

June 12, 2018

Mr. Khusro Bulsara,
SGM – Department of Corporate Services
BSE Limited
Corporate Relations Department
1st Floor, New Trading Ring
P.J. Towers, Dalal Street
Mumbai – 400 001
BSE Scrip Code: 532648

Mr. Avinash Kharkar,
AVP – Listing Department
National Stock Exchange of India Limited
Exchange Plaza
Plot no. C/1, G Block,
Bandra - Kurla Complex
Bandra (E), Mumbai - 400 051.
NSE Symbol: YESBANK

Dear Sirs,

Sub: Voting Results and Proceedings of the 14th Annual General Meeting of YES Bank Limited held on June 12, 2018

The 14th Annual General Meeting (“AGM”) of YES Bank Limited was held on June 12, 2018 at 11.00 A.M. at Hall of Culture, Ground Floor, Nehru Centre, Discovery of India, Dr. A.B. Road, Worli, Mumbai- 400 018.

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the Bank has provided the facility to its Members holding shares as on cut-off date i.e. June 05, 2018, to exercise their right to vote by electronic means on the businesses specified in the AGM Notice, through remote electronic voting during the period from June 8, 2018 at 10:00 A.M. till June 11, 2018 at 5:00 P.M. and through electronic voting i.e. Insta-Poll at the AGM venue to those Members who have attended the AGM but could not exercise their vote through remote e-voting.

Accordingly, we hereby submit the following disclosures:

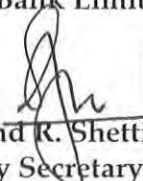
1. Voting results in the format prescribed under Regulation 44 of Listing Regulations.
2. Combined Scrutinizer’s Report on Remote E-voting & Voting conducted at the AGM through Insta-Poll, pursuant to Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended.
3. Summary of AGM Proceedings under Regulation 30 of Listing Regulations.

A press release on above is also enclosed herewith.

Kindly take the same on record.

Thanking you

Yours faithfully
For YES Bank Limited


Shivanand K. Shettigar
Company Secretary



Encl.: As above

Name of the Bank : YES Bank Limited

Date of the AGM: June 12, 2018

Total number of shareholders on record date (June 05, 2018): 400,762

No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 3

Public: 379

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: 0

Public: 0



Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of standalone and consolidated financial statements of the Bank for the year ended March 31, 2018							
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	46,07,12,250	46,07,12,250	100.0000	46,07,12,250	0	100.0000	0.0000
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		46,07,12,250	100	46,07,12,250	0	100	0
Public- Institutions	E-Voting	155,52,43,757	114,55,43,546	73.6568	114,55,43,546	0	100.0000	0.0000
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		114,55,43,546	73.6568	114,55,43,546	0	100	0
Public- Non Institutions	E-Voting	28,92,09,138	731,23,556	25.2840	731,22,119	1,437	99.9980	0.0019
	Insta Poll		17,61,911	0.6092	17,60,561	1,350	99.9233	0.0766
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7,48,85,467	25.8932	7,48,82,680	2,787	99.9963	0.0037
	Total	230,51,65,145	168,11,41,263	72.9293	168,11,38,476	2,787	99.9998	0.0002



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval of dividend on equity shares							
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	46,07,12,250	46,07,12,250	100.0000	46,07,12,250	0	100.0000	0.0000
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		46,07,12,250	100	46,07,12,250	0	100	0
Public- Institutions	E-Voting	155,52,43,757	119,38,20,891	76.7610	119,38,20,891	0	100.0000	0.0000
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		119,38,20,891	76.761	119,38,20,891	0	100	0
Public- Non Institutions	E-Voting	28,92,09,138	7,32,68,817	25.3342	7,32,68,725	92	99.9998	0.0001
	Insta Poll		17,61,911	0.6092	17,60,561	1,350	99.9233	0.0766
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7,50,30,728	25.9434	7,50,29,286	1,442	99.9981	0.0019
	Total	230,51,65,145	172,95,63,869	75.0299	172,95,62,427	1,442	99.9999	0.0001



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of a director in place of Mr. Ajai Kumar (DIN: 02446976), who retires by rotation and being eligible, offers himself for re-appointment.							
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	46,07,12,250	46,07,12,250	100.0000	24,58,75,000	21,48,37,250	53.3684	46.6315
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		46,07,12,250	100	24,58,75,000	21,48,37,250	53.3685	46.6315
Public- Institutions	E-Voting	155,52,43,757	118,18,27,453	75.9899	113,85,93,827	4,32,33,626	96.3417	3.6582
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		118,18,27,453	75.9899	113,85,93,827	4,32,33,626	96.3418	3.6582
Public- Non Institutions	E-Voting	28,92,09,138	7,32,67,820	25.3339	7,32,39,018	28,802	99.9606	0.0393
	Insta Poll		17,61,911	0.6092	17,60,561	1,350	99.9233	0.0766
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7,50,29,731	25.9431	7,49,99,579	30,152	99.9598	0.0402
	Total	230,51,65,145	171,75,69,434	74.5096	145,94,68,406	25,81,01,028	84.9729	15.0271



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of appointment of M/s. B. S. R. & Co. LLP., Chartered Accountants as Statutory Auditors and fixation of remuneration thereof							
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	46,07,12,250	46,07,12,250	100.0000	46,07,12,250	0	100.0000	0.0000
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		46,07,12,250	100	46,07,12,250	0	100	0
Public- Institutions	E-Voting	155,52,43,757	118,16,83,427	75.9806	111,62,80,898	6,54,02,529	94.4653	5.5346
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		118,16,83,427	75.9806	111,62,80,898	6,54,02,529	94.4653	5.5347
Public- Non Institutions	E-Voting	28,92,09,138	7,32,68,349	25.3340	7,32,66,020	2,329	99.9968	0.0031
	Insta Poll		17,61,911	0.6092	17,60,561	1,350	99.9233	0.0766
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7,50,30,260	25.9432	7,50,26,581	3,679	99.9951	0.0049
	Total	230,51,65,145	171,74,25,937	74.5034	165,20,19,729	6,54,06,208	96.1916	3.8084



Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for appointment of Mr. Subhash Chander Kalia (DIN-00075644) as a Non-Executive Non-Independent Director, liable to retire by rotation							
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	46,07,12,250	46,07,12,250	100.0000	24,58,75,000	21,48,37,250	53.3684	46.6315
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		46,07,12,250	100	24,58,75,000	21,48,37,250	53.3685	46.6315
Public- Institutions	E-Voting	155,52,43,757	118,18,27,453	75.9899	118,16,26,064	2,01,389	99.9829	0.0170
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		118,18,27,453	75.9899	118,16,26,064	2,01,389	99.983	0.017
Public- Non Institutions	E-Voting	28,92,09,138	7,32,67,979	25.3339	7,32,33,189	34,790	99.9525	0.0474
	Insta Poll		17,61,911	0.6092	17,60,406	1,505	99.9145	0.0854
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7,50,29,890	25.9431	7,49,93,595	36,295	99.9516	0.0484
Total	230,51,65,145	171,75,69,593	74.5096	150,24,94,659	21,50,74,934	87.4779	12.5221	



Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for appointment of Mr. Rentala Chandrashekhar (DIN: 01312412) as an Independent Director of the Bank for a period of 5 years							
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	46,07,12,250	46,07,12,250	100.0000	24,58,75,000	21,48,37,250	53.3684	46.6315
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		46,07,12,250	100	24,58,75,000	21,48,37,250	53.3685	46.6315
Public- Institutions	E-Voting	155,52,43,757	118,18,27,453	75.9899	117,99,30,325	18,97,128	99.8394	0.1605
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		118,18,27,453	75.9899	117,99,30,325	18,97,128	99.8395	0.1605
Public- Non Institutions	E-Voting	28,92,09,138	7,32,67,930	25.3339	7,32,54,196	13,734	99.9812	0.0187
	Insta Poll		17,61,911	0.6092	17,60,406	1,505	99.9145	0.0854
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7,50,29,841	25.9431	75014602	15239	99.9797	0.0203
	Total	230,51,65,145	171,75,69,544	74.5096	150,08,19,927	21,67,49,617	87.3804	12.6196



Resolution No.	7							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for appointment of Dr. Pratima Sheorey (DIN: 08120130) as an Independent Director of the Bank for a period of 5 years.							
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	46,07,12,250	46,07,12,250	100.0000	24,58,75,000	21,48,37,250	53.3684	46.6315
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		46,07,12,250	100	24,58,75,000	21,48,37,250	53.3685	46.6315
Public- Institutions	E-Voting	155,52,43,757	118,18,27,453	75.9899	117,99,30,325	18,97,128	99.8394	0.1605
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		118,18,27,453	75.9899	117,99,30,325	18,97,128	99.8395	0.1605
Public- Non Institutions	E-Voting	28,92,09,138	7,32,67,980	25.3339	7,32,30,815	37,165	99.9492	0.0507
	Insta Poll		17,61,911	0.6092	17,60,406	1,505	99.9145	0.0854
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7,50,29,891	25.9431	7,49,91,221	38,670	99.9485	0.0515
	Total	230,51,65,145	171,75,69,594	74.5096	150,07,96,546	21,67,73,048	87.3791	12.6209



Resolution No.	8							
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for re-appointment of Mr. Rana Kapoor (DIN: 00320702), Managing Director &CEO of the Bank for a period of 3 years commencing from September 1, 2018 and to approve the remuneration							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	46,07,12,250	46,07,12,250	100.0000	24,58,75,000	21,48,37,250	53.3684	46.6315
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		46,07,12,250	100	24,58,75,000	21,48,37,250	53.3685	46.6315
Public- Institutions	E-Voting	155,52,43,757	119,20,14,212	76.6448	117,99,53,838	1,20,60,374	98.9882	1.0117
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		119,20,14,212	76.6448	117,99,53,838	1,20,60,374	98.9882	1.0118
Public- Non Institutions	E-Voting	28,92,09,138	7,56,49,846	26.1575	7,56,24,429	25,417	99.9664	0.0335
	Insta Poll		17,61,911	0.6092	17,60,561	1,350	99.9233	0.0766
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7,74,11,757	26.7667	7,73,84,990	26,767	99.9654	0.0346
	Total	230,51,65,145	173,01,38,219	75.0548	150,32,13,828	22,69,24,391	86.8840	13.1160



Resolution No.	9							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for increase in the borrowing limits from Rs.70,000 Crores to Rs.110,000 Crores							
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	46,07,12,250	46,07,12,250	100.0000	46,07,12,250	0	100.0000	0.0000
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		46,07,12,250	100	46,07,12,250	0	100	0
Public- Institutions	E-Voting	155,52,43,757	119,38,20,891	76.7610	117,63,15,408	1,75,05,483	98.5336	1.4663
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		119,38,20,891	76.761	117,63,15,408	1,75,05,483	98.5337	1.4663
Public- Non Institutions	E-Voting	28,92,09,138	7,32,68,534	25.3341	7,32,60,064	8,470	99.9884	0.0115
	Insta Poll		17,61,911	0.6092	17,60,561	1,350	99.9233	0.0766
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7,50,30,445	25.9433	7,50,20,625	9,820	99.9869	0.0131
	Total	230,51,65,145	172,95,63,586	75.0299	171,20,48,283	1,75,15,303	98.9873	1.0127



Resolution No.	10							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for borrowing/ raising funds in Indian/ foreign currency by issue of debt securities upto Rs. 30,000 Crore (the "NCDs) to eligible investors on private placement basis							
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	46,07,12,250	46,07,12,250	100.0000	46,07,12,250	0	100.0000	0.0000
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		46,07,12,250	100	46,07,12,250	0	100	0
Public- Institutions	E-Voting	155,52,43,757	119,38,20,891	76.7610	117,63,15,408	1,75,05,483	98.5336	1.4663
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		119,38,20,891	76.761	1,17,63,15,408	1,75,05,483	98.5337	1.4663
Public- Non Institutions	E-Voting	28,92,09,138	7,32,68,752	25.3342	7,32,54,002	14,750	99.9798	0.0201
	Insta Poll		17,61,911	0.6092	17,60,561	1,350	99.9233	0.0766
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7,50,30,663	25.9434	7,50,14,563	16,100	99.9785	0.0215
Total	230,51,65,145	172,95,63,804	75.0299	171,20,42,221	1,75,21,583	98.9869	1.0131	



Resolution No.	11							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for raising of capital upto USD 1 Billion by issue of shares or convertible securities in one or more tranches provided however that the aggregate amount raised shall not result in increase of the issued and subscribed equity share capital of the Bank by more than 10% of the then issued and subscribed equity shares of the Bank							
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	46,07,12,250	46,07,12,250	100.0000	46,07,12,250	0	100.0000	0.0000
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		46,07,12,250	100	46,07,12,250	0	100	0
Public- Institutions	E-Voting	155,52,43,757	120,31,88,835	77.3634	118,59,74,715	1,72,14,120	98.5692	1.4307
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		120,31,88,835	77.3634	118,59,74,715	1,72,14,120	98.5693	1.4307
Public- Non Institutions	E-Voting	28,92,09,138	7,56,49,642	26.1574	7,56,15,391	34,251	99.9547	0.0452
	Insta Poll		17,61,911	0.6092	17,60,561	1,350	99.9233	0.0766
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7,74,11,553	26.7666	7,73,75,952	35,601	99.954	0.046
	Total	230,51,65,145	174,13,12,638	75.5396	172,40,62,917	1,72,49,721	99.0094	0.9906



Resolution No.	12							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of Employee Stock Option Scheme of the Bank i.e. YBL ESOS - 2018							
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	46,07,12,250	46,07,12,250	100.0000	46,07,12,250	0	100.0000	0.0000
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		46,07,12,250	100	46,07,12,250	0	100	0
Public- Institutions	E-Voting	155,52,43,757	119,53,20,837	76.8575	88,07,65,956	31,45,54,881	73.6844	26.3155
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		119,53,20,837	76.8575	88,07,65,956	31,45,54,881	73.6845	26.3155
Public- Non Institutions	E-Voting	28,92,09,138	7,56,47,393	26.1566	7,56,13,723	33,670	99.9554	0.0445
	Insta Poll		17,61,911	0.6092	17,60,406	1,505	99.9145	0.0854
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7,74,09,304	26.7658	7,73,74,129	35,175	99.9546	0.0454
	Total	230,51,65,145	173,34,42,391	75.1982	141,88,52,335	31,45,90,056	81.8517	18.1483



Resolution No.:	13							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for extending the benefits of Employee Stock Option Scheme of the Bank to the eligible Employees of the Subsidiary Companies of the Bank							
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	46,07,12,250	46,07,12,250	100.0000	46,07,12,250	0	100.0000	0.0000
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		46,07,12,250	100	46,07,12,250	0	100	0
Public- Institutions	E-Voting	155,52,43,757	119,53,20,837	76.8575	87,99,87,639	31,53,33,198	73.6193	26.3806
	Insta Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		119,53,20,837	76.8575	87,99,87,639	31,53,33,198	73.6194	26.3806
Public- Non Institutions	E-Voting	28,92,09,138	7,56,48,388	26.1570	7,56,14,933	33,455	99.9557	0.0442
	Insta Poll		17,61,911	0.6092	17,60,561	1,350	99.9233	0.0766
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7,74,10,299	26.7662	7,73,75,494	34,805	99.955	0.045
	Total	230,51,65,145	173,34,43,386	75.1982	141,80,75,383	31,53,68,003	81.8068	18.1932



Mehta & Mehta

COMPANY SECRETARIES

201-206, SHIV SMRITI, 2ND FLOOR, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018
TEL.: +91-22-6611 9696 • E-mail: dipti@mehta-mehta.com • Visit us : www.mehta-mehta.com

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Combined Scrutinizer's Report on Remote E-voting & Voting conducted at the 14th AGM of YES BANK Limited held on June 12, 2018

To,
The Chairman,
YES BANK Limited
9th Floor, Nehru Centre,
Discovery of India,
Dr. A. B. Road, Worli,
Mumbai - 400018.

14th Annual General Meeting of the Equity Shareholders of YES BANK Limited held on Tuesday, June 12, 2018 at 11.00 A.M. at Hall of Culture, Ground Floor, Nehru Centre, Discovery of India, Dr. A. B. Road, Worli, Mumbai - 400 018

Sub: Passing of Resolution(s) through electronic voting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.

The Board of Directors of YES BANK Limited (*hereinafter referred to as the "Bank"*) at its meeting held on April 26, 2018 has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting through "Instapoll", conducted at the venue of the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. I hereby state that, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

Report on Scrutiny:

- The Bank had appointed Karvy Computershare Private Limited, ('Karvy') as the Service provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Bank. Karvy are also the Registrar and Share Transfer Agents ('RTA') of the Bank.



- The Service Provider had provided a system for recording the votes of the Members electronically on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the 14th Annual General Meeting ('AGM') of the Bank, which was held on Tuesday, June 12, 2018.
- The Service Provider had set up electronic voting facility on their website, <https://evoting.karvy.com>. The Bank had uploaded all the items of the business to be transacted at the AGM on the website of the Bank and also it's Service Provider to facilitate their Members to cast their vote through Remote E-Voting.
- The cut-off date for the dispatch of the Notice of the AGM was April 27, 2018 and as on that date, there were 404,727 Members of the Bank. The Service Provider had sent the Notices of the AGM along with Annual Report and E-voting details by email to 350,565 Members whose email Ids were made available by the Depositories and for those members, holding in physical form, who had registered their email Id with the RTA on May 16, 2018. In respect of 54,162 Members, whose Email Ids were not available, the Notices along with Annual Report and E-voting details were sent by courier/registered post / airmail from May 15, 2018 to May 17, 2018. In respect of 24,045 cases, where the transmissions through email had failed, the Bank had sent the Notice of the AGM along with Annual Report and E-voting details through physical form by courier/registered post/airmail on from May 24, 2018 to May 26, 2018.
- The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.
- The **Cut-off date** for the purposes of identifying the Members who will be entitled to vote on the Resolutions placed for approval of the Members was **Tuesday, June 05, 2018**.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for four days from **Friday, June 8, 2018 at 10:00 A.M. to Monday, June 11, 2018 at 5:00 P.M.**
- The Bank completed the dispatch of the Notices to the members on Thursday, May 17, 2018.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Bank also released an advertisement, which was published more than 21 days before the date of the AGM in English in 'Free Press Journal' newspaper dated May 18, 2018 and in Marathi in 'Navshakti' newspaper dated May 18, 2018. The Notices published in the newspaper carried the required information as specified in Sub Rule 4(v) (a) to (h) of the said Rule 20.



- At the end of the voting period on June 11, 2018 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.
- At the venue of the 14th AGM of the Bank held on Tuesday, June 12, 2018, the facility to vote electronically through “Instapoll” was provided to facilitate those Members present in the meeting but could not earlier participate in the Remote E-voting to record their votes.
- On June 12, 2018, after tabulating the votes conducted at the venue of the AGM electronically through Instapoll, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Apoorva Srivastava and Mr. Aditya Agrawal who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.
- After the voting at the AGM was concluded through Instapoll, the polling pads were taken over by the Service Provider and the votes cast electronically through Instapoll was tabulated for the purpose of considering the total votes cast by the Members at the venue of the meeting.
- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting through Instapoll done at the venue of the AGM, the details of which are as follows:

The results of the Remote E-voting together with that of the voting conducted at venue of the AGM by way of Instapoll are as under:

Details	Remote E-voting	Voting through Instapoll at AGM	Total voting
Number of members who cast their votes	1740	116	1856
Total number of Shares held by them	1751504970	1761911	1753266881
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Invalid Votes	Various as mentioned under each of the Resolution		

Note: Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through Instapoll.



ORDINARY BUSINESS

I) Item No. 1 of the Notice (As an Ordinary Resolution):

Consideration and adoption of

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

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes/ Abstained votes/ Less votes
	Nos.	%age	Nos.	%age	
Remote E-voting	1679377915	99.9999	1437	0.0001	72124568
Electronic voting through Instapoll	1760561	99.9234	1350	0.0766	0
TOTAL	1681138476	99.9998	2787	0.0002	72124568

II) Item No. 2 of the Notice (As an Ordinary Resolution):

Declaration of dividend

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes/ Abstained votes/ Less votes
	Nos.	%age	Nos.	%age	
Remote E-voting	1727801866	100	92	0	23703012
Electronic voting through Instapoll	1760561	99.9234	1350	0.0766	0
TOTAL	1729562427	99.9999	1442	0.0001	23703012



III) Item No. 3 of the Notice (As an Ordinary Resolution):

Appointment of Mr. Ajai Kumar (DIN 02446976) who retires by rotation and being eligible, offers himself for reappointment

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes/ Abstained votes/ Less votes
	Nos.	%age	Nos.	%age	
Remote E-voting	1457707845	84.9575	258099678	15.0425	35697447
Electronic voting through Instapoll	1760561	99.9234	1350	0.0766	0
TOTAL	1459468406	84.9729	258101028	15.0271	35697447

IV) Item No. 4 of the Notice (As an Ordinary Resolution):

Ratification of appointment of M/s. B S R & Co. LLP, Chartered Accountants (Firm Registration no 101248W/W-100022) as the Statutory Auditors of the Bank and fixation of remuneration thereof

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes/ Abstained votes/ Less votes
	Nos.	%age	Nos.	%age	
Remote E-voting	1650259168	96.1878	65404858	3.8122	35840944
Electronic voting through Instapoll	1760561	99.9234	1350	0.0766	0
TOTAL	1652019729	96.1916	65406208	3.8084	35840944



SPECIAL BUSINESS

V) Item No. 5 of the Notice (As an Ordinary Resolution):

Appointment of Mr. Subhash Chander Kalia (DIN:00075644) as a Non-Executive Non-Independent Director, liable to retire by rotation

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes/ Abstained votes/ Less votes
	Nos.	%age	Nos.	%age	
Remote E-voting	1500734253	87.4652	215073429	12.5348	35697288
Electronic voting through Instapoll	1760406	99.9146	1505	0.0854	0
TOTAL	1502494659	87.4779	215074934	12.5221	35697288

VI) Item No. 6 of the Notice (As an Ordinary Resolution):

Appointment of Mr. Rental Chandrashekhar (DIN: 01312412) as an Independent Director of the Bank for a period of five years, not liable to retire by rotation

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes/ Abstained votes/ Less votes
	Nos.	%age	Nos.	%age	
Remote E-voting	1499059521	87.3676	216748112	12.6324	35697337
Electronic voting through Instapoll	1760406	99.9146	1505	0.0854	0
TOTAL	1500819927	87.3804	216749617	12.6196	35697337



VII) Item No. 7 of the Notice (As an Ordinary Resolution):

Appointment of Dr. Pratima Sheorey (DIN: 08120130) as an Independent Director of the Bank for a period of five years, not liable to retire by rotation

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes/ Abstained votes/ Less votes
	Nos.	%age	Nos.	%age	
Remote E-voting	1499036140	87.3662	216771543	12.6338	35697287
Electronic voting through Instapoll	1760406	99.9146	1505	0.0854	0
TOTAL	1500796546	87.3791	216773048	12.6209	35697287

VIII) Item No. 8 of the Notice (As an Ordinary Resolution):

Approval of re-appointment of Mr. Rana Kapoor (DIN: 00320702), Managing Director & CEO of the Bank for a period of three years commencing from September 1, 2018 and to approve the remuneration, subject to approval of Reserve Bank of India

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes/ Abstained votes/ Less votes
	Nos.	%age	Nos.	%age	
Remote E-voting	1501453267	86.8707	226923041	13.1293	23128662
Electronic voting through Instapoll	1760561	99.9234	1350	0.0766	0
TOTAL	1503213828	86.884	226924391	13.116	23128662



IX) Item No. 9 of the Notice (As a Special Resolution):

Approval for increase in the borrowing limits from Rs 70,000 Crore to Rs 110,000 Crore

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes/ Abstained votes/ Less votes
	Nos.	%age	Nos.	%age	
Remote E-voting	1710287722	98.9863	17513953	1.0137	23703295
Electronic voting through Instapoll	1760561	99.9234	1350	0.0766	0
TOTAL	1712048283	98.9873	17515303	1.0127	23703295

X) Item No. 10 of the Notice (As a Special Resolution):

Approval for borrowing/ raising funds in Indian/ Foreign currency by issue of debt securities up to Rs 30,000 Crore (the "NCDs") to eligible investors on private placement basis

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes/ Abstained votes/ Less votes
	Nos.	%age	Nos.	%age	
Remote E-voting	1710281660	98.986	17520233	1.014	23703077
Electronic voting through Instapoll	1760561	99.9234	1350	0.0766	0
TOTAL	1712042221	98.9869	17521583	1.0131	23703077



XI) Item No. 11 of the Notice (As a Special Resolution):

Approval of raising of capital upto USD 1 Billion or its Indian Rupee equivalent by way of public issue, preferential issue, qualified institutions placement, private placement or a combination thereof through ADRs/GDRs or FCCBs or any other methods by issue of shares or convertible securities in one or more tranches provided however that the aggregate amount raised shall not result in increase of the issued and subscribed equity share capital of the Bank by more than 10% of the then issued and subscribed equity shares of the Bank

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes/ Abstained votes/ Less votes
	Nos.	%age	Nos.	%age	
Remote E-voting	1722302356	99.0085	17248371	0.9915	11954243
Electronic voting through Instapoll	1760561	99.9234	1350	0.0766	0
TOTAL	1724062917	99.0094	17249721	0.9906	11954243

XII) Item No. 12 of the Notice (As a Special Resolution):

Approval of Employee Stock Option Scheme of the Bank i.e. 'YBL ESOS - 2018'

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes/ Abstained votes/ Less votes
	Nos.	%age	Nos.	%age	
Remote E-voting	1417091929	81.8333	314588551	18.1667	19824490
Electronic voting through Instapoll	1760406	99.9146	1505	0.0854	0
TOTAL	1418852335	81.8517	314590056	18.1483	19824490



XIII) Item No. 13 of the Notice (As a Special Resolution):

Approval for extending the benefits of Employee Stock Option Scheme of the Bank i.e. 'YBL ESOS - 2018' to the eligible Employees of the Subsidiary Companies of the Bank

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes/ Abstained votes/ Less votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	1416314822	81.7884	315366653	18.2116	19823495
Electronic voting through Instapoll	1760561	99.9234	1350	0.0766	0
TOTAL	1418075383	81.8068	315368003	18.1932	19823495

All the Resolutions mentioned in the AGM Notice dated April 26, 2018 as per the details mentioned above stand passed under Remote E-voting and voting conducted at AGM electronically by way of Instapoll with the requisite majority and hence deemed to be passed as on the date of the AGM.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid/abstained, for each resolution is enclosed.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically in respect of the votes cast through Remote E-Voting and voting conduct at the 14th AGM by way of Instapoll by the Members of the Bank. All other relevant records relating to remote e-voting and Electronic voting through Instapoll is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman signs the Minutes.

Thanking you,
Yours Faithfully
For Mehta & Mehta,
Company Secretaries



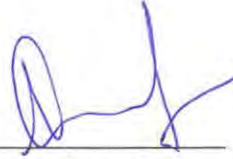
CS Dipti Mehta
(Partner)
FCS No: 3667
COP No: 3202

Place: Mumbai
Date: June 12, 2018

The following were the witnesses to the unblocking the votes cast through remote e-voting.




1. Ms. Apoorva Srivastava



2. Mr. Aditya Agrawal

I have received the report:

Signature 

Mr. Ashok Chawla
Non-Executive Chairman

Place: Mumbai
Date: June 12, 2018

**Summary of the proceedings of the Fourteenth Annual General Meeting of YES BANK Limited
held on June 12, 2018**

The 14th Annual General Meeting (“AGM”) of the Members of the Bank was held on June 12, 2018 at 11.00 A.M. at Hall of Culture, Ground Floor, Nehru Centre, Discovery of India, Dr. A.B. Road, Worli, Mumbai- 400 018.

Mr. Ashok Chawla, Non-Executive Independent Chairman of the Bank, chaired the proceedings of the meeting.

Total 382 Members (including Proxies) attended the meeting as per the attendance records for the AGM.

The AGM was attended by the following Directors on the Board of the Bank:

1. **Mr. Ashok Chawla**, Non-Executive Independent Chairman of the Board and Chairman – Stakeholders Relationship Committee and Corporate Social Responsibility Committee
2. **Mr. Vasant V. Gujarathi**, Independent Director and Chairman - Audit Committee
3. **Mr. Brahm Dutt**, Independent Director and Chairman - Nomination & Remuneration Committee
4. **Mr. Ajai Kumar**, Non-Executive Non-Independent Director, and Chairman – Risk Monitoring Committee and Board Credit Committee
5. **Lt. General (Dr.) Mukesh Sabharwal (Retd.)**, Independent Director & Chairman - Service Excellence, Branding & Marketing Committee
6. **Dr. Pratima Sheorey**, Independent Director (appointed in AGM),
7. **Mr. Rentala Chandrashekhar**, Independent Director (appointed in AGM),
8. **Mr. Subhash Chander Kalia**, Non-Executive Non-Independent Director (appointed in AGM),
9. **Mr. Rana Kapoor**, Managing Director & CEO, YES BANK.

The representatives of the Statutory Auditors and Secretarial Auditors were also present.

After ascertaining from the Company Secretary that the requisite quorum was present at the AGM, the Chairman called the Meeting to order. The Chairman informed the Members that the Proxy Register and other Registers and documents as required under various laws were available for inspection of members. The message from the Chairman was forming part of the Annual Report of the Bank. The shareholders attending the AGM were also provided with the folder comprising information about the Bank, presentation copy from MD & CEO and Frequently Asked Questions and their responses.

The Chairman further informed that the Auditors’ Report on the Financial Statements for the financial year ended March 31, 2018 and Secretarial Audit Report did not have any qualifications, reservation, observations, adverse remark or disclaimer.



The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Bank had provided the Remote e-voting facility to the Members of the Bank in respect of businesses to be transacted at the AGM. The Remote e-voting commenced at 10.00 A.M. on June 8, 2018 and ended at 5:00 P.M. on June 11, 2018. Further, the Bank had offered the facility for e-voting through Insta-Poll at the AGM on all the 13 (Thirteen) resolutions to facilitate the Members who could not cast their votes through Remote e-Voting. It was clarified that only those Members holding shares of the Bank as on the Cut-off date i.e. Tuesday, June 5, 2018 were eligible to participate in the Insta-Poll process and can cast their votes in respect of the shares held on that date. The Board had appointed Ms. Dipti Mehta, Partner of M/s Mehta & Mehta, Company Secretaries, Mumbai as Scrutinizer to scrutinize the Remote e-Voting process and voting through Insta-Poll at the AGM of the Bank, in a fair and transparent manner.

On the invitation of the Chairman, several members addressed the Meeting, gave their suggestions and raised queries on the Bank's accounts and businesses, which were replied by the Managing Director & CEO. The Chairman stated that the consolidated results of the Remote E-voting and Insta-Poll would be announced after the AGM and the results alongwith the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the website of the Bank and also on the website of M/s Karvy Computershare Pvt. Ltd., the Registrar and Transfer Agent of the Bank and would also be displayed at the Registered Office of the Bank.

The resolutions passed by the members, briefly, related to the following:

ORDINARY BUSINESS:

- 1) Adoption of standalone and consolidated financial statements of the Bank for the year ended March 31, 2018 (Ordinary Resolution)
- 2) Approval of dividend on equity shares (Ordinary Resolution)
- 3) Re-appointment of Mr. Ajai Kumar (DIN: 02446976) as Director, liable to retire by rotation (Ordinary Resolution)
- 4) Ratification of appointment of M/s. B S R & Co. LLP., Chartered Accountants as Statutory Auditors and fixation of remuneration thereof (Ordinary Resolution)


SPECIAL BUSINESS:

- 5) Approval for appointment of Mr. Subhash Chander Kalia (DIN-00075644) as a Non-Executive Non-Independent Director, liable to retire by rotation (Ordinary Resolution)

- 6) Approval for appointment of Mr. Rentala Chandrashekhar (DIN: 01312412) as an Independent Director of the Bank for a period of 5 years (Ordinary Resolution)
- 7) Approval for appointment of Dr. Pratima Sheorey (DIN: 08120130) as an Independent Director of the Bank for a period of 5 years (Ordinary Resolution)
- 8) Approval for re-appointment of Mr. Rana Kapoor (DIN: 00320702), MD&CEO of the Bank for a period of 3 years commencing from September 1, 2018 including remuneration (Ordinary Resolution)
- 9) Approval for increase in the borrowing limits from Rs.70,000 Crores to Rs.110,000 Crores (Special Resolution)
- 10) Approval for borrowing/ raising funds in Indian/foreign currency by issue of debt securities upto Rs. 30,000 Crore (the "NCDs") to eligible investors on private placement basis (Special Resolution)
- 11) Approval for raising of capital upto USD 1 Billion by issue of shares or convertible securities in one or more tranches provided however that the aggregate amount raised shall not result in increase of the issued and subscribed equity share capital of the Bank by more than 10% of the then issued and subscribed equity shares of the Bank (Special Resolution)
- 12) Approval of Employee Stock Option Scheme of the Bank i.e. YBL ESOS - 2018 (Special Resolution)
- 13) Approval for extending the benefits of Employee Stock Option Scheme of the Bank to the eligible Employees of the Subsidiary Companies of the Bank (Special Resolution)

All the above resolutions were passed by the members with overwhelming majority.

For YES BANK Limited


Shivanand R. Shettagar
Company Secretary



Press Release

14th AGM of YES BANK – Tuesday, June 12, 2018
Shareholders fully support all Resolutions proposed by the Board of Directors of YES BANK

- *Approved all the 13 Resolutions with overwhelming majority*
- *Approved Re-appointment of Mr. Rana Kapoor as MD & CEO of the Bank for a period of 3 years*
- *Approved the appointment of Directors, namely Mr. Subhash Chander Kalia, Mr. Rentala Chandrashekhar and Dr. Pratima Sheorey*
- *Approved Dividend at a rate of INR 2.7 per equity share of INR 2 each (135%)*

Mumbai: June 12, 2018

The General body of the shareholders of YES BANK, India's 4th largest Private sector bank, has approved all the 13 Resolutions with an overwhelming majority, in the 14th Annual General Meeting (AGM) held on June 12, 2018. The outcome reflects a summation of votes cast electronically at the AGM venue on June 12, 2018, and through remote E-voting held from June 8, 2018 to June 11, 2018.

The shareholders approved the following:

1. The shareholders supported the resolutions for re-appointment of **Mr. Rana Kapoor as MD & CEO** of the Bank for a further period of 3 years, effective September 1, 2018, with an overwhelming majority. The re-appointment is subject to final approval by the Reserve Bank of India (RBI).
2. The appointment of **Mr. Subhash Chander Kalia as Non-Executive Non-Independent Director**.
3. The appointment of **Mr. Rentala Chandrashekhar as Independent Director** for a period of 5 years.
4. The appointment of **Dr. Pratima Sheorey as Independent Director** for a period of 5 years.
5. The re-appointment of **Mr. Ajai Kumar as Non-Executive Non-Independent Director**.
6. The shareholders have approved through special resolution to raise **capital aggregating up to USD 1 billion by way of issue of shares (QIP/ADR/GDR/FCCB)**.
7. The shareholders also approved through special resolution the proposal to borrow/raise funds in Indian/foreign currency by issue of Debt Securities including but not limited to Non-Convertible Debentures, Medium Term Notes and Bonds up to a **total amount of INR 30,000 crore**. The shareholders also approved through special resolutions to **raise the total borrowing limit of the Bank to INR 1,10,000 crore**.
8. The Shareholders approved a **Dividend at a rate of INR 2.7 per equity share of INR 2 each (i.e. 135%) as recommended by the Board of Directors of the Bank, with an overwhelming majority**.
9. The shareholders also adopted the annual audited financial statements for the year ended March 31, 2018 (both standalone and consolidated), with the Report of the Auditors thereon.
10. Ratified the re-appointment of **M/s. B S R & Co. LLP, Chartered Accountants, as Statutory Auditors of the Bank**.



11. The shareholders have approved the new Employee Stock Option Scheme, namely YBL ESOS – 2018 for employees of YES BANK and its subsidiaries.

Speaking on the occasion, **Mr. Ashok Chawla, Non-Executive Chairman, YES BANK** said, "We are extremely satisfied with the trust and faith shown by the institutional and retail shareholders in the Board of Directors & management, the Bank's business and financial performance, growth plans and decisions to maintain the highest professional standards. YES BANK is fully equipped to capitalize on innovations in technology through strategic partnerships with established organizations as well as agile fintech players, thereby enhancing customer service & developing robust future ready processes for the entire Indian Banking industry."

The 14th AGM of YES BANK held on Tuesday, June 12, 2018 was attended all 9 Board of Directors including:

- **Mr. Ashok Chawla**, Non-Executive (Independent) Chairman of the Board and Chairman - Stakeholders Relationship Committee and Corporate Social Responsibility Committee
- **Mr. Vasant V. Gujarathi**, Independent Director and Chairman - Audit Committee
- **Mr. Brahm Dutt**, Independent Director and Chairman - Nomination & Remuneration Committee
- **Mr. Ajai Kumar**, Non-Executive Non Independent Director, and Chairman - Risk Monitoring Committee and Board Credit Committee
- **Lt. General (Dr.) Mukesh Sabharwal (Retd.)**, Independent Director & Chairman - Service Excellence, Branding & Marketing Committee
- **Dr. Pratima Sheorey**, Independent Director (*appointed at AGM*)
- **Mr. Rentala Chandrashekhhar**, Independent Director (*appointed at AGM*)
- **Mr. Subhash Chander Kalia**, Non-Executive Non-Independent Director (*appointed at AGM*)
- **Mr. Rana Kapoor**, Managing Director & CEO, YES BANK



L to R: Mr. S.C. Kalia, Mr. Ajai Kumar, Lt. General (Dr.) Mukesh Sabharwal (Retd.), Mr. Rana Kapoor, Mr. Ashok Chawla, Mr. Brahm Dutt, Mr. Vasant Gujarathi, Mr. R. Chandrashekhhar and Dr. Pratima Sheorey at the 14th AGM of YES BANK

About YES BANK

YES BANK, India's fourth largest private sector Bank with a pan India presence across all 29 states and 7 Union Territories of India, headquartered in the Lower Parel Innovation District (LPID) of Mumbai, is the outcome of the professional & entrepreneurial commitment of its Founder Rana Kapoor and its Top Management team, to establish a high quality, customer centric, service driven, private Indian Bank catering to the future businesses of India.

YES BANK has adopted international best practices, the highest standards of service quality and operational excellence, and offers comprehensive banking and financial solutions to all its valued customers.

YES BANK has a knowledge driven approach to banking, and offers a superior customer experience for its retail, corporate and emerging corporate banking clients. YES BANK is steadily evolving as the Professionals' Bank of India with the long term mission of becoming the "FINEST QUALITY LARGE BANK OF THE WORLD IN INDIA".

For further information, please contact:

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