

यूको बैंक



UCO BANK

सम्मान आपके विश्वास का

Honours Your Trust

HO/Finance/Share/ 235/2018-19

Date: 21.09.2019

The Manager
Listing Department
National Stock Exchange of India Ltd.
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 051

The Manager
Bombay Stock Exchange Ltd.,
Floor 25
Pheroj Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Dear Sir,

Re: Details regarding voting results (Scrutinizer Report) of the Extraordinary General Meeting (EGM) of Bank held on 20.02.2019.

In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing a copy of Scrutinizer Report regarding voting result on the agenda item of the Extraordinary General Meeting (EGM) of the Bank held on 20.02.2019.

As per the Scrutinizer Report, the Special Resolution pertaining to Agenda item of the EGM as detailed in the EGM Notice dated 22.01.2019 has been passed with requisite majority.

This is for your perusal.

Yours faithfully,

(N Purna Chandra Rao)
Company Secretary



REPORT OF SCRUTINIZER (s)

To

The Chairperson and Managing Director
UCO Bank
10, B.T.M. Sarani
Kolkata – 700 001

Meeting	Extraordinary General Meeting of the Equity Shareholders
Date & Time	Wednesday, 20 th February, 2019 at 11:00 A.M.
Venue	Bhasha Bhawan Auditorium, National Library, Belvedere Road, Alipore, Kolkata- 700 027

Dear Sir,


We, CA Kailash Kumar Rathi, (Partner) R M S D & Associates, Chartered Accountants, and Uttam Kumar Bose, a Shareholder of the Bank (IN302847 / 10043149) were appointed as Scrutinizers for the poll taken on the agenda item of the Extraordinary General Meeting of the shareholders of UCO Bank, held on Wednesday, 20th February, 2019 at 11:00 am at Bhasha Bhawan Auditorium, National Library, Belvedere Road, Alipore, Kolkata- 700 027 and submit our report as under:

Bank provided voting facility at the venue to those shareholders who had not participated in remote e-voting. Tab-based voting facility was provided at the venue of the meeting.

M/s. Karvy Fintech Pvt. Ltd., the remote e-voting agency provided us with the names, DP Id & Client ID / folio numbers and shareholding of the shareholders who had cast their votes through remote e-voting.

The voting rights were reckoned as on 13.02.2019 being the Cut-off date for the purpose of deciding the entitlements of shareholders at the remote e-voting and voting at the Meeting.

Pursuant to provisions of Section 3(2E) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, voting rights of shareholders other than the Central Government is restricted to 10% of the total voting rights of all shareholders of the Bank.



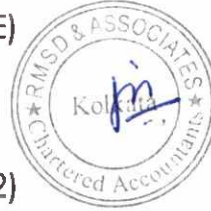


Bank had appointed M/s. S. N. ANANTHASUBRAMANIAN & Co., Practicing Company Secretary, as Scrutinizer for Remote e-voting. Bank provided the Scrutinizers Report received from M/s. S. N. ANANTHASUBRAMANIAN & Co., Practicing Company Secretary. The consolidated result of the remote e-voting and the voting at EGM on the Resolutions is annexed.

For R M S D & Associates (FRN-327172E)
Chartered Accountants

Kailash Kumar Rathi

CA Kailash Kumar Rathi (M.No. 066012)
Scrutinizer



Uttam Kumar Bose

Uttam Kumar Bose
Shareholder Scrutinizer
DPID No. IN302847/10043149

Place: Kolkata
Date: 20.02.2019

CONSOLIDATED RESULTS

Based on Results of Remote e-voting & voting at the Extraordinary General Meeting, consolidated Results of the Agenda as set out in the Notice dated 20th February, 2019 is as given below:

Agenda Item 1: – To create, offer, issue and allot 146,82,57,756 (One hundred forty six crore eighty two lakh fifty seven thousand seven hundred fifty six only) equity shares of face value of Rs.10/- (Rupees ten only) each for cash at an issue price of Rs.20.95 (Rupees Twenty and paise ninety five only) per share determined in accordance with the Regulation 164(1) of SEBI ICDR Regulation 2018 aggregating to Rs.3076 crore (Rupees Three thousand seventy six crore only) on preferential basis to Government of India.

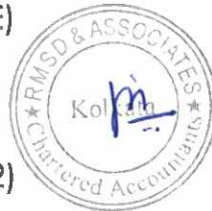
Particulars	Number of Votes contained in						% age to total valid votes
	Remote e-voting		Voting at EGM		Total		
Assent	75	240887208	795	3591262500	870	3832149708	99.9998
Dissent	4	1920	13	5759	17	7679	0.0002
Abstain/ Invalid	1	5	1	1906	2	1911	--
Total	80	240889133	809	3591270165	889	3832159298	100.0000

Based on the aforesaid results, Special resolutions as contained in item no.1 of the notice dated 22.01.2019 has been passed with requisite majority.

For R M S D & Associates (FRN-327172E)
Chartered Accountants

Kailash Kumar Rathi

CA Kailash Kumar Rathi (M.No. 066012)
Scrutinizer



Uttam Kumar Bose

Uttam Kumar Bose
Shareholder Scrutinizer
DPID No. IN302847/10043149

Place: Kolkata
Date: 20.02.2019

CONSOLIDATED RESULTS

Agenda Item 2: – Issue of upto 20,00,00,000 (Twenty Crore) equity shares under Employee Stock Purchase Scheme in accordance with SEBI (Share Based Employee Benefits) Regulations, 2014.

Particulars	Number of Votes contained in						% age to total valid votes
	Remote voting	e-	Voting at EGM		Total		
Assent	69	240883096	796	3591262502	865	3832145598	99.9997
Dissent	10	6032	12	5758	22	11790	0.0003
Abstain/Invalid	1	5	1	1905	2	1910	0.0000
Total	80	240889133	809	3591270165	889	3832159298	100.0000

Based on the aforesaid results, Special resolutions as contained in item no.2 of the notice dated 22.01.2019 has been passed with requisite majority.

For R M S D & Associates (FRN-327172E)
Chartered Accountants

Kailash Kumar Rath

CA Kailash Kumar Rath (M.No. 066012)
Scrutinizer



Uttam Kumar Bose

Uttam Kumar Bose
Shareholder Scrutinizer
DPID No. IN302847/10043149

Place: Kolkata
Date: 20.02.2019

CONSOLIDATED RESULTS

Agenda Item 3: – Raising of equity capital fund upto Rs.1000 Crore through Qualified Institutions Placement in accordance with SEBI (ICDR) Regulations, 2018

Particulars	Number of Votes contained in						% age to total valid votes
	Remote voting	e-	Voting at EGM		Total		
Assent	64	233966751	797	3591262503	861	3825229254	99.8192
Dissent	16	6922382	11	5757	27	6928139	0.1808
Abstain/In valid	0	0	1	1905	1	1905	0.0000
Total	80	240889133	809	3591270165	889	3832159298	100.0000

Based on the aforesaid results, Special resolutions as contained in item no.3 of the notice dated 22.01.2019 has been passed with requisite majority.

For R M S D & Associates (FRN-327172E)
Chartered Accountants

Kailash Kumar Rathi

CA Kailash Kumar Rathi (M.No. 066012)
Scrutinizer



Uttam Kumar Bose

Uttam Kumar Bose
Shareholder Scrutinizer
DPID No. IN302847/10043149

Place: Kolkata
Date: 20.02.2019

S. N. ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES**

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 / email: snaco@snaco.net / website: www.snaco.net**SCRUTINIZER'S REPORT**

NAME OF THE BANK	UCO Bank
MEETING	Extraordinary General Meeting
DAY, DATE & TIME	Wednesday, 20 th February, 2019 at 11.00 a.m.
VENUE	Bhasha Bhawan Auditorium, National Library, Belvedere Road, Alipore, Kolkata- 700 027

1. Appointment as Scrutinizer

We were appointed as Scrutinizer for the remote e-Voting process conducted at the Extraordinary General Meeting (EGM) of UCO Bank (hereinafter referred to as the Bank).

2. Dispatch of Notice convening the EGM

The Bank has informed that, on the basis of the Register of Shareholders and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Bank completed dispatch of the Notice of the EGM as under

- On **25.01.2019** by e-mail to **1,54,524** shareholders who had registered their email-ids with Depositories/the Bank;
- On **25.01.2019** by Courier to **1,48,557** shareholders in physical form.

3. Cut-off date

The Voting rights were reckoned as on **Wednesday, 13th February, 2019** being the Cut-off date for the purpose of deciding the entitlements of shareholders at the remote e-Voting and voting at the EGM.



S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

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4. Remote e-Voting Process

4.1 Agency

The Bank appointed Karvy Fintech Private Limited (Karvy) as the agency for providing the remote e-Voting platform.

4.2 Remote e-Voting Period

Remote e-Voting platform was open from 09.00 am on Sunday, 17th February, 2019 to 5.00 p.m. on Tuesday, 19th February, 2019 and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of three Special Resolutions on the remote e-Voting platform provided by Karvy.

5. Counting Process

5.1 On completion of voting at the EGM, we unblocked the remote e-Voting results on the Karvy e-Voting platform in the presence of Mr. Aditya Ambastha and Ms. Shivangi Abhyankar and downloaded the remote e-Voting results.

5.2 Pursuant to the provisions of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970/ 80, voting rights of shareholders other than Central Government have been restricted to 10% of the total voting rights of all shareholders of the Bank.

6. Results

6.1 We observed that 80 Shareholders had cast their votes through remote e-Voting.



S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

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6.2 The remote e-voting results with respect to the items on the agenda as set out in the Notice of the EGM dated 22nd January, 2019 are enclosed herewith.

Malati A. Kumar



**Malati Kumar
Partner
ACS 15508
COP No. 10980**

**20th February, 2019
Thane**

Remote e-Voting Results

1. To create, offer, issue and allot 146,82,57,756 equity shares of face value of Rs.10/- each for cash at an issue price of Rs.20.95 per share determined in accordance with Regulation 164 (1) of SEBI ICDR Regulations, 2018 aggregating to Rs. 3076 crore) on preferential basis to Govt. of India.

Particulars	Remote e-Voting	
	Number	Votes
Assent	75	24,08,87,208
Dissent	4	1,920
Total	79*	24,08,89,128

**One Shareholder has abstained from voting on this resolution.*

Malati A. K.



Malati Kumar
Partner
ACS 15508
COP No. 10980

20th February, 2019
Thane

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 / email: snaco@snaco.net / website: www.snaco.net

Remote e-Voting Results

2. To grant, offer, issue and allot, in one or more tranches, up to 20,00,00,000 equity shares of face value of Rs.10/- each to the eligible employees of the Bank, through implementation of an Employee Share Purchase Scheme to be named as UCO ESPS-2019 at such price or prices, and on such terms and conditions as may be deemed appropriate by the Board/ Committee.

Particulars	Remote e-Voting	
	Number	Votes
Assent	69	24,08,83,096
Dissent	10	6,032
Total	79*	24,08,89,128

**One Shareholder has abstained from voting on this resolution.*

Malati A. Kumar



Malati Kumar
Partner
ACS 15508
COP No. 10980

20th February, 2019
Thane

Remote e-Voting Results

3. To grant, offer, issue and allot by way of a qualified institutional placement, such number of equity shares of face value of Rs.10/- each to Qualified Institutional Buyers whether they be holders of shares of the Bank or not for an aggregate amount not exceeding Rs. 1000 Crore in one or more tranches, at such price or prices including premium in such manner and on such terms and conditions as deemed appropriate to the Board and in accordance with provisions of Chapter VI of the SEBI ICDR Regulations, 2018.

Particulars	Remote e-Voting	
	Number	Votes
Assent	64	23,39,66,751
Dissent	16	69,22,382
Total	80	24,08,89,133

**One Shareholder has abstained from voting on this resolution.*

Malati A. Kumar

Malati Kumar
Partner
ACS 15508
COP No. 10980



20th February, 2019
Thane