

Ref: ISD/19-20/141

June 28, 2019

The Deputy General Manager, Corporate Relationships Dept. BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001. Scrip Code-532 477	The Deputy General Manager, Listing Dept. National Stock Exchange of India Ltd. Exchange Plaza, Plot No.C/1, G Block Bandra-Kurla Complex, Bandra (E), Mumbai-400 051. Scrip Symbol/Series-UNIONBANK-EQ
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Dear Madam/Sir,

Subject: Submission of Proceedings & Voting Results of Annual General Meeting of the Bank held on June 28, 2019

We hereby inform that the 17th Annual General Meeting (AGM) of the Bank was held at Mumbai on June 28, 2019, as notified to the Stock Exchanges earlier.

In this regard, we are now enclosing the following:

1. Proceedings of the 17th Annual General Meeting pursuant to point 13 of Para A of Part A of Schedule III of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Consolidated Voting Results i.e. Aggregate of Remote E-Voting and Voting held at the meeting in prescribed format pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/8/2015 dated 4th November, 2015. Based on the Results in respect of both the agenda items, the Resolutions have been passed with requisite majority.
3. The Scrutinizer's Report.

This is for your information and appropriate dissemination.

Thanking you.

Yours faithfully,



(Mangesh Mandrekar)
Company Secretary



Encl.: As above.

**Proceedings of the 17th Annual General Meeting of Union Bank of India held on
Friday, June 28, 2019 at Mumbai**

- In accordance with the Notice dated May 15, 2019 the 17th Annual General Meeting (AGM) of the Bank was held on Friday, June 28, 2019 at 11:00 a.m. at Rama & Sundri Watumull Auditorium, Dinshaw Wachha Road, Churchgate, Mumbai.
- Shri Kewal Handa, Chairman of the Bank chaired the meeting pursuant to Regulation 59 of the Union Bank of India (Shares and Meetings) Regulations, 1998, as amended.
- Board Secretary of the Bank, Shri A. Narayanan confirmed that in accordance with Regulation 58 of the Union Bank of India (Shares and Meetings) Regulations, 1998 necessary quorum of minimum 5 shareholders is present at the meeting.
- The shareholders were informed that the Bank had appointed M/s. Central Depository Services (India) Limited (CDSL) as e-voting agency and M/s Vinay Angane & Associates, Company Secretaries as Scrutinizer to oversee the remote e-voting process and e-voting at the venue. Further, Shri Rohinton E. Engineer, shareholder of the Bank acted as shareholder Scrutinizer for e-voting at the meeting.
- In terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended, the Bank had provided Remote E-Voting facility to the shareholders to vote on the agenda items of the Annual General Meeting from Tuesday, June 25, 2019 (9:00 am) to Thursday, June 27, 2019 (5:00 pm).
- For the benefits of the Shareholders present in the meeting and who did not participate in the remote e-voting, the Bank had also made arrangements for voting through electronic means at the venue of the meeting.
- The Chairman, after ascertaining the quorum, called the meeting to Order and welcomed the shareholders present. He also welcomed Shri Arun Kumar, Under Secretary (Welfare & BO-III), Department of Financial Services, Ministry of Finance authorized by Government of India to attend the meeting as its nominee.
- The Chairman then introduced the Directors present. The Chairman of the Audit Committee and Stakeholders Relationship Committee was also present.
- The Chairman informed the Shareholders that the Notice convening the AGM was mailed to all the eligible Shareholders and also published in the newspapers. With the permission of the Shareholders it was taken as read.
- He then announced the commencement of the Voting on the agenda items and informed that shareholders could vote at their convenience during the course of the meeting.
- The Chairman then addressed the shareholders. He apprised the shareholders on the Macro set-up of economy, present banking environment, business & financials of the Bank, steps taken by Bank to enhance the network reach and for building Human Capital. He further apprised about Strategic Transformation initiatives taken by the Bank and its way forward.
- The Chairman then moved the resolution for discussion, approval and adoption of Accounts for the year ended March 31, 2019 together with the reports of Board of Directors and Auditors thereon.



- The Chairman then took up the agenda Item No. 2 for the raising of Equity Share Capital through FPO/Rights/QIP etc. upto Rs.4900 crore (Rupees Four Thousand Nine Hundred Crore Only). While discussing on the agenda, he informed as under -
 - The Basel III regulations require that the Bank should maintain a minimum CRAR (including CCB) of 11.50% by March 31, 2020.
 - Bank requires additional capital to meet increasing requirement of Capital Conservation Buffer of 0.625% as per extant BASEL III norms as well as to take care of future expansion & growth of the Bank.
 - The Special Resolution also seeks to give the Board powers to issue Equity Shares in one or more tranches at such time or times, at such price or prices, and to such of the Investors as are mentioned therein as the Board in its absolute discretion deems fit.
- The Chairman then invited participation of the shareholders for discussing the agenda items.
- Total 22 Shareholders spoke at the meeting, who made the observations in respect of areas such as Dividend Payment, Net Profit, Provisioning, NPA, Recovery, Branch Operations, Overseas Business, Customer Service in the Bank, Awards received etc.
- The Chairman thanked the shareholders for active participation. He then responded to a few observations of the shareholders and requested Managing Director & CEO, Shri Rajkiran Rai G. to respond to other queries of the shareholders.
- The Chairman then requested Shareholders who have not yet voted to cast their votes.
- The Chairman informed that the Results of the e-voting done in AGM with Results of remote e-voting will be submitted to the Stock Exchanges and will be placed on the website of the Bank and CDSL, within 48 hours of conclusion of AGM.
- The Chairman thanked all the Shareholders for their presence and support.
- After casting of the Votes by all the shareholders present, the Annual General Meeting stood closed.

Based on the Results of the E-voting and remote E-voting conducted in respect of both the agenda items, the Resolutions have been passed with requisite majority.

Place : Mumbai.
Date : June 28, 2019

For Union Bank of India

Mangesh Mandrekar

(Mangesh Mandrekar)
Company Secretary

(Signature)

UNION BANK OF INDIA - AGM Date 28th June,2019

Date of the AGM	28th June,2019
Total number of shareholders on record date	2,84,287
No. of Shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	1
Public:	166
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	-
Public:	-

Resolution required: (Ordinary/Special)			Ordinary(1) : To discuss, approve and adopt the Balance Sheet of the Bank as at 31st March 2019, Profit and Loss Account for the year ended on that date, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditor's Report on the Balance Sheet and Accounts.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	(3)={(2)/(1)}*100	4	5	(6)={(4)/(2)}*100	(7)={(5)/(2)}*100
Promoter and Promoter Group	E-Voting		1,309,477,239	100.00	1,309,477,239	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot (If Applicable)	1,309,477,239	-	0.00	-	0	0.00	0.00
	Total	1,309,477,239	1,309,477,239	100.00	1,309,477,239	0	100.00	0.00
Public - Institutions	E-Voting		250,170,816	88.63	250,170,816	0	100.00	0.00
	Poll		-	0.00	-	0	0.00	0.00
	Postal Ballot (If Applicable)	282,261,251	-	0.00	-	0	0.00	0.00
	Total	282,261,251	250,170,816	88.63	250,170,816	0	100.00	0.00
Public - Non Institutions	E-Voting		2,870,067	1.68	2,870,022	45	100.00	0.00
	Poll		136,126	0.08	136,126	0	100.00	0.00
	Postal Ballot (If Applicable)	171,277,824	-	0.00	-	0	0.00	0.00
	Total	171,277,824	3,006,193	1.76	3,006,148	45	100.00	0.00
Total		1,763,016,314	1,562,654,248	88.64	1,562,654,203	45	100.00	0.00



Handwritten signature or initials in blue ink.

Resolution required: (Ordinary/Special)			Special (2) : To raise Capital through FPO/Rights/QIP/Preferential allotment etc. upto Rs.4,900 crore (Rupees Four Thousand Nine Hundred Crore Only) (including premium, if any) which together with the existing Paid-up Equity share capital of Rs. 1,763.02 crore (Rupees One Thousand Seven Hundred Sixty Three Crore and Two Lakhs Only) will be within Rs.3,000 Crore (Rupees Three Thousand Crore Only).					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes - in Favour	No. of Votes - Against	% of Votes in favour on votes Polled	% of Votes against on votes Polled
		1	2	$(3)=\{(2)/(1)\} * 100$	4	5	$(6)=\{(4)/(2)\} * 100$	$(7)=\{(5)/(2)\} * 100$
Promoter and Promoter Group	E-Voting		1,309,477,239	100.00	1,309,477,239	-	100.00	0.00
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If Applicable)	1,309,477,239	-	0.00	-	-	0.00	0.00
	Total	1,309,477,239	1,309,477,239	100.00	1,309,477,239	-	100.00	0.00
Public - Institutions	E-Voting		250,575,451	88.77	249,533,825	1,041,626	99.58	0.42
	Poll		-	0.00	-	-	0.00	0.00
	Postal Ballot (If Applicable)	282,261,251	-	0.00	-	-	0.00	0.00
	Total	282,261,251	250,575,451	88.77	249,533,825	1,041,626	99.58	0.42
Public - Non Institutions	E-Voting		2,870,067	1.68	2,867,621	2,446	99.91	0.09
	Poll		136,126	0.08	136,126	-	100.00	0.00
	Postal Ballot (If Applicable)	171,277,824	-	0.00	-	-	0.00	0.00
	Total	171,277,824	3,006,193	1.76	3,003,747	2,446	99.92	0.08
Total		1,763,016,314	1,563,058,883	88.66	1,562,014,811	1,044,072	99.93	0.07



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VINAY ANGANE & ASSOCIATES

COMPANY SECRETARIES

C/1101, RNA COMPLEX, SUNDER NAGAR, KALINA, SANTACRUZ(E), MUMBAI - 400 098
E-mail: vinayangane@rediffmail.com

Ref :

Date : 28/06/2019

Combined Scrutinizer's Report on Remote E-voting & E-Voting conducted at the 17th (Seventeenth) Annual General Meeting ("AGM") of Union Bank of India ("Bank") held on 28th June, 2019 at 11.00 A. M. at Rama & Sundri Watumull Auditorium, K. C. College, Dinshaw Wachha Road, Churchgate, Mumbai-400020.

To,

**Union Bank of India,
Central Office,
Nariman Point,
Mumbai- 400021.**

17th Annual General Meeting of the Equity Shareholders of Union Bank of India held on Friday, 28th June, 2019 at 11.00 AM at Rama & Sundri Watumull Auditorium, K. C. College, Dinshaw Wachha Road, Churchgate, Mumbai-400020.

Sub: Passing of Resolution(s) through electronic voting and voting by electronic means at the venue of the 17th AGM pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

The Union Bank of India (hereinafter referred to as the "Bank") has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the voting by electronic means by the Shareholders at the venue of the AGM pursuant to Regulation 44 of the securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and in accordance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014. I say, I am familiar and well versed with the concept of electronic voting system and physical ballot as prescribed under the said Rules.

Report on Scrutiny:

- The Bank had appointed Central Depository Service Limited ("**CDSL**") as the service provider, for the purpose of extending the facility of Remote E-voting to the Shareholders of the Bank. Datamatics Business Solutions Limited is the Registrar and Share Transfer Agent ("**RTA**") of the Bank.
- CDSL had provided a system for recording the votes of the Shareholders electronically on all the item of business (both Ordinary and Special Businesses) sought to be transacted in 17th Annual General Meeting (AGM) of the Bank, which was held on Friday, 28th June, 2019.



- CDSL had set up electronic voting facility through their website, **www.evotingindia.com**. The Bank had uploaded Notice of AGM containing agenda items and explanatory statement on the website of the Bank and CDSL to facilitate its shareholders to cast their vote through Remote E-Voting.
- The Bank had sent the Annual Report containing Notice of the AGM to its shareholders on the basis of Register of Shareholders and list of Beneficial Owners made available by Depositories viz. National Securities Depository Limited (NSDL) & Central Depository Services (India) Limited as on 17th May, 2019 as below:
 - By email to 1,55,775 shareholders whose email ID was registered with the Bank/Depositories.
 - By Registered Post/ Airmail/ Courier to 1,24,659 shareholders In physical form.
- The Notice sent (both through email and physical form) contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
- The **Cut-off date** for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders was **Friday 21st June, 2019**.
- As prescribed in the aforesaid Rules, the Remote E-voting facility was kept open for Three days from **Tuesday, 25th June, 2019 (at 9:00 am IST) to Thursday, 27th June, 2019 (at 5:00 pm IST)**.
- The Bank completed the dispatch of the notices to the Shareholders by 4th June, 2019.
- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Bank also released an advertisement, which was published 21 days before the date of the AGM in English in The Free Press Journal & Business Standard (English & Hindi) and in Marathi in Navashakti (Mumbai) newspaper dated **6th June, 2019**. The notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the voting period on 27th June, 2019 at 5:00 pm, the voting portal of the CDSL was blocked forthwith. The limited information for the shareholders who have cast their votes, such as name, folio and number of shares held was obtained from the CDSL and submitted to the RTA and the Bank.
- At the venue of the 17th AGM of the Bank held on 28th June, 2019, the tab-based e-voting facility was provided to facilitate those Shareholders present in the meeting who could not participate in the Remote E-voting to record their votes.



- Shri Rohinton E. Engineer, Shareholder of the Bank (DP ID & Client ID 1302590000063595) was also appointed as a Scrutinizer representing shareholders of the Bank for scrutinizing the voting at the AGM.
- After the Chairman announced the commencement of the voting, CDSL provided tab-based e-voting facility at the meeting.
- On 28th June, 2019, after the results for the electronic voting conducted at the venue of the AGM was provided by the CDSL, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Amruta Talekar and Mrs. Manasy Abhyankar who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.
- No Shareholder of the Bank other than the Central Government holds more than 10% of total voting rights of all Shareholders of the Bank and accordingly, provisions of Section 3(2E) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 with respect to restriction of voting rights is not applicable.
- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-voting carried out by the Shareholders and the voting done at the venue of the AGM by electronic means, the details of which are as follows:

The results of the Remote E-voting together with that of the voting conducted at the venue of the AGM by electronic mean are as under:

Details	Remote E-voting	Voting electronically at AGM	Total voting
Number of Shareholders who cast their vote	220	99	319
Total number of Shares held by them	1562922757	136126	1563058883
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Abstained/ Invalid Votes	As mentioned under each one of the Resolution(s) mentioned hereunder		

Notes:

1. Percentage of votes cast in favour or against the resolutions, are calculated based on the Valid Votes cast through Remote E-Voting and voting by electronic means at the venue of the meeting.
2. Break up of votes cast through remote e-voting and through voting at the meeting through electronic means are given in a separate sheet attached.



ORDINARY BUSINESS

Item No.1 of the Notice (As an Ordinary Resolution):

To discuss, approve and adopt the Balance Sheet of Bank as at 31st March, 2019, Profit and Loss Account for the year ended on that date, the Report of the Board of Directors on the working and activities for the Bank for the period covered by the Accounts and Auditors Report on the Balance sheet and Accounts.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through e-voting and Remote voting at meeting	1562654203	100	45	0	NIL

Item 1 of the Notice stands passed with the requisite majority.



SPECIAL BUSINESS

Item No. 2 of the Notice (As Special Resolution):

To create, offer, issue and allot such number of Equity Shares up to Rs.4900/- Crore (including premium, if any) in one or more tranches by way of FPO/ Right issue/ QIP/ Preferential Allotment etc.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting	1562014811	99.93	1044072	0.07	NIL

Item 2 of the Notice stands passed with the requisite majority.



All the Resolution mentioned in the AGM Notice dated 15th May, 2019 as per the details above stand passed under Remote E-voting and voting conducted at AGM by way of electronic mean with the requisite majority and deemed to be passed as on the date of the AGM.

A soft copy, containing a list of equity shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid/ abstained, for each resolution is being handed over to the Bank separately.

I hereby confirm that I am maintaining the Registers received from the RTA and electronic voting data received from the Service Provider, in respect of the votes cast through Remote E-voting and voting conducted at AGM by way of electronic means by the Shareholders of the Bank. All other relevant data relating to remote e-voting and electronic voting are under my safe custody and will be handed over to the Company Secretary for safe keeping.

Thanking you,
Yours Faithfully
For Vinay Angane and Associates

Vinay Angane
Vinay Angane
Designation: Proprietor
ACS NO. 20937
C P NO. 9837



Rohinton E. Engineer
(Rohinton E. Engineer)
Shareholder Scrutinizer

Place: Mumbai
Date: 28th June, 2019

Witnesses:

1. Amruta Palekar *Alekar*
2. Manasy Abhyankar *Abhyankar*

Countersigned and Received the Report:

Mangesh Mandrekar

Signed by Shri MangeshMandrekar
Company Secretary

Place: Mumbai
Date:28th June, 2019

Mobile : 9820871453

VINAY ANGANE & ASSOCIATES COMPANY SECRETARIES

C/1101, RNA COMPLEX, SUNDER NAGAR, KALINA, SANTACRUZ (E), MUMBAI 400098

E-Mail : vinayangane@rediffmail.com

Ref:

Date: 28/06/2019

CONSOLIDATED RESULTS

Item No.1: To discuss, approve and adopt the Balance Sheet of Bank as at 31st March, 2019, Profit and Loss Account for the year ended on that date, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	Number of Folio Voted	No of Votes Cast	Number of Folio Voted	No of Votes Cast	Number of Folio Voted	No of Votes Cast	
Assent	213	1562518077	99	136126	312	1562654203	100
Dissent	6	45	0	0	6	45	0
Total	219	1562518122	99	136126	318	1562654248	100

Based on the aforesaid result, we report that the **Ordinary Resolution** as contained in **Item No.1** of the Notice of the AGM dated 15th May, 2019 has been passed with requisite majority.

For Vinay Angane and Associates

Vinay Angane
Designation: Proprietor
ACS NO.: 20937
C P No.: 9837



(Rohinton E. Engineer)
Shareholder Scrutinizer

Report of scrutinizer on remote e-voting process and e-voting by Shareholders of Union Bank of India at the 17th AGM held on 28th June, 2019

Mobile : 9820871453

VINAY ANGANE & ASSOCIATES COMPANY SECRETARIES

C/1101, RNA COMPLEX, SUNDER NAGAR, KALINA, SANTACRUZ (E), MUMBAI 400098

E-Mail :vinayangane@rediffmail.com

Ref:

Date: 28th June 2019

CONSOLIDATED RESULTS

Item No.2: To create, offer, issue and allot such number of Equity Shares up to Rs. 4900/- Crore (including premium, if any) in one or more tranches by way of FPO/ Rights Issue/ QIP/ Preferential Allotment etc.

Particulars	Remote e-voting		E-voting at the AGM		Total		Percentage (%)
	Number of Folio Voted	No of Votes Cast	Number of Folio Voted	No of Votes Cast	Number of Folio Voted	No of Votes Cast	
Assent	198	1561878685	99	136126	297	1562014811	99.93
Dissent	22	1044072	0	0	22	1044072	0.07
Total	220	1562922757	99	136126	319	1563058883	100

*01 Shareholder has abstained from voting on this Resolution.

Based on the aforesaid result, we report that the **Special Resolution** as contained in **Item No.2** of the Notice of the AGM dated 15th May, 2019 has been passed with requisite majority.

For Vinay Angane and Associates

Vinay Angane
Designation: Proprietor
ACS NO.: 20937
C P No.: 9837



(Rohinton E. Engineer)
Shareholder Scrutinizer

Report of scrutinizer on remote e-voting process and e-voting by Shareholders of Union Bank of India at the 17th AGM held on 28th June, 2019