

SEC/LODR/204/2024-25

August 31, 2024

The Manager Listing Department The National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051. Scrip Symbol: FEDERALBNK	The Manager Department of Corporate Services BSE Limited, Phiroze Jeejeebhoy Towers, Floor 25, Dalal Street, Mumbai – 400 001. Scrip Code: 500469
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Dear Madam/ Sir,

Sub: - **Voting Results and Scrutinizers Report for the 93rd Annual General Meeting of The Federal Bank Limited held on August 31, 2024 as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')**.

We wish to inform you that the 93rd Annual General Meeting (AGM) of The Federal Bank Limited was held through Video Conferencing on August 31, 2024, at 11:00 a.m. and concluded on 12.42 p.m.

In this regard, please find enclosed the following:

- a) Voting Results of the business transacted at the 93rd AGM in the prescribed format pursuant to Regulation 44 of the SEBI Listing Regulations (**Annexure A**).
- b) Consolidated Report of the Scrutinizer dated August 31, 2024, on remote e-voting prior and during the 93rd AGM pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules 2014 (**Annexure B**).

Kindly take the same on record.

The same is also being hosted on the website of the Bank at www.federalbank.co.in/shareholder-information

Thanking you,

For **The Federal Bank Limited**

Samir P Rajdev
Company Secretary

General information about company	
Scrip code	500469
NSE Symbol	FEDERALBNK
MSEI Symbol	NOTLISTED
ISIN	INE171A01029
Name of the company	THE FEDERAL BANK LTD
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	31-08-2024
Start time of the meeting	11:00 AM
End time of the meeting	12:42 PM

Scrutinizer Details

Name of the Scrutinizer	M Damodaran
Firms Name	M Damodaran & Associates LLP
Qualification	CS
Membership Number	F5837
Date of Board Meeting in which appointed	06-08-2024
Date of Issuance of Report to the company	31-08-2024

Voting results

Record date	24-08-2024
Total number of shareholders on record date	867496
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	94
No. of resolution passed in the meeting	11
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt a) The Standalone Audited Financial Statement of the Bank for the Financial Year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon. b) The Consolidated Audited Financial Statements of the Bank for the Financial Year ended March 31, 2024, together with the Report of Auditors thereon.				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	1837351605	1612575722	87.7663	1612575722	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1837351605	1612575722	87.7663	1612575722	0	100
Public- Non Institutions	E-Voting	612667417	68055888	11.1081	68039449	16439	99.9758	0.0242

	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	612667417	68055888	11.1081	68039449	16439	99.9758	0.0242
Total		2450019022	1680631610	68.5967	1680615171	16439	99.999	0.001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare a final dividend of Rs. 1.20 per equity share of Rs.2/- each for the Financial Year ended March 31, 2024.				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	1837351605	1614361879	87.8635	1614361879	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1837351605	1614361879	87.8635	1614361879	0	100
Public- Non Institutions	E-Voting	612667417	68007879	11.1003	67990641	17238	99.9747	0.0253
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	612667417	68007879	11.1003	67990641	17238	99.9747	0.0253
	Total	2450019022	1682369758	68.6676	1682352520	17238	99.999	0.001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Ms. Shalini Warriar (DIN: 08257526), who retires by rotation, and being eligible, offers herself for re-appointment.				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Institutions	E-Voting	1837351605	1613893359	87.838	1595909449	17983910	98.8857	1.1143
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1837351605	1613893359	87.838	1595909449	17983910	98.8857	1.1143
Public- Non Institutions	E-Voting	612667417	67996759	11.0985	67961231	35528	99.9478	0.0522
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	612667417	67996759	11.0985	67961231	35528	99.9478	0.0522
	Total	2450019022	1681890118	68.648	1663870680	18019438	98.9286	1.0714
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Raising of Funds through Issuance of Bonds.				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	1837351605	1613924779	87.8397	1605267462	8657317	99.4636	0.5364
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1837351605	1613924779	87.8397	1605267462	8657317	99.4636
Public- Non Institutions	E-Voting	612667417	67997263	11.0986	67976317	20946	99.9692	0.0308
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	612667417	67997263	11.0986	67976317	20946	99.9692	0.0308
	Total	2450019022	1681922042	68.6493	1673243779	8678263	99.484	0.516
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Revision of Compensation by way of Fixed Remuneration to Non-Executive Directors (excluding the Non-Executive Part-time Chairman).				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	1837351605	1613893359	87.838	1613828640	64719	99.996	0.004
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1837351605	1613893359	87.838	1613828640	64719	99.996
Public- Non Institutions	E-Voting	612667417	67996294	11.0984	67911152	85142	99.8748	0.1252
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	612667417	67996294	11.0984	67911152	85142	99.8748	0.1252
	Total	2450019022	1681889653	68.648	1681739792	149861	99.9911	0.0089
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of Performance Linked Incentive to Ms. Shalini Warriar (DIN: 08257526), Executive Director of the Bank.				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	1837351605	1613893359	87.838	1610103446	3789913	99.7652	0.2348
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1837351605	1613893359	87.838	1610103446	3789913	99.7652
Public- Non Institutions	E-Voting	612667417	67970614	11.0942	67907433	63181	99.907	0.093
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	612667417	67970614	11.0942	67907433	63181	99.907	0.093
	Total	2450019022	1681863973	68.647	1678010879	3853094	99.7709	0.2291
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of Performance Linked Incentive to Mr. Harsh Dugar (DIN: 00832748), Executive Director of the Bank.				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	1837351605	1613893359	87.838	1610103446	3789913	99.7652	0.2348
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1837351605	1613893359	87.838	1610103446	3789913	99.7652
Public- Non Institutions	E-Voting	612667417	67970683	11.0942	67907606	63077	99.9072	0.0928
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	612667417	67970683	11.0942	67907606	63077	99.9072	0.0928
	Total	2450019022	1681864042	68.647	1678011052	3852990	99.7709	0.2291
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Revision in the remuneration payable to Ms. Shalini Warriar (DIN: 08257526), Executive Director of the Bank, with effect from July 1, 2024.				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	1837351605	1613893359	87.838	1609971934	3921425	99.757	0.243
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1837351605	1613893359	87.838	1609971934	3921425	99.757
Public- Non Institutions	E-Voting	612667417	67970552	11.0942	67909167	61385	99.9097	0.0903
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	612667417	67970552	11.0942	67909167	61385	99.9097	0.0903
	Total	2450019022	1681863911	68.647	1677881101	3982810	99.7632	0.2368
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Revision in the remuneration payable to Mr. Harsh Dugar (DIN: 00832748), Executive Director of the Bank, with effect from July 1, 2024.				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	1837351605	1613893359	87.838	1609971934	3921425	99.757	0.243
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1837351605	1613893359	87.838	1609971934	3921425	99.757
Public- Non Institutions	E-Voting	612667417	67970527	11.0942	67907856	62671	99.9078	0.0922
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	612667417	67970527	11.0942	67907856	62671	99.9078	0.0922
	Total	2450019022	1681863886	68.647	1677879790	3984096	99.7631	0.2369
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Revision in payment of Fixed Remuneration to Mr. A. P. Hota (DIN: 02593219) Part - Time Chairman of the Bank.				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	1837351605	1613893359	87.838	1613893359	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1837351605	1613893359	87.838	1613893359	0	100
Public- Non Institutions	E-Voting	612667417	67968683	11.0939	67850402	118281	99.826	0.174
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	Total	612667417	67968683	11.0939	67850402	118281	99.826	0.174
	Total	2450019022	1681862042	68.6469	1681743761	118281	99.993	0.007
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(11)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Krishnan Venkat Subramanian (DIN: 00031794) as the Director and Managing Director & CEO (KMP) of the Bank and payment of remuneration.				
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	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Institutions	E-Voting	1837351605	1613893359	87.838	1609967225	3926134	99.7567	0.2433
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1837351605	1613893359	87.838	1609967225	3926134	99.7567
Public- Non Institutions	E-Voting	612667417	67996232	11.0984	67970228	26004	99.9618	0.0382
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

	applicable)							
	Total	612667417	67996232	11.0984	67970228	26004	99.9618	0.0382
	Total	2450019022	1681889591	68.648	1677937453	3952138	99.765	0.235
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



M DAMODARAN & ASSOCIATES LLP

www.mdassociates.co.in

**CONSOLIDATED SCRUTINIZER'S REPORT
(Remote e-Voting & e-Voting at the AGM)
Form No. MGT 13**

[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation
44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

To,

The Board of Directors,
THE FEDERAL BANK LTD,
(CIN: L65191KL1931PLC000368)
Federal Towers, P. B. No. 103,
Alwaye, Ernakulam,
Kerala - 683 101.

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and as per MCA Circular No. 14/2020 dated 08.04.2020, Circular No. 17/2020 dated 13.04.2020, Circular No. 20/2020 dated 05.05.2020, Circular No. 02/2021 dated 13.01.2021, Circular No. 19/2021 dated 08.12.2021, Circular No. 21/2021 dated 14.12.2021, Circular No. 02/2022 dated 05.05.2022, Circular No. 10/2022 dated 28.12.2022 and Circular No. 09/2023 dated 25.09.2023 as issued by MCA, and voting through electronic system at the 93rd Annual General Meeting of The Federal Bank Ltd held on Saturday, August 31, 2024 at 11:00 A.M (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

1. I, M. Damodaran, Practicing Company Secretary (Membership No. F5837, CP No. 5081), Managing Partner of M/s. M Damodaran & Associates LLP, having its registered office at MDA Tower, 6, Appavoo Gramani 1st Street, Mandaveli, Chennai, had been appointed as a Scrutinizer by the Board of Directors of **THE FEDERAL BANK LTD** ("the Bank") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for scrutinizing the remote e-Voting and e-Voting at the 93rd Annual General Meeting ("AGM") of the members of the Bank held on Saturday, August 31, 2024 at 11:00 A.M (IST) through Video Conferencing ('VC') facility in a fair and transparent manner for ascertaining the requisite majority on voting in respect of the below mentioned resolutions proposed at the said AGM held on August 31, 2024.





2. The Management of the Bank is responsible to ensure the compliance with the requirement of the Act and Rules relating to voting through electronic means [i.e. by remote e-Voting and e-Voting at the AGM] for the resolutions contained in the notice of the 93rd AGM of the members of the Bank dated August 06, 2024. My responsibility as a Scrutinizer for voting process of voting through electronic means (i.e by remote e-Voting and e-Voting at the AGM) is restricted to make a consolidated Scrutinizer's Report of the vote cast "in favor" or "against" the resolutions stated in the notice of the 93rd AGM, based on the report generated from the e-Voting system provided by National Securities Depository Limited ("NSDL") engaged by the Bank to provide remote e-Voting facilities and e-Voting facilities to vote at the AGM.
3. In respect of the below mentioned resolutions proposed at the 93rd AGM of the members of the Bank held on Saturday, August 31, 2024 at 11:00 A.M (IST), through VC/OAVM, I submit my report as under:
 - i. The remote e-Voting commenced on August 28, 2024 (Wednesday) at 09.00 A.M (IST) and ended on August 30, 2024 (Friday) at 05.00 P.M (IST).
 - ii. Pursuant to the Ministry of Corporate Affairs ("MCA") General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022 and 09/2023 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 respectively, (collectively referred to as "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023 and October 07, 2023 respectively, issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circular"), notice of the 93rd AGM along with the Annual Report 2023-24 were sent only through electronic mode to those members whose email addresses were registered with the Bank/ Depository Participant(s) and physical copy was sent to those shareholders who had requested for the same.
 - iii. Since this AGM was held pursuant to the MCA Circulars through VC, physical attendance of members had been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the members were also dispensed with.
 - iv. The members present at the 93rd AGM through VC/OAVM voted through e-Voting facility provided by NSDL.
 - v. The members holding shares as on August 24, 2024 (Saturday), i.e, cut-off date, were entitled to vote on the resolutions stated in the Notice of the 93rd AGM of the Bank.





- vi. As per the information given by the Bank and Registrar and Transfer Agent of the Bank, the names of the members who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-Voting were allowed to cast their votes through e-Voting system at the AGM.
- vii. On completion of e-Voting at the AGM, the votes cast through remote e-Voting and e-Voting at the AGM were unblocked and downloaded on Saturday, August 31, 2024, at 12.44 P.M (IST) in presence of two witnesses who are not in the employment of the Bank. The e-Voting data/results downloaded from the e-Voting system of NSDL were scrutinized and reviewed, the votes were counted, and the consolidated results were prepared.
- viii. Based on the data downloaded from NSDL e-Voting system, the total votes cast in "favor" or "against" for all the resolutions proposed in the notice of the 93rd AGM are as under:

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CONSOLIDATED RESULTS OF REMOTE E-VOTING AND E-VOTING AT THE 93RD AGM OF THE FEDERAL BANK LTD

Item No: 1

To receive, consider and adopt

a) The Standalone Audited Financial Statement of the Bank for the Financial Year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.

b) The Consolidated Audited Financial Statements of the Bank for the Financial Year ended March 31, 2024, together with the Report of Auditors thereon.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total Valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	1843	1818	1679601285	99.9990	25	16435	0.0010	100
e-Voting at the AGM	23	22	1013886	99.9996	1	4	0.0004	100
Total	1866	1840	1680615171	99.9990	26	16439	0.0010	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	12	1818208
e-Voting at the AGM	0	0
Total	12	1818208





Item No: 2

To declare a final dividend of Rs. 1.20 per equity share of Rs.2/- each for the Financial Year ended March 31, 2024.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total Valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	1843	1817	1681338634	99.9990	26	17234	0.0010	100
e-Voting at the AGM	23	22	1013886	99.9996	1	4	0.0004	100
Total	1866	1839	1682352520	99.9990	27	17238	0.0010	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	12	80060
e-Voting at the AGM	0	0
Total	12	80060

M. [Signature]



Item No: 3



To appoint a director in place of Ms. Shalini Warriar (DIN: 08257526), who retires by rotation, and being eligible, offers herself for re-appointment.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	1839	1769	1662856794	98.9280	70	18019434	1.0720	100
e-Voting at the AGM	23	22	1013886	99.9996	1	4	0.0004	100
Total	1862	1791	1663870680	98.9286	71	18019438	1.0714	100

Details of Abstained Votes:

Mode of e-Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	16	559700
e-Voting at the AGM	0	0
Total	16	559700

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Item No: 4

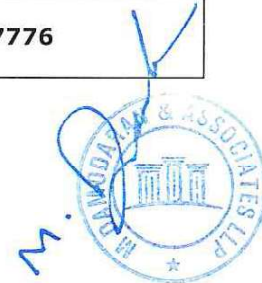
Raising of Funds through Issuance of Bonds.

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	1850	1785	1672229893	99.4837	65	8678259	0.5163	100
e-Voting at the AGM	23	22	1013886	99.9996	1	4	0.0004	100
Total	1873	1807	1673243779	99.4840	66	8678263	0.5160	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	10	527776
e-Voting at the AGM	0	0
Total	10	527776





Item No: 5

Revision of Compensation by way of Fixed Remuneration to Non-Executive Directors (excluding the Non-Executive Part-time Chairman).

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	1836	1729	1680725906	99.9911	107	149857	0.0089	100
e-Voting at the AGM	23	22	1013886	99.9996	1	4	0.0004	100
Total	1859	1751	1681739792	99.9911	108	149861	0.0089	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	19	560165
e-Voting at the AGM	0	0
Total	19	560165





Item No: 6

Payment of Performance Linked Incentive to Ms. Shalini Warriar (DIN: 08257526), Executive Director of the Bank.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	1835	1729	1676996993	99.7708	106	3853090	0.2292	100
e-Voting at the AGM	23	22	1013886	99.9996	1	4	0.0004	100
Total	1858	1751	1678010879	99.7709	107	3853094	0.2291	100

Details of Abstained Votes:

Mode of e-Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	20	585845
e-Voting at the AGM	0	0
Total	20	585845





Item No: 7

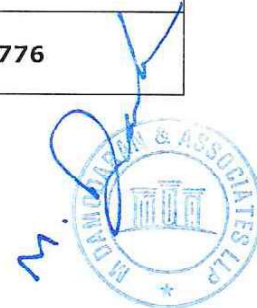
Payment of Performance Linked Incentive to Mr. Harsh Dugar (DIN: 00832748), Executive Director of the Bank.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	1834	1725	1676997166	99.7708	109	3852986	0.2292	100
e-Voting at the AGM	23	22	1013886	99.9996	1	4	0.0004	100
Total	1857	1747	1678011052	99.7709	110	3852990	0.2291	100

Details of Abstained Votes:

Mode of e- Voting	Number of members who , abstained from voting	Total number of votes abstained
Remote e-Voting	21	585776
e-Voting at the AGM	0	0
Total	21	585776





Item No: 8

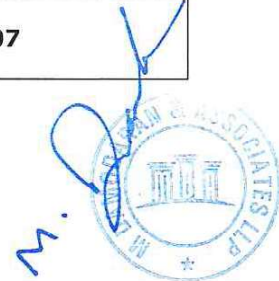
Revision in the remuneration payable to Ms. Shalini Warriar (DIN: 08257526), Executive Director of the Bank, with effect from July 1, 2024.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	1830	1720	1676867215	99.7630	110	3982806	0.2370	100
e-Voting at the AGM	23	22	1013886	99.9996	1	4	0.0004	100
Total	1853	1742	1677881101	99.7632	111	3982810	0.2368	100

Details of Abstained Votes:

Mode of e-Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	25	585907
e-Voting at the AGM	0	0
Total	25	585907





Item No: 9

Revision in the remuneration payable to Mr. Harsh Dugar (DIN: 00832748), Executive Director of the Bank, with effect from July 1, 2024.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	1830	1719	1676865904	99.7630	111	3984092	0.2370	100
e-Voting at the AGM	23	22	1013886	99.9996	1	4	0.0004	100
Total	1853	1741	1677879790	99.7631	112	3984096	0.2369	100

Details of Abstained Votes:

Mode of e-Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	25	585932
e-Voting at the AGM	0	0
Total	25	585932

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Item No: 10

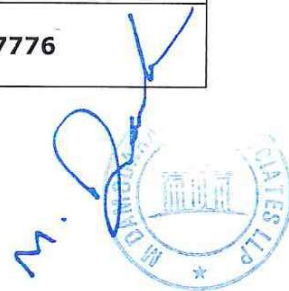
Revision in payment of Fixed Remuneration to Mr. A. P. Hota (DIN: 02593219) Part - Time Chairman of the Bank.

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	1829	1726	1680729875	99.9930	103	118277	0.0070	100
e-Voting at the AGM	23	22	1013886	99.9996	1	4	0.0004	100
Total	1852	1748	1681743761	99.9930	104	118281	0.0070	100

Details of Abstained Votes:

Mode of e-Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	26	587776
e-Voting at the AGM	0	0
Total	26	587776





Item No: 11

Appointment of Mr. Krishnan Venkat Subramanian (DIN: 00031794) as the Director and Managing Director & CEO (KMP) of the Bank and payment of remuneration.

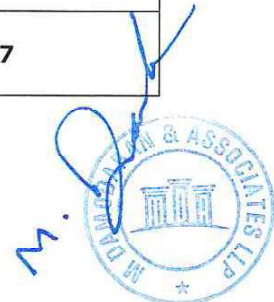
Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	1834	1774	1676923567	99.7649	60	3952134	0.2351	100
e-Voting at the AGM	23	22	1013886	99.9996	1	4	0.0004	100
Total	1857	1796	1677937453	99.7650	61	3952138	0.2350	100

Details of Abstained Votes:

Mode of e-Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	21	560227
e-Voting at the AGM	0	0
Total	21	560227

There were no invalid votes casted for the above said resolutions.





- ix. Based on the aforesaid results, I report that the Resolutions as set out in the 93rd AGM notice dated Tuesday, August 06, 2024 has been passed with a requisite majority.
- x. The electronic data and all other relevant records relating to remote e-Voting and e-Voting at the AGM are under my safe custody and will be handed over to the Company Secretary of the Bank for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully,

M. Damodaran
Managing Partner
M Damodaran & Associates LLP
Membership No.: 5837
COP No.: 5081
FRN: L2019TN006000
PR 3847/2023
ICSI UDIN: F005837F001093649



Abhaya Prasad Hota Digitally signed
by Abhaya Prasad Hota
Date: 2024.08.31
17:53:56 +05'30'

For **The Federal Bank Limited**

A P Hota
Chairman

Place: Chennai
Date: August 31, 2024