

<p>Listing Department The National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (E), <u>Mumbai – 400 051.</u></p>	<p>Department of Corporate Services – Listing BSE Limited Phiroze Jeejeebhoy Towers, Floor 25, Dalal Street, <u>MUMBAI – 400 001</u></p>
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Re.: Scrip Symbol: FEDERALBNK/Scrip Code: 500469

Dear Sir,

Sub. : Voting Results of Eighty Seventh Annual General Meeting of The Federal Bank Limited held on August 10, 2018.

The Eighty Seventh Annual General Meeting of The Federal Bank Limited was held on August 10, 2018 at 10AM at Mahatma Gandhi Municipal Town Hall, Aluva, Ernakulam, Kerala-683101.

Pursuant to Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules), all the members of the Bank holding shares as on the cut off date ie (August 03,2018) were given the opportunity to exercise their right to vote on the resolutions set out in the Notice of AGM through remote electronic voting (remote e-Voting) during the period commencing from August 07,2018 to August 09,2018.

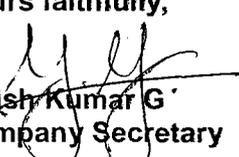
The Bank had provided voting facility at the AGM venue by distribution of ballot paper to those members who attended AGM but could not exercise their vote through remote e-voting and were holding shares as on the cut off date ie (August 03,2018). The e-voting facility was provided through National Securities Depositories Limited (NSDL).

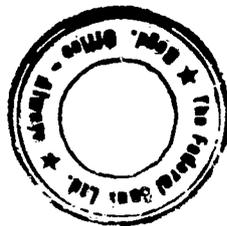
Submitting herewith the following details:

1. Voting Results as per Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Kindly take the same on record. The above details are also hosted on the Bank's website www.federalbank.co.in

Thanking you,
Yours faithfully,


Girish Kumar G
Company Secretary



Voting Results

Date of the AGM/EGM	10.08.2018
Total number of shareholders on record date	344977
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	0
Public:	777
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Nil
Public:	Nil

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Item 1: a) Adoption of Audited Financial Statements for the financial year ended 31st March 2018 together with the Reports of Board of Directors' and Auditor's thereon.

b) Adoption of Consolidated Financial Statements for the year ended 31st March 2018 together with Report of Auditors.

Resolution required: (Ordinary/ Special)

Ordinary

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
	E-Voting	1382919862	781635901	56.520938	781635901	0	100	0



Public- Institutions	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	781635901	56.52069	781635901	0	100	0
Public- Non Institutions	E-Voting	597176253	122293293	20.4785928	122291077	2216	99.998188	0.00181204
	Poll	597176253	8839018	1.48013555	8839018	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Total	597176253	131132311	21.95873	131130095	2216	99.99831	0.0016899	
Total	1980096115	912768212	46.09717	912765996	2216	99.99976	0.00024278	

Item 2: Declaration of Dividend

Resolution required: (Ordinary/ Special)

Ordinary

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Total	NA	NA	NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	1382919862	781635901	56.5206938	781635901	0	100	0
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Total	1382919862	781635901	56.52069	781635901	0	100	0	



Public- Non Institutions	E-Voting	597176253	122439417	20.5030619	122438457	960	99.9992159	0.00078406
	Poll	597176253	8830918	1.47877916	8817468	13450	99.8476942	0.152305797
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	131270335	21.98184	131255925	14410	99.98902	0.0109773
Total	1980096115	912906236	46.10414	912891826	14410	99.99842	0.00157848	

Item 3: Re-appointment of Director Mr. Ganesh Sankaran (DIN: 07580955) who retires by rotation

Resolution required: (Ordinary/ Special)

Ordinary

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	1382919862	781635901	56.5206938	781635901	0	100	0
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	781635901	56.52069	781635901	0	100	0
Public- Non Institutions	E-Voting	597176253	122429935	20.5014741	122342629	87306	99.928689	0.07131099
	Poll	597176253	8839018	1.48013555	8839018	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	122429935	20.5014741	122342629	87306	99.928689	0.07131099



	Total	597176253	131268953	21.98161	131181647	87306	99.93349	0.0665093
Total		1980096115	912904854	46.10407	912817548	87306	99.99044	0.00956354

Item 4: Appointment of M/s B S R & Co. LLP, Chartered Accountants, Mumbai together with M/s M M Nissim & Co, Chartered Accountants, Mumbai as Joint Central Statutory Auditors of the Bank and fixation of remuneration thereof

Resolution required: (Ordinary/ Special)

Ordinary

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting	1382919862	781635901	56.5206938	752123251	29512650	96.2242458	3.775754154
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	781635901	56.52069	752123251	29512650	96.22425	3.775754154
Public- Non Institutions	E-Voting	597176253	122431454	20.5017285	122413229	18225	99.9851141	0.01488588
	Poll	597176253	8833118	1.47914756	8833118	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	131264572	21.98068	131246347	18225	99.98612	0.0138842
Total	1980096115	912900473	46.10385	883369598	29530875	96.76516	3.23484058	



Item 5: Appointment and fixation of remuneration of the branch auditors in consultation with the Central Statutory Auditors

Resolution required: (Ordinary/ Special)

Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution?

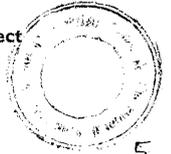
No

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
Public- Institutions	E-Voting	1382919862	781635901	56.5206938	780653090	982811	99.8742623	0.125737699
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	781635901	56.52069	780653090	982811	99.87426	0.125737699
Public- Non Institutions	E-Voting	597176253	122434143	20.5021788	122419812	14331	99.9882949	0.01170507
	Poll	597176253	8833518	1.47921455	8833518	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	131267661	21.98139	131253330	14331	99.98908	0.0109174
Total		1980096115	912903562	46.104	911906420	997142	99.89077	0.10922753

Item 6: Appointment of Mr. A P Hota (DIN: 02593219) as the Independent Director of the Bank, for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021

Resolution required: (Ordinary/ Special)

Ordinary



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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting	1382919862	746339086	53.968354	746339086	0	100	0
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	746339086	53.96835	746339086	0	100	0
Public- Non Institutions	E-Voting	597176253	122432830	20.5019589	122407376	25454	99.9792098	0.02079018
	Poll	597176253	8830998	1.47879256	8830998	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	131263828	21.98075	131238374	25454	99.98061	0.0193915
Total		1980096115	877602914	44.32123	877577460	25454	99.9971	0.00290040

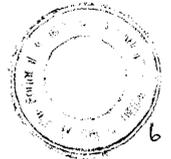
Item 7: Appointment of Mr. Deepak Maheshwari (DIN: 08163253) as the Independent Director of the Bank for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021

Resolution required: (Ordinary/ Special)

Ordinary

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting	1382919862	746339086	53.968354	746339086	0	100	0
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	746339086	53.96835	746339086	0	100	0
Public- Non Institutions	E-Voting	597176253	122425423	20.5007186	122359075	66348	99.9458054	0.05419463
	Poll	597176253	8833518	1.47921455	8833518	0	100	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	131258941	21.97993	131192593	66348	99.94945	0.0505474
Total		1980096115	877598027	44.32098	877531679	66348	99.99244	0.00756018

Item 8: Appointment and payment of remuneration of Rs. 1, 50,000/- per month (Rs. 18,00,000/- per annum) to Mr. Nilesh Vikamsey (DIN- 00031213), Chairman of the Bank

Resolution required: (Ordinary/ Special)

Ordinary

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting	1382919862	744612246	53.8434848	744612246	0	100	0
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	744612246	53.84348	744612246	0	100	0
Public- Non Institutions	E-Voting	597176253	122434587	20.5022531	122397108	37479	99.9693886	0.03061145
	Poll	597176253	8839018	1.48013555	8833022	5996	99.9321644	0.06783559
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	131273605	21.98239	131230130	43475	99.96688	0.0331179
Total	1980096115	875885851	44.23451	875842376	43475	99.99504	0.00496355	

Item 9: Payment of variable pay of FY 2016-17 to Mr. Shyam Srinivasa., (DIN 02274773), MD & CEO of the Bank

Resolution required: (Ordinary/ Special)

Ordinary

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting	1382919862	746339086	53.968354	744612246	1726840	99.7686253	0.231374724
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	746339086	53.96835	744612246	1726840	99.76863	0.231374724
Public- Non Institutions	E-Voting	597176253	122434534	20.5022443	122365857	68677	99.9439072	0.05609283
	Poll	597176253	8839018	1.48013555	8833418	5600	99.9366445	0.063355454
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	131273552	21.98238	131199275	74277	99.94342	0.0565818
Total		1980096115	877612638	44.32172	875811521	1801117	99.79477	0.20522915

Item 10: Reappointment of Mr. Ashutosh Khajuria (DIN: 05154975) as Executive Director of the Bank for a period of 2 years, with effect from 28th January 2018 and payment of remuneration.

Resolution required: (Ordinary/ Special)

Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution?

No



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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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting	1382919862	746339086	53.968354	744612246	1726840	99.7686253	0.231374724
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	746339086	53.96835	744612246	1726840	99.76863	0.231374724
Public- Non Institutions	E-Voting	597176253	122404531	20.4972201	122372970	31561	99.9742158	0.02578418
	Poll	597176253	8836498	1.47971356	8830898	5600	99.9366265	0.063373522
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	131241029	21.97093	131203868	37161	99.97168	0.0283151
Total		1980096115	877580115	44.32008	875816114	1764001	99.79899	0.20100740

Item 11: Payment of variable pay of FY 2016-17 to Mr. Ashutosh Khajuria (DIN: 05154975), Executive Director of the Bank

Resolution required: (Ordinary/ Special)

Ordinary

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting	1382919862	746339086	53.968354	744612246	1726840	99.7686253	0.231374724
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	746339086	53.96835	744612246	1726840	99.76863	0.231374724
Public- Non Institutions	E-Voting	597176253	122433426	20.5020587	122371540	61886	99.9494533	0.05054665
	Poll	597176253	8839018	1.48013555	8833418	5600	99.9366445	0.063355454
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	131272444	21.98219	131204958	67486	99.94859	0.0514091
Total	1980096115	877611530	44.32166	875817204	1794326	99.79554	0.20445561	

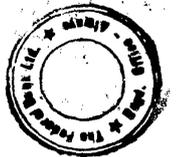
Item 12: Reappointment of Mr. Ganesh Sankaran (DIN: 07500955) as the Executive Director of the Bank for a period of 2 years, with effect from 04th July 2018

Resolution required: (Ordinary/ Special)

Ordinary

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting	1382919862	781635901	56.5206938	781635901	0	100	0
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	781635901	56.52069	781635901	0	100	0
Public- Non Institutions	E-Voting	597176253	122419618	20.4997465	122346316	73302	99.9401223	0.05987766
	Poll	597176253	8839018	1.48013555	8838418	600	99.9932119	0.006788084
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	131258636	21.97988	131184734	73902	99.9437	0.0563026
Total	1980096115	912894537	46.10355	912820635	73902	99.9919	0.00809535	

Item 13: Payment of variable pay of FY 2016-17 to Mr. Ganesh Sankaran (DIN: 07580955), Executive Director of the Bank

Resolution required: (Ordinary/ Special)

Ordinary

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting	1382919862	746339086	53.968354	744612246	1726840	99.7686253	0.231374724
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	746339086	53.96835	744612246	1726840	99.76863	0.231374724
Public- Non Institutions	E-Voting	597176253	122433150	20.5070125	122329127	104023	99.9150369	0.08496310
	Poll	597176253	8839018	1.48013555	8835418	3600	99.9592715	0.040728506
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	131272168	21.98215	131164545	107623	99.91802	0.0819846
Total	1980096115	877611254	44.32165	875776791	1834463	99.79097	0.20902911	

Item 14: Borrowing/ raising funds in Indian currency by way of issue of debt instruments up to Rs. 8,000 Crore (Rupees Eight Thousand Crore only) on a private placement basis

Resolution required: (Ordinary/ Special)

Special

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting	1382919862	779909061	56.3958247	779909061	0	100	0
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	779909061	56.39582	779909061	0	100	0
Public- Non Institutions	E-Voting	597176253	122433729	20.5021095	122421419	12310	99.9899456	0.01005442
	Poll	597176253	8823898	1.47760363	8818398	5500	99.9376693	0.06233073
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	131257627	21.97971	131239817	17810	99.98643	0.0135687
Total	1980096115	911166688	46.01629	911148878	17810	99.99805	0.00195464	

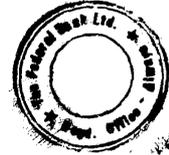
Item 15: Increase of borrowing limit of the Bank from Rs. 7,000 Crore to Rs. 12,000 Crore over and above the Paid up Capital and Free Reserves including Securities Premium of the Bank, pursuant to Section 180 (1)(c) of the Companies Act, 2013

Resolution required: (Ordinary/ Special)

Special

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	NA	NA	NA	NA	NA	NA	NA
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	NA	NA	NA	NA	NA	NA	NA
Public-Institutions	E-Voting	1382919862	781635901	56.5206938	77909061	1726840	99.7790736	0.220926393
	Poll	1382919862	0	0	0	0	0	0
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	1382919862	781635901	56.52069	77909061	1726840	99.77907	0.220926393
Public- Non Institutions	E-Voting	597176253	122438208	20.5028595	122412362	25846	99.9788906	0.02110942
	Poll	597176253	8823898	1.47760363	8817902	5996	99.9320482	0.067951828
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	597176253	131262106	21.98046	131230264	31842	99.97574	0.0242583
Total	1980096115	912898007	46.10372	911139325	1758682	99.80735	0.19264825	



<p>Listing Department The National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (E), <u>Mumbai – 400 051.</u></p>	<p>Department of Corporate Services – Listing BSE Limited Phiroze Jeejeebhoy Towers, Floor 25, Dalal Street, <u>MUMBAI – 400 001</u></p>
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Re.: Scrip Symbol: FEDERALBNK/Scrip Code: 500469

Dear Sir,

Sub. : Consolidated Scrutinizers report of Eighty Seventh Annual General Meeting of The Federal Bank Limited held on August 10, 2018.

The Eighty Seventh Annual General Meeting of The Federal Bank Limited was held on August 10, 2018 at 10AM at Mahatma Gandhi Municipal Town Hall, Aluva, Ernakulam, Kerala-683101.

Pursuant to Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules), all the members of the Bank holding shares as on the cut off date ie (August 03,2018) were given the opportunity to exercise their right to vote on the resolutions set out in the Notice of AGM through remote electronic voting (remote e-Voting) during the period commencing from August 07,2018 to August 09,2018.

The Bank had provided voting facility at the AGM venue by distribution of ballot paper to those members who attended AGM but could not exercise their vote through remote e-voting and were holding shares as on the cut off date ie (August 03,2018). The e-voting facility was provided through National Securities Depositories Limited (NSDL).

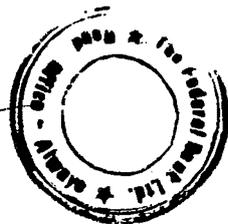
Submitting herewith the following detail:

1. Consolidated Scrutinizers report dated August 12, 2018 issued by Scrutinizer Mr. Sivakumar P, partner M/s. SVJS & Associates, Cochin, Company Secretary in Practice, pursuant to section 108 of the Companies Act, 2013 and Rules 20(4)(xii) of the Companies (Management and Administration) Rules, 2014.

Kindly take the same on record. The above details are also hosted on the Bank's website www.federalbank.co.in

Thanking you,
Yours faithfully,

Girish Kumar G
Company Secretary



Corp. Office : 39 /3525, Kausthubham
Manikkath Road, Ravipuram, Kochi
Ernakulam, Kerala, India - 682 016

www.svjs.in
info@svjs.in / svjsassociates@gmail.com

+91 484 2356449 (Regd. Office)
+91 484 2357039 (Corp. Office)

**COMBINED SCRUTINIZER REPORT FOR REMOTE E-VOTING AND POLL FOR
THE FEDERAL BANK LTD**

To

Mr. Shyam Srinivasan
Managing Director
The Federal Bank Ltd.
Federal Towers, P B No. 103
Alwaye, Ernakulam,
Kerala - 683 101

87th Annual General Meeting of the Equity Shareholders of **THE FEDERAL BANK LTD** held on Friday, 10th day of August, 2018 at 10.00 A.M. at Mahatma Gandhi Municipal Town Hall, Aluva.

Sub: Passing of Resolutions through Remote E-Voting and Poll conducted at the 87th Annual General Meeting of the Equity Shareholders of THE FEDERAL BANK LTD.

I, CS Sivakumar P., Company Secretary in Practice, holding Membership Number: FCS - 3050 and Certificate of Practice Number - 2210, Managing Partner, SVJS & Associates, Company Secretaries, 39/3525, Kasthubham, Manikkath Road, Ravipuram, Kochi, Kerala - 682 016, have been appointed as Scrutinizer for the Remote Electronic Voting and for the purpose of the Poll taken on the below mentioned resolutions at the 87th Annual General Meeting of the Equity Shareholders of **THE FEDERAL BANK LTD (CIN: L65191KL1931PLC000368)** held on Friday, 10th day of August, 2018 at 10.00 A.M. at Mahatma Gandhi Municipal Town Hall, Aluva.



The Company had appointed National Securities Depository Limited (NSDL) as the Service Provider, for extending the facility for the remote electronic voting to the shareholders of the Company from Tuesday, the 07th day of August 2018 (09.00 A.M.) to Thursday, the 09th day of August 2018 (5.00 P.M.). Integrated Registry Management Services Private Limited is the Registrar and Share Transfer Agent of the Company. The remote e-voting results were unblocked by me on 11th August 2018 in the presence of two witnesses. For further details kindly refer my Scrutinizer report on remote e-voting dated 12th August 2018 attached herewith.

At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the remote e-voting to cast their votes through poll process. For details kindly refer to my Scrutinizer report in MGT 13 dated 11th August 2018 attached herewith.

The result of the Remote E-voting together with that of the Poll is as under:

Resl. No.	Subject Matter of Resolution	Particulars of Business	Votes in favor of the resolution		Votes against the resolution	
			No.	%	No.	%
ORDINARY BUSINESS :						
1	a) Adoption of Audited Financial Statements for the financial year ended 31 st March 2018 together with the Reports of Board of Directors' and Auditor's thereon.	E-voting	903926978	99.99	2216	0.01
		Poll	8,839,018	100	0	0
		Total	912,765,996	99.99	2216	0.01
2	Declaration of Dividend.	E-voting	904074358	99.99	960	0.01
		Poll	8,817,468	99.85	13,450	0.15
		Total	912,891,826	99.99	14,410	0.01
3	Re-appointment of Director Mr. Ganesh	E-voting	903978530	99.99	87306	0.01



4	Sankaran (DIN: 07580955) who retires by rotation.	Poll	8,839,018	100	0	0
		Total	912,817,548	99.99	87306	0.01
	Appointment of M/s B S R & Co. LLP, Chartered Accountants, Mumbai together with M/s M M Nissim & Co, Chartered Accountants, Mumbai as Joint Central Statutory Auditors of the Bank and fixation of remuneration thereof.	E-voting	874536480	96.73	29530875	3.27
		Total	883,369,598	96.76	29530875	3.24
SPECIAL BUSINESS (ORDINARY RESOLUTION):						
5	Appointment and fixation of remuneration of the branch auditors in consultation with the Central Statutory Auditors.	E-voting	903072902	99.89	997142	0.11
		Poll	8,833,518	100	0	0
		Total	911,906,420	99.89	997142	0.11
6	Appointment of Mr. A P Hota (DIN: 02593219) as the Independent Director of the Bank, for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021.	E-voting	868746462	99.99	25454	0.01
		Poll	8,830,998	100	0	0
		Total	877,577,460	99.99	25454	0.01
7	Appointment of Mr. Deepak Maheshwari (DIN: 08163253) as the Independent Director of the Bank for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021.	E-voting	868698161	99.99	66348	0.01
		Poll	8,833,518	100	0	0
		Total	877,531,679	99.99	66348	0.01
8	Appointment and payment of remuneration of Rs. 1, 50,000/- per month (Rs. 18,00,000/- per annum) to Mr. Nilesh Vikamsey (DIN: 06031213), Chairman of the Bank.	E-voting	867009354	99.99	37479	0.01
		Poll	8,833,022	99.93	5,996	0.07
		Total	875,842,376	99.99	43,475	0.01

9	Payment of variable to Mr. Shyam Srinivasan, (DIN 02274773)	E-voting	866978103	99.79	1795517	0.21
		Poll	8,833,418	99.94	5,600	0.06
		Total	875,811,521	99.79	1,801,117	0.21
10	Reappointment of Mr. Ashutosh Khajuria (DIN: 05154975) as Executive Director of the Bank for a period of 2 years, with effect from 28 th January 2018 and payment of remuneration.	E-voting	866985216	99.80	1758401	0.20
		Poll	8,830,898	99.94	5,600	0.06
		Total	875,816,114	99.80	1,764,001	0.20
11	Payment of variable to Mr. Ashutosh Khajuria (DIN: 05154975)	E-voting	866983786	99.79	1788726	0.21
		Poll	8,833,418	99.94	5,600	0.06
		Total	875,817,204	99.79	1,794,326	0.21
12	Reappointment of Mr. Ganesh Sankaran (DIN: 07580955) as the Executive Director of the Bank for a period of 2 years, with effect from 04 th July 2018.	E-voting	903982217	99.99	73302	0.01
		Poll	8,838,418	99.99	600	0.01
		Total	912,820,635	99.99	73902	0.01
13	Payment of variable to Mr. Ganesh Sankaran (DIN: 07580955).	E-voting	866941373	99.79	1830863	0.21
		Poll	8,835,418	99.96	3,600	0.04
		Total	875,776,791	99.79	1,834,463	0.21
SPECIAL BUSINESS (Special Resolution)						
14	Borrowing/ raising funds in Indian currency by way of issue of debt instruments up to Rs. 8,000 Crore (Rupees)	E-voting	902330480	99.99	12310	0.01
		Poll	8,818,398	99.94	5,500	0.06



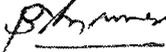
	Eight Thousand Crore only) on a private placement basis.	Total	911,148,878	99.99	17,810	0.01
15	Increase of borrowing limit of the Bank from Rs. 7,000 Crore to Rs. 12,000 Crore over and above the Paid up Capital and Free Reserves including Securities Premium of the Bank, pursuant to Section 180 (1)(c) of the Companies Act, 2013.	E-voting	902321423	99.81	1752686	0.19
		Poll	8,817,902	99.93	5,996	0.07
		Total	911,139,325	99.81	1,758,682	0.19

All the Resolutions stand passed under Remote E-Voting and Poll as Ordinary and Special Resolutions with requisite majority as specified under the Companies Act, 2013.

Thanking You

Yours faithfully

For SVJS & Associates
Company Secretaries



P. SIVAKUMAR
Managing Partner
CP No: 2210

Kochi
12.08.2018



For THE FEDERAL BANK LTD.



Managing Director & CEO

12.08.2018

To

Mr. Shyam Srinivasan
Managing Director
The Federal Bank Ltd.
Federal Towers, P B No. 103
Alwaye, Ernakulam
Kerala - 683 101

Sir,

Sub: Report of the Scrutinizer on Remote Electronic Voting

I, CS. Sivakumar P., Company Secretary in Practice, holding Membership Number: FCS - 3050 and Certificate of Practice Number - 2210, Managing Partner, SVJS & Associates, Company Secretaries, 39/3525, Kausthubham, Manikkath Road, Ravipuram, Kochi, Kerala - 682 016, have been appointed by the Board of Directors of **THE FEDERAL BANK LTD (CIN: L65191KL1931PLC000368)** Federal Towers, P B No. 103, Alwaye, Ernakulam, Kerala - 683 101 as the Scrutinizer for the Remote Electronic Voting of the resolutions included in the notice calling the 87th Annual General Meeting of the Company held on 10th August 2018.

The Company has appointed National Securities Depository Limited (NSDL) as the Service Provider, for extending the facility for the remote electronic voting to the shareholders of the Company. Integrated Registry Management Services Private Limited is the Registrar and Share Transfer Agent of the Company.

As the Scrutinizer, I report that in compliance of the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules 2014, as amended, the above remote electronic voting remained open to the members from Tuesday the 07th day of August 2018 (09.00 A.M.) to Thursday the 09th day of August 2018 (5.00 P.M.). Further the remote e-voting period was completed on the date preceding the date of Annual General Meeting.

On completion of the remote e-voting period, in compliance of the provisions of Rule 20 (4) (viii) and (xii) of the Companies (Management and Administration) Rules 2014, as amended, I have unblocked the votes on 11th August 2018, in the presence of two witnesses, who were not the employees of the Company. The names and signatures of the witnesses appear elsewhere in this report.



The following is the summary of remote e-voting result:

Res olut ion No.	Subject Matter of Resolution	Total No. of shares through E- voting	ASSENT / IN FAVOUR OF			DISSENT / AGAINST	
			No. of Votes through E- voting	% of votes in favour on votes throug h E- voting	% of Paid Up Capital	No. of Votes through E- voting	% of votes against on votes throug h E- voting
ORDINARY BUSINESS							
1	a) Adoption of Audited Financial Statements for the financial year ended 31 st March 2018 together with the Reports of Board of Directors' and Auditor's thereon. b) Adoption of Consolidated Financial Statements for the year ended 31 st March 2018 together with Report of Auditors.	903929194	903926978	99.99	45.65	2216	0.01
2	Declaration of dividend.	904075328	904074358	99.99	45.65	960	0.01
3	Re-appointment of Director Mr. Ganesh Sankaran (DIN: 07580955) who retires by rotation.	904065836	903978530	99.99	45.65	87306	0.01
4	Appointment of M/s B S R & Co. LLP, Chartered Accountants, Mumbai together with M/s M M Nissim & Co, Chartered Accountants, Mumbai as Joint Central Statutory Auditors of the Bank and fixation of remuneration thereof.	904067355	874536480	96.73	44.17	29530875	3.27
SPECIAL BUSINESS (Ordinary Resolution)							
5	Appointment and fixation of remuneration of the branch	904070044	903072902	99.89	45.61	997142	0.11



	auditors in consultation with the Central Statutory Auditors.						
6	Appointment of Mr. A P Hota (DIN: 02593219) as the Independent Director of the Bank, for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021.	868771916	868746462	99.99	43.87	25454	0.01
7	Appointment of Mr. Deepak Maheshwari (DIN: 08163253) as the Independent Director of the Bank for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021.	868764509	868698161	99.99	43.87	66348	0.01
8	Appointment and payment of remuneration of Rs. 1, 50,000/- per month (Rs. 18,00,000/- per annum) to Mr. Nilesh Vikamsey (DIN-00031213), Chairman of the Bank.	867046833	867009354	99.99	43.79	37479	0.01
9	Payment of variable to Mr. Shyam Srinivasan, (DIN 02274773)	868773620	866978103	99.79	43.78	1795517	0.21
10	Reappointment of Mr. Ashutosh Khajuria (DIN: 05154975) as Executive Director of the Bank for a period of 2 years, with effect from 28 th January 2018 and payment of remuneration.	868743617	866985216	99.80	43.78	1758401	0.20
11	Payment of variable to Mr. Ashutosh Khajuria (DIN: 05154975)	868772512	866983786	99.79	43.78	1788726	0.21
12	Reappointment of Mr. Ganesh Sankaran (DIN: 07580955) as the Executive Director of the Bank for a period of 2 years, with effect from 04 th July 2018.	904055519	903982217	99.99	45.65	73302	0.01
13	Payment of variable to Mr. Ganesh Sankaran (DIN: 07580955).	868772236	866941373	99.79	43.78	1830863	0.21

SPECIAL BUSINESS (Special Resolution)

14	Borrowing/ raising funds in Indian currency by way of issue of debt instruments up to Rs. 8,000 Crore (Rupees Eight Thousand Crore only) on a private placement basis.	902342790	902330480	99.99	45.57	12310	0.01
15	Increase of borrowing limit of the Bank from Rs. 7,000 Crore to Rs. 12,000 Crore over and above the Paid up Capital and Free Reserves including Securities Premium of the Bank, pursuant to Section 180 (1)(c) of the Companies Act, 2013.	904074109	902321423	99.81	45.57	1752686	0.19

All resolutions stand passed under Remote E-voting as Ordinary and special resolutions with requisite majority as specified under the Companies Act, 2013.

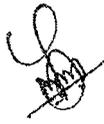
Thank you

Yours faithfully

For SWIS & Associates
Company Secretaries


B. SIVAKUMAR
Managing Partner
GP No: 2270

Witnesses to the unblocking of votes:

1. Sayyid Bahauddin. s.v
Sharkinte veedu
Nees udma gramapanchayath office
Udma (p.o) - 671319
Kozhikode. Kerala 
2. Rohith K.B
7B Mahalakshmi Appis 
Tripunithur
Ernakulam-682301 

FORM No. MGT-13
Report of Scrutinizer

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

To

Mr. Shyam Srinivasan
Managing Director
The Federal Bank Ltd.
Federal Towers, P B No. 103
Alwaye, Ernakulam
Kerala- 683101

87th Annual General Meeting of the Equity Shareholders of **THE FEDERAL BANK LTD** held on Friday, the 10th day of August, 2018 at 10.00 A.M. at Mahatma Gandhi Municipal Town Hall, Aluva.

Dear Sir,

I, CS. Sivakumar P, Company Secretary in Practice, holding Membership Number: FCS - 3050 and Certificate of Practice Number - 2210, Managing Partner, SVJS & Associates, Company Secretaries, 39/3525, Kasthubham, Manikkath Road, Ravipuram, Kochi, Kerala - 682 016 appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions, at the 87th Annual General Meeting of the Equity Shareholders of **THE FEDERAL BANK LTD** (CIN: L65191KL1931PLC000368), held on Friday, 10th day of August, 2018 at 10.00 A.M. at Mahatma Gandhi Municipal Town Hall, Aluva submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 2 (Two) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and/or otherwise found defective have been treated as invalid and kept separately.



4. The result of the Poll is as under:

(a) Resolution 1:

- a) **Adoption of Audited Financial Statements for the financial year ended 31st March 2018 together with the Reports of Board of Directors' and Auditor's thereon.**
- b) **Adoption of Consolidated Financial Statements for the year ended 31st March 2018 together with Report of Auditors.**

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
54	8,839,018	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(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	6,572

(b) Resolution 2:

Declaration of dividend.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	8,817,468	99.85

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	13,450	0.15



(iii) **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
5	14,672

(c) **Resolution 3:**

Re-appointment of Director Mr. Ganesh Sankaran (DIN: 07580955) who retires by rotation.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
54	8,839,018	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(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	6,572

(d) **Resolution 4:**

Appointment of M/s B S R & Co. LLP, Chartered Accountants, Mumbai together with M/s M M Nissim & Co, Chartered Accountants, Mumbai as Joint Central Statutory Auditors of the Bank and fixation of remuneration thereof.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	8,833,118	100



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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** Votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
5	12,472

(e) **Resolution 5:**

Appointment and fixation of remuneration of the branch auditors in consultation with the Central Statutory Auditors.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	8,833,518	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** Votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	12,072

(f) **Resolution 6:**

Appointment of Mr. A P Hota (DIN: 02593219) as the Independent Director of the Bank, for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021.



(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	8,830,998	100

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** Votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
5	14,592

(g) Resolution 7:

Appointment of Mr. Deepak Maheshwari (DIN: 08163253) as the Independent Director of the Bank for a period of 3 years, with effect from the date of this AGM to the date of the AGM to be held in 2021.

i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	8,833,518	100

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** Votes

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	12,072



(h) Resolution 8:

Appointment and payment of remuneration of Rs. 1, 50,000/- per month (Rs. 18,00,000/- per annum) to Mr. Nilesh Vikamsey (DIN- 00031213), Chairman of the Bank.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	8,833,022	99.93

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	5,996	0.07

(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	5,572

(i) Resolution 9:

Payment of variable to Mr. Shyam Srinivasan, (DIN 02274773)

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	8,833,418	99.94

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	5,600	0.06



(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	6,572

(j) **Resolution 10:**

Reappointment of Mr. Ashutosh Khajuria (DIN: 05154975) as Executive Director of the Bank for a period of 2 years, with effect from 28th January 2018 and payment of remuneration.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
50	8,830,898	99.94

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	5,600	0.06

(iii) **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	9,092

(k) **Resolution 11:**

Payment of variable to Mr. Ashutosh Khajuria (DIN: 05154975)

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	8,833,418	99.94



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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	5,600	0.06

(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	6,572

(l) **Resolution 12:**

Reappointment of Mr. Ganesh Sankaran (DIN: 07580955) as the Executive Director of the Bank for a period of 2 years, with effect from 04th July 2018.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
53	8,838,418	99.99

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	600	0.01

(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	6,572

(m) **Resolution 13:**

Payment of variable to Mr. Ganesh Sankaran (DIN: 07580955)

(i) Voted **in favor** of the resolution:



Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	8,835,418	99.96

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	3,600	0.04

(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	6,572

(n) **Resolution 14:**

Borrowing/ raising funds in Indian currency by way of issue of debt instruments up to Rs. 8,000 Crore (Rupees Eight Thousand Crore only) on a private placement basis.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
52	8,818,398	99.94

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	5,500	0.06

(iii) **Invalid Votes**

Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	21,692



(o) **Resolution 15:**

Increase of borrowing limit of the Bank from Rs. 7,000 Crore to Rs. 12,000 Crore over and above the Paid up Capital and Free Reserves including Securities Premium of the Bank, pursuant to Section 180 (1)(c) of the Companies Act, 2013.

(i) Voted **in favor** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
51	8,817,902	99.93

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

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	5,996	0.07

(iii) **Invalid** Votes

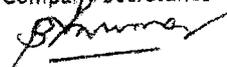
Total Number of members (in person or by proxy) whose votes were declared invalid	Total Number of votes cast by them
4	21,692

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.
7. All resolutions stand passed under the poll as Ordinary / Special resolutions with requisite majority as specified under the Companies Act, 2013.

Thanking You,

Yours faithfully

For SVIS & Associates
Company Secretaries



P. SIVAKUMAR
Managing Partner
CP No: 2210

Kochi
11.08.2018