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**NOTICE FOR EXTRA-ORDINARY GENERAL MEETING**

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<b>Name of Company</b>	<b>Shivalik Small Finance Bank Limited</b>
<b>Registered office address</b>	501, Salcon Aurum, Jasola District Centre, New Delhi – 110025
<b>Corporate Identity Number</b>	U65900DL2020PLC366027
<b>Telephone number</b>	0120-4060000
<b>e-mail address</b>	<a href="mailto:info@shivalikbank.com">info@shivalikbank.com</a>

**SHIVALIK SMALL FINANCE BANK LTD.**

**HEAD OFFICE:**  
Plot No - 2B, 6<sup>th</sup> 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 2<sup>nd</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 Saturday, the 13<sup>th</sup> day of January 2024 at 10.00 am (IST) at registered office of the Bank situated at 501, Salcon Aurum, Jasola District Centre, New Delhi – 110 025, to transact the following business(s):

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

**Item No. 1: Issue of Equity Shares on Private Placement basis to Quona Accion Inclusion Fund III, L.P.**

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

**“RESOLVED THAT** pursuant the provisions of Articles of Association of the Company and Section 42 read with Section 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and the Foreign Exchange Management Act, 1999, (as amended from time to time) and the regulations made thereunder, as amended, and the rules, regulations, guidelines, notifications and circulars, if any, issued by the Government of India, the Reserve Bank of India, or any other competent authority, whether in India or abroad, from time to time to the extent applicable, and subject to the approval of the Reserve Bank of India, consent of the members of the Bank be and is hereby accorded for issuance of 70,84,689 equity shares of the Bank to Quona Accion Inclusion Fund III, L.P. at the price of INR 47.99/- (Indian Rupees Forty Seven Point Ninety Nine only) including premium of INR 37.99/- (Indian Rupees Thirty Seven Point Ninety Nine only) per equity share for an aggregate subscription amount of INR 33,99,94,225.11/- (Indian Rupees Thirty Three Crore, Ninety Nine Lakhs, Ninety Four Thousand, Two Hundred Twenty Five point eleven only), as per the terms and conditions contained in the Share Subscription Agreement dated 11<sup>th</sup> August 2022 executed *inter alia* amongst the Bank, Quona Accion Inclusion Fund III, L.P., Mr. Yashvir Kumar Gupta, Mr. Dinesh Kumar Mittal and Mr. Sanjeev Kumar Mittal.

**RESOLVED FURTHER THAT** pursuant to the provisions of the Companies Act, 2013, name of the Quona Accion Inclusion Fund III, L.P be recorded for the issue of invitation to subscribe to the equity shares of the Bank.

**RESOLVED FURTHER THAT** the Valuation Certificate issued by Sundae Capital Advisors Private Limited, Registered Valuer and Merchant Banker as placed before the members be and is hereby perused and noted by the members of the Bank.

**RESOLVED FURTHER THAT** the draft of the offer letter in Form PAS-4 (“Offer Letter”) placed before the members be and is hereby approved and any Director or Company Secretary of the Bank be and is hereby severally authorized to issue the said Offer Letter to Quona Accion Inclusion Fund III, L.P.

**RESOLVED FURTHER THAT** any Director or Company Secretary be and is hereby severally authorized to make any corrections, amendments, deletions, or additions in the Offer Letter relating to the proposed Offer and to give any information, explanation, declaration, and confirmations as may be required in accordance with applicable law.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized severally to determine, vary, modify, alter any of the terms and conditions of the issue, as it may deem expedient, in its discretion, open and close the offer of above said Shares, issuing certificates/clarifications, effecting any modifications or changes to the foregoing (including modifications to the terms of the Issue), entering into agreements, addendums, documents in connection therewith and incidental thereto as the Board in its absolute discretion deem fit and to settle all questions, difficulties or doubts that may arise regarding the offer, issue, and allotment of the securities and take all other steps and do all such deeds and actions which may be incidental, consequential, relevant or ancillary in this connection and that the decisions of the Board shall be final, binding and conclusive.”

**Item No. 2: Issue of Equity Shares on Private Placement basis to Accel India VII (Mauritius) Ltd.**

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

**“RESOLVED THAT** pursuant the provisions of Articles of Association of the Company and Section 42 read with Section 62(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and the Foreign Exchange Management Act, 1999, (as amended from time to time) and the regulations made thereunder, as amended, and the rules, regulations, guidelines, notifications and circulars, if any, issued by the Government of India, the Reserve Bank of India, or any other competent authority, whether in India or abroad, from time to time to the extent applicable, and subject to the approval of Reserve Bank of India, consent of the members of the Bank be and is hereby accorded for the issuance of 70,84,689 equity shares of the Company to Accel India VII (Mauritius) Ltd at the price of INR 47.99/- (Indian Rupees Forty Seven Point Ninety Nine only) including premium of INR 37.99/- (Indian Rupees Thirty Seven Point Ninety Nine only) per equity share for an aggregate subscription amount of INR 33,99,94,225.11/- (Indian Rupees Thirty Three Crore, Ninety Nine Lakhs, Ninety Four Thousand, Two Hundred Twenty Five point eleven only), as per the terms and conditions contained in the Share Subscription Agreement dated 11<sup>th</sup> August 2022 executed *inter alia* amongst the Bank, Accel India VII (Mauritius) Ltd, L.P., Mr. Yashvir Kumar Gupta, Mr. Dinesh Kumar Mittal and Mr. Sanjeev Kumar Mittal.

**RESOLVED FURTHER THAT** pursuant to the provisions of the Companies Act, 2013, name of the Accel India VII (Mauritius) Ltd be recorded for the issue of invitation to subscribe to the equity shares of the Bank.

**RESOLVED FURTHER THAT** the Valuation Certificate issued by Sundae Capital Advisors Private Limited, Registered Valuer and Merchant Banker as placed before the members be and is hereby perused and noted by the members of the Bank.

**RESOLVED FURTHER THAT** the draft of the offer letter in Form PAS-4 (“Offer Letter”) placed before the members be and is hereby approved and any Director or Company Secretary of the Bank be and is hereby severally authorized to issue the said Offer Letter to Accel India VII (Mauritius) Ltd.

**RESOLVED FURTHER THAT** any Director or Company Secretary be and is hereby severally authorized to make any corrections, amendments, deletions, or additions in the Offer Letter relating to the proposed Offer and to give any information, explanation, declaration, and confirmations as may be required in accordance with applicable law.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized severally to determine, vary, modify, alter any of the terms and conditions of the issue, as it may deem expedient, in its discretion, open and close the offer of above said Shares, issuing certificates/ clarifications, effecting any modifications or changes to the foregoing (including modifications to the terms of the Issue), entering into agreements, addendums, documents in connection therewith and incidental thereto as the Board in its absolute discretion deem fit and to settle all questions, difficulties or doubts that may arise regarding the offer, issue, and allotment of the securities and take all other steps and do all such deeds and actions which may be incidental, consequential, relevant or ancillary in this connection and that the decisions of the Board shall be final, binding and conclusive.”

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

**(Shruti Pandey)**  
**Company Secretary**  
**Membership No.: A34796**

**Place: Noida**  
**Date: 21<sup>st</sup> December 2023**

**Registered Office:**  
501, Salcon Aurum, Jasola District Centre,  
New Delhi – 110025  
Website: [www.shivalikbank.com](http://www.shivalikbank.com)  
Tel no.:0120-4060000  
E-mail: [investorrelations@shivalikbank.com](mailto: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 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**

**Date: 21<sup>st</sup> December 2023**

**Registered Office:**

501, Salcon Aurum, Jasola District Centre,  
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E-mail: [investorrelations@shivalikbank.com](mailto:investorrelations@shivalikbank.com)

## EXPLANATORY STATEMENT

**A STATEMENT IN RESPECT OF SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 FOR 2<sup>ND</sup> EXTRA-ORDINARY GENERAL MEETING OF THE BANK SCHEDULED TO BE HELD ON SATURDAY, THE 13<sup>TH</sup> DAY OF JANUARY 2024 AT 10:00 AM AT THE REGISTERED OFFICE OF THE BANK SIATUATED AT 501, SALCON AURUM, JASOLA DISTRICT CENTRE, NEW DELHI – 110025**

**Item No. 1 & 2:**

### **Issue of Equity Shares on a Private Placement Basis**

The Board of Directors of the Bank at their meeting held on 20<sup>th</sup> December 2023 proposed to offer and issue 1,41,69,378 (One Crore, Forty One Lakhs, Sixty Nine Thousand, Three Hundred Seventy Eight) equity shares having face value of INR 10/- (Indian Rupee Ten only) each at premium of INR 37.99/- (Indian Rupees Thirty Seven Point Ninety Nine only) per share aggregating to INR 67,99,88,450.22/- (Indian Rupee Sixty Seven Crores, Ninety Nine Lakhs, Eighty Eight Thousand, Four Hundred Fifty point Twenty Two only) as per the terms and conditions contained in the Share Subscription Agreement dated 11<sup>th</sup> August 2022 executed with Quona Accion Inclusion Fund III, L.P. (SSA-1) (for subscription to 70,84,689 equity shares of the Company at a price INR 47.99/- (Indian Rupees Forty Seven Point Ninety Nine only) including premium of INR 37.99/- (Indian Rupees Thirty Seven Point Ninety Nine only) per equity share for an aggregate subscription amount of INR 33,99,94,225.11/- (Indian Rupees Thirty Three Crore, Ninety Nine Lakhs, Ninety Four Thousand, Two Hundred Twenty Five point eleven only) and Share Subscription Agreement dated 11<sup>th</sup> August 2022 executed with Accel India VII (Mauritius) Ltd, (SSA-2) for subscription to 70,84,689 equity shares of the Company at a price of INR 47.99/- (Indian Rupees Forty Seven Point Ninety Nine only) including premium of INR 37.99/- (Indian Rupees Thirty Seven Point Ninety Nine only) per equity share for an aggregate subscription amount of INR 33,99,94,225.11/- (Indian Rupees Thirty Three Crore, Ninety Nine Lakhs, Ninety Four Thousand, Two Hundred Twenty Five point eleven only).

As per Section 42 of the Companies Act, 2013, read with the Companies (Prospectus and allotment of Securities) Rules, 2014, a Company offering or making an invitation to subscribe to securities, including Equity Shares on a Private Placement basis, is required to obtain the prior approval of the shareholders by way of a Special Resolution, for each of the offers and invitations.

Accordingly, the approval of members is being sought by way of a Special Resolution, for the issue of Equity Shares aggregating to an amount of up to INR 67,99,88,450.22/- (Indian Rupee Sixty Seven Crores, Ninety Nine Lakhs, Eighty Eight Thousand, Four Hundred Fifty point Twenty Two only).

I. Given below is a statement of disclosures as required under Rule 14(1) of the Companies (Prospectus and Allotment of securities) Rules, 2014:

<b>S. No</b>	<b>Particulars</b>	
(a)	Particulars of the offer including date of passing board resolution	The Board of Directors of the Company at its meeting held on 20 <sup>th</sup> December 2023 has

		<p>approved the offer for issuance of 1,41,69,378 (One Crore, Forty One Lakhs, Sixty Nine Thousand, Three Hundred Seventy Eight) equity shares having face value of INR 10/- (Indian Rupee Ten only) each at premium of INR 37.99/- (Indian Rupees Thirty Seven Point Ninety Nine only) per share aggregating to INR 67,99,88,450.22/- (Indian Rupee Sixty Seven Crores, Ninety Nine Lakhs, Eighty Eight Thousand, Four Hundred Fifty point Twenty Two only).</p> <p>Proposed Offeree:</p> <ol style="list-style-type: none"> <li>i. Quona Accion Inclusion Fund III, L.P. (SSA-1): 70,84,689 equity shares of the Company at a price of INR 47.99/-</li> <li>ii. Accel India VII (Mauritius) Ltd: 70,84,689 equity shares of the Company at a price of INR 47.99/-</li> </ol>
(b)	Kinds of securities offered and the price at which the security is being offered	The Company proposes to issue 1,41,69,378 (One Crore, Forty One Lakhs, Sixty Nine Thousand, Three Hundred Seventy Eight) equity shares having face value of INR 10/- (Indian Rupee Ten only) each at premium of INR 37.99/- (Indian Rupees Thirty Seven Point Ninety Nine only) per share aggregating to INR 67,99,88,450.22/- (Indian Rupee Sixty Seven Crores, Ninety Nine Lakhs, Eighty Eight Thousand, Four Hundred Fifty point Twenty Two only).
(c)	Basis or justification for the price (including premium, if any) at the offer or invitation is being made	<p>The Equity shares are being issued at face value of INR 10/- (Indian Rupee Ten only) each and at premium of INR 37.99/- (Indian Rupees Thirty Seven Point Ninety Nine only) per share.</p> <p>The determined price is based on the valuation report issued by Sundae Capital Advisors Private Limited, a Registered Valuer having Registration Number-IBBI/RV-E/03/2021/136. This valuation report serves as the foundation for establishing the price, providing a comprehensive and professional assessment of the relevant factors influencing the valuation. The expertise and</p>

		accreditation of Sundae Capital Advisors Private Limited contribute to the reliability and credibility of the valuation process, ensuring transparency and adherence to established valuation standards.
(d)	Name and address of valuer who performed valuation	Name: Sundae Capital Advisors Private Limited Address: 1177, 11 <sup>th</sup> Floor, VEGAS, Plot No. 6, Sector 14 (North), Dwarka City Centre, New Delhi - 110 075
(e)	Amount which the company intends to raise by way of such securities	Amount up to INR 67,99,88,450.22/- (Indian Rupee Sixty Seven Crores, Ninety Nine Lakhs, Eighty Eight Thousand, Four Hundred Fifty point Twenty Two only)
(f)	Material terms of raising of such securities	1) Material terms of offer to Quona Accion Inclusion Fund III, L.P. are as specified in the Share Subscription Agreement executed on 11 <sup>th</sup> August 2022. Attached as Annexure 6 of PAS-4 to the notice. 2) Material terms of offer to Accel India VII (Mauritius) Ltd. are as specified in the Share Subscription Agreement executed on 11 <sup>th</sup> August 2022. Attached as Annexure 6 of PAS-4 to the notice.
(g)	Proposed time schedule	Allotment of Equity Shares shall be made within 60 days from the date of receipt of application money.
(h)	Purposes or objects of offer	The offer is made with an objective to meet business requirements for which the Company requires an infusion of funds in the form of additional capital.
(i)	Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects	Not Applicable
(j)	Principle terms of assets charged as securities	The equity shares are unsecured and do not carry any charge on the assets of the Company.

II. Given below is a statement of disclosures as required under Rule 13(2)(d) of the Companies (Share Capital and Debentures) Rules, 2014:

S. No.	Particulars	
(a)	The objects of the issue	The offer is made with an objective to meet business requirements for which the Company requires an infusion of funds in the form of additional capital.



(b)	the total number of shares or other securities to be issued	The Company proposes to issue 1,41,69,378 (One Crore, Forty One Lakhs, Sixty Nine Thousand, Three Hundred Seventy Eight) equity shares having face value of INR 10/- (Indian Rupee Ten only) each at premium of INR 37.99/- (Indian Rupees Thirty Seven Point Ninety Nine only) per share aggregating to INR 67,99,88,450.22/- (Indian Rupee Sixty Seven Crores, Ninety Nine Lakhs, Eighty Eight Thousand, Four Hundred Fifty point Twenty Two only).											
(c)	the price or price band at/within which the allotment is proposed	The proposed allotment price is INR 47.99/- (Indian Rupees Forty Seven Point Ninety Nine only) including premium of INR 37.99/- (Indian Rupees Thirty Seven Point Ninety Nine only).											
(d)	Basis on which the price has been arrived at along with report of the registered valuer	On the basis of Valuation Report obtained from Sundae Capital Advisors Pvt. Ltd. Enclosed as Annexure 5 of PAS-4.											
(e)	Relevant date with reference to which the price has been arrived at	Date of valuation: 30 <sup>th</sup> November 2023 Report Date: 20 <sup>th</sup> December 2023											
(f)	the class or classes of persons to whom the allotment is proposed to be made	Allotment is proposed to be made to following: <table border="1" data-bbox="767 1099 1302 1395"> <thead> <tr> <th data-bbox="767 1099 847 1182">S. No.</th> <th data-bbox="847 1099 1134 1182">Name of Proposed Allottees</th> <th data-bbox="1134 1099 1302 1182">No. of Shares</th> </tr> </thead> <tbody> <tr> <td data-bbox="767 1182 847 1265">1</td> <td data-bbox="847 1182 1134 1265">Accel India VII (Mauritius) Ltd.</td> <td data-bbox="1134 1182 1302 1265">70,84,689</td> </tr> <tr> <td data-bbox="767 1265 847 1395">2</td> <td data-bbox="847 1265 1134 1395">Quona Accion Inclusion Fund III, L.P.</td> <td data-bbox="1134 1265 1302 1395">70,84,689</td> </tr> </tbody> </table>			S. No.	Name of Proposed Allottees	No. of Shares	1	Accel India VII (Mauritius) Ltd.	70,84,689	2	Quona Accion Inclusion Fund III, L.P.	70,84,689
S. No.	Name of Proposed Allottees	No. of Shares											
1	Accel India VII (Mauritius) Ltd.	70,84,689											
2	Quona Accion Inclusion Fund III, L.P.	70,84,689											
(g)	intention of promoters, directors or key managerial personnel to subscribe to the offer	None of the Promoter, Directors or Key Managerial Person of the Company are subscribing to the offer											
(h)	the proposed time within which the allotment shall be completed	Within 60 days from the date of receipt of application money											
(i)	the names of the proposed allottees and the percentage of post preferential offer capital that may be held by them	<table border="1" data-bbox="767 1608 1302 1984"> <thead> <tr> <th data-bbox="767 1608 847 1731">S. No.</th> <th data-bbox="847 1608 1054 1731">Name of Proposed Allottees</th> <th data-bbox="1054 1608 1302 1731">% of Capital Post Preferential offer</th> </tr> </thead> <tbody> <tr> <td data-bbox="767 1731 847 1854">1</td> <td data-bbox="847 1731 1054 1854">Accel India VII (Mauritius) Ltd.</td> <td data-bbox="1054 1731 1302 1854">9.99</td> </tr> <tr> <td data-bbox="767 1854 847 1984">2</td> <td data-bbox="847 1854 1054 1984">Quona Accion Inclusion Fund III, L.P.</td> <td data-bbox="1054 1854 1302 1984">9.99</td> </tr> </tbody> </table>			S. No.	Name of Proposed Allottees	% of Capital Post Preferential offer	1	Accel India VII (Mauritius) Ltd.	9.99	2	Quona Accion Inclusion Fund III, L.P.	9.99
S. No.	Name of Proposed Allottees	% of Capital Post Preferential offer											
1	Accel India VII (Mauritius) Ltd.	9.99											
2	Quona Accion Inclusion Fund III, L.P.	9.99											
(j)	the change in control, if any, in the	There will be no change in the control of the											

	company that would occur consequent to the preferential offer	Company consequent to the Preferential Issue.			
(k)	the number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price	During the year under review, Bank has made an allotment of Non-Convertible Debenture Series V (NCD Series V) on 1 <sup>st</sup> September 2023. Details of the same are hereunder:			
		Number of persons to whom allotment has already been made	Number of securities allotted	Price per security (Amount in Rs.)	Date of Allotment
		82	203 NCD – Series V	5,00,00 0	1 <sup>st</sup> September, 2023
(l)	the justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	N.A.			
(m) The pre issue and post issue shareholding pattern of the company (As mentioned below)					

#### A. SHAREHOLDING OF EQUITY SHAREHOLDERS

S. No.	Category	Pre-Issue		Post-Issue	
		No. of shares held	% of shareholding	No. of Shares Held	% of shareholding
A	Promoters holding (including relatives and entities controlled by promoters)				
1	Indian				
	Individual	4,96,76,552	46.32%	4,96,76,552	40.91%
	Bodies Corporate	46,85,310	4.37%	46,85,310	3.85%
	Others [(including Non-Resident Indians (NRIs)]	0	0	0	0
	<b>Sub- Total</b>	<b>5,43,61,862</b>	<b>50.69%</b>	<b>5,43,61,862</b>	<b>44.77%</b>
2	Foreign Promoters	0	0.0%	0	0.0%
	<b>Sub- Total(A)</b>	<b>5,43,61,862</b>	<b>50.69%</b>	<b>5,43,61,862</b>	<b>44.77%</b>
B	Non-Promoters' holding				
1	Institutional Investors	0	0.0%	0	0.0%
2	Non-Institutional Investors	0	0.0%	0	0.0%

Private Bodies	Corporate	25,45,455	2.37%	25,45,455	2.09%
Directors and Relatives		46,00,000	4.29%	46,00,000	3.78%
Indian Public		3,15,09,295	29.38%	3,15,09,295	25.95%
Others [(including Non-Resident Indians (NRIs)]		1,42,30,009	13.27%	2,83,99,387	23.39%
<b>Sub Total(B)</b>		<b>5,28,84,759</b>	<b>49.31%</b>	<b>6,70,54,137</b>	<b>55.23%</b>
<b>GRAND TOTAL</b>		<b>10,72,46,621</b>	<b>100.0%</b>	<b>12,14,15,999</b>	<b>100.0%</b>

**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 & 2 except to the extent of their shareholding.

The Board recommends the Resolution for approval of the Members as set out in item No. 1 & 2 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: 21<sup>st</sup> December 2023**

**Registered Office:**

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

Website: [www.shivalikbank.com](http://www.shivalikbank.com)

Tel no.:0120-4060000

E-mail: [investorrelations@shivalikbank.com](mailto:investorrelations@shivalikbank.com)

**ATTENDANCE SLIP**

I hereby record my presence at the **2<sup>nd</sup> Extra-Ordinary General Meeting for the Financial Year 2023-24 held on Saturday, the 13<sup>th</sup> Day of January 2024 at 10.00 am** at registered office of the Bank situated at 501, Salcon Aurum, Jasola District Centre, New Delhi – 110 025, 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 **2<sup>nd</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]*

**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 2<sup>nd</sup> Extra-Ordinary General Meeting of FY 2023-24 to be held on Saturday, the 13<sup>th</sup> Day of January 2024 at 10 am** at Registered Office of the Bank situated at 501, Salcon Aurum Jasola District Centre New Delhi – 110025 and at 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 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.***

**ROUTE MAP OF THE VENUE OF 2<sup>ND</sup> EXTRA-ORDINARY GENERAL MEETING OF THE MEMBERS OF SHIVALIK SMALL FINANCE BANK LIMITED FOR FY 2023-24 TO BE HELD ON SATURDAY, THE 13<sup>TH</sup> DAY OF JANUARY 2023 AT 10 AM AT THE REGISTERED OFFICE OF THE BANK SITUATED AT 501, SALCON AURUM JASOLA DISTRICT CENTRE NEW DELHI – 110025**

**Prominent Landmark:**

