

SH:293 / 2023-24

March 23, 2024

The General Manager Department of Corporate Services <b>BSE Limited</b> I Floor, New Trading Ring Rotunda Building, P J Towers Dalal Street Fort, Mumbai – 400 001	The Manager, Listing Department, <b>National Stock Exchange of India Limited</b> 'Exchange Plaza', Bandra - Kurla Complex Bandra (E), Mumbai – 400 051
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Dear Sir/Madam,

**Sub: Voting Results of Postal Ballot**

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results and Scrutinizer's Report of Postal Ballot on the following Resolution as set out in the Notice of Postal Ballot dated 19<sup>th</sup> February, 2024: -

- Approval for alteration of Articles of Association of the Bank

The Resolution has been approved by the Shareholders of the Bank with requisite majority.

The Resolution will be deemed to have been passed on the last date of e-voting i.e. on Friday, March 22, 2024.

Please take the same on record.

Thanking you,

Yours faithfully,

**Venkatesh.H**  
**Company Secretary & Secretary to the Board**

Company Name	DHANLAXMI BANK
Date of the AGM/EGM	
Total number of shareholders on record date	194360
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

SPECIAL - Approval for alteration of Articles of Association of the Bank										
Resolution required: (Ordinary/ Special)	No									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	E-Voting	0	0	0.0000	00	0	0.0000	0.0000		
	Poll	0	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
Public- Institutions	E-Voting	19335064	295843	1.5301	295843	0	100.0000	0.0000		
	Poll	19335064	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)	19335064	0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions	E-Voting	233677020	32600331	13.9510	32584845	15486	99.9524	0.0475		
	Poll	233677020	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)	233677020	0	0.0000	00	0	0.0000	0.0000		
<b>Total</b>		<b>253012084</b>	<b>32896174</b>	<b>13.0018</b>	<b>32880688</b>	<b>15486</b>	<b>99.9529</b>	<b>0.0471</b>		







**Scrutinizer's Report**

The Chairman  
M/s. DHANLAXMI BANK LIMITED  
Dhanalakshmi Bank Buildings, Naickanal,  
Thrissur – 680001.

Dear Sir,

**Scrutinizer's Report on postal ballot voting by way of remote voting by electronic means in respect of passing of the resolution set-out in the Notice dated February 19, 2024, through Postal Ballot.**

1. We, V Suresh, Senior Partner, V Suresh Associates, Practising Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the Postal Ballot voting process in compliance with the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in a fair and transparent manner on the resolution contained in the postal ballot Notice dated 19<sup>th</sup> February 2024 ("Notice") issued in accordance with The Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 read with Circular No.22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No 10/2021 dated June 23, 2021, Circular No 20/2021 dated December 8, 2021, Circular No 3/2022 dated May 5, 2022 and General Circular No. 10/2022 & 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs (MCA), Government of India (hereinafter referred to as "MCA Circulars") and SEBI vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023 (collectively referred to as "SEBI Circulars").
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with relevant Rules thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Postal Ballot e- voting, on the resolutions contained in the Postal Ballot Notice pursuant to section 108 & 110 of the Companies Act, 2013 and rules thereunder. Our responsibility as a scrutinizer for e-voting and postal ballot process is restricted to presenting a Scrutinizer's report on the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by KFin Technologies Limited ("KFin"), India the authorized agencies engaged by the Company.





*[Handwritten signature]*

3. We, submit herewith my report on the results of e-voting together with postal ballot as under:-
1. The Postal Ballot Notices were sent through email on February 19, 2024 to all the Shareholders, whose name(s) appeared on the Register of Members/list of beneficiaries as on February 16, 2024.
  2. Postal Ballot has been conducted in compliance with the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  3. The Public Advertisement with respect to dispatch of Notices and conducting of voting was published in an English Newspaper Business Standard (in English) and vernacular newspaper Kerala Kaumudi (in Malayalam) having a wide circulation, in their respective editions dated February 20, 2024.
  4. The e-voting period remained open from Thursday, February 22, 2024, 9.00 AM (IST) to Friday, March 22, 2024, 5.00 PM (IST).
  5. The Members of the Company as on the "cut-off" date i.e. Friday, February 16, 2024 were entitled to vote on the resolutions in the Postal Ballot Notice.
  6. The Corporate Members have provided the copy of the resolution passed at the Board of Directors for authorisation to exercise their votes.
  7. The votes cast were unblocked on Friday, March 22, 2024, in the presence of two (2) witnesses, who are not in the employment of the Company.

Thereafter, the details containing inter alia, list of Equity Share Holders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of KFin Technologies Limited ("KFin"), (i.e.)<https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx> based on such reports the results of the e-voting is generated.

8. We submit herewith the Scrutinizer's Report on the results of the remote e-voting for postal ballot, based on the report generated from KFin Technologies Limited ("KFin"), India website as under:



Item No. in the Notice	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Abstained Votes
		No. of Share Holders (Folios)	No. of Shares	% of total number of valid votes cast	No. of Share Holders (Folios)	No. of Shares	% of total number of valid votes cast	
<b>ITEM NO. 1:</b>								
<b>Special Resolution:</b>								
Approval for alternation of Articles of Association of the Bank.	3,28,96,174	442	3,28,80,688	99.95	21	15,486	0.05	14,30,197
<b>Total E-Voting</b>	<b>3,28,96,174</b>	<b>442</b>	<b>3,28,80,688</b>	<b>99.95</b>	<b>21</b>	<b>15,486</b>	<b>0.05</b>	<b>14,30,197</b>

9. The Resolution is passed as Special Resolution with requisite majority.
10. The Resolution is deemed to be passed on the last date of e-voting, i.e, March 22, 2024.
11. You may accordingly declare the result of the voting by Postal Ballot.

Place: Chennai  
Date: 23.03.2024



For V Suresh Associates

*(Handwritten Signature)*

V Suresh  
Senior Partner  
Practising Company Secretaries  
C. P. NO.6032  
Peer Review Code: 667/2020  
UDIN: F002969E003625324