

April 28, 2023

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

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

Dear Sir(s)/Madam,

**Sub: Voting Results of Postal Ballot along with Scrutinizer's Report**

This is in furtherance to our letter dated March 28, 2023, regarding Notice of Postal Ballot dated March 23, 2023 ("Notice") issued to the Members of the Bank seeking their approval in relation to the following *Ordinary Resolutions* to be passed through the mode of Remote E-voting only:

1. To approve re-appointment of Mr. Rajeev Ahuja (DIN: 00003545) as an Executive Director of the Bank for a period of three years effective February 21, 2023 up to February 20, 2026.
2. To approve Variable Pay for the financial year 2021-2022 and revision in remuneration for the period from February 21, 2022 payable to Mr. Rajeev Ahuja (DIN: 00003545), Executive Director of the Bank.

The remote e-voting period for casting the votes for the Postal Ballot had commenced on Wednesday, March 29, 2023 at 10:00 a.m. (IST) and ended on Thursday, April 27, 2023 at 5:00 p.m. (IST) and thereafter, the Scrutinizer, Mr. Alwyn D'Souza, Practicing Company Secretary (FCS: 5559), had submitted his Report on the voting results.

The details of the voting results of the Postal Ballot through Remote E-voting mode, are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer's Report.

The aforesaid Ordinary Resolutions have been passed by the Members with requisite majority and are deemed to have been passed on Thursday, April 27, 2023, being the last date specified by the Bank for the Remote E-voting process.

The Results along with the Scrutinizer's Report are being hosted on the website of the Bank at the link: <https://ir.rblbank.com/> and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com) and shall also be made available at the Registered Office and Corporate Office of the Bank.

This intimation shall also be deemed to be a disclosure of the proceedings under Regulation 30 read with Para A (13) of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

[www.rblbank.com](http://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 I Tel: +91 22 43020600 I Fax: 91 22 43020520

Registered Office: 1st Lane, Shahupuri, Kolhapur - 416001, India I Tel.: +91 231 6650214 I Fax: +91 231 2657386

CIN: L65191PN1943PLC007308 . E-mail: [customercare@rblbank.com](mailto:customercare@rblbank.com)

You are requested to take note of the above and arrange to bring it to the notice of all concerned.

Kindly acknowledge receipt.

Thanking you.

Yours faithfully,  
For **RBL Bank Limited**

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

Encl.: As above

[www.rblbank.com](http://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 I Tel: +91 22 43020600 I Fax: 91 22 43020520

Registered Office: 1st Lane, Shahupuri, Kolhapur - 416001, India I Tel.: +91 231 6650214 I Fax: +91 231 2657386

CIN: L65191PN1943PLC007308 . E-mail: [customercare@rblbank.com](mailto:customercare@rblbank.com)

**Details of Voting Results of the Remote E-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

<b>Date of the AGM/EGM/ Postal Ballot Notice</b>	March 23, 2023  (Resolutions passed through Postal Ballot on April 27, 2023)
<b>Total No. of Shareholders on Record Date</b>  <b>Cut-off date</b> for ascertaining voting rights of Members i.e. Friday, March 24, 2023.	415247
<b>No. of Shareholders present in the meeting either in person or through proxy</b>	Not Applicable  (Resolutions passed by means of Postal Ballot through Remote Evoting)
Promoters and Promoter Group	
Public	
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	Not Applicable  (Resolutions passed by means of Postal Ballot through Remote Evoting)
Promoters and Promoter Group	
Public	

[www.rblbank.com](http://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 I Tel: +91 22 43020600 I Fax: 91 22 43020520

Registered Office: 1st Lane, Shahupuri, Kolhapur - 416001, India I Tel.: +91 231 6650214 I Fax: +91 231 2657386

CIN: L65191PN1943PLC007308 . E-mail: [customercare@rblbank.com](mailto:customercare@rblbank.com)

The voting on the Ordinary Resolution was conducted by way of Postal Ballot through Remote E-voting mode from Wednesday, March 29, 2023 at 10:00 a.m. (IST) and ended on Thursday, April 27, 2023, 5:00 p.m. (IST).

Item No.	Details of the Agenda	Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/ resolution?
1.	Re-appointment of Mr. Rajeev Ahuja (DIN: 00003545) as an Executive Director of the Bank for a period of three years effective February 21, 2023 upto February 20, 2026.	Ordinary	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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	268742326	243543485	90.6234	243543485	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>243543485</b>	<b>90.6234</b>	<b>243543485</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	330825737	55591852	16.8040	55579705	12147	99.9781	0.0219
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>55591852</b>	<b>16.8040</b>	<b>55579705</b>	<b>12147</b>	<b>99.9781</b>	<b>0.0219</b>
<b>Total</b>		<b>599568063</b>	<b>299135337</b>	<b>49.8918</b>	<b>299123190</b>	<b>12147</b>	<b>99.9959</b>	<b>0.0041</b>

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 I Tel: +91 22 43020600 I Fax: 91 22 43020520

Registered Office: 1st Lane, Shahupuri, Kolhapur - 416001, India I Tel.: +91 231 6650214 I Fax: +91 231 2657386

CIN: L65191PN1943PLC007308 . E-mail: customercare@rblbank.com

The voting on the Ordinary Resolution was conducted by way of Postal Ballot through Remote E-voting mode from Wednesday, March 29, 2023 at 10:00 a.m. (IST) and ended on Thursday, April 27, 2023, 5:00 p.m. (IST).

Item No.	Details of the Agenda	Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/ resolution?
2.	Approve Variable Pay for the financial year 2021-2022 and revision in remuneration for the period from February 21, 2022 payable to Mr. Rajeev Ahuja (DIN: 00003545), Executive Director of the Bank.	Ordinary	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
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	268742326	243543485	90.6234	240927038	2616447	98.9257	1.0743
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>243543485</b>	<b>90.6234</b>	<b>240927038</b>	<b>2616447</b>	<b>98.9257</b>	<b>1.0743</b>
Public Non Institutions	E-Voting	330825737	51907771	15.6904	51876415	31356	99.9396	0.0604
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>51907771</b>	<b>15.6904</b>	<b>51876415</b>	<b>31356</b>	<b>99.9396</b>	<b>0.0604</b>
<b>Total</b>		<b>599568063</b>	<b>295451256</b>	<b>49.2774</b>	<b>292803453</b>	<b>2647803</b>	<b>99.1038</b>	<b>0.8962</b>

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 I Tel: +91 22 43020600 I Fax: 91 22 43020520

Registered Office: 1st Lane, Shahupuri, Kolhapur - 416001, India I Tel.: +91 231 6650214 I Fax: +91 231 2657386

CIN: L65191PN1943PLC007308 . E-mail: customercare@rblbank.com

**SCRUTINIZERS' REPORT**

**ON**

**POSTAL BALLOT**



**RBL BANK LIMITED**

# **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](mailto:alwyn@alwynjay.com) Website:[www.alwynjay.com](http://www.alwynjay.com)

### **SCRUTINIZERS' REPORT**

To,  
**The Chairman**  
RBL Bank Limited  
Shahupuri, Kolhapur,  
Maharashtra 416001

Dear Sir,

#### **RE: SCRUTINIZER'S REPORT**

I, **Alwyn D'Souza**, Practicing Company Secretary (FCS 5559), partner of Alwyn Jay & Co, Company Secretaries appointed as Scrutinizer by the Board of Directors of **RBL BANK LIMITED** ("Bank") vide Resolution passed at their Meeting held on March 23, 2023, for the purpose of scrutinizing the Postal Ballot through remote e-voting process in a fair and transparent manner for seeking members assent/dissent on the resolution(s) as specified in the Postal Notice dated March 23, 2023.

I have carried out the work as Scrutinizer from the close of the remote e-voting period i.e., 5:00 p.m. IST on Thursday, April 27, 2023.

The Management of the Bank is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder and the various circulars issued by the Ministry of Corporate Affairs, Government of India relating to Postal Ballot and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") relating to e-voting. My responsibility as the scrutinizer is restricted to make a scrutinizer report of the votes cast in favour / against on the resolutions contained in the Postal Ballot Notice dated March 23, 2023 based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL"), the authorised agency engaged by the Bank to provide remote e-voting facility.

I submit my report as under:

1. The Postal Ballot is held in compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 (" the Act") and other applicable provisions, if any, of the Act and Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended from time to time, read with General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No. 20/2021 dated December 8, 2021, General Circular No. 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), Regulation 44 of the SEBI Listing Regulations including any statutory modification(s) or re-enactment(s) thereof for the time being in force and subject to other applicable laws and regulations including Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India.
2. The Bank has on March 28, 2023 sent Postal Ballot Notice along with the instructions regarding remote e-voting only by email to all those Members, whose e-mail addresses were registered with the Bank, Registrar and Transfer Agents ("RTA") or Central Depository Services (India) Limited ("CDSL") / National Securities Depository Limited ("NSDL") ("depository(ies) / depository participants") and whose names appear in the Register of Members / list of beneficial owners as on the cut-off date, being Friday, March 24, 2023. The hard copy of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelope was not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars.
3. The Bank has on March 29, 2023 published an advertisement in Business Standard (all editions) and Punya Nagari (Kolhapur edition).
4. The Remote e-voting facility was provided by CDSL. The Postal Ballot remote e-voting period commenced on Wednesday, March 29, 2023 at 10:00 a.m (IST) and ended on Thursday, April 27, 2023 at 5:00 p.m. (IST).

5. After the time fixed for closing of the e-voting i.e., 5.00 p.m. (IST) on Thursday, April 27, 2023 the votes were unblocked at 5.01 p.m. (IST) in the presence of two witnesses who are not in the employment of the Bank, on the e-voting website of CDSL (<https://www.evotingindia.com>.) and a final electronic report was generated by me. The data generated was diligently scrutinized.
6. The data for the purpose of verification of the number of shares was taken as of Friday, March 24, 2023 which was the "cut-off date" fixed for determining voting rights of the Members entitled to participate in the voting process.
7. The results of the remote e-voting in respect to passing of resolution contained in the Postal Ballot Notice dated March 23, 2023 is as under:

**RESOLUTION NO. 1: ORDINARY RESOLUTION**

**To approve re-appointment of Mr. Rajeev Ahuja (DIN: 00003545) as an Executive Director of the Bank for a period of three years effective February 21, 2023, upto February 20, 2026**

- (i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
809	29,91,23,190	99.996

- (ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
86	12,147	0.004

- (iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

**RESOLUTION NO. 2: ORDINARY RESOLUTION**

**To approve Variable Pay for the financial year 2021-2022 and revision in remuneration for the period from February 21, 2022 payable to Mr. Rajeev Ahuja (DIN: 00003545), Executive Director of the Bank**

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
745	29,28,03,453	99.104

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
151	26,47,803	0.896

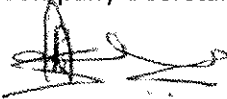
(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Based on the foregoing, the above Resolutions were passed **with** requisite majority. The resolutions are deemed as passed on the last date of the voting i.e. Thursday, April 27, 2023.

The relevant records relating to the e-voting shall remain in my safe custody and will be handed over to the Company Secretary for preserving safely after the consideration of results and the Chairman approves and signs the Minutes.

For Alwyn Jay & Co.  
Company Secretaries



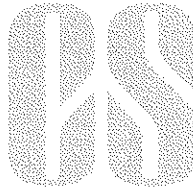
Alwyn D'Souza  
Partner  
FCS No.5559, CP No.5137  
[UDIN: F005559E000215186]

Place: Mumbai  
Date: April 28, 2023

We, the undersigned witnesseth that the votes were unblocked from the e-voting website of the Central Depository Services (India) Limited (<https://www.evotingindia.com>) in our presence at 5.01 p.m. IST on Thursday, April 27, 2023.



Edlon Dsouza  
B/508, Shree Girnar Tower CHSL  
Saibaba Nagar,  
Mira Road East, Thane 401107



Krishnakant Adagale  
Row House No.18,  
Mansi Row Co.op Hsg Soc Ltd  
Kashigaon, Mira Road East,  
Thane 401107

Countersigned by:  
For **RBL Bank Limited**



Niti Arya  
Company Secretary  
FCS: 5586

Mumbai, April 28, 2023