FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]

Annual Return

Form language (•) English ( ) Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company: L65191PN1943PLC007308 **Pre-fill**

Global Location Number (GLN) of the company:

* Permanent Account Number (PAN) of the company: AABCT3335M

(ii) (a) Name of the company: RBL BANK LIMITED

(b) Registered office address

SHAHUPURI,KOLHAPUR,
KOLHAPUR
Maharashtra
416001
India

(c) *e-mail ID of the company: secretarial@rblbank.com

(d) *Telephone number with STD code: 02243020600

(e) Website: https://www.rblbank.com/

(iii) Date of Incorporation: 14/06/1943

(iv)

Type of the Company	Category of the Company	Sub-category of the Company
Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital (•) Yes ( ) No

(vi) *Whether shares listed on recognized Stock Exchange(s) (•) Yes ( ) No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024
2	BSE LIMITED	1

(b) CIN of the Registrar and Transfer Agent U67190MH1999PTC118368 Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2018 (DD/MM/YYYY) To date 31/03/2019 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ◉ Yes ○ No

(a) If yes, date of AGM 09/07/2019

(b) Due date of AGM 30/09/2019

(c) Whether any extension for AGM granted ○ Yes ◉ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K1	Banking activities by Central, Commercial and Saving banks	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 1 Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	RBL FINSERVE LIMITED	U74110MH2007PLC175181	Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	700,000,000	426,709,728	426,709,728	426,709,728
Total amount of equity shares (in Rupees)	7,000,000,000	4,267,097,280	4,267,097,280	4,267,097,280

Number of classes 1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	700,000,000	426,709,728	426,709,728	426,709,728
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	7,000,000,000	4,267,097,280	4,267,097,280	4,267,097,280

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes 0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				
At the beginning of the year	419,667,547	4,196,675,470	4,196,675,470	

Increase during the year	7,042,181	70,421,810	70,421,810	935,027,595.6
i. Pubic Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	7,042,181	70,421,810	70,421,810	935,027,595.6
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	426,709,728	4,267,097,280	4,267,097,280	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0

ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares) 0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☐ Nil

[Details being provided in a CD/Digital Media] ○ Yes ◉ No ○ Not Applicable

Separate sheet attached for details of transfers ◉ Yes ○ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	03/08/2018		
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			

Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	7,300	1000000	7,300,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			112,378,011,149
Deposit			587,306,646,280
Total			706,984,657,429

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	7,300,000,000	0	0	7,300,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures) 0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover 77,430,755,064

(ii) Net worth of the Company 73,362,873,393

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference

		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (promoters) 0

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	117,857,528	27.62	0	
	(ii) Non-resident Indian (NRI)	5,677,765	1.33	0	
	(iii) Foreign national (other than NRI)	575	0	0	

2.	Government				
	(i) Central Government	655,320	0.15	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	1,930,120	0.45	0	
4.	Banks	14,441,914	3.38	0	
5.	Financial institutions	993,017	0.23	0	
6.	Foreign institutional investors	80,238,827	18.8	0	
7.	Mutual funds	86,064,381	20.17	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	29,800,825	6.98	0	
10.	Others Clearing Member, Trust, Alt	89,049,456	20.87	0	
	Total	426,709,728	99.98	0	0

Total number of shareholders (other than promoters) 167,773

Total number of shareholders (Promoters+Public/ Other than promoters) 167,773

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company 194

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
CARTICA CAPITAL LTD	CITIBANK N.A. CUSTODY SERVICES			15,023,985	3.52
GOVERNMENT PENSIC	CITIBANK N.A. CUSTODY SERVICES			5,979,910	1.4
KOTAK FUNDS - INDIA	HSBC SECURITIES SERVICES 11TH F			5,687,786	1.33
VANGUARD TOTAL IN	JPMORGAN CHASE BANK N.A. IND			4,809,319	1.13
VANGUARD EMERGIN	JPMORGAN CHASE BANK N.A. IND			4,678,472	1.1
STEADVIEW CAPITAL	C/O KOTAK MAHINDRA BANK LIMI			3,941,934	0.92
GOLDMAN SACHS IND	DEUTSCHE BANK AG DB HOUSE, H			3,036,058	0.71
BARON EMERGING MA	DEUTSCHE BANK AG, DB HOUSE H			3,007,214	0.7

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ISHARES CORE EMERG	HSBC SECURITIES SERVICES 11TH F			2,786,148	0.65
MALABAR INDIA FUNI	HSBC SECURITIES SERVICES 11TH F			1,920,000	0.45
COELI SICAV I - GLOBA	HSBC SECURITIES SERVICES 11TH F			1,754,712	0.41
MIRAE ASSET INDIA M	CITIBANK N.A. CUSTODY SERVICES			1,306,454	0.31
THE NOMURA TRUST /	Standard Chartered Bank, CRESCEI			1,238,119	0.29
WASATCH EMERGING	DEUTSCHE BANK AG DB HOUSE, H			876,567	0.2
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. IND			855,505	0.2
ABG CAPITAL	C/O KOTAK MAHINDRA BANK LIMI			795,864	0.19
ISHARES INDIA SC MA	HSBC SECURITIES SERVICES 11TH F			792,161	0.19
LEGAL AND GENERAL	CITIBANK N.A. CUSTODY SERVICES			755,060	0.18
ISHARES CORE MSCI E	HSBC SECURITIES SERVICES 11TH F			721,028	0.17
EMERGING MARKETS (	CITIBANK N.A. CUSTODY SERVICES			684,121	0.16
KUWAIT INVESTMENT	CITIBANK N.A. CUSTODY SERVICES			675,900	0.16
KAPITALFORENINGEN	DEUTSCHE BANK AG, DB HOUSE H			633,810	0.15
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. IND			631,041	0.15
NEW VERNON INDIA L	CITIBANK N.A. CUSTODY SERVICES			587,708	0.14
MANULIFE GLOBAL FU	CITIBANK N.A. CUSTODY SERVICES			522,488	0.12

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	0	0
Members (other than promoters)	197,933	167,773
Debenture holders	10	7

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. **Promoter**	0	0	0	0	0	0
B. Non-Promoter	2	9	2	6	3.44	0.02
(i) Non-Independent	2	2	2	1	3.44	0.01
(ii) Independent	0	7	0	5	0	0.01
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	9	2	6	3.44	0.02

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr. Vishwavir Ahuja	00074994	Managing Director	10,002,900	
Mr. Prakash Chandra	02839303	Director	65	
Mr. Rajeev Ahuja	00003545	Whole-time directo	4,675,887	
Mr. D Sivanandhan	03607203	Director	500	
Mr. Ishan Raina	00151951	Director	0	
Mr. Jairaj Purendare	00159886	Director	50,830	
Mr. Palepu Sudhir Rao	00018213	Director	500	
Mr. Vijay Mahajan	00038794	Director	50,000	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr. Deepak Ruiya	AAWPR5132Q	CFO	77,300	
Mr. Vinay Tripathi	AEIPT7780G	Company Secretar	7,580	30/04/2019

(ii) Particulars of change in director(s) and Key managerial personnel during the year 5

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Mr. Vijay Mahajan	00038794	Additional director	27/04/2018	Appointment
Mr. Narayan Ramachan	01873080	Director	19/05/2018	Cessation
Mr. Vijay Mahajan	00038794	Director	03/08/2018	Change in designation
Mr. Vimal Bhandari	00001318	Director	13/09/2018	Cessation
Ms. Rama Bijapurkar	00001835	Director	10/01/2019	Resignation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held 1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	03/08/2018	183,251	170	0.09

B. BOARD MEETINGS

*Number of meetings held 4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	27/04/2018	10	10	100
2	19/07/2018	10	8	80
3	22/10/2018	9	7	77.78
4	28/01/2019	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held 42

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committe	26/04/2018	4	4	100
2	Audit Committe	19/07/2018	4	4	100
3	Audit Committe	22/10/2018	4	3	75
4	Audit Committe	18/01/2019	4	4	100
5	Audit Committe	28/01/2019	4	4	100
6	Audit Committe	18/03/2019	4	4	100
7	Stakeholder's I	27/04/2018	4	4	100
8	Stakeholder's I	19/07/2018	4	3	75
9	Stakeholder's I	23/10/2018	4	4	100
10	Stakeholder's I	28/01/2019	4	2	50

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	09/07/2019 (Y/N/NA)
1	Mr. Vishwavir	4	4	100	30	22	73.33	Yes
2	Mr. Prakash C	4	4	100	22	22	100	Yes
3	Mr. Rajeev Ah	4	4	100	24	21	87.5	Yes
4	Mr. D Sivanan	4	4	100	19	18	94.74	Yes
5	Mr. Ishan Rair	4	4	100	16	14	87.5	Yes
6	Mr. Jairaj Pure	4	4	100	28	26	92.86	Yes
7	Mr. Palepu Su	4	3	75	28	17	60.71	Yes
8	Mr. Vijay Maha	3	1	33.33	1	1	100	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered 2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Vishwavir Ahuja	MD & CEO	23,212,041	0	0	0	23,212,041
2	Mr. Rajeev Ahuja	Executive Direct	21,857,500	0	0	0	21,857,500
	Total		45,069,541	0	0	0	45,069,541

Number of CEO, CFO and Company secretary whose remuneration details to be entered 2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Deepak Ruiya	CFO (interim)	5,175,214	0	0	0	5,175,214
2	Mr. Vinay Tripathi	Company Secre	2,992,949	0	0	0	2,992,949
	Total		8,168,163	0	0	0	8,168,163

Number of other directors whose remuneration details to be entered 9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Narayan Ramac	Non-Executive D	0	0	0	376,613	376,613
2	Mr. Prakash Chandı	Non-Executive D	0	500,000	0	2,328,387	2,828,387
3	Mr. D. Sivanandhan	Independent Dir	0	300,000	0	900,000	1,200,000
4	Mr. Ishan Raina	Independent Dir	0	500,000	0	687,500	1,187,500
5	Mr. Jairaj Purandare	Independent Dir	0	500,000	0	1,030,000	1,530,000
6	Mr. P. Sudhir Rao	Independent Dir	0	500,000	0	762,500	1,262,500
7	Ms. Rama Bijapurka	Independent Dir	0	300,000	0	300,000	600,000
8	Mr. Vimal Bhandari	Independent Dir	0	500,000	0	480,000	980,000
9	Mr. Vijay Mahajan	Independent Dir	0	0	0	100,000	100,000
	Total		0	3,100,000	0	6,965,000	10,065,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ◉ Yes ○ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

○ Yes ◉ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name: Alwyn Prakash Dsouza

Whether associate or fellow: ○ Associate ◉ Fellow

Certificate of practice number: 5559

I/We certify that:
(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. .. 68 dated 30/06/2010 (DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director VISHWAVIR AHUJA

DIN of the director 00074994

To be digitally signed by Alwyn Prakash Dsouza

◯ Company Secretary

◉ Company secretary in practice

Membership number 5559 Certificate of practice number 5137

Attachments

		List of attachments
1. List of share holders, debenture holders	**Attach**	RBL Bank Form MGT-8.pdf
2. Approval letter for extension of AGM;	**Attach**	Share Transfer.pdf
3. Copy of MGT-8;	**Attach**	Committee Meetings details.pdf
4. Optional Attachement(s), if any	**Attach**	RBL Bank Limited_MGT7_FII_FPI.pdf

Remove attachment

Modify | Check Form | Prescrutiny | Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company