

May 30, 2022

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.: Postal Ballot – Scrutinizer's Report and Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

This has reference to our earlier letter dated April 26, 2022 with respect to the Postal Ballot Notice of the RBL Bank Limited ("the Bank") dated April 20, 2022 and pursuant to Regulation 44(3) of SEBI Listing Regulations, we hereby submit the e-voting Results of the Postal Ballot of the Bank along with Scrutinizer's Report dated May 30, 2022 pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

Period of Postal Ballot	Thursday, April 28, 2022 10:00 a.m. (IST) to Friday, May 27, 2022 5:00 p.m. (IST).
Total Number of Members as on the cut-off date (Friday, April 22, 2022)	5,02,055

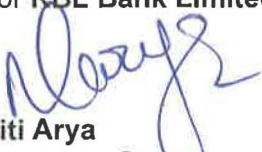
It is further informed that the resolution as mentioned in the Postal Ballot Notice has been passed by the Members with requisite majority. The resolution is deemed as passed on the last date of the voting period i.e. May 27, 2022.

The Voting Results along with the Scrutinizer's Report dated May 30, 2022 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.

Controlling Office : One World Centre, Tower 2B, 6th Floor, 841, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India | 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

Registered Office: Shahupuri, Kolhapur, Maharashtra 416001

SCRUTINIZER'S REPORT ON POSTAL BALLOT

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,
Mira Road (E), Thane-401107 ; Tel: 022-79629822 ; Mob: 09820465195; 09819334743
Email : alwyn@alwynjay.com Website: www.alwynjay.com

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

Dear Sir,

RE: SCRUTINIZER'S REPORT

I, **Alwyn D'Souza** partner of Alwyn Jay & Co, Company Secretaries appointed as Scrutinizer by the Board of Directors of **RBL BANK LIMITED** ("Bank") for the purpose of scrutinizing the Postal Ballot e-voting process for seeking members assent/dissent on the resolution(s) as specified in the Postal Notice dated April 20, 2022.

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 Friday, May 27, 2022.

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 ("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 resolution contained in the Postal Ballot Notice dated April 20, 2022 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 Section 110 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification or re-enactment thereof for the time being in force ("Act"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 including any statutory modifications, clarifications, substitutions or re-enactments thereof for the time being in force ("Rules"), 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 and other relevant circulars, , issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars") and pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 Regulation 44 of the Listing Regulations, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and other applicable provisions of the Act, for the time being in force and as amended from time to time.
2. The Bank has on April 26, 2022 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, April 22, 2022. 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 April 28, 2022 published an advertisement in Business Standard (all editions) and Pudhari (Kolhapur edition).
4. The Remote e-voting facility was provided by CDSL. The Postal Ballot remote e-voting period commenced on Thursday, April 28, 2022, at 10:00 a.m. (IST) and ended on Friday, May 27, 2022 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 Friday, May 27, 2022 the votes were unblocked at 5.02 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, April 22, 2022 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 April 20, 2022 is as under:

RESOLUTION NO. 1: ORDINARY RESOLUTION

To approve the appointment of Mr. Rajeev Ahuja (DIN: 00003545) as interim Managing Director & CEO for the period from December 25, 2021 till June 24, 2022 or till the appointment of a regular Managing Director & CEO whichever is earlier

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1016	294995478	99.98

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
129	72774	0.02

- (iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Based on the foregoing, the above Resolution was passed with requisite majority. The resolution is deemed as passed on the last date of the voting i.e. May 27, 2022.

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.



Alwyn D'Souza
Practising Company Secretary
FCS No.5559, CP No.5137
Alwyn Jay & Co
Company Secretaries
[UDIN: F005559D000427464]

Mumbai, May 30, 2022

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 5.02 p.m. IST on May 27, 2022.



Edlon Dsouza
B 508, Shree Girnar Tower CHSL, Sai Baba 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, May 30, 2022

General information about company	
Scrip code	540065
NSE Symbol	RBLBANK
MSEI Symbol	NOTLISTED
ISIN	INE976G01028
Name of the company	RBL Bank Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-05-2022
Start time of the meeting	
End time of the meeting	



Scrutinizer Details	
Name of the Scrutinizer	Alwyn D'souza
Firms Name	Alwyn D'souza
Qualification	CS
Membership Number	5559
Date of Board Meeting in which appointed	20-04-2022
Date of Issuance of Report to the company	30-05-2022



Voting results	
Record date	22-04-2022
Total number of shareholders on record date	502055
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the appointment of Mr. Rajeev Ahuja (DIN: 00003545) as interim Managing Director & CEO for the period from December 25, 2021 till June 24, 2022 or till the appointment of a regular Managing Director & CEO whichever is earlier				
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	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public-Institutions	E-Voting	287374387	230308709	80.1424	230308709	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	287374387	230308709	80.1424	230308709	0	100	0
Public-Non Institutions	E-Voting	312139376	64759543	20.747	64686769	72774	99.8876	0.1124
	Poll		0	0	0	0	0	0
	Postal		0	0	0	0	0	0



	Ballot (if applicable)							
	Total	312139376	64759543	20.747	64686769	72774	99.8876	0.1124
Total		599513763	295068252	49.2179	294995478	72774	99.9753	0.0247
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

