AXIS/CO/CS/544/2026-27

November 18, 2026

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, "G" Block
Bandra-Kurla Complex
Bandra (E), Mumbai – 400 051

NSE Symbol: AXISBANK

BSE Limited
1st Floor,
P. J. Towers,
Dalal Street
Fort, Mumbai – 400 001

BSE Scrip Code: 532215

Dear Sir/Ma'am,

Sub.: Postal Ballot Notice

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith a copy of the postal ballot notice, seeking approval of the members of the Bank for:

1. Appointment of Ananth Narayan Gopalakrishnan (DIN: 05250681) as an Independent Director of the Bank.
2. Material related party transactions with Axis Finance Limited.

The remote e-voting will commence on Tuesday, November 24, 2026 (9:00 a.m. IST) and end on Wednesday, December 23, 2026 (5:00 p.m. IST).

The result of the postal ballot will be declared within two working days from the conclusion of remote e-voting process i.e. on or before Monday, December 28, 2026 and will be communicated to the stock exchanges as required under Listing Regulations and will also be made available on the website of the Bank at www.axis.bank.in.

The postal ballot notice is being sent only by email to those members who have registered their email address with their Depository Participants or KFin Technologies Limited ("KFin") and whose names appear in the register of members / list of beneficial owners as maintained by the National Securities Depository Limited, Central Depository Services (India) Limited and KFin as on the cut-off date i.e. Friday, November 13, 2026.

This is for your information and records.

With warm regards,

For **Axis Bank Limited**

SANDEEP PODDAR
Digitally signed by SANDEEP PODDAR
Date: 2026.11.18 14:20:35 +05'30'

Sandeep Poddar
Company Secretary

Encl.: As above

CC: London Stock Exchange
Singapore Stock Exchange

CIN: L65110GJ1993PLC020769
Registered Office: 'Trishul', 3rd Floor, Opp. Samartheshwar Temple,
Law Garden, Ellisbridge, Ahmedabad – 380 006, Gujarat.
Phone No.: +91 79 6630 6161
E-mail: shareholders@axis.bank.in; **Website:** www.axis.bank.in

NOTICE OF POSTAL BALLOT

To,

The Members of Axis Bank Limited,

NOTICE is hereby given that pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "**Act**") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (including any statutory amendment(s), modification(s), variation(s) and / or re-enactment(s) thereof, for the time being in force, and as amended, from time to time) ("**MCA circular**"), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("**SS-2**") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**Listing Regulations**"), the resolutions appended below are proposed for approval of the members of Axis Bank Limited (the "**Bank**"), through postal ballot by way of voting through electronic means ("**e-voting**"):

Special Business:

Item no. 1: Appointment of Ananth Narayan Gopalakrishnan (Ananth Narayan G.) (DIN: 05250681) as an Independent Director of the Bank.

To consider, and if thought fit, to pass the following resolution, as a **special resolution**:

"RESOLVED THAT pursuant to Sections 149, 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules made thereunder (the "**Act**"), Regulations 16(1)(b), 17 and 25(2A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**"), Section 10A(2A) and other applicable provisions, if any, of the Banking Regulation Act, 1949, read with the relevant rules, guidelines, directions and circulars issued by the Reserve Bank of India (the "**RBI**"), in this regard, from time to time, and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) and / or re-enactment(s) thereof, for the time being in force), the provisions of the Articles of Association of Axis Bank Limited (the "**Bank**"), and pursuant to the recommendation made by the Nomination and Remuneration Committee of the Bank (the "**Committee**") and the Board of Directors of the Bank (the "**Board**"), Ananth Narayan G. (DIN: 05250681), who was appointed as an Additional Independent Director of the Bank with effect from October 19, 2026 be and is hereby appointed as an Independent Director of the Bank for a period of four years with effect from October 19, 2026 up to October 18, 2030 (both days inclusive), not liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorised to execute all such agreements, documents, instruments and writings as deemed necessary and to file requisite forms or applications with statutory / regulatory authorities, if any, with power to alter and vary the terms and conditions of the said appointment and settle all questions, difficulties or doubts that may arise in this regard, as they may in their sole and absolute discretion deem fit and to do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any committee(s) / director(s) / officer(s) of the Bank, to give effect to this resolution."

Item no. 2: Material related party transactions with Axis Finance Limited.

To consider, and if thought fit, to pass the following resolution, as an **ordinary resolution**:

"**RESOLVED THAT** pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**"), the applicable provisions of the Companies Act, 2013 read with the relevant rules made thereunder (the "**Act**") and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) and / or re-enactment(s) thereof, for the time being in force), approval of the members of the Bank, be and is hereby accorded to the Board of Directors of the Bank (hereinafter referred to as the "**Board**", which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for entering into and / or continuing with arrangement(s) / contract(s) / agreement(s) / transaction(s) (whether individual transaction or transactions taken together or series of transactions or otherwise), with

Axis Finance Limited (Subsidiary of the Bank), being a related party of the Bank, whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangement(s) / transaction(s) or as fresh and independent transaction(s) or otherwise, as mentioned hereunder and as set out in the explanatory statement annexed to this notice notwithstanding the fact that all such transactions from the date of approval of this resolution up to the date of the 33rd Annual General Meeting of the Bank (both days inclusive), whether individually and / or in the aggregate with other transactions, may exceed the materiality threshold of ₹5,000 crores as prescribed under Schedule XII of the SEBI Listing Regulations and as applicable to the Bank, or such other threshold, as may be prescribed from time to time, provided that the said arrangement(s) / contract(s) / agreement(s) / transaction(s) shall be carried out on an arm's length basis and in the ordinary course of business of the Bank:

i. Receipt of fees / commission / services charges.

ii. Reimbursement of ESOP cost.

iii. Rentals on shared premises.

iv. Reimbursement related to usage of common facilities / other expenses from subsidiary including sale of Fixed Assets.

v. Reimbursement related to usage of common facilities / other expenses to subsidiary including purchase of Fixed Assets.

vi. Fees for Resource Management services and IT infrastructure services.

vii. Payment of fees / commission / services charges.

viii. Royalty for usage of brand / logo.

ix. Funded Facilities (includes consequential interest / fees).

x. Subscribing to securities issued by the related parties (includes consequential interest / fees).

xi. Transactions in Forex and Derivative contracts (includes consequential interest / fees).

RESOLVED FURTHER THAT the Board be and is hereby authorised to execute all such agreements, documents, instruments and writings as deemed necessary and to file requisite forms or applications with statutory / regulatory authorities, if any, with power to alter and vary the terms and conditions of such arrangement(s) / contract(s) / agreement(s) / transaction(s) and settle all questions, difficulties or doubts that may arise in this regard, as they may in their sole and absolute discretion deem fit and to do all such acts, deeds, matters and things as may be considered necessary and appropriate and to delegate all or any of its powers herein conferred to any committee(s) / director(s) / officer(s) of the Bank, to give effect to this resolution."

For **Axis Bank Limited**

Sandeep Poddar
Company Secretary
ACS13819

Place: Mumbai
Date: October 31, 2026

Axis Bank Limited
CIN: L65110GJ1993PLC020769

Registered Office:
'Trishul', 3rd Floor,
Opp. Samartheshwar Temple,
Law Garden, Ellisbridge,
Ahmedabad – 380 006, Gujarat.
Website: www.axis.bank.in
Phone No.: +91 79 6630 6161
E-mail: shareholders@axis.bank.in

Notes:

1. The explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 read with the relevant rules made thereunder (the "**Act**"), the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("**SS-2**"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**"), as applicable, setting out the material facts and reasons, in respect of item nos. 1 & 2 of this postal ballot notice, is annexed herewith.

2. The Ministry of Corporate Affairs (the "**MCA**") *vide* its Circular No. 03/2025 dated September 22, 2025, has permitted companies to conduct the postal ballot by sending the notice in electronic form only. Accordingly, physical copy of the postal ballot notice along with postal ballot form and pre-paid business reply envelope is not being sent to the members for this postal ballot. The communication of the assent or dissent of the members would take place through the process of remote e-voting only.

3. In accordance with the relevant circulars, the members are requested to take note of the following:

   I. Postal ballot notice and the remote e-voting instructions along with the User ID and Password are being sent only by e-mail to those members who have registered their e-mail address with their depository participant(s) ("**DPs**") or with KFin Technologies Limited, Registrar to an Issue and Share Transfer Agent of the Bank ("**KFintech**") and whose names appear in the register of members / list of beneficial owners as received from the National Securities Depository Limited ("**NSDL**") and Central Depository Services (India) Limited ("**CDSL**") (collectively referred to as the "**Depositories**") as on Friday, November 13, 2026 ("**Cut-off Date**").

   II. Members holding shares of the Bank in electronic form can verify / update their e-mail address and mobile number with their respective DPs. Members holding shares of the Bank in physical form can send an e-mail request to einward.ris@kfintech.com with Form ISR-1 along with the supporting documents mentioned therein.

   In case of any queries in this regard, members are requested to write to einward.ris@kfintech.com or contact KFintech at toll free number: 1800 3094 001.

   III. The postal ballot notice is available on the websites of the Bank (https://www.axis.bank.in/shareholders-corner/shareholders-information/postal-ballot), NSDL (www.evoting.nsdl.com), National Stock Exchange of India Limited (www.nseindia.com) and BSE Limited (www.bseindia.com).

   IV. The right to vote in this postal ballot cannot be exercised through proxy.

4. **Regarding receiving e-mail communication**

   Members may send a request to procure e-mail communication of this postal ballot notice from the Bank, by sending an e-mail on shareholders@axis.bank.in along with the documents mentioned below:

   I. In case shares are held in physical mode, please provide folio number, name of the member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy) and Aadhaar card (self-attested scanned copy).

   II. In case shares are held in demat mode, please provide DP ID and Client ID (16-digit DP ID and Client ID or 16-digit Beneficiary ID), name of the member, client master or copy of consolidated account statement, PAN (self-attested scanned copy) and Aadhaar card (self-attested scanned copy).

   III. Members are required to update their mobile number and e-mail address correctly in their demat account to access remote e-voting facility.

5. **Remote e-voting:**

   I. Pursuant to Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, SS-2, Regulation 44 of the SEBI Listing Regulations and the circulars issued in this regard from time to time, the Bank is pleased to provide facility of remote e-voting, to enable its members to cast their votes electronically in respect of the resolutions as set out in this postal ballot notice.

   II. E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs to increase the efficiency of the voting process.

   III. Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider, which not only facilitates seamless authentication but also provides ease and convenience of participating in remote e-voting process.

IV. The Bank has engaged the services of NSDL as the agency to provide remote e-voting facility. The manner of voting by (i) Individual members holding shares of the Bank in demat mode, (ii) Members other than individuals holding shares of the Bank in demat mode, (iii) Members holding shares of the Bank in physical mode, is explained in the instructions given under point no. X herein below.

V. The Bank has appointed CS KVS Subramanyam, Practising Company Secretary (Membership no. FCS 5400 and Certificate of Practice no. 4815), Senior Partner of Ahalada Rao. V and Associates, as the Scrutinizer to scrutinize remote e-voting process in a fair and transparent manner.

VI. The voting rights of the members shall be in proportion of their shareholding to the total issued and paid up equity share capital of the Bank as on the cut-off date i.e. Friday, November 13, 2026, subject to the relevant provisions of Section 12 of the Banking Regulation Act, 1949 and the Reserve Bank of India (Commercial Banks – Acquisition and Holding of Shares or Voting Rights) Directions, 2025 dated November 28, 2025, and as amended, from time to time.

In terms of the second supplemental agreement dated February 5, 2026 amending and restating the Deposit Agreement between the Bank and The Bank of New York Mellon ("**BNYM**"), GDR holders can vote on the GDRs held by them subject to compliance with Section 12B of the Banking Regulation Act, 1949. In this regard, BNYM will issue a notice to the GDR holders specifying the record date, timelines, instructions relating to voting etc. Post review of voting instructions by the Bank, BNYM shall vote on the basis of the voting instructions received by them from the GDR holders in such manner as prescribed in the aforesaid agreement.

VII. The remote e-voting facility shall be available during the following period:

Commencement of remote e-voting	:	Tuesday, November 24, 2026 (9:00 A.M. IST)
End of remote e-voting	:	Wednesday, December 23, 2026 (5:00 P.M. IST)

VIII. During this period, only those persons whose names appear in the register of members or in the register of beneficial owners maintained by the depositories, as on the cut-off date i.e. Friday, November 13, 2026, shall be entitled to cast their vote through remote e-voting. The remote e-voting facility shall be forthwith disabled by NSDL after expiry of the said period.

A person who is not a member of the Bank as on the said cut-off date, will not be entitled to vote and should treat this postal ballot notice, for information purpose only.

IX. Members holding shares either in physical form or dematerialized form, as on the cut-off date i.e. Friday, November 13, 2026 (including those members who may not receive this postal ballot notice due to non-registration of their e-mail address with KFintech or the DPs, as aforesaid) may cast their votes electronically, in respect of the resolutions as set out in this postal ballot notice through the remote e-voting.

X. **Information and instructions for remote e-voting**

Step 1: Access to NSDL e-voting system

Step 2: Cast your vote electronically on NSDL e-voting system.

Step 1: Access to NSDL e-voting system

A) **Login method for e-voting and voting for individual members holding securities in demat mode.**

In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by listed companies, individual members holding securities in demat mode are allowed to vote through their demat account(s) maintained with depositories and DPs. Members are advised to update their mobile number and e-mail address(es) in their demat accounts in order to access remote e-voting facility.

Login method for Individual members holding securities in demat mode is given below:

Type of members	Login Method
Individual members holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN, verification code and generate OTP. Enter the OTP received on registered e-mail address / mobile number and click on login. After successful authentication, you will be redirected to NSDL site wherein you can see e-voting page. Click on Bank name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period. 2. Existing IDeAS User can visit the e-services website of NSDL *viz.*, https://eservices.nsdl.com either on a personal computer or on a mobile. On the e-services home page click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section. This will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-voting services under Value Added Services. Click on 'Access to e-voting' under e-voting services and you will be able to see e-voting page. Click on Bank name or e-voting service provider i.e., NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period. 3. If you are not registered for IDeAS e-services, option to register is available at https://eservices.nsdl.com. Select 'Register Online for IDeAS Portal' or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 4. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder / Member' section. A new screen will open. You will have to enter your User ID (i.e., your 16-digit demat account number held with NSDL), Password / OTP and a verification code as shown on the screen. After successful authentication, you will be redirected to NSDL site wherein you can see e-voting page. Click on Bank name or e-voting service provider i.e., NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period. Members can also download NSDL Mobile App 'NSDL Speede' facility by scanning the QR code mentioned below for seamless voting experience: **NSDL Mobile App is available on** App Store Google Play  

Individual members holding securities in demat mode with CDSL.	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing User ID and Password. Option will be made available to reach e-voting page without any further authentication. To login through Easi / Easiest facility, you are requested to visit the website of CDSL *viz*., https://www.cdslindia.com/, click on login icon and select My Easi New (Token) and then use your existing My Easi User ID and Password. 2. After successful login the Easi / Easiest User will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by the Bank. On clicking the e-voting option, the User will be able to see e-voting page of the e-voting service provider for casting vote during the remote e-voting period. Additionally, there are links provided to access the system of all e-voting service providers, so that the User can visit the e-voting service providers' website directly. 3. If the User is not registered for Easi / Easiest, option to register is available at CDSL website https://www.cdslindia.com/, click on login & select My Easi New (Token) and then click on registration option. 4. Alternatively, the User can directly access e-voting page by providing demat account number and PAN from the e-voting link available on https://www.cdslindia.com/ home page. The system will authenticate the User by sending an OTP on the registered mobile number and e-mail address as recorded in the demat account. After successful authentication, the User will be able to see the e-voting option where the e-voting is in progress and also will be able to directly access the system of all e-voting service providers.
Individual members (holding securities in demat mode) login through their DP.	1. Members can also login using the login credentials of his / her demat account through his / her DP registered with NSDL / CDSL for e-voting facility. 2. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL / CDSL site after successful authentication, wherein you can see e-voting feature. 3. Click on Bank name or e-voting service provider i.e. NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

Members who are unable to retrieve User ID / Password are advised to use 'Forget User ID' and 'Forget Password' option available at above mentioned website.

Helpdesk for individual members holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL:

Login type	**Helpdesk details**
Individual members holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at +91 22 4886 7000
Individual members holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free number: 1800 21 09911

B) **Login method for e-voting other than individual members holding securities in demat mode and members holding securities in physical mode.**

How to log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a personal computer or on a mobile.

2. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder / Member' section.

3. A new screen will open. You will have to enter your User ID, your Password / OTP and a verification code as shown on the screen.

4. Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can login at https://eservices.nsdl.com/ with your existing IDeAS login. Once you login to NSDL e-services using your login credentials, click on e-voting and proceed to step 2 i.e. cast your vote electronically.

5. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For members who hold shares in demat account with NSDL.	8 character DP ID followed by 8 digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your User ID is IN300***12******.
b) For members who hold shares in demat account with CDSL.	16 digit Beneficiary ID For example, if your Beneficiary ID is 12********** then your User ID is 12**********
c) For members who hold shares in physical form.	EVEN followed by folio number registered with the Bank. For example, if your folio number is 001*** and EVEN is 143509 then User ID is 143509001***

6. Password details for member other than individual members are given below:

   a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.

   b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password', and the system will force you to change your password.

   c) How to retrieve your 'initial password'?

      i) If your e-mail address is registered in your demat account or with the Bank, your 'initial password' is communicated to you on your e-mail address. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8-digit Client ID for NSDL account, last 8-digits of Client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

      ii) If your e-mail address is not registered, please follow steps mentioned below in 'Process for those members whose e-mail address(es) are not registered'.

7. If you are unable to retrieve or have not received the 'Initial password' or have forgotten your password:

   a. Click on '**Forgot User Details / Password?**' (If you are holding shares in your demat account with NSDL or CDSL) option available on https://www.evoting.nsdl.com/.

   b. '**Physical User Reset Password?**' (If you are holding shares in physical mode) option available on https://www.evoting.nsdl.com/.

   c. If you are still unable to get the password by the aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number / folio number, your PAN, your name and your registered address, etc.

   d. Members can also use the OTP based login for casting the votes on the e-voting system of NSDL.

8. After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.

9. Now, you will have to click on 'Login' button.

10. After you click on the 'Login' button, home page of e-voting will open.

Step 2: Cast your vote electronically on NSDL e-voting system.

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at step 1, you will be able to see all the companies 'EVEN' in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select 'EVEN' of 'Axis Bank Limited' to cast your vote during the remote e-voting period.
3. Now you are ready for e-voting as the voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify / modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.
5. Upon confirmation, the message 'Vote cast successfully' will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

Process for procuring User ID and Password for e-voting for those members whose e-mail address(es) is not registered with the depositories / Bank.

Process for those members whose e-mail address(es) is not registered with the depositories for procuring User ID and Password.

1. In case shares are held in physical mode, please provide folio number, name of the member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy) and Aadhaar card (self-attested scanned copy) by e-mail to shareholders@axis.bank.in or einward.ris@kfintech.com.
2. In case shares are held in demat mode, please provide DP ID and Client ID (16-digit DP ID + Client ID or 16-digit Beneficiary ID), client master or copy of consolidated account statement, PAN (self-attested scanned copy), Aadhaar card (self-attested scanned copy) by e-mail to shareholders@axis.bank.in or einward.ris@kfintech.com.

   If you are an individual member holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-voting and voting for individual members holding securities in demat mode.**
3. Alternatively, members may send a request to evoting@nsdl.com for procuring User ID and Password for e-voting by providing above mentioned documents.

General Guidelines for remote e-voting

1. Institutional members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF / JPG format) of the relevant Board Resolution / Authority Letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail ahaladarao.associates@gmail.com or mail@arscsllp.com with a copy marked to evoting@nsdl.com and shareholders@axis.bank.in. Institutional members (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on 'Upload Board Resolution / Authority Letter' displayed under 'e-voting' tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details / Password?' or 'Physical User Reset Password?' option available on https://www.evoting.nsdl.com/ to reset the password.
3. In case of any queries, you may refer to the Frequently Asked Questions for members and e-voting user manual for members available at the download section of https://www.evoting.nsdl.com/ or call at +91 22 4886 7000 or send a request to Pallavi Mhatre, Deputy Vice President, NSDL at evoting@nsdl.com.

XI. The Scrutinizer shall, after conclusion of remote e-voting, submit his report to the Chairman of the Bank. The result of the postal ballot will be declared by the Chairman of the Board or any one of the Directors duly authorized by the Board, in this regard, within two working days of conclusion of remote e-voting process i.e., on or before Monday, December 28, 2026 and will be submitted to the Stock Exchanges and will be uploaded on the website of the Bank at www.axis.bank.in. The said results will also be displayed at the registered and corporate offices of the Bank.

XII. All the documents referred to in this postal ballot notice and the explanatory statement setting out the material facts in respect of the resolutions as set out in this postal ballot notice will be available for inspection and as such the members are requested to send an e-mail to shareholders@axis.bank.in.

XIII. Members may contact the Bank, KFintech or NSDL for conveying grievances, if any, relating to the conduct of the postal ballot, at the following addresses:

Axis Bank Limited
CIN: L65110GJ1993PLC020769
Registered Office:
'Trishul', 3rd Floor,
Opp. Samartheshwar Temple,
Law Garden, Ellisbridge,
Ahmedabad – 380 006, Gujarat.
Website: www.axis.bank.in
Tel No.: +91 79 6630 6161
E-mail: shareholders@axis.bank.in
Contact Person: Amol Chitnavis,
Senior Vice President I,
Corporate Secretarial Department

National Securities Depository Limited
T301, 3rd Floor, Naman Chambers,
G Block, Plot No. C-32,
Bandra Kurla Complex, Bandra East,
Mumbai – 400 051, Maharashtra.
Website: https://nsdl.com/
Tel No.: +91 22 4886 7000
E-mail: evoting@nsdl.com
Contact Person:
Pallavi Mhatre, Deputy Vice President

KFin Technologies Limited
Unit: Axis Bank Limited.
Selenium Building, Tower B, Plot Nos. 31 & 32
Financial District, Nanakramguda
Serilingampally,
Hyderabad – 500 032, Telangana.
Website: www.kfintech.com
Toll Free No.:1800 3094 001
Tel No.: +91 40 6716 2222
E-mail: einward.ris@kfintech.com
Contact Person:
D Suresh Babu, Senior Manager

Statement setting out the material facts concerning items of special business.

In terms of the provisions of Section 102 of the Companies Act, 2013, Secretarial Standard on General Meetings and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following statement sets out the material facts relating to items of this postal ballot notice:

Item no. 1

Pursuant to the recommendation of the Nomination and Remuneration Committee (the "**Committee**") of the Bank, the Board of Directors of the Bank (the "**Board**") approved the appointment of Ananth Narayan Gopalakrishnan (Ananth Narayan G.) (DIN: 05250681) as an Additional Independent Director of the Bank, for the first term of four consecutive years, with effect from October 19, 2026 up to October 18, 2030 (both days inclusive), subject to the approval of the members of the Bank.

As per Section 161 of the Companies Act, 2013 (the "**Act**"), an additional director shall hold office up to the date of the next annual general meeting or the last date on which the annual general meeting should have been held, whichever is earlier. Further, in terms of Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**"), listed entity shall ensure that approval of shareholders for appointment of a person on the board of directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Accordingly, Ananth Narayan G. holds office as such up to the date of next general meeting or up to a period of three months from the date of his appointment, whichever is earlier, unless appointed by the shareholders. The Bank has received a notice under Section 160 of the Act, from a member proposing the candidature of Ananth Narayan G. as a Director of the Bank.

Whilst considering the appointment of Ananth Narayan G. as an Independent Director, the Committee and the Board reviewed and confirmed that:

- He is a fit and proper person to be appointed as a Director of the Bank, as per the fit and proper norms prescribed by the Reserve Bank of India (the "**RBI**");
- The Bank has received a declaration from him that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations;
- He does not have any other pecuniary relationship, directly or indirectly, with the Bank;
- He is not disqualified from being appointed as a Director of the Bank, in terms of Section 164 of the Act and has given his consent to act as such;
- He is not debarred from holding the office of Director by virtue of any order by SEBI or any other authority; and
- He has the requisite skills, capabilities and expertise in functional areas *viz.* banking, economics, finance, law, payment & settlement systems, human resource, risk management, business management and financial and securities market through qualification or diverse experience, which are beneficial to the Bank.

Based on the above declarations, the Committee and the Board opined that Ananth Narayan G. is independent of the management of the Bank and fulfils the conditions specified in the Act, the rules made thereunder, the SEBI Listing Regulations, the Banking Regulation Act, 1949 and the guidelines issued by the RBI, in this regard, from time to time, for appointment as an Independent Director of the Bank.

Ananth Narayan G. is compliant with the requirements mandated under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to enrolling his name in the online databank of independent directors and qualifying the online proficiency self-assessment test for independent directors.

During his tenure as an Independent Director, Ananth Narayan G. shall not be liable to retire by rotation, in terms of Section 149(13) of the Act.

As an Independent Director of the Bank, he will be entitled to sitting fees for attending the meetings of the Board and the Committees of the Board and to a fixed remuneration of ₹30,00,000 per annum in terms of the RBI directions issued from time to time. However, he will not be entitled to stock options / units of the Bank.

Profile and other details

Ananth Narayan G., age 57 years, is a former Whole-time member of the Securities and Exchange Board of India (the "**SEBI**"). As a whole-time member of the SEBI from October 2022 to October 2025, he was involved in significant policy, enforcement, and adjudication matters across market infrastructure institutions, secondary markets, foreign portfolio investment, alternative investment funds, intermediaries, and corporate governance.

Prior to this, he was an Associate Professor and head of Public Policy at Bhavan's SPJIMR for over four years. He has served on the boards of several entities including SBI Capital Markets, Yes Bank (as an RBI appointee), Care Ratings, NSE Clearing, etc.

Before that, he spent 25 years in global financial markets, trading foreign exchange, fixed income, commodities and derivatives. He led regional financial markets businesses for Standard Chartered, Deutsche Bank, and Citibank across South Asia and ASEAN.

Currently, he is Senior India Analyst, Observatory Group LLC, Senior Visiting Fellow, Isaac Center for Public Policy, Ashoka University and Honorary Professor of Practice, SJM School of Management, Indian Institute of Technology, Bombay.

He holds a Post-graduate Diploma in Management from the Indian Institute of Management, Lucknow and was awarded the Director's Gold Medal. He did his graduation in Bachelor of Technology (Electrical Engineering) from the Indian Institute of Technology, Bombay.

Ananth Narayan G. is not a director of any other company as on the date of this notice. He has not resigned from any listed entity in the past three years. Further, as on the date of this notice, he does not hold chairmanship / membership of any Committee of the Board of the Bank.

The details of attendance of Ananth Narayan G. at the meetings of the Board, held up to the date of this notice post his appointment during fiscal 2027, are as under:

Particulars	**Fiscal 2027**
Board of Directors	1/1

As on the date of this notice, he does not hold any equity share of the Bank, including as beneficial owner. He is not related to any other Director or Key Managerial Personnel of the Bank.

The details of sitting fees and remuneration paid to Ananth Narayan G. up to the date of this notice, is stated below:

(in ₹)

Particulars	**Sitting Fees**	**Remuneration**
Fiscal 2027	1,00,000	Nil

The Board recommends passing of the special resolution as set out in item no. 1 of this postal ballot notice, for the approval of the members of the Bank.

Except for Ananth Narayan G. and his relatives, none of the Directors and / or Key Managerial Personnel of the Bank and their respective relatives, are in any way, financially or otherwise, concerned or interested, in the special resolution, as set out in item no. 1 of this postal ballot notice.

Item no. 2

Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**") as amended from time to time, mandates prior approval of the members by means of an ordinary resolution for all material Related Party Transactions ("**RPTs**"), even if such transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

A transaction with a related party shall be considered material if the transaction(s) either individually or taken together with previous transactions during a fiscal year, exceed(s) the materiality threshold of ₹5,000 crores as prescribed under Schedule XII of the SEBI Listing Regulations and as applicable to the Bank ("**materiality threshold**") and other applicable regulations.

The transactions as set out at item no. 2 from the date of approval of the resolution by the members of the Bank up to the date of the 33rd Annual General Meeting (both days inclusive), between the Bank on one side and Axis Finance Limited, subsidiary of the Bank, on the other side, are likely to exceed the materiality threshold of ₹5,000 crores as prescribed under Schedule XII of the SEBI Listing Regulations and as applicable to the Bank. The said transactions will be undertaken pursuant to specific approvals / registrations / licenses held by the Bank and in accordance with the applicable laws and are therefore, in the interest of the Bank.

The details of such transactions are as follows:

<table>
<tr><th>Sr. No.</th><th>Particulars of the information</th><th>Details</th></tr>
<tr><td colspan="3">A(1) Basic details of the related party</td></tr>
<tr><td>1</td><td>Name</td><td>Axis Finance Limited (“AFL”)</td></tr>
<tr><td>2</td><td>Country of incorporation</td><td>India</td></tr>
<tr><td>3</td><td>Nature of business</td><td>Non-Banking Financial Company</td></tr>
<tr><td colspan="3">A(2) Relationship and ownership of the related party</td></tr>
<tr><td>1</td><td>Relationship with the related party.</td><td>Subsidiary</td></tr>
<tr><td>2</td><td>Nature of concern (financial or otherwise).</td><td>Financial</td></tr>
<tr><td>3</td><td>Shareholding % of the Bank, whether direct or indirect, in the related party.</td><td>94.91%</td></tr>
<tr><td>4</td><td>Shareholding % of the related party, whether direct or indirect, in the Bank.</td><td>Nil</td></tr>
<tr><td colspan="3">A(3) Details of previous transactions with the related party</td></tr>
<tr><td>1</td><td>Total amount of all the transactions undertaken by the Bank or subsidiary with the related party during last financial year.</td><td>
<table>
<tr><th>Sr. No.</th><th>Nature of transactions undertaken by the Bank with AFL</th><th>FY 2025-26 (₹ in crores)</th><th>H1-FY 2026-27 (₹ in crores)</th></tr>
<tr><td>1</td><td>Deposits with Bank</td><td>602.06</td><td>276.86</td></tr>
<tr><td>2</td><td>Advances</td><td>628.26</td><td>576.74</td></tr>
<tr><td>3</td><td>Investment of the Bank (o/s)</td><td>2,465.23</td><td>3,964.49</td></tr>
<tr><td>4</td><td>Investment in non-equity instruments of related party (o/s)</td><td>525.00</td><td>390.00</td></tr>
<tr><td>5</td><td>Swaps / Forward Contracts</td><td>474.18</td><td>479.13</td></tr>
<tr><td>6</td><td>Receivables for rendering of services</td><td>1.96</td><td>0.01</td></tr>
<tr><td>7</td><td>Royalty received</td><td>7.62</td><td>4.52</td></tr>
<tr><td>8</td><td>Rendering of services</td><td>9.08</td><td>6.35</td></tr>
<tr><td>9</td><td>Receiving of services</td><td>0.01</td><td>0.01</td></tr>
<tr><td>10</td><td>Investment in non-equity instruments of related party (transactions)</td><td>1,062.64</td><td>-</td></tr>
<tr><td>11</td><td>Investment of the Bank (during the year)</td><td>-</td><td>1,499.26</td></tr>
<tr><td>12</td><td>Reimbursement of expenses / fixed assets from the related party</td><td>3.93</td><td>1.24</td></tr>
<tr><td>13</td><td>Reimbursement of expenses / fixed assets to the related party</td><td>0.10</td><td>0.19</td></tr>
<tr><td>14</td><td>Interest received (advances)</td><td>23.83</td><td>20.60</td></tr>
<tr><td>15</td><td>Interest received on non-equity instruments</td><td>15.38</td><td>37.71</td></tr>
</table>
</td></tr>
</table>

<table>
<tr><td></td><td></td><td>Transactions between other subsidiaries and AFL:
<table>
<tr><th>Name of the subsidiary</th><th>Nature of transactions</th><th>FY 2025-26 (₹ in crores)</th><th>H1-FY 2026-27 (₹ in crores)</th></tr>
<tr><td>Axis Trustee Services Limited</td><td>Receiving of services</td><td>0.18</td><td>0.32</td></tr>
<tr><td>Axis Trustee Services Limited</td><td>Payable for receiving of services</td><td>0.07</td><td>0.13</td></tr>
<tr><td>Axis Capital Limited</td><td>Receiving of services</td><td>-</td><td>7.50</td></tr>
<tr><td>Axis Capital Limited</td><td>Payable for receiving of services</td><td>-</td><td>7.51</td></tr>
<tr><td>Axis Capital Limited</td><td>Other reimbursements</td><td>-</td><td>0.01</td></tr>
<tr><td>Axis Capital Limited</td><td>Sale of fixed assets</td><td>-</td><td>0.14</td></tr>
<tr><td>Axis Securities Limited</td><td>Receiving of services</td><td>0.13</td><td>0.00*</td></tr>
<tr><td>Axis Securities Limited</td><td>Other payables</td><td>0.00*</td><td>0.00*</td></tr>
</table>
* denotes amount less than ₹50,000/-.</td></tr>
<tr><td>2</td><td>Total amount of all the transactions undertaken by the Bank or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>As mentioned above.</td></tr>
<tr><td>3</td><td>Default, if any, made by the related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the Bank or its subsidiary during the last financial year.</td><td>No default.</td></tr>
<tr><td colspan="3">A(4) Amount of the proposed transactions</td></tr>
<tr><td>1</td><td>Amount of the proposed transactions being placed for approval.</td><td>1. Receipt of fees / commission / services charges - ₹5 crores
2. Reimbursement of ESOP cost - ₹5 crores
3. Rentals on shared premises - ₹5 crores
4. Reimbursement related to usage of common facilities / other expenses from subsidiary including sale of Fixed Assets - ₹5 crores
5. Reimbursement related to usage of common facilities / other expenses to subsidiary including purchase of Fixed Assets - ₹1 crore
6. Fees for Resource Management services and IT infrastructure services - ₹10 crores
7. Payment of fees / commission / services charges - ₹1 crore
8. Royalty for usage of brand / logo - ₹13 crores
9. Funded Facilities (includes consequential interest / fees) - ₹5,300 crores
10. Subscribing to securities issued by the related parties (includes consequential interest / fees) - ₹1,500 crores
11. Transactions in Forex and Derivative contracts as permissible under extant regulations (includes consequential interest / fees) - ₹1,200 crores.</td></tr>
</table>

2	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT.	Yes
3	Value of the proposed transactions as a percentage of the Bank's annual consolidated turnover for the FY 2025-26.	1. Receipt of fees / commission / services charges - 0.00% 2. Reimbursement of ESOP cost - 0.00% 3. Rentals on shared premises - 0.00% 4. Reimbursement related to usage of common facilities / other expenses from subsidiary including sale of Fixed Assets - 0.00% 5. Reimbursement related to usage of common facilities / other expenses to subsidiary including purchase of Fixed Assets - 0.00% 6. Fees for Resource Management services and IT infrastructure services - 0.01% 7. Payment of fees / commission / services charges - 0.00% 8. Royalty for usage of brand / logo - 0.01% 9. Funded Facilities (includes consequential interest / fees) - 3.27% 10. Subscribing to securities issued by the related parties (includes consequential interest / fees) - 0.92% 11. Transactions in Forex and Derivative contracts as permissible under extant regulations (includes consequential interest / fees) - 0.74%.
4	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the Bank is not a party to the transaction).	Not applicable, since approval is being sought for transactions between the Bank and its Subsidiary.
5	Value of the proposed transactions as a percentage of the related party's annual standalone turnover for the FY 2025-26.	1. Receipt of fees / commission / services charges - 0.10% 2. Reimbursement of ESOP cost - 0.10% 3. Rentals on shared premises - 0.10% 4. Reimbursement related to usage of common facilities / other expenses from subsidiary including sale of Fixed Assets - 0.10% 5. Reimbursement related to usage of common facilities / other expenses to subsidiary including purchase of Fixed Assets - 0.02% 6. Fees for Resource Management services and IT infrastructure services - 0.19% 7. Payment of fees / commission / services charges - 0.02% 8. Royalty for usage of brand / logo - 0.25% 9. Funded Facilities (includes consequential interest / fees) - 101.70% 10. Subscribing to securities issued by the related parties (includes consequential interest / fees) - 28.78% 11. Transactions in Forex and Derivative contracts as permissible under extant regulations (includes consequential interest / fees) - 23.03%.

<table>
<tr><td>6</td><td>Financial Performance of the related party in the FY 2025-26 (Standalone basis).</td><td>
<table>
<tr><th>Particulars</th><th>FY 2025-26 (₹ in crores)</th></tr>
<tr><td>Turnover</td><td>5,211.44</td></tr>
<tr><td>Profit after tax</td><td>805.61</td></tr>
<tr><td>Net worth</td><td>6,188.99</td></tr>
</table>
</td></tr>
<tr><td colspan="3">A(5) Basic details of the proposed transactions</td></tr>
<tr><td>1</td><td>Specific type of the proposed transactions.</td><td rowspan="2">1. Receipt of fees / commission / services charges
2. Reimbursement of ESOP cost
3. Rentals on shared premises
4. Reimbursement related to usage of common facilities / other expenses from subsidiary including sale of Fixed Assets
5. Reimbursement related to usage of common facilities / other expenses to subsidiary including purchase of Fixed Assets
6. Fees for Resource Management services and IT infrastructure services
7. Payment of fees / commission / services charges
8. Royalty for usage of brand / logo
9. Funded Facilities (includes consequential interest / fees)
10. Subscribing to securities issued by the related party (includes consequential interest / fees)
11. Transactions in Forex and Derivative contracts (includes consequential interest / fees).</td></tr>
<tr><td>2</td><td>Details of each type of the proposed transaction.</td></tr>
<tr><td>3</td><td>Tenure of the proposed transactions.</td><td>The tenure of the transactions depends on period opted for by the Bank and / or the related party.</td></tr>
<tr><td>4</td><td>Whether omnibus approval is being sought.</td><td>Yes</td></tr>
<tr><td>5</td><td>Value of the proposed transactions during a financial year.
If the proposed transactions will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>Total value of proposed transactions is ₹8,045 crores.
The proposed transactions will be undertaken during the period commencing from the date of approval of this resolution up to the date of the 33rd Annual General Meeting of the Bank in the ordinary course of the Bank's business including those as part of the banker-customer relationship. Further, the occurrence, timing and quantum of such transactions may not be within the control of the Bank, since it is dependent upon the terms and conditions of the underlying arrangements and specific requirements of AFL. Accordingly, estimated financial year-wise break-up of the proposed transactions cannot be reasonably ascertained or provided.</td></tr>
<tr><td>6</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the Bank.</td><td>1. Receipt of fees / commission / services charges
These services are offered to all customers (related / unrelated) in the ordinary course of business. Service charges from the related party of the Bank are similar to rates charged to other customers of the Bank. Therefore, it is in the interest of the Bank.
2. Reimbursement of ESOP cost
The recovery is based on the fair value of the ESOPs granted during every year as computed using the Black-Scholes model by an independent agency. Therefore, it is in the interest of the Bank.
3. Rentals on shared premises
AFL has occupied places at central office and at branches to carry out their business. The Bank recovers the rent for owned property based on external consultant reports and for branches proportionately to the area occupied by AFL. Transaction is on arm's length basis. Therefore, it is in the interest of the Bank.</td></tr>
</table>

		4. Reimbursement related to usage of common facilities / other expenses from subsidiary including sale of Fixed Assets These charges relate to the reimbursement of overhead and administrative expenses incurred by the Bank for its central offices and branches. Such expenses are allocated and recovered from the subsidiaries based on actual usage, such as the area occupied by them. Other expenses specifically attributable to the subsidiaries are recovered at actual cost and transactions are on arm's length basis. Therefore, it is in the interest of the Bank. 5. Reimbursement related to usage of common facilities / other expenses to subsidiary including purchase of Fixed Assets These expenses are incurred by the subsidiaries on behalf of the Bank as part of the agreed business arrangement. The expenses are reimbursed at actual cost and transactions are conducted on an arm's length basis. Therefore, it is in the interest of the Bank. 6. Fees for Resource Management services and IT infrastructure services The Bank provides IT support services to its subsidiaries, including manpower support, server racks, storage infrastructure, software licenses, and related technology services. Charges are recovered based on the actual costs incurred for services availed by the subsidiaries, along with a markup towards management and administrative support, on an arm's length basis. Therefore, it is in the interest of the Bank. 7. Payment of fees / commission / services charges The Bank avails services from various vendors / partners including AFL to carry out its day-to-day operations as a part of business arrangements. The Bank has internal procurement policy for these arrangements which define processes to be followed considering various factors i.e. nature of requirements, terms offered, pricing, negotiations, etc. This policy is applicable for all vendors / partners (related / unrelated) and is therefore, in the interest of the Bank. 8. Royalty for usage of brand / logo The Bank charges royalty to subsidiaries including AFL for using the Bank's brand or logo. The royalty is charged at 0.15% adjusted operating revenue basis the external consultant report. Therefore, it is in the interest of the Bank. 9. Funded Facilities (includes consequential interest / fees) The Bank's primary activities include offering of these products and are undertaken in accordance with the laid down norms by the Reserve Bank of India (the "**RBI**"), internal policies and procedures (including credit appraisal, sanction and approval process). The pricing of these facilities to related parties is based on prevailing market rate or linked to external benchmark which is uniformly offered to all the customers (including related parties) and it is based on arm's length basis. Therefore, it is in the interest of the Bank.

		10. Subscribing to securities issued by the related party (includes consequential interest / fees) Securities offered by related parties in the primary market are subscribed by the Bank at the prevailing market rate and at same terms at which these securities are offered to all prospective investors. Secondary market purchase of securities (of related or other unrelated parties) are undertaken at prevailing market rates / fair values at an arm's length basis. Therefore, it is in the interest of the Bank. 11. Transactions in Forex and Derivative contracts as permissible under extant regulations (includes consequential interest / fees) These transactions are done at prevailing market rates and in the ordinary course of business with various counter parties (related / unrelated) or to manage Bank's risk or regulatory ratio. Therefore, it is in the interest of the Bank.
7	Details of the promoter(s)/ director(s) / key managerial personnel (KMP) of the Bank who have interest in the transactions, whether directly or indirectly: a. Name of the director / KMP. b. Shareholding of the director / KMP, in the related party.	None of the Directors and / or Key Managerial Personnel of the Bank and their respective relatives, other than to the extent of their directorships in the Bank and in AFL, are in any way, financially or otherwise, concerned or interested, in the ordinary resolution, as set out in item no. 2 of this notice. Amitabh Chaudhary is a common Director of the Bank and AFL and does not hold any share in AFL. • Amitabh Chaudhry is a common director of the Bank and AFL. He does not hold any share in AFL.
8	A copy of the valuation or other external party report, if any.	The valuation or other external party report will be obtained where applicable as per requirements laid down in regulatory norms and Bank's internal policies for the respective type of transactions.
9	Other information relevant for decision making.	Nil
Disclosure relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances		
1	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Payments for availing services - The Bank has internal procurement policy for these arrangements which define processes to be followed for selection of vendors considering various factors i.e. nature of requirements, terms offered, pricing, negotiations, etc. This policy is applicable for all vendors (related / unrelated). For rest of the transactions - Not applicable considering the nature of transactions.
2	Basis of determination of price.	
3	In case of trade advance proposed to be extended to the related party in relation to the transaction, specify the following: a. Amount of trade advance. b. Tenure. c. Whether same is self-liquidating.	No such transaction is proposed. Hence, this clause is not applicable.
Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits		
1	Source of funds in connection with the proposed transactions.	Not applicable for listed banks.
2	Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. Other details.	Not applicable for listed banks.

3	Rate of interest at which the Bank or its subsidiary is borrowing from its bankers / other lenders.	Not applicable for listed banks.
4	Proposed interest rate to be charged by the Bank or its subsidiary from the related party.	Interest rate is charged basis the benchmark and prevailing rate at the time of draw-down of facility.
5	Maturity / due date.	Covenants, purpose, tenure, repayment schedule, secured / unsecured and nature of security, etc. will be as per the agreed terms of the facilities with related party subject to regulatory guidelines and the Bank's internal policies which are uniformly applicable to all the customers.
6	Repayment schedule & terms.	
7	Whether secured or unsecured.	
8	If secured, the nature of security & security coverage ratio.	
9	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transactions.	
10	Latest credit rating of the related party.	1. CRISIL AAA/Stable & A1+ 2. IND AAA/Stable & A1+ 3. BRW AAA/Stable 4. CARE AAA/Stable & A1+.
11	Default on borrowings, if any, over the last three financial years, by the related party from the Bank or any other person and value of subsisting default. In addition, state the following: a. Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b. Whether the related party has been declared a "wilful defaulter" by any of its bankers and whether such status is currently subsisting; c. Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d. Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016. *Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.*	No default is subsisting. No No No No
Disclosure relating to any investment made by the Bank in the related party		
1	Source of funds in connection with the proposed transactions.	Not applicable for listed banks.
2	Where any financial indebtedness is incurred to make investment, specify the following: a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. Other details.	Not applicable for listed banks.
3	Purpose for which funds shall be utilized by the investee company.	The funds will be utilized for the purpose stated in the offering documents.
4	Material terms of the proposed transactions.	Securities offered by the related parties in the primary market are subscribed by the Bank at the prevailing market rate and at same terms at which these securities are offered to all prospective investors. Secondary market purchase and sale of securities (of related or other unrelated parties) is undertaken at prevailing market rates / fair values at an arm's length basis.

5	Latest credit rating of the related party.	1. CRISIL AAA/Stable & A1+ 2. IND AAA/Stable & A1+ 3. BRW AAA/Stable 4. CARE AAA/Stable & A1+.
6	Whether any regulatory approval is required. If yes, whether the same has been obtained.	Any equity investment made by the Bank in the related party is subject to prior approval from the RBI.

None of the Directors and / or Key Managerial Personnel of the Bank and their respective relatives, other than to the extent of their directorships in the Bank and in AFL, are in any way, financially or otherwise, concerned or interested, in the ordinary resolution, as set out in item no. 2 of this notice. Amitabh Chaudhary is a common Director of the Bank and AFL and does not hold any share in AFL.

The Audit Committee of the Bank has reviewed the certificate provided by the Managing Director & CEO and the Chief Financial Officer of the Bank, as required under the Industry Standards on 'Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions', confirming that the terms of above mentioned RPTs are in the interest of the Bank.

Based on the recommendations of the Audit Committee, the Board of Directors (the "**Board**") of the Bank at its meeting held on October 31, 2026 had approved the RPTs as set out at item no. 2 of this notice, subject to the approval of the members of the Bank.

The Board recommends passing of the ordinary resolution, as set out at item no. 2 of this notice, for approval of the members of the Bank. The members may please note that in terms of the provisions of the SEBI Listing Regulations, no related party(ies) shall vote to approve the ordinary resolution as set out in item no. 2 of this notice.

For **Axis Bank Limited**

Sandeep Poddar
Company Secretary
ACS13819

Place: Mumbai
Date: October 31, 2026

Axis Bank Limited
CIN: L65110GJ1993PLC020769

Registered Office:
'Trishul', 3rd Floor,
Opp. Samartheshwar Temple,
Law Garden, Ellisbridge,
Ahmedabad – 380 006, Gujarat.
Website: www.axis.bank.in
Phone No.: +91 79 6630 6161
E-mail: shareholders@axis.bank.in