

September 08, 2022

<b>The Secretary</b> <b>BSE Limited</b> <b>Phiroze Jeejeebhoy Towers</b> <b>Dalal Street</b> <b>Mumbai - 400 001</b>	<b>The Secretary</b> <b>National Stock Exchange of India Limited</b> <b>Exchange Plaza, Bandra Kurla Complex</b> <b>Mumbai - 400051</b>
<b>Scrip Code : 543243</b>	<b>Symbol : EQUITASBNK</b>

Dear Sir/Madam

**Sub: Scrutinizer's report on the meeting of the Depositors (Holding deposits above Rupees Three lakhs) of Equitas Small Finance Bank Limited ("the Bank") convened pursuant to the order of the Hon'ble National Company Law Tribunal, Division Bench II, Chennai dated July 22, 2022**

Please find enclosed herewith the Scrutiniser's report on e-voting (remote e-voting and e-voting at the meeting) in connection with the meeting of the Depositors of the Bank convened on Wednesday, September 07, 2022 at 10:30 Hrs (IST) pursuant to the order of the Hon'ble National Company Law Tribunal, Division Bench II, Chennai dated July 22, 2022 to seek the approval of the Depositors of the Bank on the proposed Scheme of Amalgamation between Equitas Holdings Limited ("Transferor Company") and Equitas Small Finance Bank Limited ("Transferee Company") ('Scheme').

The resolution set forth in the Notice has been duly passed with requisite majority.

The said report can also be accessed on the website of the Company at <https://ir.equitasbank.com/exchange-filings/>

Kindly take the same on record.

Thanking You,

Yours sincerely,

**For Equitas Small Finance Bank Limited**

**N Ramanathan**  
**Company Secretary**



**BEYOND BANKING**

When you bank with us, you contribute towards a better society.

**Equitas Small Finance Bank Limited**  
(Previously known as Equitas Finance Limited)

4<sup>th</sup> Floor, Phase II, Spencer Plaza, No.769, Mount Road, Anna Salai, Chennai, Tamil Nadu, India - 600 002

T: +91 44 4299 5000 | F: +91 44 4299 5050 | corporate@equitas.in | www.equitasbank.com | Toll Free: 1800 103 1222 | CIN No: L65191TN1993PLC025280

**CONSOLIDATED SCRUTINIZER'S REPORT**

**Meeting of Deposit Holders (holding deposits above Rupees Three Lakhs) of Equitas Small Finance Bank Limited**

[Pursuant to Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administrations) Rules 2014 as amended and as per the directions issued by the Hon'ble National Company Law Tribunal, Division Bench-II, Chennai vide order dated 22<sup>nd</sup> July 2022 in Company application No. CA(CAA)/54(CHE)2022]

**Date:** 08/09/2022

To,

N.P. Vijayakumar

Chairman appointed by the Hon'ble National Company Law Tribunal, Division Bench-II, Chennai for the meeting of Deposit Holders (holding deposits above Rupees Three Lakhs) of Equitas Small Finance Bank Limited, held on 7<sup>th</sup> September 2022 at 10:30 AM pursuant to the Company application no. CA(CAA)/54(CHE)2022.

Dear Sir,

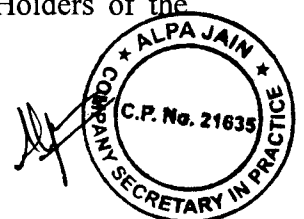
**Sub:** Consolidated Report on the resolution passed through remote e-voting and e-voting at the NCLT convened meeting of Deposit Holders (holding deposits above Rupees Three Lakhs) of Equitas Small Finance Bank Limited held on 7<sup>th</sup> September 2022 at 10:30 AM.

**Ref:** Meeting of the Deposit Holders (holding deposits above Rupees Three Lakhs) of Equitas Small Finance Bank Limited ("the Company" or "transferee Company") convened as per the directions of the NCLT vide its order dated 22<sup>nd</sup> July 2022.

I, Alpa Jain Practicing Company Secretary have been appointed by the Hon'ble National Company Law Tribunal, Division Bench-II, Chennai vide its order dated 22<sup>nd</sup> July 2022, as the "Scrutiniser" for the purpose of scrutinizing remote e-voting process and e-voting at the NCLT convened meeting ("meeting") of the Deposit Holders of Equitas Small Finance Bank Limited convened by order of NCLT and held through Video Conferencing/Other Audio Visual Means ("VC"/"OVAM") on 7<sup>th</sup> September 2022 at 10:30 AM, pursuant to section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended on the resolution seeking approval of the Deposit Holders to the Scheme of Amalgamation, between Equitas Holding Limited and Equitas Small Finance Bank Limited and their respective Shareholders and Creditors in terms of the notice dated 3<sup>rd</sup> August 2022.

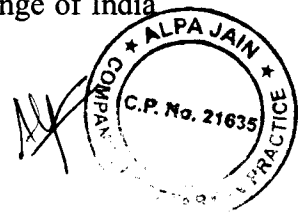
I do hereby submit my Report as under:

1. The Company had appointed National Securities Depository Limited ("NSDL") as the Agency for providing the e-voting platform to the Deposit Holders of the Company.



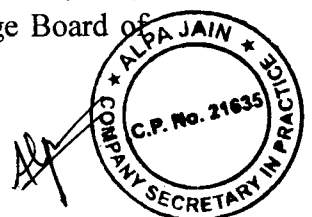
2. The management of the Company is responsible for ensuring compliance with the requirements of the Companies Act 2013 and the Rules and Regulations thereunder relating to e-voting / remote e-voting on the resolution contained in the said notice of the Meeting.
3. My responsibility as a Scrutinizer, for the voting process (through remote e-voting and e-voting) is restricted to scrutinize the e-voting process at the meeting in a fair and transparent manner and to prepare a Consolidated Scrutinizer's Report of the votes cast in favour or against if any, on the resolution based on the reports generated from the e-voting system provided by NSDL.
4. The Cut-off date as mentioned in the Notice to Deposit Holders (holding deposits above Rupees Three Lakhs) was 31<sup>st</sup> May, 2022 for the purpose of deciding the Deposit Holders entitled to vote through remote e-voting and e-voting at the Meeting on the resolution seeking their approval.
5. The remote e-voting period as mentioned in the Notice to Deposit Holders (holding deposits above Rupees Three Lakhs) remained open from Sunday, 4<sup>th</sup> September, 2022 (09:00 A.M.) to Tuesday, 6<sup>th</sup> September, 2022 (05:00 P.M.).
6. The Company had also provided the facility for e-voting to the Deposit Holders (holding deposits above Rupees Three Lakhs) who attended the meeting through VC /OAVM and who had not cast their vote earlier through remote e-voting facility.
7. The votes cast under remote e-voting facility and e-voting conducted during the meeting were unblocked after the expiry of the period as stipulated in presence of two witnesses Ms. Kanchan Rathi and Ms. Neha Sharma who were not in employment of the Company.
8. Thereafter, the data pertaining to e-voting of Deposit Holders who voted "in favour" or "against" the resolution were generated from the e-voting website of NSDL i.e. <https://www.evoting.nsdl.com>.
9. The resolution as set out in the notice calling the meeting of Deposit Holders is reproduced below:

**“RESOLVED THAT** pursuant to the provisions of Sections 230 - 232 of the Companies Act, 2013, and any other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and any other rules, circulars and notifications made under the Companies Act, 2013 as may be applicable, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Master Circular No. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021 issued by the Securities and Exchange Board of India (as amended) read with the observation letters issued by BSE Limited and National Stock Exchange of India



Limited both dated June 10, 2022, and relevant provisions of other applicable laws, the Memorandum of Association and the Articles of Association of Equitas Small Finance Bank Limited, and subject to the approval of the National Company Law Tribunal and such other approvals, permissions and sanctions of regulatory or governmental and other authorities or tribunal, as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed by the National Company Law Tribunal, or by any regulatory or other authorities or tribunal, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of Equitas Small Finance Bank Limited (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more committee(s) constituted/to be constituted by the Board of Directors or any other person authorised by it to exercise its powers including the powers conferred by this resolution), the scheme of arrangement between Equitas Holdings Limited, a public listed company, having its Registered Office at 410A, 4th Floor, Phase II, Spencer Plaza, No. 769, Mount Road, Anna Salai, Chennai - 600 002 and Equitas small Finance Bank Limited , a Public listed company, having its Registered Office at 4th Floor, Phase II, Spencer Plaza, No. 769, Mount Road, Anna Salai, Chennai - 600 002, and their respective Shareholders ("Scheme"), enclosed with this notice, be and is hereby approved with or without modification and for conditions, if any, which may be required and / or imposed and / or permitted by the National Company Law Tribunal, while sanctioning the Scheme and / or by any government authority."

**"RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution and for removal of any difficulties or doubts, the Board, be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper, and to settle any questions or difficulties or doubts that may arise, including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary to give effect to the above resolution, settling of any questions or difficulties arising under the Scheme or in regard to and of the meaning or interpretation of the Scheme or implementation thereof or in any matter whatsoever connected therewith, and to do all acts, deeds and things as may be necessary, desirable or expedient for carrying the Scheme into effect or to carry out such modifications/directions as may be required and/or imposed and/ or permitted by the National Company Law Tribunal while sanctioning the Scheme, or by any governmental authorities, or to approve withdrawal (and where applicable, re-filing) of the Scheme at any stage for any reason including in case any changes and/or modifications are suggested/required to be made in the Scheme or any condition suggested, required or imposed, whether by any shareholder, creditor, Reserve Bank of India, Securities and Exchange Board of

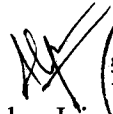


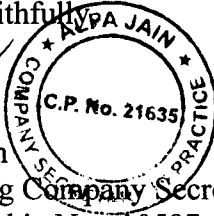
India, the National Company Law Tribunal, NSE, BSE and/or any other authority, and to do all such acts, deeds and things as it may deem necessary and desirable in connection therewith and incidental thereto.”

10. The results of e-voting on the aforesaid resolution, scrutinised by me is attached in **Annexure “A”**.
11. The combined list of Deposit Holders (holding deposits above Rupees Three Lakhs) who voted “FOR/AGAINST” for above resolution through remote e-voting process and e-voting at the meeting has been sent to the Chairman of the meeting and Mr. Natarajan Ramanathan, Company Secretary of the Company for record and safe keeping.

You may accordingly declare the results of the Electronic Voting conducted in the meeting & voting done by the Deposit Holders through remote e-voting.

Yours faithfully,

  
Alpa Jain  
Practising Company Secretary  
Membership No.: 10587  
Scrutinizer of the Meeting  
UDIN: F010587D000940153



Place: Chennai  
Date: 08.09.2022

**ANNEXURE - "A"**

**Voting results of Deposit Holders (holding deposits above Rupees Three Lakhs) of Equitas Small Finance Bank Limited**

Voting Method	Total votes casted	Votes in favour of the resolution			Votes against the resolution		
		No. of Voters	Aggregate in value of votes cast in favour of the resolution	% of total number of votes cast	No. of Voters	Aggregate in value of votes cast against the resolution	% of total number of votes cast
Remote e-voting & e-voting at the meeting	9593127196	116	9583888458	99.9037	03	9238738	0.0963
<b>Total</b>	<b>9593127196</b>	<b>116</b>	<b>9583888458</b>	<b>99.9037</b>	<b>03</b>	<b>9238738</b>	<b>0.0963</b>

