

## 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, 6 <sup>th</sup> November, 2019 at 10.30 A.M.
Venue	Bhasha Bhawan Auditorium, National Library, Belvedere Road, Alipore, Kolkata- 700 027

Dear Sir,

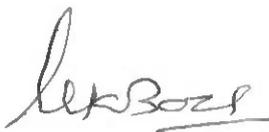
We, CA Subrata Pal, (Partner) M/s K. Ghosh & Associates, Chartered Accountants, and Uttam Kumar Bose, a Shareholder of the Bank (IN302847 / 10043149) were appointed as Scrutinizers for the poll taken on the agenda item of the Extraordinary General Meeting of the shareholders of UCO Bank, held on Wednesday, 6<sup>th</sup> November, 2019 at 10.30 A.M 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.

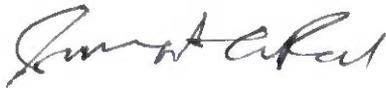
The voting rights were reckoned as on 30.10.2019 being the Cut-off date for the purpose of deciding the entitlements of shareholders at the remote e-voting and voting at the Meeting.

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.

K. Ghosh & Associates (FRN326664E)  
Chartered Accountant



CA Subrata Pal  
MRN 055417



Uttam Kumar Bose  
Shareholder Scrutinizer  
DPID No. IN302847/10043149

Date: 06.11.2019  
Place: Kolkata

## 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 6<sup>th</sup> November, 2019 is as given below:

**Agenda Item** – To create, offer, issue and allot 126,11,01,243 (One hundred Twenty Six crore Eleven lakh One thousand Two hundred Forty Three) equity shares of face value of Rs.10/- (Rupees ten only) each for cash at an issue price of Rs.16.89 (Rupees Sixteen and paise eighty nine only) per share determined in accordance with the Regulation 164(1) of SEBI ICDR Regulation 2018 aggregating to Rs.2130 crore (Rupees Two thousand One hundred Thirty 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	71	23,77,24,719	521	681,23,59,200	592	705,00,83,919	99.9478
Dissent	8	548	7	109	15	657	0.0522
Total	79	23,77,25,267	528	681,23,59,309	607	705,00,84,676	100

Based on the aforesaid results, special resolution as contained in the notice dated 09.10.2019 has been passed with requisite majority.

K. Ghosh & Associates (FRN326664E)  
Chartered Accountant



CA Subrata Pal  
MRN 055417

Place: Kolkata  
Date: 06.11.2019




Uttam Kumar Bose  
Shareholder Scrutinizer  
DPID No. IN302847/10043149



# S. N. ANANTHASUBRAMANIAN & CO

## Company Secretaries

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### SCRUTINIZER'S REPORT

Name of the Bank	UCO Bank
Meeting	Extraordinary General Meeting
Day, Date & Time	Wednesday, 06 <sup>th</sup> November 2019 at 10:30 a.m.
Venue	Bhasha Bhavan Auditorium, National Library, Belvedere Road, Alipore, Kolkata - 700027

#### 1. Appointment as Scrutinizer

We are appointed as Scrutinizer for remote e-voting process for the Extraordinary General Meeting (EGM) of UCO Bank ("the Bank") held today.

#### 2. Dispatch of Notice convening the EGM

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

- On 10<sup>th</sup> October, 2019 by E-mail to 1,75,754 Shareholders who had registered their E-mail IDs with the Bank/ Depositories.
- On 11<sup>th</sup> October, 2019 by Courier to 1,42,544 Shareholders in physical form.

#### 3. Cut-off date

Voting rights were reckoned as on Wednesday, 30<sup>th</sup> October, 2019 being the cut-off date for the purpose of deciding the entitlements of Shareholders for remote e-voting and voting at the EGM.



Report of Scrutinizer on remote e-voting process by Shareholders of UCO Bank for the EGM held on  
06<sup>th</sup> November, 2019



## **S. N. ANANTHASUBRAMANIAN & CO** **Company Secretaries**

### **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 a.m. on Sunday, 03<sup>rd</sup> November, 2019 to 5:00 p.m. on Tuesday, 05<sup>th</sup> November, 2019** and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Resolution on the remote e-voting platform provided by Karvy.

### **5. Voting at the EGM**

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that shareholders who have cast their votes through remote e-voting do not vote again at the general meeting, we were provided access to only such details relating to shareholders such as their names, DP ID & Client ID/ Folios, number of shares held but not the manner in which they have voted after closure of period of remote e-voting and before the commencement of the Meeting.

5.2 Accordingly, Karvy, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of Shareholders who had cast their votes through remote e-voting.

### **6. Counting Process**

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





## **S. N. ANANTHASUBRAMANIAN & CO** **Company Secretaries**

6.2 No Shareholder of the Bank other than the Central Government holds more than 10% of total voting rights of all Shareholders of the Bank, accordingly, provisions of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 with respect to restriction of voting rights are not applicable.

### **7. Results**

7.1 We observed that **80** Shareholders had cast their votes through remote e-voting out of which 01 Shareholder holding 100 shares abstained from voting.

7.2 The remote e-voting result with respect to the item on the agenda as set out in the Notice of the EGM dated 09<sup>th</sup> October, 2019 is enclosed herewith.

*Aparna Gadgil*  
Aparna Gadgil  
Partner



ACS : 14713  
COP No. : 8430

06<sup>th</sup> November, 2019  
Kolkata



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**REMOTE E-VOTING RESULT**

Item No. 1: To create, offer, issue and allot 126,11,01,243 Equity Shares of face value of Rs.10/- each (Rupees Ten only) for cash at an issue price of Rs. 16.89 per share including premium of Rs. 6.89 per share aggregating to Rs. 2,130 Crore (Rupees Two Thousand One Hundred and Thirty Crore) on preferential basis to Government of India.

Particulars	Remote e-voting	
	Number	Votes
Assent	71	23,77,24,719
Dissent	8	548
Total	79	23,77,25,267


Aparna Gadgil  
Partner

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06<sup>th</sup> November, 2019

Kolkata