

SEC/LODR/207/2025-26

August 29, 2025

<b>National Stock Exchange of India Limited</b> Listing Department, Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051	<b>BSE Limited</b> Department of Corporate Services- Listing, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001.
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**Ref.: Scrip Symbol: FEDERALBNK/Scrip Code: 500469**

Dear Madam/ Sir,

**Sub: Voting Results and Scrutinizers Report for the 94th Annual General Meeting of The Federal Bank Limited held on August 29, 2025 as per Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations').**

We wish to inform you that the 94th Annual General Meeting (AGM) of The Federal Bank Limited was held through Video Conferencing on August 29, 2025, at 11:00 a.m. and concluded on 12.55 p.m.

In this regard, please find enclosed the following:

- a) Voting Results of the business transacted at the 94th AGM in the prescribed format pursuant to Regulation 44 of the SEBI Listing Regulations (**Annexure A**).
- b) Consolidated Report of the Scrutinizer dated August 29, 2025, on remote e-voting prior and during the 94th AGM pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration), Rules 2014 (**Annexure B**).

Kindly take the same on record.

The same is also being hosted on the website of the Bank at [www.federalbank.co.in/shareholder-information](http://www.federalbank.co.in/shareholder-information)

Thanking you

**Yours faithfully,**

**For The Federal Bank Limited**

**Samir P Rajdev**  
**Company Secretary**

## Annexure A

General information about company	
Scrip code	500469
NSE Symbol	FEDERALBNK
MSEI Symbol	NOTLISTED
ISIN	INE171A01029
Name of the company	THE FEDERAL BANK LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-08-2025
Start time of the meeting	11:00 AM
End time of the meeting	12:55 PM

Scrutinizer Details	
Name of the Scrutinizer	MR M DAMODARAN
Firms Name	M/S DAMODARAN AND ASSOCIATES LLP
Qualification	CS
Membership Number	F5837
Date of Board Meeting in which appointed	30-07-2025
Date of Issuance of Report to the company	29-08-2025

Voting results	
Record date	22-08-2025
Total number of shareholders on record date	874601
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	0
b) Public	282
<b>No. of resolution passed in the meeting</b>	<b>10</b>
Disclosure of notes on voting results	

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Financial Statements for the financial year ended March 31, 2025				
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							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions	E-Voting	1852942303	1603104839	86.5167	1602181511	923328	99.9424	0.0576
	Poll							
	Postal Ballot (if applicable)							
	Total	1852942303	1603104839	86.5167	1602181511	923328	99.9424	0.0576
Public-Non Institutions	E-Voting	605723929	153143701	25.2828	153134502	9199	99.9940	0.0060
	Poll							
	Postal Ballot (if applicable)							
	Total	605723929	153143701	25.2828	153134502	9199	99.9940	0.0060
Total	Total	2458666232	1756248540	71.4309	1755316013	932527	99.9469	0.0531

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Final Dividend for FY 2024-25				
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							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions	E-Voting	1852942303	1603104839	86.5167	1603104839	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1852942303	1603104839	86.5167	1603104839	0	100.0000	0.0000
Public-Non Institutions	E-Voting	605723929	153141329	25.2824	153117315	24014	99.9843	0.0157
	Poll							
	Postal Ballot (if applicable)							

	<b>Total</b>	605723929	153141329	25.2824	153117315	24014	99.9843	0.0157
<b>Total</b>	<b>Total</b>	2458666232	1756246168	71.4308	1756222154	24014	99.9986	0.0014
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution								

\* this fields are optional

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Mr. Harsh Dugar (DIN: 00832748), Executive Director of the Bank, who retires by rotation, and being eligible offered himself for re-appointment.				
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							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions	E-Voting	1852942303	1603104839	86.5167	1576204882	26899957	98.3220	1.6780
	Poll							
	Postal Ballot (if applicable)							
	Total	1852942303	1603104839	86.5167	1576204882	26899957	98.3220	1.6780
Public-Non Institutions	E-Voting	605723929	153129827	25.2805	153025318	104509	99.9318	0.0682
	Poll							
	Postal Ballot (if applicable)							



	<b>Total</b>	605723929	153129827	25.2805	153025318	104509	99.9318	0.0682
<b>Total</b>	<b>Total</b>	2458666232	1756234666	71.4304	1729230200	27004466	98.4624	1.5376
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution								

\* this fields are optional

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Venkatraman Venkateswaran (DIN: 09227554) as an Executive Director (Key Managerial Personnel - KMP) of the Bank and payment of remuneration				
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							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions	E-Voting	1852942303	1603104839	86.5167	1596334136	6770703	99.5777	0.4223
	Poll							
	Postal Ballot (if applicable)							
	Total	1852942303	1603104839	86.5167	1596334136	6770703	99.5777	0.4223
Public-Non Institutions	E-Voting	605723929	153127682	25.2801	153062949	64733	99.9577	0.0423
	Poll							
	Postal Ballot (if applicable)							
	Total	605723929	153127682	25.2801	153062949	64733	99.9577	0.0423

Total	Total	2458666232	1756232521	71.4303	1749397085	6835436	99.6108	0.3892
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s. SEP & Associates, Practising Company Secretaries, Kochi as the Secretarial Auditors of the Bank				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions	E-Voting	1852942303	1603072406	86.5150	1576998508	26073898	98.3735	1.6265
	Poll							
	Postal Ballot (if applicable)							
	Total	1852942303	1603072406	86.5150	1576998508	26073898	98.3735	1.6265
Public-Non	E-Voting	605723929	153109197	25.2771	153089817	19380	99.9873	0.0127
	Poll							

Institutions	Postal Ballot (if applicable)							
	Total	605723929	153109197	25.2771	153089817	19380	99.9873	0.0127
Total	Total	2458666232	1756181603	71.4282	1730088325	26093278	98.5142	1.4858
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Ms. Varsha Purandare (DIN: 05288076) as an Independent Director of the Bank for second term				
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							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions	E-Voting	1852942303	1603104839	86.5167	1596387956	6716883	99.5810	0.4190
	Poll							
	Postal Ballot (if applicable)							
	Total	1852942303	1603104839	86.5167	1596387956	6716883	99.5810	0.4190
Public-Non Institutions	E-Voting	605723929	153129107	25.2803	152957066	172041	99.8876	0.1124
	Poll							
	Postal Ballot (if applicable)							

	<b>Total</b>	605723929	153129107	25.2803	152957066	172041	99.8876	0.1124
<b>Total</b>	<b>Total</b>	2458666232	1756233946	71.4304	1749345022	6888924	99.6077	0.3923
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution								

\* this fields are optional

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Raising of funds through issuance of Bonds				
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							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions	E-Voting	1852942303	1603104839	86.5167	1592441506	10663333	99.3348	0.6652
	Poll							
	Postal Ballot (if applicable)							
	Total	1852942303	1603104839	86.5167	1592441506	10663333	99.3348	0.6652
Public-Non Institutions	E-Voting	605723929	153126155	25.2799	153039364	86791	99.9433	0.0567
	Poll							
	Postal Ballot (if applicable)							



	<b>Total</b>	605723929	153126155	25.2799	153039364	86791	99.9433	0.0567
<b>Total</b>	<b>Total</b>	2458666232	1756230994	71.4302	1745480870	10750124	99.3879	0.6121
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution								

\* this fields are optional

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Raising of Tier-1 Capital of the Bank through Issuance of Securities				
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							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions	E-Voting	1852942303	1603104739	86.5167	1598824377	4280362	99.7330	0.2670
	Poll							
	Postal Ballot (if applicable)							
	Total	1852942303	1603104739	86.5167	1598824377	4280362	99.7330	0.2670
Public-Non Institutions	E-Voting	605723929	153130325	25.2805	153114502	15823	99.9897	0.0103
	Poll							
	Postal Ballot (if applicable)							

	<b>Total</b>	605723929	153130325	25.2805	153114502	15823	99.9897	0.0103
<b>Total</b>	<b>Total</b>	2458666232	1756235064	71.4304	1751938879	4296185	99.7554	0.2446
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution								

\* this fields are optional

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve adoption of The Federal Bank Limited Employee Stock Option Scheme 2025				
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							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public-Institutions	E-Voting	1852942303	1603104839	86.5167	1592430293	10674546	99.3341	0.6659
	Poll							
	Postal Ballot (if applicable)							
	Total	1852942303	1603104839	86.5167	1592430293	10674546	99.3341	0.6659
Public-Non Institutions	E-Voting	605723929	153137914	25.2818	152981566	156348	99.8979	0.1021
	Poll							
	Postal Ballot (if applicable)							
	Total	605723929	153137914	25.2818	152981566	156348	99.8979	0.1021

Total	Total	2458666232	1756242753	71.4307	1745411859	10830894	99.3833	0.6167
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution (10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve adoption of The Federal Bank Limited Employee Stock Incentive Scheme 2025				
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							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Institutions	E-Voting	1852942303	1601916439	86.4526	1311474533	290441906	81.8691	18.1309
	Poll							
	Postal Ballot (if applicable)							
	Total	1852942303	1601916439	86.4526	1311474533	290441906	81.8691	18.1309
Public- Non Institutions	E-Voting	605723929	153137817	25.2818	152123397	1014420	99.3376	0.6624
	Poll							
	Postal Ballot (if applicable)							
	Total	605723929	153137817	25.2818	152123397	1014420	99.3376	0.6624

Total	Total	2458666232	1755054256	71.3824	1463597930	291456326	83.3933	16.6067
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



## M DAMODARAN & ASSOCIATES LLP

www.mdassociates.co.in

### CONSOLIDATED SCRUTINIZER'S REPORT (Remote e-Voting & e-Voting at the AGM) Form No. MGT 13

[Pursuant to Section 108 of the Companies Act, 2013 and  
Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and  
Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

To,

The Board of Directors,  
THE FEDERAL BANK LTD,  
(CIN: L65191KL1931PLC000368)  
Federal Towers, P. B. No. 103,  
Alwaye, Ernakulam,  
Kerala - 683 101.

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules, 2015 and as per MCA Circular No. 14/2020 dated 08.04.2020, Circular No. 17/2020 dated 13.04.2020, Circular No. 20/2020 dated 05.05.2020, Circular No. 02/2021 dated 13.01.2021, Circular No. 19/2021 dated 08.12.2021, Circular No. 21/2021 dated 14.12.2021, Circular No. 02/2022 dated 05.05.2022, Circular No. 10/2022 dated 28.12.2022, Circular No. 09/2023 dated 25.09.2023 and Circular No. 09/2024 dated 19.09.2024 as issued by MCA, and voting through electronic system at the 94<sup>th</sup> Annual General Meeting of The Federal Bank Ltd held on Friday, August 29, 2025 at 11:00 A.M (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').**

1. I, M. Damodaran, Practicing Company Secretary (Membership No. F5837, CP No. 5081), Managing Partner of M/s. M Damodaran & Associates LLP, having its registered office at MDA Tower, 6, Appavoo Gramani 1<sup>st</sup> Street, Mandaveli, Chennai, had been appointed as a Scrutinizer by the Board of Directors of **THE FEDERAL BANK LTD** ("the Bank") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") for scrutinizing the remote e-Voting and e-Voting at the 94<sup>th</sup> Annual General Meeting ("AGM") of the members of the Bank held on Friday, August 29, 2025 at 11:00 A.M (IST) through Video Conferencing ('VC') facility in a fair and transparent manner for ascertaining the requisite majority on voting in respect of the below mentioned resolutions proposed at the said AGM held on Friday, August 29, 2025.







2. The Management of the Bank is responsible to ensure the compliance with the requirement of the Act and Rules relating to voting through electronic means [i.e. by remote e-Voting and e-Voting at the AGM] for the resolutions contained in the notice of the 94<sup>th</sup> AGM of the members of the Bank dated July 30, 2025. My responsibility as a Scrutinizer for voting process of voting through electronic means (i.e. by remote e-Voting and e-Voting at the AGM) is restricted to make a consolidated Scrutinizer's Report of the vote cast "in favor" or "against" the resolutions stated in the notice of the 94<sup>th</sup> AGM, based on the report generated from the e-Voting system provided by National Securities Depository Limited ("NSDL") engaged by the Bank to provide remote e-Voting facilities and e-Voting facilities to vote at the AGM.
3. In respect of the below mentioned resolutions proposed at the 94<sup>th</sup> AGM of the members of the Bank held on Friday, August 29, 2025 at 11:00 A.M (IST), through VC/OAVM, I submit my report as under:
  - i. The remote e-Voting commenced on August 26, 2025 (Tuesday) at 09.00 A.M (IST) and ended on August 28, 2025 (Thursday) at 05.00 P.M (IST).
  - ii. Pursuant to the Ministry of Corporate Affairs ("MCA") General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 02/2022, 10/2022, 09/2023 and 09/2024 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 and September 19, 2024 respectively, (collectively referred to as "MCA Circulars") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11, SEBI/HO/CFD/CMD2/CIR/P/2022/62, SEBI/HO/CFD/PoD-2/P/CIR/2023/4, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated May 12, 2020, January 15, 2021, May 13, 2022, January 05, 2023, October 07, 2023 and October 03, 2024 respectively, issued by the Securities and Exchange Board of India (collectively referred to as "SEBI Circular"), notice of the 94<sup>th</sup> AGM along with the Annual Report 2024-25 were sent only through electronic mode to those members whose email addresses were registered with the Bank/ Depository Participant(s) and physical copy was sent to those shareholders who had requested for the same. For Members who have not registered their e-mail address with the Bank or with the depository, a letter containing web-link including the exact path of the website where details pertaining to the Annual Report and the Notice of AGM are hosted were also sent at the address registered in the records of RTA/Bank/Depository Participant(s).
  - iii. Since this AGM was held pursuant to the MCA Circulars through VC, physical attendance of members had been dispensed with. Accordingly, in terms of the above-mentioned MCA and SEBI Circulars, the facility for appointment of proxies by the members were also dispensed with.
  - iv. The members holding shares as on August 22, 2025 (Friday), i.e, cut-off date, were entitled to vote on the resolutions stated in the Notice of the 94<sup>th</sup> AGM of the Bank.



- v. The members present at the 94<sup>th</sup> AGM through VC/OAVM voted through e-Voting facility provided by NSDL.
- vi. As per the information given by the Bank and Registrar and Transfer Agent of the Bank, the names of the members who had voted by remote e-voting through the facility provided by NSDL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-Voting were allowed to cast their votes through e-Voting system at the AGM.
- vii. On completion of e-Voting at the AGM, the votes cast through remote e-Voting and e-Voting at the AGM were unblocked and downloaded on Friday, August 29, 2025, at 12.55 P.M (IST) in presence of two witnesses who are not in the employment of the Bank. The e-Voting data/results downloaded from the e-Voting system of NSDL were scrutinized and reviewed, the votes were counted, and the consolidated results were prepared.
- viii. Based on the data downloaded from NSDL e-Voting system, the total votes cast in "favor" or "against" for all the resolutions proposed in the notice of the 94<sup>th</sup> AGM are as under:



**CONSOLIDATED RESULTS OF REMOTE E-VOTING AND E-VOTING AT THE 94<sup>th</sup> AGM OF THE  
FEDERAL BANK LTD**

Item No: 1

**To receive, consider and adopt**

- a) The Standalone Audited Financial Statement of the Bank for the Financial Year ended March 31, 2025 together with the Reports of the Board of Directors and the Auditors thereon.**  
**b) The Consolidated Audited Financial Statements of the Bank for the Financial Year ended March 31, 2025 together with the Report of Auditors thereon.**

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total Valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	2317	2289	1751408521	99.9468	28	932523	0.0532	100.00
e-Voting at the AGM	133	132	3907492	99.9999	1	4	0.0001	100.00
<b>Total</b>	<b>2450</b>	<b>2421</b>	<b>1755316013</b>	<b>99.9469</b>	<b>29</b>	<b>932527</b>	<b>0.0531</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	3	2595
e-Voting at the AGM	0	0
<b>Total</b>	<b>3</b>	<b>2595</b>





Item No: 2

**To declare a final dividend of Rs. 1.20 (60%) per equity share of Rs.2/- each for the Financial Year ended March 31, 2025.**

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total Valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	2314	2290	1752314662	99.9986	24	24010	0.0014	100.00
e-Voting at the AGM	133	132	3907492	99.9999	1	4	0.0001	100.00
<b>Total</b>	<b>2447</b>	<b>2422</b>	<b>1756222154</b>	<b>99.9986</b>	<b>25</b>	<b>24014</b>	<b>0.0014</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	6	4967
e-Voting at the AGM	0	0
<b>Total</b>	<b>6</b>	<b>4967</b>

Item No: 3

**To appoint a director in place of Mr. Harsh Dugar (DIN: 00832748), Executive Director of the Bank, who retires by rotation, and being eligible offered himself for re-appointment.**

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	*2309	2223	1725322708	98.4589	86	27004462	1.5411	100.00
e-Voting at the AGM	133	132	3907492	99.9999	1	4	0.0001	100.00
<b>Total</b>	<b>2442</b>	<b>2355</b>	<b>1729230200</b>	<b>98.4624</b>	<b>87</b>	<b>27004466</b>	<b>1.5376</b>	<b>100.00</b>

*\*One shareholder had cast its votes "in favor" and "against" for this resolution through remote e-Voting.*

Details of Abstained Votes:

Mode of e-Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	12	16469
e-Voting at the AGM	0	0
<b>Total</b>	<b>12</b>	<b>16469</b>



Item No: 4

**Appointment of Mr. Venkatraman Venkateswaran (DIN: 09227554) as an Executive Director (Key Managerial Personnel - KMP) of the Bank and payment of remuneration.**

Passed as an Ordinary Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	*2310	2228	1745490118	99.6100	82	6834907	0.3900	100.00
e-Voting at the AGM	133	129	3906967	99.9865	4	529	0.0135	100.00
<b>Total</b>	<b>2443</b>	<b>2357</b>	<b>1749397085</b>	<b>99.6108</b>	<b>86</b>	<b>6835436</b>	<b>0.3892</b>	<b>100.00</b>

*\*Two shareholders had cast their votes "in favor" and "against" for this resolution through remote e-Voting.*

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	12	18614
e-Voting at the AGM	0	0
<b>Total</b>	<b>12</b>	<b>18614</b>

*M. S. Venkatesh*





Item No: 6

**Re-appointment of Ms. Varsha Purandare (DIN: 05288076) as an Independent Director of the Bank for second term.**

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	2307	2229	1745437530	99.6069	78	6888920	0.3931	100.00
e-Voting at the AGM	133	132	3907492	99.9999	1	4	0.0001	100.00
<b>Total</b>	<b>2440</b>	<b>2361</b>	<b>1749345022</b>	<b>99.6077</b>	<b>79</b>	<b>6888924</b>	<b>0.3923</b>	<b>100.00</b>

Details of Abstained Votes:

Mode of e-Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	13	17189
e-Voting at the AGM	0	0
<b>Total</b>	<b>13</b>	<b>17189</b>

*M. P.*





Item No: 7

**Raising of funds through issuance of Bonds.**

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	*2314	2247	1741577457	99.3865	67	10750018	0.6135	100.00
e-Voting at the AGM	132	130	3903413	99.9973	2	106	0.0027	100.00
<b>Total</b>	<b>2446</b>	<b>2377</b>	<b>1745480870</b>	<b>99.3879</b>	<b>69</b>	<b>10750124</b>	<b>0.6121</b>	<b>100.00</b>

*\*Six shareholders had cast their votes "in favor" and "against" for this resolution through remote e-Voting.*

Details of Abstained Votes:

Mode of e- Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	12	16164
e-Voting at the AGM	1	3977
<b>Total</b>	<b>13</b>	<b>20141</b>



Item No: 8

**Raising of Tier-1 Capital of the Bank through Issuance of Securities.**

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	*2313	2246	1748031689	99.7548	67	4295879	0.2452	100.00
e-Voting at the AGM	133	130	3907190	99.9922	3	306	0.0078	100.00
<b>Total</b>	<b>2446</b>	<b>2376</b>	<b>1751938879</b>	<b>99.7554</b>	<b>70</b>	<b>4296185</b>	<b>0.2446</b>	<b>100.00</b>

*\*Five shareholders had cast their votes "in favor" and "against" for this resolution through remote e-Voting.*

Details of Abstained Votes:

Mode of e-Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	12	15971
e-Voting at the AGM	0	0
<b>Total</b>	<b>12</b>	<b>15971</b>

*M. D. K.*



Item No: 9

**To approve adoption of The Federal Bank Limited Employee Stock Option Scheme 2025.**

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	*2311	2208	1741504567	99.3819	103	10830690	0.6181	100.00
e-Voting at the AGM	133	131	3907292	99.9948	2	204	0.0052	100.00
<b>Total</b>	<b>2444</b>	<b>2339</b>	<b>1745411859</b>	<b>99.3833</b>	<b>105</b>	<b>10830894</b>	<b>0.6167</b>	<b>100.00</b>

*\*One shareholder had cast its votes "in favor" and "against" for this resolution through remote e-Voting.*

Details of Abstained Votes:

Mode of e-Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	10	8382
e-Voting at the AGM	0	0
<b>Total</b>	<b>10</b>	<b>8382</b>

*M. J.*



Item No: 10

**To approve adoption of The Federal Bank Limited Employee Stock Incentive Scheme 2025.**

Passed as a Special Resolution as follows:

Mode of e-Voting	Total valid e-Voting casted (3)+(6)	Favor			Against			Total % of valid votes in Favor & Against (5)+(8)
		Number of e-Voting	Number of shares Voted	%	Number of e-Voting	Number of shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Remote e-Voting	*2318	2035	1461314894	83.4490	283	289831866	16.5510	100.00
e-Voting at the AGM	133	129	2283036	58.4271	4	1624460	41.5729	100.00
<b>Total</b>	<b>2451</b>	<b>2164</b>	<b>1463597930</b>	<b>83.3933</b>	<b>287</b>	<b>291456326</b>	<b>16.6067</b>	<b>100.00</b>

*\*Eight shareholders had cast their votes "in favor" and "against" for this resolution through remote e-Voting.*

Details of Abstained Votes:

Mode of e-Voting	Number of members who abstained from voting	Total number of votes abstained
Remote e-Voting	10	1196679
e-Voting at the AGM	0	0
<b>Total</b>	<b>10</b>	<b>1196679</b>

*There were no invalid votes casted for the above said resolutions.*



- ix. Based on the aforesaid results, I report that all the Ten (10) Resolutions as set out in the 94<sup>th</sup> AGM notice dated Wednesday, July 30, 2025 has been passed with a requisite majority.
- x. The electronic data and all other relevant records relating to remote e-Voting and e-Voting at the AGM are under my safe custody and will be handed over to the Company Secretary of the Bank for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

Yours faithfully,



M. Damodaran  
Managing Partner  
**M Damodaran & Associates LLP**  
Membership No.: 5837  
COP No.: 5081  
FRN: L2019TN006000  
PR 3847/2023  
ICSI UDIN: F005837G001113416

For The Federal Bank Limited

Place: Chennai  
Date: August 29, 2025

A P Hota  
**Chairman**