

**NOTICE**

**NOTICE** is hereby given that Fourth Annual General Meeting of the members of SBM Bank (India) Limited (the “**Company**”) will be held on Friday, 30<sup>th</sup> July 2021 at 11 a.m. (IST) at 101 Raheja Centre, 1<sup>st</sup> Floor, Free Press Journal Marg, Nariman Point, Mumbai - 400021 to transact the following business:

**ORDINARY BUSINESS:**

- 1) To consider and adopt the audited financial statement of the Company for financial year ended on March 31, 2021 together with Report of the Board of Directors’ and Auditors’ thereon.
- 2) To appoint a director in place of Mr. Abdul Sattar Adam Ali Mamode Hajee Abdoula (DIN-01724586) who retires by rotation and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS:**

- 3) **To appoint Mr. Raoul Gufflet (DIN: 0009194722) as Director of the Company.**

To consider and thought fit, to pass, with or without modification(s), the following resolution as an ordinary resolution:

“**RESOLVED THAT** pursuant to Section 161 and other applicable provisions of the Companies Act, 2013 (the “Act”) and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with applicable provisions of the Banking Regulation Act, 1949 and relevant RBI circulars, notifications etc. issued from time to time and basis the recommendation of Nomination and Remuneration Committee and Board of Directors, Mr. Raoul Gufflet (DIN: 0009194722), who was appointed as an additional (Non-executive) Director and who holds office upto the date of this Annual General Meeting of the Company, be and is hereby appointed as a Director of the Company.”

**RESOLVED FURTHER THAT** the Board of Directors, be and are hereby authorized to implement the decision of the shareholders of the Company and to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to giving effect to the above resolution, including but not limited to filing of necessary forms with the Registrar of Companies and to comply with all other requirements in this regard.”

- 4) **To appoint Mr. Umesh Jain (DIN 06432749) as an Independent Director of the Company.**

To consider and thought fit, to pass, with or without modification(s), the following resolution as ordinary resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 149, Section 152, Schedule IV and any other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with applicable provisions of the Banking Regulation Act, 1949, Mr. Umesh Jain (DIN 06432749) be and hereby is appointed as an Independent Director of the Company to hold office for a period of 3 years with effect from 14<sup>th</sup> October 2020 and whose office shall not be liable to determination by retirement of Directors by rotation.”

**RESOLVED FURTHER THAT** the Board of Directors, be and are hereby authorized to implement the decision of the shareholders of the Company and to do all such acts, matters, deeds and things necessary or desirable in connection with or incidental to giving effect to the above resolution, including but not limited to filing of necessary forms with the Registrar of Companies and to comply with all other requirements in this regard.”

**5) To approve the Borrowing Powers under Section 180(1) (c) of the Companies Act, 2013.**

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

**“RESOLVED THAT** pursuant to the provisions of Section 180(1)(c) and all other applicable provisions of the Companies Act, 2013, read with the relevant rules made thereunder and any other applicable laws (including any statutory amendment(s), modification(s), variation or re-enactment thereof, for the time being in force) and the relevant provisions of the Memorandum of Association and Articles of Association of the Bank, approval of the Members of the Bank be and is hereby accorded to the borrowings by the Bank, from time to time, of all money deemed by them to be requisite or proper for the purpose of carrying on the business of the Bank, provided however, that apart from deposits of money accepted from public in the ordinary course of its business, temporary loans repayable on demand or within six months from the date of the loan, if any, obtained from the Bank’s bankers, the total amount of such borrowings outstanding at any time shall not exceed INR 1000 crore (Rupees One Thousand crore only) notwithstanding that the money to be borrowed together with the money already borrowed by the Bank will exceed the aggregate of its paid-up share capital, free reserves that is to say, reserves not set apart for any specific purpose.”

**“RESOLVED FURTHER THAT** the Board (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors) be and is hereby authorized to do all such acts, deeds and things and to sign and execute all such deeds, documents and instruments as may be necessary, expedient and incidental thereto to give effect to this resolution.”

6) **To approve revised remuneration of Mr. Sidharth Rath, Managing Director & CEO of the Bank**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including rules, notifications, any statutory modification, amendment or re-enactment thereof for the time being in force and as may be enacted from time to time) read with Schedule V of the said act & Section 35B and other applicable provisions of the Banking Regulation Act, 1949, and the rules, guidelines and circulars issued by the Reserve Bank of India ("RBI"), in this regard, from time to time and such other approvals, permissions and sanctions of such authorities and/or agencies as obtained in this regard and in accordance with the provisions of the Articles of Association of the Company, approval of the Members be and is hereby accorded to the revision in the remuneration of Mr. Sidharth Rath (DIN: 00682901), Managing Director & CEO of the Company on following terms & conditions effective from 01<sup>st</sup> January 2020:

<b>Particulars</b>	<b>Compensation details p.a (INR)</b>
Basic Pay	1,06,80,000
House Rent Allowance	53,40,000
Medical Reimbursement	15,000
Special Allowance	72,02,900
<b>Total Fixed Compensation</b>	<b>2,17,58,333</b>
<b>Perquisites</b>	
Free use of Bank's car for	
(i) Official purpose	Yes
(ii) Private purpose on compensating the bank the suitable amount	--
<b>Retiral benefits</b>	
Provident Fund (PF) (Banks contribution) As per PF Act	Provident fund -12% of the basic salary ie., INR 12,81,600
Gratuity as per Gratuity Act	Gratuity as may be in force from time to time
Medical benefits	Medical insurance for self & dependents as per Bank policy
Other benefits	As per Bank's prevailing policy Corporate Club Membership
Leave travel allowance	11,12,500
National Pension Scheme (NPS)	10% of the basic pay ie., INR 10,68,000
<b>Total Fixed Pay (including Perquisites)</b>	<b>2,67,00,000</b>



**RESOLVED FURTHER THAT** any Director and / or Company Secretary of the Bank be and are hereby authorized to do all such actions, deeds and things as may be required including the filing of necessary e-forms / documents / applications etc. with the Registrar of the Companies and / or any other regulatory authorities and to do all such acts, deeds, matters and things as may be required thereto in order to give effect to the above resolution.”

**By Order of the Board of Directors  
SBM Bank (India) Limited**

**Sd/-  
Bhavana Shinde  
Company Secretary**

Date : July 8, 2021

**Registered Office:**  
101, Raheja Centre,  
Free Press Journal Marg,  
Nariman Point, Mumbai – 400 021  
CIN: U65999MH2017FLC293229

**Notes:**

1. The statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts concerning Item above is annexed hereto.
2. A MEMBER, AS ON THE DATE OF THE ANNUAL GENERAL MEETING, IS ENTITLED TO ATTEND AND VOTE AT THE MEETING AND IS ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.
3. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent, of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
4. At the ensuing Annual General Meeting Mr. Abdul Sattar Adam Ali Mamode Hajee Abdoula (DIN-01724586) retires by rotation and being eligible, offers himself for re-appointment.
5. M/s M. P. Chitale & Co, Chartered Accountants were proposed to be considered for reappointment as Statutory Auditors for FY 2021-22. However later they had communicated their inability to continue as Statutory Auditors for FY 2021-22 on account of the recent RBI circular dated April 27, 2021 imposing restrictions with regard to number of statutory audit assignments that a firm can take. Accordingly, the Company would seek necessary approval of RBI for appointment of Statutory Auditors for FY 2021-2022 and thereafter place for approval of the Shareholders.
6. The instrument appointing a Proxy, to be effective, must be duly filled, stamped and signed and must reach the Bank's Registered Office not later than 48 hours before the commencement of the Meeting.
7. Corporate members are requested to send, to the registered office of the Company, a duly certified copy of the board resolution, pursuant to Section 113 of the Companies Act, 2013 authorizing their representatives to attend and vote at the general meeting.
8. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the registered office of the Company during normal business hours (10.00 a.m. to 5.00 p.m.) on all working days, up to and including the date of the annual general meeting of the Company.

**By Order of the Board of Directors**

**SBM Bank (India) Limited**

**Sd/-**

**Bhavana Shinde**

**Company Secretary**

Date : July 8, 2021

Place : Mumbai

**Explanatory statement annexed to the Notice Pursuant to Section 102 of the Companies Act, 2013**

**Item No. 3:**

The Board of Directors of the Bank, on recommendation of the Nomination and Remuneration Committee, had approved the appointment of Mr. Raoul Gufflet as Additional Non-executive director with effect from 16<sup>th</sup> June 2021 and pursuant to Section 161 of the Act, his appointment is subject to shareholders' approval.

Mr. Raoul Gufflet holds the position of CEO of SBM (Bank) Holdings Limited and has been nominated by the Holding Company, to be appointed as Non- Executive Director of SBM Bank (India) Ltd.

Mr. Raoul, aged 52 years, started his career as a strategic consultant, restructuring and corporate advisory at PwC in France, East Europe and in Africa. He has been exposed to several studies with the World Bank and European Bank Reconstruction & Development on financial institutions in both developed and transitional economies. He also has a rich experience in the banking sector in Mauritius. He has spent the last 16 years developing a strong knowledge of corporate and investment banking at a renowned local bank. He has graduated as an economist from the University of Paris La Sorbonne.

Mr Raoul Gufflet's presence on the Board as a Director would be beneficial and in the interest of the Bank. Except for the Director whose appointment is being proposed in the resolution, none of the Directors, Key Managerial Personnel or their relatives is directly or indirectly concerned or interested in the resolution.

Certain additional Information about Mr. Raoul Gufflet in terms of Secretarial Standards – 2 is as under:

Date of first appointment on the Board	16 <sup>th</sup> June 2021
Number of meetings of the Board attended during the year	NA
Directorships held in other companies, firms, trusts, entities, etc	None
Memberships / chairmanships of committees of the Boards of other companies	None
Number of shares held in the Bank	NIL
Terms and conditions of appointment or re-appointment including remuneration	Mr. Raoul Gufflet shall be a Non Executive Director and will not draw any remuneration from SBM Bank (India) Limited.

**Item No. 4:**

The Board of Directors of the Bank, on recommendation of the Nomination and Remuneration Committee, had approved the appointment of Mr. Umesh Jain as an Additional Independent Director of the Bank with effect from October 14, 2020. The Bank has received a declaration from Mr. Umesh Jain to the effect that he fulfils the criteria for independence stipulated in the Companies Act, 2013

Mr. Umesh Jain, aged 51 years, B.Tech by qualification, has more than 25 years of experience in Banking Technology and over 10 years as CIO / CTO role in BFSI including heading technology at Yes Bank as well as National Stock Exchange of India Limited. He also held leadership positions at Citibank and Barclays. He has proven expertise in leveraging technology to transform businesses through technology. Core capability in working with business to align technology strategy, and hands on execution by building technology teams, tools and processes. He possesses in depth understanding of banking especially operations, products, risk, & finance and is also passionate about leveraging technology to drive change through community engagement.

Since, presence of Mr. Jain is desirable on the Board and would be beneficial and in the interest of the Company, your directors recommend the passing of resolution in Item No. 5 of the accompanying Notice.

Except for the Director whose appointment is being proposed in the resolution, none of the Directors, Key Managerial Personnel or their relatives is directly or indirectly concerned or interested in the resolution.

Certain additional Information about Mr. Umesh Jain in terms of Secretarial Standards – 2 is as under:

Date of first appointment on the Board	14 <sup>th</sup> October 2020
Number of meetings of the Board attended during the year	Out of the 3 Board Meetings, conducted during his tenure, he attended all 3 Board Meetings during FY 2020-21
Directorships held in other companies, firms, trusts, entities, etc	<p><u>Companies</u></p> <p>Digital Citizen Technologies Pvt. Ltd. (Founder, Director)</p> <p><u>Firms</u></p> <p>Dragonfly Consumer Insights LLP (Partner) M/s. Dragonfly Market Research (Partner) Diginights Technologies LLP (Partner)</p>
Memberships / chairmanships of committees of the Boards of other companies	None
Number of shares held in the Bank	NIL
Terms and conditions of appointment or re-appointment including remuneration	Mr. Umesh Jain shall be an Independent Director not liable to retire by rotation. Except for the sitting fees for attending Board and Committee meetings, Mr. Jain is not drawing any remuneration from the Bank.

**Item No. 5:**

To augment the present and future resource requirements of the Bank and the different constituents under borrowing that the Bank proposes to raise, approval of the Members is being sought for limits upto INR 1,000 crores (Rupees One thousand Crores), for borrowings together with the money already borrowed, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), by the Bank, from time to time, under Section 180(1)(c) of the Companies Act, 2013 and Article 109 of the Articles of Association of the Bank

The Board of Directors of the Bank at its Meeting held on 16<sup>th</sup> June 2021 has approved this proposal, subject to the approval of the Members of the Bank by way of Special Resolution, under Section 180(1)(c) of the Companies Act, 2013

None of the Directors and the Key Managerial Personnel of the Company and their respective relatives are concerned or interested in the passing of the above resolution.

**Item No. 6:**

At the Extra Ordinary General Meeting held on April 19, 2019, the shareholders had approved the appointment of Mr. Sidharth Rath as Managing Director and CEO of the Bank for a period of 3 years with effect from November 12, 2018 and payment of remuneration of INR 2,50,00,000 per annum (inclusive of all the allowances, reimbursements and entitlements. )

In the Board meeting held on 9<sup>th</sup> July 2020, Board had accorded its consent to the Annual Increment (annualized) amounting INR 1.70 Mn to Mr Sidharth Rath, MD & CEO, and revision in his fixed CTC from INR 25.00 Mn per annum to INR 26.70 Mn per annum, w.e.f 1st Jan 2020, as noted by the Board of SBM Holdings Ltd. as under:

<b>Particulars</b>	<b>Compensation details p.a (INR)</b>
Basic Pay	1,06,80,000
House Rent Allowance	53,40,000
Medical Reimbursement	15,000
Special Allowance	72,02,900
<b>Total Fixed Compensation</b>	<b>2,17,58,333</b>
<b>Perquisites</b>	
Free use of Bank's car for (i) Official purpose (ii) Private purpose on compensating the bank the suitable amount	Yes --
Provident Fund (PF) (Banks contribution) As per PF Act	Provident fund -12% of the basic salary ie., INR 12,81,600
Gratuity as per Gratuity Act	Gratuity as may be in force from time to time
Medical benefits	Medical insurance for self & dependents as per Bank policy



Other benefits	As per Bank's prevailing policy Corporate Club Membership
Leave travel allowance	11,12,500
National Pension Scheme(NPS)	10% of the basic pay ie., INR 10,68,000
<b>Total Fixed Pay (including Perquisites)</b>	<b>2,67,00,000</b>

The necessary approval for the aforesaid revision in the fixed CTC have been received from Reserve Bank of India (RBI) vide its letter dated December 1, 2020.

It is hereby confirmed that the Company has not committed any default in payment of dues for a continuous period of 30 days to any bank or public financial institution or any secured creditor in the preceding financial year and in the current financial year.

**Pursuant to Clause (iv) of Section II of Schedule V of the Companies Act, 2013 , details are as under:**

I.	General Information																	
(1)	Nature of Industry:	The Bank is engaged in providing Banking and Financial Services as a Banking Company governed by the Banking Regulation Act, 1949.																
(2)	Date or expected date of commencement of commercial production	Not Applicable																
(3)	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable																
(4)	Financial Performance based on given indicators	(Amount in INR. '000)																
		<table border="1"> <thead> <tr> <th>Particulars</th> <th>Year ended 31<sup>st</sup> March 2021</th> <th>Year ended 31<sup>st</sup> March 2020</th> <th>Year ended 31<sup>st</sup> March 2019</th> </tr> </thead> <tbody> <tr> <td>Total Income</td> <td>31,52,492</td> <td>19,50,408</td> <td>3,59,885</td> </tr> <tr> <td>Profit / (Loss) after Tax</td> <td>1,86,544</td> <td>19,036</td> <td>(4,69,801)</td> </tr> <tr> <td>Networth</td> <td>57,57,766</td> <td>55,71,322</td> <td>50,32,286</td> </tr> </tbody> </table>	Particulars	Year ended 31 <sup>st</sup> March 2021	Year ended 31 <sup>st</sup> March 2020	Year ended 31 <sup>st</sup> March 2019	Total Income	31,52,492	19,50,408	3,59,885	Profit / (Loss) after Tax	1,86,544	19,036	(4,69,801)	Networth	57,57,766	55,71,322	50,32,286
Particulars	Year ended 31 <sup>st</sup> March 2021	Year ended 31 <sup>st</sup> March 2020	Year ended 31 <sup>st</sup> March 2019															
Total Income	31,52,492	19,50,408	3,59,885															
Profit / (Loss) after Tax	1,86,544	19,036	(4,69,801)															
Networth	57,57,766	55,71,322	50,32,286															
(5)	Foreign Investments or collaborations, if any	Not Applicable. The Company is the wholly owned subsidiary of SBM (Bank) Holdings Limited, Mauritius.																

II.	Information about the Appointee	
(1)	Background details:	<p>Mr. Sidharth Rath, aged 51 years, is a banker with 29 years of experience in the financial sector and various verticals in the banking space. Have the experience of building robust business in the banking space with emphasis on reliability, customer centricity and observance of best practices. He has worked as Group Executive (Head Corporate, Transaction &amp; International Banking) in Axis Bank. He had worked at various positions in Axis Bank i.e. Treasurer &amp; President Transaction banking, President Corporate Banking, Financial Advisory, Head Capital Markets etc.</p> <p>He is B.Com (Hons) graduate and Post graduate Diploma in Management, with majors in Finance &amp; Marketing.</p>
(2)	Past Remuneration:	The remuneration drawn by Mr. Sidharth Rath, Managing Director and CEO wef November 12, 2018 is INR 25.00 Mn per annum and wef January 1, 2020 is INR
(3)	Recognition or awards:	Before joining SBM Bank (India) Limited, Mr Rath was the Group Executive and Head of Corporate, Transaction and International Banking at Axis Bank. He has headed multiple businesses and product groups which include Client Coverage and Relationship for Corporates, Financial Institutions and Governments, Global Markets, Asset-Liability Management, Trade & Transaction Banking and Capital Markets. He played an instrumental role in setting up Corporate & Project Advisory Services, Capital Markets and the Investment Banking businesses for Axis Bank. He had been a member of various committees of SEBI, NSE Clearing Ltd. and others, in the past.
(4)	Job Profile and his suitability	<p>As the Managing Director &amp; CEO, Mr Sidharth Rath is entrusted to perform such duties and exercise such powers as have been or may from time to time be entrusted or conferred upon him by the Board.</p> <p>Further as mentioned above, Mr. Sidharth Rath is a banker with over 29 years of experience in the financial sector</p>
(5)	Remuneration proposed	INR 26.70 Mn (Total Fixed pay including perquisites) per annum wef January 1, 2020., as mentioned in the Resolution.
(6)	Comparative Remuneration profile with respect to	Considering the responsibility shouldered by Mr Rath of the enhanced business activities of the Bank, proposed

	industry, size of the Company, profile of the position and person.	remuneration is commensurate with the Industry Standards. As per the Market data, the mean works out to INR 30.6 Mn, whereas, the remuneration proposed for Mr Sidharth Rath, MD & CEO is INR 26.70 Mn per annum.
(7)	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any	None, Except for the remuneration drawn in the capacity of the MD & CEO of the Company.
III.	Other Information	
(1)	Reasons of loss or inadequate profits	The Bank commenced its operation under Wholly Owned Subsidiary (WOS) model with effect from 1st December 2018  The Loss of INR 40 crore booked in FY 2018 - 19 was on account of cyber fraud.
(2)	Steps taken or proposed to be taken for improvement	SBM Bank India, is the first bank in India to get a universal banking license from the Reserve Bank of India through the wholly owned subsidiary mode, Mr Sidharth Rath have set-up the business of the Bank along with the systems, processes, technology, infrastructure, and the core team to commence operations in the last three years. He is instrumental in building a diversified liability base, judiciously building an asset portfolio which is spread across various customer segments and sectors, positioning the Bank to offer niche and innovative, technology driven, value-added services to cater to a wide range of customers' banking requirements and carving out a finest financial institution.
(3)	Expected increase in productivity and profit in measurable terms	As against Net Profit of INR 19 Mn in FY 20, the Bank has booked a Net Profit of INR 186 Mn in FY 21.

Certain additional Information about Mr. Sidharth Rath is as under:

Number of meetings of the Board attended during the year	Out of 7 meetings held during FY 2020-21, he has attended all the 7 Board Meetings during FY 2020-21.
Directorships held in other companies, firms, trusts, entities, etc	None
Memberships / chairmanships of committees of the Boards of other companies	None
Number of shares held in the Bank	NIL



Pursuant to the applicable provisions of the Companies Act, 2013, and the relevant rules made thereunder, consent of the members is being sought by way of a Special Resolution.

None of the directors, except Mr. Sidharth Rath, MD & CEO, is interested in the resolution.

The Directors recommend the Resolution set out in the Notice for the approval of the Members.,

**By Order of the Board of Directors  
SBM Bank (India) Limited**

**Sd/-  
Bhavana Shinde  
Company Secretary**

Date : July 8, 2021

**Registered Office:**  
101, Raheja Centre,  
Free Press Journal Marg,  
Nariman Point, Mumbai – 400 021  
CIN: U65999MH2017FLC293229



**Proxy Form  
MGT-11**

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

**SBM Bank (India) Limited  
CIN : U65999MH2017FLC293229**

**Registered office:** 101, Raheja Centre, 1<sup>st</sup> Floor, Free Press Journal Marg, Nariman Point, Mumbai – 400 021

**4<sup>th</sup> Annual General Meeting on 30<sup>th</sup> July 2021**

**Name of the member (s)**

**Registered Address**

**E-mail Id**

**Folio No./ Client Id**

**DP ID**

I/We, being the member (s) of the ..... Shares of the above-named company, hereby appoint

Name : ..... E-mail : .....

Address : .....  
..... Signature : \_\_\_\_\_

Or failing him/her

Name : ..... E-mail : .....

Address : .....  
..... Signature : \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 4<sup>th</sup> Annual General Meeting of the Company, to be held on 13<sup>th</sup> July 2021 at 11 am (IST) at 101, Raheja Centre, 1st Floor, Free Press Journal Marg, Nariman Point, Mumbai – 400 021 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Resolution
<b>Ordinary business</b>	
1.	To consider and adopt the audited financial statement of the Company for financial year ended on March 31, 2021 together with Report of the Board of Directors' and Auditors' thereon;
2.	To appoint a director in place of Mr. Abdul Sattar Adam Ali Mamode Hajee Abdoula (DIN-

	01724586) who retires by rotation and being eligible, offers himself for re-appointment.
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<b>Special Business</b>	
3.	To appoint Mr. Raoul Gufflet (DIN: 0009194722) as Director of the Company.
4.	To appoint Mr. Umesh Jain (DIN 06432749) as an Independent Director of the Company.
5.	To approve the Borrowing Powers under Section 180(1) (c) of the Companies Act, 2013.
6.	To approve revised remuneration of Mr. Sidharth Rath, Managing Director & CEO of the Bank.

Signed this ..... day of .....2021.

Affix revenue stamp of Rs. 1/-
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.....  
**Signature of member**

.....  
**Signature of proxy holder (s)**

*Notes:*

- 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; It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.*



**Attendance Slip**

**SBM Bank (India) Limited**  
**CIN : U65999MH2017FLC293229**

**Registered office:** 101, Raheja Centre, 1<sup>st</sup> Floor, Free Press Journal Marg, Nariman Point, Mumbai – 400 021

**4<sup>th</sup> Annual General Meeting dated 30<sup>th</sup> July 2021**

Registered Folio no./ DPID no./Client ID no.

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Number of Shares held

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I certify that I am a member / proxy of the member of the Company.

I hereby record my presence at the 4<sup>th</sup> Annual General Meeting of the Company on \_\_\_\_\_,  
\_\_\_\_\_ at \_\_\_\_\_ hours [IST] **101, Raheja Centre, 1st Floor, Free Press Journal Marg,  
Nariman Point, Mumbai – 400 021**

.....

**Name of the member/ proxy**  
**(in BLOCK letters)**

.....  
**Signature of member/ proxy**

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