



"10th Annual General Meeting of Bandhan Bank  
Limited"

**Tuesday, August 20, 2024, at 11.00 a.m. (IST)**

**DIRECTORS AND KEY MANAGERIAL PERSONNEL:**

1. **DR. ANUP KUMAR SINHA – NON-EXECUTIVE CHAIRMAN**
2. **MR. RATAN KUMAR KESH – INTERIM MANAGING DIRECTOR & CEO**
3. **DR. A S RAMASASTRI - INDEPENDENT DIRECTOR & CHAIRMAN OF IT STRATEGY COMMITTEE**
4. **DR. APARAJITA MITRA - INDEPENDENT DIRECTOR**
5. **MR. ARUN KUMAR SINGH - RBI NOMINEE ADDITIONAL DIRECTOR**
6. **MS. DIVYA KRISHNAN – NON-EXECUTIVE NON-INDEPENDENT DIRECTOR (NOMINEE OF BANDHAN FINANCIAL HOLDINGS LIMITED) AND CHAIRPERSON OF THE STAKEHOLDERS RELATIONSHIP COMMITTEE**
7. **MR. N.V.P. TENDULKAR - INDEPENDENT DIRECTOR AND CHAIRMAN OF THE CUSTOMER SERVICE COMMITTEE**
8. **MR. PANKAJ SOOD – NON-EXECUTIVE NON-INDEPENDENT DIRECTOR (NOMINEE OF CALADIUM INVESTMENTS PTE. LIMITED)**
9. **MR. PHILIP MATHEW - INDEPENDENT DIRECTOR**
10. **MR. RAJINDER KUMAR BABBAR - EXECUTIVE DIRECTOR AND CHIEF BUSINESS OFFICER**
11. **MR. SANTANU MUKHERJEE - INDEPENDENT DIRECTOR AND CHAIRMAN OF THE RISK MANAGEMENT COMMITTEE**
12. **MR. SUBRATA DUTTA GUPTA – INDEPENDENT DIRECTOR AND CHAIRMAN OF THE CSR AND SUSTAINABILITY COMMITTEE**
13. **MR. SUHAIL CHANDER – INDEPENDENT DIRECTOR AND CHAIRMAN OF THE NOMINATION AND REMUNERATION COMMITTEE**
14. **MR. VIJAY N BHATT - INDEPENDENT DIRECTOR AND CHAIRMAN OF THE AUDIT COMMITTEE**
15. **MR. RAJEEV MANTRI – CHIEF FINANCIAL OFFICER**
16. **MR. INDRANIL BANERJEE – COMPANY SECRETARY**

**AUDITORS AND SCRUTINIZER:**

1. **MR. NAVIN KUMAR JAIN – CHARTERED ACCOUNTANT, PARTNER OF M M NISSIM & CO LLP, JOINT STATUTORY AUDITORS**
2. **MR. ANKIT DHELIA – CHARTERED ACCOUNTANT, PARTNER OF M/S. SINGHI & Co., JOINT STATUTORY AUDITORS**
3. **MR. VIKAS BORAR - CHARTERED ACCOUNTANT, ASSOCIATE DIRECTOR OF M/S. SINGHI & Co., JOINT STATUTORY AUDITORS**
4. **MR. HANSRAJ JARIA - PRACTICING COMPANY SECRETARY, SECRETARIAL AUDITOR AND SCRUTINIZER**

**Moderator:** Ladies and gentlemen, we are live now. Over to you, Chairman Sir.

**Anup Kumar Sinha:** Good morning, ladies and gentlemen. Pursuant to Article 86 of the Articles of Association of the Bandhan Bank (hereinafter referred to as '**the Bank**'), I, Anup Kumar Sinha – Non-Executive Chairman of the Bank, hereby take the Chair. I welcome you all to the 10th Annual General Meeting (hereinafter referred to as the '**AGM**') of the Bank. It is 11:00 a.m. (Indian Standard Time). Let us commence the 10th AGM of our Bank.

I request the Company Secretary to brief the members about the conduct of this AGM through Video Conferencing.

**Indranil Banerjee:** Thank you, Chairman Sir. Dear shareholders, the Ministry of Corporate Affairs (hereinafter referred to as the '**MCA**') vide its General Circular dated, September 25, 2023, read with relevant circulars issued by the MCA for holding the AGM through Video Conferencing (hereinafter referred to as '**MCA Circulars**'), has continued to allow companies to hold their AGM through Video Conferencing ('**VC**') or Other Audio-Visual Means ('**OAVM**') till September 30, 2024, without the physical presence of the members at a common venue.

In terms of the aforesaid circular and the circular dated October 7, 2023, issued by the Security and Exchange Board of India (hereinafter referred to as the '**SEBI**'), the requirement of sending the physical copies of the notice of the AGM as well as the Annual Report for the Financial Year 2023-24 to the shareholders has also been dispensed with. Accordingly, the Annual Report of the Bank for the Financial Year 2023-24, along with the Notice for this AGM has been sent only by electronic means to all those shareholders who have registered their e-mail addresses with the Bank or the Bank's RTA [*in respect of shares held in physical form*],

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Depository participants *[in respect of shares held in dematerialized form]*, as the case may be.

I would now like to inform you few things about attending this AGM through Video Conferencing. Please note that all Members attending this AGM have been kept on mute. Speakers will be unmuted once their name is announced. The speed and functioning of the audio-video mode for joining the meeting depends on the bandwidth of the members' respective internet connectivity. For any queries relating to attendance or e-voting at the meeting, members can mail to [evoting@nsdl.com](mailto:evoting@nsdl.com), I repeat, [evoting@nsdl.com](mailto:evoting@nsdl.com) or can call at 022 – 4886 7000, I repeat, 022 – 4886 7000.

I would now request Chairman Sir to kindly commence the proceedings of the 10th AGM.

**Anup Kumar Sinha:** Thank you, Mr. Banerjee. As the Chairman of your Bank, I take the pleasure of introducing my colleagues on the Board, KMPs, representatives of the Statutory Auditors, the Secretarial Auditor and Scrutinizer who have joined this meeting through VC from their respective locations. The Directors are Mr. Ratan Kumar Kesh - Interim Managing Director & CEO, participating from Kolkata. Dr. A S Ramasastry - Independent Director and Chairman of IT Strategy Committee, participating from Hyderabad. Dr. Aparajita Mitra - Independent Director, participating from Kolkata. Mr. Arun Kumar Singh - RBI Nominee Additional Director, participating from Mumbai. Ms. Divya Krishnan – Non-Executive Non-Independent Director (Nominee of Bandhan Financial Holdings Limited) and Chairperson of the Stakeholders Relationship Committee, participating from Trivandrum. Mr. N.V.P. Tendulkar - Independent Director and Chairman of the Customer Service Committee, participating from Bengaluru. Mr. Pankaj Sood – Non-Executive Non-Independent Director (Nominee of

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Caladium Investments Pte. Limited, participating from Mumbai. Mr. Philip Mathew - Independent Director, participating from Mumbai. Mr. Rajinder Kumar Babbar - Executive Director and Chief Business Officer, participating from Kolkata. Mr. Santanu Mukherjee - Independent Director and Chairman of the Risk Management Committee, participating from Hyderabad. Mr. Subrata Dutta Gupta – Independent Director and Chairman of the CSR and Sustainability Committee, participating from Kolkata. Mr. Suhail Chander – Independent Director and Chairman of the Nomination and Remuneration Committee, participating from California, USA. Mr. Vijay N Bhatt - Independent Director and Chairman of the Audit Committee, participating from Mumbai.

The other key managerial personnel attending the AGM are Mr. Indranil Banerjee - Company Secretary and Mr. Rajeev Mantri - Chief Financial Officer. The representatives of the Statutory Auditors are Mr. Navin Kumar Jain, Chartered Accountant, Partner of M M Nissim & Co LLP, participating from Noida; and Mr. Ankit Dhelia and Vikas Borar - Chartered Accountants, Partner and Associate Director of M/s. Singhi & Co., respectively, participating from Kolkata. Secretarial Auditor and Scrutinizer is CS Hansraj Jaria - Practicing Company Secretary, participating from Kolkata.

I now request the Company Secretary to confirm the presence of the quorum for the purpose of this AGM.

**Indranil Banerjee:** Thank you, Chairman Sir. Considering that the number of Members who have till now joined the AGM through VC is 63, as confirmed by the service provider, National Securities Depository Limited (hereinafter referred to as '**NSDL**') being more than 30 as required under the Companies Act, 2013, the requisite quorum for the 10th AGM is present.

**Anup Kumar Sinha:** Thank you, Mr. Banerjee. I declare that the 10th AGM of the Bank is in order. Since this meeting is conducted through electronic mode in accordance with the relevant MCA Circulars and the SEBI Circulars, the requirement to appoint proxies to attend the meeting on the behalf of Members has been dispensed with. Pursuant to Section 108 of the Companies Act, 2013 (hereinafter referred to as the '**Act**') read with the relevant rules made thereunder and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the '**SEBI LODR**'), the Bank has made arrangements for providing the facility to the members to cast their vote(s) electronically.

In this regard, the Bank has engaged the services of NSDL for providing the platform to facilitate the Members to vote electronically, i.e., the e-voting facility. The remote e-voting period had commenced on **Friday, August 16, 2024 at 9:00 a.m.** Indian Standard Time and ended on **Monday, August 19, 2024 at 5:00 p.m.** Indian Standard Time. The cut-off date for determining the eligible members to vote and attend the AGM was **Tuesday, August 13, 2024**. Accordingly, the Members who were holding equity shares of the Bank as on the said cut-off date are eligible to attend and vote in this AGM. The voting rights would be in proportion to the equity shares held by them, as on the said cut-off date, subject to the applicable provisions of the Banking Regulation Act, 1949, as amended from time to time.

The e-voting facility is also available during the AGM for those Members who have not yet cast their vote through remote e-voting so as to enable them to exercise their voting rights. The e-voting during the AGM shall commence upon my announcement once all the resolutions proposed in this AGM notice are considered. Necessary arrangements in this regard have been made by NSDL. The facility to cast vote through

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e-voting during the AGM will be made available on the Video Conferencing screen and will be activated once the same is announced by me.

The Bank has appointed CS Hansraj Jaria, Practicing Company Secretary, failing him, CS Rakesh Agrawal, Practicing Company Secretary to scrutinize the voting process in a fair and transparent manner. As informed earlier by the Company Secretary, the Annual Report of the Bank for the Financial Year 2023-24 and the notice of the AGM have been sent only through electronic mode to all those shareholders who have registered their e-mail addresses with the Bank / the Bank's RTA (*in respect of the shares held in physical form*) / DP (*in respect of shares held in dematerialized form*), as the case may be, in accordance with the provisions of the Act, read with the rules framed thereunder, the SEBI LODR and the Articles of Association of the Bank.

With the permission of the members, I now take the notice convening the 10th AGM of the Bank as read. The objective of Ordinary Businesses are to comply with the statutory or regulatory requirements and for special businesses, along with the proposal for appointment and fixation of remuneration of the Joint Statutory Auditors, the objectives and implications have been explained in the explanatory statements annexed to the Notice convening this AGM.

In terms of the provision of the Act, read with applicable rules framed thereunder and the applicable SEBI regulations, all relevant documents referred to in the AGM Notice, Statutory Registers and the certificate from the Secretarial Auditor of the Bank certifying that the Bank's Employees Stock Option Scheme is being implemented in accordance with the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, to the extent applicable and in accordance with the resolutions passed by the members of the Bank, are made available for

inspection electronically, without any fee, to the Members during the course of this AGM.

I now would like to take this opportunity to address my dear shareholders with the perspective of the banking industry and the overall economic conditions under which it operates.

Dear distinguished shareholders, Interim Managing Director, Directors, Staff and management of Bandhan Bank, ladies and gentlemen, very good morning. I would like to extend a warm welcome to all of you to Bandhan Bank's 10th Annual General Meeting. I would like to take this opportunity to discuss some crucial aspects that have a significant impact on our nation's economic landscape, in particular the banking sector, our Bank's performance and the path ahead.

Let us begin by acknowledging the current state of the Indian economy. The past year has been a period of both challenges and opportunities. The global economy has continued its path of recovery from the disruptions caused by recent global events. However, the pace of recovery has varied across regions influenced by factors such as geopolitical tensions, supply chain disruptions, fluctuations in commodity prices and policy uncertainty. Against the backdrop of global uncertainty, India continues to be an outlier in terms of GDP growth. In FY23-24, the economy grew by a robust 8.2% driven primarily by strong growth in investments, manufacturing and government spending. The growth in investments is particularly significant for the revival of the capital expenditure cycle which supports long-term economic growth.

The RBI projects GDP growth of 7.2% and CPI inflation of 4.5% for the Financial Year '24-25. After a challenging fiscal deficit of 9.2% of GDP in FY2021 due to COVID related expenditures, India's fiscal landscape has



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shown remarkable resilience with the deficit narrowing to 5.6% of GDP by FY23-24 and is likely to be 4.9% in FY24-25. India has also largely managed to steer its inflation trajectory well, with retail inflation staying within the Reserve Bank of India's 2%-6% target range since a spike in mid-2023 and the policy repo rate has remained unchanged at 6.5% since February 2023. Among other indicators of robust economic performance, the total gross GST collection during FY23-24 surpassed Rs. 20 lakh crores milestone, registering an 11.7% increase compared to the previous year.

One of the major drivers behind India's resilient growth narrative is the digitalization of the economy. Initiatives like Aadhaar, Unified Payments Interface (UPI), widespread Internet penetration have all helped formalize the economy and drive financial inclusion. The banking sector in India has demonstrated commendable performance in FY23-24 navigating a complex landscape with agility and foresight. Our collective efforts and strategic focus have positioned us well to continue supporting economic growth and enhancing financial stability. Additionally, for the first time, the combined net profit of the listed public and private sector banks exceeded Rs. 3.1 lakh crores, a 39% increase from Rs. 2.2 lakh crores in the previous year. I am proud to inform you that your Bank has shown resilience and continued on its growth path. The Bank's prudent risk management practices, efficient operations and commitment to customer centricity have helped it weather the storm.

I would like to extend my gratitude to the committed employees who, along with the senior management of the Bank, have shown remarkable dedication and adaptability during these times. In this dynamic environment, your Bank has demonstrated resilience and adaptability. The financial performance of your Bank has been robust, driven by a

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strategic focus on innovation, customer service and operational efficiency. Your Bank has successfully navigated the complexities of the economic landscape, maintaining a strong balance sheet. It has seen good growth in advances and deposits, along with improvements in asset quality. Your Bank's commitment to digital transformation has been a key driver of success. By investing in technology and enhancing digital capabilities, the Bank has improved customer experience and streamlined its operations. These efforts have positioned it well to meet the evolving needs of customers and to efficiently leverage on emerging opportunities.

Your Bank had undertaken a significant IT transformation project of which the most important leg, the transition of the Core Banking System was concluded in the period under review. Your Bank is also building a robust surround system to create the tech-enabled ecosystem that will align well with its focus on deposit-led asset's growth, while also deepening the relationship with customers with focus on cross-sell initiatives by leveraging data and analytics. Further strengthening portfolio quality remains a critical focus of your Bank. In line with this objective, the Bank is investing in dedicated credit and collections verticals, analytics and technology and early warning systems. Additionally, your Bank will continue to improve its portfolio quality by leveraging deep customer relationship. It also aims to grow its asset book by improving the portfolio mix with a greater emphasis on secured assets.

I would like to highlight a couple of significant milestones which your Bank has achieved in the last financial year. Your Bank now serves more than 3.3 crore customers. Your Bank crossed Rs. 2.5 lakh crore in total business in the financial year. Your Bank now has hired more than 75,000 employees on roll as on March 2024. In the year under review,

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your Bank significantly strengthened the leadership team. For instance, your Bank appointed Rajinder Babbar as the Executive Director and Chief Business Officer, Rajeev Mantri as the Chief Financial Officer, Gopalakrishnan Santosh as the Head of Consumer Lending and Mortgages and Satish Kumar as the Head of Wholesale Banking. With this evolved leadership team bringing a wealth of experience and domain knowledge, your Bank is now on a stronger footing to drive its future strategic direction.

In April 2024, Chandra Shekhar Ghosh, the then Managing Director and Chief Executive Officer, announced his decision to retire upon the completion of his tenure on July 09, 2024. His contribution as the founder of Bandhan Bank is immeasurable having grown the organization from a microfinance institution to a universal Bank, employing over 75,000 people and remaining steadfastly committed to financial inclusion. On behalf of the Board, Management and all the employees of the Bank, we extend our deepest thanks and appreciation to him for his exceptional leadership over the years. His passion and expertise have built Bandhan Bank into an organization deeply rooted in values, and one that truly brings transformational impact on the lives of many. We wish him the best in his future endeavors.

In line with your Bank's business continuity management plan and succession plan, the Board has appointed a search firm to identify potential candidates for the role of Managing Director and Chief Executive Officer. In the interim, Ratan Kumar Kesh, who joined the Bank in March 2023 as the Executive Director and Chief Operating Officer, has assumed the responsibility of the MD & CEO.

In sum, the Indian banking sector is well-positioned to sustain its growth momentum. Your Bank is well-positioned to benefit from the unfolding economic growth due to its trusted customer relationships, extensive

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geographic reach, excellent product portfolio, digital transformation, strengthened leadership, and enduring commitments to financial inclusion, community impact and business sustainability. The focus remains on providing accessible, simple, cost effective and innovative financial solutions to support the growth aspirations of our customers and India. In this journey, we thank you for your continued trust and belief in Bandhan Bank.

I want to express my gratitude to all the stakeholders of the Bank for your unflinching support and trust in the Bank. Your partnership is invaluable as we strive to achieve our goals and contribute positively to the economy and society at large, while creating on-ground impact and transformation in the lives of those we touch.

Thank you. I would now request Mr. Ratan Kumar Kesh, the interim Managing Director and CEO, to address this August gathering.

**Ratan Kumar Kesh:** Thank you, chairman, Sir. Good morning, my dear shareholders, respected Chairman, Directors, my fellow colleagues, ladies and gentlemen. It is my privilege to welcome you all to Bandhan Bank's 10th Annual General Meeting. The coming year is a milestone year for the Bank. In the next three days, your Bank enters its 10th year of operations. This decade has been phenomenal, and the Bank is privileged to have won the trust of all stakeholders.

In the year gone by, the Bank has witnessed multiple important developments. I would like to highlight three of the most important ones. Your Bank underwent a successful transition to a new Core Banking System (CBS). Your Bank has seen liability-led growth showing stability and improvement across all financial parameters, and with the opening of branches in Leh and Kargil, your Bank now has presence in 35 states and union territories. One of the biggest highlights of the year

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is your Bank's successful transition to a new Core Banking System. A migration from one CBS to another at the scale that your Bank did is unprecedented. I am happy to inform you that despite the challenges that the scale presented, your Bank was able to complete the migration without any major disruption of the banking services for customers.

In April of this year, the Bank announced the decision of its founder and then MD & CEO, Mr. Chandra Shekhar Ghosh to retire from the services of the Bank with the end of his tenure. Under the leadership and vision of Mr. Ghosh, the Bank has seen unprecedented success in terms of business generation, value creation and on-ground impact. He has created an everlasting legacy and the 75,000 plus employees of the Bank are committed to taking this legacy forward. From the bottom of our hearts, we thank Mr. Ghosh for his vision, leadership and guidance in making Bandhan Bank one of the biggest and the most trusted names in banking in India.

The year in review, FY23-24 was a good year for the Bank. I am very encouraged by the performance delivered by our colleagues. Your Bank delivered strong deposit-led assets growth. A key driving factor in this growth was the new technology stack that the Bank implemented in October 2023. Along with business growth, your Bank saw significant improvement in asset quality as well. All of these, put together, ensured that the financial year ended on a high for your Bank.

In conjunction with the CBS migration, your Bank also launched an all new omni-channel online banking experience. The new Internet banking platform and the mBandhan mobile app provide seamless banking experience to our customers. Your Bank also launched a new corporate Internet banking platform to empower business further. Leveraging the new CBS and surround system, your Bank is positioned to become more agile, introduce innovative products and services, use

data and analytics more effectively, and foster seamless banking experiences.

Customer's trust in your Bank strengthened further, as reflected by the addition of 36 lakh customers in the year in review, marking an increase of 12% year-on-year. This growth has expanded the total customer base to 3.36 crore. Moreover, the total number of customer transactions has impressively grown by 47% year-on-year. Similarly, in terms of transaction value, there has been a robust increase of 33% year-on-year, reflecting sustained and expanding customer engagement.

Deposit growth has been one of the major achievements of your Bank for the last financial year. Your Bank's total deposits grew by 25.1% to reach Rs. 1,35,202 crore as of March 31, 2024, significantly outpacing the industry growth of 14%. Your Bank has continued to focus strongly on granular retail deposits as evidenced by the share of retail deposit to total deposit, which stood at 69.4%. CASA deposits standing at Rs. 50,151 crore as of March 31, 2024, have shown impressive growth of 18.1% year-on-year. Despite tight liquidity in the market, the CASA ratio remains healthy at 37.1%. Of the total deposits of your Bank, microfinance customers contribute to only about 4% of the total deposits. For the fiscal year, overall advances registered a growth of 14.3%, reaching Rs. 1,24,721 crores as of March 31, 2024. This growth in the loan book reflects an uptick across different asset verticals, aligning with your Bank's near-term vision of diversifying its asset book.

The Emerging Entrepreneurs Business (EEB) portfolio has demonstrated healthy growth despite challenges in the industry. It added more than 21 lakh new borrowers and grew by 10.2% year-on-year. Consistent with your Bank's diversification strategy, group loans now constitute about 32.7% of the overall loan portfolio. The growth within retail and commercial banking has been particularly impressive; the retail book

(excluding the housing loans) adjusting for a few short-term loans, surged by 65% year-on-year, and the commercial banking vertical grew by 33.6% year-on-year. Additionally, the housing finance book has registered a growth of 11.2%.

Aligning with your Bank's medium-term strategic goals, and the focus on the secured portfolio, the proportion of secured assets to the total loan book stands at 42.6% in FY23-24. There has been an improvement in asset quality, with gross NPA and net NPA for FY23-24 at 3.84% and 1.11%, respectively, compared to 4.87% and 1.17% in the previous year. I would like to highlight that for the loans disbursed post-2022, your Bank is showing strong performance characterized by a good recovery rate and low slippage. To provide more context, in the FY23-24 loan book, consisting of all loans disbursed from April 2023, has demonstrated robust performance, with a reduction in gross NPA. This underlines a positive outlook for your Bank's financial health.

The encouraging operational performance has translated into strong financial metrics for FY23-24. The net profit stood at Rs. 2,230 crores up by 1.6% from Rs. 2,195 crores in the previous year. The net interest income (NII) reached Rs. 10,326 crores, compared to Rs. 9,259 crore in the previous year, registering a growth of 11.5%. Total credit costs have remained at 3.39% while delivering a ROA of 1.44% and ROE of 10.65% for the year.

Bandhan Bank remains steadfast in its mission to expand its geographic footprint across the country. A landmark achievement in your Bank in the last financial year is your Bank's entry into the union territory of Ladakh with branches in Leh and Kargil. In the year in review, your Bank bolstered its distribution by adding 289 branches and 9 banking units. As a result, it now has 6,297 banking units across 35 states and union territories across the country. While the Bank continues to hold its

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strength in the east of the country, significant strides have also been made in alignment with its strategic objective of geographic diversification, with non-east regions now constituting 55% (including 10% in NE) of your Bank's outlets.

Your Bank also emphasizes building a robust network spanning diverse market segments - from metropolitan areas and Tier-1 cities to small towns and rural hinterlands - driven by the objective of serving the needs of emerging India and being a Bank for all. This expansion approach has enabled the Bank to cater to a broader customer base and solidify its position as a bank for all.

I am also happy to report that your Bank is one of the biggest employers amongst the private sector peers. The total number of employees crossed 75,000 during the year, with a net addition of more than 6,000 employees during the year. Your Bank also filled some important key positions like ED & Chief Business Officer, Chief Financial Officer, Head Consumer Banking and Mortgages and lastly, Head Wholesale Banking, who joined the Bank in April.

With a clear focus on optimizing the current resources and increasing productivity, your Bank enhanced a few existing teams and set up a few new teams. It developed a new technology team structure to align with the Bank's growth direction. To keenly focus on maintaining asset quality, your Bank has also set up a recovery structure. New and dedicated verticals like customer experience and process quality were also established to focus on enhancing customer stickiness and efficiency of operations.

Bandhan Bank has always been at the forefront of creating societal impact. Its journey is deeply rooted in its commitment to transforming lives and fostering community development. Each initiative aims to



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make a significant impact in areas such as education, healthcare, livelihood promotion, sustainable development, climate action, financial literacy, skill enhancement, and employment. Your Bank's strong focus on inclusive banking particularly aims to support the growth of small businesses and empower women entrepreneurs from villages and economically weaker sections. During the year, your Bank's CSR further expanded its impact to cover more than 24 lakh beneficiaries across 14 states.

Going forward, your Bank will continue to focus on retaining its strength in their microfinance market, while ensuring that the agenda of diversification of the asset book is on track. Your Bank will grow housing finance, retail assets and SME lending to a larger share. The share of secured assets will continue to increase.

Cost optimization and driving efficiency will be one of the most important agenda items for this year for your Bank. It is exploring robotic process automation (RPA) and artificial intelligence (AI) to drive greater efficiency, not only to optimize cost, but also to deliver superior value to customers. While people are your Bank's strength, to enhance productivity further, your Bank is exploring various digital solutions.

As the Bank moves into Bandhan Bank 2.0, I am sure that the 10th year of Bandhan Bank will be punctuated with significant developments with new products and solutions, digitalization at scale and a technology backbone to support the goals and vision of the Bank.

I can assure you, on behalf of my colleagues, your Bank's future is promising. With a capable leadership team, a robust franchise built on shared vision and values, and ongoing transformation, I am confident that your Bank will continue to progress steadily, enriching the lives of all stakeholders and delivering sustainable long-term value.

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Your Bank has been fortunate and privileged to have received the love and support of all its stakeholders. I would like to thank all of you as it is your support that keeps encouraging us to dream big, push harder and achieve new heights. Thank you.

**Anup Kumar Sinha:** Thank you very much, Mr. Kesh. I will now turn to the reading of a number of reports. I will begin with the reading of the Statutory Auditor's report. I would like to inform the members that the report of the Joint Statutory Auditors on the Audited Financial Statement of the Bank for the financial year ended March 31, 2024, does not contain any qualification, observation, comment or other remark, which may have an adverse effect on the functioning of the Bank.

Now I turn to the reading of Secretarial Auditor's Report. The report of the Secretarial Auditor for the financial year ended March 31, 2024 does not contain any qualification, reservation, comment or other remark, which may have an adverse effect on the functioning of the Bank.

Finally, the reading of the audited financial statement, the Audited Balance Sheet of the Bank as on March 31, 2024, and the Profit and Loss Account and the Cash Flow Statement for the year ended on that date, along with the reports of the Auditors and the Board of Directors thereon are already available with the members. With your permission, the same are taken as read.

Now, I call upon the members of the Bank to put up their queries, if any, relating to the Audited Financial Statement of the Bank for the financial year ended March 31, 2024, and the reports thereon and on any item of business proposed in the notice convening this AGM, in particular. Only the members who have registered themselves as speakers, shall, after the announcement of their name, be unmuted by the moderator, to speak. I would also like to request the members to restrict their

questions only to the agenda, which is being dealt with in this meeting, and to avoid repetition of questions. In the interest of time, I request the speakers to complete their speech within 3 minutes, so that all speakers get a chance to speak. All the queries will be addressed once all speakers have had the opportunity to ask their questions.

I now request the Company Secretary or Moderator to announce the names of the speakers, one by one, who have registered themselves as speaker for this AGM.

**Moderator:** Thank you very much, Sir. Ladies and gentlemen, we will now begin the question-and-answer session and we will take the questions one by one. Members may note that in order to avoid repetition, all questions will be answered after all the registered speaker members have spoken. We request everyone to remain connected while we bring speaker shareholders online. We now invite our first speaker shareholder, Mr. Jaydeep Bakshi to kindly accept the prompt on his screen, unmute his audio-video and proceed with his question.

**Jaydeep Bakshi:** Very good morning, Chairman, MD and Board of Directors and others present in today's virtual meeting. I also convey my thanks to our Company Secretary, Mr. Indranil Banerjee, for maintaining cordial relations with the shareholders and also maintaining this investor cordial relations and keeping in touch with us. And Sir, your Annual Report is well depicted, well colorful and also informative with all facts and figures. Sir, and also your initial speeches were also informative about our Bank. Our net profit has risen by 1.6% and a loyal customer base also 3.35 crores are steps to our increase. Sir, the Bank's loans grew also by 16.3% compared to a year-on-year basis 15% last year. And also our performance highlights are well depicted in pages 6 to 9. Sir, what are the plans for covering unbanked and remote areas and extending our reach nationwide? And Sir, loans advances up to 5 lakh for small

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business houses and Agri sector to help the customers fulfill their additional short-term and business requirements. Kindly throw some lights regarding this? Sir, thoughts on cost efficiency through new digital technology like the robotic process automation, gen AI for greater efficiency and delivering superior value. Sir, presently, 95% of the general banking transactions occurs digitally. Sir, what are our steps we are taking for data security and cyber-attack protections? And share your thoughts regarding the transition to the new core banking systems and also launching this mobile banking in this fast moving digital world. It is a very good initiative and plans to sustain our extensive hiring and manpower rise. Kindly share some thoughts also. And also, good kudos for reducing our NPA and any risk factors do we see and what are the steps we are thinking of overcoming the same. Nothing to add more. I have supported all the resolutions along with my family members and continue under the guidance of our visionary and founder, Mr. Chandra Shekhar Ghosh, our Bank has reached an unprecedented success and remain the preferred banking for the coming years for all customers, Sir. And Sir, request, if we can have a get together on this 23rd August, which is our Foundation Day. Kindly think of it. Nothing, Sir. Thank you, Sir, for giving me an opportunity.

**Moderator:** Thank you. Now, we invite our next speaker shareholder, Mr. Dilip Kumar Das, to kindly accept the prompt on his screen, unmute his audio and video and proceed with his question.

**Dilip Kumar Das:** Good morning, Chairman, all other Board of Directors, official and my online fellow shareholders who are connected with this 10th Annual General Meeting of Bandhan Bank. Today, lovely VC meeting organized by our Bank, which is grant success. Myself, Dilip Kumar Das, shareholder and Executive Member of Kolkata Welfare Association of Small Shareholders, participated in this meeting from my resident of

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Kolkata. I am honored Sir, the Bank given a chance as a speaker in this meeting, thanks to you and your entire secretarial team. Sir, as regards financial performance, the year 23-24 is very good, progress in growth. CSR activities are also remarkable. Sir, in keeping view this mind, I want two questions suddenly. What is our rating in the banking sector especially Sourav Ganguly joined as Brand Ambassador? Number two, what steps you have taken to protect our customers from attack cybercrime? As regards to customer service at Belghoria branch is excellent. All the staffs of banks are very cooperative also. I am fully satisfied with my customer service of your Bank. Sir, I have full trust of our management, Board and passed the resolution in favor of you along with my family and hope under your leadership, our Bandhan Bank will be in the sky. So, lastly, I wish you and your entire family of Bandhan Bank for good health and prosperity. Sir, no other matter. Sir, I, D. K. Das over to you for further proceedings. Namaskar.

**Moderator:** Thank you. I now invite our next speaker shareholder, Mr. Sunil Kumar Modak, to kindly accept the prompt on his screen, unmute his audio-video and proceed with his question.

**Sunil Kumar Modak:** Very good morning, respected Chairman of the meeting, the Board of Directors, Company Secretary, CFO, myself, Sunil Modak, joining this VC meeting from my residence in Kolkata. And I am the member of the KWASS, Kolkata Welfare Association for Small Shareholders. This is our 10th Annual General Meeting. I am proud that I am a member of the Bandhan Bank. Sir, from your initial speech, I have been informed that our customer base business volume and employees things, both are very good. Sir, 75,000 employees we have and how many of them male and female and any special challenged people are there? How many? Sir, I have already casted my vote and all the resolutions I support. So, I have 2-3 questions. What is the road map for the next 4-5 years? And

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any planning for new setup? You have set up a very good number of branches and ATMs. This year you are going to set up branches and ATMs. If there is an NPA, how you tackle this? Why Bandhan's share price is not reflected in the share market and our price is not very good in the market. Why you are not encouraging Investors Meet at your registered offices. Sir, 23<sup>rd</sup> August is our Foundation Day. If you arrange an Investors Meet with your office at this Foundation Day, it will be good. Please consider this. Think over this. Nothing to say. Our performance is good. We hope that we will meet next year with much better results. Till then, stay safe and good health. With this, I conclude my speech. Over to you for further proceedings. Namaskar, Sir.

**Moderator:**

Thank you. We now invite our next speaker shareholder, Mr. Bimal Krishna Sarkar, kindly accept the prompt on your screen, unmute your audio and video and proceed with your question.

**Bimal Krishna Sarkar:** Good morning Sir, I am calling from Kolkata. I thank all the Directors, management and the Company Secretary. There was a problem with the registration. You informed me that registration will take place on August 18th. I replied also. But the starting time is not mentioned. This is not a good investor practice. Why didn't you give the registration time? I am a shareholder of around 200 to 250 companies. I attend all the meeting. I saw that Bandhan Bank secretarial department has the worst service. We cannot even ask anyone about it. They don't even care. I am asking a question from page #189. Sir miscellaneous income reduced by 93%. I don't understand that. Please explain. Gross NPA is Rs. 4784 crores, last year it is RAROC, net NPA also improved. Last year it was 1228.37, this year 1347.61, it increased. Please tell me about it. What is the present position of NPA? NPA reveals the health of the Bank. CSR activities are good. I congratulate them. I also appreciate the soldiers protecting our borders. We are able to do the meeting because

of them. I want to know what our stand on the survivors of the soldiers is who have died fighting for our country? Have you done something for them? Sometimes the numbers are in lakhs, sometimes in crores, sometimes in 100s. Why is that? Please maintain the same system. I pray for the Chairman and all and wish that you will take company way forward. Thank you, Sir.

**Moderator:** Thank you. I now invite our next speaker shareholder, Mr. Abhishek J., please accept the prompt, unmute your audio and video and proceed with your question, Sir.

**Abhishek J.:** Sir, first of all, I congratulate the management on the eve of the Annual General Body Meeting. Sir, trust all is well with you and your family in this challenging situation. Our company deserves much more respect than the current market cap after completing more than a decade of successful operations, profitability, dividend history and becoming one of the strongest brands in the respective segment. So, I would like to know as of date, how many employees are there in the Bank? As of date, how many branches do we have across the country? I would like to know from you, Sir. And what are the proactive steps that have been taken by the management to reduce the NPA in the coming future? And how artificial intelligence is being used in our Bank, I would like to know from you, Sir? And what are the steps being taken by the management to reduce the other expenses, legal professional charges and the audit fees? Sir, then myself and my team are running a legal firm in the name and style of Seven Hills Associate in Chennai. So, I would request the Bank to kindly enroll my firm in the employment of the Bank and we will be glad to extend our services, Sir. And I made a request last year also, so if you can put me to the concerned legal team, I can share my credentials with them. And I would also request the Bank to kindly consider hybrid AGMs in the years to come because most of the senior

citizens are not able to join because of the digital challenges in this virtual platform. So, if you can consider hybrid AGMs in the years to come, more number of shareholders can join in the meeting. You can get the valuable points and ideas that would be helpful for the Bank to empower institution. And the Bank has very good corporate governance practice, I do appreciate the Bank for that. And nothing much to ask, Sir. Hope that the Bank takes all our questions. Management takes all our questions in the right spirit, and I wish the Bank and the Board of Directors a great success and prosperity in the coming future. And thank you for giving the opportunity, Sir. I hope to see you in the hybrid AGM next year. Thank you, Sir.

**Moderator:** Thank you. We now invite our next speaker shareholder, Mr. K. Bharat Raj, please accept the prompt, unmute your audio and video and proceed with your question, Sir.

**K. Bharat Raj:** Very good morning, Mr. Chairman, entire Board of Directors. I am Bharat Raj attending from Guntur. I am very happy, Sir Bandhan Bank is creating a bandhan relationship with the customers and the corporate world and the shareholders. Chairman, Sir wonderful Chairman speech you have given. Total information is there. Chairman Sir, thanks for Secretarial Department sending in time Annual Report and the link. Their services are wonderful, Sir. They are the asset of our company. Please take care of our CFO, CEOs, KMPs of our Bank. Chairman Sir, my question is that how many new branches are you going to open in this financial year? And how do you take care of with the personal guarantee issues, because the person guarantee is a very serious issue. Any personal guarantee cases are there and how we handle in the situations Sir? Chairman Sir, 23rd is the Foundation Day. In that Foundation Day, please arrange dry fruit sweets for our shareholders, Sir. All the speaker shareholders who are participating today, on the Foundation Day, send



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them dry fruit sweet Sir. And one more request Sir, I want to open a Bank account, ask our Executive to contact me Sir. Once again, my best wishes to you. All the best for coming here. Take care, Sir. God bless you. If it is possible, next year we will have a physical and hybrid mode, Sir, physical and VC. Thank you for giving this opportunity. I am sending off from Guntur, Bharat Raj.

**Moderator:** Thank you. We now invite our next speaker shareholder, Mr. Ashit Kumar Pathak. Please accept the prompt, unmute your audio and video and proceed with your question, Sir.

**Ashit Kumar Pathak:** Good morning. Respected Chairman, our new interim MD & CEO, Board of Directors, Company Secretary, fellow members joining at 10th AGM of Bandhan Bank Limited. My name is Ashit Kumar Pathak joining from Dum Dum, Kolkata. Thanks to our Company Secretary, Mr. Indranil Banerjee and the entire leadership team for sending me the notice of AGM with digital Annual Report by e-mail, ready very well in advance and allowing me to speak. My esteemed gratitude to our ex-MD & CEO, Mr. Chandra Shekhar Ghosh for his enhanced contribution to my Bank to reach my Bank to a new height. I pray to God for his good health rest of his life. Sir, your opening remarks about my Bank's performances are most valuable to every parameters of my banks, prospective strategies and future road maps. And also, our interim MD & CEO opening remarks is very prospective to my Bank's performance and future strategies and road map, mostly digital application in my Bank's activities. Sir, I have already casted for the 8 resolutions mentioned in the notice, very well in advance. Thanks to my Bank's management team and leadership teams for achieving excellent financial performance Financial Year 25. Net interest income near about Rs. 10,336 crore near about 11.5% tax, profit after tax near about Rs. 2,230 crores near about 1.6% up and gross NPA reduced to 3.84% against 4.87% previous year.

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NPA also reduced 1.11% to 1.17%. Sir, all are positive, I know here. Also, first quarter result, excellent, nicely achieved. Net profit margin near about 35.24%. Sir, it noticed that capital adequacy ratio reduced to near about 8.26%. 19.76% Financial Year 23 and gradually I noticed it is decreasing from Financial Year 2019-20. Share your thoughts above this? And cost to income ratio increased to 46.84% against 39.56%, share your thoughts about this? Also, CASA ratio reduced to 37.09% against 39.29% and Sir, what is our rewarding policy to members? And we are only paying the dividend Rs. 1.50 per equity share and performance not positively reflected on the stock market in respect to IPO and present stock price is 194.47. So, share your thoughts of banking prospective where you are mentioned by banking springboarding into the future Bandhan 2.0. Share your thoughts? Share your thoughts in respect to customers' awareness program, time to time about cyber thoughts which are mostly vital where my Bank adapting various digital initiatives? Also, our respected Deputy Governor, Mr. N. Rajeshwar Rao flagged outsourcing cybersecurity risk this after Microsoft's outrage. Share your thoughts about the customer awareness program, time to time to ensure their deposits also every parameter, share your thoughts? Sir, also respected Chairman mentioned that profit after tax registered a relatively subdued growth Financial Year '24, technical write offs primarily to loans within emerging entrepreneurs portfolio during pandemic. Share your thoughts? My banking business strategies to overcome this business stays vertical aggregating to EEB and EEB business, share your thoughts, also yielding group portfolio near about Rs. 40,745 crores and EEB mentioned Rs. 21,502 cores in our assets. Sir, what about our retail loans thoughts? I notice retail loans aggregating Financial Year '24 was Rs. 55,578 crores for total of our assets. So, share your thoughts which are very huge in demand in retail business, also personal loans? Share your thoughts about our total business prospecting housing loan vertical after Gruh

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Finance Limited works with my Bank and total human or at present in housing loan, share your thoughts? And the final two points I like to share. Share your thoughts how we made competition with P2P, peer-to-peer lending by NBFC, which is very prospective from NBFC and Bank to fight this competition, recently, RBI tightening, P2P lending norms to improve forensic and Union budget session Financial Year '24, share your thoughts about perspectives drive in Financial Year 25 voicing introducing credit guarantee scheme for MSME and raising Mudra loan line 10 lakhs to 20 lakh to support small business, reducing the turnover threshold for mandatory onboarding on its trades platform to unlock working capital and drive MSME growth to promote digitalization in the private banks also mentioned in this current budget session. Share your thoughts, though respected MD mentioned our digitalization initiative in every parameters, near about 95% conjunction in digital. So, positively my Bank is thinking about this. Finally, the shareholder reordering policy share your thoughts. Thank you. I pray to God everybody associated in my Bank for good health and prosperity of my company by the leadership of our respected Chairman, every leadership team. Thank you, Sir.

**Moderator:** Thank you. Our next speaker shareholder is Mr. Manoj Kumar Gupta. Please accept the prompt on your screen, unmute your audio and video and proceed with your question, Sir.

**Manoj Kumar Gupta:** Good afternoon, respected Chairman, Board of Directors, fellow shareholders. My name is Manoj Kumar Gupta, joined this meeting from my residence, Kolkata. I feel proud to be part of Bandhan Bank and I thank the Company Secretary and his entire team to help us to join this meeting through VC. And I thank our founder Sri. C. S. Ghosh and I wish to God for his healthy and prosperous, safe long life. MD is not here, but he has shown us a new direction in the banking sector. He came

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from suburban place in Bengal and set up such a great Bank in the country which has around 3000 branches and 2 lakh employees and more than a crore of customer. It was his vision, and he was able to achieve it. I always say B is very suitable for Bengal. I even wrote to the Prime Minister to change the name of West Bengal to Bengal, because Bengal comes first and West Bengal comes in 23rd position. B for Bengal, Britannia, Berger, B is very suitable for Bengal. All B are success in the land of Bengal. Britannia, Berger and Bandhan Bank capitalization are good. May be the price is not there after IPO, but we believe one day the Bank will bounce back and one day Bank will give return to the employee and the investors by the way of four digit return in the stock market. So we should keep patience and wait because some speculations are there for Bandhan Bank, some wrong speculations are there. But everything will be all right. We should wait, everything will be alright. How do you face challenges in the private sector banking There are a lot of private banks. Every month, a new Bank is coming. Just you come to the Dalhousie area near Bankshall Court, you will find 5 private banks which has floated within three years, Utkarsh Small, Jana, Ayushman all the new banks are there, so how you face this challenge in the private banking sector, and when do you expect to get the approval from the RBI to appoint the new MD, when do you expect to appoint the new MD of our Bank because that is a long pending matter before the RBI, so when do you expect that? And you have started the Mutual Fund, so how that business is going on because there is a lot of competition in that business also, so how you face that competition also, Sir? And Sir in the default case, if there is any defaulter and he has a personal guarantee, so as per my knowledge, in November 2023 Honorable Supreme Court has revoked his own stay on the personal guarantee case, in the matter of Anil Dhiru Bhai Ambani case of Reliance Infra, so kindly look into this matter and ask your legal department if any personal guarantee defaulter has got the stay from BRT and NCLT

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Honorable High Court on their personal guarantee. So, they should, the legal department should approach the appropriate branch of the court to mention the Honorable Supreme Court has revoked the stay in the personal guarantee. The Honorable Supreme Court has given free-hand to the Bank to take action on the personal guaranteed case to recover their dues. So, kindly look into this matter. And I wish to God to give more success to the Bandhan Bank to return to the employees and the investor, Sir. I will never criticize about the market price, but I missed opportunity to meet our Founder and MD, Mr. C. S. Ghosh. He has retired, but he assured me that I will meet you definitely, but he has retired. Convey our best wishes to him that I always wish to God for his healthy and prosperous safe long life and thanks to Company Secretary and his team to help us to join this meeting through VC and I have got three calls today to join the meeting, but anyways I have joined the meeting. Thanks Sir. And I wish to god when we meet next, our share price will be doubled, and return should be doubled. Thank you.

**Moderator:**

Thank you. Ladies and gentlemen, in interest of time, speaker shareholders are requested to keep their questions brief. Thank you. We now invite our next speaker shareholder, Mr. Naresh Kumar Mintri, to accept the prompt on his screen, unmute his audio/video and proceed with this question.

**Naresh Kumar Mintri:** Good afternoon, Mr. Chairman and members of the Board and fellow shareholders. Sir, by being a shareholder, I am also a customer of the Bank and today I am leveraging my position as a shareholder to bring in front of the board certain difficulties which I as a customer of the Bank have been facing and working with the Bank. Sir, when I deposit my money in the Bank, it is under the trust that my money is still. But over the past 4-5 months that things have been happening with me that trust has started winning to the extent that I had even started withdrawing

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my money deposited with Bandhan Bank. I brought it down to the Rs. 5 lakh limit, so that I at least cover by the central governments deposit guarantee scheme. Sir, getting your opening remarks, you mentioned that you happened two factors, customer service and relationship and digital service improvement. Sir, I maybe one of the only persons who have passed my vote against the auditor. I have a lot of regret or questions against his work and the way things have been managed by him. I would like just to point out a couple of them. I am a senior citizen. And as you would understand, we depend mainly upon earning from our savings by way of interest to help meet our final monthly expenses. Sir, when you are selling FD product, there is a special category which will pay us both deposit for so many days, you get a special bit of interest. I am not talking about the rate of interest. It is about the days. The moment I deposit my money over there and I get the receipt, it mentions one year, so many years, months and so many days. Why Sir? The reason why I am asking this question is, if by chance the 29th of February comes in within that period, I lose interest on that one day, arithmetically, you are correct because one year include that 29th of February, but in days, I get that one day extra and that makes a lot of difference in my earnings. Next, I am talking about TDS deductions. I don't know if the auditors have noticed this thing. The law says that when you cross a certain threshold in interest earnings, the Bank is expected to deduct TDS at 40,000 for non-senior citizens, 50,000 for senior citizens. You cannot assume that my earnings will be crossing that threshold and start deducting from day one. It has been happening with my son's deposits. I have about 8 deposits in his name. He crossed the 40,000 limit. But you start deducting taxes in June itself on all the deposits, assuming that I will be crossing 40,000. Don't I have the right to go in for premature encashment and not let my income cross 40,000? Is that permissible under law? Next, Sir, again on TDS, I have been in business for the past 45 years. In all these years what I have

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noticed is that anyone deducting TDS does it in round figures. But Bandhan Bank has a new system where they deduct TDS in decimals. If it is 86 paisa, they will deduct 86 paisa. And in doing that, the maturity value of my FD becomes 14 paisa which is rounded off to the nearest rupee. So, who has given you that right to take away my 14 paisa? That is my money, and you can't take it away just like that. If you can deduct 86 paisa, I wouldn't mind if you deduct it and take that 14%. Give it to the income tax department and understand with them. But how did you take-away that 14 paisa from my account? If it accounts even Rs. 5 for my deposits, just imagine if 50% of the depositors have to pay Rs. 5 extra for whose fault of this. How much is the Bank taking away from us depositors? Is that customer service, Sir? Next, interest certificate. This happened after Financial Year 23-24. In April 24, I asked for an interest certificate for my deposit. Usually, the interest certificate given by a Bank contains 3 columns, deposit number, interest paid, TDS deducted, but the interest certificate given to me by Bandhan Bank contained a fourth column which is a accrued interest. What is this accrued interest Sir? And as a layman, I am not a chartered accountant, I am not a qualified accountant, but as a layman, I know the Bank has got 2 columns. You credit the depositor for the amount of interest paid or payable and you debit your interest paid account. The accrued interest will be in my books receivable from Bandhan Bank. How come this figure comes in here? My RM and another colleague of hers spent, I think 20 days of my place over a period of two months to try to sort this out for me, but finally they said add the interest column, add the accrued interest column, that becomes the interest paid to you or accrued to you and on which TDS has been deducted. That figure worked out. But why create that confusion in the minds of the depositors, Sir? Again, the passbook that you gave us, the miniature passbook, with a mini font. I had to buy a magnifying glass to read what has been printed over there. Can't you maintain little decent? How much money have you saved? We

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can go in for a wasteful expenditure, like appointing a female employee as a Relationship Manager, and when she comes visiting me, she is incredibly accompanied by a male member of the staff or property as a bodyguard. The work of one person being done by two persons and the Bank paying for it. It is wasteful expenditure, but you are going to see printing passbooks for us which we cannot read. I have shown this to my Relationship Manager. I have showed her the magnifying glass that I had to buy to read that thing. The same thing goes with the interest certificate that you have given me that microphone that you are using. Could you please improve on this, Sir? One thing more that you said was customer service. Sir, I think this is the worst service that I can get from the Bank. The moment you write to the customer care center, you hit the Great Wall of China. They have 15 pre-given replies, any reply you write to them, they give you a standard reply and that is the end. Regarding the decimal TDS, I wrote to them giving my excel sheet and all asking them to forward it to the gentleman who can't handle it. No reply. I wrote to the PNO, no reply. I wrote to the Company Secretary in the hope that he would send it to the concerned department. No reply. If this is customer service, Sir, which you are talking about having improved, I am sorry, I am not satisfied. Hope you can take some action on it. Thank you so much for giving me this time.

**Moderator:**

Thank you. I now invite our next speaker shareholder, Mr. Atanu Saha. Please accept the prompt, unmute your audio/video and proceed with your question, Sir. Sir, the current participant is unavailable. We will move on to our next speaker shareholder, Mr. Santosh Kumar Saraf. Please accept the prompt, unmute your audio/video and proceed.

**Santosh Kumar Saraf:** Respected Chairman and all the management, I thank each one of you.

I also like to mention the family members who supported them. I want to ask why you are not giving paternity benefit? Also, how many are



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owned building and how many are rented building? What have you done for the renewable energy, for solar energy? I want to tell our secretary Sir is not doing a great job. The name and numbers are not in order. Please change the secretary. He is not following the time. He opened the queue at 3 pm and I registered at 3:01 pm but got the number 34. How is that possible? Please correct it.

**Moderator:** Thank you. We now invite our next speaker shareholder Subhash Kar. Please accept the prompt on your screen, unmute your audio/video and proceed, Sir.

**Subhash Kar:** Good morning, everyone and greetings of the day to our respected Chairman, Sir, MD, Sir and all the Board members. My name is Subhash Kar joining from Kolkata. Sir, warm welcome to new MD & CEO, Ratan Kumar Kesh. I am confident under guidance our Bank will achieve greater success. Chairman Sir and MD Sir, your initial speech was a very detailed one and excellent one clearly explained our Bank, present and future proof. Sir, I would like to congratulate you and entire management for excellent performance of Financial Year 2023-24 and giving wonderful dividend and our company's CSR policy was excellent. Sir, our company's balance sheet is very good, but share is not reflected in the stock market. It should have been four digit. My sincere thanks to well experienced Company Secretary, Mr. Indranil Banerjee and the entire team for giving wonderful investor service and registering my name as a speaker and presenting a detailed 244 pages Annual Report. It is really wonderful and informative with facts and figures are all rooms of corporate governance. Sir, I wholeheartedly support all the resolution. Sir, some of my questions, what is the big business generated digitally for our fixed deposit or savings or other different sector? Digitally, how much your business do you generate? Sir, our Bank listed on any dedicated ESG platform, either domestic or

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international and what is our rating score if listed? Sir, what are our plans to improve our profitability and further reduce our NPA? And what is our NIM level now? What is our NIM has not improved than last year? Last one Sir, I would like to bring to your attention a crucial matter regarding workplace safety and dignity. I propose that we strive to reduce sexual harassment case to 0. To achieve this, what step you have taken? Nothing to add more. I wish you and the entire team very good health and great success and possibilities in the coming future. Thank you, Sir. Namaskar.

**Moderator:** Thank you. We now invite our next speaker shareholder, Mr. Gundluru Reddeppa. Please accept the prompt on your screen, unmute your audio and video and proceed with your question, Sir.

**Gundluru Reddeppa:** Anup Kumar Sinhaji, Chairmanji, and also Chandrashekhar Ghosh, Executive Director, CEO, MD and Non-Executive Director, Ratan Kumar Keshji and also Rajinder Kumar Babbarji and my Company Secretary and CFO, Rajeev Mantriji, Namaste, good morning. My name is Reddeppa Gundluru from Hyderabad. As a shareholder of Bandhan Bank, I am very happy and proud. As a stock market advisor and business analyst, Bandhan Bank is creating lot of wealth towards the investors year-on-year, quarter-on-quarter. As my Chairman Sir, MD Sir, given the lot of information about my company's growth, your speech is very wonderful. Yes, we are really growing with support of technology. Fair price also increased; wealth also increased. Sir, I requested for the physical Annual Report, I not received from the Company Secretary, no problem, please send me the after AGM also. I have gone through the soft copy of the annual report. I found there is wonderful colorful information, pictures, figures, everything. And I thank our Chairman for his wonderful services and welcoming new Chairman and all other Directors. Sir, and also I found there is wonderful corporate governance

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Under the leadership of our Company Secretary and supporters, CFO and other Directors. We are maintaining transparency of accounts ethically, good manner. Everything is transparent. Special thanks, kudos, appreciation to all the KMPs of my company, his hard work in preparing the Annual Report, wonderful Annual Report. Thank you. Yes, Sir, financially, we are growing, numbers are increasing, profits are increasing. And please increase the dividend percentage also. As of now, we are giving low dividend. So, please increase. Here my question is, so what type of strategies you are having to increase profitable growth to the next level? What is your vision 2-5 years? So, what type of strategy you are playing to sustain and also, our competitors are especially the small financial banks are increasing now. I don't want to take names. They are working hardly or they are giving very good services and new innovative services, online banking and online offers, flight tickets, made discounts. Those may response such attractive they are giving the attractive to the customers and also they are giving the interest every month also, some of the banks. Now here my question is, is there any innovative effect to offer plans to our existing customers and do we have to acquire more customers? We have very good customers as of now. We are into 35 states and also union territories. Thank you and congrats for this Ladakh and the Kargil, you have opened the branches, I am expressing happiness. So, this is my question, Sir. I don't have any further financial queries. I have supported all the resolutions. I request my Company Secretary, please increase investor relationships. It is very important. Your role is in compliance issues and also where the good relationship maintaining, you could maintain with the stakeholders. There is a very crucial role, so hopefully in next financial you should increase your communications, interactions with shareholders. That creates a lot of impact by company growth. That is what I am expecting from the Company Secretary department. Last, my other shareholders asked about the Foundation Day, and you are celebrating the 10th, so

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we are happy to give any special dry food sweets, any gift hampers, this memorable is we are growing, especially the speaker shareholders expecting, Sir. Sir, I support all the resolutions. And thank you for all the resolutions. I don't have any single correlation financial policy; everything is fine. And please continue VC Sir, VC is also very good. I am attending from Hyderabad. So, all our global, they can attend anywhere global, so Chairman sir, I wish all the best. I wish good health to you. I wish you, not only you, entire Board of Directors, we have faith on you, trust on you. Again, move forward Sir as a financial analyst I strongly for the long-term investment I support my customer, so that type of the base and also the fundamentals very good in my company. Hopefully, you will continue with this. I wish to thank all of you so much for giving me this opportunity. Please continue the society support.

**Moderator:**

Thank you. We now invite our next speaker, shareholder Ms. Bharti Saraf. Please accept the prompt, unmute your audio/video and proceed with your question, ma'am. As the current speaker shareholder is not accepted in the prompt, we will move on to the next speaker shareholder Ms. Celestina Elizabeth Mascarenhas. Please accept the prompt, unmute your audio/video and proceed, ma'am. As there is no response, we will move on to our next speaker shareholder, Ms. Lilly Pradhan. Please accept the prompt, unmute your audio/video and proceed, ma'am. As there is no response, we move on to the next speaker shareholder, Mr. Naeem Islam Mullick. I would request Mr. Naeem Islam Mullick to please unmute himself and proceed with his question.

**Naeem Islam Mullick:** Respected Chairman, Board of Directors and my fellow shareholders, online shareholder, myself, Naeem Islam Mullick, equity shareholder of Bandhan Bank Limited joining from Calcutta. Sir, I would like to say that our Bank's present performance is very good. Profitability to increase

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from previous year. Thanks to our management. Sir, my query is, any plan to acquisition, Cooperative Bank or Gramin Bank. Microfinance business will sharp grow in India. What is our Bank's future plan in rural India on latest digital platform? Nothing to add more. I hope our better to better performance in future. All resolution, cast of my vote in favor. Thanking you for considering me. Over to you, Sir.

**Moderator:**

Thank you. We now invite our next speaker shareholder Mr. Yusuf Yunus Rangwala to kindly accept the prompt, unmute his audio/video and proceed.

**Yusuf Yunus Rangwala:**

Good afternoon Sir. Bandhan Bank is an excellent Bank. Please ask the secretary to send the annual copy, we have not received it. How many ATMs are there in 260 branches, 693 this year? Sir what is the total number of branches? I think it is 1000. Please give details. How much dividend are you giving Sir? Our Bank is starting one step ahead. We are with you. I support all the resolution. Nothing more to add. Sir, as you declared dividend, because I have not received Annual Report, I cannot think on the dividend, what percent dividend did you declare Sir? This is the 10<sup>th</sup> Annual General Meeting. Sir, our Bank is starting off one step ahead, but we are with you, Sir. And I support all the regulation and nothing more to add. I thank our Company Secretary for sending me a link and also giving me a chance. Your service is good. People in Bank are good, very excellent service. Sir I want to present a Sher to you all to conclude my remarks. "Phoolon Ki Khushboo Kaliyon Ki Bahar aur Bandhan Bank Ka Saath", Sir my friend in Bombay a friend of mine is an accountholder in your bank. Sir your service is unmatched. You people are very excellent and very polite. You people visit your Bandhan Bank. They are very happy to our customers. They are having a very excellent service. Sir, I am very thankful to all the staff and his team. Sir, if possible, can you send some annual copy, so that I can read, Sir. Sir, I want an

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annual copy here so that I can have a look, Sir. What are there in annual copy of balance sheet, Sir, I would like to have a balance sheet, Sir, if possible to arrange a balance sheet so that I can have a look what is the position of our Bank? And I wish our bank a very happy festival just coming here Govinda, Ganesh Chaturthi, all the festival from. Wishing you a very happy all the festivals, Sir. Nothing more to add, Sir. I end my speech only. Thank you. I thank the NSDL team. NSDL team is doing good service. I thank NSDL people, their service is great. Thank you, Sir. Wishing you very all the festivals. I am speaking from Mumbai. My name is Rangwala from Mumbai, Sir. Thank you, Sir.

**Moderator:** Thank you. We now invite our next speaker shareholder. Mr. Shashi Jain. Please accept the prompt, unmute your audio/video and proceed, Sir.

**Shashi Jain:** Good afternoon, Chairman Sir, Board of Directors and my co-fellow shareholders who joined the AGM on VC portal. I, Shashi Jain joined the AGM from Delhi. First of all, thanks to our Chairman Sir for give us a grand performance during the year 23-24. Sir, most of my queries cover under your speech and most of the previous shareholders also raised question for this thing, Sir, I thank to the Company Secretary Sir who gave me a chance to speak in front of the management Sir. Sir, my question is that share market grade and our share price is at lower side. What is the reason Sir and if the profit is gained, kindly upgrade our dividend, Sir. Thank you, Sir. Thank you.

**Moderator:** Thank you. We now invite our next speaker shareholder, Mr. Vinod Motilal Agarwal to please accept the prompt on his screen, unmute his audio and video and proceed.

**Vinod Motilal Agarwal:** Respected Chairman, Anup Kumar Sinhaji and our MD, Ratan Kumar Kesh Sir and our CS, Indranil Banerjee Sir. Sir, I have got only one or two queries. The NIA was good, everything you are saying is good, but

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ROA is still 0.1% per Bank of this magnitude, most banks have surpassed to 1% of ROA and moving here investments on return on assets are very low. Certainly it has to increase. Why is it so low? 0.1% only shown in the Annual Report. And you got 75,748 employees. I would like to know what is the attrition rate among the employees? How many of them are permanent employees? How many of them are contractual employees, Sir? And we have acquired Gruh Finance few years back, Sir, for the housing finance, Sir. So, what is the growth in the housing finance sector after the acquisition and what is the market capitalization approximately for the group acquisition that we have done, Sir? I am in great financial loss due to the merger of Gruh Finance into this company, Sir, Bandhan Bank. Bandhan Bank has done negative returns to me after Gruh Finance. Why is it so Sir? I wish the company makes a good profit, but it comes back to those Rs. 600 level when it had acquired Gruh Finance and given shares of instead of Gruh Finance Rs. 600. That ratio is around 600 and wish the company to will reach those levels, at 192, we are facing tremendous losses, Sir. Thanking you, signing off, I wish the new MD will do better than the previous Mr. Ghosh, signing off Vinod Agarwal from Mumbai.

**Moderator:** Thank you. Our next speaker shareholder is Mr. Amit Kumar Banerjee. Please accept the prompt, unmute your audio/video and proceed, Sir.

**Amit Kumar Banerjee:** Good morning. Respected Chairman of the meeting, other Board Members present, myself, Amit Kumar Banerjee from city of Kolkata. Thank you for getting me connected an opportunity to speak such a wonderful meeting today, organized by Bandhan Bank. It is our 10th Annual General Meeting through Video Conferencing. As regards the performance is concerned, yes, it is positive, encouraging operating performance, very good. Total revenue increased; net profit stood with a tune around Rs. 2,230 crores. It is up by 1.6% in comparison with last

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year, as visible in the balance sheet under review. EPS are also good 13.84. Sir, dividend, 1.5. Last year, it is the same percentage of dividend we being investors are getting so kindly keep attentions over there in spite of that improved result our appreciations are not increasing. Sir, it is also good that the total business of the company improved, capital adequacy ratio is also improved about 18.28% from last year 19.76%, improved also asset quality. I thanked the management also. Gross NPA, also improved, 3.84%, net NPA also improved, reduced about 1.4%. So, it is overall good appreciations for the Bank. About digitalization, Sir, Information and Technology of the Bank, how much fund you investment, you have planned to invest? Kindly share your views. About borrowing is concerned, there is also about something. So, kindly focus on how you plan to reduce the borrowing capabilities. For the welfare of the senior citizen, please frame a policy which will focus on services at nominal cost. Sir, consider one memento for the journey crossed one decade of business, our Bank, so do consent at least for the attending members for such a wonderful memento to be distributed. I hope our management will expand the business with new high year ahead with better profitability near future, keeping definitely in mind shareholders rewarding policy. And we will maintain relevant technology and asset quality. I thank all team members for such a wonderful smooth conducting Video Conferencing today. Myself, Amit Kumar Banerjee, hand over to you for further proceedings. Thank you, Sir.

**Moderator:**

Thank you. Ladies and gentlemen, there were other speaker shareholders who had preregistered, however, had not joined the meeting, and with that we conclude the question-and-answer session. Now, I would now hand it back to Chairman, Sir. Over to you.



**Anup Kumar Sinha:** Thank you to all the speakers for your valuable inputs. You have touched upon many important points. I now request the Interim MD & CEO as well as the CFO to reply to your queries.

**Ratan Kumar Kesh:** Thank you, Chairman Sir. Thank you all shareholders for your valuable questions. I will start by answering two specific queries and then give a more detailed answer covering most of the points highlighted by our shareholders. One of our valued customer shareholders has raised certain concerns relating to the FD interest rate. I got an interim update that the FD interest rate has been credited. However, given that series of feedback relating to passbook size, fonts, etc., as also some of the service issues including the RM challenges, Sir, we will do a detailed review of all of these and assure you that we will take appropriate steps not only to solve your problems, but also to ensure that we solve similar problems for all our valued customers.

With regards to couple of our shareholders raising concern on registration process, we assure you that we will deeply review that aspect and ensure higher standards of investor support and corporate governance practices, and we will continue to maintain that.

Now, coming to the overall sort of the year gone by FY23-24, as you have seen that we have delivered a very strong performance and your Bank was deeply impacted by the COVID pandemic and its related problem, and given the segment that it operates, there has been series of problems which cascade it and lingered for a slightly longer period than expected. Thank you to all the shareholders for your support and your continued support. The year gone by has been remarkable in many senses because the Bank has been able to demonstrate a significant progress and almost decisively come out of the COVID pandemic and related problems, which is reflected in multiple parameters that are detailed in the annual report, and you could take a glance of it.

Now going forward, what we intend to do and we are calling it Bandhan 2.0, along with the entire management team, guidance of the Board, what we intend to do is we intend to continue our liability-led growth momentum which would mean that we are able to grow our liability book and deposit book at a much faster pace. Thankfully for the Bank, given that we have completed our Core Banking System migration that is completed in October 2023, it now gives us an opportunity to sort of launch many more products to be able to fulfill and support and get more granular deposits from our customers.

On the savings account side, we have already started launching many of the important products and segmented offerings, whether it is about affluent segment, we are going to launch something relating to the women segment, the NRI, the loyalty rewards and some of those you will unfold over the next few months and we are working very strongly in some of these areas. Those will give us significant opportunity to get granular sticky retail savings account deposits.

Similarly, on the current account side, we are working on multiple areas for improving our transaction banking capability, the trade, the CMS, the escrow and some of these important products which will give us a very strong platform capability for our customers who are running their businesses - small, big, medium, to be able to run their businesses on our platforms and to that extent that will result into more low cost deposits and more fulfillment of our customers to grow their businesses. Now with these opportunities and the offering that we will provide to our customers that will essentially help us grow our deposit book at a much faster pace and with the presence that we have of 1700 odd branches across various parts of the country, we should be able to grow and achieve that.

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In terms of the advances, we will continue to grow at a steady rate. Our microfinance being one of our strongest portfolio and the quality has improved significantly, we will continue to grow at a moderate rate, but the country offers huge opportunity of secured retail and you have been seeing that retail portfolio has been growing at a significantly higher rate compared to some of the other advances, that journey will continue and that will give us an opportunity to fulfill the banking needs and the advances needs for various customers, retail customers. So, that will grow at a much faster pace.

Housing book that we acquired few years back, we have completed the entire transformation and operational sort of readiness. The book has grown by 11.2% in the last financial year. This year we have an aspiration and a plan in place and it is progressing well in terms of ability to grow at a much faster pace that will give us more secured and profitable housing segment growth and there is also a significant demand in the housing market that the country offers. So, we are ready to sort of realize that opportunity. The commercial book has come up extremely well with a very strong quality. That book is also growing at a reasonably rapid rate and therefore in sum, we will grow our retail loan book at a moderate rate and the liability book will grow at a faster pace and we will maintain a higher percentage of secured versus unsecured ratio.

In terms of portfolio quality, you would have seen that the portfolio quality has been improving over the last 3-4 years and the last financial year, some of the important steps that we have taken have resulted into a manifold improvement in our portfolio quality, which is reflected. Also, as they say, some of the DPD pool or the early warning signals are also very clearly indicating that it is improving at a rapid pace, which means going forward you are expected to see much better portfolio quality. Of course, there are certain narratives in the industry which, as a

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management, we are extremely careful about and we will continue to use important guardrails and risk management practices to ensure that we grow our book yet while maintaining the portfolio quality. While we do that, some of the important levers that we are trying to utilize now that we have 3.3 crore customers, many of our customers do have significant amount of banking needs. So, we are using data analytics to be able to reach out to this customer and understand what more products and banking products and services that we as a Bank can fulfill and with the core banking and the IT capabilities that we are building, the digitization that we are doing, we should be able to reach out to this customer using data analytics and platform and fulfill these customer's expectations. By doing that, not only that we will get these customers to be doing more banking with us and consider us as a primary banker, but also it will give us more free income opportunity for us. And the fact that we will be using more digital opportunity and digital route, I think the cost of running the operations will also be getting the benefit out of it.

In terms of cost to income ratio, yes, it is the fact that we have been making investments and we will continue to make investments in product, process, technology so that we become a more universal Bank and actually grow in that path in terms of both geographical as well as product line diversification. However, we are fairly confident that our ability to get granular deposits and some of the focus on digitization will help us maintain our cost to income ratio among the most competitive in the market.

In terms of our cost of funds, we are able to maintain our cost of funds and we will continue that journey. We are well capitalized as of now to be able to grow, support our growth and I think that is not an area of concern at this point. Some of the questions that people asked quickly,

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our dear shareholders, in terms of cybersecurity, we do appreciate your questions and we are extremely careful and we are taking very important steps to ensure that along with our expansion in technology, scalability, network ability and the complexities of technology, we are also managing our cybersecurity risk extremely well. In fact, there is an external rating which is done for the banking industry and we are at an advanced category among the top few banks and so your Bank is well positioned to handle the cybersecurity norms. We, do, of course make lots of communication to our customers and create customer awareness program. That is an area which will keep evolving. And we will use innovative means to keep communicating about the cybersecurity norms.

Couple of questions about our employee ratio. Our male employees are 67,000, female employees are 8,500. As a management, we have taken conscious call to sort of keep improving our diversity as an organization and that we will continue to work towards. Yes, on the 23rd, we are celebrating our Foundation Day. Like we do every year and in Foundation Day, we are also planning to launch a couple of very important products which will help our Bank to move forward in our journey to fulfilling more aspiration and requirement of our customers. I will now hand it over to CFO, Mr. Rajeev Mantri. He will answer some of the other questions.

**Rajeev Mantri:**

Thank you, Ratan. Good morning, good afternoon and good evening to all the esteemed shareholders joining from all across the world as well as all parts of our country, India. So, I think what I will do is try and answer questions in a summarized form, because there were a number of questions which were sort of repetitive.

So, based on the thematic questions which have been asked, I think the two key questions which have been asked by all the shareholders is why

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exactly our share price has not performed that well over the last few years as well as what exactly are the plans relating to the NPA related management. So, maybe, I will start with that and then we will touch upon a bit more details of the financials to give a bit of color. So, if you look at a bit of a historical perspective over the last 2-3 years, yes, we have seen, I think our share price sort of remaining flattish or gradually reducing. And I think the key reason for that is primarily because of the impact that your Bank has seen coming from the COVID pandemic. I think the COVID pandemic, as you are all aware, was fairly severe and was quite long lasting as well. And the dominant business that the Bank had, which was Microfinance business was the one which got impacted the maximum due to the COVID pandemic. And that impact lasted for a long period of time. The Bank has been doing all efforts to make sure that the recovery efforts and the collection efforts continue on the portfolio, which was impacted during the COVID period, especially Financial Year 2021 and 21-22. But that is something which is sort of improving significantly.

Now, if you look at the slippage ratio, which is basically the way the NPA sort of numbers get dragged, that is improving significantly and over the last financial year, we have seen our slippage numbers which used to be in the region of about Rs. 1,300 crores every quarter reduced to almost Rs. 1,000 crores for the quarter ended March 2024. And I think in the latest quarter for June, it has reduced even further. So, I think that shows the quality of the book, which is being originated as well as the collection efforts which our Bank is making, due to which the NPA levels are becoming better as witnessed to this particular trend. And in the investor deck, we have also shown the vintage-wise NPA trends and the stress pool, which also has been seeing an improvement over a period of time. So, I think that was one of the key questions which is being addressed. And I think as this trend continues, we will definitely see an

improvement that happens in the market perception and the market value.

I think talking about some of the other numbers which were being talked about, especially on the net interest margin, our net interest margin for the year improved from around 7.2% to 7.3%. And I think that was a result of multiple actions being done in terms of making sure that the book, that we have, continues to improve, especially as the NPA levels are reducing and, as we improve, the portfolio quality that helps in terms of improving the net interest income and also the work that is happening on getting the quality of the deposits very good, as we saw CASA ratio has been at 37%. That also helps in terms of making sure that the increase in the cost of funds is not as high compared to the sort of increase in the interest income that we were able to generate. And that has certainly helped in terms of making sure that the NIMs are maintained at the right levels.

I think there was a question in terms of the gross NPA. The gross NPA levels saw a reduction and the GNPA ratio was down to 3.8% for this financial year. There was one question relating to the other income and the non-interest income included some one-off income which actually came through in the previous financial year, especially due to a sale to the ARC or the Asset Reconstruction Company due to which in the previous financial year there was an income of about Rs. 400 plus crores that was booked, which was a one timer did not get repeated. But on an underlying basis, we have definitely seen improvement in the other income especially boosted by the growth in the processing fees linked to the assets or the loans that are being dispersed and also the growth that we saw in the third party income, which is through primarily the cross-sell that our Bank does for the insurance products. This is one area

which is being keenly looked at by the Bank and is being focused upon in a significant manner.

I think there was a question in terms of the units being used for detecting the balance sheet and the P&L and the notes to accounts. I would like to confirm that we are reporting the numbers in thousands, which is in compliance with the SEBI guidelines for balance sheet, P&L and cash flow statement whilst the notes to accounts mentioned the figures in rupees, crores which is in line with the practice which has been followed by all the private sector banks and the various banks in the country.

There was a question in terms of what are the total number of branches that we have. As at 31st March 2024, the total number of banks branches plus the banking units in total was 6297, of which the number of branches was 1700 and the number of banking units was 4697.

There was a question on the cost to income ratio. I think our cost to income ratio was basically impacted primarily due to the investments that the Bank is making to drive growth for the Bank and these investments as the MD & CEO has talked about in terms of the core banking system, which has been implemented during the year, the emphasis on digitalization and the technology spends that have been done as well as the key capabilities which are being created and the branches which are being opened, the investments have all been gone into that which will help in terms of generating better revenues for the Bank and what we are also doing in addition to these investments is making sure that there are benefits of efficiencies of scale which are being brought in because now we have an integrated platform and there will be endeavor to ensure productivity and efficiency improvements continue to happen. In the first quarter already, we have seen, I think, our cost to income ratio moderating, but we will ensure



that we continue to invest during this financial year as well on all of the various capabilities that we need to build.

CASA ratio, I think Ratan already talked about was at 37.1% and we are looking to build further capabilities such as transaction banking and cash management which will help us in terms of improving the current accounts as well as targeted value propositions which will help us in terms of building out our savings account and focus on this continues from the Bank on a continuous basis.

There was a question on the capital adequacy. So, our capital adequacy as at March 2024 of 18.5% was quite healthy and it allows us to be able to grow our balance sheet based on the plans that we have set for ourselves. As the balance sheet grows on a year-on-year basis, the capital utilization does happen and therefore on a year-on-year basis, we saw a reduction from 19.8% to 18.5%, but that is in line with the kind of growth rates that we expect and the growth of the advances book that we have set for ourselves. And this will be a ratio that we will continuously monitor and ensure that we remain well capitalized to be able to allow for a healthy growth of our balance sheet whilst taking care of all the regulatory requirements and the compliances that are required in this regard.

There was a question on the return on assets. The return on assets was at 1.44% for the financial year, which also got impacted to some extent due to the technical write-off that was taken during this financial year. This technical write-off was required as part of a review that was done for our non-performing assets book, which portion of the non-performing asset book, which was monitored to see whether the collection rates and recoveries are happening to the right extent in line with the policy which has been approved by the board and with the due approvals, this technical write-off was taken which has allowed us to be

able to take care of any kind of a financial risk which could arise from that particular book where the recoveries have been very low and allows us to focus on the latest book where we are seeing good recoveries and making sure that we continue to focus on improving the portfolio quality. If we normalize for this write-off impact, the return on assets actually improves 2.2%. So, therefore, whilst the number was lower, it was due to the write-off impact. We will ensure that through this year, there is focus on improving the profitability and we would like to make sure that our return on assets is around 2% or higher as we continue to go through this particular financial year.

Ratan, you may like to talk about the cybersecurity point that was mentioned.

**Ratan Kumar Kesh:** As I have answered, the cybersecurity point that we do have undertaken a whole bunch of important practices on cybersecurity duly guided by IT security, IT Strategy Committee of the Board. And we are at an advanced rated among the top few banks in the country. There were questions around CSR funding and CSR allotment. The Bank has well laid out policy, guided by the Board and the CSR Committee of the Board to decide on the schemes and the programs that the Bank would be participating and that continues to get reviewed at a periodic intervals and we do participate in that.

There is a question on RPA and AI, along with digitization and in our drive towards improving our cost efficiency as also improving our ability to deliver superior customer experience to our customers, we have adopted RPA and AI in multiple domain including account opening, including some of the back end operational processes, loan processing and some of the other areas to improve and use the cutting edge practices on AI as a domain. One of our valued shareholders also

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expressed the desire to open an account, Sir, we will reach out to you quickly and will be happy to help you opening an account with our Bank.

There was question on ESG as a platform and ESG practices, the Bank fortunately, Bandhan Bank, along with financial empowerment, sustainability is the way of doing business for us. We do participate and contribute in multiple areas of sustainability, but this ESG as an important area and on which a lot of work is happening, again duly guided by the CSR and the Sustainability Committee of the Board and at some point soon, you will probably get to hear more about some of the very important initiatives that the Bank is taking.

In terms of the question on new MD, the Search Committee and the Board is very much in line with what is expected on that particular subject. There is no specific update to be shared as of today. Thank you.

**Anup Kumar Sinha:** Thank you, Mr. Mantri. Thank you, Mr. Kesh. I do hope the queries raised by the Members have been addressed by the Interim MD and the CFO. Now, with your permission, I will read out the resolutions proposed for approval of the members in the Notice dated July 26, 2024, convening this AGM. Since the resolutions have been put to vote through electronic voting, no proposing and/or seconding of the resolutions are required. The combined results of the remote e-voting and e-voting during the AGM, will be considered for approval of each of the resolutions. I will read out the resolutions.

Ordinary Business.

This is regarding financial statements. Agenda Item #1 of the notice. Ordinary Resolution: Consideration and adoption of the Audited Financial Statement of the Bank for the financial year ended March 31, 2024 and the reports of the Auditors and the Board of Directors thereon.

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Come to agenda Item #2 of the notice. Ordinary resolution: This pertains to dividends, the declaration of dividend on equity shares of the Bank for the financial year ended March 31, 2024.

Agenda Item #3 of the notice: Ordinary Resolution: And this is retiring by rotation of a board member. The appointment of Ms. Divya Krishnan (DIN 09276201), who retires by rotation as a Director and being eligible, offers herself for re-appointment.

Agenda Item #4 of the notice. Ordinary Resolution: This is appointment and remuneration of the Joint Statutory Auditors. Appointment of M/s. V. Sankar Aiyar & Co., Chartered Accountants (ICAI Firm Registration number 109208W), as Joint Statutory Auditors of the Bank and fixation of the remuneration of Joint Statutory Auditors.

Then we have Special Business.

This is agenda Item #5 of the notice. Ordinary Resolution: I will read it out. Approval of the remuneration of Mr. Chandra Shekhar Ghosh (DIN 00342477), former Managing Director and CEO with effect from April 1, 2023 to July 09, 2024.

Come to agenda Item #6 of the notice. Ordinary Resolution: Remuneration of Mr. Ratan Kumar Kesh, approval of the remuneration of Mr. Ratan Kumar Kesh (DIN 10082714), as Executive Director and Chief Operating Officer of the Bank, with effect from April 01, 2023.

Now, agenda Item #7. Ordinary Resolution: This is the appointment of Mr. Ratan Kumar Kesh as interim MD & CEO. The appointment of Mr. Ratan Kumar Kesh (DIN 10082714) as interim Managing Director and Chief Executive Officer, Key managerial personnel of the Bank with effect from July 10, 2024 for a period of 3 months or till new MD & CEO takes charge, whichever is earlier.

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Come to agenda Item #8 of the notice. Ordinary Resolution: Approval of material related party transactions with promoter entities for banking transactions. That completes the list of the 8 agenda items for vote.

I will now announce the e-voting to be opened. E-voting facility shall now be activated for members who have not yet cast their vote through remote e-voting and shall be available for 15 minutes hereafter.

The Scrutinizer is requested to submit a consolidated report on the remote e-voting and e-voting during the AGM at the earliest, but not later than August 22, 2024. The result of the voting shall be declared upon receipt of the Scrutinizer's report. The result declared along with the Scrutinizer's report, shall be placed on the website of the Bank at [www.bandhanbank.com](http://www.bandhanbank.com) and on the website of the service provider for e-voting, that is, NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) immediately after the declaration of the result by the Chairman or the Company Secretary. The result will simultaneously be communicated to the stock exchanges where the equity shares of the Bank are listed, that is, BSE Limited and the National Stock Exchange of India Limited. The result will also be displayed at the registered office and Head office of the Bank.

There being no other business to transacted, the meeting stands concluded upon completion of the e-voting.

Thank you very much for your participation.

I wish all of you a great and fulfilling year ahead.

**Ratan Kumar Kesh:** Thank you, Chairman Sir, for conducting the 10th AGM of the Bank. On behalf of all present in this meeting, I convey my heartfelt thanks to you.

**Moderator:** Thank you very much, Sir. Dear members, the e-voting window is now open for 15 minutes and the Board members may leave now. The

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proceedings of the AGM will close after the 15 minutes time when voting is over. Thank you.