

May 07, 2024

National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Mumbai - 400051	BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001
Symbol : EQUITASBNK	Scrip Code : 543243

Dear Sirs

**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Notice of Postal ballot through electronic voting**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Notice of Postal Ballot through electronic voting (“Notice”) dated April 24, 2024 together with the Explanatory statement thereto, seeking approval of the Members of Equitas Small Finance Bank Limited (“the Bank/the company”) through Postal Ballot process, only by way of e-voting, for the following special business as set out in the said notice:

S.No.	Resolution	Description of the resolution
1	Special	Appointment of Dr. Gulshan Rai (DIN:01594321) as Independent Director of the Bank
2	Special	Appointment of Mr. Anil Kumar Sharma (DIN:08537123) as Independent Director of the Bank
3	Ordinary	Appointment of Mr. Anil Kumar Sharma (DIN:08537123) as Part-time Chairman of the Bank

The Company has completed dispatch of the Notice today i.e., May 07, 2024, to the Members whose name appears in the Register of Members of the Company/ Register of Beneficial Owners maintained by the Depositories and whose email IDs are registered with the Company/Depositories as on the cut-off date i.e., **Friday, April 26, 2024**. Eligible Members can vote through remote e-voting facility on the special business specified in the Notice during the following voting period. Voting rights of the Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Bank as on the cut-off date.

<b>Commencement of e-voting</b>	<b>End of e-voting</b>
<b>Wednesday, May 08, 2024 at 9.00 A.M. (IST)</b>	<b>Thursday, June 06, 2024 at 5.00 P.M. (IST)</b>

The Postal Ballot Notice along with the e-voting procedure can also be downloaded from the website of the Bank <https://ir.equitasbank.com/shareholder-services/> and website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

Kindly take the same on record.

Thanking you

Yours faithfully

**For Equitas Small Finance Bank Limited**

**N Ramanathan**  
**Company Secretary**

**Encl: a/a**



**BEYOND BANKING**

When you bank with us, you contribute towards a better society.

**Equitas Small Finance Bank Limited**  
(Previously known as Equitas Finance Limited)

4<sup>th</sup> Floor, Phase II, Spencer Plaza, No.769, Mount Road, Anna Salai, Chennai, Tamil Nadu, India - 600 002

T: +91 44 4299 5000 | F: +91 44 4299 5050 | [corporate@equitas.in](mailto:corporate@equitas.in) | [www.equitasbank.com](http://www.equitasbank.com) | Toll Free: 1800 103 1222 | CIN No: L65191TN1993PLC025280



## EQUITAS SMALL FINANCE BANK LIMITED

CIN: L65191TN1993PLC025280

Registered Office: 4th Floor, Phase II, Spencer Plaza No. 769, Mount Road, Anna Salai, Chennai - 600002

Tel: 044-4299 5000; Fax: 044-4299 5050

E-mail: cs@equitasbank.com, Website: www.equitasbank.com

### POSTAL BALLOT NOTICE

Dear Member(s)

**NOTICE** is hereby given that pursuant to Section 110 of the Companies Act, 2013 ("the Act") and other applicable provisions of the Act read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 9/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (including any statutory modification(s) or re-enactment thereof, for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015, Secretarial Standard (SS-2) on General Meetings and any other applicable laws and regulations, the resolutions appended below are proposed to the Members of Equitas Small Finance Bank Limited ("the Company" or "the Bank") for approval through Postal Ballot only by way of remote e-voting process.

In compliance with the applicable laws, the manner of voting on the proposed resolutions is restricted only to remote e-voting ("e-voting") i.e., by casting votes electronically instead of postal ballot forms. The instructions for e-voting are appended to this Postal Ballot Notice under the head 'Instructions for e-voting'.

### SPECIAL BUSINESS

#### **Item No. 1: Appointment of Dr. Gulshan Rai (DIN: 01594321) as Independent Director of the Bank**

To consider and if thought fit, to pass the following resolution as a *Special Resolution*:

**"RESOLVED THAT** pursuant to Section 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules made thereunder, Regulations 16(1)(b), 17, 25 (2A) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI (LODR) Regulations, 2015") and applicable provisions, if any, of the Banking Regulation Act, 1949, RBI Circulars dated June 25, 2004, May 23, 2011, November 24, 2016 and March 31, 2020 on Fit and Proper criteria for Directors of Banks & the rules, guidelines and circulars issued by the Reserve Bank of India ("RBI") from time to time and any other applicable laws (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Board-approved Policy on Selection of Directors, the Articles of Association of the Bank and pursuant to the recommendation of the Nomination and Remuneration Committee and the approval by the Board of Directors of the Bank ('Board'), Dr. Gulshan Rai (DIN: 01594321) who was appointed as an Additional Director by the Board on March 28, 2024, be and is hereby appointed as an Independent Director of the Bank not liable to retire by rotation, with effect from March 28, 2024 until April 08, 2028 (both days inclusive), at such remuneration (including commission) as may be determined by the Bank from time to time in addition to the sitting fees for Board/ Committee meetings of the Bank in terms of the RBI's Circular on Corporate Governance in Banks - Appointment of Directors and Constitution of Committees of the Board dated April 26, 2021, RBI's Circular on Review of Fixed Remuneration granted to Non-Executive Directors ("NEDs") dated February 9, 2024 and any other relevant RBI guidelines in relation to compensation to NEDs, applicable provisions of the Companies Act, 2013 & SEBI (LODR) Regulations, 2015 including amendments thereof from time to time.

**RESOLVED FURTHER THAT** MD & CEO, CFO, CPO, CS and CCO of the Bank be and are hereby severally authorised to do all such acts, deeds and things as may be necessary and incidental to give effect to this resolution including filing of necessary forms, returns, documents and intimations with the regulatory and statutory authorities."

#### **Item No. 2: Appointment of Mr. Anil Kumar Sharma (DIN: 08537123) as Independent Director of the Bank**

To consider and if thought fit, to pass the following resolution as a *Special Resolution*:

**"RESOLVED THAT** pursuant to Section 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules made thereunder, Regulations 16(1)(b), 17, 25 (2A) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI (LODR) Regulations, 2015") and applicable provisions, if any, of the Banking Regulation Act, 1949, RBI Circulars dated June 25, 2004, May 23, 2011, November 24, 2016 and March 31, 2020 on Fit and Proper criteria for Directors of Banks & the rules, guidelines and circulars issued by the Reserve Bank of India ("RBI") from time to time and any other applicable laws (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Board-approved Policy on Selection of Directors, the Articles of Association of the Bank, pursuant to the recommendation of the Nomination and Remuneration Committee and the approval by the Board of Directors of the

Bank ('Board'), Mr. Anil Kumar Sharma (DIN: 08537123) who was appointed as an Additional Director by the Board on April 24, 2024 with effect from April 25, 2024, be and is hereby appointed as Independent Director of the Bank not liable to retire by rotation, for a period of five (5) years, with effect from April 25, 2024 until April 24, 2029 (both days inclusive), at such remuneration (including commission) as may be determined by the Bank from time to time in addition to the sitting fees for Board/ Committee meetings of the Bank in terms of the RBI's Circular on Corporate Governance in Banks - Appointment of Directors and Constitution of Committees of the Board dated April 26, 2021, RBI's Circular on Review of Fixed Remuneration granted to Non-Executive Directors ("NEDs") dated February 9, 2024 and any other relevant RBI guidelines in relation to compensation to NEDs, applicable provisions of the Companies Act, 2013 & SEBI (LODR) Regulations, 2015 including amendments thereof from time to time.

**RESOLVED FURTHER THAT** MD & CEO, CFO, CPO, CS and CCO of the Bank be and are hereby severally authorised to do all such acts, deeds and things as may be necessary and incidental to give effect to this resolution including filing of necessary forms, returns, documents and intimations with the regulatory and statutory authorities."

**Item No. 3: Appointment of Mr. Anil Kumar Sharma (DIN: 08537123) as Part-time Chairman of the Bank**

To consider and if thought fit, to pass the following resolution as an *Ordinary Resolution*:

**"RESOLVED THAT** pursuant to applicable provisions of the Companies Act, 2013 and the Rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Banking Regulation Act, 1949, guidelines and circulars issued by the Reserve Bank of India ("RBI") from time to time and any other applicable laws (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), in consonance with the provisions of the Articles of Association of the Bank, pursuant to the recommendation of the Nomination and Remuneration Committee and the approval by the Board of Directors of the Bank ('Board') and RBI vide its letter bearing reference DoR.GOV.No.S120/29.44.002/2024-25 dated April 04, 2024, Mr. Anil Kumar Sharma (DIN: 08537123), be and is hereby appointed as the Part-time Chairman of the Bank (Non-Executive) for a period of three (3) years, effective from April 25, 2024 until April 24, 2027 at such remuneration (including commission) as may be determined by the Bank from time to time and as approved by RBI, in addition to the sitting fees for Board/ Committee meetings of the Bank in terms of the RBI's Circular on Corporate Governance in Banks - Appointment of Directors and Constitution of Committees of the Board dated April 26, 2021, RBI's Circular on Review of Fixed Remuneration granted to Non-Executive Directors ("NEDs") dated February 9, 2024 and any other relevant RBI guidelines in relation to compensation to NEDs, applicable provisions of the Companies Act, 2013 & SEBI (LODR) Regulations, 2015 including amendments thereof from time to time.

**RESOLVED FURTHER THAT** MD & CEO, CFO, CPO, CS and CCO of the Bank be and are hereby severally authorised to do all such acts, deeds and things as may be necessary and incidental to give effect to this resolution including filing of necessary forms, returns, documents and intimations with the regulatory and statutory authorities."

**By Order of the Board  
For Equitas Small Finance Bank Limited**

**N Ramanathan**  
Company Secretary  
Membership No. A28366

Place: Chennai  
Date: April 24, 2024

## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### Item No 1:

Pursuant to the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its Meeting held on March 28, 2024 appointed Dr. Gulshan Rai (DIN: 01594321) as an Additional Director (Independent) of the Bank subject to the approval of Shareholders for a period effective from March 28, 2024 until April 08, 2028 (both days inclusive) .

In terms of Regulation 17(1C) of the SEBI (LODR) Regulations, 2015, listed entity shall ensure that the approval of Shareholders for appointment of a person on the Board of Directors or as a manager is taken at the next general meeting or within a period of three months from the date of appointment, whichever is earlier. It is therefore proposed to obtain the approval of Shareholders by way of Postal Ballot.

The Bank has received declaration of independence from the above Director as required under sub-section (6) of Section 149 of the Act and Regulation 16 of the SEBI (LODR) Regulations, 2015. Dr. Gulshan Rai is not disqualified from being appointed as a Director in terms of Section 164 of the Act and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and has given his consent to act as a Director of the Company. Also under Section 149 (13) of the Act, he will not be liable to retire by rotation.

Dr. Gulshan Rai has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge the duties as stipulated under Regulation 25(8) of SEBI (LODR) Regulations, 2015. Dr. Gulshan Rai is in compliance with the requirements mandated under Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs (IICA) and is exempt from the requirement to undertake online proficiency self-assessment test conducted by IICA.

In the opinion of the Board, Dr. Gulshan Rai is a person of integrity and fulfills the criteria for being appointed as Independent Director in accordance with Section 149 of the Act, Rules framed thereunder, Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015 and he also fulfills the criteria for ascertaining "fit and proper" status of Directors as per RBI Circulars dated June 25, 2004, May 23, 2011, November 24, 2016 and March 31, 2020. Considering the qualification, experience, stature and standing, his appointment as an Independent Director would immensely benefit the Bank and his guidance will be of great value to the Bank. His brief profile and information as required to be furnished under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) are annexed.

### Interest of Directors and KMP:

Dr. Gulshan Rai and his relatives may be deemed to be concerned or interested in the Resolution set out at Item No. 1.

None of the other Directors and Key Managerial Personnel of the Bank and their relatives are concerned or interested, financially or otherwise, in passing of the resolution. The Board recommends the Special Resolution set forth in Item No. 1 above for approval of the Shareholders.

### Item Nos. 2 and 3:

In accordance with the applicable provisions of the Banking Regulation Act, 1949, no Director of a Banking company, other than its Chairman or Whole-Time Director, by whatever name called, shall hold office continuously for a period exceeding eight years. RBI Regulations has prescribed the maximum age ceiling of 75 years for Non-Executive Directors on the Boards of the Bank. Accordingly, the tenure of Mr. Arun Ramanathan, the Part-time Chairman and Independent Director of the Bank ends on April 24, 2024 on his attaining the age of 75 years. Consequent to this, in accordance with the RBI Circulars dated June 25, 2004, May 23, 2011, November 24, 2016 and March 31, 2020 on Fit and Proper criteria for Directors of Banks, the Nomination and Remuneration Committee had assessed the Fit and Proper status of Mr. Anil Kumar Sharma, retired Executive Director, Reserve Bank of India and recommended to the Board his appointment as Independent Director and Part-time Chairman of the Bank .

Basis the recommendation of the Nomination and Remuneration Committee, the appointment of Mr. Anil Kumar Sharma as Part-time Chairman of the Board was considered and recommended by the Board to the Reserve Bank of India (RBI) for its approval.

The RBI vide its letter dated April 04, 2024 had approved the appointment of Mr. Anil Kumar Sharma as Part-time Chairman of the Bank for a period of three years with effect from April 25, 2024 until April 24, 2027 at a fixed remuneration of Rs.16 lakh per annum in addition to the sitting fee for attending Board/committee meetings of the Bank.

Pursuant to the receipt of approval from the RBI, the Board of Directors at its meeting held on April 24, 2024 appointed Mr. Anil Kumar Sharma as an Additional Director (Independent) for a period of five (5) years with effect from April 25, 2024 until April 24, 2029 (both days inclusive) subject to the approval of the Shareholders and as the Part-time Chairman of the Bank for a period of three (3) years effective April 25, 2024 until April 24, 2027 in accordance with the Banking Regulation Act, 1949. In terms of Regulation 17(1C) of the SEBI (LODR) Regulations, 2015, listed entity shall ensure that approval of Shareholders for appointment of a person on the Board of directors or as a manager is taken at the next general meeting or within a period of three months from the date of appointment, whichever is earlier. It is therefore proposed to obtain the approval of Shareholders by way of Postal Ballot.

The Bank has received declaration of Independence from the above Director as required under sub-section (6) of Section 149 of the Act and Regulation 16 of the SEBI (LODR) Regulations, 2015. Mr. Anil Kumar Sharma is not disqualified from being appointed as a Director in terms of Section 164 of the Act and is not debarred to hold the office of a Director by virtue of any order passed by SEBI or any other authority and has given his consent to act as a Director of the Company. Also under Section 149 (13) of the Act, he will not be liable to retire by rotation.

Mr Anil Kumar Sharma has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge the duties as stipulated under Regulation 25(8) of SEBI (LODR) Regulations, 2015. Mr. Anil Kumar Sharma is in compliance with the requirements mandated under Rule 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs (IICA) and is exempt from the requirement to undertake online proficiency self-assessment test conducted by IICA

In the opinion of the Board, Mr. Anil Kumar Sharma is a person of integrity and fulfills the criteria for being appointed as Independent Director in accordance with Section 149 of the Act, Rules framed thereunder, Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015 and he also fulfills the criteria for ascertaining "fit and proper" status of Directors as per RBI Circulars dated June 25, 2004, May 23, 2011, November 24, 2016 and March 31, 2020.

Considering the qualification, experience, stature and standing, his appointment as Independent Director and Part-time Chairman would immensely benefit the Bank and his guidance would be of great value to the Bank. His brief profile along with the information as required to be furnished under Regulation 36 of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) are annexed.

**Interest of Directors and KMP:**

Mr. Anil Kumar Sharma and his relatives may be deemed to be concerned or interested in the Resolutions set out at Item No. 2 and 3.

None of the other Directors and Key Managerial Personnel of the Bank and their relatives are concerned or interested, financially or otherwise, in passing of the resolution. The Board recommends the Special Resolution set forth in Item No. 2 and the Ordinary Resolution set forth in Item No.3 above for approval of the Shareholders.

**By Order of the Board  
For Equitas Small Finance Bank Limited**

Place: Chennai  
Date: April 24, 2024

**N Ramanathan**  
Company Secretary  
Membership No. A28366

Details of Directors seeking Appointment (Information as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 read with Secretarial Standard-2)

<b>Name of the Director</b>	<b>Dr. Gulshan Rai</b>	<b>Mr. Anil Kumar Sharma</b>
<b>DIN</b>	01594321	08537123
<b>Age</b>	71 years	61 years
<b>Qualification</b>	Doctoral degree and Master's degree in Electronics & Communications and in Physics	M.A (Economics), Diploma in Treasury and Risk Management, Associate of IIB
<b>Brief Profile/Experience</b>	Refer Annexure-I	Refer Annexure-II
<b>Nature of expertise in specific functional area</b>	Information Technology, Payment & Settlement Systems	Economics, Banking, Agriculture & Rural Economy, Small Scale industry, payment and settlement systems & Risk Management.
<b>Inter-se relationships with Directors and Key Managerial Personnel</b>	Dr. Gulshan Rai is not related to any Directors and Key Managerial Personnel of the Bank	Mr. Anil Kumar Sharma is not related to any Directors and Key Managerial Personnel of the Bank
<b>Listed companies in which the Director holds directorship and committee membership</b>	Nil	Nil
<b>Details of remuneration last drawn</b>	Not Applicable	Not Applicable
<b>Shareholding in the Company including shareholding as a beneficial owner</b>	Dr. Gulshan Rai does not hold any Shares in the Bank. He does not hold any share in the Bank on a beneficial basis for any other person.	Mr. Anil Kumar Sharma presently holds 2607 Shares in the Bank. He does not hold any share in the Bank on a beneficial basis for any other person.
<b>Board Membership of other companies</b>	<ol style="list-style-type: none"> <li>1. NSEIT Limited</li> <li>2. Aujas Cybersecurity Limited</li> <li>3. NIF incubation and entrepreneurship council</li> <li>4. UTI infrastructure technology and services limited</li> <li>5. Rediff.com India Limited</li> <li>6. Topheo India Private Limited</li> <li>7. Federation of Sports Gaming</li> </ol>	1. Pargro Investments Private Limited
<b>Chairmanship/Membership of the Committees of other Boards</b>	<ol style="list-style-type: none"> <li>1. NSEIT Limited- Chairman of Audit Committee</li> <li>2. UTI infrastructure technology and services limited- Chairman of Audit Committee</li> </ol>	Nil
<b>Number of Board meetings attended during FY 2023-24</b>	Nil	Nil
<b>Listed Entities from which the Director has resigned as Director in past 3 years</b>	None	None
<b>Skills and capabilities required for the role and the manner in which the proposed person meets such requirements</b>	Skills and capabilities required for the role are as per the Bank's policy on selection of Directors. Dr. Gulshan Rai has the relevant experience and expertise as mentioned in his brief profile given in the Annexure I.	Skills and capabilities required for the role are as per the Bank's policy on selection of Directors. Mr Anil Kumar Sharma has the relevant experience and expertise as mentioned in his brief profile given in the Annexure II.

## Annexure-I

### Brief Profile of Dr. Gulshan Rai

Dr. Gulshan Rai (DIN: 01594321) holds a Doctoral degree and Master's degree in Electronics & Communications and in Physics and is a Distinguished Fellow at Vivekanand International Foundation (VIF) and Observer Research Foundation (ORF). He has over 30 years of experience in different areas of Information Technology. He has served in various positions at the Prime Minister's Office and retired as the National Cyber Security Coordinator, Government of India. He had also held the position of Director General, CERT-In (Indian Computer Emergency Response Team) and Group Coordinator of E-Security and Cyber Law Division in the Ministry of Communications and Information Technology. Dr. Gulshan Rai has been involved in the Banking and Financial sector since 1988. Since 1998, he has been working in the area of evolving legal framework to address issues arising out of cyberspace, which resulted in second Technology Legislation in the country i.e, Information Technology Act and recent amendments to the Act. He has experience across e-governance, cyber security and cyber laws and has also dealt with cyber incidents in the financial sector.

He led a team to set up National Watch and Alert System in India as part of cyber security initiative and Computer Emergency Team. Several international cooperation agreements have been entered under his leadership. He led a team from time to time to draft and bring out National Policies in the area of Cyber security (in the Banking sector including RBI) and cyber laws.

He was Executive Director, ERNET India for over 7 years and was instrumental in setting up of the first large scale education and research network in close collaboration with the leading educational and research institutions in the country. Currently, Dr. Gulshan Rai, aged about 71 years, is serving as an Independent Director on the Board of several companies and also on the global Board of International Red Cross Centre and US India Business council. Dr. Gulshan Rai is also chairing several committees in Government of India which have been set up for planning and implementation of projects in the key strategic sectors including GST. He is also an advisor in two international companies, viz., Master Card Inc. and Arista Inc.

## Annexure-II

### Brief Profile of Mr. Anil Kumar Sharma

Mr. Anil Kumar Sharma (DIN: 08537123) retired as an Executive Director, Reserve Bank of India (RBI) in March 2023, after 37 years of service. He holds a Master's degree in Economics and CAIB & Diploma in Treasury, Investment & Risk Management (DTIRM) from Indian Institute of Banking & Finance. During his tenure with RBI, he had served in various capacities viz., General Manager - Supervision, Rural Credit, MSME Credit & Financial Inclusion, Chief General Manager – Supervision & Chief General Manager – Enforcement before elevation as Executive Director. His experience includes Supervision of Banks and NBFCs, Rural credit, MSME Credit, Cooperative Banking, Financial Inclusion and Development, Enforcement of Regulations, Customer Education and Protection, etc. He had also served as a Non-Executive Director on the Board of State Bank of India and State Bank of Hyderabad during his stint with RBI. He holds 2,607 shares in the Equitas Small Finance Bank Limited.



## Notes

1. The Explanatory Statement pursuant to Section 102 read with section 110 of the Companies Act, 2013 ("the Act") and the Rules made thereunder, setting out material facts concerning the Resolutions, is annexed hereto.
2. The Notice of Postal Ballot is being sent to the Members whose names appear in the Register of Members/Register of Beneficial Owners as on April 26, 2024 (cut-off date), so as to enable Members for casting their assent or dissent through remote e-voting.
3. The Board of Directors vide its resolution passed on April 24, 2024 has appointed M/s B Ravi & Associates, Practising Company Secretaries represented by Managing Partner, Dr. B Ravi to act as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner.
4. All documents referred to in this Notice along with the Explanatory Statement and other Statutory Registers are open for inspection by the Members at the Registered Office of the Company on all working days between 09.30 A.M. and 05.30 P.M. from the date of dispatch of this notice until the last date for receipt of votes by remote e-voting. All these documents would also be available for inspection electronically during the aforesaid period Member can send an email to [cs@equitasbank.com](mailto:cs@equitasbank.com). requesting for inspection of the documents
5. All correspondence related to change of address, change in e-mail ID already registered with the Company, transfer / transmission of shares, issue of duplicate share certificates, bank mandates and all other matters relating to the shareholding in the Company may be made to M/s. KFin Technologies Ltd., the Registrar and Share Transfer Agent ("RTA/KFin"). The Members holding shares in electronic form may send such communication to their respective Depository Participant/s (DPs).
6. As an eco-friendly measure intending to benefit the society at large, we request you to be part of e-initiatives of the Company and register your e-mail ID to receive all communications and documents including Annual Reports from time to time in electronic form to the e-mail ID provided by you. Members holding shares in electronic form, may send such communication to their respective DPs and those holding shares in physical form may send an email request to KFIN Technologies Limited at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).
7. In accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and Section 108 of the Act and the Rules made thereunder, the Company has engaged National Securities Depository limited ("NSDL") as the agency for facilitating the Members to communicate their assent or dissent through Electronic Means in respect of the aforesaid resolutions. The detailed procedure for Voting through electronic means ("e-voting") is appended in the Notes to Notice.
8. As per Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, Notice of e voting may be served on the Members through electronic means. Members who have registered their e-mail IDs are being sent this Notice by e-mail.
9. This postal ballot notice can be downloaded from the Bank's website i.e., <https://ir.equitasbank.com/shareholder-services/> and also being made available on the website of the Stock exchanges i.e., National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of NSDL (Agency for providing the remote evoting facility) at [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
10. Resolutions passed by the Members through remote e-voting are deemed to have been passed as if they have been passed at a General Meeting of the Members.
11. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Members as on April 26, 2024 (cut-off date) and a person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
12. Information as required under SEBI (LODR) Regulations, 2015 in respect of Special Business mentioned in the Notice of Postal Ballot is furnished in the annexed Explanatory Statement and forms part of the Notice.
13. Where postal ballot through remote e- voting is carried out by an authorized representative of a body corporate, a certified copy of relevant authorization / resolution shall be sent to the scrutinizer at [csbravi@gmail.com](mailto:csbravi@gmail.com).
14. The Scrutiniser's decision on the validity of the vote shall be final.
15. Once the vote on a resolution stated in this Notice is cast by shareholder through remote e-voting, the shareholder shall not be allowed to change it subsequently and such e-vote shall be treated as final.
16. The Scrutinizer will submit his report to the Chairman/Director after the completion of scrutiny, and the Results will be declared by the Company within two working days of the closing of e-voting period on its website <https://ir.equitasbank.com/shareholder-services/> and communicated to the Stock Exchanges, where the shares of the Company are listed.

## INSTRUCTIONS FOR E-VOTING

### I. Remote e-voting:

The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
Wednesday, May 08, 2024 at 9.00 AM (IST)	Thursday, June 06, 2024 at 5.00 PM (IST)

1. During this period shareholders' of the Bank, holding shares either in physical form or in dematerialized form, as on the cut-off date April 26 ,2024 may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
2. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.
3. Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.
4. In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.
5. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.





## E-voting instructions

### Step 1: Access to NSDL e-Voting system

#### A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li> <li>Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; gap: 20px; margin-top: 10px;">   </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.*

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number i.e., 128443 followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 128443 then user ID is 128443001***

5. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
  - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nSDL.com](http://www.evoting.nSDL.com).
- Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nSDL.com](http://www.evoting.nSDL.com).
- If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nSDL.com](mailto:evoting@nSDL.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically on NSDL e-Voting system.****How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csbravi@gmail.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to Ms. Prajakta Pawle, at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [cs@equitasbank.com](mailto:cs@equitasbank.com)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@equitasbank.com](mailto:cs@equitasbank.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e., Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.