

D. A. KAMAT & CO.

Practicing Company Secretaries

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SCRUTINISER REPORT

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

To,
Dr. J. N. Misra
Chief Executive Officer
Indian Institute of Banking & Finance
Kohinoor City, Commercial II
Tower-1, 2nd Floor, Kirod Road, Kurla (w),
Mumbai-400070

Dear Sir,

Sub: 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 / Voting by Ballot at the Annual General Meeting of Indian Institute of Banking and Finance held on Saturday, 20th August, 2016

1. The Indian Institute of Banking and Finance ('Institute' or 'IIBF') at their Council Meeting held on 27th May, 2016 appointed the undersigned as the Scrutiniser to ensure that the process of remote e-voting and physical voting through Ballot as prescribed under Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 of the Companies Act, 2013 ("the Act") (as amended and applicable to the Institute, from time to time) at the 89th Annual General Meeting to be held on Saturday, 20th August, 2016 on the resolutions as contained in the Notice dated 21st July, 2016 placed for the approval of the members of the Institute, to be carried out in a fair and transparent manner.
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 physical ballot on the resolutions as contained in the aforesaid notice is undertaken. Our responsibility as a Scrutiniser is to scrutinise and ensure that the voting done through remote e-Voting and Physical Ballot is done in a fair and transparent manner and to make a Consolidated Scrutinisers 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 facilities and through physical ballots.
3. Further to the above, I submit my report as follows:
 - 3.1. As required under Section 101 and 102 of the Companies Act, 2013, the Notice for the 89th Annual General Meeting was despatched by permitted means for seeking approval of the Voting members latest by 28th July, 2016.



