

	IDFC FIRST BANK LIMITED
Date of the AGM/EGM	15-09-2021
Total number of shareholders on record date	1497858
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	453

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt a. the Audited Standalone Financial Statements of the Bank for the Financial Year ended March 31, 2021, together with the Report of the Board of Directors and the Auditors thereon and b. the Audited Consolidated Financial Statements of the Bank for the Financial Year ended March 31, 2021, together with the Report of the Auditors thereon.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,26,89,37,489	1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,55,64,59,645	1,17,64,31,146	75.5838	1,17,64,31,146	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,17,64,31,146	75.5838	1,17,64,31,146	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	2,38,58,95,338	82,80,93,285	34.7079	82,71,05,253	9,88,032	99.8806	0.1193	0	0
	Poll		43,06,997	0.1805	43,02,897	4,100	99.9048	0.0951	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		83,24,00,282	34.8884	83,14,08,150	9,92,132	99.8808	0.1192	0	0
Total		6,21,12,92,472	3,62,37,67,470	58.3416	3,62,27,75,338	9,92,132	99.9726	0.0274	0	0

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Mr. Vishal Mahadevia (DIN 01035771), who retires by rotation and being eligible, offers himself for re-appointment.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,26,89,37,489	1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,55,64,59,645	1,39,01,18,118	89.3128	1,36,61,30,424	2,39,87,694	98.2744	1.7255	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,39,01,18,118	89.3128	1,36,61,30,424	2,39,87,694	98.2744	1.7256	0	0
Public- Non Institutions	E-Voting	2,38,58,95,338	82,80,58,282	34.7064	82,30,40,979	50,17,303	99.3940	0.6059	0	0
	Poll		43,06,926	0.1805	43,02,800	4,126	99.9042	0.0957	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		83,23,65,208	34.8869	82,73,43,779	50,21,429	99.3967	0.6033	0	0
Total		6,21,12,92,472	3,83,74,19,368	61.7813	3,80,84,10,245	2,90,09,123	99.2440	0.7560	0	0

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint and fix remuneration of M/s. B S R & Co. LLP, as one of the Joint Statutory Auditors of the Bank, for a period of one (1) year.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,26,89,37,489	1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,55,64,59,645	1,42,74,73,386	91.7128	1,42,04,81,120	69,92,266	99.5101	0.4898	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,42,74,73,386	91.7128	1,42,04,81,120	69,92,266	99.5102	0.4898	0	0
Public- Non Institutions	E-Voting	2,38,58,95,338	82,80,46,478	34.7059	82,51,99,286	28,47,192	99.6561	0.3438	0	0
	Poll		43,06,926	0.1805	43,02,416	4,110	99.9045	0.0954	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		83,23,53,004	34.8864	82,95,01,702	28,51,302	99.6574	0.3426	0	0
Total	6,21,12,92,472	3,87,47,62,432	62.3825	3,86,49,18,864	98,43,568	99.7460	0.2540	0	0	

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint and fix remuneration of M/s. MSKA & Associates, as one of the Joint Statutory Auditors of the Bank, for a period of three (3) years.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,26,89,37,489	1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,55,64,59,645	1,42,74,73,386	91.7128	1,42,71,89,189	2,84,197	99.9800	0.0199	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,42,74,73,386	91.7128	1,42,71,89,189	2,84,197	99.9801	0.0199	0	0
Public- Non Institutions	E-Voting	2,38,58,95,338	82,80,37,686	34.7055	82,51,17,900	29,19,786	99.6473	0.3526	0	0
	Poll		43,06,926	0.1805	43,02,816	4,110	99.9045	0.0954	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		83,23,44,612	34.886	82,94,20,716	29,23,896	99.6487	0.3513	0	0
Total	6,21,12,92,472	3,87,47,54,040	62.3824	3,87,15,45,947	32,08,093	99.9172	0.0828	0	0	

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Mr. S. Ganesh Kumar as an Independent Director 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,26,89,37,489	1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,55,64,59,645	1,39,01,18,118	89.3128	1,39,01,18,118	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,39,01,18,118	89.3128	1,39,01,18,118	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	2,38,58,95,338	82,80,40,844	34.7057	82,33,68,204	46,72,640	99.4356	0.5643	0	0
	Poll		43,06,926	0.1805	43,02,826	4,100	99.9048	0.0951	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		83,23,47,770	34.8862	82,76,71,030	46,76,740	99.4381	0.5619	0	0
Total	6,21,12,92,472	3,83,74,01,930	61.7811	3,83,27,25,190	46,76,740	99.8781	0.1219	0	0	

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint Mr. Ajay Sondhi as a Non-Executive Non- Independent Director 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,26,89,37,489	1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,55,64,59,645	1,39,01,18,118	89.3128	1,20,05,82,314	18,95,35,804	86.3654	13.6345	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,39,01,18,118	89.3128	1,20,05,82,314	18,95,35,804	86.3654	13.6345	0	0
Public- Non Institutions	E-Voting	2,38,58,95,338	82,80,36,712	34.7055	82,33,03,048	47,33,664	99.4283	0.5716	0	0
	Poll		43,06,926	0.1805	43,02,826	4,100	99.9048	0.0951	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		83,23,43,638	34.886	82,76,05,874	47,37,764	99.4308	0.5692	0	0
Total	6,21,12,92,472	3,83,73,97,798	61.7810	3,64,31,24,230	19,42,73,568	94.9374	5.0626	0	0	

Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - To re-appoint Mr. Pravir Vohra as an Independent Director 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,26,89,37,489	1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,55,64,59,645	1,39,01,18,118	89.3128	1,36,13,75,991	2,87,42,127	97.9324	2.0676	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,39,01,18,118	89.3128	1,36,13,75,991	2,87,42,127	97.9324	2.0676	0	0
Public- Non Institutions	E-Voting	2,38,58,95,338	82,79,25,645	34.7008	82,33,47,203	45,78,442	99.4469	0.5530	0	0
	Poll		43,06,926	0.1805	43,02,816	4,110	99.9045	0.0954	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		83,22,32,571	34.8813	82,76,50,019	45,82,552	99.4494	0.5506	0	0
Total	6,21,12,92,472	3,83,72,86,731	61.7792	3,80,39,62,052	3,33,24,679	99.1316	0.8684	0	0	

Resolution No.	8									
Resolution required: (Ordinary/ Special)	ORDINARY - To re-appoint Mr. V. Vaidyanathan as Managing Director and Chief Executive Officer 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,26,89,37,489	1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,55,64,59,645	1,42,74,73,386	91.7128	1,41,49,44,238	1,25,29,148	99.1223	0.8777	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,42,74,73,386	91.7128	1,41,49,44,238	1,25,29,148	99.1223	0.8777	0	0
Public- Non Institutions	E-Voting	2,38,58,95,338	79,80,03,329	33.4467	79,43,97,086	36,06,243	99.5480	0.4519	0	0
	Poll		43,07,064	0.1805	43,02,964	4,100	99.9048	0.0951	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		80,23,10,393	33.6272	79,87,00,050	36,10,343	99.5500	0.4500	0	0
Total	6,21,12,92,472	3,84,47,19,821	61.8989	3,82,85,80,330	1,61,39,491	99.5802	0.4198	0	0	

Resolution No.	9									
Resolution required: (Ordinary/ Special)	ORDINARY - To approve payment of Fixed Remuneration to the Non- Executive Directors 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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,26,89,37,489	1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	1,55,64,59,645	1,39,01,18,118	89.3128	1,39,01,18,118	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,39,01,18,118	89.3128	1,39,01,18,118	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	2,38,58,95,338	82,80,40,092	34.7056	81,76,42,822	1,03,97,270	98.7443	1.2556	0	0
	Poll		43,06,926	0.1805	42,99,187	7,739	99.8203	0.1796	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		83,23,47,018	34.8861	82,19,42,009	1,04,05,009	98.7499	1.2501	0.0000	0
Total	6,21,12,92,472	3,83,74,01,178	61.7810	3,82,69,96,169	1,04,05,009	99.7289	0.2711	0	0	

Resolution No.	10									
Resolution required: (Ordinary/ Special)	SPECIAL - To offer and issue of Debt Securities on Private Placement basis.									
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	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	2,26,89,37,489	1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,61,49,36,042	71.1759	1,61,49,36,042	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	1,55,64,59,645	1,42,74,73,386	91.7128	1,42,74,73,386	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,42,74,73,386	91.7128	1,42,74,73,386	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	2,38,58,95,338	82,80,67,484	34.7068	82,33,02,103	47,65,381	99.4245	0.5754	0	0
	Poll		43,06,926	0.1805	43,00,927	5,999	99.8607	0.1392	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		83,23,74,410	34.8873	82,76,03,030	47,71,380	99.4268	0.5732	0.0000	0
Total	6,21,12,92,472	3,87,47,83,838	62.3829	3,87,00,12,458	47,71,380	99.8769	0.1231	0	0	

**Combined Scrutinizer's Report on Remote E-voting and E-Voting conducted at the 7th AGM of
IDFC FIRST Bank Limited held on Wednesday, September 15, 2021**

To,
The Chairman / Managing Director and Chief Executive Officer
IDFC FIRST Bank Limited
CIN: L65110TN2014PLC097792
Naman Chambers, C-32, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai 400 051.

Sub: Passing of Resolution(s) through electronic means (remote e-voting and e-voting) pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and as per the General Circular No.14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No.20/2020 dated May 5, 2020 and Circular No. 02/2021 dated January 13, 2021, issued by the Ministry of Corporate Affairs ('MCA'), read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ('SEBI'), collectively referred to as "Applicable Circulars".

Ref.: 7th Annual General Meeting ('AGM') of the Equity Shareholders of IDFC FIRST BANK Limited held on Wednesday, September 15, 2021 by means of Video Conferencing ('VC') / Other Audio Visual Means ('OAVM') commenced at 2.00 p.m. Indian Standard Time ('IST')

The Board of Directors of IDFC FIRST Bank Limited ('the Bank') at its meeting held on July 31, 2021 has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting conducted at the AGM, pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended ('SEBI Listing Regulations'), by the **Applicable Circulars** issued in this connection, both by MCA and SEBI, providing relaxation for the manner in which the AGM shall be held and conducted. **The Applicable Circulars provides for relaxation in the manner in which the AGM will be held including the manner of sending the Notices and Annual Reports to the shareholders and the manner of voting at the meeting, which was necessitated on account of the outbreak of COVID-19 (CORONAVIRUS) pandemic.** I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relaxations as provided in the **Applicable Circulars**.



As mentioned in the Notice, the proceedings of the AGM will be deemed to be conducted at the Registered Office of the Bank which shall be the deemed Venue of the AGM.

Report on Scrutiny:

- The Bank had appointed National Securities Depository Limited ('NSDL') as the **Service Provider**, for the purpose of extending the facility of Remote E-Voting to the Members of the Bank and for voting electronically at the meeting.
- KFin Technologies Private Limited ('KFIN') is the Registrar and Share Transfer Agent ('RTA') of the Bank.
- The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting through electronic voting on all the items of the business (both Ordinary and Special businesses) sought to be transacted at the 7th AGM of the Bank, which was held on Wednesday, September 15, 2021.
- The Service Provider had set up electronic voting facility on their website, www.evoting.nsd.com. The Bank had uploaded all the items of the business as mentioned in AGM Notice and to be transacted at the AGM on the website of the Bank to facilitate the Members of the Bank to cast their vote through Remote E-Voting. It was also uploaded on the website of the Service Provider and on the websites of Stock Exchanges viz., BSE Limited and National Stock Exchange of India Limited, for information of the members of the Bank.
- The Management of the Bank is responsible for ensuring compliance with the requirements of the Act and the Rules framed thereunder and SEBI Listing Regulations.
- My responsibility as the Scrutinizer of the voting process (through Electronic voting), was restricted to scrutinize the E-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolutions stated in the Notice, based on the reports generated from the E-voting system provided by NSDL, the Service Provider.
- The internal cut-off date for the dispatch of the Notice of the AGM was Friday, August 13, 2021 and as on that date, there were 14,87,534 shareholders of the Bank. In terms of the **Applicable Circulars**, the Service Provider had sent the Notices of the AGM along with Annual Report and E-voting details by e-mail to 13,75,296 Members constituting 92.46 % of the total members, whose e-mail address was made available by the Depositories. For those Members whose email id was not available, or holding in physical form, who had not registered their e-mail address with the RTA the Notices could not be sent. The Bank had advertised notice convening AGM and e-voting details in the newspapers wherein suitable mention was also made for those shareholders who have not registered their e-mail address to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM. The AGM Notice contained the detailed procedure to be followed by the Members for procuring user-id and password and registration of e-mail address for E-voting for the resolutions set out in this AGM Notice as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and as provided in the **Applicable Circulars**.



- The **Cut-off date** for the purpose of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **Wednesday, September 8, 2021**.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for five (5) days from **Friday, September 10, 2021 at 9.00 a.m. (IST) to Tuesday, September 14, 2021 at 5:00 p.m. (IST)**.
- The Bank completed the dispatch of the notices by e-mail to the members by Tuesday, August 24, 2021.
- As prescribed in clause IV of the Circular dated May 5, 2020 issued by MCA, which is forming part of the **Applicable Circulars**, the Bank had released an advertisement prior to sending Notices to the Shareholders which was published in English in 'Hindu Business Line' newspaper having country-wide circulation and in Tamil in 'Makkal Kural' newspaper, dated August 21, 2021. The Notice contained the required information as provided under clause IV (a) to (f) of the said Circulars.
- As prescribed in clause (v) of sub-rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Bank also released an advertisement, which was published more than 21 days before the date of the AGM in English in 'Hindu Business Line' newspaper having country-wide circulation and in Tamil in 'Makkal Kural.' Newspaper, dated August 24, 2021. The notice published in the newspaper carried the required information as specified in sub-rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the voting period on Tuesday, September 14, 2021 at 5.00 p.m. IST, the voting portal of the Service Provider was blocked forthwith. The list of shareholders who have participated through remote e-voting was downloaded from the website of the Service Provider.
- At the 7th AGM of the Bank held through VC / OAVM, on Wednesday, September 15, 2021, after considering all the items of business, the facility to vote electronically was provided to facilitate those members who were attending the meeting through VC / OAVM but could not participate in the Remote E-voting to record their votes.
- On September 15, 2021, after tabulating the votes cast electronically by the system provided by NSDL, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. K Venkataraman and Mr. Surya Pratap who acted as the witnesses, as prescribed in sub-rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014. After unblocking the votes cast, the total votes cast both through remote e-voting and by voting through electronic means at the AGM, were consolidated and the final Scrutinizer's Report was prepared.
- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows:



The results of the Remote E-voting together with that of the voting conducted at the AGM by way of Electronic means are as under:

Details	Remote E-voting	Voting through electronic means at AGM	Total voting
Number of members who cast their votes	5,217	67	5,284
Total number of Shares held by them	452,49,52,065	43,07,064	452,92,59,129
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder.		
Abstained / Less Voted – Invalid votes	Various as mentioned under each of the Resolutions.		

Note:

1. Percentage of votes cast in favour or against the resolutions is calculated based on the Valid Votes cast through Remote E-Voting and through electronic voting at the AGM.
2. In terms of provisions of Section 12(2) of the Banking Regulation Act, 1949, and Gazette Notification DBR.PSBD. No.1084/16.13.100/2016-17 dated July 21, 2016, the voting rights of Promoter of the Bank are restricted to 26% of the total voting rights in the said Bank. As on Wednesday, September 8, 2021, IDFC Financial Holding Company Limited ('IDFC FHCL'), promoter of the Bank, held 2,26,89,37,489 shares in its name, which constituted 36.53% of the paid-up capital of the Bank. Accordingly, the votes cast by this entity for the purpose of valid votes cast is being restricted to 26% of the total paid up capital of the Bank. Accordingly, IDFC FHCL, Promoter, voted for 1,61,49,36,042 shares.
3. In reference to note (2.), 65,40,01,447 shares of IDFC FHCL was not voted and therefore have been considered as abstained being the shares in excess of 26%.

ORDINARY BUSINESS:

1) Item No. 1 of the Notice (As an Ordinary Resolution):

To receive, consider and adopt:

- [a] the Audited Standalone Financial Statements of the Bank for the financial year ended March 31, 2021, together with the Report of the Board of Directors and the Auditors thereon; and
- [b] the Audited Consolidated Financial Statements of the Bank for the financial year ended March 31, 2021, together with the Report of the Auditors thereon.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Less voted – Invalid votes Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote e-voting and e-voting at meeting	362,27,75,338	99.973	9,92,132	0.027	90,54,91,659



Item 1 of Notice stands passed with the requisite majority.

II) Item No. 2 of the Notice (As an Ordinary Resolution):

To appoint a Director in place of Mr. Vishal Mahadevia (DIN: 01035771), who retires by rotation and being eligible, offers himself for re-appointment.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Less voted – Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and e-voting at meeting	380,84,10,245	99.244	2,90,09,123	0.756	69,18,39,761

Item 2 of Notice stands passed with the requisite majority.

III) Item No. 3 of the Notice (As an Ordinary Resolution):

To re-appoint and fix remuneration of M/s. B S R & Co. LLP, Chartered Accountant, as one of the Joint Statutory Auditors of the Bank, for a period of one (1) year.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Less voted – Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and e-voting at meeting	386,49,18,864	99.746	98,43,568	0.254	66,44,96,697

Item 3 of Notice stands passed with the requisite majority.

IV) Item No. 4 of the Notice (As an Ordinary Resolution):

To appoint and fix remuneration of M/s. MSKA & Associates, as one of the Joint Statutory Auditors of the Bank, for a period of three (3) years.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Less voted – Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and e-voting at meeting	387,15,45,947	99.917	32,08,093	0.083	65,45,05,089

Item 4 of Notice stands passed with the requisite majority.



SPECIAL BUSINESS:

V) Item No.5 of the Notice (As an Ordinary Resolution):

To appoint Mr. S. Ganesh Kumar as an Independent Director of the Bank.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Less voted – Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and e-voting at meeting	383,27,25,190	99.878	46,76,740	0.122	69,18,57,199

Item 5 of Notice stands passed with the requisite majority.

VI) Item No.6 of the Notice (As an Ordinary Resolution):

To appoint Mr. Ajay Sondhi as Non-Executive Non-Independent Director of the Bank.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Less voted – Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and e-voting at meeting	364,31,24,230	94.937	19,42,73,568	5.063	69,18,61,331

Item 6 of Notice stands passed with the requisite majority.

VII) Item No.7 of the Notice (As a Special Resolution):

To re-appoint Mr. Pravir Vohra as an Independent Director of the Bank.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Less voted – Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and e-voting at meeting	380,39,62,052	99.132	3,33,24,679	0.868	69,19,72,398

Item 7 of Notice stands passed with the requisite majority.



VIII) Item No.8 of the Notice (As an Ordinary Resolution):

To re-appoint Mr. V. Vaidyanathan as Managing Director and Chief Executive Officer of the Bank.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Less voted – Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and e-voting at meeting	382,85,80,330	99.580	1,61,39,491	0.420	68,45,39,308

Item 8 of Notice stands passed with the requisite majority.

IX) Item No.9 of the Notice (As an Ordinary Resolution):

To approve payment of Fixed Remuneration to the Non- Executive Directors of the Bank.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Less voted – Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and e-voting at meeting	382,69,96,169	99.729	1,04,05,009	0.271	69,18,57,951

Item 9 of Notice stands passed with the requisite majority.

X) Item No.10 of the Notice (As a Special Resolution):

To offer and Issue of Debt Securities on Private Placement basis.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Abstained /Less voted – Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and e-voting at meeting	387,00,12,458	99.877	47,71,380	0.123	65,44,75,291

Item 10 of Notice stands passed with the requisite majority.

All the Resolutions mentioned in the AGM Notice dated July 31, 2021, as per the details above stands passed under Remote E-voting and voting conducted at AGM electronically with the requisite majority and hence, deemed to be passed as on the date of the AGM.



I hereby confirm that I am maintaining the soft copy of the Registers received from the Service Provider in respect of the votes cast through Remote E-Voting and voting conducted at AGM by way of electronic means by the Members of the Bank. All other relevant records relating to remote e-voting and Electronic voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman signs the Minutes.

Thanking you,

Yours Faithfully
For B.N. & Associates
COMPANY SECRETARIES




CS B Narasimhan
(Proprietor)
(FCS no. 1303; COP no. 10440)



Place: Mumbai
Date: September 15, 2021

The following were the witnesses to the unblocking the votes cast through remote e-voting.

1. 
Mr. K Venkataraman

2. 
Mr. Surya Pratap

I have received the report:

Mr. Satish Gaikwad
Head – Legal & Company Secretary
(authorised by the Chairman)

Place: Mumbai
Date: September 15, 2021