

SH: 119 / 2024-25

September 30, 2024

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

Sub: Voting Results of 97th Annual General Meeting

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 97th Annual General Meeting of the Bank held on Monday, September 30, 2024, 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

Date of the AGM/EGM	DHANLAXMI BANK
Total number of shareholders on record date	30-09-2024
No. of shareholders present in the meeting either in person or through proxy:	189496
Promoters and Promoter Group:	0
Public:	50
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1										
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Bank's Audited Balance Sheet as at March 31, 2024 and the Profit & Loss Account for the year ended on that date together with the reports of the Board of Directors and Auditors thereon										
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			0	0	0	0.0000	0.0000	0	0	0	0
E-Voting			0	0	0	0.0000	0.0000	0	0	0	0
Poll		0									
Postal Ballot (if applicable)											
Promoter and Promoter Group			0	0	0	0.0000	0.0000	0	0	0	0
Total			0	0	0	0.0000	0.0000	0	0	0	0
E-Voting		6,41,601	5.0203	6,41,601	0	100.0000	0.0000	0	0	0	0
Poll	1,27,80,018	0	0.0000	0	0	0.0000	0.0000	0	0	0	0
Postal Ballot (if applicable)											
Public- Institutions		0	0.0000	0	0	0.0000	0.0000	0	0	0	0
Total		6,41,601	5.0203	6,41,601	0	100.0000	0.0000	0	0	0	0
E-Voting		3,10,19,672	12.9124	3,10,08,684	10,988	99.9645	0.0354	0	655	0	655
Poll		5,145	0.0021	5,145	0	100.0000	0.0000	0	0	0	0
Postal Ballot (if applicable)	24,02,32,066										
Public- Non Institutions		0	0.0000	0	0	0.0000	0.0000	0	0	0	0
Total		3,10,24,817	12.9145	3,10,13,829	10,988	99.9646	0.0354	0	655	0	655
E-Voting		3,16,66,418	12.5158	3,16,55,430	10,988	99.9653	0.0347	0	655	0	655
Poll	25,30,12,084										
Postal Ballot (if applicable)											

Resolution No.		2									
Resolution required: (Ordinary/ Special)		ORDINARY - To appoint Joint Statutory Central Auditors for the Bank									
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			0	0	0	0.0000	0.0000	0	0	0
	E-Voting			0	0	0	0.0000	0.0000	0	0	0

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	1,27,80,018	6,41,601	5.0203	6,41,601	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		6,41,601	5.0203	6,41,601	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting		3,10,19,655	12.9124	3,10,06,982	12,673	99.9591	0.0408	0	675
	Poll		5,145	0.0021	5,145	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		3,10,24,800	12.9145	3,10,12,127	12,673	99.9592	0.0408	0	675
	Total	25,50,12,884	3,16,66,401	12.5158	3,16,53,728	12,673	99.9600	0.0400	0	675



Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended]

Dated: 30th September, 2024

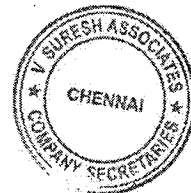
To,
The Chairman
M/s. DHANLAXMI BANK LIMITED,
Regd.off: P.B No.9, Dhanalakshmi Buildings, Naickanal,
Thrissur, Kerala-680001.

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 97th Annual General Meeting of M/s. Dhanlaxmi Bank Limited, held on 30th September, 2024 Monday at 11:00 A.M through video conferencing ('VC') / other audio visual means ('OAVM').

We, V Suresh Associates, Practising Company Secretaries, have been appointed by the 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 05th September, 2024 issued in accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, and 21/2021 dated December 14, 2021 Circular No 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 and Circular No. 09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs (MCA), Government of India (hereinafter referred to as "MCA Circulars") and the SEBI vide its Circular No. SEBI /HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by the Securities and Exchange Board of India (referred to as 'SEBI Circulars'), Government of India, for the 97th Annual General Meeting of M/s. Dhanlaxmi Bank Limited, held on 30th September, 2024 Monday at 11:00 A.M through video conferencing ('VC') / other audio visual means ('OAVM').

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



The notice dated 05th September, 2024 was sent to the shareholders in respect of the below mentioned resolutions passed at the 97th Annual General Meeting of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the aforesaid MCA & SEBI Circulars.

The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "Financial Express" and in a vernacular newspaper "Deepika" edition on Dated 08th September, 2024.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice of 97th Annual General Meeting of the members of the Company. Our responsibility as a Scrutinizer for the e-voting process is restricted to presenting a Scrutinizer's Report on the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. KFin Technologies Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

The e-voting period remained open from 09.00 A.M (IST) on Friday, September 27, 2024 to 05.00 P.M (IST) on Sunday, September 29, 2024 (both days inclusive).

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

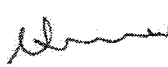
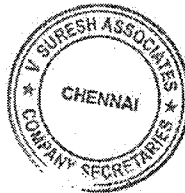
The Corporate members who had participated in the remote e-voting had provided scanned copy of the resolutions passed at the Meetings of their respective Board of Directors for authorization to exercise their votes through e-voting.

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.

The members of the Company as on the "cut-off" date i.e. Tuesday, September, 24, 2024 were entitled to vote on the resolutions (items no. 1 to 4 as set out in the notice of the 97th Annual General Meeting of the Company.)

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.

Thereafter, the consolidated results containing, inter alia, list of Equity Shareholders, who voted "for", "against" or "abstained", in respect of the each of the resolutions that were put to vote, were generated from the e-voting website of M/s. KFin Technologies Limited (i.e.) <https://evoting.kfintech.com> and remote e-voting at the Annual General Meeting, was prepared.

The consolidated results are as follows:

Resolution No 1: Ordinary Business

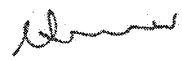

Ordinary Resolution: Adoption of the Bank's audited financial statements for the financial year ended March 31, 2024 together with the reports of the Board of Directors' and Auditors' thereon.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-voting	3,16,61,273	189	3,16,50,285	99.97	9	10,988	0.03	-	655
E-voting at AGM	5,145	17	5145	100.00	-	-	-	-	-
TOTAL	3,16,66,418	206	3,16,55,430	99.97	9	10,988	0.03	-	655

Resolution No 2: Ordinary Business

Ordinary Resolution: Appointment of Joint Statutory Central Auditors for the Bank.

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-voting	3,16,61,276	186	3,16,48,508	99.96	13	12,768	0.04	-	655
E-voting at AGM	5,145	17	5,145	100.00	-	-	-	-	-
TOTAL	3,16,66,421	203	3,16,53,653	99.96	13	12,768	0.04	-	655

Resolution No 3: Special Business

Ordinary Resolution: *Authorizing the Board of Directors to appoint and fix remuneration of branch auditors.*

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-voting	3,16,61,256	184	3,16,49,923	99.96	13	11,333	0.04	-	675
E-voting at AGM	5,145	17	5,145	100.00	-	-	-	-	-
TOTAL	3,16,66,401	201	3,16,55,068	99.96	13	11,333	0.04	-	675

Resolution No 4: Special Business

Ordinary Resolution: *Appointment of Dr. Jineesh Nath C.K, Additional Director as Director of the Bank.*

Voting Method	Total Valid Votes	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares	% of total number of valid votes cast	No. of folios	No. of Shares	% of total number of valid votes cast		
Remote E-voting	3,16,61,256	181	3,16,48,583	99.96	16	12,673	0.04	-	675
E-voting at AGM	5,145	17	5,145	100.00	-	-	-	-	-
TOTAL	3,16,66,401	198	3,16,53,728	99.96	16	12,673	0.04	-	675

All the resolutions have been passed with requisite majority.

Thanking you,
Yours Faithfully,
For V Suresh Associates



V Suresh
Senior Partner
Practising Company Secretaries
Membership No. 2969
CP No. 6032
UDIN: F002969F001379058

