



Partners:

CS Puzhankara Sivakumar M.com, FCMA, FCS

CS Madhusudhanan E.P. M.com, FCS, FCMA, IP, RV, DIA, DCG (ICSI)

CS Anju Panicker BA, LLB (Hons.), FCS

CS R Srikar Pai B.com, LLB, CAIIB, FCS

CS Ruchira Jharkhandi B.Com, FCS, LLB

REPORT OF SCRUTINIZER

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014]

To,

Shri. Krishnan Venkat Subramanian
Managing Director & CEO

The Federal Bank Ltd

CIN: L65191KL1931PLC000368

Federal Towers P B No 103 Alwaye,
Ernakulam, Kerala, India, 683101

Dear Sir,

Sub: Scrutinizer's Report on Postal Ballot conducted through Remote e-Voting by the Equity Shareholders of M/s. The Federal Bank Ltd (CIN: L65191KL1931PLC000368) pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended.

I, Puzhankara Sivakumar, Managing Partner of SEP & Associates, Company Secretaries, holding Membership No. FCS 3050 and Certificate of Practice No. 2210, having office at Building No. C.C 31/1590, Felix Road, Thammanam, Cochin-682032, was appointed as Scrutinizer on 29th April 2026 by the Board of Directors of M/s. The Federal Bank Limited ("the Company") having CIN: L65191KL1931PLC000368, for the purpose of scrutinizing in a fair and transparent manner, the postal ballot voting process conducted through remote e-voting in respect of the resolutions proposed in the Postal Ballot Notice dated 29th April 2026.

We hereby submit our report as under:

The Management of the Company is responsible for ensuring compliance with the provisions of Sections 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force), General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 3/2025 dated September 22, 2025 issued by Ministry of Corporate Affairs ("MCA Circulars"), SEBI Circulars, Secretarial Standard -2 issued by the Institute of Company Secretaries of India (ICSI), as well as the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") relating to voting through electronic means on the resolutions contained in the Postal Ballot Notice.



Pursuant to the aforesaid MCA Circulars and other applicable provisions, the Postal Ballot Notice dated 29th April, 2026 was sent only through electronic mode to those members whose names appeared on the Register of Members as on the cut-off date reckoning the eligibility to vote, i.e., 30th April 2026 and whose e-mail IDs are registered with the Depositories/RTA. A note on detailed procedure for casting vote via remote e-voting, as well as a statement pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolution(s) mentioned in the Postal Ballot Notice formed part of the said Notice.

The Notice was placed on the website of the Company at <https://www.federal.bank.in/> and could also be accessed from the websites of the Stock Exchanges, i.e. BSE Limited ('BSE') at www.bseindia.com and National Stock Exchange of India Limited ('NSE') at www.nseindia.com and on the website of National Securities Depository Limited ('NSDL'), the agency for providing the Remote e-voting facility, i.e., www.evoting.nsdl.com.

The Company had also published advertisements on Wednesday, May 06th, 2026, in Financial Express, an English newspaper, and Deepika, a Malayalam newspaper, regarding the completion of dispatch of the Postal Ballot Notice, along with the other prescribed disclosures with respect to the timelines and the remote e-voting process.

The Company availed the services of NSDL for extending the facility of providing remote e-voting to the Shareholders of the Company.

The remote e-voting facility commenced on Wednesday, May 06, 2026, at 09:00 a.m. (IST) and ended on Thursday, 04th June 2026 at 05:00 p.m. (IST). Thereafter, the remote e-voting facility was disabled by NSDL.

The votes cast under remote e-voting facility were subsequently unblocked in the presence of two witnesses who were not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Witness 1:

K Gokul Krishnan

S/o. K.P Gopalakrishnan (Late)

Heera Vastugramam,

Nilampathinja Mughal Rd,

Kakkanad, Kerala 682039

Occupation: Apprenticeship Trainee

Witness 2:

Aishwarya R. Kartha

D/o. Radhakrishnan N.K

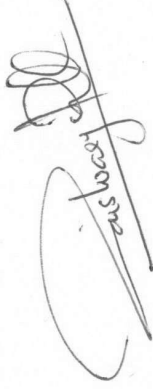
Nellipillai (H)

Near Vengoor Devi Temple,

Vengoor P.O,

Ernakulam, Kerala – 683546

Occupation: Apprenticeship Trainee



I have scrutinized and reviewed the votes cast by the shareholders through remote e-voting based on the data downloaded from the NSDL e-voting system at www.evoting.nsdl.com.

My responsibility as scrutinizer for remote e-voting is limited to preparing and submitting the Scrutinizer's Report of the votes cast in favour of or against the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by NSDL.

The report on the result of voting through remote e-voting in respect of the said resolution is as under:

SPECIAL BUSINESS:

Item No.1: Ordinary Resolution

Re-appointment of Mr. Harsh Dugar (DIN: 00832748) as a Whole-time Director, designated as an Executive Director of the Bank

(i) Voted in favour of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	3488	1,63,49,37,891	99.0419%
TOTAL	3488	1,63,49,37,891	99.0419%

(ii) Voted against the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	176	1,58,15,965	0.9581%
TOTAL	176	1,58,15,965	0.9581%

(iii) Invalid Votes:

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting	0	0
TOTAL	0	0



The total number of votes cast in favour of the resolution is more than the number of votes cast against the resolution. Accordingly, the Ordinary Resolution set out in Item No. 1 of the Postal Ballot Notice may be considered as duly passed.

Item No. 2 – Ordinary Resolution

Payment of Variable Pay – Cash Component to Mr. Shyam Srinivasan (DIN: 02274773), Former Managing Director & CEO of the Bank for the FY 2024-25

(i) Voted in favour of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	3355	1,65,04,46,557	99.9833%
TOTAL	3355	1,65,04,46,557	99.9833%

(ii) Voted against the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	292	2,75,540	0.0167%
TOTAL	292	2,75,540	0.0167%

(iii) Invalid Votes:

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting	0	0
TOTAL	0	0

The total number of votes cast in favour of the resolution is more than the number of votes cast against the resolution. Accordingly, the Ordinary Resolution set out in Item No. 2 of the Postal Ballot Notice may be considered as duly passed.



Item No. 3 – Ordinary Resolution

Payment of Variable Pay – Cash Component to Ms. Shalini Warriar (DIN: 08257526), Former Executive Director of the Bank for the FY 2024-25.

(i) Voted in favour of the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	3353	1,65,04,50,952	99.9830%
TOTAL	3353	1,65,04,50,952	99.9830%

(ii) Voted against the resolution:

Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting	298	2,80,527	0.0170%
TOTAL	298	2,80,527	0.0170%

(iii) Invalid Votes:

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting	0	0
TOTAL	0	0

The total number of votes cast in favour of the resolution is more than the number of votes cast against the resolution. Accordingly, the Ordinary Resolution set out in Item No. 3 of the Postal Ballot Notice may be considered as duly passed.

Based on the aforesaid results, I report that the resolutions as set out in Item No. 1 to 3 of the Postal Ballot Notice dated April 29, 2026, have been duly passed as per the provisions of SEBI/Companies Act, 2013.



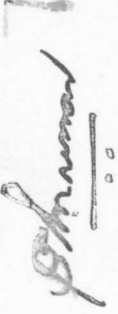
All electronic data and other relevant records in connection with this e-voting has been handed over to the Company Secretary of the Company for safe-keeping.

Thanking You

UDIN: F003050H000582519

Yours Faithfully

For SEP & Associates,
Company Secretaries
(Peer Review Certificate no.: 6780/2025)



CS Puzhankara Sivakumar
Managing Partner
M. No. F3050 COP No. 2210



Date: 04.06.2026
Place: Kochi

For The Federal Bank Limited

Digitally signed by
KRISHNAN
VENKAT
SUBRAMANIAN
Date: 2026.06.04
19:27:37 +05'30'

KVS Manian
Managing Director & CEO