

June 6, 2015

Mr Girish Joshi, GM -
Department of Corporate Services
BSE Limited
Corporate Relations Department
1st Floor, New Trading Ring
P.J. Towers, Dalal Street
Mumbai - 400 001
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Fax.: 2272 2037/39/41/3121/3719
Email.: corp.relations@bseindia.com,
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BSE Scrip Code: 532648

Mr. Avinash Kharkar, AVP - Listing
Department
National Stock Exchange of India
Limited
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Mumbai - 400 051.
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NSE Symbol: YESBANK

Dear Sir,

Sub: Disclosure under Clause 31(d) and 35A of the Listing Agreement -YES Bank Limited (the Bank)

We hereby submit the details of voting results at the 11th Annual General Meeting of the Bank held on June 6, 2015 pursuant to the requirements of Clause 31(d) and 35A of the Listing Agreement entered into by the Bank. The detailed voting results consolidating the results of e-voting with the results of voting done by way of ballot paper at AGM is enclosed.

All the resolutions were passed with the requisite majority by the Shareholders. The details of votes cast by shareholders are given in the Annexure. The same be treated as compliance under Clause 31(d) of the Listing Agreement.

Kindly take the same on record.

Thanking you

Yours faithfully
For YES Bank Limited


Shivanand R. Shettigar
Company Secretary

Encl.: As above

YES BANK Limited, YES BANK Tower, IFC 2, 23rd Floor, Senapati Bapat Marg, Elphinstone (W), Mumbai 400 013, India

Tel: +91(22) 3366 9000 Fax: +91(22) 2421 4500

Regd. & Corporate Office: Nehru Centre, 9th Floor, Discovery of India, Dr. A.B. Road, Worli, Mumbai 400 018, India.

Tel: +91(22) 6669 9000 Fax: +91(22) 6669 9060

Website: www.yesbank.in Email: communications@yesbank.in CIN - L65190MH2003PLC143249

Date of the AGM: June 6, 2015

Total number of shareholders on record date (cut off date for voting) that is May 30, 2015: 174,649

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

Category	Number of shareholders	Number of Shares	% of paid-up capital
Promoter and Promoter Group	9	9,21,42,450	22.04%
Public	504	5,28,61,251	12.65%

No. of Shareholders attended the meeting through Video Conferencing

Promoter and Promoter Group : Not Applicable

Public : Not Applicable



Details of the Agenda:

Resolution No. 1: To consider and adopt

- a. the audited financial statements of the Bank for the financial year ended March 31, 2015 and the Reports 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, 2015 and the Report of the Auditors thereon.

Resolution required: Ordinary

Promoter/Public	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
Promoter and Promoter Group	92,142,450	9,21,42,450	100.00	9,21,42,450	0.00	100.00	0.00
Public - Institutional holders	27,32,17,912	17,79,86,954	65.14	17,79,14,770	72,184	99.96	0.04
Public-Others	5,26,80,227	1,47,74,884	28.05	1,47,69,330	5,554	99.96	0.04
Total	41,80,40,589	28,49,04,288	68.15	28,48,26,550	77,738	99.97	0.03

Resolution No. 2: Declaration of dividend

Resolution required: Ordinary

Promoter/Public	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
Promoter and Promoter Group	9,21,42,450	9,21,42,450	100.00	9,21,42,450	0	100.00	0.00
Public - Institutional holders	27,32,17,912	17,90,54,654	65.54	17,90,54,654	0	100.00	0.00
Public-Others	5,26,80,227	1,47,75,098	28.05	1,47,69,394	5,704	99.96	0.04
Total	41,80,40,589	28,59,72,202	68.41	28,59,66,498	5,704	100.00	0.00



Resolution No. 3: Appointment of Mr. M. R. Srinivasan (DIN 00056617) who retires by rotation and being eligible offers himself for reappointment as a Director of the Bank

Resolution required: Ordinary

Promoter/Public	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
Promoter and Promoter Group	9,21,42,450	9,21,42,450	100.00	4,91,75,000	4,29,67,450	53.37	46.63
Public - Institutional holders	27,32,17,912	17,90,54,654	65.54	17,21,93,388	68,61,266	96.17	3.83
Public-Others	5,26,80,227	1,45,43,032	27.61	1,45,36,183	6,849	99.95	0.05
Total	41,80,40,589	28,57,40,136	68.35	23,59,04,571	4,98,35,565	82.56	17.44

Resolution No. 4: Appointment of M/s. S. R. Batliboi & Co. LLP.,(Firm Registration no 301003E) as the Statutory Auditors of the Bank

Resolution required: Ordinary

Promoter/Public	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
Promoter and Promoter Group	9,21,42,450	9,21,42,450	100.00	9,21,42,450	0	100.00	0.00
Public - Institutional holders	27,32,17,912	17,78,65,779	65.10	17,28,51,806	50,13,973	97.18	2.82
Public-Others	5,26,80,227	1,47,74,935	28.05	1,47,69,338	5,597	99.96	0.04
Total	41,80,40,589	28,47,83,164	68.12	27,97,63,594	50,19,570	98.24	1.76



Resolution No. 5: Appointment of Mr. Ajay Vohra (DIN 00012136) as an Independent Director of the Bank for a period from 1st April 2015 to 28th April 2016

Resolution required: Ordinary

Promoter/Public	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
Promoter and Promoter Group	9,21,42,450	9,21,42,450	100.00	4,91,75,000	429,67,450	53.37	46.63
Public - Institutional holders	27,32,17,912	17,25,82,022	63.17	9,78,90,400	746,91,622	56.72	43.28
Public-Others	5,26,80,227	1,47,74,734	28.05	1,47,69,143	5,591	99.96	0.04
Total	41,80,40,589	27,94,99,206	66.86	16,18,34,543	11,76,64,663	57.91	42.09

Resolution No. 6: Appointment of Mr. Diwan Arun Nanda (DIN 00034744) as an Independent Director of the Bank for a period of five years effective 1st April 2015

Resolution required: Ordinary

Promoter/Public	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
Promoter and Promoter Group	9,21,42,450	921,42,450	100.00	4,91,75,000	4,29,67,450	53.37	46.63
Public - Institutional holders	27,32,17,912	17,25,82,022	63.17	17,07,59,287	18,22,735	98.94	1.06
Public-Others	5,26,80,227	1,45,42,762	27.61	1,45,35,910	6,852	99.95	0.05
Total	41,80,40,589	27,92,67,234	66.80	23,44,70,197	4,47,97,037	83.96	16.04



Resolution No. 7: Approval for payment of remuneration with effect from April 1, 2014 to Mr. Rana Kapoor (DIN 00320702) Managing Director & Chief Executive Officer of the Bank

Resolution required: Ordinary

Promoter/Public	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
Promoter and Promoter Group	9,21,42,450	9,21,42,450	100.00	4,91,75,000	4,29,67,450	53.37	46.63
Public - Institutional holders	27,32,17,912	17,90,54,654	65.54	17,88,84,178	1,70,476	99.90	0.10
Public-Others	5,26,80,227	1,47,74,874	28.05	1,47,68,984	5,890	99.96	0.04
Total	41,80,40,589	28,59,71,978	68.41	24,28,28,162	4,31,43,816	84.91	15.09

Resolution No. 8: Approval for re-appointment of Mr. Rana Kapoor (DIN 00320702) as a Managing Director & Chief Executive Officer of the Bank with effect from September 1, 2015 for a period of 3 years and remuneration effective from April 1, 2015, subject to approval of Reserve Bank of India

Resolution required: Ordinary

Promoter/Public	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
Promoter and Promoter Group	9,21,42,450	9,21,42,450	100.00	4,91,75,000	4,29,67,450	53.37	46.63
Public - Institutional holders	27,32,17,912	17,90,54,654	65.54	17,89,90,717	63,937	99.96	0.04
Public-Others	5,26,80,227	1,47,74,874	28.05	1,47,69,120	5,754	99.96	0.04
Total	41,80,40,589	28,59,71,978	68.41	24,29,34,837	4,30,37,141	84.95	15.05



Resolution No. 9: Approval for raising of capital upto USD 1 Billion or its Indian Rupee equivalent by way of public issue, preferential issue, qualified Institutional placement, private placement or a combination thereof through ADRs/GDRs or FCCBs or any other methods by issue of shares or convertible securities in one or more tranches provided however that the aggregate amount raised shall not result in increase of the issued and subscribed equity share capital of the Bank by more than 15% of the then issued and subscribed equity shares of the Bank

Resolution required: Special

Promoter/Public	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
Promoter and Promoter Group	9,21,42,450	9,21,42,450	100.00	9,21,42,450	0	100.00	-
Public - Institutional holders	27,32,17,912	17,90,54,654	65.54	17,46,04,344	44,50,310	97.51	2.49
Public-Others	5,26,80,227	1,47,75,075	28.05	1,47,69,656	5,419	99.96	0.04
Total	41,80,40,589	28,59,72,179	68.41	28,15,16,450	44,55,729	98.44	1.56

Resolution No. 10: Approval for increase in the borrowing limits from ₹ 30,000 Crores to ₹ 50,000 Crores

Resolution required: Special

Promoter/Public	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
Promoter and Promoter Group	9,21,42,450	9,21,42,450	100.00	9,21,42,450	0	100.00	-
Public - Institutional holders	27,32,17,912	17,90,54,654	65.54	17,88,14,397	2,40,257	99.87	0.13
Public-Others	5,26,80,227	1,47,74,875	28.05	1,47,69,344	5,531	99.96	0.04
Total	41,80,40,589	28,59,71,979	68.41	28,57,26,191	2,45,788	99.91	0.09



Resolution No. 11: Approval for borrowing/ raising funds in Indian/ Foreign currency by issue of debt securities including non-convertible debentures or bonds upto ₹ 10,000 Crores (the "NCDs") to eligible investors on private placement basis

Resolution required: Special

Promoter/Public	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
Promoter and Promoter Group	9,21,42,450	9,21,42,450	100.00	9,21,42,450	0	100.00	-
Public - Institutional holders	27,32,17,912	17,90,54,654	65.54	17,88,14,397	2,40,257	99.87	0.13
Public-Others	5,26,80,227	1,47,74,875	28.05	1,47,69,307	5,568	99.96	0.04
Total	41,80,40,589	28,59,71,979	68.41	28,57,26,154	2,45,825	99.91	0.09

Resolution No. 12: Approval for increasing the investment by Foreign Portfolio Investors ("FPIs") and Foreign Institutional Investors up to an aggregate of 74% of the paid-up share capital of the Bank or such other limit as may be permissible under applicable laws

Resolution required: Special

Promoter/Public	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
Promoter and Promoter Group	9,21,42,450	9,21,42,450	100.00	9,21,42,450	0	100.00	-
Public - Institutional holders	27,32,17,912	17,90,54,654	65.54	17,90,54,654	0	100.00	-
Public-Others	5,26,80,227	1,47,74,885	28.05	1,47,68,884	6,001	99.96	0.04
Total	41,80,40,589	28,59,71,989	68.41	28,59,65,988	6,001	100.00	0.00



**Combined Scrutinizer's Report on Remote E-voting & Voting conducted at the 11th AGM
of YES BANK Limited held on June 6, 2015**

To,
The Chairperson,
YES BANK Limited

11th Annual General Meeting of the Equity Shareholders of YES BANK Limited held on
Saturday, June 6, 2015 at 11.00 A.M. at Hall of Culture, Ground Floor, Nehru Centre,
Worli, Mumbai - 400 018

Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the
Companies Act 2013 read with Rule 20 of the Companies (Management and
Administration) Rules, 2014 as amended.

The Board of Directors of YES BANK Limited (hereinafter referred to as the "Bank") at its
meeting held on April 22, 2015 has appointed me as the Scrutinizer for the Remote E-voting
process as well as to scrutinize the physical ballot forms received from the members at the
venue of the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of
the Companies (Management and Administration) Rules, 2014 and in accordance with the
Listing Agreement. I say, I am familiar and well versed with the concept of electronic voting
system as prescribed under the said Rules and the SEBI circular No. CIR/CFD/POLICY
CELL/2/2014 dated April 17, 2014 issued in this regard.



Report on Scrutiny:

- The Bank had appointed Karvy Computershare Pvt. Ltd., ('KCPL' or 'Karvy') as the Service provider, for the purpose of extending the facility of Remote E-Voting to the Members of the Bank. KCPL are also the Registrar and Share Transfer Agents ('RTA') of the Bank.
- The Service Provider had provided a system for recording the votes of the Members electronically on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the 11th Annual General Meeting (AGM) of the Bank, which was held on Saturday, June 6, 2015.
- The Service Provider had set up electronic voting facility on their website, <https://evoting.karvy.com>. The Bank had uploaded all the items of the business to be transacted at the AGM on the website of the Bank and also it's Service Provider to facilitate their Members to cast their vote through Remote E-Voting.
- The cut-off date for the dispatch of the Notice of the Annual General Meeting (AGM) was April 24, 2015 and as on that date, there were 176,042 Members of the Bank. The service provider had sent the Notices of the AGM along with Annual Report and E-voting details by email to 126,748 Members whose email Id was made available by the Depositories and for those members, holding in physical form, who had registered their email Id with the RTA. In respect of 49,294 Members, whose Email Ids are not available, the Notices were sent by courier. In respect of 8,589 cases, where the transmissions through email had failed, the Bank had sent the Notice of the AGM along with Annual Report and E-voting details through physical form by courier.
- The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended.



- The **Cut-off date** for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **Saturday, May 30, 2015**.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for four days from **Tuesday, June 2, 2015 at 10:00 A.M. to Friday, June 5, 2015 at 5:00 P.M.**
- The Bank completed the dispatch of the notices to the members on Tuesday, May 12, 2015.
- As prescribed in clause (v) of sub rule 4 of the Rule 20, the Bank also released an advertisement, which was published more than 21 days before the date of the AGM in English in 'Hindustan Times' newspaper having country-wide circulation and 'The Free Press Journal' newspaper dated May 13, 2015 and in Marathi in 'Navshakti' newspaper dated May 13, 2015. 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 June 5, 2015 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.
- At the venue of the 11th AGM of the Bank held on June 6, 2015, the facility to vote through Ballot Paper had been provided to facilitate those members present in the meeting but could not participate in the Remote E-voting to record their votes.
- On June 6, 2015, after counting of the votes conducted at the venue of the AGM through ballot paper, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Raj Gandhi and Ms. Amisha Rajput who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.
- After the voting at the AGM was concluded, 2 (two) ballot boxes kept for the purpose of casting of votes were locked in my presence with due identification marks placed by me. The locked ballot boxes were subsequently opened in my presence and in presence of two witnesses, as mentioned above, and ballot papers



were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Bank and the authorizations / proxies lodged with the Bank. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the physical voting done at the venue of the AGM by way of Ballot paper, the details of which are as follows:

The results of the Remote E-voting together with that of the voting conduct at venue of the AGM by way of Ballot Papers are as under:

Details	Remote E-voting	Voting through Ballot paper at AGM	Total voting
Number of members who cast their votes	1121	49	1170
Total number of Shares held by them	239466258	47277605	286743863
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Invalid Votes	Various as mentioned under each of the Resolution		

Note: Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting or Physical Voting.



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

Consideration and adoption of

- a. the audited financial statements of the Bank for the financial year ended March 31, 2015 and the Reports 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, 2015 and the Report of the Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	
Remote E-voting	237549451	99.967	77422	0.0325	1839385
Physical Voting	47277099	99.999	316	0.001	190
TOTAL	284826550	99.973	77738	0.027	1839575

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

Declaration of dividend

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	
Remote E-voting	238689387	99.998	5400	0.002	771471
Physical Voting	47277111	99.999	304	0.001	190
TOTAL	285966498	99.998	5704	0.002	771661



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

Appointment of Mr. M. R. Srinivasan (DIN 00056617) who retires by rotation and being eligible offers himself for reappointment as a Director of the Bank

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	231596347	97.121	6866374	2.879	1003537
Physical Voting	4308224	9.113	42969191	90.887	190
TOTAL	235904571	82.559	49835565	17.441	1003727

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

Appointment of M/s. S. R. Batliboi & Co. LLP.,(Firm Registration no 301003E) as the Statutory Auditors of the Bank

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	232486495	97.887	5019254	2.113	1960509
Physical Voting	47277099	99.999	316	0.01	190
TOTAL	279763594	98.237	5019570	1.763	1960699



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

Appointment of Mr. Ajay Vohra (DIN 00012136) as an Independent Director of the Bank for a period from 1st April 2015 to 28th April 2016

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	
Remote E-voting	157836582	67.968	74385209	32.032	7244467
Physical Voting	3997961	8.456	43279454	91.544	190
TOTAL	161834543	57.902	117664663	42.098	7244657

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

Appointment of Mr. Diwan Arun Nanda (DIN 00034744) as an Independent Director of the Bank for a period of five years effective 1st April 2015

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	
Remote E-voting	230161975	99.212	1827844	0.788	7476439
Physical Voting	4308222	9.113	42969193	90.887	190
TOTAL	234470197	83.959	44797037	16.041	7476629



VII) Item No. 7 of the Notice (As an Ordinary Resolution):

Approval for payment of remuneration with effect from April 1, 2014 to Mr. Rana Kapoor (DIN 00320702) Managing Director & Chief Executive Officer of the Bank

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	238518690	99.926	175873	0.074	771695
Physical Voting	4309472	9.115	42967943	90.885	190
TOTAL	242828162	84.913	43143816	15.087	771885

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

Approval for re-appointment of Mr. Rana Kapoor (DIN 00320702) as a Managing Director & Chief Executive Officer of the Bank with effect from September 1, 2015 for a period of 3 years and remuneration effective from April 1, 2015, subject to approval of Reserve Bank of India

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	238625365	99.971	69198	0.029	771695
Physical Voting	4309472	9.115	42967943	90.885	190
TOTAL	242934837	84.951	43037141	15.049	771885



IX) Item No. 9 of the Notice (As a Special Resolution):

Seeking approval for raising of capital upto USD 1 Billion or its Indian Rupee equivalent by way of public issue, preferential issue, qualified Institutional placement, private placement or a combination thereof through ADRs/GDRs or FCCBs or any other methods by issue of shares or convertible securities in one or more tranches provided however that the aggregate amount raised shall not result in increase of the issued and subscribed equity share capital of the Bank by more than 15% of the then issued and subscribed equity shares of the Bank

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	234239351	98.133	4455413	1.867	771494
Physical Voting	47277099	99.999	316	0.001	190
TOTAL	281516450	98.442	4455729	1.558	771684

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

Seeking approval for increase in the borrowing limits from Rs.30,000 Crores to Rs. 50,000 Crores

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	238449092	99.897	245472	0.103	771694
Physical Voting	47277099	99.999	316	0.001	190
TOTAL	285726191	99.914	245788	0.086	771884



XI) Item No. 11 of the Notice (As a Special Resolution):

Seeking approval for borrowing/ raising funds in Indian/ Foreign currency by issue of debt securities including non-convertible debentures or bonds upto Rs.10,000 Crores (the "NCDs") to eligible investors on private placement basis

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	238449055	99.897	245509	0.103	771694
Physical Voting	47277099	99.999	316	0.001	190
TOTAL	285726154	99.914	245825	0.086	771884

XII) Item No. 12 of the Notice (As a Special Resolution):

Seeking approval for increasing the investment by Foreign Portfolio Investors ("FPIs") and Foreign Institutional Investors up to an aggregate of 74% of the paid-up share capital of the Bank or such other limit as may be permissible under applicable laws

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	238688889	99.998	5685	0.002	771684
Physical Voting	47277099	99.999	316	0.001	190
TOTAL	285965988	99.998	6001	0.002	771874



All the Resolutions mentioned in the AGM Notice as per the details above stand passed under Remote E-voting and voting conducted at AGM by way of Ballot Papers with the requisite majority and hence deemed to be passed as on the date of the AGM.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid/abstained, for each resolution is enclosed.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through Remote E-Voting and voting conduct at AGM by way of Ballot Papers by the Members of the Bank. The Ballot papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairperson signs the Minutes.

Thanking you,
Yours Faithfully
For B.N. & Associates



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



Place: Mumbai
Date: June 6, 2015

Witnesses:



1. Mr. Raj Gandhi



2. Ms. Amisha Rajput

I have received the report:



Signed by Ms Radha Singh
Non-Executive Chairperson

Place: Mumbai
Date: June 6, 2015