

October 18, 2025

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 Name: RBLBANK

Sub: Investor Presentation

Dear Sir / Madam,

Enclosed please find the Investor Presentation by the Bank.

Kindly take the same on record.

Thanking you.

For **RBL Bank Limited**

Niti Arya
Company Secretary

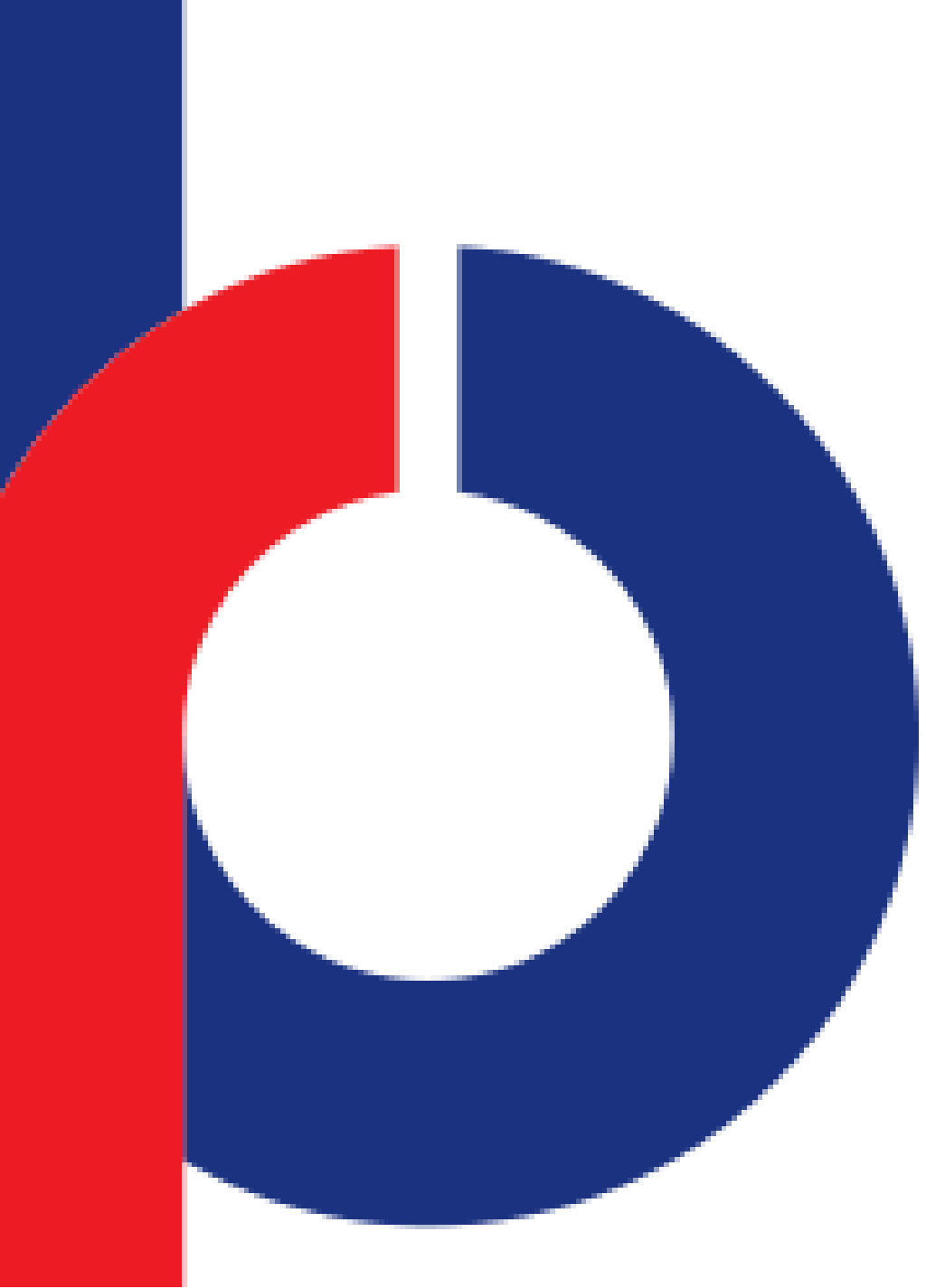
www.rblbank.com

RBL Bank Limited

Controlling Office: One World Center, Tower 2B, 6th Floor, 841 Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India | Tel:+91 22 43020600

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

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Strategic Capital Raise Update

October 18, 2025

Transformational Transaction for RBL Bank



Emirates NBD PJSC (ENBD) to infuse primary capital of approx. ~3 Bn USD for upto 60% stake in the Bank through preferential issue; resulting in mandatory open offer

Transaction will also involve amalgamation of ENBD's India branches with the Bank

Transaction will be subject to regulatory approvals and customary closing conditions

Key Transaction Contours (1/2)



Preferential Allotment

- Preferential allotment of up to 95,90,45,636 shares at a price of ₹280 per share to Emirates NBD Bank (P.J.S.C), which would result in up to 60% stake in RBL Bank (the Bank)
- Actual size of the preferential allotment to be subject to available foreign ownership limit at the time of allotment; however, ENBD shall acquire a minimum of 51% aggregate stake as part of the transaction

Open Offer

- ENBD to make a mandatory open offer for 41,55,86,443 shares (26% of the expanded capital including the preferential allotment)
- Price for the open offer shall also be ₹280 per share

Amalgamation of ENBD India Branches

- To ensure compliance with RBI regulations, ENBD's existing branches in India shall be merged with the Bank
- As a consideration and upon effectiveness of the merger, ENBD shall be allotted additional shares in the Bank at the same price of ₹280 per share

Shareholder & Regulatory Approvals

- Transaction shall be subject to shareholder approvals and other customary closing conditions
- Transaction shall also require regulatory approvals, including from RBI, SEBI, CCI, DPIIT and Central Bank of UAE

Key Transaction Contours (2/2)



Key rights

- On and from completion date, ENBD to be designated as the Promoter after completion of the transaction
- ENBD shall have the right to nominate directors to the Board subject to regulatory approvals

Timelines

- Timelines for the transaction will be determined based on the receipt of requisite regulatory approvals

Pivotal milestone in RBL's Transformational Journey



- ✓ **Strong Capital Position : Infusion resulting in 3x Net Worth; from Rs. 15,000+ crore to Rs. 42,000+ crore**
- ✓ **Build on the Bank's current strong foundation – diversified retail engine, granular deposits, and prudent risk management**
- ✓ **Enables accelerated expansion in branches, digital platforms, and customer engagement**
- ✓ **Creates capacity to invest in brand, technology, and product innovation for sustained profitability and scale**
- ✓ **Enable improvement of credit rating, lower cost of funds, and strengthening of balance sheet**
- ✓ **Partnership brings global expertise, digital innovation, and governance excellence to drive RBL's next phase of growth**
- ✓ **Marks the beginning of RBL Bank's next growth chapter – stronger, more diversified, and future-ready**

RBL Bank and ENBD – Key financial highlights

A landmark partnership between two distinguished institutions, combining RBL Bank's deep-rooted presence in India with ENBD's international scale and innovation to unlock new growth opportunities



\$18 bn (INR 1,53,988 cr)
\$13 bn (INR 1,16,667 cr)
\$11 bn (INR 100,529 cr)
\$43 mn (H1 FY25) (INR 379 cr)
\$2 bn (INR 15,356 cr)
15.0%

As of Sept 2025/ H1 FY26



Key Metrics

Total Assets
Deposits
Advances
Profit After Tax
Net Worth
CRAR



بنك الإمارات دبي الوطني
Emirates NBD



\$296 bn
\$201 bn
\$155 bn
\$6.2 bn (CY24)
\$36 bn
17.0%

As of June 2025



Thank you