



D. A. Kamat & Co

Company Secretaries

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CONSOLIDATED SCRUTINISER REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies
(Management and Administration) Rules, 2014

To,
Shri. Rajkiran Rai G
President
Indian Institute of Banking & Finance
Kohinoor City, Commercial II
Tower-1, 2nd Floor, Kiro Road, Kurla (w),
Mumbai-400070

Kind Attention: Shri. Biswa Ketan Das, Chief Executive Officer

Dear Sir,

Subject: Consolidated Scrutinizer's Report on Remote E-Voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and E-Voting at the 94th Annual General Meeting of Indian Institute of Banking and Finance held on Saturday, 4th September, 2021 at 11:00 AM IST

I, CS D. A. Kamat, Partner, M/s D A Kamat & Co, Company Secretaries, Mumbai have been appointed as a Scrutinizer in the General Council Meeting of Indian Institute of Banking and Finance ('Institute' or 'IIBF') held on 28th June, 2021 for the purpose of scrutinizing the e-voting process, at the 94th Annual General Meeting (AGM), pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended and applicable) on the resolutions contained in the Notice of the 94th Annual General Meeting held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), on Saturday, 4th September, 2021 at 11.00 AM.

1. The Institute has provided the facility of remote e-voting at the AGM on the resolutions specified in the Notice to the 94th Annual General Meeting dated 6th August, 2021.





2. The Management of the Institute is responsible to ensure that the compliance of the requirements of the Companies Act, 2013 and rules made there under, relating to remote e-voting and e-voting at AGM on the resolutions as contained in the aforesaid notice is undertaken. Our responsibility as a Scrutinizer is to scrutinize and ensure that the voting done through remote e-voting and e-voting at AGM is done in a fair and transparent manner and to make a Consolidated Scrutinizers Report of the votes cast "in favor" or "against" the resolutions, based on the reports generated from the e-voting system of National Securities Depository Ltd (NSDL), the agency engaged by the Institute to provide remote e-voting and e-voting facilities at the AGM.
3. The Chief Executive Officer (CEO) at the 94th Annual General Meeting held on Saturday, 04th September 2021, announced that members who have not exercised their votes through remote e-voting may undertake the e-voting during the AGM. As informed by the Institute, the e-voting was kept open from start of the AGM till 30 minutes after the conclusion of the proceedings of the AGM.
4. By virtue of their existing Articles of Association, Associate, Fellow and Institutional Members (Voting Members) as on the "cut-off date" i.e. Saturday, 28th August 2021 were entitled to vote on the resolutions as set out in the Notice of the 94th Annual General Meeting of the Institute.
5. The Notice of AGM was dispatched by the Institute electronically to all members on 11th August 2021. The AGM notice contained the detailed procedure to be followed by the members who were desirous of casting their votes electronically as well as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 18/2020, 19/2020 and 20/2020 issued by MCA in this regard ("MCA Circulars").
6. The Institute published an Advertisement in The Indian Express, New Indian Express in English Language and in Navshakti in Marathi Language on 5th August, 2021 as mandated under Clause 3(A)(IV) of the General Circular No.20/2020 dated 5th May 2020.
7. The Institute published an Advertisement in The Indian Express and New Indian Express in English Language and in Navshakti in Marathi Language on 12th August, 2021 providing the details of the dispatch of Notice, details of cut-off date and e-voting facilities provided by the Institute, as required under Rule 20 of Companies (Management and Administration) Rules, 2014.





8. The facility of remote e-voting for all eligible voting members commenced from Tuesday, 31st August 2021 at 9.00 AM IST and ended on Friday, 3rd September, 2021 at 5.00 PM IST and on the date of AGM from the start of the AGM till end of 30 minutes of conclusion of AGM. As informed by the Institute, the NSDL e-voting platform was blocked by NSDL thereafter. Only e-votes casted during this period have been considered for scrutiny.
9. At the 94th AGM, the voting was conducted through e-voting (at AGM) and remote e-voting was unblocked in the presence of two witnesses, who are not in employment of the Institute – Ms. Komal Wankhede and Ms. Kiran Loke

Ms. Komal Wankhede

Ms. Kiran Loke

10. On the basis of the vote cast by the members by the way of electronic voting, remotely and at the AGM held on 4th September, 2021, I have issued my Scrutinizer's Report dated 4th September, 2021.
11. A summary of the votes cast by the members through remote e-voting, and e-voting at the 94th AGM with their pattern of voting is attached as an **Annexure I** to this Report.
12. The Results of the electronic voting (including remote e-voting and e-voting at AGM) is as follows:

No	Particulars	Type of Resolution	Result
1	To consider, receive and adopt the Audited Financial Statements of the Institute for the Financial Year ending 31st March, 2021 and reports of the Governing Council and the Auditors thereon	Ordinary	Passed Unanimously
2	To elect a member of the Council in place of, Shri. Harideesh Kumar B (DIN: 07167694) who retires by rotation under the Article 48 of the Articles of Association of the Institute and, being eligible offers himself for re-election.	Ordinary	Passed Unanimously





3	To elect a member of the Council in place of Shri. Rajkiran Rai G (DIN: 07427647) who retires by rotation under the Article 48 of the Articles of Association of the Institute and, being eligible, offers himself for re-election.	Ordinary	Passed Unanimously
4	Appointment of Shri. Rajkiran Rai G (DIN: 07427647) , as a President of the Institute from the conclusion of the 94 th AGM till the conclusion of the 95 th AGM in 2022.	Ordinary	Passed Unanimously
5	Appointment of Shri. Sunil Mehta (DIN: 07430460) , Council member appointed in casual vacancy, liable to retire by rotation.	Ordinary	Passed Unanimously
6	Appointment of Shri. Dinesh Kumar Khara (DIN: 06737041) , Council member appointed in casual vacancy, liable to retire by rotation.	Ordinary	Passed Unanimously
7	Appointment of Shri. Om Prakash Mishra (DIN: 09244477) as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously
8	Appointment of Shri. Jose J. Kattoor (DIN: 09213852) , as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously
9	Appointment of Shri. Mahabaleshwara M S (DIN: 07645317) as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously
10	Appointment of Shri. L V Prabhakar (DIN: 08110715) as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously
11	Appointment of Shri. Atanu Kumar Das (DIN: 07758968) as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously
12	Appointment of Shri. Baskar Babu Ramachandran (DIN: 02303132) , as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously
13	Revision in the remuneration of Shri. Biswa Ketan Das (DIN: 08067282) , Chief Executive Officer of the Institute, with effect from 1st October, 2020.	Special	Passed Unanimously





13. The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same shall be handed over to the CEO for safe keeping thereon.
14. Based on the above, the Resolution Nos 1 to 13 may be deemed to have been passed unanimously as on date of AGM i.e. 4th September 2021.

Thank You
For, D A Kamat & Co
Company Secretaries

Countersigned by
For, Indian Institute of Banking & Finance



D A Kamat
Scrutinizer appointed for the Meeting
FCS 3843
CP 4965
Date: 4th September 2021
UDIN: F003843C000897604

Biswa Ketan Das
Chief Executive Officer
(Duly Authorised by Chairman)
Date: 4th September 2021

Enclosed: Annexure I to this Report.



ANNEXURE - I
TO SCRUTINISER REPORT FOR 94th AGM

The summary of votes cast through ELECTRONIC VOTING (Remotely and during AGM) at the 94th AGM for each of the resolutions is as follows:

Resolution No. 1: To consider, receive and adopt the Audited Financial Statements of the Institute for the Financial Year ending 31st March, 2021 and reports of the Governing Council and the Auditors thereon

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
30	3779	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously

Resolution No. 2: To elect a member of the Council in place of, **Shri. Harideesh Kumar B (DIN: 07167694)** who retires by rotation under the Article 48 of the Articles of Association of the Institute and, being eligible offers himself for re-election.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
30	3779	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously





Resolution No. 3: To elect a member of the Council in place of **Shri. Rajkiran Rai G (DIN: 07427647)** who retires by rotation under the Article 48 of the Articles of Association of the Institute and, being eligible, offers himself for re-election.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
30	3779	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously

Resolution No. 4: Appointment of **Shri. Rajkiran Rai G (DIN: 07427647)**, as a President of the Institute from the conclusion of the 94th AGM till the conclusion of the 95th AGM in 2022.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
30	3779	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously





Resolution No. 5: Appointment of **Shri. Sunil Mehta (DIN: 07430460)**, Council member appointed in casual vacancy, liable to retire by rotation.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
30	3779	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously

Resolution No. 6: Appointment of **Shri. Dinesh Kumar Khara (DIN: 06737041)**, Council member appointed in casual vacancy, liable to retire by rotation.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
30	3779	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously





Resolution No. 7: Appointment of **Shri. Om Prakash Mishra (DIN: 09244477)** as a Council Member, liable to retire by rotation.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
30	3779	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously

Resolution No. 8: Appointment of **Shri. Jose J. Kattoor (DIN: 09213852)**, as a Council Member, liable to retire by rotation.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
30	3779	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously





Resolution No. 9: Appointment of **Shri. Mahabaleshwara M S (DIN: 07645317)** as a Council Member, liable to retire by rotation.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
30	3779	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously

Resolution No. 10: Appointment of **Shri. L V Prabhakar (DIN: 08110715)** as a Council Member, liable to retire by rotation.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
30	3779	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously





Resolution No. 11: Appointment of **Shri. Atanu Kumar Das (DIN: 07758968)** as a Council Member, liable to retire by rotation.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
30	3779	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously

Resolution No. 12: Appointment of **Shri. Baskar Babu Ramachandran (DIN: 02303132)**, as a Council Member, liable to retire by rotation.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
30	3779	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously





Resolution No. 13: Revision in the remuneration of **Shri. Biswa Ketan Das (DIN: 08067282)**, Chief Executive Officer of the Institute, with effect from 1st October, 2020.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
30	3779	100

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	0

Result: Passed Unanimously

