



AXIS/CO/CS/117/2016-17

10th May, 2016

The Assistant Vice President (Listing & Compliance)
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, "G" Block
Bandra-Kurla Complex
Bandra (E), 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: RESULT OF POSTAL BALLOT.

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

Pursuant to the requirements of Clause 44(3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we submit herewith the details of the approval granted by the shareholders in respect of the Ordinary/Special resolution as set out in the Notice dated 31st March, 2016 by way of Postal Ballot.

Please note that the results have been consolidated in respect of voting conducted through e-voting and physical ballot. We are pleased to inform you that the said Ordinary/Special resolution were passed by the Shareholders with the requisite majority.

In this connection, we enclose herewith a copy of Scrutinizers report dated 10th May, 2016 issued by Shri Raghavendar Rao D., Practising Company Secretary (Membership No. ACS 35788/C.P. No. 13407), 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.

Kindly acknowledge receipt.

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: NA (Date of Postal Ballot Result Declaration: 10.05.2016)

Total no. of shareholders as on record date (25.03.2016) : 5,11,201

No. of shareholders present at the said meeting either in person or through proxy : NA

Promoters & promoter group : NA

Public : NA

No. of shareholders attended the meeting through video conferencing : NA

Promoters & promoter group : NA

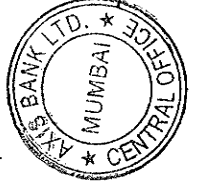
Public : NA

Resolution required: (Ordinary/Special)	Ordinary Resolution	Re-appointment of Dr. Sanjiv Misra as the Non - Executive Chairman of the Bank	
Whether promoter/promoter group are interested in the agenda/resolution?	No		

Category	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*#	71,00,04,734	56,27,75,842	79.26	56,27,75,842	0	100.00	0.00
	71,00,04,734	0	0.00	0	0	0.00	0.00
Public - Institutions	1,42,90,34,135	97,33,79,924	68.11	95,90,90,390	1,42,89,534	98.53	1.47
	1,42,90,34,135	8,15,73,180	5.71	8,15,73,180	0	100.00	0.00
Public- Non Institutions	24,33,22,322	2,54,10,361	10.44	2,54,01,083	9,278	99.96	0.04
	24,33,22,322	4,24,961	0.17	2,55,509	1,69,452	60.13	39.87
Total	2,38,23,61,191	1,64,35,64,268	68.99	1,62,90,96,004	1,44,68,264	99.12	0.88

* Life Insurance Corporation of India (LIC) is holding 34,88,60,225 equity shares (14.64%) in the Bank. At present, as per the provisions of Section 12 (2) of the Banking Regulations Act, 1949 this voting power is limited upto 10% of the paid up capital of the Bank. Accordingly, out of the total number of 34,88,60,225 votes (14.64%), only 23,82,36,119 (10%) votes are taken into consideration.

#The Administrator of the Specified Undertaking of the Unit Trust of India (SUITI) is holding 27,48,40,905 equity shares (11.54%) in the Bank. At present, as per the provisions of Section 12 (2) of the Banking Regulations Act, 1949 this voting power is limited upto 10% of the paid up capital of the Bank. Accordingly, out of the total number of 27,48,40,905 votes (11.54%) only 23,82,36,119 (10%) votes are taken into consideration.



Resolution required: (Ordinary/Special)	Special Resolution	Alteration of Articles of Association of the Bank												
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 Postal Ballot	71,00,04,734 71,00,04,734	56,27,75,842 0	79.26 0.00	56,27,75,842 0	0 0	100.00 0.00	0.00 0.00						
Public - Institutions	E-Voting Postal Ballot	1,42,90,34,135 1,42,90,34,135	97,31,91,954 8,15,73,180	68.10 5.71	92,07,84,250 8,15,73,180	5,24,07,704 0	94.61 100.00	5.39 0.00						
Public- Non Institutions	E-Voting Postal Ballot	24,33,22,322 24,33,22,322	2,54,10,226 4,03,662	10.44 0.17	2,54,01,905 2,57,369	8,321 1,46,293	99.97 63.76	0.03 36.24						
Total		2,38,23,61,191	1,64,33,54,864	68.98	1,59,07,92,546	5,25,62,318	96.80	3.20						

* Life Insurance Corporation of India (LIC) is holding 34,88,60,225 equity shares (14.64%) in the Bank. At present, as per the provisions of Section 12 (2) of the Banking Regulations Act, 1949 this voting power is limited upto 10% of the paid up capital of the Bank. Accordingly, out of the total number of 34,88,60,225 votes (14.64%), only 23,82,36,119 (10%) votes are taken into consideration.

#The Administrator of the Specified Undertaking of the Unit Trust of India (SUUTI) is holding 27,48,40,905 equity shares (11.54%) in the Bank. At present, as per the provisions of Section 12 (2) of the Banking Regulations Act, 1949 this voting power is limited upto 10% of the paid up capital of the Bank. Accordingly, out of the total number of 27,48,40,905 votes (11.54%) only 23,82,36,119 (10%) votes are taken into consideration.



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**Ahalada Rao. V & Associates
Company Secretaries**

Off : Flat No 113, Block-B, Sri Datta Sa. Convent in. Tor. ...
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Website : www.ahaladaraoassociates.com

Report of Scrutinizer

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman,
Axis Bank Limited,
'Trishul', 3rd Floor,
Opp. Samarisheshwar Temple, Near Law Garden,
Ellisbridge, Ahmedabad - 380 006.

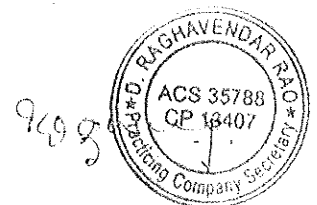
Sub: Scrutinizer's Report
Ref: Postal Ballot of Axis Bank Limited.

Dear Sir,

I, Raghavendar Rao.D, Practicing Company Secretary (Membership No. ACS 35788/C.P. No. 13407), appointed as Scrutinizer by the Bank for the purpose of the Postal Ballot carried out as per the relevant provisions of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014 on the Ordinary/Special Resolution as mentioned in the Notice of Postal Ballot dated 31st March, 2016, submit my report as under:

1. The dispatch of Notice of the Postal Ballot dated 31st March, 2016 was completed on 8th April, 2016.
2. The e-voting period commenced on Friday, 8th April, 2016 (9.00 A.M.) and ended on the Saturday, 7th May, 2016 (5.00 p.m.)
3. The last date for receipt of Postal Ballot Forms was 7th May, 2016 (5.00 P.M.).
4. The Shareholders holding the shares as on the "cut off" date i.e. 25th March, 2016 were entitled to vote on the proposed ordinary/special resolution.
5. Resolution 1: **681** Postal Ballot forms were received and **1651** shareholders casted their votes on the e-voting platform (**6** Shareholders have voted in favour and against).
- Resolution 2: **681** Postal Ballot forms were received and **1651** shareholders casted their votes on the e-voting platform (**6** Shareholders have voted in favour and against).
6. With the support of Karvy Computershare Private Limited, RTA of the Bank, the Postal Ballot forms were scrutinized and signatures of Members who had cast their votes were verified with their specimen signatures registered with RTA/as provided by the depositories.
7. The votes, if any, cast by the Shareholders both in physical form and e-voting have been identified and in terms of the Postal Ballot Notice, votes cast through physical postal ballot form were treated as invalid.

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8. At the end of the voting period on 7th May, 2016(5.00 P.M.), I collected all the postal ballots received. As a scrutinizer, the Report of the Postal Ballot was duly compiled and accordingly the consolidated result of Postal Ballot which includes e-Voting is as under:

Resolution No.1- Ordinary Resolution

Re-appointment of Dr. Sanjiv Misra as the Non-Executive Chairman 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
2,189	1,62,90,96,004	99.12

- (ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
69	1,44,68,264	0.88

- (iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
80	79,716

Resolution No.2 – Special Resolution

Alteration of Articles of Association 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
2081	1,59,07,92,546	96.80

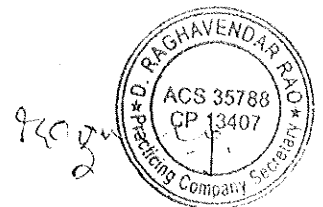
- (ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
126	5,25,62,318	3.20

- (iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
131	2,88,739

[Handwritten signature]



Note:

(a) Life Insurance Corporation of India is holding 34,88,60,225 Equity shares (14.64%) of the Bank. At present, as per the provisions of section 12(2) of the Banking Regulations Act, 1949, this voting power is limited upto 10% of the paid up capital of the Bank. Accordingly, out of the total number of 34,88,60,225 votes (14.64%), only 23,82,36,119 (10%) votes have been taken into consideration.

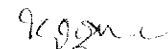
(b) The Administrator of the Specified Undertaking of the Unit Trust of India is holding 27,48,40,905 equity shares (11.54%) of the Bank. At present, as per the provisions of section 12(2) of the Banking Regulations Act, 1949, this voting power is limited upto 10% of the paid up capital of the Bank. Accordingly, out of the total number of 27,48,40,905 votes (11.54%), only 23,82,36,119 (10%) votes have been taken into consideration.

4. The postal ballot and all other papers relating to postal ballot including voting by electronic means, shall be under my safe custody till the chairman considers, approves and signs the minutes and thereafter, the same shall be returned to the Bank.



Thanking you,

Yours faithfully,


Raghavendar Rao
Membership No ACS-35788
C.P. No. 13407
Scrutinizer



Place: Hyderabad
Date: 10th May, 2016

We the undersigned witness that Polling box were opened and the votes casted by way of e-voting were unblocked from the e-voting website of Karvy Computershare Pvt. Ltd. (www.evoting.karvy.com) in our presence at 5.00 P.M. on 7th May, 2016 at Karvy's Office in Hyderabad.

Signature:-



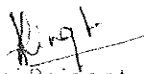
Name:-

Babita Chandrakar

Address:-

Flat No. 113, Block-B,
Sri dataSai Commercial Complex
RTC 'X' Roads, HYDERABAD - 20

Signature:-



Name:-

Pooj Rajpoot

Address:-

Flat No. 113, Block-B,
Sri dataSai Commercial Complex
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