

**CALADIUM INVESTMENT PTE. LTD.**

Company Registration No.: 200618414D  
(Incorporated in the Republic of Singapore)  
Registered Office: 168 Robinson Road #37-01 Capital Tower Singapore 068912

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Date: 8 Jan 2024

To,  
The Board of Directors  
Bandhan Bank Limited  
Floors 12-14, Adventz Infinity @5, Unit- 507, BN - 5, Sector-V, Salt Lake City, Kolkata -  
700 091

Re: Change in nominee director on the Board of Bandhan Bank Limited

We, Caladium Investment Pte. Ltd. (the **"Investor"**), under Article 117 of the Articles of Association ("**AOA**") of Bandhan Bank Limited, nominated Dr. Holger Dirk Michaelis on the Board of Bandhan Bank Limited (**"the Bank"**).

Dr. Holger is serving on the Board of the Bank since February 12, 2016 as Nominee Director. However, in terms of Section 10A(2A)(i) of the Banking Regulation Act, 1949 read with RBI Circular ref no. RBI/2021-22/24 DOR.GOV.REC.8/29.67.001/2021-22 dated April 26, 2021 on 'Corporate Governance in Banks - Appointment of Directors and Constitution of Committees of the Board', total tenure of a Non-Executive Director, continuously or otherwise, on the board of a bank, shall not exceed eight years. Accordingly, tenure of Dr. Holger as Nominee Director on the Board of the Bank would expire on February 11, 2024.


In view of the above and in terms of Article 117 of the AOA, we hereby nominate Mr. Pankaj Sood (DIN :05185378) to replace Dr. Holger Dirk Michaelis upon his retirement from the Board of the Bank, as the Investor's nominee to be appointed as a Director on the Board of the Bank, in compliance with the applicable laws.

Details of the proposed nominee is as under for your reference:  
Mr. Pankaj Sood (DIN: 05185378)

You are requested to take the same on record and do the needful. We would be furnishing the documents required for the proposed appointment in due course.

Yours sincerely,

Caladium Investment Pte. Ltd. (the **"Investor"**)

DocuSigned by:  
  
83918148EF15402

Name: Mark Lim Tze-Han  
Authorized Signatory

March 05, 2024

To  
**The Nomination & Remuneration Committee /  
Board of Directors**  
Bandhan Bank Limited  
14<sup>th</sup> floor, Adventz Infinity@5  
BN-5, Sector V, Salt Lake  
Kolkata - 700 091

Dear Sirs/Madam,

**Sub.: Notice under Section 160 of the Companies Act, 2013 proposing the candidature of  
Mr. Rajinder Kumar Babbar (PAN: ██████████) for the office of Director**

In terms of the provisions of Section 160 of the Companies Act, 2013 (the 'Act'), a member shall give a notice in writing under his hand signifying the candidature of a person for the office of Director, along with the deposit of Rs. 1,00,000, which shall be refunded, if the person proposed gets elected as a director or gets more than 25 per cent. of the total valid votes cast. However, requirement of deposit of amount does not apply in case of appointment of an independent director or a director recommended by the Nomination and Remuneration Committee.

In view of the above, I, Plaban Chatterjee, Shareholder of the Bank holding 265 equity shares of Rs. 10 each, hereby propose the candidature of Mr. Rajinder Kumar Babbar (PAN: ██████████), as Director of the Bank.

I hereby request Nomination & Remuneration Committee of the Bank to consider my proposal favorably and make necessary recommendations to the Board of Directors of the Bank for onward recommendation to the Shareholders of the Bank.

Thanking you.

With regards

*Plaban Chatterjee*

**Plaban Chatterjee**

(DP & Client ID: 1203230002150344)