

**Ref. No.: AUSFB/SEC/2023-24/265**

**Date: November 27, 2023**

To,

<p><b>National Stock Exchange of India Ltd.</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai 400051, Maharashtra.</p> <p><b>NSE Symbol: AUBANK</b></p>	<p><b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400001, Maharashtra.</p> <p><b>Scrip Code: 540611, 958400, 974093, 974094 &amp; 974095</b></p>
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Dear Sir/Madam,

**Sub: Voting Results & Scrutinizer's Report of the Extraordinary General Meeting of AU Small Finance Bank Limited**

**Ref: Regulation 30, 44(3) & 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In continuation to our earlier communication dated November 03, 2023 regarding notice for convening of Extraordinary General Meeting ("EGM") of AU Small Finance Bank Limited ("**Bank**"), we wish to inform that EGM of the Bank was held on Monday, November 27, 2023 at 3:00 P.M. (IST) at CP3-235, Industrial Area, Apparel Park, Mahal Road, Jagatpura, Jaipur – 302022, Rajasthan, India for considering and approving the Scheme of Amalgamation of Fincare Small Finance Bank Limited ("**Transferor Company**") into and with AU Small Finance Bank Limited ("**Transferee Company**") ("**Scheme**").

The resolution approving the Scheme was passed by the members of the Bank with requisite majority in number representing two-thirds in value through remote e-voting and voting during the EGM, in terms of Section 44A of the Banking Regulation Act, 1949 and RBI Master Direction- Amalgamation of Private Sector Banks, Directions, 2016.

In this connection, we hereby submit the following:

<b>Sr. No.</b>	<b>Description</b>	<b>Annex No.</b>
1.	Voting results of EGM of the Bank held on Monday, November 27, 2023	Annex-1
2.	Consolidated Scrutinizer's Report on remote e-voting & voting conducted during the EGM	Annex-2
3.	Summary of the proceeding of the EGM	Annex-3

**Registered Office**

**AU SMALL FINANCE BANK LIMITED**

19-A Dhuleshwar Garden, Ajmer Road,  
Jaipur - 302001, Rajasthan, India

**Phone:** +91 141 4110060/61, **Fax:** +91 141 4110090

**CIN:** L36911RJ1996PLC011381

The EGM was concluded at 04:10 PM.

Further, voting results will also be submitted in XBRL mode as required.

This is for your information and records.

Thanking You,

Yours faithfully,

**For AU SMALL FINANCE BANK LIMITED**

**Manmohan Parnami**  
**Company Secretary and Compliance Officer**  
**Membership No.: F9999**  
[investorrelations@aubank.in](mailto:investorrelations@aubank.in)  
**Enclosed: As above**

**Registered Office**

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**AU Small Finance Bank Limited- Extraordinary General Meeting dated November 27, 2023**

Date of the Extraordinary General Meeting	Monday, November 27, 2023
Total number of shareholders on record date	1,68,718
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and Promoter Group: Public:	5 76
<b>No. of Shareholders attended the meeting through Video Conferencing:</b> Promoters and Promoter Group: Public:	Not applicable Not applicable

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Resolution required: (Ordinary/ Special)			Special#: (1) To consider and approve the Scheme of Amalgamation					
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	17,02,98,412	-	0.0000	-	-	0.0000	0.0000
	Poll		17,02,98,412	100.0000	17,02,98,412	-	100.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>17,02,98,412</b>	<b>17,02,98,412</b>	<b>100.0000</b>	<b>17,02,98,412</b>	<b>-</b>	<b>100.0000</b>
Public Institutions	E-Voting	40,80,92,462	29,03,01,830	71.1363	29,03,01,830	-	100.0000	0.0000
	Poll		-	0.0000	-	-	0.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>40,80,92,462</b>	<b>29,03,01,830</b>	<b>71.1363</b>	<b>29,03,01,830</b>	<b>-</b>	<b>100.0000</b>
Public Non Institutions	E-Voting	8,99,65,414	2,49,85,635	27.7725	2,49,85,169	466	99.9981	0.0019
	Poll		36,57,324	4.0653	36,57,324	-	100.0000	0.0000
	Postal Ballot (if applicable)		-	0.0000	-	-	0.0000	0.0000
	<b>Total</b>		<b>8,99,65,414</b>	<b>2,86,42,959</b>	<b>31.8377</b>	<b>2,86,42,493</b>	<b>466</b>	<b>99.9984</b>
<b>Total</b>		<b>66,83,56,288</b>	<b>48,92,43,201</b>	<b>73.2010</b>	<b>48,92,42,735</b>	<b>466</b>	<b>99.9999</b>	<b>0.0001</b>

# In terms of Section 44A of the Banking Regulation Act, 1949 and RBI Master Direction- Amalgamation of Private Sector Banks, Directions, 2016, the scheme of amalgamation is required to be approved by the shareholders by a resolution passed by a majority in number representing two-thirds in value of the shareholders. This resolution is passed by requisite majority as per the said requirement.

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**V. M. & ASSOCIATES**
**COMPANY SECRETARIES**
**403, ROYAL WORLD  
SANSAR CHANDRA ROAD  
JAIPUR—302 001 (RAJASTHAN)**
**Phone: 0141 - 4075010  
E-mail: cs.vmanda@gmail.com**
**SCRUTINIZER'S REPORT**

To,  
The Chairman of  
Extraordinary General Meeting ("EGM") of the Shareholders of AU Small Finance Bank Limited held on Monday, 27<sup>th</sup> November, 2023 at 03:00 P.M. (IST) at CP3-235, Industrial Area, Apparel Park, Mahal Road, Jagatpura, Jaipur – 302022, Rajasthan, India.

**Sub: Consolidated Scrutinizer's report on remote e-voting and voting conducted at the EGM.**

The Board of Directors of AU Small Finance Bank Limited (hereinafter referred to as "**the Bank**") at its meeting held on Sunday, 29<sup>th</sup> October, 2023, has appointed me as the scrutinizer for the remote e-voting process as well as to scrutinize the votes cast by the Shareholders of the Bank at the EGM, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (hereinafter referred to as "**Rule 20**") and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**") and Section 44A of the Banking Regulation Act, 1949 read with Reserve Bank of India Master Direction - Amalgamation of Private Sector Banks, Directions, 2016 ("**RBI Amalgamation Directions**").

The management of the Bank is responsible to ensure compliance of the applicable provisions of the Banking Regulation Act, 1949, RBI Amalgamation Directions, Section 108 of the Companies Act, 2013 read with Rule 20, Regulation 44 of the Listing Regulations and circulars issued by MCA and SEBI relating to conduct of EGM. My responsibility as a Scrutinizer for the voting process is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the EGM, based on the report generated from the e-voting system provided by National Securities Depository Limited, the Agency engaged by the Bank to provide remote e-voting facilities and the report of voting at the EGM.

**Report on Scrutiny:**

- The Bank had appointed National Securities Depository Limited (hereinafter referred to as "**NSDL / Service Provider**") as the Service Provider for the purpose of extending the facility of remote e-voting to the Shareholders of the Bank.
- Link Intime India Private Limited, Registrar and Share Transfer Agents of the Bank (hereinafter referred to as "**RTA**") provided an electronic system for recording the votes of the shareholders at the EGM of the Bank.
- The Service Provider had set up electronic voting facility on their website <https://www.evoting.nsd.com>. The Bank had uploaded the item of the business to be transacted at the EGM on the website of the Bank and also the Service Provider to facilitate their Shareholders to cast their vote through remote e-voting.
- The internal cut-off date for the dispatch of the Notice of the EGM was 27<sup>th</sup> October, 2023 and as on that date, there were 1,68,708 shareholders of the Bank. On the basis of the Register of Members and the list of Beneficial Owners made available by the RTA of the Bank and the Depositories viz., National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") respectively, the Service Provider of the Bank dispatched Notice of EGM along with Draft Scheme of Amalgamation and E-Voting details by e-mail to 1,63,286



shareholders who had already registered their email ids with the Bank / Depositories. In respect of shareholders whose e-mail IDs were not available, notices were sent by courier.

- The notices sent (both through e-mail and physical mode) contained the detailed procedure to be followed by the Shareholders who were desirous of casting their votes electronically as provided in Rule 20.
- The Bank completed the dispatch of the notices to the Shareholders by Friday, 03<sup>rd</sup> November, 2023.
- As prescribed in clause (v) of sub rule 4 of Rule 20 of the Companies (Management and Administration) Rules, 2014 and sub-section (2) of Section 44A of the Banking Regulation Act, 1949, the Bank also released an advertisement, which was published more than 21 days before the date of the EGM in “Financial Express” English newspaper in English language and in “Punjab Kesari” Vernacular newspaper in Vernacular language on Saturday, 04<sup>th</sup> November, 2023. 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 and Section 44A(2) of the Banking Regulation Act, 1949.
- As prescribed in sub-section (2) of Section 44A of the Banking Regulation Act, 1949, the above advertisement was published once a week for three consecutive weeks in “Financial Express” English newspaper in English language and in “Punjab Kesari” Vernacular newspaper in Vernacular language on Saturday, 04<sup>th</sup> November, 2023, Saturday, 11<sup>th</sup> November, 2023 and Saturday, 18<sup>th</sup> November, 2023. In addition, Bank had published advertisement in the 4<sup>th</sup> week voluntarily on abovesaid two newspapers on Saturday, 25<sup>th</sup> November, 2023.
- The Cut-off date for the purpose of identifying Shareholders who will be entitled to vote on the resolution placed for approval of the Shareholders was Monday, 20<sup>th</sup> November, 2023.
- The remote e-voting period remained open from Thursday, 23<sup>rd</sup> November, 2023 at 09:00 A.M. and ended on Sunday, 26<sup>th</sup> November, 2023 at 05:00 P.M.
- At the end of the voting period on Sunday, 26<sup>th</sup> November, 2023 at 05:00 P.M., the voting portal of the Service Provider was blocked forthwith. The limited information for the shareholders who have cast their votes, such as name, folio number and number of shares held was obtained from the Service Provider.
- At the venue of the EGM of the Bank, the facility to vote was provided to those Shareholders who were present in the meeting but could not participate in the Remote e-voting to record their votes.
- After declaration of voting at the EGM by the Chairman, the shareholders present at the venue of the EGM cast their vote. As per the information given by the Bank / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the EGM and who had not voted on remote e-voting were allowed to cast their votes at the EGM.
- After the voting at the EGM was concluded, the voting facility was blocked forthwith. The votes cast at the EGM were subsequently unblocked in my presence and in presence of two witnesses and the data was diligently scrutinized and reconciled with the records maintained by the RTA of the Bank and the authorizations/proxies lodged with the Bank.
- After counting of the votes conducted at the venue of the EGM, the votes cast through remote e-voting were unblocked by me in the presence of two witnesses who are not in the employment of the Bank as prescribed in Sub Rule 4(xii) of the said Rule 20.



# V. M. & ASSOCIATES

COMPANY SECRETARIES

403, ROYAL WORLD  
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- Thereafter, I as a scrutinizer duly compiled details of the remote e-voting carried out by the Shareholders and the voting done by the shareholders at the EGM, the details of which are as follows:

## Item No. 1: TO CONSIDER AND APPROVE THE SCHEME OF AMALGAMATION

Total No. of shareholders/ folios	1,68,718		
Total No. of Shares	66,83,56,288		
Remote E-voting Period	From Thursday, 23 <sup>rd</sup> November, 2023 at 09:00 A.M. to Sunday, 26 <sup>th</sup> November, 2023 at 05:00 P.M.		
		<b>Number of Shareholders/Folio</b>	<b>Number of shares</b>
Total votes cast through remote e-voting	A	849	31,52,87,465
Total Votes cast through voting at EGM (Physical)	B	79	17,39,55,736
Grand Total of remote e-voting & voting at EGM (A+B)	C	928	48,92,43,201
Less: Invalid/abstain remote e-voting/ Polls at EGM (On account of for/against option not indicated)	D	-	-
Net remote e-voting & voting at EGM (C-D)	E	928	48,92,43,201

### NOTES:

- No. of Shareholders are considered on the basis of Folios held by them.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the e-voting or the number of shares mentioned in the e-voting whichever is less.
- There is no case where the shareholder has voted both through remote e-voting and voting at EGM.

### SUMMARY OF VOTING

Promoter/P ublic	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes in Favour (4)	No. of Votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)] *100	% of votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter group	17,02,98,412	17,02,98,412	100.0000	17,02,98,412	0	100.0000	0
Public-Institutional Holders	40,80,92,462	29,03,01,830	71.1363	29,03,01,830	0	100.0000	0
Public-others	8,99,65,414	2,86,42,959	31.8377	2,86,42,493	466	99.9984	0.0016
<b>Total</b>	<b>66,83,56,288</b>	<b>48,92,43,201</b>	<b>73.2010</b>	<b>48,92,42,735</b>	<b>466</b>	<b>99.9999</b>	<b>0.0001</b>

Percentage of Votes cast in favour: 99.9999% (99.0302% Voters) | Percentage of votes cast against: 0.0001% (0.9698% Voters)

### RESULT:-

Based on the aforesaid result, I report that the Resolution as set out in Item No. 1 of the Notice of the EGM dated 29<sup>th</sup> October, 2023 has been passed with requisite majority as prescribed under Sub-section (1) of Section 44A of the Banking Regulation Act, 1949 read with the paragraph 7 of RBI Amalgamation Directions. The resolution is deemed to be passed as on the date of EGM.

Manoj Maheshwari  
Digitally signed by Manoj Maheshwari  
Date: 2023.11.27 21:40:22 +05'30'



# V. M. & ASSOCIATES

COMPANY SECRETARIES

403, ROYAL WORLD  
SANSAR CHANDRA ROAD  
JAIPUR—302 001 (RAJASTHAN)

Phone: 0141 - 4075010  
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The electronic data and all other relevant records relating to the e-voting and voting conducted at EGM are in my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid EGM.

This report may be treated as a report under Section 109 of the Companies Act, 2013 and Rule 21(2) of The Companies (Management and Administration) Rules, 2014.

I thank you for the opportunity given to act as a Scrutinizer for the remote e-voting and voting at EGM.

Yours Faithfully,

Manoj Maheshwari  
Digitally signed by  
Manoj Maheshwari  
Date: 2023.11.27  
21:40:45 +05'30'

**CS Manoj Maheshwari**  
**M. No.: FCS 3355 | C.P. No. 1971**  
**Partner**  
**V. M. & Associates**  
**Company Secretaries**  
**(ICSI Unique Code P1984RJ039200)**

**Place: Jaipur**  
**Date: 27<sup>th</sup> November, 2023**  
**UDIN: F003355E002501312**

Countersigned By:  
**For AU Small Finance Bank Limited**

**Manmohan Parnami**  
**Company Secretary & Compliance Officer**  
**M. No.: FCS 9999**  
**(as authorized by Chairman of EGM)**



**Summary of the proceedings of the Extraordinary General Meeting of the members of AU Small Finance Bank Limited (“Bank”) held on Monday, November 27, 2023 at CP3-235, Industrial Area, Apparel Park, Mahal Road, Jagatpura, Jaipur – 302022, Rajasthan India**

The Extraordinary General Meeting (“EGM/Meeting”) of the members of AU Small Finance Bank Limited (“Bank”) was held on **Monday, November 27, 2023** at AU Small Finance Bank Limited, CP3-235, Industrial Area, Apparel Park, Mahal Road, Jagatpura, Jaipur – 302022, Rajasthan in compliance with Section 44A of the Banking Regulation Act, 1949 (“BR Act, 1949”) and RBI Master Direction – Amalgamation of Private Sector Banks, Directions, 2016 (“RBI Master Directions”) which commenced at 3:00 P.M.

Mr. Raj Vikash Verma, Chairman & Independent Director of the Bank, (“**Presiding Officer**”) chaired the EGM.

**The EGM was attended by the following Directors and Key Managerial Personnel of the Bank:**

1. Mr. Raj Vikash Verma, Chairman & Independent Director and Chairman of Stakeholders Relationship Committee (“**Presiding Officer**”)
2. Prof. M S Sriram, Independent Director and Chairman of Nomination & Remuneration Committee
3. Mr. Kamlesh Vikamsey, Independent Director and Chairman of Audit Committee
4. Mr. Sanjay Agarwal, Managing Director & CEO (“**MD & CEO**”)
5. Mr. Vimal Jain, Chief Financial Officer; and
6. Mr. Manmohan Parnami, Company Secretary.

The Company Secretary welcomed all the Members, Directors, Auditors, and scrutinizer present at the EGM of the Bank. He informed the members that the Notice convening the EGM was dispatched to all the members on their registered email ids and as an additional measure, Physical copy of the Notice of the EGM with annexure has been sent to the members whose e-mail IDs were not registered with the Bank/Depository Participants. He further informed that Notice and the Statement setting out the material facts along with all the relevant documents were made available for inspection of the members. With the permission of members, the notice of EGM was taken as read.

Thereafter, he briefed the members on the process of remote e-voting and voting facility available at the EGM. He informed that remote e-voting for EGM commenced on November 23, 2023 (9:00 AM IST) and ended on November 26, 2023 (5:00 PM IST). The members who have not cast their vote earlier through the remote e-voting, were given an opportunity to cast their vote during the EGM.

He further informed the members that CS Manoj Maheshwari, Practicing Company Secretary, Jaipur (Membership FCS -3355) has been appointed as a scrutinizer by the Board of Directors of the Bank for scrutinizing remote e-voting process and voting during the EGM in a fair and transparent manner.

The process of EGM and regulatory requirements for voting under Section 44A of the Banking Regulation Act, 1949 and RBI Master Directions were explained to the members.

Afterwards, Company Secretary requested Chairman of the Board to address the members.

Thereafter, Mr. Raj Vikash Verma, Chairman extended his warm welcome to the Members, Directors present, i.e. Prof. M S Sriram, Mr. Kamlesh Vikamsey, and Mr. Sanjay Agarwal, auditors, and scrutinizer for joining the EGM. He then informed the members that other Board members expressed their inability to attend the meeting due to pre-occupation.

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He mentioned that requisite quorum is present for this meeting and called the meeting to order and he also mentioned that the members who have not cast their vote through remote e-voting are allowed to cast their vote during the EGM.

Chairman also informed the members that the representatives from M/s Deloitte Haskins & Sells Joint Statutory Auditors was also present at the meeting. Afterwards, he delivered a speech to the members, elucidating the meeting's objective, to secure approval for the merger of Fincare Small Finance Bank into and with AU Small Finance Bank, subject to shareholders, RBI, and other regulatory approvals.

He then in his speech mentioned that this amalgamation is based on shared vision, values and a commitment to excellence and gave a brief background, key benefits of amalgamation, inter-alia increased touchpoints, entry into south markets, deposit branches, diversification of product portfolio, increased customer base and no. of employees.

Few of the key points highlighted by him were as below:

- This strategic merger is complementary in nature which shall be mutually beneficial for expanding geographic footprint from north to south & south to north both, addition of MFI Loans resulting into enhanced product offerings, greater leadership bandwidth, thereby enabling Bank to create a truly Pan India retail banking franchise.
- The expansion to Pan India distribution network, doubling the touchpoints from 1,000+ to 2,300+ across 25 states and Union Territories.
- The merged entity will have ~98 lac customers and ~43,000 employees.

He said that this amalgamation shall be beneficial for both the Banks, as well as for Indian Banking sector for furthering common goal of Financial Inclusion at a scale.

Thereafter, Company Secretary proceeded with the agenda item as per the Notice of EGM as mentioned below:

Item No.	Resolution
1	To consider and approve the Scheme of Amalgamation

Mr. Gaurav Jain, President - Finance & Strategy presented the background, key highlights and rationale of merger wherein he highlighted that strong and experienced Management team, complementary nature of business both in terms of Geography and Product, addition of Fincare's touchpoints will accelerate build out of Bank's Pan India distribution network across 25 states and UTs. He then in his presentation covered the other key benefits, inter-alia significant opportunities to expand deposit and asset franchise in South India for Bank, compelling synergy potential, and Proforma H1 FY24 Financials - Key Metrics.

Mr. Sanjay Agarwal, MD & CEO, warmly welcomed Members, Board Members and other present at the EGM and then he gave an brief overview of the proposed amalgamation, its key rationale and benefits covering synergies in geography, diversification of products, and the strategic incorporation of Fincare's touchpoints for nationwide network expansion of the Bank.

Thereafter, fair opportunity was given to the members of the Bank who attended the EGM, to seek clarifications and/ or offer comments to the item of the business that was put to vote.

It was informed that the Voting results (remote e-voting and voting at the EGM) along with the Scrutinizer's report will be communicated to the Stock Exchanges and e-voting service provider (NSDL) within prescribed statutory timelines and will also be uploaded on the Bank's website [www.aubank.in](http://www.aubank.in) and of the NSDL as per the statutory provisions and guidelines. The Chairman authorised Company Secretary to declare the voting results, intimate the stock exchanges and place the same on the website of the Bank.

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Thereafter, Chairman expressed vote of thanks on behalf of the Bank and expressed his gratitude to Members, Directors and all other stakeholders for their unwavering support and faith reposed in the Bank.

The Chairman further announced that discussion on the agenda item have been completed successfully and declared the meeting concluded at 04:10 P.M.

**For AU SMALL FINANCE BANK LIMITED**

**Manmohan Parnami**  
**Company Secretary and Compliance Officer**  
**Membership No: F9999**

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