

June 27, 2024

BSE Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001.
Script Code: 540065

National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E).
Mumbai -400051.
Script Name: RBLBANK

Reg: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, as amended, (“SEBI Listing Regulations”)

Sub: Outcome of Board Meeting

Dear Sir/Madam,

Pursuant to the applicable provisions of the SEBI Listing Regulations, this is to inform you that the Board of Directors of RBL Bank Limited (“the Bank”), at its meeting held today i.e. on June 27, 2024 has, *inter-alia* considered and approved the following:

1. Appointment of Joint Statutory Auditor

Appointment of M/s. KKC & Associates LLP, Chartered Accountants (Firm Registration Number - 105146W/W100621), subject to the approval of the Members of the Bank as one of the Joint Statutory Auditors of the Bank for a period of three years from the conclusion of the 81st Annual General Meeting (AGM) till the conclusion of the 84th AGM in place of M/s C N K & Associates LLP, who will be completing their term of 3 years at the conclusion of the 81st AGM. Brief Profile of M/s. KKC & Associates LLP, Chartered Accountants is enclosed herewith as **Annexure I**.

The appointment of statutory auditors is subject to approval of RBI for each year and their appointment as Joint Statutory Auditors has been approved by the Reserve Bank of India for the financial year i.e. FY 2024-25.

M/s. KKC & Associates LLP, Chartered Accountants shall be one of Joint Statutory Auditors of the Bank alongwith M/s. G.M. Kapadia & Co, Chartered Accountants (Firm Registration Number - 104767W) i.e. who shall act as Joint Statutory Auditor for their remaining term till the conclusion of the 82nd AGM.

2. Increase in Authorised Capital of the Bank and consequential amendment to the Capital Clause of the Memorandum of Association of the Bank:

The Board subject to the approval of the Reserve Bank of India and the Members of the Bank approved the increase in Authorised Capital of the Bank from Rs. 7,00,00,00,000 (Rupees Seven Hundred Crore) divided into 70,00,00,000/- (Seventy Crore) Equity (Ordinary) shares of Rs. 10/- (Rupees Ten) each to Rs. 10,00,00,00,000 (Rupees One Thousand Crore) divided into 100,00,00,000 (One Hundred Crore) Equity (Ordinary) shares of Rs. 10 each by creation of additional 30,00,00,000/- (Thirty Crore) Equity (Ordinary) Shares of Rs. 10 each, ranking pari-passu with the existing equity shares of the Bank.

The Board also approved the consequential alteration to the Capital Clause of the Memorandum of Association subject to the approval of the Reserve Bank of India and Members of the Bank.

www.rblbank.com

RBL Bank Limited

Controlling Office: One World Center, Tower 2B, 6th Floor, 841 Senapati Bapat Marg, Lower Parel, Mumbai - 400 013, Maharashtra, India | Tel.: +91 22 43020600 | Fax: 91 22 43020520

Registered Office: 1st Lane, Shahupuri, Kolhapur - 416001, India | Tel.: +91 231 6650214 | Fax: +91 231 2657386

CIN: L65191PN1943PLC007308 . E-mail: customercare@rblbank.com

3. Enabling Approvals for raising of funds as mentioned below:

- i. Raising of funds by way of a Qualified Institutions Placement (by means of issuing Equity Shares) for an amount upto Rs. 3,500 crore, in one or more tranche or tranches, which shall constitute up to 15% of the post-issue paid up equity share capital of the Bank in accordance with the provisions of the Companies Act, 2013, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended and such other acts, rules and regulations and subject to approval of the Members and such regulatory / statutory approvals, as may be applicable.
- ii. Issue of debt securities, in one or more tranches, on private placement basis, from time to time, upto an amount of Rs. 3,000 crore, pursuant to Section 42 and other applicable provisions of the Companies Act, 2013, applicable SEBI Listing Regulations and subject to approval of the Members and such Regulatory / Statutory approvals as may be applicable.

The aforesaid proposals as mentioned in serial no. i. and ii. were considered to facilitate seeking of an enabling approval of the Members of the Bank at the ensuing AGM.

It may also be noted that the details mentioned in serial no. i. and ii. contains the information as required under Para A of Part A of Schedule III of Regulation 30 of the SEBI Listing Regulations and in terms of SEBI circulars No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

4. Appointment of Secretarial Auditor for FY2024-25

M/s. S. N. Ananthasubramanian & Co., Company Secretaries (ICSI Unique Code: P1991MH040400) were appointed as Secretarial Auditors of the Bank for FY2024-25. Their brief profile is enclosed as **Annexure II**.

The Board, inter alia, approved the Notice of the ensuing (81st) Annual General Meeting and inclusion of the matters as mentioned under sr. nos. 1-3 above in the Notice of the ensuing i.e. 81st Annual General Meeting for seeking the approval of the Members of the Bank.

Further, in compliance with the Regulation 46(2) of SEBI Listing Regulations, the information is being hosted on the Bank's Website at www.rblbank.com.

Please note that the Board Meeting commenced at 2:35 p.m. and concluded at 7:18 p.m.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **RBL Bank Limited**

Niti Arya
Company Secretary

ANNEXURE I**Brief Profile of KKC & Associates LLP, Chartered Accountants**

M/s. KKC & Associates LLP, Chartered Accountants (Firm Registration No. 105146W/W100621), was established in 1936 offering services in the areas of statutory audits, internal/ management audits and information systems audits, taxation - both direct and indirect and transaction advisory services. The firm provides a range of services which include audit, assurance, taxation, advisory and accounting. The firm has varied experience in the Banking, Financial Services and Insurance (BFSI) sector, having provided audit / non-audit and consultancy services to private, public and foreign banks.

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ANNEXURE II**Brief Profile of Secretarial Auditors****M/s. S. N. Ananthasubramanian & Co., Company Secretaries**

S. N. Ananthasubramanian & Co (SNA & Co.) has a rich history that stretches over three decades.

SNA & Co., could assimilate its experience of more than three decades to strive to become one of the preferred firms.

The core team consists of 05 Partners, 02 Associates and Qualified Company Secretaries. The team is mentored by a senior professional of repute who has worked with a large engineering conglomerate having multinational operations.

The core team carries a blend of experience and youth which helps the firm to continually work towards improving its auditing techniques and processes to achieve increased efficiency and effectiveness.