



AXIS BANK

AXIS/CO/CS/367/2019-20

20th July 2019

Shri Kautuk Upashyay
The Chief Manager (Listing Compliance)
(Listing & Compliance)
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, "G" Block
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051

Shri Khushru Balsara
The Deputy General Manager (Listing)
The Bombay Stock Exchange Limited
1st Floor, New Trading Ring, Rotunda
Building
P. J. Towers, Dalal Street
Fort,
Mumbai - 400 001

NSE Symbol : AXISBANK

BSE Scrip Code: 532215

Dear Sir(s),

SUB: PROCEEDINGS OF THE 25TH ANNUAL GENERAL MEETING OF AXIS BANK LIMITED AND VOTING RESULTS.

REF: REGULATION 44(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENT) REGULATIONS, 2015.

Pursuant to the requirements of Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submit herewith the details of the proceedings of the 25th Annual General Meeting held today at 10.00 a.m. at H.T. Parekh Auditorium, AMA Complex, ATRIA, Dr. Vikaram Sarabhai Marg, Ahmedabad, Gujarat, 380 015 and that of the voting results in respect of all the resolutions as set out in the Notice dated 22nd May 2019, for your information and noting please.

Please note that the said voting results have been consolidated in respect of voting conducted through remote e-voting and ballot conducted at the said Annual General Meeting. We are pleased to inform you that all the said resolution(s) have been passed by the Shareholders with the requisite majority as mandated under the relevant provisions of the Companies Act, 2013 and the relevant Rules made thereunder. This shall be treated as our disclosure under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

In this connection, we enclose herewith the Scrutinizers Report dated 20th July 2019 issued by Shri Nimai G. Shah, Chartered Accountant (Membership No. 100932) Partner, Chandabhoy & Jassoobhoy, who was appointed as the Scrutinizer for the said e-voting process.

You are requested to take note of the above and arrange to bring it to the notice of all concerned.

Thanking you.

Yours Sincerely,

For Axis Bank Limited

**Girish V. Koliyote
Company Secretary**

Encl.: As above.

General information about company

Scrip code	532215
NSE Symbol	AXISBANK
MSEI Symbol	NOTLISTED
ISIN	INE238A01034
Name of the company	AXIS BANK LIMITED
Type of meeting	AGM
Date of the meeting/ last day of receipt of postal ballot forms (in case of Postal Ballot)	20-07-2019
Start time of the meeting	10:00 AM
End time of the meeting	12:30 PM



Scrutinizer Details	
Name of the Scrutinizer	Nimai G. Shah
Firms Name	Chandabhoy & Jassoobhoy
Qualification	CA
Membership Number	100932
Date of Board Meeting in which appointed	22-05-2019
Date of Issuance of Report to the company	20-07-2019



Voting results	
Record date	13-07-2019
Total number of shareholders on record date	367167
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	2
b) Public	95
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	13
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				(a) the audited standalone financial statements of the Bank for the financial year ended 31st March 2019 and the Reports of the Directors and the Auditors thereon; and the audited consolidated financial statements, for the financial year ended 31st March, 2019 and the Report of the Auditors thereon				
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	459643443	459643443	100	459643443	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		459643443	459643443	100	459643443	0	100
Public-Institutions	E-Voting	1699323204	1365533053	80.3575	1365533053	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1699323204	1365533053	80.3575	1365533053	0	100
Public- Non Institutions	E-Voting	460643791	240415090	52.1911	240414890	200	99.9999	0.0001
	Poll		78854	0.0171	78854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		460643791	240493944	52.2082	240493744	200	99.9999
Total		2619610438	2065670440	78.8541	2065670240	200	100	0
Whether resolution is Pass or Not							Yes	
Disclosure of notes on resolution								



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Dividend on equity shares of the Bank for the financial year ended 31st March 2019				
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	459643443	459643443	100	459643443	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		459643443	459643443	100	459643443	0	100
Public-Institutions	E-Voting	1699323204	1371348103	80.6997	1371348103	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1699323204	1371348103	80.6997	1371348103	0	100
Public-Non Institutions	E-Voting	460643791	287554719	62.4245	287554521	198	99.9999	0.0001
	Poll		78854	0.0171	78854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		460643791	287633573	62.4416	287633375	198	99.9999
Total		2619610438	2118625119	80.8756	2118624921	198	100	0
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appoint a Director in place of Smt. Usha Sangwan (DIN 02609263), who retires by rotation and being eligible, has offered herself for re-appointment.				
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	459643443	459643443	100	459643443	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		459643443	459643443	100	459643443	0	100
Public- Institutions	E-Voting	1699323204	1340448360	78.8813	715231431	625216929	53.3576	46.6424
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1699323204	1340448360	78.8813	715231431	625216929	53.3576
Public- Non Institutions	E-Voting	460643791	240447696	52.1982	238513600	1934096	99.1956	0.8044
	Poll		78854	0.0171	78854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		460643791	240526550	52.2153	238592454	1934096	99.1959
Total		2619610438	2040618353	77.8978	1413467328	627151025	69.2666	30.7334
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Rakesh Makhija (DIN 00117692), Independent Director, as the Non-Executive (Part-time) Chairman of the Bank, for a period of three(3) years, with effect from 18th July 2019 up to 17th July 2022 (both days inclusive) and the terms and conditions relating to the said appointment, including remuneration, subject to the approval of the RBI.				
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	459643443	197193230	42.9013	197193230	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		459643443	197193230	42.9013	197193230	0	100
Public- Institutions	E-Voting	1699323204	1326991774	78.0894	1321457469	5534305	99.5829	0.4171
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1699323204	1326991774	78.0894	1321457469	5534305	99.5829
Public- Non Institutions	E-Voting	460643791	287554687	62.4245	287553334	1353	99.9995	0.0005
	Poll		78854	0.0171	78854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		460643791	287633541	62.4416	287632188	1353	99.9995
Total		2619610438	1811818545	69.1637	1806282887	5535658	99.6945	0.3055
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Revision in the remuneration payable to Shri Amitabh Chaudhry (DIN 00531120) as the Managing Director & CEO of the Bank, w.e.f. 1st April 2019, subject to the approval of the RBI.				
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	459643443	459643443	100	459643443	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		459643443	459643443	100	459643443	0	100
Public- Institutions	E-Voting	1699323204	1328347830	78.1692	1318331085	10016745	99.2459	0.7541
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1699323204	1328347830	78.1692	1318331085	10016745	99.2459
Public- Non Institutions	E-Voting	460643791	287554676	62.4245	287549581	5095	99.9982	0.0018
	Poll		78854	0.0171	78854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		460643791	287633530	62.4416	287628435	5095	99.9982
Total		2619610438	2075624803	79.2341	2065602963	10021840	99.5172	0.4828
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Revision in the remuneration payable to Shri Rajiv Anand (DIN 02541753) as the Executive Director (Wholesale Banking) of the Bank, w.e.f. 1st April 2019 upto 3rd August 2019 (both days inclusive), subject to the approval of the RBI.				
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)	$(3) = \frac{(2) \times (1)}{100}$	(4)	(5)	$(6) = \frac{(4) \times (2)}{100}$	$(7) = \frac{(5) \times (2)}{100}$
Promoter and Promoter Group	E-Voting	459643443	459643443	100	459643443	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		459643443	459643443	100	459643443	0	100
Public- Institutions	E-Voting	1699323204	1328347830	78.1692	1318331085	10016745	99.2459	0.7541
	Poll		0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		1699323204	1328347830	78.1692	1318331085	10016745	99.2459
Public- Non Institutions	E-Voting	460643791	287554686	62.4245	287548993	5693	99.998	0.002
	Poll		78854	0.0171	78854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	
	Total		460643791	287633540	62.4416	287627847	5693	99.998
Total		2619610438	2075624813	79.2341	2065602375	10022438	99.5171	0.4829
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Shri Rajiv Anand (DIN 02541753) as the Whole-Time Director designated as the 'Executive Director (Wholesale Banking)' of the Bank, for a period of three (3) years, with effect from 4th August 2019 up to 3rd August 2022 (both days inclusive), and the terms and conditions relating to the said re-appointment, including remuneration, subject to the approval of the RBI.				
Category	Mode of voting	No. or 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	459643443	459643443	100	459643443	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		459643443	459643443	100	459643443	0	100
Public- Institutions	E-Voting	1699323204	1328347830	78.1692	1328347830	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1699323204	1328347830	78.1692	1328347830	0	100
Public- Non Institutions	E-Voting	460643791	287554677	62.4245	287552213	2464	99.9991	0.0009
	Poll		78854	0.0171	78854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		460643791	287633531	62.4416	287631067	2464	99.9991
Total		2619610438	2075624804	79.2341	2075622340	2464	99.9999	0.0001
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



Resolution(8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Revision in the remuneration payable to Shri Rajesh Dahiya (DIN 07508488) as the Executive Director (Corporate Centre) of the Bank, w.e.f. 1st April 2019 upto 3rd August 2019 (both days inclusive), subject to the approval of the RBI.				
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	459643443	459643443	100	459643443	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		459643443	459643443	100	459643443	0	100
Public- Institutions	E-Voting	1699323204	1328347830	78.1692	1318331085	10016745	99.2459	0.7541
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1699323204	1328347830	78.1692	1318331085	10016745	99.2459
Public- Non Institutions	E-Voting	460643791	287554686	62.4245	287549587	5099	99.9982	0.0018
	Poll		78854	0.0171	78854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		460643791	287633540	62.4416	287628441	5099	99.9982
Total		2619610438	2075624813	79.2341	2065602969	10021844	99.5172	0.4828
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								



Resolution(9)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Shri Rajesh Dahiya (DIN 07508488) as the Whole-Time Director designated as the 'Executive Director (Corporate Centre)' of the Bank, for a period of three (3) years, with effect from 4th August 2019 up to 3rd August 2022 (both days inclusive), and the terms and conditions relating to the said re-appointment, including remuneration, subject to the approval of the RBI.				
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	459643443	459643443	100	459643443	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		459643443	459643443	100	459643443	0	100
Public- Institutions	E-Voting	1699323204	1328347830	78.1692	1328347830	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1699323204	1328347830	78.1692	1328347830	0	100
Public- Non Institutions	E-Voting	460643791	287554689	62.4245	287552524	2165	99.9992	0.0008
	Poll		78854	0.0171	78854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		460643791	287633543	62.4416	287631378	2165	99.9992
Total		2619610438	2075624816	79.2341	2075622651	2165	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(10)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve the appointment of Shri Pralay Mondal (DIN 00117994) as a Director of the Bank, w.e.f. 1st August 2019.				
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	459643443	459643443	100	459643443	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		459643443	459643443	100	459643443	0	100
Public- Institutions	E-Voting	1699323204	1371348103	80.6997	1317912996	53435107	96.1035	3.8965
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1699323204	1371348103	80.6997	1317912996	53435107	96.1035
Public- Non Institutions	E-Voting	460643791	287554687	62.4245	287552096	2591	99.9991	0.0009
	Poll		78854	0.0171	78854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		460643791	287633541	62.4416	287630950	2591	99.9991
Total		2619610438	2118625087	80.8756	2065187389	53437698	97.4777	2.5223
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



Resolution(1 1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Shri Pralay Mondal (DIN 00117994) as the Whole Time Director designated as the Executive Director (Retail Banking) of the Bank for a period of 3 years, w.e.f. 1st August 2019 upto 31st July, 2022 (both days inclusive), and the terms and conditions relating to the said appointment, including remuneration, subject to the approval of the RBI.				
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	459643443	459643443	100	459643443	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		459643443	459643443	100	459643443	0	100
Public-Institutions	E-Voting	1699323204	1328347830	78.1692	1328347830	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1699323204	1328347830	78.1692	1328347830	0	100
Public- Non Institutions	E-Voting	460643791	287554685	62.4245	287551595	3090	99.9989	0.0011
	Poll		78854	0.0171	78854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		460643791	287633539	62.4416	287630449	3090	99.9989
Total		2619610438	2075624812	79.2341	2075621722	3090	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Resolution(1 2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Borrowing/ Raising funds in Indian Currency /Foreign Currency by issue of Debt Securities including but not limited to long term bonds, green bonds, non-convertible debentures, perpetual debt instruments and Tier II Capital bonds or such other debt securities as may be permitted under the RBI guidelines, from time to time, on a private placement basis, for an amount of up to Rs. 35,000 crore during a period of one year from the date of passing of this Resolution.				
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	459643443	459643443	100	459643443	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		459643443	459643443	100	459643443	0	100
Public- Institutions	E-Voting	1699323204	1371404 249	80.703	1371359749	44500	99.9968	0.0032
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1699323204	1371404 249	80.703	1371359749	44500	99.9968
Public- Non Institutions	E-Voting	460643791	287947223	62.5097	287945954	1269	99.9996	0.0004
	Poll		78854	0.0171	78854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		460643791	288026077	62.5269	288024808	1269	99.9996
Total		2619610438	2119073769	80.8927	2119028000	45769	99.9978	0.0022
Whether resolution is Pass or Not.								Yes
Disclosure of notes on resolution								



Resolution(13)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Payment of Profit Related Commission to the Non-Executive Directors (excluding the Non-Executive (Part-Time) Chairman) of the Bank, for a period of five (5) years with effect from 1st April 2020.				
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	459643443	459093762	99.8804	459093762	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		459643443	459093762	99.8804	459093762	0	100
Public- Institutions	E-Voting	1699323204	1328347830	78.1692	1245526733	82821097	93.7651	6.2349
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1699323204	1328347830	78.1692	1245526733	82821097	93.7651
Public- Non Institutions	E-Voting	460643791	287554687	62.4245	282184812	5369875	98.1326	1.8674
	Poll		78854	0.0171	78854	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		460643791	287633541	62.4416	282263666	5369875	98.1331
Total		2619610438	2075075133	79.2131	1986884161	88190972	95.75	4.25
Whether resolution is Pass or Not. Yes								
Disclosure of notes on resolution								



FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to Sections 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
Chairman of the Board of Directors
Axis Bank Limited
'Trishul', 3rd Floor,
Opp. Samarsheshwar Temple, Low Garden,
Ellisbridge, Ahmedabad - 380 006

Sub: Scrutinizer's Report

Ref: 25th Annual General Meeting (AGM) of the Shareholders of Axis Bank Limited.

Dear Sir,

I, Shri Nimai G. Shah, Chartered Accountant (Membership No. 100932) and Partner, Chandabhai & Jassoobhai, Chartered Accountants, Ahmedabad appointed as Scrutinizer for the purpose of the voting by electronic means and poll at the said AGM carried out as per the provisions of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolution(s), proposed at the said AGM held today at H.T. Parekh Auditorium, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad, Gujarat- 380015, submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, two polling boxes kept for polling were locked and sealed in my presence, with due identification marks placed by me.
2. The locked polling boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Karvy Fintech Private Limited, Hyderabad, Registrar and Transfer Agents of the Bank and the authorizations / proxies lodged with the Bank.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The remote e-voting period commenced on Tuesday, 16th July, 2019 (9:00 a.m.) and ended on Friday, 19th July, 2019 (5:00 p.m.).
5. The Shareholders holding the shares as on the "cut off" date i.e. Saturday, 13th July, 2019 were entitled to vote on the proposed resolution(s) as set out in items nos. 1 to 13 of the Notice dated 22nd May, 2019 convening the said AGM.
6. The votes cast through remote e-voting were unblocked by me on 20th July 2019 around 12.35 p.m. in the presence of two witnesses, Mr. Parin Patwari and Mr. Vraj Dokwalo who are not in the employment of the Bank. They have signed below on the confirmation of the votes being unblocked in their presence.
7. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Karvy Fintech Pvt. Ltd. (<https://evoting.karvy.com>).
8. The results of voting by electronic means and poll at the said AGM is as under:



Resolution No. 1 - To receive, consider and adopt:

- (a) the audited standalone financial statements of the Bank for the financial year ended 31st March 2019 and the Reports of the Directors and the Auditors thereon; and
- (b) the audited consolidated financial statements, for the financial year ended 31st March, 2019 and the Report of the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1456	2065670240	100%

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
12	200	0%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	120

Resolution No. 2 - Dividend on equity shares of the Bank for the financial year ended 31st March 2019.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1486	2118624921	100%

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
10	198	0%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	120



Resolution No. 3 - Appoint a Director in place of Smt. Usha Sangwan (DIN 02609263), who retires by rotation and being eligible, has offered herself for re-appointment.

(i) **Voted In favour of the resolution:**

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
808	1413467328	69.27%

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

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
658	627151025	30.73%

(iii) **Invalid votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	120

Resolution No. 4- Appointment of Shri Rakesh Makhija (DIN 00117692), Independent Director, as the Non-Executive (Part-time) Chairman of the Bank, for a period of three (3) years, with effect from 18th July 2019 up to 17th July 2022 (both days inclusive) and the terms and conditions relating to the said appointment, including remuneration, subject to the approval of the RBI.

(i) **Voted In favour of the resolution:**

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1420	1806282887	99.69%

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

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
33	5535658	0.31%

(iii) **Invalid votes:**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	120



Resolution No. 5 - Revision in the remuneration payable to Shri Amitabh Chaudhry (DIN 00531120) as the Managing Director & CEO of the Bank, w.e.f. 1st April 2019, subject to the approval of the RBI.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1436	2065602963	99.52%

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
43	10021840	0.48%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	120

Resolution No. 6 - Revision in the remuneration payable to Shri Rajiv Anand (DIN 02541753) as the Executive Director (Wholesale Banking) of the Bank, w.e.f. 1st April 2019 upto 3rd August 2019 (both days inclusive), subject to the approval of the RBI.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1434	2065602375	99.52%

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
45	10022438	0.48%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	120



Resolution No. 7 - Re-appointment of Shri Rajiv Anand (DIN 02541753) as the Whole-Time Director designated as the 'Executive Director (Wholesale Banking)' of the Bank, for a period of three (3) years, with effect from 4th August 2019 up to 3rd August 2022 (both days inclusive), and the terms and conditions relating to the said re-appointment, including remuneration, subject to the approval of the RBI.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1451	2075622340	100%

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
25	2464	0%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	120

Resolution No. 8 - Revision in the remuneration payable to Shri Rajesh Dahiya (DIN 07508488) as the Executive Director (Corporate Centre) of the Bank, w.e.f. 1st April 2019 upto 3rd August 2019 (both days inclusive), subject to the approval of the RBI.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1436	2065602969	99.52%

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
44	10021844	0.48%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	120



Resolution No. 9- Re-appointment of Shri Rajesh Dahtya (DIN 07508488) as the Whole-Time Director designated as the 'Executive Director (Corporate Centre)' of the Bank, for a period of three (3) years, with effect from 4th August 2019 up to 3rd August 2022 (both days inclusive), and the terms and conditions relating to the said re-appointment, including remuneration, subject to the approval of the RBI.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1451	2075622651	100%

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
28	2165	0%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	120

Resolution No. 10- To approve the appointment of Shri Pralay Mondal (DIN 00117994) as a Director of the Bank, w.e.f. 1st August 2019.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1432	2065187389	97.48%

(ii) Voted against the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
62	53437698	2.52%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	120



Resolution No. 11 - Appointment of Shri Pralay Mondal (DIN 00117994) as the Whole Time Director designated as the Executive Director (Retail Banking) of the Bank for a period of 3 years, w.e.f. 1st August 2019 upto 31st July, 2022 (both days inclusive), and the terms and conditions relating to the said appointment, including remuneration, subject to the approval of the RBI.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1449	2075621722	100%

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

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
27	3090	0%

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	120

Resolution No. 12- Borrowing/ Raising funds in Indian Currency /Foreign Currency by Issue of Debt Securities including but not limited to long term bonds, green bonds, non-convertible debentures, perpetual debt instruments and Tier II Capital bonds or such other debt securities as may be permitted under the RBI guidelines, from time to time, on a private placement basis, for an amount of up to Rs. 35,000 crore during a period of one year from the date of passing of this Resolution.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1490	2119028000	100%

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

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
22	45769	0%

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	120



Resolution No. 13- Payment of Profit Related Commission to the Non-Executive Directors (excluding the Non-Executive (Part-Time) Chairman) of the Bank, for a period of five (5) years with effect from 1st April 2020.

(i) Voted in favour of the resolution:

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1390	1986884161	95.75%

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

Number of members voted (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
88	88190972	4.25%

(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
2	120

9. All relevant records of remote e-voting and poll at the AGM will remain in my safe custody until the Non-Executive Chairman of the Bank considers, approves and signs the Minutes of the said AGM and the same shall be handed over to the Company Secretary of the Bank for safe keeping.

Thanking you,
Yours faithfully,



CA Nimal G. Shah
Membership Na. 100932
Scrutinizer

Place: Ahmedabad
Dated: 20th July 2019

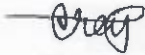
We the undersigned witness that Polling boxes were opened and the votes cast by way of remote e-voting were unblocked from the e-voting website of Karvy Fintech Pvt. Ltd. (<https://evoting.karvy.com>) in our presence at 12.35 P.M. on 20th July, 2019 at the Registered Office of the Bank.



Signature:-

Name:- Parin Patwari

Address:-C-1, Panchratna Apartments, Mahalaxmi Char Rasto, Poldi, Ahmedabad 380 007



Signature:-

Name:- Vraj Dakwala

Address:- 4, Shriji Apartment, 15, Pushpakunj Society, Near Kanakaria Lake, Maninagar, Ahmedabad 380 008

Place: Ahmedabad
Dated: 20th July, 2019

