

November 12, 2025

BSE Limited,
1st Floor, Phiroze, Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001.
Scrip Code: 540065

National Stock Exchange of India Limited,
'Exchange Plaza', C-1 Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400051.
Scrip Symbol: RBLBANK

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") - Proceedings of Extraordinary General Meeting ("EGM") of RBL Bank Limited ("the Bank") held on Wednesday, November 12, 2025

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI Listing Regulations and Part A of Schedule III of the SEBI Listing Regulations, we hereby enclose the proceedings of Extraordinary General Meeting of the Members of the Bank held on Wednesday, November 12, 2025 at 11:30 a.m. (IST), at Residency Club, C. T. S. No. E 2124, E Ward, Near Bawda Post Office, Opp PWD Office, New Palace, Tarabai Park, Kolhapur 416 003 ("**EGM**"). The EGM has been convened and held in accordance with the relevant provisions of the Companies Act, 2013 (including any statutory amendment(s) or modification(s) or variation(s) or re-enactment(s) thereof, for the time being in force) and the applicable rules regulations, circulars and guidelines issued thereunder, SEBI Listing Regulations and the Banking Regulation Act, 1949.

The proceedings of the EGM is also being uploaded on the Bank's website at www.rbl.bank.in

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

For **RBL Bank Limited**

Niti Arya
Company Secretary

Encl.: As above

www.rbl.bank.in

RBL Bank Limited

Controlling Office: One World Center, Tower 2B, 6th Floor, 841 Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India
Registered Office: 1st Lane, Shahupuri, Kolhapur - 416001, India | Tel.: +91 231 6650214
CIN: L65191PN1943PLC007308 . E-mail: customercare@rbl.bank.in

Proceedings of the Extra Ordinary General Meeting of the Members of RBL Bank Limited ("Bank") held on Wednesday, November 12, 2025 at 11:30 a.m. (IST)

The Extraordinary General Meeting of the Bank was held on November 12, 2025 at 11:30 a.m. (IST) at Residency Club, C. T. S. No. E 2124, E Ward, Near Bawda Post Office, Opp. PWD Office, New Palace, Tarabai Park, Kolhapur 416 003 ("**EGM**"), in accordance with the relevant provisions of the Companies Act, 2013 (including any statutory amendment(s) or modification(s) or variation(s) or re-enactment(s) thereof, for the time being in force) and the applicable rules regulations, circulars and guidelines issued thereunder ("**Companies Act**"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and the Banking Regulation Act, 1949 ("**BR Act**"). Mr. Chandan Sinha, Part-time Chairman of the Board of Directors ("**Board**") of the Bank ("**Chairman**"), chaired the EGM.

The requisite quorum being present at the EGM, 112 Members in person and 2 Members through Proxies attended the EGM, the Chairman welcomed the Members and called the EGM to order.

Members were apprised on the arrangements made by the Bank as per the regulatory requirements to enable Members to participate and vote on the items being considered at the EGM.

The EGM was attended by the following Directors with the Company Secretary in attendance and other attendees as mentioned hereinafter:

Mr. Chandan Sinha	Independent Director and Part-time Chairman
Mr. R. Subramaniakumar	Managing Director & CEO
Mr. Rajeev Ahuja	Executive Director
Ms. Ranjana Agarwal	Independent Director and Chairperson of Audit Committee
Ms. Veena Mankar	Non-Independent Director and Chairperson of Stakeholders' Relationship Committee
Ms. Niti Arya	Company Secretary

Company Secretary welcomed all the Members present at the EGM. Ms. Ranjana Agarwal - Independent Director and Chairperson of the Audit Committee and Ms. Veena Mankar - Non-Independent Director and Chairperson of the Stakeholders' Relationship Committee were also present at the EGM. Mr. Manjeev Singh Puri, Chairman of Nomination and Remuneration Committee ("**NRC**") was unable to attend the meeting due to unavoidable prior commitments and had hence authorized the Chairman of the Board, being a member of the NRC to represent the NRC and respond on his behalf for relevant queries, if any, received from Members, in adherence to the regulatory requirements.

Mr. Jaideep Iyer, Head – Strategy, Mr. Deepak Ruiya, Deputy Chief Financial Officer, Mr. Abhijit Somvanshi, Head- Marketing, Communications and Customer Services, Mr. Sanjay Bele, representative of Secretarial Department, representatives of the Statutory Auditors of the Bank,

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i.e., M/s KKC & Associates LLP, Chartered Accountants and M/s Singhi & Co., Chartered Accountants and the representatives of the Secretarial Auditor of the Bank i.e., M/s. S. N. Ananthasubramanian & Co, Company Secretaries, were also present at the EGM.

With the consent of the Members, the Notice convening the EGM was taken as read.

Members were informed that as per the applicable laws, the inspection documents including the documents mentioned in the Notice of EGM and in the accompanying Explanatory Statement were made available for inspection to the Members during the EGM.

Members were thereafter informed about certain points regarding participation and proceedings of the EGM. The resolutions set out in the Notice of EGM as placed before the Members are mentioned below:

Item No	Resolutions	Type of Resolution
1	To increase the authorized share capital of the Bank and consequent alteration of capital clause of the Memorandum of Association of the Bank	Ordinary Resolution
2	Issuance of Equity Shares By Way of Preferential Issue on a Private Placement Basis	Special Resolution
3	Amendment to the Articles of Association of the Bank and grant of Special Right regarding Director Nomination to Identified Shareholder of the Bank	Special Resolution
4	Approval for Amendment to the Articles of Association of the Bank	Special Resolution
5	To consider and approve a Cap of 24% on the Aggregate Foreign Ownership	Special Resolution
6	To consider and approve the Scheme of Amalgamation	Requisite majority as prescribed under Section 44A(1) of the Banking Regulation Act, 1949 read with Paragraph 7 of the Reserve Bank of India (Amalgamation of Private Sector Banks) Directions, 2016,

Thereafter, the Chairman addressed the Members post which Managing Director & CEO also addressed the Members.

Thereafter, Members were invited to put forth their observations, queries and seek clarifications, if any, relating to the resolutions as set forth in the notice of EGM and matters related thereto.

Members expressed appreciation of the Board of Directors and the Management Team for securing one of the largest foreign investments in the Bank, which will materially accelerate Bank's future growth and strengthen its balance sheet.

Post the Members expressing their views/observations/seeking clarifications, the Managing Director & CEO responded to their observations and provided clarifications to the queries raised by the Members.

It was informed to the Members that as per the applicable provisions of the Companies Act, the Bank had made arrangements for remote electronic voting which was open from 10:00 a.m. (IST) Friday, November 07, 2025 to 5:00 p.m. (IST) Tuesday, November 11, 2025.

Further, the facility of voting at EGM via electronic device (Ipad) was available to the Members present for the EGM, to vote in proportion to the shares held by them. Members who had not cast their votes through Remote E-voting were requested to cast their vote via electronic device (Ipad) at the EGM. It was also mentioned that Members who had already cast their votes using Remote E-voting were not required to cast their votes again.

Members were also informed that the Board had appointed Mr. S N Viswanathan, Practicing Company Secretary and failing him, Ms. Aparna Gadgil, Practicing Company Secretary of M/s. S. N. Ananthasubramanian & Co., Company Secretaries as 'Scrutinizer', for conducting the e-voting process for the EGM in a fair and transparent manner and had authorized the Scrutinizer to scrutinize the votes cast through Remote E-voting and voting at EGM and to submit the Combined/Consolidated Results of voting (voting results) in compliance with the Companies Act.

It was informed that the voting results along with the scrutinizer's report would be disclosed to the Stock Exchanges where the Bank's Equity Shares are listed viz. BSE Limited and National Stock Exchange of India Limited as well as uploaded on the website of the Bank and that of Central Depository Services (India) Limited and also be displayed at the Registered Office of the Bank, within two working days from the conclusion of the EGM.

The Chairman thanked the Members and declared the proceedings of the EGM as closed. The Members who have not cast votes by Remote E-voting were requested to exercise their voting via electronic device (Ipad).

For the benefit of the Members, the briefing during the meeting including address given by the Chairman and Managing Director & CEO and replies to the queries raised by the Members were translated in Marathi language.

A vote of thanks was given to Members and Directors for attending the EGM and the meeting was declared as concluded at 1:17 p.m. (IST).