

August 5, 2017

The Secretary,
Listing Department,
BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
Scrip Code: 540065

The Manager,
Listing Department,
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/Madam,

Sub.: Voting Results of the 74th Annual General Meeting pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we submit the consolidated Results of the Remote e-voting together with that of the polls on the Resolutions set out in the Notice of the AGM and Addendum to the AGM Notice dated May 2, 2017 and July 7, 2017, respectively.

Pursuant to section 108 of the Companies Act, 2013 read with Rule 20(4) of the Companies (Management and Administration) Rules, 2014, the Scrutinizer's Report on Remote e-voting together with that of the polls at the AGM is also enclosed herewith.

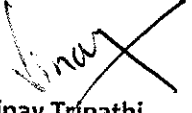
All the Resolutions at the AGM were passed with requisite majority.

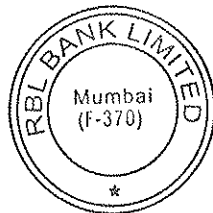
The Results of the Voting are also being hosted on the Bank's website www.rblbank.com.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,
For RBL Bank Limited


Vinay Tripathi
Company Secretary



Encl: a/a

www.rblbank.com

RBL Bank Limited

Controlling Office: One Indiabulls Centre, Tower 2B, 6th Floor, 841, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India | Tel: +91 43020600 | Fax: +91 43020520

Registered Office: 1st Lane, Shahupuri, Kolhapur- 416 001, India. | Tel. : +91 231 6650214 | Fax : +91 231 2657386

CIN: U65191PN1943PLC007308 • E-mail: customercare@rblbank.com

Voting Results for 74th Annual General Meeting

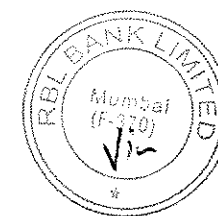
Name of the Bank: RBL Bank Limited

Date of Declaration of Result: August 5, 2017

Date of Annual General Meeting	August 4, 2017
Total Number of Shareholders on Record Date	1,97,430
No. of Shareholders present in the meeting either in person or through proxy: - Promoters and Promoter Group - Public	 - 192
No. of Shareholders attended the meeting through Video Conferencing: - Promoters and Promoter Group - Public	 Nil Nil



RBL Bank Limited								
Resolution Required : (Ordinary)			1 - a. the Audited Standalone Financial Statements of the Bank for the financial year ended March 31, 2017 together with the Reports of the Board of Directors and the Auditors thereon.					
			b. the Audited Consolidated Financial Statements of the Bank for the financial year ended March 31, 2017 and the Report of the Auditors thereon.					
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	77644891	52353262	67.4265	52353262	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
	Total		52353262	67.4265	52353262	0	100.0000	0.0000
Public Non Institutions	E-Voting	301660141	65028032	21.5567	65028032	0	100.0000	0.0000
	Poll		25438516	8.4328	25438516	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		90466548	29.9895	90466548	0	100.0000	0.0000
Total		379305032	142819810	37.6530	142819810	0	100.0000	0.0000



RBL Bank Limited								
Resolution Required : (Ordinary)			2 - To declare dividend on equity shares.					
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	77644891	52402422	67.4899	52402422	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
	Total		52402422	67.4899	52402422	0	100.0000	0.0000
Public Non Institutions	E-Voting	301660141	65028096	21.5567	65027862	234	99.9996	0.0004
	Poll		25438516	8.4328	25438516	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		90466612	29.9895	90466378	234	99.9997	0.0003
Total		379305032	142869034	37.6660	142868800	234	99.9998	0.0002



RBL Bank Limited								
Resolution Required : (Ordinary)			3 - To appoint Director in place of Mr. Narayan Ramachandran (DIN 01873080), who retires by rotation and being eligible, offers himself for re-appointment.					
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	77644891	48890093	62.9663	48608774	281319	99.4246	0.5754
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		48890093	62.9663	48608774	281319	99.4246	0.5754
Public Non Institutions	E-Voting	301660141	65028047	21.5567	65027861	186	99.9997	0.0003
	Poll		25438516	8.4328	25438516	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		90466563	29.9895	90466377	186	99.9998	0.0002
Total		379305032	139356656	36.7400	139075151	281505	99.7980	0.2020



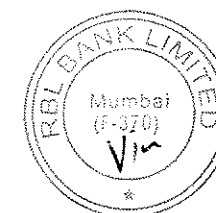
RBL Bank Limited								
Resolution Required : (Ordinary)			4 - To appoint Statutory Auditors and fix their remuneration					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding 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	77644891	52402422	67.4899	51098850	1303572	97.5124	2.4876
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		52402422	67.4899	51098850	1303572	97.5124	2.4876
Public Non Institutions	E-Voting	301660141	65028047	21.5567	65027917	130	99.9998	0.0002
	Poll		25438516	8.4328	25438516	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		90466563	29.9895	90466433	130	99.9999	0.0001
Total		379305032	142868985	37.6660	141565283	1303702	99.0875	0.9125



RBL Bank Limited								
Resolution Required : (Ordinary)			5 - To appoint Branch Auditors and fix their remuneration					
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	77644891	52402422	67.4899	52148799	253623	99.5160	0.4840
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		52402422	67.4899	52148799	253623	99.5160	0.4840
Public Non Institutions	E-Voting	301660141	65028086	21.5567	65028021	65	99.9999	0.0001
	Poll		25435666	8.4319	25435666	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		90463752	29.9886	90463687	65	99.9999	0.0001
Total		379305032	142866174	37.6652	142612486	253688	99.8224	0.1776



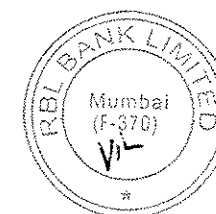
RBL Bank Limited								
Resolution Required : (Ordinary)			6 - Payment of Remuneration by way of profit linked commission to the Non-executive Directors, other than Chairman					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares 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	77644891	48890093	62.9663	48890093	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
	Total		48890093	62.9663	48890093	0	100.0000	0.0000
Public Non Institutions	E-Voting	301660141	65028061	21.5567	65026705	1356	99.9979	0.0021
	Poll		25438516	8.4328	25428316	10200	99.9599	0.0401
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		90466577	29.9895	90455021	11556	99.9872	0.0128
Total		379305032	139356670	36.7400	139345114	11556	99.9917	0.0083



RBL Bank Limited								
Resolution Required : (Ordinary)			7 - Increase in Authorised Share Capital					
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	77644891	52402422	67.4899	52402422	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
	Total		52402422	67.4899	52402422	0	100.0000	0.0000
Public Non Institutions	E-Voting	301660141	65028061	21.5567	65027841	220	99.9997	0.0003
	Poll		25433316	8.4311	25433216	100	99.9996	0.0004
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		90461377	29.9878	90461057	320	99.9996	0.0004
Total		379305032	142863799	37.6646	142863479	320	99.9998	0.0002



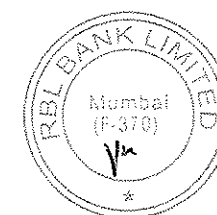
RBL Bank Limited								
Resolution Required : (Special)			8 - Alteration in the Memorandum of Association on account of increase in authorised share capital					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes 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	77644891	52402422	67.4899	52402422	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
	Total		52402422	67.4899	52402422	0	100.0000	0.0000
Public Non Institutions	E-Voting	301660141	65028022	21.5567	65027807	215	99.9997	0.0003
	Poll		25438516	8.4328	25430736	7780	99.9694	0.0306
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		90466538	29.9895	90458543	7995	99.9912	0.0088
Total		379305032	142868960	37.6660	142860965	7995	99.9944	0.0056



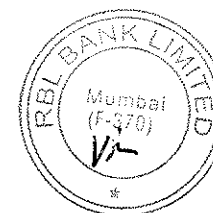
RBL Bank Limited								
Resolution Required : (Special)			9 - Increase in Borrowing Powers					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in 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	77644891	52402422	67.4899	52402422	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
	Total		52402422	67.4899	52402422	0	100.0000	0.0000
Public Non Institutions	E-Voting	301660141	65028049	21.5567	65027223	826	99.9987	0.0013
	Poll		25438516	8.4328	25438416	100	99.9996	0.0004
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		90466565	29.9895	90465639	926	99.9990	0.0010
Total		379305032	142868987	37.6660	142868061	926	99.9994	0.0006



RBL Bank Limited								
Resolution Required : (Special)			10 - Issue of Debt Securities on Private Placement 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	77644891	52402422	67.4899	52402422	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
	Total		52402422	67.4899	52402422	0	100.0000	0.0000
Public Non Institutions	E-Voting	301660141	65028061	21.5567	65024901	3160	99.9951	0.0049
	Poll		25438516	8.4328	25438416	100	99.9996	0.0004
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		90466577	29.9895	90463317	3260	99.9964	0.0036
Total		379305032	142868999	37.6660	142865739	3260	99.9977	0.0023



RBL Bank Limited								
Resolution Required : (Ordinary)			11 - Revision in the remuneration of Mr. Vishwavir Ahuja, Managing Director & CEO					
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	77644891	48890093	62.9663	48890093	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
	Total		48890093	62.9663	48890093	0	100.0000	0.0000
Public Non Institutions	E-Voting	301660141	65028061	21.5567	65019983	8078	99.9876	0.0124
	Poll		25438516	8.4328	25436436	2080	99.9918	0.0082
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		90466577	29.9895	90456419	10158	99.9888	0.0112
Total		379305032	139356670	36.7400	139346512	10158	99.9927	0.0073



RBL Bank Limited								
Resolution Required : (Special)			12 - Further issue of equity shares on preferential basis ("Preferential Issue")					
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	77644891	52402422	67.4899	52402422	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
	Total		52402422	67.4899	52402422	0	100.0000	0.0000
Public Non Institutions	E-Voting	301660141	65028071	21.5567	65023055	5016	99.9923	0.0077
	Poll		25438516	8.4328	25438416	100	99.9996	0.0004
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		90466587	29.9895	90461471	5116	99.9943	0.0057
Total		379305032	142869009	37.6660	142863893	5116	99.9964	0.0036



RBL BANK LIMITED

(CIN: U65191PN1943PLC007308)
Reg. Office: 1st Lane, Shahupuri, Kolhapur-416001.

CONSOLIDATED SCRUTINIZER'S REPORT

ON

**THE ELECTRONIC VOTING AND POLL AT THE VENUE OF THE
74TH ANNUAL GENERAL MEETING OF RBL BANK LIMITED HELD**

ON

AUGUST 4, 2017.

ALWYN D'SOUZA

**ALWYN JAY & CO.
COMPANY SECRETARIES**

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:022-28125781 ; Mob: 09820465195; 09819334743

Email : alwyn.co@gmail.com Website: www.alwynjay.com

ALWYN D'SOUZA

ALWYN JAY & CO.
COMPANY SECRETARIES

Annex-103, Dimple Arcade, Asha Nagar, Kandivali (East), Mumbai 400101.

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Email : alwyn.co@gmail.com Website: www.alwynjay.com

Report of the Scrutinizer

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

To,

The Chairman

of 74th Annual General Meeting of the Equity Shareholders of RBL BANK LIMITED held on Friday, August 4, 2017 at 11.30 a.m., at Residency Club, C.T. S. No. E 2124, E Ward, Near Bawda Post Office, Opp. PWD Office, New Palace, Tarabai Park, Kolhapur 416 003.

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 the remote electronic voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 and voting by poll process under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Amendment Rules, 2015 at the venue of, and on the resolutions contained in the Notice calling the 74th Annual General Meeting of the Bank held on Friday August 4, 2017 at 11.30 a.m. read with Addendum to the said Notice dated July 7, 2017, at Residency Club, C.T. S. No. E 2124, E Ward, Near Bawda Post Office, Opp. PWD Office, New Palace, Tarabai Park, Kolhapur 416 003, submit report as under:

- a) The Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to remote E-Voting and voting by use of poll by the members in person or by proxy on the resolutions proposed in the Notice calling the 74th Annual General Meeting of the Bank is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner, and render a consolidated scrutinizer's report to the chairman on the result of voting of the resolutions based on the reports generated from the electronic voting system by the Central Depository Services (India) Limited ("CDSL") and the report provided by the Registrar and Transfer Agents viz., Link Intime India Private Limited on the results of poll conducted at the venue of the meeting .



- b) The remote e-voting was concluded on Thursday, August 3, 2017 at 5:00 PM.
- c) At the 74th Annual General Meeting of the Bank held on August 4, 2017, the Chairman at the end of the discussions on the resolution(s) announced the voting by use of polling papers, to facilitate the members present in the meeting who could not participate in the remote e-voting, to record their votes.
- d) I have issued scrutinizer's report separately on the remote e-voting and voting through the polls at the meeting and I hereby submit a consolidated scrutinizer's report of the result of voting on the resolutions contained in the Notice of the 74th Annual General Meeting and the aforesaid Addendum.
- e) The consolidated result of the remote e-voting together with that of the polls at the venue of the meeting is as under

1. RESOLUTION NO.1 AS AN ORDINARY RESOLUTION:

To consider and adopt:

- a. the Audited Financial Statements of the Bank for the financial year ended March 31, 2017 together with the Reports of the Board of Directors and the Auditors thereon.
- b. the Audited Consolidated Financial Statements of the Bank for the financial year ended March 31, 2017 and the Report of the Auditors thereon.

(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	251	11,73,81,294	-
Voting by Poll at the AGM	144	2,54,38,516	-
TOTAL	395	14,28,19,810	100.00

(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	Nil	Nil	-
Voting by Poll at the AGM	Nil	Nil	-
TOTAL	Nil	Nil	0.00



(iii) Invalid /abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	Nil	Nil
Voting by Poll at the AGM	5	1,18,945
TOTAL	5	1,18,945

2. RESOLUTION NO.2 AS AN ORDINARY RESOLUTION:

To declare dividend on equity shares.

(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	253	11,74,30,284	-
Voting by Poll at the AGM	144	2,54,38,516	-
TOTAL	397	14,28,68,800	100.00

(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	4	234	-
Voting by Poll at the AGM	Nil	Nil	-
TOTAL	4	234	0.00

(iii) Invalid /abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	Nil	Nil
Voting by Poll at the AGM	5	1,18,945
TOTAL	5	1,18,945



3. RESOLUTION NO.3 AS A ORDINARY RESOLUTION:

To appoint Director in place of Mr. Narayan Ramachandran (DIN 01873080), who retires by rotation and being eligible, offers himself for re-appointment.

(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	243	11,36,36,635	-
Voting by Poll at the AGM	144	2,54,38,516	-
TOTAL	387	13,90,75,151	99.80

(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	4	2,81,505	-
Voting by Poll at the AGM	Nil	Nil	-
TOTAL	4	2,81,505	0.20

(iii) Invalid /abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	Nil	Nil
Voting by Poll at the AGM	5	1,18,945
TOTAL	5	1,18,945



4. RESOLUTION NO.4 AS A ORDINARY RESOLUTION:

To appoint M/s. B.S.R. & Co., LLP, Chartered Accountants (Firm Registration No. 101248W/W-100022) or such other auditors as may be approved by RBI as the Statutory Auditors of the Bank to hold office from the conclusion of this Annual General Meeting ("AGM") till the conclusion of the Seventy Fifth AGM of the Bank to be held in the year 2018.

(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	243	11,61,26,767	-
Voting by Poll at the AGM	144	2,54,38,516	-
TOTAL	387	14,15,65,283	99.09

(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	12	13,03,702	-
Voting by Poll at the AGM	Nil	Nil	-
TOTAL	12	13,03,702	0.91

(iii) Invalid /abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	Nil	Nil
Voting by Poll at the AGM	5	1,18,945
TOTAL	5	1,18,945



5. RESOLUTION NO.5 AS AN ORDINARY RESOLUTION:

Authority to the Board of Directors to appoint Branch Auditors.

(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	254	11,71,76,820	-
Voting by Poll at the AGM	143	2,54,35,666	-
TOTAL	397	14,26,12,486	99.82

(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	2	2,53,688	-
Voting by Poll at the AGM	Nil	Nil	-
TOTAL	2	2,53,688	0.18

(iii) Invalid /abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	Nil	Nil
Voting by Poll at the AGM	6	1,21,795
TOTAL	6	1,21,795



6. RESOLUTION NO.6 AS AN ORDINARY RESOLUTION:

Payment of Remuneration by way of profit linked commission to the Non-executive Directors, other than Chairman.

(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	239	11,39,16,798	-
Voting by Poll at the AGM	142	2,54,28,316	-
TOTAL	381	13,93,45,114	99.99

(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	8	1,356	-
Voting by Poll at the AGM	2	10,200	-
TOTAL	10	11,556	0.01

(iii) Invalid /abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	Nil	Nil
Voting by Poll at the AGM	5	1,18,945
TOTAL	5	1,18,945



7. RESOLUTION NO.7 AS AN ORDINARY RESOLUTION:

Increase in Authorised Share Capital.

(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	252	11,74,30,263	-
Voting by Poll at the AGM	142	2,54,33,216	-
TOTAL	394	14,28,63,479	100.00

(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	3	220	-
Voting by Poll at the AGM	1	100	-
TOTAL	4	320	0.00

(iii) Invalid /abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	Nil	Nil
Voting by Poll at the AGM	5	1,18,945
TOTAL	5	1,18,945



8. RESOLUTION NO.8 AS A SPECIAL RESOLUTION:

Alteration in the Memorandum of Association on account of increase in Authorised Share Capital.

(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	252	11,74,30,229	-
Voting by Poll at the AGM	142	2,54,30,736	-
TOTAL	394	14,28,60,965	99.99

(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	2	215	-
Voting by Poll at the AGM	2	7,780	-
TOTAL	4	7,995	0.01

(iii) Invalid /abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	Nil	Nil
Voting by Poll at the AGM	5	1,18,945
TOTAL	5	1,18,945



9. RESOLUTION NO.9 AS A SPECIAL RESOLUTION:

Increase in Borrowing Powers.

(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	251	11,74,29,645	-
Voting by Poll at the AGM	143	2,54,38,416	-
TOTAL	394	14,28,68,061	100.00

(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	3	826	-
Voting by Poll at the AGM	1	100	-
TOTAL	4	926	0.00

(iii) Invalid /abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	Nil	Nil
Voting by Poll at the AGM	5	1,18,945
TOTAL	5	1,18,945



10. RESOLUTION NO.10 AS A SPECIAL RESOLUTION:

Issue of Debt Securities on Private Placement 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	250	11,74,27,323	-
Voting by Poll at the AGM	143	2,54,38,416	-
TOTAL	393	14,28,65,739	100.00

(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	5	3,160	-
Voting by Poll at the AGM	1	100	-
TOTAL	6	3,260	0.00

(iii) Invalid /abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	Nil	Nil
Voting by Poll at the AGM	5	1,18,945
TOTAL	5	1,18,945



11. RESOLUTION NO.11 AS AN ORDINARY RESOLUTION:

Revision in the remuneration of Mr. Vishwavir Ahuja, Managing Director & CEO.

(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	237	11,39,10,076	-
Voting by Poll at the AGM	141	2,54,36,436	-
TOTAL	378	13,93,46,512	99.99

(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	10	8,078	-
Voting by Poll at the AGM	3	2,080	-
TOTAL	13	10,158	0.01

(iii) Invalid /abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	Nil	Nil
Voting by Poll at the AGM	5	1,18,945
TOTAL	5	1,18,945



12. RESOLUTION NO.12 AS A SPECIAL RESOLUTION:

Further issue of equity shares on preferential basis ("Preferential Issue").

(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	249	11,74,25,477	-
Voting by Poll at the AGM	143	2,54,38,416	-
TOTAL	392	14,28,63,893	100.00

(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	7	5,016	-
Voting by Poll at the AGM	1	100	-
TOTAL	8	5,116	0.00

(iii) Invalid /abstain votes:

Particulars of Voting	Total number of members whose votes were declared invalid	Total number of votes cast by them
Remote e-Voting	Nil	Nil
Voting by Poll at the AGM	5	1,18,945
TOTAL	5	1,18,945

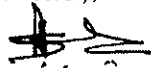
Based on the foregoing, the Resolution No.(s) 1 to 12 shall be deemed to have been passed with the requisite majority.



All the relevant records of Voting is under my safe custody until the Chairman considers, approves and signs the Minutes of the 74th Annual General Meeting and the same shall be handed over to the Chairman or the Company Secretary of the Bank for safe keeping.

Thanking you.

Sincerely,



ALWYN D'SOUZA
ALWYN JAY & CO.,
Company Secretaries
Membership No : F.C.S 5559,
Certificate of Practice No : 5137
Practising Company Secretary
Place : Kolhapur
Date : August 4, 2017

Countersigned by :

For RBL BANK LIMITED



Company Secretary