

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.: Voting Results of the Extraordinary General Meeting ("EGM") of RBL Bank Limited ("the Bank") pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 along with the Scrutinizer's Report

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations"), we hereby submit the Consolidated Voting Results of the Remote e-voting together with the e-voting at the EGM of the Bank held on Saturday, September 12, 2020, through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") along with Scrutinizer's Report dated September 12, 2020 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

It is further informed that the item as mentioned in the Notice for the said EGM, were 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") and passed with requisite majority.

The Consolidated Voting Results along with the Scrutinizer's Report dated September 12, 2020 is also being hosted on the Bank's website at www.rblbank.com.

You are requested to take note of the above.

Thanking you,

Yours faithfully,
For **RBL Bank Limited**


Niti Arya
Company Secretary

Encl.: As above

www.rblbank.com

RBL Bank Ltd.

Voting Result of the Extraordinary General Meeting

Name of the Bank: **RBL Bank Limited**

Date of Extraordinary general Meeting	September 12, 2020
Total Number of Shareholders on Cut-off Date (September 5, 2020)	3,13,718
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoter Group	Not Applicable
- Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing:	
- Promoters and Promoter Group	Not Applicable
- Public	57



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

RBL Bank Limited

RBL Bank Limited								
Resolution Required : (Special)			1 - To Issue, Offer and Allot Equity Shares on Preferential Basis					
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	0	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	261777255	171196147	65.3976	170993515	202632	99.8816	0.1184
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		171196147	65.3976	170993515	202632	99.8816	0.1184
Public Non Institutions	E-Voting	246962699	66162028	26.7903	66156045	5983	99.9910	0.0090
	Poll		1082134	0.4382	1082040	94	99.9913	0.0087
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		67244162	27.2285	67238085	6077	99.9910	0.0090
Total		508739954	238440309	46.8688	238231600	208709	99.9125	0.0875

RBL BANK LIMITED

(CIN: L65191PN1943PLC007308)

Registered Office: 1st Lane, Shahupuri, Kolhapur-416001.

CONSOLIDATED SCRUTINIZER'S REPORT

ON

**THE E-VOTING PROCESS (REMOTE E-VOTING) AND ELECTRONIC
VOTING (E-VOTING) DURING THE EXTRAORDINARY GENERAL
MEETING OF RBL BANK LIMITED HELD THROUGH VIDEO
CONFERENCING ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM")
ON SATURDAY, SEPTEMBER 12, 2020**

ALWYN D'SOUZA

Alwyn Jay & Co.

Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
Mira Road (E), Thane-401107 ; Tel: 022-79629822 ; Mob: 09820465195; 09819334743
Email : alwyn@alwynjay.com Website: www.alwynjay.com

ALWYN D'SOUZA
Alwyn Jay & Co.
Company Secretaries

[Firm Registration No: P2010MH021500] [Peer Review Certificate No.621/2019]

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.
Branch Office: B-002, Gr. Floor, Shreepati-2, Royal Complex, Behind Olympia Tower,
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Email : alwyn@alwynjay.com Website: www.alwynjay.com

Report of the Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of
Companies (Management and Administration) Rules 2014 as amended]

To,

The Chairman

Of Extraordinary General Meeting of the Members of RBL BANK LIMITED held on Saturday, September 12, 2020 through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

Dear Sir,

I, Alwyn D'souza of M/s. Alwyn Jay & Co., Company Secretaries, having office at Annex-103, Dimple Arcade, Asha Nagar, Kandivli (E), Mumbai 400101, appointed by the Board of Directors of **RBL BANK LIMITED** ("the Bank") as the Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) conducted at the Extraordinary General Meeting ("EGM") 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 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the EGM of the Bank held through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") on Saturday, September 12, 2020 commenced at 12.07 p.m. (IST). I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules

I submit the report as under:

- a) The EGM is held in compliance with the Ministry of Corporate Affairs (the "MCA") Circulars dated April 8, 2020, April 13, 2020 and June 15, 2020 (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India Circular dated May 12, 2020 ("SEBI Circular") regarding holding of the EGM through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue and as confirmed by the Bank the Notice of the EGM along with the Explanatory Statement had been sent on August 21, 2020 only through electronic mode to those Members whose e-mail addresses are registered with the Bank/Registrar and Transfer Agents (RTA) or Central Depositories Services (India) Limited (CDSL) /National Securities Depositories Limited (NSDL).
- b) The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to e-Voting (which includes remote e-Voting and the electronic voting, provided at the EGM) to the Members on the resolution proposed in the Notice calling the EGM of the Bank was the responsibility of the management. My responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated scrutinizer's report on the voting to the Chairman on the resolution.
- c) The e-voting facility both for remote e-voting and voting at the EGM by electronics means (e-voting) was provided by CDSL.
- d) The Members of the Bank as on the "cut-off" date i.e. Saturday, September 5, 2020 were entitled to vote on the resolution as set out in the Notice of EGM.
- e) The remote e-voting period commenced on Wednesday, September 9, 2020 10:00 a.m. (IST) and ended on Friday, September 11, 2020 5:00 p.m. (IST).
- f) At the EGM of the Bank held on Saturday, September 12, 2020, the e-voting facility had been provided to facilitate voting for those Members who attended the meeting through VC/OAVM but could not participate in the remote e-voting to record their votes on the resolution to be passed.
- g) After the closure of the e-voting at the EGM, the votes cast through e-voting at the EGM and through remote e-voting prior to the date of EGM were unblocked on Saturday, September 12, 2020 around 12.46 p.m. in the presence of two witnesses who are not in the employment of the Bank.
- h) I hereby submit a consolidated scrutinizer's report pursuant to rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the resolution contained in the Notice of the aforesaid EGM based on the scrutiny of remote e-voting and the electronic voting at the EGM and votes cast therein based on the data downloaded from the electronic voting system by the CDSL.

- i) The results of the remote e-voting together with e-voting conducted at the EGM through VC/OAVM are as under:

1. RESOLUTION NO.1 AS SPECIAL RESOLUTION:

To Issue, Offer and Allot Equity Shares on Preferential Basis:

- (i) Voted **in favour** of the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	327	237149560	-
E-voting during the EGM	20	1082040	-
TOTAL	347	238231600	99.91

- (ii) Voted **against** the resolution:

Particulars of Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
Remote e-Voting	22	208615	-
E-voting during the EGM	3	94	-
TOTAL	25	208709	0.09

- (iii) **Invalid/Abstain** votes:

Particulars of Voting	Total number of members whose votes were declared invalid /abstain	Total number of votes cast by them
Remote e-Voting	0	0
E-voting during the EGM	0	0
TOTAL	0	0

All the relevant records of remote e-voting and e-voting during the EGM is under my safe custody until the Chairman considers, approves and signs the Minutes of the EGM and the same shall be handed over to the Chairman or the Company Secretary of the Bank for safe keeping.

Alwyn Prakash Dsouza

Place : Mumbai
Date : September 12, 2020

**NITI
ARYA**

Digitally signed
by NITI ARYA
Date: 2020.09.12
15:34:40 +05'30'

Niti Arya
Company Secretary