



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. L V Prabhakar
Chairman of the Meeting
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 95th Annual General Meeting of Indian Institute of Banking and Finance held on Saturday, 17th September, 2022 at 3:00 PM IST

I, CS Rachana Shanbhag, Practicing Company Secretary and Partner at M/s D A Kamat & Co., Mumbai have been appointed as a Scrutinizer in the General Council Meeting of the Institute, The Indian Institute of Banking and Finance ('Institute' or 'IIBF') held on 27th July, 2022 for the purpose of scrutinising the e-voting process, at the 95th 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 94th Annual General Meeting held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), on Saturday, 17th September, 2022 at 3.00 PM.

1. The Institute has provided the facility of remote e-voting at the AGM on the resolutions specified in the Notice to the 95th Annual General Meeting dated 27th July, 2022.
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 Scrutiniser is to scrutinise 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 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 and e-voting facilities at the AGM.



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3. The Chief Executive Officer (CEO) at the 95th Annual General Meeting held on Saturday, 17th September 2022, announced that members who have not exercised their votes through remote e-voting may undertake 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, 10th September 2022 were entitled to vote on the resolutions as set out in the Notice of the 95th Annual General Meeting of the Institute.
5. The Notice of AGM was dispatched by the Institute electronically to all members on 23rd August 2022. 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 20th August, 2022 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 26th August, 2022 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, 13th September, 2022 at 9.00 AM IST and ended on Friday, 16th September, 2022 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 95th 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. Maithili Padiyar and Ms. Kritika Kandpal



Ms. Maithili Padiyar



Ms. Kritika Kandpal

10. On the basis of the votes cast by the members by the way of electronic voting, remotely and at the 95th AGM held on Saturday, 17th September, 2022 I have issued my Scrutinizer's Report dated 17th September, 2022.



11. A summary of the votes cast by the members through remote e-voting, and e-voting at the 95th 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, 2022 and reports of the Governing Council and the Auditors thereon.	Ordinary	Passed with requisite majority.
2	To elect a member of the Council in place of Ms. Zarin Daruwala (DIN: 00034655) who retires by rotation under the Article 48 of the Articles of Association of the Institute and, being eligible, offers herself for re-election.	Ordinary	Passed with requisite majority.
3	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 with requisite majority.
4	To elect a member of the Council in place of Shri Sunil Mehta (DIN: 07430460) 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	Appointment of Shri. Dinesh Kumar Khara (DIN: 06737041) as the President of the Institute.	Ordinary	Passed with requisite majority.
6	Appointment of Shri. Ajay Kumar (DIN: 07732926) as a Council Member, liable to retire by rotation.	Ordinary	Passed with requisite majority.

7	Appointment of Shri. Sanjiv Chadha (DIN: 08368448) as a Council Member, liable to retire by rotation.	Ordinary	Passed with requisite majority.
8	Appointment of Shri. Atul Kumar Goel (DIN: 07266897) , as a Council Member, liable to retire by rotation.	Ordinary	Passed with requisite majority.
9	Appointment of Shri. Shanti Lal Jain (DIN: 07692739) as a Council Member, liable to retire by rotation.	Ordinary	Passed with requisite majority.
10	Appointment of Prof. D Janakiram (DIN: 03392680) as a Council Member, liable to retire by rotation.	Ordinary	Passed with requisite majority.
11	Appointment of Mrs Arti Patil (DIN: 09663600) as a Council Member, liable to retire by rotation.	Ordinary	Passed with requisite majority.
12	Appointment of Ms. A. Manimekhalai (DIN: 08411575) , as a Council Member, liable to retire by rotation.	Ordinary	Passed with requisite majority.
13	Appointment of Shri Soma Sankara Prasad (DIN: 02966311) , Council Member appointed in casual vacancy, liable to retire by rotation.	Ordinary	Passed with requisite majority.
14	Re-appointment of Prof. G Sivakumar (DIN: 07537575) , as a Council Member, not liable to retire by rotation for a fixed term of 3 (three) years with effect from 23 rd August, 2022.	Ordinary	Passed with requisite majority.

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.





D.A. KAMAT & CO
Partners in Compliance

Continuation Sheet

14. Based on the above, the Resolution Nos. 1 to 14 may be deemed to have been passed unanimously as on date of AGM i.e. 17th September 2022.

Thank You

Rachana Shanbhag
Partner, D A Kamat & Co
FCS 8227
CP 9297
Place: Mumbai
Date: 17th September, 2022
UDIN: F008227D000991715
P. R. NO: 1714/2022

Countersigned by
For, Indian Institute of Banking & Finance

Biswa Ketan Das
Chief Executive Officer
(Authorised by Chairman of the AGM)

DIN: 08067282
Place: Mumbai
Date: 17th September, 2022

Enclosed: Annexure I to this Report.



ANNEXURE - I
TO SCRUTINISER REPORT FOR 95th AGM

The summary of votes cast through ELECTRONIC VOTING (Remotely and during the AGM) at the 95th 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, 2022 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
60	60	98.36%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.64%

Result: Passed with requisite majority

Resolution No. 2: To elect a member of the Council in place of **Ms. Zarin Daruwala (DIN: 00034655)** who retires by rotation under the Article 48 of the Articles of Association of the Institute and, being eligible, offers herself 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
59	59	98.33%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.67%

Result: Passed with requisite majority



RMK

Resolution No. 3: 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
59	59	98.33%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.67%

Result: Passed with requisite majority

Resolution No. 4: To elect a member of the Council in place of **Shri Sunil Mehta (DIN: 07430460)** 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
59	59	98.33%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.67%

Result: Passed with requisite majority



Resolution No. 5: Appointment of **Shri. Dinesh Kumar Khara (DIN: 06737041)** as the President of the Institute from the conclusion of the 95th AGM till the conclusion of the 96th AGM in 2023.

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
59	59	98.33%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.67%

Result: Passed with requisite majority

Resolution No. 6: Appointment of **Shri. Ajay Kumar (DIN: 07732926)** 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
58	58	98.30%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.7%

Result: Passed with requisite majority



Resolution No. 7: Appointment of **Shri. Sanjiv Chadha (DIN: 08368448)** 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
59	59	98.33%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.67%

Result: Passed with requisite majority

Resolution No. 8: Appointment of **Shri. Atul Kumar Goel (DIN: 07266897)**, 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
58	58	98.30%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.7%

Result: Passed with requisite majority



Resolution No. 9: Appointment of **Shri. Shanti Lal Jain (DIN: 07692739)** 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
58	58	98.30%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.7%

Result: Passed with requisite majority

Resolution No. 10: Appointment of **Prof. D Janakiram (DIN: 03392680)** 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
58	58	98.30%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.7%

Result: Passed with requisite majority



Resolution No. 11: Appointment of **Mrs Arti Patil (DIN: 09663600)** 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
58	58	98.30%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.7%

Result: Passed with requisite majority

Resolution No. 12: Appointment of **Ms. A. Manimekhalai (DIN: 08411575)**, 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
59	59	98.33%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.67%

Result: Passed with requisite majority



Resolution No. 13: Appointment of **Shri Soma Sankara Prasad (DIN: 02966311)**, Council Member appointed in casual vacancy, as a 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
59	59	98.33%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.67%

Result: Passed with requisite majority

Resolution No. 14: Re-appointment of **Prof. G Sivakumar (DIN: 07537575)**, as a Council Member, not liable to retire by rotation for a fixed term of 3 (three) years with effect from 23rd August, 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
58	58	98.30%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	1.7%

Result: Passed with requisite majority

