

April 2, 2026

BSE Limited  
1<sup>st</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001.  
Scrip Code: 540065

National Stock Exchange of India Limited  
'Exchange Plaza', C-1 Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400051.  
Scrip Symbol: RBLBANK

**Sub: Disclosure under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI Listing Regulations”)**

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Dear Sir/Madam,

In continuation with our earlier stock exchange disclosure dated October 18, 2025, we are pleased to inform that Emirates NBD Bank (P.J.S.C) (“**Investor**”) has received the approval of the Reserve Bank of India (“**RBI**”) by way of its letter dated April 1, 2026, to acquire an aggregate of up to 74% of the paid-up share capital of the Bank (“**RBI Approval**”).

The RBI Approval, *inter alia*, provides that:

The Investor shall acquire and maintain a shareholding of at least 51% of the paid-up share capital of the Bank and the Bank shall be classified as a foreign bank in subsidiary mode, with the Investor as its parent foreign bank. The provisions applicable to foreign banks operating in wholly owned subsidiary mode, as set out in Chapter IV of the Reserve Bank of India (Commercial Banks - Governance) Directions, 2025 dated November 28, 2025, shall be applicable to the Bank, except the requirement to have at least half of the directors attending board meetings to be independent directors shall not apply. The Bank has been advised to suitably amend its Articles of Association and obtain approval of the RBI in this regard, and the Bank will take the necessary steps accordingly.

The Reserve Bank has no objection to ENBD being classified as the promoter of RBL, subject to applicable Securities and Exchange Board of India regulations. However, the dilution requirement under paragraph 11 of Annex I of the Reserve Bank of India (Commercial Banks – Acquisition and Holding of Shares or Voting Rights) Directions, 2025 dated November 28, 2025, will not be applicable to the Bank. The voting rights of ENBD shall be capped at 26% of the total voting rights of RBL, in accordance with section 12(2) of the Banking Regulation Act, 1949.

The Investor is exempted from the requirement of single mode of presence until the Indian branches of the Investor are amalgamated with the Bank, or within one year, whichever is earlier.

The RBI Approval is valid for one year from the date of the letter.

The RBI Approval is subject to receipt of necessary approval from Government of India for investment beyond 49% in the Bank under the approval route and compliance with the relevant provisions of the Banking Regulation Act, 1949, Reserve Bank of India (Commercial Banks – Acquisition and Holding of Shares or Voting Rights) Directions, 2025, dated November 28, 2025, (as amended from time to time), provisions of the Foreign Exchange Management Act, 1999, regulations issued by Securities and Exchange Board of India, and any other statutes, regulations and guidelines, as applicable.

[www.rbl.bank.in](http://www.rbl.bank.in)

RBL Bank Limited

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Registered Office: 1<sup>st</sup> Lane, Shahupuri, Kolhapur - 416001, India | Tel.: +91 231 6650214

CIN: L65191PN1943PLC007308. E-mail: [customercare@rbl.bank.in](mailto:customercare@rbl.bank.in)

The proposed transaction remains subject to receipt of certain other regulatory approvals and customary conditions precedent as mentioned in the Investment Agreement dated October 18, 2025 entered into between the Investor and the Bank, as referred to in our intimation dated October 18, 2025.

Further, in compliance with the Regulation 46(2) of SEBI Listing Regulations, the information is being hosted on the Bank's Website at [www.rbl.bank.in](http://www.rbl.bank.in).

Kindly take the same on record.

Thanking you.

Yours faithfully,

For **RBL Bank Limited**

**Niti Arya**  
**Company Secretary**