YBL/CS/2022-23/039

July 15, 2022

**National Stock Exchange of India Limited**
Exchange Plaza, Plot no. C/1, G Block,
Bandra - Kurla Complex, Bandra (E)
Mumbai - 400 051
Tel.: 2659 8235/36 8458
**NSE Symbol: YESBANK**

**BSE Limited**
Corporate Relations Department
P.J. Towers, Dalal Street
Mumbai – 400 001
Tel.: 2272 8013/15/58/8307
**BSE Scrip Code: 532648**

Dear Sirs,

**Sub: Outcome/ Proceedings of the Eighteenth Annual General Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

We wish to inform you that the Eighteenth Annual General Meeting ("**AGM**") of YES Bank Limited was held on **Friday, July 15, 2022 at 10:30 AM IST**, through Video Conferencing ("**VC**") / Other Audio Visual Means ("**OAVM**").

We would further like to inform that, in line with clause 5(7) of the YES Bank Limited Reconstruction Scheme, 2020 ("the Scheme"), the shareholders have approved the constitution of the alternate Board of the reconstructed Bank in accordance with the procedure laid down in the Bank's Memorandum and Articles of Association. .

The term of the two Additional Directors appointed by RBI viz. Mr. R. Gandhi and Mr. Ananth Narayan Gopalakrishnan is valid up to March 23, 2023 or till further orders, whichever is earlier.

Accordingly, the composition of alternate Board as under:

a. Mr. Atul Malik, Independent Director
b. Ms. Rekha Murthy, Independent Director
c. Mr. Sharad Sharma, Independent Director
d. Ms. Nandita Gurjar, Independent Director
e. Mr. Sanjay Kumar Khemani, Independent Director
f. Mr. Sadashiv Srinivas Rao, Independent Director
g. Mr. T Keshav Kumar, Non-Executive Non-Independent Director
h. Mr. Sandeep Tewari, Non-Executive Non-Independent Director
i. Mr. Prashant Kumar, Director
j. Mr. R. Gandhi, Additional Director appointment by RBI
k. Mr. Ananth Narayan Gopalakrishnan, Additional Director appointment by RBI.

The term of the Independent Directors i.e. Mr. Atul Malik, Ms. Rekha Murthy, Mr. Sharad Sharma, Ms. Nandita Gurjar, Mr. Sanjay Kumar Khemani and Mr. Sadashiv Srinivas Rao shall be for a period of five years from the date of declaration of results i.e. July 15, 2022 till July 14, 2027. Mr. T Keshav Kumar and Mr. Sandeep Tewari are appointed as Non-Executive Non-Independent Director, liable to retire by rotation.

The brief profile of the aforesaid Directors is attached herewith. Further, please note that none of the Directors are related to each other or the Key Managerial Personnel of the Bank and they are not debarred from holding the office of a director, by virtue of any SEBI order or any such authority.

Further, Mr. Sunil Mehta, Chairman, Mr. Mahesh Krishnamurti and Mr. Atul Bheda, Board Members appointed under the Notification dated March 13, 2020 of the Scheme and Mr. V. S. Radhakrishnan, Nominee Director (Non-Executive) of State Bank of India (SBI) have demitted their office as director(s) of the Bank on conclusion of the AGM.

The Bank had appointed Mr. B. Narasimhan, Proprietor, M/s. BN & Associates, Practicing Company Secretary, as the Scrutinizer for the remote e-voting and e-voting at the AGM. As per the Scrutinizer's Report, all Resolutions contained in the Notice of the AGM were approved by the Shareholders with requisite majority and all the resolutions were declared as passed on July 15, 2022

Accordingly, we hereby submit the following disclosures:

1. Press Release;
2. Combined Scrutinizer's Report as on July 15, 2022
3. Brief Profile of the Directors forming part of alternate Board; and
4. Summary of AGM Proceedings under Regulation 30 of the Listing Regulations.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For **YES BANK LIMITED**

SHIVANAND RAMA SHETTIGAR
Digitally signed by SHIVANAND RAMA SHETTIGAR
Date: 2022.07.15 20:44:05 +05'30'

**Shivanand R. Shettigar**
**Company Secretary**

Encl.: As above

*Press Release*

# Shareholders fully support all Resolutions proposed by the Board of Directors of YES BANK at the 18th Annual General Meeting

**Mumbai, July 15, 2022:** The General body of the Shareholders of YES BANK, has approved all the 15 Resolutions with an overwhelming majority, in the 18th Annual General Meeting (AGM) held virtually on July 15, 2022, Friday. The outcome reflects a summation of remote E-voting and voting through electronic means at the AGM.

*L-R: Mr. Niranjan Banodkar, CFO; Mr. Sharad Sharma, Non-Executive Director; Mr. Atul Bheda, Non-Executive Director; Mr. Prashant Kumar, MD&CEO; Mr. Sunil Mehta, Chairman; Mr. Ananth Narayan Gopalakrishnan, Additional Director appointed by RBI; Mr. V. S. Radhakrishnan, SBI Nominee Director; Ms. Rekha Murthy, Non-Executive Director; and Mr. Shivanand Shettigar, Company Secretary.*

*Mr. Mahesh Krishnamurti, Non- Executive Director; Mr. R. Gandhi, Additional Director appointed by RBI and Mr. Atul Malik, Non- Executive Director attended the AGM remotely.*

The Shareholders approved the following:

**Ordinary Business:**

1) Adoption of Annual Audited standalone and consolidated financial statements of the Bank for the year ended March 31, 2022 (Ordinary Resolution);

**Special Business:**

2) Authorized capital raising through issuance of debt securities (Special Resolution);
3) Approved amendment to the Employees Stock Option Scheme of the Bank, namely YBL Employee Stock Option Scheme, 2020;
4) Approved material related party transactions with State Bank of India and material modification(s) thereto;
5) Approved the payment of fixed remuneration to Non-Executive Directors of the Bank;
6) Approved payment of remuneration to Mr. Prashant Kumar (DIN: 07562475) as Managing Director and Chief Executive Officer of the Bank;
7) Appointed Mr. Atul Malik (DIN - 07872539) as an Independent Director;
8) Appointed Ms. Rekha Murthy (DIN - 07825183) as an Independent Director;
9) Appointed Mr. Sharad Sharma (DIN - 05160057) as an Independent Director;
10) Appointed Ms. Nandita Gurjar (DIN - 01318683) as an Independent Director;
11) Appointed Mr. Sanjay Kumar Khemani (DIN - 00072812) as an Independent Director;
12) Appointed Mr. Sadashiv Srinivas Rao (DIN – 01245772) as an Independent Director;
13) Appointed Mr. T Keshav Kumar (DIN – 09623382) as a Non-Executive Non-Independent Director;
14) Appointed Mr. Sandeep Tewari (DIN – 09623300) as a Non-Executive Non-Independent Director;
15) Appointed Mr. Prashant Kumar (DIN: 07562475) as a Director.

Speaking on the occasion**, Mr. Sunil Mehta, Chairman, YES BANK** said,

"The Bank's restructuring has heralded a radical transformation in its financial performance. In the last financial year, we focused on delivering on the underlying growth potential of the Bank after setting up a resilient scaffolding of optimized risk-management practices and robust internal structures. Despite the recent challenges of the pandemic, geopolitical tensions and the disruption to the supply chains, your Bank has performed exceptionally well.

This new resurgence, I am talking about is amply evident from the numbers we have posted for the financial year 2021-22. It is a turnaround that we all are proud to be part of. **From a net loss of INR 16,418 crores and INR 3,462 crores for FY20 and FY21, the Bank now stands firm on a robust foundation and can boast of a respectable net profit of INR 1,066 crores for FY22**. Even in terms of other key performance indicators, the Bank has done exceedingly well over the past two years –

- **Deposits have nearly doubled** from INR 1.05 lakh crore to INR 1.97 lakh crore with CASA Ratio back in excess of 30%.
- Significant corrections and improvements in the liquidity position and funding structure of the Bank expressed through **CD Ratio improving from 163% to 92%** and **Liquidity Coverage Ratio improving from 37% to 127%**
- Raised INR 15,000 crores of equity capital in July 2020 through one of the largest public issues in the country enabling **CET1 Ratio to improve from 6.3% to 11.6%**
- **Continuous granularization of the balance sheet**, with Retail / MSME mix improving from 44% to 60%

The key financials of FY22 attests to our performance.

our total net income for FY22 stands at INR 9,760 crore, our operating profit at INR 2,916 crore, and our net profit, as I mentioned before, at an impressive INR 1,066 crore. Our loan book grew by 9%, with gross disbursements of INR 70,000 crore across all segments. Our net NPAs, while still on the higher side, has come down considerably to 4.5% and are set to slide down further. Additionally, we have a very healthy Capital Adequacy Ratio of 17.4% and a respectable CASA ratio of 31.1% which has improved by 500bps in one year. Our current account deposits and our saving accounts deposits have leapfrogged ahead growing by 39% and 48% respectively. **Our digital lead can be estimated from the fact that the Bank processes nearly every third digital transaction in India**.

Our cash recoveries from stressed assets have been improving year on year, with the recoveries and upgrades in FY22 at INR 7,290 crores compared to INR 5,782 crores in the previous financial year.

**I am pleased to advise that your Bank has signed a binding term sheet with JCF ARC LLC and JC Flowers Asset Reconstruction Private Limited for strategic partnership in relation to sale of identified non-performing loans of the Bank of ~Rs. 48,000 Crores. Pursuant to fulfilment of requisite pre-conditions, the said agreements have now become effective as on July 15, 2022.** Bank is expected to soon launch a transparent bidding process on Swiss Challenge basis for sale of the identified portfolio using JC Flowers's bid as the base bid. **JC Flowers** is a highly respected and a leading investor in the global stressed assets sector.

As the Bank turns a new leaf, it not only remains unceasingly committed to Environmental, Social and Governance (ESG) principles but also aims to capitalize on its ESG leadership and performance, as a strategic differentiator in its next phase of growth. **Through its decade of sustainability reporting, YES BANK has consistently augmented its scope of ESG disclosures and alignment with international benchmark disclosure frameworks**

With the alternate Board in place upon conclusion of this AGM, YES BANK achieved another significant milestone exiting the Restructuring Scheme, signaling the confidence of the stakeholders that were responsible for navigating the Bank out of the Reconstruction Scheme. YES BANK's shareholders and stakeholders can now optimistically envision and count on a more fruitful and promising future.

I want to take this opportunity to heartily express my gratitude to all the 25,000+ YES BANKers and over 47 lakh shareholders, whose faith in this Bank's recovery lent us determination and courage and egged us on to deliver to you a world-class bank that is now poised for a new resurgence of growth."

The 18th AGM of YES BANK held on Friday, July 15, 2022 was attended by all the 10 Board Members as under:

- **Mr. Sunil Mehta, Chairman**
- **Mr. Prashant Kumar, Managing Director and CEO**
- **Mr. Atul Bheda**
- **Mr. Mahesh Krishnamurti**
- **Mr. R Gandhi**
- **Mr. Ananth Narayan Gopalakrishnan**
- **Mr. V S Radhakrishnan**
- **Mr. Atul Malik**
- **Ms. Rekha Murthy**
- **Mr. Sharad Sharma**

**About YES BANK**

*YES BANK is a 'Full Service Commercial 'Bank' providing a complete range of products, services and technology driven digital offerings, catering to Retail, MSME as well as corporate clients. YES BANK operates its Investment banking, Merchant banking & Brokerage businesses through YES SECURITIES, a wholly owned subsidiary of the Bank. Headquartered in Mumbai, it has a pan-India presence including an IBU at GIFT City, and a Representative Office in Abu Dhabi.*
*For more information, please visit the Bank's website at http://www.yesbank.in/*

**For further information, please contact:**

**YES BANK**
Neha Chandwani
VP, Corporate Communication
Email: Neha.Chandwani@YESBANK.in

BN &
ASSOCIATES
Company Secretaries

**Combined Scrutinizer's Report on Remote E-voting & Voting conducted at the 18th Annual General Meeting of YES BANK Limited held on Friday, July 15, 2022**

To,

**The Chairman**
**YES BANK Limited**
YES BANK House
Off Western Express Highway,
Santacruz East
Mumbai - 400 055

**18th Annual General Meeting ("AGM") of the Equity Shareholders of YES BANK Limited held on Friday, July 15, 2022 by means of Video Conferencing (VC) / Other Audio Visual Means (OAVM) at 10.30 AM IST**

**Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended, the General Circulars No. 2/2022 dated May 5, 2022 and 21/2021 dated December 14, 2021 read with Circular No. 20/2020 dated May 5, 2020 alongwith Circular Nos. 14 & 17/2020 dated April 8, 2020 and April 13, 2020 respectively, and the Securities and Exchange Board of India ('SEBI') Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (collectively referred to as "Applicable Circulars"). The said Applicable Circulars have given various relaxations including, holding of the AGM through VC/ OAVM and relaxation from dispatching of physical copy of Annual Report, in view of COVID-19 restrictions and social distancing norms. Accordingly, in compliance with the provisions of the Act, SEBI LODR Regulations and the Applicable Circulars, the 18th AGM of the Bank is being conducted through VC/OAVM Facility, without the physical presence of members.**

The Board of Directors of YES BANK Limited (*hereinafter referred to as the "**Bank**"*) at its meeting held on May 06, 2022 has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("**SEBI LODR Regulations**") as amended by the Applicable Circulars issued in this connection both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted. **The Applicable Circulars provides for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID -19 (CORONAVIRUS) pandemic.** I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the Applicable Circulars.

Company Secretaries BN & ASSOCIATES PCS No. 10440 Mumbai



601/ 602, B Wing, Cosmic Heights, Bhakti Park, Imax Theater Compound, Wadala (E), Mumbai - 400 037.
T : +91 22 2403 6596 M : +91 90040 89490 / 98201 42331 E : narasimhan.b8@gmail.com / bn@bnpassociates.in

**Report on Scrutiny:**

The Bank had appointed Central Depository Services (India) Ltd. (**'CDSL'**) as the **Service Provider**, for the purpose of extending the facility of Remote E-Voting to the Members of the Bank and for voting

electronically at the meeting.

- KFin Technologies Ltd. (formerly KFin Technologies Private Ltd.) are the Registrar and Share Transfer Agents (**'RTA'**) of the Bank.
- The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the 18th AGM of the Bank, which was held on Friday, July 15, 2022.
- The Service Provider had set up electronic voting facility on their website, https://www.evotingindia.com. The Bank had uploaded the Notice of AGM containing all the items of the business to be transacted at the **18th AGM o**n the website of the Bank and also it's Service Provider and also on the websites of Stock Exchanges viz BSE Limited and National Stock Exchange of India Limited to facilitate their Members to cast their vote through Remote E-Voting.
- The Management of the Bank is responsible for ensuring compliance with the requirements of the Act and the Rules there under and SEBI LODR Regulations.
- My responsibility as the Scrutinizer of the voting process (through E-voting), was restricted to scrutinize the E-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by CDSL, the service provider.
- The cut-off date for the dispatch of the Notice of the AGM was Friday, June 10, 2022 and as on that date, there were 47,27,003 Members of the Bank. As mentioned in the **Applicable Circulars,** the service provider had sent the Notices of the AGM along with Annual Report and e-voting details by email to 45,44,708 Members constituting 96.14.% of the total members, whose email ID was made available by the Depositories and the RTA of the Bank. For those Members whose email ID was not available, or holding in physical form, who had not registered their email ID with the RTA the Notices could not be sent.
- The Bank had advertised in the newspapers, asking those members who have not provided their email ID to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM. The Notices sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the **Applicable Circulars.**
- The **Cut-off date** for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was Friday, **July 8, 2022**.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for three days from **Tuesday July 12, 2022 at 10.00 A.M. to Thursday, July 14, 2022 at 5:00 P.M.**
- The Bank completed the dispatch of the notices by email to the members by June 15, 2022.
- As prescribed in clause IV of the Circular dated May 5, 2020 issued by MCA, which is forming part of the **Applicable Circulars**, the Bank had released an advertisement prior to sending Notices to the Shareholders which was published in English in 'Free Press Journal' newspaper having country-wide circulation dated June 14, 2022 and in Marathi in

Company Secretaries BNL & ASSOCIATES PCS No. 10440 Mumbai

'Navshakti' newspaper dated June 14, 2022. The Notice contained the required information as provided under clause IV (a) to (f) of the said circular.

- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Bank also released an advertisement, which was published more than 21 days before the date of the AGM in English in 'Free Press Journal' newspaper having country-wide circulation dated June 17, 2022 and in Marathi in 'Navshakti' newspaper dated June 17, 2022. The Notice published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the e-voting period on July 14, 2022 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.
- At the 18th AGM of the Bank held through VC / OAVM means, on Friday July 15, 2022, after considering all the items of business, the facility to vote electronically was provided to facilitate those members who are attending the meeting through VC / OAVM but could not participate in the Remote E-voting to record their votes.
- On July 15, 2022, after tabulating the votes cast electronically through the system provided by CDSL, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Amita Jadav and Mr. Deepak Shukla who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20. After unblocking the votes cast, the total votes cast both through remote e-voting and by voting through electronic means at the AGM, were consolidated and the final Scrutinizer's Report was prepared.
- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows:

**The results of the Remote E-voting together with that of the voting conducted at the AGM by way of Electronic means are as under:**

| Details | Remote E-voting | Voting through electronic means at AGM | Total voting |
|---|---|---|---|
| Number of members who cast their votes | **5,918** | **66** | **5,983** |
| Total number of Shares held by them | **1417,21,83,333** | **8,69,729** | **1417,30,53,062** |
| Valid votes | As per details provided under each one of the Resolution(s) mentioned hereunder | | |
| Invalid Votes | Various as mentioned under each of the Resolution | | |

**Note:**

1. **Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through electronic voting at the AGM.**

2. ***State Bank of India along with its subsidiaries and associate enterprises holds 754,98,48,043 equity shares constituting 30.133% of the equity share capital of the Bank. In terms of provisions of Section 12(2) of the Banking Regulation Act, 1949 ('B R Act') and Gazette Notification DBR.PSBD. No. 1084/16.13.100/2016-17 dated 21st July 2016, further***

Company Secretaries PCS No. 10440

*read with Section 12B of the B R Act, State Bank of India along with its subsidiary and associate enterprises is entitled to exercise only 26% voting rights of the Bank. Accordingly, for the purpose of declaration of result of e-voting, we have restricted State Bank of India, its subsidiary and associate enterprises' shareholding to 6514295055 shares constituting 26% of total shareholding of the Bank.*

**ORDINARY BUSINESS**

**I) Item No. 1 of the Notice of the AGM (As an Ordinary Resolution):** ***To consider and adopt***

a. **the audited standalone financial statements of the Bank for the financial year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon; and**

b. **the audited consolidated financial statements of the Bank for the financial year ended March 31, 2022 and the Report of the Auditors thereon.**

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted/ Invalid Votes |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 12958996832 | 99.806 | 25205527 | 0.194 | 1188850703 |

**Item No. 1 of Notice of the AGM stands passed with the requisite majority**

**SPECIAL BUSINESS**

**II) Item No. 2 of the Notice of the AGM (As a Special Resolution):**
**To authorise capital raising through an issuance of debt instruments:**

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 12968533756 | 99.843 | 20402686 | 0.157 | 1184116620 |

**Item 2 of Notice of the AGM stands passed with the requisite majority**

**III) Item No. 3 of the Notice of the AGM (As a Special Resolution):**

**To approve amendments to the Employees Stock Option Scheme of the Bank, namely YBL Employee Stock Option Scheme 2020**

Company Secretaries BN & Associates PCS No. 10440, Mumbai

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 12847592472 | 98.912 | 141266553 | 1.088 | 1184194037 |

Item 3 of Notice of the AGM stands passed with the requisite majority

IV) Item No. 4 of the Notice of the AGM (As an Ordinary Resolution):

To approve material related party transactions with State Bank of India and material modification(s) thereto

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 6485952501 | 99.683 | 20630998 | 0.317 | 7666469563 |

Item 4 of Notice of the AGM stands passed with the requisite majority

V) Item No. 5 of the Notice of the AGM (As an Ordinary Resolution):

To approve the payment of fixed remuneration to Non-Executive Directors of the Bank

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 12955882527 | 99.748 | 32704546 | 0.252 | 1184465989 |

Item 5 of Notice of the AGM stands passed with the requisite majority.

VI) Item No. 6 of the Notice of the AGM (As an Ordinary Resolution):

**To approve payment of remuneration to Mr. Prashant Kumar (DIN: 07562475) as Managing Director and Chief Executive Officer of the Bank**

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 12966256747 | 99.826 | 22549298 | 0.174 | 1184247017 |

**Item 6 of Notice of the AGM stands passed with the requisite majority**

**VII) Item No.7 of the Notice of the AGM (As a Special Resolution):**

**To appoint Mr. Atul Malik (DIN - 07872539) as an Independent Director**

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 12879104995 | 99.201 | 103676888 | 0.799 | 1190271179 |

**Item 7 of Notice of the AGM stands passed with the requisite majority**

**VIII) Item No. 8 of the Notice of the AGM (As a Special Resolution):**

**To appoint Ms. Rekha Murthy (DIN - 07825183) as an Independent Director**

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 12858731508 | 99.044 | 124109688 | 0.956 | 1190211866 |

**Item 8 of Notice of the AGM stands passed with the requisite majority**

**IX) Item No. 9 of the Notice of the AGM (As a Special Resolution):**

Company Secretaries BN & Associates PCS No. 10440 Mumbai

To appoint Mr. Sharad Sharma (DIN - 05160057) as an Independent Director

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 12879431005 | 99.206 | 103033412 | 0.794 | 1190588645 |

Item 9 of Notice of the AGM stands passed with the requisite majority

X) Item No. 10 of the Notice of the AGM (As a Special Resolution):

To appoint Ms. Nandita Gurjar (DIN - 01318683) as an Independent Director

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 12915895573 | 99.486 | 66778307 | 0.514 | 1190379182 |

Item 10 of Notice of the AGM stands passed with the requisite majority

XI) Item No.11 of the Notice of the AGM (As a Special Resolution):

To appoint Mr. Sanjay Kumar Khemani (DIN - 00072812) as an Independent Director

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 12916561526 | 99.491 | 66112572 | 0.509 | 1190378964 |

Item 11 of Notice of the AGM stands passed with the requisite majority

XII) Item No. 12 of the Notice of the AGM (As a Special Resolution):

To appoint Mr. Sadashiv Srinivas Rao (DIN – 01245772) as an Independent Director

Company Secretaries BN & Associates PCS No. 10440 Mumbai

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 12916575960 | 99.490 | 66173623 | 0.510 | 1190303479 |

Item 12 of Notice of the AGM stands passed with the requisite majority

XIII) Item No. 13 of the Notice of the AGM (As an Ordinary Resolution):

To appoint Mr. T Keshav Kumar (DIN – 09623382) as a Non Executive Non Independent Director

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 12716626432 | 97.906 | 271933038 | 2.094 | 1184493592 |

Item 13 of Notice of the AGM stands passed with the requisite majority

XIV) Item No. 14 of the Notice of the AGM (As an Ordinary Resolution):

To appoint Mr. Sandeep Tewari (DIN – 09623300) as a Non Executive Non Independent Director

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| Total votes through Remote e-voting and voting by electronic means at the meeting | 12716492434 | 97.905 | 272136818 | 2.095 | 1184423810 |

Item 14 of Notice of the AGM stands passed with the requisite majority

XV) Item No. 15 of the Notice of the AGM (As an Ordinary Resolution):

To approve the appointment of Mr. Prashant Kumar (DIN: 07562475) as a Director

Company Secretaries BN & Associates Mumbai PCS No. 10440

| Manner of voting | Votes in favour of the resolution | | Votes against the resolution | | Abstained/ Less voted |
|---|---|---|---|---|---|
| | Nos. | % | Nos. | % | Nos. |
| **Total votes through Remote e-voting and voting by electronic means at the meeting** | **12912285289** | **99.410** | **76651935** | **0.590** | **1184115838** |

**Item 15 of Notice of the AGM stands passed with the requisite majority**

All the Resolutions mentioned in the Notice of the AGM dated June 8, 2022 as per the details above and as per the break up provided in the annexure attached stands passed under Remote E-voting and voting conducted at AGM Electronically with the requisite majority and hence deemed to be passed as on the date of the AGM.

I hereby confirm that I am maintaining the soft copy of the Registers received from the Service Provider in respect of the votes cast through Remote E-Voting and voting conducted at AGM by way of electronic means by the Members of the Bank. All other relevant records relating to remote e-voting and Electronic voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairperson signs the Minutes.

Thanking you,

Yours faithfully
**For BN & Associates**
**COMPANY SECRETARIES**

CS B Narasimhan
(Proprietor)
**(FCS no 1303 COP no 10440)**
**UDIN:F001303D000619239**

Place: Mumbai
Date: July 15, 2022

**The following were the witnesses to the unblocking the votes casts through remote e-voting.**

1. Ms. Amita Jadav

2. Mr. Deepak Shukla

**I have received the report:**

**Signature** _____

Date: July 15, 2022

Place: Mumbai

For YES BANK LIMITED

Shivanand R. Shetticar
Company Secretary

## Brief Profile of Directors

### Mr. Atul Malik

Mr. Atul Malik is a veteran banker with more than 30 years of widespread experience. Mr. Malik is currently a Senior Advisor to TPG for their financial services portfolio. He represents TPG as the Chairman of UBC, one of the largest private sector banks in Sri Lanka.,

Previously, he was a Senior Advisor to General Atlantic for their financial services portfolio.

Prior to joining General Atlantic, he was the CEO of Maritime Bank, one of the largest private banks in Vietnam, from 2012 to 2015 and a Senior Advisor to Asia Capital & Advisors, a boutique private equity firm, from 2011 to 2012.

Between 2007 and 2011, he was the Managing Director/Regional Head Asia – Private and Business Clients of Deutsche Bank with operations covering India, China and Vietnam. During this period, he was also a member of the DB Asia Pacific Executive Committee and the Global Private and Business Clients (PBC) Executive Committee, and was nominated as the Non-Executive Director of DB China Ltd.

During his 20-year-long career at Citibank that commenced in 1988 with Citibank India, Mr. Malik held a variety of senior roles., the last of which was as the Chief Executive Officer of Citibank Hong Kong (2004 to 2007).

Mr. Malik holds a Master's Degree in Business Administration from the Rice University, USA (1987) and B Tech Degree from IIT Bombay (1985).

### Ms. Rekha Murthy

Ms. Rekha Murthy has nearly 30 years of extensive global experience in the Technology sector across India, Asia Pacific and the USA. Her professional experience spans a successful career in cross-functional operations, P&L oversight, global sales, new market development, strategic marketing and distribution.

She has held senior and country leadership roles at leading global companies such as IBM, Harvard Business School Publishing, Wyse Technology, SAP, PeopleSoft, Digital Equipment Corporation and Korn Ferry International.

She is currently engaged with start-ups in an advisory role and as a mentor.

Her areas of interest are building leadership and management skills, global strategy, business and technology transformation and change management. She has extensive experience in advising and providing technology solutions to large enterprises across industries.

Ms. Murthy is an alumna of Harvard Business School and Indian Institute of Management, Bangalore and holds a Bachelor's degree in Engineering, Electronics and Telecommunications from Bangalore University.

**Mr. Sharad Sharma**

Mr. Sharad Sharma is a career banker with over forty years of banking experience. He was Managing Director of State Bank of Mysore, from August, 2012 to April, 2016, where he was seconded from State Bank of India (SBI). He joined Union Bank of India as Probationary Officer (PO) in 1975 before joining SBI in September, 1977.

He has held various assignments across all fields of a banking organisation, including exposure to international banking, when he was posted in SBI's 100%-owned Canadian banking subsidiary. His major interest has been primarily in the corporate and retail banking (Personal & SME segments).

He headed the Project Finance SBU of State Bank of India from 2005 - 2006, with key focus on infrastructure and wholesale lending. He also headed SBI's Global Markets Unit during 2009 to 2010, dealing with the mid- and back-office functions / correspondent banking of the Bank's forex operations. He drove policy-level intervention in the Risk Management area for SBI, where he headed the Risk Management Department, during 2010 - 2011, at the corporate level. As Chief General Manager, Chennai he primarily drove the Personal and SME businesses for SBI's Tamil Nadu and Puducherry operations during 2011- 2012.

In his nearly 4 years' role as MD, State Bank of Mysore, his key learning had been managing the external environment, through interface with the regulatory, social sector and State & Central Govt agencies. As the functional head of the Bank's Board, he was directly responsible for maintaining a high level of corporate governance, policy formulation and improved P&L of the Bank.

Mr. Sharma had been active in the banking industry, being in the Managing Committee of the Indian Banks Association, besides the Governing Board of Indian Institute of Banking & Finance. He has a Bachelor of Arts degree and is also a Certified Associate of the Indian Institute of Bankers. He has attended senior / top management level training programs at IIMs (Ahmedabad & Lucknow), Duke University and Booth School, University of Chicago.

**Ms. Nandita Gurjar**

Ms. Nandita Gurjar is a Technologist turned HR professional. Ms. Gurjar's experience in mainstream IT spans software development, general management and consulting. She started her career at Wipro InfoTech in 1992 as a software programmer and handled multiple technical responsibilities, in various functions like Software Coding and Testing, Program documentation and Quality. She joined Infosys Limited in December 1999 to form the Learning & Development wing and set-up the Leadership institute. In 2007, she took over as the Global Head HR for Infosys Group, managing over 1,50,000 employees for the next seven years. In this role she led the Infosys People strategy and Employer branding across its global footprint. Ms. Nandita was the member of World Economic Forum (WEF) – Global Advisory Council on New Models of Leadership. She has also been featured as "25 Most Powerful Professional Women in India" in Business Today magazine. Currently, Ms. Nandita is an Independent Director in both listed and

unlisted companies. She is an Advisor to Startups and consults with organisations on HR strategies and execution.

**Mr. Sanjay Kumar Khemani**

Mr. Sanjay Kumar Khemani is Practicing Chartered Accountant and Senior Partner of M M Nissim & Co LLP and possesses 32 years of post-qualification experience in rendering professional services to Banking, Finance and Other Financial Services sector entities and advising on Corporate & Tax Law. He has rich experience of conducting Statutory Audit of reputed private sector banks, public sector banks, foreign banks, NBFCs, Insurance Companies, Mutual Funds, Schemes of National Pension Fund, Banking Correspondents and Stock brokers. He also has rich experience of conducting internal audit of Stock Exchange, Regulators, Primary Dealers, Custodians, Portfolio Managers, Depository Participants etc. He has been advising large Banks on direct and indirect taxation matters and also has experience of conducting investigative/forensic audits. He was on the Board of Asset Reconstruction Company of India Limited as an independent director for 6 years. Presently he is serving on the Board of LIC Housing Finance Limited.

**Mr. Sadashiv Srinivas Rao**

Mr. Sadashiv S. Rao is the CEO of NIIF Infrastructure Finance Limited (NIIF IFL). He will retire from the post of CEO (Key Managerial Personnel) of the NIIF IFL on completion of tenure of appointment with effect from closing of business hours on June 30, 2022. He has over 35 years of experience in project finance, investment banking and advisory services, of which, last 8 years has been at the NIIF IFL. Prior to NIIF IFL, Mr. Rao has worked for nearly 18 years, as one of the early senior employees of IDFC, where he last held the position of Chief Risk Officer. He has an unique experience of being in leadership roles, in both the business function as well as the risk function. Mr. Rao served as an Independent Director and was the Chairman of the Audit Committee of Indraprastha Gas Limited - the CNG company operating in New Delhi. He was also a Director on the Boards of Sharekhan Limited and Asset Reconstruction Company (India) Limited. In addition, he was a Director on several IDFC group companies including IDFC Alternatives Limited – the private equity arm of IDFC and IDFC Securities Limited – the investment bank and broking arm of IDFC. He was a member of the committee constituted by Government of India, to set up Power Trading Corporations nearly 22 years ago.

**Mr. T Keshav Kumar**

Mr. T Keshav Kumar is a retired banking professional with more than 37 years of experience in the State Bank group, the largest banking group in India. Mr. Kumar has worked in various facets of banking including retail, commercial credit, project finance, risk management, treasury etc. He joined the State Bank of Travancore in 1984 as a Probationary Officer. Mr. Kumar worked at numerous retail branches as Branch Head, Credit Officer etc. He has rich experience including top executive roles. He retired as the Deputy Managing Director of SBI in September 2021, seeking to continue contributing to the country's financial sector in Board/Advisory roles.

**Mr. Sandeep Tewari**

Mr. Sandeep Tewari is a highly experienced advisor who excels in strategic governance, evaluation of Business Operations and Risk Management. He is a skilled, enterprising professional with extensive experience in financial services, accomplished in envisioning and realising strategy with sound executive leadership accomplishments. He has proven ability to evaluate and measure company's current performance and determine steps to enact long-term strategy.

Key accomplishments:

- Contributed immensely towards improving the Risk Management in the State Bank of India (SBI) specially Operational Risk, Financial Risk & Market Risk the Audit Department.
- Drove the adoption of data analytics for Risk Management in credit area of the SBI.
- Re-organised the entire business structure for the SBI and launched digital banking records resulting in compelling advancements in performance.
- Expanded business portfolio by 150% while leading Corporate Account Group of State Bank of India wherein steered the Power & Infrastructure Portfolio.
- Transformed several audit systems by completely automating it and created a few data points to generate divergence through Core Banking Solutions. Through experience in audit, was able to substantially improve the risk management structure in SBI. Empaneled as Assessor for interviewing candidates for Banking Board's Bureau for CMD, MD&ED level positions in the SBI.

**Mr. Prashant Kumar**

Mr. Prashant Kumar was appointed as Managing Director & Chief Executive Officer of YES Bank post the Reconstruction in March 2020. Under his leadership, the Bank embarked on transformation to journey to emerge as a re-energized, re- capitalized and recalibrated organization, while continuing to fulfill its unwavering commitment towards its customers and stakeholders. This has been one of the rare instances, where an Indian banking institution has been a real turnaround from the brink of collapse within an extremely short time frame of just one year.

Prior to joining YES Bank, Mr. Kumar was Deputy Managing Director & CFO of SBI, India's largest bank. He served the bank in various capacities and has a rich experience in diverse fields ranging from credit to Human resources. He joined the Bank as Probationary Officer in 1983 and during his 34 years of service with the bank, he has held various key assignments including Dy Managing Director (HR) & Corporate Development Officer, Dy Managing Director & Chief Operating Officer, Chief General Manager, Kolkata Circle, General Manager, Local Head Office Mumbai, DGM (Industrial relations) and faculty in Bank's Apex Training Institute – State Bank Academy, Gurugram.

He holds degree in Science and a law from Delhi University.

**Mr. R Gandhi**

Mr. Gandhi is a financial sector policy expert and adviser. He is on the Board of several financial sector entities like bank, market infrastructure, accounts aggregator, information utility and Fintech amongst other. He is prolific speaker and covers wide range of subjects. He served as a Deputy Governor of the Reserve Bank of India for three years from 2014 to 2017. With 37 years of experience, he has been a seasoned and accomplished central banker. He had a three year secondment to the Securities and Exchange Board of India (SEBI), the capital market regulator. He also held the charge of Director of the Institute for Development and Research in Banking Technology (IDRBT), Hyderabad.

Mr. Gandhi has been associated with various committees, working groups and task forces, both domestic and international. He was one of the initial members of the Monetary Policy Committee (MPC) and was a member of the Basel Committee on Banking Supervision (BCBS) and the Committee on Global Financial Systems (CGFS), Basel. At present, he advises banks, finance companies and fintech entities payment systems entities, investors and funds on subjects ranging from financial regulation and Indian economy.

Mr. Gandhi has a master's degree in Economics from the Annamalai University, in Tamil Nadu, India. He completed post graduate level certificates in Management Information System from the American University, Washington DC, USA and in Capital Market from the City University of New York, New York, USA. His technical education includes a certificate course in System Programming from the IBM Education, Sydney, Australia. He also has a certificate in Gandhian Thoughts from the Madurai University, Tamil Nadu, India.

**Mr. Ananth Narayan Gopalakrishnan**

Mr. Ananth Narayan Gopalakrishnan is an Associate Professor, SPJIMR and Senior India Analyst, Observatory Group LLC. He is a Director on the boards of SBI Capital Markets Ltd., Dvara Research, Clearcorp Dealing Systems (India) Ltd., CARE Ratings Ltd., Southern Ridges Macro Fund (Cayman Islands), Southern Ridges Master Macro Fund (Cayman Islands) and Advisor with Max Life Insurance Ltd. He is a member of SEBI's Mutual Fund Advisory Committee, FICCI's Capital Markets Committee, RBI's Financial Markets Consultative Committee and Kerala Infrastructure Fund Management Ltd.'s Investment Committee. He has over 24 years of experience in Banking and Financial Markets – with Standard Chartered Bank, Deutsche Bank and Citibank. Till December 2017, he was MD & Regional Head of Financial Markets, ASEAN & South Asia with Standard Chartered Bank. Previously, he was SCB's Head of Financial Markets & Co-Head of Wholesale Banking for South Asia between 2012-2015, and Managing Director, Head of FX, Rates & Credit Trading South Asia, between 2009-2012.

Prior to Standard Chartered Bank he was with Citibank till 2005 (Director, Fixed Income & Currencies Trading, India), and with Deutsche Bank (Managing Director, Global Rates, South Asia – till 2009). He served as the Chairman of the board of Standard Chartered Nepal Limited between 2016–2017. He was Vice Chairman on the board of Fixed Income Money Markets

Dealer's Association (FIMMDA) and Foreign Exchange Dealers Association of India (FEDAI), between 2012 and 2017.

He was on the Board of Central Depository Services Ltd. and Standard Chartered Securities India Ltd. between 2012 and 2017. He has been a part of various RBI committees (including the one that launched FX Options in India, Interest Rate Futures, Financial Benchmarks etc). He has chaired various SEBI working groups (including liquidity risk management of debt funds, Fund Inter-scheme Transfers and Fund total expense ratios). He has a B. Tech (Electrical) from IIT Bombay and a PGDM from IIM Lucknow.

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**Summary of the proceedings of the Eighteenth (18th) Annual General Meeting of YES BANK Limited held on July 15, 2022**

The Eighteenth (18th) Annual General Meeting ("**AGM**") of the Members of the Bank was held on Friday, July 15, 2022 through Video Conferencing ('**VC**') / Other Audio Visual Means ("**OAVM**"). The Meeting was conducted in accordance with the provisions of the Companies Act, 2013, read with applicable Circulars and Notifications issued by the Ministry of Corporate Affairs ("**MCA**") and the Securities and Exchange Board of India ("**SEBI**").

The meeting commenced at 10:30 AM (IST) and Mr. Sunil Mehta, Non-Executive Chairman of the Bank, chaired the proceedings of the meeting.

The Company Secretary informed the Members details regarding participation through VC/OAVM. He further informed the Members that the Registers and documents as required under various laws were available online for inspection of Members. The Bank had availed remote e-Voting facility from Central Depository Services (India) Limited ("**CDSL**"). Since, there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI; members were informed that the requirement of appointing proxies was not applicable.

Total 95 Members (including authorized representatives) attended the meeting as per the attendance records for the AGM as provided by CDSL. The details of authorized representations received from corporate shareholders were informed to the Members.

The AGM was attended by the following Directors on the Board of the Bank either at Registered Office of the Bank or through VC/OAVM:

| | |
|---|---|
| Mr. Sunil Mehta | Non- Executive Chairman and Chairman of the Board Credit Committee and Capital Raising Committee |
| Mr. Prashant Kumar | Managing Director & Chief Executive Officer and Chairman of Fraud, Willful Defaulters and Non-Cooperative Borrowers Monitoring Committee |
| Mr. Atul Bheda | Non-Executive Director and Chairman of the Audit Committee |
| Mr. V S Radhakrishnan | Nominee Director appointed by State Bank of India |
| Mr. R. Gandhi | Additional Director appointed by RBI |
| Mr. Ananth Narayan Gopalakrishnan | Additional Director appointed by RBI |
| Ms. Rekha Murthy | Non-Executive Director and Chairman of the IT Strategy Committee and Stakeholders Relationship Committee |
| Mr. Sharad Sharma | Non-Executive Director and Chairman of the Customer Service Committee and Corporate Social Responsibility and Environmental, Social & Governance Committee |

| | |
|---|---|
| Mr. Mahesh Krishnamurti | Non-Executive Director and Chairman of the Nomination & Remuneration Committee, |
| Mr. Atul Malik | Non-Executive Director and Chairman of the Risk Management Committee |

The representatives of the Statutory Auditors and Secretarial Auditors were also present through VC/OAVM.

After ascertaining from the Company Secretary that the requisite quorum was present at the AGM, the Chairman called the Meeting to order.

With the consent of the Members, the Notice of the 18th Annual General Meeting was taken as read. The Chairman informed the members that the Statutory Auditors of the Bank had given an unmodified opinion as mentioned in the Auditors Report for FY 2021-22 and also there are no observations, reservations or adverse remarks in the Secretarial Audit Report for FY 2021-22 accordingly, pursuant to the aforesaid provisions both the Audit Reports were taken as read.

On the invitation of the Chairman, several members addressed the Meeting, gave their suggestions and raised queries on the Bank's financial statements and businesses, which were replied by the Chairman and the Managing Director & CEO of the Bank. The Chairman stated that the consolidated results of the remote e-voting and e-Voting at the AGM would be announced after the AGM. The results alongwith the Scrutinizer's Report would be intimated to the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited in terms of the Listing Regulations, would be hosted on the website of the Bank, on the website of Central Depository Services (India) Limited and also be displayed at the Registered Office of the Bank.

The resolutions related to the following business as set out in the Notice of AGM were passed by the Members with requisite majority:

**ORDINARY BUSINESS**

1. To consider and adopt:
   a. the audited standalone financial statements of the Bank for the financial year ended March 31, 2022 and the Reports of the Board of Directors and the Auditors thereon; and
   b. the audited consolidated financial statements of the Bank for the financial year ended March 31, 2022 and the Report of the Auditors thereon.

**SPECIAL BUSINESS**

2. To authorise capital raising through an issuance of debt instruments *(Special Resolution)*
3. To approve amendments to the Employees Stock Option Scheme of the Bank, namely YBL Employee Stock Option Scheme 2020 *(Special Resolution)*

4. To approve material related party transactions with State Bank of India and material modification(s) thereto *(Ordinary Resolution)*
5. To approve the payment of fixed remuneration to Non-Executive Directors of the Bank *(Ordinary Resolution)*
6. To approve payment of remuneration to Mr. Prashant Kumar (DIN: 07562475) as Managing Director and Chief Executive Officer of the Bank *(Ordinary Resolution)*
7. To appoint Mr. Atul Malik (DIN - 07872539) as an Independent Director *(Special Resolution)*
8. To appoint Ms. Rekha Murthy (DIN - 07825183) as an Independent Director *(Special Resolution)*
9. To appoint Mr. Sharad Sharma (DIN - 05160057) as an Independent Director *(Special Resolution)*
10. To appoint Ms. Nandita Gurjar (DIN - 01318683) as an Independent Director *(Special Resolution)*
11. To appoint Mr. Sanjay Kumar Khemani (DIN - 00072812) as an Independent Director *(Special Resolution)*
12. To appoint Mr. Sadashiv Srinivas Rao (DIN – 01245772) as an Independent Director *(Special Resolution)*
13. To appoint Mr. T Keshav Kumar (DIN – 09623382) as a Non-Executive Non-Independent Director *(Ordinary Resolution)*
14. To appoint Mr. Sandeep Tewari (DIN – 09623300) as a Non-Executive Non-Independent Director *(Ordinary Resolution)*
15. To approve the appointment of Mr. Prashant Kumar (DIN: 07562475) as a Director *(Ordinary Resolution)*

The Board had appointed Mr. B. Narasimhan, Proprietor of B. N. & Associates, Practicing Company Secretary as Scrutinizer to scrutinize the remote e-Voting process and e-Voting at the AGM of the Bank, in a fair and transparent manner.

The Chairman authorized the Company Secretary that on receipt of the Scrutinizer's Report, declare the voting results, intimate the stock exchanges and place the same on the website of the Bank.

The Meeting concluded at 1:15 PM and thereafter the remote e-voting window was kept open for 15 minutes to enable the Members who had not voted earlier to cast their vote.

This is for your information and records.

Thanking you,

Yours sincerely,

For **YES BANK Limited**

SHIVANAND RAMA SHETTIGAR
Digitally signed by SHIVANAND RAMA SHETTIGAR
Date: 2022.07.15 20:43:33 +05'30'

**Shivanand R. Shettigar**
**Company Secretary**