



EQUITAS SMALL FINANCE BANK LIMITED

CIN: U65191TN1993PLC025280

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

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Notice to Members

NOTICE is hereby given that the Fifth Annual General Meeting of Equitas Small Finance Bank Limited ("Bank") will be held on Thursday, August 12, 2021 at 11.00 AM IST through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

ORDINARY BUSINESS

Item No. 1: To adopt the Audited Financial Statements of the Bank for the Financial Year ended on March 31, 2021 and the reports of the Board of Directors and the Auditors thereon.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED that the Board's Report, the Statement of Profit and Loss and the Cash Flow Statement for the Financial Year ended March 31, 2021 and the Balance Sheet as at that date, together with the Independent Auditors' Report thereon be and are hereby considered, approved and adopted".

Item No. 2: To appoint a Director in place of Mr. Vasudevan P N, (DIN: 01550885), who retires by rotation and being eligible, offers himself for re-appointment

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED that pursuant to Section 152 of the Companies Act 2013 and other applicable provisions, if any, Mr. Vasudevan P N (DIN 01550885), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company liable to retire by rotation."

Item No. 3: To revise the term of office of M/s T. R. Chadha & Co LLP, Chartered Accountants, Chennai (Firm Registration No: 006711N/N500028) as Statutory Auditors of the Bank.

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED that in partial modification of the resolution of shareholders that was passed at the Fourth Annual General Meeting held on July 28, 2020 and subject to the provisions of Sections 139, 140, 141 and 142 of the Companies Act, 2013 and Section 30 of the Banking Regulation Act, 1949 and applicable circulars, rules and regulations thereunder and annual approval of RBI, the term of office of M/s T. R. Chadha & Co LLP, Chartered

Accountants, Chennai (Firm Registration No: 006711N/N500028), as Statutory Auditors of the Bank be revised from four years to three years i.e from FY 2020-21 to FY 2022-23, until the conclusion of the Seventh Annual General Meeting and T. R. Chadha & Co LLP shall act as Joint Statutory Auditors of the Bank with such other Joint statutory Auditor of the Bank as the Bank may appoint (subject to the approval of RBI and the Shareholders of the Bank) on such remuneration as may be fixed in this behalf by the Board of Directors of the Bank."

Item No. 4: To appoint Joint Statutory Auditors

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED that in accordance with the provisions of Sections 139, 140, 141 and 142 of the Companies Act, 2013 and Section 30 of the Banking Regulation Act, 1949 and applicable circulars, rules and regulations thereunder and subject to annual approval of Reserve Bank of India, consent of the shareholders be and is hereby accorded to the appointment of M/s Varma & Varma, Chartered Accountants, Chennai (Firm Registration No:004532S), as Joint Statutory Auditors of the Bank for a period of three years from FY 2021-22 to FY 2023-24, the conclusion of this Annual General Meeting until the conclusion of the Eighth Annual General Meeting of the Bank on such remuneration as may be fixed in this behalf by the Board of Directors of the Bank."

SPECIAL BUSINESS

Item No. 5: Appointment of Mr. Ramesh Rangan (DIN: 07586413) as Independent Director

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED that pursuant to the provisions of Sections 149, 152, 160 of the Companies Act, 2013 ("the Act") and the Rules made thereunder read with Schedule IV to the Act and other applicable provisions, RBI Circulars dated June 25, 2004, May 23, 2011 and November 24, 2016 on Fit and Proper criteria for Directors of Banks and pursuant to the Board-approved Policy on Selection of Directors and the Articles of Association of the Bank, Mr. Ramesh Rangan (DIN: 07586413), who was appointed as an Additional Director by the Board of Directors of the Bank on November 09, 2020, be and is hereby appointed as an Independent Director of the Bank not liable to retire by rotation, for a period of five years with effect from November 09, 2020".

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Item No. 6: Re-appointment of Mr. N Srinivasan (DIN: 01501266) as Independent Director

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

"RESOLVED that pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 ("the Act") and the Rules made thereunder read with Schedule IV to the Act and other applicable provisions of RBI, Articles of Association of the Bank and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Mr. N Srinivasan (DIN 01501266), who was appointed as an Independent Director at the First Annual General Meeting of the Bank for a period of five years with effect from September 04, 2016 and who is eligible for re-appointment and meets the criteria for independence as provided under Section 149 of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations, be and is hereby re-appointed as an Independent Director of the Bank, not liable to retire by rotation, for a period of three years with effect from September 04, 2021 at such remuneration (including commission) as may be determined by the Bank from time to time."

Item No. 7: Re-appointment of Prof. N. Balakrishnan (DIN: 00181842) as Independent Director

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

"RESOLVED that pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 ("the Act") and the Rules made thereunder read with Schedule IV to the Act and other applicable provisions of RBI, Articles of Association of the Bank and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Prof. N. Balakrishnan (DIN: 00181842), who was appointed as an Independent Director at the First Annual General Meeting of the Bank for a period of five years with effect from September 21, 2016 and who is eligible for re-appointment and meets the criteria for independence as provided under Section 149 of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations, be and is hereby re-appointed as an Independent Director of the Bank, not liable to retire by rotation, for a period of three years with effect from September 21, 2021 at such remuneration (including commission) as may be determined by the Bank from time to time."

Item No. 8: Re-appointment of Mr. Arun Kumar Verma (DIN: 03220124) as Independent Director

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

"RESOLVED that pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 ("the Act") and the Rules made thereunder read with Schedule IV to the Act and other applicable provisions of RBI, Articles of Association of the Bank and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Mr. Arun Kumar Verma (DIN: 03220124), who was appointed as an Independent Director at the First Annual General Meeting of the Bank for a period of five years with effect from September 04, 2016 and who is eligible for re-appointment and meets the criteria for independence as provided under Section 149 of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations, be and is hereby re-appointed as an Independent Director of the Bank, not liable to retire by rotation, for a period of three years with effect from September 04, 2021 at such remuneration (including commission) as may be determined by the Bank from time to time."

Item No. 9: Re-appointment of Mr. Arun Ramanathan (DIN: 00308848) as Part-time Chairman and Non-Executive Independent Director

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

"RESOLVED that pursuant to the provisions of Sections 149, 152 of the Companies Act, 2013 ("the Act") and the Rules made thereunder read with Schedule IV to the Act and other applicable provisions of RBI, Articles of Association of the Bank and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Mr. Arun Ramanathan (DIN 00308848), who was appointed as Part-time Chairman and Non-Executive Independent Director at the First Annual General Meeting of the Bank for a period of five years with effect from September 04, 2016 and who is eligible for re-appointment and meets the criteria for independence as provided under Section 149 of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI Listing Regulations, be and is hereby re-appointed as Part-time Chairman and Non-Executive Independent Director of the Bank, not liable to retire by rotation, with effect from September 04, 2021 until April 24, 2024, at such remuneration (including commission) as may be determined by the Bank from time to time."

Item No. 10: To revise the remuneration payable to Mr. Vasudevan P N, (DIN: 01550885) as the Managing Director & CEO

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution**:

RESOLVED that in partial modification of the resolution passed by the shareholders at the Third Annual General Meeting held on August 01, 2019 and pursuant to provisions of Section 10B of the Banking Regulation Act, 1949, Sections 196, 197, and other applicable provisions of the Companies Act, 2013 and RBI circular dated 4th November 2019 on revised compensation structure for Whole Time Directors and Material Risk Takers (MRT) and subject to approval of Reserve Bank of India, consent of the Members be and is hereby accorded to the revision of remuneration & additional terms as stated herein payable to Mr. Vasudevan P N, MD & CEO with effect from such date as approved by RBI.

Component	Existing Range approved on August 1, 2019	Revised
Fixed Pay	(₹1.10 - ₹2.50 crores)	No Change
Variable Pay		
Cash Component	(₹0.48 - ₹1.00 crore)	No Change in the range. However, payment would be deferred equally over three years or such other period as may be specified by Board in accordance with applicable RBI regulations
Non-cash component – Employee Stock options (ESOPs)	Nil	Eligible for grant of Employee stock options as may be decided by the NRC as per the ESFB Employees Stock Option Scheme 2019.
Perquisites		
Car facility	Provision of Bank car as per the Bank's car scheme in force from time to time and a driver.	No change
Medical Benefits	Domiciliary expenses incurred for self and family to be reimbursed at actuals. Premium payable for medical insurance for hospitalization would be in accordance with the company's rules and will not exceed ₹0.25 crores.	No change
Personal Accident Insurance	Personal accident insurance shall be as per the company's group scheme and pure life cover for a sum assured not exceeding ₹0.50 crores.	No change
Club Membership	One club membership with the Bank paying the joining and annual fees while facility usage fees to be paid by the incumbent.	No change
Home Loan	Not applicable as this scheme was introduced for employees only in FY 2020-21	Home Loan at subsidised interest rates upto such amount as applicable based on his grade, in accordance with the Employee Home Loan policy as applicable to all employees of the Bank.
Gratuity/superannuation fund	Payment of Bank's contribution to gratuity (15-day pay for every completed year of service)/ superannuation fund and encashment of leave (at the end of tenure) will be as applicable to all other employees of the Bank.	No change
Traveling and halting allowances	Reimbursement of expenses incurred for traveling, boarding and lodging in respect of official travel, expenses incurred on entertainment of official guests and use of telephone at residence other than personal long distance calls.	No change
Leave fare concession	As per Bank's leave policy	No change

RESOLVED FURTHER that in accordance with extant RBI regulations, the remuneration of MD & CEO is also subject to Malus and Clawback clauses, applicable in such circumstances as defined by Nomination & Remuneration Committee (NRC) in accordance with RBI regulations, from time to time.

RESOLVED FURTHER that subject to approval of RBI, the Board (also deemed to include Nomination and Remuneration Committee of the Board) be and is hereby authorised to decide the remuneration payable to Mr. Vasudevan P N during his tenure as MD & CEO of the Bank, within the terms mentioned above.

RESOLVED FURTHER that in the event of absence or inadequacy of net profits in any financial year, the remuneration payable to Mr. Vasudevan P N shall be governed by Schedule V of the Act and rules made thereunder, as amended from time to time.

RESOLVED FURTHER that subject to approval of RBI, the Board (also deemed to include Nomination and Remuneration Committee of the Board) be and is hereby authorised to do all such acts, deeds, matters and things authorising the power to settle all questions or difficulties that may arise with regard to the said appointment as it may deem fit and to execute any agreements, documents,

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instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution.”

Item No. 11 To approve issue of securities/bonds/other permissible instruments, in one or more tranches

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

“**RESOLVED THAT** pursuant to the provisions of Section 42, 71, 180 and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the SEBI (Issue and Listing of Debt Securities) Regulations, 2008, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the applicable provisions of the Banking Regulation Act, 1949 (including any statutory amendment(s) thereto or modification(s) or re-enactment(s) thereof for the time being in force) and the rules, circulars and guidelines issued by Reserve Bank of India (“RBI”), from time to time and all other relevant provisions of applicable law(s), the provisions of the Memorandum and Articles of Association of the Bank and subject to such other approval(s), consent(s), permission(s) and sanction(s) as may be necessary from the concerned statutory or regulatory authority(ies), the approval of the Members of the Bank be and is hereby accorded to the Board of Directors (hereinafter referred to as “The Board” and which term shall be deemed to include any Committee of the Board or any other persons to whom powers are delegated by the Board as permitted under the Companies Act, 2013) for borrowing/raising funds denominated in Indian rupees or any other permitted foreign currency by issue of debt securities including but not limited to long term bonds, perpetual debt instruments, Tier II Capital and Bonds or such other debt securities as may be permitted under RBI guidelines from time to time, on a private placement basis and/or for making offers and/or invitations thereof and/or issue(s)/issuances thereof, on private placement basis, for a period of one year from the date hereof, in one or more tranches and/or series and under one or more shelf disclosure documents and/or one or more letters of offer and on such terms and conditions for each series/tranches including the price, coupon, premium, discount, tenor etc. as deemed fit by the Board, as per the structure and within the limits permitted by RBI, as applicable of an amount not exceeding ₹1,000 crores (Rupees One Thousand Crores only) in domestic and/or overseas market, on a private placement basis during a period of one year from the date of passing of

this Resolution, within the overall borrowing limits of the Bank and on such terms and conditions as may be approved by the Board, from time to time.”

“**RESOLVED FURTHER THAT** the Board of Directors of the bank be and is hereby authorized to delegate all or any of its powers conferred herein to any Committee or any director(s) or officer(s) of the Bank and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, proper and desirable and to settle any question, difficulty or doubt that may arise with regard to the issue of the securities”.

Item No. 12 To approve charitable contribution

To consider and if thought fit, to pass with or without modification, the following resolution as an **Ordinary Resolution**:

RESOLVED that in supersession of resolutions passed in this regard, with effect from the Financial Year 2021-22, and pursuant to the provisions of Section 181 of the Companies Act, 2013 and other applicable provisions, if any, consent of the members, be and is hereby accorded to donate or contribute to Equitas Development Initiatives Trust (EDIT) and Equitas Healthcare Foundation (EHF), registered public charitable trusts or such other trusts, not-for-profit entities, NGOs etc, for carrying out one or more of the Corporate Social Responsibility activities listed in Schedule VII of the Companies Act, 2013 or such other charitable activities as the Board may deem fit, in each financial year up to the higher of the following:

- 5% of the net profits of the Bank of the previous year; or
- 2% of the average net profits of the Bank in the immediately preceding three financial years computed in accordance with the provisions of Section 197 of the Companies Act, 2013,

Notwithstanding that the aggregate amount of such contribution during a financial year may exceed 5% of its average net profits for the three immediately preceding financial years.

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

SampathKumar KR

Company Secretary

Membership No A27466

Place: Chennai

Date: July 14, 2021

Notes:

General Instructions for Accessing and participating in the Fifth e-AGM through VC/OAVM Facility and Voting through Electronic means Including Remote E- Voting.

1. In view of the prevailing situation across the country due to outbreak of the COVID-19 pandemic and restrictions on the movements apart from social distancing, MCA (Ministry of Corporate Affairs) vide circular Nos. Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 read with Circular No. 20/2020 dated May 05, 2020 & General Circular No. 02/2021 dated January 13, 2021, Companies are permitted to hold their Annual General Meeting (AGM) through Video Conferencing (VC)/Other Visual Audio Means (OVAM) for the calendar year 2021. In compliance with the applicable provisions of the Companies Act, 2013 ("Act") read with aforesaid MCA circulars and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) the AGM of the Bank is being conducted through Video Conferencing (VC) hereinafter called as "e-AGM".
2. Information as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") and Secretarial Standards in respect of Directors seeking appointment/reappointment at the e-AGM is furnished in the Explanatory Statement & Material facts as annexure thereto and forms part of the Notice.
3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Bank. Since, this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Body Corporates are entitled to appoint authorized representatives to attend the e-AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
5. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the e-AGM.
6. The Company has appointed Central Depository Services (India) Limited (CDSL), to provide Video Conferencing facility for the Annual General Meeting and the attendant enablers for conducting of the e-AGM.
7. The Members whose names appear on the Company's Register of Members as on August 05, 2021 ("cut-off date") will be eligible to attend and e-vote during the Meeting. The Register of Members and Share Transfer Books of the Company would remain closed from August 06, 2021 to August 12, 2021 (both days inclusive) for this purpose.
8. Upto 1000 members can join the e-AGM on a "first-come first-served" basis. The Members can join 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
9. No restrictions on account of "first-come first-served" entry into e-AGM in respect of large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc.
10. The attendance of the Members (members logins) attending the e-AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
11. Remote e-Voting: Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020, May 05, 2020 & January 15, 2021 the Company is providing facility of remote e-voting to its Members through its e-Voting agency, CDSL . A facility to cast vote during the e-AGM is also available for the members.
12. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. In line with the MCA Circular No. 17/2020 April 13, 2020, January 13, 2021. The Notice calling the e-AGM has been uploaded on the website of the Company at <https://www.equitasbank.com/>. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and also from the website of e-voting agency CDSL at www.evotingindia.com

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13. **The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in physical form shall submit their PAN details to the Company/RTA.** of existing statutory auditors M/s T. R. Chadha & Co LLP, Chartered Accountants has to be revised from four years to three years.
14. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members may contact the Company or Company's Registrars and Transfer Agents, M/s KFin Technologies Private Limited ("RTA") for assistance in this regard. Further as per the RBI Guidelines, given that the Bank's asset size is more than the stipulated threshold of ₹15,000 crores as on March 31, 2021, the Bank is required to appoint a minimum of two Joint Statutory Auditors. Hence, for the remainder of the term, **T. R. Chadha & Co LLP** would act as Joint Statutory Auditor(s) of the Bank with such other Joint Statutory Auditor(s) may be appointed by the Bank subject to approval of RBI and shareholders.
15. Members can avail the facility of nomination in respect of shares held by them pursuant to the provisions of Section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed Form No. SH13, duly filled into the Company/RTA/DP. The prescribed form can be obtained from the RTA/DPs as well as downloaded from the Company's website <https://www.equitasbank.com/>. Accordingly, the approval of the shareholders of the Bank is sought for the modification of the resolution passed by the shareholders at the Fourth Annual General Meeting of the Bank.
16. **As an eco-friendly measure intending to benefit the society at large, Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic mode and with RTA in case the shares are held by them in physical form.** Further, the Board of Directors of the Bank vide its resolution dated June 17, 2021 had recommended M/s Varma & Varma, Chartered Accountants (ICAI Firm Registration No. 004532S), as the first preferred firm to the RBI for appointment as Joint Statutory Auditors of the Bank for the period of three years with effect from FY 2021-22 until FY 2023-24, subject to the approval of RBI for each year during this tenure. The approval of RBI for the said appointment has been received vide letter dated July 13, 2021.
17. All relevant documents will be available for inspection electronically during the e-AGM hours, which can be accessed using e-voting credentials. Accordingly, in accordance with the provisions of Sections 139, 141 and other applicable provisions, if any of the Companies Act 2013 and the relevant rules thereunder pursuant to Section 30 of the Banking Regulation Act, 1949 and guidelines issued by RBI including any amendments modifications, variations or re- enactment thereof and subject to annual approval of RBI, the approval of the shareholders of the Bank is sought for appointment of M/s Varma & Varma, Chartered Accountants as the Joint Statutory Auditors of the Bank for a period of 3 (three) years with effect from FY 2021-22 till and including FY 2023-24. During the said tenure, the Board, including relevant Committees thereof, is empowered to alter and vary the terms and conditions of appointment including the necessity arising out of conditions stipulated by RBI and/or any other authority.
18. As the Fifth AGM is being held through VC, Route map is not annexed to the notice.

ANNEXURE- EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Item Nos 3 & 4 The Shareholders of the Bank at its Fourth Annual General Meeting held on July 28, 2020 had approved the appointment of **M/s T. R. Chadha & Co LLP, Chartered Accountants** as the Statutory Auditors of the Bank for a period of four years until the conclusion of the Eighth Annual General Meeting.

Subsequently, the Reserve Bank of India ("RBI") has on April 27, 2021, issued the Guidelines for Appointment of Statutory Central Auditors/Statutory Auditors of Commercial banks which are applicable for the FY 2021-22 ("RBI Guidelines"). The RBI Guidelines has capped the term of statutory auditors at three years, replacing the earlier cap of four years. Hence, the term of office

The audit fees paid to the existing statutory auditors for FY 2020-21 was ₹59 lakhs and the audit fees to each of the joint auditors for FY 2021-22 would not materially differ from that approved and paid for FY 2020-21.

Further, subject to applicable law and regulations including the relevant guidelines and circulars of the RBI (as may be amended, restated, modified, replaced from time to time), Varma & Varma and T R Chadha & Co LLP, Chartered Accountants (ICAI Firm Registration No. 006711N/N500028, who were already appointed as Statutory Auditors of the Bank at the fourth Annual General Meeting held on July 28, 2020), shall act as joint Statutory Auditors of the Bank for the remainder of the term of T R Chadha & Co LLP, and that Varma & Varma

shall thereafter act as joint Statutory Auditors of the Bank with such new joint Statutory Auditor(s) who will be appointed by the Bank subject to prior permission of RBI and approval of the Members of the Bank thereafter.

The audit firm - M/s Varma & Varma was shortlisted by the Board after a detailed diligence exercise by the Audit Committee of the Board and a brief profile of the firm is provided below:

VARMA & VARMA, Chartered Accountants was founded on June 17, 1935, by two members of the erstwhile Royal Family of Cochin, in Kerala, India. The firm is registered with the Institute of Chartered Accountants of India with the registration number, FRN 004532S.

The firm is managed by 31 partners, who are bound together by a common adherence to the aims, philosophies, professional standards and practices set by them jointly. Many Partners have been nominated to the Executive/Expert Advisory Committees of various trade, commerce and professional organisations.

The firm operates from nine offices across the country. The firm has more than 450 trained staff members, including Managers and other Qualified Accountants. The firm renders a broad spectrum of professional services encompassing audit & assurance, tax representation & advisory, due diligence/ valuation services, etc.

The firm has many long standing and reputed clients in many diverse fields of activity viz., Banking, Infrastructure, Manufacturing & Services, including renowned listed companies.

Interest of Directors:

None of the Directors or their relatives are deemed to be concerned or interested in the Resolution set out at Item Nos. 3 & 4.

None of the 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 Ordinary Resolutions set forth in Item Nos. 3 & 4 above for approval of the shareholders.

Item No .5 Appointment of Mr. Ramesh Rangan (DIN: 07586413) as Independent Director

The Board of Directors, at its Meeting held on November 09, 2020 appointed Mr. Ramesh Rangan as Additional Director (Independent) of the Bank subject to the approval of shareholders for a period of five years with effect from November 09, 2020. He attended all the four (4) Board Meetings held after his appointment into the Board during the Financial Year 2020-2021. As per Section 161 of the Companies Act, 2013 ("the Act"), Mr. Ramesh Rangan holds office upon the date of the ensuing Annual General Meeting of the Bank.

The Bank has received declaration of Independence from the above Director as required under sub-section (6) of Section 149 of the Act. Mr. Ramesh Rangan is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Also under Section 149 (13) of the Act, he will not be liable to retire by rotation. He has also 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 Listing Regulations. His brief profile along with the information as required to be furnished under Regulation 36 of SEBI Listing Regulations and Secretarial Standards is annexed.

In the opinion of the Board, Mr. Ramesh Rangan 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and fit and proper criteria as mentioned in the Policy for ascertaining "fit and proper" status of Directors as per RBI Circulars dated June 25, 2004, May 23, 2011 and November 24, 2016. 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.

Interest of Directors and KMP:

Mr. Ramesh Rangan and his relatives may be deemed to be concerned or interested in the Resolution set out at Item No. 5.

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 Ordinary Resolution set forth in Item No. 5 above for approval of the shareholders.

Item No .6 Re-appointment of Mr. N Srinivasan (DIN: 01501266) as Independent Director

Mr. Srinivasan N was appointed as an Independent Director of the Bank for a period of five years i.e. upto September 03, 2021. As per the provisions of Section 149 of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, an Independent Director shall hold office for a term of five consecutive years on the Board of the Bank and is eligible for re-appointment for a term on passing of special resolution by the Bank.

In accordance with Section 10A (2A) 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. Mr. Srinivasan N would complete five years as a Director of the Bank on September 03, 2021. Hence, his re-appointment is proposed for another three years.

Notice to Members (Contd.)

The Board, based on the performance evaluation and recommendation of Nomination & Remuneration Committee considers that given his background, experience and contribution, the continued association of Mr. Srinivasan N as an Independent Director of the Bank and as a Member of various Committees would be of immense benefit to the Bank.

The Bank has received a declaration from Mr. Srinivasan N to the effect that he continues to meet the criteria of independence as provided in Section 149(6) of the Act, Rules framed thereunder and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). He has also 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 Listing Regulations.

In the opinion of the Board, Mr. Srinivasan N satisfies all the criteria applicable for re-appointment including fit and proper criteria as mentioned in the Policy for ascertaining "fit and proper" status of Directors. His brief profile along with the information as required to be furnished under Regulation 36 of SEBI Listing Regulations and Secretarial Standards is annexed.

Interest of Directors:

Mr. Srinivasan N and his relatives may be deemed to be concerned or interested in the Resolution set out at Item No. 6.

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. 6 above for approval of the shareholders.

Item No. 7 Re-appointment of Prof. N. Balakrishnan (DIN: 00181842) as Independent Director

Prof N. Balakrishnan was appointed as an Independent Director of the Bank for a period of five years i.e. upto September 20, 2021. As per the provisions of Section 149 of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, an Independent Director shall hold office for a term of five consecutive years on the Board of the Bank and is eligible for re-appointment for a term on passing of special resolution by the Company.

In accordance with Section 10A (2A) 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. Prof. N Balakrishnan would complete five years as a Director of the Bank on September 20, 2021. Hence, his re-appointment is proposed for another three years.

The Board, based on the performance evaluation and recommendation of Nomination & Remuneration Committee considers that given his background, experience and contribution, the continued association of Prof. N. Balakrishnan as a Chairman and Independent Director of the Bank would be of immense benefit to the Company.

The Bank has received a declaration from Prof. N. Balakrishnan to the effect that he continues to meet the criteria of independence as provided in Section 149(6) of the Act, Rules framed thereunder and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). He has also 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 Listing Regulations.

In the opinion of the Board, Prof. N. Balakrishnan satisfies all the criteria applicable for re-appointment including fit and proper criteria as mentioned in the Policy for ascertaining "fit and proper" status of Directors. His brief profile along with the information as required to be furnished under Regulation 36 of SEBI Listing Regulations and Secretarial Standards is annexed.

Interest of Directors:

Prof. N. Balakrishnan and his relatives may be deemed to be concerned or interested in the Resolution set out at Item No. 7.

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. 7 above for approval of the shareholders.

Item No. 8 Re-appointment of Mr. Arun Kumar Verma (DIN: 03220124) as Independent Director

Mr. Arun Kumar Verma was appointed as an Independent Director of the Bank for a period of five years i.e. upto September 03, 2021. As per the provisions of Section 149 of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, an Independent Director shall hold office for a term of five consecutive years on the Board of the Bank and is eligible for re-appointment for a term on passing of special resolution by the Bank.

In accordance with Section 10A (2A) 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. Mr. Arun Kumar Verma would complete five years as a Director of the Bank on September 03, 2021. Hence, his re-appointment is proposed for another three years.

The Board, based on the performance evaluation and recommendation of Nomination & Remuneration Committee considers that given his background, experience and contribution, the continued association of Mr. Arun Kumar Verma as Independent Director of the Bank would be of immense benefit to the Bank.

The Bank has received a declaration from Mr. Arun Kumar Verma to the effect that he continues to meet the criteria of independence as provided in Section 149(6) of the Act, Rules framed thereunder and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). He has also 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 Listing Regulations.

In the opinion of the Board, Mr. Arun Kumar Verma satisfies all the criteria applicable for re-appointment including fit and proper criteria as mentioned in the Policy for ascertaining "fit and proper" status of Directors. His brief profile along with the information as required to be furnished under Regulation 36 of SEBI Listing Regulations and Secretarial Standards is annexed.

Interest of Directors:

Mr. Arun Kumar Verma and his relatives may be deemed to be concerned or interested in the Resolution set out at Item No. 8.

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. 8 above for approval of the shareholders.

Item No .9 Re-appointment of Mr. Arun Ramanathan (DIN: 00308848) as Part-time Chairman and Non Executive Independent Director

Mr. Arun Ramanathan was appointed as an Independent Director of the Bank for a period of five years i.e. upto September 03, 2021. As per the provisions of Section 149 of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, an Independent Director shall hold office for a term of five consecutive years on the Board of the Bank and is eligible for re-appointment for a term on passing of special resolution by the Bank.

In accordance with Section 10A (2A) 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. Mr. Arun Ramanathan would complete five years as a Director of the Bank on September 03, 2021. Hence, his re-appointment is proposed with effect from September 04, 2021, until April 24, 2024 being the day on which he completes age

of 75 years. RBI Regulations has prescribed the maximum age ceiling of 75 years for Non-Executive Directors on the Boards of the Bank.

The Board, based on the performance evaluation and recommendation of Nomination & Remuneration Committee considers that given his background, experience and contribution, the continued association of Mr. Arun Ramanathan as a Chairman and Independent Director of the Bank would be of immense benefit to the Bank.

The Bank has received a declaration from Mr. Arun Ramanathan to the effect that he continues to meet the criteria of independence as provided in Section 149(6) of the Act, Rules framed thereunder and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"). He has also 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 Listing Regulations.

In the opinion of the Board, Mr. Arun Ramanathan satisfies all the criteria applicable for re-appointment including fit and proper criteria as mentioned in the Policy for ascertaining "fit and proper" status of Directors. His brief profile along with the information as required to be furnished under Regulation 36 of SEBI Listing Regulations and Secretarial Standards is annexed.

Interest of Directors:

Mr. Arun Ramanathan and his relatives may be deemed to be concerned or interested in the Resolution set out at Item No. 9.

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. 9 above for approval of the shareholders.

Item No .10 To revise the remuneration payable to Mr. Vasudevan P N, (DIN: 01550885), Managing Director & CEO

The shareholders of the Bank in the third AGM held on August 1, 2019 had approved the re-appointment of Mr. Vasudevan P N as MD & CEO for the period of three years from July 23, 2019 to July 22, 2022 on the following terms & conditions, while authorizing the Board to revise the remuneration within the range so approved:

Fixed Pay: In the range of ₹110 lakhs to ₹250 lakhs per annum

Performance-based variable pay: In the range of ₹48 lakhs to ₹100 lakhs

Notice to Members (Contd.)

Perquisites:

Medical reimbursement

Domiciliary expenses incurred for self and family to be reimbursed at actuals. Premium payable for medical insurance for hospitalization would be in accordance with our Company's rules and will not exceed ₹25,000 per annum.

Personal accident insurance

Personal accident insurance shall be as per our Company's group scheme and pure life cover for a sum assured not exceeding ₹5 million

Company Car

Provision of Bank car as per company's car scheme in force from time to time and a company driver.

Club Membership

One club membership with the Bank paying the joining and annual fees while facility usage fees to be paid by the incumbent

Reimbursements

Reimbursement of expenses incurred for travelling, boarding and lodging in respect of official travel, expenses incurred on entertainment of official guests and use of telephone at residence other than personal long distance calls

Superannuation benefits

Payment of Bank's contribution to provident fund/ gratuity/superannuation fund and encashment of leave

(at the end of tenure) will be as applicable to other employees of the Bank.

RBI issued a circular on November 04, 2019 revising the compensation structure for Whole time Directors and Material Risk Takers of banks. Accordingly, MD & CEO was identified as a material risk taker within the meaning of the circular. The aforesaid circular requires the compensation of MD & CEO to be aligned with the revised compensation framework with effect from Financial Year 2020-21 as detailed below:

- Variable pay should be at least 100% of the fixed pay and not more than 300% of fixed pay
- Not more than 50% of the variable pay can be in cash and the remaining 50% should be in the form of non-cash component like ESOPs
- Variable pay has to be deferred for at least three years

Accordingly, the Employee Stock Options should be made an integral part of the compensation structure of MD & CEO.

Hence, it is proposed to modify the earlier resolution to provide for issue of employee stock options under ESFB Employees Stock Option Scheme, 2019, as approved by the Board (which term includes Nomination & Remuneration Committee of the Board) as part of compensation structure.

In order to align his remuneration structure with that of circular, the Board in its Meeting held on December 17, 2020 had approved revision in compensation structure as below, for FY 2020-21 and submitted the same to RBI for approval, which is awaited.

	FY 2019-20	FY 2020-21
Fixed Pay	₹1.29 crores	₹2.00 crores
Variable Pay		
Cash Component	Upto ₹0.48 crores (No deferral)	Upto ₹0.80 crores deferred over three years as below: Year 1 – 0.266 crores Year 2 – 0.266 crores Year 3 – 0.267 crores
Non-cash component – Employee Stock options (ESOPs)	Nil	18,89,991 options vesting in equal proportions in the next three years as below:
	At the end of	Options vesting
		ESOP Fair Value (₹Cr)
	Year 1	6,29,997
	Year 2	6,29,997
	Year 3	6,29,997
	Total	18,89,991
		5.20

50% of the total options shall vest based on the incumbent being part of the Bank and the rest based on performance ratings
Exercise price shall be ₹39 per share based on the closing price of the shares of the Bank as on the previous trading day i.e., December 16, 2020

Subsequently, based on evaluation of performance of MD & CEO for FY 2020-21 and pursuant to recommendation of Nomination & Remuneration Committee, Board of the Bank in its Meeting held on June 01, 2021 had approved revision in remuneration of MD & CEO for FY 2021-22 as below, which is again subject to approval of RBI. Pending approval of RBI, the remuneration paid to MD & CEO during FY 2020-21 is on the same structure as that applicable for FY 2019-20.

	FY 2020-21	FY 2021-22																														
Fixed Pay	₹2.00 crores	₹2.24 crores																														
Variable Pay																																
Cash Component	₹0.80 crores deferred over three years as below: Year 1 – 0.266 crores Year 2 – 0.266 crores Year 3 – 0.267 crores	₹0.896 crores deferred over three years as below: Year 1 – 0.298 crores Year 2 – 0.299 crores Year 3 – 0.299 crores																														
Non-cash component – Employee Stock options (ESOPs)	18,89,991 options vesting in equal proportions in the next three years as below:	25,89,978 options vesting in equal proportions in the next three years as below:																														
	<table border="1"> <thead> <tr> <th>At the end of</th> <th>Options vesting</th> <th>ESOP Fair Value (₹Cr)</th> </tr> </thead> <tbody> <tr> <td>Year 1</td> <td>6,29,997</td> <td>1.60</td> </tr> <tr> <td>Year 2</td> <td>6,29,997</td> <td>1.74</td> </tr> <tr> <td>Year 3</td> <td>6,29,997</td> <td>1.86</td> </tr> <tr> <td>Total</td> <td>18,89,991</td> <td>5.20</td> </tr> </tbody> </table>	At the end of	Options vesting	ESOP Fair Value (₹Cr)	Year 1	6,29,997	1.60	Year 2	6,29,997	1.74	Year 3	6,29,997	1.86	Total	18,89,991	5.20	<table border="1"> <thead> <tr> <th>At the end of</th> <th>Options vesting</th> <th>ESOP Fair Value (₹Cr)</th> </tr> </thead> <tbody> <tr> <td>Year 1</td> <td>8,63,326</td> <td>1.71</td> </tr> <tr> <td>Year 2</td> <td>8,63,326</td> <td>1.91</td> </tr> <tr> <td>Year 3</td> <td>8,63,326</td> <td>2.20</td> </tr> <tr> <td>Total</td> <td>25,89,978</td> <td>5.82</td> </tr> </tbody> </table>	At the end of	Options vesting	ESOP Fair Value (₹Cr)	Year 1	8,63,326	1.71	Year 2	8,63,326	1.91	Year 3	8,63,326	2.20	Total	25,89,978	5.82
At the end of	Options vesting	ESOP Fair Value (₹Cr)																														
Year 1	6,29,997	1.60																														
Year 2	6,29,997	1.74																														
Year 3	6,29,997	1.86																														
Total	18,89,991	5.20																														
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Year 2	8,63,326	1.91																														
Year 3	8,63,326	2.20																														
Total	25,89,978	5.82																														
	50% of the total options shall vest based on the incumbent being part of the Bank and the rest based on performance ratings Exercise price shall be ₹39 per share based on the closing price of the shares of the Bank as on the previous trading day i.e., December 16, 2020	50% of the total options shall vest based on the incumbent being part of the Bank and the rest based on performance ratings Exercise price shall be ₹60 per share based on the closing price of the shares of the Bank as on the previous trading day i.e., May 31, 2021																														

A brief profile along with the information as required to be furnished under Regulation 36 of SEBI Listing Regulations and Secretarial Standards is annexed.

Interest of Directors and KMP:

Mr. Vasudevan P N and his relatives may be deemed to be concerned or interested in the Resolution set out at Item No. 10.

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. 10 above for approval of the shareholders.

Item No. 11 To approve issue of securities/bonds/other permissible instruments, in one or more tranches

Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 provides that the Bank can issue securities including non-convertible debentures (NCDs) on a private placement basis only if the proposed offer of debt securities or invitation to subscribe to debt securities has been previously approved by the Shareholders of the Bank, by means of a special resolution, for each of the offers or invitations. In case of offer or invitations for NCDs, it shall be sufficient if the Bank passes a prior special resolution once in a year for all offer(s) or invitation(s) for all the offers or invitations for such NCDs during the year.

Considering the Bank's business plan and projections of capital to risk weighted assets ratio (CRAR), the Bank may be required to raise additional funds in one or more tranches in Indian as well as overseas market to maintain the desired capital to risk weighted assets ratio (CRAR) and to meet the funds requirements by issue of debt securities denominated in Indian rupees or any other permitted foreign currency (including but not limited to long-term bonds, green bonds, non-convertible debentures, perpetual debt instruments and Tier I/Tier II Capital Bonds or such other debt securities as may be permitted under RBI guidelines from time to time), on a private placement basis and/or for making offers and/or invitations thereof and/or issue(s)/issuances thereof, on a private placement basis, during the period of one year from the date of passing of the special resolution.

Considering the above, the Board of Directors of the Bank has proposed to obtain the consent of the Shareholders of the Bank for borrowing/raising funds in Indian currency/foreign currency by issue of debt securities in domestic and/or overseas market, in one or more tranches as per the structure and within the limits permitted by the Reserve Bank of India and other regulatory authorities to eligible investors of an amount not exceeding ₹1,000 crores (Rupees One Thousand Crores), on a private placement basis during a period of one year from the date of passing of the special resolution. This is only an enabling approval sought and actual amount to be raised would depend on the need for the same from time to time. The said debt securities would be issued by the Bank in accordance with the applicable statutory guidelines, for cash, either at par

Notice to Members (Contd.)

or premium to face value, depending upon the prevailing market conditions.

Interest of Directors and KMP:

None of the Director and Key Managerial Personnel of the Bank their relatives are, directly or indirectly, financially or otherwise, concerned or interested in the Resolution set out at Item No. 11.

The Board of Directors recommends the passing of the Special Resolution at Item No. 11 of the Notice to the members of the Bank.

Item No. 12 To approve charitable contribution

Equitas seeks to improve the quality of life of those who are not effectively serviced by the formal financial sector

- a) by increasing total household asset value,
- b) by providing transparent and trustworthy access to financial and other relevant products and services and
- c) by deploying cutting edge technology and forming partnerships and alliances.

In line with this objective, Equitas has developed a wide range of ecosystem initiatives, covering health, skill training, job placements, education, food security, nutrition, entrepreneurial development, etc and has been carrying on its Corporate Social Responsibility (CSR) activities through Equitas Development Initiatives Trust (EDIT) and Equitas Healthcare Foundation (EHF), both of which are registered public charitable trusts.

The shareholders of the Bank in the Annual General Meeting held on June 21, 2016 have approved CSR contribution upto higher of

- i) 5% of its current year's net profits of the Bank or

- ii) 2% of the average net profits of the Company in the immediately preceding three financial years computed in accordance with the provisions of Section 197 of the Companies Act, 2013

notwithstanding that the aggregate amount of such contribution during a financial year may exceed 5% of its average net profits for the three immediately preceding financial years.

Accordingly, the Bank was following the practice of estimating the CSR contribution at the beginning of the year based on estimated profits and releasing the funds every quarter based on profits of the Bank for the previous quarter. This resulted in considerable uncertainty on CSR contribution by the Bank while the funds requirement for the implementing agencies is certain at the beginning of the year.

It is now proposed to make CSR contribution based on net profits of the previous financial year instead of the current financial year to have better predictability on the contribution. Since the aggregate annual contribution at 5% of the previous year's net profit may be in excess of the limits stipulated under Section 181 of the Companies Act, 2013 viz., 5% of the average net profits for the three immediately preceding financial years, the approval of the shareholders is sought under Section 181 of the Companies Act, 2013.

Interest of Directors/KMP:

Except Mr. Vasudevan P N, MD & CEO, who is a Trustee in EDIT and EHF, none of the Directors or the Key Managerial Personnel of the Bank and their relatives are interested financially or otherwise in the resolution stated in Item No. 12.

The Board of Directors recommend the Ordinary Resolution stated in Item No. 12 of the above notice for your approval.

Details of Directors seeking Appointment & re-appointment at the Annual General Meeting (Information under Regulation 36 of SEBI Listing Regulations read with Secretarial Standards)

Name of the Director	Mr. Ramesh Rangan	Mr. Srinivasan N
DIN	07586413	01501266
Age	63	66
Qualification	Bachelor of Science, Certified Associate of Indian Institute of Bankers, Management diploma and professional degree in leadership from Duke University & Harvard university.	MA Economics & Certified Associate of Indian Institute of Bankers.
Brief Profile	He last served as Managing Director, State Bank of Patiala, on deputation from State Bank of India including overseeing the merger of the Bank with State Bank of India, as a part of Banking Consolidation. His experience includes, 7 years in the Mid Corporate Group (MCG) created by SBI in various capacities as Dy General Manager and General Manager in SBI in Bhubaneswar & Chennai.	Prior to joining our Bank, he has served as the chief general manager at NABARD. He has also served as a director on the board of Belstar Microfinance Private Limited, Sahayaog Microfinance Limited, RGVN (Northeast) Microfinance Limited and Micro Credit Ratings International Limited.

Name of the Director	Mr. Ramesh Rangan	Mr. Srinivasan N
	Managing the merger of State Bank of Saurashtra (SBS) into SBI.	He has authored the 'Microfinance India – State of the Sector Report' for the years 2008-2011 published by Access Development Services and has co-authored the State of India's Livelihood Report for the years 2015-2017 published by SAGE.
Expertise in specific functional area	Banking General Management Rural Economy & Agriculture	Economics Banking Rural Economy & Agriculture General Management
Date of first appointment on the Board	November 09, 2020	September 04, 2016
Number of shares held in the Company	Nil	Nil
Board Membership of other companies	1. Sumedha Fiscal Services Limited 2. Omkara Assets Reconstruction Private Limited	Samunnati Financial Intermediation and Services Private Limited
Chairmanship/Membership of the Committees of other Boards	Sumedha Fiscal Services Limited: Audit Committee - Member	Nil
Name of the Director	Prof. N. Balakrishnan	Mr. Arun Kumar Verma
DIN	00181842	03220124
Age	71	70
Qualification	B.E. (Hons) in Electronics and Communication Ph.D, Honorary Doctorate from Punjab Technical University	B. Com (Hons), FCA, LLB, DISA (ICA)
Brief Profile	He holds a bachelor of engineering degree in electronics and communication engineering from the University of Madras in 1972 and a doctorate of philosophy from the Indian Institute of Science and an honorary doctorate from Punjab Technical University. He was a professor at the Indian Institute of Science and retired from service in 2015. He is an honorary professor at the Supercomputer Education and Research Centre at Indian Institute of Science. He is also an honorary professor at Jawaharlal Nehru Centre for Advanced Scientific Research. He has been awarded the Padma Shri in science and engineering category. He is a fellow at The World Academy of Sciences, National Academy of Sciences, Indian Academy of Sciences and the Indian National Science Academy. He also served in the past as a member of the governing council of Centre for Development of Advanced Computing and as a director on the board of Bharat Electronics Limited, Industrial Finance Corporation of India Limited, Bharat Sanchar Nigam Limited and CDOT-Alcatel Lucent Research Centre Private Limited.	He has studied commerce from Sambalpur University and law from Utkal University. He is a fellow member of the Institute of Chartered Accountants of India. He has also served as the chairman of the Bhubaneswar branch of Eastern India Regional Council of the Institute of Chartered Accountants of India. He was felicitated for his efforts in the war against corruption by Transparency International India – Orissa Chapter in 2007. He has been a partner at M/s Venkataraman & Verma, since March 1, 1982.
Expertise in specific functional area	Information Technology Research & Risk Management	Accounting & Finance Law Business Strategy
Date of first appointment on the Board	September 21, 2016	September 04, 2016
Number of shares held in the Company	Nil	Nil
Board Membership of other companies	IFCI Limited Indian Institute of information Technology and Management Kerala (Sec 25company) Data Security Council of India	Nil
Chairmanship/Membership of the Committees of other Boards	IFCI Limited: Audit Committee - Member	Nil

Notice to Members (Contd.)

Name of the Director	Mr. Arun Ramanathan	Mr. Vasudevan P N
DIN	00308848	01550885
Age	72	58
Qualification	He holds a bachelor's degree in science from University of Madras, a master's degree in nuclear physics from Andhra University, a master's degree in business administration from University of Madras and a master's of philosophy degree in economics and politics of development from University of Cambridge. Further, he is an associate member of the Institute of Cost and Works Accountants of India.	He holds a bachelor's degree in science (physics) from University of Madras. He is a qualified company secretary from the Institute of Company Secretaries of India.
Brief Profile	<p>Prior to his becoming a Director of our Bank, he was a member of the Indian Administrative Service (Tamil Nadu Cadre, 1973). In his stint of more than 35 years of service in the Indian Administrative Service, he held several postings in the Government of India at the level of Secretary in various ministries, including Secretary in the department of Chemicals and Petrochemicals (Ministry of Chemicals and Fertilizers), Secretary in the department of Financial Services (Ministry of Finance) and at superannuation in 2009, the Union Finance Secretary.</p> <p>He has served as a director on the boards of several companies including State Bank of India, IDBI Bank Limited, ICICI Bank Limited, India Infrastructure Finance Company Limited, IDFC Limited, Oil and Natural Gas Corporation Limited, Shipping Corporation of India Limited, Tamil Nadu Petro products Limited, National Textile Corporation Limited, ONGC Videsh Limited, Titan Industries Limited, United Stock Exchange of India Limited, Indian Clearing Corporation Limited, Jenson and Nicholson (India) Limited, JCT Electronics Limited, Religare Enterprises Limited and L&T Infra Debt Fund Limited. He was a member of the Life Insurance Corporation of India. He has served as chairman of the audit committees of Oil and Natural Gas Corporation Limited and Shipping Corporation of India Limited. He has also served on the Indian advisory council of Daimler (India) Commercial Vehicles Private Limited between 2010 and 2016.</p> <p>He is a serving member on the investment committee of the Tamil Nadu Infrastructure Fund Management Corporation Limited and has been included in the panel of outside experts of Oil and Natural Gas Corporation Limited in the finance/commercial category.</p>	<p>He has extensive experience in the financial services sector and had served as the executive vice president and head of consumer banking group in Development Credit Bank Limited, for more than one and half years. He has also worked for about two decades in Cholamandalam Investment and Finance Company Limited, part of the Murugappa Group, where he joined as a management trainee and resigned as the vice president and head of vehicle finance.</p> <p>He was also the chairman of the managing committee of the South India Hire Purchase Association for Fiscal 2006. He joined erstwhile Equitas Finance Limited, now our Bank on July 25, 2016. Prior to joining our Bank, he was the Managing Director of EHL.</p>
Expertise in specific functional area	Banking General Management Economics Finance	Banking Finance
Date of first appointment on the Board	September 04, 2016	July 23, 2016
Number of shares held in the Company	Nil	12,293 shares (0.00%)

Name of the Director	Mr. Arun Ramanathan	Mr. Vasudevan P N
Board Membership of other companies	Thirumalai Chemicals Limited Equitas Holdings Limited	Nil
Chairmanship/Membership of the Committees of other Boards	Equitas Holdings Limited: Stakeholders Relationship Committee - Chairman Thirumalai Chemicals Limited: Audit Committee - Member Stakeholders Relationship Committee - Chairman	Nil

For other details such as the number of meetings of the Board attended during the year, remuneration drawn and relationship with other directors and key managerial personnel in respect of above directors, please refer to the Corporate Governance Report, forming part of Annual Report for FY 2020-21.

Other Instructions for e-AGM

Procedure for obtaining the Annual Report, e-AGM notice and e-voting instructions by the shareholders whose email addresses are not registered with the depositories or with RTA on physical folios:

On account of threat posed by COVID-19 and in terms of the MCA and SEBI Circulars, the Bank has sent the Annual Report, Notice of e-AGM and e-Voting instructions only in electronic mode to the registered email addresses of the shareholders. Therefore, those shareholders who have not yet registered their email address are requested to get their email addresses registered by following the procedure given below:

1. Those shareholders who have registered/not registered their mail address and mobile numbers including address and bank details may please contact and validate/update their details with the Depository Participant in case of shares held in electronic form and with the Company's Registrar and Share Transfer Agent, KFin Technologies Private Limited in case the shares held in physical form.
2. If a shareholder has not registered his/her mail address, the Annual Report, Notice of e-AGM and e-voting notice could not be serviced. We request the shareholders to register their email address and mobile number with the Company's RTA, by clicking the link: <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx> for sending the same. Shareholders are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, shareholder may write to einward.ris@kfintech.com.
3. Alternatively, member may send an e-mail request to einward.ris@kfintech.com for receiving the Annual report, Notice of e-AGM and the e-voting instructions, by providing the scan copy of the signed request letter along with the email address, mobile number, self-attested PAN copy. Additionally Client

Master report in case of demat holding and a copy of share certificate in case of physical holding.

4. An advertisement informing the shareholders with regard to the Manner of Registration was published on Thursday, July 15, 2021 in Business Standard and Makkal Kural.

CDSL e-Voting System – For Remote e-voting and e-voting during AGM

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL. M/s B Ravi & Associates, Practising Company Secretaries represented by Dr. B Ravi, has been appointed as the Scrutinizer for e-voting and e-ballot process.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not

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include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.equitasbank.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.
7. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.
8. In continuation of this Ministry's General Circular No. 20/2020, dated 05th May, 2020 and after due examination, it has been decided to allow companies whose AGMs were due to be held in the year 2020, or become due in the year 2021, to conduct their AGMs on or before 31.12.2021, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 as per MCA circular no. 02/2021 dated January 13, 2021.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING AND E-VOTING DURING AGM AND JOINING MEETING THROUGH VC/OAVM ARE AS UNDER:

9. The voting period begins on August 09, 2021 at 09.00 Hrs IST and ends on August 11, 2021 at 17.00 Hrs IST During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of August 05, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
10. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
11. 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. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.
12. 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.
13. 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.
14. 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.

15. Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for **Individual shareholders holding securities in Demat mode** is given below:

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 URL for users to login to Easi/Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.</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 or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, 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 https://web.cdslindia.com/myeasi/Registration/EasiRegistration</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 www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & 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 with NSDL	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ 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 e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting</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. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</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.

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

Login type	Helpdesk details
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 helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 22-23058542-43.
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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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17. Login method for e-Voting and joining virtual meeting for **shareholders other than individual shareholders holding in Demat form & physical shareholders.**

- i. The shareholders should log on to the e-voting website www.evotingindia.com.
- ii. Click on "Shareholders" module.
- iii. Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- iv. Next enter the Image Verification as displayed and Click on Login.
- v. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- vi. If you are a first-time user follow the steps given below:

	For Shareholders holding shares in Demat Form other than individual and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id/folio number in the Dividend Bank details field as mentioned in instruction (v).

After entering these details appropriately, click on "SUBMIT" tab.

Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

Click on the EVSN for the relevant <Company Name> on which you choose to vote.

18. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
19. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

20. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

21. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

22. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

23. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

24. Facility for Non – Individual Shareholders and Custodians –Remote Voting

25. Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

26. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

27. After receiving the login details, a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

28. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
29. A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
30. Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at bravics@gmail.com and to the Company at the email address viz; cs@equitasbank.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
31. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
32. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
33. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

31. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
32. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for Remote e-voting.
33. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
34. Shareholders are encouraged to join the Meeting through Laptops/IPads for better experience.
35. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
36. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
37. Shareholders who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **three days prior** to meeting mentioning their name, demat account number/ folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **two days prior to meeting**

mentioning their name, demat account number/folio number, email id, mobile number at cs@equitasbank.com. These queries will be replied to by the company suitably by email.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like 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 **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai-400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.