



Bandhan Bank Limited

Corporate Identity Number (CIN): L67190WB2014PLC204622;

Registered Office: DN 32, Sector V, Salt Lake, Kolkata – 700091; Phone: 91-33-6609 0909; Fax: 91-33-6609 0502;

Email: companysecretary@bandhanbank.com; Website: www.bandhanbank.com

POSTAL BALLOT FORM

Sr. No.

1. Name and registered address of the sole/ first named Shareholder	:	
2. Name(s) of Joint Shareholder(s)	:	
3. Registered Folio No. / DP Id No./Client Id No.* (*applicable in case of shares held in electronic form)	:	
4. Number of Equity Shares held as on Wednesday, October 30, 2019	:	

I/We hereby exercise my/ our vote in respect of the Resolution(s) to be passed through Postal Ballot for the business stated in the Notice dated October 24, 2019 issued by the Bandhan Bank Limited (“Bank”), by conveying my/ our consent (**FOR**) or dissent (**AGAINST**) to the said Resolution(s) by placing the tick (✓) mark at the appropriate box below (tick in both boxes will render the ballot invalid):

Item No.	Resolution(s)	No. of Equity Shares held by me/ us	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	Resolution approving reduction in the authorised share capital of Bandhan Bank Limited from ₹ 5200,00,00,000/- (Rupees Five Thousand Two Hundred Crore) divided into 520,00,00,000/- (Five Hundred Twenty Crore) equity shares of ₹ 10/- (Rupees Ten) each to ₹ 3200,00,00,000/- (Rupees Three Thousand Two Hundred Crore) divided into 320,00,00,000 (Three Hundred Twenty Crore) equity shares of ₹ 10/- (Rupees Ten) each and consequential amendment to the Capital Clause of the Memorandum of Association of the Bank			
2.	Special resolution approving the increase in the total shareholdings of all Foreign Portfolio Investors (“FPIs”) and Foreign Institutional Investors (“FIIs”) registered with the Securities and Exchange Board of India (“SEBI”), including their sub-accounts from 24% to 49% of the paid-up share capital of the Bank (which is the permissible limit)			

Place:

Date:

Signature of the Shareholder

Member holding equity shares in physical form are requested to provide his **email Id** here: _____

Members holding shares in electronic form who have not registered their email Id with Depository Participants (“DP”) may update their email Ids with respective DP.

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	USER ID	PASSWORD

Last date for receipt of Postal Ballot Form by Scrutinizer is **Wednesday, December 04, 2019** on or before **05.00 p.m. IST.**

Note: Please read the instructions given overleaf before exercising your vote through this Postal Ballot Form.

INSTRUCTIONS FOR FILLING POSTAL BALLOT FORM

- (i) Members desiring to exercise vote by physical Postal Ballot Form may complete this Form and send it to the Scrutinizer in the enclosed self-addressed prepaid business reply envelope ('BRE'). Postage will be borne and paid by the Bank. However, envelopes containing Postal Ballot Form(s), if deposited in person or sent by courier or registered/speed post at the expense of the Member will also be accepted.
- (ii) The consent must be accorded by recording the assent in the Column 'FOR' and dissent in the Column 'AGAINST' by placing a tick (✓) mark in the appropriate box in the Postal Ballot Form. The assent or dissent received in any other physical form shall be considered as invalid.
- (iii) This Form should be completed and signed by the Member, as per the specimen signature registered with the Bank/ Registrar and Transfer Agent of the Bank/ Depository Participants. In case of joint holding, this Form should be completed and signed by the first named Member and in his/her absence, by the next named Member.
- (iv) A member can request for duplicate Postal Ballot Form. Duly completed Postal Ballot Form should reach the Scrutinizer at the address mentioned below not later than **05.00 p.m. IST on Wednesday, December 04, 2019**. Postal Ballot Form(s) received after this date will be strictly treated as if reply from such Shareholder(s) has not been received.

CS Anjan Kumar Roy, Scrutinizer

(Unit: **Bandhan Bank Limited**)

C/o Karvy Fintech Private Limited

Karvy Selenium Tower B, Plot 31-32

Gachibowli, Financial District, Nanakramguda

Hyderabad - 500 032

- (v) There will be only one Postal Ballot Form for every folio irrespective of the number of joint Shareholder(s). A Member is not entitled to appoint a proxy to vote in his/her behalf by postal ballot.
- (vi) In case of shares held by companies, trusts, societies etc., they are required to send a scanned copy (PDF/JPG Format) of the relevant board resolution/ authority letter, etc., together with attested specimen signature(s) of the duly authorised signatory(ies) who is/ are authorised to vote, to the Scrutinizer through email to **akroyco@yahoo.co.in** with a copy marked to **evoting@karvy.com**. The scanned image of the above mentioned documents should be in the naming format "**Bandhan Bank Limited – EVENT No. __**".
- (vii) Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed BRE, as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer and the Bank would not be liable to acknowledge or act on the same.
- (viii) Members are requested to fill the Postal Ballot Form in indelible ink and avoid filling it by using erasable writing medium. Incomplete, unsigned, incorrect, defaced or mutilated Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of a Postal Ballot Form will be final and binding.
- (ix) A Member need not use all the votes or cast all the votes in the same way. Voting rights shall be reckoned on the paid-up value of the shares registered in the names of the equity shareholders as on **Wednesday, October 30, 2019**. The voting rights of the Members would be subject to the provisions of Section 12(2) of the Banking Regulation Act, 1949, as amended from time to time.
- (x) The Bank is also offering Remote e-voting facility as an alternate, for all its Members to enable them to cast their votes electronically instead of physical Postal Ballot Form. The detailed procedure for Remote e-voting has been enumerated in the Notes to the Postal Ballot Notice dated October 24, 2019 for the Shareholders.
- (xi) Kindly note that the Members can opt for only one mode of voting, i.e., either through physical Postal Ballot Form or Remote e-voting. If the Members opt for Remoting e-voting, then they should not vote by Postal Ballot and vice versa. However, in case Members cast their vote by physical Postal Ballot Form as well as Remote e-voting, then voting done through Remote e-voting shall prevail and voting done by physical Postal Ballot Form shall be treated as invalid.
- (xii) The resolutions as contained in the Postal Ballot Notice dated October 24, 2019, if approved, by the requisite majority by the Members, shall be deemed to have been passed on **Wednesday, December 04, 2019**, being the last date specified for receipt of duly completed Postal Ballot Forms or Remote e-voting.
- (xiii) Resolutions passed by the Members through Postal Ballot are deemed to have been passed as if the same have been passed at a General Meeting of the Members.