

Ref. No.CO:CS:RC:2023-24:262

January 09, 2024

BSE Limited,
Corporate Relationship Department,
2nd Floor, New Trading Wing,
Rotunda Building, P.J. Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra – Kurla Complex,
Bandra (E),
Mumbai – 400 051

Scrip Code: 532772

NSE Symbol: DCBBANK

Dear Sir / Madam,

Sub: Intimation of the results of Postal Ballot (through remote e-voting)

This is in continuation of our earlier intimation bearing reference no: CO:CS:RC:2023-24:232 dated December 08, 2023 enclosing the postal ballot notice along with the explanatory statement, for seeking approval of the members ("**Members**") of DCB Bank Limited ("**the Bank**") to transact the following special business:

Sr. No.	Particulars	Type of Resolution (Ordinary/Special)
Item No.1	To issue, offer and allot equity shares on a preferential basis	Special

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed results of e-voting on the aforesaid resolution in the prescribed format along with the scrutinizer's report dated January 09, 2024 issued by Ms. Aparna Gadgil (ACS 14713 & COP 8430) of S N Ananthasubramanian & Co., Practicing Company Secretaries.

We are pleased to inform you that the aforesaid special resolution has been passed by the Members of the Bank with the requisite majority. The resolution is deemed to have been passed today, i.e., January 09, 2024, being the last date specified for remote e-voting.

A copy of the scrutinizer's report and the voting results will also be made available on website of the Bank at www.dcbbank.com.

Please take the above information on your record.

Yours faithfully,
For DCB Bank Limited

Rubi Chaturvedi
Company Secretary &
Compliance Officer
ACS-21562
Encl.: As above

Resolution-wise disclosure:

To issue, offer and allot equity shares on a preferential basis

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To issue, offer and allot equity shares on a preferential basis				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46200234	46200234	100.0000	46200234	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	46200234	46200234	100.0000	46200234	0	100.0000	0.0000
Public- Institutions	E-Voting	149345781	114755648	76.8389	114750368	5280	99.9954	0.0046
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	149345781	114755648	76.8389	114750368	5280	99.9954	0.0046
Public- Non Institutions	E-Voting	116532124	4388496	3.7659	4197950	190546	95.6581	4.3419
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	116532124	4388496	3.7659	4197950	190546	95.6581	4.3419
Total		312078139	165344378	52.9817	165148552	195826	99.8816	0.1184
Whether resolution is Pass or Not.							Yes	



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

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Thane (W) – 400 601
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E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

SCRUTINIZER'S REPORT

To,
The Managing Director & CEO
DCB BANK LIMITED
CIN: L99999MH1995PLC089008
601 & 602, Peninsula Business Park,
6th floor, Tower A, Senapati Bapat Marg,
Lower Parel, Mumbai – 400013

We are pleased to present the report on the Postal Ballot conducted by **DCB Bank Limited (“the Bank”)** seeking consent of its Members for the Special Resolution as contained in the Notice of Postal Ballot dated **December 08, 2023**.

1. In terms of provisions of Section 110 of the Companies Act, 2013 (“the Act”) read with Companies (Management and Administration) Rules, 2014, we were appointed as the Scrutinizer by the Bank on **December 08, 2023** to conduct the Postal Ballot as contained in the Notice dated **December 08, 2023** (“Postal Ballot Notice”).
2. In terms of Sections 110 and 108 of the Companies Act, 2013, and all other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and in accordance with the relevant circulars issued by Ministry of Corporate Affairs (“MCA”) from time to time, in relation to *inter-alia* “Clarification on passing of Ordinary and Special resolutions by companies under the Companies Act, 2013” read with rules made thereunder, Members’ approval was sought for the Special Resolution as contained in the Postal Ballot Notice through e-voting only.
3. **Notice of the Postal Ballot**

- 3.1. The Bank has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited, as on **Friday, December 01, 2023 (“the cut-off date”)**, the Bank had

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*Scrutinizer's Report on Postal Ballot conducted by DCB Bank Limited
vide Notice dated December 08, 2023*



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

completed the dispatch of Postal Ballot Notice on **December 09, 2023** through e-mail to **1,59,518** Members who had registered their email-ids with the Bank/ Depositories/ Depository Participants/ Registrar and Share Transfer Agent.

- 3.2. The Bank had hosted the Postal Ballot Notice on its website and the website of CDSL (e-voting Agency) and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **December 08, 2023**.
- 3.3. Pursuant to Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and the relevant MCA Circulars, an advertisement regarding the Postal Ballot was published on **December 10, 2023** in all editions of **Free Press Journal (English newspaper) and Nav Shakti (Marathi language newspaper)**.
4. In terms of the aforesaid notice, Members were required to convey their assent or dissent, only through e-voting system, on e-voting platform provided by CDSL from **9:00 a.m. (IST) on Monday, December 11, 2023, to 5:00 p.m. (IST) on Tuesday, January 09, 2024**.
5. Members' demographic details, voting rights and voting pattern thereafter were downloaded by us from the e-voting platform provided by CDSL.
6. After scrutiny of votes cast, all the votes cast by Members were found to be valid.
7. Pursuant to Section 12(2) of the Banking Regulation Act, 1949, voting rights of an individual Member needs to be restricted to 26% of the total voting rights of all the members of the Bank. However, no Member is holding 26% or above shares/voting rights in the Bank.

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

8. We report that the 01 (One) Special Resolution as contained in the Postal Ballot Notice has been passed with requisite majority.

We have annexed with this report, the analysis of the results of the Special Resolution as contained in the Postal Ballot Notice.

For S. N. ANANTHASUBRAMANIAN & CO.

Company Secretaries

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Aparna Gadgil

Partner

ACS: 14713 | COP No.: 8430

ICSI UDIN: A014713E003165927

January 09, 2024 | Thane





S. N. ANANTHASUBRAMANIAN & CO

Company Secretaries

Result of Postal Ballot

Item No. 1: To issue, offer and allot equity shares on a preferential basis.

Particulars	Number of valid		Percentage (%)
	Voters	Votes	
Assent	554	16,51,48,552	99.8816
Dissent	43	1,95,826	0.1184
Total	597	16,53,44,378	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as contained in the Item No. 1 of the Postal Ballot Notice has been passed with **requisite majority**.

For S. N. ANANTHASUBRAMANIAN & CO.

Company Secretaries

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Aparna Gadgil

Partner

ACS: 14713 | COP No.: 8430

ICSI UDIN: A014713E003165927

January 09, 2024 | Thane