

UJJIVAN/SE/2018-19/48

March 06, 2019

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East),
Mumbai 400 051
Kind Attention: Manager, Listing Department

BSE Limited
P.J. Tower,
Dalal Street
Mumbai 400 001
Kind Attention: Manager, Listing Compliance

Trading Symbol: UJJIVAN

SCRIP CODE: 539874

Dear Sir/Madam,

Subject: Intimation under Regulation 30(2) and Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Please refer to our intimation letter dated February 02, 2019 wherein we had submitted the Postal Ballot Notice dated January 23, 2019 sent to the Members seeking their approval for the following special business items:

Sr. No.	Resolution
1.	To approve for the continuation of Mr. K. R. Ramamoorthy (DIN: 00058467), who is over the age of 75 years as the Independent Non-Executive Director of the Company for a second term of 5 years w.e.f. April 01, 2019

Mr. S. Kannan of M/s. S Kannan And Associates, bearing Firm No. S2017KR473100 (FCS 6261, holding CP No. 13016), who was appointed as Scrutinizer for the aforesaid Postal Ballot / e-voting process has submitted his report dated March 06, 2019. In terms of the notice of postal ballot, the results were declared by the Company at the registered office of the Company on March 06, 2019.

Pursuant to Clause 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the above special resolution was passed by the Shareholders with the requisite majority. The resolution is deemed to be passed on March 05, 2019, being the result date.

In this regard please find enclosed the following:

1. Disclosure pertaining to the voting results pursuant to provisions of Reg. 44 (3) of Listing Regulations
2. Report of the Scrutinizer dated March 06, 2019
3. A copy of the proceedings of result of voting by postal ballot

The results of the Postal Ballot along with the Scrutinizer's Report are available at the registered office of the Company and hosted at Company's website www.ujjivan.com as well as on the website of Karvy Fintech Private Limited at <https://evoting.karvy.com/>.

The notice for the result of postal ballot will be published in the Newspapers on March 08, 2019.

We request you to please take the above on record.

Thanking You,

Yours faithfully,

For Ujjivan Financial Services Limited


Sanjeev Barnwal
Company Secretary and Compliance Officer

Encl: as mentioned above

Company Name	UJJIVAN FINANCIAL SERVICES LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	80693
proxy:	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	SPECIAL - To approve for the continuation of Mr. K.R. Ramamoorthy (DIN: 00058467), who is over the age of 75 years as the Independent Non-Executive Director of the Company for a second term of 5 years w.e.f. April 01, 2019							
Whether promoter/ promoter group are interested in the agenda/resolution?	Not Applicable							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000
	Poll	0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	67220436	59357825	88.3032	58944489	413336	99.3036	0.6963
	Poll	67220436	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	67220436	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	53901439	6767869	12.5560	6766266	1603	99.9763	0.0236
	Poll	53901439	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	53901439	5808	0.0108	4457	1351	76.7389	23.2610
Total		121121875	6,61,31,502	54.5991	6,57,15,212	4,16,290	99.3705	0.6295





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SCRUTINIZER'S REPORT

(Pursuant to section 110 of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014.

6th March 2019

The Chairman / Authorised Person
UJJIVAN FINANCIAL SERVICES LIMITED
(CIN L65999KA2004PLC035329)
Grape Garden,
No. 27, 3rd 'A' Cross, 18th Main,
6th Block, Koramangala,
Bangalore - 560 095,

Dear Sir,

As you are aware, the Board of Directors of the Company at their meeting held on 23rd January 2019 had appointed me as Scrutinizer for conducting the Postal Ballot voting process in a fair and transparent manner.

The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act, 2013, and Rules relating to voting through electronic means and physical postal ballot forms on the resolutions contained in the Postal Ballot notice dated 23rd January 2019

My responsibility as a Scrutinizer for the voting process is restricted to make a Scrutinizer Report of the votes cast "in favour" or "against" the resolutions based on the postal ballot forms submitted by the Members of the Company and on the reports generated from the e-voting system provided by the Karvy Fintech Private Limited, the authorised service provider, for extending the facility of electronic voting to the Members of the Company.

Accordingly, I submit my report as under:

1. In terms of Section 110 of the companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has issued a postal ballot notice dated 23rd January 2019 for passing the resolutions mentioned in the said notice to its Members. On 2nd February

S KANNAN AND ASSOCIATES

Company Secretaries

FCS 6261, PCS No. 13016, Firm No. S2017KR473100.

13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040





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2019, the Company completed the despatch of the postal ballot forms along with self-addressed postage pre-paid business reply envelopes to its Members whose name(s) appeared in the Register of Members / list of beneficiaries as on 25th January 2019.

2. The Public advertisements with respect to despatch of Notice of Postal Ballot were published on 3rd February, 2019 in Financial Express (English daily) and Hosadigantha (Kannada daily).
3. The Members were informed vide the postal ballot notice that they were required to give their assent for or dissent against the proposal through physical postal ballot forms which were required to be sent to me on or before Monday, 5th March 2019 or through e-voting facility which was kept open from 9.00 AM on Monday, 4th February 2019 till 5.00 PM on Tuesday, 5th March 2019, (both days inclusive).
4. Pursuant to the provisions of SEBI (LODR) Regulations, 2015 and the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any amendments thereto), the Company has provided electronic voting facility (e-voting) to the Members of the Company and has engaged Karvy Fintech Private Limited for providing e-voting platform. Email communication in respect of e-voting for postal ballot of the Company has been sent to email addresses which are registered with the Depositories as on 25th January 2019.
5. Particulars of all the postal ballot forms received from the Members including electronic voters have been entered in a register separately maintained for the purpose.
6. The postal ballot forms were duly opened and scrutinized by me and the shareholding was confirmed with the Register of Members of the Company / list of beneficiaries as on the cut-off date i.e., 25th January 2019 as made available by Karvy Fintech Private Limited, the Registrar and Share Transfer Agent of the Company. The report of Members' voting through e-voting option was generated after close of working hours i.e., at 5.00 PM on 5th March 2019.

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7. I have considered all postal ballot forms received up to 5.00 PM on 5th March 2019 and electronic votes recorded from 4th February 2019 up to the close of workings hours i.e., at 5.00 PM on 5th March 2019, being the last date and time fixed by the Company for receipt of the forms which have been considered for my scrutiny.
8. A summary of the postal ballot forms and electronic voting confirmations (e-votes) received for the **Special resolution** given in the Notice referred to above seeking Members' approval is as under:

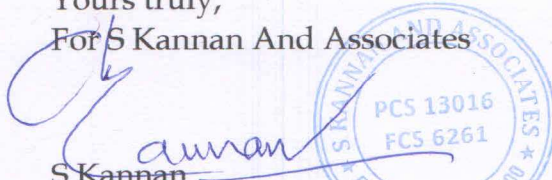
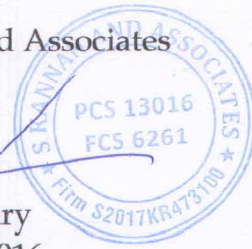
Resolution No.1: To approve for the continuation of Mr. K.R. Ramamoorthy (DIN: 00058467), who is over the age of 75 years as the Independent Non-Executive Director of the Company for a second term of 5 years with effect from April 01, 2019.

Voting through	In Favour	Against	Result
E-Voting	6,57,10,755	4,14,939	Passed with requisite majority
Postal Ballot	4,457	1,351	
Total	6,57,15,212	4,16,290	

9. The postal ballot and all other papers relating to postal ballot including voting by electronic means shall be under my safe custody till the Chairman considers, approves and signs the minutes and thereafter the same shall be returned to the Company.

I write to state that the resolution set out in the Notice for Postal Ballot dated 23rd January 2019 is approved by Members of the Company with requisite majority. You may accordingly declare the results of the Postal Ballot as per law.

Yours truly,
For S Kannan And Associates

S Kannan
Company Secretary
FCS 6261, PCS 13016

S KANNAN AND ASSOCIATES

Company Secretaries

FCS 6261, PCS No. 13016, Firm No. S2017KR473100.

13, Ground Floor, 1st Main, Venkateswara Lay Out, Attiguppe, Vijayanagara, Bengaluru - 560040

MINUTES OF THE PROCEEDINGS OF POSTAL BALLOT OF UJJIVAN FINANCIAL SERVICES LIMITED HELD ON MARCH 06, 2019 FROM 05:00 P.M. TO 05:30 PM AT THE REGISTERED OFFICE OF THE COMPANY AT GRAPE GARDEN, NO. 27, 3RD 'A' CROSS 18TH MAIN 6TH BLOCK, KORAMANGALA, BANGALORE – 560095

PRESENT

Mr. K.R. Ramamoorthy : Chairman
 Mr. Sanjeev Barnwal : Company Secretary
 Mr. S. Kannan : Scrutinizer for the Postal Ballot

The Chairman stated that pursuant to the provision of Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Postal Ballot Notice along with explanatory statement dated January 23, 2019 was sent to the Members of the Company for passing the special resolution as mentioned in the Postal Ballot Notice dated January 23, 2019. The voting rights were reckoned on the number of shares registered and held in the name of the shareholders as on Friday, January 25, 2019. Newspaper advertisement informing the date of completion of dispatch of Postal Ballot Notice along with Explanatory Statement and Postal Ballot Form on February 02, 2019, was published, both in English and Kannada, on Sunday, February 03, 2019.

The Board of Directors at their meeting held on January 23, 2019, had appointed Mr. S. Kannan, Consultant Company Secretary (FCS 6261, holding CP No. 13016), as the Scrutinizer to receive and scrutinize the filled in forms from the Members and for conducting the postal ballot process in a fair and transparent manner. The Company had provided ballot voting as well as the e-voting facility through Karvy Fintech Private Limited to enable them to cast their votes on the resolutions proposed in the said Notice. The e-voting commenced on Monday, February 04, 2019 at 9.00 AM and ended on Tuesday, March 05, 2019 at 5.00 PM. The last date for accepting ballot votes from the shareholders was Tuesday, March 05, 2019.

The details as summarised by the scrutinizer in his report dated March 06, 2019 is as under:

Special Resolution	Voting Through	In Favour	Against	Result
1. To approve for the continuation of Mr. K. R. Ramamoorthy (DIN: 00058467), who is over the age of 75 years as the Independent Non-Executive Director of the Company for a second term of 5 years w.e.f. April 01, 2019	E-Voting	6,57,10,755	4,14,939	Passed with requisite majority
	Postal Ballot	4,457	1,351	
	Total	6,57,15,212	4,16,290	

The below resolution was passed by the shareholders of the Company with requisite majority:

Item No. 1 – To approve for the continuation of Mr. K. R. Ramamoorthy (DIN: 00058467), who is over the age of 75 years as the Independent Non-Executive Director of the Company for a second term of 5 years w.e.f. April 01, 2019

“RESOLVED THAT pursuant to Regulation 16(1)(b) and newly inserted Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and any other relevant circulars and modifications, if any issued by Securities and Exchange Board of India (“SEBI”) from time to time and pursuant to the provisions of Section 149, 150 and 152, and any other applicable provisions of the Companies Act, 2013, and the Rules made thereunder (including any statutory modifications or re-enactments thereof, for the time being in force) read with Schedule IV of the Companies Act, 2013,

approval of the members of the Company be and is hereby accorded for the continuation of Mr. K. R. Ramamoorthy (DIN: 00058467), who is above 75 (seventy five) years of age, as the Independent Non-Executive Director of the Company and to accord its approval for his appointment for a second term of 5 (five) years commencing from April 01, 2019 to March 31, 2024 and whose office shall not be liable to retire by rotation.”

Details of votes cast “FOR/AGAINST” the resolution:

No. of Votes Polled by e-voting and physical ballot	No. of Votes in Favour	No. of Votes against	% of total votes cast in favour of the resolutions	% of votes cast against the resolutions
6,61,31,502	6,57,15,212	4,16,290	99.3705	0.6295

Result

As the number of votes casted in favour of the resolution (99.3705%) is more than three times the number of votes cast against (0.6295%). We record that the special resolution has been passed by requisite majority.

On the basis of the report of the Scrutinizer submitted to the Chairman, the Chairman announced the results of the postal ballot on March 06, 2019.

March 05, 2019, being the last date of receipt of the postal ballot forms / e-voting has been taken as the date of passing the resolutions

The Chairman thereafter declared the proceedings as concluded at 05:30 PM

Place: Bangalore
Date: March 6, 2019

CHAIRMAN

