

USFB/CS/SE/2026-27/108

Date: October 19, 2026

To,

National Stock Exchange of India Limited

Listing Department
Exchange Plaza, C-1, Block G, Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

BSE Limited

Listing Compliance
P.J. Tower,
Dalal Street, Fort,
Mumbai – 400 001

Symbol: UJJIVANSFB

Scrip Code: 542904

Dear Sir/Madam,

Sub: Notice of Extra Ordinary General Meeting of Ujjivan Small Finance Bank Limited (“Bank”)

Further to our letter bearing reference number USFB/CS/SE/2026-27/99 dated October 16, 2026 intimating that the Extra Ordinary General Meeting (“EGM”) of Bank will be held on Friday, November 13, 2026 at 03:30 p.m. IST through Video Conferencing/Other Audio-Visual Means in compliance with the provisions of the Companies Act, 2013 and rules made thereunder read with relevant Circulars issued by Ministry of Corporate Affairs and SEBI, we hereby submit a copy of the Notice of EGM of the Bank.

Please be informed that the dispatch of the Notice of the EGM to the members of the Bank, was initiated today i.e., on October 19, 2026.

The Bank has engaged the services of KFin Technologies Limited, Registrar and Transfer Agent of the Bank, to provide e-voting facility. The remote e-voting will commence from Tuesday, November 10, 2026, 09:00 AM and end of remote e-voting will be on Thursday, November 12, 2026, at 05:00. P.M.

We also hereby inform that Friday, November 6, 2026, will be the cut-off date for purpose of determining the members eligible to vote on the resolution set out in the Notice of the EGM.

A copy of the aforesaid notice and this intimation shall be available on the website of the Bank at www.ujjivansfb.bank.in.

We request you to take note of the above.

Thanking You,

Yours faithfully,

For UJJIVAN SMALL FINANCE BANK LIMITED

Sanjeev Barnwal
Digitally signed by Sanjeev
Barnwal
Date: 2026.10.19 15:37:35 +05'30'

Sanjeev Barnwal
Company Secretary and Head of Regulatory Framework

Encl: Notice of the EGM

Ranked 8th
Among Indian's Top 100 Best Companies To Work For 2026

UJJIVAN SMALL FINANCE BANK LIMITED

CIN: L65110KA2016PLC142162

Registered Office: Grape Garden, No. 27, 3rd “A” Cross, 18th Main, 6th Block, Koramangala,
Bengaluru – 560 095, Karnataka, India

Email: corporatesecretarial@ujjivan.bank.in **Ph. No.:** 080 – 40712121

Website: www.ujjivansfb.bank.in

NOTICE is hereby given that an Extra-Ordinary General Meeting of the Shareholders of Ujjivan Small Finance Bank Limited (“**the Bank**”) to be held on Friday November 13, 2026 at 03:30 P.M. through video conferencing and Audio-Visual Means (‘OVAM’)

SPECIAL BUSINESS:

ITEM NO. 1

Approval for offer and issuance of up to 6,31,91,619 Equity Shares by way of a preferential issue and circulation of private placement offer letter:

To consider and if thought fit to pass the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to: (i) the provisions of Sections 23, 179, 62(1)(c) read with Section 42 and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”) read with the Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations (“**SEBI (ICDR) Regulations**”), 2018, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the Foreign Exchange Management Act, 1999 as amended, the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, regulations, notifications and circulars, if any, of the Ministry of Corporate Affairs, the Reserve Bank of India and such other rules, regulations, guidelines, notifications and circulars, if any, issued by the Government of India or any other competent authority, in India, from time to time, to the extent applicable; (ii) the listing agreements (including any amendments(s), modification(s) or re-enactment(s) thereof for the time being in force) entered into by the Bank with stock exchanges on which the equity shares of the Bank are listed, and in accordance with the instructions issued by Securities and Exchange Board of India (“**SEBI**”) and stock exchanges and other concerned and appropriate authorities and other applicable laws; (iii) the relevant provisions of the Memorandum and Articles of Association of the Bank; (iv) the approval of shareholders by way of special resolution passed at this Extra-Ordinary General Meeting scheduled on November 13, 2026; (v) the application seeking in-principle approval from BSE Limited where the Bank’s equity shares are listed; and (vi) the application seeking in-principle approval from National Stock Exchange of India Limited where the Bank’s equity shares are listed and (vi) the share subscription agreement(s) (as may be amended, supplemented, altered and/ or restated from time to time) as may be executed by the Bank with any of the below proposed allottees (“**Proposed Allottees**”), the consent of the members of the Bank be and is hereby accorded to create, offer, issue, up to **6,31,91,619** equity shares (the “**Subscription Shares**”) having a face value of Rs. 10 each at a price of Rs. 64.73 (the “**Subscription Price**”) that includes a premium of Rs. 54.73 each per equity share, aggregating upto Rs. 4,09,03,93,497.87 (the “**Subscription Amount**”), by way of preferential issue on a private placement basis, in electronic form by direct credit to the below Proposed Allottees’ demat accounts (the “**Preferential Allotment**”):

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Sr. No.	Name of the Allottee	Address of the Allottee	Nature and Maximum Number of Subscription Shares	Maximum Total Subscription Amount (including premium) (Rs.)
1.	International Finance Corporation	2121 Pennsylvania Avenue, N.W., Washington, D.C. 20433, United States of America	3,84,73,561	2,49,03,93,603.53
2.	Bajaj Life Insurance Limited	Bajaj Insurance House, Airport Road, Yerawada, Pune - 411006, Maharashtra	92,69,272	59,99,99,976.56
3.	Aditya Birla Sun Life Insurance Company Limited	One World Center Tower 1, 16th Floor, Jupiter Mill Compound, 841, Senapati Bapat Marg, Elphinstone Road, Mumbai - 400013.	77,24,393	49,99,99,958.89
4.	HDFC Life Insurance Company Limited	1 st , 5 th , 11 th – 14 th Floor, Lodha Excelus, Apollo Mills Compound, N.M. Joshi, Mahalaxmi, Mumbai – 400011, Maharashtra	77,24,393	49,99,99,958.89
	Total		6,31,91,619	4,09,03,93,497.87

RESOLVED FURTHER THAT in terms of the provisions of Chapter V of the SEBI (ICDR) Regulations, the relevant date for determining the minimum price for the Preferential Allotment of the Subscription Shares shall be October 14, 2026, being the day 30 days prior to the date of passing of the special resolution at this Extra Ordinary General Meeting of the members of the Bank scheduled on November 13, 2026.

RESOLVED FURTHER THAT the Bank shall not utilize the proceeds of the issue until filing of e-Form PAS-3 with the Registrar of Companies.

RESOLVED FURTHER THAT the Subscription Shares once allotted to Proposed Allottees as aforesaid shall be free of all liens or other encumbrances or rights of third parties and shall rank pari passu in all respects including as to dividend and voting rights, from the date of allotment thereof, with the existing fully paid-up equity shares of the Bank.

RESOLVED FURTHER THAT the monies to be received by the Bank from the Proposed Allottees on subscription to the Subscription Shares, pursuant to this private placement shall be kept in a separate bank account of the Bank having details set out in the Offer Letter, and shall be utilized by the Bank in accordance with Section 42 of the Act.

RESOLVED FURTHER THAT pursuant to the provisions of Section 42 and other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 as may be amended from time to time, consent of the members of the Bank be and is hereby accorded to the Board to make an offer to the Proposed Allottees through Private Placement Offer Letter cum application letter in Form PAS-4 (“Offer Letter”) or such other form as prescribed under the Act and SEBI ICDR Regulations containing the terms and conditions and that the Executive Director, Chief Financial Officer and the Company Secretary (“**Authorised Officials**”) be and are

hereby severally authorized to sign and issue the same to the Proposed Allottees, by way of private placement and maintain complete record of the private placement offer in Form PAS-5 and that the Authorised Officials be and are hereby severally authorized to make any corrections, amendments, deletions or additions in the Offer Letter and/or the application form relating to the proposed offer, and to provide any information, explanation, declaration and confirmations as may be required by the concerned authorities.

RESOLVED FURTHER THAT the Authorised Officials be and are hereby severally authorized to do, or cause to be done any and all such acts, deeds and things, and to execute, deliver and/or file any and all such documents, as they may, in their discretion, determine to be necessary or desirable in connection with the issuance and allotment of the aforesaid Subscription Shares to the Proposed Allottees, without requiring the approval of the members of the Bank, including but not limited to:

- (i) issuing, signing and stamping the letters of allotment in accordance with the provisions of the Act and rules framed thereunder;
- (ii) undertaking the necessary corporate actions with the Bank's depository for credit of the aforesaid Subscription Shares to the respective demat account of the Proposed Allottees;
- (iii) preparing, executing and filing of the necessary e-forms, including the return of allotment in e-Form PAS-3, Form SMF-FC-GPR wherever applicable and such other forms as may be required with the Registrar of Companies, Reserve Bank of India pursuant to the provisions of the Act, the Foreign Exchange Management Act, 1999 and rules framed thereunder, corporate action forms with the Bank's depository and any other applicable regulatory authorities;
- (iv) signing manually or digitally all such forms, documents and papers, as may be required to give effect to the above allotment; and
- (v) doing all such acts, deeds, matters and things as deemed necessary, desirable or expedient to give effect to the above resolutions.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to a Committee duly constituted by the Board or any committee of Directors or any Director(s) or Officer(s) of the Bank in such manner as it may deem fit in its discretion, subject to applicable law, with the power to take such steps and to do all such acts, deeds, matters and things as they may deem fit and proper for the purpose of the Preferential Allotment and settle any questions or difficulties that may arise in connection with the aforesaid resolutions.

RESOLVED FURTHER THAT the copy of the foregoing resolution, certified to be true by the Company Secretary of the Bank, may be furnished to any person(s), authorities and regulatory bodies as may be required."

By Order of the Board For

UJJIVAN SMALL FINANCE BANK LIMITED

Sd/-

Sanjeev Barnwal

Company Secretary and Head of Regulatory Framework

Place: Bengaluru

Date: October 16, 2026

Among Indian's Top 100 Best Companies To Work For 2026
Ranked 8th



NOTES:

1. Pursuant to the latest applicable circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India (hereinafter collectively referred to as “the Circulars”), companies are allowed to hold Extra-Ordinary General Meeting (“EGM or Meeting”) through Video Conferencing (“VC)/Other Audio-Visual Means (“OAVM”), without the physical presence of members at a common venue. Hence, in compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder read with the Circulars, the EGM of the Bank is being held through VC/OAVM. The deemed venue for the EGM shall be the Registered Office of the Bank.
2. As per Section 105 of the Companies Act, 2013, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on a poll in the Meeting instead of himself/herself. However, since the EGM is being held through VC/OAVM, the facility for appointment of proxies by the members will not be available for the EGM and hence, the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the EGM as per Section 103 of the Companies Act, 2013.
4. Institutional / Corporate Shareholders (i.e., other than individuals / HUF/ NRI etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc. authorizing its representative along with attested specimen signature of such representative, to attend the EGM through VC / OAVM on its behalf and to vote through remote e-voting or during the EGM. The said Resolution/Authorization shall be sent to the Scrutiniser by email through its registered email address to pbk@sreedharancs.com / compliance@sreedharancs.com with a copy marked to corporatesecretarial@ujjivan.bank.in and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format ‘USFB _EVENT No 10272’.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote, provided the votes are not cast by remote e-voting.
6. In compliance with the Circulars, the notice of this meeting along with the explanatory statement are being sent only through electronic mode to those members whose email addresses are registered with the depository participant(s). Members may also note that the notice of this meeting will also be available on the Bank’s website at www.ujjivansfb.bank.in, website of the Stock Exchanges, i.e., BSE Ltd. and National Stock Exchange of India Ltd. at www.bseindia.com and www.nseindia.com respectively and on the website of e-voting agency KFin Technologies Ltd. (“KFin Tech or RTA”) at evoting.kfintech.com.
7. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are therefore, requested to submit their PAN to their Depository Participant(s).
8. For any queries relating to the proposed items as mentioned in the notice, the members can write to the Bank at corporatesecretarial@ujjivan.bank.in at least seven days before the date of the meeting.
9. Members can avail of the nomination facility in respect of shares held by them in physical form by filing Form SH-13, as prescribed under Section 72 of the Companies Act, 2013 and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the RTA of the Bank and members holding shares in electronic form may contact their Depository Participant for availing this facility.
10. Members of the Bank under the category of ‘Institutional Investors’ are encouraged to attend and vote at the EGM.
11. An Explanatory Statement of this Notice pursuant to Section 102(1) of the Companies Act, 2013, Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2 on General Meetings, specified by the Institute of Company Secretaries of India and notified by the Ministry of Corporate Affairs under Section 118(10) of the Companies Act, 2013 is annexed herewith and forms part of this Notice.
12. The resolution as set out in this Notice is being conducted through e-voting, the said resolution will not be decided by a show of hands at the EGM.
13. Since the EGM will be held through VC/OAVM, the route map is not attached to this Notice.

Among Indian's Top 100 Best Companies To Work For 2026
Ranked 8th



14. Those members who have not yet registered their email addresses are requested to get their email addresses registered with their Depository Participant. Please contact your Depository Participant for further assistance in this matter.

15. Voting through electronic means

1. Remote e-voting and e-voting during the EGM:

- a. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Bank is providing to its members, facility to exercise their right to vote on resolutions proposed to be passed at the EGM by electronic means. Members may cast their votes remotely, using an electronic voting system on the dates mentioned herein below ("remote e-voting"). The members also have the option to cast their votes during the EGM (e-voting), if not cast earlier through remote e-voting. The Bank has engaged the services of KFin Tech as the agency to provide e-voting facility. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions given below.

- b. The remote e-voting facility will be available during the following voting period:

Commencement of remote e-voting: The remote e-voting will commence from **Tuesday, November 10, 2026 09:00 AM and End of remote e-voting will be on Thursday, November 12, 2026 at 05:00. P.M.** The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled by KFin Tech upon expiry of the aforesaid period.

- c. Any person, whose name is recorded in the Register of Members or in the Register of beneficial owners (in case of electronic shareholding) maintained by the depositories as on **Friday, November 06, 2026** only shall be entitled to avail the facility of remote e-voting. The remote e-voting module shall be disabled by KFin Tech for voting thereafter. Once the vote on a resolution is cast by the shareholder, he/she/it shall not be allowed to change it subsequently.
- d. Voting rights of a member / beneficial owner (in case of electronic shareholding) shall be in proportion to their share in the paid-up equity share capital as on the cut-off date, i.e., Friday November 06, 2026.
- e. In order to increase the efficiency of the voting process, and pursuant to the SEBI Circular No. SEBI/HO/CFD/ CMD/CIR/P/2020/242 dated December 09, 2020, the demat account holders, are provided a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders will now be able to cast their vote without having to register again with the E-voting Service Providers ("ESPs"), thereby facilitating seamless authentication and convenience of participating in e-voting process.
- f. The Board of the Bank has appointed Mr. Pradeep B Kulkarni (FCS: 7260; CoP: 7835) of M/s. V Sreedharan and Associates, Company Secretaries, Firm No. P1985KR14800, as Scrutinizer to scrutinize the remote e-voting and e-voting process during the EGM in a fair and transparent manner and he has communicated his eligibility and willingness to be appointed as Scrutinizer and given his consent for the same and will be available for the said purpose.
- g. The Result of remote e-voting and e-voting shall be declared within 2 (Two) working days from conclusion of the EGM and subject to receipt of requisite number of votes, the resolutions proposed in the Notice shall be deemed to be passed on the date of this EGM, i.e., November 13, 2026



- h. The Result of voting declared along with Scrutiniser's Report will be published on the website of the Bank at www.ujjivansfb.bank.in and on Service Provider's website at <https://evoting.kfintech.com> within 2 (Two) working days from the conclusion of the EGM and the same shall also be simultaneously communicated to the BSE Limited and the National Stock Exchange of India Limited.

2. Information and instructions relating to remote e-voting and e-voting:

- The members can join the EGM through VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned herein. The Facility to join the Meeting shall be kept open throughout the proceedings of the EGM. The facility of participation at the EGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include large Members (Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.
- The members who have cast their vote(s) by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting. Once the vote on a resolution is cast by a Member, whether partially or otherwise, the Member shall not be allowed to change it subsequently or cast the vote again.
- A member can opt for only single mode of voting per EVEN, i.e., through remote e-voting or e-voting during the Meeting. If a member casts vote(s) by both modes, then voting done through remote e-voting shall prevail and vote(s) cast at the Meeting shall be treated as "INVALID".
- A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e., Friday November 06, 2026 only shall be entitled to avail the facility of remote e-voting or e-voting. A person who is not a member as on the cut-off date should treat the Notice for information purpose only.
- Any person who becomes member of the Bank after dispatch of the Notice of the Meeting and holding shares as on the cut-off date may obtain the User ID and password from KFin Tech.
- The Bank has opted to provide the same electronic voting system during the Meeting, as used during remote e-voting and the said facility shall be operational till all the resolutions proposed in the Notice are considered and voted upon at the Meeting and may be used for voting only by the members holding shares as on the cut-off date who are attending the Meeting and who have not already cast their vote(s) through remote e-voting.
- While all efforts would be made to make the VC/ OAVM meeting smooth, participants connecting through mobile devices, tablets, laptops etc. may at times experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.

3. Procedure for Registration of email and Mobile: securities in physical mode

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16, 2023, all holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. We hereby request all such shareholders to furnish their PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers.

Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents. ISR 1 Form can be obtained by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes:



- Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFIN Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

- Through electronic mode with e-sign by following the link:
<https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email id and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

4. Login method for remote e-voting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode:

Shareholders other than individual shareholders holding securities in demat mode and shareholders who are holding equity shares of the Bank in physical form, are requested to follow the below instructions for remote e-voting:

- Launch internet browser and type the URL: <https://evoting.kfintech.com> in the address bar.
- Enter the login credentials as mentioned below:

For Members holding shares in Demat Form:

- For NSDL: 8 Character DP ID followed by 8 Digits Client ID
- For CDSL: 16 digits beneficiary ID

For Members holding shares in Physical Form:

- Event no. i.e. 10272, followed by Folio Number registered with the Bank.
 - Password: If you are already registered for e-voting, then you can use your existing password to login and cast your vote. If you are using Kfin's e-voting system for the first time, you will need to retrieve the 'initial password' communicated to you by e-mail. Shareholders who have not registered their email addresses can follow the steps provided at serial no xiii below to obtain the User ID and password.
 - Captcha: Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.
- After entering the correct details, click on LOGIN.
 - In case you are retrieving and using your 'initial password', you need to enter the 'initial password' and the system will force you to change your password. Once you reach the Password change menu you will be required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. The system will prompt you to change your password and update any contact details like mobile, e-mail etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - You need to login again with the new credentials.
 - On successful login, the system will prompt you to select the EVENT i.e. "Ujjivan Small Finance Bank."



- vii. Any person who becomes a member of the Bank after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e., Friday, November 06, 2026, may obtain the User ID and password in the manner as mentioned below:

If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may:

- a) Send SMS: MYEPWD <space>

E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399

Example for NSDL:

MYEPWD <SPACE> IN12345612345678

Example for CDSL:

MYEPWD <SPACE> 1402345612345678

Example for Physical:

MYEPWD <SPACE> XXXX1234567890

- b) On the home page of <https://evoting.kfintech.com>, click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password
- viii. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click ‘FOR’/‘AGAINST’ as the case may be or partially in ‘FOR’ and partially in ‘AGAINST’, but the total number in ‘FOR’ and/or ‘AGAINST’ taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option ‘ABSTAIN’, in which case, the shares held will not be counted under either head.
- ix. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
- x. Cast your votes by selecting an appropriate option and click on ‘SUBMIT’. A confirmation box will be displayed. Click ‘OK’ to confirm, else ‘CANCEL’ to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
- xi. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who is/are authorised to vote, to the Scrutinizer through email at pbk@sreedharancs.com / compliance@sreedharancs.com and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format ‘USFB_EVENT No. 10272’
- xii. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of <https://evoting.kfintech.com> or contact KFin Technologies Ltd. at 1800 309 4001 (toll free). It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

5. Procedure for Login for E-voting and Attending EGM through VC/OAVM for Individual Shareholders holding securities in Demat mode

In terms of SEBI circular dated December 09, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in Demat mode are allowed to vote through their Demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their Demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in Demat mode is given below:



Individual shareholders holding securities in Demat mode with National Securities Depository Limited ("NSDL")	A. User already registered for IDeAS facility: 1. Open https://eservices.nsdl.com 2. Click on the "Beneficial Owner" icon under 'IDeAS' section. 3. On the new page, enter User ID and Password. Post successful authentication, click on "Access to e-Voting" 4. Click on Bank Name or e-Voting service provider and you will be re-directed to e-voting service provider website for casting your vote during the remote e-Voting period. B. User not registered for IDeAS e-Services: 1. To register, open https://eservices.nsdl.com either on a Personal Computer or on a mobile. 2. Select "Register Online for IDeAS" Portal or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3. Proceed with completing the required fields C. By visiting the e-voting website of NSDL: 1. Open https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. 2. Click on the icon "Login" which is available under 'Shareholder/Member' section 3. A new screen will open. You will have to enter your User ID (i.e., your sixteen digit Demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. 4. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. 5. Click on Bank name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in Demat mode with Central Depository Services (India) Limited ("CDSL")	A. Existing user who have opted for Easi/Easiest 1. Click at https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com 2. Click on New System Myeasi. 3. Login with user ID and Password 4. After successful login of Easi / Easiest, Option will be made available to reach e-voting page 5. Click on e-voting service provider name to cast your vote B. User not registered for Easi/Easiest 1. Option to register is available at https://web.cdslindia.com/myeasi./Registration/ EasiRegistration 2. Proceed with completing the required fields. C. By visiting the e-Voting website of CDSL 1. Visit at www.cdslindia.com 2. Provide Demat Account Number and PAN No. 3. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the Demat Account. 4. After successful authentication, user will be provided links for the respective e-voting service provider where the e-voting is in progress.

Individual Shareholders (holding securities in Demat mode) login through their depository participants	You can also login using the login credentials of your Demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Bank Name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542-43.

6. Instructions and Process for participation through VC/OAVM

- Members will be able to attend the EGM through VC/OAVM or view the live webcast of EGM provided by KFin Tech at <https://emeetings.kfintech.com> by using their remote e-voting login credentials and by clicking on the tab “video conference”. The link for EGM will be available in members login, where the EVENT and the name of the Bank can be selected.
- Members are encouraged to join the meeting through devices (Laptops, Desktops, Mobile devices) with Google Chrome for seamless experience.
- Further, members registered as speakers will be required to allow camera during EGM and hence are requested to use internet with a good speed to avoid any disturbance during the meeting.
- Members may join the meeting using headphones for better sound clarity.
- While all efforts would be made to make the meeting smooth, participants connecting through mobile devices, tablets, laptops, etc. may at times experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.
- Members, who would like to express their views or ask questions during the e-EGM will have to register themselves as a speaker by visiting the URL <https://emeetings.kfintech.com/> and clicking on the tab ‘Speaker Registration’ during the period starting from Tuesday, November 10, 2026, 09:00 AM up to Thursday, November 12, 2026, 05:00 PM. Only those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the EGM. The Bank reserves the right to restrict the number of speakers depending on the availability of time for the EGM. Only questions of the members holding shares as on the cut-off date will be considered.

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- vii. A video guide assisting the members attending EGM either as a speaker or participant is available for quick reference at URL <https://emeetings.kfintech.com/>, under the “How It Works” tab placed on top of the page.
- viii. Members who need technical assistance before or during the EGM can contact KFin Tech at emeetings@kfintech.com or Helpline: 1800 309 4001.

7. RTA investor support centre

As an ongoing endeavour to enhance Investor experience and leverage new technology, our registrar and transfer agents, KFIN Technologies Limited have been continuously developing new applications. Here is a list of applications that has been developed for our investors.

- **Investor Support Centre:** A webpage accessible via any browser enabled system. Investors can use a host of services like Post a Query, Raise a service request, Track the status of their DEMAT and REMAT request, Dividend status, Interest and Redemption status, Upload exemption forms (TDS) , Download all ISR and other related forms. URL: <https://ris.kfintech.com/clientservices/isc>
- **eSign Facility:** Common and simplified norms for processing investor’s service requests by RTAs and norms for furnishing PAN, KYC details and Nomination requires that eSign option be provided to Investors for raising service requests. KFIN is the first RTA which has enabled the option and can be accessed via the link below. URL: <https://ris.kfintech.com/clientservices/isc>
- **KYC Status:** Shareholders can access the KYC status of their folio. The webpage has been created to ensure that shareholders have the requisite information regarding their folios. URL: <https://ris.kfintech.com/clientservices/isc/kycqry.aspx>
- **KPRISM:** A mobile application as well as a webpage which allows users to access Folio details, Interest and Dividend status, FAQs, ISR Forms and full suite of other investor services. URL: <https://kprism.kfintech.com/signin.aspx>
- **WhatsApp:** Modern technology has made it easier to communicate with shareholder across multiple levels. WhatsApp has a wider reach today with majority having a know-how of the application. In order to facilitate the shareholders KFIN has now a dedicated WhatsApp number that can be used for a bouquet of services. WhatsApp Number: (91) 910 009 4099.

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Item No. 1 - Explanatory Statement and information as required under Section 102 of Companies Act, 2013, Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, Rule 14 of the Companies (Prospectus & Allotment of Securities) Rules, 2014, and Regulation 163 SEBI (ICDR) Regulations, 2018 is set out below

Over the last three fiscal years, the Bank expanded its gross loan book from Rs. 24,085 crores in FY23 to Rs. 40,655 crores in FY26 at a healthy compound annual growth rate (CAGR) of 19% that further grew to Rs. 45,699 crores as of Sep 30, 2026. This expansion was highlighted by a significant strategy shift to grow secured loans to shield the bank from microfinance sector volatility. Driven by a strong 45.2% CAGR, the Bank's secured loan book grew significantly over three years. It rose from Rs. 6,555 crores in FY23 to Rs. 20,079 crores by March 2026. Secured loan book share as of Sep 30, 2026, was at 52.1%. Deposit grew from Rs. 25,538 crores in FY23 to Rs. 45,668 crores in FY26 at a healthy CAGR of 21.4% that further grew to Rs. 50,643 crores as of Sep 30, 2026 crossing the Rs. 50,000 crore milestone for the first time. CASA grew from Rs. 6,744 crore in FY23 to Rs. 13,062 crore in FY26 with a healthy CAGR of 24.7%. CASA ratio grew from 26.4% to 28.6% in the same duration.

At its meeting on May 8, 2026, the Board of the Bank commended the Bank's consistent growth trajectory. Since its last equity infusion via a QIP in FY2022-23, the Bank has self-funded its strategic expansion entirely through internal accruals and retained earnings. This capability underscores the robust financial health and operational self-sufficiency of the Bank. To support the Bank's future growth phases and fortify the solid foundation, the Board approved a capital raise of up to Rs. 2,000 crores through one or more permissible routes. This was subsequently approved by the shareholders at the 10th AGM on July 24, 2026.

Accordingly, in line with the original plan of raising equity capital to capitalize on future opportunities and fuel the strategic ambitions of the Bank, the Board in its meeting held on October 16, 2026, has proposed to offer, issue and allot an aggregate of up to 6,31,91,619 equity shares (the "**Subscription Shares**") having a face value of Rs. 10 each at a price of Rs. 64.73 (including a premium of Rs. 54.73 each) (the "**Subscription Price**") on preferential basis by way of private placement to the Proposed Allottees, as mentioned in the proposed special resolution. Further, the Bank will also ensure compliance with the terms and conditions of the subscription agreement dated October 16, 2026 executed between the Bank and International Finance Corporation ("**IFC**") ("**Subscription Agreement**").

The proposed issue price of the Subscription Shares to the Proposed Allottees has been determined pursuant to the SEBI (ICDR) Regulations, 2018 as amended from time to time, read with the Companies Act, 2013, and any other applicable laws, as amended from time to time, as certified by the report dated October 16, 2026 issued by M/s JBPR Valuation Advisory LLP, an independent registered valuer (IBBI Regn No.: IBBI/RV-E/05/2021/150).

The Board of Directors of the Bank, at its said meeting held on October 16, 2026, subject to necessary approval(s), has approved the proposal to create, offer and issue the Subscription Shares to the Proposed Allottees, by way of preferential issue on a private placement basis.

The approval of Members is being sought by way of a special resolution pursuant to the provisions of Section 23, 42, 62 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made there under Chapter V of the SEBI (ICDR) Regulations, 2018, to enable the Bank to offer or invite subscriptions for equity shares.

S. No.	Particulars	Material facts
i.	Particulars of the offer including date of passing the Board resolution; material terms of the issue of securities	The Board, at its meeting held on Friday, October 16, 2026, had subject to the approval of the Members and such other approvals as may be required, approved the Preferential Issue, involving the issue and allotment of up to 6,31,91,619 (six crore thirty-one lakh ninety-one thousand six hundred and nineteen) equity shares, fully

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		paid-up, at the price of Rs. 64.73 (Rupees Sixty-Four and Paise Seventy-Three only) per equity share including premium of Rs. 54.73 (Rupees Fifty-Four and Paise Seventy-Three only) per equity share, aggregating up to ~Rs. 409.04 crore on a preferential basis, such price being not less than the minimum price as determined in accordance with the provisions of Chapter V of the SEBI ICDR Regulations. The aforesaid equity shares shall rank pari-passu with the existing equity shares of the Bank in all respects.															
ii.	The object of the issue.	The object of the issue is to strengthen the capital adequacy of the Bank, to capitalize on future opportunities and ensuring adequate headroom for sustained growth and to fuel the strategic ambitions of the Bank															
iii.	The maximum number of specified securities to be issued.	The Bank proposes to issue up to 6,31,91,619 (six crore thirty-one lakh ninety-one thousand six hundred and nineteen) equity shares, fully paid-up, at the price of Rs. 64.73 (Rupees Sixty-Four and Paise Seventy-Three only) per equity share including premium of Rs. 54.73 (Rupees Fifty-Four and Paise Seventy-Three only) per equity share, aggregating up to ~Rs. 409.04 crore on a preferential basis for cash consideration.															
iv.	Intent of the promoter, directors, key managerial personnel's and senior management of the issuer to subscribe to the offer;	The Bank does not have any promoter. None of the Directors, Key Managerial Personnel or Senior Management of the Bank intent to subscribe to any shares pursuant to this Preferential Issue of equity shares															
v.	Name of the proposed allottees and identification of the natural person who are the ultimate beneficial owners of the proposed to be allotted/ and or who ultimately control of the proposed allottees	Names of the proposed allottees: <table border="1"> <thead> <tr> <th>Sr.</th><th>Name of the shareholder</th><th>Percentage of shareholding currently held</th></tr> </thead> <tbody> <tr> <td>1.</td><td>International Finance Corporation (IFC)</td><td>3.18</td></tr> <tr> <td>2.</td><td>Bajaj Life Insurance Limited</td><td>0.25</td></tr> <tr> <td>3.</td><td>Aditya Birla Sun Life Insurance Company Limited</td><td>--</td></tr> <tr> <td>4.</td><td>HDFC Life Insurance Company Limited</td><td>--</td></tr> </tbody> </table> The preferential issue if approved is proposed <i>inter alia</i> to be made to International Finance Corporation (IFC) and Bajaj Life Insurance Company Ltd, which currently hold 3.18% and 0.25% equity share capital of the Bank respectively.	Sr.	Name of the shareholder	Percentage of shareholding currently held	1.	International Finance Corporation (IFC)	3.18	2.	Bajaj Life Insurance Limited	0.25	3.	Aditya Birla Sun Life Insurance Company Limited	--	4.	HDFC Life Insurance Company Limited	--
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3.	Aditya Birla Sun Life Insurance Company Limited	--															
4.	HDFC Life Insurance Company Limited	--															



		IFC is a multilateral finance institution and does not have any ultimate beneficial owner (UBO). Remaining proposed allottees (2 to 4 above) are insurance companies registered with the Insurance Regulatory and Development Authority of India and hence, in terms of Regulation 163(1)(f) of the SEBI (ICDR) Regulations, this disclosure of ultimate beneficial owners is not applicable to these Proposed Allottees subscribing to this preferential issue.																														
vi.	The details of shareholding by the Proposed Allottees in the issuer before and after the preferential issue.	Before the preferential issue: <table border="1"> <thead> <tr> <th>Name of the shareholder</th><th>No. of shares held</th><th>Percentage</th></tr> </thead> <tbody> <tr> <td>International Finance Corporation</td><td>6,21,32,650</td><td>3.18</td></tr> <tr> <td>Bajaj Life Insurance Limited</td><td>49,25,000</td><td>0.25</td></tr> <tr> <td>Aditya Birla Sun Life Insurance Company Limited</td><td>Nil</td><td>--</td></tr> <tr> <td>HDFC Life Insurance Company Limited</td><td>Nil</td><td>--</td></tr> </tbody> </table> After the preferential issue: <table border="1"> <thead> <tr> <th>Name of the shareholder</th><th>Maximum No. of shares held</th><th>Maximum Percentage</th></tr> </thead> <tbody> <tr> <td>International Finance Corporation</td><td>10,06,06,211</td><td>4.99%</td></tr> <tr> <td>Bajaj Life Insurance Limited</td><td>1,41,94,272</td><td>0.70%</td></tr> <tr> <td>Aditya Birla Sun Life Insurance Company Limited</td><td>77,24,393</td><td>0.38%</td></tr> <tr> <td>HDFC Life Insurance Company Limited</td><td>77,24,393</td><td>0.38%</td></tr> </tbody> </table>	Name of the shareholder	No. of shares held	Percentage	International Finance Corporation	6,21,32,650	3.18	Bajaj Life Insurance Limited	49,25,000	0.25	Aditya Birla Sun Life Insurance Company Limited	Nil	--	HDFC Life Insurance Company Limited	Nil	--	Name of the shareholder	Maximum No. of shares held	Maximum Percentage	International Finance Corporation	10,06,06,211	4.99%	Bajaj Life Insurance Limited	1,41,94,272	0.70%	Aditya Birla Sun Life Insurance Company Limited	77,24,393	0.38%	HDFC Life Insurance Company Limited	77,24,393	0.38%
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vii.	Time frame within which the preferential issue shall be completed.	The Bank shall complete the allotment of the Equity Shares within a period of 15 (fifteen) days from the later of: (a) date of passing of the special resolution as specified in this notice; or (b) receipt of last of the approvals/ permissions required for such allotment from any regulatory authority or the Central Government (including but not limited to the in-principle approval of the Stock Exchanges for issuance of the Equity Shares to Proposed Allottees).																														



viii.	The percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the issuer consequent to the preferential issue	There will be no change in control in the Bank consequent to the completion of the preferential allotment to the Proposed Allottees. The percentage of post preferential issue capital that will be held by the Proposed Allottees shall be as follows: <table border="1"> <thead> <tr> <th>Name of the shareholder</th><th>Maximum No. of shares held</th><th>Maximum Percentage</th></tr> </thead> <tbody> <tr> <td>International Finance Corporation</td><td>10,06,06,211</td><td>4.99%</td></tr> <tr> <td>Bajaj Life Insurance Limited</td><td>1,41,94,272</td><td>0.70%</td></tr> <tr> <td>Aditya Birla Sun Life Insurance Company Limited</td><td>77,24,393</td><td>0.38%</td></tr> <tr> <td>HDFC Life Insurance Company Limited</td><td>77,24,393</td><td>0.38%</td></tr> </tbody> </table>	Name of the shareholder	Maximum No. of shares held	Maximum Percentage	International Finance Corporation	10,06,06,211	4.99%	Bajaj Life Insurance Limited	1,41,94,272	0.70%	Aditya Birla Sun Life Insurance Company Limited	77,24,393	0.38%	HDFC Life Insurance Company Limited	77,24,393	0.38%
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ix.	Lock In period	The Equity Shares to be issue shall be locked-in for such period as specified under Regulations 167 and 168 of the SEBI ICDR Regulations, and as applicable to non-‘promoter’ shareholders. Unless exempted from lock-in under Regulation 158(5) of SEBI ICDR Regulations, the entire pre-preferential allotment shareholding of the allottees, if any, shall be locked-in as specified under Regulation 167(6) of the SEBI ICDR Regulations.															
x.	Undertaking that the issuer shall re-compute the price of the specified securities in terms of the provision of SEBI (ICDR) Regulations where it is required to do so.	Since the equity shares of the Bank are frequently traded and have been listed on Stock Exchanges for a period of more than 90 (ninety) trading days prior to the Relevant Date, it is not required to re-compute the price per equity share to be issued. Therefore, the Bank is not required to submit the undertaking specified under Regulations 163(l)(g) and (h) of the SEBI ICDR Regulations.															
xi.	Undertaking that if the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, the specified securities shall continue to be locked- in till the time such amount is paid by the allottees.	Not applicable															
xii.	The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter	None of the proposed allottees are currently promoters and shall continue to not be promoters post-allotment.															
xiii.	The size of issue and number of Securities to be issued and nominal value of each Securities and date of passing Resolution.	Up to 6,31,91,619 (Six Crore Thirty-One Lakh Ninety-One Thousand Six hundred and Nineteen) equity shares, fully paid-up, at the price of Rs. 64.73 (Rupees Sixty-four and Paise Seventy-Three only) per equity share including premium of Rs. 54.73 (Rupees Fifty-															



		Four and Paise Seventy-Three only) per equity share, aggregating up to ~Rs. 409.04 crore on a preferential basis for cash consideration. Board Resolution in this regard was passed on October 16, 2026.															
xiv.	Nature/ Kind of such Securities.	The Bank proposes to issue up to 6,31,91,619 (six Crore Thirty-One Lakh Ninety-One Thousand Six hundred and Nineteen) equity shares, fully paid-up, at the price of Rs. 64.73 (Rupees Sixty-Four and Paise Seventy-Three only) per equity share including premium of Rs. 54.73 (Rupees Fifty-Four and Paise Seventy-Three only) per equity share, aggregating up to ~Rs. 409.04 crore on a preferential basis for cash consideration. The Subscription Shares shall be fully paid up at the time of allotment.															
xv.	Manner of issue of Securities.	Issue of Subscription Shares is by way of preferential allotment on private placement basis.															
xvi.	The price or price band within which the allotment is proposed.	Rs. 64.73 per equity share															
xvii.	Basis on which the price has been arrived along with report of the registered valuer.	The issuance price has been determined in accordance with Chapter V of the SEBI ICDR Regulations, as certified by the report dated October 16, 2026 issued by M/s JBPR Valuation Advisory LLP, an independent registered valuer (IBBI Regn No.: IBBI/RV-E/05/2021/150).															
xviii.	Relevant date with reference to which the price has been arrived at.	The "Relevant Date" as per Chapter V of the SEBI ICDR Regulations for the determination of the floor price for equity shares to be issued is October 14, 2026															
xix.	The class or classes of persons to whom the allotment is proposed to be made.	<table> <tr> <th>Sl. No</th><th>Name of the persons to whom the allotment to be made</th><th>Category</th></tr> <tr> <td>1</td><td>International Finance Corporation</td><td>QIB - multilateral development financial institution</td></tr> <tr> <td>2</td><td>Bajaj Life Insurance Limited</td><td>QIB - Insurance Company</td></tr> <tr> <td>3</td><td>Aditya Birla Sun Life Insurance Company Limited</td><td>QIB - Insurance Company</td></tr> <tr> <td>4</td><td>HDFC Life Insurance Company Limited</td><td>QIB - Insurance Company</td></tr> </table>	Sl. No	Name of the persons to whom the allotment to be made	Category	1	International Finance Corporation	QIB - multilateral development financial institution	2	Bajaj Life Insurance Limited	QIB - Insurance Company	3	Aditya Birla Sun Life Insurance Company Limited	QIB - Insurance Company	4	HDFC Life Insurance Company Limited	QIB - Insurance Company
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4	HDFC Life Insurance Company Limited	QIB - Insurance Company															



		All the above proposed allottees are 'qualified institutional buyer' as defined under Regulation 2(1)(ss) of the SEBI ICDR Regulations
xx.	Name and address of valuer who performed valuation.	M/s JBPR Valuation Advisory LLP, an independent registered valuer (IBBI Regn No.: IBBI/RV-E/05/2021/150) having its address at 2504/1, E-Block, Kodigehalli Main Road, Sahakara Nagar, Bengaluru - 560092
xxi.	Practicing Company Secretary's Certificate	The certificate issued by M/s. V. Sreedharan & Associates, Practising Company Secretaries, dated October 16, 2026 certifying that the preferential issue of the Equity Shares is being made in accordance with the requirements of SEBI ICDR Regulations shall be available for inspection by the shareholders on request. Kindly send your request at corporatesecretarial@ujjivan.bank.in . A copy of the certificate is made available on the website of the Bank at https://www.ujjivansfb.bank.in/investor-relations/preferential-issue
xxii.	Principal terms of Asset charged as securities.	The Bank does not propose to charge any assets as security.
xxiii.	The material terms of issue, including tenure, voting rights, rate of dividend on each share etc.	Equity shares, to rank pari passu with the existing fully paid-up equity shares of the Bank
xxiv.	Principal terms of assets charged as securities.	Not Applicable
xxv.	Intention of promoters, Directors, Key Managerial Personnel to subscribe to the offer; contribution being made by the promoters / directors either as part of the offer or separately in furtherance of objects.	None of the promoters, directors or key managerial personnel intends to subscribe or otherwise contribute to the proposed issue.
xxvi.	Neither the company nor any of its Directors or promoters are wilful defaulters or a fraudulent borrower.	We hereby confirm that neither the Bank nor any of its Directors or promoters are wilful defaulters or a fraudulent borrower.
xxvii.	The proposed time within which the allotment shall be completed.	In terms of the SEBI ICDR Regulations, the proposed Preferential Issue to Proposed Allottees pursuant to the Special Resolution will be completed within a period of 15 (fifteen) days from the later of: (i) date of passing of resolution as set out at Item No. 1; or (ii) receipt of last of the approvals/ permissions required for such allotment from any regulatory authority or the Central Government (including but not limited to the in-principle approval of the Stock Exchanges for issuance of the Equity Shares to proposed allottees), in line with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations.
xxviii.	Details of shareholding of Proposed Allottees as follows:	



	Name of the proposed allottee	No. of shares held	Percentage	The maximum number of Equity shares proposed to be allotted	Post Allotment of Equity shares pursuant to the preferential issue	
	International Finance Corporation	6,21,32,650	3.18	3,84,73,561	10,06,06,211	4.99%
	Bajaj Life Insurance Limited	49,25,000	0.25	92,69,272.0	1,41,94,272	0.70%
	Aditya Birla Sun Life Insurance Company Limited	Nil	Nil	77,24,393	77,24,393	0.38%
	HDFC Life Insurance Company Limited	Nil	Nil	77,24,393	77,24,393	0.38%
xxix.	The change in control, if any in the Company that would occur consequent to preferential offer.		There will be no change in the control in the Bank consequent to the preferential issue.			
xxx.	The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price.		None			
xxxi.	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer.		Not applicable			

xxxii. The pre-issue and post issue shareholding pattern of the Bank shall be as follows: (As on October 16, 2026)

Sr. No.	Category	Pre-Issue Holding		No. of Equity Shares-to be issued	Post-Issue Holding (undiluted)		Outstanding options under ESOP scheme 2019	Post Issue Holding (Fully Diluted)	
		No. of Equity Shares	%		No. of Equity Shares	%		No. of equity shares	%
A.	Promoters' Holding								
1.	Indian:								
	Individual	-	-	-	-	-		-	-
	Bodies Corporate	-	-	-	-	-		-	-

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Sr. No.	Category	Pre-Issue Holding		No. of Equity Shares-to be issued	Post-Issue Holding (undiluted)		Outstanding options under ESOP scheme 2019	Post Issue Holding (Fully Diluted)	
		No. of Equity Shares	%		No. of Equity Shares	%		No. of equity shares	%
	Sub total	-	-	-	-	-		-	-
2.	Foreign Promoters	-	-	-	-	-			
	Sub-total (A)	-	-	-	-	-			
B.	Non-Promoters' Holding								
1.	Institutional Investors								
	a. Domestic:								
	Mutual Funds	638,032,970	32.67%		638,032,970	31.65%		638,032,970	30.79%
	Alternate Investment Funds	26,188,721	1.34%		26,188,721	1.30%		26,188,721	1.26%
	Banks	100	0.00%		100	0.00%		100	0.00%
	Insurance Companies	60,662,820	3.11%	24,718,058	85,380,878	4.23%		85,380,878	4.12%
	NBFC Registered with RBI	32,542	0.00%		32,542	0.00%		32,542	0.00%
	b. Foreign:								
	FDI-FII Shareholder - IFC	62,132,650	3.18%	38,473,561	100,606,211	4.99%		100,606,211	4.86%
	Foreign Portfolio Investors	277,081,577	14.19%		277,081,577	13.74%		277,081,577	13.37%
2.	Non-Institutional Investors								
	Private Corporate Bodies	110,925,997	5.68%		110,925,997	5.50%		110,925,997	5.35%
	Directors and Relatives	1,325,545	0.07%		1,325,545	0.07%	1,481,742	2,807,287	0.14%
	Indian Public	685,178,113	35.08%		685,178,113	33.98%	50,909,555	736,087,668	35.52%
	Others:								
	Non Resident Indians (NRIs)	66,593,241	3.41%		66,593,241	3.30%		66,593,241	3.21%
	Key Managerial Personnel	59,198	0.00%		59,198	0.00%	3,497,091	3,556,289	0.17%
	Investor Education and Protection Fund (IEPF)	30,772	0.00%		30,772	0.00%		30,772	0.00%
	H U F	22,935,241	1.17%		22,935,241	1.14%		22,935,241	1.11%
	Clearing Members	19,002	0.00%		19,002	0.00%		19,002	0.00%
	TRUSTS	1,766,431	0.09%		1,766,431	0.09%		1,766,431	0.09%
	Sub-total (B)	1,952,964,920	100%	63,191,619	2,016,156,539	100%	55,888,388	2,072,044,927	100%
	Grand Total	1,952,964,920	100%	63,191,619	2,016,156,539	100%	55,888,388	2,072,044,927	100%

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xxxiii. Miscellaneous

- (i) The allotment of Subscription Securities shall be made upon receipt of the application money by the Bank from the Proposed Allottee.
- (ii) The allotment in respect of any offer or invitation made earlier, are not pending.
- (iii) The subscription money to be received pursuant to private placement shall not be used for any other purpose other than:
 - For adjustment against allotment of Subscription Securities; or
 - For repayment of monies where the Bank is unable to allot Subscription Securities.
- (iv) The proposed preferential issue shall not be offered to the persons other than the Proposed Allottee as mentioned in the special resolution and the Bank shall not release any public advertisement or use any media, marketing or distribution channels' agents to inform the public at large about the proposed preferential offer.

As per the provisions of Section 23, 42, 62 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, the resolutions as stated in Item No.1 of the accompanying Notice are in the interest of the Bank and its Members, the Board has accordingly recommended the same for approval of the Shareholders by means of Special Resolution.

None of the persons specified in Section 102 of the Companies Act, 2013 namely the Promoters, Directors, Key Managerial Persons, Relatives of Promoters, Directors and Key Managerial Persons or the entities comprising the interest of Promoters, Directors or Key Managerial Persons, except to the extent of their respective shareholdings, are concerned or interested, financially or otherwise in the above resolution.

By Order of the Board For

UJJIVAN SMALL FINANCE BANK LIMITED

Sd/-

Sanjeev Barnwal

Company Secretary and Head of Regulatory Framework

Place: Bengaluru

Date: October 16, 2026

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