
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
Head Office Address	6 th Floor, Tower- 3, India Glycols Building, Plot no. 2B, Sector 126, Noida – 201304
Corporate Identity Number	U65900DL2020PLC366027
Telephone number	0120-4060000
e-mail address	info@shivalikbank.com

SHIVALIK SMALL FINANCE BANK LTD.

HEAD OFFICE:
Plot No - 2B, 6th Floor, Tower 3,
Sector - 126, Noida - 201 304.

Ph: 0120-4060000
info@shivalikbank.com
www.shivalikbank.com

REGD. OFFICE:
501, Salcon Aurum, Jasola District Centre, New Delhi - 110 025.
CIN NO: U65900DL2020PLC366027

NOTICE

NOTICE is hereby given that the 1st Extra-Ordinary General Meeting (EGM) of Financial Year 2023-24 of the Members of **Shivalik Small Finance Bank Limited** will be held on Saturday, 6th day of May 2023 at 11.00 a.m. (IST) at shorter notice at RWA, Community Centre, Sector 44, Noida (U.P) - 201303, to transact the following business(es) -

SPECIAL BUSINESS:

Item No. 1: 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. 600 crores (Rupees Six Hundred 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: 5th May 2023**

Registered Office:
501, Salcon Aurum, Jasola District Centre,
New Delhi – 110025
Website: www.shivalikbank.com
Tel no.:0120-4060000
E-mail: investorrelations@shivalikbank.com

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 COMPANY.
3. The form of proxy to be valid should be duly completed, stamped and signed and must be deposited with the Company 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. The Members are requested for consenting to Shorter Notice of Extraordinary General Meeting under Section 101(1) of the Companies Act, 2013, and kindly note that the Meeting shall be held only if the consent is received before the time fixed for the Meeting from the requisite Members entitled to vote at Extraordinary General Meeting.
6. Members are requested to register their e-mail address, including changes therein from time to time, with the Company to enable the Company to service various notices, reports, documents, etc. to the Members in electronic mode.
7. Entry to the place of the 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.
8. 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 Company.
9. All documents referred to in the Notice will be available for inspection at the Company's registered office during normal business hours on working days up to the date of the Extraordinary General Meeting.

10. Route map for the venue of the Extraordinary General Meeting, Attendance slip, and shorter notice consent 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
Date: 5th May 2023

Registered Office:
501, Salcon Aurum, Jasola District Centre,
New Delhi – 110025
Website: www.shivalikbank.com
Tel no.:0120-4060000
E-mail: investorrelations@shivalikbank.com

EXPLANATORY STATEMENT

A STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 FOR THE 1ST EXTRA ORDINARY GENERAL MEETING OF THE COMPANY SCHEDULED TO BE HELD ON SATURDAY, THE 6TH DAY OF MAY 2023 AT 11.00 A.M. AT RWA, COMMUNITY CENTRE, SECTOR 44, NOIDA, (U.P). - 201303

Item No. 1:

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

In terms of good asset financing-led growth in FY 2022-23 and projected financing needs for FY 2023-24, the Bank will be required to borrow funds for its business needs. Also, the Board of Directors of the Bank envisages a requirement for funds in the future. 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.

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 (FIIs), 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. 600 crores (Rupees Six Hundred 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. 1 except to the extent of their shareholding.

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

By order of the Board of Directors

For Shivalik Small Finance Bank Limited

(Shruti Pandey)

Company Secretary

Membership No.: A34796

Place: Noida

Date: 5th May 2023

Registered Office:

501, Salcon Aurum, Jasola District Centre,
New Delhi – 110025

Website: www.shivalikbank.com

Tel no.:0120-4060000

E-mail: investorrelations@shivalikbank.com

ATTENDANCE SLIP

I hereby record my presence at the 1st **Extra-Ordinary General Meeting for the Financial Year 2023-24 held on Saturday, the 6th Day of May 2023 at 11.00 A.M.** at RWA, Community Centre, Sector 44, Noida following are my details mentioned below:

Name of Member	
Address	
Regd. Folio No/ ISIN 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 1st **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]

CIN: U65900DL2020PLC366027

Name of the Company: SHIVALIK SMALL FINANCE BANK LIMITED

Registered Office: 501, Salcon Aurum Jasola District Centre New Delhi - 110025

Name of the member(s):
Registered Address:
Email-id:
Folio No/ISIN No.:
DP ID:

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:....., or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at **the 1st Extra-Ordinary General Meeting of the Financial Year 2023-24 to be held on Saturday, the 6th Day of May, 2023 at 11.00 a.m.** at RWA, Community Centre, Sector 44, Noida and at any adjournment thereof in respect of such resolutions mentioned in Notice.

Signed this..... day of..... 2023.

Signature of Shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order 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.

THE COMPANIES ACT, 2013
Consent of shareholder for shorter notice
[Pursuant to Section 101(1)]

To
The Board of Directors
SHIVALIK SMALL FINANCE BANK LIMITED
501, Salcon Aurum, Jasola District Centre,
New Delhi - 110025 IN

I, being shareholder of Shivalik Small Finance Bank Limited (hereinafter referred as "Bank" or "SSFBS") do hereby give my consent, pursuant to Section 101(1) of the Companies Act, 2013, to hold the Extra-Ordinary General Meeting (EGM) of the Bank at a shorter notice, details of the same are hereunder:

Name
No. of equity share held
Face value of shares
Date and time of EGM

Signature:

Name:

Date:

ROUTE MAP OF THE VENUE OF 1ST EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF SHIVALIK SMALL FINANCE BANK LIMITED FOR F.Y 2023-24 TO BE HELD ON SATURDAY, THE 6TH DAY OF MAY 2023 AT 11.00 A.M. AT RWA, COMMUNITY CENTRE, SECTOR 44, NOIDA

Prominent Landmark: Community Centre

