

SURYODAY SMALL FINANCE BANK LIMITED

Corporate Identity Number: U65923MH2008PLC261472

Registered Office: 1101, Sharda Terraces, Plot No. 65, Sector 11, CBD Belapur, Navi Mumbai - 400 614

Tel No: +91 22 40435800 Website: www.suryodaybank.com

NOTICE

Notice is hereby given that the Extra Ordinary General Meeting [01/2019-20] of the Members of Suryoday Small Finance Bank Limited ("the **Bank**") will be held on Tuesday, November 5, 2019 at the registered office of the Bank at 1101, Sharda Terraces, Sector 11, CBD Belapur, Navi Mumbai 400614 at 11.30 a.m. to transact the following business:

SPECIAL BUSINESS:

1. Increase in the limits of investment by NRIs to 24% of the paid-up share capital of the Bank:

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the applicable provisions of Foreign Exchange Management Act, 1999, ("FEMA"), Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017, the Consolidated Foreign Direct Investment Policy Circular of 2017, and all other applicable acts, rules, regulations, provisions and guidelines issued by the Reserve Bank of India ("RBI") and/or any other relevant authority, including any statutory modifications or re-enactments thereof for the time being in force, and subject to all applicable intimations, approvals, permissions and sanctions of the RBI and/or other concerned authorities, as the case may be, and subject to such conditions as may be prescribed by any of the said concerned authorities while granting such approvals, permissions and sanctions and the like, which may be agreed to by the Board of Directors of the Bank, consent of the members of the Bank be and is hereby accorded to permit Non Resident Indians ("NRIs") to purchase or acquire and hold on their own account, and to make investment in the equity shares of the Bank, whether on repatriable or non-repatriable basis, subject to the condition that the aggregate of such holdings by NRIs shall not exceed 24% of the paid up equity share capital of the Bank or such other limit as may be stipulated by the extant guidelines or Regulations of Government of India and/or the Reserve Bank of India and/or any other relevant authority from time to time.

"RESOLVED FURTHER THAT within the aforesaid aggregate limit of 24% of the paid up equity share capital of the Bank or such other limit as may be stipulated by the extant guidelines or regulations of Government of India and/or the Reserve Bank of India and/or any other relevant authority from time to time, individual holdings of 5 percent or more, if any, would be subject to the specific approval of the Reserve Bank of India and/or any other relevant authority.

"RESOLVED FURTHER THAT Managing Director & CEO, the Chief Services Officer and the Company Secretary be and are hereby severally authorised to do all such acts, deeds and things as may be necessary or expedient to give effect to this resolution including execution of all such documents, deeds, intimations and writings as may be required for the aforesaid purpose including incorporation of amendments/suggestions/observations, if any, made by the Government of India and/or the Reserve Bank of India and/or any other relevant authority, to the extent applicable".

2. Alteration of Clause 3(xx) of Part A and Clause 1(lix) of Part B of the Articles of Association of the Bank:

To consider and if thought fit, pass with or without modification(s), the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014, the applicable provisions of the Banking Regulation Act, 1949, (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force) and subject to approval of the Reserve Bank of India and such other approvals as may be necessary or required, consent of the members of the Company be and is hereby accorded to alter the existing Articles of Association of the Company in the following manner :

- (i) The existing Clause 3(xx) of Part A of the Articles of Association containing the definition of "Promoters" be substituted with:
"Promoters" shall mean collectively Mr. Baskar Babu Ramachandran, Mr. P Surendra Pai, Mr. P.S. Jagdish and Mr. G.V. Alankara and any other person as approved by the Reserve Bank of India to act as Promoter of the Company subject to Applicable Law and 'Promoter' shall refer to any one of them."
- (ii) The existing Clause 1(lix) of Part B of the Articles of Association containing the definition of "Promoters" be substituted with:
"Promoters" shall mean collectively Mr. Baskar Babu Ramachandran, Mr. P Surendra Pai, Mr. P.S. Jagdish and Mr. G.V. Alankara and any other Person as approved by the Reserve Bank of India to act as Promoter of the Company subject to Applicable Law and 'Promoter' shall refer to any one of them."

"RESOLVED FURTHER THAT the Board of Directors and the Company Secretary of the Bank be and is hereby severally authorised to take such steps and do all such acts, deeds and things as is considered necessary, expedient, usual, proper or incidental in relation to the said matter and take such actions and give such directions as they may consider necessary or desirable to give effect to this resolution including but not limited to filing of necessary forms with the Registrar of Companies."

Registered Office:
1101, Sharda Terraces,
Plot No. 65, Sector 11,
CBD Belapur,
Navi Mumbai 400614
Date: October 12, 2019
Place: Navi Mumbai

By Order of the Board of the Directors

Sd/-
Geeta Krishnan
Company Secretary

Notes:

1. A member entitled to attend to vote at the Extra Ordinary General Meeting (EGM) is entitled to appoint a proxy to attend and vote on poll instead of himself/herself and the proxy need not be a member of the Bank. A person can act as a proxy on behalf of the members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Bank. Further, a member holding more than 10% of the total share capital of the Bank carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member. The instruments appointing proxy, in order to be valid and effective, should be duly completed, stamped and signed and must be delivered at the Registered Office of the Bank not later than Forty-eight hours before the commencement of the EGM.
2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the EGM is annexed hereto.
3. In case of Joint holder(s) attending the meeting, only such joint holder who is higher in order of names will be entitled to vote.
4. Members who hold shares in dematerialized form are requested to write their DP ID and Client ID number(s) and those who hold share(s) in physical form are requested to write their Folio Number(s) on the attendance slip for attending the Meeting to facilitate identification of membership at the Meeting.
5. Corporate members intending to send their authorized representatives to attend the EGM are requested to send to the Registered Office of the Bank a certified copy of the Board Resolution authorizing their representative to attend and vote at the meeting on their behalf.
6. Proxy shall not have a right to speak at the meeting and shall not be entitled to vote except on a poll.
7. Members holding shares in physical form are requested to immediately notify change in their address, if any, to the Registrar and Transfer Agents (RTA), Karvy Fintech Private Limited, Hyderabad at the following address quoting their Folio number(s):

KARVY FINTECH PRIVATE LIMITED**Unit : Suryoday Small Finance Bank Limited**

Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District,
Nanakramguda, Hyderabad – 500 032.

Phone No. 040-67161500 / 040-23312454 Fax No. : +9140 - 23001153

Email: einward.ris@karvy.com

8. In support of the “Green Initiative” announced by the Government of India and in accordance with Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014; this Notice is being sent by e-mail to those members whose email addresses are registered with the Bank/ Depositories.

The Notice is also available for downloading on the Bank’s website www.suryodaybank.com

Shareholders who have not registered their e-mail addresses are requested to register the same along with their contact numbers with the Bank by sending details to shr.relations@suryodaybank.com or with Karvy (RTA) at einward.ris@karvy.com.

However, in case you wish to receive the Notice in physical form, you may write to the Company Secretary at the Registered Office of the Bank.

9. In terms of Sections 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing the e-voting facility to its Members holding shares in physical or dematerialized form, as on the cut-off date, being Monday, October 28, 2019, to exercise their right to vote through electronic means from a place other than the venue of the Meeting on any or all of the businesses specified in the accompanying Notice (the "Remote e-voting"). The Remote e-voting commences on Friday, November 1, 2019 (9:00 A.M.) and ends on Monday, November 4, 2019 (5:00 P.M.)
Detail of the process and manner of Remote e-voting along with the User ID and Password is being sent to all the Members along with this Notice.
10. The Company has engaged the services of Karvy Fintech Private Limited as the Agency to provide Remote E-voting facility.
11. The Bank is also offering the facility for voting by way of physical ballot at the EGM. The Members attending the meeting should note that those who are entitled to vote but have not exercised their right to vote by Remote e-voting, may vote at the EGM through ballot for all businesses specified in the accompanying Notice. The Members who have exercised their right to vote by Remote e-voting may attend the EGM but shall not vote at the EGM. The voting rights of the Members shall be in proportion to their shares of the paid-up equity share capital of the Bank as on the cut-off date being October 28, 2019 subject to the provisions of the Banking Regulation Act, 1949, as amended.
12. The Board of Directors of the Bank has appointed Mr. Tushar Shridharani, Practicing Company Secretary, Mumbai and in his absence, Ms. Nandini Parekh, Practicing Company Secretary, Mumbai as Scrutinizer to scrutinize e-voting process in a fair and transparent manner. The Scrutinizer, after scrutinizing the votes cast at the meeting and through remote e-voting, will, not later than two days of the conclusion of the meeting, make a consolidated Scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated Scrutinizer's report shall be placed on the website of the bank www.suryodaybank.com and on the website of [Karvy https://evoting.karvy.com](https://evoting.karvy.com)
13. The results shall be declared along with the consolidated Scrutinizer's report shall be placed on the website of the Bank www.suryodaybank.com and on the website of Karvy [E-Voting Agency] at <https://evoting.karvy.com> within 48 hours from the conclusion of the EGM.
14. In case of any queries / grievances relating to voting by electronic means or the Members / Beneficial owners or in case any person, acquires shares of the Company and becomes a member of the Company after dispatch of the Notice and holding shares as of the cut-off date i.e. October 28, 2019 may obtain the login ID and password by sending a request to Mr. Hanumantha Rao, Karvy Fintech Pvt. Ltd., Karvy Selenium, Tower B, Plot number 31 & 32, Financial District, Gachibowli, Hyderabad 500 032, or emailing to ramachandra.v@karvy.com OR suresh.lokiveru@karvy.com OR hanumantha.patri@karvy.com, Phone: 040-67162222, Extn: 1601/1603/1604 after the receipt of the above credentials, please follow all the steps from Sr. no.(I) to (XIV) as mentioned below to cast the vote:
15. **INSTRUCTIONS FOR E-VOTING**
- (a) **The instructions for e-Voting are as under:**
- (I) Launch internet browser by typing the URL: <https://evoting.karvy.com>
- (II) Enter the login credentials (i.e. user id and password) mentioned at the bottom of this document. The e-voting event number + Folio No. or DP ID Client ID will be your user ID.

However, if you are already registered with Karvy for e-voting, you can use your existing user ID and password for casting your vote. If required, please visit <https://evoting.karvy.com> or contact toll free number 1-800-3454-001 for your existing password.

- (III) After entering these details appropriately click on “LOGIN”.
- (IV) You will now reach password change menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$,etc.). The system will prompt you to change your password and update your contact details like mobile number, email id, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- (V) You need to login again with the new credentials.
- (VI) On successful login, the system will prompt you to select the e-voting event number for the Company.
- (VII) On the voting page, enter the number of shares (which represents the number of votes) as on the cut-off date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially in “AGAINST” but the total number in “FOR/ AGAINST” taken together should not exceed your total shareholding as on the cut off date. You may also choose the option “ABSTAIN”. If the shareholder does not include either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- (VIII) Shareholders holding multiple folios/demat accounts shall choose the voting process separately for each of the folios/demat accounts.
- (IX) Voting has to be done for each resolution of the notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- (X) You may then cast your vote by selecting an appropriate option and click on “Submit”.
- (XI) A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, members can login any number of times till they have voted on the resolution(s).
- (XII) Corporate/Institutional members (i.e. other than Individuals, HUF, NRI, etc.) are also required to send scanned certified true copy (pdf format) of the Board Resolution/Power of Attorney/Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: nandini@tusharshri.com with a copy marked to evoting@karvy.com and may also upload the same in the e-voting in their login. The scanned image of the above mentioned documents should be in the naming format “Corporate Name_EVENT NO.”
- (XIII) Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.
- (XIV) In case of any query pertaining to e-voting, please visit help & FAQ’s section available at Karvy’s website <https://evoting.karvy.com>.

(b) Other Instructions:

- (i) The remote e-voting period commences on November 1 ,2019 (9:00 am) and ends on November 4, 2019 (5:00 pm). During this period, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of (DATE) may cast their vote by remote e-voting. The remote e-voting module shall be disabled by Karvy for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

- (II) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date i.e. October 28,2019.
 - (III) Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting i.e. November 5, 2019.
 - (IV) Any person who becomes a member of the Company after dispatch of the notice of the meeting and holding shares as on the cut-off date i.e. October 28,2019 may obtain the user ID and password in the manner as mentioned below:
- (c) If the mobile number of the member is registered against Folio No./DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399.
- Example for NSDL:
MYEPWD <SPACE> IN12345612345678
- Example for CDSL:
MYEPWD <SPACE> 1402345612345678
- Example for Physical:
MYEPWD <SPACE> XXXX1234567
- (d) If e-mail address or mobile number of the member is registered against Folio No. or DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the member may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
- (e) A member may call Karvy’s toll free number 1-800-3454-001
- (f) A member may send an e-mail request to evoting@karvy.com.
If the member is already registered with Karvy e-voting platform then he can use his existing user id and password for casting the vote through remote e-voting.

Your electronic voting (remote e-voting) particulars are set out below:

EVEN (E-voting Event Number)	USER ID	PASSWORD/ PIN

16. For members who wish to vote using Ballot form:

- a. Members may fill in the ballot form enclosed with the Notice (a Copy of the same is also part of the soft copy of the Notice) and submit the same in a sealed envelope to the Scrutinizer.
- b. Please complete and sign the Ballot Form (no other form or photocopy thereof is permitted).
- c. The Form should be signed by the Member as per the specimen signature registered with the Bank/ Depositories. In case of joint holding, the Form should be completed and signed by the first named Member and in his/her absence, by the next named joint holder. A Power of Attorney (POA) holder may vote on behalf of a Member, mentioning the registration number of the POA registered with the Bank or enclosing an attested copy of the POA. Exercise of vote by Ballot is not permitted through proxy.
- d. In case the shares are held by companies, trusts, societies, etc. the duly completed Ballot Form should be accompanied by a certified true copy of the relevant Board Resolution/Authorization.

- e. Votes should be cast in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided in the Ballot.
- f. The voting rights of shareholders shall be in proportion of the shares held by them in the paid-up equity share capital of the Bank as on Cut-off date i.e. October 28, 2019 as per the Register of Members of the Bank.
- g. Unsigned, incomplete, improperly or incorrectly tick marked Ballot Forms will be rejected. A Form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the Member or as to whether the votes are in favour or against or if the signature cannot be verified.
- h. The decision of the Scrutinizer on the validity of the Ballot Form and any other related matter shall be final.
- i. The Scrutinizer will collate votes received through post to declare the final result for each of the Resolutions forming part of the Notice of the EGM.

17. Members may write to the Company Secretary at the Registered Office of the Bank at the below mentioned address or to Karvy regarding transfer of shares or for resolving their grievances, if any.

18. The route map of the venue of the Meeting is given in the Notice.

Registered Office:
1101, Sharda Terraces,
Plot No. 65, Sector 11,
CBD Belapur,
Navi Mumbai 400614
Date: October 12, 2019
Place: Navi Mumbai

By Order of the Board of the Directors

Sd/-
Geeta Krishnan
Company Secretary

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Pursuant to Section 102 of the Companies Act, 2013 (“**the Act**”), the following Statement sets out all the material facts relating to the Special Business mentioned in the accompanying Notice and should be taken as forming part of the said Notice.

Item no. 1:

As per the Consolidated Foreign Direct Investment Policy Circular of 2017 (“**Consolidated FDI Policy**”) read with the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017 [FEMA 20R], a private sector banking company is permitted to have Foreign Direct Investment up to 49% of its paid-up share capital under the Automatic route and up to 74% with Government approval. Further, in case of NRI holdings, whether on repatriable or on non-repatriable basis, the individual holdings is restricted to 5% of the total paid up share capital of the Bank and the aggregate limit restricted to 10% of the total paid up share capital of the Bank. The NRI holdings can be allowed up to 24 percent of the total paid up share capital of the Bank through a resolution by the Board of the Bank followed by a Special Resolution to that effect passed in the General Meeting.

As per the shareholding pattern of the Bank as on September 30, 2019, foreign shareholding in the Bank is 43.89% and the aggregate NRI holdings (on non-repatriation basis) in the Bank's paid up capital is 16.67% owing to change in residential status of one of our Promoters from 'person resident in India' to 'Non-Resident Indian'.

With a view to regularise this increase in aggregate NRI holdings beyond 10%, the Board of Directors of the Bank considers it appropriate that necessary approval of the shareholders by way of special resolution be obtained for Non Resident Indians (NRIs) to hold shares exceeding 10% of the paid up equity share capital of the Bank up to 24% or such other limit as prescribed by the Government of India / Reserve Bank of India / any other relevant authority, from time to time.

The Board recommends the Special Resolution for approval by the members.

None of the Directors or the Key Managerial Personnel of the Bank or their relatives is, directly or indirectly, concerned or interested in the Resolution set out at Item No.1.

Item no. 2:

The new set of Articles of Association (**AOA / Articles**) of the Company was approved by the members at the Eleventh Annual General Meeting of the Company held on September 26,2019. This has also been taken on record by the Reserve Bank of India.

Presently, Clauses 3(xx) of Part A and 1(lii) of Part B of the Articles of Association of the Company defines "Promoters" as : "Promoters" shall mean collectively Mr. R. Baskar Babu, Mr. P Surendra Pai, Mr. P.S. Jagdish and Mr. G.V. Alankara and 'Promoter' shall refer to any one of them."

One of our Promoters has indicated his desire to transfer his shareholdings to his family members who will continue to hold the shares subject to the conditions imposed by the RBI on shares held by the Promoter. While the necessary applications have been submitted to the Reserve Bank of India for its consideration, it is proposed to alter the definition of 'Promoters' to allow the concerned transferees to hold shares as Promoters of the Company in case the RBI permits them to do so.

Pursuant to provisions of Section 14 of Companies Act, 2013, amendment of Articles of Association requires approval of the members by way of Special Resolution. Accordingly, this matter has been placed before the members for approval. The Board therefore, submits the resolution for your consideration and recommends it to be passed as a Special Resolution, subject to the approval of the Reserve Bank of India.

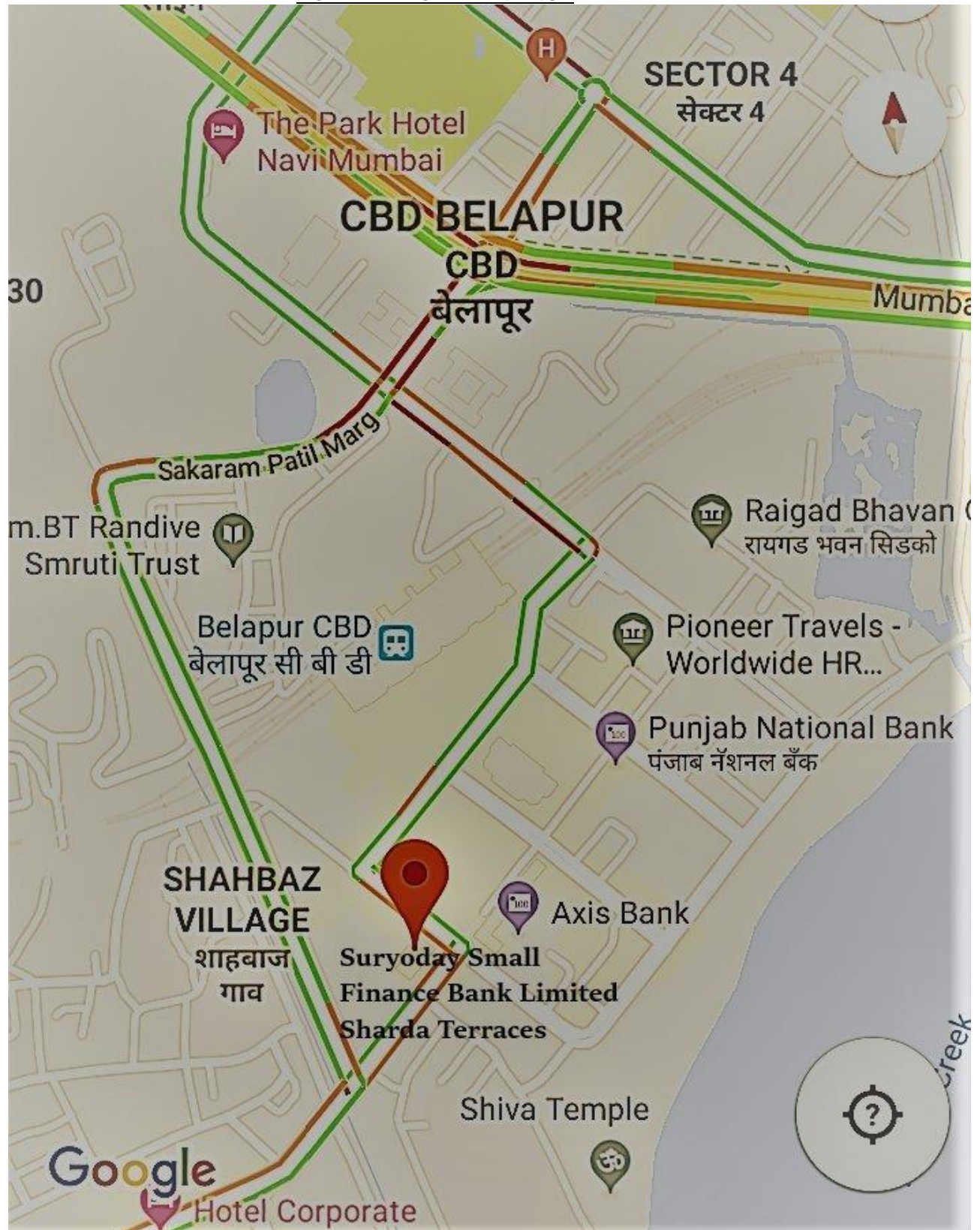
None of the Directors or the Key Managerial Personnel of the Bank or their relatives is , directly or indirectly, concerned or interested in the Resolution set out at Item No.2.

Registered Office:
1101, Sharda Terraces,
Plot No. 65, Sector 11,
CBD Belapur,
Navi Mumbai 400614
Date: October 12, 2019
Place: Navi Mumbai

By Order of the Board of the Directors

sd/-
Geeta Krishnan
Company Secretary

ROAD MAP OF THE VENUE



PROXY FORM-MGT 11

[Pursuant to Section 105 (6) of the Companies Act, 2013 and Rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

Corporate Identity Number : U65923MH2008PLC261472
 Name of the Company : Suryoday Small Finance Bank Limited
 Registered Office : 1101, Sharda Terraces, Plot No. 65, Sector 11, CBD Belapur,
 Navi Mumbai –400 614

Name of the Member(s) :

Registered Address :

Email Id :
 Folio No. / DP ID and Client Id No. :

I/ We being the member(s) holding _____ equity shares of Suryoday Small Finance Bank Limited [Formerly Suryoday Micro Finance Limited.], hereby appoint:

1. Name : Email ID:
 Address:
 Signature:or failing him,
2. Name : Email ID:
 Address:
 Signature:or failing him,
3. Name : Email ID:
 Address:
 Signature:

as my/ our proxy to attend and vote (on a poll) for me/ us and on my / our behalf at the Extra-Ordinary General Meeting of the Bank to be held on Tuesday, November 5,2019 at 1101, Sharda Terrace, Sector 11, CBD Belapur, Navi Mumbai-400614 at 11.30 a.m. and at any adjournment thereof in respect of the Ordinary/Special Business as indicated below:

SPECIAL BUSINESS	Assent/Dissent to the Resolution
Approval for increase in the limits of investment by NRIs to 24% of the paid up equity share capital of the Bank	<input type="checkbox"/> Yes/ <input type="checkbox"/> No
Approval for alteration of Clause 3(xx) of Part A and Clause 1(lix) of Part B of the Articles of Association of the Bank.	<input type="checkbox"/> Yes/ <input type="checkbox"/> No

Signed this _____ day of _____, 2019

Signature of Shareholder : _____

Signature of Proxy holder (s) : _____

Signed this _____ day of _____ 2019.

Affix Re. 1
 Revenue
 Stamp

Signature across Revenue Stamp

Note: This form in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Ballot Form [pursuant to Section 109(5) of the Companies Act 2013 and Rule 21(1)(c) of the Companies(Management & Administration Rules) 2014]

<p>SURYODAY SMALL FINANCE BANK LIMITED Corporate Identity Number: U65923MH2008PLC261472 Registered Office: 1101, Sharda Terraces, Plot No. 65, Sector 11, CBD Belapur, Navi Mumbai – 400 614 Tel No: +91 22 40435800 Website: www.suryodaybank.com Email: shr.relations@suryodaybank.com</p>
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BALLOT PAPER

Sr.No.	Particulars	Details
1.	Name of the first named Shareholder (in Block Letters)	
2.	Postal address	
3.	Registered Folio No./ *Client ID No. (*applicable to investors holding shares in dematerialized form)	
4.	Class of Share	Equity Shares of Rs. 10/- each

I hereby exercise my vote in respect of Special Resolution enumerated below by recording my assent or dissent to the said resolutions in the following manner:

No.	Item No.	No. of Shares held by me	I assent to the resolution	I dissent to the resolution
1.	Special Resolution: To approve increase in limits of investment by NRIs to 24% of the paid up equity share capital of the Bank .			
2	Special Resolution: To approve alteration of Clause 3(xx) of Part A and Clause 1(lix) of Part B of the Articles of Association of the Bank.			

Place:

(Signature of the shareholders)

Date:

Instructions:

1. The vote should be cast either in favour or against by putting tick (v) mark in the column provided for assent or dissent.
2. This form should be completed and signed by the Member/Proxy Holder as per the specimen signatures registered with the Bank/Depository. In case of joint holding, this form should be completed and signed by the first named member.
3. Unsigned, incomplete, improperly or incorrectly tick marked Ballot papers will be rejected. A Ballot paper will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the member or as to whether the votes are in favour or against or if the signature cannot be verified.
4. The decision of Scrutinizer on the validity of the Ballot paper and any other related matter shall be final.
5. The result of the poll shall be deemed to be the decision of the meeting on the resolution on which the poll was taken.
