



**Bandhan Bank Limited**

CIN: L67190WB2014PLC204622

**Registered Office:**

DN 32, Sector - V, Salt Lake City, Kolkata - 700 091

Tel.: (033)66090909, Website: [www.bandhanbank.com](http://www.bandhanbank.com)

E-mail: [investors@bandhanbank.com](mailto:investors@bandhanbank.com)

### NOTICE OF THE EIGHTH ANNUAL GENERAL MEETING - INFORMATION ON E-VOTING

NOTICE is hereby given that the Eighth Annual General Meeting ("AGM") of the Members of Bandhan Bank Limited (the "Bank"), will be held on **Wednesday, August 10, 2022, at 11:00 a.m., IST**, through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), in compliance with the applicable provisions of the Companies Act, 2013 (the "Act") and the rules made thereunder, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), read with General Circular Nos. 14/2020, 17/2020, 20/2020, and 02/2022 dated April 08, 2020, April 13, 2020, May 05, 2020 and May 05, 2022, respectively, issued by the Ministry of Corporate Affairs ("MCA"), and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, issued by SEBI, and all other applicable and related circulars on the matter issued by MCA and SEBI (collectively referred to as "relevant circulars"), to transact the businesses set out in the Notice convening the AGM. Members will be able to attend the AGM only through VC/OAVM or view the live webcast at <https://emeetings.kfintech.com>. Members participating in the AGM through VC/OAVM facility shall be reckoned for the purpose of quorum under Section 103 of the Act.

In compliance with the relevant circulars, the Notice of the AGM and the Annual Report for the financial year 2021-22 have been sent on Saturday, July 16, 2022, through electronic mode only, to all the Members whose email addresses were registered with the Bank / the Bank's Registrar and Transfer Agent ("RTA"), KFin Technologies Limited ("KFin")/ Depository Participants ("DP"). The Notice of the AGM and Annual Report for FY 2021-22 are also available on the Bank's website at <https://bandhanbank.com/annual-reports>; and on the websites of the Stock Exchanges, i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com), and on the website of the Service Provider for e-voting, i.e., KFin, at <https://evoting.kfintech.com>.

Pursuant to the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI LODR and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, the Bank is providing to all its Members (holding shares either in physical or in electronic form), the facility to exercise their right to vote through electronic means ("e-voting") on any or all resolutions set out in the Notice of the AGM. Members may cast their votes remotely ("remote e-voting"), on the dates mentioned here-in-below, using the electronic voting platform of KFin. During this period, Members can select **EVEN No. 6739** to cast their vote electronically. The remote e-voting module will be disabled by KFin, thereafter. The facility to vote through electronic voting system shall also be made available for Members at the AGM ("InstaPoll") and Members attending the AGM who have not cast their vote(s) by remote e-voting will be able to vote at the AGM through InstaPoll. The Bank has engaged the services of KFin as a service provider to provide the platform facilitating the e-voting.

All the Members are informed that:

- All of the business as set out in the Notice of the 8th AGM will be transacted through e-voting, i.e., through remote e-voting or InstaPoll;
- Remote e-voting shall commence on **Saturday, August 06, 2022 (9:00 a.m., IST)** and shall end on **Tuesday, August 09, 2022 (5:00 p.m., IST)**;
- Remote e-voting shall be blocked at 5:00 p.m. on Tuesday, August 09, 2022 and no Member shall be allowed to cast vote through remote e-voting, thereafter;
- Once the vote on a resolution is cast by the Member, he/she will not be allowed to change it subsequently or cast the vote again;
- A Member may participate in the AGM even after exercising his/her right to vote through remote e-voting, but shall not be allowed to vote again in the AGM;
- A person whose name is recorded in the register of Members or in the Register of Beneficial Owners maintained by the Depositories/KFin as on the **cut-off date, i.e., Wednesday, August 03, 2022** only shall be entitled to avail the facility of remote e-voting as well as voting during the AGM through InstaPoll;
- The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Bank as on the **cut-off date, i.e., Wednesday, August 03, 2022**, subject to the provisions of the Banking Regulation Act, 1949, as amended.
- Any person, who acquires shares of the Bank and becomes a Member of the Bank after dispatch of the Notice and holds shares as on the cut-off date, i.e., **Wednesday, August 03, 2022**, may obtain the login ID and password by sending an e-mail to [evoting@kfintech.com](mailto:evoting@kfintech.com) or in the manner as provided in the Notice of the AGM, which is also available on the Bank's and KFin's website. However, if the Member is already registered with KFin for e-voting then the existing User ID and Password can be used for remote e-voting. Additionally, in terms of SEBI Circular dated December 09, 2020, Members holding shares in demat mode, can register directly with the depository or through their demat account, to access e-voting page of KFin, without having to register again with KFin for participating in the e-voting process. The detailed procedure in this regard has been explained in the AGM Notice;
- Information and instructions including details of User ID and Password relating to e-voting have been sent to the Members through e-mail. The same login credentials should be used for attending the AGM through VC/OAVM.
- The manner of remote e-voting and voting by InstaPoll by Members holding shares in dematerialized mode or physical mode and for Members who have not registered their email addresses is provided in the Notice of the AGM and is also available on the website of the Bank at <https://bandhanbank.com/annual-reports> websites of the Stock Exchanges, i.e., [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com), and on the website of KFin at <https://evoting.kfintech.com>.
- In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and e-voting user manual available at the download section of <https://evoting.kfintech.com> or contact Mr. S.V. Raju/Mr. Vijayananda Banerjee, Deputy Vice President (Unit: Bandhan Bank Limited) of KFin Technologies Limited, Selenium Tower B, Plot Nos. 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032, Telangana or at [evoting@kfintech.com](mailto:evoting@kfintech.com) or phone no. 040 - 6716 1500 or call KFin's toll free No. 1-800-309-4061 for any further clarification(s) or write to the Company Secretary of the Bank at registered office or at [investors@bandhanbank.com](mailto:investors@bandhanbank.com).

Process for registering/ updating e-mail addresses and mobile numbers for obtaining login credentials for E-Voting on the resolutions proposed in the Notice of the AGM and also to receive the Notice of the AGM and Annual Report for FY 2021-22:

- Members holding shares in physical mode, who have not registered/updated their e-mail addresses with the Bank/RTA, may temporarily register/update the e-mail address and mobile no. by visiting <https://ns.kfintech.com/clientservices/mobileereg/mobileemailreg.aspx> or by writing to the Bank with details, like, Folio No., Name of Member, self-attested copy of PAN Card, scanned copy of the share certificate (front and back), by e-mail to [cinward.ris@kfintech.com](mailto:cinward.ris@kfintech.com). Kindly note that pursuant to the SEBI Circular No. SEBI/HO/ MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated November 03, 2021, on 'Common and Simplified Norms for processing investor's service request by RTAs and norms for furnishing PAN, KYC details and Nomination', read with SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated December 14, 2021, it has been made mandatory for shareholders holding shares of the Bank in physical form, to, *inter alia*, update their contact details, including e-mail ID and mobile no., by furnishing requisite details in Form ISR-1. In this connection, the forms, as notified by SEBI, along with other requisite details, are available at the Bank's website at <https://bandhanbank.com/sebi-circular> and at the RTA's website at <https://ris.kfintech.com/clientservices/jsc/default.aspx>.
- Members holding shares in demat mode are requested to update their e-mail address with their respective DP where they maintain their demat account(s). Such Members can temporarily update their e-mail address and mobile number with KFin, by visiting <https://ris.kfintech.com/clientservices/mobileereg/mobileemailreg.aspx>. However, such Members will still have to re-register their e-mail address and mobile number with their DP, to update the said information, permanently.
- If the e-mail ID of a Member is already registered with the Bank/ RTA or the DP, login details for e-voting shall be sent on the respective Member's registered e-mail address, along with the Notice of the 8th AGM and Annual Report for FY 2021-22.

#### Book Closure Date

In terms of the provisions of Section 91 of the Act, the Register of Members and Share Transfer Book of the Bank shall remain closed from **Thursday, August 04, 2022 to Wednesday, August 10, 2022** (both days inclusive).

For Bandhan Bank Limited

Sd/-

Indranil Banerjee

Company Secretary

Place: Kolkata

Date: July 16, 2022



