



## The South Indian Bank Ltd.

CIN:L65191KL1929PLC001017  
Regd. Office: SIB House, T.B. Road  
Mission Quarters, Thrissur-680001. Tel: 0487 2420020  
Website:www.southindianbank.com  
Email id:ho2006@sib.co.in

### NOTICE OF THE 95<sup>th</sup> ANNUAL GENERAL MEETING, E-VOTING, BOOK CLOSURE AND RECORD DATE/CUTOFF DATE

Notice is hereby given that:

- The 95<sup>th</sup> Annual General Meeting (AGM) of The South Indian Bank Limited will be held on Thursday, 24<sup>th</sup> August 2023 at 11:00 a.m. (IST) via Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in compliance with Companies Act, 2013 read with General Circulars 10/2022 dated 28<sup>th</sup> December 2022, 2/2022 dated 05<sup>th</sup> May, 2022, 20/2020 dated 05<sup>th</sup> May, 2020, issued by the Ministry of Corporate Affairs ("MCA") (collectively referred to as 'MCA Circulars'), and SEBI Master Circular dated on July 11, 2023 under the Head "Relaxation from compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 in continuation to SEBI Circular dated 5<sup>th</sup> January, 2023 ("SEBI Circulars") and all other applicable laws and circulars issued by MCA, Government of India and Securities and Exchange Board of India (SEBI), as companies are allowed to hold AGM through VC/OAVM, without the physical presence of members at a common venue. Hence, the AGM of the Bank is being held through VC/OAVM to transact the business as set out in the Notice of the Meeting. The registered office of the Bank shall be deemed to be the venue for the AGM.
- In compliance with section 108 of Companies Act, 2013, read with rule 20 of Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 Secretarial Standard on General Meetings (SS-2) issued by ICSI and in accordance with the above Circulars, electronic copies of the Notice of the AGM to shareholders and Annual Report for the financial year 2022-23 to all security holders have been sent to all the shareholders and debenture holders whose email addresses are registered with the Bank/Depository Participant(s) and shareholders holding shares in physical mode with the Bank's Registrar & Share Transfer Agent M/s BTS Consultancy Services Pvt. Ltd. The notice of the 95<sup>th</sup> AGM and Annual Report for the Financial year 2022-23 are also available on the Bank's website, at [www.southindianbank.com](http://www.southindianbank.com) under "Investors' Desk" section, the same can also be accessed from the following web link viz.: <https://www.southindianbank.com/content/annual-report-financial-year-2022-to-2023/3978>, further the websites of both the stock exchanges viz., BSE Limited at <https://www.bseindia.com> and the National Stock Exchange of India Limited, at <https://www.nseindia.com> and on the NSDL's website, at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The dispatch of Notice of the AGM through emails has been completed on 2<sup>nd</sup> August, 2023.
- Shareholders holding shares either in physical form or dematerialized form, as on the cut-off date (Thursday, 17<sup>th</sup> August, 2023), may cast their votes electronically on the business as set forth in the Notice of the AGM through the electronic voting system, the details of which are given below:

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|---|---|--|
| A | Statement on businesses to be transacted by electronic voting   | Business set out in Notice dated 31 <sup>st</sup> July, 2023 may be transacted by electronic voting  |
| B | Date of completion of sending notice of AGM   | 2 <sup>nd</sup> August, 2023   |
| C | Date and time of commencement of remote e-voting  | From 10.00.am onwards on Sunday, 20 <sup>th</sup> August, 2023   |
| D | Date and Time of ending of remote e-voting  | Up to 5.00.p.m. on Wednesday, 23 <sup>rd</sup> day of August, 2023   |
| E | The remote e-voting module shall be disabled by NSDL beyond 5:00 p.m. (IST) on 23 <sup>rd</sup> August, 2023 and once the votes on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. |  |
| F | Website details of the Bank/ Agency, where the Notice of AGM is Displayed   | <a href="https://www.southindianbank.com">https://www.southindianbank.com</a> AND <a href="http://www.evoting.nsdl.com">www.evoting.nsdl.com</a>   |
| G | Contact details of the person responsible to address the grievances connected with electronic voting.   | Ms. Shruthi Shetty, Asst. Manager, National Securities Depository Limited (NSDL), A-Wing, 4 <sup>th</sup> Floor Trade World, Kamla Mills Compound, Senapati Bapat Marg, Lower Parel Mumbai 400013 or send an email to <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at No. 022-48867000 and 022-24997000. |

- Any person, who acquires shares of the Bank and becomes a shareholder post-dispatch of the Notice of the AGM and holds shares as on the cut-off date i.e. Thursday, 17<sup>th</sup> August, 2023, may obtain the login ID and password by sending a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if a person is already registered with NSDL for e-voting then the existing user ID and password can be used for casting their vote;
  - Shareholders may note that:
    - The facility for e-voting will also be made available during the AGM, and those shareholders present in the AGM through VC/OAVM facility, who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system at the AGM.
    - The shareholders who have cast their votes by remote e-voting prior to the AGM can also attend the AGM but shall not be entitled to cast their votes again.
    - Only persons whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting or e-voting at the AGM.
  - The manner of voting remotely for shareholders holding shares in dematerialized mode and physical mode is provided in the Notice of the AGM. The details are also be made available on the website of the Bank. Shareholders are requested to visit <https://www.southindianbank.com> to obtain such details.
  - Shareholders holding shares in dematerialized mode and had not registered their email address and mobile numbers are requested to register their email address and mobile numbers with their relevant depositories through their depository participants. Shareholders holding shares in physical mode and had not registered their email address and mobile numbers are requested to furnish their email address and mobile numbers with the Bank's Registrar & Share Transfer Agent, M/s BTS Consultancy Services Pvt. Ltd. M S Complex, 1<sup>st</sup> Floor, No.8, Sastri Nagar, Near 200 feet road/RTO Kolathur, Kolathur, Chennai-600 099 Phone:044-47725830, Fax No. 044-25565131, Email: [helpdesk@btsindia.co.in](mailto:helpdesk@btsindia.co.in) to receive copies of the Annual Report 2022-23 along with the Notice of the 95<sup>th</sup> AGM, instructions for remote e-voting and instructions for participation in the AGM through VC/OAVM and cast their Vote either through remote e-voting or through e-voting system during the AGM.
  - In case of queries or issues regarding attending AGM & e-Voting from the NSDL e-Voting System, you can write an email to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
  - The members who require technical assistance to access and participate in the meeting through VC may contact the helpline number: 022-48867000 and 022-24997000
- Members are eligible to cast vote electronically only if they are holding shares as on the Cut-off date (Thursday, 17<sup>th</sup> August, 2023). If any person who is not a member /ceased to be a member as on the cut-off date should treat the notice for information purpose only.
- Mr. P.D Vincent, LLB, MBA, FCS, Practicing Company Secretary (Managing Partner SVJS & Associates, Company Secretaries) or failing him Sri. Jayan K., Practicing Company Secretary (Partner SVJS & Associates, Company Secretaries) as the Scrutinizer to scrutinize the voting and Remote e-voting process in a fair and transparent manner.
  - All relevant documents referred in the Notice of 95th AGM requiring the approval of the members at the meeting shall be available for inspection by the members at the Registered Office of the Bank, in physical form, on all working days between 10 am. to 3 pm. up to the conclusion of the Annual General Meeting. These documents are also available for inspection in electronic form till the conclusion of Annual General Meeting.
  - The Board of Directors recommended a dividend of 30% i.e. Rs. 0.30 per Equity share of face value of Re.1 per share for the Financial year ended March 31<sup>st</sup>, 2023 which will be subjected to the approval of shareholders at AGM. The cut-off date for the purpose of determining eligibility for final dividend for FY 2022-23 is 17<sup>th</sup> August, 2023. The "Final" dividend once approved by the shareholders will be paid on or before September 22nd, 2023 electronically through various online transfer modes or through issue of dividend warrants.
  - In accordance with the provisions of the Income Tax Act, 1961 as amended by Finance Act, 2020, with effect from April 1, 2020, dividend declared and paid by the Bank is taxable in the hands of the shareholders and Bank is required to deduct tax at source ("TDS") on dividend paid to the shareholders at the applicable rates. The details / information in this regard are attached as Annexure to the notice of the 95<sup>th</sup> Annual General Meeting of the Bank.
  - The Bank have informed the security holders about the details of TDS deduction on dividend/ interest through newspaper advertisements on 24<sup>th</sup> July, 2023 and registered email addresses of security holders on 26<sup>th</sup> July 2023.
  - Security holders may please note that, in terms of the aforementioned MCA and SEBI circulars, the Bank will not be sending physical copies of AGM Notice to shareholders and Annual Report to the security holders unless the same is specifically requested.
  - Notice is hereby further given that pursuant to Section 91 of the Companies Act 2013 read with Rule 10 of Companies (Management and Administration) Rules, 2014 and Regulation 42 of SEBI (LODR) Regulations, 2015 the Register of members and Share Transfer Books will remain closed from Friday 18<sup>th</sup> August, 2023, to Thursday the 24<sup>th</sup> August, 2023 (both days inclusive) for the purpose of 95<sup>th</sup> Annual General Meeting, E-Voting and dividend.

For The South Indian Bank Limited  
Sd/-  
(JIMMY MATHEW)  
COMPANY SECRETARY

Place: Thrissur  
Date: 02 August 2023

