

September 21, 2021

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

Dear Sir/Madam,

**Sub.: Voting Results of 78<sup>th</sup> Annual General Meeting (“AGM”) of RBL Bank Limited (“the Bank”) pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“SEBI Listing Regulations”), we hereby submit the Consolidated Voting Results of the Remote e-voting together with the e-voting at the 78<sup>th</sup> AGM of the Bank held on Tuesday, September 21, 2021 at 11:30 a. m. (IST), through Video Conferencing (“VC”) or Other Audio-Visual Means (“●AVM”) along with Scrutinizer's Report dated September 21, 2021 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

It is further informed that all items as mentioned in the Notice of the said AGM, were considered and voted by the Members through remote e-voting system (e-voting from a place other than venue of the AGM) (“remote e-voting”) as well as e-voting during the proceeding of the AGM (“e-voting at the AGM”) and passed with requisite majority.

The Consolidated Voting Results along with the Scrutinizer's Report dated September 21, 2021 is also being hosted on the Bank's website at [www.rblbank.com](http://www.rblbank.com).

You are requested to take note of the above.

Thanking you,

Yours faithfully,  
For **RBL Bank Limited**



**Niti Arya**  
Company Secretary

Encl.: As above

[www.rblbank.com](http://www.rblbank.com)

**RBL Bank Ltd.**

**Voting Result of 78<sup>th</sup> Annual General Meeting**

Name of the Bank: **RBL Bank Limited**

Date of Annual general Meeting	September 21, 2021
Total Number of Shareholders on Record Date (September 14, 2021)	4,40,597
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoter Group	Not Applicable
- Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	
- Promoters and Promoter Group	Not Applicable
- Public	152



[www.rblbank.com](http://www.rblbank.com)

**RBL Bank Ltd.**

## RBL Bank Limited

Resolution Required : (Ordinary)		1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Bank for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	245931557	78.8089	245700339	231218	99.9060	0.0940
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>245931557</b>	<b>78.8089</b>	<b>245700339</b>	<b>231218</b>	<b>99.9060</b>	<b>0.0940</b>
Public Non Institutions	E-Voting	287234518	66818841	23.2628	66813824	5017	99.9925	0.0075
	Poll		13403212	4.6663	13403212	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80222053</b>	<b>27.9291</b>	<b>80217036</b>	<b>5017</b>	<b>99.9937</b>	<b>0.0063</b>
<b>Total</b>		<b>599295253</b>	<b>326153610</b>	<b>54.4229</b>	<b>325917375</b>	<b>236235</b>	<b>99.9276</b>	<b>0.0724</b>

## RBL Bank Limited

Resolution Required : (Ordinary)			2 - To receive, consider and adopt the Audited Consolidated Financial Statements of the Bank for the financial year ended March 31, 2021 and the Report of the Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	245931557	78.8089	245700339	231218	99.9060	0.0940
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>245931557</b>	<b>78.8089</b>	<b>245700339</b>	<b>231218</b>	<b>99.9060</b>	<b>0.0940</b>
Public Non Institutions	E-Voting	287234518	66818841	23.2628	66813283	5558	99.9917	0.0083
	Poll		13403212	4.6663	13403212	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80222053</b>	<b>27.9291</b>	<b>80216495</b>	<b>5558</b>	<b>99.9931</b>	<b>0.0069</b>
<b>Total</b>		<b>599295253</b>	<b>326153610</b>	<b>54.4229</b>	<b>325916834</b>	<b>236776</b>	<b>99.9274</b>	<b>0.0726</b>

## RBL Bank Limited

Resolution Required : (Ordinary)			3 - To appoint a Director in place of Ms. Veena Mankar (DIN: 00004168), who retires by rotation and being eligible, offers herself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	251193177	80.4950	248814516	2378661	99.0531	0.9469
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251193177</b>	<b>80.4950</b>	<b>248814516</b>	<b>2378661</b>	<b>99.0531</b>	<b>0.9469</b>
Public Non Institutions	E-Voting	287234518	66743159	23.2365	66696015	47144	99.9294	0.0706
	Poll		13403212	4.6663	13399267	3945	99.9706	0.0294
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80146371</b>	<b>27.9028</b>	<b>80095282</b>	<b>51089</b>	<b>99.9363</b>	<b>0.0637</b>
<b>Total</b>		<b>599295253</b>	<b>331339548</b>	<b>55.2882</b>	<b>328909798</b>	<b>2429750</b>	<b>99.2667</b>	<b>0.7333</b>

## RBL Bank Limited

Resolution Required : (Ordinary)		4 - To consider and appoint M/s. CNK & Associates LLP, Chartered Accountants (Firm Registration No. 101961 W/W100036) as one of the joint Statutory Auditors of the Bank						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	265797634	85.1750	265797634	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>265797634</b>	<b>85.1750</b>	<b>265797634</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	287234518	66818841	23.2628	66806934	11907	99.9822	0.0178
	Poll		13403212	4.6663	13403132	80	99.9994	0.0006
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80222053</b>	<b>27.9291</b>	<b>80210066</b>	<b>11987</b>	<b>99.9851</b>	<b>0.0149</b>
<b>Total</b>		<b>599295253</b>	<b>346019687</b>	<b>57.7378</b>	<b>346007700</b>	<b>11987</b>	<b>99.9965</b>	<b>0.0035</b>

## RBL Bank Limited

Resolution Required : (Ordinary)		5 - To approve the appointment of Mr. Vimal Bhandari (DIN: 00001318) as a Non-Executive Non Independent Director of the Bank.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	251193177	80.4950	248137464	3055713	98.7835	1.2165
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251193177</b>	<b>80.4950</b>	<b>248137464</b>	<b>3055713</b>	<b>98.7835</b>	<b>1.2165</b>
Public Non Institutions	E-Voting	287234518	66818657	23.2628	33631426	33187231	50.3324	49.6676
	Poll		13403212	4.6663	13403132	80	99.9994	0.0006
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80221869</b>	<b>27.9291</b>	<b>47034558</b>	<b>33187311</b>	<b>58.6306</b>	<b>41.3694</b>
<b>Total</b>		<b>599295253</b>	<b>331415046</b>	<b>55.3008</b>	<b>295172022</b>	<b>36243024</b>	<b>89.0642</b>	<b>10.9358</b>

## RBL Bank Limited

Resolution Required : (Ordinary)		6 - To approve the appointment of Dr. Somnath Ghosh (DIN: 00401253) as a Non-Executive Independent Director of the Bank.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	251193177	80.4950	251059232	133945	99.9467	0.0533
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251193177</b>	<b>80.4950</b>	<b>251059232</b>	<b>133945</b>	<b>99.9467</b>	<b>0.0533</b>
Public Non Institutions	E-Voting	287234518	66818553	23.2627	66773313	45240	99.9323	0.0677
	Poll		13403212	4.6663	13403032	180	99.9987	0.0013
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80221765</b>	<b>27.9290</b>	<b>80176345</b>	<b>45420</b>	<b>99.9434</b>	<b>0.0566</b>
<b>Total</b>		<b>599295253</b>	<b>331414942</b>	<b>55.3008</b>	<b>331235577</b>	<b>179365</b>	<b>99.9459</b>	<b>0.0541</b>

## RBL Bank Limited

Resolution Required : (Ordinary)		7 - To approve the appointment of Mr. Manjeev Singh Puri (DIN: 09166794) as Non-Executive Independent Director of the Bank.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	194752477	62.4085	180402477	14350000	92.6317	7.3683
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>194752477</b>	<b>62.4085</b>	<b>180402477</b>	<b>14350000</b>	<b>92.6317</b>	<b>7.3683</b>
Public Non Institutions	E-Voting	287234518	66818419	23.2627	33630437	33187982	50.3311	49.6689
	Poll		13403212	4.6663	13403132	80	99.9994	0.0006
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80221631</b>	<b>27.9290</b>	<b>47033569</b>	<b>33188062</b>	<b>58.6295</b>	<b>41.3705</b>
<b>Total</b>		<b>599295253</b>	<b>274974108</b>	<b>45.8829</b>	<b>227436046</b>	<b>47538062</b>	<b>82.7118</b>	<b>17.2882</b>

## RBL Bank Limited

Resolution Required : (Ordinary)		8 - To approve the appointment of Mr. Chandan Sinha (DIN: 06921244) as Non-Executive Independent Director of the Bank.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	251193177	80.4950	251193177	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251193177</b>	<b>80.4950</b>	<b>251193177</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	287234518	66817440	23.2623	66758878	58562	99.9124	0.0876
	Poll		13403212	4.6663	13403132	80	99.9994	0.0006
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80220652</b>	<b>27.9286</b>	<b>80162010</b>	<b>58642</b>	<b>99.9269</b>	<b>0.0731</b>
<b>Total</b>		<b>599295253</b>	<b>331413829</b>	<b>55.3006</b>	<b>331355187</b>	<b>58642</b>	<b>99.9823</b>	<b>0.0177</b>

## RBL Bank Limited

Resolution Required : (Special)			9 - To approve the re-appointment of Mr. Prakash Chandra (DIN: 02839303) as Non-Executive Independent Director of the Bank.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	251193177	80.4950	232393678	18799499	92.5159	7.4841
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251193177</b>	<b>80.4950</b>	<b>232393678</b>	<b>18799499</b>	<b>92.5159</b>	<b>7.4841</b>
Public Non Institutions	E-Voting	287234518	66817622	23.2624	66694697	122925	99.8160	0.1840
	Poll		13403212	4.6663	13403021	191	99.9986	0.0014
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80220834</b>	<b>27.9287</b>	<b>80097718</b>	<b>123116</b>	<b>99.8465</b>	<b>0.1535</b>
<b>Total</b>		<b>599295253</b>	<b>331414011</b>	<b>55.3006</b>	<b>312491396</b>	<b>18922615</b>	<b>94.2903</b>	<b>5.7097</b>

## RBL Bank Limited

Resolution Required : (Ordinary)		10 - To approve re-appointment and revision in remuneration of Mr. Prakash Chandra (DIN: 02839303) as a Non-Executive (Part- Time) Chairman of the Bank.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	236843177	75.8965	218791405	18051772	92.3782	7.6218
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>236843177</b>	<b>75.8965</b>	<b>218791405</b>	<b>18051772</b>	<b>92.3782</b>	<b>7.6218</b>
Public Non Institutions	E-Voting	287234518	66818492	23.2627	66689664	128828	99.8072	0.1928
	Poll		13403212	4.6663	13403021	191	99.9986	0.0014
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80221704</b>	<b>27.9290</b>	<b>80092685</b>	<b>129019</b>	<b>99.8392</b>	<b>0.1608</b>
<b>Total</b>		<b>599295253</b>	<b>317064881</b>	<b>52.9063</b>	<b>298884090</b>	<b>18180791</b>	<b>94.2659</b>	<b>5.7341</b>

## RBL Bank Limited

Resolution Required : (Special)		11 - To approve the re-appointment of Mr. Ishan Raina (DIN: 00151951) as Non-Executive Independent Director of the Bank.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	251193177	80.4950	233141405	18051772	92.8136	7.1864
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251193177</b>	<b>80.4950</b>	<b>233141405</b>	<b>18051772</b>	<b>92.8136</b>	<b>7.1864</b>
Public Non Institutions	E-Voting	287234518	66818724	23.2628	66695933	122791	99.8162	0.1838
	Poll		13403212	4.6663	13403021	191	99.9986	0.0014
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80221936</b>	<b>27.9291</b>	<b>80098954</b>	<b>122982</b>	<b>99.8467</b>	<b>0.1533</b>
<b>Total</b>		<b>599295253</b>	<b>331415113</b>	<b>55.3008</b>	<b>313240359</b>	<b>18174754</b>	<b>94.5160</b>	<b>5.4840</b>

## RBL Bank Limited

Resolution Required : (Ordinary)			12 - Re-appointment of Mr. Vishwavir Ahuja (DIN 00074994) as Managing Director & Chief Executive Officer of the Bank.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	265797634	85.1750	265797634	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>265797634</b>	<b>85.1750</b>	<b>265797634</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	287234518	66818734	23.2628	66634582	184152	99.7244	0.2756
	Poll		13403212	4.6663	13403132	80	99.9994	0.0006
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80221946</b>	<b>27.9291</b>	<b>80037714</b>	<b>184232</b>	<b>99.7703</b>	<b>0.2297</b>
<b>Total</b>		<b>599295253</b>	<b>346019580</b>	<b>57.7377</b>	<b>345835348</b>	<b>184232</b>	<b>99.9468</b>	<b>0.0532</b>

## RBL Bank Limited

Resolution Required : (Ordinary)			13 - To approve the revised remuneration of Non-Executive Directors except for Part Time Non-Executive Chairman.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	251193177	80.4950	249814385	1378792	99.4511	0.5489
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>251193177</b>	<b>80.4950</b>	<b>249814385</b>	<b>1378792</b>	<b>99.4511</b>	<b>0.5489</b>
Public Non Institutions	E-Voting	287234518	66818098	23.2626	66605389	212709	99.6817	0.3183
	Poll		13403212	4.6663	13403132	80	99.9994	0.0006
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80221310</b>	<b>27.9289</b>	<b>80008521</b>	<b>212789</b>	<b>99.7347</b>	<b>0.2653</b>
<b>Total</b>		<b>599295253</b>	<b>331414487</b>	<b>55.3007</b>	<b>329822906</b>	<b>1591581</b>	<b>99.5198</b>	<b>0.4802</b>

## RBL Bank Limited

Resolution Required : (Special)		14 - To approve issue of Debt Securities on Private Placement basis.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	265797634	85.1750	263863520	1934114	99.2723	0.7277
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>265797634</b>	<b>85.1750</b>	<b>263863520</b>	<b>1934114</b>	<b>99.2723</b>	<b>0.7277</b>
Public Non Institutions	E-Voting	287234518	66818591	23.2627	66804043	14548	99.9782	0.0218
	Poll		13403212	4.6663	13403132	80	99.9994	0.0006
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>80221803</b>	<b>27.9290</b>	<b>80207175</b>	<b>14628</b>	<b>99.9818</b>	<b>0.0182</b>
<b>Total</b>		<b>599295253</b>	<b>346019437</b>	<b>57.7377</b>	<b>344070695</b>	<b>1948742</b>	<b>99.4368</b>	<b>0.5632</b>

## RBL Bank Limited

Resolution Required : (Special)		15 - Approval for amendment in Employees Stock Option Plan 2013 of the Bank.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	312060735	265797634	85.1750	232674088	33123546	87.5381	12.4619
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>265797634</b>	<b>85.1750</b>	<b>232674088</b>	<b>33123546</b>	<b>87.5381</b>	<b>12.4619</b>
Public Non Institutions	E-Voting	287234518	33677691	11.7248	33523756	153935	99.5429	0.4571
	Poll		13403212	4.6663	13403132	80	99.9994	0.0006
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>47080903</b>	<b>16.3911</b>	<b>46926888</b>	<b>154015</b>	<b>99.6729</b>	<b>0.3271</b>
<b>Total</b>		<b>599295253</b>	<b>312878537</b>	<b>52.2077</b>	<b>279600976</b>	<b>33277561</b>	<b>89.3641</b>	<b>10.6359</b>

# **RBL BANK LIMITED**

(CIN: L65191PN1943PLC007308)

Registered Office: 1<sup>st</sup> Lane, Shahupuri, Kolhapur-416001.

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## **CONSOLIDATED SCRUTINIZER'S REPORT**

ON

THE E-VOTING PROCESS (REMOTE E-VOTING) AND ELECTRONIC

VOTING (E-VOTING) CONDUCTED AT THE 78<sup>TH</sup> ANNUAL

GENERAL MEETING OF RBL BANK LIMITED

HELD THROUGH VIDEO CONFERENCING ("VC")/ OTHER AUDIO

VISUAL MEANS ("OAVM") ON TUESDAY, SEPTEMBER 21, 2021

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**ALWYN D'SOUZA**

**Alwyn Jay & Co.**

**Company Secretaries**

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.

Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,  
Mira Road (E), Thane-401107 ; Tel: 022-79629822 ; Mob: 09820465195; 09819334743

Email : [alwyn@alwynjay.com](mailto:alwyn@alwynjay.com) Website:[www.alwynjay.com](http://www.alwynjay.com)

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**ALWYN D'SOUZA**  
**Alwyn Jay & Co.**  
**Company Secretaries**

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

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Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.  
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,  
Mira Road (E), Thane-401107 ; Tel: 022-79629822 ; Mob: 09820465195; 09819334743  
Email : [alwyn@alwynjay.com](mailto:alwyn@alwynjay.com) Website:[www.alwynjay.com](http://www.alwynjay.com)

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**Report of the Scrutinizer**

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of  
Companies (Management and Administration) Rules 2014 as amended]

To,

**The Chairman**

Of 78<sup>th</sup> Annual General Meeting of the Members of **RBL BANK LIMITED** held on  
Tuesday, September 21, 2021 at 11:30 a.m. (IST) through Video Conferencing ("VC")/  
Other Audio Visual Means ("OAVM").

Dear Sir,

I, Alwyn D'souza of M/s. Alwyn Jay & Co., Company Secretaries, having office at  
Annex-103, Dimple Arcade, Asha Nagar, Kandivli (E), Mumbai 400101, appointed by  
the Board of Directors of **RBL BANK LIMITED** ("the Bank") as the Scrutinizer for the  
purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-  
voting) conducted at the 78<sup>th</sup> Annual General Meeting ("AGM") pursuant to the  
provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the  
Companies (Management and Administration) Rules, 2014 as amended and in  
accordance with Regulation 44 of the Securities and Exchange Board of India (Listing  
Obligations and Disclosure Requirements) Regulations, 2015 for the 78<sup>th</sup> Annual  
General Meeting (AGM) of the Bank held through Video Conferencing ("VC")/  
Other Audio Visual Means ("OAVM") on Tuesday, September 21, 2021 at 11:30 a.m. (IST). I  
say, I am familiar and well versed with the concept of electronic voting system as  
prescribed under the said Rules

I submit report as under:

- a) The Ministry of Corporate Affairs ("MCA") vide its General Circular  
Nos.14/2020 dated April 8, 2020 and Circular No.17/2020 dated April 13, 2020  
followed by General Circular No.20/2020 dated May 5, 2020 read with General  
Circular No.02/2021 dated January 13, 2021 (collectively referred to as "MCA

Circulars”) has permitted the holding of the AGM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) without the physical presence of the Members at a common venue. The Securities Exchange Board of India (“SEBI”) vide its Circular dated January 15, 2021 read with SEBI Circular dated May 12, 2020 (“SEBI Circulars”) has granted relaxations in respect of sending physical copies of Annual Reports to shareholders and requirement of proxy for general meetings held through electronic mode.

In compliance with the provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and the above circulars the 78<sup>th</sup> Annual General Meeting of the Bank was held through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”) on Tuesday, September 21, 2021 at 11:30 a.m. (IST).

Further as confirmed by the Bank the Notice of the AGM along with the Annual Report for FY 2020-21 was sent only through electronic mode to those Members whose e-mail addresses were registered with the Bank, RTA or CDSL / NSDL (“Depositories”) and also been uploaded on the website of the Bank.

- b) The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-Voting (which includes remote e-Voting and the electronic voting, provided at the AGM) to the Members on the resolutions proposed in the Notice calling the 78<sup>th</sup> AGM of the Bank was the responsibility of the management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated scrutinizer’s report on the voting to the Chairman on the resolutions.
- c) The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by Central Depository Services (India) Limited (‘CDSL’).
- d) The Members of the Bank as on the "cut-off" date i.e. Tuesday, September 14, 2021 were entitled to vote on the resolution no’s 1 to 15 as set out in the notice of AGM.
- e) The remote e-voting period commenced on Friday, September 17, 2021 10:00 a.m. (IST) and concluded on Monday, September 20, 2021 5:00 p.m. (IST).
- f) At the 78<sup>th</sup> AGM of the Bank held on Tuesday, September 21, 2021 the facility to vote through electronic voting system had been provided to facilitate voting for those Members who were present at the Meeting through VC/OAVM but could not participate in the Remote e-Voting to record their votes on the resolutions to be passed.

- g) After the closure of the e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked on Tuesday September 21, 2021 around 1:36 p.m. in the presence of two witnesses who are not in the employment of the Bank.
- h) I hereby submit a consolidated scrutinizer's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the aforesaid 78<sup>th</sup> AGM based on the scrutiny of remote e-voting and the electronic voting at the AGM and votes cast therein based on the data downloaded from the electronic voting system by the Central Depository Services (India) Limited ('CDSL')
- i) The results of the Remote e-Voting together with that of the voting through electronic voting system conducted at the AGM through VC/OAVM are as under:

**1. RESOLUTION NO.1 AS AN ORDINARY RESOLUTION:**

**To receive, consider and adopt the Audited Standalone Financial Statements of the Bank for the financial year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon:**

- (i) Voted in favour of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1053	312514163	-
Electronic voting at the AGM	21	13403212	-
<b>TOTAL</b>	<b>1074</b>	<b>325917375</b>	<b>99.93</b>

- (ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	27	236235	-
Electronic voting at the AGM	0	0	-
<b>TOTAL</b>	<b>27</b>	<b>236235</b>	<b>0.07</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**2. RESOLUTION NO.2 AS AN ORDINARY RESOLUTION:**

**To receive, consider and adopt the Audited Consolidated Financial Statements of the Bank for the financial year ended March 31, 2021 and the Report of the Auditors thereon:**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1045	312513622	-
Electronic voting at the AGM	21	13403212	-
<b>TOTAL</b>	<b>1066</b>	<b>325916834</b>	<b>99.93</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	35	236776	-
Electronic voting at the AGM	0	0	-
<b>TOTAL</b>	<b>35</b>	<b>236776</b>	<b>0.07</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**3. RESOLUTION NO.3 AS AN ORDINARY RESOLUTION:**

**To appoint a Director in place of Ms. Veena Mankar (DIN: 00004168), who retires by rotation and, being eligible, offers herself for re-appointment.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	956	315510531	-
Electronic voting at the AGM	18	13399267	-
<b>TOTAL</b>	<b>974</b>	<b>328909798</b>	<b>99.27</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	119	2425805	-
Electronic voting at the AGM	3	3945	-
<b>TOTAL</b>	<b>122</b>	<b>2429750</b>	<b>0.73</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**4. RESOLUTION NO.4 AS AN ORDINARY RESOLUTION:**

**To consider and appoint, M/s. CNK & Associates LLP, Chartered Accountants (Firm Registration No. 101961 W/W100036) as one of the joint Statutory Auditors of the Bank.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	1017	332604568	-
Electronic voting at the AGM	20	13403132	-
<b>TOTAL</b>	<b>1037</b>	<b>346007700</b>	<b>100.00</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	65	11907	-
Electronic voting at the AGM	1	80	-
<b>TOTAL</b>	<b>66</b>	<b>11987</b>	<b>0.00</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

5. **RESOLUTION NO.5 AS AN ORDINARY RESOLUTION:**

**To approve the appointment of Mr. Vimal Bhandari (DIN: 00001318) as Non-Executive Non Independent Director of the Bank.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	978	281768890	-
Electronic voting at the AGM	20	13403132	-
<b>TOTAL</b>	<b>998</b>	<b>295172022</b>	<b>89.06</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	97	36242944	-
Electronic voting at the AGM	1	80	-
<b>TOTAL</b>	<b>98</b>	<b>36243024</b>	<b>10.94</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**6. RESOLUTION NO.6 AS AN ORDINARY RESOLUTION:**

**To approve the appointment of Dr. Somnath Ghosh (DIN: 00401253) as Non-Executive Independent Director of the Bank.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	987	317832545	-
Electronic voting at the AGM	19	13403032	-
<b>TOTAL</b>	<b>1006</b>	<b>331235577</b>	<b>99.95</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	86	179185	-
Electronic voting at the AGM	2	180	-
<b>TOTAL</b>	<b>88</b>	<b>179365</b>	<b>0.05</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**7. RESOLUTION NO.7 AS AN ORDINARY RESOLUTION:**

**To approve the appointment of Mr. Manjeev Singh Puri (DIN: 09166794) as Non-Executive Independent Director of the Bank.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	986	214032914	-
Electronic voting at the AGM	20	13403132	-
<b>TOTAL</b>	<b>1006</b>	<b>227436046</b>	<b>82.71</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	83	47537982	-
Electronic voting at the AGM	1	80	-
<b>TOTAL</b>	<b>84</b>	<b>47538062</b>	<b>17.29</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**8. RESOLUTION NO.8 AS AN ORDINARY RESOLUTION:**

**To approve the appointment of Mr. Chandan Sinha (DIN: 06921244) as Non-Executive Independent Director of the Bank.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	990	317952055	-
Electronic voting at the AGM	20	13403132	-
<b>TOTAL</b>	<b>1010</b>	<b>331355187</b>	<b>99.98</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	80	58562	-
Electronic voting at the AGM	1	80	-
<b>TOTAL</b>	<b>81</b>	<b>58642</b>	<b>0.02</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**9. RESOLUTION NO.9 AS AN SPECIAL RESOLUTION:**

**To approve the re-appointment of Mr. Prakash Chandra (DIN: 02839303) as Non-Executive Independent Director of the Bank.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	959	299088375	-
Electronic voting at the AGM	19	13403021	-
<b>TOTAL</b>	<b>978</b>	<b>312491396</b>	<b>94.29</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	115	18922424	-
Electronic voting at the AGM	2	191	-
<b>TOTAL</b>	<b>117</b>	<b>18922615</b>	<b>5.71</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**10. RESOLUTION NO.10 AS AN ORDINARY RESOLUTION:**

**To approve re-appointment and revision in remuneration of Mr. Prakash Chandra (DIN: 02839303) as Non-Executive (Part-Time) Chairman of the Bank.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	946	285481069	-
Electronic voting at the AGM	19	13403021	-
<b>TOTAL</b>	<b>965</b>	<b>298884090</b>	<b>94.27</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	128	18180600	-
Electronic voting at the AGM	2	191	-
<b>TOTAL</b>	<b>130</b>	<b>18180791</b>	<b>5.73</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**11. RESOLUTION NO.11 AS A SPECIAL RESOLUTION:**

**To approve the re-appointment of Mr. Ishan Raina (DIN: 00151951) as Non-Executive Independent Director of the Bank.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	963	299837338	-
Electronic voting at the AGM	19	13403021	-
<b>TOTAL</b>	<b>982</b>	<b>313240359</b>	<b>94.52</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	114	18174563	-
Electronic voting at the AGM	2	191	-
<b>TOTAL</b>	<b>116</b>	<b>18174754</b>	<b>5.48</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**12. RESOLUTION NO.12 AS AN ORDINARY RESOLUTION:**

**Re-appointment of Mr. Vishwvir Ahuja (DIN: 00074994) as Managing Director & Chief Executive Officer of the Bank.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	986	332432216	-
Electronic voting at the AGM	20	13403132	-
<b>TOTAL</b>	<b>1006</b>	<b>345835348</b>	<b>99.95</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	96	184152	-
Electronic voting at the AGM	1	80	-
<b>TOTAL</b>	<b>97</b>	<b>184232</b>	<b>0.05</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**13. RESOLUTION NO.13 AS ORDINARY RESOLUTION:**

**To approve the revised remuneration of Non-Executive Directors except for Part Time Non-Executive Chairman.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	920	316419774	-
Electronic voting at the AGM	20	13403132	-
<b>TOTAL</b>	<b>940</b>	<b>329822906</b>	<b>99.52</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	152	1591501	-
Electronic voting at the AGM	1	80	-
<b>TOTAL</b>	<b>153</b>	<b>1591581</b>	<b>0.48</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**14. RESOLUTION NO.14 AS A SPECIAL RESOLUTION:**

**To approve issue of Debt Securities on Private Placement basis.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	983	330667563	-
Electronic voting at the AGM	20	13403132	-
<b>TOTAL</b>	<b>1003</b>	<b>344070695</b>	<b>99.44</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	98	1948662	-
Electronic voting at the AGM	1	80	-
<b>TOTAL</b>	<b>99</b>	<b>1948742</b>	<b>0.56</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

**15. RESOLUTION NO.15 AS A SPECIAL RESOLUTION:**

**Approval for amendment in Employees Stock Option Plan 2013 of the Bank.**

(i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	892	266197844	-
Electronic voting at the AGM	20	13403132	-
<b>TOTAL</b>	<b>912</b>	<b>279600976</b>	<b>89.36</b>

(ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	188	33277481	-
Electronic voting at the AGM	1	80	-
<b>TOTAL</b>	<b>189</b>	<b>33277561</b>	<b>10.64</b>

(iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
Electronic voting at the AGM	0	0
<b>TOTAL</b>	<b>0</b>	<b>0</b>

Based on the foregoing, the Resolution No.(s) 1 to 15 shall be deemed to have been passed with the requisite majority.

All the relevant records of Voting is under my safe custody until the Chairman considers, approves and signs the Minutes of the 78<sup>th</sup> Annual General Meeting and the same shall be handed over to the Chairman or the Company Secretary of the Bank for safe keeping.

Thanking you,

Sincerely,



**ALWYN D'SOUZA**

Practising Company Secretary

FCS No.5559, CP No.5137

**ALWYN JAY & CO.,**

Company Secretaries

[UDIN : F005559C000981622]

Place : Mumbai

Date : September 21, 2021

We the undersigned witnesseth that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited (<https://www.evotingindia.com/>) in our presence on September 21, 2021 at 01.36 p.m.



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*Edlon Dsouza*  
B/508, Shree Girnar Tower CHSL  
Saibaba Nagar,  
Mira Road East, Thane 401107

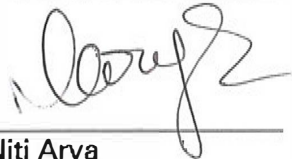


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*Krishnakant Adagale*  
Row House No.18,  
Mansi Row Co.op Hsg Soc Ltd  
Kashigaon, Mira Road East,  
Thane 401107

Countersigned by:

For **RBL BANK LIMITED**



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**Niti Arya**  
Company Secretary