

September 12, 2020

BSE Limited,
1st 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

Dear Sir/Madam,

Sub.: Proceedings of Extraordinary General Meeting of RBL Bank Limited ("the Bank") held on Saturday, September 12, 2020

Pursuant to Regulation 30 Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations"), we hereby submit the Proceedings of Extraordinary General Meeting ("EGM") of the Members of the Bank held on Saturday, September 12, 2020, through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") through Webex facility provided by Central Depository Services Limited ("CDSL") in compliance with the applicable provisions of the Companies Act, 2013, Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI Listing Regulations"). The EGM has been convened and held as per the directive(s) of relevant Authorities in view of the prevailing COVID -19 pandemic.

The Proceedings of the EGM is being hosted on the Bank's website at www.rblbank.com.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,
For **RBL Bank Limited**



Niti Arya
Company Secretary

Encl.: As above

www.rblbank.com

RBL Bank Ltd.

PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING ("EGM") OF THE MEMBERS OF RBL BANK LIMITED ("THE BANK") UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Meeting Day, Date & Time	:	Saturday, September 12, 2020 at 12:00 noon (IST), through video conferencing ("VC") or other audio-visual means ("OAVM").
Chairman	:	Mr. Prakash Chandra, Chairman of the Board, Chaired the Meeting
Members attending the Meeting	:	57 Members

Directors present:

Name of the Director	Designation	Location
Mr. Prakash Chandra	Non-Executive Independent Director/Part-time Chairman	Joined through VC from Noida
Mr. Rajeev Ahuja	Executive Director	Joined through VC from Corporate Office at Mumbai
Mr. Vijay Mahajan	Non-Executive Director	Joined through VC from Delhi

Key Managerial Personnel ("KMP") Present:

Name of the KMP	Designation	Location
Mr. Amrut Palan	Chief Financial Officer	Joined through VC from Mumbai
Ms. Niti Arya	Company Secretary	Joined through VC from Corporate Office at Mumbai

Statutory Auditors and Secretarial Auditor:

Name of the Firm	Name of the representatives with Designation	Location
M/s. Haribhakti & Co. LLP, Chartered Accountants (Statutory Auditors)	Zujer A Dalal - Associate Director Kirti Surti - Assistant Manager	Joined through VC from Mumbai
M/s. Alwyn Jay & Co., Practicing Company Secretaries (Secretarial Auditors)	Mr. Alwyn Dsouza - Partner Mr. Vijay Sonone - Partner	Joined through VC from Mumbai

As the requisite quorum being present at the EGM, the Chairman welcomed the Members and called the Meeting to order. The Chairman informed the Members that due to some technical issues the Meeting had started 7-8 minutes late.

www.rblbank.com

RBL Bank Ltd.

The Company Secretary welcomed all the Members present through VC and informed that the Chairman of the Audit Committee along with the Members of Nomination and Remuneration Committee and Stakeholders' Relationship Committee (as authorized) were present at the EGM. The representatives of Statutory Auditors and Secretarial Auditor were also present at the EGM. Members were informed that in view of the situation arising due to COVID-19 global pandemic, social distancing was a norm to be followed, Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) vide their respective Circulars, permitted the holding of the EGM through Video Conferencing ("VC") and dispensed personal presence of the Members at the common venue during the EGM and this EGM was held in compliance with the applicable MCA and SEBI circulars. Accordingly, the facility for appointment of Proxies by the Members was not available for this EGM.

Members were further informed that in accordance with the applicable MCA and SEBI circulars the Notice of the EGM had been sent on August 21, 2020 only by electronic mode to those Members whose email addresses were registered with the Bank or Depository Participants.

With the consent of the Members, the Notice of EGM along with the explanatory statement was taken as read. Members were informed that the Inspection document as mentioned in the Notice of EGM was available for inspection through electronic mode during the EGM in terms of the requirements of the Companies Act, 2013 and the Rules framed thereunder.

Thereafter, the Chairman addressed the Members and delivered his speech.

Further, the Executive Director apprised the members about the proposed business item.

The Company Secretary informed that this EGM was called to approve the Issue and allotment of equity shares on preferential basis (the "Preferential Allotment") to the identified Investors as mentioned in the EGM Notice dated August 20, 2020.

The Company Secretary thereafter explained the procedure of participation at the EGM by the speaker shareholder.

Thereafter questions from the Members who had registered themselves as speaker shareholders were invited to put forth their observations and seek clarifications, if any relating to the proposed Special Business as stated in the EGM Notice.

Three Members had registered themselves as speaker shareholders. Out of three only 1 speaker shareholder had attended the EGM and due to some technical error at his end, the speaker shareholder was unable to speak, thus the Company Secretary informed to the speaker shareholder to express his views/seek clarifications by writing an email to investorgrievances@rblbank.com and the same shall be answered by the Bank.



www.rblbank.com

RBL Bank Ltd.

Controlling Office : One Indiabulls Centre, Tower 2B, 6th Floor, 841 Senapati Bapat Marg, Lower Parel, Mumbai - 400 013 | Tel: +91 22 43020600 | Fax: 91 22 43020520
Registered Office : 1st Lane, Shahupuri, Kolhapur - 416001, India | Tel.: +91 2316650214 | Fax : +91 2312657386
CIN : L65191PN1943PLC007308 . E-mail: customercare@rblbank.com

Following item forming part of the Notice for the said EGM, was considered and voted by the Members through remote e-voting system (e-voting from a place other than venue of the EGM) ("remote e-voting") as well as e-voting during the proceeding of the EGM ("e-voting at the EGM"):

Item No.	Resolution	Type of Resolution	Method of Voting
1.	To Issue, Offer and Allot Equity Shares on Preferential Basis	Special Resolution	Remote e-voting and e-voting at the EGM

While explaining the voting procedure, it was informed to the Members 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 from 10:00 a.m. on Wednesday, September 9, 2020 to 5:00 p.m. on Friday, September 11, 2020.

Further, similar voting rights were available to the members present for the EGM, to vote in proportion to the shares held by them. Members who had not cast their votes through remote e-voting were requested to cast their vote through e-voting facility at the EGM. It was also mentioned that Members who had already cast their votes using remote e-voting were not required to cast their votes again.

Members 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 Remote e-voting and e-voting at the EGM and to submit the Combined/Consolidated Results of Voting in compliance with the Companies Act, 2013.

A vote of thanks was given by the Company Secretary to Members/Directors for attending the EGM and declared the meeting as concluded.

