



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

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07th May, 2021

To,
Managing Director & CEO

UCO Bank

10, B.T.M. Sarani,
Kolkata – 700 001.

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your Shareholders during the Extraordinary General Meeting of your Bank held on Friday, 7th May, 2021 through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

We are pleased to submit the Scrutinizer’s Report, which is comprehensive and self-explanatory in all respects



Malati Kumar
Partner



SCRUTINIZER'S REPORT

Name of the Bank	UCO Bank
Meeting	Extraordinary General Meeting
Day, Date & Time	Friday, the 07th May, 2021 at 11.00 A.M.
Deemed Venue	Head Office, 10, B.T.M. Sarani, Kolkata – 700 001
Mode	Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Shareholders at the Extraordinary General Meeting (“EGM”) of **UCO Bank (“the Bank”)** scheduled on **Friday, the 07th May, 2021 at 11.00 A.M.** held through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer’s report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the EGM

2.1 The Bank hosted the notice of EGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **09th April, 2021.**

2.2. The Bank informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by KFin Technologies Private Limited the Registrar and Share Transfer Agents (“RTA”) of the Bank and the depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) respectively, the Bank completed dispatch of Notice of EGM on **12th April, 2021** by e-mail





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to **2,55,494** shareholders and on **03rd May, 2021** by email to **13,799** shareholders who had already registered their email ids with the Bank/ Depositories.

2.3 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, an advertisement was published on **13th April, 2021**, in Business Standard (All Editions), Business Line (All Editions) and Aajkal (Bengali newspaper) and having electronic editions specifying the date & time of the EGM, availability of the notice on Bank's website and website of Stock Exchanges, manner of registration of email ids by the shareholders (both physical and demat) who are yet to register their email ids with the Bank, manner of voting through remote e-voting or through e-voting system at the EGM etc.

3. Cut-off date

Voting rights were reckoned as on **Friday, 30th April, 2021**, being the cut-off date for the purpose of deciding the entitlements of shareholders for remote e-voting and e-voting during the EGM.

4. Remote e-voting Process

4.1 Agency

The Bank appointed KFin Technologies Private Limited (KFin Tech) as the agency for providing the remote e-voting platform.

4.2 Remote e-voting period

Remote e-voting platform was open from **9 a.m. on Tuesday 04th May, 2021 to 5 p.m. on Thursday 06th May, 2021** 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 KFin Tech.





5. Voting at the EGM

- 5.1 In line 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 during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.
- 5.2 Accordingly, KFin Tech, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the shareholders who had cast their votes through remote e-voting.

6. Counting Process

- 6.1 On completion of e-voting at the EGM, we unblocked the results of the remote e-voting and e-voting by shareholders at the EGM, on the KFin Tech e-voting platform in the presence of Mr. S. N. Viswanathan and Mr. Mani KRS Iyer and downloaded the results.
- 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.





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7. Results

- 7.1 The Consolidated Result with respect to the Agenda Items is enclosed.
- 7.2 Based on the aforesaid results, we report that the **Special Resolutions** as set out in Agenda Item No. 1 and Agenda Item No. 2 of the Notice of the EGM dated 08th April, 2021 have been **passed with the requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 606/2019



Malati Kumar

Partner

ACS: 15508 | COP: 10980

ICSI UDIN: A015508C000255528

07th May, 2021 | Thane



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CONSOLIDATED RESULTS

Item No. 1: To create, offer, issue and allot 203,76,17,554 equity shares of face value of Rs. 10/- each (Rupees Ten only) for cash at an issue price of Rs. 12.76 per equity share including premium of Rs 2.76 per share aggregating to Rs. 2600 crore (Rupees Two Thousand Six hundred crore only) on preferential basis, to Government of India.

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	146	9,52,56,62,478	29	5,22,029	175	9,52,61,84,507	99.9999
Dissent	14	7,877	4	43	18	7,920	0.0001
Total	160	9,52,56,70,355	33	5,22,072	193	9,52,61,92,427	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 1** of the Notice of the EGM dated 08th April, 2021 has been **passed with requisite majority**.



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Partner

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07th May, 2021 | Thane

Report of Scrutinizer on remote e-voting process and voting by shareholders during the EGM of UCO Bank to be held on 07th May, 2021



CONSOLIDATED RESULTS

Item No. 2: Appropriation of accumulated losses by setting off the Bank's accumulated losses of Rs.12537,39,74,781.74 (Rupees Twelve Thousand Five Hundred and Thirty Seven crore Thirty Nine lakh Seventy Four Thousand Seven Hundred Eighty one and Paise Seventy Four only) as at 31.03.2020 by utilizing the balance standing to the credit of Share Premium Account of Bank as on the date of set off and take the same into account during current Financial Year 2021-22.

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	138	9,52,56,59,923	29	5,22,029	167	9,52,61,81,952	99.9999
Dissent	19	8,529	4	43	23	8,572	0.0001
Total	157	9,52,56,68,452	33	5,22,072	190	9,52,61,90,524	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 2** of the Notice of the EGM dated 08th April, 2021 has been **passed with requisite majority**.



Malati Kumar
Partner

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