

July 28, 2016

The Manager – Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai-400051
Scrip Code: IDFCBANK

The Manager – Listing Department
BSE Limited
1st Floor, P.J. Towers,
Dalal Street
Mumbai -400 001
Scrip Code: 539437

Re: IDFC Bank Limited – Voting Results of 2nd Annual General Meeting held on July 27, 2016

Dear Sir/Madam,

In continuation our letter sent earlier today on the Outcome of 2nd Annual General Meeting of IDFC Bank Limited held on July 27, 2016, please find attached Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations along with the Scrutinizers Report.

This is for your information and records.

For IDFC Bank Limited

Mahendra N. Shah
701 Mahendra N. Shah
Company Secretary & Chief Compliance Officer



Encl: As mentioned above

	IDFC BANK LIMITED
Date of the AGM/EGM	27-07-2016
Total number of shareholders on record date	502712
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	1
Public:	1616
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

ORDINARY - To consider and adopt the audited financial statements of the Bank for the financial year ended March 31, 2016, together with the reports of the Board of Directors and Auditors thereon.									
Resolution required: (Ordinary/ Special)	Yes								
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
E-Voting	1797512668	0	0.0000	00	0	0.0000	0.0000		
Poll	1797512668	509234759	28.3300	509234759	0	100.0000	0.0000		
Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
E-Voting	997288386	560163720	56.1687	560163720	0	100.0000	0.0000		
Poll	997288386	156297260	15.6722	156297260	0	100.0000	0.0000		
Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
E-Voting	600097343	278973337	46.4880	278973337	100	99.9999	0.0000		
Poll	600097343	19460	0.0032	19460	0	100.0000	0.0000		
Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
Total	3394898937	1504688536	44.3220	1504688436	100	100.0000	0.0000		





ORDINARY - To declare dividend on equity shares of the Bank.										
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100		
Promoter and Promoter Group	E-Voting	1797512668	0	0.0000	00	0	0.0000	0.0000		
	Poll	1797512668	509234759	28.3300	509234759	0	100.0000	0.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
Public- Institutions	E-Voting	997288386	560512502	56.2037	560512502	0	100.0000	0.0000		
	Poll	997288386	156297260	15.6722	156297260	0	100.0000	0.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions	E-Voting	600097343	278977967	46.4888	278973467	4500	99.9983	0.0016		
	Poll	600097343	19460	0.0032	19460	0	100.0000	0.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
Total		3394898397	1505041948	44.3325	1505037448	4500	99.9997	0.0003		



Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Mr. Vinod Rai (DIN - 01119922), who retires by rotation and being eligible, offers himself for re-appointment.										
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100				
	1797512668	0	0.0000	00	0	0.0000	0.0000				
	1797512668	509234759	28.3300	509234759	0	100.0000	0.0000				
Promoter and Promoter Group	0	0	0.0000	00	0	0.0000	0.0000				
	997288386	560512502	56.2037	556713763	3798739	99.3222	0.6777				
	997288386	156297260	15.6722	156297260	0	100.0000	0.0000				
Public- Institutions	0	0	0.0000	00	0	0.0000	0.0000				
	600097343	278977475	46.4887	278953161	24314	99.9912	0.0087				
	600097343	19460	0.0032	19460	0	100.0000	0.0000				
Public- Non Institutions	0	0	0.0000	00	0	0.0000	0.0000				
Total	3394898397	1505041456	44.3324	1501218403	3823053	99.7460	0.2540				

ORDINARY - To appoint Auditors of the Bank and to fix their remuneration										
Resolution required: (Ordinary/ Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100		
Promoter and Promoter Group	E-Voting	1797512668	0	0.0000	00	0	0.0000	0.0000		
	Poll	1797512668	509234759	28.3300	509234759	0	100.0000	0.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
Public- Institutions	E-Voting	997288386	560512502	56.2037	541899351	18613151	96.6792	3.3207		
	Poll	997288386	156297260	15.6722	156297260	0	100.0000	0.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions	E-Voting	600097343	278977577	46.4887	278976867	710	99.9997	0.0002		
	Poll	600097343	19460	0.0032	19460	0	100.0000	0.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
Total		3394898997	1505041558	44.3324	1486427697	18613861	98.7632	1.2368		





ORDINARY - Appointment of Mr. Rajan Anandan as an Independent Director									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	
	E-Voting	1797512668	0	0.0000	00	00	0.0000	0.0000	
	Poll	1797512668	509234759	28.3300	509234759	0	100.0000	0.0000	
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000	
Promoter and Promoter Group	E-Voting	997288386	560512502	56.2037	532247624	28264878	94.9573	5.0426	
	Poll	997288386	156297260	15.6722	156297260	0	100.0000	0.0000	
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	600097343	278976577	46.4886	278975043	1534	99.9994	0.0005	
	Poll	600097343	19460	0.0032	19460	0	100.0000	0.0000	
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	Total	3394898397	1505040558	44.3324	1476774146	28266412	98.1219	1.8781	



SPECIAL - Offer and Issue of Debt Securities on Private Placement basis									
Resolution required: (Ordinary/ Special)	Yes								
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	1797512668	0	0.0000	00	00	0.0000	0.0000	
	Poll	1797512668	509234759	28.3300	509234759	0	100.0000	0.0000	
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	997288386	560512502	56.2037	559740538	771964	99.8622	0.1377	
	Poll	997288386	156297260	15.6722	156297260	0	100.0000	0.0000	
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	E-Voting	600097343	278977769	46.4888	278975464	2305	99.9991	0.0008	
	Poll	600097343	19460	0.0032	19460	0	100.0000	0.0000	
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000	
Total		3394898397	1505041750	44.3325	1504267481	774269	99.9486	0.0514	

SPECIAL - Reduction in ESOP pool from 7% to 6% of the paid up share capital of the Bank and Ratification of IDFC Bank Limited Employee Stock Option Scheme 2015 ('IDFC BANK ESOS - 2015' or the 'Scheme')										
Resolution required: (Ordinary/ Special)	Yes									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)] * 100	Nb. of Votes - in Favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)] * 100	% of Votes against on votes polled (7) = [(5)/(2)] * 100		
	E-Voting	1797512668	0	0.0000	00	0	0.0000	0.0000		
	Poll	1797512668	509234759	28.3300	509234759	0	100.0000	0.0000		
	Postal Ballot (if applicable)									
Promoter and Promoter Group	E-Voting	0	0	0.0000	00	0	0.0000	0.0000		
	Poll	997288386	559993161	56.1516	44377329	116215832	79.2469	20.7530		
	Postal Ballot (if applicable)	997288386	156297260	15.6722	156297260	0	100.0000	0.0000		
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000		
	Poll	600097343	278977596	46.4887	278949646	27950	99.9899	0.0100		
	Postal Ballot (if applicable)	600097343	19460	0.0032	19460	0	100.0000	0.0000		
Public- Non Institutions	E-Voting	0	0	0.0000	00	0	0.0000	0.0000		
	Poll	3394898397	1504522236	44.3172	1388278454	116243782	92.2737	7.7263		
	Postal Ballot (if applicable)									
	Total									





SPECIAL - Ratification of IDFC Bank Limited Employee Stock Option Scheme 2015 ('IDFC Bank ESOS - 2015' or the 'Scheme') and grant of Options to the Eligible Employees / Directors of the Subsidiary Company(ies) of the Bank under the Scheme									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-Voting	1797512668	0	0.0000	00	0	0.0000		
	Poll	1797512668	509234759	28.3300	509234759	0	100.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000		
Public- Institutions	E-Voting	997288386	559993161	56.1516	443502329	116490832	79.1978	20.8021	
	Poll	997288386	156297260	15.6722	156297260	0	100.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000		
Public- Non Institutions	E-Voting	600097343	278972796	46.4879	278939350	33446	99.9880	0.0119	
	Poll	600097343	19460	0.0032	19460	0	100.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000		
Total		3394898397	1504517436	44.3170	1387993158	116524278	92.2550	7.7450	



ORDINARY - Payment of Commission to Non-Executive Directors									
Resolution required: (Ordinary/ Special)	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]* 100	
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes								
Category	E-Voting	1797512668	0	0.0000	00	0	0.0000	0.0000	
	Poll	1797512668	509234759	28.3300	509234759	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Promoter and Promoter Group	E-Voting	997288386	560512502	56.2037	560512502	0	100.0000	0.0000	
	Poll	997288386	156297260	15.6722	156297260	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	600097343	278962362	46.4862	278949575	12787	99.9954	0.0045	
	Poll	600097343	19460	0.0032	19460	0	100.0000	0.0000	
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	Total	3394898397	1505026343	44.3320	1505013556	12787	99.9992	0.0008	

Resolution required: (Ordinary/ Special)	ORDINARY - Approval of remuneration payable to Dr. Rajiv B. Lall, Founder Managing Director & CEO of the Bank									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]* 100		
Promoter and Promoter Group	E-Voting	1797512668	0	0.0000	00	0	0.0000	0.0000		
	Poll	1797512668	509234759	28.3300	509234759	0	100.0000	0.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
Public- Institutions	E-Voting	997288386	560512502	56.2037	558724710	1787792	99.6810	0.3189		
	Poll	997288386	156297260	15.6722	156297260	0	100.0000	0.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
Public- Non Institutions	E-Voting	600097343	278977569	46.4887	278965922	11647	99.9958	0.0041		
	Poll	600097343	19460	0.0032	19460	0	100.0000	0.0000		
	Postal Ballot (if applicable)	0	0	0.0000	00	0	0.0000	0.0000		
Total		3394898397	1505041550	44.3324	1503242111	1799439	99.8804	0.1196		



**Combined Scrutinizer's Report on Remote E-voting & Voting by Physical Ballot
conducted at the 2nd AGM of IDFC Bank Limited held at Chennai on July 27, 2016**

To,

**The Non-Executive Chairman,
IDFC Bank Limited
KRM Tower, 8th Floor, No.1 Harrington Road,
Chetpet, Chennai - 600 031, Tamil Nadu.**

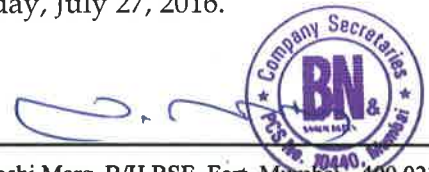
**2nd Annual General Meeting of the Equity Shareholders of IDFC Bank Limited held on
Wednesday, July 27, 2016 at 10.00 A.M. at the Music Academy, T.T.K Auditorium (Main
Hall), Near Acropolis Building, New No. 168 (Old No. 306), T.T.K. Road, Royapettah,
Chennai - 600 014.**

**Sub: Passing of Resolution(s) through Remote E-voting process as well as Physical Ballot
voting process conducted at the venue of the AGM pursuant to Section 108 of the
Companies Act 2013 read with Rule 20 of the Companies (Management and
Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing
Obligations and Disclosure Requirements) Regulations, 2015.**

The Board of Directors of IDFC Bank Limited (*hereinafter referred to as the 'Bank'*) at its meeting held on April 26, 2016 had appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the Physical Ballot voting conducted at the venue of the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. I say, I am familiar and well versed with the concept of Remote E-voting and Physical Ballot voting system as prescribed under the said Rules.

Report on Scrutiny:

- The Bank had appointed Karvy Computershare Private Ltd. ('KARVY' or 'KCPL') as the service provider, for the purpose of extending the facility of Remote E-voting to the Members of the Bank. KCPL are also the Registrar and Share Transfer Agents ('RTA') of the Bank.
- The Service Provider had provided a system for recording the votes of the Members electronically through Remote E-voting on all the items of the business (both Ordinary and Special businesses) sought to be transacted at the 2nd Annual General Meeting ('AGM') of the Bank, which was held on Wednesday, July 27, 2016.



C/O. Karvy Computershare Pvt. Ltd. 24-B Raja Bahadur Mansion, Ground Floor, Ambalal Doshi Marg, B/H BSE, Fort, Mumbai - 400 023.
T : 91 22 6623 5454 D: 91 22 6623 5411 Fax: 91 22 6633 1135 Cell : 9820142331/9004089490
E-mail : narasimhan.b8@gmail.com // bn@karvy.com

Resl : 601/602, B-wing, Cosmic Heights, Bhakti Park, Imax Theater Compound, Wadala (E), Mumbai - 400 037.

**(T) : 91 22 2403 6596
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- The Service Provider had set up electronic voting facility on their website, <https://evoting.karvy.com>. The Bank had uploaded all the items of the business to be transacted at the AGM on the website of the Bank and also it's Service Provider to facilitate their Members to cast their vote through Remote E-voting.
- The cut-off date for the dispatch of the Notice of the AGM was June 24, 2016 and as on that date, there were 501,887 Members of the Bank. The service provider had sent the Notices of the AGM along with Annual Report and E-voting details by email to 327,314 Members whose email Ids were made available by the Depositories and for those members, holding in physical form, who had registered their email Ids with the RTA by June 24, 2016. In respect of 174,573 Members, whose Email Ids were not available, the Notices were sent by courier/speed post from June 27, 2016 to July 2, 2016.
- The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
- The **Cut-off date** for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **Wednesday, July 20, 2016**.
- As prescribed in the aforesaid Rules, the Remote E-voting facility was kept open for five days from **Friday, July 22, 2016 at 9:00 A.M. to Tuesday, July 26, 2016 at 5:00 P.M.**
- The Bank completed the dispatch of the notices to the members by July 2, 2016.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of the Companies (Management and Administration) Rules, 2014, the Bank also released an advertisement, which was published more than 21 days before the date of the AGM in English in 'Hindu Business Line' newspaper having country-wide circulation dated July 4, 2016 and in Tamil in 'Makkal Kural' newspaper dated July 4, 2016. The notice published in the newspaper carried the required information as specified in sub rule 4(v) (a) to (h) of the said Rule 20.
- At the end of the voting period on July 26, 2016 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.
- At the venue of the 2nd AGM of the Bank held on July 27, 2016, the facility to vote through Physical Ballot was provided to facilitate those members present in the meeting but could not participate in the Remote E-voting to record their votes.
- After the voting at the AGM was concluded, two (2) ballot boxes kept for the purpose of casting of votes were locked in my presence with due identification marks placed by me. The locked ballot boxes were subsequently opened in my



presence and in presence of two witnesses, as mentioned below, and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Bank and the authorizations / proxies lodged with the Bank. The ballot paper, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.

- On July 27, 2016, after tabulating the votes conducted at the venue of the AGM through Physical Ballot, the votes cast through Remote E-voting facility were duly unblocked by me as a Scrutinizer in the presence of Mr. M R V Subramanyam and Mr. V. Rajendra who acted as the witnesses, as prescribed in sub rule 4(xii) of the said Rule 20.
- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-voting carried out by the Members and the voting done by Physical Ballot at the venue of the AGM, the details of which are as follows:

Details	Remote E-voting	Voting through Physical Ballot at AGM	Total voting
Number of members who cast their votes	481	61	542
Total number of Shares held by them	842150663	1953829653	2795980316
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Abstained / Invalid Votes	As per details provided under each one of the Resolution(s) mentioned hereunder		

Note:

1. Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-voting and through Physical Ballot voting at the venue of the AGM.
2. As per the applicable provisions of the Banking Regulation Act 1949 and the RBI's Master Direction - Ownership in Private Sector Banks, Directions, 2016 issued on May 12, 2016, the voting rights of a shareholder of a Banking Company are restricted



to 15% of the total voting rights in the said company. IDFC Financial Holding Company Limited (IDFC FHCL), one of the promoter, is holding 1,797,512,668 shares in its name, which constitutes 52.95% of the paid up capital of the Bank. Accordingly, the votes cast by this entity for the purpose of valid votes cast is being restricted to 509,234,759 shares being 15% of the total paid up capital of the Bank.

ORDINARY BUSINESS

I) Item No. 1 of the Notice (As an Ordinary Resolution):

To consider and adopt the audited financial statements of the Bank for the financial year ended March 31, 2016, together with the reports of the Board of Directors and Auditors thereon.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1504688436	99.999	100	0.001	1291291780

Item 1 of Notice stands passed with the requisite majority

II) Item No. 2 of the Notice (As an Ordinary Resolution):

To declare dividend on equity shares of the Bank

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1505037448	99.999	4500	0.001	1290938368



Item 2 of Notice stands passed with the requisite majority

III) Item No. 3 of the Notice (As an Ordinary Resolution):

To appoint a director in place of Mr. Vinod Rai (DIN - 01119922), who retires by rotation and being eligible, offers himself for re-appointment.

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1501218403	99.746	3823053	0.254	1290938860

Item 3 of Notice stands passed with the requisite majority

IV) Item No. 4 of the Notice (As an Ordinary Resolution):

To appoint Auditors of the Bank and to fix their remuneration

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes Nos.
	Nos.	%age	Nos.	%age	
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1486427697	98.763	18613861	1.237	1290938758

Item 4 of Notice stands passed with the requisite majority



SPECIAL BUSINESS

V) Item No. 5 of the Notice (As an Ordinary Resolution):

Appointment of Mr. Rajan Anandan as an Independent Director

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1476774146	98.122	28266412	1.878	1290939758

Item 5 of Notice stands passed with the requisite majority

VI) Item No. 6 of the Notice (As a Special Resolution):

Offer and Issue of Debt Securities on Private Placement basis

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1504267481	99.949	774269	0.051	1290938566

Item 6 of Notice stands passed with the requisite majority



VII) Item No. 7 of the Notice (As a Special Resolution):

Reduction in ESOP pool from 7% to 6% of the paid up share capital of the Bank and Ratification of IDFC Bank Limited Employee Stock Option Scheme 2015 ('IDFC BANK ESOS - 2015' or the 'Scheme')

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1388278454	92.274	116243782	7.726	1291458080

Item 7 of Notice stands passed with the requisite majority

VIII) Item No. 8 of the Notice (As a Special Resolution):

Ratification of IDFC Bank Limited Employee Stock Option Scheme 2015 ('IDFC Bank ESOS - 2015' or the 'Scheme') and grant of Options to the Eligible Employees / Directors of the Subsidiary Company(ies) of the Bank under the Scheme

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1387993158	92.255	116524278	7.745	1291462880

Item 8 of Notice stands passed with the requisite majority



IX) Item No. 9 of the Notice (As an Ordinary Resolution):

Payment of Commission to Non-Executive Directors

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1505013556	99.999	12787	0.001	1290953973

Item 9 of Notice stands passed with the requisite majority

X) Item No. 10 of the Notice (As an Ordinary Resolution):

Approval of remuneration payable to Dr. Rajiv B. Lall, Founder Managing Director & CEO of the Bank

Manner of voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Total votes through Remote e-voting and voting at meeting through Physical Ballot	1503242111	99.880	1799439	0.120	1290938766

Item 10 of Notice stands passed with the requisite majority

All the Resolutions mentioned in the AGM Notice dated June 25, 2016 as per the details above and as per the break up provided in the annexure attached stand passed under



Remote E-voting and voting conducted at AGM through Physical Ballot paper with the requisite majority and hence deemed to be passed as on the date of the AGM.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared "INVALID/ABSTAINED", for each resolution is being delivered to the Company Secretary separately.

I hereby confirm that I am maintaining the Registers received from the Service Provider both for votes cast through Remote E-voting and voting conduct at AGM by way of Physical Ballot means by the Members of the Bank. All other relevant records relating to Remote E-voting and Physical Ballot voting is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Non-Executive Chairman signs the Minutes.

Thanking you,

Yours faithfully

For B.N. & Associates

COMPANY SECRETARIES



CS B Narasimhan

(Proprietor)

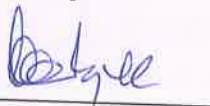
(FCS no 1303 COP no 10440)



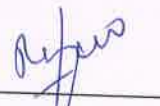
Place: Chennai

Date: July 27, 2016

The following were the witnesses to the unblocking the votes cast through Remote E-voting.



1. MRV Sulekha Manojan



2. V. Rajendra Prasad

I have received the report:

Signature



Signed by Mr. Mahendra Shah authorized
by the Non-Executive Chairman

Place: Chennai

Date: July 27, 2016

Break up of voting done by the shareholders of IDFC Bank on the matters placed for their approval at the 2nd AGM held on 27th July 2016

Details	Ordinary/ Special	Res No	Mode of voting	No of Share holders	Total Shares	FAVOUR			AGAINST			VALID VOTES POLLED		Abstained Less/not voted/Invalid	
						No of Share holders	Shares	% age	No of Share holders	Shares	% age	No of Share holders	shares	No of Share holders	Shares
Adoption of audited financial statements of the Bank for the financial year ended March 31, 2016, together with the reports of the Board of Directors and Auditors thereon			Remote evoting	481	842150663	473	839136957	99.999	1	100	0.001	474	839137057	7	3013606
	Ordinary	1	Voting at AGM	61	1953829653	61	665551479	100.000	0	0	0.000	61	665551479	0	1288278174
			TOTAL	542	2795980316	534	1504688436	100.000	1	100	0.000	535	1504688536	7	1291291780
Declaration of Dividend on equity shares			Remote evoting	481	842150663	475	839485969	99.999	1	4500	0.001	476	839490469	5	2660194
	Ordinary	2	Voting at AGM	61	1953829653	61	665551479	100.000	0	0	0.000	61	665551479	0	1288278174
			TOTAL	542	2795980316	536	1505037448	100.000	1	4500	0.000	537	1505041948	5	1290938368
Appointment of a director in place of Mr. Vinod Rai (DIN - 01119922), who retires by rotation and being eligible, offers himself for re-appointment.			Remote evoting	481	842150663	460	835666924	99.545	16	3823053	0.455	476	839489977	5	2660686
	Ordinary	3	Voting at AGM	61	1953829653	61	665551479	100.000	0	0	0.000	61	665551479	0	1288278174
			TOTAL	542	2795980316	521	1501218403	99.746	16	3823053	0.254	537	1505041456	5	1290938860
Appointment of Statutory Auditors and fixing their remuneration			Remote evoting	481	842150663	462	820876218	97.783	14	18613861	2.217	476	839490079	5	2660584
	Ordinary	4	Voting at AGM	61	1953829653	61	665551479	100.000	0	0	0.000	61	665551479	0	1288278174
			TOTAL	542	2795980316	523	1486427697	98.763	14	18613861	1.237	537	1505041558	5	1290938758
Appointment of Mr. Rajan Anandan (DIN No. 02395272) as an Independent Director			Remote evoting	481	842150663	456	811222667	96.633	19	28266412	3.367	475	839489079	6	2661584
	Ordinary	5	Voting at AGM	61	1953829653	61	665551479	100.000	0	0	0.000	61	665551479	0	1288278174
			TOTAL	542	2795980316	517	1476774146	98.122	19	28266412	1.878	536	1505040558	6	1290939758
Offer and issue of Debt Securities on Private Placement basis			Remote evoting	481	842150663	460	838716002	99.908	15	774269	0.092	475	839490271	6	2660392
	Special	6	Voting at AGM	61	1953829653	61	665551479	100.000	0	0	0.000	61	665551479	0	1288278174
			TOTAL	542	2795980316	521	1504267481	99.949	15	774269	0.051	536	1505041750	6	1290938566
Reduction in ESOP pool from 7% to 6% of the paid up share capital of the Bank and Ratification of IDFC Bank Limited Employee Stock Option Scheme 2015 ('IDFC BANK ESOS - 2015' or the 'Scheme')			Remote evoting	481	842150663	403	722726975	86.144	71	116243782	13.856	474	838970757	7	3179906
	Special	7	Voting at AGM	61	1953829653	61	665551479	100.000	0	0	0.000	61	665551479	0	1288278174
			TOTAL	542	2795980316	464	1388278454	92.274	71	116243782	7.726	535	1504522236	7	1291458080
Ratification of IDFC Bank Limited Employee Stock Option Scheme 2015 ('IDFC Bank ESOS - 2015' or the 'Scheme') and grant of Options to the Eligible Employees / Directors of the Subsidiary Company(ies) of the Bank under the Scheme			Remote evoting	481	842150663	389	722441679	86.111	83	116524278	13.889	472	838965957	9	3184706
	Special	8	Voting at AGM	61	1953829653	61	665551479	100.000	0	0	0.000	61	665551479	0	1288278174
			TOTAL	542	2795980316	450	1387993158	92.255	83	116524278	7.745	533	1504517436	9	1291462880
Payment of Commission to Non-Executive Directors			Remote evoting	481	842150663	443	839462077	99.998	28	12787	0.002	471	839474864	10	2675799
	Ordinary	9	Voting at AGM	61	1953829653	61	665551479	100.000	0	0	0.000	61	665551479	0	1288278174
			TOTAL	542	2795980316	504	1505013556	99.999	28	12787	0.001	532	1505026343	10	1290953973
Approval of remuneration payable to Dr. Rajiv B. Lal, Founder Managing Director & CEO of the Bank			Remote evoting	481	842150663	454	837690632	99.786	20	1799439	0.214	474	839490071	7	2660592
	Ordinary	10	Voting at AGM	61	1953829653	61	665551479	100.000	0	0	0.000	61	665551479	0	1288278174
			TOTAL	542	2795980316	515	1503242111	99.880	20	1799439	0.120	535	1505041550	7	1290938766

Note. Voting at AGM was done through physical ballots