



Secretarial Department

June 07, 2024

Ref. FEDFINA/ CS/ 119/ 2024-25

To, National Stock Exchange of India Ltd., Listing Department Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051	To, BSE Limited, The Corporate Relationship Dept. Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001
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Re: Scrip Code: 544027, Symbol: FEDFINA

Sub: Remote e-voting results of the Postal Ballot along with Scrutinizer's report

Dear Sir/Madam,

This is in furtherance to the earlier intimation given by the Company on May 06, 2024 regarding the dispatch of the Postal Ballot Notice and commencement of the remote E-voting thereon, for seeking approval of the Members of Fedbank Financial Services Limited ('the Company') through Postal ballot for the following items:

Sr. No.	Particulars
1.	Appointment of Mr. Sunil Satyapal Gulati (DIN: 00016990) as an Independent Director
2.	Appointment of Mr. Ramesh Sundararajan (DIN: 10500779) as an Independent Director
3.	Continuation of Mr. Maninder Singh Juneja (DIN: 02680016) as a Nominee Director
4.	Appointment of Mr. Harsh Dugar (DIN: 00832748) as a Nominee Director

In this regard, please note that Mr. Dinesh Kumar Deora, (COP No. 4119), Practicing Company Secretary, partner of DM & Associates Company Secretaries LLP, who was appointed as the Scrutinizer for the aforesaid Postal Ballot has submitted his report dated June 06, 2024.

In accordance with the said report, the aforesaid Special Resolutions contained in the Postal Ballot Notice dated April 25, 2024, were approved by the members through remote e-voting with requisite majority and is deemed to have been passed on Thursday, June 06, 2024, being the last day of remote e-voting.

Pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015



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as amended, please find enclosed the following:

1. Postal Ballot remote -voting Results (Annexure I)
2. Report of Scrutinizer dated June 06, 2024 of remote e-voting (Annexure II).

The above is submitted for your kind information and appropriate dissemination.

Thanking you,

Yours Faithfully
For Fedbank Financial Services Limited

Rajaraman Sundaresan
Company Secretary & Compliance Officer
Membership No.: F3514

Encl: As above

Annexure-I

Details of Postal Ballot Remote -Voting Results

Resolution (1)								
Resolution required: Special Resolution				Appointment of Mr. Sunil Satyapal Gulati (DIN: 00016990) as an Independent Director				
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	227471046	227471046	100.00	227471046	0	100.00	0.00
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	227471046	227471046	100.00	227471046	0	100.00	0.00
Public-Institutions	E-Voting	96880724	85770477	88.53	85770477	0	100.00	0
	Poll		0	0.00	0	0	0	0
	Postal Ballot (if applicable)		0	0.00	0	0	0	0
	Total	96880724	85770477	88.53	85770477	0	100.00	0.00
Public-Non Institutions	E-Voting	45035129	6259907	13.90	6232555	27352	99.56	0.44
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	45035129	6259907	13.90	6232555	27352	99.56	0.44
Total	Total	369386899	319501430	86.49	319474078	27352	99.99	0.01
Whether resolution is Pass or Not.							Yes	



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Resolution (2)								
Resolution required: Special				Appointment of Mr. Ramesh Sundararajan (DIN: 10500779) as an Independent Director				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
			(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100
Promoter and Promoter Group	E-voting	227471046	227471046	100	227471046	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	227471046	227471046	100	227471046	0	100	0
Public Institutions	E-voting	96880724	85770477	88.53	85770477	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	96880724	85770477	88.53	85770477	0	100	0
Public Non-Institutions	E-voting	45035129	6259304	13.89	6232592	26712	99.57	0.43
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	45035129	6259304	13.89	6232592	26712	99.57	0.43
Total		369386899	319500827	86.49	319474115	26712	99.99	0.01
Whether resolution is Pass or Not.							Yes	



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Resolution (3)								
Resolution required: Special				Continuation of Mr. Maninder Singh Juneja (DIN: 02680016) as a Nominee Director				
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	227471046	227471046	100	227471046	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	227471046	227471046	100	227471046	0	100	0
Public Institutions	E-voting	96880724	79906787	82.47	74811772	5095015	93.62	6.38
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	96880724	79906787	82.47	74811772	5095015	93.62	6.38
Public Non-Institutions	E-voting	45035129	6237352	13.84	6127492	109860	98.23	1.77
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	45035129	6237352	13.84	6127492	109860	98.23	1.77
Total		369386899	313615185	84.90	308410310	5204875	98.34	1.66
Whether resolution is Pass or Not.							Yes	



Secretarial Department

Resolution (4)								
Resolution required: Special				Appointment of Mr. Harsh Dugar (DIN: 00832748) as a Nominee Director				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
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	227471046	227471046	100	227471046	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	227471046	227471046	100	227471046	0	100	0
Public Institutions	E-voting	96880724	79906787	82.47	76091374	3815413	95.22	4.78
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	96880724	79906787	82.47	76091374	3815413	95.22	4.78
Public Non-Institutions	E-voting	45035129	6259244	13.89	6231296	27948	99.55	0.45
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total	45035129	6259244	13.89	6231296	27948	99.55	0.45
Total		369386899	313637077	84.90	309793716	3843361	98.77	1.23
Whether resolution is Pass or Not.							Yes	

FEDBANK FINANCIAL SERVICES LIMITED

(CIN: L65910MH1995PLC364635)

Registered Office: 1101, 11th Floor, Cignus, Plot No. 71A, Powai Passpoli, Mumbai,
Maharashtra- 400087

SCRUTINISER'S REPORT FOR VOTING ON POSTAL BALLOT THROUGH REMOTE E- VOTING

C.S. C.A. Dinesh Kumar Deora
DM & Associates Company Secretaries LLP
Company Secretaries

[Firm Registration No: L2017MH003500] [Peer Review Certificate: 758/2020]

ADDRESS: 205, 2ND FLOOR, NADIADWALA MARKET, PODDAR ROAD, MALAD
(EAST), MUMBAI-400097

Tel 022-28443641 Mob 09321018355

Email: dmassociates@gmail.com Website: www.dmncs.co.in

DM & ASSOCIATES COMPANY SECRETARIES LLP
(LLPIN NO. AAI-4743)

[Firm Registration No: L2017MH003500] [Peer Review Certificate: 758/2020]
REGD. OFFICE: # 205, NADIADWALA MARKET, PODDAR ROAD, MALAD (EAST), MUMBAI-400097
Tel No. 022-28443641 Email: dmassociatesllp@gmail.com

To,
Mr. Rajaraman Sundaresan,
Company Secretary
FEDBANK FINANCIAL SERVICES LIMITED
1101, 11th Floor, Cignus,
Plot No. 71A,
Powai Passpoli, Mumbai,
Maharashtra- 400087.

Scrutinizer's Report on voting through remote e-voting for Postal Ballot conducted in terms of Sections 108 and 110 of the Companies Act, 2013 (" Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014.

Dear Sir,

I, **Dinesh Kumar Deora** Partner of M/s DM & Associates Company Secretaries LLP, appointed by the Board of Directors of **FEDBANK FINANCIAL SERVICES LIMITED** as the scrutinizer for the resolutions to be passed through Postal Ballot, Notice dated April 25th, 2024. At the outset, I would like to thank you for entrusting me with the task of scrutinizer pursuant to the provisions of section 110 of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force).

(1) I submit my report as under:

- 1.1 The postal ballot is conducted in accordance with the guidelines prescribed by the Ministry of Corporate Affairs ('MCA') for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (collectively the 'MCA Circulars'), to transact the special business as set out hereunder by passing Special Resolution by the Members of FEDBANK FINANCIAL SERVICES LIMITED (the "Company") through Postal Ballot via remote e-voting.
- 1.2 The Company **completed the dispatching / e-mailing** of the Postal Ballot Notice **on Monday, May 06, 2024** to its members whose name(s) appeared on the Register of Members / List of Beneficiaries as on **Friday, May 03, 2024** maintained by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and who have registered their email address with the Company/Depositories.
- 1.3 In compliance with the provisions of Sections 108 and 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI Listing Regulations as amended from time to time, read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on remote e-voting, the company had engaged the services of NSDL for facilitating the remote e-voting to enable the Members to cast their votes electronically on the designated website www.evoting.nsdl.com of **NSDL**.
- 1.4 **Total No. of votes based on Paid Up Capital** of the Company as on **May 03, 2024** were **36,93,86,899**.
- 1.5 **Public Announcement** with respect to completion of dispatch of Postal ballot Notice in two (2) newspapers **were made on May 07, 2024** in **The Business Standard (English) All India edition** and **Pratahkal (Marathi) Mumbai edition**.

DM & ASSOCIATES COMPANY SECRETARIES LLP
(LLPIN NO. AAI-4743)

[Firm Registration No: L2017MH003500] [Peer Review Certificate: 758/2020]
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Tel No. 022-28443641 Email: dmassociatesllp@gmail.com

- 1.6 The remote e-voting **commenced on Wednesday, May 08, 2024 at 9.00 a.m.** (IST) and **ended on Thursday, June 06, 2024 at 5:00 p.m.** (IST).
- 1.7 **Particulars of remote e-voting** of the Postal Ballot through e-voting process from the members **have been maintained electronically** to record the assent or dissent received.
- 1.8 The **e-voting was blocked at 5:00 pm (IST) on Thursday, June 06, 2024** and the e-voting summary statement was thereafter downloaded from the NSDLs e-voting website on June 06, 2024 at 05:10 pm in presence of two witness not in employment of the Company.
- 1.9 The Management of the Company is responsible to ensure compliance with the requirements of the Act, the Rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.
- 1.10 My responsibility as scrutinizer for the voting through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolutions.

(2) A summary of the Postal Ballot votes cast through electronically is given below:

1. APPOINTMENT OF MR. SUNIL SATYAPAL GULATI (DIN: 00016990) AS AN INDEPENDENT DIRECTOR

SPECIAL RESOLUTION:

(i) Voted in favour the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1,081	31,94,74,078	99.99%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
102	27,352	0.01%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes held by them
0	0

Total votes cast: **31,95,01,430 (100%)**
% of total votes cast in favor of the Resolution: **99.99%**
% of total votes cast against the Resolution: **0.01%**

Resolution passed with requisite majority.

DM & ASSOCIATES COMPANY SECRETARIES LLP
(LLPIN NO. AAI-4743)

[Firm Registration No: L2017MH003500] [Peer Review Certificate: 758/2020]
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Tel No. 022-28443641 Email: dmassociatesllp@gmail.com

2. APPOINTMENT OF MR. RAMESH SUNDARARAJAN (DIN: 10500779) AS AN INDEPENDENT DIRECTOR

SPECIAL RESOLUTION:

(i) Voted in favour the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1,082	31,94,74,115	99.99%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
94	26,712	0.01%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes held by them
0	0

Total votes cast: **31,95,00,827 (100%)**

% of total votes cast in favor of the Resolution: **99.99%**

% of total votes cast against the Resolution: **0.01%**

Resolution passed with requisite majority.

3. CONTINUATION OF MR. MANINDER SINGH JUNEJA (DIN: 02680016) AS A NOMINEE DIRECTOR

SPECIAL RESOLUTION:

(i) Voted in favour the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1,053	30,84,10,310	98.34%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
118	52,04,875	1.66%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes held by them
0	0

Total votes cast: **31,36,15,185 (100%)**

% of total votes cast in favor of the Resolution: **98.34%**

% of total votes cast against the Resolution: **1.66%**

Resolution passed with requisite majority.

DM & ASSOCIATES COMPANY SECRETARIES LLP
(LLPIN NO. AAI-4743)

[Firm Registration No: L2017MH003500] [Peer Review Certificate: 758/2020]
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Tel No. 022-28443641 Email: dmassociatesllp@gmail.com

4. APPOINTMENT OF MR. HARSH DUGAR (DIN: 00832748) AS A NOMINEE DIRECTOR

SPECIAL RESOLUTION:

(i) Voted in favour the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
1,065	30,97,93,716	98.77%

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
107	38,43,361	1.23%

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes held by them
0	0

Total votes cast: **31,36,37,077 (100%)**

% of total votes cast in favor of the Resolution: **98.77%**

% of total votes cast against the Resolution: **1.23%**

Resolution passed with requisite majority.

- (3) In view of the above results, I hereby certify that the Special resolutions proposed at item no's. 1, 2, 3 & 4 of the Postal Ballot Notice dated April 25, 2024, have been passed with requisite majority.
- (4) You may accordingly declare the results of the voting by postal ballot.

For DM & Associates Company Secretaries LLP
Company Secretaries

DINESH
KUMAR DEORA

Digitally signed by
DINESH KUMAR DEORA
Date: 2024.06.06 18:28:44
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Dinesh Kumar Deora – Partner
M. No. F5683
COP NO. 4119
UDIN: F005683F000541891

Date: June 06, 2024

For FEDBANK FINANCIAL SERVICES LTD.

RAJARAMAN
SUNDARESA
N

Digitally signed by RAJARAMAN SUNDARESAN
DN: cn=RAJARAMAN SUNDARESAN,
2.5.4.22=09177723264606755A91176ee11ef33
d72a152e06633891558fdcd0775b,
postalCode=400033, street=Mumbai,
serialNumber=050524811c66c4820ef105b19045
e06,
serialNumber=32931407875C2c25baa473
22744b791440d20c51c9954b6a94931cfcc,
ou=Personal, ou=RAJARAMAN SUNDARESAN
Date: 2024.06.07 18:28:13 +05'30'

Rajaraman Sundaresan
Company Secretary & Compliance Officer
Mem No. F3514

Date: June 06, 2024