

SH: 65 / 2025-26

September 29, 2025

The General Manager Department of Corporate Services <b>BSE Limited</b> I Floor, New Trading Ring Rotunda Building, P J Towers Dalal Street Fort, Mumbai – 400 001	The Manager, Listing Department, <b>National Stock Exchange of India Limited</b> 'Exchange Plaza', Bandra - Kurla Complex Bandra (E), Mumbai – 400 051
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Dear Sir,

**Sub: Voting Results of 98<sup>th</sup> Annual General Meeting**

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Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the results of e-voting w.r.t the 98<sup>th</sup> Annual General Meeting of the Bank held on Monday, September 29, 2025, along with the Scrutinizer's Report on the same.

Please take the same on record.

Thanking you,

Yours faithfully,

**Venkatesh.H**  
**Company Secretary & Secretary to the Board**

DHANLAXMI BANK	
Date of the AGM/EGM	29-09-2025
Total number of shareholders on record date	183792
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	0
Promoters and Promoter Group:	47
Public:	

Resolution No.		ORDINARY - To receive, consider and adopt the Bank's Audited Balance Sheet as at March 31, 2025 and the Profit & Loss Account for the year ended on that date together with the reports of the Board of Directors and Auditors thereon									
Resolution required: (Ordinary/ Special)											
Whether promoter/ promoter group are interested in the agenda/resolution?											
No											
Category	Mode of Voting	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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		0	0.0000	0	0	0.0000	0.0000	0	0	
Public- Institutions	E-Voting	6,04,96,513	7,65,472	1.2653	7,65,472	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		7,65,472	1.2653	7,65,472	0	100.0000	0.0000	0	0	
Public- Non Institutions	E-Voting		9,40,03,069	28.1276	9,39,99,190	3,879	99.9958	0.0041	0	285	
	Poll		18,885	0.0057	18,885	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		9,40,21,954	28.1333	9,40,18,075	3,879	99.9959	0.0041	0	285	

Resolution No.	2										
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in the place of Dr. Jineesh Nath C.K(DIN-01476775) who retires by rotation under section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	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	Votes Invalid	Votes Abstained		
	Mode of Voting										
E-Voting		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0	
Poll		0	0.0000	0	0	0.0000	0.0000	0.0000	0	0	

Promoter and Promoter Group	Postal Ballot (if applicable)	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	Votes Invalid	Votes Abstained
	Total	0	0	0.0000	0	0	0	0.0000	0	0
	E-Voting	0	0	0.0000	0	0	0	0.0000	0	0
	Poll	7,65,472	7,65,472	1.2653	7,65,472	0	100.0000	0.0000	0	0
Public- Institutions	Postal Ballot (if applicable)	6,04,96,513	0	0.0000	0	0	0.0000	0.0000	0	0
	Total	0	0	0.0000	0	0	0.0000	0.0000	0	0
	E-Voting	9,40,03,069	28,12,76	1.2653	7,65,472	0	100.0000	0.0000	0	0
	Poll	18,885	0.0057	0.0057	18,885	0	100.0000	1.9756	0	285
Public- Non Institutions	Postal Ballot (if applicable)	33,42,02,338	0	0.0000	0	0	0.0000	0.0000	0	0
	Total	9,40,21,954	28,1333	28,1333	9,21,64,768	18,57,186	98,0247	1.9753	0	285
	E-Voting	9,40,21,954	28,1333	28,1333	9,21,64,768	18,57,186	98,0247	1.9753	0	285
	Poll	18,885	0.0057	0.0057	18,885	0	100.0000	0.0000	0	0

Resolution No. 3										
ORDINARY - To appoint Joint Statutory Central Auditors for the Bank										
Resolution required: (Ordinary/ Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	Votes Invalid	Votes Abstained
	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Total	0	0	0.0000	0	0	0.0000	0.0000	0	0
	E-Voting	7,65,472	7,65,472	1.2653	7,65,472	0	100.0000	0.0000	0	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0
Public- Institutions	Postal Ballot (if applicable)	6,04,96,513	0	0.0000	0	0	0.0000	0.0000	0	0
	Total	0	0	0.0000	0	0	0.0000	0.0000	0	0
	E-Voting	9,40,03,069	28,12,76	1.2653	7,65,472	0	100.0000	0.0000	0	0
	Poll	18,885	0.0057	0.0057	18,885	0	100.0000	0.0041	0	285
Public- Non Institutions	Postal Ballot (if applicable)	33,42,02,338	0	0.0000	0	0	0.0000	0.0000	0	0
	Total	9,40,21,954	28,1333	28,1333	9,40,18,075	3,879	99.9958	0.0041	0	285
	E-Voting	9,40,21,954	28,1333	28,1333	9,40,18,075	3,879	99.9959	0.0041	0	285
	Poll	18,885	0.0057	0.0057	18,885	0	100.0000	0.0000	0	0

Resolution No. 4										
ORDINARY - Authorizing the Board of Directors to appoint and fix remuneration of branch auditors										
Resolution required: (Ordinary/ Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	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	Votes Invalid	Votes Abstained
	E-Voting	0	0	0.0000	0	0	0.0000	0.0000	0	0

Promoter and Promoter Group	Poll	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0	0
	Total		0	0	0.0000	0	0	0.0000	0.0000	0	0	0
	E-Voting		7,65,472	1,2653	0.0000	0	0	0.0000	0.0000	0	0	0
	Poll		0	0	0.0000	0	0	0.0000	0.0000	0	0	0
	Postal Ballot (if applicable)		0	0	0.0000	0	0	0.0000	0.0000	0	0	0
Public- Institutions			6,04,96,513									
	Total		7,65,472	1,2653	0.0000	0	0	0.0000	0.0000	0	0	0
	E-Voting		9,40,03,069	28,1276	0.0000	0	3,929	99,9958	0.0041	0	0	285
	Poll		18,885	0.0057	0	0	0	100.0000	0.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0.0000	0.0000	0	0	0
Public- Non Institutions			33,42,02,338									
	Total		9,40,21,954	28,1333	0.0000	0	3,929	99,9958	0.0042	0	0	285
	E-Voting		9,40,21,954	28,1333	0.0000	0	3,929	99,9958	0.0042	0	0	285
	Poll		0	0.0000	0	0	0	0.0000	0.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0.0000	0.0000	0	0	0

Resolution No.	5	ORDINARY - To consider and approve the appointment of Shri. M. Vasudevan, Practicing Company Secretary as the Secretarial Auditor of the Bank										
Resolution required: (Ordinary/ Special)												
Whether promoter/ promoter group are interested in the agenda/resolution?												
Category		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	Votes Invalid	Votes Abstained		
Promoter and Promoter Group												
	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0		
	Total		0	0.0000	0	0	0.0000	0.0000	0	0		
	E-Voting		7,65,472	1,2653	0.0000	0	0	0.0000	0.0000	0		
	Poll		0	0.0000	0	0	0	0.0000	0.0000	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0.0000	0.0000	0		
Public- Institutions			6,04,96,513									
	Total		7,65,472	1,2653	0.0000	0	0	0.0000	0.0000	0		
	E-Voting		9,40,03,069	28,1276	0.0000	0	0	0.0000	0.0000	0		
	Poll		18,885	0.0057	0	4,879	99,9948	0.0051	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	100.0000	0.0000	0	0		
Public- Non Institutions			33,42,02,338									
	Total		9,40,21,954	28,1333	0.0000	4,879	99,9948	0.0052	0	0		
	E-Voting		9,40,21,954	28,1333	0.0000	4,879	99,9948	0.0052	0	0		
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0		
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0		



## DSG & ASSOCIATES COMPANY SECRETARIES LLP

LLPIN- AAE-5536

PEER REVIEW NUMBER-3062/2023

GSTIN-32AALFD5522H1ZO

### CONSOLIDATED SCRUTINIZER'S REPORT

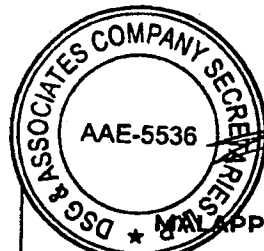
(Pursuant to rule section 108 of the Companies Act, 2013 and rules of the Companies (Management and Administration) Rules, 2014 (as amended))

To,  
The Chairman  
98<sup>th</sup> Annual General Meeting of M/s DHANLAXMI BANK LIMITED  
Held on Monday, 29<sup>th</sup> September 2025 through Video Conferencing  
Regd Office: Dhanalakshmi Bank Buildings, Naickanal, Thrissur - 680 001

Dear Sir,

**Subject: Consolidated Scrutinizer's Report on remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and in accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 98th Annual General Meeting of M/s. Dhanlaxmi Bank Limited, held on Monday, 29<sup>th</sup> September 2025 at 11:00 A.M through Video Conferencing ('VC')/other audio visual means('OAVM')**

I, George Mathew, Partner of DSG & Associates CS LLP, Practicing Company Secretary, have been appointed Board of Directors of M/s. Dhanlaxmi Bank Limited (the Company) as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority, on the resolutions contained in the notice dated 26<sup>th</sup> August, 2025 issued in accordance with General circulars dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022, December 28, 2022, September 25, 2023 and 19<sup>th</sup> September, 2024 (collectively referred to as "MCA Circulars") and SEBI vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023, October 07, 2023, October 03, 2024, June 05, 2025 and July 11, 2025 (collectively referred to as "SEBI Circulars"), for the 98th Annual General Meeting of M/s. Dhanlaxmi Bank Limited, held on Monday, 29<sup>th</sup> September 2025 at 11:00 A.M through video conferencing ('VC')/other audio visual means('OAVM').



#### KOZHIKODE

2/845 H, Kechery, Eranhipaalam  
Bilathikkulam

Kozhikode, Kerala - 673 006

9895830637, 9946360844, 04954099980

AAE-5536

MALEPPURAM

Room no. F2, City Tower  
Areekal City, Chankuvetty, Areekal  
Kottakkal, Kerala - 676 501

9895203554

#### ERNAKULAM

66/1453a, Nedungadan Complex  
Mathew Paily Road  
Ernakulam - 682 018

9995469877



acs.csprof@gmail.com



www.dsgcs.com

I am also appointed as Scrutinizer to scrutinize the remote e-voting process during the said Annual General Meeting.

The management of the Company is responsible for ensure compliance with the requirements of the Act and the Rules made thereunder, the MCA Circulars and the Listing Regulations. My responsibility as a Scrutinizer was restricted to the e-voting process in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution stated in the Notice of 98<sup>th</sup> Annual General Meeting of the Company.

My report is based on the verification of data and reports generated from KFin Technologies Limited, engaged by the Company to provide e-voting facility to its members.

The Bank hosted the notice of AGM and its annual report on its website, website of KFin Technologies Limited and also submitted the same to BSE Limited and National Stock Exchange of India Limited on 6<sup>th</sup> September 2025.

Voting rights were reckoned as on Tuesday, 23<sup>rd</sup> September, 2025, being the "cut-off" date for the purpose of deciding the entitlements of Shareholders for remote e-voting and for Instapoll, in respect of agenda items of the Notice of AGM dated 26<sup>th</sup> August, 2025.

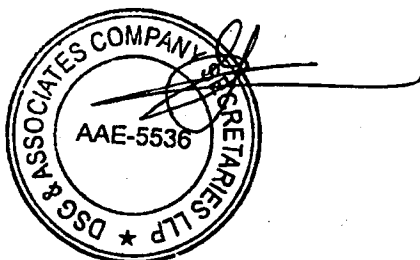
Remote e-voting period was open from 09:00 a.m (IST) on Friday, 26<sup>th</sup> September, 2025 till 05:00 p.m. (IST) on Sunday, 28<sup>th</sup> September, 2025 and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform.

The votes cast under remote e-voting facility (the first unblock) were thereafter unblocked in presence of two witnesses who were not in employment of the Company.

The Company had also provided remote e-voting facility to the shareholders present at the Annual General Meeting through VC / OAVM and who had not cast their vote earlier.

After the closure of remote e-voting at the Annual General Meeting, the report on voting done at the Annual General Meeting and the votes cast under remote e-voting facility prior to the Annual General Meeting were unblocked and were counted.

Subsequently, the consolidated results, including, inter alia, the details of equity shareholders who voted 'for', 'against', or 'abstained' on each of the resolutions, were generated from the e-voting platform of M/s. KFin Technologies Limited. The results of remote e-voting, including those cast during the Annual General Meeting, were accordingly compiled.



The consolidated results are as follows:

**ITEM No 1- Ordinary Business**

To receive, consider and adopt the Bank's Audited Balance Sheet as at March 31, 2025 and the Profit & Loss Account for the year ended on that date together with the reports of the Board of Directors and Auditors thereon

(i) Details of votes in favour and against the resolution:

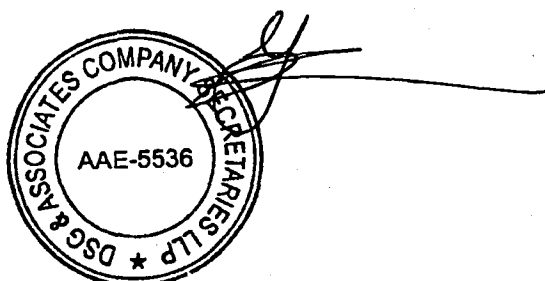
Method of Voting	Votes in favour of the resolution			Votes against the resolution		
	Number of members voted	Number of valid votes cast by them	Percentage of total number of valid votes cast	Number of members voted	Number of valid votes cast by them	Percentage of total number of valid votes cast
Remote E-Voting	189	94764662	99.9959	15	3879	0.0041
E-Voting at the AGM	19	18885	100	-	-	-
Total	208	94783547	99.9959	15	3879	0.0041

(ii) Details of Invalid and Abstained votes:

Method of Voting	Invalid Votes		Abstained from voting	
	Number of members whose votes were declared invalid	Number of invalid votes cast by them	Number of members whose abstained from voting	Number of abstained votes
Remote E-Voting	-	-	2	285
E-Voting at the AGM	-	-	-	-
Total	--	-	2	285

**ITEM No 2- Ordinary Business**

To appoint a Director in the place of Dr. Jineesh Nath C.K (DIN-01476775) who retires by rotation under section 152 of the Companies Act,2013 and being eligible, offers himself for re-appointment



(i) Details of votes in favour and against the resolution:

Method of Voting	Votes in favour of the resolution			Votes against the resolution		
	Number of members voted	Number of valid votes cast by them	Percentage of total number of valid votes cast	Number of members voted	Number of valid votes cast by them	Percentage of total number of valid votes cast
Remote E-Voting	180	92911355	98.0403	24	1857186	1.9597
E-Voting at the AGM	19	18885	100	-	-	-
<b>Total</b>	<b>199</b>	<b>92930240</b>	<b>98.0403</b>	<b>24</b>	<b>1857186</b>	<b>1.9597</b>

(ii) Details of Invalid and Abstained votes:

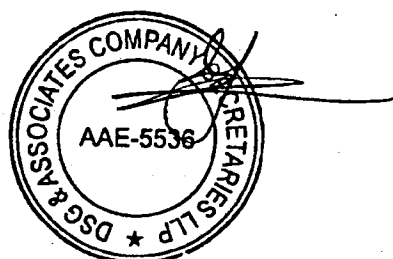
Method of Voting	Invalid Votes		Abstained from voting	
	Number of members whose votes were declared invalid	Number of invalid votes cast by them	Number of members whose votes abstained from voting	Number of abstained votes
Remote E-Voting	--	-	2	285
E-Voting at the AGM	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>2</b>	<b>285</b>

**ITEM No 3- Ordinary Business**

To appoint Joint Statutory Central Auditors for the Bank

(i) Details of votes in favour and against the resolution:

Method of Voting	Votes in favour of the resolution			Votes against the resolution		
	Number of members voted	Number of valid votes cast by them	Percentage of total number of valid votes cast	Number of members voted	Number of valid votes cast by them	Percentage of total number of valid votes cast
Remote E-Voting	189	94764662	99.9959	15	3879	0.0041
E-Voting at the AGM	19	18885	100	-	--	
<b>Total</b>	<b>208</b>	<b>94783547</b>	<b>99.9959</b>	<b>15</b>	<b>3879</b>	<b>0.0041</b>





(ii) Details of Invalid and Abstained votes:

Method of Voting	Invalid Votes		Abstained from voting	
	Number of members whose votes were declared invalid	Number of invalid votes cast by them	Number of members whose abstained from voting	Number of abstained votes
Remote E-Voting	-	-	2	285
E-Voting at the AGM	-	-	-	-
Total	-	-	2	285

**ITEM No 4- Special Business**

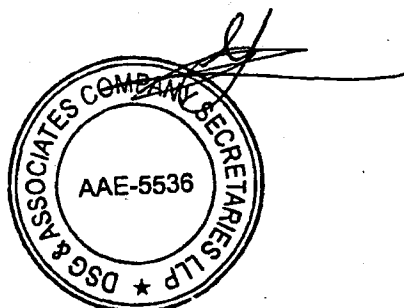
**Authorizing the Board of Directors to appoint and fix remuneration of branch auditors**

(i) Details of votes in favour and against the resolution:

Method of Voting	Votes in favour of the resolution			Votes against the resolution		
	Number of members voted	Number of valid votes cast by them	Percentage of total number of valid votes cast	Number of members voted	Number of valid votes cast by them	Percentage of total number of valid votes cast
Remote E-Voting	188	94764612	99.9959	16	3929	0.0041
E-Voting at the AGM	19	18885	100	-	-	-
Total	207	94783497	99.9959	16	3929	0.0041

(ii) Details of Invalid and Abstained votes:

Method of Voting	Invalid Votes		Abstained from voting	
	Number of members whose votes were declared invalid	Number of invalid votes cast by them	Number of members whose abstained from voting	Number of abstained votes
Remote E-Voting	-	-	2	285
E-Voting at the AGM	-	-	-	-
Total	-	-	2	285



**ITEM No 5- Special Business**

To consider and approve the appointment of Shri. M. Vasudevan, Practicing Company Secretary as the Secretarial Auditor of the Bank

(i) Details of votes in favour and against the resolution:


Method of Voting	Votes in favour of the resolution			Votes against the resolution		
	Number of members voted	Number of valid votes cast by them	Percentage of total number of valid votes cast	Number of members voted	Number of valid votes cast by them	Percentage of total number of valid votes cast
Remote E-Voting	187	94763662	99.9949	17	4879	0.0051
E-Voting at the AGM	19	18885	100	-	-	-
Total	206	94782547	99.9949	17	4879	0.0051

(ii) Details of Invalid and Abstained votes:

Method of Voting	Invalid Votes		Abstained from voting	
	Number of members whose votes were declared invalid	Number of invalid votes cast by them	Number of members whose abstained from voting	Number of abstained votes
Remote E-Voting	-	-	2	285
E-Voting at the AGM	-	-	-	-
Total	-	-	2	285

Based on the aforesaid e-voting (including remote e-voting and e-voting at the AGM) results, the items No 1 to 5 as contained in the notice have been passed with the requisite majority.

For DSG & ASSOCIATES COMPANY SECRETARIES LLP  
Practicing Company Secretaries

  
George Mathew  
Designated Partner

Designated Partner

FCS No: 9649 | CP No:11729  
UDIN: F009649G001379501

Date: 29/09/2025  
Place: Kozhikode

