

Secretarial Department

SD/ F 24/ /2015-16

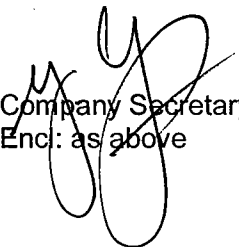
26th April 2016

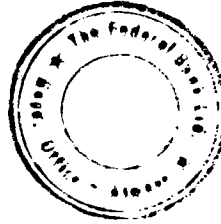
The National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex,
Bandra (E),
Mumbai – 400 051.

Dear Sir,

As per SEBI Circular No. DRCC/FITTC/CIR-16/2002 dated 31-12-2002, we enclose herewith the reconciliation of share capital audit certificate issued by Shri Sreekumar P S, Practicing Company Secretary, for the quarter ended 31st March 2016 with respect to reconciliation of the total admitted capital with both the depositories and the total and listed capital of the Bank.

Yours faithfully,


Company Secretary
Enc: as above



RECONCILIATION OF SHARE CAPITAL AUDIT

1. For the Quarter ended : **31.03.2016**
2. ISIN : **INE171A01029**
3. Face Value : **Rs. 2/-**
4. Name of the Company : **THE FEDERAL BANK LTD**
5. Registered Office Address : **P.B. No. 103, Federal Towers
Aluva -683101**
6. Correspondence Address : **P.B. No. 103, Federal Towers
Aluva - 683101**
7. Telephone & Fax No : **0484-2623620-29
0484-2623119 (Fax)**
8. Email Address : **secretarial@federalbank.co.in**
9. Names of the Stock Exchange
Where the Company's securities
are listed : **NSE, BSE**

10. Issued Capital	:	<table><tr><th>Number of Shares</th><th>% of Total Issued Cap</th></tr><tr><td>1720295889</td><td>100%</td></tr></table>	Number of Shares	% of Total Issued Cap	1720295889	100%
Number of Shares	% of Total Issued Cap					
1720295889	100%					

11. Listed Capital (Exchange wise) (As per Company Records)	:	<table><tr><th>Number of Shares</th><th>% of Total Issued Cap</th></tr><tr><td>1717857994</td><td>99.99</td></tr></table>	Number of Shares	% of Total Issued Cap	1717857994	99.99
Number of Shares	% of Total Issued Cap					
1717857994	99.99					

12. Held in dematerialized form in CDSL	:	<table><tr><th>Number of Shares</th><th>% of Total Issued Cap</th></tr><tr><td>127506930</td><td>7.41%</td></tr></table>	Number of Shares	% of Total Issued Cap	127506930	7.41%
Number of Shares	% of Total Issued Cap					
127506930	7.41%					



13. Held in dematerialized form in NSDL :

Number of Shares	% of Total Issued Cap
1552309367	90.31%

14. Physical :

Number of Shares	% of Total Issued Cap
39130547	2.28%

15. Total No. of Shares :

1718946844

16. Reasons for difference if any, between (10 & 11) :

It includes 1,349,045 Equity shares of Rs.2/fv for which Rights offer had been kept under abeyance and 10,31,465 bonus shares of Rs.2/-fv kept under abeyance, due to Court injunction, and 57,385 shares which are allotted under ESOS awaiting listing permission as at 31.03.2016.

(10 & 15) :

It includes 1,349,045 Equity shares of Rs.2/fv for which Rights offer had been kept under abeyance.

(11 & 15) :

It includes 10,31,465 bonus shares of Rs.2/-fv kept under abeyance, due to Court injunction and 57,385 shares which are allotted under ESOS awaiting listing permission as at 31.03.2016.

16. Certifying the details of changes in Share Capital during the quarter under consideration as per Table below:

Particulars	No. of Shares	Applied / not applied for listing	Listed on Stock exchanges (specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-principle-approval Pending for (specify Name)
BONUS ISSUE	6540	YES	NO	YES	YES	IN-PRINCIPLE APPROVAL PENDING FROM BSE.



ESOS	596500	YES	YES (BSE/NSE)	YES	YES	LISTED (57,385 shares which are allotted under ESOS awaiting listing permission as at 31.03.2016)
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17. Register of Members is updated (Yes/No) : Yes
If not updated up to which date : NA

18. Reference of Previous quarter with
regards to excess dematerialized shares, if any : NIL

19. Has the Company resolved the matter
mentioned in point no.19 above in the
current Qtr. If not reason why : NA

20. Mentioned the total no. of requests, if any, Confirmed after 21 days and the total no.
of requests pending beyond 21 days with the reasons for delay:

Total No. of demat requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 days	NIL	NIL	NA
Pending for more than 21 days	NIL	NIL	NA

21. Name Telephone & Fax No. of the
Compliance Officer of the Company

: **CS. Girishkumar Ganapathy**
Company Secretary
The Federal Bank Ltd.
Head Office P.B.No:103
Federal Towers,
Aluva - 683101
Ph:0484-2622263
Fax: 0484-2623119



22. Name, Address, Tel & Fax No. Regn.
No. of the Company Secretary in Practice

CS. Sreekumar P.S.
(FCS 8130 , PCS 8067)
Partner
SVJS & Associates
Company Secretaries
39/3525, Kausthubam
Manikkath Road,
Ravipuram
Kochi - 682 016
Tel. 0484-2356449

23. Appointment of common agency for
Share registry work (if yes Name & Address) :

M/s.Integrated Enterprises
India Limited,
2nd Floor, Kences Towers,
No I, Ramakrishna Street,
North Usman Road,
T Nagar, Chennai- 600 017
Tel: 044 28140801-803

24. Any other detail that the auditor may like to
provide (e.g. BIFR Company, delisting from
SE, Company changed its name etc.) :

Nil

Kochi
26.04.2016



For SVJS & Associates
Company Secretaries

[Signature]
SREEKUMAR P. S.
Partner
CP No: 8087