Ref. No.: BBL/SEC/132/2026-27

August 24, 2026

BSE Limited
Dept. of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
BSE Scrip Code: 541153

National Stock Exchange of India Limited
The Listing Department
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051
NSE Symbol: BANDHANBNK

Dear Sir/Madam,

Sub.: Disclosure under the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') – Outcome of the 12th Annual General Meeting of Bandhan Bank Limited

In continuation to the letter bearing Ref. No.: BBL/SEC/108/2026-27 dated July 30, 2026, please be informed that the 12th Annual General Meeting ('**AGM**') of Bandhan Bank Limited (the '**Bank**') was held today, i.e., **Monday, August 24, 2026, at 11.00 a.m. (IST)**, through Video Conferencing ('**VC**')/ Other Audio-Visual Means ('**OAVM**'), in compliance with the relevant provisions of the Companies Act, 2013 (the '**Act**') and the Rules made thereunder, read with relevant circulars issued in this regard, from time to time, by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Pursuant to Regulation 44 of the SEBI LODR and the applicable provisions of the Act, the Bank had provided the facility to the Members to cast their vote on the Resolutions proposed by way of electronic means, i.e., through remote e-voting from 9:00 a.m. (IST) on Thursday, August 20, 2026 till 5:00 p.m. (IST) on Sunday, August 23, 2026, and through e-voting during the AGM. The Bank had appointed CS Hansraj Jaria (FCS No.: 7703/ CP No.: 19394), Practising Company Secretary, to act as the Scrutinizer, to scrutinize the electronic voting process in a fair and transparent manner. Accordingly, the Scrutinizer has submitted the Consolidated Scrutinizer's Report on the remote e-voting and the e-voting during the AGM. On the basis of the Scrutinizer's Report, all the Resolutions, as set out in the AGM Notice, have been duly approved by the Members, with requisite majority, and the Resolutions are declared as passed in the AGM held on August 24, 2026. Summary of the proposals approved by the Members are, as under:

Ordinary Business:

1. Consideration and adoption of the Audited Annual Financial Statement of the Bank for the financial year ended March 31, 2026 and the Reports of the Auditors and the Board of Directors thereon;
2. Declaration of dividend on equity shares of the Bank for the financial year ended March 31, 2026;
3. Appointment of Mr. Rajinder Kumar Babbar (DIN: 10540386), who retired by rotation as a Director of the Bank and being eligible, offered himself for re-appointment;
4. Increase in remuneration of the Joint Statutory Auditors of the Bank;

Special Business:

5. Appointment of Mr. Debasish Panda (DIN: 06479085) as an Independent Director of the Bank;
6. Appointment and remuneration of Mr. Debasish Panda (DIN: 06479085) as the Non-Executive Chairman of the Bank; and
7. Payment of fixed remuneration to the Non-Executive Directors of the Bank, other than the Non-Executive Chairperson.

In view of the above and pursuant to Regulations 30 and 44 of the SEBI LODR and applicable provisions of the Act, the Bank hereby submits the following:

(i) Proceedings of the 12th AGM;

(ii) Voting Results in the prescribed format; and

(iii) Consolidated Scrutinizer's Report on e-voting.

This disclosure is being simultaneously uploaded on the website of the Bank, www.bandhan.bank.in.

You are requested to take note of the above.

Thank you.

Yours faithfully,
for **Bandhan Bank Limited**

INDRANIL BANERJEE Digitally signed by INDRANIL BANERJEE Date: 2026.08.24 21:54:09 +05'30'

Indranil Banerjee
Company Secretary

Encl.: As above

Proceedings of the 12th Annual General Meeting of Bandhan Bank Limited

The 12th Annual General Meeting ('**AGM**'/ '**Meeting**') of Bandhan Bank Limited (the '**Bank**') was held on Monday, August 24, 2026, at 11.00 a.m. (IST), through Video Conferencing ('**VC**')/ Other Audio-Visual Means ('**OAVM**'), in compliance with the applicable provisions of the Companies Act, 2013 (the '**Act**'), the rules made thereunder and General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, read with other relevant circulars, including General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs ('**MCA**'), read with applicable circulars, if any, issued by the Securities and Exchange Board of India ('**SEBI**').

Mr. Debasish Panda, Non-Executive (Independent) Chairman of the Bank, faced certain technical issues due to which he joined the AGM later. Accordingly, with the permission of the Directors present in the AGM, Mr. Partha Pratim Sengupta, MD&CEO took the Chair. Thereafter, he introduced the Directors, Key Managerial Personnel of the Bank and invitees attending the Meeting. All the Directors of the Bank, including the Chairmen of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, were present at the AGM. The representatives of the Statutory Auditors and Secretarial Auditor were also present at the Meeting.

The requisite quorum being present, Mr. Sengupta, called the Meeting to order and welcomed the Members to the 12th AGM of the Bank. He stated that since the Meeting was being conducted through VC/ OAVM, no proxy was entitled to attend the Meeting, in line with the requirements of the aforesaid circulars issued by the MCA and the amended provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

He further informed that the facility for remote e-voting on all the Resolutions set out in the Notice of the AGM had been provided to the Members in proportion to their voting rights as on the Cut-off Date, i.e., **Monday, August 17, 2026**. He also informed that the facility for e-voting was also made available during the AGM to those Members who had not cast their vote(s) through remote e-voting. He, thereafter, informed that CS Hansraj Jaria, Practising Company Secretary, had been appointed as the Scrutinizer for scrutinizing the electronic voting process in a fair and transparent manner and that he was present at the AGM.

He further informed that in terms of the provisions of the Act, and other applicable provisions of law, relevant documents and Statutory Registers, as required, were made available electronically for inspection by the Members during the AGM. Mr. Sengupta, thereafter, addressed the Members present at the AGM on the performance of the Bank.

He informed that the Report of the Joint Statutory Auditors on the Audited Financial Statement of the Bank, for the financial year ended March 31, 2026, did not contain any qualification, observation, comment or other remark, which may have any adverse effect on the functioning of the Bank. He further informed that the Report of the Secretarial Auditor, for the said financial year, also did not contain any qualification, observation, comment or other remark, which may have any adverse effect on the functioning of the Bank.

He, thereafter, invited the Members to put forth their queries and seek clarifications, if any, relating to the Annual Financial Statement for the financial year 2025-26 and proposals stated in the Notice of the AGM. At this juncture, Mr. Debasish Panda joined the meeting and chaired the remaining proceedings of the AGM.

The Members, who had got themselves registered as Speaker Shareholders and were present at the Meeting, expressed their views/ sought clarification(s) on various issues relating to the business and operations of the Bank. Mr. Partha Pratim Sengupta, MD&CEO; Mr. Rajinder Kumar Babbar, Executive Director & Chief Business Officer, Mr. Ratan Kumar Kesh, Executive Director & Chief Operating Officer, Mr. Rajeev Mantri, CFO and Mr. Indranil Banerjee, Company Secretary, responded to their queries and provided clarification(s) satisfactorily.

Thereafter, the following proposals, as stated out in the Notice of 12th AGM, were taken up for consideration:

Sl. No.	Agenda Items	Type of Resolution
Ordinary Business		
1.	Consideration and adoption of the Audited Annual Financial Statement of the Bank for the financial year ended March 31, 2026 and the Reports of the Auditors and the Board of Directors thereon	Ordinary
2.	Declaration of dividend on equity shares of the Bank for the financial year ended March 31, 2026	Ordinary
3.	Appointment of Mr. Rajinder Kumar Babbar (DIN: 10540386), who retired by rotation as a Director of the Bank and being eligible, offered himself for re-appointment	Ordinary

Sl. No.	Agenda Items	Type of Resolution
4.	Increase in remuneration of the Joint Statutory Auditors of the Bank	Ordinary
Special Business		
5.	Appointment of Mr. Debasish Panda (DIN: 06479085) as an Independent Director of the Bank	Special
6.	Appointment and remuneration of Mr. Debasish Panda (DIN: 06479085) as the Non-Executive Chairman of the Bank	Ordinary
7.	Payment of fixed remuneration to the Non-Executive Directors of the Bank, other than the Non-Executive Chairperson	Ordinary

The Chairman announced that the facility for e-voting during the AGM had been activated for those Members who had not already cast their vote(s) through remote e-voting, and that the same would be available for 15 minutes thereof.

The Chairman then informed that the Results of the remote e-voting and e-voting during the AGM, together with the Consolidated Report of the Scrutinizer thereon, will be submitted to the Stock Exchanges and displayed on the websites of the Bank, at www.bandhan.bank.in, and the e-voting Service Provider, i.e., National Securities Depository Limited, at www.evoting.nsdl.com, within two days from the conclusion of the AGM. He further informed that the Results will also be displayed at the Registered Office and Head Office of the Bank.

The Chairman thanked the Members for attending the 12th AGM of the Bank through VC/ OAVM and there being no other business to transact, declared that the Meeting would stand concluded upon completion of the e-voting during the Meeting.

The Meeting concluded at 01:50 p.m. (IST), upon completion of 15 minutes for e-voting during the AGM.

On the basis of the Scrutinizer's Consolidated Report dated August 24, 2026 on the remote e-voting and e-voting during the AGM, all the Resolutions, as set out in the Notice dated July 21, 2026 for the 12th AGM, have been duly passed, with requisite majority, by the Members of the Bank, on August 24, 2026, that is, the date of the 12th AGM.

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General information about company	
Scrip code	541153
NSE Symbol	BANDHANBNK
MSEI Symbol	NOTLISTED
ISIN	INE545U01014
Name of the company	Bandhan Bank Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	24-08-2026
Start time of the meeting	11:00 AM
End time of the meeting	01:50 PM

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Scrutinizer Details	
Name of the Scrutinizer	Hansraj Jaria
Firms Name	Hansraj Jaria
Qualification	CS
Membership Number	F7703
Date of Board Meeting in which appointed	21-07-2026
Date of Issuance of Report to the company	24-08-2026

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Voting results	
Record date	17-08-2026
Total number of shareholders on record date	697196
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	155
No. of resolution passed in the meeting	**7**
Disclosure of notes on voting results	Add Notes

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Resolution (1)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Consideration and adoption of the Audited Annual Financial Statement of the Bank for the financial year ended March 31, 2026 and the Reports of the Auditors and the Board of Directors thereon

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	604722661	418939960	69.2780	418939960	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	604722661	418939960	69.2780	418939960	0	100.0000	0.0000
Public- Institutions	E-Voting	659870090	589149881	89.2827	588847052	302829	99.9486	0.0514
	Poll							
	Postal Ballot (if applicable)							
	Total	659870090	589149881	89.2827	588847052	302829	99.9486	0.0514
Public- Non Institutions	E-Voting	346518829	83956043	24.2284	83943853	12190	99.9855	0.0145
	Poll		1321002	0.3812	1321002	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	346518829	85277045	24.6096	85264855	12190	99.9857	0.0143
Total		1611111580	1093366886	67.8641	1093051867	315019	99.9712	0.0288
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	185782701
Public Insitutions	
Public - Non Insitutions	

In terms of the provisions of Section 12(2) of the Banking Regulation Act, 1949, voting rights of a shareholder in excess of 26% of the total voting rights of all shareholders of the Bank shall not be considered. Accordingly, voting rights of Bandhan Financial Holdings Limited ('BFHL'), under the category of Promoter and Promoter Group, has been considered up to 26% of the voting rights of all shareholders of the Bank, i.e., 41,88,89,010 equity shares out of 60,46,71,711 equity shares held by BFHL as on the Cut-off Date, and votes cast with regard to remaining 18,57,82,701 equity shares have been treated and shown as invalid votes.

Home Validate

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Declaration of dividend on equity shares of the Bank for the financial year ended March 31, 2026				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	604722661	418939960	69.2780	418939960	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	604722661	418939960	69.2780	418939960	0	100.0000	0.0000
Public- Institutions	E-Voting	659870090	590546950	89.4944	590546950	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	659870090	590546950	89.4944	590546950	0	100.0000	0.0000
Public- Non Institutions	E-Voting	346518829	83965921	24.2313	83957255	8666	99.9897	0.0103
	Poll		1321002	0.3812	1321002	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	346518829	85286923	24.6125	85278257	8666	99.9898	0.0102
Total		1611111580	1094773833	67.9515	1094765167	8666	99.9992	0.0008
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	185782701
Public Insitutions	
Public - Non Insitutions	

In terms of the provisions of Section 12(2) of the Banking Regulation Act, 1949, voting rights of a shareholder in excess of 26% of the total voting rights of all shareholders of the Bank shall not be considered. Accordingly, voting rights of Bandhan Financial Holdings Limited ('BFHL'), under the category of Promoter and Promoter Group, has been considered up to 26% of the voting rights of all shareholders of the Bank, i.e., 41,88,89,010 equity shares out of 60,46,71,711 equity shares held by BFHL as on the Cut-off Date, and votes cast with regard to remaining 18,57,82,701 equity shares have been treated and shown as invalid votes.

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Resolution (3)									
Resolution required: (Ordinary / Special)					Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered					Appointment of Mr. Rajinder Kumar Babbar (DIN: 10540386), who retires by rotation as a Director of the Bank and being eligible, offers himself for reappointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting	604722661	418939960	69.2780	418939960	0	100.0000	0.0000	
	Poll								
	Postal Ballot (if applicable)								
	Total	604722661	418939960	69.2780	418939960	0	100.0000	0.0000	
Public- Institutions	E-Voting	659870090	585403333	88.7149	542201844	43201489	92.6202	7.3798	
	Poll								
	Postal Ballot (if applicable)								
	Total	659870090	585403333	88.7149	542201844	43201489	92.6202	7.3798	
Public- Non Institutions	E-Voting	346518829	83954935	24.2281	83903478	51457	99.9387	0.0613	
	Poll		1321002	0.3812	1321002	0	100.0000	0.0000	
	Postal Ballot (if applicable)								
	Total	346518829	85275937	24.6093	85224480	51457	99.9397	0.0603	
Total		1611111580	1089619230	67.6315	1046366284	43252946	96.0305	3.9695	
Whether resolution is Pass or Not.							Yes		
Disclosure of notes on resolution							Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	185782701
Public Insitutions	
Public - Non Insitutions	

In terms of the provisions of Section 12(2) of the Banking Regulation Act, 1949, voting rights of a shareholder in excess of 26% of the total voting rights of all shareholders of the Bank shall not be considered. Accordingly, voting rights of Bandhan Financial Holdings Limited ('BFHL'), under the category of Promoter and Promoter Group, has been considered up to 26% of the voting rights of all shareholders of the Bank, i.e., 41,88,89,010 equity shares out of 60,46,71,711 equity shares held by BFHL as on the Cut-off Date, and votes cast with regard to remaining 18,57,82,701 equity shares have been treated and shown as invalid votes.

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Resolution (4)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Increase in remuneration of the Joint Statutory Auditors of the Bank

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	604722661	418939960	69.2780	418939960	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	604722661	418939960	69.2780	418939960	0	100.0000	0.0000
Public- Institutions	E-Voting	659870090	590546950	89.4944	575864270	14682680	97.5137	2.4863
	Poll							
	Postal Ballot (if applicable)							
	Total	659870090	590546950	89.4944	575864270	14682680	97.5137	2.4863
Public- Non Institutions	E-Voting	346518829	83954774	24.2281	83891488	63286	99.9246	0.0754
	Poll		1321002	0.3812	1321002	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	346518829	85275776	24.6093	85212490	63286	99.9258	0.0742
Total		1611111580	1094762686	67.9508	1080016720	14745966	98.6530	1.3470
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	185782701
Public Insitutions	
Public - Non Insitutions	

In terms of the provisions of Section 12(2) of the Banking Regulation Act, 1949, voting rights of a shareholder in excess of 26% of the total voting rights of all shareholders of the Bank shall not be considered. Accordingly, voting rights of Bandhan Financial Holdings Limited ('BFHL'), under the category of Promoter and Promoter Group, has been considered up to 26% of the voting rights of all shareholders of the Bank, i.e., 41,88,89,010 equity shares out of 60,46,71,711 equity shares held by BFHL as on the Cut-off Date, and votes cast with regard to remaining 18,57,82,701 equity shares have been treated and shown as invalid votes.

Home Validate

Resolution (5)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Appointment of Mr. Debasish Panda (DIN: 06479085) as an Independent Director of the Bank

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	604722661	418939960	69.2780	418939960	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	604722661	418939960	69.2780	418939960	0	100.0000	0.0000
Public- Institutions	E-Voting	659870090	585403333	88.7149	555803761	29599572	94.9437	5.0563
	Poll							
	Postal Ballot (if applicable)							
	Total	659870090	585403333	88.7149	555803761	29599572	94.9437	5.0563
Public- Non Institutions	E-Voting	346518829	83954576	24.2280	83903031	51545	99.9386	0.0614
	Poll		1321002	0.3812	1321002	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	346518829	85275578	24.6092	85224033	51545	99.9396	0.0604
Total		1611111580	1089618871	67.6315	1059967754	29651117	97.2788	2.7212
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	185782701
Public Insitutions	
Public - Non Insitutions	

In terms of the provisions of Section 12(2) of the Banking Regulation Act, 1949, voting rights of a shareholder in excess of 26% of the total voting rights of all shareholders of the Bank shall not be considered. Accordingly, voting rights of Bandhan Financial Holdings Limited ('BFHL'), under the category of Promoter and Promoter Group, has been considered up to 26% of the voting rights of all shareholders of the Bank, i.e., 41,88,89,010 equity shares out of 60,46,71,711 equity shares held by BFHL as on the Cut-off Date, and votes cast with regard to remaining 18,57,82,701 equity shares have been treated and shown as invalid votes.

Home Validate

Resolution (6)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Appointment and remuneration of Mr. Debasish Panda (DIN: 06479085) as the Non-Executive Chairman of the Bank

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	604722661	418939960	69.2780	418939960	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	604722661	418939960	69.2780	418939960	0	100.0000	0.0000
Public- Institutions	E-Voting	659870090	585403333	88.7149	556789630	28613703	95.1121	4.8879
	Poll							
	Postal Ballot (if applicable)							
	Total	659870090	585403333	88.7149	556789630	28613703	95.1121	4.8879
Public- Non Institutions	E-Voting	346518829	83955285	24.2282	83900578	54707	99.9348	0.0652
	Poll		1321002	0.3812	1321002	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	346518829	85276287	24.6094	85221580	54707	99.9358	0.0642
Total		1611111580	1089619580	67.6315	1060951170	28668410	97.3690	2.6310
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	185782701
Public Insitutions	
Public - Non Insitutions	

In terms of the provisions of Section 12(2) of the Banking Regulation Act, 1949, voting rights of a shareholder in excess of 26% of the total voting rights of all shareholders of the Bank shall not be considered. Accordingly, voting rights of Bandhan Financial Holdings Limited ('BFHL'), under the category of Promoter and Promoter Group, has been considered up to 26% of the voting rights of all shareholders of the Bank, i.e., 41,88,89,010 equity shares out of 60,46,71,711 equity shares held by BFHL as on the Cut-off Date, and votes cast with regard to remaining 18,57,82,701 equity shares have been treated and shown as invalid votes.

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Resolution (7)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Payment of fixed remuneration to the Non-Executive Directors of the Bank, other than the Non-Executive Chairperson

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	604722661	418939960	69.2780	418939960	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	604722661	418939960	69.2780	418939960	0	100.0000	0.0000
Public- Institutions	E-Voting	659870090	590546950	89.4944	590546950	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	659870090	590546950	89.4944	590546950	0	100.0000	0.0000
Public- Non Institutions	E-Voting	346518829	83954283	24.2279	83893348	60935	99.9274	0.0726
	Poll		1321002	0.3812	1321002	0	100.0000	0.0000
	Postal Ballot (if applicable)							
	Total	346518829	85275285	24.6091	85214350	60935	99.9285	0.0715
Total		1611111580	1094762195	67.9507	1094701260	60935	99.9944	0.0056
						Whether resolution is Pass or Not.	Yes	
						Disclosure of notes on resolution	Add Notes	

* this fields are optional

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	185782701
Public Insitutions	
Public - Non Insitutions	

In terms of the provisions of Section 12(2) of the Banking Regulation Act, 1949, voting rights of a shareholder in excess of 26% of the total voting rights of all shareholders of the Bank shall not be considered. Accordingly, voting rights of Bandhan Financial Holdings Limited ('BFHL'), under the category of Promoter and Promoter Group, has been considered up to 26% of the voting rights of all shareholders of the Bank, i.e., 41,88,89,010 equity shares out of 60,46,71,711 equity shares held by BFHL as on the Cut-off Date, and votes cast with regard to remaining 18,57,82,701 equity shares have been treated and shown as invalid votes.

Hansraj Jaria
(FCS, LLM, LLB, M.COM, CAIIB, Insolvency Professional
& Registered Valuer - SFA)
Practicing Company Secretary

36, Abinash Sashmal Lane, Beleghata
(Near Pawanputra Hotel), Kolkata - 700 010
Mobile : 9836400884 / 9831648654
Phone : 033-46009667
Email : hansrajjaria@gmail.com
Website : hansrajjaria.com

Consolidated Scrutinizer's Report on remote e-voting & e-voting conducted at the 12th Annual General Meeting of Bandhan Bank Limited held on Monday, August 24, 2026

[*In accordance with Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014*]

To,
The Chairman of the 12th Annual General Meeting held on August 24, 2026 /Managing Director &CEO / Company Secretary
Bandhan Bank Limited
CIN: L67190WB2014PLC204622
Registered Office: DN-32, Sector V, Salt Lake, Kolkata – 700 091
Head Office: Floors 12th to 14th, Adventz Infinity@5, BN-5,
Sector V, Salt Lake City, Kolkata – 700 091

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on the Results of the remote e-voting and e-voting during the 12th Annual General Meeting of the members of Bandhan Bank Limited

I, Hansraj Jaria, Practicing Company Secretary, having my office at 36, Abinash Sashmal Lane, Beleghata, Kolkata – 700 010, have been appointed by the Board of Directors of Bandhan Bank Limited (hereinafter, referred to as '**the Bank**'), at its meeting held on July 21, 2026, as the Scrutinizer to scrutinize the remote e-voting process as well as the e-voting conducted during the 12th Annual General Meeting (hereinafter, referred to as '**AGM**' or '**Meeting**') of the Bank (hereinafter, collectively referred to as '**electronic voting**'), in a fair and transparent manner, pursuant to Section 108 of the Companies Act, 2013 (hereinafter, referred to as '**Act**'), read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter, referred to as '**SEBI LODR**'), as amended, and in accordance with the General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, read with other relevant circulars, including General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs, Government of India (hereinafter, referred to as '**MCA**'), read with Circulars, if any, issued by the Securities and Exchange Board of India (hereinafter, referred to as '**SEBI**'), permitting holding of the AGM through video conferencing (hereinafter, referred to as '**VC**') or other audio visual means (hereinafter, referred to as '**OAVM**').

HANSRAJ JARIA
FCS: 7703
CP : 19394
Company Secretary in Practice

I have examined the records of electronic voting and other relevant documents as required for that purpose. In my opinion, and to the best of my information and according to the verification and examinations carried out by me and explanations furnished to me by the Bank, its officers and its Registrar and Share Transfer Agent, namely, Kfin Technologies Limited, I hereby submit my Consolidated Report w.r.t. the electronic voting, as under:-

1. **Remote e-voting & e-voting during the Meeting**
   The Members of the Bank had the option of voting on all the Resolutions as contained in the Notice, dated July 21, 2026, calling the 12th AGM (hereinafter, referred to as '**Notice**') by casting their vote(s) electronically during the remote e-voting period and also by casting their vote(s) electronically during the Meeting held on August 24, 2026 at 11:00 A.M. (IST), if they had not cast their votes during the remote e-voting period.

   The Bank had appointed National Securities Depository Limited (hereinafter, referred to as '**NSDL**') as the Service Provider for the AGM, for the purpose of extending the facility of electronic voting to the Members of the Bank.

2. **E-voting Process**
   a. The remote e-voting period remained open from 9:00 A.M. (IST) on Thursday, August 20, 2026 to 5:00 P.M. (IST) on Sunday, August 23, 2026.

   b. The e-voting during the Meeting commenced upon the instruction of the Chairman of the Meeting for those Members who had not cast their vote(s) during the remote e-voting period.

   c. The votes cast were unblocked at 02:01 P.M. (IST) on Monday, August 24, 2026, after the conclusion of the AGM, in the presence of two (2) witnesses, namely, Mr. Rakesh Agrawal and Mr. Rohit Soni, who are not in the employment of the Bank, and who have signed below in confirmation of the votes being unblocked in their presence.

Rakesh Agrawal	Rohit Soni
Name: Mr. Rakesh Agrawal	**Name: Mr. Rohit Soni**

   d. Thereafter, the details containing, *inter alia,* the list of Equity Shareholders, who voted "FOR" or "AGAINST" each of the Resolutions that was put to vote, were generated from the e-voting website, as provided by NSDL, i.e., https://www.evoting.nsdl.com/ (hereinafter, referred to as the '**e-voting website**').

   e. Particulars of all the votes cast through remote e-voting as well as e-voting during the Meeting have been entered in a register separately maintained for the purpose.

HANSRAJ JARIA
FCS: 7703
CP : 19394
Company Secretary in Practice

3. **Cut-off Date**
   The Equity Shareholders of the Bank, as on the "Cut-off Date", i.e., Monday, August 17, 2026, were entitled to vote on the Resolutions set out at Item Nos. 1 to 7 of the Notice.

4. **Documents**
   I am producing before you the register and the related records, including details of remote e-voting and e-voting during the Meeting, as available from the login at the e-voting website, for verification at your end, at the time of submitting this Report.

5. **Consolidated Tabulation/Voting**
   I submit herewith, my Consolidated Scrutiniser's Report on the Results of the remote e-voting and e-voting during the Meeting, prepared based on the reports provided by NSDL and relied upon by me. In my Report, I have also considered the provisions of Section 12(2) of the Banking Regulation Act, 1949, read with the 'Gazette Notification DBR.PSBD.No. 1084/16.13.100/2016-17 dated July 21, 2016' and the "Reserve Bank of India (Commercial Banks – Acquisition and Holding of Shares or Voting Rights) Directions, 2025" ('**RBI Direction**'), issued by the Reserve Bank of India on November 28, 2025, as may be amended from time to time, according to which no shareholder in a banking company can exercise voting rights in excess of twenty-six percent of the total voting rights of all shareholders of the banking company. Accordingly, the voting rights of the following Shareholder have been considered only to the extent of twenty six percent of the aggregate voting rights of all the Shareholders of the Bank:

Sl. No.	Name	Percentage of Shareholding	Percentage of Voting Right	Exercisable Voting Right (in %)
1.	Bandhan Financial Holdings Limited (Promoter)	37.53	37.53	26.00

The Consolidated Results of the remote e-voting and the e-voting during the 12th AGM are as under:

ORDINARY BUSINESS:

Item No. 1 of the Notice	Votes cast in favour of the Resolution			Votes cast against the Resolution			Invalid votes	
	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast
Consideration and adoption of the Audited Annual Financial Statement of the Bank for the financial year ended March 31, 2026 and the Reports of the Auditors and the Board of Directors thereon – **Ordinary Resolution**								
Remote e-voting	1,115	1,09,17,30,865	99.85	51	3,15,019	0.03	1	18,57,82,701*
E-voting during the Meeting	13	13,21,002	0.12	0	0	0.00	0	0
Total	**1,128**	**1,09,30,51,867**	**99.97**	**51**	**3,15,019**	**0.03**	**1**	**18,57,82,701***

The Resolution, as set out in Item No. 1 of the Notice, is passed with requisite majority.

HANSRAJ JARIA FCS: 7703 CP: 19394 Company Secretary in Practice

Item No. 2 of the Notice	Votes cast in favour of the Resolution			Votes cast against the Resolution			Invalid votes	
	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast
Declaration of dividend on equity shares of the Bank for the financial year ended March 31, 2026 - **Ordinary Resolution**								
Remote e-voting	1,136	1,09,34,44,165	99.88	36	8,666	0.00	1	18,57,82,701*
E-voting during the Meeting	13	13,21,002	0.12	0	0	0.00	0	0
Total	**1,149**	**1,09,47,65,167**	**100.00**	**36**	**8,666**	**0.00**	**1**	**18,57,82,701***

The Resolution, as set out in Item No. 2 of the Notice, is passed with requisite majority.

Item No. 3 of the Notice	Votes cast in favour of the Resolution			Votes cast against the Resolution			Invalid votes	
	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast
Appointment of Mr. Rajinder Kumar Babbar (DIN: 10540386), who retires by rotation as a Director of the Bank and being eligible, offers himself for re-appointment - **Ordinary Resolution**								
Remote e-voting	1,038	1,04,50,45,282	95.91	132	4,32,52,946	3.97	1	18,57,82,701*
E-voting during the Meeting	13	13,21,002	0.12	0	0	0.00	0	0
Total	**1,051**	**1,04,63,66,284**	**96.03**	**132**	**4,32,52,946**	**3.97**	**1**	**18,57,82,701***

The Resolution, as set out in Item No. 3 of the Notice, is passed with requisite majority.

Item No. 4 of the Notice	Votes cast in favour of the Resolution			Votes cast against the Resolution			Invalid votes	
	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast
Increase in remuneration of the Joint Statutory Auditors of the Bank - **Ordinary Resolution**								
Remote e-voting	1,036	1,07,86,95,718	98.53	136	1,47,45,966	1.35	1	18,57,82,701*
E-voting during the Meeting	13	13,21,002	0.12	0	0	0.00	0	0
Total	**1,049**	**1,08,00,16,720**	**98.65**	**136**	**1,47,45,966**	**1.35**	**1**	**18,57,82,701***

The Resolution, as set out in Item No. 4 of the Notice, is passed with requisite majority.

SPECIAL BUSINESS:

Item No. 5 of the Notice	Votes cast in favour of the Resolution			Votes cast against the Resolution			Invalid votes	
	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast
Appointment of Mr. Debasish Panda (DIN: 06479085) as an Independent Director of the Bank - **Special Resolution**								
Remote e-voting	1,067	1,05,86,46,752	97.16	96	2,96,51,117	2.72	1	18,57,82,701*
E-voting during the Meeting	13	13,21,002	0.12	0	0	0.00	0	0
Total	**1,080**	**1,05,99,67,754**	**97.28**	**96**	**2,96,51,117**	**2.72**	**1**	**18,57,82,701***

The Resolution, as set out in Item No. 5 of the Notice, is passed with requisite majority.

HANSRAJ JARIA FCS: 7703 CP: 19394 Company Secretary in Practice

Item No. 6 of the Notice	Votes cast in favour of the Resolution			Votes cast against the Resolution			Invalid votes	
	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast
Appointment and remuneration of Mr. Debasish Panda (DIN: 06479085) as the Non-Executive Chairman of the Bank - **Ordinary Resolution**								
Remote e-voting	1,054	1,05,96,30,168	97.25	110	2,86,68,410	2.63	1	18,57,82,701*
E-voting during the Meeting	13	13,21,002	0.12	0	0	0.00	0	0
Total	**1,067**	**1,06,09,51,170**	**97.37**	**110**	**2,86,68,410**	**2.63**	**1**	**18,57,82,701***

The Resolution, as set out in Item No. 6 of the Notice, is passed with requisite majority.

Item No. 7 of the Notice	Votes cast in favour of the Resolution			Votes cast against the Resolution			Invalid votes	
	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast	% of total valid votes cast	No. of Members who voted	No. of votes cast
Payment of fixed remuneration to the Non-Executive Directors of the Bank, other than the Non-Executive Chairperson - **Ordinary Resolution**								
Remote e-voting	1,068	1,09,33,80,258	99.87	98	60,935	0.01	1	18,57,82,701*
E-voting during the Meeting	13	13,21,002	0.12	0	0	0.00	0	0
Total	**1,081**	**1,09,47,01,260**	**99.99**	**98**	**60,935**	**0.01**	**1**	**18,57,82,701***

The Resolution, as set out in Item No. 7 of the Notice, is passed with requisite majority.

*(*Pursuant to the provisions of Section 12(2) of the Banking Regulation Act, 1949, voting rights of a Member exceeding 26% of the total voting rights of all the Members of the Bank have not been considered.)*

6. It has been represented to me by the Bank, that the votes have been cast by only those Members who were entitled to do so through the designated system of NSDL and that their authenticity have been confirmed by NSDL.

7. Based on the aforesaid Results, I hereby report that the Ordinary Resolutions as set out at the Item Nos. 1 to 4, 6 and 7 and the Special Resolution as set out at the Item No. 5 of the Notice dated July 21, 2026, have been duly passed with requisite majority.

8. **Management's Responsibility**
The Management of the Bank is responsible to ensure compliance with the requirements of the Act and the Rules made thereunder and the circulars issued by the MCA and the SEBI, as mentioned above, and the SEBI LODR, as amended, relating to electronic voting on the Resolutions contained in the Notice calling the AGM.

9. **Scrutinizer's Responsibility**
My responsibility as Scrutinizer for e-voting process is restricted to scrutinizing the electronic voting process in a fair and transparent manner and to prepare the Consolidated Scrutinizer's Report of the votes cast "FOR" or "AGAINST" the Resolutions stated in the Notice calling the AGM, based on the reports of remote e-voting and e-voting during the AGM, as generated from the electronic voting system provided by NSDL, the Service Provider.

HANSRAJ JARIA
FCS: 7703
CP: 19394
Company Secretary in Practice

10. The register and all the other relevant records relating to the electronic voting are under my safe custody and will be handed over to the Company Secretary for safe keeping, after the Chairman signs the Minutes.

Thanking you.

HANSRAJ JARIA ★ FCS: 7703 CP : 19394 ★ Company Secretary in Practice

Hansraj Jaria
(Practicing Company Secretary)
Membership No.: F7703
COP: 19394
UDIN: F007703H001203623

Place: Kolkata
Dated: August 24, 2026

Countersigned by

Mr. Indranil Banerjee
Company Secretary
(FCS: 9917)
Place: Kolkata
Dated: August 24, 2026

Bandhan Bank Limited Kolkata ★