

Ref. No.CO:CS:RC:2024-25:174

August 29, 2024

BSE Limited,  
Corporate Relationship Department,  
2nd Floor, New Trading Wing,  
Rotunda Building, P.J. Towers,  
Dalal Street,  
Mumbai – 400 001

National Stock Exchange of India Limited,  
Exchange Plaza, 5th Floor,  
Plot No. C/1, G Block,  
Bandra – Kurla Complex,  
Bandra (E),  
Mumbai – 400 051

**Scrip Code: 532772**

**NSE Symbol: DCBBANK**

Dear Sir / Madam,

**Sub: Intimation of the results of Postal Ballot (through remote e-voting)**

This is in continuation of our earlier intimation bearing reference no: No.CO:CS:RC:2024-25:140 dated July 29, 2024 enclosing the postal ballot notice along with explanatory statement, for seeking approval of the Shareholders (“**Members**”) of DCB Bank Limited (“**the Bank**”) to transact the following special business:

Sr. No.	Particulars	Type of Resolution (Ordinary/Special)
Item No.1	Appointment of Mr. Krishnan Sridhar Seshadri (DIN:10508808) as a Director of the Bank	Ordinary
Item No.2	Appointment of Mr. Krishnan Sridhar Seshadri (DIN:10508808) as Whole-time Director (Executive Director) of the Bank for a period of two (2) years, w.e.f. June 13, 2024 on the terms and conditions relating to the said appointment, including remuneration, as approved by the RBI.	Ordinary

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed results of the e-voting on the aforesaid resolutions in the prescribed format along with the Scrutinizer’s report dated August 29, 2024 issued by Ms. Aparna Gadgil (ACS 14713 & COP 10980) of S N Ananthasubramanian & Co., Practicing Company Secretaries.

We are pleased to inform you that the aforesaid ordinary resolutions have been passed by the Members of the Bank with the requisite majority. The resolutions are deemed to have been passed today, i.e. on August 29, 2024, being the last date specified for the remote e-voting.

A copy of the scrutinizer’s report and the voting results will also be made available on website of the Bank at [www.dcbbank.com](http://www.dcbbank.com).

Please take the above information on your record.

Yours faithfully,  
**For DCB Bank Limited**

**Rubi Chaturvedi**  
**Company Secretary &**  
**Compliance Officer**  
ACS-21562

Encl.: As above

Resolution-wise disclosure:

**Resolution Number 1**

**Appointment of Mr. Krishnan Sridhar Seshadri (DIN:10508808) as a Director of the Bank**

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Krishnan Sridhar Seshadri (DIN:10508808) as a 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	46200234	46200234	100.0000	46200234	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		46200234	46200234	100.0000	46200234	0	100.0000
Public-Institutions	E-Voting	130095265	90917130	69.8850	87863054	3054076	96.6408	3.3592
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		130095265	90917130	69.8850	87863054	3054076	96.6408
Public- Non Institutions	E-Voting	136944556	4419621	3.2273	4387626	31995	99.2761	0.7239
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		136944556	4419621	3.2273	4387626	31995	99.2761
<b>Total</b>		313240055	141536985	45.1848	138450914	3086071	97.8196	2.1804
<b>Whether resolution is Pass or Not.</b>							Yes	

For DCB Bank Limited

Rubi Chaturvedi  
Company Secretary and  
Compliance Officer

## Resolution Number 2

### Appointment of Mr. Krishnan Sridhar Seshadri (DIN:10508808) as Whole-Time Director (Executive Director) of the Bank for a period of two (2) years, w.e.f. June 13, 2024

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Krishnan Sridhar Seshadri (DIN:10508808) as Whole-time Director (Executive Director) of the Bank for a period of two (2) years, w.e.f. June 13, 2024 on the terms and conditions relating to the said appointment, including remuneration, as approved by the RBI.				
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		46200234	100.0000	46200234	0	100.0000	0.0000
	Poll	46200234	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	46200234	46200234	100.0000	46200234	0	100.0000	0.0000
Public- Institutions	E-Voting		90917130	69.8850	87863054	3054076	96.6408	3.3592
	Poll	130095265	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	130095265	90917130	69.8850	87863054	3054076	96.6408	3.3592
Public- Non Institutions	E-Voting		4417081	3.2255	4382641	34440	99.2203	0.7797
	Poll	136944556	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	136944556	4417081	3.2255	4382641	34440	99.2203	0.7797
<b>Total</b>		313240055	141534445	45.1840	138445929	3088516	97.8178	2.1822

For DCB Bank Limited

Rubi Chaturvedi  
Company Secretary and  
Compliance Officer



## **SCRUTINIZER'S REPORT**

**29<sup>th</sup> August, 2024**

To,  
The Chairman  
**DCB Bank Limited**  
**CIN: L99999MH1995PLC089008**  
601 & 602, Peninsula Business Park,  
6th floor, Tower A, Senapati Bapat Marg,  
Lower Parel, Mumbai – 400013

We are pleased to present the report on the Postal Ballot conducted by **DCB Bank Limited** ("the Bank") seeking consent of its Members for the Resolutions as contained in the Notice of Postal Ballot dated **18<sup>th</sup> July, 2024**.

1. In terms of provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Companies (Management and Administration) Rules, 2014, we were appointed as the Scrutinizer by the Bank on **18<sup>th</sup> July, 2024** to conduct the Postal Ballot as contained in the Notice dated **18<sup>th</sup> July, 2024** ("Postal Ballot Notice").
2. In terms of Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in accordance with the relevant circulars issued by Ministry of Corporate Affairs ("MCA") from time to time, in relation to *inter-alia* "Clarification on passing of Ordinary and Special resolutions by companies under the Companies Act, 2013" read with rules made thereunder, Members' approval was sought for the Ordinary Resolutions as contained in the Postal Ballot Notice through e-voting only.
3. **Notice of the Postal Ballot**
  - 3.1. The Bank has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited, as on **Friday, 26<sup>th</sup> July, 2024** ("**the cut-off date**"), the Bank had completed the dispatch of Postal Ballot Notice on, **29<sup>th</sup> July, 2024** through e-mail to **2,25,641** Members who had registered their email-ids with the Bank / Depositories / Depository Participants / Registrar and Share Transfer Agent .

Aparna  
Kedar Gadgil

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Aparna Kedar Gadgil  
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**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

- 3.2. The Bank had hosted the Postal Ballot Notice on its website and the website of CDSL (e-voting Agency) and also intimated the same to the stock exchanges viz. BSE Limited and National Stock Exchange of India Limited on, **29<sup>th</sup> July, 2024**.
- 3.3. Pursuant to Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the relevant MCA Circulars, an advertisement regarding the Postal Ballot was published on **30<sup>th</sup> July, 2024** in **Business Standard (English Newspaper) and Pudhari (Marathi Newspaper)**.
4. In terms of the aforesaid notice, Members were required to convey their assent or dissent, only through e-voting system, on e-voting platform provided by CDSL from **9:00 a.m. (IST) on Wednesday, 31<sup>st</sup> July, 2024 till 5:00 p.m. (IST) on Thursday, 29<sup>th</sup> August, 2024**.
5. Thereafter, Members' demographic details, voting rights and voting pattern were downloaded by us from CDSL.
6. After scrutiny of votes cast, all the votes cast by Members were found to be valid.
7. Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of a Member needs to be restricted to 26% of the total voting rights of all the members of the Bank. However, there is no Member who is holding shares having voting rights in excess of 26% of the total voting rights of all the members of the Bank.
8. We report that 02 (Two) Ordinary Resolutions as contained in the Postal Ballot Notice have been passed with requisite majority.

We have annexed with this report, the analysis of the results of the Resolutions as contained in the Postal Ballot Notice dated **18<sup>th</sup> July, 2024**.

**For S. N. ANANTHASUBRAMANIAN & CO.**  
**Company Secretaries**

**ICSI Unique Code: P1991MH040400**

**Peer Review Cert. No.: 5218/2023**

Aparna  
Kedar  
Gadgil

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by Aparna Kedar  
Gadgil  
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**Aparna Gadgil**  
**Partner**

**ACS: 14713 | COP No.: 8430**

**ICSI UDIN: A014713F001076730**

**29<sup>th</sup> August, 2024 | Thane**

For DCB Bank Limited

Rubi Chatuverdi  
Company Secretary & Compliance Officer



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**Result of Postal Ballot**

**Item No. 1: Appointment of Mr. Krishnan Sridhar Seshadri (DIN:10508808) as a Director of the Bank.**

Particulars	Number of valid		Percentage (%)
	Voters	Votes	
Assent	1,217	13,84,50,914	97.8196
Dissent	69	30,86,071	2.1804
<b>Total</b>	<b>1,286</b>	<b>14,15,36,985</b>	<b>100.0000</b>

Based on the aforesaid result, we report that the **Ordinary Resolution** as contained in the Item No. 1 of the Postal Ballot Notice dated **18<sup>th</sup> July 2024** has been passed with **requisite majority**.

**For S. N. ANANTHASUBRAMANIAN & CO.**  
**Company Secretaries**

Aparna Kedar Gadgil  
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**Aparna Gadgil**  
**Partner**

**ACS: 14713 | COP No.: 8430**  
**ICSI UDIN: A014713F001076730**  
**29<sup>th</sup> August, 2024 | Thane**

For DCB Bank Limited

Rubi Chatuverdi  
Company Secretary & Compliance  
Officer



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**Result of Postal Ballot**

Item No. 2: Appointment of Mr. Krishnan Sridhar Seshadri (DIN:10508808) as a Whole-time Director (Executive Director) of the Bank for a period of two (2) years, w.e.f. June 13, 2024 on terms and conditions including remuneration, as approved by RBI.

Particulars	Number of valid		Percentage (%)
	Voters	Votes	
Assent	1,208	13,84,45,929	97.8178
Dissent	78	30,88,516	2.1822
<b>Total</b>	<b>1,286</b>	<b>14,15,34,445</b>	<b>100.0000</b>

Based on the aforesaid result, we report that the **Ordinary Resolution** as contained in the Item No. 2 of the Postal Ballot Notice dated **18<sup>th</sup> July 2024** has been passed with **requisite majority**.

**For S. N. ANANTHASUBRAMANIAN & CO.**  
**Company Secretaries**

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Kedar  
Gadgil

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**Aparna Gadgil**  
**Partner**

**ACS: 14713 | COP No.: 8430**

**ICSI UDIN: A014713F001076730**

**29<sup>th</sup> August, 2024 | Thane**

For DCB Bank Limited

Rubi Chatuverdi  
Company Secretary & Compliance Officer