

June 7, 2016

Mr. Girish Joshi,
GM – Department of Corporate Services
BSE Limited
Corporate Relations Department
1st Floor, New Trading Ring
P.J. Towers, Dalal Street
Mumbai – 400 001
Tel.: 2272 8013/8015/8058/8307
BSE Scrip Code: 532648

Mr. Avinash Kharkar,
AVP – Listing Department
National Stock Exchange of India Limited
Exchange Plaza
Plot no. C/1, G Block,
Bandra - Kurla Complex
Bandra (E), Mumbai - 400 051.
Tel.: 2659 8235 / 8236/8458
NSE Symbol: YESBANK

Dear Sir,

Sub: Disclosure under Regulation 44(3) of the SEBI (LODR) Regulations, 2015 –
12th Annual General Meeting of YES Bank Limited (the Bank)

We hereby submit the details of voting results for the 12th Annual General Meeting of the Bank held on June 7, 2016 pursuant to the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on ordinary / special resolutions specified in the AGM Notice dated April 27, 2016. The detailed voting results consolidating the results of e-voting with the results of voting through InstaPoll at AGM is enclosed.

All the resolutions were passed with the requisite majority by the Shareholders. The details of votes cast by shareholders are given in the Annexure. The same shall be treated as compliance with SEBI Circular No. CIR/CFD/CMD/8/2015 dated November 4, 2015.

Further, in terms of the Rule 20(4) of the Companies (Management and Administration) Rules, 2014, as amended, the consolidated scrutinizer's Report on the remote E-voting and voting through InstaPoll is also enclosed herewith.

A press release on the above is also enclosed herewith.

Kindly take the same on record.

Thanking you

Yours faithfully
For YES Bank Limited


Shivanand R. Shettigar
Company Secretary



Encl.: As above

Name of the Bank : YES Bank Limited

Date of the AGM: June 7, 2016

Total number of shareholders on record date (May 31, 2016): 187,605

No. of shareholders present in the meeting either in person or through proxy:

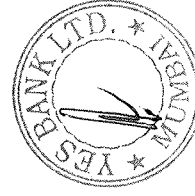
Promoters and Promoter Group: 3

Public: 496

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: 0

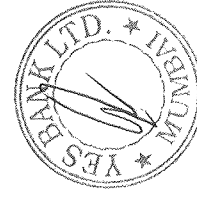
Public: 0



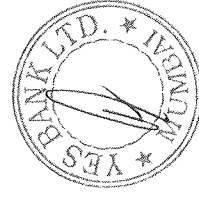
Resolution required: (Ordinary/ Special)	ORDINARY - Adoption of standalone and consolidated financial statement for the year ended March 31, 2016							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (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	9,21,42,450	9,21,42,450	100.00	9,21,42,450	0	100.00	0.00
	Poll	9,21,42,450	0	0.00	00	0	0.00	0.00
Public- Institutions	E-Voting	27,73,09,454	19,47,76,619	70.24	19,47,76,619	0	100.00	0.00
	Poll	27,73,09,454	40,84,907	1.47	40,84,907	0	100.00	0.00
Public- Non Institutions	E-Voting	5,15,46,187	96,97,827	18.81	96,97,793	34	99.99	0.00
	Poll	5,15,46,187	2,84,168	0.55	2,84,034	134	99.95	0.05
	Total	42,09,98,091	30,09,85,971	71.49	30,09,85,803	168	100.00	0.00



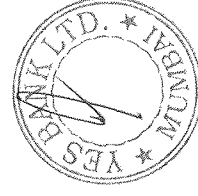
ORDINARY - Approval of dividend on equity shares								
Resolution required: (Ordinary/ Special)	YES							
Whether promoter/ promoter group are interested in the agenda/resolution?	YES							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (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	9,21,42,450	9,21,42,450	100.00	9,21,42,450	0	100.00	0.00
	Poll	9,21,42,450	0	0.00	00	0	0.00	0.00
Public- Institutions	E-Voting	27,73,09,454	19,50,42,279	70.3338	19,50,42,279	0	100.00	0.00
	Poll	27,73,09,454	40,84,907	1.4731	40,84,907	0	100.00	0.00
Public- Non Institutions	E-Voting	5,15,46,187	96,97,842	18.8139	96,97,021	821	99.99	0.01
	Poll	5,15,46,187	2,84,168	0.5513	2,84,034	134	99.95	0.05
	Total	42,09,98,091	30,12,51,646	71.5565	30,12,50,691	955	100.00	0.00



Resolution required: (Ordinary/ Special)	ORDINARY - Appoint a director in place of Mr. M. R. Srinivasan (DIN: 00056617), who retires by rotation and being eligible, offers himself for re-appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
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	9,21,42,450	9,21,42,450	100.00	4,91,75,000	4,29,67,450	53.37	46.63		
	Poll	9,21,42,450	0	0.00	00	0	0.00	0.00		
Public- Institutions	E-Voting	27,73,09,454	19,43,77,540	70.09	18,47,99,315	95,78,225	95.07	4.93		
	Poll	27,73,09,454	40,84,907	1.47	40,84,907	0	100.00	0.00		
Public- Non Institutions	E-Voting	5,15,46,187	96,97,340	18.81	96,97,082	258	100.00	0.00		
	Poll	5,15,46,187	2,84,168	0.55	2,84,034	134	99.95	0.05		
	Total	42,09,98,091	30,05,86,405	71.40	24,80,40,338	5,25,46,067	82.52	17.48		



Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of M/s. B. S. R. & Co. LLP., Chartered Accountants as Auditors and fixation of remuneration thereof							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
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	9,21,42,450	9,21,42,450	100.00	9,21,42,450	0	100.00	0.00
	Poll	9,21,42,450	0	0.00	0	0	0.00	0.00
Public- Institutions	E-Voting	27,73,09,454	19,49,53,417	70.30	18,19,25,038	1,30,28,379	93.32	6.68
	Poll	27,73,09,454	40,84,907	1.47	40,84,907	0	100.00	0.00
Public- Non Institutions	E-Voting	5,15,46,187	96,97,337	18.81	96,97,314	23	100.00	0.00
	Poll	5,15,46,187	2,84,168	0.55	2,84,034	134	99.95	0.05
	Total	42,09,98,091	30,11,62,279	71.54	28,81,33,743	1,30,28,536	95.67	4.33



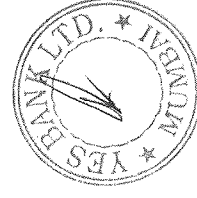
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for appointment of Mr. Ajai Kumar (DIN- 02446976) as a Director, liable to retire by rotation								
Whether promoter/ promoter group are interested in the agenda/resolution?	NO								
Category	Mode of Voting	No. of shares held (1)	No. of 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	9,21,42,450	9,21,42,450	100.00	4,91,75,000	4,29,67,450	53.37	46.63	
	Poll	9,21,42,450	0	0.00	0	0	0.00	0.00	
Public- Institutions	E-Voting	27,73,09,454	19,43,77,540	70.09	19,37,41,039	6,36,501	99.67	0.33	
	Poll	27,73,09,454	40,84,907	1.47	40,84,907	0	100.00	0.00	
Public- Non Institutions	E-Voting	5,15,46,187	96,97,347	18.81	96,96,737	610	100.00	0.01	
	Poll	5,15,46,187	2,84,168	0.55	2,84,034	134	99.95	0.05	
	Total	42,09,98,091	30,05,86,412	71.40	25,69,81,717	4,36,04,695	85.49	14.51	



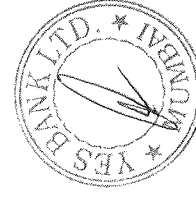
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for appointment of Mr. Ashok Chawla (DIN- 00056133) as an Independent Director for a period of 5 years									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
Category	Mode of Voting	No. of shares held (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	9,21,42,450	9,21,42,450	100.00	4,91,75,000	4,29,67,450	53.37	46.63		
	Poll	9,21,42,450	0	0.00	0	0	0.00	0.00		
Public- Institutions	E-Voting	27,73,09,454	19,43,77,540	70.09	19,43,34,983	42,557	99.98	0.02		
	Poll	27,73,09,454	40,84,907	1.47	40,84,907	0	100.00	0.00		
Public- Non Institutions	E-Voting	5,15,46,187	96,97,847	18.81	96,97,440	407	100.00	0.00		
	Poll	5,15,46,187	2,84,168	0.55	2,84,034	134	99.95	0.05		
	Total	42,09,98,091	30,05,86,912	71.40	25,75,76,364	4,30,10,548	85.69	14.31		



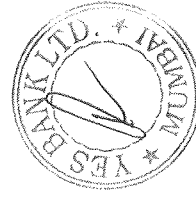
Resolution required: (Ordinary/ Special)	ORDINARY - Approval for revision in the remuneration of Ms. Radha Singh (DIN - 02227854), Non-Executive Part-Time Chairperson of the Bank, in terms of the RBI approval, effective from November 1, 2015.									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
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	9,21,42,450	9,21,42,450	100.00	4,91,75,000	4,29,67,450	53.37	46.63		
	Poll	9,21,42,450	0	0.00	00	0	0.00	0.00		
Public- Institutions	E-Voting	27,73,09,454	19,43,77,540	70.09	19,43,77,540	0	100.00	0.00		
	Poll	27,73,09,454	40,84,907	1.47	40,84,907	0	100.00	0.00		
Public- Non Institutions	E-Voting	5,15,46,187	96,97,347	18.81	96,96,179	1,168	99.99	0.01		
	Poll	5,15,46,187	2,84,168	0.55	2,84,034	134	99.95	0.05		
	Total	42,09,98,091	30,05,86,412	71.40	25,76,17,660	4,29,68,752	85.71	14.29		



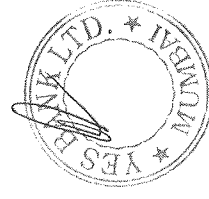
Resolution required: (Ordinary/ Special)	ORDINARY - Payment of profit based commission to Non-Executive Directors except Non-Executive Chairperson							
Whether promoter/ promoter group are interested in the agenda/resolution?	NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (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	9,21,42,450	9,21,42,450	100.00	9,21,42,450	0	100.00	0.00
	Poll	9,21,42,450	0	0.00	00	0	0.00	0.00
Public- Institutions	E-Voting	27,73,09,454	19,43,77,540	70.09	18,98,69,347	45,08,193	97.68	2.32
	Poll	27,73,09,454	40,84,907	1.47	40,84,907	0	100.00	0.00
Public- Non Institutions	E-Voting	5,15,46,187	96,90,310	18.80	96,88,959	1,351	99.99	0.01
	Poll	5,15,46,187	2,84,168	0.55	2,84,034	134	99.95	0.05
	Total	42,09,98,091	30,05,79,375	71.40	29,60,69,697	45,09,678	98.50	1.50



Resolution required: (Ordinary/ Special)	SPECIAL - Approval for raising of capital upto US\$ 1 billion by issue of shares or convertible securities in one or more tranches provided however that the aggregate amount raised shall not result in increase of the issued and subscribed equity share capital of the Bank by more than 15% of the then issued and subscribed equity shares of the Bank								
Whether promoter/ promoter group are interested in the agenda/resolution?	NO								
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 Poll	9,21,42,450 9,21,42,450	9,21,42,450 0	100.00 0.00	9,21,42,450 00	0 0	100.00 0.00	0.00 0.00	
Public- Institutions	E-Voting Poll	27,73,09,454 27,73,09,454	19,50,42,279 40,84,907	70.33 1.47	18,60,57,481 40,84,907	89,84,798 0	95.39 100.00	4.61 0.00	
Public- Non Institutions	E-Voting Poll	5,15,46,187 5,15,46,187	97,66,436 2,84,168	18.95 0.55	97,66,353 2,84,034	83 134	100.00 99.95	0.00 0.05	
	Total	42,09,98,091	30,13,20,240	71.57	29,23,35,225	89,85,015	97.02	2.98	



Resolution required: (Ordinary/ Special)	SPECIAL - Approval for borrowing/ raising funds in Indian /foreign currency by issue of debt securities upto Rs.10,000 Crore (the "NCDs") to eligible investors on private placement basis									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO									
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	9,21,42,450	9,21,42,450	100.00	9,21,42,450	0	100.00		0.00	
	Poll	9,21,42,450	0	0.00	00	0	0.00		0.00	
Public- Institutions	E-Voting	27,73,09,454	19,50,42,279	70.33	19,46,51,152	3,91,127	99.80		0.20	
	Poll	27,73,09,454	40,84,907	1.47	40,84,907	0	100.00		0.00	
Public- Non Institutions	E-Voting	5,15,46,187	97,66,436	18.95	97,66,400	36	100.00		0.00	
	Poll	5,15,46,187	2,84,168	0.55	2,84,034	134	99.95		0.05	
	Total	42,09,98,091	30,13,20,240	71.57	30,09,28,943	3,91,297	99.87		0.13	



Combined Scrutinizer's Report on Remote E-voting & Voting conducted at the 12th AGM
of YES BANK Limited held on June 7, 2016

To,
The Chairperson,
YES BANK Limited
9th Floor, Nehru Centre,
Discovery of India,
Dr. A. B. Road, Worli
Mumbai - 400018.

12th Annual General Meeting of the Equity Shareholders of YES BANK Limited held on
Tuesday, June 7, 2016 at 11.00 A.M. at Hall of Culture, Ground Floor, Nehru Centre, Worli,
Mumbai - 400 018

Sub: Passing of Resolution(s) through electronic voting pursuant to section 108 of the
Companies Act 2013 read with Rule 20 of the Companies (Management and
Administration) Rules, 2014 as amended.

The Board of Directors of YES BANK Limited (*hereinafter referred to as the "Bank"*) at its meeting held on April 27, 2016 has appointed me as the Scrutinizer for the Remote E-voting process as well as to scrutinize the electronic voting through "Instapoll", 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015. I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules.

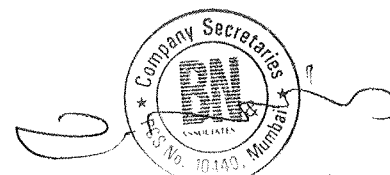


C/O. Karvy Computershare Pvt. Ltd. 24-B Raja Bahadur Mansion, Ground Floor, Ambalal Doshi Marg, B/H BSE, Fort, Mumbai - 400 023.
T :91 22 6623 5454 D:91 22 6623 5411 Fax:91 22 6633 1135 Cell :9820142331/9004089490
E-mail :narasimhan.b8@gmail.com // bn@karvy.com

Resi : 601/602, B-wing, Cosmic Heights, Bhakti Park, Imax Theater Compound, Wadala (E), Mumbai - 400 037.
(T) 9821 2461 0596

Report on Scrutiny:

- The Bank had appointed Karvy Computershare Pvt. Ltd., ('KCPL' or 'Karvy') 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 on all the items of the business (both Ordinary and Special businesses) sought to be transacted in the 12th Annual General Meeting ('AGM') of the Bank, which was held on Tuesday, June 7, 2016.
- 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 April 29, 2016 and as on that date, there were 193,188 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 144,785 Members whose email Id was made available by the Depositories and for those members, holding in physical form, who had registered their email Id with the RTA on May 10, 2016. In respect of 48,403 Members, whose Email Ids are not available, the Notices were sent by courier/airmail from May 10, 2016 to May 12, 2016. In respect of 7,194 cases, where the transmissions through email had failed, the Bank had sent the Notice of the AGM along with Annual Report and E-voting details through physical form by courier/airmail on May 20, 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 **Tuesday, May 31, 2016**.
- As prescribed in the aforesaid Rules, the Remote E-Voting facility was kept open for four days from **Friday, June 3, 2016 at 10:00 A.M. to Monday, June 6, 2016 at 5:00 P.M.**
- The Bank completed the dispatch of the notices to the members on Tuesday May 12, 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 'Free Press Journal' newspaper having country-wide circulation dated May 13, 2016 and in Marathi in 'Navashakti' newspaper dated May 13, 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 June 6, 2016 at 5.00 P.M., the voting portal of the Service Provider was blocked forthwith.
- At the venue of the 12th AGM of the Bank held on June 7, 2016, the facility to vote electronically through "Instapoll" has been provided to facilitate those members present in the meeting but could not participated in the Remote E-voting to record their votes.
- On June 7, 2016, after tabulating the votes conducted at the venue of the AGM electronically through Instapoll, the votes cast through Remote E-Voting facility was duly unblocked by me as a Scrutinizer in the presence of Mr. Suresh T.Bahul and Mr. Ravi Narayan who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.



After the voting at the AGM was concluded through Instapoll, the polling pads were taken over by the service provider and the votes cast electronically through Instapoll was tabulated for the purpose of considering the total votes cast by the shareholders at the venue of the meeting.

- Thereafter, I as a Scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting through Instapoll done at the venue of the AGM, the details of which are as follows:

The results of the Remote E-voting together with that of the voting conducted at venue of the AGM by way of Instapoll are as under:

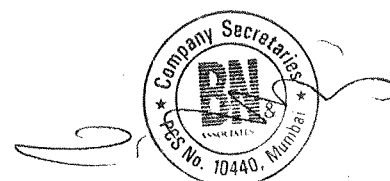
Details	Remote E-voting	Voting through Instapoll at AGM	Total voting
Number of members who cast their votes	1,282	92	1,374
Total number of Shares held by them	29,84,73,021	43,69,076	30,28,42,097
Valid votes	As per details provided under each one of the Resolution(s) mentioned hereunder		
Invalid Votes	Various as mentioned under each of the Resolution		

Note: Percentage of votes cast in favour or against the resolutions are calculated based on the Valid Votes cast through Remote E-Voting and through Instapoll.

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

Consideration and adoption of

- the audited financial statements of the Bank for the financial year ended March 31, 2016 and the Reports of the Board of Directors and the Auditors thereon; and
- the audited consolidated financial statements of the Bank for the financial year ended March 31, 2016 and the Report of the Auditors thereon.



Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	29,66,16,862	99.999	34	0.001	18,56,125
Electronic voting through Instapoll	43,68,941	99.997	134	0.003	1
TOTAL	30,09,85,803	99.999	168	0.001	18,56,126

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

Declaration of dividend

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	29,68,81,750	99.999	821	0.001	15,90,450
Electronic voting through Instapoll	43,68,941	99.997	134	0.003	1
TOTAL	30,12,50,691	99.999	955	0.001	15,90,451

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

Appointment of Mr. M. R. Srinivasan (DIN 00056617) who retires by rotation and being eligible, offers himself for reappointment

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	24,36,71,397	82.261	5,25,45,933	17.739	22,55,691
Electronic voting through Instapoll	43,68,941	99.997	134	0.003	1
TOTAL	24,80,40,338	82.519	5,25,46,067	17.481	22,55,692



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

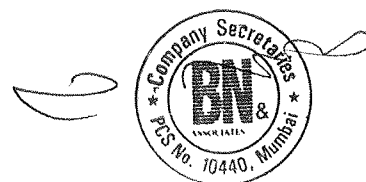
Appointment of M/s. BSR & Co. LLP., Chartered Accountants (Firm Registration no 101248W/W-100022) as the Statutory Auditors of the Bank for a period of Four years

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	28,37,64,802	95.610	1,30,28,402	4.390	16,79,817
Electronic voting through Instapoll	43,68,941	99.997	134	0.003	1
TOTAL	28,81,33,743	95.674	1,30,28,536	4.326	16,79,818

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

Appointment of Mr. Ajai Kumar (DIN 02446976) as a Non-Executive Non-Independent Director of the Bank, liable to retire by rotation.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	25,26,12,776	85.280	4,36,04,561	14.720	22,55,684
Electronic voting through Instapoll	43,68,941	99.997	134	0.003	1
TOTAL	25,69,81,717	85.493	4,36,04,695	14.507	22,55,685



VI) Item No. 6 of the Notice (As an Ordinary Resolution):

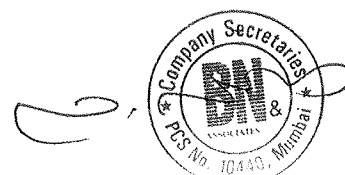
Appointment of Mr. Ashok Chawla (DIN 00056133) as an Independent Director of the Bank for a period of five years effective from June 7, 2016, not liable to retire by rotation.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	25,32,07,423	85.480	4,30,10,414	14.520	22,55,184
Electronic voting through Instapoll	43,68,941	99.997	134	0.003	1
TOTAL	25,75,76,364	85.691	4,30,10,548	14.309	22,55,185

VII) Item No. 7 of the Notice (As an Ordinary Resolution):

Approval for payment of revised remuneration with effect from November 1, 2015 to Ms. Radha Singh (DIN 02227854), Non-Executive Part-Time Chairperson of the Bank

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	2,53,248,719	85.494	429,68,618	14.506	22,55,684
Electronic voting through Instapoll	43,68,941	99.997	134	0.003	1
TOTAL	25,76,17,660	85.705	4,29,68,752	14.295	22,55,685



VIII) Item No. 8 of the Notice (As an Ordinary Resolution):

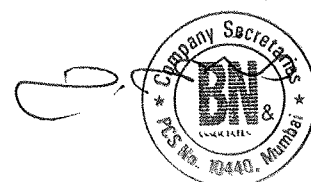
Approval for payment, to the Non-Executive Directors (except Non-executive Chairperson) of the Bank, of remuneration by way of profit-related commission not exceeding in the aggregate, one percent of the net profits of the Bank as computed in the manner laid down in section 198 of the Companies Act 2013 or maximum of Rs. 10 Lakhs to each of such Directors, whichever is lower, in such manner and respect as may be decided by the Board of Directors, and such payment shall be made with respect to the profits of the Bank for each year, commencing from April 1, 2015.

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	29,17,00,756	98.478	45,09,544	1.522	22,62,721
Electronic voting through Instapoll	43,68,941	99.997	134	0.003	1
TOTAL	29,60,69,697	98.500	45,09,678	1.500	22,62,722

IX) Item No. 9 of the Notice (As a Special Resolution):

Seeking approval for raising of capital up to USD 1 Billion or its Indian Rupee equivalent by way of public issue, preferential issue, qualified Institutional placement, private placement or a combination thereof through ADRs/GDRs or FCCBs or any other methods by issue of shares or convertible securities in one or more tranches provided however that the aggregate amount raised shall not result in increase of the issued and subscribed equity share capital of the Bank by more than 15% of the then issued and subscribed equity shares of the Bank

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	28,79,66,284	96.974	89,84,881	3.026	15,21,856
Electronic voting through Instapoll	43,68,941	99.997	134	0.003	1
TOTAL	29,23,35,225	97.018	89,85,015	2.982	15,21,857



X) Item No. 10 of the Notice (As a Special Resolution):

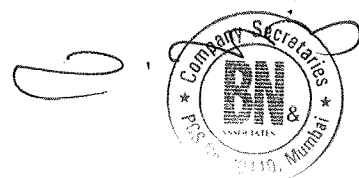
Seeking approval for borrowing/ raising funds in Indian/ Foreign currency by issue of debt securities including non-convertible debentures, MTN (Medium Term Notes) or bonds up to Rs.10,000 Crores (the "debt securities") to eligible investors on private placement basis

Manner of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid votes
	Nos.	%age	Nos.	%age	Nos.
Remote E-voting	29,65,60,002	99.868	3,91,163	0.132	15,21,856
Electronic voting through Instapoll	43,68,941	99.997	134	0.003	1
TOTAL	30,09,28,943	99.870	3,91,297	0.130	15,21,857

All the Resolutions mentioned in the AGM Notice dated April 27, 2016 as per the details above stand passed under Remote E-voting and voting conducted at AGM Electronically by way of Instapoll 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 enclosed.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically in respect of the votes cast through Remote E-Voting and voting conduct at AGM by way of Instapoll by the Members of the Bank. All other relevant records relating to



remote e-voting and Electronic voting through Instapoll is under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairperson signs the Minutes.

Thanking you,

Yours Faithfully

For B.N. & Associates

COMPANY SECRETARIES



CS B Narasimhan

(Proprietor)

(FCS no 1303 COP no 10440)



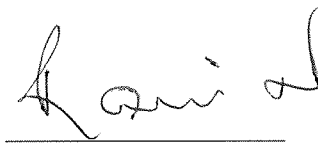
Place: Mumbai

Date: June 7, 2016

The following were the witnesses to the unblocking the votes cast through remote e-voting.



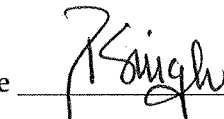
1. Suresh T Bahul



2. Ravi Narayan

I have received the report:

Signature



Ms Radha Singh

Non-Executive Chairperson

Place: Mumbai

Date: June 7, 2016

Press Release

12th YES BANK AGM – June 7, 2016

Shareholders fully support all Resolutions proposed by the Board of Directors of YES BANK

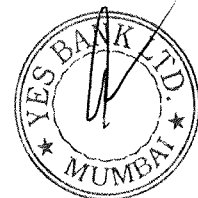
- *Approved all 10 resolutions with overwhelming majority*
- *Approved the appointment of directors, viz., (i) Mr. Ashok Chawla (ii) Mr. Ajai Kumar and (iii) Mr. M. R Srinivasan under the provisions of the Companies Act, 2013;*
- *Approved Dividend of 100% (INR 10 per equity share), highest among peer Banks in 12th year of operations*
- *Shareholders also overwhelmingly approved the following Special Resolutions*
 - *To raise capital aggregating upto USD 1 Billion*
 - *To borrow/raise funds by issuance of debt securities upto a total amount of INR 10,000 crores*

Mumbai: June 07, 2016

The General body of the shareholders of YES BANK, India's 5th largest Private sector bank, has approved all the 10 resolutions with an overwhelming majority, in the 12th Annual General Meeting (AGM) held on June 07, 2016. The outcome reflects a summation of votes cast electronically at the AGM venue on June 7, 2016 and through remote E-voting held from June 3 to June 6, 2016.

The shareholders approved the following:

1. The re-appointment of **Mr. M R Srinivasan** with an overwhelming majority.
2. a) The appointment of **Mr. Ashok Chawla** as Independent Director for a period of 5 year . (YES BANK has also applied to the Reserve Bank of India to seek approval on the appointment of Mr. Ashok Chawla as the next Non-Executive Chairman of the Bank, upon expiry of term of current Non-Executive Chairperson (*Ms. Radha Singh*), which expires on October 29, 2016, as part of the Board succession planning process)
- b) The appointment of **Mr. Ajai Kumar** as Non-Executive, Non-Independent Director, liable to retire by rotation.
3. In accordance with the Vision of growing YES BANK into a high quality Large Bank in India by 2020, as also to further capitalize on the imminent revival in the economic growth cycle, the Bank had also sought approvals for capital raising which was passed with an overwhelming majority.

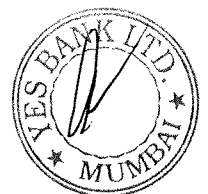


- The shareholders have approved through special resolution to raise capital aggregating upto USD 1 Billion by issue of shares or convertible securities *in one or more tranches in the course of domestic and/or international offering(s) in one or more foreign markets*
 - The shareholders also approved through special resolution the proposal to borrow/raise funds in Indian/foreign currency by issue of Debt Securities including but not limited to *Non Convertible Debentures, Medium Term Notes and Bonds upto a total amount of INR 10,000 Crores*
4. The Shareholders approved a **Dividend of 100%** (Rs 10 per equity share) *as proposed by the Bank, with an overwhelming majority*. The Dividend payout by YES BANK, in its 12 years is the highest amongst peer Indian banks in their 12th year of operations.
 5. The shareholders also adopted the balance sheet as at March 31, 2016, for the financial year 2015-16, profit and loss account for the FY 2015-16, (standalone and consolidated), with the Report of the Auditors thereon.
 6. The appointment of **M/s B.S.R. & Co. LLP**, Chartered Accountants, as **Auditors of the Bank**, in place of retiring Auditors M/s S.R. Batliboi & Co. LLP, Chartered Accountants
 7. Approved revision in the remuneration of Ms. Radha Singh, Non-Executive Part-time Chairperson of the Bank, in terms of RBI approval, effective November 1, 2015
 8. The payment of **profit-based commission to the Non-Executive Directors**, except Non-Executive Chairperson

Speaking on the occasion, Ms. Radha Singh, Non Executive Chairperson, YES BANK said, "We are extremely satisfied with the trust and faith shown by the institutional and retail shareholders in the Board of Directors, Bank's performance, growth plans and decisions to maintain the highest professional standards of the Bank's management team. Further, with the enabling approvals in place for capital raising, YES BANK is fully geared up to capitalize on the renewed economic momentum and achieve its vision of emerging as the Finest Quality Bank of the World in India by 2020."

The 12th AGM of YES BANK held on Tuesday, June 07, 2016 was attended by 9 of the 10 Board of Directors participating, (Mr. Diwan Arun Nanda was travelling due to prior commitments) including:

- **Ms. Radha Singh** , Non Executive Part-time Chairperson, YES BANK Limited and Chairperson – Corporate Social Responsibility Committee
- **Mr. Vasant V. Gujarathi**, Independent Director and Chairman - Audit Committee
- **Mr. Brahm Dutt**, Independent Director and Chairman- Nomination & Remuneration Committee
- **Mr. M.R. Srinivasan**, Non Executive Non Independent Director, and Chairman – Risk Monitoring Committee & Board Credit Committee

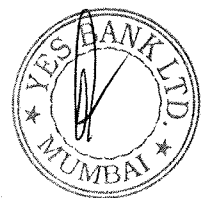


- Lt General (Dr.) Mukesh Sabharwal (Retd) Independent Director & Chairman of Service Excellence, Branding & Marketing Committee
- Mr. Saurabh Srivastava Independent Director and Chairman - IT Strategy Committee
- Mr. Ajai Kumar, Non Executive Non Independent Director
- Mr. Ashok Chawla, Independent Director and Chairman – Stakeholders Relationship Committee
- Mr. Rana Kapoor, Managing Director & CEO, YES BANK.



Board of Directors of YES BANK, at the 12th AGM – June 7, 2016, Mumbai.

(Left to Right): **Mr. Ajai Kumar**, Non-Executive Non-Independent Director, **Lt. Gen (Dr.) Mukesh Sabharwal (Retd.)**, Independent Director; **Mr. Brahm Dutt**, Independent Director; **Mr. Rana Kapoor**, Managing Director & CEO; **Ms. Radha Singh**, Non-Executive Part-time Chairperson; **Mr. M.R. Srinivasan**, Non-Executive Non-Independent Director; **Mr. Ashok Chawla**, Independent Director; **Mr. Vasant V Gujarathi**, Independent Director; **Mr. Saurabh Srivastava**, Independent Director;



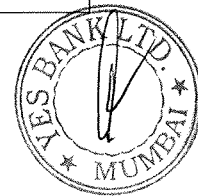
About YES BANK

YES BANK, India's fifth largest private sector Bank with a pan India presence across all 29 states and 7 Union Territories of India, headquartered in the Lower Parel Innovation District (LPID) of Mumbai, is the outcome of the professional & entrepreneurial commitment of its Founder Rana Kapoor and its top management team, to establish a high quality, customer centric, service driven, private Indian Bank catering to the future businesses of India. YES BANK has adopted international best practices, the highest standards of service quality and operational excellence, and offers comprehensive banking and financial solutions to all its valued customers.

YES BANK has a knowledge driven approach to banking, and offers a superior customer experience for its retail, corporate and emerging corporate banking clients. YES BANK is steadily evolving as the Professionals' Bank of India with the long term mission of "Building the Finest Quality Bank of the World in India" by 2020.

For further information, please contact:

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Annexure A – Profile of Mr. Ashok Chawla

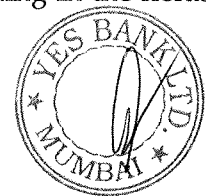
Mr. Ashok Chawla, aged 65 years, was appointed as Additional (Non-Executive) Director of YES BANK on March 05, 2016. Prior to joining YES BANK, Mr. Ashok Chawla was the Chairman of the Competition Commission of India (“CCI”). Mr. Chawla has been a distinguished civil servant with over 40 years of experience in various sectors of the economy in India as well as in International Multilateral agencies. He obtained his Masters in Economics from the Delhi School of Economics in 1972 and joined the Indian Administrative Service in 1973. He started his career in the State of Gujarat and held various positions, including Chief Executive of important State-Owned enterprises. Notably, he was the head of the multi-billion dollar Sardar Sarovar Narmada multi-purpose project.

In the late 1980’s, he was posted as Economic Counsellor in the Indian Embassy in Washington DC, USA. Between 1998 and 2011, Mr. Chawla worked in several senior positions in the Federal Government at Delhi. He has been Permanent Secretary in key ministries of the Government of India such as Finance, Economic Affairs, and Civil Aviation.

He has been on the Boards of Reserve Bank of India, Insurance Regulatory and Development Authority, State Bank of India and Life Insurance Corporation of India. He was also at different points in time India’s Executive Director on the International Fund for Agricultural Development, Alternate Governor for India at the World Bank and at the Asian Development Bank.

Mr. Chawla had also held leadership positions in the corporate sector. He has been Chairman and Managing Director of Indian Petrochemicals Corporation Limited and a Director on the Oil and Natural Gas Corporation (ONGC). In view of his rich and diversified experience, after his retirement from the civil service, he was appointed as the Chairman of the CCI for the period 2011-2016. The CCI is a new market economy regulator to ensure fair play by business and Industry and it gained immensely in stature during this period.

Mr. Chawla was also recently appointed as Chairman of the Governing Council of The Energy and Research Institute (TERI), a not-for-profit policy research organization, working in the fields of energy, environment and sustainable development.



Annexure B – Profile of Mr. Ajai Kumar

Mr. Ajai Kumar, aged 63 years, was appointed as Non-Executive Non-Independent Director of YES BANK on January 29, 2016. Prior to this, he was acting as Senior Strategic Advisor of the Bank (July 2014 to January 2016).

Mr. Ajai Kumar has a distinguished career in banking industry having more than forty years of experience in Public Sector Banking Industry holding eminent leadership positions in India and overseas (New York, USA) including as CMD of Corporation Bank, Executive Director of UCO Bank and as General Manager & Head of Technology and Retail Banking at Bank of Baroda.

As CMD of Corporation Bank (October 2011 to June 2013), he provided strong leadership to take Bank to next level of Business and Next Generation Technology, implemented turnaround strategies successfully by creation of strong business processes and structures in the form of Circle Offices for better efficiency and controls, launching SME Loan Centres, Agriculture Business Development Cells, and several Gold Loan Shoppes. Under his leadership, Corporation Bank emerged as the Bank with very strong financials, best productivity, best asset quality and best customers services among its peers. The Bank was ranked No. 1 in the country for its performance in MSME finance for the year 2012-13 and honored with National award by Prime Minister of India.

Prior to Corporation Bank, Mr. Ajai Kumar was Executive Director of UCO Bank wherein, he had developed significant improvements in structures, systems and controls in operations, credit monitoring and supervision.

He started his career with Bank of Baroda joining as a Direct Officer in the year 1973. In thirty-six years of service at Bank of Baroda, he held key responsibilities. He was in-Charge of New York operations covering compliance of US regulations and reporting to Federal Reserve bank, FDIC and NY State Banking Department. As head of Bank of Baroda Nassau, Bahamas Off Shore Operations, he was handling Investments, Money market operations, Forex trading, External Commercial Borrowings etc. He also headed Retail Banking business, responsible for setting up of unique retail asset finance concept of Retail Loan Factory and it's roll out across the country which resulted in multi fold increase in efficiency with quality and created a benchmark in Banking industry for most customer friendly delivery model for retail products and services. He also launched Bancassurance for Life Insurance initiative of the Bank successfully and established the foundation of Life Insurance Business. As head Information Technology and IT Projects, successfully implemented the banking industry's most ambitious business Technology Enabled Business Transformation Program.

Mr. Ajai Kumar secured several awards and accolades in his illustrious career as a Banker and has also been honored with Outstanding Award for the paper submitted on "Knowledge Management - A Perspective for Public Sector Banks" in BECON 2003. He was also a Member of the Board of Directors at Indo Zambia Bank Ltd., and is currently holding directorship in Multi-Commodity Exchange of India Limited and Nuclear Power Corporation of India Limited.

Mr. Ajai Kumar is a Law Graduate and a Post Graduate in Physics from University of Allahabad. He is a Certified Associate of Indian Institute of Bankers (CAIIB).

