



Bandhan Bank Limited
CIN: L67190WB2014PLC204622
Registered Office:
DN-32, Sector - V, Salt Lake City, Kolkata - 700091
Tel.: (033)66998902, Website: www.bandhanbank.com
E-mail: investors@bandhanbank.com

Notice to the Members for the Eighth Annual General Meeting to be held through Video Conferencing/ Other Audio-Visual Means

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, which will be circulated for convening the 8th AGM. Members can attend and participate in the AGM only through VC/OAVM facility or view the live webcast at <https://meetings.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 8th AGM and Annual Report for the financial year 2021-22, will be sent only through electronic mode to all those Members whose e-mail addresses are registered with the Bank/ Registrar and Transfer Agents ('RTA')/Depository(ies). Members may note that the Notice of the 8th AGM and Annual Report for FY 2021-22 will also be made 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 and National Stock Exchange of India Limited at www.nseindia.com, and on the website of the Bank's RTA, KFin Technologies Limited ('KFin') at <https://evoting.kfintech.com/public/Downloads.aspx>. The instructions for joining the AGM will be provided in the Notice of the AGM.

Manner of casting vote(s) through e-voting

The Bank will be providing the facility to the Members to cast their vote(s) on the businesses as set out in the Notice of the 8th AGM through electronic voting system ('e-voting'). The manner of voting remotely ('remote e-voting') by Members holding shares in dematerialized mode or physical mode and for Members who have not registered their e-mail addresses will be provided in the Notice of the 8th AGM. The details will also be made available on the website of the Bank at <https://bandhanbank.com/annual-reports> and on the website of KFin at <https://evoting.kfintech.com/public/Downloads.aspx>. E-voting facility will also be made available during the 8th AGM ('InstaPoll') and Members attending the AGM, who have not cast their vote(s) through remote e-voting, will be able to cast their vote(s) during the AGM through InstaPoll. The manner in which the Members will be able to cast their vote(s) through InstaPoll will also be provided in the Notice of the 8th AGM.

The login credentials for casting vote(s) through e-voting shall be made available to the Members through e-mail. Members who do not receive e-mail or whose e-mail addresses are not registered with the Bank/ KFin/ Depository Participant(s) ('DPs'), may generate login credentials by following the instructions given in the Notes to the Notice of the AGM. The same login credentials may also be used for attending the AGM through VC/OAVM.

Process for registering / updating e-mail addresses 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:

- (a) 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://ris.kfintech.com/client-services/mobile-reg/mobile-reg.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 pinward.ris@kfintech.com.

Kindly note that pursuant to the SEBI Circular No. SEBI/HO/ MIRS/ MIRS_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/MIRS/ MIRS_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, 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/client-services/isc/default.aspx>.

- (b) 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/client-services/mobile-reg/mobile-reg-allreg.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.
- (c) 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.

Members are requested to register/update their complete bank details for receiving Dividend, whenever declared by the Bank, in the manner given below:

- (a) with their Depository Participant(s) with whom they maintain their demat accounts, if shares are held in dematerialised mode by submitting the requisite documents. Details in a form prescribed by your Depository Participant may also be required to be furnished, and
- (b) with the Bank / KFin, if shares are held in physical mode, by submitting duly filled in Form ISR -1 along with folio number, bank details (Bank account number, Bank and Branch Name and address, IFSC, MICR details), self-attested copy of the PAN card and self-certified copy of bank passbook or bank statement attested by bank in original or original cancelled cheque leaf bearing the name of the shareholder printed on it.

Further 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/client-services/isc/default.aspx>.

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 13, 2022

