

Ref. No.: AUSFB/SEC/2023-24/52

Date: May 3, 2023

To,

National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai 400051, Maharashtra. NSE Symbol: AUBANK	BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001, Maharashtra. Scrip Code: 540611
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Dear Sir/Madam,

Sub: Voting Results & Scrutinizer's Report of Postal Ballot of AU Small Finance Bank Limited ("the Bank")- Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

In continuation to our letter bearing no. AUSFB/SEC/2022-23/512 dated March 31, 2023 for issue of Postal Ballot notice and pursuant to Regulation 44(3) of Listing Regulations and Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, we hereby inform that the below resolutions have been duly passed by the members of the Bank with the requisite majority:

Item No.	Agenda Items	Type of Resolution
1.	Approval for the Appointment of Ms. Kavita Venugopal (DIN: 07551521) as an Independent Director of the Bank	Special Resolution
2.	Approval and adoption of 'AU Employees Stock Option Scheme 2023' ("AU ESOS 2023")	Special Resolution

In this regard, please find enclosed:

1. Voting results in the format prescribed under Regulation 44(3) of the Listing Regulations; and
2. Scrutinizer's Report for Postal Ballot via remote e-voting, pursuant to the provisions of the Companies Act, 2013 read with Rules made thereunder.

Further, as required voting results will also be submitted in XBRL mode.

This is for your information and records.

Thanking You,

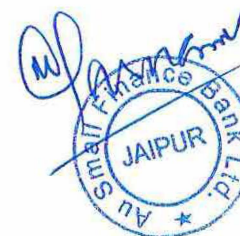
Yours faithfully,

For AU SMALL FINANCE BANK LIMITED

Manmohan Parnami
Company Secretary and Compliance Officer
Membership No.: F9999
investorrelations@aubank.in
Enclosed: As above

AU Small Finance Bank Limited

Date of the Postal Ballot:	
a) Date of Postal Ballot Notice	March 10, 2023
b) Date of Declaration of Result of Postal Ballot	May 03, 2023
Last Date of receipt of Postal Ballot Form/ e-voting	April 30, 2023
Total number of shareholders on record date (cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also reckoning voting rights i.e. cut-off date for Beneficiary Position)	1,75,311 equity shareholders (as on March 24, 2023)
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable



Registered Office
AU SMALL FINANCE BANK LIMITED
 19-A Dhuleshwar Garden, Ajmer Road,
 Jaipur- 302001, Rajasthan, India
 Phone: +91 141 4110060/61, Fax: +91 141 4110090
 CIN: L36911RJ1996PLC011381

Resolution Required: (Special)		1 - APPROVAL FOR THE APPOINTMENT OF MS. KAVITA VENUGOPAL (DIN: 07551521) AS AN INDEPENDENT DIRECTOR OF THE BANK						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	17,02,98,412	17,02,98,412	100.0000	17,02,98,412	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		17,02,98,412	100.0000	17,02,98,412	-	100.0000	0.0000
Public Institutions	E-Voting	40,38,77,742	29,57,54,801	73.2288	29,57,54,801	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		29,57,54,801	73.2288	29,57,54,801	-	100.0000	0.0000
Public Non Institutions	E-Voting	9,25,68,901	2,90,74,696	31.4087	2,90,69,058	5,638	99.9806	0.0194
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		2,90,74,696	31.4087	2,90,69,058	5,638	99.9806	0.0194
Total		66,67,45,055	49,51,27,909	74.2605	49,51,22,271	5,638	99.9989	0.0011

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Resolution Required : (Special)			2 - APPROVAL AND ADOPTION OF 'AU EMPLOYEES STOCK OPTION SCHEME 2023' ("AU ESOS 2023")					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	17,02,98,412	17,02,98,412	100.0000	17,02,98,412	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		17,02,98,412	100.0000	17,02,98,412	-	100.0000	0.0000
Public Institutions	E-Voting	40,38,77,742	29,57,54,801	73.2288	27,97,81,367	1,59,73,434	94.5991	5.4009
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		29,57,54,801	73.2288	27,97,81,367	1,59,73,434	94.5991	5.4009
Public Non Institutions	E-Voting	9,25,68,901	2,90,71,638	31.4054	2,90,64,161	7,477	99.9743	0.0257
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot		-	0.0000	-	-	0.0000	0.0000
	Total		2,90,71,638	31.4054	2,90,64,161	7,477	99.9743	0.0257
Total		66,67,45,055	49,51,24,851	74.2600	47,91,43,940	1,59,80,911	96.7723	3.2277



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Scrutinizer's Report

To,
The Chairman
AU Small Finance Bank Limited
19-A Dhuleshwar Garden
Jaipur -302001 (Rajasthan)

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot by way of Electronic Voting ("e-voting").

The Board of Directors of AU Small Finance Bank Limited (hereinafter referred to as "the Bank") at its Meeting held on Friday, March 10, 2023 has appointed me as the scrutinizer for scrutinizing the Postal Ballot by way of e-voting pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 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.

The management of the Bank is responsible to ensure the compliance with the requirements of the relevant provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force) and the guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated 8th April, 2020, No. 17/2020 dated 13th April, 2020, No. 22/2020 dated 15th June, 2020, No. 33/2020 dated 28th September, 2020, No. 39/2020 dated 31st December, 2020, No. 10/2021 dated 23rd June, 2021, No. 20/2021 dated 8th December, 2021, No. 03/2022 dated May 05, 2022 and No. 11/2022 dated December 28, 2022 respectively in view of COVID-19 pandemic ('MCA Circulars'), relating to postal ballot including voting by electronic means for the resolutions contained in the Notice of Postal Ballot dated March 10, 2023.

My responsibility as a Scrutinizer is restricted to making a Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolutions stated in the notice of Postal Ballot, based on the reports generated/data downloaded from the e-voting system provided by National Securities Depository Limited, the Agency Authorized under the Rules and engaged by the Bank to provide e-voting facility.

Report on Scrutiny:

- The Bank had appointed National Securities Depository Limited (hereinafter referred to as "NSDL / Service Provider") as the Service Provider, for the purpose of extending the facility of remote e-voting to the Shareholders of the Bank. Link Intime India Private Limited is the Registrar and Share Transfer Agent (hereinafter referred to as "RTA") of the Bank.



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- The Service Provider had provided a system for recording the votes of the Shareholders electronically on the items of business stated in the Postal Ballot Notice dated March 10, 2023.
- The Service Provider had set up an electronic voting facility on their website, <https://www.evoting.nsdl.com>. The Bank had uploaded the items of business to be transacted through Postal Ballot on the website of the Service Provider to facilitate their Shareholders to cast their vote through Remote E-voting.
- The internal cut-off date for the dispatch of the Notice of Postal Ballot was Friday, March 24, 2023 and as on that date, there were 1,75,311 (One Lakh Seventy Five Thousand Three Hundred and Eleven) Shareholders of the Bank.
- The Bank informed that in compliance with the MCA Circulars and on the basis of the Register of Members and the list of Beneficial Owners made available by the RTA of the Bank and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Service Provider completed dispatch of Notice of Postal Ballot along-with e-voting details on March 31, 2023 by E-mail to 1,69,412 (One Lakh Sixty Nine Thousand Four Hundred and Twelve) shareholders who had already registered their email IDs with the Bank / Depositories.
- The notices sent contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in Rule 20.
- As stated in Rule 22 of The Companies (Management and Administration) Rules, 2014 (as amended), an advertisement was published by the Bank on April 01, 2023, in "Financial Express", English newspaper in English language and in "Nafa Nuksan" Vernacular language newspaper in vernacular language, informing about the completion of the dispatch of the Postal Ballot Notice, by means of E-mail to the shareholders along with other related matters mentioned therein.
- The Cut-off date for the purpose of identifying Shareholders who will be entitled to vote on the resolution contained in the Postal Ballot Notice was Friday, March 24, 2023.
- The remote e-voting period commenced from Saturday, April 01, 2023 at 09:00 A.M. and concluded on Sunday, April 30, 2023 at 05:00 P.M.
- At the end of the voting period on Sunday, April 30, 2023 at 05:00 P.M., the voting portal of the Service Provider was blocked forthwith.
- After completion of e-voting, the votes cast by the Shareholders were unblocked and downloaded from the e-voting website of NSDL / Service Provider (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the Bank as prescribed in Sub Rule 4(xii) of the said Rule 20. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
- Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against on the resolution proposed in the Notice of Postal Ballot are as under:



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**Item No. 1: Special Resolution:****Approval for the Appointment of Ms. Kavita Venugopal (DIN: 07551521) as an Independent Director of the Bank.**

Total No. of Shareholders/folios	1,75,311		
Total No. of Shares	66,67,45,055		
e-voting Period	From 09:00 A.M. on Saturday, April 01, 2023 till 05:00 P.M. on Sunday, April 30, 2023		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	1,123	495,127,909
Total Votes cast through Postal Ballot forms received	B	N.A.	N.A.
Grand Total of remote e-voting/Postal Ballot Forms (A+B)	C	1,123	495,127,909
Less: Invalid remote e-voting/ Postal Ballot Forms*(On account of signature mismatch, for/against option not indicated/ abstained/ less voted)	D	--	--
Net remote e-voting/Postal Ballot Forms (C-D)	E	1,123	495,127,909

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)] *100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter group	170,298,412	170,298,412	100.0000%	170,298,412	0	100.0000%	0.0000%
Public- Institutional Holders	40,38,77,742	295,754,801	73.2288%	295,754,801	0	100.0000%	0.0000%
Public- others	9,25,68,901	29,074,696	31.4087%	29,069,058	5,638	99.9806%	0.0194%
Total	66,67,45,055	495,127,909	74.2605%	495,122,271	5,638	99.9989%	0.0011%

Percentage of votes cast in favour: 99.9989% | Percentage of votes cast against: 0.0011%

RESULT:-

Since, the number of votes cast in favour of the resolution is **99.9989%**, based on the aforesaid result, I report that the **Special Resolution** as set out at **item no. 1** in the notice of postal ballot dated March 10, 2023 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the last date specified for receipt of remote e-voting i.e. April 30, 2023.

**Manoj
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**V. M. & ASSOCIATES****COMPANY SECRETARIES**

403, ROYAL WORLD
SANSAR CHANDRA ROAD
JAIPUR-302 001 (RAJASTHAN)

Phone: 0141 - 4075010
E-mail: cs.vmanda@gmail.com

Item No. 2: Special Resolution:**Approval and adoption of 'Au Employees Stock Option Scheme 2023' ("AU ESOS 2023")**

Total No. of Shareholders/folios	1,75,311		
Total No. of Shares	66,67,45,055		
e-voting Period	From 09:00 A.M. on Saturday, April 01, 2023 till 05:00 P.M. on Sunday, April 30, 2023		
		Number of Votes/Folio	Number of shares
Total votes cast through remote e-voting	A	1,123	495,124,851
Total Votes cast through Postal Ballot forms received	B	N.A.	N.A.
Grand Total of remote e-voting/Postal Ballot Forms (A+B)	C	1,123	495,124,851
Less: Invalid remote e-voting/ Postal Ballot Forms*(On account of signature mismatch, for/against option not indicated/ abstained/ less voted)	D	--	--
Net remote e-voting/Postal Ballot Forms (C-D)	E	1,123	495,124,851

SUMMARY OF VOTING

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter group	170,298,412	170,298,412	100.0000%	170,298,412	0	100.0000%	0.0000%
Public- Institutional Holders	40,38,77,742	295,754,801	73.2288%	279,781,367	15,973,434	94.5991%	5.4009%
Public- others	9,25,68,901	29,071,638	31.4054%	29,064,161	7,477	99.9743%	0.0257%
Total	66,67,45,055	495,124,851	74.2600%	479,143,940	15,980,911	96.7723%	3.2277%

Percentage of votes cast in favour: 96.7723%| Percentage of votes cast against: 3.2277%

RESULT:-

Since, the number of votes cast in favour of the resolution is **96.7723%**, based on the aforesaid result, I report that the **Special Resolution** as set out at **item no. 2** in the notice of postal ballot dated March 10, 2023 has been passed by the shareholders with requisite majority. The resolution is deemed to be passed as on the last date specified for receipt of remote e-voting i.e. April 30, 2023.



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V. M. & ASSOCIATES

COMPANY SECRETARIES

403, ROYAL WORLD
SANSAR CHANDRA ROAD
JAIPUR-302 001 (RAJASTHAN)

Phone: 0141 - 4075010
E-mail: cs.vmanda@gmail.com

A soft copy, containing a list of Equity Shareholders who voted "FOR" or "AGAINST" and those whose votes were declared invalid/ abstained/ voted for lesser shares, for resolution is being handed over to the Company Secretary.

The electronic data and all other relevant records relating to the e-voting are in my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes/ Report on Postal Ballot.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Yours Faithfully

Manoj

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CS Manoj Maheshwari

Scrutinizer

M. No.: FCS 3355 | C.P. No. 1971

Partner

V. M. & Associates

Company Secretaries

(ICSI Unique Code P1984RJ039200)

Place: Jaipur

Date: May 03, 2023

UDIN: F003355E000246213

Countersigned By:

For AU Small Finance Bank Limited



Manmohan Parnami

Company Secretary & Compliance Officer

M. No.: FCS 9999

(As authorized by Chairman of the Bank)