

January 18, 2017

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 Extra-ordinary General Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

We wish to inform you that the Extra-ordinary General Meeting (EGM) of the Bank was held on held on January 17, 2017, 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.

In terms of Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the Proceedings of the EGM.

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

Controlling Office: One Indiabulls Centre, Tower 2B, 6th Floor, 841, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India | Tel : +91 22 43020 600 | Fax: +9122 43020 520

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

CIN: U65191PN1943PLC007308 • E-mail: customercare@rblbank.com

PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING OF RBL BANK LIMITED UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Meeting Day, Date & Time	:	Tuesday, January 17, 2017 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. Prakash Chandra, Chaired the Meeting
Members attending the Meeting	:	92 Members

In absence of Mr. Narayan Ramachandran, Chairman, Mr. Prakash Chandra, Independent Director was elected as Chairman for the meeting in terms of the provisions of Articles of Association of the Bank.

As the requisite quorum being present, the Chairman called the Meeting to order. Directors attending the EGM were introduced.

The representatives of Secretarial Auditors were also present at the meeting. Statutory Auditors had sought exemption from attending the EGM.

The shareholders were informed about the number of proxies/ representations received.

With the consent of the shareholders, the Notice convening of the Meetings was taken as read.

The MD & CEO apprised the members about the special business and an update on the business/ Industry.

The MD & CEO thereafter invited the shareholders to put forth their observations and seek clarifications, if any relating to the agenda.

Some of the shareholders present at the meeting expressed their views/sought clarifications on the proposed agenda. After hearing from the speaker shareholders as above, the Managing Director responded to their observations and provided clarifications to the satisfaction of the shareholders.

The following item of business as stated in the notice of EGM was then taken up for consideration:

'Ratification of Employee Stock Option Plan 2013 of RBL Bank Limited'

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, January 14, 2017 to 5.00 p.m. on Monday, January 16, 2017.

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

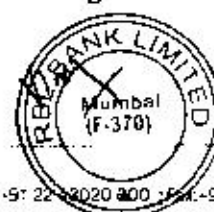
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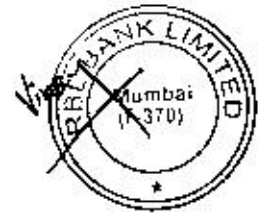
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Further, similar voting rights were available to the members present, in person or through Proxies, to vote in proportion to the shares held by them. Shareholders who had not cast their votes through remote e-voting were requested to cast their through 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 EGM 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 EGM of the Bank and declared the meeting as concluded.



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RBL Bank Limited

(Formerly: The Ratnakar Bank Limited)

Controlling Office: One Indiabulls Centre, Tower 2B, 6th Floor, B-41, Senapati Bapat Marg, Lower Panel, Mumbai - 400 013, Maharashtra, India | Tel: +91 22 4302 0600 | Fax: +91 22 4302 0520

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