



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

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL, BENCH, AT KOLKATA

C.A. (CAA) NO. 489/KB OF 2019

In the matter of the Companies Act, 2013; And
In the matter of Sections 230 to 232 read with other relevant provisions of the Companies Act, 2013; And
In the matter of Bandhan Bank Limited; And
In the matter of the Scheme of Amalgamation of GRUH Finance Limited with Bandhan Bank Limited;

BANDHAN BANK LIMITED (CIN: L67190WB2014PLC204622), a company incorporated under the provisions of the Companies Act, 2013 and having its registered office at DN-32, Sector V, Salt Lake, Kolkata-700091, West Bengal, India

...Applicant Company

EQUITY SHAREHOLDERS

FORM OF PROXY

[As per Form MGT -11 and pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19 (3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)	
Registered Address	
E – mail ID	
Folio No./ DPID and Client ID*	

**applicable in case of shares held in electronic form*

I / We, being the member (s) of shares of the above named Applicant Company, hereby appoint:

1. Name:.....

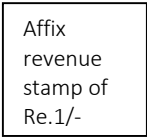
Address:.....

E – mail ID: Signature:, or failing him;

2. Name:.....
 Address:.....
 E – mail ID: Signature:, or failing him;
3. Name:.....
 Address:.....
 E – mail ID: Signature:

as my/our proxy, to act for me/us at the meeting of the Equity Shareholders of the Applicant Company to be held at Mini Auditorium, Biswa Bangla Convention Centre, DG Block (Newtown), Action Area I, New Town, West Bengal 700 156, India, on Tuesday, July 30, 2019 at 11.00 a.m. for the purpose of considering and, if thought fit, approving, with or without modification(s), the arrangement embodied in the Scheme of Amalgamation of GRUH Finance Limited with Bandhan Bank Limited (the “Scheme”) and at such meeting, and at any adjournment or adjournments thereof, to vote, for me/us and in my/our name(s)_____ (here, if ‘for’, insert ‘FOR’, if ‘against’, insert ‘AGAINST’, and in the later case, strike out the words below after ‘the Scheme’) the said arrangement embodied in the Scheme, either with or without modification(s)*, as my/our proxy may approve.
 (*Strike out whatever is not applicable)

Signed this _____ day of _____ 2019
 Signature of Shareholder (s) _____
 Signature of Proxy Holder (s) _____



(Signature across the stamp)

Notes:

1. The form of proxy must be deposited at the registered office of Bandhan Bank Limited at DN-32, Sector V, Salt Lake, Kolkata-700 091, West Bengal, India, at least 48 (forty-eight) hours before the scheduled time of the commencement of the said meeting.
2. All alterations made in the form of proxy should be initialed.
3. Please affix appropriate revenue stamp before putting signature.
4. In case of multiple proxies, the proxy later in time shall be accepted.
5. Proxy need not be a shareholder of Bandhan Bank Limited.
6. No person shall be appointed as a proxy who is a minor.
7. The proxy of a shareholder, blind or incapable of writing, would be accepted if such shareholder has attached his signature or mark thereto in the presence of a witness who shall add to his signature his description and address: provided that all insertions in the proxy are in the handwriting of the witness and such witness shall have certified at the foot of the proxy that all such insertions have been made by him at the request and in the presence of the shareholder before he attached his signature or mark.
8. The proxy of a shareholder who does not know English would be accepted if it is executed in the manner prescribed in point no. 7 above and the witness certifies that it was explained to the shareholder in the language known to him, and gives the shareholder’s name in English below the signature.