

August 5, 2017

The Secretary,
Listing Department,
BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
Scrip Code: 540065

The Manager,
Listing Department,
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/Madam,

Sub.: Proceedings /Outcome of 74th Annual General Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

We wish to inform you that the 74th Annual General Meeting (AGM) of the Bank was held on August 4, 2017 at 11:30 a. m. 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.

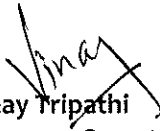
Please find enclosed the following disclosures pertaining to Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015:

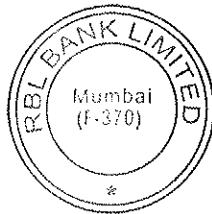
- Proceedings of the 74th AGM as Annexure A and
- Disclosures under Schedule III of the Regulations as Annexure B

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,
For RBL Bank Limited


Vinay Tripathi
Company Secretary



Encl: a/a

www.rblbank.com

RBL Bank Limited

Controlling Office: One Indiabulls Centre, Tower 2B, 6th Floor, 841, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India | Tel: +91 22 43020 600 | Fax: +91 22 43020 520

Registered Office: 1st Lane, Shahupuri, Kolhapur- 416 001, India. | Tel. : +91 231 6650214 | Fax : +91 231 2657386

CIN: U65191PN1943PLC007308 - E-mail: customercare@rblbank.com

PROCEEDINGS OF THE SEVENTY FOURTH ANNUAL GENERAL MEETING OF RBL BANK LIMITED UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Meeting Day, Date & Time	:	Friday, August 4, 2017 at 11:30 a.m.
Venue	:	Residency Club, C. T. S. No. E 2124, E Ward, Near Bawda Post Office, Opp. PWD Office, New Palace, Tarabai Park, Kolhapur 416 003
Chairman	:	Mr. Narayan Ramachandran, Chairman of the Board, Chaired the Meeting
Members attending the Meeting	:	192 Members

As the requisite quorum being present, the Chairman called the Meeting to order. Directors attending the AGM were introduced.

The representatives of Statutory Auditors and Secretarial Auditors were also present at the meeting.

With the consent of the shareholders, the Notice convening of the Meetings was taken as read. It was informed about the availability of Statutory Registers in terms of the requirements of the Companies Act, 2013 and the Rules thereunder.

With the consent of the Shareholders the Auditor's Report and the report of the Secretarial Auditor for the year ended March 31, 2017 were taken as read. It was also informed that these reports did not contain any adverse comments/qualifications.

The MD & CEO apprised the members about the business and operations of the Bank.

The MD & CEO thereafter invited the shareholders to put forth their observations and seek clarifications, if any relating to the Annual Report for the year 2016-17 and matters related thereto.

Some of the shareholders present at the meeting expressed their views/sought clarifications on various issues relating to the business and operations of the Bank. After hearing from the speaker shareholders as above, the Chairman and the Managing Director & CEO responded to their observations and provided clarifications to the satisfaction of the shareholders.

The following items of business as stated in the notice of 74th AGM were then taken up for consideration:

Item No	Resolutions
1.	To consider and adopt: a. the Audited Financial Statements of the Bank for the financial year ended March 31, 2017 together with the Reports of the Board of Directors and the Auditors thereon. b. the audited consolidated financial statements of the Bank for the financial year ended March 31, 2017 and the Report of the Auditors thereon.

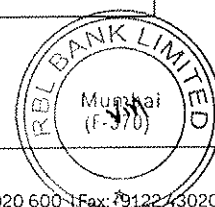
www.rblbank.com

RBL Bank Limited

Controlling Office: One Indiabulls Centre, Tower 2B, 6th Floor, 841, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India | Tel: +91 22 43020 600 | Fax: +91 22 43020 520

Registered Office: 1st Lane, Shahupuri, Kolhapur- 416 001, India. | Tel. : +91 231 6650214 | Fax : +91 231 2657386

CIN: U65191PN1943PLC007308 • E-mail: customercare@rblbank.com



2.	To declare dividend on equity shares.
3.	To appoint Director in place of Mr. Narayan Ramachandran (DIN 01873080), who retires by rotation and being eligible, offers himself for re-appointment
4.	To appoint Statutory Auditors and fix their remuneration
5.	To appoint Branch Auditors and fix their remuneration
6.	Payment of Remuneration by way of profit linked commission to the Non-executive Directors, other than Chairman
7.	Increase in Authorised Share Capital
8.	Alteration in the Memorandum of Association on account of increase in authorised share capital
9.	Issue of Debt Securities on Private Placement basis
10.	Increase in Borrowing Powers
11.	Revision in the remuneration of Mr. Vishwvir Ahuja, Managing Director & CEO
12.	Further issue of equity shares on preferential basis ("Preferential Issue")

While explaining the voting procedure, it was informed to the shareholders that in compliance with Section 108 of the Companies Act, 2013 and the Rules made thereunder the Bank had provided electronic voting (Remote e-voting) facility to members, to enable them to cast their votes electronically. The Remote e-voting facility had been kept open for 3 days, i.e., from 10.00 a.m. on Tuesday, August 1, 2017 to 5.00 p.m. on Thursday, August 3, 2017.

Further, similar voting rights were available to the members present, in person or through Proxies, to vote in proportion to the shares held by them. Shareholders who had not cast their votes through remote e-voting were requested to cast their through ballot papers made available at the Venue. It was also mentioned that shareholders who had already cast their votes using remote e-voting were not required to cast their votes again.

Shareholders were also informed that the Board had appointed Mr. Alwyn D'Souza, Practicing Company Secretary of M/s Alwyn Jay & Co., Company Secretaries as 'Scrutinizer', for, conducting the e-voting process for the AGM in a fair and transparent manner and had authorized him to scrutinize the votes cast through ballot papers as well as through Remote e-voting and to submit the Combined Results of Voting in compliance with the Companies Act, 2013.

A vote of thanks was given by Mr. S. G. Kutte to shareholders/Directors for attending the AGM and declared the meeting as concluded.

www.rblbank.com

RBL Bank Limited

Controlling Office: One Indiabulls Centre, Tower 2B, 6th Floor, 841, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India | Tel: +91 22 43020 600 | Fax: +91 22 43020 520
Registered Office: 1st Lane, Shahupuri, Kolhapur- 416 001, India. | Tel. : +91 231 6650214 | Fax : +91 231 2657386

CIN: U65191PN1943PLC007308 • E-mail: customercare@rblbank.com



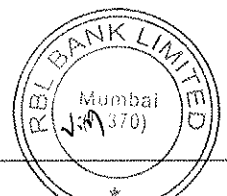
Disclosure of material events under Regulation 30 and Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 of the Regulations

Following Resolutions were approved by the shareholders of the Bank the 74th AGM, which constitute material events under Schedule III:

1. Increase in Authorised Share Capital from Rs. 400 Crore divided in to 40 crore equity shares of face value Rs. 10/- each to Rs. 700 Crore divided in to 70 crore equity shares of face value Rs. 10/- each and subsequent alteration in the Memorandum of Association on account of said increase.
2. Issue of Debt Securities on Private Placement basis
3. Further issue of equity shares on preferential basis ("Preferential Issue")

www.rblbank.com

RBL Bank Limited



Controlling Office: One Indiabulls Centre, Tower 2B, 6th Floor, 841, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India | Tel: +91 22 43020 500 | Fax: +9122 43020 520

Registered Office: 1st Lane, Shahupuri, Kolhapur- 416 001, India. | Tel. : +91 231 6650214 | Fax : +91 231 2657386

CIN: U65191PN1943PLC007308 • E-mail: customercare@rblbank.com