

REPORT OF SCRUTINIZER (s)

To

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

Meeting	Extraordinary General Meeting of the Equity Shareholders
Date & Time	Monday, 25 th March, 2019 at 11:00 A.M.
Venue	Bhasha Bhawan Auditorium, National Library, Belvedere Road, Alipore, Kolkata- 700 027

Dear Sir,

We, CA B. K. Basu, K. Ghosh & Associates, Chartered Accountants, and Mr. Pijush Kumar Datta, a Shareholder of the Bank (Client ID/DP ID - 13020800/00238564) 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 Monday, 25th March, 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 18.03.2019 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 K. Ghosh & Associates (FRN32664E)
Chartered Accountants



CA B. K. Basu (MRN- 015013)
Scrutinizer



Pijush Kumar Datta
Shareholder Scrutinizer
Client ID/DP ID - 13020800/00238564

Place: Kolkata
Date: 25.03.2019

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 25th March, 2019 is as given below:

Agenda Item : – To create, offer, issue and allot 175,17,09,626 (One hundred seventy five crore seventeen lakh nine thousand six hundred twenty six only) equity shares of face value of Rs.10/- (Rupees ten only) each for cash at an issue price of Rs.19.01 (Rupees Nineteen and paise one only) per share determined in accordance with the Regulation 164(1) of SEBI ICDR Regulation 2018 aggregating to Rs.3330 crore (Rupees Three thousand thirty three 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	68	240058200	712	5059512116	780	5299570316	99.9999
Dissent	5	1511	6	1959	11	3470	0.0001
Abstain/Invalid	1	100	-	196	1	296	0.00
Total	74	240059811	718	5059514271	792	5299574082	100.0000

Based on the aforesaid results, special resolutions as contained in the notice dated 27.02.2019 has been passed with requisite majority.

For K. Ghosh & Associates (FRN32664E)
Chartered Accountants



CA B. K. Basu (MRN- 015013)
Scrutinizer



Pijush Kumar Datta
Shareholder Scrutinizer
Client ID/DP ID - 13020800/00238564

Place: Kolkata
Date: 25.03.2019

S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, Brindaban, Thane (W) – 400 601 | Tel: 25345648, 25432704 | Email: snaco@snaco.net | Website www.snaco.net

SCRUTINIZER'S REPORT

Name of the Bank	UCO Bank
Meeting	Extraordinary General Meeting
Day, Date and Time	Monday, 25 th March, 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 for the Extraordinary General Meeting (EGM) of **UCO Bank** (hereinafter referred to as **the Bank**).

2. Dispatch of Notice convening the EGM

The Bank informed that on the basis of the 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), Bank completed dispatch of Notice of EGM as under:

- On **28th February, 2019**, by **E-mail** to **1,54,711** shareholders who had registered their Email-IDs with the Bank/ Depositories;
- On **28th February, 2019**, by **Courier** to **1,47,414** shareholders in physical form.

3. Cut-off date

Voting rights were reckoned as on **Monday, 18th March, 2019**, being the cut-off date for the purpose of deciding the entitlements of shareholders for the remote e-voting and voting at the EGM.

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.



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4.2 Remote e-voting period

Remote e-voting platform was open from **09:00 a.m. on Friday, 22nd March, 2019 till 05:00 p.m. on Sunday, 24th March, 2019** and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolution 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 remote e-voting platform in the presence of Mr. Deepak Shadambikar and Ms. Janvhi Sakpal and downloaded the remote e-voting results.

5.2 Pursuant to 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 total voting rights of all shareholders of the Bank.

6. Results

6.1 We observed that **74** shareholders had cast their votes through remote e-voting.

6.2 Remote e-voting result with respect to the single item on the agenda as set out in the Notice of the EGM dated 27th February, 2019 is enclosed herewith.

Malati A. Kumar


Malati Kumar
Partner

ACS : 15508

COP No. : 10980

25th March, 2019

Thane

S. N. ANANTHASUBRAMANIAN & CO.

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REMOTE E-VOTING RESULT

Item No. 1: To create, offer, issue and allot 175,17,09,626 equity shares of face value of Rs. 10/- each for cash at an issue price of Rs. 19.01 per equity share determined in accordance with Regulation 164(1) of SEBI (ICDR) Regulations, 2018, aggregating to Rs. 3,330 Crore on preferential basis to Government of India.

Particulars	Remote e-voting	
	Number	Votes
Assent	68	24,00,58,200
Dissent	05	1,511
Total	*73	24,00,59,711

* One shareholder has abstained from voting.

Malati A. Kumar


Malati Kumar

Partner

ACS : 15508

COP No. : 10980

25th March, 2019

Thane