

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	Friday, 14th February, 2020 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 Friday, 14th February, 2020 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 meeting 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. KFin Technologies 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 07.01.2020 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.

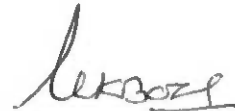


Bank had appointed M/s. S. N. ANANTHASUBRAMANIAN & Co., Practicing Company Secretary, as Scrutinizer for Remote e-voting. Bank provided the Scrutinizers Report received from M/s. S. N. ANANTHASUBRAMANIAN & Co., Practicing Company Secretary. The consolidated result of the remote e-voting and the voting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

K. Ghosh & Associates (FRN326664E)
Chartered Accountant



CA Subrata Pal
MRN 055417
(Partner)



Uttam Kumar Bose
Shareholder Scrutinizer
DPID No. IN302847/10043149

Date: 14.02.2020
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 17th January, 2020 is as given below:

Agenda Item – To create, offer, issue and allot 129,50,42,321 (One hundred Twenty Nine crore Fifty lakh Forty Two thousand Three hundred Twenty One) equity shares of face value of Rs.10/- each (Rupees Ten only) for cash at an issue price of Rs. 16.54 (Rupees Sixteen and Paise fifty four) per equity share determined in accordance with Regulation 164 (1) of SEBI ICDR Regulations, 2018 aggregating to Rs. 2142 crore (Rupees Two Thousand and One hundred Forty Two 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	67	23,50,55,606	705	807,35,04,633	772	830,85,60,239	100
Dissent	05	2213	1	51	6	2264	0
Total	72	23,50,57,819	706	8073504684	778	830.85.62.503	100

Based on the aforesaid results, special resolution as contained in the notice dated 17.01.2020 has been passed with requisite majority.

K. Ghosh & Associates (FRN326664E)
Chartered Accountant



CA Subrata Pal
MRN 055417
(Partner)



Uttam Kumar Bose
Shareholder Scrutinizer
DPID No. IN302847/10043149

Place: Kolkata
Date: 14.02.2020





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

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ICSI Unique Code: P1991MH040400

14th February, 2020

To,

Managing Director & CEO

UCO Bank

10, B.T.M. Sarani,

Kolkata - 700 001

Dear Sir,

At the outset, we express our gratitude to the Bank for appointing us as Scrutinizer for the remote e-voting process by your Shareholders at the Extraordinary General Meeting of the Bank held today.

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

Malati A. Kumar

Malati Kumar

Partner



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SCRUTINIZER'S REPORT

Name of the Bank	UCO Bank
Meeting	Extraordinary General Meeting
Day, Date & Time	Friday, 14th February, 2020 at 10.30 A.M.
Venue	Bhasha Bhawan Auditorium, National Library, Belvedere Road, Alipore, Kolkata - 700027

1. Appointment as Scrutinizer

We are appointed as Scrutinizer for remote e-voting process conducted 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 18th January, 2020 by E-mail to 1,84,225 Shareholders who had registered their E-mail IDs with the Bank/ Depositories.
- On 20th January, 2020 by Courier to 1,40,472 Shareholders in physical form.

3. Cut-off date

Voting rights were reckoned as on **Friday, 07th February, 2020** being the cut-off date for the purpose of deciding the entitlements of Shareholders for remote e-voting and voting at the EGM.





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

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 **9:00 a.m. on Tuesday, 11th February, 2020 to 5:00 p.m. on Thursday, 13th February, 2020** 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. Counting Process

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

5.2 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.

6. Results

6.1 We observed that **74** Shareholders had cast their votes through remote e-voting out of which **02** Shareholders holding **11,50,116** shares abstained from voting.





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

- 6.2 Remote e-voting result with respect to the item on the agenda as set out in the Notice of the EGM dated 17th January, 2020 is enclosed herewith.

Malati A. K.

Malati Kumar

Partner

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14th February, 2020

Thane





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

REMOTE E-VOTING RESULT

Item No. 1: To create, offer, issue and allot 129,50,42,321 equity shares of face value of Rs. 10/- each (Rupees Ten only) for cash at an issue price of Rs. 16.54 per equity share including premium of Rs 6.54 per share aggregating to Rs. 2,142 crore (Rupees Two Thousand One Hundred Forty Two Crore only) on preferential basis to Government of India

Particulars	Remote e-voting	
	Number	Votes
Assent	67	23,50,55,606
Dissent	05	2,213
Total	72	23,50,57,819

Malati A. Kumar



Malati Kumar

Partner

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14th February, 2020

Thane