

SD/ F24/ 44 /2021-22

June 16, 2021

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

Dear Madam/ Sir,

**Sub: Outcome of the Board Meeting -Reg 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Madam/ Sir,

Pursuant to Regulation 30, 42 and other applicable Regulations of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (the Listing Regulations), we wish to inform you that at the meeting of the Board of Directors of the Bank held on June 16, 2021, the Board has taken following decisions:

- a) Subject to the approval of the shareholders of the Bank and such other regulatory/ governmental approvals as may be required, the Board has approved issuance of up to 104,846,394 equity shares of face value of Re. 2/- each ("Equity Shares") to International Finance Corporation ("IFC"), IFC Financial Institutions Growth Fund, LP ("FIG") and IFC Emerging Asia Fund, LP ("EAF") in terms of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2015 (the "ICDR Regulations"), at a price of Rs 87.39 per Equity Share aggregating to Rs.916,252,6371.66 (Rupees Nine Hundred and Sixteen Crore Twenty Five Lakh Twenty Six Thousand Three Hundred and Seventy One and Sixty Six paise) on a preferential basis in accordance with Chapter V of the ICDR Regulations and other applicable laws (the "Preferential Allotment").

The details regarding the issuance of securities as required pursuant to SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015, are set out in Annexure I to this intimation.

The Board also approved and the parties have entered into a definitive agreement in this regard, in connection with the Preferential Allotment.

- b) Approved the convening of the 90<sup>th</sup> Annual General Meeting (AGM) of the Bank on Friday, July 09, 2021 at 11 am by way of Video Conference ("VC") or Other Audio Visual Means ("OVAM") in order to seek the approval of the shareholders, *inter alia* for the Preferential Allotment, as well as the items set out at Serial Nos (d) and (e) and other Ordinary & Special Businesses as set out in the AGM notice.

- c) The Register of Members and Share Transfer Books of the Bank will remain closed from Saturday, July 03, 2021 to Friday, July 09, 2021 (both days inclusive) for the purpose of AGM, E-Voting and Final Dividend, if declared, for the financial year ended March 31, 2021.

Symbol	Stock Exchange	Type of Security	Book Closure	Record Date	Purpose
500469	BSE Limited	Equity Shares	Saturday July 03, 2021 to Friday, July 09, 2021 (both days inclusive)	Nil	Annual General Meeting, E-Voting and Final Dividend, if declared
FEDERALBNK	National Stock Exchange of India Limited				

Further, the Bank has fixed Friday July 02, 2021 as the cut-off date for the purpose of remote e-voting/ e-voting during the AGM, for ascertaining the names of the Shareholders holding shares either in physical form or in dematerialised form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted at the AGM.

- d) Raising of funds by way of issuance of equity capital upto an aggregate amount of Rs. 4000 Crores (Rupees Four Thousand Crores only) or its equivalent amount in such foreign currencies inclusive of any premium, in one or more tranches, on such terms and conditions as it may deem fit by way of any mode i.e., either through Rights Issue, Private Placement, Qualified Institutions Placement (“QIP”), Preferential Issue, Further Public Offer/ (“FPO”), Global Depository Receipts (“GDR”), American Depository Receipts (“ADR”), Foreign Currency Convertible Bonds (“FCCB”) or through any other permissible mode or a combination thereof, as may be considered appropriate, subject to applicable regulatory/ statutory approvals and requirements. The Board further recommended the same for the approval of shareholders in the ensuing AGM by way of Special Resolution.
- e) Borrowing/ raising funds in Indian currency/ in equivalent foreign currency by way of issue of debt instruments including but not limited to Additional Tier I bonds (AT1 bonds), Tier II bonds, Long Term Bonds (Infrastructure & Affordable Housing), Masala Bonds, ESG Bonds, Green Bonds, non-convertible debentures or such other debt securities as may be permitted by RBI from time to time, up to Rs 8000 Crores (Rupees Eight Thousand Crores only) in domestic market and/or overseas market, under one or more shelf disclosure document and/or under one or more letter of offers as may be issued by the Bank and in one or more tranches, on a private placement basis within the overall borrowing limits of the Bank. The Board further recommended the same for the approval of shareholders by way of special resolution at the forthcoming Annual General Meeting.

The aforesaid meeting commenced at 06.15 pm and concluded at 09.50 pm

Kindly take the information on record.

Thanking you,  
Yours faithfully,  
**For The Federal Bank Limited**

**Samir P Rajdev**  
Company Secretary

**Annexure-I**

<b>Type of securities proposed to be issued</b>	Equity Shares				
<b>Type of issuance</b>	Preferential Issue in accordance with Chapter V of the SEBI ICDR Regulations and other applicable law				
<b>Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)</b>	<p>Upto 104,846,394 (Ten Crore Forty Eight Lakhs Forty Six Thousand Three Hundred and Ninety Four) Equity Shares of a face value of ₹ 2 each at a price of ₹ 87.39 (Rupees Eighty Seven and Thirty Nine paise) each.</p> <p>Total subscription amount aggregates to approximately Rs. 916,252,6371.66 (Rupees Nine Hundred and Sixteen Crore Twenty Five Lakh Twenty Six Thousand Three Hundred and Seventy One and Sixty Six paise)</p>				
<b>Name of Investor</b>	<ol style="list-style-type: none"> <li>International Finance Corporation (IFC)</li> <li>IFC Financial Institutions Growth Fund, LP ("FIG")</li> <li>IFC Emerging Asia Fund, LP ("EAF")</li> </ol>				
<b>Post-allotment of securities: Outcome of subscription</b>	The Equity Shares are proposed to be allotted to IFC, FIG and EAF. Details of shareholding of IFC, FIG and EAF in the Bank, prior to and after the proposed Preferential Issue, are as under:				
	<b>Particulars</b>	<b>Pre-Preferential Issue as on June 15, 2021</b>		<b>Post-Allotment of Equity Shares pursuant to the Preferential Issue</b>	
		<b>No. of Equity Shares held</b>	<b>% held</b>	<b>No. of Equity Shares held</b>	<b>% held</b>
	International Finance Corporation ("IFC")	Nil	Nil	31453918	1.4970 %
	IFC Financial Institutions Growth Fund, LP ("FIG")	Nil	Nil	36696238	1.7465 %
IFC Emerging Asia Fund, LP ("EAF")	Nil	Nil	36696238	1.7465 %	
<b>Issue Price</b>	<p>₹ 87.39 per Equity Share</p> <p>The price at which the Equity Shares shall be issued is not lower than the floor price calculated in accordance with Regulation 164 of the SEBI ICDR Regulations.</p>				

<b>Number of Investors</b>	There are three investors who are being issued equity shares pursuant to Preferential Allotment.
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