

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 Dinesh Kumar Khara
Chairman of the Governing Council
Indian Institute of Banking & Finance
Kohinoor City, Commercial II
Tower-1, 2nd Floor, Kiroli 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 96th Annual General Meeting of the Indian Institute of Banking & Finance ('the Institute') held on Saturday, 2nd September, 2023 at 11:30 A.M. IST

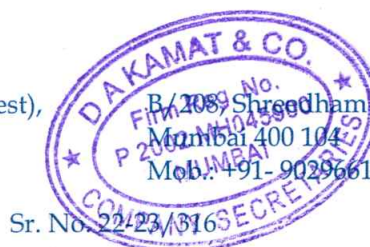
I, CS D A Kamat, Practicing Company Secretary and Partner at M/s D A Kamat & Co., Mumbai have been appointed as a Scrutinizer in the Governing Council Meeting of the Indian Institute of Banking & Finance ("the Institute") held on 17th July, 2023 for the purpose of scrutinising the e-voting process at the 96th Annual General Meeting, 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 said date for the 96th Annual General Meeting held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") on Saturday, 2nd September, 2023 at 11.30 A.M. IST.

1. The Institute has provided the facility of remote e-voting at the AGM on the resolutions specified in the Notice to the 96th Annual General Meeting dated 17th July, 2023.
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 Scrutinizers 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 favour" or "against" the resolutions, based on the reports generated from the remote 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.

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3. The Chief Executive Officer (CEO) at the 96th Annual General Meeting held on Saturday, 2nd September, 2023, 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, 26th August, 2023 were entitled to vote on the resolutions as set out in the Notice of the 96th Annual General Meeting of the Institute.
5. The Notice of AGM was dispatched by the Institute electronically to all members on 9th August, 2023. 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 and New Indian Express in English Language and in Navshakti in Marathi Language on 5th August, 2023 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 11th August, 2023 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, 29th August, 2023 at 9.00 AM IST and ended on Friday, 1st September, 2023 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 remote e-votes casted during this period have been considered for scrutiny.
9. At the 96th 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 – CS Rachana Shanbhag & Ms. Vidhi Rathod

CS Rachana Shanbhag

Ms. Vidhi Rathod

10. On the basis of the votes cast by the members by the way of electronic voting, remotely and at the 96th AGM held on Saturday, 2nd September, 2023 I have issued my Scrutinizer's Report dated 2nd September, 2023.





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11. A summary of the votes cast by the members through remote e-voting, and e-voting at the 96th 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, 2023 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 Dinesh Kumar Khara (DIN: 06737041) 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 Om Prakash Mishra (DIN: 09244477) 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	To elect a member of the Council in place of Shri Atul Kumar Goel (DIN: 07266897) 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 with requisite majority
5	To elect a member of the Council in place of Shri Baskar Babu Ramachandran (DIN: 02303132) 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 with requisite majority
6	Appointment of Shri Dinesh Kumar Khara (DIN: 06737041) , as the President of the Institute from the conclusion of the 96 th AGM till the conclusion of the 97 th AGM in 2024.	Ordinary	Passed unanimously
7	Appointment of Shri M V Rao (DIN: 06930826) , as a Council Member, liable to retire by rotation.	Ordinary	Passed with requisite majority



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8	Appointment of Shri K Satyanarayana Raju (DIN: 08607009) , as a Council Member, liable to retire by rotation.	Ordinary	Passed unanimously
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13. The Register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman of the Meeting 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 8 may be deemed to have been passed unanimously / with requisite majority respectively as stated above. as on date of AGM i.e. 2nd September, 2023.

Thank You

For, D A Kamat & Co
P. R. No: 1714/2022

D. A. Kamat
Partner, D A Kamat & Co.,
Scrutinizer appointed for the Meeting
FCS 3843
CP 4965
Place: Mumbai
Date: 2nd September, 2023
UDIN: F003843E000920759

Countersigned by
For, Indian Institute of Banking &
Finance

Biswa Ketan Das
Chief Executive Officer
(Duly Authorised by Chairman)
DIN: 08067282
Place: Mumbai
Date: 2nd September, 2023

Enclosed: Annexure I to this Report.



ANNEXURE - I
TO SCRUTINISER REPORT FOR 96th ANNUAL GENERAL MEETING

The summary of votes cast through ELECTRONIC VOTING (Remotely and during the AGM) at the 96th 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, 2023 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
81	3647	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 Dinesh Kumar Khara (DIN: 06737041)** 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
80	3622	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



Signature



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Resolution No. 3: To elect a member of the Council in place of **Shri Om Prakash Mishra (DIN: 09244477)** 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
80	3622	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: To elect a member of the Council in place of **Shri Atul Kumar Goel (DIN: 07266897)** 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
79	3597	99.30%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	25	0.70%

Result: Passed with requisite majority

Resolution No. 5: To elect a member of the Council in place of **Shri Baskar Babu Ramachandran (DIN: 02303132)** 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
79	3620	99.94%



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Continuation Sheet

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	2	0.06%

Result: Passed with requisite majority

Resolution No. 6: Appointment of **Shri. Dinesh Kumar Khara (DIN: 06737041)** as the President of the Institute from the Conclusion of the 96th AGM till the Conclusion of the 97th AGM in 2024.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
80	3622	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 M V Rao (DIN: 06930826)**, 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
79	3620	99.94%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	2	0.06%

Result: Passed with requisite majority



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Resolution No. 8: Appointment of **Shri K Satyanarayana Raju (DIN: 08607009)**, 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
81	3623	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



SRJ :

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