



Bandhan Bank Limited

Regd. Office: DN 32, Sector V, Salt Lake, Kolkata – 700091; **CIN:** L67190WB2014PLC204622;
Phone: 91-33-6609 0909; **Fax:** 91-33-6609 0502; **Email :** companysecretary@bandhanbank.com;
Website: www.bandhanbank.com

POSTAL BALLOT FORM

Name of the Member(s) <i>(including Joint Holder(s), if any)</i>	:	
Registered Address of the Sole / first named Member	:	
Registered Folio No./ DPID and Client ID* <i>(*applicable in case of shares held in electronic form)</i>	:	
Number of Equity Shares held as on June 14, 2019	:	

I/We hereby exercise my/ our vote in respect of the Resolution to be passed through Postal Ballot for the business stated in the Notice dated June 21, 2019 for NCLT convened meeting of shareholders, issued by the Bandhan Bank Limited ("**Bank**"), by conveying my/ our consent (FOR) or dissent (AGAINST) to the said Resolutions by placing the tick (v) mark at the appropriate box below *(tick in both boxes will render the ballot invalid)*:

Item No.	Resolution	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 the scheme of amalgamation of GRUH Finance Limited (Transferor Company) into and with Bandhan Bank Limited (Transferee Company) and their respective shareholders pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 and applicable SEBI Regulations			

Date:
Place:

Signature of the Member

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	USER ID	PASSWORD

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

Instructions for filling Postal Ballot Form

- (i) The Bank is also offering remote e-voting facility to all its Members to enable them to cast their votes electronically instead of physical Postal Ballot Form. The detailed procedure for e-voting has been enumerated in the Notes to the Notice for the Shareholders.
- (ii) 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 ballot 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.

- (iii) Members desiring to exercise vote by physical ballot may complete this Form and send it to the Scrutinizer in the enclosed self-addressed prepaid business reply envelope. 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.
- (iv) 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.
- (v) 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.
- (vi) Duly completed Postal Ballot Form should reach the Scrutinizer at the address mentioned below not later than 5:00 p.m. on Monday, July 29, 2019. Postal Ballot Form(s) received after this date will be strictly treated as if reply from such Shareholder(s) has not been received.

Mr. Pallav Kumar Mitra, Advocate, 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

- (vii) 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.
- (viii) 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 mitrapallab82@gmail.com 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 – NCM".
- (ix) Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed pre-paid business reply envelope, 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 Company would not be liable to acknowledge or act on the same.
- (x) Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of a Postal Ballot will be final and binding.
- (xi) A Member may participate in the NCLT convened meeting even after exercising his right to vote through remote E-voting / Postal Ballot but shall not be allowed to vote again at the NCLT convened meeting through electronic voting at the venue.
- (xii) Voting rights shall be reckoned on the paid-up value of the shares registered in the names of the equity shareholders as on Friday, June 14, 2019. The voting rights of the shareholders would be subject to the provisions of Section 12(2) of the Banking Regulation Act, 1949, as amended from time to time.
- (xiii) The resolution as contained in the NCLT Convened meeting notice dated June 21, 2019, if approved, shall be deemed to have been passed on July 30, 2019, being the date of NCLT convened meeting.