



D A Kamat & Co

Company Secretaries

Website: csdakamat.com

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 A. K. Goel
Chairman of the 97th 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. Biswa Ketan Das, Chief Executive Officer of the Institute

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 97th Annual General Meeting of the Indian Institute of Banking & Finance ('the Institute') held on Saturday, 21st September, 2024 at 11:30 A.M. IST through Video-Conferencing (VC)/Other Audio-Visual Means (OAVM)

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 Governing Council Meeting of the Indian Institute of Banking & Finance ("the Institute") held on 20th August, 2024 for the purpose of scrutinizing the e-voting process at the 97th 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 97th Annual General Meeting held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") on Saturday, 21st September, 2024 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 97th Annual General Meeting dated 29th August, 2024.



Offices:

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Mumbai 400 053
Email: office@csdakamat.com

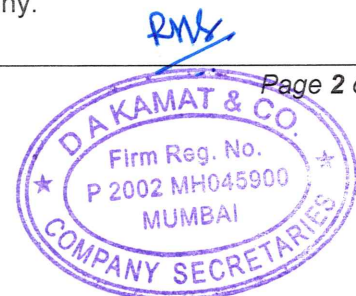
B/208, Shreedham Classic, S.V. Road, Goregaon (West),
Mumbai 400 104
Mob.: +91- 9029661169/ 7208023169

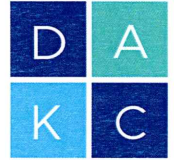


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2. The Management of the Institute is responsible to ensure that the compliance of the requirements of the Companies Act, 2013 and rules made there under, relating to remote e-voting and e-voting at AGM on the resolutions as contained in the aforesaid 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.
3. The Chief Executive Officer (CEO) at the 97th Annual General Meeting held on Saturday, 21st September 2024, 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 the 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, 14th September 2024 were entitled to vote on the resolutions as set out in the Notice of the 97th Annual General Meeting of the Institute.
5. The Notice of AGM was dispatched by the Institute electronically to all members on 29th August 2024. 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, 20/2020, 02/2022, 10/2022 and 09/2023 issued by MCA in this regard ("MCA Circulars").
6. The Institute published an Advertisement in The Indian Express Delhi, New Indian Express in English Language and in Navshakti in Marathi Language on 27th August 2024 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 30th August 2024 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, 17th September 2024 at 9.00 AM IST and ended on Friday, 20th September, 2024 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.





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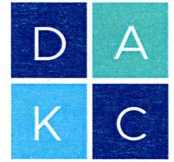
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9. At the 97th AGM, the voting was conducted through e-voting (at AGM) and remote e-voting was unblocked in the presence of 2 witnesses, who are not in employment of the Institute.
10. On the basis of the votes cast by the members by the way of electronic voting, remotely and at the 97th AGM held on Saturday, 21st September 2024 I have issued my Scrutinizer's Report dated 21st September 2024.
11. A summary of the votes cast by the members through remote e-voting, and e-voting at the 97th 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 31 st March 2024 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. Sunil Mehta (DIN: 07430460) who retires by rotation under the Article 48 of the Article s of Association of the Institute and, being eligible, offers himself for re-election.	Ordinary	<i>In view of the declaration by the Chief Executive Officer at the meeting about the resignation tendered by Shri Sunil Mehta effective 18th September 2024, i.e. before the AGM, the resolution set out in Item No. 2 became infructuous.</i>
3	To elect a member of the Council in place of Shri Shanti Lal Jain (DIN: 07692739) 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

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4	To elect a member of the Council in place of Smt. Arti Patil (DIN: 09663600) 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
5	To elect a member of the Council in place of Ms. A. Manimekhalai (DIN: 08411575) 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
6	To consider and approve the appointment of M/s Suresh Surana & Associates LLP as Statutory auditors of the Institute from the conclusion of the 97 th AGM till the conclusion of 102 nd AGM to be held in the Year 2029.	Ordinary	Passed Unanimously
7	Appointment of Shri A K Goel (DIN: 07266897) , as the President of the Institute from the conclusion of the 97 th AGM till the conclusion of the 98 th AGM in 2025.	Ordinary	Passed Unanimously
8	Appointment of Shri Debadatta Chand (DIN: 07899346) , as a Council Member, liable to retire by rotation.	Ordinary	Passed with Requisite Majority





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9	Appointment of Shri B Ramesh Babu (DIN: 06900325) , as a Council Member, liable to retire by rotation.	Ordinary	Passed with Requisite Majority
10	Appointment of Shri Ashwani Kumar (DIN: 10344636) as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously
11	Appointment of Shri Binod Kumar Mishra (DIN: 10531002) as a Council Member, liable to retire by rotation.	Ordinary	Passed Unanimously

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.





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14. Based on the above, Resolution Nos. 1, 6, 7, 10 11 may be deemed to have been passed unanimously and Resolution Nos. 3,4, 5, 8 and 9 may be deemed to have been passed with requisite majority as on date of AGM i.e. 21st September 2024.

Thank You

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



Rachana Shanbhag
Partner, M/s D A Kamat & Co.,
Scrutinizer appointed for the Meeting
FCS 8227
CP 9297
Place: Mumbai
Date: 21st September 2024
UDIN: F008227F001277165

Countersigned by
For, Indian Institute of Banking &
Finance



Biswa Ketan Das
Chief Executive Officer
(Duly Authorised by Chairman)
DIN: 08067282
Place: Mumbai
Date: 21st September 2024

Enclosed: Annexure I to this Report.



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ANNEXURE – I TO SCRUTINISER REPORT FOR 97th ANNUAL GENERAL MEETING

The summary of votes cast through ELECTRONIC VOTING (Remotely and during the AGM) at the 97th 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 2024 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
72	3507	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	-

Result: Passed Unanimously

****Resolution No. 2:** 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 Article s 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
72	3507	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	-

****Result: In view of the declaration by the Chief Executive Officer at the meeting about the resignation tendered by Shri Sunil Mehta effective 18th September 2024, i.e. before the AGM, the resolution set out in Item No. 2 became infructuous.**





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Resolution No. 3: To elect a member of the Council in place of **Shri Shanti Lal Jain (DIN: 07692739)** 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
71	3505	99.95%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	2	0.05%

Result: Passed with Requisite Majority

Resolution No. 4: To elect a member of the Council in place of **Smt. Arti Patil (DIN: 09663600)** 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
71	3506	99.98%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	0.02%

Result: Passed with Requisite Majority





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Resolution No. 5: To elect a member of the Council in place of **Ms. A. Manimekhalai (DIN: 08411575)** 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
71	3506	99.98%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	0.02%

Result: Passed with Requisite Majority

Resolution No. 6: To consider and approve the appointment of **M/s Suresh Surana & Associates LLP** as Statutory auditors of the Institute from the conclusion of the 97th AGM till the conclusion of 102nd AGM to be held in the Year 2029

(a) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
72	3507	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	-

Result: Passed Unanimously





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Resolution No. 7: Appointment of **Shri A K Goel (DIN: 07266897)**, as the President of the Institute from the conclusion of the 97th AGM till the conclusion of the 98th AGM in 2025.

(c) Votes in favour of the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
72	3507	100%

(d) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
0	0	-

Result: Passed Unanimously

Resolution No. 8: Appointment of **Shri Debadatta Chand (DIN: 07899346)**, 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
71	3506	99.98%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	0.02%

Result: Passed with Requisite Majority





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Resolution No. 9: Appointment of **Shri B Ramesh Babu (DIN: 06900325)**, 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
71	3506	99.98%

(b) Votes against the resolution:

No. of Members voted	No. of votes casted by them	% of total no. of valid votes cast
1	1	0.02%

Result: Passed with Requisite Majority

Resolution No. 10: Appointment of **Shri Ashwani Kumar (DIN: 10344636)** 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
72	3507	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	-

Result: Passed Unanimously





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Resolution No. 11: Appointment of **Shri Binod Kumar Mishra (DIN: 10531002)** 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
72	3507	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	-

Result: Passed Unanimously

