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August 03, 2020

BSE LimitedDept of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400001**BSE Scrip Code: 541153****National Stock Exchange of India Limited**The Listing Department
Exchange Plaza,
Bandra Kurla Complex,
Mumbai - 400051**NSE Symbol: BANDHANBNK**

Dear Sir/ Madam,

Subject: Disclosure under application regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - dilution of excess shareholding of the promoter in the Bank

We would like to inform that in terms of the Guidelines for Licensing of New Banks in the Private Sector issued by RBI on February 22, 2013, ('Licensing Guidelines') and Licensing conditions, Bandhan Financial Holdings Limited ('BFHL' or the 'NOFHC'), the holding company of the Bank was required to bring its excess shareholding to 40 per cent of the paid-up voting equity capital of the Bank.

The Bank has been exploring various options / opportunities to bring the shareholding to the prescribed level. Pursuant to amalgamation of GRUH Finance Limited into and with the Bank effective from October 17, 2019 and consequent to issuance of fresh equity shares to the Shareholders of GRUH on October 21, 2019, the shareholding of NOFHC in the Bank diluted from 82.26 per cent to 60.96 per cent of its paid-up voting equity share capital.

In order to be fully compliant with the Licensing Guidelines, the NOFHC has today i.e. August 03, 2020 informed the Bank that it has diluted its excess shareholding of 20.95 per cent i.e. 33,73,67,189 equity shares of Rs. 10/- (Rupees Ten only) each fully paid-up in the Bank through secondary market sale. Consequent to the above transaction, the shareholding of NOFHC in the Bank has been reduced to 40 per cent of the total paid-up voting equity capital of the Bank which is in compliance with the aforesaid Guidelines and the licensing conditions of the Bank.

In view of the above dilution, all the licensing conditions for the Bank are now complied with.



