culminated in a Net Profit of Rs. 726 Crores, delivering a Return on Assets and Return on Equity of 1.6% and 12.4%, respectively

Further, he covered the growth in affordable housing and MSME vertical, Bank's digital solution and its mass reach which enhanced our Bank's digital offerings, including Digital Fixed Deposits, Digital Savings Accounts, and Digital Current Accounts, incorporated with multi-layer API to provide customers with seamless banking experiences.

Mr. Nautiyal expressed his confidence and assured that Ujjivan remains committed to pursuing strategies that support long-term growth where focus will remain on product diversification, with particular emphasis on increasing the share of secured loans within our portfolio while optimising yield too and at the same time, we remain positive and optimistic about our application to RBI for our Universal Banking License, which has the potential to further expand our scope and horizon.

## 10. Instruction to members

Mr. Sanjeev Barnwal, Company Secretary informed the Members that this meeting is being held through video conferencing/other audio-visual means in accordance with the applicable laws and members e-voting on the Ordinary Resolutions was carried out in the manner as stated in the Notice of the 9<sup>th</sup> AGM.

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., June 20, 2025.

The remote e-voting period commenced on Monday, June 23, 2025 at 9:00 A.M. IST and ended on Thursday, June 26, 2025 at 5:00 P.M. IST.

Further, the Members attending this meeting and who had 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 9<sup>th</sup> 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 2024-25. 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 9<sup>th</sup> meeting along with the Annual Report were circulated to the members of the Bank, same was taken as read.

## 11. Resolutions

Following business, as set out in the Notice of the 9<sup>th</sup> 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, 2025 AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.	E-Voting
2	Ordinary	TO REAPPOINT MS. CAROL KRIPANAYANA FURTADO (DIN: 07587305), WHO RETIRES BY ROTATION AS A WHOLE-TIME DIRECTOR AND, BEING ELIGIBLE, SEEKS RE-APPOINTMENT	E-Voting
3	Ordinary	TO APPOINT MR. K. JAYACHANDRAN, COMPANY SECRETARY IN PRACTICE (CP NO: 4031) AS SECRETARIAL AUDITOR OF THE BANK AND TO FIX HIS REMUNERATION	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.

All the queries, feedback, suggestions received from the members were appropriately addressed by the management team led by the MD & CEO and Whole Time Director.

## 13. Conclusion

The Chairman thanked all the shareholders, directors and other invitees for attending the 9<sup>th</sup> 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.





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## SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act, 2013 and  
Rule 20 of the Companies (Management and Administration) Rules, 2014.

To,

The Chairman / Authorized Person  
Ujjivan Small Finance Bank Limited  
Grape Garden, No. 27, 3rd "A" Cross,  
18th Main, 8th Block, Koramangala,  
Bengaluru - 560 095.

Dear Sir,

Sub: Scrutinizer's Report for 9th Annual General Meeting of the Equity Shareholders of Ujjivan Small Finance Bank Limited, held on Friday, 27th June 2025, at 03.30 p.m. IST through Video Conferencing / Other Audio-Visual Means.

..-

I, S Kannan, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of Ujjivan Small Finance Bank Limited (the Bank) CIN: L65110KA2016PLC142162, for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the 9th Annual General Meeting (AGM) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), in respect of the below mentioned Resolutions proposed at the 9th AGM of the Equity Shareholders of the Bank held on Friday, 27th June 2025 at 3.30 p.m. IST through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), hereby submit my report.

The Management of the Bank is responsible for ensuring compliance with the requirements of the Companies Act, 2013, Listing Regulations and Rules and Circulars issued by Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) relating to conducting of AGM through VC/OAVM and voting through electronic means on the Resolutions specified in the AGM Notice dated 30th April 2025. My responsibility as a Scrutinizer for the voting process is restricted to make a consolidated Scrutinizer Report of the votes cast "in favour" or "against" the Resolutions based on the reports generated from the e-voting system both through remote e-voting and e-voting during the AGM.

Accordingly, I submit my report as under:

1. The e-voting facility both for remote e-voting and e-voting during the AGM was provided by KFin Technologies Limited (KFintech).



**S KANNAN AND ASSOCIATES**  
Company Secretaries

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2. In terms of General Circulars No. 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, 20/2020 dated 05.05.2020, 2/2021 dated 13.01.2021, 2/2022 dated 05.05.2022, and 10/2022 dated 28.12.2022 respectively issued by Ministry of Corporate Affairs, (MCA Circulars), read with Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12.05.2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15.1.2021 and SEBI/HO/CFD/PoD-2/P/CIR/2024/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 3.10.2024 respectively issued by the SEBI, and Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India (ICSI) and adopted by the Central Government, respectively issued by the SEBI, the Bank had sent the AGM Notice through electronic mode to those Members whose E-mail addresses were registered with the Bank/Depositories. Accordingly, the communication of assent or dissent of the Members on the Resolutions stated in the Notice of the 9th AGM of the Bank, took place, only through the remote e-voting system and e-voting system during the AGM.
3. The Equity Shareholders holding shares as on Friday 20<sup>th</sup> June 2025, i.e. "cut-off date", were entitled to vote on the Resolutions stated in the Notice of the 9th AGM of the Bank.
4. For those Members who have not registered their email ids with the Bank's RTA/Depositories, the Bank had made necessary arrangements to register the email ids, to receive AGM Notice, Annual Report and e-voting user ID and password. Detailed procedure was given in the Notice to shareholders for the 9th AGM.
5. The Public advertisement in terms of the MCA Circulars with respect to 9th AGM was published on 4<sup>th</sup> June, 2025 in the editions of "Financial Express" in English Newspaper and the editions of "Hosadigantha" in Kannada Newspaper.
6. The Members were informed vide the AGM notice that they were required to give their assent for or dissent against the Resolutions stated in the AGM Notice, either through remote e-voting facility or through the e-voting facility during the AGM. The remote e-voting was kept open from Monday, 23<sup>rd</sup> June, 2025, 09:00 AM up to Thursday, 26<sup>th</sup> June 2025, 05:00 PM (both days inclusive).
7. Pursuant to the provisions of Listing Regulations and the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any amendments thereto), the Bank has provided electronic voting facility (e-voting) to the Members of the Bank and has engaged the KFinTech for providing e-voting platform.
8. Particulars of all the Members who participated in the e-voting are separately maintained by Service Provider of the Bank i.e. KFinTech.



**S KANNAN AND ASSOCIATES**

**Company Secretaries**

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9. Names of the Members who had voted by remote e-voting through the facility provided by KFintech had been blocked and only those Members who were present at the AGM through VC/OAVM and who had not casted their votes through the remote e-voting system, were allowed to cast their votes through e-voting system during the AGM.
10. 63 members attended the AGM through VC/OAVM.
11. After declaration of commencement of voting by the Chairman, the Members present in the AGM through VC/OAVM voted through E-voting provided by KFintech at the AGM. The e-voting facility was kept open for 15 minutes. Out of 63 members who attended the AGM through VC, 6 members voted through the E-voting at AGM.
12. I have considered all electronic votes recorded from Monday, 23<sup>rd</sup> June, 2025, 09:00 AM up to Thursday, 26<sup>th</sup> June 2025, 05:00 PM (both days inclusive), being the last date and time fixed by the Bank for remote e-voting and all electronic votes cast during the AGM, through the e-voting facility i.e., E-voting.
13. A summary of the electronic voting confirmations (e-votes) received for the Resolutions given in the Notice referred to above, seeking Members' approval as downloaded from the remote e-voting system of KFintech and votes cast at the AGM through E-voting facility and the total votes cast in favour or against all the Resolutions proposed in the Notice of the AGM are as under:

Res. No.	Resolution	E-VOTING		Result
		For	Against	
1	To receive, consider and adopt the audited financial statements of the Bank for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon	60,79,21,872	44,903	Passed with requisite majority
2	To reappoint Ms. Carol Kripanayana Furtado (DIN: 07587305), who retires by rotation as a whole-time director and, being eligible, seeks re-appointment	60,83,51,054	1,10,450	Passed with requisite majority
3	To appoint Mr. K. Jayachandran, Company Secretary in practice (CP no: 4031) as Secretarial Auditor of the bank and to fix his remuneration	59,91,88,228	92,75,242	Passed with requisite majority

14. Details of the electronic voting received for the Resolutions given in the Notice referred to above, seeking Members' approval as downloaded from the remote e-voting system of KFintech and votes casted at the AGM through E-voting facility is given in Annexure-1



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I write to state that all Resolutions set out in the AGM Notice dated 30<sup>th</sup> April 2025 are approved by Members of the Bank with requisite majority. You may accordingly declare the results as per law.

Further I state that:

- A list of equity shareholders who have cast their vote through E-voting and through E-voting at the AGM has been shared with you.
- The electronic data and all other relevant records relating to the e- voting shall remain in my safe custody and shall be handed over to you for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Yours truly,

For S Kannan & Associates



*S Kannan*  
S Kannan

Company Secretary

FCS 6261, PCS 13016

UDIN No. F006261G000672960

Place: Bengaluru

Date: 27 June 2025

Encl: Annexure-1

**S KANNAN AND ASSOCIATES**

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**ANNEXURE - 1**

Res. No.	Mode	Ballots Received	Total Shares	Favour		Against		Abstain		Less Voted
				Ballots	Votes	Ballots	Votes	Ballots	Votes	
1	ELE	1133	608348208	1084	607786797	33	44903	18	514498	2010
	IPOLL	6	135075	6	135075	0	0	0	0	0
	TOTAL	1139	608483283	1090	607921872	33	44903	18	514498	2010
2	ELE	1133	608348208	1043	608215979	68	110450	25	19769	2010
	IPOLL	6	135075	6	135075	0	0	0	0	0
	TOTAL	1139	608483283	1049	608351054	68	110450	25	19769	2010
3	ELE	1133	608348208	1040	599053153	70	9275242	26	17803	2010
	IPOLL	6	135075	6	135075	0	0	0	0	0
	TOTAL	1139	608483283	1046	599188228	70	9275242	26	17803	2010

Place: Bengaluru  
Date: 27 June 2025



**S Kannan & Associates**

**S Kannan**  
Company Secretary  
FCS 6261, PCS 13016  
UDIN No. F006261G000672960

**S KANNAN AND ASSOCIATES**

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