

SDF-24/ /2018-19

13th August 2018

Listing Department The National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (E), <u>Mumbai – 400 051.</u>	Department of Corporate Services – Listing BSE Limited Phiroze Jeejeebhoy Towers, Floor 25, Dalal Street, <u>MUMBAI – 400 001</u>
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Re.: Scrip Symbol: FEDERALBNK/Scrip Code: 500469

Dear Sir,

Sub. : Consolidated Scrutinizers report of Eighty Seventh Annual General Meeting of The Federal Bank Limited held on August 10, 2018.

The Eighty Seventh Annual General Meeting of The Federal Bank Limited was held on August 10, 2018 at 10AM at Mahatma Gandhi Municipal Town Hall, Aluva, Ernakulam, Kerala-683101.

Pursuant to Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules), all the members of the Bank holding shares as on the cut off date ie (August 03,2018) were given the opportunity to exercise their right to vote on the resolutions set out in the Notice of AGM through remote electronic voting (remote e-Voting) during the period commencing from August 07,2018 to August 09,2018.

The Bank had provided voting facility at the AGM venue by distribution of ballot paper to those members who attended AGM but could not exercise their vote through remote e-voting and were holding shares as on the cut off date ie (August 03,2018). The e-voting facility was provided through National Securities Depositories Limited (NSDL).

Submitting herewith the following detail:

1. Consolidated Scrutinizers report dated August 12, 2018 issued by Scrutinizer Mr. Sivakumar P, partner M/s. SVJS & Associates, Cochin, Company Secretary in Practice, pursuant to section 108 of the Companies Act, 2013 and Rules 20(4)(xii) of the Companies (Management and Administration) Rules, 2014.

Kindly take the same on record. The above details are also hosted on the Bank's website www.federalbank.co.in

Thanking you,
Yours faithfully,


Girish Kumar G
Company Secretary



Corp. Office : 39 /3525, Kausthubham
Manikkath Road, Ravipuram, Kochi
Ernakulam, Kerala, India - 682 016

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**COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING AND POLL FOR
THE FEDERAL BANK LTD**

To

Mr. Shyam Srinivasan
Managing Director
The Federal Bank Ltd.
Federal Towers, P B No. 103
Alwaye, Ernakulam,
Kerala - 683 101

87th Annual General Meeting of the Equity Shareholders of **THE FEDERAL BANK LTD** held on Friday, 10th day of August, 2018 at 10.00 A.M. at Mahatma Gandhi Municipal Town Hall, Aluva.

Sub: Passing of Resolutions through Remote E-Voting and Poll conducted at the 87th Annual General Meeting of the Equity Shareholders of THE FEDERAL BANK LTD.

I, CS Sivakumar P., Company Secretary in Practice, holding Membership Number: FCS - 3050 and Certificate of Practice Number - 2210, Managing Partner, SVJS & Associates, Company Secretaries, 39/3525, Kasthubham, Manikkath Road, Ravipuram, Kochi, Kerala - 682 016, have been appointed as Scrutinizer for the Remote Electronic Voting and for the purpose of the Poll taken on the below mentioned resolutions at the 87th Annual General Meeting of the Equity Shareholders of **THE FEDERAL BANK LTD (CIN: L65191KL1931PLC000368)** held on Friday, 10th day of August, 2018 at 10.00 A.M. at Mahatma Gandhi Municipal Town Hall, Aluva.



The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider, for extending the facility for the remote electronic voting to the shareholders of the Company from Tuesday, the 07th day of August 2018 (09.00 A.M.) to Thursday, the 09th day of August 2018 (5.00 P.M.). Integrated Registry Management Services Private Limited is the Registrar and Share Transfer Agent of the Company. The remote e-voting results were unblocked by me on 11th August 2018 in the presence of two witnesses. For further details kindly refer my Scrutinizer report on remote e-voting dated 12th August 2018 attached herewith.

At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the remote e-voting to cast their votes through poll process. For details kindly refer to my Scrutinizer report in MGT 13 dated 11th August 2018 attached herewith.

The result of the Remote E-voting together with that of the Poll is as under:

Resl. No.	Subject Matter of Resolution	Particulars of Business	Votes in favor of the resolution		Votes against the resolution	
			No.	%	No.	%
ORDINARY BUSINESS :						
1	a) Adoption of Audited Financial Statements for the financial year ended 31 st March 2018 together with the Reports of Board of Directors' and Auditor's thereon.	E-voting	903926978	99.99	2216	0.01
		Poll	8,839,018	100	0	0
		Total	912,765,996	99.99	2216	0.01
2	Declaration of Dividend.	E-voting	904074358	99.99	960	0.01
		Poll	8,817,468	99.85	13,450	0.15
		Total	912,891,826	99.99	14,410	0.01
3	Re-appointment of Director Mr. Ganesh	E-voting	903978530	99.99	87306	0.01



4	Sankaran (DIN: 07580955) who retires by rotation. Appointment of M/s B S R & Co. LLP, Chartered Accountants, Mumbai together with M/s M M Nissim & Co, Chartered Accountants, Mumbai as Joint Central Statutory Auditors of the Bank and fixation of remuneration thereof.	Poll	8,839,018	100	0	0
		Total	912,817,548	99.99	87306	0.01
		E-voting	874536480	96.73	29530875	3.27
		Poll	8,833,118	100	0	0
		Total	883,369,598	96.76	29530875	3.24
SPECIAL BUSINESS (ORDINARY RESOLUTION):						
5	Appointment and fixation of remuneration of the branch auditors in consultation with the Central Statutory Auditors.	E-voting	903072902	99.89	997142	0.11
		Poll	8,833,518	100	0	0
		Total	911,906,420	99.89	997142	0.11
6	Appointment of Mr. A P Hota (DIN: 02593219) as the Independent Director of the Bank, for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021.	E-voting	868746462	99.99	25454	0.01
		Poll	8,830,998	100	0	0
		Total	877,577,460	99.99	25454	0.01
7	Appointment of Mr. Deepak Maheshwari (DIN: 08163253) as the Independent Director of the Bank for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021.	E-voting	868698161	99.99	66348	0.01
		Poll	8,833,518	100	0	0
		Total	877,531,679	99.99	66348	0.01
8	Appointment and payment of remuneration of Rs. 1, 50,000/- per month (Rs. 18,00,000/- per annum) to Mr. Nilesh Vikramsey (DIN: 06031213), Chairman of the Bank.	E-voting	867009354	99.99	37479	0.01
		Poll	8,833,022	99.93	5,996	0.07
		Total	875,842,376	99.99	43,475	0.01

9	Payment of variable to Mr. Shyam Srinivasan, (DIN 02274773)	E-voting	866978103	99.79	1795517	0.21
		Poll	8,833,418	99.94	5,600	0.06
		Total	875,811,521	99.79	1,801,117	0.21
10	Reappointment of Mr. Ashutosh Khajuria (DIN: 05154975) as Executive Director of the Bank for a period of 2 years, with effect from 28 th January 2018 and payment of remuneration.	E-voting	866985216	99.80	1758401	0.20
		Poll	8,830,898	99.94	5,600	0.06
		Total	875,816,114	99.80	1,764,001	0.20
11	Payment of variable to Mr. Ashutosh Khajuria (DIN: 05154975)	E-voting	866983786	99.79	1788726	0.21
		Poll	8,833,418	99.94	5,600	0.06
		Total	875,817,204	99.79	1,794,326	0.21
12	Reappointment of Mr. Ganesh Sankaran (DIN: 07580955) as the Executive Director of the Bank for a period of 2 years, with effect from 04 th July 2018.	E-voting	903982217	99.99	73302	0.01
		Poll	8,838,418	99.99	600	0.01
		Total	912,820,635	99.99	73902	0.01
13	Payment of variable to Mr. Ganesh Sankaran (DIN: 07580955).	E-voting	866941373	99.79	1830863	0.21
		Poll	8,835,418	99.96	3,600	0.04
		Total	875,776,791	99.79	1,834,463	0.21
SPECIAL BUSINESS (Special Resolution)						
14	Borrowing/ raising funds in Indian currency by way of issue of debt instruments up to Rs. 8,000 Crore (Rupees	E-voting	902330480	99.99	12310	0.01
		Poll	8,818,398	99.94	5,500	0.06



	Eight Thousand Crore only) on a private placement basis.	Total	911,148,878	99.99	17,810	0.01
15	Increase of borrowing limit of the Bank from Rs. 7,000 Crore to Rs. 12,000 Crore over and above the Paid up Capital and Free Reserves including Securities Premium of the Bank, pursuant to Section 180 (1)(c) of the Companies Act, 2013.	E-voting	902321423	99.81	1752686	0.19
		Poll	8,817,902	99.93	5,996	0.07
		Total	911,139,325	99.81	1,758,682	0.19

All the Resolutions stand passed under Remote E-Voting and Poll as Ordinary and Special Resolutions with requisite majority as specified under the Companies Act, 2013.

Thanking You

Yours faithfully

For SVJS & Associates
Company Secretaries



P. SIVAKUMAR
Managing Partner
CP No: 2210

Kochi

12.08.2018

For THE FEDERAL BANK LTD.



Managing Director & CEO



Corp. Office : 39 /3525, Kausthubham

Manikkath Road, Ravipuram, Kochi

Ernakulam, Kerala, India - 682 016

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12.08.2018

To

Mr. Shyam Srinivasan
Managing Director
The Federal Bank Ltd.
Federal Towers, P B No. 103
Alwaye, Ernakulam
Kerala - 683 101

Sir,

Sub: Report of the Scrutinizer on Remote Electronic Voting

I, CS. Sivakumar P., Company Secretary in Practice, holding Membership Number: FCS - 3050 and Certificate of Practice Number - 2210, Managing Partner, SVJS & Associates, Company Secretaries, 39/3525, Kausthubham, Manikkath Road, Ravipuram, Kochi, Kerala - 682 016, have been appointed by the Board of Directors of **THE FEDERAL BANK LTD (CIN: L65191KL1931PLC000368)** Federal Towers, P B No. 103, Alwaye, Ernakulam, Kerala - 683 101 as the Scrutinizer for the Remote Electronic Voting of the resolutions included in the notice calling the 87th Annual General Meeting of the Company held on 10th August 2018.

The Company has appointed National Securities Depository Limited (NSDL) as the Service Provider, for extending the facility for the remote electronic voting to the shareholders of the Company. Integrated Registry Management Services Private Limited is the Registrar and Share Transfer Agent of the Company.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above remote electronic voting remained open to the members from Tuesday the 07th day of August 2018 (09.00 A.M.) to Thursday the 09th day of August 2018 (5.00 P.M.). Further the remote e-voting period was completed on the date preceding the date of Annual General Meeting.

On completion of the remote e-voting period, in compliance of the provisions of Rule 20 (4) (viii) and (xii) of the Companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on 11th August 2018, in the presence of two witnesses, who were not the employees of the Company. The names and signatures of the witnesses appear elsewhere in this report.



The following is the summary of remote e-voting result:

			ASSENT / IN FAVOUR OF				DISSENT / AGAINST	
Res olut ion No.	Subject Matter of Resolution	Total No. of shares through E- voting	No. of Votes through E- voting	% of votes in favour on votes throug h E- voting	% of Paid Up Capital	No. of Votes through E- voting	% of votes against on votes throug h E- voting	
ORDINARY BUSINESS								
1	a) Adoption of Audited Financial Statements for the financial year ended 31 st March 2018 together with the Reports of Board of Directors' and Auditor's thereon. b) Adoption of Consolidated Financial Statements for the year ended 31 st March 2018 together with Report of Auditors.	903929194	903926978	99.99	45.65	2216	0.01	
2	Declaration of dividend.	904075328	904074352	99.99	45.65	960	0.01	
3	Re-appointment of Director Mr. Ganesh Sankaran (DIN: 07580955) who retires by rotation.	904065836	903978530	99.99	45.65	87306	0.01	
4	Appointment of M/s B S R & Co. LLP, Chartered Accountants, Mumbai together with M/s M M Nissim & Co, Chartered Accountants, Mumbai as Joint Central Statutory Auditors of the Bank and fixation of remuneration thereof.	904067355	874536480	96.73	44.17	29530875	3.27	
SPECIAL BUSINESS (Ordinary Resolution)								
5	Appointment and fixation of remuneration of the branch	904070044	903072902	99.89	45.61	997142	0.11	

	auditors in consultation with the Central Statutory Auditors.						
6	Appointment of Mr. A P Hota (DIN: 02593219) as the Independent Director of the Bank, for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021.	868771916	868746462	99.99	43.87	25454	0.01
7	Appointment of Mr. Deepak Maheshwari (DIN: 08163253) as the Independent Director of the Bank for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021.	868764509	868698161	99.99	43.87	66348	0.01
8	Appointment and payment of remuneration of Rs. 1, 50,000/- per month (Rs. 18,00,000/- per annum) to Mr. Nilesh Vikamsey (DIN-00031213), Chairman of the Bank.	867046833	867009354	99.99	43.79	37479	0.01
9	Payment of variable to Mr. Shyam Srinivasan, (DIN 02274773)	868773620	866978103	99.79	43.78	1795517	0.21
10	Reappointment of Mr. Ashutosh Khajuria (DIN: 05154975) as Executive Director of the Bank for a period of 2 years, with effect from 28 th January 2018 and payment of remuneration.	868743617	866985216	99.80	43.78	1758401	0.20
11	Payment of variable to Mr. Ashutosh Khajuria (DIN: 05154975)	868772512	866983786	99.79	43.78	1788726	0.21
12	Reappointment of Mr. Ganesh Sankaran (DIN: 07580955) as the Executive Director of the Bank for a period of 2 years, with effect from 04 th July 2018.	904055519	903982217	99.99	45.65	73302	0.01
13	Payment of variable to Mr. Ganesh Sankaran (DIN: 07580955).	868772236	866941373	99.79	43.78	1830863	0.21



SPECIAL BUSINESS (Special Resolution)

14	Borrowing/ raising funds in Indian currency by way of issue of debt instruments up to Rs. 8,000 Crore (Rupees Eight Thousand Crore only) on a private placement basis.	902342790	902330430	99.99	45.57	12310	0.01
15	Increase of borrowing limit of the Bank from Rs. 7,000 Crore to Rs. 12,000 Crore over and above the Paid up Capital and Free Reserves including Securities Premium of the Bank, pursuant to Section 180 (1)(c) of the Companies Act, 2013.	904074109	902321423	99.81	45.57	1752686	0.19

All resolutions stand passed under Remote E-voting as Ordinary and special resolutions with requisite majority as specified under the Companies Act, 2013.

Thank you

Yours faithfully

For SHS & Associates
Company Secretaries


B. BIVAKUMAR
Managing Partner
GP No: 2210

Witnesses to the unblocking of votes:

1. Sayyid Bahauddheen. s.r
Sharkinte veedu
Nees udma grama panchayat office
Udma (p.o) - 671319
Kazhancherry. Kerala.
2. Rohith K.B
7B Mahalakshmi Appb
Tripunithurug
Ernakulam-682301





Corp. Office : 39 /3525, Kausthubham
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FORM No. MGT-13
Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]

To

Mr. Shyam Srinivasan
Managing Director
The Federal Bank Ltd.
Federal Towers, P B No. 103
Alwaye, Ernakulam
Kerala- 683101

87th Annual General Meeting of the Equity Shareholders of **THE FEDERAL BANK LTD** held
on Friday, the 10th day of August, 2018 at 10.00 A.M. at Mahatma Gandhi Municipal Town
Hall, Aluva.

Dear Sir,

I, CS. Sivakumar P, Company Secretary in Practice, holding Membership Number: FCS -
3050 and Certificate of Practice Number - 2210, Managing Partner, SVJS & Associates,
Company Secretaries, 39/3525, Kasthubham, Manikkath Road, Ravipuram, Kochi, Kerala -
682 016 appointed as Scrutinizer for the purpose of the poll taken on the below mentioned
resolutions, at the 87th Annual General Meeting of the Equity Shareholders of **THE
FEDERAL BANK LTD** (CIN: L65191KL1931PLC000368), held on Friday, 10th day of August,
2018 at 10.00 A.M. at Mahatma Gandhi Municipal Town Hall, Aluva submit my report as
under:

1. After the time fixed for closing of the poll by the Chairman, 2 (Two) ballot boxes kept for
polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were
diligently scrutinized. The poll papers were reconciled with the records maintained by the
Company / Registrar and Transfer Agents of the Company and the authorizations /
proxies lodged with the Company.
3. The poll papers, which were incomplete and/or otherwise found defective have been
treated as invalid and kept separately.



4. The result of the Poll is as under:

(a) Resolution 1:

a) **Adoption of Audited Financial Statements for the financial year ended 31st March 2018 together with the Reports of Board of Directors' and Auditor's thereon.**

b) **Adoption of Consolidated Financial Statements for the year ended 31st March 2018 together with Report of Auditors.**

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
54	8,839,018	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

~~(iii)~~ **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
3	6,572

(b) Resolution 2:

Declaration of dividend.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	8,817,468	99.85

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	13,450	0.15



(iii) **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
5	14,672

(c) **Resolution 3:**

Re-appointment of Director Mr. Ganesh Sankaran (DIN: 07580955) who retires by rotation.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
54	8,839,018	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
3	6,572

(d) **Resolution 4:**

Appointment of M/s B S R & Co. LLP, Chartered Accountants, Mumbai together with M/s M M Nissim & Co, Chartered Accountants, Mumbai as Joint Central Statutory Auditors of the Bank and fixation of remuneration thereof.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	8,833,118	100



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
5	12,472

(e) **Resolution 5:**

Appointment and fixation of remuneration of the branch auditors in consultation with the Central Statutory Auditors.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	8,833,518	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	12,072

(f) **Resolution 6:**

Appointment of Mr. A P Hota (DIN: 02593219) as the Independent Director of the Bank, for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021.



(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	8,830,998	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** Votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
5	14,592

(g) Resolution 7:

Appointment of Mr. Deepak Maheshwari (DIN: 08163253) as the Independent Director of the Bank for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021.

i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	8,833,518	100

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** Votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	12,072



(h) Resolution 8:

Appointment and payment of remuneration of Rs. 1, 50,000/- per month (Rs. 18,00,000/- per annum) to Mr. Nilesh Vikamsey (DIN- 00031213), Chairman of the Bank.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	8,833,022	99.93

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	5,996	0.07

(iii) **Invalid** Votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
3	5,572

(i) Resolution 9:

Payment of variable to Mr. Shyam Srinivasan, (DIN 02274773)

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	8,833,418	99.94

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	5,600	0.06



(iii) **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
3	6,572

(j) **Resolution 10:**

Reappointment of Mr. Ashutosh Khajuria (DIN: 05154975) as Executive Director of the Bank for a period of 2 years, with effect from 28th January 2018 and payment of remuneration.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
50	8,830,898	99.94

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	5,600	0.06

(iii) **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	9,092

(k) **Resolution 11:**

Payment of variable to Mr. Ashutosh Khajuria (DIN: 05154975)

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	8,833,418	99.94



(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	5,600	0.06

(iii) **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
3	6,572

(l) **Resolution 12:**

Reappointment of Mr. Ganesh Sankaran (DIN: 07580955) as the Executive Director of the Bank for a period of 2 years, with effect from 04th July 2018.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	8,838,418	99.99

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	600	0.01

(iii) **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
3	6,572

(m) **Resolution 13:**

Payment of variable to Mr. Ganesh Sankaran (DIN: 07580955)

(i) Voted **in favor** of the resolution:



Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	8,835,418	99.96

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	3,600	0.04

(iii) **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
3	6,572

(n) **Resolution 14:**

Borrowing/ raising funds in Indian currency by way of issue of debt instruments up to Rs. 8,000 Crore (Rupees Eight Thousand Crore only) on a private placement basis.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	8,818,398	99.94

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	5,500	0.06

(iii) **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	21,692



(o) **Resolution 15:**

Increase of borrowing limit of the Bank from Rs. 7,000 Crore to Rs. 12,000 Crore over and above the Paid up Capital and Free Reserves including Securities Premium of the Bank, pursuant to Section 180 (1)(c) of the Companies Act, 2013.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	8,817,902	99.93

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	5,996	0.07

(iii) **Invalid** Votes

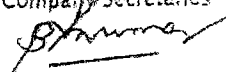
Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	21,692

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
7. All resolutions stand passed under the poll as Ordinary / Special resolutions with requisite majority as specified under the Companies Act, 2013.

Thanking You,

Yours faithfully

For SVJS & Associates
Company Secretaries



P. SIVAKUMAR
Managing Partner
CP No: 2210

Kochi
11.08.2018