

Ref. No.: BBL/076/2022-23

June 15, 2022

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,

Sub: Disclosures under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We would like to inform that the Board of Directors of Bandhan Bank Limited (the '**Bank**'), at its meeting held on June 15, 2022, on the basis of the recommendations of the Nomination and Remuneration Committee of the Board, has approved the appointment of Mr. Philip Mathew (DIN: 09638394) as an Additional Director (Independent) on the Board of the Bank, with effect from June 15, 2022. Mr. Mathew shall hold office as additional director up to the date of the ensuing Annual General Meeting ('**AGM**') or up to three months from the date of his appointment, whichever is earlier. Further, the Board of Directors has approved the appointment of Mr. Mathew as an Independent Director of the Bank, for a period of three consecutive years, with effect from June 15, 2022, which is subject to approval of Shareholders of the Bank. The brief profile of Mr. Mathew is enclosed.

The Board of Directors has also approved and recommended the following proposals for the approval of Shareholders at the ensuing Annual General Meeting of the Bank:

- i) Appointment of Mr. Philip Mathew (DIN: 09638394) as an Independent Director of the Bank, for a period of three consecutive years, with effect from June 15, 2022, not liable to retire by rotation;
- ii) Re-appointment of Mr. Narayan Vasudeo Prabhutendulkar (DIN: 00869913), for his second term as an Independent Director of the Bank, for a period of five consecutive years, with effect from May 08, 2023, not liable to retire by rotation;
- iii) Re-appointment of Mr. Vijay Nautamlal Bhatt (DIN: 00751001), for his second term as an Independent Director of the Bank, for a period of five consecutive years, with effect from May 08, 2023, not liable to retire by rotation;

- iv) Re-appointment of Dr. Holger Dirk Michaelis (DIN: 07205838), Nominee Director of Caladium Investment Pte. Ltd., being liable to retire by rotation at the ensuing 8th AGM of the Bank, and who, being eligible, has offered himself for re-appointment.

None of the aforesaid Directors is related to any of the other Directors of the Bank. Further, none of said Directors is debarred/disqualified from holding office of director by virtue of any Order of Securities and Exchange Board of India or any other such authority. The profiles of all the aforesaid Directors of the Bank is available on website of the Bank, at: <https://bandhanbank.com/corporate-governance>.

In addition to the above and in furtherance to our letter Ref. No.: BBL/019/2022-23 dated April 16, 2022, we hereby wish to inform that the Board of Directors of the Bank, at its aforesaid meeting, pursuant to the approval of RBI and the recommendations of the Audit Committee of the Board ('**ACB**'), has approved and recommended to the Shareholders for approval at the ensuing 8th AGM, the appointment of M/s. Singhi & Co., Chartered Accountants (FRN: 302049E), as Joint Statutory Auditors of the Bank, for a period of three consecutive years, to hold office from the conclusion of the ensuing 8th AGM until the conclusion of the 11th AGM to be held in 2025, subject to the fulfilment of the eligibility norms each year as per the RBI Guidelines for appointment of statutory auditors and approval of RBI on an annual basis during this tenure, on such terms and conditions, as may be approved by the ACB or the Board of Directors.

You are requested to take note of the above.

This disclosure is being simultaneously uploaded on the website of the Bank at www.bandhanbank.com.

Thanking you.

Yours faithfully,

for **Bandhan Bank Limited**



Indranil Banerjee

Company Secretary & Compliance Officer



Encl.: As above

Brief Profile of Mr. Philip Mathew (DIN: 09638394)

Mr. Philip Mathew, a HR practitioner, has almost 30 years of work experience. He resigned from HDFC Bank as the Chief People Officer in 2018 after his association of around 16 years. During his tenure at HDFC Bank, he was involved in various HR related initiatives, such as, successful transition to a cloud-based enterprise-wide HR application, amongst the first to adopt the new governance and risk management standards set by Compensation Guidelines by RBI, implementation of HR metrics, recognition as 'Best Employer' in the BT Survey in 2016, etc., and with regard to training and development, online learning, revisiting instructional design and systematic measurement of training effectiveness of designated programmes.

His experience as a HR practitioner spans across organisations involved in manufacturing and financial services. His career journey has been through the entire landscape of HR with significant depth. He was Plant HR In charge at Rallis India Ltd and Marico Industries Ltd, Project Lead for roll-out of new PMS at ANZ Grindlays Bank, a brief corporate stint at Colgate-Palmolive before becoming Head HR at Sharekhan.com and thereafter, moved to HDFC Bank in 2002, where he started as AVP - HR Operations and grew to become the Chief People Officer for HDFC Bank. Currently, he is associated with development of HR related solutions.

Mr. Mathew is M.A (PM & IR) from the Tata Institute of Social Sciences and B.Sc (Statistics) from the Loyola College.

