

Ref. No.CO:CS:RC:2022-23:223

December 20, 2022

BSE Limited
Listing Department,
Phiroze Jeejeebhoy Towers,
1st floor Dalal Street.
Mumbai 400 001.

National Stock Exchange of India Limited
Listing Department,
Exchange Plaza, 5th floor, Plot No. C/1,
G Block Bandra – Kurla Complex,
Bandra (East), Mumbai 400 051.

Scrip Code: 532772

NSE Symbol: DCBBANK

Dear Sirs / Madam,

Subject: Result of the Postal Ballot

This is with reference to our letter dated November 16, 2022 enclosing the Postal Ballot Notice dated November 5, 2022 along with the explanatory statement for seeking approval of the Members of DCB Bank Limited ("the Bank") through remote e-voting on the following Special Resolution:

1. Appointment of Mr. Farokh Nariman Subedar (DIN: 00028428) as an Independent Director of the Bank for a period of 3 years from 15th October, 2022 to 14th October, 2025.

We wish to inform you that the aforesaid resolution has been passed by the Members of the Bank with requisite majority and is deemed to have been passed on the last date of the e-voting i.e., Tuesday, December 20, 2022.

In this regard, please find enclosed herewith the e-voting results along with the Scrutinizer's Report. The same is also being made available on the website of the Bank at www.dcbbank.com and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com

This is for your information and appropriate dissemination.

Yours faithfully,
For DCB Bank Limited

RUBI
CHATURVEDI
DI

Digitally signed by
RUBI CHATURVEDI
Date: 2022.12.20
19:04:36 +05'30'

Rubi Chaturvedi
Company Secretary
Encl.: a/a

DCB Bank Limited

Corporate & Registered Office: 6th Floor, Tower A, Peninsula Business Park, Senapati Bapat Marg, Lower Parel, Mumbai - 400013
CIN: L99999MH1995PLC089008 Tel: +91 22 66187000 Fax: +91 22 66589970 Website: www.dcbbank.com

Resolution-wise disclosure:

Appointment of Mr. Farokh Nariman Subedar (DIN: 00028428) as an Independent Director of the Bank for a period of 3 years from 15th October, 2022 to 14th October, 2025.

Resolution Required: (Ordinary / Special)							Special	
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	46200234	46200234	100.0000	46200234	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		46200234	100.0000	46200234	0	100.0000	0.0000
Public Institutions	E-Voting	153915216	116286221	75.5521	116286221	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		116286221	75.5521	116286221	0	100.0000	0.0000
Public Non-Institutions	E-Voting	111044163	4037488	3.6359	4027814	9674	99.7604	0.2396
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		4037488	3.6359	4027814	9674	99.7604	0.2396
Total		311159613	166523943	53.5172	166514269	9674	99.9942	0.0058



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

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E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

SCRUTINIZER'S REPORT

To,
The Managing Director & CEO,
DCB BANK LIMITED
CIN: L99999MH1995PLC089008
601 & 602, Peninsula Business Park,
6th floor, Tower A, Senapati Bapat Marg,
Lower Parel, Mumbai- 400013

We are pleased to present our report on the Postal Ballot conducted by **DCB Bank Limited ("the Bank")** seeking consent of its Members for the Special Resolution as contained in the Notice of Postal Ballot dated **05th November, 2022**.

1. In terms of provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Rules, 2014, we were appointed as the Scrutinizer by the Bank on 05th November, 2022 to conduct the Postal Ballot as contained in the Notice dated **05th November, 2022**.
2. In terms of Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, and extant Circulars issued by Ministry of Corporate Affairs in this regard, Members' approval by way of Special Resolution was sought for the following:
 - i. Appointment of Mr. Farokh Nariman Subedar (DIN: 00028428) as an Independent Director of the Bank for a period of 3 years from 15th October, 2022 to 14th October, 2025.





S. N. ANANTHASUBRAMANIAN & CO **Company Secretaries**

3. Notice of the Postal Ballot.

- 3.1. The Bank had hosted the Notice of Postal ballot on its website and the website of Central Depository Services (India) Limited (CDSL) (e-voting Agency) and also intimated the same to BSE Limited and National Stock Exchange of India Limited on 16th November, 2022.
- 3.2. Pursuant to the MCA circulars, Notice was published on 17th November, 2022 in Business Standard (English) and Pudhari (Marathi) newspapers.
- 3.3. The Bank has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as of **Friday, 11th November, 2022 ("the cut-off date")**, the Bank had completed sending of Postal Ballot Notice through E-Mail on 16th November, 2022 to 1,66,661 Members who had registered their email-ids with the Bank / Depositories.
- 3.4. As informed to us, no member had registered/ updated his/her email-id with the Bank pursuant to the Notice of Postal Ballot dated **05th November, 2022**.
4. In terms of the aforesaid notice, Members were required to convey their assent or dissent, only through e-voting system, on e-voting platform provided by CDSL from **Monday, 21st November, 2022 at 9.00 a.m. (IST) to Tuesday, 20th December, 2022 at 5.00 p.m. (IST)**.
5. **557** Members had cast their votes on the e-voting platform till **5:00 p.m. (IST) on Tuesday, 20th December, 2022**.
6. Members' demographic details and their voting rights were provided by Link Intime (India) Private Ltd., Registrar & Share Transfer Agent of the Bank and their voting details were provided by Central Depository Services (India) Limited (CDSL) (e-voting Agency).



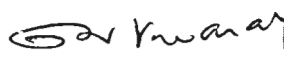


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7. Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of an individual Member needs to be restricted to 26% of the total voting rights of all the members of the Bank. However, no Member is holding 26% or above shares/voting rights in the Bank.
8. After the scrutiny of the remote e-voting results, we report that the Special Resolution as contained in the Notice of Postal Ballot dated 05th November, 2022 has been passed with requisite majority.

We have annexed with this report, the analysis of the result of voting on the Resolution as contained in the said Notice.

For S.N. ANANTHASUBRAMANIAN & Co.
Company Secretaries




S. N. Viswanathan

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955D002762818

20th December, 2022 | Thane



S. N. ANANTHASUBRAMANIAN & CO

Company Secretaries

Result of Postal Ballot

Item No. 1: Appointment of Mr. Farokh Nariman Subedar (DIN: 00028428) as an Independent Director for a period of 3 years from 15th October, 2022 to 14th October, 2025.

Particulars	Number of valid		Percentage (%)
	Voters (via e-voting)	Votes (via e-voting)	
Assent	517	16,65,14,269	99.9942
Dissent	40	9,674	0.0058
Total	557	16,65,23,943	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as contained in the Notice of Postal Ballot dated 05th November, 2022 has been passed with **requisite majority**.

For S.N. ANANTHASUBRAMANIAN & Co.
Company Secretaries





S. N. Viswanathan
Partner

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20th December, 2022 | Thane