

January 25, 2024

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

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

Dear Sir(s)/Madam,

**Sub: Voting Results of Postal Ballot along with Scrutinizer's Report**

This is in furtherance to our letter dated December 26, 2023, regarding Notice of Postal Ballot dated December 23, 2023 ("Notice") issued to the Members of the Bank seeking their approval in relation to the following *Ordinary Resolutions* to be passed through the mode of Remote E-voting only:

<b>Sr. No.</b>	<b>Description of the Ordinary Resolutions</b>
1.	To approve Remuneration payable to Mr. R. Subramaniakumar (DIN: 07825083), Managing Director & CEO of the Bank.
2.	To approve Remuneration payable to Mr. Rajeev Ahuja (DIN: 00003545), Executive Director of the Bank.

The remote e-voting period for casting the votes for the Postal Ballot had commenced on Wednesday, December 27, 2023 at 10:00 a.m. (IST) and ended on Thursday, January 25, 2024 at 5:00 p.m. (IST) and thereafter, the Scrutinizer, Mr. S N Viswanathan, Practicing Company Secretary (ACS: 61955) of M/s. S. N. Ananthasubramanian & Co., Company Secretaries, had submitted his Report on the voting results.

The details of the voting results of the Postal Ballot through Remote E-voting mode, are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer's Report.

The aforesaid Ordinary Resolutions have been passed by the Members with requisite majority and are deemed to have been passed on Thursday, January 25, 2024, being the last date specified by the Bank for the Remote E-voting process.

The Results along with the Scrutinizer's Report are being hosted on the website of the Bank at the link: <https://ir.rblbank.com/> and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com) and shall also be made available at the Registered Office and Corporate Office of the Bank.

This intimation shall also be deemed to be a disclosure of the proceedings under Regulation 30 read with Para A (13) of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

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

**RBL Bank Limited**

Controlling Office: One World Center, Tower 2B, 6th Floor, 841 Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India I Tel: +91 22 43020600 I Fax: 91 22 43020520

Registered Office: 1st Lane, Shahupuri, Kolhapur - 416001, India I Tel.: +91 231 6650214 I Fax: +91 231 2657386

CIN: L65191PN1943PLC007308 . E-mail: [customercare@rblbank.com](mailto:customercare@rblbank.com)

You are requested to take note of the above and arrange to bring it to the notice of all concerned.

Kindly acknowledge receipt.

Thanking you.

Yours faithfully,  
For **RBL Bank Limited**

**Niti Arya**  
**Company Secretary**

Encl.: As above

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

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**Details of Voting Results of the Remote E-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

<b>Date of the AGM/EGM/ Postal Ballot Notice</b>	December 23, 2023  (Resolutions passed through Postal Ballot on January 25, 2024)
<b>Total No. of Shareholders on Record Date</b>  <b>Cut-off date</b> for ascertaining voting rights of Members i.e. Wednesday, December 20, 2023.	344023
<b>No. of Shareholders present in the meeting either in person or through proxy</b>	Not Applicable  (Resolutions passed by means of Postal Ballot through Remote E-voting)
Promoters and Promoter Group	
Public	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	Not Applicable  (Resolutions passed by means of Postal Ballot through Remote E-voting)
Promoters and Promoter Group	
Public	

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve Remuneration payable to Mr. R. Subramaniakumar (DIN: 07825083), Managing Director & CEO of the Bank				
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	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public-Institutions	E-Voting	301188030	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		234485336	77.8535	233090701	1394635	99.4052	0.5948
	<b>Total</b>		<b>301188030</b>	<b>234485336</b>	<b>77.8535</b>	<b>233090701</b>	<b>1394635</b>	<b>99.4052</b>
Public- Non Institutions	E-Voting	301434232	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		12992499	4.3102	12983873	8626	99.9336	0.0664
	<b>Total</b>		<b>301434232</b>	<b>12992499</b>	<b>4.3102</b>	<b>12983873</b>	<b>8626</b>	<b>99.9336</b>
<b>Total</b>		<b>602622262</b>	<b>247477835</b>	<b>41.0668</b>	<b>246074574</b>	<b>1403261</b>	<b>99.4330</b>	<b>0.5670</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve Remuneration payable to Mr. Rajeev Ahuja (DIN: 00003545), Executive Director of the Bank.				
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	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public-Institutions	E-Voting	301188030	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		234485336	77.8535	233090701	1394635	99.4052	0.5948
	<b>Total</b>		<b>301188030</b>	<b>234485336</b>	<b>77.8535</b>	<b>233090701</b>	<b>1394635</b>	<b>99.4052</b>
Public- Non Institutions	E-Voting	301434232	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		12992446	4.3102	12982463	9983	99.9232	0.0768
	<b>Total</b>		<b>301434232</b>	<b>12992446</b>	<b>4.3102</b>	<b>12982463</b>	<b>9983</b>	<b>99.9232</b>
<b>Total</b>		<b>602622262</b>	<b>247477782</b>	<b>41.0668</b>	<b>246073164</b>	<b>1404618</b>	<b>99.4324</b>	<b>0.5676</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

10/25-26, 2nd Floor, Brindaban,  
Thane (W) - 400 601  
T: +91 22 25345648 | +91 22 25432704  
E: [snaco@snaco.net](mailto:snaco@snaco.net) | W: [www.snaco.net](http://www.snaco.net)  
ICSI Unique Code: P1991MH040400

**SCRUTINIZER'S REPORT**

**January 25, 2024**

To,  
The Chairman  
**RBL Bank Limited**  
**CIN: L65191PN1943PLC007308**  
Shahupuri, Kolhapur,  
Kolhapur, 416 001

We are pleased to present the report on the Postal Ballot conducted by **RBL Bank Limited** ("the Bank") seeking consent of its Members for the Ordinary Resolutions as contained in the Notice of Postal Ballot dated **December 23, 2023**.

1. In terms of provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Rules, 2014, we were appointed as the Scrutinizer by the Bank on **December 23, 2023** to conduct the Postal Ballot as contained in the Notice dated **December 23, 2023** ("Postal Ballot Notice").
2. In terms of Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in accordance with the relevant circulars issued by Ministry of Corporate Affairs ("MCA") from time to time, in relation to *inter-alia* "Clarification on passing of Ordinary and Special resolutions by companies under the Companies Act, 2013" read with rules made thereunder, Members' approval was sought for the Ordinary Resolutions as contained in the Postal Ballot Notice through e-voting only.



*Scrutinizer's Report on Postal Ballot conducted by RBL Bank Limited  
vide Notice dated December 23, 2023*



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**3. Notice of the Postal Ballot**

- 3.1. The Bank has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited, as on **Wednesday, December 20, 2023 (“the cut-off date”)**, the Bank had completed the dispatch of Postal Ballot Notice on **December 26, 2023** through e-mail to **3,25,120** Members who had registered their email-ids with the Bank / Depositories / Depository Participants / Registrar and Share Transfer Agent.
- 3.2. The Bank had hosted the Postal Ballot Notice on its website and the website of CDSL (e-voting Agency) and also intimated the same to BSE Limited and National Stock Exchange of India Limited on, **December 26, 2023**.
- 3.3. Pursuant to Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the relevant MCA Circulars, an advertisement regarding the Postal Ballot was published on **December 27, 2023** in all editions of **Business Standard (English Newspaper)** and **Punya Nagari (Marathi Newspaper)**.
4. In terms of the aforesaid notice, Members were required to convey their assent or dissent, only through e-voting system, on e-voting platform provided by CDSL from **Wednesday, December 27, 2023 from 10:00 a.m. till Thursday, January 25, 2024 at 5:00 p.m. (IST)**.
5. Thereafter, Members’ demographic details, voting rights and voting pattern were downloaded by us from CDSL.
6. After scrutiny of votes cast, all the votes cast by Members were found to be valid.





**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

7. Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of an individual Member needs to be restricted to 26% of the total voting rights of all the members of the Bank. However, no Member is holding 26% or above shares/voting rights in the Bank.
8. We report that 02 (Two) Ordinary Resolutions as contained in the Postal Ballot Notice have been passed with requisite majority.

We have annexed with this report, the analysis of the results of the Ordinary Resolutions as contained in the Postal Ballot Notice dated 23<sup>rd</sup> December 2023.

**For S. N. ANANTHASUBRAMANIAN & CO.**

**Company Secretaries**

**ICSI Unique Code: P1991MH040400**

**Peer Review Cert. No.: 5218/2023**

*S. N. Viswanathan*



**S. N. Viswanathan**

**Partner**

**ACS: 61955 | COP No.: 24335**

**ICSI UDIN: A061955E003311179**

**January 25, 2024 | Thane**



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**Result of Postal Ballot**

Item No. 1: To approve Remuneration payable to Mr. R. Subramaniakumar (DIN: 07825083), Managing Director & CEO of the Bank.

Particulars	Number of valid		Percentage (%)
	Voters	Votes	
Assent	737	24,60,74,574	99.4330
Dissent	74	14,03,261	0.5670
<b>Total</b>	<b>811</b>	<b>24,74,77,835</b>	<b>100.0000</b>

Based on the aforesaid result, we report that the **Ordinary Resolution** as contained in the Item No. 1 of the Postal Ballot Notice has been passed with **requisite majority**.

For S. N. ANANTHASUBRAMANIAN & CO.  
Company Secretaries

*S. N. Viswanathan*



**S. N. Viswanathan**  
Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955E003311179

January 25, 2024 | Thane



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**Result of Postal Ballot**

Item No. 2: To approve Remuneration payable to Mr. Rajeev Ahuja (DIN: 00003545), Executive Director of the Bank.

Particulars	Number of valid		Percentage (%)
	Voters	Votes	
Assent	728	24,60,73,164	99.4324
Dissent	81	14,04,618	0.5676
<b>Total</b>	<b>809</b>	<b>24,74,77,782</b>	<b>100.0000</b>

Based on the aforesaid result, we report that the **Ordinary Resolution** as contained in the Item No. 2 of the Postal Ballot Notice has been passed with **requisite majority**.

**For S. N. ANANTHASUBRAMANIAN & CO.**  
**Company Secretaries**

*S. N. Viswanathan*



**S. N. Viswanathan**  
**Partner**

**ACS: 61955 | COP No.: 24335**

**ICSI UDIN: A061955E003311179**

**January 25, 2024 | Thane**