

TUSHAR SHRIDHARANI

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

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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]

13th February, 2021

To,

The Chairman of the Extra-ordinary General Meeting

of the Equity Shareholders of the Suryoday Small Finance Bank Limited held on 13th February, 2021 at
1101, Sharda Terraces, Sector 11, CBD Belapur

Navi Mumbai – 400 614.

Subject: Consolidated Report on members' voting through remote e-voting and Ballot Paper on the
Resolution before the Extra-ordinary General Meeting held on 13th February, 2021.

Dear Sir,

I, Tushar Shridharani, Practicing Company Secretary was appointed as a Scrutinizer by the Board of Directors of the Suryoday Small Finance Bank Limited ("**the Bank**") on 21st January, 2021 in pursuance of section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") to scrutinize the voting conducted through the remote e-voting and voting at the Extra-ordinary General Meeting through Ballot on -1- (One) resolution set out in the notice convening the Extra-ordinary General Meeting ("**EGM**") of the Bank, which was held on 13th February, 2021.

Members of the Bank 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 9th February, 2021 and ended at 5.00 p.m. on the 12th February, 2021 (both Indian Standard Time - IST). A few members of the Bank voted through e-voting during the voting period.

Members attending the EGM and who had not cast votes through remote e-voting were invited by the Chairman to cast their votes at the Meeting through Ballot Process on the resolution set out in the Notice convening the EGM, in accordance with sub-rule 4(iii)(B) of Rule 20 of the Rules. Accordingly, a few Members cast votes through Ballot Paper mode conducted at EGM.

Upon conclusion of the Ballot voting, the Ballot Box wherein the Members had dropped their Ballot Papers were opened by me in presence of -2- (Two) witnesses in pursuance of Rule 20(4)(xii) of the Rules. The Ballot Papers were diligently scrutinized by me and reconciled with the records maintained by the Bank and relevant authorizations / proxies lodged with the Bank.

In pursuance of sub-rule 4(xii) of Rule 20 of the Rules; immediately after the completion of voting at the EGM, I first counted the votes casted through Ballot and thereafter unblocked the votes casted through e-voting in the presence of -2- (Two) witnesses, who are not in employment of the Bank.

Information with respect to EGM as well as Members' participation in the EGM is provided in **Annexure 1** to this Report. And the Consolidated Result of total votes cast, whether in favour or against, is annexed to this Report and marked as **Annexure 2**.

You are requested to acknowledge receipt of this report.

TUSHAR
RAMESH
SHRIDHARANI

Digitally signed by TUSHAR RAMESH SHRIDHARANI
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2.5.4.20=759760d99eb28572408007e19feb1bcd0f
42b0766da33a13258d464f54db7,
postalCode=+00000, street=227-walkeshwar road
mumbai,
serialNumber=024c1096538c29ec3ad990718ede
1a2d4f55b11c60a3ac77659c856da1e,
ou=Private, ou=Personal, cn=TUSHAR RAMESH
SHRIDHARANI
Date: 2021.02.13 15:06:45 +05'30'

(Tushar Shridharani)

Practicing Company Secretary

Membership No.: FCS 2690

Certificate of Practice No.: 2190

Annexure 1

Date of the Extra-ordinary General Meeting	13 th February, 2021
Total number of shareholders on record date (i.e. cut-off date for voting purpose 5 th February, 2021):	1,938
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public:	14
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	-
Public:	4

Annexure 2

1.	Resolution required: Special		To approve issue of 52,08,226 (Fifty-Two Lakhs Eight Thousand Two Hundred and Twenty-Six) equity shares of Rs. 10 (Rupees Ten) each at a premium of Rs. 281.75 (Rupees Two Hundred and Seventy-Five paise) per share on private placement basis.					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3) = [(2)/(1)]*100	(4)	(5)	(6) = [(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter And Promoter Group	E-Voting	2,64,09,732	2,64,09,732	100.0000	2,64,09,732	0	100	0
	Poll		0	0.0000	0	0	0	0
	Total	2,64,09,732	2,64,09,732	100.0000	2,64,09,732	0	100	0
Public Institutions	E-Voting	41,61,754	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Total	41,61,754	0	0.0000	0	0	0	0
Public - Non-Institutions	E-Voting	5,86,13,453	3,68,77,751	62.9169	3,68,77,751	0	100	0
	Poll		43,426	0.0741	43,426	0	100	0
	Total	5,86,13,453	3,69,21,177	62.9910	3,69,21,177	0	100	0
Total		8,91,84,939	6,33,30,909	71.0108	6,33,30,909	0	100	0

For SURYODAY SMALL FINANCE BANK LTD.



R Baskar Babu, MD & CEO
Authorised Signatory

TUSHAR
RAMESH
SHRIDHARANI

Digitally signed by TUSHAR RAMESH SHRIDHARANI
DN: cn=TUSHAR RAMESH SHRIDHARANI, o=Practising Company Secretary, ou=Practising Company Secretary, email=tushar.shridharani@practisingcompanysecretary.com, c=IN
Date: 2023.02.12 11:07:16 +05'30'

(Tushar Shridharani)

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