

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE
COMMITTEE OF WHOLE-TIME DIRECTORS OF AXIS BANK LIMITED HELD ON 10.06.2019**

ALLOTMENT OF EQUITY SHARES UNDER ESOP SCHEME

"RESOLVED THAT pursuant to exercise of Stock Options by some employees/directors of the Bank (as per the list circulated to the Committee of Whole-Time Directors of the Bank) 2,02,395 (Two Lakh Two Thousand Three Hundred Ninety Five) equity shares of face value of Rs. 2/- of the Bank fully paid up be and is hereby allotted, to those employees whose name appear in the statement tabled at the meeting and duly initialed by the Company Secretary for the purpose of identification in accordance with the terms of respective ESOS, detailed as under:

Grant	Grant Price (In Rs.)	No. of Applicants	No. of Shares	Amount Received (In Rs.)
Grant 14 – 26.04.2014	306.54	13	1,17,745	3,60,93,552.30
Grant 15 – 29.04.2015	535.00	7	58,400	3,12,44,000.00
Grant 17 – 26.04.2016	469.90	6	13,950	65,55,105.00
Grant 18 – 15.05.2017	503.00	4	7,700	38,73,100.00
Grant 19 – 25.04.2018	504.85	2	4,600	23,22,310.00
Total		32	2,02,395	8,00,88,067.30

"RESOLVED FURTHER THAT the said allotment be made to the said allottees in accordance with the relevant provisions of the Depositories Act, 1996, the Companies Act, 2013 and the rules made thereunder."

"RESOLVED FURTHER THAT Shri Amitabh Chaudhry, Managing Director & CEO, Shri Girish V. Koliyote, Company Secretary, Shri Amol Chitnavis, Deputy Vice President, Shri Sumedh Patil, Asst. Vice President and Shri Kamlesh Patel, Assistant Vice President – Secretarial of the Bank be and are hereby severally authorized to sign the listing application and any other document, agreement, undertaking of any kind for getting the equity shares so allotted, listed on BSE Limited and National Stock Exchange of India Limited and also for the purpose of admitting the shares for Electronic trading through the National Securities Depositories Limited and Central Depository Services (India) Limited."

For Axis Bank Limited


 Girish V Koliyote
 Company Secretary