

Ref. No.CO:CS:RC:2019-20:063

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.

Dear Sirs,

Sub: Proceedings of the 25th Annual General Meeting (AGM)

BSE Scrip Code No.: 532772 **NSE SYMBOL: DCBBANK**

We wish to inform you that the 25th Annual General Meeting (“AGM”) of the Shareholders of the Bank was held today i.e. on Saturday, July 11, 2020 at 2.30 p.m., through Video Conferencing / Other Audio Visual Means in line with the framework prescribed by Ministry of Corporate Affairs vide its Circulars No. 14/2020 dated 8th April, 2020, Circular No. 17/2020 dated 13th April, 2020 and Circular No. 20/2020 dated 5th May, 2020 and SEBI Circular dated 12th May, 2020 (“Circulars”).

The AGM commenced at 2:30 P.M. (IST) and concluded at 4.45 P.M. (IST).

Pursuant to the requirement under Regulation 30 & Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “Listing Regulations”) read with other applicable provisions, if any, we are pleased to submit here under:

- 1) Details of the AGM as provided in **Annexure - A**
- 2) Summary of Proceeding of the AGM as provided in **Annexure - B**

The Results of the remote e-voting and e-voting during the AGM, will be disseminated to the stock exchanges separately pursuant to the requirements under Regulation 44(3) of the Listing Regulations.

Yours faithfully,
For DCB Bank Limited

Rubi Chaturvedi
Company Secretary &
Compliance Officer

Encl.: As above

Annexure-A

DCB BANK LIMITED

DETAILS OF THE PROCEEDINGS OF THE MEETING		
Sr. No.	Particulars	Details
1	Date of the Annual General Meeting (AGM)	Saturday, July 11, 2020
2	Total number of shareholders as on record date [July 04,2020]	206,685.
3	Number of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable *
4	Number of Shareholders present in the meeting through VC/OAVM (including shareholders attended through webcast): Promoters and Promoter Group: Public :	2 115

*Since this AGM was held through Video Conferencing/Other Audio Visual Means, the facility to attend the AGM through proxy was not available for this AGM.

For DCB Bank Limited

Rubi Chaturvedi
Company Secretary &
Compliance Officer

Mumbai
July 11,2020

Summary of the proceedings of the 25th Annual General Meeting

The 25TH Annual General Meeting of the Members of DCB Bank Limited (“the Bank”) was held on Saturday, July 11, 2020 at 2.30 p.m. (IST) through Video Conferencing /Other Audio Visual Means(VC/OAVM).

Chairman: Mr. Nasser Munjee, Chairman of the Bank, joined the AGM through VC from Goa and took the chair in terms of Article 86 of the Articles of Association of the Bank.

Other Directors Present

Name of the Director	Designation	Location
Mr. Ashok Barat	Independent Director and Chairman of Audit Committee	joined through VC from Mumbai
Mr. S. Sridhar	Independent Director and Chairman of Nomination & Remuneration Committee	joined through VC from Mumbai
Mr. Chakrapany Narasimhan	Independent Director	joined through VC from Bengaluru
Ms. Rupa Devi Singh	Independent Director	joined through VC from Goa
Mr. Aryn Jassani	Independent Director and Chairman of Risk Management Committee	joined through VC from Mumbai
Mr. Somasundaram PR	Independent Director	joined through VC from Mumbai
Mr. Rafiq Somani	Independent Director	joined through VC from Pune
Mr. Shaffiq Dharamshi	Non-Executive (Non-Independent) Director	joined through VC from Dubai
Mr. Jamal Pradhan	Non-Executive (Non-Independent) Director and Chairman of Stakeholder Relationship Committee	joined through VC from Bengaluru
Mr. Iqbal Ishak Khan	Non-Executive (Non-Independent) Director	joined through VC from Mumbai
Mr. Shabbir Merchant	Independent Director	joined through VC from Bengaluru
Mr. Murali M. Natrajan	Managing Director & CEO	joined through VC from Mumbai

Key Managerial Personnel Present

Name of the KMP	Designation	Location
Mr. Bharat Laxmidas Sampat	Chief Financial Officer	joined through VC from Mumbai
Ms. Rubi Chaturvedi	Company Secretary	joined through VC from Mumbai

The Scrutinizer, representatives of the Statutory Auditors and the Secretarial Auditors were also present through VC from their respective locations. The senior leadership was also present through VC from their respective locations.

Members attending the AGM: 117 Members attended the AGM virtually in person or through authorized representative which were considered for the purpose of Quorum. In terms of the circulars issued by MCA and SEBI the requirement of appointing proxies has been dispensed with.

Quorum: The requisite quorum as required under Section 103 of the Companies Act, 2013 was present and the Chairman called the Meeting in Order. As per request of the Chairman, all the Directors on Board introduced themselves to the Shareholders.

The Chairman informed the shareholders about availability of Statutory Registers and Certificate of Auditors on ESOP for inspection of the Members.

The Members were informed that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Bank had availed Video Conference facility as well as Remote e-voting facility/voting at AGM provided by Central Depository Services (India) Limited (CDSL), to attend the meeting and also to exercise voting right by members of the Bank.

The Remote e-voting commenced at 9.00 a.m. (IST) on July 8, 2020 and ended at 5.00 p.m. on July 10, 2020. Further, the Bank had also provided the facility for e-voting during the AGM on all resolutions to facilitate the Members who were attending the meeting and had not cast their votes earlier through Remote e-voting. The Members were also informed that there would be no voting by show of hands.

The members were also informed that Mr. S. N. Ananthasubramanian and failing him Ms. Aparna Gadgil of M/s. S. N. Ananthasubramanian & Co., Company Secretaries were appointed as Scrutinizer for both remote e-voting and e-voting at the AGM, in fair and transparent manner.

As per request of the Chairman, the Chief Financial Officer of the Bank made a presentation on DCB Bank's Performance for information of the Shareholders

The Chairman then delivered his speech giving a brief outline about the Bank's performance. And then took up the agenda of the Meeting as set out in the Notice of the AGM for consideration

Ordinary Business	
Resolution No	Descriptions
1	Adoption of the Audited Financial Statements for the Financial Year ended March 31, 2020 together with the Reports of the Auditors and Directors thereon.
2	Re-appointment of Mr. Jamal Pradhan as Director of the Bank who retires by rotation and being eligible, offers himself for re-appointment.
3	Appointment of Statutory Auditors
Special Business	
4	Re-appointment of Ms. Rupa Devi Singh as an Independent Director for second term
5	Appointment of Mr. Aryn Jassani as an Independent Director
6	Appointment of Mr. Shabbir Merchant as an Independent Director
7	Appointment of Mr. Somasundaram PR as an Independent Director
8	Appointment of Mr. Rafiq Somani as an Independent Director
9	Increase in Borrowing Powers
10	Raising of funds by issue of bonds/ debentures/ securities on Private Placement basis
11	Issue of Equity Shares to Qualified Institutional Buyers through Qualified Institutions Placement

The Chairman then invited the Members who had registered themselves as Speakers, to express their views, make comments and seek clarifications on the operation and financial performance of the Bank and on the resolutions set out in the Notice of the AGM. The Members were given an opportunity to speak in order of their registration. After giving sufficient time to all the Members who had registered to speak, the chairman replied to the queries raised by Members.

The Chairman then announced that the voting results for the aforesaid resolutions would be declared within 48 hours from the conclusion of the AGM on receipt of the Scrutinizer's report and the Voting Results with Scrutinizer's report will be placed on the Bank's website, Website of the Service Provider (CDSL) and also would be forwarded to the Stock Exchanges in compliance with the applicable provisions of the Companies Act,2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulation 2015.

The Chairman informed that the e-voting window shall remain open for another 15 minutes and thereafter the e-voting portal shall be disabled by CDSL. Upon completion of e-voting process or the given time of 15 minutes, whichever was early, the Meeting would stand as concluded.

The Chairman thanked the Members, Directors and all the stakeholders for attending and participating in the meeting

Accordingly, the meeting concluded at 4.45 P.M. IST.

For DCB Bank Limited

Rubi Chaturvedi
Company Secretary &
Compliance Officer

Mumbai
July 11,2020