

Ref. No.: BBL/161/2024-25

July 26, 2024

BSE Limited

Dept. of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

BSE Scrip Code: 541153**National Stock Exchange of India Limited**

The Listing Department
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400051

NSE Symbol: BANDHANBNK

Dear Sir/Madam,

Sub: Outcome of Board Meeting held on July 26, 2024 – the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR')

Unaudited Financial Results

1. Pursuant to the provisions of Regulation 33 and other applicable provisions of the SEBI LODR, please be informed that the Board of Directors (the '**Board**') of Bandhan Bank Limited ('**the Bank**'), at its meeting held today, i.e., **Friday, July 26, 2024**, has considered and approved the Unaudited Financial Results of the Bank, for the quarter (Q1) ended June 30, 2024. Accordingly, please find enclosed:
 - i) the Unaudited Financial Results of the Bank for the quarter (Q1) ended June 30, 2024; and
 - ii) the Limited Review Report, issued by the Joint Statutory Auditors of the Bank, on the aforesaid Unaudited Financial Results.

A copy of Press Release and Earnings Update Presentation on the abovementioned Results of the Bank would be submitted separately.

Further, please note that the window for trading in securities of the Bank, which was closed for its Promoter(s), Member(s) of the Promoter Group, Directors, Designated Persons, Auditors and their immediate relatives, and Connected Persons, from July 01, 2024, shall re-open 48 hours after the declaration of the aforesaid Unaudited Financial Results.

10th Annual General Meeting ('AGM') of the Bank

2. Pursuant to the applicable provisions of the SEBI LODR, please be further informed that the 10th AGM of the Members of the Bank will be held on **Tuesday, August 20, 2024, at 11:00 a.m. (IST)**, through Video-Conferencing ('**VC**') / Other Audio-Visual Means ('**OAVM**'), in compliance with the relevant provisions of the Companies Act, 2013 and the Rules made thereunder, read with relevant circulars issued in this regard, by the Ministry of Corporate Affairs and the SEBI (collectively, referred as '**the relevant Circulars**').

3. The Board of Directors has recommended the following proposals for the approval of Shareholders at the ensuing AGM of the Bank:

Ordinary Business:

- a. Adoption of the Audited Annual Financial Statement of the Bank for the financial year ended March 31, 2024 and the Reports of the Auditors and the Board of Directors thereon;
- b. Declaration of Dividend on equity shares of the Bank for the financial year ended March 31, 2024;

The Bank, vide its letter bearing Ref. No. BBL/070/2024-25 dated May 17, 2024, had informed that the Board, at its meeting held on May 17, 2024, has recommended Dividend of Rs. 1.50 (Rupee One and Fifty Paise Only) per equity share having face value of Rs. 10 each (i.e., 15%) from the profits of the Bank for the Financial Year ended March 31, 2024, subject to approval of Shareholders at the Bank's AGM.

- c. Re-appointment of Ms. Divya Krishnan (DIN: 09276201), Non-Executive Non-Independent Director (Nominee of Bandhan Financial Holdings Limited), being liable to retire by rotation at the ensuing AGM of the Bank, and who, being eligible, has offered herself for re-appointment;
- d. Appointment of M/s. V. Sankar Aiyar & Co., Chartered Accountants (ICAI Firm Registration No.: 109208W), as Joint Statutory Auditors of the Bank, for a period of three consecutive years, to hold office from the conclusion of the ensuing 10th AGM until the conclusion of the 13th AGM of the Bank to be held in 2027, subject to approval of RBI on an annual basis, and fixation of the remuneration of Joint Statutory Auditors;

Special Business:

- e. Remuneration of Mr. Chandra Shekhar Ghosh (DIN: 00342477), former Managing Director & CEO of the Bank, from April 01, 2023 to July 09, 2024;
 - f. Remuneration of Mr. Ratan Kumar Kesh (DIN: 10082714), as Executive Director & Chief Operating Officer of the Bank, with effect from April 01, 2023;
 - g. Appointment of Mr. Ratan Kumar Kesh (DIN: 10082714) as Interim Managing Director & Chief Executive Officer, Key Managerial Personnel of the Bank, not liable to retire by rotation, with effect from July 10, 2024, for a period of three months or till new MD&CEO takes charge, whichever is earlier; and
 - h. Approval of material related party transactions with promoter entities for banking transactions during the financial year ending on March 31, 2025 and up to the date of the 11th Annual General Meeting of the Bank to be held in 2025.
4. In compliance with the applicable provisions of the relevant circulars, the Notice for the 10th AGM, along with Annual Report for the Financial Year 2023-24, will be sent only through electronic mode to all those Members of the Bank, who have registered their e-mail addresses with the Bank/ the Bank's Registrar and Transfer Agent ('RTA'), KFin Technologies Limited ('KFintech') [in respect of shares held in physical form] / Depositories Participants

('DP') [in respect of shares held in dematerialized form]. The details about the manner of registering / updating email addresses, casting vote through e-voting and attending the AGM through VC / OAVM have been set out in the Notice of the AGM. The Notice of the AGM and the Annual Report will also be made available on the website of the Bank at <https://bandhanbank.com/annual-reports>.

5. The Bank has fixed **Tuesday, August 13, 2024** as the '**Cut-off Date**' for the purpose of determining the Members eligible to vote on the resolutions set out in the Notice of the 10th AGM or to attend the AGM.
6. The Register of Members and Share Transfer Book of the Bank shall remain closed from **Wednesday, August 14, 2024 to Tuesday, August 20, 2024** (both days inclusive) for the purpose of AGM and payment of Dividend. Accordingly, the Record Date for the purpose of Dividend has been fixed as **Tuesday, August 13, 2024**. The Dividend, if declared by the Members in the ensuing AGM, will be paid to the eligible Members of the Bank within 30 days of the date of its declaration.
7. The remote e-voting period will commence on **Friday, August 16, 2024 at 9.00 a.m. (IST)** and end on **Monday, August 19, 2024 at 5.00 p.m. (IST)**.
8. Further, e-voting facility will also be made available during the AGM and Members attending the AGM, who have not cast their vote(s) by remote e-voting, will be able to vote during the AGM.
9. Members, as on the Cut-off Date, may cast their vote(s) either through remote e-voting or e-voting during the AGM on the resolutions set out in the Notice of the 10th AGM.

The Board Meeting commenced at 10:00 a.m. and concluded at 03:30 p.m.

You are requested to take note of the above.

This disclosure and the above mentioned documents are being simultaneously uploaded on the Bank's website at www.bandhanbank.com.

Thanking you.

Yours faithfully,

for **Bandhan Bank Limited**



Indranil Banerjee

Company Secretary

Encl.: As above