

# **NOTICE FOR EXTRA-ORDINARY GENERAL MEETING**

Name of Company	Shivalik Small Finance Bank Limited		
Registered office address	501, Salcon Aurum, Jasola District Centre, New Delhi – 110025		
Corporate Identity Number	U65900DL2020PLC366027		
Telephone number	0120-4060000		
e-mail address	info@shivalikbank.com		

#### NOTICE

**NOTICE** is hereby given that the 3<sup>rd</sup> Extra-Ordinary General Meeting (EGM) of Financial Year 2023-24 of the members of **Shivalik Small Finance Bank Limited ('Bank' or 'Company')** will be held on Wednesday, the 27<sup>th</sup> day of March 2024 at 10:00 am (IST) at Head Office of the Bank situated at 2<sup>nd</sup> Floor, Plot No 6A, Add India Tower, Sector 125, Noida - 201303, to transact the following business(s):

## **SPECIAL BUSINESS(ES):**

Item No. 1: To consider re-appointment of Mr. Shankar Aggarwal (DIN: 02116442) as an Independent Director of the Bank

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualifications of Directors) Rules, 2014, and applicable provisions of the Banking Regulation Act, 1949 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof, for the time being in force] and relevant circular(s) issued by the Reserve Bank of India, the Articles of Association of the Bank and further based on the performance evaluation and recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Shankar Aggarwal (DIN: 02116442), who was appointed at the Annual General Meeting held on 30<sup>th</sup> September 2021, as an Independent Director of the Bank up to 2<sup>nd</sup> April 2024 and who is eligible for being re-appointed as an Independent Director of the Bank and has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and the Rules made thereunder or any other applicable provisions and has given his consent for appointment as an Independent Director, be and is hereby re-appointed as Independent Director of the Bank for a second term of 5 (Five) consecutive years commencing from 3<sup>rd</sup> April 2024 up to 2<sup>nd</sup> April 2029 (both days inclusive) and shall not be liable to retire by rotation."

## Item No. 2 To consider approval for amendment to "2021 Employee Stock Option Scheme"

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

"RESOLVED THAT pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with the rules framed thereunder and the relevant provisions of the Memorandum and Articles of Association of the Bank and as recommended by the Nomination and Remuneration Committee and Board of Directors and subject to such other approvals, permissions and sanctions as may be necessary, consent of the members be and is hereby accorded to the amended "2021 Employee Stock Option Scheme" ("Scheme") as placed before the members, with a view to ensure better efficacy and administration of the Scheme.

**RESOLVED FURTHER THAT** it is hereby noted that the terms of amendments are not prejudicial to the interests of the option holders.

**RESOLVED FURTHER THAT** the Board of Directors or Company secretary of the Bank be and are severally hereby authorized to take such steps as may be necessary and to settle all matters arising out of and incidental thereto and sign and execute all deeds, applications, documents and writings that may be required, on behalf of the Bank and to do all such acts, deeds, matters and things, as it may, in its absolute discretion, consider necessary, expedient or desirable including power to subdelegate, in order to give effect to this resolution or as otherwise considered by the Board of Directors to be in the best interest of the Bank, as it may deem fit."

Item No. 3: To authorize the Board of Directors to Borrow money in excess of paid-up capital, free reserves, and securities premium of the Bank u/s section 180(1)(C) of the Companies Act, 2013.

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

"RESOLVED THAT pursuant to the provisions of section 180(1)(C) and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and as per the applicable provisions of the Banking Regulation Act, 1949 and rules, guidelines and circulars issued by the Reserve Bank of India, from time to time, the consent of the members of the Bank be and is hereby accorded to the Board of Directors of the Bank (hereinafter referred as the "Board" which term shall be deemed to include any Committee thereof, which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution and with the power to delegate such authority to any person or persons) to borrow for the purpose of business of the Bank, such sum or sums of monies as they may deem necessary, notwithstanding the fact that the monies so borrowed and the monies to be borrowed from time to time (apart from (i) temporary loans obtained from the Bank's bankers in the ordinary course of business and (ii) acceptances of deposits of money from public repayable on demand or otherwise and withdrawable by cheque, draft, order or otherwise and/or temporary loans obtained in the ordinary course of business from banks, whether in India or outside India) will exceed the aggregate of the paid up capital of the Bank, its free reserves and securities premium, provided that the total amount so borrowed including the money already borrowed and the money to be borrowed by the Board in any manner permissible at any time shall not exceed Rs. 750 crores (Rupees Seven Hundred Fifty crores).

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds, matters, and things as may be necessary or expedient in this regard but not limited to delegate power conferred herein to any of the committee constituted by the Bank or to any Director or Directors or to any Committee of Directors or to settle all questions, difficulties or doubts that may arise in this regard as it may in its sole and absolute discretion deem fit and to do all such acts, deeds, matters and to seek such approval/ consent from the government departments as may be required in this regard."

# By order of the Board of Directors For Shivalik Small Finance Bank Limited

(Shruti Pandey) Company Secretary

Membership No.: A34796

Place: Noida

Date: 4th March 2024

# **Registered Office:**

501, Salcon Aurum, Jasola District Centre,

New Delhi - 110025

Website: www.shivalikbank.com

Tel no.:0120-4060000

E-mail: <a href="mailto:investorrelations@shivalikbank.com">investorrelations@shivalikbank.com</a>

#### **NOTES:**

- 1. The relevant explanatory statement in terms of Section 102(1) of the Companies Act, 2013 including amendments thereto, is attached as an annexure to this notice.
- 2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE BANK.
- 3. The form of proxy to be valid should be duly completed, stamped and signed and must be deposited with the Bank at least 48 hours before the time scheduled for the Meeting. The proxy form in Form MGT-11 is attached.
- 4. A proxy shall not have the right to speak and shall not be entitled to vote except on a poll.
- 5. Members are requested to register their e-mail address, including changes therein from time to time, with the Bank to enable the Bank to service various notice, reports, documents etc. to the Members in electronic mode.
- 6. Entry to the place of meeting will be regulated by an attendance slip which is annexed to this notice. Members / Proxies are requested to bring the Attendance Slip duly filled in.
- 7. In the case of corporate shareholders proposing to participate at the meeting through their representative, necessary authorization under Section 113 of the Companies Act, 2013 for such representation may please be forwarded to the Bank.
- 8. All documents referred to in the Notice will be available for inspection at the Bank's registered office during normal business hours on working days up to the date of the Extraordinary General Meeting.
- **9.** Route map for the venue of general meeting, Attendance slip, and Proxy Form are appended herein as below.

By order of the Board of Directors
For Shivalik Small Finance Bank Limited

(Shruti Pandey)
Company Secretary
Membership No.: A34796

Place: Noida

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# **Registered Office:**

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#### **EXPLANATORY STATEMENT**

A STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 FOR 3<sup>RD</sup> EXTRA-ORDINARY GENERAL MEETING FOR FY 2023-2024 OF THE BANK SCHEDULED TO BE HELD ON WEDNESDAY THE 27<sup>TH</sup> DAY OF MARCH 2024 AT HEAD OFFICE OF THE BANK SITAUTED AT 2<sup>ND</sup> FLOOR, PLOT NO 6A, ADD INDIA TOWER, SECTOR 125, NOIDA - 201303

ITEM NO. 1: Re-appointment of Mr. Shankar Aggarwal (DIN: 02116442) as Independent Directors of the Bank

#### **Background**

RBI vide its circular DOR.GOV.REC.8/29.67.001/2021-22 dated 26<sup>th</sup> April 2021 has prescribed that the total tenure of Non-Executive Director, continuously or otherwise, on the Board of a Bank, shall not exceed 8 (eight) years and after completing eight years on the Board of a BANK the person may be considered for re-appointment only after a minimum gap of three years.

Mr. Shankar Aggarwal (DIN: 02116442) is an Independent Directors of the Bank appointed by the Board of Directors on 3<sup>rd</sup> April 2021 and by the members on 30<sup>th</sup> September 2021 for the term of 3 (three) years.

In view of the aforesaid, first term of appointment will be completing on 2<sup>nd</sup> April 2024. The Board in its Meeting held on 27<sup>th</sup> February 2024, basis the recommendations of the Nomination and Remuneration Committee and based on the performance evaluation, the requirements of the composition of the Board and the areas of expertise prescribed for Directors under the Banking Regulation Act, has approved his re-appointment as an Independent Directors for a second term of 5 (Five) consecutive years commencing from 3<sup>rd</sup> April 2024 and up to 2<sup>nd</sup> April 2029 (both days inclusive) and has recommended the same to the Members for approval.

#### **Eligibility and Disclosures**

Mr. Shankar Aggarwal (DIN: 02116442) is eligible for appointment or re-appointment as Directors under Section 164 of the Companies Act, 2013. He has willingly provided his consent to continue serving as Directors of the Bank. Notably, he fulfills the stringent qualification criteria stipulated for Independent Directors as delineated in Section 149 of the Companies Act, 2013, in conjunction with the relevant Rules and Regulation applicable to Company.

Upon careful consideration of the declarations furnished by Mr. Shankar Aggarwal (DIN: 02116442), the Board holds the view that he possesses exceptional integrity, as well as the requisite knowledge, experience, and expertise essential for the role of an Independent Director. His demonstrated integrity reflects a steadfast commitment to ethical conduct, transparency, and adherence to regulatory standards, instilling confidence among stakeholders in his ability to uphold the highest standards of corporate governance. Furthermore, his extensive experience and expertise within his respective domains equip him with the insight and acumen necessary to provide valuable guidance and strategic direction to the organization.

Considering these qualities, the Board holds a strong conviction in the suitability of Mr. Shankar Aggarwal for the role of Independent Director, believing that his contribution will significantly enhance

the governance framework and overall performance of the company.

Moreover, in accordance with Section 160 of the Act, the Nomination and Remuneration Committee, during its meeting held 26<sup>th</sup> February 2024 has recommended the candidacy of Mr. Shankar Aggarwal (DIN: 02116442) for the position of Director upon the conclusion of his current term on 2<sup>nd</sup> April 2024.

A draft of the appointment letter for the Independent Director, outlining the terms and conditions, is available for inspection at the Registered Office of the Bank during normal business hours on all business days leading up to the date of the Extraordinary General Meeting (EGM). Additionally, it will be accessible for review in electronic format on the website of the Bank.

## Detailed Disclosure under Secretarial Standard - 2 on General Meetings issued by ICSI

Details of directors seeking appointment/re-appointment at the General Meeting of the Company, under Standard 1.2.5 of Secretarial Standard – 2 on General Meetings issued by the Institute of the Company Secretaries of India.

Name of Director	Mr. Shankar Aggarwal		
DIN:	02116442		
Date of Birth	22 <sup>nd</sup> September 1956		
(Age in Years)	(67 years)		
Qualification	Graduate in Electronics & Communication Engineering, IIT,		
	Roorkee (1973-77) Postgraduate in Computer Technology		
	Engineering, IIT, Delhi (1977-79)		
Experience (including Expertise in	Mr. Aggarwal is a retired officer of the Indian Administrative		
Specific area/ Brief Resume)	Service (IAS). Over his term of more than 35 years with the IAS,		
	he has held multiple roles both with the Central and State		
	Governments. His extensive experience and educational		
	background in Information Technology is likely to be of great		
	value as technological innovation is the cornerstone of Banking		
	in the current era. His expertise in Agriculture and Small-Scale		
	Industry through his time spent with the Government of India		
	and Uttar Pradesh will assist the Board of Directors to ensure		
	appropriate intellectual capacity in these areas.		
Terms and conditions	As per Appointment letter		
of appointment/	opointment/		
re-appointment			
Details of Remuneration sought to	No remuneration paid apart from sitting fees		
be paid (Per annum)			
Remuneration Last drawn during	No remuneration paid apart from sitting fees		
FY 2023-24			
Date of first appointment on the	2 <sup>nd</sup> April 2021		
Board			
Shareholding in the Company	NA		
Relationship with other director/	Not related to any directors or KMP of the Company		
KMP			

No. of meetings of the Board attended during the year  Directorship in other Companies (Excluding Foreign Companies)  Chairmanship/membership of Committees of other Board  Justification for the Manner in which proposed appointee meets requirement  Considering Mr. Shankar Aggarwal's considerable experience and expertise, the Nomination and Remuneration Committee, in conjunction with the Board of Directors, has proposed his reappointment for a second term. This recommendation is based on a thorough review of his qualifications, achievements, and contributions during his current term of office. It is believed that his continued service would be beneficial to the organization's objectives and goals.  Summary of Performance Evaluation Report (only in case of re-appointment of Independent Director is based on the positive feedback received from the Individual Board Member sought during the Evaluation Process. The Performance Evaluation Report for the re-appointment of Mr. Shankar Aggarwal as an Independent Director highlights the following key points:  1. Contribution and Expertise:  Mr. Shankar Aggarwal has made substantial contributions to the company, leveraging his extensive expertise and experience. His insights and guidance have been invaluable in shaping strategic decisions and driving the company's growth.
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2. Alignment with Company Goals:
Mr. Shankar Aggarwal's contributions have consistently aligned
with the company's objectives. He has demonstrated a deep
understanding of the business environment, effectively
identifying opportunities and mitigating risks.
3. Ethical Standards:
Mr. Shankar Aggarwal has demonstrated a strong commitment
to upholding ethical standards and corporate governance
principles. His ethical conduct and integrity have been
commendable, reflecting positively on the company's
reputation.
4. Independence and Objectivity:
The report indicates that
The report indicates that
Mr. Shankar Aggarwal has maintained independence and

impartiality has been crucial in ensuring balanced and fair decision-making processes.

# 5. Recommendation for Re-appointment:

Based on the thorough evaluation, the Nomination and Remuneration Committee, along with the Board of Directors, recommends the re-appointment of Mr. Shankar Aggarwal for another term. His continued presence on the board is seen as beneficial for the company's strategic direction and long-term sustainability.

This summary provides an overview of the Performance Evaluation Report for Mr. Shankar Aggarwal, highlighting his significant contributions and suitability for re-appointment as an Independent Director.

### **Disclosure under Section 102(3)**

All documents mentioned in this notice and the explanatory statement are available for inspection during the Company's business hours on all business days at the Registered Office of the company.

## Disclosure of Interest under Section 102(1)(a)

Mr. Shankar Aggarwal Director of the Company who is proposed to be appointed in the above Item is interested in the matter, however none other Director or Key Managerial Personnel of the Bank or their relatives are, directly or indirectly, financially or otherwise, concerned or interested in the Resolution set out at Item No.1.

The Board recommends the Resolution for approval of the Members as set out in Item No. 1 of the Notice as Special Resolution.

# ITEM NO. 2: Approval for Amendment of "2021 Employee Stock Option Scheme"

Bank implemented the "2021 Employee Stock Option Scheme," for issuing stock options ("Options") to its employees and Directors. This initiative aimed at fostering and sustaining corporate growth and profitability over time.

Also, the purpose of the Employee Stock Option Plan (ESOP) was to attract, retain, incentivize, and motivate talented employees of the bank, ultimately leading to higher corporate growth and increased value for shareholders. Under the plan, employees are granted options that vest upon meeting specific conditions. Once vested, employees can exercise these options within a specified period. Upon exercise, the bank issues share to the employee, who may choose to hold, sell, or transfer them for financial gain.

The Nomination and Remuneration Committee of the Board of Directors oversees and administers the ESOP, acting as the scheme's administrator and compensation committee. Pursuant to the completion

of 2<sup>nd</sup> tranche of investment by Accel India VII (Mauritius) Limited ("Accel") and Quona Accion Inclusion Fund III, L.P. ("Quona"), the amendment is proposed to comply with the condition subsequent of Shareholders Agreement with Accel and Quona dated 30<sup>th</sup> January 2024 and accordingly the Board of Directors of the bank at their meeting held on 27<sup>th</sup> February 2024 approved amendment to the ESOP Plan 2021 based on the recommendation of the Nomination and Remuneration Committee.

In accordance with Section 62(1)(b) of the companies Act 2013, read with rule 12(5)(a) of the Companies (Share Capital and Debentures) Rules, 2014, a company may, by special resolution, amend the terms of unexercised Employee Stock Option Schemes, provided such variation is not prejudicial to the interests of the option holders. Additionally, the notice for passing the special resolution to amend the scheme's terms must fully disclose the variation, the rationale therefore, and the details of the employees who are beneficiaries of such variation.

### Disclosure under Rule 12 (5) of the (Share Capital and Debentures) Rules, 2014

## a. The rationale behind variation:

The amendment proposed in Clause 4.3 is intended to harmonize it with the provisions outlined in the existing Shareholder Agreement that was previously agreed upon with investors. This alignment is crucial as it ensures that both documents are in sync, reducing potential conflicts and ensuring a smoother operation of the agreement. This streamlining process will help maintain clarity and consistency in the agreements, benefiting all parties involved.

## b. Details of the variation

# Comparatives of New (Proposed) clause vs. Old (Existing) clause is as follows:

Clause No.	Existing clause	Proposed clause
of Scheme		
4.3	The Administrator is authorised to	The Administrator is authorised to
	grant to the Eligible Employees not	grant to the Eligible Employees not
	exceeding such number of Options,	exceeding such number of Options,
	from time to time, in one or more	from time to time, in one or more
	tranches, which upon Exercise would	tranches, which upon Exercise would
	not exceed 5% (Five) of the resultant	not exceed 57,25,667 Equity shares of
	paid-up equity share capital of the	the Bank as on Effective Date.
	Bank as on Effective Date.	

## c. Variation is not prejudicial to the interests of the option holders:

The amendment ensures compliance with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, confirming that the changes do not prejudice the interests of the employees and do not reduce or curtail their rights under the 2021 Employee Stock Option Scheme.

# d. The details of the Employees who are beneficiaries of such variation:

All the Employees who are eligible as per ESOP Scheme and who already have been granted the Options under the ESOP Scheme of the Company.

## Disclosure of Interest under Section 102(1)(a)

The Key Managerial Persons (KMPs) along with Directors of the Company may be deemed to be concerned or interested in the Resolution to the extent of the employee stock options granted to them.

#### Disclosure under Section 102(3)

A full draft copy of the amended Scheme would be available for inspection, by the Members without any fee, at the Registered Office of the Bank during normal business hours on any working day up to the date of meeting and during the continuance of meeting.

The Board of Directors of the Company recommends the passing of the resolution in Item No. 2 of the notice as **Special Resolution**.

Item No. 3: To authorize Board of Directors to Borrow money in excess of paid-up capital, free reserves, and securities premium of the Bank u/s section 180(1)(C) of the Companies Act, 2013

As per the provisions of Section 180(1) (c) of the Companies Act, 2013, the Board can borrow money subject to the condition that the money to be borrowed together with the monies already borrowed by the Bank (apart from deposits of money accepted from the public in the ordinary course of its business, temporary loans obtained from the Company's bankers in the ordinary course of business) shall not exceed the aggregate, for the time being, of the paid-up share capital, free reserves and securities premium of the Bank, that is to say, reserves not set apart for any specific purpose, unless the Shareholders have authorized the Board to borrow the monies up to some higher limits.

In terms of projected financing needs for FY 2024-25, borrowed funds are required by the Bank for its business needs. Also, the Board of Directors of the Bank envisages a requirement for funds for future requirements. Accordingly, it is proposed to empower and authorize the Board of Directors of the Bank to borrow money from any Financial Institutions (FIs), Foreign Institutional Investors (FIl's), Bodies Corporate or Business Associates, or any other person or entities, etc., in excess of paid-up capital, free reserves and securities premium of the Bank up to a sum not exceeding Rs. 750 crores (Rupees Seven Hundred Fifty Crores) for the purpose of business activities of the Bank.

# **Disclosure under Section 102(3)**

All documents mentioned in this notice and the explanatory statement are available for inspection during the Company's business hours on all business days at the Registered Office of the company.

#### Disclosure of Interest under Section 102(1)(a)

None of the Director or Key Managerial Personnel of the Bank or their relatives are, directly or indirectly, financially or otherwise, concerned or interested in the Resolution set out at Item No. 3 except to the extent of their shareholding.

The Board recommends the Resolution for approval of the Members as set out in item No. 3 of the Notice as Special Resolution.

Name: Mr. Shankar Aggarwal

**DIN:** 02116442

# **Interest in other Entities:**

S. No.	Names of the Companies /bodies corporate/ firms/ association of individuals	Nature of interest or concern / Change in interest or concern	Shareholding	Date on which interest or concern arose / changed
1	SBI Payment Services Private Limited	Director	Nil	07/09/2019
2	CSC E-GOVERNANCE Services India Limited	Director	Nil	25/06/2018
3	Prudent ARC Limited	Director	Nil	25/01/2018
4	Ria General Insurance Limited	Independent Director and Chairman	Nil	07/05/2022
5	U P Hotels Limited	Independent Director	Nil	25/09/2021
6	Shankar Aggarwal Sole Proprietorship Firm	Sole Proprietor	NA	
7	Sushant University	Chancellor	NA	
8	National Highways Authority of India	Arbitrator	NA	15/02/2021
9	Systra MVA Consulting (India) Private Limited	Consultant	Nil	01/03/2023

# By order of the Board of Directors For Shivalik Small Finance Bank Limited

(Shruti Pandey) Company Secretary

Membership No.: A34796

Place: Noida

Date: 4<sup>th</sup> March 2024 Registered Office:

501, Salcon Aurum, Jasola District Centre,

New Delhi - 110025

 $Website: \underline{www.shivalikbank.com}\\$ 

Tel no.:0120-4060000

E-mail: <a href="mailto:investorrelations@shivalikbank.com">investorrelations@shivalikbank.com</a>

## **ATTENDANCE SLIP**

I hereby record my presence at the 3rd Extra-Ordinary General Meeting (EGM) of Financial Year 2023-24 of the members of Shivalik Small Finance Bank Limited ('Bank' or 'Company') will be held on Wednesday, the 27<sup>th</sup> day of March 2024 at 10:00 am (IST) at Head Office of the Bank situated at 2<sup>nd</sup> Floor, Plot No 6A, Add India Tower, Sector 125, Noida - 201303 following are my details mentioned below:

Name of Member	
Address	
Regd. Folio No	
No. of Shares held	
Name of the Proxy (If any)	
Name of the Authorized Representative (If any)	

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the **3<sup>rd</sup> Extra-Ordinary General Meeting.** 

Signature of Member / Proxy/ Authorized Representative

*Note:* Please fill up this attendance slip and hand it over at the entrance of the meeting place.

#### Form No. MGT-11

#### **Proxy form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: SHIVALIK SMALL FINANCE BANK LIMITED Registered Office: 501, Salcon Aurum, Jasola District Centre, New Delhi – 110 025 Name of the member(s): Registered Address: Email-id: Folio No: I/We, being the member (s) of ...... shares of the above-named company, hereby appoint 1. Name: ..... Address: E-mail Id: Signature:...., or failing him 2. Name: ..... Address: E-mail Id: Signature:...., or failing him 3. Name: ..... Address: E-mail Id: Signature:.... as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 3<sup>rd</sup> Extraordinary General Meeting for the FY 2023-24 to be held on Wednesday, 27th day of March, 2024 at 10:00 am (IST) at Head Office of the Bank situated at 2<sup>nd</sup> Floor, Plot No 6A, Add India Tower, Sector 125, Noida - 201303 and any adjournment thereof in respect of such resolutions mentioned in Notice. Signed this..... day of...... 2024 Signature of shareholder ...... Signature of Proxy holder(s) ...... Note: This form of proxy to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

CIN: U65900DL2020PLC366027

ROUTE MAP OF THE VENUE OF 3RD EXTRA-ORDINARY GENERAL MEETING (EGM) OF FINANCIAL YEAR 2023-24 OF THE MEMBERS OF SHIVALIK SMALL FINANCE BANK LIMITED ('BANK' OR 'COMPANY') WILL BE HELD ON WEDNESDAY, THE  $27^{TH}$  DAY OF MARCH 2024 AT 10:00 AM (IST) AT HEAD OFFICE OF THE BANK SITUATED AT  $2^{ND}$  FLOOR, PLOT NO 6A, ADD INDIA TOWER, SECTOR 125, NOIDA – 201303

#### **Prominent Landmark:**

