

AXIS/CO/CS/265/2018-19

20th June 2018

Shri Avinash Kharkar
The Assistant Vice President
(Listing & Compliance)
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, "G" Block
Bandra-Kurla Complex
Bandra (E), Mumbai – 400 051

NSE Symbol: AXISBANK

Dear Sir(s),

Shri Khushru Balsara
The Senior General Manager
(Listing)
The Bombay Stock Exchange Limited
1st Floor, New Trading Ring, Rotunda
Building
P. J. Towers, Dalal Street
Fort, Mumbai – 400 001

BSE Scrip Code: 532215

SUB: PROCEEDINGS OF THE 24TH ANNUAL GENERAL MEETING OF AXIS BANK LIMITED AND VOTING RESULTS.

REF: REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015.

Pursuant to the requirements of Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the details of the proceedings of the 24th Annual General Meeting held today at 10.00 a.m. at J. B. Auditorium, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad, Gujarat, 380 015 and that of the voting results in respect of all the resolutions as set out in the Notice dated 16th May 2018, for your information and noting please.

Please note that the said voting results have been consolidated in respect of voting conducted through remote e-voting and ballot conducted at the said Annual General Meeting. We are pleased to inform you that all the said resolution(s) have been passed by the Shareholders with the requisite majority as mandated under the relevant provisions of the Companies Act, 2013 and the relevant Rules made thereunder. This shall be treated as our disclosure under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

In this connection, we enclose herewith the Scrutinizers Report dated 20th June 2018 issued by Shri Nimai G. Shah, Chartered Accountant (Membership No. 100932) Partner, Chandabhoy & Jassoobhoy, who was appointed as the Scrutinizer for the said e-voting process.

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

Thanking you.

Yours Sincerely,
For Axis Bank Limited

V. Srinivasan
Deputy Managing Di

Encl.: As above.

General information about company	
Scrip code	532215
Name of the company	Axis Bank Limited
Type of meeting	AGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	20-06-2018
Start time of the meeting	10:00AM
End time of the meeting	1:30 PM

Voting results	
Record date (Cut-off Date)	13-06-2018
Total number of shareholders on record date	339312
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	3
b) Public	78
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	12



				Resolu	ution (1)			"1				
Resolution re	quired: (Ordinary /	Special)		Ordinary								
Whether pror agenda/reso	moter/promoter gr siution?	oup are intere	ested in the	No								
Description o	f resolution conside	ered		ended 31st March 201	To receive, consider and adopt: (a) the audited financial statements of the Bank for the financial year ended 31st March 2018 and the Reports of the Directors and the Auditors thereon; and (b) the audited consolidated financial statements for the financial year ended 31st March, 2018 and the Report of the Auditors thereon.							
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				
	E-Voting		627088462	94.4282	627088462	0	100	0				
Promoter and	Poll	664090162	0	0	0	0	0	0				
	Postal Ballot (if applicable)		0	0	0	0	0	0				
	Total	664090162	627088462	94.4282	627088462	0	100	0				
	E-Voting		1327198384	82.917	1327198384	0	100	0				
Public-	Рош	1600634604	0	0	0	0	0	0				
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0				
	Total	1600634604	1327198384	82.917	1327198384	0	100	0				
	E-Voting		111710493	36.8463	111710360	133	99.9999	0.0001				
Public- Non	Poll	303180070	1218	0.0004	1218	0	100	0				
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0				
	Total	303180070	1117 17 11	36.8467	111711578	133	99.9999	0.0001				
	Total	2567904836	2065998557	80.4546	2065998424	133	100	0				
Whether reso	lution is Pass or Not			· · · · · · · · · · · · · · · · · · ·	•		Yes	ر موسوس				

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				Resolution(2)						
Resolution red	quired: (Ordinary / S	Special)		Ordinary						
Whether pror agenda/reso	noter/promoter gro lution?	oup are interes	ited in the	No						
Description o	f resolution conside	red		Appointment of Dir rotation and being						
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)/(i)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
- Hamas	E-Voting		627088462	94.4282	627088462	0	100	0		
Promoter	Poll	664090162	0	0	0	0	0	0		
and Promoter Group	Postal Ballot (if applicable)	00 10, 010.	0	О	0	0	0	0		
	Total	664090162	627088462	94.4282	627088462	0	100	0		
	E-Voting	1600634604	1332496133	83.248	1323069069	9427064	99.2925	0.7075		
Public-	Poll		0	0	0	0	0	0		
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total	1600634604	1332496133	83.248	1323069069	9427064	99.2925	0,7075		
	E-Voting		138483665	45.677	138482051	1614	99.9988	0,0012		
D 4-11 - 51	Poli	303180070	1218	0.0004	1218	0	100	0		
Public- Non Institutions	Postal Ballot (if applicable)	000100070	0	0	0	0	0	0		
	Total	303180070	138484883	45.6774	138483269	1614	99.9988	0.0012		
	Total	2567904836	2098069478	81.7036	2088640800	9428678	99.5506	0.4494		
Whether resc	olution is Pass or Not					· • • • • • • • • • • • • • • • • • • •	Yes			



				Resolution (3)						
Resolution re	quired: (Ordinary / S	pecial)		Ordinary				, <u> </u>		
Whether pror agenda/reso	moter/promoter gro lution?	up are intere	sted in the	No	No					
Description o	f resolution consider	ed		Appointment of Dir by rotation and be						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes	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		
	E-Voting		627088462	94.4282	627088462	0	100	0		
Promoter	Poli	664090162	0	0	0	0	0	0		
and Promoter Group	Postal Ballot (if applicable)	004070102	0	0	0	0	0	0		
	Total	664090162	627088462	94.4282	627088462	0	100	0		
	E-Voting		13 3 2496133	83.248	1323069069	9427064	99.2925	0.7075		
Public-	Poll	1600634604	0	0	0	0	0	0		
Institutions	Postal Ballot (if applicable)	1000004	0	0	0	0	0	0		
	Total	1600634604	13 3 2496133	83.248	1323069069	9427064	99.2925	0.7075		
	E-Voting		138483665	45.677	138482066	1599	99.9988	0.0012		
Dudoli - Na	Poll	303180070	1218	0.0004	1218	0	100	0		
Public- Non Institutions	Postal Ballot (if applicable)	1000100070	О	0	0	o	0	0		
,	Total	303180070	138484883	45.6774	138483284	1599	99.9988	0:0012		
	Total	2567904836	2098069478	81.7036	2088640815	9428663	99.5506	0.4494		
Whether reso	olution is Pass or Not.		1		<u> </u>	***	Yes			

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				Resolution (4)						
Resolution rec	quired: (Ordinary / Spe	cial)	**************************************	Ordinary						
	Whether promoter/promoter group ore interested in the agenda/resolution?			No			**************************************			
Description of	Description of resolution considered			Appointment of M/s. Number 103523W/WIOC such from the conclusi of remuneration as ma	0048) as the Sto on of 24th AGN	atutory Audi Muntil the c	tors of the Bonk ar onclusion of 28th /	nd to hold office a AGM and paymen		
Category	Mode of voting	No. of shares held	No. of votes palled	% 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 an votes polled		
		{1}	(2)	(3)=[(2)/(1)]*100	[4].	(5)	(6)=[(4)/(2))*100	(7)=((5)/(2)]*100		
	E-Voting		627088462	94.4282	627088462	0	100	0		
Promoter	Poll	664090162	0	0	0	0	0	0		
and Promoter Group	Postal Ballot (if applicable)	00107-101	0	o	0	0	О	0		
	Total	66 409 0162	627088462	94.4282	627088462	0	100	0		
	E-Voting		1332476633	83.2468	1318294722	14181911	98.9357	1.0643		
Public	Pali	1600634604	0	0	0	0	0	0 .		
Public- Institutions	Postal Ballot (if applicable)	1000034004	0	0	0	0	О	О		
	Total	1600634604	1332476633	83.2468	1318294722	14181911	98.9357	1.0643		
***************************************	E-Voting		138483683	45.677	138483125	558	99.9996	0.0004		
Dublia Nas	Poll	303180070	1218	0.0004	1218	0	100	0		
Public- Non Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total	303180070	138484901	45.6774	138484343	558	99.9996	0.0004		
	Tatal	2567904836	2098049996	81.7028	2083867527	14182469	99.324	0.676		
Whether reso	Dution is Pass or Not.	F-A	· · · · · · · · · · · · · · · · · · ·		744	A	Yes 🦸	S BAN		

				Resolution (5)						
Resolution re	equired: (Ordinary/	Special)		Ordinary	Ordinary					
Whether pro agenda/res	omoter/promoter gro olution?	oup are intere	sted in the	No	No					
Description (of resolution conside	red		Appointment of Sh the Bank, for a per	ri Stephen Pag iod of 4 consec	gliuca as the cutive years,	Non – Executive (N w.e.f. 19th Decem	ominee) Director of ber 2017.		
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		
	E-Voting		627088462	94.4282	627088462	0	100	0		
Promoter and	- 1000 J. 1000		0	0	0	0	0	0		
Promoter Group	Postal Ballot (if applicable)	004070102	0	0	0	0	0	0		
	Total	664090162	627088462	94.4282	627088462	0	100	0		
	E-Voting		1315234636	82.1696	1290164750	25069886	98.0939	1.9061		
Public-	Poll	1600634604	0	0	0	0	0	0		
Institutions	Postal Ballot (if applicable)	1000034004	0	0	0	0	0	0		
	Total	1600634604	1315234636	82.1696	1290164750	25069886	98.0939	1.9061		
	E-Voting		138481788	45.6764	138480798	990	99.9993	0.0007		
Public- Non	Poll	303180070	1218	0.0004	1218	0	100	0		
Institutions	Postal Ballot (if applicable)	300100070	0	0	0	0	0	0		
	Total	303180070	138483006	45.6768	138482016	990	99.9993	0.0007		
	Total	2567904836	2080806104	81.0313	2055735228	25070876	98.7951	1.2049		
Whether resc	olution is Pass or Not.						Yes	S BAA		

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				Resolution (6)						
Resolution re	quired: (Ordinary /	Special)		Ordinary						
Whether pro agenda/resc	moter/promoter gr slution?	oup are intere	ested in the	No	No					
Description o	of resolution conside	ered		Payment of remune (Part-Time) Chairma	eration to Dr. Sc an of the Bank,	anjiv Misra for a perio	(DIN 03075797) as the	e Non-Executive . 18th July 2018.		
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		
	E-Voting		627088462	94.4282	627088462	0	100	0		
Promoter and	POII	664090162	0	0	0	0	0	0		
Promoter Group	Postal Ballot (if applicable)	004070102	0	0	0	0	0	0		
	Total	664090162	627088462	94.4282	627088462	0	100	0		
	E-Voting		1297998314	81.0927	1297406086	592228	99.9544	0.0456		
^D ubliC-	Poll	1600634604	0	0	0	0	0	0		
nstitutions	Postal Ballot (if applicable)	1000004004	0	0	0	0	0	0		
	Total	1600634604	1297998314	81.0927	1297406086	592228	99.9544	0.0456		
	E-Voting		138470735	45.6728	138467265	3470	99.9975	0.0025		
Public- Non	Poll	303180070	1218	0.0004	1218	0	100	0		
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total	303180070	138471953	45.6732	138468483	3470	99.9975	0.0025		
	Total	2567904836	2063558729	80.3596	2062963031	595698	99.9711	0.0289		
Whether resc	lution is Pass or No	t.		1			Yes	40000		

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				Resolution (7	")						
Resolution re	equired: (Ordinary /	Special)		Ordinary	Ordinary						
Whether pro agenda/res	omoter/promoter gro olution?	oup are intere	sted in the	No							
Description (of resolution conside	ered		trom 1st June 2018	up to 31st Dec	cember 20	N 00043265) as the 118 (both days inclu nt, including remun	MD & CEO of the Bank sive) and the terms and eration.			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes — in fav o ur	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled			
	- 12-24	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100			
	E-Voting		627088462	94.4282	627088462	0	100	0			
Promoter and	POII	664090162	0	0	0	0	0	0			
Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0			
	Total	664090162	627088462	94.4282	627088462	0	100	0			
	E-Voting		1324277322	82.7345	1323920722	356600	99.9731	0.0269			
Public-	POII	1600634604	0	0	0	0	0	0			
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0			
	Total	1600634604	1324277322	82.7345	1323920722	356600	99.9731	0.0269			
	E-Voting		138483593	45.677	138468591	15002	99.9892	0.0108			
Public- Non	Poll	303180070	1218	0.0004	1218	0	100	0			
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0			
	Total	303180070	138484811	45.6774	138469809	15002	99.9892	0.0108			
	Total	2567904836	2089850595	81,3835	2089478993	371602	99.9822	0.0178			
Whether reso	olution is Pass or Not,				·	.1	Yes .//	SBA			

				Resolution (8)					
Resolution re	quired: (Ordinary /	Special)		Ordinary			1 <u> </u>		
Whether prod agenda/resc	moter/promoter gro slution?	oup are intere	ested in the	No					
Description o	f resolution conside	ered		Revision in the rer Deputy Managing				v 00033882) as the	
Calegory	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 fav o ur 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	
	E-Voting		627088462	94.4282	627088462	0	100	0	
Promoter	Poll	664090162	0	0	0	0	0	0	
and Promoter Group	Postal Ballot (if applicable)	004070102	0	0	0	0	0	О	
	Total	664090162	627088462	94.4282	627088462	0	100	0	
***************************************	E-Voting	1600634604	1315234636	82.1696	1259819621	55415015	95.7867	4.2133	
Public-	Poll		0	0	0	0	0	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
,	Total	1600634604	1315234636	82.1696	1259819621	55415015	95.7867	4.2133	
	E-Voting		138472513	45.6734	138466149	6364	99.9954	0.0046	
Public- Non	Poll	303180070	1218	0.0004	1218	0	100	0	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	303180070	138473731	45.6738	138467367	6364	99.9954	0.0046	
	Tota	2567904836	2080796829	81.0309	2025375450	55421379	97.3365	26635	
Whether reso	olution is Pass or No	t.				-11,000	Yes		

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				Resolution (9)							
Resolution re	equired: (Ordinary /	Special)	·	Ordinary	Ordinary						
Whether pro agenda/res	omoter/promoter gro olution?	Dup are intere	sted in the	NO	No						
Description (of resolution conside	red	-	Revision in the rer Executive Director June 2018.	muneration po (Retail Bankin	iyable to S ig) of the E	hri Rajiv Anand (D Bank, for period of	N 02541753) as the one year, w.e.f. 1:			
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			
··· 	E-Voting		627088462	94.4282	627088462	0	100	0			
Promoter and	POII	664090162	0	0	0	0	0	0			
and Promoter Group	Postal Ballot (if applicable)	34070102	0	0	0	0	0	0			
	Total	664090162	627088462	94.4282	627088462	0	100	0			
	E-Voting		1315234636	82.1696	1307304004	7930632	99.397	0.603			
Public-	Poll	1600634604	0	0	0	0	0	0			
nstitutions	Postal Ballot (if applicable)	1000004004	0	0	0	0	0	0			
	Total	1600634604	1315234636	82.1696	1307304004	7930632	99.397	0.603			
	E-Voting		138483549	45.677	138477695	5854	99.9958	0.0042			
Public- Non	Poll	303180070	1218	0.0004	1218	0	100	0			
Public- Non Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0			
	Total	303180070	138484767	45.6774	138478913	5854	99.9958	0.0042			
	Total	2567904836	2080807865	81.0313	2072871379	7936486	99.6186	0.3814			
Whether reso	olution is Pass or Not.				<u> </u>		Yes JE BA	<u> </u>			
Whether reso	olution is Pass or Not.			<u>,</u>			Yes S BA	17			

				Resolution (10)						
Resolution re	equired: (Ordinary / S	pecial)		Ordinary						
Whether pro agenda/reso	moter/promoter gro plution?	up are infere	sted in the	No						
Description o	of resolution conside	red	1					IN 07508488) as the f one year, w.e.f. 1st		
Category	Mode of voting	No. of shores 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		
	E-Voting		627088462	94.4282	627088462	0	100	0		
Promoter	Poll	664090162	0	0	0	0	0	0		
and Promot e r Group	Postal Ballot (if applicable)	004090102	0	0	0	0	0	0		
	Total	664090162	627088462	94.4282	627088462	0	100	0		
	E-Voting	1600634604	1315234636	82.1696	1307304004	7930632	99.397	0.603		
Public-	Poll		0	0	0	0	0	0		
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total	1600634604	1315234636	82.1696	1307304004	7930632	99.397	0.603		
***	E-Voting		138483549	45.677	138477713	5836	99.9958	0.0042		
Public- Non	Poll	303180070	1218	0.0004	1218	0	100	0		
Institutions	Postal Ballot (if applicable)		0	0	0	0	О	0		
	Total	303180070	138484767	45.6774	138478931	5836	99.9958	0.0042		
	Total	2567904836	2080807865	81.0313	2072871397	7936468	99.6186	0.3814		
Whether res	olution is Pass or Not	- white with the same of the s					Yes /15 B	AN		

				Resolution (11))			
Resolution required: (Ordinary / Special)				Special				
Whether pro agenda/resc	mater/promoter gro plution?	up are intere	sted in the	No				
Description o	of resolution consider	red		Increase in the bor (1) (c) of the Comp			oto Rs. 200,000 crore	e, under Section 180
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
***	E-Voting		625203781	94.1444	625203781	0	100	0
Promoter	Polí	664090162	0	0	0	0	0	0
and Promoter Group	Postal Ballot (if applicable)	04070102	0	0	0	0	0	0
	Total	664090162	625203781	94.1444	625203781	0	100	0
	E-Voting		1332496133	83.248	1313588748	18907385	98.5811	1.4189
Public-	Poll	1600634604	0	0	О	0	0	0
Institutions	Postal Bailot (if applicable)		0	0	0	0	o	0
	Total	1600634604	1332496133	83.248	1313 <i>5</i> 88748	18907385	98.5811	1.4189
	E-Voting		138483665	45.677	138483135	530	99.9996	0.0004
District Alex	Poll	303180070	1218	0.0004	1218	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)		0	о .	0	0	0	0
	Total	303180070	138484883	45.6774	138484353	530	99.9996	0.0004
	Total	2567904836	2096184797	81.6302	2077276882	18907915	99.098	0.902
Whether reso	olution is Poss or Not.	· · · · · · · · · · · · · · · · · · ·	• • • • • • • • • • • • • • • • • • •		•		Yes بنينزو	RAN

Resolution (12)								
Resolution required: (Ordinary / Special)				Special				
	romoter/promoter a/resolution?	group are inte	erested in	No	#1100 H			- Ark 8
Description	n of resolution consi	dered		including but not limited to instruments and Tier II cap	o long term bo pital bonds or st to time, on a pi	inds, green Uch other o Tivate place	bonds, masala bo lebt securities as r ement basis, for a	by issue of Debt Securities onds, NCDs, perpetual debnay be permitted under the amount of upto Rs. 35,000 ution.
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
l 		(1)	(2)	(3)=[(2)/(1)]*1 00	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		625203781	94.1444	625203781	0	100	0
Promo t er and	Pol	664090162	0	0	0	0	0	0
Promoter Group	Postal Ballot (if applicable)	7	0	0	0	0	0	0
	Total	664090162	625203781	94.1444	625203781	0	100	0
	E-Voting		1332496133	83.248	1313588748	18907385	98.5811	1.4189
Public-	Poll	1600634604	0	0	0	0	0	0
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1600634604	1332496133	83.248	1313588748	18907385	98.5811	1.4189
	E-Voting		138483663	45.677	138483015	648	99.9995	0.0005
Public-	Poll	303180070	1218	0.0004	1218	0	100	0
Non Institutions	Postal Ballot (if applicable)	:	0	0	0	0	0	0
	Total	303180070	138484881	45.6774	138484233	648	99.9995	0.0005
	Total	2567904836	2096184795	81.6302	2077276762	18908033	99.098	0.902
Whether re	solution is Pass or N	ot.				,,,,,	Yes	IS BAN

TEDA

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Sections 109 of the Companies Act, 2013 and Rule 21 (2) of the Companies (Management and Administration) Rules, 2014]

To, Chairman of the Board of Directors Axis Bank Limited 'Trishul', 3rd Floor, Opp. Samartheshwar Temple, Law Garden, Ellisbridge, Ahmedabad – 380 006

Sub: Scrutinizer's Report

Ref: 24th Annual General Meeting (AGM) of the Shareholders of Axis Bank Limited.

Dear Sir.

- I, Shri Nimai G. Shah, Chartered Accountant (Membership No. 100932) and Partner. Chandabhoy & Jassoobhoy, Chartered Accountants, Ahmedabod appointed as Scrutinizer for the purpose of the voting by electronic means and poll at the said AGM carried out as per the provisions of the Companies Act. 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), proposed at the said AGM held today at J. B. Auditorium, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad, Gujarat 380 015, submit our report as under:
- 1. After the time fixed for closing of the poll by the Chairman, two polling boxes kept for polling were locked and sealed in my presence, with due identification marks placed by me.
- 2. The locked polling boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Karvy Computershare Private Limited, Hyderabad, Registrar and Transfer Agents of the Bank and the authorizations / proxies lodged with the Bank.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The remote e-voting period commenced on \$aturday, 16th June 2018 (9:00 a.m.) and ended on Tuesday, 19th June 2018 (5:00 p.m.).
- 5. The Shareholders holding the shares as on the "cut off" dote i.e. Wednesday, 13th June, 2018 were entitled to vote on the proposed resolution(s) as set out in item nos. 1 to 12 of the Notice dated 16th May 2018 convening the said AGM.
- 6. The votes cast through remote e-voting were unblocked by me on 20th June, 2018 around 2.00 p.m. in the presence of two witnesses, Mr. Nishant Shah and Mr. Kamal Patel who are not in the employment of the Bank. They have signed below on the confirmation of the votes being unblocked in their presence.
- 7. Thereafter, the details containing, inter-olio, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Karvy Computershare Pvt. Ltd. (https://evoting.karvy.com)

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8. The results of voting by electronic means and poll at the said AGM is as under:

Resolution No. 1 - To receive, consider and adopt:

- (a) the audited standalone financial statements of the Bank for the financial year ended 31st March 2018 and the Reports of the Directors and the Auditors thereon; and
- (b) the audited consolidated financial statements for the financial year ended 31st March, 2018 and the Report of the Auditors thereon.

(i) Voted in tayour of the resolution:

Number of members voted (in person or by oroxy)	Number of votes cast by them	% of total number of valid votes cast	
997	2065998424	100	

(ii) Voted against the resolution:

Number of members voted [in person or by proxy]	Number of votes cast by them	% of total number of valid votes cast
4	133	0

(iii) Invalid votes:

mitalia volos:	
Total number of members (in person	Total number of votes cast by them
or by proxy) whose votes were	
declared invalid	
3	195

<u>Resolution No. 2</u> - Appointment of Director in place of Shri Rajiv Anand (DIN 02541753) who retires by rotation and being eligible, has affered himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by oroxy)		
995	2088640800	99.5506

(ii) Voted **against** the resolution:

	3		
ĺ	Number of members	Number of votes cast by	% of total number of valid
ļ	voted	them	votes cast
	(in person or by proxy)		
	28	9428678:	0.4494

(iii) Invalid votes:

Total number of members (in person	Total number of votes cast by them
or by proxy) whose votes were	
declared invalid	<u> </u>
3	195

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<u>Resolution No. 3</u> - Appointment of Director in place of Shri Rajesh Dahiya (DIN 07508488), who retires by rotation and being eligible, has offered himself for re-appointment.

(i) Voted in favour of the resolution;

Number of members voted	Number of votes cost by them	% of total number of valid votes cost
(in person or by proxy)		
996	2088640815	99.5506

(ii) Voted against the resolution:

VOICE A against the resolution	lı	
Number of members	Number of votes cast by	% of total number of valid
voted	them	votes cast
(in person or by proxy)		
28	9428663	0.4494

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were	Total number of votes cast by them
declared invalid	·
3	19.5

<u>Resolution No. 4</u> - Appointment of M/s. Haribhakti & Co. LLP, Chartered Accountants, Mumbai, (Registration Number 103523W/W100048) as the Statutory Auditors of the Bank and to hold office as such from the conclusion of 24th Annual General Meeting until the conclusion of 28th Annual General Meeting and payment of remuneration as may be decided by the Audit Committee of the Board.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)		
9 76	2083867527	99.3240

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)		
46	14182469	0.6760

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cost by them
3	195

<u>Resolution No. 5</u> - Appointment of Shri Stephen Pagliuca (DiN 07995547) as the Non – Executive (Nominee) Director of the Bank, for a period of 4 consecutive years, w.e.f. 19th December 2017.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cost
(in person or by proxy)		
949	2055735228	98.7951

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number at valid votes cast
(in person or by proxy)	· · · · · · · · · · · · · · · · · · ·	
.57	25070876	1.2049

(iii) Invalid votes:

Total number of members (in person	Total number of votes cast by them
or by proxy) whose votes were	
declared invalid	
3	195

<u>Resolution No. 6</u> - Payment of remuneration to Dr. Sanjiv Misra (DIN 03075797) as the Non-Executive (Part-Time) Chairman of the Bank, for a period of one year, w.e.f. 18th July 2018.

(ii) Voted in favour of the resolution:

10100 III 10100 01 110 1030	OHOD.	
Number of members	Number of votes cast by	% of total number of valid
voted	them	votes cost
(in person or by proxy)		
962	2062963031	99.9711

(ii) Voted against the resolution:

•	Number of members voted (in person or by proxy)	Number of votes cost by them	% of total number of valid votes cast
	35	595698	0.0289

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were	Tatal number of votes cast by them
declared invalid	
3	195

<u>Resolution No. 7</u> - Re-appointment of Smt. Shikha Sharma (DIN 00043265) as the Managing Director & CEO of the Bank, from 1st June 2018 up to 31st December 2018 (both days inclusive) and the terms and conditions relating to the said re-appointment, including remuneration.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cost by them	% of total number of valid votes cost
(in person or by praxy)		
987	2089478993	99.9822

(ii) Voted **against** the resolution:

Number of members vated	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy) 33	371602	0.0178

100 1 Has

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	195

Resolution No. 8 - Revision in the remuneration payable to Shrl V. Srinivasan (DiN 00033882) as the Deputy Managing Director of the Bank, w.e.f. 1^{\pm} June 2018.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)		
946	2025375450	97.3365

(ii) Voted **against** the resolution:

Number of members	Number of votes cast by them	% of total number of valid
(in person or by proxy)		
61	55421379	2.6635

(iii) invalid votes:

Total number of votes cast by them
19.5

Resolution No. 9 - Revision in the remuneration payable to Shri Rajiv Anand (DIN 02541753) as the Executive Director (Retail Banking) of the Bank, for period of one year, w.e.f. 1st June 2018.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)		
964	2072871379	99.6186

(ii) Voted **against** the resolution:

	voica agains ino resolution	<u> </u>	
١	Number of members	Number of votes cast by	% of total number of valid
	voted	them	votes cast
	(in person or by proxy)		
	45	7936486	0.3814

(iii) Invalid votes:

inty and yores,	
 Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	19.5

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Resolution No. 10 - Revision in the remuneration payable to Shri Rajesh Dahiya (DIN 07508488) as the Executive Director (Corporate Centre) of the Bank, for period of one year, w.e.f. 1st June 2018.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
III Deigni a by blayy)		
965	2072871397	99.6186

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)		
43	7936468	0.3814

(iii) Invaiid votes:

Total number of members (in person or by proxy) whose votes were	Total number of votes cast by them
declared invalid	
3	195

<u>Resolution No. 11</u> – increase in the borrowing limits of the Bank upto Rs. 200,000 crore, under Section 180 (1) (c) of the Companies Act, 2013.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
971	2077276882	99.0980

(ii) Voted **against** the resolution:

	Number of members	Number of votes cast by them	% of total number of valid votes cast	
ļ	(in person or by proxy)		VOI 03 0 0 0 1	****
	.53	18907915	0.9020	

(iii) Invalid votes:

r			
ı	Total number of members (in person	Total number of votes cast by them	l
ļ	or by proxy) whose votes were		
	declared invalid		ĺ
	3	195	ļ

<u>Resolution No. 12</u> — Borrowing / Raising funds in indian Currency / Foreign Currency by issue of Debt Securities including but not limited to long term bonds, green bonds, masala bonds, non-convertible debentures, perpetual debt instruments and Tier ii capital bonds or such other debt securities as may be permitted under the RBi guidelines, from time to time, on a private placement basis, for an amount of upto Rs. 35,000 crore during a period of one year from the date of passing of this Resolution.

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(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in oerson or by proxy)		
970	2077276762	99.0980

(ii) Voted **against** the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	18908033	0.9020

Invalid votes:

(iii)

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
3	195

9. All relevant records of remote e-voting and poll at the AGM will remain in my safe custody until the Non-Executive Chairman of the Bank considers, approves and signs the Minutes of the said AGM and the same shall be handed over to the Company Secretary of the Bank for safe keeping.

Thanking you. Yours faithfully,

CA Nimai G. Shah Membership No. 100932 Scrutinizer

Place: Ahmedabad Dated: 20th June 2018

We the undersigned witness that Polling boxes were opened and the votes cast by way of remote e-voting were unblocked from the e-voting website of Karvy Computershare Pvt. Ltd. (https://evoting.karvy.com) in our presence at 2.00 P.M. on 20th June 2018 at the Registered Office of the Bank.

Signature:-

Name:- Nishant Shah

Address:-1, Khandharpa Street, Opp. Kansara Wadi, Limbdi 363421, Gujarat

Signature:-

Name: - Kamal Patel

Address: - 23, Khavadwala Society, Nr. Kanti Park Society, Ghatlodiya, Ahmedabad 380061

Place: Ahmedabad Dated: 20th June 2018