

Ref. No.CO:CS:RC:2026-27:075

July 07, 2026

BSE Limited,  
P. J. Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.

National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E),  
Mumbai – 400 051.

**Scrip Code:532772**

**NSE Symbol:DCBBANK**

Dear Sir / Madam,

**Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) - Notice of Postal Ballot**

Pursuant to the Regulation 30 of the SEBI Listing Regulations, please find enclosed the Postal Ballot Notice (“the Notice”) dated July 03, 2026 together with the Explanatory Statement thereto, seeking approval of the Members of DCB Bank Limited (“the Bank”) in respect of the resolution mentioned in the Notice, by means of electronic voting (remote e-voting) in compliance with the relevant circulars issued by the Ministry of Corporate Affairs (“MCA”) and the Securities & Exchange Board of India (“SEBI”) in this regard.

In compliance with the applicable circulars, the Postal Ballot Notice is being sent to all the Members whose names appear in the Register of Members/ Register of Beneficial Owners maintained by the Depositories viz. National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) as on Saturday, July 04, 2026 (Cut-Off date) and who have registered their email addresses with the Depositories through the concerned Depository Participants in respect of electronic holdings, and with the Registrar and Transfer Agent of the Bank, viz. MUFG Intime India Private Limited (“the RTA”) in respect of physical holdings. The Bank has also made arrangements for those shareholders who have not yet registered their email address to get the same registered as per the procedure given in the Notice.

The Postal Ballot notice is also being uploaded on the Bank’s website at [www.dcb.bank.in](http://www.dcb.bank.in) and on the website of the service provider viz. CDSL at [www.evotingindia.com](http://www.evotingindia.com)

The Bank has engaged CDSL for facilitating remote e-Voting to enable its Members to cast their votes electronically. The remote e-Voting period shall commence at 9:00 a.m. (IST) on Wednesday, July 08, 2026, and shall end at 5:00 p.m. (IST) on Thursday, August 06, 2026.

The results of Postal Ballot shall be declared on or before Monday, August 10, 2026 along with the Scrutinizer’s Report and will be communicated to the Stock Exchanges and will be displayed on the Bank’s website at [www.dcb.bank.in](http://www.dcb.bank.in) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).

Please take the above information on your record.

Yours faithfully,  
For DCB Bank Limited

Rubi Chaturvedi  
Company Secretary &  
Compliance Officer  
Encl.: a/a

**DCB Bank Limited**

Corporate & Registered Office: 6th Floor, Tower A, Peninsula Business Park, Senapati Bapat Marg, Lower Parel, Mumbai - 400013  
CIN: L99999MH1995PLC089008 Tel: +91 22 66187000 Fax: +91 22 66589970 Website: [www.dcb.bank.in](http://www.dcb.bank.in)

**DCB Bank Limited**

CIN: L99999MH1995PLC089008

**Corporate & Registered Office:** 6<sup>th</sup> Floor, 601 & 602,  
Peninsula Business Park, 6<sup>th</sup> Floor, Tower A, Senapati Bapat  
Marg, Lower Parel, Mumbai 400 013

**Phone:** +91 22 6975 9000 **Fax:** +91 22 6658 9970

**Email Id:** [investorgrievance@dcb.bank.in](mailto:investorgrievance@dcb.bank.in) **Website:** [www.dcb.bank.in](http://www.dcb.bank.in)

**POSTAL BALLOT NOTICE**

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended]

**Dear Member(s),**

**NOTICE** is hereby given to the shareholders ('**Members**') of DCB Bank Limited (the '**Bank**' or '**DCB Bank**'), pursuant to the provisions of Section 108, Section 110 and other applicable provisions, if any, of the Companies Act, 2013, as amended (the '**Companies Act**'), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ('**Rules**'), and relevant circulars including General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as the '**MCA Circulars**') pertaining to the holding of general meetings / conducting postal ballot process through voting by electronic means ("remote e-voting") [hereinafter collectively referred to as "MCA Circulars"], Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('**SEBI Listing Regulations**'), Secretarial Standard on General Meetings ('**SS-2**') issued by the Institute of Company Secretaries of India, including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereof, for the time being in force, and any other applicable laws, rules, guidelines, notifications, circulars and regulations, if any, the special business are proposed to be passed by the Members of the Bank through postal ballot ("**Postal Ballot**") *via* electronic voting ('**e-Voting/remote e- Voting**') only, as set out below.

The Explanatory Statement setting out the material facts relating to the proposed resolution mentioned in this Notice of Postal Ballot ("**Postal Ballot Notice**"), as required in terms of Section 102(1) of the Companies Act read with the relevant rules and the MCA Circulars, SEBI Listing Regulations and other applicable provisions are appended below for seeking consent of the Members of the Bank through remote e-Voting only.

In compliance with Regulation 44 of the SEBI Listing Regulations, and pursuant to the provisions of Sections 108 and 110 of the Companies Act read with the Rules and the MCA Circulars, the Bank is sending this Postal Ballot Notice in electronic form only and has extended the remote e-Voting facility for its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot form. The Bank has appointed Central Depository Services (India) Limited ('**CDSL**') for facilitating remote e-voting system to enable the Members to cast their votes electronically. Hard copy of this Postal Ballot Notice along with the Postal Ballot form and pre-paid business envelope will not be sent to the Members in accordance with the requirements specified under the MCA

Circulars. Accordingly, communication of the assent or dissent of the Members would take place through the remote e- voting system only. The instructions for remote e-voting are appended to this Postal Ballot Notice.

The Board of Directors of the Bank has appointed Ms. Manisha Maheshwari, [Membership No. FCS 13272 and CP 11031], Partner of M/s. Bhandari & Associates, Company Secretaries or failing her Mr. Saurabh Somani [Membership No. ACS. 69826 and CP 26495], Partner of M/s. Bhandari & Associates, Company Secretaries, as the Scrutinizer for conducting the Postal Ballot e-Voting process in a fair and transparent manner and in accordance with the provisions of the Act and the rules made thereunder. You are requested to carefully read the instructions in this Postal Ballot Notice and record your assent (FOR) or dissent (AGAINST) through the remote e-voting process not later than 5:00 p.m. Indian Standard Time ('IST') on **Thursday, August 06, 2026**.

After completion of scrutiny of the votes, the Scrutinizer will submit its report to the Chairman or the Managing Director & CEO or any such person as authorized by the Board. The results of Postal Ballot shall be declared on or before **Monday, August 10, 2026**, along with the Scrutinizer's report. The same shall be displayed at the corporate and registered office of the Bank, communicated to the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and will also be uploaded on the Bank's website at [www.dcb.bank.in](http://www.dcb.bank.in) and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).

The proposed resolutions, if approved, shall be deemed to have been passed on the last date of e-Voting, i.e. **Thursday, August 06, 2026**.

### **Special Business:**

**Item No. 1: To take note of the appointment of Mr. Pushan Mahapatra (DIN: 07307428) as Non- Executive Part-Time Chairman of the Bank and to approve payment of remuneration to him.**

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

**“RESOLVED THAT** pursuant to the applicable provisions of the Companies Act, 2013 (“the Act”) and the rules made thereunder, Section 10B and other applicable provisions of the Banking Regulation Act, 1949 and the rules, circulars and guidelines issued by the Reserve Bank of India from time to time, Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and the Articles of Association of the Bank, and in terms of the approval granted by the Reserve Bank of India ('RBI') vide its letter dated June 12, 2026, the appointment of Mr. Pushan Mahapatra (DIN: 07307428), who was already appointed as Non-Executive (Independent) Director of the Bank with effect from March 10, 2026 for a period of three (3) years with the approval of the Members of the Bank, as Non-Executive Part-Time Chairman of the Bank effective from the date of the RBI communication i.e. June 12, 2026 till March 09, 2029, be and is hereby noted by the Members of the Bank.

**RESOLVED FURTHER THAT** pursuant to the applicable provisions of the Banking Regulation Act, 1949, the Companies Act, 2013 along with rules made thereunder, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Regulation 17 and other applicable provisions of SEBI Listing Regulations, the rules, circulars, notifications and guidelines issued by the RBI, the Articles of Association

of the Bank and pursuant to the recommendation made by the Nomination & Remuneration Committee, approval of the Board of Directors of the Bank and approval of RBI dated June 12, 2026, approval of the Members of the Bank be and is hereby accorded for the payment of following remuneration to Mr. Pushan Mahapatra as Non-Executive Part- Time Chairman of the Bank effective from the date of the RBI communication i.e. June 12, 2026 till March 09, 2029 :

- Fixed remuneration of Rs. 24 lakh per annum (the remuneration shall be payable in such manner as the Board and/ or a Committee thereof, may determine from time to time), and which is approved and sanctioned with authority to the Board (which shall include duly authorized Committee of the Board) to alter, vary and approve the terms and conditions components of remuneration/ payment of increments, as may be necessary from time to time during his tenure as Non-Executive Part-Time Chairman and Independent Director of the Bank, subject to approval of the RBI and conditions as may be stipulated by the RBI while granting such approval.
- Sitting fees for attending Board and Committee meetings and other expenses as eligible

**RESOLVED FURTHER THAT** pursuant to Regulation 17(6)(a) and (ca) of the SEBI Listing Regulations, approval is accorded for the said remuneration payable to Mr. Pushan Mahapatra during FY 2026-27, which would be in excess of fifty percent of the total annual remuneration payable to all the Non-Executive Directors of the Bank.

**RESOLVED FURTHER THAT** the Board (which term shall include any Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things and to execute any agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in regard to the said appointment as it may in its sole discretion deem fit and to delegate all or any of its powers conferred herein to any Director(s) and/ or officer(s) of the Bank to give effect to this Resolution.”

**By Order of the Board of Directors  
For DCB Bank Limited**

Sd/-  
**Rubi Chaturvedi**  
**Company Secretary**  
**Membership No: (ACS 21562)**

Place: Mumbai

Date: July 03, 2026

**Registered Office:**

CIN: L99999MH1995PLC089008

Peninsula Business Park, 6<sup>th</sup> Floor, 601 & 602 Tower A

Senapati Bapat Marg, Lower Parel, Mumbai 400 013

Email id: [investorgrievance@dcb.bank.in](mailto:investorgrievance@dcb.bank.in)

Website address: [www.dcb.bank.in](http://www.dcb.bank.in)

## NOTES:

- 1) The Explanatory Statement pursuant to Sections 102 of the Companies Act read with applicable Rules and SS-2, stating all material facts and the reasons for the proposals set out in the proposed resolution is annexed herewith.
- 2) In line with the MCA/ SEBI Circulars as applicable, the Postal Ballot Notice is sent by electronic mode only to those Members of the Bank whose names appear on the Register of Members/ List of beneficial owners as on **Saturday, July 04, 2026** ('**Cut-off Date**') maintained by the Bank/ Depositories and whose email addresses are registered with the Bank/ Depositories.
- 3) A copy of the Postal Ballot Notice will also be available on the Bank's website at [www.dcb.bank.in](http://www.dcb.bank.in), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).
- 4) Members who have not registered/updated their e-mail addresses, are requested to register the same with the Depository through their Depository Participant(s) if the shares are held in electronic form and in respect of shares held in physical form by submitting duly filled and signed Form ISR-1 along with requisite supporting documents to Bank's Registrar and Share Transfer Agents, at the following address: MUFG Intime India Pvt. Ltd, Unit- DCB Bank Limited, C-101, Embassy 247, LBS Marg, Vikhroli (West), Mumbai 400 083; Tel. No.: +91-22-8108116767; Fax No.: +91-22-49186060; E - Mail: [investor.helpdesk@in.mpms.mufg.com](mailto:investor.helpdesk@in.mpms.mufg.com). Request can also be sent to the Bank at [investorgrievance@dcb.bank.in](mailto:investorgrievance@dcb.bank.in) (for online registration, please refer point no.15). Form ISR-1 is available on the website of the Bank at [www.dcb.bank.in](http://www.dcb.bank.in)
- 5) The voting rights are one vote per share, registered in the name of the Members. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Members as on **Saturday, July 04, 2026**, the Cut-off date. Once vote on the resolution is cast by the Member, he/ she shall not be allowed to change it subsequently or cast the vote again. A person who is not a shareholder on the cut-off date should consider this Notice for information purpose only.
- 6) In case of joint holders, the Member whose name appears higher in the order of names as per the Register of Members of the Bank will be entitled to vote.
- 7) Institutional / Corporate Members (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative under Section 113 of the Companies act, 2013 to vote electronically during the remote e-voting period. The said Resolution/Authorization should be sent electronically through their registered email address to the Scrutinizer at [bhandariandassociates@gmail.com](mailto:bhandariandassociates@gmail.com) with a copy marked to [investorgrievance@dcb.bank.in](mailto:investorgrievance@dcb.bank.in).
- 8) In compliance with Sections 108 and 110 of the Act and the rules made there under, the MCA Circulars and Regulation 44 of the SEBI Listing Regulations, the Bank has provided the facility to the Members to exercise their votes electronically and vote on the resolutions through the remote e-voting service facility arranged by CDSL. The instructions for remote e-voting are provided as part of this Postal Ballot Notice. **EVSN** for this Postal Ballot is **260704003**.
- 9) Members desiring to exercise their vote through the remote e-voting process are requested to read the instructions in the Notes under the section "**E-voting Instructions**" in this Postal Ballot Notice.
- 10) The E-Voting period shall commence on **Wednesday, July 08, 2026** from 9:00 a.m. (IST) and shall ends on **Thursday, August 06, 2026** at 5:00 p.m. (IST). Members are requested to cast their vote through the remote e-voting process during the e-Voting period but not later than 5:00 p.m. (IST) on **Thursday,**

**August 06, 2026** to be eligible for being considered, failing which it will be strictly considered that no vote has been cast by the Member. The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall forthwith be disabled by CDSL upon expiry of the aforesaid period.

- 11) The Board of Directors of the Bank has appointed Ms. Manisha Maheshwari, [Membership No. FCS 13272 and CP: 11031], Partner of M/s. Bhandari & Associates, Company Secretaries or failing her Mr. Saurabh Somani [Membership No. ACS. 69826 and CP 26495], Partner of M/s. Bhandari & Associates, Company Secretaries, as the Scrutinizer for conducting the Postal Ballot e-Voting process in a fair and transparent manner and they have communicated their willingness for such appointment and will be available for the said purpose.
- 12) The Scrutinizer will submit his report to the Managing Director & CEO or any such person as authorized by the Board after the completion of scrutiny, and the result of voting by Postal Ballot through the remote e-voting process along with Scrutinizer report will be announced by the Managing Director & CEO or any such person as authorized by the Board on or before **Monday, August 10, 2026** and will also be displayed on the website of the Bank ([www.dcb.bank.in](http://www.dcb.bank.in)), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).
- 13) The resolutions, if approved by the requisite majority, shall be deemed to have been passed on **Thursday, August 06, 2026** i.e., the last date specified for receipt of votes through the remote e-voting process in the Postal Ballot.
- 14) All the material documents referred to in the Explanatory Statement will be available for inspection electronically until the last date for receipt of votes through the remote e- voting process. Members seeking to inspect such documents can send an email to: [investorgrievance@dcb.bank.in](mailto:investorgrievance@dcb.bank.in)
- 15) **Process for those Shareholders whose e-mail ids are not registered with the Depositories/the Bank and for registration of e-mail ids for remote e-voting for the resolutions set out in this Postal Ballot Notice:**

**Registration of email addresses with the Registrar and Transfer Agents viz. MUFG Intime India Private Ltd.:**

To facilitate Members to receive this Postal Ballot Notice electronically and cast their vote electronically, the Bank has made special arrangement with its Registrar and Share Transfer Agent, MUFG Intime India Private Limited for registration of e-Mail addresses. Eligible Members whose e-Mail addresses are not registered with the Bank/ DPs are requested to register at the given link.

**Procedure for registration of email id for receiving Postal Ballot**

**Notice:** Visit the link: [MUFG Intime India Private Limited](#)

- a) Select the Name of the Company from dropdown: **DCB Bank Limited**
- b) Enter the DP ID & Client ID / Physical Folio Number, Name of the Member and PAN details. Members holding shares in physical form need to additionally enter one of the share certificate(s) number.
- c) Enter Mobile Number and email id and click on "Continue" button.
- d) System will send OTP on Mobile and Email Id.
- e) Upload self-attested copy of PAN card and Address proof viz Aadhar Card or passport along with front and back side of share certificate in case of Physical folio.
- f) Enter the OTP received on Mobile and e-Mail Address.

- g) The system will then confirm the e-Mail address for limited purpose of service of the Postal Ballot Notice.
- h) After successful submission of the e-Mail address, CDSL/the Bank will e-Mail a copy of the Postal Ballot Notice with remote e-Voting instruction. In case of any queries, Members may write to [investorgrievance@dcb.bank.in](mailto:investorgrievance@dcb.bank.in) or [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

**Procedure for registration of email id with the Bank/Depository Participants (DP):** Members are requested to register the same with their concerned DPs, in respect of electronic holding and with MUFG Intime India Private Limited (RTA), in respect of physical holding, by sending a written request duly signed by the 1st named shareholder. Further, those Members who have already registered their e-Mail addresses are requested to keep their e-Mail addresses validated/updated with their DPs / Link to enable service of notices / documents / Annual Reports and other communications electronically to their e-Mail address in future.

**THE PROCEDURE AND INSTRUCTIONS FOR VOTING ELECTRONICALLY ARE AS FOLLOWS:**

The instructions to Shareholders for remote e-Voting are as under:

**Step 1 :** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins **on Wednesday, July 08, 2026 from 9:00 a.m. (IST)** and shall ends on **Thursday, August 06, 2026 at 5:00 p.m. (IST)**. During this period Shareholders of the Bank, holding shares either in physical mode or in demat mode, as on the cut-off date i.e. **Saturday, July 04, 2026** may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter. at 5:00 p.m. (IST). Members are requested to cast their vote through the remote e-voting process during the e-Voting period but not later than 5:00 p.m. (IST) on **Thursday, August 06, 2026**.

(ii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iii) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by listed companies, Individual Shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail Id in their demat accounts to access e-Voting facility.

Pursuant to above said SEBI Circular, Log-in method for e-Voting for Individual Shareholders holding securities in Demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <b>CDSL Depository</b>	<ol style="list-style-type: none"> <li>1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; My Easi New (Token) Tab and then click on registration option.</li> <li>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders holding securities in demat mode with <b>NSDL Depository</b>	<ol style="list-style-type: none"> <li>1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service</li> </ol>

	<p>provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nSDL.com">https://eservices.nSDL.com</a>. Select “Register Online for IDeAS “Portal or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nSDL.com/">https://www.evoting.nSDL.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4) For OTP based login you can click on <a href="https://eservices.nSDL.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nSDL.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on <b>company name or e-Voting service provider name</b> and you will be re-directed to <b>e-Voting service provider website</b> for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their <b>Depository Participants (DP)</b></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to us Forget User ID and Forget Password option available at abovementioned website.

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

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with <b>CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911

Individual Shareholders holding securities in Demat mode with <b>NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at: 022 - 4886 7000 and 022 - 2499 7000

**Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

iv) Login method for e-Voting for physical Shareholders and other than individual Shareholders holding in Demat form.

- 1) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Bank.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

Particular	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<ul style="list-style-type: none"> <li>• Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</li> <li>• Shareholders who have not updated their PAN with the Bank/Depository Participant are requested send an email to the Bank (<a href="mailto:investorgrievance@dcb.bank.in">investorgrievance@dcb.bank.in</a>) /RTA (<a href="mailto:investor.helpdesk@in.mpms.mufg.com">investor.helpdesk@in.mpms.mufg.com</a>) to obtain sequence number.</li> </ul>
Dividend Bank Details <b>OR</b> Date of Birth (DOB)	<ul style="list-style-type: none"> <li>• Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</li> <li>• If both the details are not recorded with the depository or company, please enter the Member id / folio number in the Dividend Bank details field.</li> </ul>

(v) After entering these details appropriately, click on “SUBMIT” tab.

(vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are

eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

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

(viii) Click on the **EVSN 260704003** for DCB Bank Limited on which you choose to vote.

(ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

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

(xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

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

(xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizers for verification.

**(xvi) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Bank at the email address viz; [investorgrievance@dcb.bank.in](mailto:investorgrievance@dcb.bank.in), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

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

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-

attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/ RTA email id**.

2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911

**Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of resolution set out at Item No. 1 of the Postal Ballot Notice**

**Item 1: To take note of the appointment of Mr. Pushan Mahapatra (DIN: 07307428) as Non- Executive Part-Time Chairman of the Bank and to approve payment of remuneration to him.**

The Board of Directors of the Bank based on the recommendation of the Nomination and Remuneration Committee (NRC), pursuant to Section 161(1) of the Companies Act, 2013 (“the Act”) had approved the appointment of Mr. Pushan Mahapatra as an Additional and Non- Executive (Independent) Director of the Bank for a period of three (3) years with effect from March 10, 2026 to March 09, 2029 (both days inclusive), subject to the approval of the Members of the Bank. Further, the Shareholders of the Bank, on May 07, 2026 (through postal ballot) had approved the appointment of Mr. Pushan Mahapatra as a Non- Executive (Independent) Director of the Bank for a period of three (3) years, from March 10, 2026 to March 09, 2029 (both days inclusive).

Pursuant to the recommendation of the Board of Directors of the Bank, the Reserve Bank of India vide its letter dated June 12, 2026, approved the appointment of Mr. Pushan Mahapatra as Non-Executive Part-Time Chairman of the Bank effective from the date of the RBI communication i.e. June 12, 2026 till March 09, 2029 and approved the payment of remuneration as proposed in the Resolution.

In terms of provisions of Regulation 17(6)(ca) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (“SEBI Listing Regulations”), the Bank is also required to obtain approval of Members of the Bank for each financial year, by way of Special Resolution, if annual remuneration payable to a single non-executive director exceeds 50% of the total annual remuneration payable to all the non-executive directors in any Financial Year.

Currently, except for the Chairman, the Managing Director & CEO and the Whole Time Director (Executive Director) of the Bank, no other Directors are paid remuneration. The Chairman, the Managing Director & CEO and the Whole Time Director are paid remuneration as approved by the RBI and other applicable authorities. All Directors except the Managing Director & CEO and the Whole Time Director are entitled to sitting fees for attending various Board and its Committee meetings.

Upon excluding the sitting fees for attending the meetings of the Board and Committees which are not considered as remuneration to directors under section 197(2) of the Companies Act, 2013, the payment of fixed remuneration to be made to Mr. Pushan Mahapatra would exceed 50% of the total annual remuneration payable to all the non-executive directors during FY 2026-27.

Your Board, therefore, recommend the passing of the Special Resolution as set forth in Item No. 1 of this Notice, to take note of the appointment of Mr. Pushan Mahapatra as Non-Executive Part-Time Chairman of the Bank and to approve payment of remuneration to him as proposed in the Resolution.

Mr. Pushan Mahapatra, aged 65 years 6 months, is a career banker with an experience of over 40 years, of which, 35 years was with SBI group. Successfully managed senior leadership positions across Retail & Corporate Banking, Technology, Compliance & Audit. He was posted at SBI’s Hong Kong Branch for over 4 years as Vice President (Systems & Internal Audit). Headed SBI General Insurance Co. Ltd. as the MD & CEO for nearly 5 years and is credited with scaling the performance of the company and making it one of the leading Private sector General Insurance players in India. Currently, after superannuation, with Zurich Insurance Group and serving as a Non-Executive Director with their JV Zurich Kotak General Insurance Co. (India) Ltd since June

2024. He also serves as an Independent Director on the Board of Angel One Trustee Limited.

He has knowledge and rich experience in the field of Banking, Agriculture and Rural Economy, Small Scale Industries, Information Technology, Business Management and Merger & Acquisitions.

He does not hold any Equity Shares in the Bank as on the date of this Notice.

Details of Mr. Pushan Mahapatra pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), are given in Annexure -1 to this Notice.

Except Mr. Pushan Mahapatra and his relatives, none of the other Directors, Key Managerial Personnel or their relatives are, in any way, concerned or interested, financially or otherwise, in the above Resolution.

**By Order of the Board of Directors  
For DCB Bank Limited  
Sd/-  
Rubi Chaturvedi  
Company Secretary  
Membership No: (ACS 21562)**

Place: Mumbai

Date: July 03, 2026

**Registered Office:**

CIN: L99999MH1995PLC089008

Peninsula Business Park, 6<sup>th</sup> Floor, 601 & 602 Tower A

Senapati Bapat Marg, Lower Parel, Mumbai 400 013

Email id: [investorgrievance@dcb.bank.in](mailto:investorgrievance@dcb.bank.in)

Website address: [www.dcb.bank.in](http://www.dcb.bank.in)

**Annexure-1**

A brief profile of Mr. Pushan Mahapatra and the information in terms of the Regulation 36(3) of the SEBI Listing Regulations and the Secretarial Standards on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), has been provided below:

Date of birth and Age	Date of Birth- December 27, 1960 Age- 65 years 6 months		
Qualification	Graduation in Humanities with advanced training in Analytics from IDRBT & the University of Ghent, Belgium and underwent Leadership Development Programme from the Indian School of Business Hyderabad.		
DIN	07307428		
Brief profile	Mr. Pushan Mahapatra is a career banker with an experience of over 40 years, of which, 35 years was with SBI group. Successfully managed senior leadership positions across Retail & Corporate Banking, Technology, Compliance & Audit. He was posted at SBI's Hong Kong Branch for over 4 years as Vice President (Systems & Internal Audit). Headed SBI General Insurance Co. Ltd. as the MD & CEO for nearly 5 years and is credited with scaling the performance of the company and making it one of the leading Private sector General Insurance players in India. Currently, after superannuation, with Zurich Insurance Group and serving as a Non-Executive Director with their JV Zurich Kotak General Insurance Co. (India) Ltd since June 2024. He also serves as an Independent Director on the Board of Angel One Trustee Limited.		
Nature of Expertise in specific functional areas	Banking, Agriculture and Rural Economy, Small Scale Industries, Information Technology, Business Management and Merger & Acquisitions		
Date of first appointment on the Board	March 10, 2026		
Number of meetings of the Board attended during the year	FY 2025-26- One (1) FY 2026-27 (till date of this Notice)- Four (4)		
Other Directorships	1) Zurich Kotak General Insurance (India) Limited 2) Angel One Trustee Limited		
Memberships/ Chairmanships of committees of the Boards of other companies	<b>Name of the Company</b>	<b>Committee</b>	<b>Members/ Chairman</b>
	Angel One Trustee Limited	Risk Management Committee	Chairman
	Zurich Kotak General Insurance Co.	Risk Management Committee	Member

	<table border="1"> <tr> <td>Investment Committee</td> <td>Chairman</td> </tr> <tr> <td>Policy Holders' Protection &amp; Claims Monitoring Committee</td> <td>Member</td> </tr> <tr> <td>Expenditure Approval and Banking Committee</td> <td>Chairman</td> </tr> </table>	Investment Committee	Chairman	Policy Holders' Protection & Claims Monitoring Committee	Member	Expenditure Approval and Banking Committee	Chairman
Investment Committee	Chairman						
Policy Holders' Protection & Claims Monitoring Committee	Member						
Expenditure Approval and Banking Committee	Chairman						
Listed entities from which the person has resigned in the past three years	None						
Number of shares held in the Bank	Nil						
Relationship with other Directors, Managers and other Key Managerial Personnel of the Company	None						
Terms and conditions of appointment or reappointment including remuneration sought to be paid	<p>The Board of Directors of the Bank has appointed Mr. Pushan Mahapatra as a Non-Executive (Independent) Director of the Bank for a period of three (3) years with effect from March 10, 2026 and his appointment was approved by the Shareholders on May 07, 2026 through postal ballot. Further, pursuant to the application made by the Bank, the RBI vide its letter no. CO. DOR.HGG.No.S2224/29-03-001/2026-2027 dated June 12, 2026 has approved the appointment of Mr. Pushan Mahapatra as the Non-Executive Part Time Chairman of the Bank effective from the date of the RBI communication i.e. June 12, 2026 till March 09, 2029.</p> <p>Approval of shareholders of the Bank is being sought for payment of below Remuneration to Mr. Pushan Mahapatra-</p> <ul style="list-style-type: none"> <li>- Fixed remuneration of Rs. 24 lakh per annum (the remuneration shall be payable in such manner as the Board and/ or a Committee thereof, may determine from time to time)</li> <li>- Sitting fees for attending Board and Committee meetings and other expenses as eligible</li> </ul>						
Remuneration last drawn	<p>₹1,80,000 by way of sitting fees for FY 2025-26 was paid to him.</p> <p>₹8,85,000 by way of sitting fees during FY 2026-27 (till the date of this Notice) was paid to him.</p>						