

September 7, 2016

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 73rd Annual General Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

We wish to inform you that the 73rd Annual General Meeting (AGM) of the Bank was held on September 6, 2016, 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 73rd 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

(Formerly: The Ratnakar Bank Limited)

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

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

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PROCEEDINGS OF THE 73RD ANNUAL GENERAL MEETING OF RBL BANK LIMITED UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Meeting Day, Date & Time	:	Tuesday, September 6, 2016 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	:	159Members

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, 2016 were taken as read. It was also informed that these reports did not contain any adverse comments/qualifications.

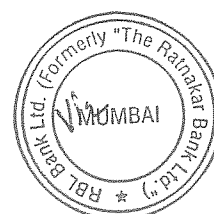
The MD & CEO apprised the members about the business and operations of the Bank.

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 2015-16 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 Chairperson and the Managing Director responded to their observations and provided clarifications to the satisfaction of the shareholders.

The following items of business as stated in the notice of 73rd AGM were then taken up for consideration:

Item No	Resolutions
1	Adoption of the Audited Financial Statements of the Bank for the financial year ended March 31, 2016 together with the Reports of the Board of Directors and the Auditors thereon.
2	Confirmation of the interim dividend paid during the year.
3	Appointment of Director in place of Mr. Narayan Ramachandran (DIN 01873080), who retires



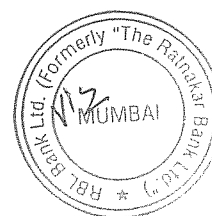
	by rotation and being eligible, offers himself for re-appointment.
4	Appointment of Auditors and fixing their remuneration
5	Appointment of Branch Auditors and fixing their remuneration
6	Appointment of Mr. Rajeev Ahuja as Whole-time Director
7	Appointment of Mr. Prakash Chandra as an Independent Director
8	Appointment of Mr. Ishan Raina as an Independent Director
9	Revision in the remuneration of Mr. Vishwvir Ahuja, Managing Director & Chief Executive Officer of the Bank
10	Issue of Long Term Bonds/ Non-convertible debentures on private placement basis
11	Increase in Borrowing Powers

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 Saturday, September 3, 2016 to 5.00 p.m. on Monday, September 5, 2016.

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 73rd AGM of the Bank and declared the meeting as concluded.



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 73rd AGM, which constitute material events under Schedule III:

1. M/s B.S.R. & Co., LLP, Chartered Accountants (Firm Registration No.101248W/W-100022) was appointed as Statutory Auditors of the Bank for a period of one (1) year.
2. Mr. Rajeev Ahuja was appointed as a Whole Time Director, subject to approval of RBI, liable to retire by rotation for a period of three (3) years with effect from the date of RBI approval.
3. Mr. Prakash Chandra was appointed as an Independent Director of the Bank for a period of five (5) years.
4. Mr. Ishan Raina was appointed as an Independent Director of the Bank for a period of five (5) years.
5. Approval of shareholders was obtained for Issue of Long Term Bonds/ Non-convertible debentures on private placement basis of an amount in aggregate not exceeding Rs.1,500 Crore (Rupees One Thousand Five Hundred Crore).

