

26th July 2017

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

Attn.: Shri Avinash Kharkar

The Deputy General Manager (Listing).
BSE Limited.
1# Floor, New Trading Ring, Rotunda Building.
P. J. Towers, Dalat Street,
Fort, Mumbai – 400 001.

Attn.: Shri Bhushan Mokashi

Dear Sir(s),

SUB: PROCEEDINGS OF THE 23<sup>RD</sup> ANNUAL GENERAL MEETING OF AXIS BANK LIMITED AND VOTING RESULTS.

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

Pursuant to the requirements of Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the details of the proceedings of the 23rd Annual General Meeting held today at 9.30 A.M. at J. B. Auditonum, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhal Marg, Ahmedabad, Gujarat, 380 015 and that of the voting results in respect of all the resolutions as set out in the Notice dated 15th May, 2017, for your information and noting please.

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

in this connection, we enclose herewith the Scrutinizers report dated 26th July 2017 Issued by Shri Nimoi G. Shah, Chartered Accountant (Membership No. 100732) Partner, Chandabhay & Jassoobhay, who was appointed as the Scrutinizer for the said e-voting process.

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

Thanking you.

Yours Sincerely.
For Axis Bank Limited.

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W Srinivasan

**Deputy Managing Director** 

Encl.: As above.





Name of the Company: AXIS BANK LIMITED

Date of the AGM: Wednesday, 26th July 2017

Total no. of shareholders as on record date (Cut-off date) : Wednesday, 19th July 2017 - 4,14,149

No. of shareholders present at the said meeting either in person or through proxy : Promoters & Promoter group : 3 Public : 112

No. of shareholders aftended the meeting through video conferencing : NA Promoters & Promoter group : NA Public : NA

		1. To receive, consider and adopt:	er and adopt:					
Resolution required: (Ordinary/Special)	Ordinary Resolution	(a) the audited financial statements of the Bank for the financial year ended 31st March 2017 and the Reports of the Directors and the Auditors thereon; and	cial statements ( eon; and	of the Bank for the fir	ıanclal year ended	31st March 201	7 and the Reports	of the Directors
		(b) the avdited consolidated financial statements for the financial year ended 31st March, 2017 and the Report of the Auditors thereon.	olidated financie	al statements for the	financial year ende	ed 31st March, 2	:017 and the Repo	rt of the Auditors
Whether promoter/promater group are Interested in the agenda/resolution?	2			:		:	:	
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on Outstanding shares	No. of votes - In favour (4)	No. of votes - against (5)	% of votes in favour on votes polled	% of votes against on votes polled
				181=1(1)/(1)1=181		Ť	1001-1123/[43]=100	(7)= (5)/(2) -100
	E-Voting	086,891,080	080.1989	100.00	080,1891,080	Ö	100.000000	0000000
Promoter & Promoter and	Poll		0	00:00	0	0	0.000000	0.000000
	Postal Ballot		0	0.00	0	0	0.00000	0000000
	Total	686,891,080	080'168'989	100.00	686,891,080	0	100.000000	0.00000
	E-Voting	1,465,334,319	1,155,837,238	78.88	1,155,837,238	0	100.00000	0.00000
Public - Institutions	Poll	0	0	0.00	0	o	0.00000	0.00000
	Postal Bailot	0	0	00:00	0	0	0.00000	000000
	Total	1,465,334,319	1,155,837,238	78.88	1,155,837,238	0	100.000000	0.00000
	E-Voling	244,959,110	19,209,749	7.84	19,209,618	131	99.999318	0.000682
Public- Non Institutions	Poll	0	0	0.00	0	lo	0.00000	000000
	Postal Ballot	0	8,965	0.00	8,965	0	100.000000	0.00000
	Total	244,959,110	19,218,714	7.85	19,218,583	131	99.999318	0.000682
Total		2,397,184,509	2,397,184,509 1,861,947,032	17.67	1,861,946,901	131	99.99993	0.000007



Resolution required: (Ordinary/Special)	Ordinary Resolution	Ordinary Resolution 2. Declaration of dividend on Equity Shares of the Bank.	dend on Equity	Shares of the Bank.				
Whether promoter/promoter group are interested in the	9							
dering/lesonnon:								
Calegary	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on Outstanding shares	No. of vofes - in Ro. of votes favour against (5)	No. of votes - against (5)	% of votes in favour on votes polled	% of votes against on votes poled
				200			יאון ואין אין	14 1 - 11 - 11 - 11 - 12 - 12 - 12 - 12
	E-Voling	686,891,080	686,891,080	100.00	686,891,080	0	100.00000	0.00000
Promotex & Promoter agoun	Poll		0	0.00	.0	0	0.00000	0.00000
1000	Postal Ballot		0	00.0	Ö	0	0.00000	0.00000
	Total	686,891,080	686,891,080	100.00	080,168,889	0	100.0000	0.00000
	E-Voting	1,465,334,319	1,156,116,286	78.90	1.156,116,286	0	100.00000	0.00000
Public - Institutions	Poll		0	00.0	0	0	0.0000	0.00000
	Postal Ballot		0	0.00	0	0	0.00000	0.00000
	Total	1,465,334,319	1,156,116,286	78.90	1,156,116,286	0	100.0000	0.00000
	E-Voting	244,959,110	19,209,825	7.84	19,209,394	431	96.66	0.00224
Public- Non Institutions	Poll		0	0.00	0	0	0.00000	0.00000
	Postal Ballot		9,465	00:0	9,465	0	100.00000	000000
	Total	244,959,110	19,219,290	7.85	19,218,859	431	94.99776	0.00224
Total		2,397,184,509	2,397,184,509 1,862,226,656	77.68	1,862,226,225	431	9666666	0.00002

Resolution required: (Ordinary/Special)	Ordinary Resolution	3. Appointment of a Director in place of Srnt. Usha Sangwan (DIN 02609263), who rettes by rolation and being eligible, has offered herself for re-appointment.	irector in place	of Smt. Usha Sangw	an (DIN 02609263)	, who refires by	rotation and being	eligible, has
Whether promater/promater group are interested in the agenda/resolution?	ON							
							į	
Category	Mode of Voting	No. of shares held	No. of Votes	% of Votes Polled on Outstanding	No. of votes - in	No. of votes -	% of votes in favour on votes	% of votes against on votes
		Œ	(2)	shares (3)={(2)/(1)1*100	<b>(+</b> )	ક	polled (6)=f(4)/(2) *100	polled (7)=(7)
	E-Voling	080'168'989	686,891,080	100.00	080,1891,080	0	0.00	00:0
Promoter & Promoter group	Poll			0.00	0	0	0.00	000
	Postal Ballot			0.00	0	0	00.0	00:0
	Total	686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00
	E-Voting	1,465,334,319	1,133,426,896	22.77	518,460,802	614,966,094	42.74	54.26
Public - Institutions	Pall		0	0.00	0	0	00'0	00.00
	Postal Ballot		0	0.00	0	0 _	00:0	0.00
	Total	1,465,334,319	1,133,426,896	77.35	518,460,802	614,966,094	45.74	54.26
	E-Voling	244,959,110	19,209,492	7.84	19,207,861	1,631	66.66	0.01
Public- Non lostitutions	Poll		0	0.00	0	0	00:0	0000
	Postal Ballot		9,465	0.00	9,465	0	100.00	000
	Total	244,959,110	19,218,957	7.85	19,217,326	1,631	66.66	10.0
Total		2,397,184,509 1,839,536,933	1,839,536,933	76.74	1,224,569,208	614,967,725	66.57	33.43





No. of Votes Polled (2) (3) 686.891.080 0 686.891.080 11.141.591.648	No. of shares held (1) (1) (486,891,080)	o. of Votes					
No. of Votes		o. of Votes					
Y         Mode of Voting         No. of shares held polled         No. of Votes           E-Voting         686.891.080         686.891.080         0           Postal Ballor         686,891.080         686,891.080         0           Iofrai         686,891.080         686,891.080         0           Postal Ballor         686,891.080         686,891.080         0           Iofrai         686,891.080         686,891.080         0           Postal Ballor         1,465,334,319         1,141,591,648         0		o. of Votes					
Mode of Voting         No. of states held (1)         No. of Votes polled (2)           E-Voting         686.891.080         686.891.080           Post is ability         686.891.080         0           Forting         1.465.334.319         1.141.591.648           Post is ability         1.465.334.319         1.141.591.648           Post is ability         1.465.334.319         1.141.591.648           Post is ability         1.465.334.319         1.141.591.648		o. of Votes					
No. of Votes   No. of Votes		o. of Votes					
(1) (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)   (2)	080'168'989	polled	% of Votes Polled on Outstanding	No. of votes - in favour	No. of votes - against	% of votes in favour on votes	% of votes against on votes
E-Vorling 686.891.080 686.891.080 Poll Fostal Ballot 686,891,080 686.891.08 E-Voting 1.465.334.319 1,141,591.64 Postal Ballot 1.465.334.319 1,141,591.64 Total Total	686.891.080	(2)	shares (3)=[(2)/(1)]*100	(4)	(5)	polled (6)=[(4)/(2)]*100	polled (7)=[(5)/(2)]*100
E-Voting	080'168'989						
Poli Postal Ballot 686,891,080 686,891,080 E-Voing 1,465,334,319 1,141,591,64 Poli Postal Ballot 1,465,334,319 1,141,591,64 Postal Ballot 1,465,334,319 1,141,591,64 Additional Postal Ballot 1,465,334,319 1,141,591,64		686.891.080	100.00	080,1891,080	0	100.001	00:0
Postal Ballot   686,891,080   686,891,080   E-Voting   1,465,334,319   1,141,591,64   Postal Ballot   1,465,334,319   1,141,591,64   Total Ballot   1,465,334,319   1,441,591,64   Total Ballot   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,465,334,319   1,		o	0.00	0	0	00'0	00:00
Total   666,891,080   E-Volting   1,465,334,319   Postal Ballot   Taks 334,319   Total		0	00:00	0	0	0.00	00:0
E-Voting 1,465,334,319 Poll Postal Ballot 1,465,334,319 Total		686,891,080	100.00	686,891,080	0	100.00	0.00
E-Voting 1.465.334,319 Poll Postal Ballot 1.465.334,319 Total							
Postal Ballot 1 445 334 319	1 1	141,591,648	77.91	1,130,129,264	11,462,384	99.00	8:
Postal Ballot		0	0.00	0	0	000	00:0
1 AKK 33A 319		0	0.00	0	0	0.00	00:0
	1,465,334,319 1,	1,141,591,648	17.91	1,130,129,264	11,462,384	99.00	1.00
E-Voting 244,959,110 19,209,492	244,959,110	19,209,492	7.84	19,208,347	1,145	66.66	10.01
Pribling Inefficient (Poll 0)		0	0.00	0	0	00'0	00:00
Postal Ballot 9,465		9,465	00:0	9,465	0	100,00	00:00
Total 19,218,957	244,959,110	19,218,957	7.85	19,217,812	1,145	66.66	10.0
Total 2,397,184,509 1,847,701,685	2,397,184,509 1,	847,701,685	77.08	1,836,238,156	11,463,529	99.38	0.62

Resolution required: (Ordinary/Special)	Ordinary Resolution	5. Rattication of the appointment of M/s S. R. Batilbol & Co LLP, Chartered Accountants, Mumbal, (Registration No. 301003E/E300005) as the Statutory Auditors of the Bank and to hold office as such from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting, subject to approval of the Reserve Bank of India.	ppointment of I he Statutory Au :[usion of next /	M/s S. R. Batliboi & C. Iditors of the Bank an Annual General Mee	o LLP, Charlered Ac rd to hold office as fing, subject to app	countants, Mur such from the c proval of the Re	mbai, (Registration conclusion of this A serve Bank of Indik	No. nnual General 1.
Whether promoter/promoter group are interested in the agenda/resolution?	ON N							
Calegory	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on Outstanding shares	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes	% of votes against on votes polied
								W 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
	E-Voting	080,198,389	686,891,080	100.00	686,891,080	0	100.00	00.0
Promoter & Promoter group	Poll		0	00'0	0	ō	0:00	00:0
	Postal Ballot		0	00:0	0	O	0.00	00'0
	Total	080,1891,080	686,891,080	100.00	686,891,080	0	100.00	0.00
	E-Voting	1,465,334,319	1,147,861,365	78.33	1.056,099,636	91,761,729	92.01	7.99
Public - Institutions	Poll		0	00'0	0	0	00:0	00:0
	Postal Ballot		0	00'0	0	0	0.00	00.0
	Total	1,465,334,319	1,147,861,365	78.33	1,056,099,636	91,761,729	92.01	7.99
	E-Voting	244,959,110	19,209,822	7.84	19,209,239	583	100.00	00.0
Public Non Institutions	Poll		0	0.00	0	0	000	000
	Postal Ballot		9,465	0.00	9,465	0	100.00	000
	Total	244,959,110	19,219,287	7.85	19,218,704	583	100.00	0.00
Total		2.397.184.509	2.397,184,509 1,853,971,732	77.34	1 742 209 420	C1E CYL 10	95.05	30 y



Promoter of linite         No         of Votes of Lotted for the polled and polled and ground that the polled ground ground ground that the polled ground groun ground ground ground ground ground ground ground ground ground g	Resolution required: (Ordinary/Special)	Ordinary Resolution	<ol> <li>Revision in the remuneration payable to Dr. Sanjiv Misra (DIN 03075797), as the Non-Executive (Part-Time) Chairman of the Bank, with effect from 18th July 2017.</li> </ol>	uneration payal 18th Juty 2017.	ble to Dr. Sanjiv Misr	a (DIN 03075797), a	s the Non-Exec	utive (Part-Time) C	hairman of the
Y         Mode of Vorling         No. of Votes Polled shortes         % of Votes Polled shortes         No. of Votes Polled shortes         % of Votes Polled shortes         No. of votes - in shortes in shortes and shortes polled shorted in the polled shorted in shortes         No. of votes - in shortes for shortes in shortes         No. of votes - in shorter should shorted in shorter should should be should should be	Whether promoter/promoter group are interested in the agenda/resolution?	ON	5						
E-Voting         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         686,891,080         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090         680,091,090	Cafegory	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on Outstanding shares	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in tayour on votes polled	% of votes against on votes polled
E-Voting         686,891,080         686,891,080         686,891,080         686,891,080         0           Poll         0.00         0.00         686,891,080         0         0           Foster Ballet         686,891,080         686,891,080         0         0         0           Forting         1.465,334,319         1.138,118,715         77.67         1.135,866,760         2.251,955           Poll         0         0         0         0         0         0           Fostal Ballet         1.465,334,319         1,138,118,715         77.67         1,135,864,760         2.251,955           Forting         244,959,110         19.209,250         7.84         19.206,022         3.221,955           Folim         0         0.00         0.00         0.00         0.00         0           Poll         0         0.00         0.00         0.00         0         0           Poster Ballet         244,959,110         19,218,715         7.84         19,214,687         4,028           Poster Ballet         244,959,110         19,218,715         7.85         19,214,687         4,028           Total         2,397,184,507         1,844,228,510         7,893         1,841,972,527					101-11177711-100			MI-112)/(4)1=19)	001-112//(511-17)
Poll         0         6.00         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0 </td <td></td> <td>E-Voting</td> <td>686,891,080</td> <td>080,198,488</td> <td>100:00</td> <td>686,891,080</td> <td>ō</td> <td>100.00</td> <td>0.00</td>		E-Voting	686,891,080	080,198,488	100:00	686,891,080	ō	100.00	0.00
Postal Ballot         686,891,080         686,891,080         0.00         686,891,080         0.00         0.00         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0		Poli		0	0.00	0	0	0.00	00:00
Total Evoling         686,891,080         686,891,080         686,891,080         0         0           E-Voling         1,465,334,319         1,138,118,715         77.47         1,135,866,760         2,251,955           Postal Ballot         0         0,00         0         0           Total         1,465,334,319         1,138,118,715         77.47         1,135,866,760         2,251,955           E-Voling         244,959,110         19,209,250         7.84         19,206,022         3,228           Postal Ballot         9,465         0.00         8,665         800           Postal Ballot         19,218,715         7.84         19,214,687         4,028           Total         2,44,959,110         19,218,715         7.85         19,214,687         4,028           Total         2,44,959,110         19,218,715         7.85         19,214,687         4,028           Total         2,397,184,509         1,844,228,510         7,893         1,841,972,527         2,255,983		Postal Ballot		0	0.00	0	0	00:00	00:00
E-Voling         1,465,334,319         1,138,118,715         77.47         1,135,866,760         2,251,955           Postal Ballot         0.00         0.00         0         0         0           Total         1,465,334,319         1,138,118,715         77.47         1,135,866,760         2,251,955           E-Voling         244,959,110         19,209,250         7,84         19,206,022         3,228           Postal Ballot         9,465         0.00         8,665         800           Postal Ballot         244,959,110         19,218,715         7,85         19,214,687         4,028           Total         244,959,110         19,218,715         7,85         19,214,687         4,028           Total         2,44,959,110         19,218,715         7,85         19,214,687         4,028		Total	080,198,080	080,198,389	100.00	080,1991,080	Ö	100.00	0.00
E-Voling         1,465,334,319         1,138,118,715         77,67         1,135,866,760         2,251,955           Postal Ballot         0,00         0,00         0,00         0         0         0           Total         1,465,334,319         1,136,118,715         77,67         1,135,864,760         2,251,955           E-Voling         244,959,110         19,209,250         7,84         19,206,022         3,228           Poll         Poll         0,00         0,00         0         0         0           Postal Ballot         244,959,110         19,218,715         7,85         19,214,687         4,028           Total         2,244,959,110         19,218,715         7,85         19,214,687         4,028           Total         2,244,959,110         19,218,715         7,85         19,214,687         4,028           Total         2,397,184,509         1,844,228,510         76,93         1,841,972,527         2,255,983									
Poll         0         0.00         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0         0 </td <td></td> <td>E-Voting</td> <td>1,465,334,319</td> <td></td> <td>77.67</td> <td>1,135,866,760</td> <td>2,251,955</td> <td>99.80</td> <td>0.20</td>		E-Voting	1,465,334,319		77.67	1,135,866,760	2,251,955	99.80	0.20
Postal Ballot         0.00         0.00         0         0         0           Total         1,135,846,760         2,251,955         0         0         0           E-Volting         244,959,110         19,209,250         7,84         19,206,022         3,228           Poll Poll Ballot         9-distribution         9,465         0,00         8,665         800           Total         244,959,110         19,218,715         7,85         19,214,687         4,028           Total         2,397,184,509         1,844,228,510         7,8,93         1,841,972,527         2,255,983		Poll		0	00:0	0	0	0.00	00:00
Total   1,465,334,319   1,139,118,715   77.67   1,135,864,760   2,251,955   1,139,118,715   1,135,864,760   2,251,955   1,139,110   19,209,250   7.84   19,206,022   3,228   1,204   1,204,025   1,204,959,110   19,218,715   7.85   19,214,687   4,028   1,204,959,110   19,218,715   7.85   19,214,687   4,028   1,204,959,110   19,218,715   7.85   19,214,687   2,255,983   1,204,959,110   19,218,715   1,204,959,110   19,218,715   7.85   19,214,687   2,255,983   1,204,959,110   1,204,228,510   76,93   1,841,972,527   2,255,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,841,972,527   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,225,983   1,		Postal Ballot		0	000	0	O	00:0	00:0
E-Volting         244,959,110         19,209,250         7.84         19,206,022         3,228           Poll         0.00         0.00         0.00         0.00           Postal Ballot         244,959,110         19,218,715         7.85         19,214,687         4,028           Total         2,397,184,509         1,844,228,510         76,93         1,841,972,527         2,255,983		Total	1,465,334,319	1,138,118,715	77.67	1,135,866,760	2,251,955	99.80	0.20
E-Voling         244,959,110         19,209,250         7,84         19,206,022         3,228           Poll         0.00         0.00         0.00         0         0         0           Postal Ballot         244,959,110         19,218,715         7,85         19,214,687         4,028           Total         2,397,184,509         1,844,228,510         76,93         1,841,972,527         2,255,983									
Poll         0         0.00         0         0           Postal Borllot         9,465         0.00         8,665         800         9           Total         244,959,110         19,218,715         7,85         19,214,687         4,028         9           2,397,184,509         1,844,228,510         76,93         1,841,972,527         2,255,983         9		E-Voting	244,959,110	19,209,250	7.84	19,206,022	3,228	86.98	0.02
Postal Ballot 244,959,110 19,218,715 7.85 19,214,687 4,028		Poll		0	0.00	0	0	0.00	00:0
Total 244,959,110 19,218,715 7.85 19,214,687 4,028 2,397,184,509 1,844,228,510 76,93 1,841,972,527 2,255,983		Postal Ballot		9,465	0.00	8,665	800	91.55	8.45
2,397,184,509 1,844,228,510 76,93 1,841,972,527 2,255,983		Total	244,959,110	19,218,715	7.85	19,214,687	4,028	86.66	0.02
2,397,184,509  1,844,228,510  76,93  1,841,972,527  2,255,983									
	lotal				76.93	1,841,972,527	2,255,983	99.88	0.12

Resolution required: (Ordinary/Special)	Ordinary Resolution	7. Revision in the remuneration payable to 5mt. Shikha Sharma (DIN 00043265), as the Managing Director & CEO of the Bank, with effect from 1st June 2017.	uneration paya ne 2017.	ble to Smt. Shikha Sh	arma (DIN 0004326	5), as the Mana	iging Director & CE	O of the Bank,
Whether promoter/promoter group are interested in the agenda/resolution?	Ŷ							
Category	Mode of Voffing	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on Outstanding shares	No. of votes - In favour (4)	No. of votes - against (5)	% of votes in favour on votes polled	% of vates against on votes polled
				201			W 13 1 1 2 1 2 1 2 1 2 1 2 1 2 1 2 1 2 1	W 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
	E-Voting	080,198,891,080	686,891,080	100.00	080,198,080	0	100.00	0000
Promotor 9 promotor groups	Poll		0	00.0	0	Ö	00:0	0.00
door a specification	Postal Ballot		0	00:0	0	0	00:0	000
	Total	080'168'989	686,891,080	100.00	080,198,080	0	100.00	0.00
	E-Voting	1,465,334,319	1,142,745,015	77.99	1,136,122,544	6,622,471	99.42	0.58
Public - Institutions	Poli		0	0.00	0	0	0.00	00:0
	Postal Ballot		0	0.00	0	0	00:0	000
	Total	1,465,334,319	1,142,745,015	77.99	1,136,122,544	6,622,471	99.42	0.58
	E-Voting	244,959,110	19,208,450	7.84	19,204,689	3,761	86.98	0.02
Public Non Institutions	Poll		0	0.00	0	0	0.00	00:0
	Postal Ballot		9,465	0.00	8,665	800	91.55	8.45
	Total	244,959,110	19,217,915	7.85	19,213,354	4,561	99.98	0.02
Total		2,397,184,509 1,848,854,010	1,848,854,010	77.13	1,842,226,978	6,627,032	99.64	0.36





		_		_	_	_	_		_									
of the Bank, with			% of votes against on votes polled	W	00:00	00:0				0.58	00'0	00:0	0.58	0.02	00:0	8.45	0.03	0.36
Aanaging Director			% of votes in favour on votes polled	200	100.00	00'0	0.00	100.00		99.42	0.00	00'0	99.42	86.66	00:0	91.55	26.99	99.64
as the Deputy A			No. of votes - against (5)		0	0	0	0		6,622,471	0	0	6,622,471	 4,139	0	800	4,939	6,627,410
an (DIN 00033882)			No. of votes - in favour (4)		080,1891,080	0	0	080'168'989		1,136,122,544	0	o	1,136,122,544	19,204,288	0	8,665	19,212,953	1,842,226,577
ble to Shri V. Srinivas			% of Votes Polled on Outstanding shares		100.00	0.00	0.00	100.00		77.99	00:00	0.00	77.99	7.84	0.00	0.00	7.85	77.13
uneration payal 017.			No. of Votes polled (2)		080,1891,080	Ö	0	686,891,080		1,142,745,015	0	D	1,142,745,015	19,208,427	0	9,465	19,217,892	1,848,853,987
Ordinary Resolution : Revision in the remuneration payable to Shti V. Srinivasan (DIN 00033882) as the Deputy Managing Director of the Bank, with effect from 1st June 2017.			No. of shares held (1)		080'168'989			686,891,080		1,465,334,319			1,465,334,319	244,959,110			244,959,110	2,397,184,509
Ordinary Resolution	No		Mode of Voting		E-Vofing	Poll	Postal Ballot	Total		E-Voting	Poll	Postal Ballot	Total	E-Voting	Poli	Postal Ballot	Total	
Resolution required: (Ordinary/Special)	Whether promoter/promoter group are interested in the	- Indicates the Indian	Category			Promoters & promoter group					Public - Institutions				Public- Non Institutions			Total

Resolution required: (Ordinary/Special)	Ordinary Resolution	9. Revision in the remuneration payable to Shri Rajiv Anand (DiN 02541753) as the Executive Director (Retail Banking) of the Bank. with effect from 1st June 2017.	uneration payal 1st June 2017.	ble to Shri Rajiv Anar	nd (DIN 02541753) o	as the Executive	Director (Retail Bo	anking) of the
Whether promoter/promoter group are Interested in the agenda/resolution?	N <sub>O</sub>					;		
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on Outstanding shares	No. of vates - In favour (4)	No. of votes against (5)	% of votes in favour on votes polled	% of votes against on votes polled
				W			MI_IIZ//IE/I=IO)	MI-117371611=171
	E-Vofing	080,198,880	686,891,080	100.00	686,891,080	0	100.00	000
Pompter & promoter arms	Poll		0	0.00	0	0	0.00	000
	Postal Ballot		0	0.00	0	0	0.00	000
	Total	686,891,080	080,1991,080	100.001	686,891,080	0	100.00	0.00
	E-Voting	1,465,334,319	1,142,745,015	77.99	1,136,122,544	6,622,471	99.42	0.58
Public - Institutions	Poll		0	0.00	0	0	0.00	00:0
	Postal Bailot		0	0.00	0	0	000	00:0
	Total	1,465,334,319	1,142,745,015	77.99	1,136,122,544	6,622,471	99.42	0.58
	E-Voting	244,959,110	19,208,373	7.84	19,204,759	3,614	99.98	0.02
Public- Non Institutions	Poll		0	0.00	0	0	000	000
	Postal Ballot		9,465	0.00	8,665	800	91.55	8.45
	Total	244,959,110	19,217,838	7.85	19,213,424	4,414	99.98	0.02
Total		2,397,184,509 1,848,853,933	1,848,853,933	77.13	1,842,227,048	6,626,885	99.64	0.36





esotution required: Ordinary/Special)	Ordinary Resolution	10. Revision in the remuneration payable to Shri Rajesh Dahiya (DIN 07508488) as the Executive Director (Corporate Centre) of the Bank, with effect from 1st June 2017.	nuneration payı tom 1st June 20	able to Shri Rajesh Di 17.	ahiya (DIN 0750848	18) as the Execut	live Director (Corp	orate Centre) of
/hether promoter/promoter					1			
roup are interested in the aenda/resolution?	ž							
Category	Mode of Voling	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on Outstanding shares	No. of votes - In favour (4)	No. of votes - against (5)	% of votes in favour on votes polled	% of votes against on votes polled
				201 1717777			101=112//(4)=100	M -   2)/(5) =(7)
	E-Voting	080,1891,080	080,1993,080	100.00	686,891,080	0	100.00	00:0
Promoters & promoter group	Poll		0	00:00	0	0	0.00	000
	Postal Ballot		0	00.0	0	ō	0.00	00.0
	Total	686,891,080	686,891,080	100.00	686,891,080	0	100.00	00.00
	E-Voting	1,465,334,319	1,142,745,015	77.99	1.136,122,544	6,622,471	99.42	0.58
Public - Institutions	Poll		0	00:00	0	0	0.00	00.0
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	1,465,334,319	1,142,745,015	77.99	1,136,122,544	6,622,471	99.42	0.58
	E-Voting	244,959,110	19,208,373	7.84	19,204,789	3,584	86.66	0.02
Public- Non Institutions	Poll		0	0.00	0	0	0.00	000
	Postal Ballot		9,465	00:00	8,665	800	91.55	8.45
	Total	244,959,110	19,217,838	7.85	19,213,454	4,384	86.66	0.02
Total		2,397,184,509	1,848,853,933	77.13	1,842,227,078	6,626,855	99.64	0.36

Resolution required: (Ordinary/Special)	Special Resolution	11. Borrowing/Raising funds in Indian Currency/Foreign Currency by issue of Debt Securifies including but not limited to Long Term Bonds, Green Bonds, Non-Convertible Debentures, perpetual debt instruments and Tier II Capital bonds or such other debt securifies as may be permitted by RBI Guidelines, from time to time, on a private placement basis, for an amount of upto Rs. 35,000 crore.	funds in Indian ands, Non-Conv permitted by RB	Currency/Foreign C erfible Debentures, I Guldelines, from tir	urency by issue of perpetual debt inst ne to time, on a pri	Debt Securifies uments and Tie vate placemen	Including but not it Basis, for an amo	imited to Long or such other debt unt of upto Rs.
Whether promofer/promofer group are interested in the agenda/resolution?	N <sub>O</sub>							
Category	Mode of Voting	No. of shares held (1)	No. of Votes polled (2)	% of Votes Polled on Outstanding shares	No. of votes - in No. of votes tayour against (5)	No. of votes - against (5)	% of votes in favour on votes polled	% of votes against an votes polled
							100	WI 1121/1511-171
	E-Voling	080,1981,080	686,891,080	100.00	080,1981,080	0	100.00000	000000
Promoter & oromoter group	Poll		0	00.0	0	0	0.00000	000000
	Postal Bailot		0	0.00	О	0	0.0000	0.00000
	Total	686,891,080	686,891,080	100.00	686,891,080	0	100.00000	0.00000
	E-Vofing	1,465,334,319	.465,334,319 1,156,116,286	78.90	1,156,116,286	0	100.00000	000000
Public - Institutions	Poll		0	0.00	lo	0 .	0.0000	0.00000
	Postal Ballot		0	0.00	0	0	0.0000	000000
	Total	1,465,334,319	1,156,116,286	78.90	1,156,116,286	0	100.0000	0.00000
	E-Voling	244,959,110	19,208,866	7.84	19,207,853	1,013	99.99473	0.00527
Public- Non Institutions	Poli		0	0.00	lo	0	0.0000	000000
	Postal Ballot		9,465	0.00	9,465	0	100.0000	0.00000
	Total	244,959,110	19,218,331	7.85	19,217,318	1,013	99.99473	0.00527
Total		2,397,184,509 1,862,225,697	1,862,225,697	77.68	1,862,224,684	1,013	99.9995	0.00005



#### FORM No. MGT-13

### Report of Scrutinizer(s)

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

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

Sub: Scrutinizer's Report

Ref: 23rdAnnual General Meeting(AGM) of the Shareholders of Axis Bank Limited.

Dear Sir.

- I, Shri Nimai G. Shah, Chartered Accountant (Membership No. 100932) and Partner, Chandabhoy & Jassoobhoy, Chartered Accountants, Ahmedabad appointed as Scrutinizer for the purpose of the voting by electronic means, physical ballot and ballot at the said AGM carried out as per the provisions of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), proposed at the said AGM held today at J. B. Auditorium, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad, Gujarat- 380015, submit our report as under:
- After the time fixed for closing of the poll by the Chairman, two ballot/polling boxes kept for polling were locked and sealed in my presence with due identification marks placed by me.
- The locked ballot/polling boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Karvy Computer share Private Limited, Hyderabad, Registrar and Transfer Agents of the Bank and the authorizations / proxies lodged with the Bank.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- The remote e-voting period commenced on Saturday, 22<sup>nd</sup>July, 2017 (9:00 A.M.) and ended on Tuesday, 25th July, 2017 (5:00 P.M.).
- The Shareholders holding the shares as on the "cut off" date i.e. Wednesday, 19th July, 2017were entitled to vote on the proposed resolutions as set out in item nos. 1 to 11 of the Notice dated 15th May 2017 convening the said AGM.
- 6. The votes cast through remote e-voting were unblocked by me on 25th July, 2017 at 5.07 P.M. in the presence of two witnesses, Mr. Parin Patwari and Mr. Harsh Desai who are not in the employment of the Bank. They have signed below on the confirmation of the votes being unblocked in their presence.
- 7. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Karvy Computershare Pvt. Ltd. (https://evoting.karvy.com)

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

ResolutionNo.1- To receive, consider and adopt:

- (a) the audited financial statements of the Bank for the financial year ended 31st March 2017 and the Reports of the Directors and the Auditors thereon; and
- (b) the audited consolidated financial statements for the financial year ended 31st March, 2017 and the Report of the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1200	1861946901	99.999993

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

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
5	131	0.00007

(iii) Invalid votes:

invalia voles.	
Total number of members(in person	Total number of votes cast by them
or by proxy) whose votes were	
declared invalid	
16	2470350

### Resolution No.2 - Declaration of dividend on Equity Shares of the Bank.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)		
1202	1862226225	99.99998

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)  8	431	0.00002

(iii) Invalid votes:

invalia voies.	
Total number of members (in person or by proxy) whose votes were	Total number of votes cast by them
declared invalid	
11	2378574

## <u>ResolutionNo. 3</u>- Appointment of a Director in place of Smt. Usha Sangwan (DIN 02609263), who retires by rotation and being eligible, has offered herself for re-appointment..

(i) Voted in favour of the resolution:

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Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)		
689	1224569208	66.57

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

•1	Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
	506	614967725	33.43

(iii) Invalid votes:

mydid voles.	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
31	24717694

# ResolutionNo. 4 - Appointment of a Director in place of Shri. B. Babu Rao (DIN 00425793) who retires by rotation and being eligible, has offered himself for re-appointment.

(i) Voted in favour of the resolution:

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Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)		
1148	1836238156	99.38

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

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
26	11463529	0.62

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	
48	16903542

Resolution No. 5 - Ratification of the appointment of M/s S. R. Batliboi & Co LLP, Chartered Accountants, Mumbai, (Registration No. 301003E/E300005) as the Statutory Auditors of the Bank and to hold office as such from the conclusion of this Annual General Meeting until the conclusion of next Annual General Meeting, subject to approval of the Reserve Bank of India.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1098	1762209420	95.05

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

Number of members voted		% of total number of valid votes cast
(in person or by proxy)		
111	91762312	4.95

(iii) Invalid votes:

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Total number of members (in person	Total number of votes cast by them
or by proxy) whose votes were	
declared invalid	
16	4144567

<u>Resolution No. 6</u> - Revision in the remuneration payable to Dr. Sanjiv Misra (DIN 03075797), as the Non-Executive (Part-Time) Chairman of the Bank for a period of one year with effect from 18th July 2017.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1137	1841972527	99.88

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

Number of members voted (in person or by proxy)		% of total number of valid votes cast
43	2255983	0.12

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
42	20376720

<u>Resolution No. 7</u> - Revision in the remuneration payable to Smt. Shikha Sharma (DIN 00043265), as the Managing Director & CEO of the Bank for a period of one year with effect from 1st June 2017.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)		
1136	1842226978	99.64

(ii) Voted **against** the <u>resolution:</u>

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)		
54	6627032	0.36

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(iii) Invalid votes:

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

33 15751220

<u>Resolution No. 8</u> - Revision in the remuneration payable to Shri V. Srinivasan (DIN 00033882) as the Deputy Managing Director of the Bank for a period of one year with effect from 1st June 2017.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1130	1842226577	99.64

(ii) Voted against the resolution:

voied against the resolution		
Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)		
58	6627410	0.36

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
34	15751240

<u>Resolution No. 9</u> - Revision in the remuneration payable to Shri Rajiv Anand (DIN 02541753) as the Executive Director (Retail Banking) of the Bank for a period of one year with effect from 1st June 2017.

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)		
1134	1842227048	99.64

(ii) Voted against the resolution:

"',   	Number of members voted		% of total number of valid votes cast
	(in person or by proxy)		
	54	6626885	0.36

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were	Total number of votes cast by them
declared invalid 35	157512197

Resolution No. 10 - Revision in the remuneration payable to Shri Rajesh Dahiya (DIN 07508488) as the Executive Director (Corporate Centre) of the Bank for a period of one year with effect from 1st June 2017.

Voted in favour of the resolution: (i)

Voted in favour of the resolution  Number of members voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy)	1842227078	99.64

(ii)

Voted <b>against</b> the resolution  Number of members  voted	Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy) 54	6626855	0.36

(iii)

Invalid votes:  Total number of members (in person or by proxy) whose votes were	Total number of votes cast by them
declared invalid 35	15751297

Resolution No. 11-Borrowing/Raising funds in Indian Currency/Foreign Currency by issue of Debt Securities including but not limited to Long Term Bonds, Green Bonds, Non-Convertible Debentures, perpetual debt instruments and Tier II Capital bonds or such other debt securities as may be permitted by RBI Guidelines, from time to time, on a private placement basis, for an amount of upto Rs. 35,000 crore.

(i)

voted	ntion:  Number of votes cast by them	% of total number of valid votes cast
(in person or by proxy) 1192	1862224684	99.99995

(ii)

,   	Voted <b>against</b> the resolution  Number of members  voted	Number of votes cast by them	% of total number of valid votes cast
	(in person or by proxy) 15	1013	0.00005

(iii)

Invalid votes:  Total number of members (in person or by proxy) whose votes were	Total number of votes cast by them
declared invalid	2379533

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

Thanking you. Yours faithfully,

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CA Nimai G. Shah Membership No. 100932 Scrutinizer

Place: Ahmedabad Dated: 26th July 2017

We the undersigned witness that Polling boxes were opened and the votes cast by way of remote e-voting were unblocked from the e-voting website of Karvy Computershare Pvt. Ltd. (https://evoting.karvy.com) in our presence at 5.07 P.M. on 25th July, 2017at the Registered Office of the Bank.

Signature:-

Name:- Parin Patwari

Address:-C-1, Panchratna Apartments, Mahalaxmi Char Rasta, Paldi, Ahmedabad 380 007

Hansh Signature:

Name:- Harsh Desai

Address: -A/22, New Mrudal Park Society Part 1, Sattadhar Cross Roads, Sola Road,

Ahmedabad 380 061

Place: Ahmedabad Dated: 26th July 2017