

TUSHAR SHRIDHARANI

B. Com., LL.B., F.C.S.

Tel. : (022) 2208 5764 / 2208 5765

Email : tushar@tusharshri.com

Cell. : 98211 45765

Web. : www.tusharshri.com

10, New Marine Lines

417, Jolly Bhavan No. 1

Mumbai – 400 020

Maharashtra

SCRUTINIZER'S CONSOLIDATED REPORT ON VOTING

[Pursuant to applicable provisions of the Companies Act, 2013 and Rules made thereunder]

12th May, 2020

To,

Suryoday Small Finance Bank Limited
1101, Sharda Terraces, Sector 11, CBD Belapur
Navi Mumbai – 400 614

Subject: Consolidated Report on members' voting through Electronic cum Postal Ballot means.

Dear Sir,

The Board of Directors of Suryoday Small Finance Bank Limited ("**the Company**") at its meeting held on 9th April, 2020 appointed me as the 'Scrutinizer' in pursuance of sections 108 and 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and 22 of the Companies (Management And Administration) Rules, 2014 ("**the Rules**") to scrutinize voting of members of the Company on a Special Resolution, which was proposed through Notice dated 9th April, 2020.

Members of the Company were provided option to vote either through remote e-voting facility or physically through Postal Ballot Forms.

Members of the Company were provided remote e-voting facility whereby they could cast their votes during the e-voting period, which commenced at 9.00 a.m. on the 11th April, 2020 and ended at 5.00 p.m. on the 11th May, 2020 (both Indian Standard Time - IST). A few members of the Company voted through e-voting during the voting period.

Members desiring to exercise vote through Postal Ballot were requested to carefully read the instructions printed on the Postal Ballot form and return the same duly completed along with assent or dissent, on or before 5.00 p.m. on Monday, 11th May, 2020 either through sending an email to the Scrutinizer or by sending the physical version at the Registered Office address of the Company by way of post / courier. Accordingly; a few members of the Company voted through Postal Ballots during the voting period.

I have examined voting of members on the proposed Special Resolution in accordance with relevant provisions of the Act and Rules; and submit along the Annexure 1 and Annexure 2, the consolidated report of total votes cast, whether in favour or against.



Annexure 1

Date of the Notice	9 th April, 2020
Total number of shareholders on record date	1,095 (Record date – 3 rd April, 2020)
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not applicable as no meeting was held.
Public:	Not applicable as no meeting was held.
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not applicable as no meeting was held.
Public:	Not applicable as no meeting was held.



Annexure 2

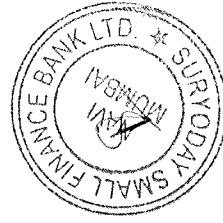
N.A. = Not applicable.

1.	Resolution required: Special		To approve issue of 23,90,020 Equity Shares of face value of Rs. 10 (Rupees Ten) each at Rs. 260 (Rupees Two hundred and Sixty) per share inclusive of premium of Rs. 250 (Rupees Two Hundred and Fifty) per share on Private Placement basis.						
	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		2,64,09,732	1,35,23,215	51.2054	1,35,23,215	0	100.00	0
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot			1,24,26,956	47.0545	1,24,26,956	0	100.00	0
		Total		2,59,50,171	98.2599	2,59,50,171	0	100.00	0
Public Institutions	E-Voting		41,61,754	0	0	0	0	0	0
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot			0	0	0	0	0	0
		Total		0	0	0	0	0	0
Public - Non Institutions	E-Voting		5,60,22,645	2,23,62,713	39.9173	2,23,62,713	0	100.00	0
	Poll			N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot			89,07,146	15.8992	89,07,146	0	100.00	0
		Total		3,12,69,859	55.8165	3,12,69,859	0	100.00	0
		Total	8,65,94,131	5,72,20,030	66.0784	5,72,20,030	0	100.00	0

TUSHAR
RAMESH
SHRIDHARANI

(Tushar Shridharani)

Practicing Company Secretary / Membership No.: FCS 2690/Certificate of Practice No.: 2190



May 12, 2020