

NOTICE

NOTICE is hereby given that Second Annual General Meeting of Unity Small Finance Bank Limited will be held on Wednesday, August 02, 2023, at 02.00 p.m. at a shorter notice at the Corporate office of the Bank situated at Centrum House, C. S. T. Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai – 400 098 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended March 31, 2023 together with the reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Mr. Jaspal Singh Bindra (DIN: 00128320) who retires by rotation at this meeting and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. To appoint Mr. Partha Pratim Sengupta (DIN: 08273324) as a Non-Executive Non-Independent Director and a Nominee Director of M/s. Resilient Innovations Private Limited

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160 and 161, and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with relevant rules made thereunder, the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the applicable provisions of the Banking Regulation Act, 1949, and other rules, guidelines, regulations and circulars issued by the Reserve Bank of India (“RBI”) in this regard from time to time, and subject to the provisions of the Articles of Association of the Bank, Mr. Partha Pratim Sengupta (DIN: 08273324), who was appointed as an Additional Director by the Board, and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, be and is hereby appointed as a ‘Non-Executive Non-Independent Director’ of the Bank and a Nominee of Resilient Innovations Private Limited, Investor of the Bank (hereinafter known as ‘RIPL Nominee Director’), with effect from June 13, 2023, and whose period of office shall be liable to retirement by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all approvals as may be required to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard.

4. To approve the payment of compensation to Non-Executive Directors of the Bank

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

“RESOLVED THAT pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Banking Regulation Act, 1949, and the circulars/notifications and guidelines issued by the Reserve Bank of India (“RBI”), in this regard from time to time (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereof, for the time being in force) and subject to other regulatory approvals, including the RBI Notification dated April 26, 2021 on ‘Corporate Governance in Banks - Appointment of Directors and Constitution of Committees of the Board’ and any other applicable laws (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereof, for the time being in force) and subject to other regulatory approvals as may be required, consent of the members, be and is hereby accorded to pay compensation/ commission of upto Rs. 5,00,000/- (Rupees Five Lakh), to each Non-Executive Director (other than Mr. Vinod Rai and Mr. Jaspal Singh Bindra) for the FY 2022-23.”

■ **UNITY SMALL FINANCE BANK LIMITED :**
CIN : U65990DL2021PLC385568
Email : info@unitybank.co.in

■ **REGISTERED OFFICE :**
40, Basant Lok,
Vasant Vihar,
New Delhi 110057
Tel No. 011-47414100

■ **CORPORATE OFFICE :**
Centrum House, CST Road,
Vidyanagari Marg, Kalina,
Santacruz (E),
Mumbai 400098
Tel No. 022-42159000

RESOLVED FURTHER THAT the above remuneration is in addition to the payment of sitting fees and reimbursement of expenses for attending the meetings of the Board of Directors and/or other meetings to the Non-Executive Directors.

RESOLVED FURTHER THAT the Board of Directors of the Bank (including the Nomination and Remuneration Committee of the Board) be and is hereby authorised to do all such acts, deeds, matters and things including deciding on the manner of payment of remuneration, apportionment, if any and to settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and delegate authorities to execute any documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid Resolution.”

5. To approve contributions to bonafide charitable and other funds

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 181 of the Companies Act, 2013, and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules made thereunder (including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereof, for the time being in force), the consent of the members be and is hereby accorded to donate or contribute to bona fide national, charitable, social, benevolent, public or general or other funds/institutions/ hospitals/trusts/entities, not-for-profit entities, NGOs, etc., an amount upto Rs. 30,00,000/- (Rupees Thirty Lakh Only) during the financial year 2023-24, for carrying out one or more of the Corporate Social Responsibility activities listed in Schedule VII of the Companies Act, 2013 or such other charitable activities pursuant to the CSR Policy of the Bank as the Board may deem fit, notwithstanding that the aggregate amount of such contribution during the financial year may exceed 5% of its average net profits for the three immediately preceding financial years.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary and appropriate to give effect to this resolution and to delegate all or any of its powers conferred herein to any Committee or Director(s) and / or officer(s) of the Bank, from time to time.”

6. To approve material related party transactions for CASA deposits and other banking services

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Regulation 2(1)(zc), 23(4) and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and sections 2(76), 188 and other applicable provisions of the Companies Act, 2013 read with rules framed thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and such other applicable provisions of law, if any, (hereinafter called as “Applicable Laws”), the ‘Related Party Transactions Policy’ of Bank, as may be applicable from time to time, as well as subject to such approval(s), consent(s) and/or permission(s), as may be required and based on the recommendation of the Audit committee and the Board, the consent of the members is hereby accorded for entering into and/or carrying out and/or continuing with contracts/arrangements/transactions (whether individual transaction or transactions taken together or series of transactions or otherwise) for acceptance of deposits in current account/ savings account (CASA) or any other accounts permitted to be opened by the Bank under Applicable Laws, whether by way of fresh deposit(s) or any extension(s) or modification(s) of existing contracts / arrangements / transactions or otherwise, from time to time, with the related parties under Companies Act, 2013, SEBI Listing Regulations and relevant statutory regulations and / or provide any other banking services that arise out of the normal course of banking activities and undertaken pursuant to specific approvals/ registrations/ licenses held by the Bank from time to time, to the related parties of the Bank, other than giving loans and advance, notwithstanding the fact that the aggregate transaction/s value at any day from the date of 2nd Annual General meeting (‘AGM’) upto the date of 3rd AGM, may exceed, INR 1000 Crore or 10% of the annual consolidated turnover of the Bank as per the last audited financial statements of the Bank, whichever is lower, as prescribed under applicable laws or any other materiality threshold, as may be applicable from time to time, for each such Party, provided however, that the said contracts/arrangements/transactions shall be carried out on an arm’s length basis and in the ordinary course of business of the Bank.

RESOLVED FURTHER THAT the Board of Directors of the Bank (including the Audit Committee of the Board) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary and appropriate to give effect to this resolution and to delegate all or any of its powers conferred herein to any officer(s) of the Bank to execute any documents, agreements, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid Resolution and to settle any question that may arise in this regard, without being required to seek any further consent or approval of the members to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

7. To approve material related party transactions with Centrum Housing Finance Limited.

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Regulation 2(1)(zc), 23(4) and other applicable regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), as amended from time to time, and other applicable provisions of the Companies Act, 2013 read with rules framed thereunder including any statutory modification(s) or re-enactment(s) thereof for the time being in force and such other applicable provisions of law, if any, (hereinafter called as “Applicable Laws”), the ‘Related Party Transactions Policy’ of Bank, as may be applicable from time to time, and subject to receipt of requisite approval(s), consent(s) and/or permission(s) from the regulatory authorities and stakeholders, if any required and to the extent necessary, and subject to the Memorandum and Articles of Association of the Bank, and based on the recommendation of the Audit committee and the Board, consent of the members be and is hereby accorded to sell / assign/ transfer the Housing Finance portfolio of the Bank to Centrum Housing Finance Limited (“CHFL”) and assign 100% of the identified Receivables of the Bank in the underlying loans amounting up to Rs. 100,00,00,000/- (Rupees One Hundred Crore only) plus interest accrued (but not received) and interest on the assigned receivables, if any till the date of sale, provided however, that the said contracts/arrangements/transactions shall be carried out on an arm’s length basis and in the ordinary course of business of the Bank;

RESOLVED FURTHER THAT the Board of Directors of the Bank (including the Audit Committee of the Board) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary and appropriate to give effect to this resolution and to delegate all or any of its powers conferred herein to any officer(s) of the Bank to execute any documents, agreements, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid Resolution and to settle any question that may arise in this regard, without being required to seek any further consent or approval of the members to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

8. To approve borrowings in excess of paid up share capital, free reserves and securities premium of the Bank as per provisions of Section 180(1)(c) of the Companies Act, 2013.

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

“RESOLVED THAT in supersession to the earlier resolution passed in this connection and pursuant to Section 180(1)(c) and all other applicable provisions, if any, of the Companies Act, 2013 read with the relevant rules made thereunder, the Banking Regulation Act, 1949, regulations, directions, circulars and guidelines issued by the Reserve Bank of India (‘RBI’) in this regard, from time to time and any other applicable laws (including any statutory amendments, modifications, variations or re-enactments thereof, for the time being in force), consent of the members be and is hereby accorded to borrow from time to time, such sum or sums of monies as they may deem necessary, notwithstanding the fact that the monies so borrowed and the monies to be borrowed from time to time (apart from (i) temporary loans (less than six months) obtained from the Bank’s bankers in the ordinary course of business and (ii) acceptances of deposits of money from public repayable on demand or otherwise (withdrawable by cheque, draft, order or otherwise) and / or temporary loans (less than six months) obtained in the ordinary course of business from banks, whether in India or outside India) exceeding the aggregate of the paid up capital of the Bank, its free reserves and securities premium, provided that the total outstanding amount of such borrowings , at any given point of time, shall not exceed Rs. 3000,00,00,000/- (Rupees Three Thousand Crore only).

RESOLVED FURTHER THAT the Board of Directors of the Bank (including the Asset liability Committee of the Bank) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary and appropriate to give effect to this resolution and to delegate all or any of its powers conferred herein to any officer(s) of the Bank to execute any documents, agreements, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid Resolution and to settle any question that may arise in this regard, without being required to seek any further consent or approval of the members to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution;

**BY ORDER OF THE BOARD OF DIRECTORS
UNITY SMALL FINANCE BANK LIMITED**

Archana Goyal
COMPANY SECRETARY
(Membership No. : ACS 16004)

PLACE: MUMBAI
DATE: 20/07/2023

NOTES:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the “Act”), in regard to the item No. 3 to item No. 8 is set out on above Items which are annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.** Proxies, in order to be effective, must be received at the Company's Registered Office not less than 48 hours before the meeting. Proxies submitted on behalf of companies, societies, partnership firms, etc. must be supported by appropriate resolution/authority, as applicable, issued on behalf of the nominating organization.
3. Members are requested to note that pursuant to Section 105 of the Act, a person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
4. Corporate Members intending to send their authorised representatives to attend the Annual General Meeting (AGM) are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote in their behalf at the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. The Register of Director's Shareholding, Register of Contracts are available for inspection by the members at the registered office of the Company.
7. All documents referred to in the accompanying Notice and Explanatory Statement are open and available for inspection at the Registered Office of the Company on all working days during the working hours i.e. between 9.30 a.m. to 6.00 p.m., till the date of this Meeting.
8. Members may also note that the Notice of the meeting will be available on the website <https://theunitybank.com/>
9. Route map of the venue of the meeting (including prominent landmark) is annexed hereto and forms a part of this notice.
10. The Company has duly obtained shorter notice consent as prescribed under section 101 from all the members for holding the Annual general meeting at a shorter notice. Further, the Company has also duly obtained consent as prescribed under section 96(2) from all the members for holding AGM at the Corporate office situated at 'Centrum House C. S. T. Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai – 400 098'.

EXPLANATORY STATEMENT

As required by Section 102 of the Companies Act, 2013 (the Act), the following Explanatory Statement sets out all material facts relating to the businesses mentioned under the accompanying Notice dated July 20, 2023.

Item No. 3:

The members be informed that the Bank received a representation from Resilient Innovations Private Limited ("RIPL") to appoint Mr. Partha Pratim Sengupta (DIN: 08273324) on the Board of the Bank, as its Nominee Director ("RIPL Nominee Director") pursuant to the shareholders agreement ('SHA') dated October 26, 2021 between Centrum Financial Services Limited ('CFSL'), RIPL and the Bank, and the Articles of Association of the Bank.

Considering the above, and basis the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors of the Bank have vide circular resolution dated June 13, 2023 appointed Mr. Partha Pratim Sengupta (DIN: 08273324) as an Additional Director in the capacity of 'Non- Executive Non-Independent Director' of the Bank and Nominee of RIPL ("RIPL Nominee Director") effective from June 13, 2023, subject to the approval of the shareholders of the Bank.

Mr. Partha Pratim Sengupta is a career banker in State Bank of India (SBI) having more than 36 years of experience in Banking & Finance. He joined SBI as a Probationary Officer on February 02, 1987 and gradually got elevated to the rank of Deputy Managing Director and Chief Credit Officer at the Bank. Mr. Sengupta possesses Credit & Management skills with hands-on experience in Corporate Banking, Project Finance, Retail Banking, MSME, Agricultural Banking, International Banking, Trade Finance (Forex and Domestic) and NPA Management including Resolution of Stressed Assets. Other areas include Risk Management & Compliances, Human Resource Management, Treasury Management, Balance Sheet Management, Legal Affairs and General Administration. Brief profile of Mr. Partha Pratim Sengupta along with the information as required to be furnished under Secretarial Standards-2 is annexed with the notice.

The Bank has received consent of Mr. Partha Pratim Sengupta to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. In the opinion of the Board, Mr. Sengupta fulfils the criteria for his appointment as the Non-Executive Non-Independent Director and his appointment would be in the interest of the Bank. Further, Mr. Sengupta has the requisite qualifications, skills, experience and expertise in the functional areas as prescribed under the Banking Regulation Act, 1949 which are beneficial to the Bank. In the opinion of the NRC and Board, Mr. Sengupta meets the fit and proper criteria as prescribed under RBI guidelines. Mr. Sengupta will be liable to retire by rotation as per the provisions of the Companies Act, 2013.

The Bank has received Notice under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Non-Executive Director.

Further, pursuant to Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") approval of shareholders is required to be taken at the next general meeting or within a period of three months from the date of appointment, whichever is earlier.

The Board recommends the resolution set forth in Item No.3 above for approval of the shareholders by way of a Special Resolution.

Except Mr. Partha Pratim Sengupta, none of the other Directors and Key Managerial Personnel of the Bank and their relatives are concerned or interested, financially or otherwise, in passing of the resolution.

Item No. 4

Pursuant to the provisions of Section 197 of the Companies Act, 2013, RBI guidelines on Corporate Governance in Banks - Appointment of Directors and Constitution of Committees of the Board dated April 26, 2021 and Compensation Policy of the Bank, in addition to sitting fees and expenses related to attending meetings of the Board and its committees, the Bank may pay the compensation to Non-Executive Directors ("NEDs") in the form of a fixed remuneration commensurate with an individual director's responsibilities, demands on time and which are considered sufficient to attract qualified competent individuals. However, such fixed remuneration for an NED, other than the Chair of the Board, shall not exceed Rs. 20 lakh per annum.

The NEDs appointed on the Board of the Bank possess special knowledge and expertise and basis their skills, expertise, knowledge, experience and their continued valuable guidance to the Bank, the Bank was able to perform effectively during the F.Y. 2022-23.

Further, the Directors of the Company play an important role in overseeing the governance, performance and sustainable growth of the Company. They contribute their wealth of knowledge, skills, expertise, independent perspective, strategies and experience to the business of the Company and provide required diversity in Board's decision-making process. With the enhanced corporate governance requirements, increased responsibilities and duties of the Directors under the Act, RBI Regulations and the SEBI Listing Regulations and the competitive business environment, the role of the Board, has become more onerous, requiring enhanced level of decision making ability, greater time commitments with high level of oversight.

In view of the above and in appreciation to the contribution and services the Directors have rendered and continue to render to the Company, the Board, basis recommendation of the Nomination and Remuneration Committee ("NRC"), at their meetings held on May 03, 2023, approved payment of compensation in the form of remuneration to each NED as on May 3, 2023 (excluding the Mr. Vinod Rai, Part-time Chairman and Mr. Jaspal Singh Bindra, Non-Executive Director of the Bank) of upto Rs. 5 lakh per annum for the financial year 2022-23, in addition to the sitting fees payable to such directors for attending the Board and Committee meetings and reimbursement of expenses, if any.

In the event of no profits/ inadequate profit, remuneration may be paid as per the provisions of Schedule V of the Companies Act, 2013. Hence, it is proposed to seek the approval of the Shareholders at the ensuing AGM to pay the aforesaid commission to NEDs.

The Bank has not defaulted in payment of dues to any bank or public financial institution or any other secured creditors.

Additional information on the Company and proposal is given below:

I. General Information:

- Nature of Industry:** Banking
- Date or expected date of commencement of commercial production:** The Bank commenced operations as a Small finance bank w.e.f November 01, 2021.
- In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable.
- Financial performance based on given indicators:** The details of the financial performance for the financial year 2022-2023 is provided below –

Particulars	Amount (Rs. in Lakh)
Total Income	80,331
Profit After Tax	3,462
Earnings per equity share (Basic)	0.17
Earnings per equity share (Diluted)	0.07

- Foreign Investments or collaborations, if any:** Resilient Innovations Private Limited, Foreign Owned and Controlled Company (FOCC) holds 49% of the Equity Share Capital of the Bank.

II. Information about the appointee:

- Background details:** The details of the skills/expertise/ competencies possessed by the Non-Executive Directors forms a part of the Annual Report. The same should be read as part of this explanatory statement.
- Past remuneration:** NIL. The Non-Executive Directors are paid sitting fees for attending the Board/Committee meetings as under:

(Amt. in INR)		
Sr. no.	Particulars	Sitting fees per meeting
1	Board Meeting	1,00,000/-
2	Audit Committee meeting	60,000/-
3	Other Board Committee meetings	40,000/-

The details of the sitting fees paid to each Non-Executive Director forms part of this Annual Report.

3. **Recognition or awards:** Refer detailed profile of the Non-Executive Directors provided on the website of the Bank viz. www.theunitybank.com
4. **Job profile and his suitability:** The Directors of the Bank play a crucial role in the sustainable growth, development & attaining the overall strategic goals of the Bank and ensure adoption of good governance practices.

The Non-Executive Directors of your Bank bring with them significant professional expertise and rich experience and knowledge across a wide spectrum of functional areas such as banking, risk management, business management, finance and accountancy. They actively engage with the management for fostering the effectiveness of the Bank's performance and setting high quality governance standards and norms for the Bank.
5. **Remuneration proposed:** One-time remuneration of Rs. 5,00,000/- (Five lakh only) per Non-Executive Director for the FY 2022-23
6. **Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):** Taking into consideration the operations, performance and the business of the Bank, the diverse mix of skills, competency, expertise, acumen possessed by the Non-Executive Directors, and the external business environment, the increased responsibilities and duties of the Non-Executive Directors under the Act and the SEBI Listing Regulations, the remuneration proposed to be paid is commensurate.
7. **Pecuniary relationship directly or indirectly with the company, or relation with the managerial personnel or other Director, if any:** Besides drawing remuneration as stated above, the Non-Executive Directors of your Bank do not have any other pecuniary relationship directly or indirectly with the Bank or with the managerial personnel of the Bank.

III. Other Information:

1. **Reasons for inadequate profits:** The Bank was incorporated on 25 August 2021 and the RBI License for commencement of business was received on 1 November 2021.

The Central Government sanctioned the Punjab and Maharashtra Co-operative Bank Limited (Amalgamation with Unity Small Finance Bank Limited) Scheme, 2022 ("Scheme") on January 25, 2021, Pursuant to the Scheme the Bank is required to discharge the obligations of the depositors of the erstwhile Punjab and Maharashtra Co-operative (PMC Bank).

The amalgamation of the erstwhile PMC Bank has led to inadequate profits for the Bank. Additionally, being a newly incorporated entity, there are significant pre-operative costs involved pertaining to Share Capital, Legal and professional fees cost, employee Costs including cost of acquisition of senior management for the Bank.

2. **Steps taken or proposed to be taken for improvement:** Unity Small Finance Bank Limited is driven for being a digital first bank with a business model of collaboration and open architecture, uniting all its stakeholders to deliver a seamless digital experience.

The Bank being backed by the profitable small business lending arm of the Centrum Group and Resilient Innovations Private Limited (BharatPe), one of India's fastest-growing fintech companies is expected to grow significantly.

3. **Expected increase in productivity and profits in measurable terms:** The Bank is well capitalized, significantly higher than the minimum regulatory requirement, which gives the Bank a platform to build a robust technological infrastructure.

The combined expertise of Centrum and BharatPe, business strengths and our proven success, will provide a strong foundation to drive growth in the Bank and the Bank will take steps to increase its profits in the future.

IV. Disclosures:

1. All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of the Director;
2. Details of fixed component, and performance linked incentives along with the performance criteria;
3. Service contracts, notice period, severance fees; and
4. Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.

The resolution proposed at Item no. 4 of this Notice is for payment of remuneration to the Non-Executive Directors of the Bank. Thus point no. 1, 2 and 3 are not applicable. Further, Non-Executive Directors have not being paid any severance fees, granted stock options or received any performance linked pay or incentives.

The Board recommends the Special Resolution set forth in Item No. 4 above for approval of the shareholders.

All the Directors of the Bank, other than Mr. Inderjit Camotra, Mr. Jaspal Singh Bindra and Mr. Partha Pratim Sengupta, and their relatives may be deemed to be concerned or interested in passing of the Resolution at Item no. 4 of the accompanying notice to the extent of commission/ remuneration that may be payable to them.

Item No. 5

Pursuant to the provisions of section 135 of the Companies Act, 2013 and Rules framed thereunder, the Bank is required to spend, in every financial year, at least two percent of the average net profits of the Bank made during the three immediately preceding financial years towards Corporate Social Responsibility ('CSR').

Further, as per the provisions of section 181 of the Companies Act, 2013, the Company may contribute to bona fide charitable and other funds, subject to the approval of the members in general meeting, in case such contribution exceeds 5% of its average net profits for 3 immediately preceding financial years.

The Bank being conscious of its responsibility towards the society and other stakeholders is proposing to voluntarily spend at least Rs. 30,00,000/-, towards CSR activities or other bonafide charitable purpose, irrespective of its profits/ earnings.

In view of the above, the approval of the members is being sought, pursuant to Section 181 of the Act, for authorizing the officials of the Bank to make contributions toward Corporate Social Responsibility ("CSR") or donate or contribute to bona fide national, charitable, social, benevolent, public or general and other funds/institutions/ hospitals/trusts/entities not-for-profit entities, NGOs, etc., an amount up to Rs. 30,00,000/- (Rupees Thirty Lacs only) during the financial year 2023-24.

The Board recommends the Ordinary Resolution set forth in Item No. 5 above for approval of the shareholders.

None of the Directors or Key Managerial Personnel of the Bank or their relatives are concerned or interested, financially or otherwise, in passing of the above resolution.

Item No. 6

Pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), mandates prior approval of members by means of an ordinary resolution for all material related party transactions, including transactions that are in the ordinary course of business of the concerned company ("RPTs").

As per the Listing Regulations, a transaction with a related party is considered material, if the transaction(s) either individually or taken together with previous transactions during a financial year, exceeds Rs. 1,000 crore or 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower ("Materiality Threshold").

SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2022/47 dated April 8, 2022, *inter alia*, provides that members' approval of omnibus RPTs approved at an AGM shall be valid upto the date of the next Annual General meeting ('AGM') for a period not exceeding fifteen months.

As a part of regular Banking business, the Bank accepts deposits in current/savings account/fixed account/ recurring account or any other similar accounts permitted to be opened under Applicable Laws and provide such other repetitive services/ transactions ("Other Services") that are/ may be provided / undertaken by the Bank pursuant to specific approvals/ registrations/ licenses held by the Bank from time to time and in furtherance of the business activities of the Bank.

The offering of the said services to the related party are at arm's length basis and will be in an ordinary course of business of the Bank. The charges that would be levied for the said transactions would be the same as they levied to other Customers. Further in case of Deposits, the Bank shall at its discretion pay additional interest not exceeding one percent on deposits to Bank's Employee, as per the applicable Guidelines of the Reserve Bank of India ("RBI").

From the date of this AGM to the next AGM, omnibus RPTs, in the aggregate, may cross the applicable Materiality Threshold. Accordingly, as per the Listing Regulations, prior approval of the members is sought for omnibus RPTs (more particularly described below) to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) with related parties, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction (s) or otherwise. The above transactions are in the ordinary course of business of the Bank and on an arm's length basis. The details of such transactions are set out below.

It is clarified that the management had provided the Audit Committee with relevant details of the proposed RPTs, including material terms and basis of pricing. The Audit Committee, after reviewing all necessary information, has granted its approval for entering into the RPTs as per this resolution. The Audit Committee has noted that the said transaction(s) will be at an arm's length pricing basis and will be in the ordinary course of business. The transactions are proposed to be done in furtherance of the banking business of the Bank with its customers, which may include related parties of the Bank.

The members may note that in terms of Regulation 23(4) of the SEBI Listing Regulations, no related party (whether the entity is a related party to the particular transaction or not), shall vote to approve an ordinary resolution pertaining to a material RPT. Having said that in the instant case, the Bank being a high value debt listed entity, all its members are identified as related parties of the Bank. This has resulted in a peculiar situation where all existing and prospective material RPTs require members' approval through ordinary resolution but there is no non-related party member who can as such vote to approve such a resolution. In the circumstances, with a view to achieve partial compliance as per Regulation 15(1A) and other applicable provisions of the SEBI Listing Regulations, the Bank is proceeding to take the approval of its members (although identified as related parties) for and relation to the omnibus RPTs set out hereunder. The Bank shall, as permitted vide RBI regulations, strive to achieve full compliance of the above.

The details of such transactions are as follows:

Sr. No.	Details required	Particulars
1.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	All Related parties of the Bank as per Companies Act, 2013 and SEBI Listing Regulations
2.	Type and particulars of the proposed transaction	Types of proposed transactions: <ul style="list-style-type: none"> (i) Acceptance of deposits in current/savings account or any other similar accounts permitted to be opened under Applicable Laws; (ii) Such other repetitive services/ transactions ("Other Services") that are/ may be provided / undertaken by the Bank pursuant to specific approvals/ registrations/ licenses held by the Bank from time to time and in furtherance of the business activities of the Bank undertaken in the ordinary course of business and in accordance with Applicable Laws.
3.	Material terms	<p>Currently, no interest is paid by the Bank on current account balance maintained by a customer. The Bank levies normal banking charges on the current account customers for various services.</p> <p>For savings account, the Bank levies charges/pays interest uniformly to all customers (related/unrelated</p>

		<p>parties) in accordance with Bank's policies and RBI norms.</p> <p>The Other Services are offered to related parties on the same terms as offered to the other customers of the Bank. In relation to these Other Services the Bank levies/ charges/ earns fees, commissions, brokerage, reimbursements and/ or any other income uniformly from all its customers including related parties.</p>
3	Tenure of the proposed transaction	The tenure of the transaction depends on period opted for by the respective customer and cannot be ascertained by the Bank.
4	Value of the proposed transaction	Cannot be determined
5	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)	Not applicable, as the amounts cannot be determined.
6	Justification as to why the RPT is in the interest of the listed entity	These transactions are done in furtherance of the banking business of the Bank with its customers, which may include Related Parties of the Bank.
7	A copy of the valuation or other external party report, if any such report has been relied upon;	Not applicable for the proposed transactions.
8	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	Not applicable, as the amounts cannot be determined.
9	Any other information that may be relevant	In case of Deposits, the Bank shall at its discretion pay additional interest not exceeding one percent on deposits of Bank's Employee, as per Reserve Bank of India - Master Circular on Interest Rates on Rupee Deposits held in Domestic, Ordinary Non-Resident (NRO) and Non-Resident (External) (NRE) Accounts dated June 02, 2012.

The Board recommends the **Ordinary Resolution** set forth in Item No. 6 above for approval of the shareholders.

It is further clarified that none of the Directors or KMPs of the Bank or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution mentioned above, except for the transaction entered by them with the Bank in normal course.

Item No. 7

The members may note that Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") mandates prior approval of members by means of an ordinary resolution for all material related party transactions ("RPTs"), including transactions that are in the ordinary course of business of the concerned company.

As per the Listing Regulations, a transaction with a related party is considered material, if the transaction(s) either individually or taken together with previous transactions during a financial year, exceeds Rs. 1,000 crore or 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower ("Materiality Threshold").

The Members may recall that at their meeting held on November 28, 2022, and as per the recommendation of the Audit Committee and the Board at their meetings held on October 20, 2022, they approved sale of housing portfolio of bank to Centrum Housing Finance Limited ("CHFL"), related party of the Bank. The Bank has assigned / transferred portfolio amounting to approx. Rs. 50 Crore to CHFL, pursuant to the said approval. Further, as per the said approval, the transaction was valid only till 6 months from the date of receipt of requisite approval from stakeholders.

The Bank is considering transfer of additional portfolio worth Rs. 100 Crores to CHFL during FY 2023-24. The Bank i.e. the transferor shall assign the identified Receivables to the CHFL, Transferee. This sale will be by way of a legal "True Sale" involving the assignment of 100% of the Receivables to the Transferee, assigning thereby the rights, title and interest of the Transferor in the underlying loans. The assignment shall be to the end and intent that the Transferee shall thereafter be deemed to be the legal and beneficial owner of the said Receivables.

The members may note that the above transaction is in the ordinary course of business of the Bank and on an arm's length basis. It is clarified that the management had provided the Audit Committee and Board with relevant details of the proposed RPT, including material terms. The Audit Committee and Board, after reviewing all necessary information, has granted its approval for entering into the aforesaid RPT.

The members may note that in terms of Regulation 23(4) of the SEBI Listing Regulations, no related party (whether the entity is a related party to the particular transaction or not), shall vote to approve an ordinary resolution pertaining to a material RPT. Having said that in the instant case, the Bank being a high value debt listed entity, all its members are identified as related parties of the Bank. This has resulted in a peculiar situation where all existing and prospective material RPTs require members' approval through ordinary resolution but there is no non-related party member who can as such vote to approve such a resolution. In the circumstances, with a view to achieve partial compliance as per Regulation 15(1A) and other applicable provisions of the SEBI Listing Regulations, the Bank is proceeding to take the approval of its members (although identified as related parties) for and relation to the RPTs set out hereunder. The Bank shall, as permitted vide RBI regulations, strive to achieve full compliance of the above.

The details of such transactions are as follows:

Sr. No.	Details required	Particulars
1.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	M/s. Centrum Housing Finance Limited (CHFL), Subsidiary of Ultimate Holding Company, viz. Centrum Capital Limited
2.	Type and particulars of the proposed transaction	Type of proposed transaction: Assignment Agreement and Transition Services Agreement with M/s. Centrum Housing Finance Limited (CHFL)
3.	Material terms	<p>Type: Assignment Agreement and Transition Services Agreement with M/s. Centrum Housing Finance Limited (CHFL)</p> <p>Material terms & particulars of the transaction: On the Settlement Date,</p> <ol style="list-style-type: none"> 1. The Transferor assigns the identified Receivables to the Transferee. This sale will be by way of a legal "True Sale" involving the assignment of 100% of the Receivables to the Transferee, assigning thereby the rights, title and interest of the Transferor in the underlying loans. The assignment shall be to the end and intent that the Transferee shall thereafter be deemed to be the legal and beneficial owner of the said Receivables. 2. The loans identified for transfer shall be subject to the Transferee's due diligence and agreed Eligibility Criteria. 3. All rights to Collateral for the receivables assigned shall also be assigned through appropriate legal documentation. <p>Further, Transferor, subsequent to the "Transition Services Agreement" will provide service and assist in collection of the Receivables through its existing branch network for a period not exceeding 4 months from the effective date of assignment.</p> <p>Other terms as detailed are provide in the draft Assignment Agreement & Servicing/Transition Agreement.</p>
3	Tenure of the proposed transaction	To be concluded within 12 months from the date of receipt of requisite approval from stakeholders
4	Value of the proposed transaction	Value of portfolio to be sold will be upto INR 100 Crores plus interest accrued (but not received) and interest on the assigned receivables, if any till the date of sale.
5	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a	<p>Annual Turnover of Bank for FY 2022-23: INR 734.69 Crore</p> <p>Proposed value of transaction: INR 100 Crore + interest accrued (but not received) and interest on the assigned receivables, if any till the date of sale.</p> <p>Percentage of the Annual turnover that is represented by the value of the proposed transaction- # 13.61% (considering principle amount only) as per audited financial results for the F.Y. 2022-2023</p>

	standalone basis shall be additionally provided)	
6	Justification as to why the RPT is in the interest of the listed entity	<p>The Bank does not offer Housing Loans as per terms of the License conditions dated October 12, 2021. The Bank shall not undertake loan business during the period of three and half years and as long as the Centrum Group holds more than 10 per cent of paid-up voting equity share capital in the group company, viz. Centrum Housing Finance Limited (CHFL). Accordingly, the Bank is not permitted to undertake any new housing finance business as on date and can only collect receivables for this portfolio. In this context, it is not beneficial for the Bank to create product capabilities and devote management time and effort in creating and maintaining systems and processes required to run this portfolio.</p> <p>Hence the Bank proposes to down sell its legacy housing loan portfolio (acquired as part of PMC amalgamation) in one or more tranches as it is not viable to staff and run this this portfolio for maintenance purposes only.</p>
7	A copy of the valuation or other external party report, if any such report has been relied upon;	The portfolio will be transferred at book value. The valuation, if required, will be done at the time of transfer.
8	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis;	Annual Turnover of the Company for FY 2022-23: INR 92.70 Crore # 107.87% (considering principle amount only) as per audited financial results for the F.Y. 2022-2023
9	Any other information that may be relevant	-

The Board recommends the **Ordinary Resolution** set forth in Item No. 7 above for approval of the shareholders.

It is further clarified that none of the Directors or KMPs of the Bank or their relatives are, in any way, concerned or interested, financially or otherwise in the resolution mentioned above, except for Mr. Jaspal Singh Bindra, Centrum Nominee Director.

Item No. 8

Pursuant to provisions of Section 180(1)(c) of the Companies Act, 2013, the borrowings of the Bank together with the monies already borrowed by the Bank (apart from deposits of money accepted from public in the ordinary course of its business, temporary loans obtained from the Company's bankers in the ordinary course of business) shall not exceed the aggregate, of the paid-up share capital, free reserves and securities premium of Bank, i.e., reserves not set apart for any specific purpose, unless approved by the shareholders by a special resolution.

The members of the Bank at its Extra-Ordinary General Meeting of the Bank held on September 13, 2021 approved the borrowing of sums in excess of its paid-up capital, free reserves and securities premium account for an amount not exceeding Rs. 2000 Crore under Section 180(1)(c) of the Companies Act, 2013.

Based on the projected financing needs and growth projections of the Bank, and subject to the approval of members of the Bank, the Board of Directors at its meeting held on May 03, 2023 has approved enhancing the borrowings limit of the Bank such that the aggregate outstanding amount at any point of time shall not exceed Rs. 3000 Crores.

The Board recommends the **Special Resolution** set out at Item No. 8 for the approval of the Members.

It is further clarified that none of the Directors or KMPs of the Bank or their relatives are, in any way, concerned or interested, financially or otherwise in the resolution mentioned above.

For Unity Small Finance Bank Limited

Archana Goyal
COMPANY SECRETARY
(Membership No. : ACS 16004)

Place: Mumbai
Date: 20/07/2023

ANNEXURE A

Information as required to be furnished pursuant to Secretarial Standards-2

Name of Director	Jaspal Singh Bindra	Partha Pratim Sengupta										
Director Identification Number	00128320	08273324										
Category and date on first appointment on Board	Appointed as Non-Executive Non-Independent Director and Nominee of Centrum Financial Services Limited with effect from March 24, 2023. <i>(He was appointed on August 25, 2021 as First Director of the Bank and subsequently resigned on November 01, 2021)</i>	Appointed as Non-Executive Non-Independent Director and Nominee of Resilient Innovations Private Limited ('RIPL') with effect from June 13, 2023.										
Date of Birth and Age	29-09-1960 (Age 62 years)	07-12-1962 (60 years)										
Qualification	Mr. Jaspal Singh Bindra is a Chartered Accountant (member of the Institute of Chartered Accountants of India) and MBA from XLRI Business School. He completed B. Com (Hons.) degree from St. Xaviers College, Mumbai.	Mr. Partha Sengupta is B Sc graduate, BEd (1st Class Honours in Physics). He has also completed Certified Associate of Indian Institute of Bankers (CAIIB)										
Experience/Expertise	Over 36 years of experience. Expertise: Banking, Finance, Human Resources, Risk Management, Accountancy and Business Management.	Over 36 years of experience. Expertise: Banking, Finance, Human Resources, Risk Management, Agriculture and Rural economy, Law and Business Management.										
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person	Mr. Jaspal Singh Bindra is a Non-Executive Non-Independent Director (Centrum Nominee Director) representing Centrum Financial Services Limited and is liable to retirement by rotation at the Annual general meeting of the Bank. Remuneration includes Sitting fees, and reimbursement of expenses, etc. for attending Board and Committee meetings, as paid to other Non-Executive directors, as may be approved by the Board / members from time to time in accordance with the applicable law. Last Remuneration drawn from the Bank: <table><tr><td>Particulars</td><td>Amt (Rs.)</td></tr><tr><td>FY 2022-23</td><td></td></tr><tr><td>Sitting fees</td><td>1,00,000/-</td></tr><tr><td>FY 2023-24</td><td></td></tr><tr><td>Sitting fees</td><td>1,00,000/-</td></tr></table>	Particulars	Amt (Rs.)	FY 2022-23		Sitting fees	1,00,000/-	FY 2023-24		Sitting fees	1,00,000/-	Mr. Partha Pratim Sengupta is proposed to be appointed as Non-Executive Non-Independent Director (RIPL Nominee Director) representing Resilient Innovations Private Limited ('RIPL') and is liable to retirement by rotation. Remuneration includes Sitting fees, and reimbursement of expenses, etc. for attending Board and Committee meetings, as paid to other Non-Executive directors, as may be approved by the Board / members from time to time in accordance with the applicable law. Last Remuneration drawn: NIL
Particulars	Amt (Rs.)											
FY 2022-23												
Sitting fees	1,00,000/-											
FY 2023-24												
Sitting fees	1,00,000/-											
Number of Meetings of the Board attended during the year and other Directorship/ Membership/Chairmansh	No of meetings attended: 2 meetings on March 24, 2023 and May 03, 2023 Details of Other Directorship: 1. Centum Capital Limited 2. Gurudava Estates Private Limited	No of meetings attended: NIL Details of Other Directorship: Nil Membership/Chairmanship of Committees of other Boards: Nil										

ip of Committees of other Boards	<ol style="list-style-type: none"> 3. JBCG Advisory Services Private Limited 4. JASUA Advisory Services Private Limited 5. Calculus Travel Ventures Private Limited 6. Centrum Holdings Limited 7. Centrum Financial Services Limited 8. JAS Advisory Services LLP 9. BG Advisory Services LLP 10. Centrum Alternatives LLP 11. JBCG Ventures LLP <p>Membership/Chairmanship of Committees of other Boards: <u>Centrum Capital Limited:</u></p> <ol style="list-style-type: none"> 1. Stakeholders Relationship Committee, Member 2. Risk Management Committee – Chairman, 3. Fund Raising Committee-Member 	
Relationship with other Directors, Manager and other Key Managerial Personnel of the company.	<p>Mr. Jaspal Singh Bindra is not related to any other Director or Key Managerial Personnel of the Bank.</p> <p>However, he is the Executive Chairman of Centrum Capital Limited, ultimate holding Company and Non-Executive Director of Centrum Financial Services Limited, Promoter Company of the Bank.</p>	<p>Mr. Partha Pratim Sengupta is not related to any other Director or Key Managerial Personnel of the Bank.</p>
Shareholding in the company	<p>He is holding one share as a Nominee of Centrum Financial Services Limited.</p>	<p>NIL</p>

FORM NO.MGT-11 PROXY FORM

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

Name of the Member(s)	
Registered Address	
Email ID	
DP ID Client id/Folio No.	

I/We _____, being the member of _____ shares of the above named Company, hereby appoint

1. Name: _____

Address: _____

E-mail Id: _____ Signature: _____ or failing him

2. Name: _____

Address: _____

E-mail Id: _____ Signature: _____ or failing him

3. Name: _____

Address: _____

E-mail Id: _____ Signature: _____ or failing him

as my/our Proxy to attend and vote (on a Poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on **Wednesday, August 02, 2023** at **02.00 P.M.** and at any adjournment thereof in respect of such resolution as are indicated below:

Resolution No.	Resolution	I/We assent to the resolution (For)	I/We dissent to the resolution (Against)
Ordinary Business			
1	To receive, consider and adopt the Audited Financial Statements for the Financial Year ended March 31, 2023 together with the reports of the Board of Directors and the Auditors thereon.		
2	To appoint a director in place of Mr. Jaspal Singh Bindra (DIN: 00128320) who retires by rotation and being eligible, offers himself for re-appointment.		
Special Business:			
3	To appoint Mr. Partha Pratim Sengupta (DIN: 08273324) as Non-Executive Non-Independent Director and a Nominee Director of M/s. Resilient Innovations Private Limited		
4	To approve the payment of compensation to Non-Executive Directors of the Bank		
5	To approve contributions to bonafide charitable and other funds		
6	To approve material related party transactions for CASA deposits and other banking services.		
7	To approve material related party transactions with Centrum Housing Finance Limited.		
8	To approve borrowings in excess of paid up share capital, free reserves and securities premium of the Bank as per provisions of Section 180(1)(c) of the Companies Act, 2013.		

Signed this _____ day of 2023.

Signature of the Shareholder: _____

Signature of the Proxy holder(s): _____

Affix
Revenue
Stamp

Notes:

1. This Form of the 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.
2. For the resolution, explanatory statement and notes please refer to the Notice of the Annual General Meeting.
3. A proxy need not be a member of the Company.
4. A person can act as a proxy on behalf of the members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company carry voting rights.
5. If a member holding more than 10% of the total share capital carrying voting rights may appoint a single person as a proxy and such person shall not act as proxy for any other member.
6. In case of Joint holder, the vote of the senior who tender as vote, whether in person or by proxy, shall be accepted to the exclusion to the vote of other joint holders. Seniority shall be determined by the order in which the name stand in the register of members.
7. *This is optional please put a tick mark in appropriate column against the resolution indicated above. In case of members wishes his/her vote to be used differently, he/she should indicate the number of shares under the columns "For", "Against". In case the members leaves the column(s) blank, the proxy will be entitled to vote in the manner he/she thinks appropriate.

ATTENDANCE SLIP

ANNUAL GENERAL MEETING

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE

Joint shareholders may obtain additional Attendance Slip at the venue of the Meeting.

Reference Folio No. /DP ID & Client ID: _____

Number of Shares: _____

Name and Address: _____

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

I hereby record my presence at the Second Annual General Meeting of the Bank held on Wednesday, August 02, 2023 at 02.00 P.M. at "Centrum House", C.S.T. Road, Vidyanagari Marg, Kalina, Santacruz (East), Mumbai – 400 098

Signature of Member/Proxy

(Name in BLOCK letters)

Route Map for AGM Venue

Address: UNITY SMALL FINANCE BANK LIMITED; CENTRUM HOUSE, C.S.T. ROAD, VIDYANAGARI MARG, KALINA, SANTACRUZ (EAST), MUMBAI – 400 098

