

CONSOLIDATED SCRUTINISER REPORT

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

To,
Shri Challa Sreenivasulu Setty
Chairman of the 99th Annual General Meeting
Indian Institute of Banking & Finance
Kohinoor City, Commercial II,
Tower-1, 2nd Floor, Kirod Road, Kurla (w),
Mumbai- 400070

Kind Attention: Shri. Deepak Kumar Lalla, Chief Executive Officer of the Institute

Dear Sir,

Subject: Consolidated Scrutinizer's Report on Remote E-Voting and E-Voting conducted at the 99th Annual General Meeting ("AGM") of Indian Institute of Banking and Finance ("the Institute") on Friday, 18th September, 2026 at 3:00 PM IST through Video Conferencing/ Other Audio-Visual Means (VC/OAVM).

I, CS Rachana Shanbhag, Practicing Company Secretary (FCS: 8227) 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 27th July, 2026 for the purpose of scrutinizing the e-voting process at the 99th 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 proposed for members approval at the 99th Annual General Meeting held on **Friday, 18th September, 2026 at 3:00 P.M. IST**. The Notice for the 99th Annual General Meeting was sent to the members on 18th August 2026 and the corrigendum to the said notice was dispatched on 27th August 2026 (collectively referred to herein as "Notice to the 99th AGM").



1. The Institute has provided the facility of remote e-voting at the AGM on the resolutions specified in the Notice to the 99th Annual General Meeting.

The 99th AGM of the Company, was originally scheduled to be held on Thursday, 10th September, 2026 at 4:30 PM IST through Two-Way Video Conferencing (“VC”)/ Other Audio-Visual Mode (“OAVM”) but the same was rescheduled and was held on **Friday, 18th September, 2026 at 3.00 PM IST through Two-Way Video Conferencing (“VC”)/ Other Audio-Visual Mode (“OAVM”)**, to transact the business as set out in the Notice of the AGM.

2. The Notice of the AGM was dispatched electronically by the Institute to all its members on 18th August 2026 and the Corrigendum to the Notice of the AGM informing the members about the rescheduled day, date and time for the 99th AGM was issued and dispatched electronically by the Institute to all its members on 27th August, 2026.

3. **Responsibility of Management and Scrutinizer:**

The management of the Institute is responsible for ensuring compliance with the provisions of the Companies Act, 2013 and the rules made thereunder, including those relating to remote e-voting and e-voting at the AGM, on the resolutions set out in the Notice of the said meeting, along with adherence to the applicable circulars issued in this regard.

My responsibility, as a Scrutinizer, is to scrutinize the process of remote e-voting and e-voting at the AGM conducted in a fair and transparent manner and to prepare a consolidated Scrutinizer’s Report on the votes cast “FOR” and “AGAINST” each resolution, based on the data generated from the e-voting system provided by *National Securities Depositories Limited (“NSDL”)* through its e-voting platform, the authorized agency engaged by the Institute for providing e-voting facilities.

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4. At the 99th Annual General Meeting of the Institute held on **Friday, 18th September, 2026**, the Chief Executive Officer announced that the members who had not cast their votes through remote e-voting were provided the facility to cast their votes electronically during the AGM. As informed by the Institute, the e-voting facility remained open from the commencement of the AGM until 30 minutes after the conclusion of the proceedings.
5. In accordance with the provisions of the Articles of Association of the Institute, Associate, Fellow, and Institutional Members (Voting Members) whose names appeared on the Register of Members as on the cut-off date, i.e., Friday, 11th September 2026, were entitled to vote on the resolutions set out in the Notice of the 99th AGM.
6. The Notice contained detailed instructions regarding the procedure to be followed by members desirous of casting their votes electronically, in compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014, read with General Circular Nos. 18/2020, 19/2020, 20/2020, 02/2022, 10/2022, 09/2023, and 09/2024 issued by the Ministry of Corporate Affairs ("MCA Circulars").
7. In compliance with Clause 3(A)(IV) of MCA General Circular No. 20/2020 dated 5th May, 2020, the Institute had uploaded a Notice to the Members on the Institute's website: www.iibf.org.in for updation of E-Mail addresses and contact details for 99th Annual General Meeting ("AGM") on 10th August, 2026.
8. The Institute published an advertisement on 20th August, 2026 in *The Business Line* and *Financial Express* (in English language) and in *Navshakti* (in Marathi language), providing details regarding the dispatch of the Notice of the 99th AGM, the cut-off date, and the e-voting facilities made available by the Institute, in compliance with the requirements of Rule 20 of the Companies (Management and Administration) Rules, 2014.

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Post issue of Corrigendum to the notice of the 99th AGM, the Institute published an advertisement on 28th August, 2026 in *The Business Line* and *Financial Express* (in English language) and in *Navshakti* (in Marathi language), providing details regarding the dispatch of the Corrigendum to the Notice of the 99th AGM, the cut-off date, and the e-voting facilities made available by the Institute, in compliance with the requirements of Rule 20 of the Companies (Management and Administration) Rules, 2014.

9. The facility of remote e-voting for all eligible members was made available from Monday, 14th September 2026 (9:00 A.M. IST) and concluded on Thursday, 17th September 2026 (5:00 P.M. IST). Further, on the date of the AGM, the facility for e-voting was provided from the commencement of the meeting and remained open up to 30 minutes after the conclusion of the AGM. As confirmed by the Institute, the NSDL e-voting platform was thereafter blocked by NSDL. Only the votes cast through remote e-voting and e-voting during the AGM within the aforesaid period were considered for the purpose of scrutiny.
10. At the 99th AGM, the votes cast electronically through remote e-voting and e-voting during the meeting were unblocked in the presence of two witnesses, not in employment of the Company, namely CS Aditi Mehta and Ms. Khushboo Karelia.
11. Based on the votes cast by the members through remote e-voting and e-voting at the AGM held on 18th September 2026, I have prepared and issued my Consolidated Scrutinizer's Report of event date, i.e., 18th September 2026.
12. A consolidated summary of the votes cast by the members through remote e-voting and e-voting at the 99th AGM, along with their voting pattern, is annexed hereto as **Annexure I** to this Report.

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13. The Results of the electronic voting (including remote e-voting and e-voting at the 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 31 st March, 2026 and reports of the Governing Council and the Auditors thereon.	Ordinary	Passed Unanimously
2	To elect a member to the Council in place of Dr. Debadatta Chand (DIN: 07899346) 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 to the Council in place of Shri B Ramesh Babu (DIN: 06900325) 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 to the Council in place of Smt. Arti Ajit Patil (DIN: 09663600) 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
5	Appointment of Shri Challa Sreenivasulu Setty (DIN: 08335249) as the President of the Institute from the conclusion of the 99 th AGM till the conclusion of the 100 th AGM in 2027.	Ordinary	Passed Unanimously

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6	Appointment of Shri Asheesh Pandey (DIN: 09295107) , as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously
7	Appointment of Shri Prabdev Singh (DIN: 07097109) , as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously
8	Appointment of Shri Gajendra Singh Rana (DIN: 10759895) , as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously
9	Appointment of Shri Neeraj Nigam (DIN: 11499149) , as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously
10	Appointment of Shri Rajneesh Karnatak (DIN: 08912491) , as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously
11	Appointment of Shri Brajesh Kumar Singh (DIN: 11242520) , as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously
12	Appointment of Shri. Deepak Kumar Lalla (DIN: 09648283) as a Council Member not liable to retire by rotation.	Ordinary	Passed Unanimously
13	Appointment of Shri. Deepak Kumar Lalla (DIN: 09648283) as a Chief Executive Officer of the Institute, with effect from 1 st February, 2026 for a period of 5 years from the date of joining the Institute or up to 65 years of age, whichever is earlier on the terms and conditions as stated in the Explanatory Statement attached to this Notice.	Special	Passed Unanimously

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14. There were no invalid votes cast on the resolutions put forth for e-voting.
15. The Register, together with all other papers and relevant records relating to remote e-voting and e-voting at the AGM, including the details of the members who voted "FOR" or "AGAINST" each resolution and those whose votes were declared invalid, shall remain in my safe custody until the Chairman considers, approves, and signs the Minutes of the said AGM. Thereafter, the same shall be handed over to Mr. Deepak Kumar Lalla, CEO, duly authorised by the Chairman of the Institute for safe keeping.
16. Based on the above Resolution nos. 1,2,3,4,5,6,7,8,9,10,11,12 and 13 may be deemed to have been passed unanimously on the date of the AGM, i.e., 18th September 2026.

Thank You

For, M/s D. A. Kamat & Co
Company Secretaries
P. R. No: 1714/2022

RACHANA
SHANBHAG

Digitally signed by
RACHANA SHANBHAG
Date: 2026.09.19
16:33:30 +05'30'

Rachana Shanbhag
Partner, M/s D.A. Kamat & Co.,
Scrutinizer appointed for the Meeting
FCS 8227
CP 9297
Place: Mumbai
Date: 19.09.2026
UDIN: F008227H001541242

Countersigned by
For, Indian Institute of Banking &
Finance

Deepak Kumar Lalla
Chief Executive Officer
(Duly Authorised by Chairman)
DIN: 09648283
Place: Mumbai
Date: 19.09.2026

Enclosed: Annexure I to this Report.

ANNEXURE – I TO SCRUTINISER REPORT FOR 99th ANNUAL GENERAL MEETING

The summary of votes cast through ELECTRONIC VOTING (Remotely and during the AGM) at the 99th 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, 2026 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
64	3682	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

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Resolution No. 2: To elect a member to the Council in place of **Dr. Debadatta Chand (DIN: 07899346)** 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
64	3682	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

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Resolution No. 3: To elect a member to the Council in place of **Shri B Ramesh Babu (DIN: 06900325)** 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
64	3682	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

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Resolution No. 4: To elect a member to the Council in place of **Smt. Arti Ajit Patil (DIN: 09663600)** 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
64	3682	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

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Resolution No. 5: Appointment of **Shri Challa Sreenivasulu Setty (DIN: 08335249)** as the President of the Institute from the conclusion of the 99th AGM till the conclusion of the 100th AGM in 2027.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
64	3682	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

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Resolution No. 6: Appointment of **Shri Asheesh Pandey (DIN: 09295107)**, 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
64	3682	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

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Resolution No. 7: Appointment of **Shri Prabdev Singh (DIN: 07097109)**, 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
62	3678	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

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Resolution No. 8: Appointment of **Shri Gajendra Singh Rana (DIN: 10759895)**, 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
64	3682	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

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Resolution No. 9: Appointment of **Shri Neeraj Nigam (DIN: 11499149)**, 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
64	3682	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 Rajneesh Karnatak (DIN: 08912491)**, 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
64	3682	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

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Resolution No. 11: Appointment of **Shri Brajesh Kumar Singh (DIN:11242520)**, 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
64	3682	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. Deepak Kumar Lalla (DIN: 09648283)**, as a Council Member not 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
64	3682	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

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Resolution No. 13: Appointment of **Shri. Deepak Kumar Lalla (DIN: 09648283)** as a Chief Executive Officer of the Institute, with effect from 1st February 2026 for a period of 5 years from the date of joining the Institute or up to 65 years of age, whichever is earlier on the terms and conditions as stated in the Explanatory Statement attached to this Notice.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
64	3682	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