

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 –
Postal Ballot Notice dated April 27, 2016 - YES Bank Limited (the Bank)**

We hereby submit the details of approvals granted by the Shareholders of the Bank on the Ordinary / Special resolutions specified in the Postal Ballot Notice dated April 27, 2016, pursuant to the requirements of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The detailed voting results through remote e-voting and Postal Ballot 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 Companies (Management and Administration) Rules, 2014, as amended, the Scrutinizer's Report on the Postal Ballot 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/EGM: N.A (Resolutions passed through Postal Ballot, result of which was declared on June 7, 2016)

Total number of shareholders on record date (April 29, 2016): 1,93,188

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

Promoters and Promoter Group: N.A.

Public: N.A.

No. of Shareholders attended the meeting through Video Conferencing

Promoters and Promoter Group: N.A.

Public: N.A.



Resolution required: (Ordinary/ Special)	ORDINARY - Increase in Authorised Share Capital and consequent amendments to Memorandum of Association 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	9,21,42,450	9,21,42,450	100.00	9,21,42,450	0	100.00	0.00
	Postal Ballot	9,21,42,450	0	0.00	00	0	0.00	0.00
Public- Institutions	E-Voting	27,40,64,683	19,41,39,192	70.84	19,40,08,945	1,30,247	99.93	0.07
	Postal Ballot	27,40,64,683	0	0.00	00	0	0.00	0.00
Public- Non Institutions	E-Voting	5,45,47,658	99,92,577	18.32	99,92,026	551	99.99	0.01
	Postal Ballot	5,45,47,658	41,033	0.08	40,821	212	99.48	0.52
Total		42,07,54,791	29,63,15,252	70.42	29,61,84,242	1,31,010	99.96	0.04



Resolution required: (Ordinary/ Special)	SPECIAL - Amendments to the Main Objects and other Clauses of the Memorandum of Association 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	9,21,42,450	9,21,42,450	100.00	9,21,42,450	0	100.00	0.00
	Postal Ballot	9,21,42,450	0	0.00	00	0	0.00	0.00
Public- Institutions	E-Voting	27,40,64,683	19,41,39,192	70.84	19,39,54,106	1,85,086	99.90	0.10
	Postal Ballot	27,40,64,683	0	0.00	00	0	0.00	0.00
Public- Non Institutions	E-Voting	5,45,47,658	99,67,752	18.27	99,67,136	616	99.99	0.01
	Postal Ballot	5,45,47,658	41,044	0.08	39,516	1,528	96.28	3.72
	Total	42,07,54,791	29,62,90,438	70.42	29,61,03,208	1,87,230	99.94	0.06



Resolution required: (Ordinary/ Special)	SPECIAL - Amendments to Articles of Association 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	9,21,42,450	9,21,42,450	100.00	4,91,75,000	4,29,67,450	53.37	46.63		
	Postal Ballot	9,21,42,450	0	0.00	00	0	0.00	0.00		
Public- Institutions	E-Voting	27,40,64,683	19,41,39,192	70.84	19,39,54,106	1,85,086	99.90	0.10		
	Postal Ballot	27,40,64,683	0	0.00	00	0	0.00	0.00		
Public- Non Institutions	E-Voting	5,45,47,658	1,00,69,492	18.46	1,00,68,891	601	99.99	0.01		
	Postal Ballot	5,45,47,658	39,543	0.07	39369	174	99.56	0.44		
Total		42,07,54,791	29,63,90,677	70.44	25,32,37,366	4,31,53,311	85.44	14.56		



June 7, 2016

THE CHAIRPERSON
YES BANK LIMITED
9th Floor, Nehru Centre,
Discovery of India,
Dr. A. B. Road, Worli
Mumbai - 400018.

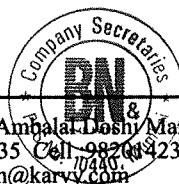
Dear Madam,

Sub: Passing of Resolutions through Postal Ballot

Pursuant to the resolution passed by the Board of Directors of YES BANK LIMITED (*hereinafter referred to as 'YES BANK' or the "BANK"*) on April 27, 2016, I have been appointed as a Scrutinizer to receive, process and scrutinize the postal ballot papers in respect of all the Special and Ordinary Resolutions as circulated in the Postal Ballot Notice dated April 27, 2016.

To enable wider participation of shareholders and in compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**Listing Regulations**'), and as per the provisions of Section 108 and 110 of the Companies Act, 2013 (the '**Act**') read with the Rules framed thereunder, the BANK had provided remote electronic voting ("e-voting") facility as an alternative to its members to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Forms by post.

This is a mandatory requirement for all companies, listed on National Stock Exchange of India Limited (NSE) & BSE Limited (BSE), to provide for e-voting facility to their shareholders, in respect of all those businesses which are transacted through Postal Ballot by such Companies. Since YES BANK is a listed entity, it falls within the ambit as specified in the Listing Regulations. Further in terms of Section 108 and Section 110 of the Act read with Rule 22 the Companies (Management and Administration) Rules, 2014, remote e-voting facility for the Postal Ballot has been made applicable to the BANK.



C/O. Karvy Computershare Pvt. Ltd. 24-B Raja Bahadur Mansion, Ground Floor, Ambala 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: 98200342331/9004089490
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) : 91 22 2403 6596

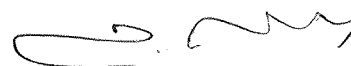
YES BANK accordingly has made arrangements with Karvy Computershare Private Limited (*hereinafter referred to as 'KARVY'*), the service provider, for providing a system of recording votes of the shareholders cast through remote e-Voting. The BANK has also accordingly made arrangements through its Registrar and Transfer Agents, Karvy Computershare Private Limited (*herein after referred as "RTA"*) to set up the e-Voting facility on the KARVY's e-Voting website <https://www.evoting.karvy.com>.

YES BANK has also uploaded the Postal Ballot Notice containing the resolutions together with the explanatory statement on its website www.yesbank.in as well as that of the Service Provider KARVY. KARVY has generated Electronic Voting Event Number (EVEN) for the votes which are to be cast through e-voting mode. All necessary formalities in compliance with the requirements specified by the Companies Act, 2013 and the rules framed there under have been complied with by the service Provider, KARVY, as directed by YES BANK. Since KARVY themselves are the System provider and the RTA for YES BANK, they have coordinated the activities internally. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Postal Ballot Notice dated April 27, 2016 sent to all the shareholders by Post and by email, wherever email id's were available as detailed elsewhere in this Report. The above activities were completed by May 5, 2016. The Register of Members was made up, for the purpose of dispatch of postal ballot to the shareholders as of April 29, 2016 (cut-off date). The items for which the Ordinary and Special Resolutions proposed to be approved by the shareholders of YES BANK are as per Postal Ballot Notice dated April 27, 2016 as per the items mentioned hereunder:-

S. No.	Type of Resolutions	Description of the resolutions
1.	<u>As an Ordinary Resolution</u> Increase in Authorised Share Capital and consequent amendments to Memorandum of Association of the Bank	As per item no. 1 of the Postal Ballot notice dated April 27, 2016.
2.	<u>As a Special Resolution</u> Amendments to the Main Objects and other	As per item no. 2 of the Postal Ballot notice dated April 27, 2016.

S. No.	Type of Resolutions	Description of the resolutions
	Clauses of the Memorandum of Association of the Bank	
3.	<u>As a Special Resolution</u> Amendments to Articles of Association of the Bank	As per item no. 3 of the Postal Ballot notice dated April 27, 2016.

I report that the Postal Ballot Notice dated April 27, 2016 ('Notice') and Postal Ballot Form ('Form') as per provisions of Section 110 of the Companies Act, 2013, read with Rule 18 and 22 of the Companies (Management and Administration) Rules, 2014 were despatched to the shareholders numbering to 48,249 by Registered Post and 154 by Registered Airmail in physical form. The Notices and Forms sent in physical form were accompanied with postage pre-paid self-addressed Business Reply Envelope which was required to be returned by the shareholders on or before 5.00 P.M., on June 4, 2016. In addition to the above, Notices were also sent via electronic mode by KARVY the system provider to 144,785 Shareholders at their email addresses registered with the Depository Participants as per the data downloaded from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on April 29, 2016 (cut-off date). As per the information provided by the Service Provider, out of the 144,785 emails sent, 7,194 emails had bounced. The RTA subsequently, sent the physical Notice along with Form and postage pre-paid self-addressed Business Reply Envelope to these shareholders by Registered Post. I further report that as stated in the Postal Ballot Notice sent to the shareholders, the BANK had fixed 5:00 P.M. on Saturday, June 4, 2016 as the last date for receipt of Postal Ballot Forms and for completing the remote E-voting.



As stated in sub rule 4 of Rule 20 as well as Rule 22 of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the BANK in "The Free Press Journal" English Newspaper, and in "Navshakti", Marathi edition Newspaper, both on May 6, 2016, informing about the completion of dispatch of the Notices and Forms, both by Registered Post/Airmail and by email, wherever applicable, to the shareholders along with other related matters mentioned therein.

I report that I have received the Postal Ballot forms from the shareholders during the period starting from Friday, May 6, 2016 till Saturday, June 4, 2016. All the Postal Ballot forms together with all votes cast through remote E-voting through KARVY received up to 5:00 P.M. on Saturday, June 4, 2016, being the last date fixed by the BANK for receipt of the ballot forms/e-voting, was considered for my scrutiny.

Envelopes numbering to 659 containing Postal Ballot forms returned undelivered by postal authorities were not opened and the details of the same are separately maintained by the RTA.

The Postal Ballots forms received at the Registrar's address in the name of the Scrutinizer were opened and then taken up for matching with the master data base as of the cut-off date by the RTA under my instruction at regular intervals. This process was carried out on a weekly basis.

On Saturday, June 4, 2016, after the closure of e-voting period till 5.00 P.M., the votes cast through remote e-voting facility were duly unblocked by me as a Scrutinizer in the presence of Ms. C. Shobha Anand and Mr. Udai Shankar Singh Witnesses, not in employment of the BANK, as prescribed under Sub Rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014. Since e-Voting facility was provided by KARVY, the details of the e-Voting exercised by the shareholders as also the votes exercised through Postal Ballot Forms, which were duly scrutinized and processed, were duly compiled by the RTA. While the details of the e-Voting was provided by the Service Provider namely KARVY, the compilation of the Register, in respect of physical Postal Ballots containing the statement of shareholder's name, folio number, postal ballot number, number of shares held, number of votes exercised, votes in favour, votes against and those votes which were rejected, were generated by the RTA which have been duly scrutinized.



On scrutiny, I report that out of 193,188 shareholders holding shares as on the cut-off date, 1511 Shareholders have exercised their vote through remote e-Voting and 145 Shareholders have exercised their votes through Postal Ballot Forms, as received till the last date. Further, e-voting platform was optional for the Members to cast their votes. In case the Member have cast their votes by physical ballot as well as through remote e-voting then voting done through remote e-voting has been considered and voting done by physical ballot form has been ignored in such cases as stated in the Postal Ballot Notice dated April 27, 2016.

The details of Postal Ballot results for the items placed for consideration by the members are given below:

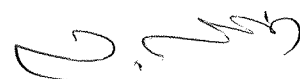
Item No 1. Ordinary Resolution

Increase in Authorised Share Capital and consequent amendments to Memorandum of Association of the Bank.

"RESOLVED that pursuant to the provisions of Section 13, 61 and other applicable provisions, if any, of the Companies Act, 2013, as amended, and the rules made thereunder, the applicable provisions of the Banking Regulation Act, 1949 (*including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force*), the rules, circulars and guidelines issued by Reserve Bank of India ("**RBI**") from time to time, the RBI approval dated January 06, 2016 received by the Bank and subject to such other approvals as may be necessary or required, the Authorized Share Capital of the Bank be altered and increased from the present ` 600,00,00,000 (Rupees Six Hundred Crore Only) consisting of 60,00,00,000 (Sixty Crore) Equity Shares of ` 10 (Rupees Ten Only) each to ` 800,00,00,000 (Rupees Eight Hundred Crore Only) divided into 60,00,00,000 (Sixty Crore) Equity Shares of ` 10 (Rupees Ten Only) each and 2,00,00,000 (Two Crore) Preference Shares of ` 100 (Rupees Hundred Only) each.

RESOLVED further that the existing Clause V of the Memorandum of Association of the Bank relating to Authorized Capital be and is hereby substituted with the following:

V. The authorized capital of the Company shall be Rs. 800,00,00,000 (Rupees Eight Hundred Crores only) divided into:



(a) 60,00,00,000 equity shares of Rs. 10 each aggregating to Rs. 600,00,00,000 (Rupees Six Hundred Crores only); and

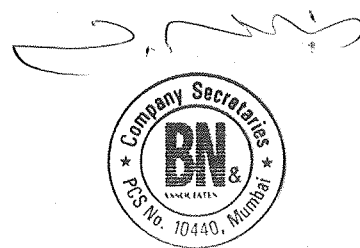
(b) 2,00,00,000 preference shares of Rs. 100 each aggregating to Rs. 200,00,00,000 (Rupees Two Hundred Crores only)

with rights, privileges and conditions, as are provided under the Articles of Association of the Company and in accordance with applicable law, with power to increase or reduce or reclassify or alter the share capital of the Company and to divide/consolidate the shares in the capital for the time being into several classes and face values and to attach thereto respectively such preferential, cumulative, convertible, guarantee, qualified or other special rights, privileges, conditions or restrictions, as may be determined by or in accordance with the Articles of Association of the Company for the time being and to vary, modify or abrogate any such right, privilege or condition or restriction in such manner, as may for the time being, be permitted by the Articles of Association of the Company or the legislative provisions, for the time being in force.

The minimum paid-up share capital of the company shall be Rs. 5,00,000.

RESOLVED further that Board of Directors (hereinafter referred to as “**Board**” and the expression shall also include a Committee thereof) be and is hereby authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolution, including the delegation of all or any of its powers herein conferred to any Director(s), the Company Secretary or any other officer(s) of the Bank.”

Total No. of Shareholders	1,93,188		
Total No. of Shares	42,07,54,791		
Receipt of Postal Ballot Forms	From May 6, 2016 till June 4, 2016		
		Number of Votes	Number of Shares
Total votes cast through e-Voting	A	1511	297404490
Total Votes Cast through Postal Ballot Forms Received	B	145	75638
Grand Total of e-Voting/Postal Ballot Form (A+B)	C	1656	297480128



Less: Invalid e-Voting/ Postal Ballot Forms *(On account of signature mismatch, for / against option not indicated / abstained)	D	39	1164876
Net e-Voting/ Postal Ballot Forms (C-D)	E	1617	296315252

NOTE:

- (i) Invalid Postal Ballot was not taken into account for counting of votes.
(ii) Votes cast in favour or against has been considered on the basis of number of shares held as on the date reckoned for the purpose of postal ballot or the number of shares mentioned in the postal ballot whichever is less
(iii) There is one case where the shareholder has voted both through Postal Ballot as well as through remote e-Voting as per the notes and instructions mentioned in the notice [(Clause 7] the votes cast through physical ballot has been treated as invalid and rejected.

Summary of Postal Ballot

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outsta nding 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	92142450	92142450	100.00	92142450	0	100.00	0.00
Public- Institutional holders	274064683	194139192	70.837	194008945	130247	99.933	0.067
Public-	54547658	10033610	18.394	10032847	763	99.992	0.008



others							
Total	420754791	296315252	70.425	296184242	131010	99.956	0.044

Percentage of votes cast in favour: 99.956. Percentage of votes cast against: 0.044

RESULTS:-

As the number of votes cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as set forth in item No. 1 of Postal Ballot Notice dated April 27, 2016 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the last date of voting that is Saturday, June 4, 2016.

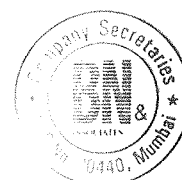
Item No 2. Special Resolution

Amendments to the Main Objects and other Clauses of the Memorandum of Association of the Bank

"RESOLVED that pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, as amended, and the rules made thereunder, including the Companies (Incorporation) Rules, 2014, the applicable provisions of the Banking Regulation Act, 1949, (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force), the rules, circulars and guidelines issued by Reserve Bank of India ("**RBI**") from time to time, the RBI approval dated January 06, 2016 received by the Bank and subject to such other approvals as may be necessary or required, Memorandum of Association of the Bank relating to its Objects be and is hereby altered by inserting / modifying the following clauses:

I. *Insertion of following Clause after Clause 22 in the "Main Objects":*

23. To set up an Infrastructure Debt Fund and to carry on the business of Mutual Fund operations, equipment leasing and hire purchase.

II. *Replacing existing Clause 33 with the following clause in the "Objects Incidental or Ancillary to the attainment of the Main Objects":*

33. *To procure the registration, incorporation or recognition of the Company under the law or regulations of any other place outside India including by way of establishing branches, offices, agencies or marketing organizations or appointing representatives or employees or both (whether individuals, firms or bodies corporate) in order to arrange for selling or providing services of the Company and to purchase or otherwise acquire articles, things and services as are necessary for carrying on the business of the Company. To pay all costs, charges and expenses incurred or sustained in or about the promotion, incorporation and establishment of the Company or which the Company shall consider to be preliminary, out of the funds of the Company and to allot, specify, alter or modify the areas of operation or the terms and conditions of appointment, as applicable and to pay fees or remuneration to such representatives and employees or both by way of such commission or in such other manner as the Company may deem fit.*

III. *Clauses from existing Sr. No. 23 to Sr. No. 66 in "Objects Incidental or Ancillary to the attainment of the Main Objects" be renumbered as Sr. No. 24 to Sr. No. 67.*

IV. *Insertion of following Clause after Clause 67 in "Objects Incidental or Ancillary to the attainment of the Main Objects" after renumbering of clauses as proposed above:*

68. *To carry on the business of providing and managing venture capital, seed capital and risk capital or any other business of similar nature which is permitted by the Alternative Investment Funds Regulations, 2012, or any other extant guidelines for the purpose.*

V. *The heading of point no. A under Clause no. III of the Memorandum of Association i.e. "THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY" be changed to "The objects to be pursued by the Company on its incorporation are"*

VI. *The heading of point no. B under Clause no. III of the Memorandum of Association i.e. "OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS" be changed to "Matters which are necessary for furtherance of the objects specified in clause III(A) are:"*



VII. The reference to the "*main objects*" in existing clause 52 of the Memorandum of Association be replaced with the "*objects*".

VIII. The heading of point no. C under Clause no. III of the Memorandum of Association i.e. "**OTHER OBJECTS**" be deleted.

RESOLVED further that Board of Directors (*hereinafter referred to as "Board" and the expression shall also include a Committee thereof*) be and is hereby authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolution, including the delegation of all or any of its powers herein conferred to any Director(s), the Company Secretary or any other officer(s) of the Bank."

Total No. of Shareholders	1,93,188		
Total No. of Shares	42,07,54,791		
Receipt of Postal Ballot Forms	From May 6, 2016 till June 4, 2016		
		Number of Votes	Number of Shares
Total votes cast through e-Voting	A	1510	297302740
Total Votes Cast through Postal Ballot Forms Received	B	145	75638
Grand Total of e-Voting/Postal Ballot Form (A+B)	C	1655	297378378
Less: Invalid e-Voting/ Postal Ballot Forms <i>*(On account of signature mismatch, for / against option not indicated / abstained)</i>	D	30	1087940
Net e-Voting/ Postal Ballot Forms (C-D)	E	1625	296290438

NOTE:

(i)Invalid Postal Ballot was not taken into account for counting of votes.

(ii)Votes cast in favour or against has been considered on the basis of number of shares held as on the date reckoned for the purpose of postal ballot or the number of shares mentioned in the postal ballot whichever is less



(iii) There is one case where the shareholder has voted both through Postal Ballot as well as through remote e-Voting as per the notes and instructions mentioned in the notice [(Clause 7 the votes cast through physical ballot has been treated as invalid and rejected.

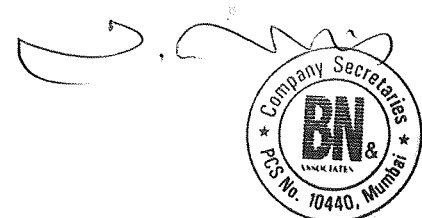
Summary of Postal Ballot

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outsta nding 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	92142450	92142450	100.00	92142450	0	100.00	0.00
Public- Institutional holders	274064683	194139192	70.837	193954106	185086	99.905	0.095
Public- others	54547658	10008796	18.349	10006652	2144	99.979	0.021
Total	420754791	296290438	70.419	296103208	187230	99.937	0.063

Percentage of votes cast in favour: 99.937 Percentage of votes cast against: 0.063

RESULTS:-

As the number of votes cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as set forth in item



No. 2 of Postal Ballot Notice dated April 27, 2016 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the last date of voting that is on Saturday, June 4, 2016.

Item No 3. Special Resolution

Amendments to Articles of Association of the Bank

"RESOLVED that pursuant to the provisions of Section 14 and all other applicable provisions, if any, of the Companies Act, 2013, as amended, and the rules made thereunder, including the Companies (Incorporation) Rules, 2014, the applicable provisions of the Banking Regulation Act, 1949, *(including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force)*, the rules, circulars and guidelines issued by Reserve Bank of India ("**RBI**") from time to time, the RBI approval dated January 06, 2016 received by the Bank and subject to such other approvals as may be necessary or required, the alteration to the Articles of Association of the Bank in the manner as per the draft circulated herewith as **Annexure**, be and are hereby approved.

RESOLVED further that Board of Directors *(hereinafter referred to as "**Board**" and the expression shall also include a Committee thereof)* be and is hereby authorized to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to give effect to the above resolution, including the delegation of all or any of its powers herein conferred to any Director(s), the Company Secretary or any other officer(s) of the Bank."

Total No. of Shareholders	1,93,188		
Total No. of Shares	42,07,54,791		
Receipt of Postal Ballot Forms	From May 6, 2016 till June 4, 2016		
		Number of Votes	Number of Shares
Total votes cast through e-Voting	A	1511	297404490
Total Votes Cast through Postal Ballot Forms Received	B	145	75638
Grand Total of e-Voting/Postal Ballot	C	1656	297480128



Form (A+B)			
Less: Invalid e-Voting/ Postal Ballot Forms *(On account of signature mismatch, for / against option not indicated / abstained)	D	33	1089451
Net e-Voting/ Postal Ballot Forms (C-D)	E	1623	296390677

NOTE:

- (i) Invalid Postal Ballot was not taken into account for counting of votes.
(ii) Votes cast in favour or against has been considered on the basis of number of shares held as on the date reckoned for the purpose of postal ballot or the number of shares mentioned in the postal ballot whichever is less
(iii) There is one case where the shareholder has voted both through Postal Ballot as well as through remote e-Voting as per the notes and instructions mentioned in the notice [(Clause 7)] the votes cast through physical ballot has been treated as invalid and rejected.

Summary of Postal Ballot

Promoter/ Public	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	92142450	92142450	100.00	49175000	42967450	53.368	46.632
Public-Institutional	274064683	194139192	70.837	193954106	185086	99.905	0.095




holders							
Public- others	54547658	10109035	18.532	10108260	775	99.992	0.008
Total	420754791	296390677	70.443	253237366	43153311	85.440	14.560

Percentage of votes cast in favour: 85.440. Percentage of votes cast against: 14.560

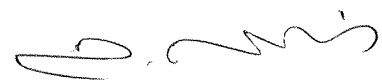
RESULTS:-

As the number of votes cast in favour of the Resolution is more than three times the number of votes cast against, I report that the Special Resolution as set forth in item No. 3 of Postal Ballot Notice dated April 27, 2016 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on the last date of voting that is on Saturday, June 4, 2016.

I further report that as per the Postal Ballot Notice dated April 27, 2016 and the Board Resolution dated April 27, 2016, the Chairperson or any authorized person in that behalf may declare and confirm the above results of voting by postal ballot in respect of the resolutions referred on June 7, 2016. The same will be displayed at the registered office of the YES BANK located at 9th Floor, Nehru Centre, Discovery of India, Dr. A. B. Road, Worli Mumbai - 400018.

The results will also be communicated to BSE and NSE where the YES BANK's shares are listed. It will also be displayed on Company's website www.yesbank.in as also that of the Service Provider KARVY <https://evoting.karvy.com>.

I further report that Rule 22 of the Companies (Management and Administration) Rules 2014 has been duly complied with. I further report that as per the said Rules, the records maintained by me including the data as obtained from KARVY, the Service Provider for the e-Voting facility extended by them as also the RTA recording the consent or otherwise received from the shareholders, voting through postal ballot, which includes all the particulars of the shareholders such as the name, folio number / DP ID and Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, ballot papers and other related papers are in my safe custody which will be handed over to the Company Secretary of YES BANK after the Chairperson considers, approves and signs the minutes of the meeting.




I thank you for the opportunity given, to act as a Scrutinizer for the above Postal Ballot of your BANK.

Thanking You
Yours faithfully,
For BN & Associates
COMPANY SECRETARIES


B Narasimhan
(Proprietor)
FCS 1303 COP No. : 10440



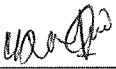
Place: Mumbai

Dated: June 7, 2016

The following were the witnesses to the unblocking of e-voting, on June 4, 2016, on closure of e-voting period.

1. Ms C. Shobha Anand

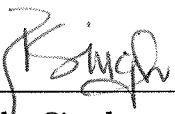
2. Shri Udai Shankar Singh

Signature 

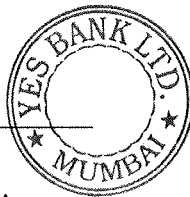
Signature 

I have received the report:

Signature


Radha Singh

Non-Executive Chairperson



Place: Mumbai

Date: June 7, 2016