NSE

AXIS BANK

AXIS/AHD/PJO/194/2012-13

June 25, 2012

The Vice President (Listing)
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, "G" Block
Bandra-Kurla Complex
Bandra (E), Mumbai – 400 051 Attn :ShriHari K.

The General Manager (Listing)
The BSE Limited
1st Floor, New Trading Ring, Rotunda Building
P. J. Towers, Dalal Street
Fort, Mumbai – 400 001 Attn :ShriGopalakrishnanIyer

Sub: Outcome of Court Convened Meeting for the Scheme of Arrangement between Axis Bank Limited, Enam Securities Private Limited, Axis Securities and Sales Limited and their Respective Shareholders and Creditors

Dear Sirs,

This refers to our letter dated June 5, 2012, whereby we informed that by an order dated May 9, 2012, passed by the High Court of Gujarat at Ahmedabad ("**High Court**"), Axis Bank Limited ("**Axis Bank**") was directed to hold meetings of its equity shareholders and unsecured creditors (which term includes fixed deposit holders) for the purpose of considering, and if thought fit, approving, with or without modification, the scheme of arrangement proposed between Axis Bank, Enam Securities Private Limited, Axis Securities and Sales Limited, and their respective shareholders and creditors (the "**Scheme**").

In pursuance of the said order, the aforesaid meetings were held on June 23, 2012, at J. B. Auditorium, Ahmedabad Management Association, AMA Complex, ATIRA, Dr.Vikram Sarabhai Marg, Ahmedabad – 380006, Gujarat.

This is to inform you that at the said court convened meetings, the equity shareholders and unsecured creditors of Axis Bank Limited have approved the Scheme with the requisite majorities under Sections 391 to 394 of the Companies Act, 1956. In compliance with Clause 35A of the Listing Agreement, we enclose herewith the details of the poll in the prescribed format.

The Chairman appointed by the Hon'ble High Court of Gujarat at Ahmedabad for the said meetings will file his report of the said meetings with the Gujarat High Court in due course in accordance with the applicable regulations.

Thanking you,

For AXIS BANK LIMITED

P. J. Ozra
Company Secretary &
Senior Vice President (Law)

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DETAILS AS PER CLAUSE 35A OF THE LISTING AGREEMENT

Date of the Court Convened Meeting to approve the scheme of arrangement	**June 23, 2012**
Total number of shareholders as of the Record Date	There is no record date. The beneficiary position of the shareholders as of May 11, 2012 was taken for the purposes of despatch of the notice and explanatory statement for the Court Convened Meeting. There were 2,06,234 shareholders as of May 11, 2012.
No. of Shareholders present in person at the meeting: **Promoter/ Promoter Group: (6 – Representatives and 1 proxy)** **Public Shareholders:**	 **7** **602**
No. of Proxies/ authorized representations received from shareholders	**637** **(628 proxy + 9 authorised representatives)**
No. of Shareholders who attended the meeting by Video Conference **Promoter/ Promoter Group:** **Public Shareholders:**	 **NA** **NA**
Details of the Agenda:	To consider and approve, with or without modifications, the scheme of arrangement proposed between Axis Bank Limited, Enam Securities Private Limited, Axis Securities and Sales Limited, and their respective shareholders and creditors.
Resolution Required:	Three-fourth in value and majority in number of those present and voting in accordance with Section 391 of the Companies Act, 1956
Mode of Voting:	Poll

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Results of Poll

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	15,45,25,970	9,87,30,692*	100.00%*	9,87,30,692**	Nil	100.00%**	Nil
Public – Institutional Shareholders	19,27,49,632	7,70,97,970	40.00%	7,32,69,975	2,76,432	95.03%	0.36%
Public – Others	6,70,15,344	8,51,675	1.27%	8,48,552	12	99.63%	0.00%
Total	**41,42,90,946**	**17,66,80,337#**	**42.64*** **	**17,28,49,219**	**2,76,444**	**97.83%**	**0.16%**

*Voting Rights have been restricted upto 10% of the total paid up capital in accordance with the provisions of the Banking Regulation Act, 1949. – No. of votes polled by promoter group were 15,45,25,970 (100%).

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*** This figure is after restricting voting rights upto 10% of the total paid up capital in accordance with the provisions of the Banking Regulation Act, 1949. (Actual % of Votes Polled on Outstanding Shares were 56.11%)

Includes 35,54,674 invalid votes.

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