

22 जुलाई 2022

The Manager (Listing) BSE Ltd., 25 <sup>th</sup> Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001	The Manager (Listing) National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra(E), Mumbai – 400 051
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Dear Sir/Madam,

**Results of e-voting at 18<sup>th</sup> AGM of the Bank held on July 22, 2022**

In terms of Rule 20 of the Companies (Management and Administration) Rules, 2014, we hereby forward a copy of the voting results declared by MD & CEO (as authorised by the Chairman) along with the report of the scrutinizer for remote e-voting and voting at the 18<sup>th</sup> AGM of the Bank held on July 22, 2022.

Kindly acknowledge receipt and take the above on record.

भवदीया,  
कृते आईडीबीआई बैंक लिमिटेड

  
22/7/2022

[ज्योति नायर]  
कंपनी सचिव

संलग्न : उपर्युक्त

## IDBI BANK LIMITED

### Declaration of E-voting Results in respect of 18<sup>th</sup> Annual General Meeting (AGM) of IDBI Bank Ltd. held on July 22, 2022

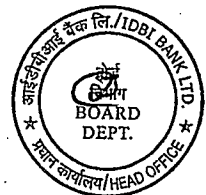
As permitted by MCA and SEBI, the 18<sup>th</sup> AGM was held exclusively through VC/OAVM. In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, IDBI Bank provided the facility of remote e-voting to the Members vide AGM Notice dated June 23, 2022 mailed to Members on June 29, 2022 as per the directions of MCA and SEBI which also dispensed with the requirement of mailing physical copies of AGM Notice and Annual Report to Members. Members voted electronically from Monday, July 18, 2022 till Thursday, July 21, 2022, being the last date fixed for remote e-voting. Further, on July 22, 2022, the day of the 18<sup>th</sup> AGM, e-voting was provided during the AGM to enable those Members to vote who could not do remote e-voting earlier. The Bank also provided live webcast of the AGM through NSDL. The Board had appointed Ms. Aparna Gadgil of M/s. S. N. Ananthasubramanian & Co. as Scrutinizer to scrutinize the votes cast through remote e-voting and e-voting during the AGM. Scrutinizer prepared and submitted the Consolidated Report of the total votes cast in favour or against the Resolutions, in terms of the said Rule 20 of the Companies (Management and Administration) Rules, 2014.

Accordingly, based on Scrutinizer's Consolidated Report dated July 22, 2022, I (duly authorized by the Chairman) hereby declare that 8 (eight) Resolutions contained in IDBI Bank's AGM Notice dated June 23, 2022, have been duly passed with requisite majority on the date of the 18<sup>th</sup> AGM, i.e., July 22, 2022, as per the details given below :

Item No.	Brief description of the Resolutions passed (complete text of the resolutions is available in AGM Minutes)	Number & %age of Votes in favour (Assent)	Number & %age of Votes against (Dissent)	Passed as
1.	To receive, consider and adopt the audited Financial Statements of the Bank for the year ended	5,64,84,63,584 (99.9922%)	4,42,371 (0.0078%)	Ordinary Resolution



	March 31, 2022 and the Reports of the Board of Directors & Auditors thereon and the audited consolidated Financial Statements of the Bank and the report of the Auditors thereon for the year ended March 31, 2022			
2.	To re-appoint Shri Suresh Kishinchand Khatanhar (DIN: 03022106), Deputy Managing Director who retires by rotation and being eligible offers himself for re-appointment.	5,64,86,99,424 (99.9966%)	1,91,188 (0.0034%)	Ordinary Resolution
3.	To re-appoint Shri Mukesh Kumar Gupta (DIN: 06638754) LIC Nominee Director, who retires by rotation and being eligible offers himself for re-appointment.	5,64,84,37,103 (99.9920%)	4,53,104 (0.0080%)	Ordinary Resolution
4.	To offer, issue and allot by way of an offer document/prospectus or such other document, in India or abroad, such number of equity shares of the face value of Rs. 10/- each and aggregating upto Rs. 5,000 crore (inclusive of premium amount, if any) by one or more of the following modes, i.e., by way of Public Issue, Rights Issue, QIP, ESPS, ESOP and/or on a Private Placement basis	5,64,84,91,891 (99.9929%)	3,98,579 (0.0071%)	Special Resolution
5.	To approve appointment of Shri Manoj Sahay (DIN: 08711612) as Government Nominee Director liable to retire by rotation, on the Board of the Bank, w.e.f. April 28, 2022.	5,64,87,18,982 (99.9970%)	1,70,435 (0.0030%)	Ordinary Resolution



6.	To approve appointment of Shri Sushil Kumar Singh (DIN: 09584577) as Government Nominee Director liable to retire by rotation, on the Board of the Bank, w.e.f. April 28, 2022.	5,64,87,18,426 (99.9970%)	1,69,591 (0.0030%)	Ordinary Resolution
7.	To approve appointment of Shri Raj Kumar (DIN: 06627311) as LIC Nominee Director liable to retire by rotation, on the Board of the Bank, w.e.f. May 19, 2022.	5,64,87,20,827 (99.9970%)	1,68,165 (0.0030%)	Ordinary Resolution
8.	To approve Material Related Party Transactions with Life Insurance Corporation of India.	5,74,58,124 (99.7021%)	1,71,639 (0.2979%)	Ordinary Resolution

The Scrutinizer's Consolidated Report dated July 22, 2022 is attached herewith.

**Regd. Office:**

**IDBI Bank Ltd.  
IDBI Tower, WTC Complex,  
Cuffe Parade,  
Mumbai- 400 005**

**Date: July 22, 2022**

**For IDBI Bank Ltd.**



**(Rakesh Sharma)  
Managing Director & CEO  
DIN: 06846594**





**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

10/25-26, 2nd Floor, Brindaban,  
Thane (W) – 400 601  
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ICSI Unique Code: P1991MH040400

**22<sup>nd</sup> July, 2022**

To,  
The Managing Director & Chief Executive Officer  
**IDBI Bank Limited.**

IDBI Tower, WTC Complex, Cuffe Parade,  
Mumbai- 400 005

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your Shareholders during the Annual General Meeting of your Bank held on **Friday, 22<sup>nd</sup> July, 2022** through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.


**Aparna Gadgil**  
Partner



**SCRUTINIZER'S REPORT**

<b>Name of the Bank</b>	<b>IDBI Bank Limited.</b>
<b>Type of Meeting</b>	<b>18<sup>th</sup> Annual General Meeting</b>
<b>Day, Date &amp; Time</b>	<b>Friday, 22<sup>nd</sup> July, 2022 at 11:00 a.m.</b>
<b>Deemed Venue</b>	<b>IDBI Tower, WTC Complex, Cuffe Parade, Mumbai- 400 005</b>
<b>Mode</b>	<b>Video Conferencing (VC) / Other Audio-Visual Means (OAVM)</b>

**1. Appointment as Scrutinizer**

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Shareholders at the Annual General Meeting ("AGM") of IDBI Bank Limited. (hereinafter referred to as 'the Bank') held on Friday, 22<sup>nd</sup> July, 2022 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions, based on the reports generated from the electronic voting system.

**2. Dispatch of Notice convening the AGM**

- 2.1. Pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio Visual Means (OAVM), an advertisement was published in **Financial Express (English Newspaper- Pan India editions)** and **Loksatta (Marathi Newspaper- Mumbai edition)** having electronic editions on **30<sup>th</sup> June, 2022** specifying the date & time of the AGM, availability of the notice on the Bank's website and website of Stock Exchanges, manner of registration of email ids by the Shareholders (both physical and demat) who are yet to register their email ids with the Bank, manner of voting through remote e-voting or through e-voting system at the AGM etc.



**Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 18<sup>th</sup> AGM of IDBI Bank Limited held on 22<sup>nd</sup> July, 2022.**



## **S. N. ANANTHASUBRAMANIAN & CO** **Company Secretaries**

2.2. The Bank hosted the detailed notice of AGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **29<sup>th</sup> June, 2022.**

2.3. The Bank has informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by KFin Technologies Limited, Registrar and Share Transfer Agents ("RTA") of the Bank and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Bank completed dispatch of Notice of AGM on **29<sup>th</sup> June, 2022** by e-mail to **5,28,439** Shareholders who had registered their email ids with the Bank / Depositories.

### **3. Cut-off date**

3.1 Voting rights with respect to the agenda items were reckoned as on **Friday, 15<sup>th</sup> July, 2022**, being the cut-off date for the purpose of deciding the entitlement of Shareholders for remote e-voting and e-voting during the AGM.

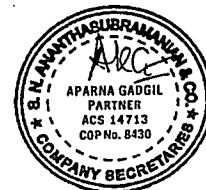
### **4. Remote e-voting process**

#### **4.1. Agency**

The Bank appointed National Securities Depository Limited (NSDL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.

#### **4.2. Remote e-voting period**

Remote e-voting platform was open from **Monday, 18<sup>th</sup> July, 2022 at 9.00 A.M. till Thursday, 21<sup>st</sup> July, 2022 at 5.00 P.M.** and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the resolution on the remote e-voting platform provided by NSDL.





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### **5. Voting at the AGM**

- 5.1. In line with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting do not vote again during the AGM, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of the AGM, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.
- 5.2. Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the Shareholders who had cast their votes through remote e-voting.

### **6. Counting Process**

- 6.1. On completion of e-voting at the AGM, we unblocked the results of the remote e-voting and e-voting by Shareholders at the AGM, on the NSDL e-voting platform and downloaded the results for scrutiny.
- 6.2. With respect to Ordinary Resolution as set out at item no. 8 of the Notice of the AGM which is to approve Related Party Transaction to be entered into by the Company, the Company and RTA provided us with the demographic details of the Related Parties of the Company who pursuant to Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are not entitled to vote to approve the Resolution. We have not considered the votes cast by a Related Party to approve the Resolution for the purpose of reckoning the Votes cast for the said Resolution.
- 6.3. In terms of Section 12(2) of Banking Regulation Act, 1949, voting rights of all the Shareholders holding shares in excess of 26% have been capped at 26% of total voting rights of all Shareholders of the Bank.







**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**7. Results**

- 7.1. Consolidated results with respect to the agenda items as set out in the Notice of the AGM dated 23<sup>rd</sup> June, 2022 is enclosed herewith.
- 7.2. Based on the aforesaid results, we report that 7 (Seven) Ordinary Resolutions as set out in Item No. 1 to 3 and Item No. 5 to 8 and 1 (One) Special Resolution as set out in Item No. 4 of the Notice of the AGM dated 23<sup>rd</sup> June, 2022 have been passed with the requisite majority.

**For S. N. ANANTHASUBRAMANIAN & Co.**

**Company Secretaries**

**ICSI Unique Code: P1991MH040400**

**Peer Review Cert. No.: 606/2019**


**Aparna Gadgil**

**Partner**

**ACS: 14713 | COP No. : 8430**

**ICSI UDIN: A014713D000671820**

**22<sup>nd</sup> July, 2022 | Thane**



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**CONSOLIDATED RESULTS**

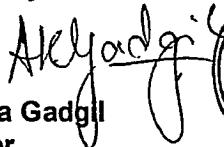
**Item No. 1: To receive, consider and adopt the audited Financial Statements of the Bank for the year ended March 31, 2022 and the Reports of the Board of Directors & Auditors thereon and the audited consolidated Financial Statements of the Bank and the report of the Auditors thereon for the year ended March 31, 2022**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number of Voters	Votes	Number of Voters	Votes	Number of Voters	Votes	
Assent	1,284	5,64,84,46,714	10	16,870	1,294	5,64,84,63,584	99.9922%
Dissent	58	3,91,371	2	51,000	60	4,42,371	0.0078%
Total	1,342	5,64,88,38,085	12	67,870	1,354	5,64,89,05,955	100.0000%

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 23<sup>rd</sup> June, 2022, has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

  
Aparna Gadgil  
Partner  
ACS: 14713 | COP: 8430



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22<sup>nd</sup> July, 2022 | Thane

*Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 18<sup>th</sup> AGM of IDBI Bank Limited held on 22<sup>nd</sup> July, 2022.*



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

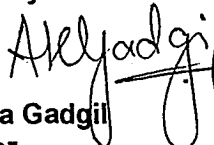
**Item No. 2: To reappoint Shri Suresh Kishinchand Khatanhar (DIN: 03022106), Deputy Managing Director who retires by rotation and being eligible offers himself for re-appointment.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number of Voters	Votes	Number of Voters	Votes	Number of Voters	Votes	
Assent	1,189	5,64,86,84,329	9	15,095	1,198	5,64,86,99,424	99.9966%
Dissent	144	1,38,413	3	52,775	147	1,91,188	0.0034%
<b>Total</b>	<b>1,333</b>	<b>5,64,88,22,742</b>	<b>12</b>	<b>67,870</b>	<b>1,345</b>	<b>5,64,88,90,612</b>	<b>100.0000%</b>

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 23<sup>rd</sup> June, 2022, has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

  
Aparna Gadgil  
Partner  
ACS: 14713 | COP: 8430



ICSI UDIN: A014713D000671820  
22<sup>nd</sup> July, 2022 | Thane

*Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 18<sup>th</sup> AGM of IDBI Bank Limited held on 22<sup>nd</sup> July, 2022.*



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**Item No. 3: To reappoint Shri Mukesh Kumar Gupta (DIN: 06638754) LIC Nominee Director, who retires by rotation and being eligible offers himself for re-appointment.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number of Voters	Votes	Number of Voters	Votes	Number of Voters	Votes	
<b>Assent</b>	1,202	5,64,84,20,233	10	16,870	1,212	5,64,84,37,103	99.9920%
<b>Dissent</b>	129	4,02,104	2	51,000	131	4,53,104	0.0080%
<b>Total</b>	1,331	5,64,88,22,337	12	67,870	1,343	5,64,88,90,207	100.0000%

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the AGM dated 23<sup>rd</sup> June, 2022, has been passed with requisite majority.

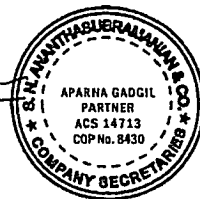
For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

*Aparna Gadgil*

Aparna Gadgil  
Partner

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22<sup>nd</sup> July, 2022 | Thane



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**Item No. 4: To offer, issue and allot by way of an offer document/prospectus or such other document, in India or abroad, such number of equity shares of the face value of Rs. 10/- each and aggregating upto Rs. 5,000 crore (inclusive of premium amount, if any) by one or more of the following modes, i.e., by way of Public Issue, Rights Issue, Qualified Institutional Placement (QIP), ESPS, ESOP and/or on a Private Placement basis**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number of Voters	Votes	Number of Voters	Votes	Number of Voters	Votes	
Assent	1,218	5,64,84,75,021	10	16,870	1,228	5,64,84,91,891	99.9929%
Dissent	116	3,47,579	2	51,000	118	3,98,579	0.0071%
<b>Total</b>	<b>1,334</b>	<b>5,64,88,22,600</b>	<b>12</b>	<b>67,870</b>	<b>1,346</b>	<b>5,64,88,90,470</b>	<b>100.0000%</b>

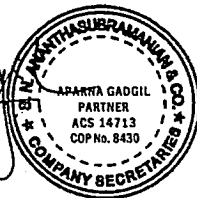
Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 4** of the Notice of the AGM dated 23<sup>rd</sup> June, 2022, has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

Aparna Gadgil  
Partner

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ICSI UDIN: A014713D000671820

22<sup>nd</sup> July, 2022 | Thane

Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 18<sup>th</sup> AGM of IDBI Bank Limited held on 22<sup>nd</sup> July, 2022.



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

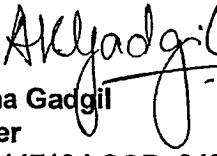
**Item No. 5: To appoint Shri Manoj Sahay (DIN: 08711612) as Government Nominee Director, liable to retire by rotation, on the Board of the Bank w.e.f. 28<sup>th</sup> April, 2022.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number of Voters	Votes	Number of Voters	Votes	Number of Voters	Votes	
Assent	1,217	5,64,87,02,112	10	16,870	1,227	5,64,87,18,982	99.9970%
Dissent	115	1,19,435	2	51,000	117	1,70,435	0.0030%
<b>Total</b>	<b>1,332</b>	<b>5,64,88,21,547</b>	<b>12</b>	<b>67,870</b>	<b>1,344</b>	<b>5,64,88,89,417</b>	<b>100.0000%</b>

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 5** of the Notice of the AGM dated 23<sup>rd</sup> June, 2022, has been passed with requisite majority.

For **S. N. ANANTHASUBRAMANIAN & Co.**

Company Secretaries

  
Aparna Gadgil  
Partner  
ACS: 14713 | COP: 8430



ICSI UDIN: A014713D000671820  
22<sup>nd</sup> July, 2022 | Thane

*Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 18<sup>th</sup> AGM of IDBI Bank Limited held on 22<sup>nd</sup> July, 2022.*



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

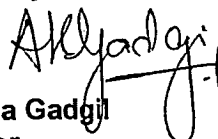
Item No. 6: To appoint Shri Sushil Kumar Singh (DIN: 09584577) as Government Nominee Director, liable to retire by rotation, on the Board of the Bank w.e.f. 28<sup>th</sup> April, 2022.

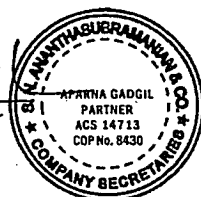
Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number of Voters	Votes	Number of Voters	Votes	Number of Voters	Votes	
Assent	1,215	5,64,87,01,556	10	16,870	1,225	5,64,87,18,426	99.9970%
Dissent	115	1,18,591	2	51,000	117	1,69,591	0.0030%
Total	1,330	5,64,88,20,147	12	67,870	1,342	5,64,88,88,017	100.0000%

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 6** of the Notice of the AGM dated 23<sup>rd</sup> June, 2022, has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

  
Aparna Gadgil  
Partner  
ACS: 14713 | COP: 8430



ICSI UDIN: A014713D000671820

22<sup>nd</sup> July, 2022 | Thane

Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 18<sup>th</sup> AGM of IDBI Bank Limited held on 22<sup>nd</sup> July, 2022.



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**Item No. 7: To appoint Shri Raj Kumar (DIN: 06627311) as LIC Nominee Director, liable to retire by rotation, on the Board of the Bank w.e.f. 19<sup>th</sup> May, 2022.**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number of Voters	Votes	Number of Voters	Votes	Number of Voters	Votes	
Assent	1,225	5,64,87,03,957	10	16,870	1,235	5,64,87,20,827	99.9970%
Dissent	105	1,17,165	2	51,000	107	1,68,165	0.0030%
Total	1,330	5,64,88,21,122	12	67,870	1,342	5,64,88,88,992	100.0000%

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 7** of the Notice of the AGM dated 23<sup>rd</sup> June, 2022, has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

*Aparna Gadgil*



Aparna Gadgil  
Partner

ACS: 14713 | COP: 8430

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22<sup>nd</sup> July, 2022 | Thane





**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

Item No. 8: To approve Material Related Party Transaction(s) with Life Insurance Corporation of India (LIC).

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number of Voters	Votes	Number of Voters	Votes	Number of Voters	Votes	
Assent	1,214	5,74,52,854	6	5,270	1,220	5,74,58,124	99.7021%
Dissent	99	1,20,639	2	51,000	101	1,71,639	0.2979%
Total	1,313	5,75,73,493	8	56,270	1,321	5,76,29,763	100.0000%

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 8** of the Notice of the AGM dated 23<sup>rd</sup> June, 2022, has been passed with requisite majority.

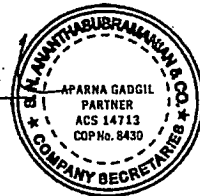
For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

*Aparna Gadgil*

Aparna Gadgil  
Partner

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ICSI UDIN: A014713D000671820

22<sup>nd</sup> July, 2022 | Thane