



Ref. No.: AUSFB/SEC/2019-20/499

Date: 06th March, 2020

To,

|                                                                                                                                                                  |                                                                                                                        |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------|
| National Stock Exchange of India Limited,<br>Exchange Plaza, Bandra Kurla Complex,<br>Bandra (East), Mumbai 400051,<br>Maharashtra.<br><b>Scrip code: AUBANK</b> | BSE Limited,<br>Phiroz Jeejeebhoy Towers,<br>Dalal Street, Mumbai 400001,<br>Maharashtra.<br><b>Scrip Code: 540611</b> |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------|

**SUB: VOTING RESULTS & SCRUTINIZER'S REPORT OF POSTAL BALLOT OF AU SMALL FINANCE BANK LIMITED ("THE BANK").**

**REF: REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("LISTING REGULATIONS").**

Dear Sir/Madam,

In continuation to our letter bearing Ref. No. AUSFB/SEC/2019-20/468, the Bank had issued Postal Ballot Notice dated 22<sup>nd</sup> January 2020 pursuant to the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 for seeking of approval of the shareholders of the Bank in respect of the following business items as set out in the aforesaid Postal Ballot Notice:

| Agenda     | Particulars                                                                                                                                                      | Type of Resolution  |
|------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|
| Item No. 1 | To approve the re-appointment of Mr. Krishan Kant Rathi (DIN: 00040094) for second term as Independent Director.                                                 | Special Resolution  |
| Item No. 2 | To approve the re-appointment of Ms. Jyoti Narang (DIN: 00351187) for second term as Independent Director.                                                       | Special Resolution  |
| Item No. 3 | To approve the re-appointment of Mr. Raj Vikash Verma (DIN: 03546341) for second term as Independent Director.                                                   | Special Resolution  |
| Item No. 4 | To designate Mr. Raj Vikash Verma as Part- Time Chairman (Independent Director) (Non-Executive) of the Bank subject to approval of Reserve Bank of India ("RBI") | Ordinary Resolution |

Further, pursuant to Regulation 44(3) of Listing Regulations, we hereby submit voting results & disclosures of Postal Ballot of the Shareholders of the Bank as below:

1. Voting results in the format prescribed under Regulation 44(3) of the Listing Regulations; and
2. Scrutinizer's Report for Postal Ballot (including remote e-voting), pursuant to the provisions of the Companies Act, 2013 read with Rules made thereunder.

We hereby inform that resolutions have been passed by the Shareholders with requisite majority as mandated under Companies Act, 2013 and other applicable laws. Further, as required voting results will also be submitted in XBRL mode.

Registered Office  
AU SMALL FINANCE BANK LIMITED  
19-A Dhuleshwar Garden, Ajmer Road,  
Jaipur - 302001, Rajasthan, India  
Phone: +91 141 4110060/61, Fax: +91 141 4110090  
CIN: L36911RJ1996PLC011381  
Formerly known as Au Financiers (India) Limited



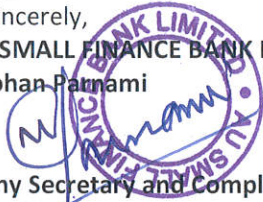
Kindly take the same on record.

Thanking You.

Yours sincerely,

For AU SMALL FINANCE BANK LIMITED

Manmohan Pannami



Company Secretary and Compliance Officer

Membership No.: F9999

Enclosed: As above

**Registered Office**

**AU SMALL FINANCE BANK LIMITED**

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**AU Small Finance Bank Limited**

|                                                                                                                                                                                                                                                                                                                |                                                                     |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|
| Date of the Postal Ballot:                                                                                                                                                                                                                                                                                     |                                                                     |
| a) Date of Postal Ballot Notice                                                                                                                                                                                                                                                                                | Wednesday, 22 <sup>nd</sup> January 2020                            |
| b) Date of Declaration of Result of Postal Ballot                                                                                                                                                                                                                                                              | Friday, 05 <sup>th</sup> March 2020                                 |
| Last Date of receipt of Postal Ballot Form/ e-voting                                                                                                                                                                                                                                                           | Wednesday, 04 <sup>th</sup> March 2020                              |
| Total number of shareholders on record date<br>(cut-off date for ascertaining the list of shareholders to whom the notice of Postal Ballot was ascertaining the list of shareholders to whom the notice of Postal Ballot was sent and also reckoning voting rights i.e. cut-off date for Beneficiary Position) | 93,723 equity shareholders<br>(as on 24 <sup>th</sup> January 2020) |
| <b>No. of shareholders present in the meeting either in person or through proxy:</b><br>Promoters and Promoter Group:<br>Public:                                                                                                                                                                               | Not Applicable                                                      |
| <b>No. of Shareholders attended the meeting through Video Conferencing:</b><br>Promoters and Promoter Group:<br>Public:                                                                                                                                                                                        | Not Applicable                                                      |



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**CIN:** L36911RJ1996PLC011381  
 Formerly known as Au Financiers (India) Limited

| Resolution required: (Ordinary/ Special)                                  |                                                                                 |                     | *Special (1) TO APPROVE THE RE-APPOINTMENT OF MR. KRISHAN KANT RATHI (DIN:00040094) FOR SECOND TERM AS INDEPENDENT DIRECTOR. |                                         |                          |                        |                                      |                                    |
|---------------------------------------------------------------------------|---------------------------------------------------------------------------------|---------------------|------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                                                                                 |                     | No                                                                                                                           |                                         |                          |                        |                                      |                                    |
| 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                                                                        | 9,41,18,392         | 9,41,18,392                                                                                                                  |                                         |                          |                        |                                      |                                    |
|                                                                           | Less: not considered pursuant to Section 12(2) of Banking Regulations Act, 1949 | 1,12,07,633         | 1,12,07,633                                                                                                                  |                                         |                          |                        |                                      |                                    |
|                                                                           | Vote Considered                                                                 | 8,29,10,759         | 8,29,10,759                                                                                                                  | 100.0000%                               | 8,29,10,759              | 0                      | 100.00000%                           | 0.00000%                           |
|                                                                           | Poll                                                                            | -                   | -                                                                                                                            | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | Postal Ballot                                                                   | -                   | -                                                                                                                            | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | <b>Total</b>                                                                    | <b>8,29,10,759</b>  | <b>8,29,10,759</b>                                                                                                           | <b>100.0000%</b>                        | <b>8,29,10,759</b>       | <b>0</b>               | <b>100.00000%</b>                    | <b>0.00000%</b>                    |
| Public Institutions                                                       | E-Voting                                                                        | 13,27,69,086        | 8,59,72,191                                                                                                                  | 64.75317%                               | 7,55,70,350              | 1,04,01,841            | 87.90092%                            | 12.09908%                          |
|                                                                           | Poll                                                                            |                     | -                                                                                                                            | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | Postal Ballot                                                                   |                     | -                                                                                                                            | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | <b>Total</b>                                                                    | <b>13,27,69,086</b> | <b>8,59,72,191</b>                                                                                                           | <b>64.75317%</b>                        | <b>7,55,70,350</b>       | <b>1,04,01,841</b>     | <b>87.90092%</b>                     | <b>12.09908%</b>                   |
| Public Non Institutions                                                   | E-Voting                                                                        | 7,68,37,365         | 3,33,94,707                                                                                                                  | 43.46155%                               | 3,33,94,587              | 120                    | 99.9996%                             | 0.0000                             |
|                                                                           | Poll                                                                            |                     | -                                                                                                                            | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | Postal Ballot                                                                   |                     | 4,439                                                                                                                        | 0.00578%                                | 4,316                    | 123                    | 97.22911%                            | 2.77089%                           |
|                                                                           | <b>Total</b>                                                                    | <b>7,68,37,365</b>  | <b>3,33,99,146</b>                                                                                                           | <b>43.46732%</b>                        | <b>3,33,98,903</b>       | <b>243</b>             | <b>99.99927%</b>                     | <b>0.00073%</b>                    |
| <b>Total</b>                                                              |                                                                                 | <b>30,37,24,843</b> | <b>20,22,82,096</b>                                                                                                          | <b>66.60044%</b>                        | <b>19,18,80,012</b>      | <b>1,04,02,084</b>     | <b>94.85763%</b>                     | <b>5.14237%</b>                    |

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| Resolution required: (Ordinary/ Special)                                  |                                                                                 |                     | *Special (2) TO APPROVE THE RE-APPOINTMENT OF MS. JYOTI NARANG (DIN: 00351187) FOR SECOND TERM AS INDEPENDENT DIRECTOR. |                                         |                          |                        |                                      |                                    |
|---------------------------------------------------------------------------|---------------------------------------------------------------------------------|---------------------|-------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                                                                                 |                     | No                                                                                                                      |                                         |                          |                        |                                      |                                    |
| 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                                                                        | 9,41,18,392         | 9,41,18,392                                                                                                             |                                         |                          |                        |                                      |                                    |
|                                                                           | Less: not considered pursuant to Section 12(2) of Banking Regulations Act, 1949 | 1,12,07,633         | 1,12,07,633                                                                                                             |                                         |                          |                        |                                      |                                    |
|                                                                           | Vote Considered                                                                 | 8,29,10,759         | 8,29,10,759                                                                                                             | 100.0000%                               | 8,29,10,759              | 0                      | 100.00000%                           | 0.00000%                           |
|                                                                           | Poll                                                                            | -                   | -                                                                                                                       | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | Postal Ballot                                                                   | -                   | -                                                                                                                       | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | <b>Total</b>                                                                    | <b>8,29,10,759</b>  | <b>8,29,10,759</b>                                                                                                      | <b>100.0000%</b>                        | <b>8,29,10,759</b>       | <b>0</b>               | <b>100.00000%</b>                    | <b>0.00000%</b>                    |
| Public Institutions                                                       | E-Voting                                                                        | 13,27,69,086        | 8,59,77,822                                                                                                             | 64.75741%                               | 8,56,40,471              | 3,37,351               | 99.60763%                            | 0.39237%                           |
|                                                                           | Poll                                                                            |                     | -                                                                                                                       | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | Postal Ballot                                                                   |                     | -                                                                                                                       | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | <b>Total</b>                                                                    | <b>13,27,69,086</b> | <b>8,59,77,822</b>                                                                                                      | <b>64.75741%</b>                        | <b>8,56,40,471</b>       | <b>3,37,351</b>        | <b>99.60763%</b>                     | <b>0.39237%</b>                    |
| Public Non Institutions                                                   | E-Voting                                                                        | 7,68,37,365         | 3,34,88,995                                                                                                             | 43.58426%                               | 3,34,88,911              | 84                     | 99.99975%                            | 0.00025%                           |
|                                                                           | Poll                                                                            |                     | -                                                                                                                       | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | Postal Ballot                                                                   |                     | 4,439                                                                                                                   | 0.00578%                                | 4,275                    | 164                    | 96.30547%                            | 3.69453%                           |
|                                                                           | <b>Total</b>                                                                    | <b>7,68,37,365</b>  | <b>3,34,93,434</b>                                                                                                      | <b>43.59003%</b>                        | <b>3,34,93,186</b>       | <b>248</b>             | <b>99.99926%</b>                     | <b>0.00074%</b>                    |
| <b>Total</b>                                                              |                                                                                 | <b>30,37,24,843</b> | <b>20,23,82,015</b>                                                                                                     | <b>66.63334%</b>                        | <b>20,20,44,416</b>      | <b>3,37,599</b>        | <b>99.83319%</b>                     | <b>0.16681%</b>                    |



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| Resolution required: (Ordinary/ Special)                                  |                                                                                 |                     | *Special (3) TO APPROVE THE RE-APPOINTMENT OF MR. RAJ VIKASH VERMA (DIN:03546341) FOR SECOND TERM AS INDEPENDENT DIRECTOR. |                                         |                          |                        |                                      |                                    |
|---------------------------------------------------------------------------|---------------------------------------------------------------------------------|---------------------|----------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                                                                                 |                     | No                                                                                                                         |                                         |                          |                        |                                      |                                    |
| 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                                                                        | 9,41,18,392         | 9,41,18,392                                                                                                                |                                         |                          |                        |                                      |                                    |
|                                                                           | Less: not considered pursuant to Section 12(2) of Banking Regulations Act, 1949 | 1,12,07,633         | 1,12,07,633                                                                                                                |                                         |                          |                        |                                      |                                    |
|                                                                           | Vote Considered                                                                 | 8,29,10,759         | 8,29,10,759                                                                                                                | 100.0000%                               | 8,29,10,759              | 0                      | 100.00000%                           | 0.00000%                           |
|                                                                           | Poll                                                                            | -                   | -                                                                                                                          | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | Postal Ballot                                                                   | -                   | -                                                                                                                          | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | <b>Total</b>                                                                    | <b>8,29,10,759</b>  | <b>8,29,10,759</b>                                                                                                         | <b>100.0000%</b>                        | <b>8,29,10,759</b>       | <b>0</b>               | <b>100.00000%</b>                    | <b>0.00000%</b>                    |
| Public Institutions                                                       | E-Voting                                                                        | 13,27,69,086        | 8,59,77,822                                                                                                                | 64.75741%                               | 8,56,40,471              | 3,37,351               | 99.60763%                            | 0.39237%                           |
|                                                                           | Poll                                                                            |                     | -                                                                                                                          | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | Postal Ballot                                                                   |                     | -                                                                                                                          | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | <b>Total</b>                                                                    | <b>13,27,69,086</b> | <b>8,59,77,822</b>                                                                                                         | <b>64.75741%</b>                        | <b>8,56,40,471</b>       | <b>3,37,351</b>        | <b>99.60763%</b>                     | <b>0.39237%</b>                    |
| Public Non Institutions                                                   | E-Voting                                                                        | 7,68,37,365         | 3,34,188,994                                                                                                               | 43.5843%                                | 3,34,88,874              | 120                    | 99.99964%                            | 0.00036%                           |
|                                                                           | Poll                                                                            |                     | -                                                                                                                          | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | Postal Ballot                                                                   |                     | 4,439                                                                                                                      | 0.0058%                                 | 4,220                    | 219                    | 95.06646%                            | 4.93354%                           |
|                                                                           | <b>Total</b>                                                                    | <b>7,68,37,365</b>  | <b>3,34,93,433</b>                                                                                                         | <b>43.59003%</b>                        | <b>3,34,93,094</b>       | <b>339</b>             | <b>99.99899%</b>                     | <b>0.00101%</b>                    |
| <b>Total</b>                                                              |                                                                                 | <b>30,37,24,843</b> | <b>20,23,82,014</b>                                                                                                        | <b>66.63334%</b>                        | <b>20,20,44,324</b>      | <b>3,37,690</b>        | <b>99.83314%</b>                     | <b>0.16686%</b>                    |

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| Resolution required: (Ordinary/ Special)                                  |                                                                                 |                     | *Ordinary (4) TO DESIGNATE MR. RAJ VIKASH VERMA AS PART-TIME CHAIRMAN (INDEPENDENT DIRECTOR) (NON-EXECUTIVE) OF THE BANK SUBJECT TO APPROVAL OF RESERVE BANK OF INDIA ("RBI"). |                                         |                          |                        |                                      |                                    |
|---------------------------------------------------------------------------|---------------------------------------------------------------------------------|---------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                                                                                 |                     | No                                                                                                                                                                             |                                         |                          |                        |                                      |                                    |
| 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                                                                        | 9,41,18,392         | 9,41,18,392                                                                                                                                                                    |                                         |                          |                        |                                      |                                    |
|                                                                           | Less: not considered pursuant to Section 12(2) of Banking Regulations Act, 1949 | 1,12,07,633         | 1,12,07,633                                                                                                                                                                    |                                         |                          |                        |                                      |                                    |
|                                                                           | Vote Considered                                                                 | 8,29,10,759         | 8,29,10,759                                                                                                                                                                    | 100.0000%                               | 8,29,10,759              | 0                      | 100.00000%                           | 0.00000%                           |
|                                                                           | Poll                                                                            | -                   | -                                                                                                                                                                              | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | Postal Ballot                                                                   | -                   | -                                                                                                                                                                              | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | <b>Total</b>                                                                    | <b>8,29,10,759</b>  | <b>8,29,10,759</b>                                                                                                                                                             | <b>100.0000%</b>                        | <b>8,29,10,759</b>       | <b>0</b>               | <b>100.00000%</b>                    | <b>0.00000%</b>                    |
| Public Institutions                                                       | E-Voting                                                                        | 13,27,69,086        | 8,50,23,015                                                                                                                                                                    | 64.03826%                               | 8,50,23,015              | 0                      | 100.00000%                           | 0.00000%                           |
|                                                                           | Poll                                                                            |                     | -                                                                                                                                                                              | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | Postal Ballot                                                                   |                     | -                                                                                                                                                                              | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | <b>Total</b>                                                                    | <b>13,27,69,086</b> | <b>8,50,23,015</b>                                                                                                                                                             | <b>64.03826%</b>                        | <b>8,50,23,015</b>       | <b>-</b>               | <b>100.00000%</b>                    | <b>0.00000%</b>                    |
| Public Non Institutions                                                   | E-Voting                                                                        | 7,68,37,365         | 3,34,88,894                                                                                                                                                                    | 43.58413%                               | 3,34,88,738              | 156                    | 99.99953%                            | 0.00047%                           |
|                                                                           | Poll                                                                            |                     | -                                                                                                                                                                              | -                                       | -                        | -                      | -                                    | -                                  |
|                                                                           | Postal Ballot                                                                   |                     | 4,439                                                                                                                                                                          | 0.00578%                                | 4,129                    | 310                    | 93.01645%                            | 6.98355%                           |
|                                                                           | <b>Total</b>                                                                    | <b>7,68,37,365</b>  | <b>3,34,93,333</b>                                                                                                                                                             | <b>43.58990%</b>                        | <b>3,34,92,867</b>       | <b>466</b>             | <b>99.99861%</b>                     | <b>0.00139%</b>                    |
| <b>Total</b>                                                              |                                                                                 | <b>30,37,24,843</b> | <b>20,14,27,107</b>                                                                                                                                                            | <b>66.31894%</b>                        | <b>20,14,26,641</b>      | <b>466</b>             | <b>99.99977%</b>                     | <b>0.00023%</b>                    |

\*Pursuant to Section 12(2) of the Banking Regulations Act, 1949, voting rights of the members exceeding 15% of the total voting rights of the shareholders of the Bank have not been considered in above Agenda No. 1 to 4.



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**MANOJ MAHESHWARI**  
**COMPANY SECRETARY**

**{ 2370 954; 93145 04821(M) E-mail: cs.vmanda@gmail.com**  
**403, "ROYAL WORLD" S.C ROAD, JAIPUR – 302001.**  
**"USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019**

**Scrutinizer's Report**

To,  
AU Small Finance Bank Limited  
19-A Dhuleshwar Garden  
Jaipur -302 001 (Rajasthan)

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on Postal Ballot including Remote E-voting.**

The Board of Directors of AU Small Finance Bank Limited (hereinafter referred to as "the Bank") at its Meeting held on Wednesday, 22<sup>nd</sup> January, 2020 has appointed me as the scrutinizer for the remote e-voting process as well as to scrutinize the postal ballot forms to be received from the Shareholders pursuant to Section 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (as amended) and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**Report on Scrutiny:**

- The Bank had appointed National Securities Depository Limited (hereinafter referred to as "NSDL / Service Provider") as the Service Provider, for the purpose of extending the facility of remote e-voting to the Shareholders of the Bank. Link Intime India Pvt. Ltd. is the Registrar and Share Transfer Agents (hereinafter referred to as "RTA") of the Bank.
- The Service Provider had provided a system for recording the votes of the Shareholders electronically on the items of the business stated in the Postal Ballot Notice dated 22<sup>nd</sup> January, 2020.
- The Service Provider had set up an electronic voting facility on their website, <https://www.evoting.nsdl.com>. The Bank had uploaded the items of the business to be transacted through Postal Ballot on the website of the Service Provider to facilitate their Shareholders to cast their vote through Remote E-Voting.
- Necessary instructions in this regard to be followed by the Shareholders had also been duly mentioned in the Notice of Postal Ballot and E-voting dated 22<sup>nd</sup> January, 2020 having been sent to all the Shareholders on or before 03<sup>rd</sup> February, 2020.
- The Cut-off date for the purpose of identifying Shareholders who will be entitled to vote on the resolutions contained in the Postal Ballot Notice was Friday, 24<sup>th</sup> January, 2020. As stated in the Postal Ballot Notice, the Bank fixed 5:00 P.M. on Wednesday, 04<sup>th</sup> March, 2020 as the last date for receipt of Postal Ballot Forms and remote e-voting.



**MANOJ MAHESHWARI**  
**COMPANY SECRETARY**

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**"USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019**

- As on the aforesaid cut-off date, there were 93,723 (Ninety-Three Thousand Seven Hundred and Twenty Three) Shareholders of the Bank. The Service provider had sent the Notices of the Postal Ballot along with E-Voting details by e-mail to 82,004 (Eighty-Two Thousand and Four) Shareholders whose e-mail IDs were made available by the two Depositories. In respect of 11,719 (Eleven Thousand Seven Hundred and Nineteen) Shareholders whose e-mail IDs were not available, notices were sent by Courier. In respect of 3,011 (Three Thousand and Eleven) cases where transmissions through e-mail had failed, the Bank had sent the Notice of Postal Ballot along with e-voting details through physical form by courier.

Further, as confirmed by the management, there were 1,921 (One Thousand Nine Hundred and Twenty One) envelopes containing notice of Postal Ballot which were returned undelivered.

- The Bank has completed the dispatch of the notices to the Shareholders by Monday, 03<sup>rd</sup> February, 2020.
- As stated in Rule 22 of The Companies (Management and Administration) Rules, 2014 (as amended), an advertisement was published by the Bank on Tuesday, 04<sup>th</sup> February, 2020, in "Financial Express", English newspaper in English language and in "Nafa Nuksaan" Vernacular language newspaper in vernacular language, informing about the completion of the dispatch of the Postal Ballot and e-voting Notice, by means of Courier and E-mail to the shareholders along with other related matters mentioned therein.
- The remote e-voting period commenced from Tuesday, 04<sup>th</sup> February, 2020 at 09:00 A.M. and concluded on Wednesday, 04<sup>th</sup> March, 2020 at 05:00 P.M. The data was scrutinized by me for verification of votes cast in favour and against the resolution. I have downloaded the data of remote E-voting after the E-voting module was disabled by NSDL e-voting platform on 04<sup>th</sup> March, 2020 at 05:00 P.M.
- I have received 100 (Hundred) Postal Ballot Forms from the shareholders during the period starting from Tuesday, 04<sup>th</sup> February, 2020 at 09:00 A.M. and concluding on Wednesday, 04<sup>th</sup> March, 2020 at 05:00 P.M.
- The total number of fully paid up shares of the Bank outstanding as on Friday, 24<sup>th</sup> January, 2020 were 30,37,24,843. As on cut-off date, out of 93,723 (Ninety-Three Thousand Seven Hundred and Twenty Three) shareholders, 502 (Five Hundred and Two) shareholders have exercised their votes through remote e-voting and 100 (One hundred) shareholders have exercised their vote through Postal Ballot.

The details of Postal Ballot result for the items placed for consideration by the shareholders are given below:



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**403, "ROYAL WORLD" S.C ROAD, JAIPUR – 302001.**

**"USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019**

**Item No 1: Special Resolution:**

**To Approve the Re-Appointment of Mr. Krishan Kant Rathi (DIN:00040094) For Second Term as Independent Director.**

|                                                                                                                                                  |                                                                                                |                              |                         |
|--------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|------------------------------|-------------------------|
| Total No. of Shareholders/folios                                                                                                                 | 93,723                                                                                         |                              |                         |
| Total No. of Shares                                                                                                                              | 30,37,24,843                                                                                   |                              |                         |
| Receipt of postal Ballot Forms/e-voting                                                                                                          | From 9:00 A.M. on 4 <sup>th</sup> February, 2020 till 5:00 P.M. on 4 <sup>th</sup> March, 2020 |                              |                         |
|                                                                                                                                                  |                                                                                                | <b>Number of Votes/Folio</b> | <b>Number of shares</b> |
| Total votes cast through remote e-voting                                                                                                         | A                                                                                              | 502                          | 21,36,66,451            |
| Total Votes cast through Postal Ballot forms received                                                                                            | B                                                                                              | 100                          | 5,385                   |
| Grand Total of remote e-voting/Postal Ballot Forms (A+B)                                                                                         | C                                                                                              | 602                          | 21,36,71,836            |
| Less: Invalid remote e-voting/ Postal Ballot Forms*(On account of signature mismatch, for/against option not indicated / abstained / less voted) | D                                                                                              | 12                           | 1,82,107*               |
| Net remote e-voting/Postal Ballot Forms (C-D)                                                                                                    | E                                                                                              | 590                          | 21,34,89,729            |

**\*Includes less voted shares**

**NOTES:**

- There is no case where a shareholder has voted both through Postal Ballot and through remote e-voting.
- Invalid voting was not taken into account for counting of percentages of votes in favour or against.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.

**SUMMARY OF POSTAL BALLOT**

| 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  | Total       | 9,41,18,392            | 9,41,18,392             | --                                                         | --                         | --                       | --                                                      | --                                                    |
|                              | Consid ered | 8,29,10,759            | 8,29,10,759             | 100.00000%                                                 | 8,29,10,759                | 0                        | 100.00%                                                 | 0.00%                                                 |
| Public institutional holders |             | 13,27,69,086           | 8,59,72,191             | 64.75317%                                                  | 7,55,70,350                | 1,04,01,841              | 87.90092%                                               | 12.09908%                                             |
| Public-Others                |             | 7,68,37,365            | 3,33,99,146             | 43.46732%                                                  | 3,33,98,903                | 243                      | 99.99927%                                               | 0.00073%                                              |
| <b>Total</b>                 |             | <b>30,37,24,843</b>    | <b>20,22,82,096</b>     | <b>66.60044%</b>                                           | <b>19,18,80,012</b>        | <b>1,04,02,084</b>       | <b>94.85763%</b>                                        | <b>5.14237%</b>                                       |

**Percentage of Votes cast in favour: 94.85763% | Percentage of votes cast against: 5.14237%**

**\*Pursuant to section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total voting rights of the shareholders of the Bank have not been considered.**

**RESULT:-**

Since, the number of votes cast in favour of the resolution is 94.85763%; I report that the Special Resolution set out at item no. 1 in the notice of postal ballot dated 22<sup>nd</sup> January, 2020 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the last date specified for receipt of postal ballot form and remote e-voting i.e. 4<sup>th</sup> March, 2020.



**MANOJ MAHESHWARI**  
**COMPANY SECRETARY**

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**"USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019**

**Item No 2: Special Resolution:**

**To Approve the Re-Appointment of Ms. Jyoti Narang (DIN: 00351187) For Second Term as Independent Director.**

|                                                                                                                                                  |                                                                                                |                              |                         |
|--------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|------------------------------|-------------------------|
| Total No. of Shareholders/folios                                                                                                                 | 93,723                                                                                         |                              |                         |
| Total No. of Shares                                                                                                                              | 30,37,24,843                                                                                   |                              |                         |
| Receipt of postal Ballot Forms/e-voting                                                                                                          | From 9:00 A.M. on 4 <sup>th</sup> February, 2020 till 5:00 P.M. on 4 <sup>th</sup> March, 2020 |                              |                         |
|                                                                                                                                                  |                                                                                                | <b>Number of Votes/Folio</b> | <b>Number of shares</b> |
| Total votes cast through remote e-voting                                                                                                         | A                                                                                              | 502                          | 21,36,74,662            |
| Total Votes cast through Postal Ballot forms received                                                                                            | B                                                                                              | 100                          | 5,385                   |
| Grand Total of remote e-voting/Postal Ballot Forms (A+B)                                                                                         | C                                                                                              | 602                          | 21,36,80,047            |
| Less: Invalid remote e-voting/ Postal Ballot Forms*(On account of signature mismatch, for/against option not indicated / abstained / less voted) | D                                                                                              | 12                           | 90,399*                 |
| Net remote e-voting/Postal Ballot Forms (C-D)                                                                                                    | E                                                                                              | 590                          | 21,35,89,648            |

**\*Includes less voted shares**

**NOTES:**

- There is no case where a shareholder has voted both through Postal Ballot and through remote e-voting.
- Invalid voting was not taken into account for counting of percentages of votes in favour or against.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.

**SUMMARY OF POSTAL BALLOT**

| 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  | Total      | 9,41,18,392            | 9,41,18,392             | --                                                        | --                         | --                       | --                                                     | --                                                   |
|                              | Considered | 8,29,10,759            | 8,29,10,759             | 100.00%                                                   | 8,29,10,759                | 0                        | 100.00%                                                | 0.00%                                                |
| Public institutional holders |            | 13,27,69,086           | 8,59,77,822             | 64.75741%                                                 | 8,56,40,471                | 3,37,351                 | 99.60763%                                              | 0.39237%                                             |
| Public-Others                |            | 7,68,37,365            | 3,34,93,434             | 43.59003%                                                 | 3,34,93,186                | 248                      | 99.99926%                                              | 0.00074%                                             |
| <b>Total</b>                 |            | <b>30,37,24,843</b>    | <b>20,23,82,015</b>     | <b>66.63334%</b>                                          | <b>20,20,44,416</b>        | <b>3,37,599</b>          | <b>99.83319%</b>                                       | <b>0.16681%</b>                                      |

**Percentage of Votes cast in favour: 99.83319% | Percentage of votes cast against: 0.16681%**

**\*Pursuant to section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total voting rights of the shareholders of the Bank have not been considered.**

**RESULT:-**

Since, the number of votes cast in favour of the resolution is 99.83319%; report that the Special Resolution set out at item no. 2 in the notice of postal ballot dated 22<sup>nd</sup> January, 2020 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the last date specified for receipt of postal ballot form and remote e-voting i.e. 4<sup>th</sup> March, 2020.



**MANOJ MAHESHWARI**  
**COMPANY SECRETARY**

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**"USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019**

**Item No 3: Special Resolution:**

**Re-Appointment of Mr. Raj Vikash Verma (DIN :03546341) For Second Term as Independent Director.**

|                                                                                                                                                  |                                                                                                |                              |                         |
|--------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|------------------------------|-------------------------|
| Total No. of Shareholders/folios                                                                                                                 | 93,723                                                                                         |                              |                         |
| Total No. of Shares                                                                                                                              | 30,37,24,843                                                                                   |                              |                         |
| Receipt of postal Ballot Forms/e-voting                                                                                                          | From 9:00 A.M. on 4 <sup>th</sup> February, 2020 till 5:00 P.M. on 4 <sup>th</sup> March, 2020 |                              |                         |
|                                                                                                                                                  |                                                                                                | <b>Number of Votes/Folio</b> | <b>Number of shares</b> |
| Total votes cast through remote e-voting                                                                                                         | A                                                                                              | 501                          | 21,36,74,661            |
| Total Votes cast through Postal Ballot forms received                                                                                            | B                                                                                              | 100                          | 5,385                   |
| Grand Total of remote e-voting/Postal Ballot Forms (A+B)                                                                                         | C                                                                                              | 601                          | 21,36,80,046            |
| Less: Invalid remote e-voting/ Postal Ballot Forms*(On account of signature mismatch, for/against option not indicated / abstained / less voted) | D                                                                                              | 12                           | 90,399*                 |
| Net remote e-voting/Postal Ballot Forms (C-D)                                                                                                    | E                                                                                              | 589                          | 21,35,89,647            |

**\*Includes less voted shares**

**NOTES:**

- There is no case where a shareholder has voted both through Postal Ballot and through remote e-voting.
- Invalid voting was not taken into account for counting of percentages of votes in favour or against.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.

**SUMMARY OF POSTAL BALLOT**

| 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  | Total      | 9,41,18,392            | 9,41,18,392             | --                                                        | --                         | --                       | --                                                     | --                                                   |
|                              | Considered | 8,29,10,759            | 8,29,10,759             | 100.00%                                                   | 8,29,10,759                | 0                        | 100.00%                                                | 0.00%                                                |
| Public institutional holders |            | 13,27,69,086           | 8,59,77,822             | 64.75741%                                                 | 8,56,40,471                | 3,37,351                 | 99.60763%                                              | 0.39237%                                             |
| Public-Others                |            | 7,68,37,365            | 3,34,93,433             | 43.59003%                                                 | 3,34,93,094                | 339                      | 99.99899%                                              | 0.00101%                                             |
| <b>Total</b>                 |            | <b>30,37,24,843</b>    | <b>20,23,82,014</b>     | <b>66.63334%</b>                                          | <b>20,20,44,324</b>        | <b>3,37,690</b>          | <b>99.83314%</b>                                       | <b>0.16686%</b>                                      |

**Percentage of Votes cast in favour: 99.83314% Percentage of votes cast against: 0.16686%**

**\*Pursuant to section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total voting rights of the shareholders of the Bank have not been considered.**

**RESULT:-**

Since, the number of votes cast in favour of the resolution is 99.83314%; I report that the Special Resolution set out at item no. 3 in the notice of postal ballot dated 22<sup>nd</sup> January, 2020 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the last date specified for receipt of postal ballot form and remote e-voting i.e. 4<sup>th</sup> March, 2020.



# **MANOJ MAHESHWARI**

## **COMPANY SECRETARY**

**( 2370 954; 93145 04821(M)**

**E-mail: cs.vmanda@gmail.com**

**403, "ROYAL WORLD" S.C ROAD, JAIPUR – 302001.**

**"USHA – KIRAN", 11, GEEJ GARH VIHAR, HAWA SARAK, JAIPUR – 302019**

### Item No 4: Ordinary Resolution:

**To Designate Mr. Raj Vikash Verma as Part Time Chairman (Independent Director) (Non-Executive) of the Bank Subject to Approval of Reserve Bank of India ("RBI")**

|                                                                                                                                                  |                                                                                                |                              |                         |
|--------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|------------------------------|-------------------------|
| Total No. of Shareholders/folios                                                                                                                 | 93,723                                                                                         |                              |                         |
| Total No. of Shares                                                                                                                              | 30,37,24,843                                                                                   |                              |                         |
| Receipt of postal Ballot Forms/e-voting                                                                                                          | From 9:00 A.M. on 4 <sup>th</sup> February, 2020 till 5:00 P.M. on 4 <sup>th</sup> March, 2020 |                              |                         |
|                                                                                                                                                  |                                                                                                | <b>Number of Votes/Folio</b> | <b>Number of shares</b> |
| Total votes cast through remote e-voting                                                                                                         | A                                                                                              | 495                          | 21,27,19,754            |
| Total Votes cast through Postal Ballot forms received                                                                                            | B                                                                                              | 100                          | 5,385                   |
| Grand Total of remote e-voting/Postal Ballot Forms (A+B)                                                                                         | C                                                                                              | 595                          | 21,27,25,139            |
| Less: Invalid remote e-voting/ Postal Ballot Forms*(On account of signature mismatch, for/against option not indicated / abstained / less voted) | D                                                                                              | 12                           | 90,399*                 |
| Net remote e-voting/Postal Ballot Forms (C-D)                                                                                                    | E                                                                                              | 583                          | 21,26,34,740            |

**\*Includes less voted shares**

#### NOTES:

- There is no case where a shareholder has voted both through Postal Ballot and through remote e-voting.
- Invalid voting was not taken into account for counting of percentages of votes in favour or against.
- Votes cast in favour or against has been considered on the basis of the number of shares held as on the date reckoned for the purpose of the Polling or the number of shares mentioned in the polling whichever is less.

### SUMMARY OF POSTAL BALLOT

| 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  | Total                  | 9,41,18,392             | 9,41,18,392                                                | --                         | --                       | --                                                      | --                                                    |
|                              | Considered             | 8,29,10,759             | 8,29,10,759                                                | 100.00%                    | 8,29,10,759              | 0                                                       | 100.00%                                               |
| Public institutional holders |                        | 13,27,69,086            | 8,50,23,015                                                | 64.03826%                  | 8,50,23,015              | 0                                                       | 100.0000%                                             |
| Public-Others                |                        | 7,68,37,365             | 3,34,93,333                                                | 43.58990%                  | 3,34,92,867              | 466                                                     | 99.99861%                                             |
| <b>Total</b>                 |                        | <b>30,37,24,843</b>     | <b>20,14,27,107</b>                                        | <b>66.31894%</b>           | <b>20,14,26,641</b>      | <b>466</b>                                              | <b>99.99977%</b>                                      |

**Percentage of Votes cast in favour: 99.99977% | Percentage of votes cast against: 0.00023%**

**\*Pursuant to section 12(2) of the Banking Regulation Act, 1949, voting rights of the members exceeding 15% of the total voting rights of the shareholders of the Bank have not been considered.**

### RESULT:-

Since, the number of votes cast in favour of the resolution is 99.99977%; I report that the Ordinary Resolution set out at item no. 4 in the notice of postal ballot dated 22<sup>nd</sup> January, 2020 has been passed by the shareholders with the requisite majority. The resolution is deemed to be passed as on the last date specified for receipt of postal ballot form and remote e-voting i.e. 4<sup>th</sup> March, 2020.



**MANOJ MAHESHWARI**  
**COMPANY SECRETARY**

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I further report that as per the Postal Ballot Notice dated 22<sup>nd</sup> January, 2020 and the Board Resolution dated 22<sup>nd</sup> January, 2020, the Managing Director & CEO/ Company Secretary as authorized by Chairman will declare and confirm the above results of voting by postal ballot and E-Voting in respect of the resolutions referred therein. The results of Postal Ballot together with the Scrutinizer's Report would be displayed on the Bank's website [www.aubank.in](http://www.aubank.in) and on the website of NSDL within 48 hours of passing of the resolution and shall also be communicated to the Stock Exchange(s).

The register of postal ballot received till the close of the working hours of the last date of receipt of ballots giving the serial no., ballot no., client id/folio no., name and address of the shareholders, total holding and the nominal value, votes cast for, votes cast against, invalid ballots, reasons for invalidation and mode of voting (postal ballot or e-voting both) and whether the shares have differential voting rights; in respect of the Resolutions has been maintained.

I further report that the Company has duly complied with Rule 22 of The Companies (Management and Administration) Rules, 2014 (as amended) regarding procedure to be followed for conducting business through postal ballot. I further report that as per the said rules, the records maintained by me including the data as obtained from NSDL, the service provider for the remote e-voting facility extended by them are in my safe custody which will be handed over to the Company after the Chairman approves and signs the minutes.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Yours Faithfully,



**CS Manoj Maheshwari**  
Scrutinizer  
FCS: 3355  
C.P. No.: 1971



**FOR AU SMALL FINANCE BANK LIMITED**



**Manmohan Parnami**  
Company Secretary & Compliance Officer  
Membership No. F9999



**(As authorized by Chairman of the Bank)**

**Date: 05<sup>th</sup> March, 2020**

**Place: Jaipur**

**UDIN: F003355A000595936**