

Ref. No.CO:CS:RC:2020-21:064

July 11, 2020

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 023.

National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051.

BSE Scrip Code No.: **532772**

NSE SYMBOL: **DCBBANK**

Dear Sirs,

Sub: Details of Voting Results in compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Hereinafter referred as “Listing Regulations”) pertaining to the 25th Annual General Meeting (AGM) of the Bank held on July 11, 2020

With reference to the above and in compliance with the requirements under Regulation 44 of the Listing Regulations, we hereby furnish details of the Voting Results, as under:

1. Date of the AGM/ EGM: Saturday, July 11, 2020

2. Total number of shareholders on the Cut-off Date (July 04, 2020): 206,685

3. No. of shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group : Not Applicable
Public : Not Applicable

4. No. of Shareholders attended the meeting through Video Conferencing /Other Audio Video Visual Means (VC/OAVM)

Promoters and Promoter Group : 2
Public : 115

**5. Scrutinizer’s Report dated July 11, 2020
with details of Voting Results (Agenda-wise) : As per Annexure-I**

Please take the same on your record.

Thanking you,
Yours faithfully,
For DCB Bank Limited

Rubi Chaturvedi
Company Secretary &
Compliance Officer
Encl.: As above



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

10/25-26, 2nd Floor, Brindaban,
Thane (W) - 400 601
T: +91 22 25345648 | +91 22 25432704
E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

11th July, 2020

To,

The Chairman

DCB Bank Limited

CIN: L99999MH1995PLC089008

Peninsula Business Park, 6th floor,
601 & 602, Tower A, Senapati Bapat Marg,
Lower Parel, Mumbai – 400013.

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your Members during the 25th Annual General Meeting of your Bank held on Saturday, 11th July, 2020 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.

ANANTHASUBRAMANIAN
ANIAN
NARAYANAN
SATYAMANGALAM
Date: 2020.07.11 20:06:48
+05'30'

Digitally signed by
ANANTHASUBRAMANIAN
NARAYANAN
SATYAMANGALAM
Date: 2020.07.11 20:06:48
+05'30'



S. N. Ananthasubramanian
Partner



SCRUTINIZER'S REPORT

Name of the Company	DCB Bank Limited
Meeting	25th Annual General Meeting
Day, Date & Time	Saturday, 11th July, 2020 at 02:30 p.m. (IST)
Deemed Venue	Registered Office situated at Peninsula Business Park, 6th floor, 601 & 602, Tower A, Senapati Bapat Marg, Lower Parel, Mumbai 400 013.
Mode	Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM")

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 25th Annual General Meeting ("AGM") of DCB Bank Limited (hereinafter referred to as the Bank) scheduled on Saturday, 11th July, 2020 at 02:30 p.m. (IST) held 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 General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, advertisement was published in Business Standard, (English newspaper) and Pudhari, (vernacular language newspaper), having electronic editions on June 16, 2020 specifying the mode of AGM (VC /OAVM), date and time of the AGM, availability of the notice on Bank's website and website of the Stock Exchanges, manner of registration of email ids by the members (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.



ANANTHASUBRAMANIAN
ANIAN
NARAYANAN
SATYAMANGALAM
Digitally signed by
ANANTHASUBRAMANIAN
NARAYANAN
SATYAMANGALAM
Date: 2020.07.11 20:07:26
+05'30'



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

- 2.2 The Bank hosted the notice of AGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the AGM and also intimated the same to BSE Limited and National Stock Exchange of India Limited on June 17, 2020.
- 2.3 The Bank informed that on the basis of the Register of Members and the list of Beneficial Owners made available by **Link Intime India Private Limited**, the 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:
- a) On **17th June 2020** by E-mail to 136067 Members who had already registered their email Ids with the Bank/ Depositories;
 - b) On **7th July , 2020** by E-mail to 18687 Incremental Members who purchased shares after 12th June,2020 till the Record Date .i.e. 4th July,2020 and 3 Members who registered their e-mail Ids pursuant to aforesaid advertisement(s) published by the Bank.

3. Cut-off date

Voting rights were reckoned as on **Saturday, 04th July, 2020**, being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the AGM.

4. Remote e-voting process

4.1 Agency

The Bank appointed **Central Depository Services (India) Limited (“CDSL”)** as the agency for providing the platform for remote e-voting and e-voting during the AGM.



ANANTHASUBRA
MANIAN
NARAYANAN
SATYAMANGALA
M

Digitally signed by
ANANTHASUBRAMA
NIAN NARAYANAN
SATYAMANGALAM
Date: 2020.07.11
20:07:51 +05'30'



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

4.2 Remote e-voting period

Remote e-voting platform was open from **09:00 a.m. (IST) on Wednesday, 08th July, 2020 till 05:00 p.m. (IST) on Friday, 10th July, 2020** and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

5. Voting at the AGM

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members 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, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the members who had cast their votes through remote e-voting.

6. Counting Process

6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by members at the AGM, on the CDSL e-voting platform and downloaded the results.

6.2 Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of promoter Members other than Central Government needs to be restricted to 15% of the total voting rights of all the members of the Bank.

6.3 However, none of the promoter Members along with their associates hold more than 15% of the total voting rights of all the members of the Bank.

ANANTHASUBRAMANIAN
ANANTHASUBRAMANIAN
ANAN NARAYANAN
SATYAMANGALAM
Date: 2020.07.11
20:08:15 +05'30'

Digitally signed by
ANANTHASUBRAMANIAN
& ANANTHASUBRAMANIAN
PARTNER
FCS 4208
C.O.P. No. 1774





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

7. Results

7.1 We observed that:

- a) **26** Members had cast their votes through e-voting during the AGM;
- b) **349** Members had cast their votes through remote e-voting.

7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 11th June, 2020 is enclosed herewith.

7.3 Based on the aforesaid results, we report that **07 Ordinary Resolutions** as set out in Item Nos. 1 to 3 and Item Nos. 5 to 8 and **04 Special Resolutions** as set out in Item No. 4 and Item Nos. 9 to 11 of the Notice of the AGM dated 11th June, 2020 have been **passed with the requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries
ICSI Unique Code: P1991MH040400
Peer Review Cert. No.: 606/2019

ANANTHASUBR
AMANIAN
NARAYANAN
SATYAMANGAL
AM

Digitally signed by
ANANTHASUBRAMA
NIAN NARAYANAN
SATYAMANGALAM
Date: 2020.07.11
20:08:50 +05'30'



S. N. Ananthasubramanian
Partner
FCS: 4206 | COP: 1774
ICSI UDIN: F004206B000441148
11th July, 2020 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 1: To receive, consider and adopt the audited Financial Statements for the Financial Year ended March 31, 2020 together with the Reports of the Auditors and Directors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	344	18,79,52,738	26	91,504	370	18,80,44,242	100.0000
Dissent	4	13	0	0	4	13	0.0000
Total	348	18,79,52,751	26	91,504	374	18,80,44,255	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 11th June, 2020 has been **passed with requisite majority**.

ANANTHASUBRAMANIAN & CO
ANANTHASUBRAMANIAN
ANIAN
NARAYANAN
SATYAMANGALAM
SATYAMANGALAM
Digitally signed by ANANTHASUBRAMANIAN
ANIAN
NARAYANAN
SATYAMANGALAM
Date: 2020.07.11 20:09:17 +05'30'



S. N. Ananthasubramanian
Partner

FCS: 4206 | COP: 1774

ICSI UDIN: F004206B000441148

11th July, 2020 | Thane

CONSOLIDATED RESULTS

Item No. 2: To appoint a Director in place of Mr. Jamal Pradhan (DIN-00308504), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	339	18,82,87,867	26	91,504	365	18,83,79,371	99.9997
Dissent	9	645	0	0	9	645	0.0003
Total	348	18,82,88,512	26	91,504	374	18,83,80,016	100.0000

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 11th June, 2020 has been **passed with requisite majority**.

ANANTHASUBRA
MANIAN
NARAYANAN
SATYAMANGALA
M
Digitally signed by
ANANTHASUBRAMA
NIAN NARAYANAN
SATYAMANGALAM
Date: 2020.07.11
20:09:41 +05'30'



S. N. Ananthasubramanian
Partner

FCS: 4206 | COP: 1774

ICSI UDIN: F004206B000441148

11th July, 2020 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 3: To appoint M/s S R Batliboi & Associates LLP, Chartered Accountants (Registration No.101049W/E300004) as Statutory Auditors of the Bank, to hold office from the conclusion of the Twenty Fifth AGM until the conclusion of the Twenty Ninth AGM of the Bank, at an annual remuneration / fees of 9,200,000/- (Rupees Ninety Two Lakhs only) plus outlays and taxes at the applicable rates.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	340	18,79,52,542	26	91,504	366	18,80,44,046	99.8216
Dissent	8	3,36,000	0	0	8	3,36,000	0.1784
Total	348	18,82,88,542	26	91,504	374	18,83,80,046	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 11th June, 2020 has been **passed with requisite majority**.



ANANTHASUBRA Digitally signed by
MANIAN ANANTHASUBRAMA
NARAYANAN NIAN NARAYANAN
SATYAMANGALAM SATYAMANGALAM
M Date: 2020.07.11
20:10:03 +05'30'

S. N. Ananthasubramanian
Partner

FCS: 4206 | COP: 1774

ICSI UDIN: F004206B000441148

11th July, 2020 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 4: To re-appoint Ms. Rupa Devi Singh (DIN-02191943) as an Independent Director for a second term with effect from 22nd January, 2020 to 21st January, 2023.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	338	18,82,87,702	25	91,364	363	18,83,79,066	99.9996
Dissent	9	690	1	140	10	830	0.0004
Total	347	18,82,88,392	26	91,504	373	18,83,79,896	100.0000

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 11th June, 2020 has been **passed with requisite majority**.

ANANTHASUBRAMANIAN & CO
ANANTHASUBRAMANIAN
ANIAN
NARAYANAN
SATYAMANGALAM
SATYAMANGALAM
Date: 2020.07.11
20:10:23 +05'30'



S. N. Ananthasubramanian
Partner

FCS: 4206 | COP: 1774

ICSI UDIN: F004206B000441148

11th July, 2020 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 5: To appoint Mr. Aryn Jassani (DIN-02945319) as an Independent Director with effect from 25th January, 2020 for a period of five years.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	336	18,82,87,704	25	91,364	361	18,83,79,068	99.9995
Dissent	12	808	1	140	13	948	0.0005
Total	348	18,82,88,512	26	91,504	374	18,83,80,016	100.0000

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 11th June, 2020 has been **passed with requisite majority**.

ANANTHASUBRAMANIAN & CO
ANANTHASUBRAMANIAN
ANIAN
NARAYANAN
SATYAMANGALAM
Date: 2020.07.11
20:10:44 +05'30'



S. N. Ananthasubramanian
Partner

FCS: 4206 | COP: 1774

ICSI UDIN: F004206B000441148

11th July, 2020 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 6: To appoint Mr. Shabbir Merchant (DIN-07438419) as an Independent Director with effect from 25th January, 2020 for a period of five years.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	334	18,82,87,247	25	91,364	359	18,83,78,611	99.9993
Dissent	14	1,265	1	140	15	1,405	0.0007
Total	348	18,82,88,512	26	91,504	374	18,83,80,016	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 11th June, 2020, has been **passed with requisite majority**.

ANANTHASUBRAMANIAN & CO.
ANANTHASUBRAMANIAN
ANAN NARAYANAN
NARAYANAN
SATYAMANGALAM
Date: 2020.07.11
20:11:08 +05'30'



S. N. Ananthasubramanian
Partner

FCS: 4206 | COP: 1774

ICSI UDIN: F004206B000441148

11th July, 2020 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 7: To appoint Mr. Somasundaram PR (DIN - 00356363) as an Independent Director with effect from 25th January, 2020 for a period of five years.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	337	18,82,87,724	25	91,364	362	18,83,79,088	99.9995
Dissent	11	788	1	140	12	928	0.0005
Total	348	18,82,88,512	26	91,504	374	18,83,80,016	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 11th June, 2020 has been **passed with requisite majority**.

ANANTHASUBRAMANIAN & CO
ANANTHASUBRAMANIAN
ANIAN
NARAYANAN
SATYAMANGALAM
SATTYAMANGALAM +05'30'

Digitally signed by
ANANTHASUBRAMANIAN

NARAYANAN

SATTYAMANGALAM

Date: 20.07.11 20:11:27




S. N. Ananthasubramanian
Partner

FCS: 4206 | COP: 1774

ICSI UDIN: F004206B000441148

11th July, 2020 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 8: To appoint Mr. Rafiq Somani (DIN-01351871) as an Independent Director with effect from 9th March, 2020 for a period of five years.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	334	18,82,87,262	25	91,494	359	18,83,78,756	99.9993
Dissent	14	1,250	1	10	15	1,260	0.0007
Total	348	18,82,88,512	26	91,504	374	18,83,80,016	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 11th June, 2020 has been **passed with requisite majority**.

ANANTHASUBRA
MANIAN
NARAYANAN
SATYAMANGALA
M

Digitally signed by
ANANTHASUBRAMA
NIAN NARAYANAN
SATYAMANGALAM
Date: 2020.07.11
20:11:48 +05'30'



S. N. Ananthasubramanian
Partner

FCS: 4206 | COP: 1774

ICSI UDIN: F004206B000441148

11th July, 2020 | Thane

CONSOLIDATED RESULTS

Item No. 9: Increase in the Borrowing Powers of the Board of Directors not exceeding Rs. 5,500 crore or the aggregate of the paid up capital and free reserves whichever is higher.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	330	18,56,26,778	25	91,494	355	18,57,18,272	98.5870
Dissent	19	26,61,774	1	10	20	26,61,784	1.4130
Total	349	18,82,88,552	26	91,504	375	18,83,80,056	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 9** of the Notice of the AGM dated 11th June, 2020 has been **passed with requisite majority**.

ANANTHASUBRAMANIAN & CO
ANANTHASUBRAMANIAN
ANIAN NARAYANAN
NARAYANAN
SATYAMANGALAM
SATTYAMANGALAM
Date: 2020.07.11
20:12:06 +05'30'



S. N. Ananthasubramanian
Partner

FCS: 4206 | COP: 1774

ICSI UDIN: F004206B000441148

11th July, 2020 | Thane

CONSOLIDATED RESULTS

Item No. 10: To raise funds by issue of bonds/ debentures/securities on Private Placement basis of an amount not exceeding Rs.500 Crore in aggregate for additional Tier I and Tier II capital within the overall borrowing limits of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	331	18,56,26,674	26	91,504	357	18,57,18,178	98.5870
Dissent	18	26,61,878	0	0	18	26,61,878	1.4130
Total	349	18,82,88,552	26	91,504	375	18,83,80,056	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 10** of the Notice of the AGM dated 11th June, 2020 has been **passed with requisite majority**.

ANANTHASUBRAMANIAN & CO.
ANANTHASUBRAMANIAN
ANIAN
NARAYANAN
SATYAMANGALAM
Digitally signed by ANANTHASUBRAMANIAN
IAN NARAYANAN
SATYAMANGALAM
Date: 2020.07.11
20:12:27 +05'30'



S. N. Ananthasubramanian
Partner

FCS: 4206 | COP: 1774

ICSI UDIN: F004206B000441148

11th July, 2020 | Thane

CONSOLIDATED RESULTS

Item No. 11: To issue of Equity Shares to Qualified Institutional Buyers through Qualified Institutions Placement for an aggregate amount not exceeding Rs. 500 Crore.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	338	18,82,86,855	25	91,494	363	18,83,78,349	99.9991
Dissent	11	1,697	1	10	12	1,707	0.0009
Total	349	18,82,88,552	26	91,504	375	18,83,80,056	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 11** of the Notice of the AGM dated 11th June, 2020 has been **passed with requisite majority**.

ANANTHASUBRAM
ANIAN
NARAYANAN
SATYAMANGALAM

Digitally signed by
ANANTHASUBRAMANI
AN NARAYANAN
SATYAMANGALAM
Date: 2020.07.11
20:12:49 +05'30'



S. N. Ananthasubramanian
Partner

FCS: 4206 | COP: 1774

ICSI UDIN: F004206B000441148

11th July, 2020 | Thane