

Secretarial Department

SD/ F 24/ /2017-18

29th June 2017

Listing Department The National Stock Exchange of India Limited Exchange Plaza, Bandra-Kurla Complex, Bandra (E), <u>Mumbai – 400 051.</u>	Department of Corporate Services – Listing BSE Limited Phiroze Jeejeebhoy Towers, Floor 25, Dalal Street, <u>MUMBAI – 400 001</u>
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Re.: Scrip Symbol: FEDERALBNK/Scrip Code: 500469

Dear Sir/Madam,

Re: Proposed qualified institutions placement (“QIP”) of equity shares of face value of ₹ 2 each (the “Equity Shares”) by Federal Bank Limited (the “Bank”) under the provisions of Chapter VIII of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (the “SEBI ICDR Regulations”), and Sections 42 and 62 of the Companies Act, 2013 (including the rules made thereunder) (the “QIP”).

Sub: Outcome of the meeting of Committee of Directors (Fund Raising)

We wish to inform you that the Credit Committee & Investment and Raising Capital Committee (the “Committee”) of the Bank at its meeting held today, i.e. 29th June, 2017, approved the issue and allotment of 215,517,241 Equity Shares to eligible QIBs at the issue price of Rs 116/- per Equity Share (including a premium of Rs 114/- per Equity Share), aggregating to Rs. 25,000 million (Rupees Twenty Five Thousand Million Only).

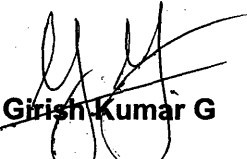
Pursuant to the allotment of Equity Shares in the QIP, the paid-up equity share capital of the Company stands increased to Rs 3,884,577,244/- comprising 1,942,288,622 Equity Shares.

We request you to take the above on record pursuant to compliance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Thanking you,

Yours Faithfully,

For The Federal Bank Limited


Girish Kumar G
Company Secretary

The Federal Bank Ltd. Registered Office: Federal Towers, P O Box No.103, Aluva, Ernakulam, Kerala, India 683 101E-mail: secretarial@federalbank.co.in | Phone : 0484-2622263 fax:04842623119CIN: L65191KL1931PLC000368, www.federalbank.co.in

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Listing Department
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E),
Mumbai – 400 051.

Department of Corporate Services – Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Floor 25, Dalal Street,
MUMBAI – 400 001

Re.: Scrip Symbol: FEDERALBNK/Scrip Code: 500469

MINUTES OF THE MEETING OF THE CREDIT COMMITTEE & INVESTMENT AND RAISING CAPITAL COMMITTEE (THE "COMMITTEE") OF THE FEDERAL BANK LIMITED (THE "BANK") HELD ON 29th JUNE 2017 AT 5 P.M AT ZONAL OFFICE, BKC MUMBAI. ZONAL OFFICE, TRIVANDRUM THROUGH VIDEO CONFERENCE FROM TRIVANDRUM

ALLOTMENT OF 215,517,241 EQUITY SHARES UNDER THE QIP ISSUE:

"RESOLVED THAT subject to the Memorandum of Association and the Articles of Association of the Bank, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (the "SEBI ICDR Regulations") and the provisions of all other applicable laws, rules and regulations, guidelines, circulars, and notifications and pursuant to the resolutions of the Board of Directors of the Bank dated April 28, 2017 authorizing this Committee, the special resolution passed by the shareholders of the Bank by way of postal ballot held on June 7, 2017, the Placement Agreement dated 21st June 2017 and the Placement Document dated 27th June 2017 and pursuant to the applications received from eligible qualified institutional buyers ("QIBs") in the Qualified Institutions Placement under Chapter VIII of the SEBI ICDR Regulations, and Sections 42 and 62 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 (the "Issue"), the consent and approval of the Committee be and it is hereby accorded for the issue and allotment of 215,517,241 equity shares of face value Rs. 2 each of the Bank (the "Equity Shares") bearing distinctive numbers 1726771382 to 1942288622 (both inclusive) be allotted to successful eligible QIBs, at a price of Rs. 116/- per Equity Share (including share premium of Rs. 114/- per Equity Share), against receipt of full payment of application monies in the escrow account opened for the Issue, aggregating to Rs. 25,000 million (Rupees Twenty Five Thousand Million Only), in accordance with the details specified in the confirmation of allocation note dated 27 June, 2017:



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S. No	Name of the allottee	Number of Equity Shares allotted	Issue price (Rs.)	Total subscription amount received (Rs.)	Distinctive nos
1	BIRLA SUN LIFE INSURANCE COMPANY LIMITED	1,293,097	116	149,999,252	1844069322 - 1845362418
2	MERRILL LYNCH MARKETS SINGAPORE PTE. LTD	11,206,890	116	1,299,999,240	1795758778 - 1806965667
3	GREATER INDIA PORTFOLIO	692,039	116	80,276,524	1874112320 - 1874804358
4	GOLDMAN SACHS INDIA LIMITED	11,080,021	116	1,285,282,436	1861221959 - 1872301979
5	AVENDUS ABSOLUTE RETURN FUND	926,712	116	107,498,592	1912903035 - 1913829746
6	STATE BANK OF INDIA	1,366,127	116	158,470,732	1918336296 - 1919702422
7	RELIANCE VENTURES LIMITED	1,293,097	116	149,999,252	1915617674 - 1916910770
8	MAHINDRA MUTUAL FUND DHAN SANCHAY YOJANA	86,200	116	9,999,200	1897728141 - 1897814340
9	AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXIS MUTUAL FUND A/C AXIS LONG TERM EQUITY FUND	2,320,161	116	269,138,676	1874804359 - 1877124519
10	AXIS MUTUAL FUND TRUSTEE LIMITED A/C AXIS MUTUAL FUND A/C AXIS MIDCAP FUND	341,902	116	39,660,632	1891714118 - 1892056019
11	AXIS EQUITY ADVANTAGE FUND - SERIES 1	700,000	116	81,200,000	1897990621 - 1898690620
12	MIRAE ASSET INDIA OPPORTUNITIES FUND	442,235	116	51,299,260	1893219102 - 1893661336
13	MIRAE ASSET MUTUAL FUND AC MIRAE ASSET TAX SAVER FUND	75,000	116	8,700,000	1726771382 - 1726846381
14	IIFL India Growth Fund	689,655	116	79,999,980	1892529447 -

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					1893219101
15	IIFL ASSET REVIVAL FUND SERIES 2	2,327,582	116	269,999,512	1893830066 - 1896157647
16	IIFL FOCUSED EQUITY STRATEGIES FUND	431,033	116	49,999,828	1897297108 - 1897728140
17	GOLDMAN SACHS (SINGAPORE) PTE	556,910	116	64,601,560	1912346125 - 1912903034
18	UTI - Banking Sector Fund	668,586	116	77,555,976	1904919099 - 1905587684
19	UTI - Top 100 Fund	194,008	116	22,504,928	1902569925 - 1902763932
20	HDFC TRUSTEE COMPANY LTD. - HDFC PRUDENCE FUND	9,142,464	116	1,060,525,824	1739006092 - 1748148555
21	HDFC TRUSTEE COMPANY LTD - A/C HDFC BALANCED FUND	3,516,333	116	407,894,628	1807927350 - 1811443682
22	HDFC TRUSTEE COMPANY LTD - HDFC CAPITAL BUILDER FUND	703,266	116	81,578,856	1738302826 - 1739006091
23	SUNDARAM MUTUAL FUND - SUNDARAM TAX SAVER (OPEN-ENDED) FUND	654,023	116	75,866,668	1908295725 - 1908949747
24	SUNDARAM MUTAL FUND A/C SUNDARAM SELECT MIDCAP	2,708,040	116	314,132,640	1905587685 - 1908295724
25	THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS MASTER TRUST	45,877	116	5,321,732	1917484386 - 1917530262
26	WILLIAM BLAIR EMERGING MARKETS SMALL CAP GROWTH COLLECTIVE INVESTMENT FUND	221,582	116	25,703,512	1892307865 - 1892529446
27	WILLIAM BLAIR SICAV	167,224	116	19,397,984	1786108801 - 1786276024
28	FLORIDA RETIREMENT SYSTEM - WILLIAM BLAIR & COMPANY LLC (EMSC)	168,729	116	19,572,564	1893661337 - 1893830065
29	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM MANAGED THROUGH WILLIAM BLAIR AND COMPANY II	98,312	116	11,404,192	1897814341 - 1897912652

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30	WILLIAM BLAIR EMERGING MARKETS SMALL CAP GROWTH FUND	251,845	116	29,214,020	1892056020 - 1892307864
31	FIDELITY INVESTMENT TRUST FIDELITY EMERGING MARKETS DISCOVERY FUND	88,953	116	10,318,548	1786019848 - 1786108800
32	DB INTERNATIONAL ASIA LIMITED	8,781,600	116	1,018,665,600	1845362419 - 1854144018
33	EMPLOYEES PROVIDENT FUND MANAGED NOMURA ASSET MANAGEMENT	149,502	116	17,342,232	1861072457 - 1861221958
34	NOMURA INDIA INVESTMENT FUND MOTHER FUND	17,250,221	116	2,001,025,636	1754164551 - 1771414771
35	THE NOMURA TRUST AND BANKING CO LTD AS THE TRUSTEE OF NOMURA INDIA STOCK MOTHER FUND	3,396,377	116	393,979,732	1908949748 - 1912346124
36	NOMURA FUND IRELAND PUBLIC LIMITED COMPANY - NOMURA FUND IRELAND - INDIA EQUITY FUND	1,533,353	116	177,868,948	1838452940 - 1839986292
37	THE NOMURA TRUST AND BANKING CO LTD. AS TRUSTEE OF NITM ASIA OPEN	84,334	116	9,782,744	1751021179 - 1751105512
38	BIRLA SUN LIFE TRUSTEE COMPANY PRIVATE LIMITED A/C BIRLA SUN LIFE FRONTLINE EQUITY FUND	5,582,753	116	647,599,348	1786706025 - 1792288777
39	BIRLA SUN LIFE TRUSTEE COMPANY PRIVATE LIMITED A/C BIRLA SUN LIFE TOP 100 FUND	2,600,000	116	301,600,000	1792288778 - 1794888777
40	BIRLA SUN LIFE TRUSTEE COMPANY PRIVATE LIMITED AC BIRLA SUN LIFE BALANCED 95 FUND	430,000	116	49,880,000	1786276025 - 1786706024
41	BIRLA SUN LIFE TRUSTEE COMPANY PRIVATE LIMITED A/C BIRLA SUN LIFE BANKING AND FINANCIAL SERVICES FUND (BKFS)	870,000	116	100,920,000	1794888778 - 1795758777
42	TATA EQUITY OPPORTUNITIES FUND	1,094,940	116	127,013,040	1749926239 - 1751021178
43	TATA OFFSHORE INDIA OPPORTUNITIES	1,437,716	116	166,775,056	1855868151 -

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SCHEME					1857305866
44	TATA BALANCE FUND	1,777,683	116	206,211,228	1748148556 – 1749926238
45	KUWAIT INVESTMENT AUTHORITY FUND 224	2,333,998	116	270,743,768	1783685850 – 1786019847
46	BLACK ROCK INDIA EQUITIES MAURITIUS LIMITED	3,766,590	116	436,924,440	1857305867 – 1861072456
47	THE MASTER TRUST BANK OF JAPAN LTD AS TRUSTEE OF BLACKROCK INDIA EQUITY FUND	1,247,482	116	144,707,912	1839986293 – 1841233774
48	KOTAK FUNDS-INDIA MIDCAP FUND	740,697	116	85,920,852	1843328625 – 1844069321
49	KOTAK INFINITY FUND - CLASS AC	295,165	116	34,239,140	1916910771 – 1917205935
50	ALPS/KOTAK INDIA GROWTH FUND	77,968	116	9,044,288	1897912653 – 1897990620
51	DSP BLACKROCK EQUITY SAVINGS FUND	129,742	116	15,050,072	1806965668 – 1807095409
52	DSP BLACKROCK SMALL AND MID CAP FUND	2,115,354	116	245,381,064	1778891048 – 1781006401
53	DSP BLACKROCK INDIA T.I.G.E.R FUND	1,692,283	116	196,304,828	1781993567 – 1783685849
54	DSP BLACKROCK TAX SAVER FUND	987,165	116	114,511,140	1781006402 – 1781993566
55	DSP BLACKROCK OPPORTUNITIES FUND	1,762,795	116	204,484,220	1777128253 – 1778891047
56	DSP BLACKROCK BALANCED FUND	2,820,471	116	327,174,636	1774307782 – 1777128252

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57	DSP BLACKROCK MIP FUND	35,256	116	4,089,696	1774272526 – 1774307781
58	IDFC STERLING EQUITY FUND	1,293,100	116	149,999,600	1872301980 – 1873595079
59	IDFC TAX ADVANTAGE (ELSS) FUND	517,240	116	59,999,840	1873595080 – 1874112319
60	IDFC BALANCED FUND	344,826	116	39,999,816	1896952282 – 1897297107
61	BNP PARIBAS ARBITRAGE	1,787,927	116	207,399,532	1913829747 – 1915617673
62	MORGAN STANLEY (FRANCE) S.A.S.	278,450	116	32,300,200	1807095410- 1807373859
63	COPTHALL MAURITIUS INVESTMENT LIMITED	278,450	116	32,300,200	1917205936- 1917484385
64	BAJAJ ALLIANZ LIFE INSURANCE COMPANY LIMITED	1,724,132	116	199,999,312	1854144019- 1855868150
65	TATA AIA LIFE INSURANCE CO LTD - LIFE EQUITY FUND - ULIF 001 04 02 04 TEL 110	862,065	116	99,999,540	1834492105- 1835354169
66	TATA AIA LIFE INSURANCE CO LTD - LARGE CAP EQUITY FUND ULIF 017 07 01 08 TLC 110	431,032	116	49,999,712	1841233775- 1841664806
67	DSP BLACKROCK ALTERNATIVE INVESTMENT FUND - CATEGORY III DSP BLACKROCK INDIA ENHANCED EQUITY FUND	1,268,340	116	147,127,440	1841664807- 1842933146
68	DSP BLACKROCK INDIA ENHANCED EQUITY SATCORE FUND - LONG TERM	395,478	116	45,875,448	1842933147- 1843328624
69	NATIONAL WESTMINSTER BANK PLC AS TRUSTEE OF THE JUPITER INDIA FUND	2,857,754	116	331,499,464	1771414772- 1774272525
70	JUPITER SOUTH ASIA INVESTMENT COMPANY	806,033	116	93,499,828	1917530263-

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	LIMITED, SOUTH ASIA ACCESS FUND				1918336295
71	ICICI PRUDENTIAL BANKING AND FINANCIAL SERVICES FUND	2,100,146	116	243,616,936	1832391959- 1834492104
72	ICICI PRUDENTIAL FOCUSED BLUECHIP EQUITY FUND	8,620,690	116	1,000,000,040	1823771269- 1832391958
73	PRUDENTIAL ICICI MUTUAL FUND A/C BALANCED FUND	8,362,069	116	970,000,004	1811443683- 1819805751
74	ICICI PRUDENTIAL DYNAMIC PLAN	3,965,517	116	459,999,972	1819805752- 1823771268
75	ICICI PRUDENTIAL TOP 100 FUND	1,034,482	116	119,999,912	1941254141- 1942288622
76	ICICI PRUDENTIAL GROWTH FUND - SERIES 2	656,276	116	76,128,016	1896157648- 1896813923
77	ICICI PRUDENTIAL GROWTH FUND - SERIES 5	101,017	116	11,717,972	1896813924- 1896914940
78	ICICI PRUDENTIAL GROWTH FUND - SERIES 6	37,341	116	4,331,556	1896914941 - 1896952281
79	ICICI PRUDENTIAL VALUE FUND - SERIES 10	553,490	116	64,204,840	1807373860- 1807927349
80	HDFC STANDARD LIFE INSURANCE COMPANY LIMITED	3,879,304	116	449,999,264	1898690621- 1902569924
81	SBI LIFE INSURANCE COMPANY LIMITED	2,155,166	116	249,999,256	1902763933- 1904919098
82	BHARTI AXA LIFE INSURANCE COMPANY LTD	689,649	116	79,999,284	1751105513- 1751795161
83	SBI RESURGENT INDIA OPPORTUNITIES SCHEME	103,000	116	11,948,000	1941151141- 1941254140

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84	SBI MAGNUM TAX GAIN SCHEME	4,300,000	116	498,800,000	1919702423- 1924002422
85	SBI MAGNUM MIDCAP FUND	1,725,000	116	200,100,000	1924002423- 1925727422
86	SBI BLUE CHIP FUND	15,423,718	116	1,789,151,28 8	1925727423- 1941151140
87	INTEGRATED CORE STRATEGIES ASIA PTE LTD	2,227,666	116	258,409,256	1889486452- 1891714117
88	CITIGROUP GLOBAL MARKETS MAURITIUS PRIVATE LIMITED	11,456,444	116	1,328,947,50 4	1726846382- 1738302825
89	FIRST STATE INVESTMENTS ICVC -STEWART INVESTORS ASIA PACIFIC FUND	2,818,047	116	326,893,452	1877124520- 1879942566
90	FIRST STATE INVESTMENTS GLOBAL EMERGING MARKETS LEADERS FUND, A SUB FUND OF THE FIRST STATE INVESTMENTS DELAWARE STATUTORY TRUST	2,369,389	116	274,849,124	1751795162- 1754164550
91	STEWART INVESTORS GLOBAL EMERGING MARKETS LEADERS FUND	3,098,770	116	359,457,320	1835354170- 1838452939
92	FIRST STATE INVESTMENTS ICVC -STEWART INVESTORS GLOBAL EMERGING MARKETS LEADERS FUND	9,543,885	116	1,107,090,66 0	1879942567- 1889486451

“RESOLVED FURTHER that the Equity Shares allotted as above, subject to the provisions of the Memorandum of Association and Articles of Association of the Bank, shall rank *pari passu* with the existing Equity Shares of the Bank and shall be entitled to such dividends and corporate benefits, if any, declared by the Bank after the allotment and in compliance with the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, each as amended, and other applicable laws and regulations.”

“RESOLVED FURTHER THAT the above Equity Shares be issued to the allottees in dematerialized form and be credited to their respective demat accounts as detailed in their respective application forms, through corporate action with NSDL/CDSL after obtaining

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necessary approvals from the Stock Exchanges, as per the details furnished by the respective successful bidders.”

“RESOLVED FURTHER THAT the names of the allottees as shown in the allotment statement, which is placed on the table of the meeting, be entered in the Register of Members of the Bank as the members of the Bank.”

“RESOLVED FURTHER THAT the return of allotment / PAS 3, and all such other applicable filings as may be required under Companies Act, 2013, as amended and the rules prescribed thereunder and all applicable filings required to be filed under the Foreign Exchange Management Act, 1999, as amended and rules prescribed thereunder be filed with the Registrar of Companies, Ernakulam and the Reserve Bank of India, as applicable and as required under the provisions of the Companies Act, 2013, as amended and the Foreign Exchange Management Act, 1999, as amended.”

“RESOLVED FURTHER THAT the consent and approval of the Committee be and is hereby accorded for disclosing names of the allottees who have been allotted Equity Shares equal to or more than 5% of the Issue size, a list of which was duly initialed by the Chairman/Managing Director for the purpose of identification, be and is hereby adopted and approved for filing with the BSE Limited and the National Stock Exchange of India Limited where the Equity Shares of the Bank allotted pursuant to the Issue are proposed to be listed.

“RESOLVED FURTHER THAT applications for final listing and trading approvals be made with the BSE Limited and the National Stock Exchange of India Limited for the Equity Shares, which are to be listed on the Stock Exchanges, allotted in the Issue pursuant to the aforesaid resolution.”

“RESOLVED FURTHER THAT application be made to the National Securities Depository Limited / Central Depository Services (India) Limited for admission of the said allotted Equity Shares.”

“RESOLVED FURTHER THAT Mr. Shyam Srinivasan, MD &CEO, Mr. Ashutosh Khajuria, Executive Director and Mr. Ganesh Sankaran, Executive Director, Directors and Mr. Girish Kumar Ganapathy, Company Secretary be and are hereby severally authorized and empowered to execute relevant documentation for dematerializing the Equity Shares with the National Securities Depository Limited and/or the Central Depository Services (India) Limited.”

“RESOLVED FURTHER THAT Mr. Shyam Srinivasan, MD &CEO, Mr. Ashutosh Khajuria, Executive Director and Mr. Ganesh Sankaran, Executive Director, Directors and Mr. Girish Kumar Ganapathy, Company Secretary be and are hereby severally authorized and empowered to sign and submit the letter of application and other deeds, documents, instruments and writings in connection with the listing and trading of such Equity Shares on the BSE Limited and

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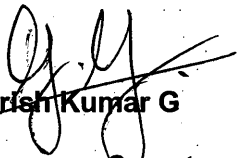
the National Stock Exchange of India Limited and to do all such acts, deeds and things as may be necessary or desirable to give effect to the above resolutions.”

“RESOLVED FURTHER THAT the Company Secretary is authorized to certify the true copy of the aforesaid resolution and Placement Document and forward the same to the BSE Limited, the National Stock Exchange of India Limited and/or other concerned authorities for their record and necessary action.”

Thanking you,

Yours Faithfully,

For The Federal Bank Limited


Girish Kumar G
Company Secretary

