

SD/F24/62/2020-21

July 17, 2020

The Manager The National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.	The Manager Department of Corporate Services BSE Limited Phiroze Jeejeebhoy Towers, Floor 25, Dalal Street, Mumbai- 400 001
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Ref.: Scrip Symbol: FEDERALBNK/Scrip Code: 500469

Dear Madam/ Sir,

Sub: - 89th Annual General Meeting ('AGM') and voting results.

The 89th AGM of the Bank was held on July 16, 2020 through Video Conferencing and the business mentioned in the Notice dated June 19, 2020 was transacted and passed with requisite majority. In this regard, please find enclosed the following;

1. Proceedings as required under the Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations.
3. Report of the Scrutinizer dated July 16, 2020, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration), Rules 2014.

This is for your information and records.

Thanking you,

For The Federal Bank Limited

Samir P Rajdev
Company Secretary

PROCEEDINGS OF THE 89TH ANNUAL GENERAL MEETING OF THE FEDERAL BANK LIMITED (THE BANK) HELD ON THURSDAY, JULY 16, 2020.

The 89th Annual General Meeting ('AGM') of the Bank was held on Thursday, July 16, 2020 at 11.00 a.m. IST through Video Conferencing (VC). The meeting was held in compliance with the General Circular numbers 20/2020, 14/2020, 17/2020 issued by the Ministry of Corporate Affairs (MCA) and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The Company Secretary, Mr. Samir Rajdev, informed the members that the facility for joining the meeting through video conference or other audio-visual means is made available for the members on a first-come-first-served basis. The Register of Directors and Key Managerial Personnel, the Register of Contracts or Arrangements, has been made available electronically for inspection by the members during the AGM.

Ms. Grace Koshie, Non-Executive Independent Chairperson of the Bank, chaired the meeting and joined the meeting through VC from Vasai, Maharashtra. The Chairperson welcomed the Members, Directors, Auditors and other officers to the 89th AGM of the Bank. Thereafter, the Chairperson called upon the names of other Directors who had joined the meeting through VC from various locations to introduce themselves. The following directors were present in the meeting:

1. Ms. Grace Koshie, Non-Executive Independent Director and Part-time Chairperson
2. Ms. Shubhalakshmi Panse, Non-Executive Independent Director and Chairperson of Risk Management Committee, joined through VC from Pune.
3. Mr. C Balagopal, Non-Executive Independent Director and Chairman of Nomination, Remuneration, Ethics & Compensation Committee, joined through VC from Cochin.
4. Mr. A P Hota, Non-Executive Independent Director, Chairman of Investor Grievance, Share Transfer & Stakeholder Relationship Committee and Information Technology & Operations Committee, joined through VC from Mumbai.
5. Mr. K Balakrishnan, Non-Executive Independent Director, Chairman of Credit Committee, Customer Service, Marketing Strategy and Digital Banking Committee and Corporate Social Responsibility Committee, joined through VC from Mumbai.
6. Mr. Siddhartha Sengupta, Non- Executive Independent Director, Chairman of Investment & Raising Capital Committee and Committee for Human Resource Policy, joined through VC from Mumbai.
7. Mr. Manoj Fadnis, Non-Executive Independent Director and Chairman of Audit Committee joined through VC from Mumbai.
8. Mr. Sudarshan Sen, Non- Executive Independent Director, joined through VC from Mumbai.
9. Mr. Shyam Srinivasan, Managing Director & CEO, Chairman of Special Committee of the Board for monitoring and follow up of cases of Frauds (SCBF) and Review Committee of the Board on Non Cooperative Borrowers and Review Committee of the Board for Wilful Defaulters joined through VC from Aluva.
10. Mr. Ashutosh Khajuria, Executive Director & CFO, joined through VC from Mumbai.
11. Ms. Shalini Warriar, Executive Director & COO, joined through VC from Aluva.

The Chairperson of the Audit Committee, Nomination Remuneration Ethics and Compensation Committee, and Investor Grievance Share Transfer & Stakeholder Relationship Committee were present in the meeting. The representatives of Statutory Auditors and Secretarial Auditors were also present for the meeting from their respective locations through VC.

The requisite quorum having been present at the meeting, the Chairperson, Ms. Grace Koshie, declared the meeting to be in order and welcomed the members to the 89th AGM of the Bank.

The Chairperson informed that the Bank had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice. Members who have not cast their votes electronically and who were participating in the meeting would have an opportunity to cast their votes during the meeting and 30 minutes after the conclusion of meeting through the e-voting system provided by NSDL. The Board of Directors has appointed CS Sivakumar P, Practicing Company Secretary, as the scrutinizer to supervise the e-voting process. The result of the voting of all resolutions would be announced by the Bank, within the regulatory timeline and would be made available in the Bank's website, websites of stock exchanges of BSE and NSE and on the NSDL.

Thereafter, the Chairperson addressed the members of the Bank with a brief speech, followed by the speech of Mr. Shyam Srinivasan, Managing Director & CEO who presented the overall performance of the Bank for the year FY 2020 and other important aspects.

Thereafter, Chairperson informed the Members that the Auditors Report on the Financial Statement for the year ended March 31, 2020 and Secretarial Audit Report for the year ended March 31, 2020, did not have any qualifications, reservations, observations or other remarks. Thereafter, the Chairperson informed the Members that the Notice convening the 89th AGM and Annual Report were circulated to all the Members and all the resolutions for the fourteen agenda items as set out in the Notice of Annual General Meeting were taken as read.

SI No	Resolution	Type of Resolution
Ordinary Business		
1	To receive, consider and adopt a. the audited financial statements, including audited Balance Sheet and Profit and Loss Account of the Bank for the financial year ended March 31, 2020 and the Reports of the Board of Directors and the Auditors thereon. b. the audited consolidated financial statements, including audited consolidated Balance Sheet and Profit and Loss Account of the Bank for the financial year ended March 31, 2020 and the Report of the Auditors thereon.	Ordinary Resolution
2	To appoint a Director in place of Mr. Shyam Srinivasan (DIN: 02274773), who retires by rotation, and being eligible, offers himself for re-appointment.	Ordinary Resolution
3	To appoint Joint Statutory Central Auditors and to fix their remuneration.	Ordinary Resolution
Special Business		
4	Appoint and to fix the remuneration of branch auditors in consultation with the Statutory Central Auditors for the purpose.	Ordinary Resolution
5	Re-appointment of Mr. Shyam Srinivasan (DIN: 02274773) as Managing Director & Chief Executive Officer of the Bank.	Ordinary Resolution
6	To take on record RBI approval for appointment of Ms. Grace Koshie (DIN: 06765216) as Part-Time Chairperson of the Bank and to approve her remuneration.	Ordinary Resolution
7	Appointment of Ms. Grace Koshie (DIN: 06765216) as a Non – Executive Non – Independent Director of the Bank	Ordinary Resolution

8	Appointment of Mr. Sudarshan Sen (DIN: 03570051) as an Independent Director of the Bank	Ordinary Resolution
9	Re-appointment of Mr. Ashutosh Khajuria (DIN: 05154975) as an Executive Director of the Bank	Ordinary Resolution
10	Appointment of Ms. Shalini Warriar, Chief Operating Officer (DIN: 08257526) as an Executive Director of the Bank	Ordinary Resolution
11	Raising of Funds through Issuance of Bonds	Special Resolution
12	Increase in the Authorized Share Capital and consequent amendment to the Memorandum of Association of the Bank	Ordinary Resolution
13	Raising of Tier I Capital of the Bank through Issuance of Securities	Special Resolution
14	Alteration of Object Clauses of Memorandum of Association	Special Resolution

Thereafter, the Chairperson opened the Question & Answer (Q&A) forum for the registered speakers to seek clarification or offer any comments related to the resolutions or any other matter concerning the Bank. She further explained the process for the same. The speakers expressed their views, and asked questions. Thereafter, Mr. Shyam Srinivasan, Managing Director & CEO responded to the questions raised by Speakers.

Thereafter, Mr. Ashutosh Khajuria, Executive Director and CFO of the Bank expressed the vote of thanks.

The Chairperson then informed the Members that the e-voting was open for additional 30 (thirty) minutes after the conclusion of the Meeting to enable the Members to cast their vote who have not casted their vote yet. The Chairperson then thanked all the shareholders for attending the 89th AGM of the Bank and declared the meeting as concluded.

182 numbers of shareholders were present in the AGM through Video Conferencing.

The Meeting concluded at 12.45 p.m. IST on July 16, 2020.

For The Federal Bank Limited

Mr. Samir P Rajdev
Company Secretary

VOTING RESULTS AS REQUIRED UNDER REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS

Resolution 1								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				a. Adoption of the Audited Financial Statements of the Bank for the Financial Year ended March 31, 2020 and the Reports of the Board of Directors and the Auditor's thereon b. Adoption of the Audited Consolidated Financial Statements of the Bank for the Financial Year ended March 31, 2020 and the Reports of the Auditor's thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	1365106184	1099582850	80.5493	1099582850	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1099582850	80.5493	1099582850	0	100.0000	0.0000
Public- Non Institutions	E-Voting	628638318	16793655	2.6714	16785250	8405	99.9500	0.0500
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16793655	2.6714	16785250	8405	99.9500	0.0500
Total	Total	1993744502	1116376505	55.9940	1116368100	8405	99.9992	0.0008
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 1	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution 2								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Shyam Srinivasan (DIN: 02274773), who retires by rotation, and being eligible, offers himself for re-appointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	1365106184	1102472307	80.7609	1102472307	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1102472307	80.7609	1102472307	0	100.0000	0.0000

Public- Non Institutions	E-Voting	628638318	16789376	2.6708	16721672	67704	99.5967	0.4033
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16789376	2.6708	16721672	67704	99.5967	0.4033
Total	Total	1993744502	1119261683	56.1387	1119193979	67704	99.9940	0.0060
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 2	
Category	No. of Votes
Promoter and Promoter Group	0
Public institutions	0
Public - Non institutions	0

Resolution 3								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Joint Statutory Central Auditors and to fix their remuneration				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	1365106184	1102472307	80.7609	1102472307	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1102472307	80.7609	1102472307	0	100.0000	0.0000
Public- Non Institutions	E-Voting	628638318	16789457	2.6708	16771470	17987	99.8929	0.1071
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16789457	2.6708	16771470	17987	99.8929	0.1071
Total	Total	1993744502	1119261764	56.1387	1119243777	17987	99.9984	0.0016
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 3	
Category	No. of Votes
Promoter and Promoter Group	0
Public institutions	0
Public - Non institutions	0

Resolution 4								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appoint and to fix the remuneration of branch auditors in consultaion with the Statutory Central Auditors for the purpose				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	1365106184	1102472307	80.7609	1102472307	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1102472307	80.7609	1102472307	0	100.0000	0.0000
Public-Non Institutions	E-Voting	628638318	16788300	2.6706	16755758	32542	99.8062	0.1938
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16788300	2.6706	16755758	32542	99.8062	0.1938
Total	Total	1993744502	1119260607	56.1386	1119228065	32542	99.9971	0.0029
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 4	
Category	No. of Votes
Promoter and Promoter Group	0
Public institutions	0
Public - Non institutions	0

Resolution 5								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Shyam Srinivasan (DIN:02274773) as Managing Director & Chief Executive Officer of the Bank				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	1365106184	1102472307	80.7609	1102472307	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1102472307	80.7609	1102472307	0	100.0000	0.0000
Public- Non Institutions	E-Voting	628638318	16787062	2.6704	16702021	85041	99.4934	0.5066
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16787062	2.6704	16702021	85041	99.4934	0.5066
Total	Total	1993744502	1119259369	56.1386	1119174328	85041	99.9924	0.0076
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 5	
Category	No. of Votes
Promoter and Promoter Group	0
Public institutions	0
Public - Non institutions	0

Resolution 6								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To take on record RBI approval for appointment of Ms. Grace Koshie (DIN: 06765216) as Part-Time Chairperson of the Bank and to approve her remuneration.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	1365106184	1070284871	78.4030	1069586853	698018	99.9348	0.0652
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1070284871	78.4030	1069586853	698018	99.9348	0.0652
Public- Non Institutions	E-Voting	628638318	16776665	2.6687	16713935	62730	99.6261	0.3739
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16776665	2.6687	16713935	62730	99.6261	0.3739
Total	Total	1993744502	1087061536	54.5236	1086300788	760748	99.9300	0.0700
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 6	
Category	No. of Votes
Promoter and Promoter Group	0
Public institutions	0
Public - Non institutions	0

Resolution 7								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Grace Koshie (DIN: 06765216) as a Non-Executive Non-Independent Director of the Bank				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	1365106184	1070284871	78.4030	1061345143	8939728	99.1647	0.8353
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1070284871	78.4030	1061345143	8939728	99.1647	0.8353
Public- Non Institutions	E-Voting	628638318	16774555	2.6684	16712264	62291	99.6287	0.3713
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16774555	2.6684	16712264	62291	99.6287	0.3713
Total	Total	1993744502	1087059426	54.5235	1078057407	9002019	99.1719	0.8281
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 7	
Category	No. of Votes
Promoter and Promoter Group	0
Public institutions	0
Public - Non institutions	0

Resolution 8								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Sudarshan Sen (DIN: 03570051) as an Independent Director of the Bank				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	1365106184	1070284871	78.4030	1070284871	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1070284871	78.4030	1070284871	0	100.0000	0.0000
Public- Non Institutions	E-Voting	628638318	16779140	2.6691	16732340	46800	99.7211	0.2789
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16779140	2.6691	16732340	46800	99.7211	0.2789
Total	Total	1993744502	1087064011	54.5237	1087017211	46800	99.9957	0.0043
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 8	
Category	No. of Votes
Promoter and Promoter Group	0
Public institutions	0
Public - Non institutions	0

Resolution 9								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re- appointment of Mr. Ashutosh Khajuria (DIN: 05154975) as an Executive Director of the Bank				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	1365106184	1070284871	78.4030	1065595203	4689668	99.5618	0.4382
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1070284871	78.4030	1065595203	4689668	99.5618	0.4382
Public- Non Institutions	E-Voting	628638318	16783538	2.6698	16716674	66864	99.6016	0.3984
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16783538	2.6698	16716674	66864	99.6016	0.3984
Total	Total	1993744502	1087068409	54.5240	1082311877	4756532	99.5624	0.4376
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 9	
Category	No. of Votes
Promoter and Promoter Group	0
Public institutions	0
Public - Non institutions	0

Resolution 10								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Ms. Shalini Warriar, Chief Operating Officer (DIN: 08257526) as an Executive Director of the Bank.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	1365106184	1070284871	78.4030	1070284871	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1070284871	78.4030	1070284871	0	100.0000	0.0000
Public- Non Institutions	E-Voting	628638318	16785962	2.6702	16738895	47067	99.7196	0.2804
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16785962	2.6702	16738895	47067	99.7196	0.2804
Total	Total	1993744502	1087070833	54.5241	1087023766	47067	99.9957	0.0043
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 10	
Category	No. of Votes
Promoter and Promoter Group	0
Public institutions	0
Public - Non institutions	0

Resolution 11								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Raising of Funds through Issuance of Bonds				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	1365106184	1102472307	80.7609	1102472307	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1102472307	80.7609	1102472307	0	100.0000	0.0000
Public- Non Institutions	E-Voting	628638318	16786880	2.6704	16752302	34578	99.7940	0.2060
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16786880	2.6704	16752302	34578	99.7940	0.2060
Total	Total	1993744502	1119259187	56.1385	1119224609	34578	99.9969	0.0031
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 11	
Category	No. of Votes
Promoter and Promoter Group	0
Public institutions	0
Public - Non institutions	0

Resolution 12								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Increase in the Authorised Share Capital and consequent amendment to the Memorandum of Association of the Bank				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	1365106184	1102472307	80.7609	1045893984	56578323	94.8681	5.1319
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1102472307	80.7609	1045893984	56578323	94.8681	5.1319
Public- Non Institutions	E-Voting	628638318	16781050	2.6694	16747562	33488	99.8004	0.1996
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16781050	2.6694	16747562	33488	99.8004	0.1996
Total	Total	1993744502	1119253357	56.1383	1062641546	56611811	94.9420	5.0580
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 12	
Category	No. of Votes
Promoter and Promoter Group	0
Public institutions	0
Public - Non institutions	0

Resolution 13								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Raising of Tier I Capital of the Bank through Issuance of Securities				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	1365106184	1102472307	80.7609	1086522335	15949972	98.5533	1.4467
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1102472307	80.7609	1086522335	15949972	98.5533	1.4467
Public- Non Institutions	E-Voting	628638318	16787195	2.6704	16747301	39894	99.7624	0.2376
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16787195	2.6704	16747301	39894	99.7624	0.2376
Total	Total	1993744502	1119259502	56.1386	1103269636	15989866	98.5714	1.4286
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 13	
Category	No. of Votes
Promoter and Promoter Group	0
Public institutions	0
Public - Non institutions	0

Resolution 14								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Alteration of Object Clauses of Memorandum of Association				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	1365106184	1102472307	80.7609	1102472307	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1365106184	1102472307	80.7609	1102472307	0	100.0000	0.0000
Public- Non Institutions	E-Voting	628638318	16777223	2.6688	16713978	63245	99.6230	0.3770
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	628638318	16777223	2.6688	16713978	63245	99.6230	0.3770
Total	Total	1993744502	1119249530	56.1381	1119186285	63245	99.9943	0.0057
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes of Resolution 14	
Category	No. of Votes
Promoter and Promoter Group	0
Public institutions	0
Public - Non institutions	0

Partners:

CS Sivakumar P., M.Com, FCMA, FCS
CS Madhusudhanan E.P., M.com, FCMA, FCS
CS Anju Panicker, BA, LLB, ACS

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**CONSOLIDATED REPORT OF SCRUTINIZER(S) ON VOTING THROUGH REMOTE E-VOTING AND
THROUGH E-VOTING SYSTEM DURING ANNUAL GENERAL MEETING**

To,

Board of Directors,

The Federal Bank Ltd

Federal Towers, P B No 103,

Alwaye, Eranakulam - 683101

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and as per MCA Circular No. 14/2020 dated 08.04.2020, Circular No.17/2020 dated 13.04.2020 and Circular No. 20/2020 dated 05.05.2020 as issued by MCA ,and voting through electronic system at the 89th Annual General Meeting of The Federal Bank Limited held on Thursday, July 16, 2020 at 11 a.m. IST through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

I, Sivakumar P, Managing Partner of SEP & Associates, Company Secretaries, holding Membership No. FCS 3050 and Certificate of Practice No. 2210, having its Registered Office at Building No. CC 43/2695-A, Karya Parambil Lane, SRM Road, Kochi-682018 was appointed as Scrutinizer by the Board of Directors of The Federal Bank Limited pursuant to Section 108 of the companies Act, 2013("the Act") read with Rule 20 of the Companies (Management and Administration) Rules,2014, as amended, to conduct the remote-evoting process during the period from 13th July, 2020 (9:00 a.m. IST) to 15th July, 2020 (5:00 p.m. IST)and to scrutinize the voting through e-voting



system at the 89th Annual General Meeting (AGM) of The Federal Bank Limited held on Thursday, July 16, 2020 at 11 a.m.(IST) through Video Conferencing (VC) facility in a fair and transparent manner for ascertaining the requisite majority on voting in respect of the below mentioned resolution(s) proposed at the said AGM held on July 16, 2020.

The notice dated June 19, 2020, was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020

The Company has availed the e-voting facility offered by National Depository Services Limited (NSDL) for conducting remote e-voting prior to AGM and conducting e-voting during the AGM by the members of the Company.


The shareholders of the Company holding shares as on the "cut-off" date of Friday, July 10, 2020 were entitled to vote on the resolutions as set out in the Notice of the 89th AGM by remote e-voting prior to 89th AGM and e-voting system during the 89th AGM.

The remote e- voting period remained open from 13th July, 2020 (9:00 a.m. IST) to 15th July, 2020 (5:00 p.m. IST) and was disabled for voting thereafter.

The Company had also provided e-voting facility to the shareholders present at the AGM through VC and who had not cast their vote through remote -voting.

After the closure of voting at the AGM, the report on voting done through electronic voting system at the AGM was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility and e-voting during the AGM were thereafter 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 I: 

Revathi K S

Karthika

Nettoor P O

Ernakulam-682040

Witness II: 

Blessymol Benny

Chirakal

Vazhavara P O

Kattappana-685515

I have scrutinized and reviewed the votes cast by the shareholders through remote e-voting prior and e-voting during the AGM of the Company, based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through electronic system at the AGM on the resolutions as set out in the notice of the AGM.

My responsibility as scrutinizer for remote e-voting and the voting conducted through electronic voting system at the meeting is limited to prepare and submit a Scrutinizer's Report of the votes cast in favour or against the resolutions by the shareholders.

The consolidated Report on the result of voting through remote e-voting and the voting through electronic system at the AGM in respect of the said resolutions are as under:

ORDINARY BUSINESS

Item No. 1: Ordinary Resolution

- a. **Adoption of the audited financial statements of the Bank for the financial year ended March 31, 2020 and the Reports of the Board of Directors and the Auditor's thereon**
- b. **Adoption of the audited consolidated financial statements of the Bank for the financial year ended March 31, 2020 and the Report of the Auditor's thereon**



(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 (Including E-Voting by shareholders during AGM)	1344	1116368100	99.9992
TOTAL	1344	1116368100	99.9992

(ii) Voted against the resolution:

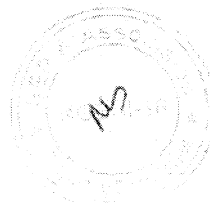
Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	14	8405	0.0008
TOTAL	14	8405	0.0008

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL

Item No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Shyam Srinivasan (DIN: 02274773), who retires by rotation, and being eligible, offers himself for re-appointment.



(i) Voted in favour of the resolution:

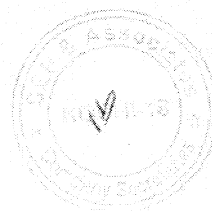
Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	1295	1119193979	99.9940
TOTAL	1295	1119193979	99.9940

(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 (Including E-Voting by shareholders during AGM)	60	67704	0.0060
TOTAL	60	67704	0.0060

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL



Item No. 3: Ordinary Resolution

To appoint Joint Statutory Central Auditors and to fix their remuneration.

(i) Voted in favour of the resolution:

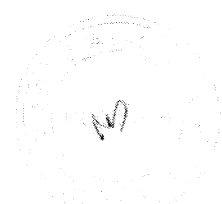
Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	1326	1119243777	99.9984
TOTAL	1326	1119243777	99.9984

(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 (Including E-Voting by shareholders during AGM)	28	17987	0.0016
TOTAL	28	17987	0.0016

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL



Special Businesses

Item No. 4: Ordinary Resolution

Appoint and to fix the remuneration of branch auditors in consultation with the Statutory Central Auditors for the purpose.

(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 (Including E-Voting by shareholders during AGM)	1321	1119228065	99.9971
TOTAL	1321	1119228065	99.9971

(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 (Including E-Voting by shareholders during AGM)	31	32542	0.0029
TOTAL	31	32542	0.0029

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL



Item No. 5: Ordinary Resolution

Re-appointment of Mr. Shyam Srinivasan (DIN: 02274773) as Managing Director & Chief Executive Officer 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 (Including E-Voting by shareholders during AGM)	1296	1119174328	99.9924
TOTAL	1296	1119174328	99.9924

(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 (Including E-Voting by shareholders during AGM)	55	85041	0.0076
TOTAL	55	85041	0.0076

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL



Item No. 6: Ordinary Resolution

To take on record RBI approval for appointment of Ms. Grace Koshie (DIN: 06765216) as Part- Time Chairperson of the Bank and to approve her remuneration.

(i) Voted in favour of the resolution:

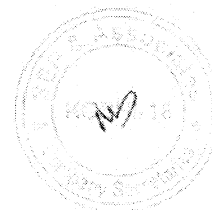
Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	1283	1086300788	99.9300
TOTAL	1283	1086300788	99.9300

(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 (Including E-Voting by shareholders during AGM)	62	760748	0.0700
TOTAL	62	760748	0.0700

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL



Item No. 7: Ordinary Resolution

Appointment of Ms. Grace Koshie (DIN: 06765216) as a Non - Executive Non - Independent 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 (Including E-Voting by shareholders during AGM)	1269	1078057407	99.1719
TOTAL	1269	1078057407	99.1719

(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 (Including E-Voting by shareholders during AGM)	74	9002019	0.8281
TOTAL	74	9002019	0.8281

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL



Item No. 8: Ordinary Resolution

Appointment of Mr. Sudarshan Sen (DIN: 03570051) as an Independent 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 (Including E-Voting by shareholders during AGM)	1293	1087017211	99.9957
TOTAL	1293	1087017211	99.9957

(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 (Including E-Voting by shareholders during AGM)	49	46800	0.0043
TOTAL	49	46800	0.0043

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL



Item No. 9: Ordinary Resolution

Re-appointment of Mr. Ashutosh Khajuria (DIN: 05154975) as an Executive Director of the Bank

(i) Voted in favour of the resolution:

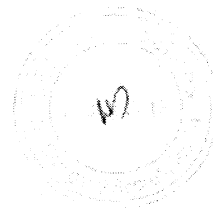
Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	1286	1082311877	99.5624
TOTAL	1286	1082311877	99.5624

(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 (Including E-Voting by shareholders during AGM)	58	4756532	0.4376
TOTAL	58	4756532	0.4376

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL



Item No. 10: Ordinary Resolution

Appointment of Ms. Shalini Warriar, Chief Operating Officer (DIN: 08257526) as an Executive Director of the Bank

(i) Voted in favour of the resolution:

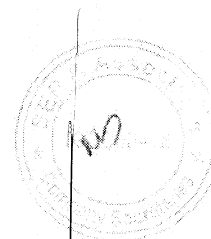
Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	1298	1087023766	99.9957
TOTAL	1298	1087023766	99.9957

(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 (Including E-Voting by shareholders during AGM)	45	47067	0.0043
TOTAL	45	47067	0.0043

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL



Item No. 11: Special Resolution
Raising of Funds through Issuance of Bonds

(i) Voted in favour of the resolution:

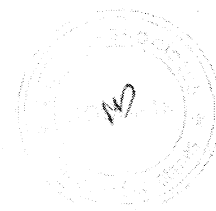
Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	1314	1119224609	99.9969
TOTAL	1314	1119224609	99.9969

(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 (Including E-Voting by shareholders during AGM)	34	34578	0.0031
TOTAL	34	34578	0.0031

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL



Item No. 12: Ordinary Resolution

Increase in the Authorized Share Capital and consequent amendment to the Memorandum of Association of the Bank

(i) Voted in favour of the resolution:

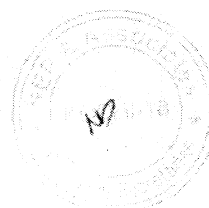
Voting Description	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Remote E-Voting (Including E-Voting by shareholders during AGM)	1281	1062641546	94.9420
TOTAL	1281	1062641546	94.9420

(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 (Including E-Voting by shareholders during AGM)	65	56611811	5.0580
TOTAL	65	56611811	5.0580

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL



Item No. 13: Special Resolution

Raising of Tier I Capital of the Bank through Issuance of Securities

(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 (Including E-Voting by shareholders during AGM)	1299	1103269636	98.5714
TOTAL	1299	1103269636	98.5714

(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 (Including E-Voting by shareholders during AGM)	51	15989866	1.4286
TOTAL	51	15989866	1.4286

(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL



Item No. 14: Special Resolution

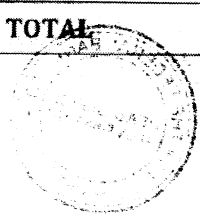
Alteration of Object Clauses of Memorandum of Association

(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 (Including E-Voting by shareholders during AGM)	1295	1119186285	99.9943
TOTAL	1295	1119186285	99.9943

(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 (Including E-Voting by shareholders during AGM)	54	63245	0.0057
TOTAL	54	63245	0.0057



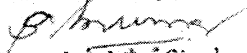
(iii) Invalid Votes

Voting Description	Number of members whose votes were declared invalid	Number of invalid votes cast by them
Remote E-Voting (Including E-Voting by shareholders during AGM)	NIL	NIL
TOTAL	NIL	NIL

Based on the aforesaid results, I report that all the resolutions as set out in the Notice vide Item Nos. 1 to 14 have been passed with requisite majority.

Thanking You

Yours Faithfully,



CS Puzhankara Sivakumar

Managing Partner

SEP & Associates, Company Secretaries

(ICSI Unique Code: P2019KE075600)

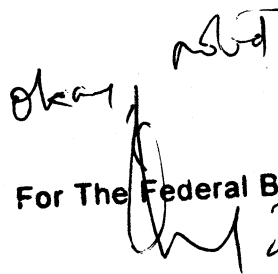
M. No. 3050 CP No. 2210

UDIN: F003050B000461453

Date: 16.07.2020

Place: Kochi





For The Federal Bank Ltd.

Shyam Srinivasan
Managing Director & CEO

