



AXIS/CO/CS/324/2017-18

26th July 2017

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

Attn.: Shri Avinash Kharkar

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

Attn.: Shri Bhushan Mokashi

Dear Sir(s),

SUB: PROCEEDINGS OF THE 23RD 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. Auditorium, Ahmedabad Management Association, AMA Complex, ATIRA, Dr. Vikram Sarabhai 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 disclosure 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 Nimai G. Shah, Chartered Accountant (Membership No. 100932) Partner, Chandabhoj & Jassoobhoj, 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,

V. 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 attended the meeting through video conferencing : NA
Promoters & Promoter group : NA
Public : NA

Resolution required: (Ordinary/Special)	Mode of Voting	1. To receive, consider and adopt:						
		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
Promoters & Promoter group	E-Voting	686,891,080	686,891,080	100.00	686,891,080	0	100.000000	0.000000
	Poll	0	0	0.00	0	0	0.000000	0.000000
	Postal Ballot	0	0	0.00	0	0	0.000000	0.000000
	Total	686,891,080	686,891,080	100.00	686,891,080	0	100.000000	0.000000
Public - Institutions	E-Voting	1,465,334,319	1,155,837,238	78.88	1,155,837,238	0	100.000000	0.000000
	Poll	0	0	0.00	0	0	0.000000	0.000000
	Postal Ballot	0	0	0.00	0	0	0.000000	0.000000
	Total	1,465,334,319	1,155,837,238	78.88	1,155,837,238	0	100.000000	0.000000
Public- Non Institutions	E-Voting	244,959,110	19,209,749	7.84	19,209,749	131	99.999318	0.000482
	Poll	0	0	0.00	0	0	0.000000	0.000000
	Postal Ballot	0	8,965	0.00	8,965	0	100.000000	0.000000
	Total	244,959,110	19,218,714	7.85	19,218,714	131	99.999318	0.000482
Total		2,397,184,509	1,861,947,032	77.67	1,861,946,901	131	99.999993	0.000007

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Resolution required: (Ordinary/Special) Whether promoter/promoter group are interested in the agenda/resolution?		Ordinary Resolution	2. Declaration of dividend on Equity Shares of the Bank.									
		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				
Promoters & Promoter group	E-Voting	686,891,080	686,891,080	100.00	686,891,080	0	100.000000	0.000000				
	Poll	0	0	0.00	0	0	0.000000	0.000000				
	Postal Ballot	0	0	0.00	0	0	0.000000	0.000000				
	Total	686,891,080	686,891,080	100.00	686,891,080	0	100.000000	0.000000				
Public - Institutions	E-Voting	1,465,334,319	1,156,116,286	78.90	1,156,116,286	0	100.000000	0.000000				
	Poll	0	0	0.00	0	0	0.000000	0.000000				
	Postal Ballot	0	0	0.00	0	0	0.000000	0.000000				
	Total	1,465,334,319	1,156,116,286	78.90	1,156,116,286	0	100.000000	0.000000				
Public- Non Institutions	E-Voting	244,959,110	19,209,825	7.84	19,209,825	431	99.99776	0.00224				
	Poll	0	0	0.00	0	0	0.000000	0.000000				
	Postal Ballot	0	9,465	0.00	9,465	0	100.000000	0.000000				
	Total	244,959,110	19,219,290	7.85	19,218,859	431	99.99776	0.00224				
Total		2,397,184,509	1,862,226,656	77.68	1,862,226,656	431	99.99998	0.00002				

Resolution required: (Ordinary/Special) Whether promoter/promoter group are interested in the agenda/resolution?		Ordinary Resolution	3. 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.									
		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				
Promoters & Promoter group	E-Voting	686,891,080	686,891,080	100.00	686,891,080	0	0.00	0.00				
	Poll	0	0	0.00	0	0	0.00	0.00				
	Postal Ballot	0	0	0.00	0	0	0.00	0.00				
	Total	686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00				
Public - Institutions	E-Voting	1,465,334,319	1,133,426,896	77.35	518,460,802	614,966,094	45.74	54.26				
	Poll	0	0	0.00	0	0	0.00	0.00				
	Postal Ballot	0	0	0.00	0	0	0.00	0.00				
	Total	1,465,334,319	1,133,426,896	77.35	518,460,802	614,966,094	45.74	54.26				
Public- Non Institutions	E-Voting	244,959,110	19,209,492	7.84	19,207,861	1,631	99.99	0.01				
	Poll	0	0	0.00	0	0	0.00	0.00				
	Postal Ballot	0	9,465	0.00	9,465	0	100.00	0.00				
	Total	244,959,110	19,218,957	7.85	19,217,326	1,631	99.99	0.01				
Total		2,397,184,509	1,839,536,933	76.74	1,224,567,208	614,967,725	66.57	33.43				

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Resolution required: (Ordinary/Special) Whether promoter/promoter group are interested in the agenda/resolution?	Ordinary Resolution	No						
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.								
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
Promoters & Promoter group	E-Voting	686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
Total		686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00
Public - Institutions	E-Voting	1,465,334,319	1,141,591,648	77.91	1,130,129,264	11,462,384	99.00	1.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
Total		1,465,334,319	1,141,591,648	77.91	1,130,129,264	11,462,384	99.00	1.00
Public- Non Institutions	E-Voting	244,959,110	19,209,492	7.84	19,208,347	1,145	99.99	0.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		9,465	0.00	9,465	0	100.00	0.00
Total		244,959,110	19,218,957	7.85	19,217,812	1,145	99.99	0.01
Total		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	No						
5. Ratification of the appointment of M/s S. R. Batlibal & 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.								
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
Promoters & Promoter group	E-Voting	686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
Total		686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00
Public - Institutions	E-Voting	1,465,334,319	1,147,861,365	78.33	1,056,099,636	91,761,729	92.01	7.99
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
Total		1,465,334,319	1,147,861,365	78.33	1,056,099,636	91,761,729	92.01	7.99
Public- Non Institutions	E-Voting	244,959,110	19,209,822	7.84	19,209,239	583	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		9,465	0.00	9,465	0	100.00	0.00
Total		244,959,110	19,219,287	7.85	19,218,704	583	100.00	0.00
Total		2,397,184,509	1,863,971,752	77.34	1,762,209,420	91,762,312	95.05	4.95

Resolution required: (Ordinary/Special) Whether promoter/promoter group are interested in the agenda/resolution?		Ordinary Resolution	6. 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.									
		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	
Promoters & Promoter group				E-Voting	686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00	
				Poll	0	0	0.00	0	0	0.00	0.00	
				Postal Ballot	0	0	0.00	0	0	0.00	0.00	
				Total	686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00	
Public - Institutions				E-Voting	1,465,334,319	1,138,118,715	77.67	1,135,866,760	2,251,955	99.80	0.20	
				Poll	0	0	0.00	0	0	0.00	0.00	
				Postal Ballot	0	0	0.00	0	0	0.00	0.00	
				Total	1,465,334,319	1,138,118,715	77.67	1,135,866,760	2,251,955	99.80	0.20	
Public- Non Institutions				E-Voting	244,959,110	19,209,250	7.84	19,206,022	3,228	99.98	0.02	
				Poll	0	0	0.00	0	0	0.00	0.00	
				Postal Ballot	0	9,465	0.00	8,665	800	91.55	8.45	
				Total	244,959,110	19,218,715	7.85	19,214,687	4,028	99.98	0.02	
Total					2,397,184,509	1,844,228,510	76.93	1,841,972,527	2,255,983	99.88	0.12	

Resolution required: (Ordinary/Special) Whether promoter/promoter group are interested in the agenda/resolution?		Ordinary Resolution	7. Revision in the remuneration payable to Smt. Shikha Sharma (DIN 00043265), as the Managing Director & CEO of the Bank, with effect from 1st June 2017.									
		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	
Promoters & Promoter group				E-Voting	686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00	
				Poll	0	0	0.00	0	0	0.00	0.00	
				Postal Ballot	0	0	0.00	0	0	0.00	0.00	
				Total	686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00	
Public - Institutions				E-Voting	1,465,334,319	1,142,745,015	77.99	1,136,122,544	6,622,471	99.42	0.58	
				Poll	0	0	0.00	0	0	0.00	0.00	
				Postal Ballot	0	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	
Public- Non Institutions				E-Voting	244,959,110	19,208,450	7.84	19,204,689	3,761	99.98	0.02	
				Poll	0	0	0.00	0	0	0.00	0.00	
				Postal Ballot	0	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	77.13	1,842,226,978	6,627,032	99.64	0.36	

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Resolution required: (Ordinary/Special) Whether promoter/promoter group are interested in the agenda/resolution?	Ordinary Resolution	8. Revision in the remuneration payable to Shri V. Srinivasan (DIN 00033882) as the Deputy Managing Director of the Bank, with effect from 1st June 2017.									
	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			
Promoters & promoter group	E-Voting	686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00			
	Poll	0	0	0.00	0	0	0.00	0.00			
	Postal Ballot	0	0	0.00	0	0	0.00	0.00			
Total		686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00			
Public - Institutions	E-Voting	1,465,334,319	1,142,745,015	77.99	1,136,122,544	6,622,471	99.42	0.58			
	Poll	0	0	0.00	0	0	0.00	0.00			
	Postal Ballot	0	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			
Public- Non Institutions	E-Voting	244,959,110	19,208,427	7.84	19,204,288	4,139	99.98	0.02			
	Poll	0	0	0.00	0	0	0.00	0.00			
	Postal Ballot	0	9,465	0.00	8,665	800	91.55	8.45			
Total		244,959,110	19,217,892	7.85	19,212,953	4,939	99.97	0.03			
Total		2,397,184,509	1,848,853,987	77.13	1,842,226,577	6,627,410	99.64	0.36			

Resolution required: (Ordinary/Special) Whether promoter/promoter group are interested in the agenda/resolution?	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.									
	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			
Promoters & promoter group	E-Voting	686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00			
	Poll	0	0	0.00	0	0	0.00	0.00			
	Postal Ballot	0	0	0.00	0	0	0.00	0.00			
Total		686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00			
Public - Institutions	E-Voting	1,465,334,319	1,142,745,015	77.99	1,136,122,544	6,622,471	99.42	0.58			
	Poll	0	0	0.00	0	0	0.00	0.00			
	Postal Ballot	0	9,465	0.00	8,665	800	91.55	8.45			
Total		1,465,334,319	1,142,745,015	77.99	1,136,122,544	6,622,471	99.42	0.58			
Public- Non Institutions	E-Voting	244,959,110	19,208,373	7.84	19,204,759	3,614	99.98	0.02			
	Poll	0	0	0.00	0	0	0.00	0.00			
	Postal Ballot	0	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	77.13	1,842,227,048	6,626,885	99.64	0.36			

Resolution 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.						
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
Promoters & promoter group	E-Voting	686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot	0	0	0.00	0	0	0.00	0.00
Total		686,891,080	686,891,080	100.00	686,891,080	0	100.00	0.00
Public - Institutions	E-Voting	1,465,334,319	1,142,745,015	77.99	1,136,122,544	6,622,471	99.42	0.58
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot	0	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
Public- Non Institutions	E-Voting	244,959,110	19,208,373	7.84	19,204,789	3,584	99.98	0.02
	Poll	0	0	0.00	0	0	0.00	0.00
	Postal Ballot	0	9,465	0.00	8,665	800	91.55	8.45
Total		244,959,110	19,217,838	7.85	19,213,454	4,384	99.98	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 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.						
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
Promoters & promoter group	E-Voting	686,891,080	686,891,080	100.00	686,891,080	0	100.00000	0.00000
	Poll	0	0	0.00	0	0	0.00000	0.00000
	Postal Ballot	0	0	0.00	0	0	0.00000	0.00000
Total		686,891,080	686,891,080	100.00	686,891,080	0	100.00000	0.00000
Public - Institutions	E-Voting	1,465,334,319	1,156,116,286	78.90	1,156,116,286	0	100.00000	0.00000
	Poll	0	0	0.00	0	0	0.00000	0.00000
	Postal Ballot	0	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	100.00000	0.00000
Public- Non Institutions	E-Voting	244,959,110	19,208,866	7.84	19,207,853	1,013	99.99473	0.00527
	Poll	0	0	0.00	0	0	0.00000	0.00000
	Postal Ballot	0	9,465	0.00	9,465	0	100.00000	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	77.68	1,862,224,684	1,013	99.99995	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: 23rd Annual 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:

1. 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.
2. 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.
4. The remote e-voting period commenced on Saturday, 22nd July, 2017 (9:00 A.M.) and ended on Tuesday, 25th July, 2017 (5:00 P.M.).
5. The Shareholders holding the shares as on the "cut off" date i.e. Wednesday, 19th July, 2017 were 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>)

Nimai G. Shah

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

Resolution No.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	0.000007

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
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 (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1202	1862226225	99.99998

(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
8	431	0.00002

(iii) **Invalid** votes:

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

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Resolution No. 3 - 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:

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

(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
506	614967725	33.43

(iii) **Invalid** votes:

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

Resolution No. 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:

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

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(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
111	91762312	4.95

(iii) **Invalid** votes:

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

Resolution No. 6 - 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)	Number of votes cast by them	% 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

Resolution No. 7 - 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 (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1136	1842226978	99.64

(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
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	Total number of votes cast by them
33	15751220

Resolution No. 8 - 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:

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

Resolution No. 9 - 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 (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1134	1842227048	99.64

(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
54	6626885	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
35	157512197

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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.

(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
1134	1842227078	99.64

(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
54	6626855	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
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 **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
1192	1862224684	99.99995

(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
15	1013	0.00005

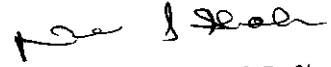
(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
15	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.

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Thanking you.
Yours faithfully,



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, 2017 at the Registered Office of the Bank.



Signature:-

Name:- Parin Patwari

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

Harsh A. Desai

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