

June 28, 2024

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

The National Stock Exchange of India Limited,
'Exchange Plaza', C-1 Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400051.
Scrip Symbol: RBLBANK

Dear Sir(s)/Madam,

Sub: Voting Results of Postal Ballot along with Scrutinizer's Report

This is in furtherance to our letter dated May 29, 2024, regarding Notice of Postal Ballot dated May 25, 2024 ("Notice") issued to the Members of the Bank seeking their approval in relation to the following Resolutions to be passed through the mode of Remote E-voting only:

| Sr. No. | Description of the Resolutions | Type of Resolutions |
|----------------|--|----------------------------|
| 1. | To approve the appointment of Mr. Murali Ramakrishnan (DIN:01028298) as Non-Executive Independent Director of the Bank, with effect from April 11, 2024. | Special |
| 2. | To approve the revised ceiling of fixed remuneration payable to Non-Executive Directors (other than Part Time Non-Executive Chairman). | Ordinary |

The remote e-voting period for casting the votes for the Postal Ballot had commenced on Thursday, May 30, 2024 at 10:00 a.m. (IST) and ended on Friday, June 28, 2024 at 5:00 p.m. (IST) and thereafter, the Scrutinizer, Mr. S N Viswanathan, Practicing Company Secretary (ACS: 61955) of M/s. S. N. Ananthasubramanian & Co., Company Secretaries, had submitted his Report on the voting results.

The details of the voting results of the Postal Ballot through Remote E-voting mode, are enclosed in the format prescribed under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, along with the Scrutinizer's Report.

The aforesaid Resolutions have been passed by the Members with requisite majority and are deemed to have been passed on Friday, June 28, 2024, being the last date specified by the Bank for the Remote E-voting process.

The Results along with the Scrutinizer's Report are being hosted on the website of the Bank at the link: <https://ir.rblbank.com/> and on the website of CDSL www.evotingindia.com and shall also be made available at the Registered Office and Corporate Office of the Bank.

This intimation shall also be deemed to be a disclosure of the proceedings under Regulation 30 read with Para A (13) of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

You are requested to take note of the above and arrange to bring it to the notice of all concerned.

Kindly acknowledge receipt.

Thanking you.

Yours faithfully,
For **RBL Bank Limited**

Niti Arya
Company Secretary

Encl.: As above

Voting results of the Postal Ballot and Remote E-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Details of Voting Results of the Remote E-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

| | |
|---|--|
| Date of the AGM/EGM/ Postal Ballot Notice | May 25, 2024 (Resolutions passed through Postal Ballot on June 28, 2024) |
| Total No. of Shareholders on Record Date Cut-off date for ascertaining voting rights of Members i.e. Friday, May 24, 2024. | 369407 |
| No. of Shareholders present in the meeting either in person or through proxy | Not Applicable (Resolutions passed by means of Postal Ballot through Remote E-voting) |
| Promoters and Promoter Group | |
| Public | |
| No. of Shareholders attended the meeting through Video Conferencing | Not Applicable (Resolutions passed by means of Postal Ballot through Remote E-voting) |
| Promoters and Promoter Group | |
| Public | |

| Resolution (1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Special | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To approve the appointment of Mr. Murali Ramakrishnan (DIN: 01028298) as Non-Executive Independent Director of the Bank, with effect from April 11, 2024 | | | | |
| 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 |
| Public- Institutions | E-Voting | 279483559 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 224498991 | 80.3264 | 223426217 | 1072774 | 99.5221 | 0.4779 |
| | Total | | 279483559 | 224498991 | 80.3264 | 223426217 | 1072774 | 99.5221 |
| Public- Non Institutions | E-Voting | 326474203 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 38900336 | 11.9153 | 38877271 | 23065 | 99.9407 | 0.0593 |
| | Total | | 326474203 | 38900336 | 11.9153 | 38877271 | 23065 | 99.9407 |
| Total | | 605957762 | 263399327 | 43.4683 | 262303488 | 1095839 | 99.5840 | 0.4160 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | <input type="button" value="Add Notes"/> | |

Resolution (2)

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RBL Bank Limited

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

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

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

| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | To approve the revised ceiling of fixed remuneration payable to Non-Executive Directors (other than Part Time Non-Executive Chairman). | | | | |
| 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 |
| Public-Institutions | E-Voting | 279483559 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 224498991 | 80.3264 | 224150145 | 348846 | 99.8446 | 0.1554 |
| | Total | | 279483559 | 224498991 | 80.3264 | 224150145 | 348846 | 99.8446 |
| Public- Non Institutions | E-Voting | 326474203 | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 38900298 | 11.9153 | 38857311 | 42987 | 99.8895 | 0.1105 |
| | Total | | 326474203 | 38900298 | 11.9153 | 38857311 | 42987 | 99.8895 |
| Total | | 605957762 | 263399289 | 43.4683 | 263007456 | 391833 | 99.8512 | 0.1488 |
| Whether resolution is Pass or Not. | | | | Yes | | | | |
| Disclosure of notes on resolution | | | | <div style="border: 1px solid black; background-color: #800000; color: white; padding: 5px; display: inline-block;">Add Notes</div> | | | | |

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 I Tel: +91 22 43020600 I Fax: 91 22 43020520

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

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



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Company Secretaries

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E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

SCRUTINIZER'S REPORT

June 28, 2024

To,
The Chairman
RBL Bank Limited
CIN: L65191PN1943PLC007308
Shahupuri, Kolhapur,
Kolhapur, 416 001

We are pleased to present the report on the Postal Ballot conducted by **RBL Bank Limited** ("the Bank") seeking consent of its Members for the Resolutions as contained in the Notice of Postal Ballot dated **May 25, 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 **May 25, 2024** to conduct the Postal Ballot as contained in the Notice dated **May 25, 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 Resolutions as contained in the Postal Ballot Notice through e-voting only.



*Scrutinizer's Report on Postal Ballot conducted by RBL Bank Limited
vide Notice dated May 25, 2024*



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, May 24, 2024 ("the cut-off date")**, the Bank had completed the dispatch of Postal Ballot Notice on, **May 29, 2024** through e-mail to **3,51,103** Members who had registered their email-ids with the Bank / Depositories / Depository Participants / Registrar and Share Transfer Agent.
- 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 BSE Limited and National Stock Exchange of India Limited on, **May 29, 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 **May 30, 2024** in all editions of **Business Standard (English Newspaper)** and **Punya Nagari (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 **Thursday, May 30, 2024, 10.00 a.m onwards till Friday, June 28, 2024 at 5:00 p.m. (IST)**.
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.





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

7. Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of an individual Member needs to be restricted to 26% of the total voting rights of all the members of the Bank. However, no Member is holding 26% or above shares/voting rights in the Bank.
8. We report that 01 (One) Special Resolution and 01 (One) Ordinary Resolution 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 **May 25, 2024**.

For S. N. ANANTHASUBRAMANIAN & CO.

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 5218/2023

S. N. Viswanathan



S. N. Viswanathan

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955F000634111

June 28, 2024 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

Result of Postal Ballot

Item No. 1: To approve the appointment of Mr. Murali Ramakrishnan (DIN: 01028298) as Non-Executive Independent Director of the Bank, with effect from April 11, 2024.

| Particulars | Number of valid | | Percentage (%) |
|--------------|-----------------|---------------------|-----------------|
| | Voters | Votes | |
| Assent | 1,320 | 26,23,03,488 | 99.5840 |
| Dissent | 104 | 10,95,839 | 0.4160 |
| Total | 1,424 | 26,33,99,327 | 100.0000 |

Based on the aforesaid result, we report that the **Special Resolution** as contained in the Item No. 1 of the Postal Ballot Notice has been passed with **requisite majority**.

For S. N. ANANTHASUBRAMANIAN & CO.
Company Secretaries





S. N. Viswanathan
Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955F000634111

June 28, 2024 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

Result of Postal Ballot

Item No. 2: To approve the revised ceiling of fixed remuneration payable to Non-Executive Directors (other than Part Time Non-Executive Chairman).

| Particulars | Number of valid | | Percentage (%) |
|--------------|-----------------|---------------------|-----------------|
| | Voters | Votes | |
| Assent | 1,224 | 26,30,07,456 | 99.8512 |
| Dissent | 198 | 3,91,833 | 0.1488 |
| Total | 1,422 | 26,33,99,289 | 100.0000 |

Based on the aforesaid result, we report that the **Ordinary Resolution** as contained in the Item No. 2 of the Postal Ballot Notice has been passed with **requisite majority**.

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




S. N. Viswanathan
Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955F000634111

June 28, 2024 | Thane