



**AHALADA RAO. V & ASSOCIATES  
COMPANY SECRETARIES**

**Off.** : Flat No.113, Block-B, Sri Datta Sai Commercial Complex,  
Opp. Sathagiri Theatre, RTC 'X' Roads, Hyderabad-20.  
**Telefax** : +91 40-6662 3101 **Mob:** 77022 27041  
**E-mail** : ahaladarao.associates@gmail.com  
contact@ahaladaraoassociates.com  
**URL** : 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', 3<sup>rd</sup> Floor,  
Opp. Samartheshwar Temple, 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 provisions of the Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014 on the Special Resolution as mentioned in the Notice of Postal Ballot dated 27<sup>th</sup> October, 2015, submit my report as under:

1. The dispatch of Notice of the Postal Ballot dated 27<sup>th</sup> October, 2015 was completed on 19<sup>th</sup> November, 2015.
2. The e-voting period commenced on Thursday, 19<sup>th</sup> November, 2015 (9.00 A.M.) and ended on the Friday, 18<sup>th</sup> December, 2015 (6:00 P.M.)
3. The last date for receipt of Postal Ballot Forms was 18<sup>th</sup> December, 2015 (6.00 P.M.).
4. The Shareholders holding the shares as on the "cut off" date i.e. 30<sup>th</sup> October, 2015 were entitled to vote on the proposed special resolution.
5. 698 Postal Ballot forms were received and 1338 shareholders casted their votes on the e-voting platform (4 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.
8. At the end of the voting period on 18<sup>th</sup> December, 2015 (6.00 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:





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### Resolution No.1- Special Resolution

#### Re-appointment of Shri Prasad R. Menon (DIN: 00005078) as an Independent Director 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
1889	1568360401	99.49

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

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
69	8057078	0.51

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
82	13238227

#### Note:

- (a) Life Insurance Corporation of India is holding 338374537 Equity shares (14.23%) of the Bank. At present, as per the provisions of section 12(2) of the Banking Regulations Act, 1949, this voting power is limited up to 10% of the paid up capital of the Bank. Accordingly, out of the total number of 338374537 votes (14.23%), only 237806711 (10%) votes have been taken into consideration.
- (b) The Administrator of the Specified Undertaking of the Unit Trust of India is holding 274840905 equity shares (11.56%) of the Bank. At present, as per the provisions of section 12(2) of the Banking Regulations Act, 1949, this voting power is limited up to 10% of the paid up capital of the Bank. Accordingly, out of the total number of 274840905 votes (11.56%), only 237806711 (10%) votes have been taken into consideration.
9. 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, D  
Membership No. ACS 35788  
C.P. No. 13407  
Scrutinizer







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Place: Hyderabad  
Date: 21<sup>st</sup> December, 2015

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. (<https://evoting.karvy.com>) in our presence at 6.30 P.M. on 18<sup>th</sup> December, 2015 at Karvy's Office in Hyderabad.

Signature:-   
Name :- K. JANARDHAN  
Address :- Flat No.113, Block-B,  
Sri data Sai Commercial Complex  
Opp. Sapthagiri Theatre.  
RTC 'X'Roads, HYDERABAD - 20

Signature:-   
Name :- P. NARENDAR  
Address :- Flat No.113, Block-B,  
Sri data Sai Commercial Complex  
Opp. Sapthagiri Theatre.  
RTC 'X'Roads, HYDERABAD - 20

