



Board Secretariat

Ref:-JKB/BS/F3652/2022/020
Date: 28th April, 2022

National Stock Exchange of India Ltd
Exchange Plaza 5th Floor
Plot No. C/1 G-Block
Bandra Kurla Complex
Bandra (E) Mumbai - 400 051
Symbol: J&KBANK

The BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Scrip Code:532209

SUB:- POSTAL BALLOT NOTICE

Dear Sirs,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith a copy of the Postal Ballot Notice being sent electronically to Shareholders. Kindly note that the Postal Ballot Notice shall also be uploaded on the Bank's website www.jkbank.com and on the website of Registrar and Share Transfer Agent, M/s KFin Technologies Limited <https://evoting.kfintech.com>.

The aforesaid Notice is being sent by email only to those Shareholders who have registered their email addresses with the Bank's Registrar and Share Transfer Agent or their respective Depository Participants as on Friday, April 22, 2022 (Cut-Off date).

The e-voting period will commence from Saturday, April 30, 2022 at 0900 hours IST and will end on Sunday, May 29, 2022 at 1700 hours IST.

The information regarding dispatch of Postal Ballot Notice and voting period will be published in the newspapers in accordance with the provisions of Companies Act, 2013 and rules made thereunder and other applicable provisions, if any, for the benefit of the Shareholders of the Bank.

This is for your information and appropriate dissemination.

Thanking you

Yours faithfully
For Jammu & Kashmir Bank Ltd.

A handwritten signature in blue ink, appearing to read 'Shafi Mir', is written over a horizontal line.

(Mohammad Shafi Mir)
Company Secretary

NOTICE OF POSTAL BALLOT

Dear Members,

Notice is hereby given to the Members of **JAMMU AND KASHMIR BANK LIMITED** (the ‘Bank’), pursuant to Section 108 and Section 110 of the Companies Act, 2013 (‘the Act’) read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, as amended (‘Management Rules’) read with the Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 08, 2021 issued by the Ministry of Corporate Affairs (‘MCA’) (hereinafter collectively referred to as ‘MCA Circulars’), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions of the Act, rules, circulars and notifications issued thereunder (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time), that the Resolutions as set out in this Notice are proposed for consideration by the Members of the Bank for passing by means of Postal Ballot by voting through electronic means (‘remote e-voting’). Communication of assent or dissent of the Members would take place only through the remote e-voting system.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Bank/Depositories. If your e-mail address is not registered with the Bank/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice.

RESOLUTION NO. 01

RE-APPOINTMENT OF MR. NABA KISHORE SAHOO (DIN: 07654279) AS AN INDEPENDENT DIRECTOR ON THE BOARD OF THE BANK

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

“RESOLVED THAT in accordance with the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’), and the Rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to Section 10A(2A)(i) of the Banking Regulation Act, 1949, Mr. Naba Kishore Sahoo (DIN: 07654279), who was re-appointed as an Additional Director of the Bank with effect from March 01, 2022, pursuant to Section 161 of the Act and Article 78 of the Articles of Association of the Bank and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby re-appointed as an Independent Director of the Bank not liable to retire by rotation to hold office for a term of upto 3 (three) consecutive years with effect from March 01, 2022 to February 28, 2025.”

RESOLUTION NO. 02

APPOINTMENT OF MR. ANAND KUMAR (DIN: 03041018) AS AN INDEPENDENT DIRECTOR ON THE BOARD OF THE BANK

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

“**RESOLVED THAT** in accordance with the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (**‘the Act’**), and the Rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘Listing Regulations’**) (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to Section 10A(2A)(i) of the Banking Regulation Act, 1949, Mr. Anand Kumar (DIN: 03041018), who was appointed as an Additional Director of the Bank with effect from March 03, 2022, pursuant to Section 161 of the Act and Article 78 of the Articles of Association of the Bank and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby, appointed as an Independent Director of the Bank not liable to retire by rotation to hold office for a term of upto 3 (three) consecutive years with effect from March 03, 2022 to March 02, 2025.”

By the Order of the Board

Mohammad Shafi Mir
Company Secretary
FCS: 8516

Date: April 28, 2022

Place: Srinagar

Registered Office:

Corporate Headquarters, M. A. Road
Srinagar, Jammu and Kashmir- 190001
CIN: L65110JK1938SGC000048

Notes:

1. The Explanatory Statements and reasons for the proposed Resolutions pursuant to Section 102 read with Section 110 of the Act setting out material facts are appended here in below.
2. The Bank has appointed Mr. D S M Ram (ACS 14939: COP 4239) Practicing Company Secretary, to act as the Scrutinizer, for conducting the Postal Ballot process, in a fair and transparent manner.
3. In compliance with the MCA Circulars, the Notice is being sent by electronic mode only to those Members whose names appear in the Register of Members/List of Beneficial Owners as on Friday, April 22, 2022, and whose e-mail IDs are registered with the Bank / Depositories. For Members who have not registered their e-mail IDs, please follow the instructions given under Point No.11.
4. As per the MCA Circulars and on account of the threats posed by the COVID-19 pandemic, physical copies of the Notice, postal ballot forms, and pre-paid Business Reply Envelopes are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through e-voting only.
5. In compliance with provisions of Section 108 and Section 110 and other applicable provisions of the Act read with the Management Rules, the Bank is pleased to offer e-voting facility to all the Members of the Bank. For this purpose, the Bank has utilised the services of its Registrar and Share Transfer Agent M/s KFin Technologies Limited (RTA) for facilitating e-voting to enable the Members to cast their votes electronically.
6. Members may please note that the Postal Ballot Notice shall also be available on the Bank's website at www.jkbank.com, websites of the Stock Exchanges i.e. The BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at www.bseindia.com and www.nseindia.com respectively, and on the website of M/s KFin Technologies Ltd. at www.kfintech.com.
7. All the material documents referred to in the Explanatory Statement, shall be available for inspection through electronic mode, on the basis of the request being sent on sharedeptt_gc@jkbmail.com. Members who wish to inspect the documents are requested to send an email to sharedeptt_gc@jkbmail.com mentioning their name, Folio no. / Client ID and DP ID, and the documents they wish to inspect, with a self-attested copy of their PAN card attached to the email.
8. The Notice is being sent to all the Members, whose names appear in the Register of Members / List of Beneficial Owners as received from the NSDL and CDSL as on Friday, April 22, 2022. The Members, whose names appear in the Register of Members / List of Beneficial Owners as on Friday, April 22, 2022, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a member as of the cut-off date should treat this Notice of Postal Ballot for information purposes only.
9. The voting rights of Members shall be in proportion to their shares of the Paid-up Equity Share Capital of the Bank as on Friday, April 22, 2022, being the cut-off date fixed for the purpose.
10. The voting period will commence on Saturday, April 30, 2022 at 0900 hours IST and will end on Sunday, May 29, 2022 at 1700 hours IST. The e-voting module shall thereafter be disabled.
11. Members holding shares in physical mode and who have not updated their email addresses with the Bank are requested to update their email addresses by sending the duly filled in Form ISR-1 (available on the Banks website/website of M/s KFin Technologies Limited) along with relevant proof to the RTA M/s KFin Technologies Limited, Unit: Jammu and Kashmir

Bank Limited, Selenium Tower B, Plot 31 & 32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad - 500 032 ,Telangana or the scanned copies of the documents may alternatively be mailed to M/s Kfin Technologies Limited (RTA) on the email id inward.ris@kfintech.com with all the forms and proofs e-signed. Members holding shares in demat form who have not updated their email addresses with the depository/depository participant are requested to approach the concerned depository participant to update their email addresses.

12. The Scrutinizer will submit his report to the Managing Director & CEO after completion of the scrutiny and the results of the e-voting by postal ballot will be announced by or before Tuesday, May 31, 2022 at the registered office of the Bank at Corporate Headquarters, M. A. Road Srinagar (J&K) - 190001. The Resolutions, if passed by the requisite majority shall be deemed to have been passed on Sunday, May 29, 2022, being the last date specified by the Bank for e-voting.

13. The declared results along with the report of the scrutinizer shall be forwarded to The BSE Limited and National Stock Exchange of India Limited and shall be available on the website of the Bank at www.jkbank.com and the website of M/s KFin Technologies Limited at www.kfintech.com.

14. The instructions for Members for e-voting are as under:

e-Voting procedure for Individual shareholders holding securities in Demat form:

As per the SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat form are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Method of Login for individual shareholders holding the securities in demat form directly from the website of depositories:

<u>NSDL</u>	<u>CDSL</u>
<p>1. Users already registered for IDeAS facility:</p> <ol style="list-style-type: none"> I. URL: https://eservices.nsdl.com II. Click on the “Beneficial Owner” icon under ‘IDeAS’ section III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”. IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. <p>2. User not registered for IDeAS e-Services</p> <ol style="list-style-type: none"> I. To register click on link: https://eservices.nsdl.com II. Select “Register Online for IDeAS” III. Proceed with completing the required fields. <p>3. User not registered for IDeAS e-Services</p> <ol style="list-style-type: none"> I. To register click on link: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp ii. Proceed with completing the required fields. <p>4. By visiting the e-Voting website of NSDL</p> <ol style="list-style-type: none"> I. URL: https://www.evoting.nsdl.com/ II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section. 	<p>1. Existing users who have opted for Easi / Easiest</p> <ol style="list-style-type: none"> I. URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com II. Click on New System Myeasi III. Login with user id and password. IV. Option will be made available to reach e-Voting page without any further authentication V. Click on e-Voting service provider name to cast your vote. <p>2. User not registered for Easi/Easiest</p> <ol style="list-style-type: none"> I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration II. Proceed with completing the required fields. <p>3. By visiting the e-Voting website of CDSL</p> <ol style="list-style-type: none"> I. URL: www.cdslindia.com II. Provide demat Account Number and PAN No. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account. <p>After successful authentication, user will be provided links for the respective ESP where the e- Voting is in progress.</p>

<p>III. Enter User ID (i.e. 16-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>IV. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.</p> <p>Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>	
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Method of Login for individual shareholders holding the securities in demat form through their depository participants

Shareholders can also login using the login credentials of their demat account through Depository Participant registered with NSDL/CDSL for e-Voting facility. Once logged in, you will be able to see e-Voting option. Click on e-Voting option and you will be redirected to NSDL/CDSL Depository site after successful authentication. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important Note

Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forgot Password option available at above mentioned website.

For technical Assistance

Members facing any technical issue in login can contact the respective helpdesk by sending a request on the email id’s or contact on the phone no’s provided below:

NSDL	CDSL
Email: evoting@nsdl.co.in Toll free no.’s: 1800 1020 990 1800 22 44 30	Email: helpdesk.evoting@cdslindia.com Phone No: 022- 23058738 022-23058542-43

e-Voting procedure for Institutional Shareholders and shareholders holding securities in Physical form:

In compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108, 110 and other applicable provisions of the Companies Act, 2013 read with the relevant Rules, the Bank is pleased to provide e-voting facility to all its shareholders holding securities in physical form and to the Institutional Shareholders, to enable them to cast their votes electronically. The Bank has engaged the services of M/s KFin Technologies Limited for the purpose of providing e-voting facility to all its members.

- i. The details of the process and manner for e-voting are given below:
 - a. Initial password is provided in the body of the email.
 - b. Launch the internet browser and type the [URL:https://evoting.kfintech.com](https://evoting.kfintech.com) in the address bar.
 - c. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by Folio Number. In case of Demat Account, User ID will be your DP ID and Client ID. However, if you are already registered with M/s KFin Technologies Limited for e-voting, you can use your existing User ID and password for casting the vote.
- ii. After entering the details appropriately, click on LOGIN.
- iii. You will reach the password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character



- (@,#,\$,etc.). It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- iv. You need to login again with the new credentials.
 - v. On successful login, the system will prompt you to select the EVENT i.e. J&K Bank Ltd.
 - vi. On the voting page, the number of shares (which represents the number of votes) held by you as on the cut-off date will appear. If you desire to cast all the votes assenting/dissenting to the resolution, enter all shares and click 'FOR' / 'AGAINST' as the case may be or partially in 'FOR' and partially in 'AGAINST', but the total number in 'FOR' and/or 'AGAINST' taken together should not exceed your total shareholding as on the cut-off date. You may also choose the option 'ABSTAIN' and the shares held will not be counted under either head.
 - vii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/demat account.
 - viii. Cast your votes by selecting an appropriate option and click on 'SUBMIT'. A confirmation box will be displayed. Click 'OK' to confirm, else 'CANCEL' to modify. Once you confirm, you will not be allowed to modify your vote subsequently. During the voting period, you can login multiple times till you have confirmed that you have voted on the resolution.
 - ix. Corporate/institutional members (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned image (PDF/JPG format) of certified true copy of relevant board resolution/authority letter etc. together with attested specimen signature of the duly authorised signatory (ies) who is/are authorised to vote, to the Scrutinizer through e-mail at ram.devata@gmail.com and may also upload the same in the e-voting module in their login. The scanned image of the above documents should be in the naming format 'CLIENT EVENT No.'
 - x. Members can cast their vote online from Saturday, April 30, 2022 at 0900 hours IST and up to Sunday, May 29, 2022 at 1700 hours IST. Voting beyond the said date shall not be allowed and the e-voting facility shall be blocked.
 - xi. For Members who have not registered their email addresses, kindly register the same and their mobile numbers at the link <https://ris.kfintech.com/clientservices/postalballot/registration.aspx> as the postal ballot form and any other documents will not be sent to them in physical mode. The same shall be sent only by email, in view of the COVID-19 (Coronavirus) pandemic and the Applicable Circulars.
 - xii. In case of any queries/grievances, you may refer to the Frequently Asked Questions (FAQs) for members and the e-voting user manual available at the 'download' section of <https://evoting.kfintech.com> or call KFin on 1800 309 4001 (toll free).

EXPLANATORY STATEMENT

Explanatory Statement Pursuant To Section 102(1) of the Companies Act, 2013 to the accompanying Notice dated April 28, 2022

RESOLUTION - 01:

As per the requirements of Section 149(4) of the Companies Act, 2013, every listed public company shall have at least one-third of the total number of directors as Independent Directors and as per Regulation 17(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, where the chairperson of the board of directors is a non-executive director, at least one-third of the board of directors shall comprise of independent directors and where the listed entity does not have a regular non-executive chairperson, at least half of the board of directors shall comprise of independent directors. Further, as per RBI Circular No.DOR.GOV.REC.8/29.67.001/2021-22 dated April 26, 2021 regarding “Corporate Governance in Banks - Appointment of Directors and Constitution of Committees of the Board”, at least half of the directors attending the meetings of the Board shall be Independent Directors.

In view of aforesaid provisions, the Board of Directors of the Bank in their endeavor to augment the composition of the Board, on February 28, 2022, subject to approval of Shareholders have re-appointed Mr. Naba Kishore Sahoo as an Additional Director in the category of Independent Directors on the Board of the Bank for a period of one year with effect from March 01, 2022.

However, keeping in view the fact that the presence of Mr. Sahoo on the Board as an Independent Director has immensely benefitted the Bank owing to his experience as a Career Banker and his rich and diverse expertise in Credit, Risk Management & HR fields, the Board of Directors of the Bank on April 27, 2022, subject to the approval of Shareholders, have approved a second term of three consecutive years for Mr. Naba Kishore Sahoo as an Independent Director of the Bank, instead of the earlier approved term of one year only with effect from March 01, 2022.

Mr. Naba Kishore Sahoo aged 62 years has been a banker throughout his life. Starting his career as a scale I officer in Canara Bank, he has moved up to scale VII level during a span of 32 years and finally as Executive Director in Allahabad Bank for 4 years. He has, thus, to his credit a very rich and diverse experience in the banking industry with expertise in Credit, Risk Management & HR. During his career, he has been highly successful in driving business and achieving all-round performance under very critical and challenging circumstances. His exposure in banking covers a wide spectrum of areas ranging from Urban, semi-urban, and rural areas in addition to overseas exposure as Chief Executive of Canara Bank in London. He led his teams as a Circle Head of Bhubaneswar and Pune and has been awarded and recognized within the organization as a STAR PERFORMER. He has emerged as a leader by putting efforts in positioning the organisation in the right place by adopting the proper strategy, planning, guidance, and execution. In addition to being an Agricultural Science graduate which has been instrumental to his success in rural banking, he has done CAIB from the Indian Institute of Banking & Finance. Besides he has also attended numerous advanced-level programs both in India and abroad.

Mr. Sahoo lives in Bhubhaneshwar where in addition to his flair for reading, he is now actively engaged in social work and helping people wherever his acquired skills and knowledge can be put to use.

Mr. Sahoo is not disqualified from being re-appointed as a Director in terms of regulatory requirements and has given his consent to act as a Director of the Bank. The Bank has also received declaration from the above Director that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 read with regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, he fulfills the conditions specified in the Companies Act, 2013 and rules made thereunder for his re-appointment as an Independent Director and is also independent of the management. Mr. Sahoo is an eminent personality in his respective field. Considering his vast experience and knowledge, the Board considers that his association would be of immense benefit to the Bank.

The Board, therefore, recommends the resolution as set out in Item No. 01 of the Notice for approval of Members as a special resolution. The details of Director seeking re-appointment through the Postal Ballot as per SS - 2 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in the annexure to this notice.

Except the Director seeking re-appointment, none of the other Directors, Key Managerial Personnel of the Bank, or their relatives are in any way concerned or interested in the Resolution. Mr. Sahoo is not related to any of the Directors or any Key Managerial Personnel of the Bank.

The Board recommends passing the Resolution set out in the accompanying Notice, as a Special Resolution.

RESOLUTION - 02:

The Board of Directors of the Bank in their endeavor to augment the composition of the Board on March 03, 2022, subject to the approval of Shareholders appointed Mr. Anand Kumar (DIN: 03041018), as an Additional Director in the category of Independent Directors on the Board of the Bank for a term of three consecutive years with effect from March 03, 2022.

Mr. Anand Kumar is an information technology (IT) specialist who has experience of more than three decades in IT development and management. Mr. Kumar has done his Bachelors of Technology (Electrical Engineering) from IIT, Banaras Hindu University, Varanasi and Post Graduate Diploma in Management (PGDM) from IIM Lucknow.

Mr. Anand Kumar has worked in various multi-national banking and financial services organisations such as Citigroup, HSBC, Barclays, Fiserv, etc. He has also served as a Director on the board of Fiserv India Pvt. Ltd. As Vice President - IT Delivery at Fiserv India, he managed all IT Delivery teams spread across Noida, Pune, and Bengaluru - in addition to offshore staff placed in Business Units and at client sites. Mr. Kumar managed application development, implementation, and support activities for Fiserv products in areas such as core banking, lending, cards, payments, and risk. He also led the design and execution of innovative programs such as Target Zero Defects in delivery, thereby significantly improving organisational credentials, revenue growth, and business confidence.

Mr. Kumar has made significant contributions to the rapid growth and consolidation of four companies in India - i-flex solutions ltd., HSBC Global Technology Centre, Barclays Technology Centre, and Fiserv Global Services. He also worked for the Ministry of Communications, Govt. of India from 2017 to 2019.

Mr. Kumar is not disqualified from being appointed as a Director in terms of regulatory requirements and has given his consent to act as a Director of the Bank. The Bank has also received declaration from the above Director that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 read with regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, he fulfills the conditions specified in the Companies Act, 2013 and rules made thereunder for his appointment as an Independent Director and is also independent of the management. Mr. Kumar is an eminent personality in his respective field. Considering his vast experience and knowledge, the Board considers that his association would be of immense benefit to the Bank.

The Board, therefore, recommends the resolution as set out in Item No. 02 of the Notice for approval of Members as a special resolution. The details of Director seeking appointment through the Postal Ballot as per SS - 2 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is provided in the annexure to this notice.

Except the Director seeking appointment, none of the other Directors, Key Managerial Personnel of the Bank, or their relatives are in any way concerned or interested in the Resolution. Mr. Anand is not related to any of the Directors or any Key Managerial Personnel of the Bank.

The Board recommends passing the Resolution set out in the accompanying Notice, as a Special Resolution.

Date: April 28, 2022
Place: Srinagar

**By the Order of the Board
For Jammu and Kashmir Bank Limited**

**Mohammad Shafi Mir
Company Secretary
FCS: 8516**

Registered Office:
Corporate Headquarters
M. A. Road Srinagar, Jammu and Kashmir- 190001
CIN: L65110JK1938SGC000048

Annexure to Notice

Details of Directors seeking appointment/re-appointment through the Postal Ballot as per SS - 2 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	Details of Directors seeking appointment/re-appointment through the Postal Ballot	
Name	Naba Kishore Sahoo	Anand Kumar
Category	Non-Executive Independent Director	Non-Executive Independent Director
DIN	07654279	03041018
Date of Birth	24-02-1959	23-10-1961
Qualification	B.SC (Agriculture), CAIIB	B. Tech, PGDM
Nature of Expertise / Experience*	Banking, Agriculture, Rural economy, Human Resources and Risk Management	Information Technology and Business Management
Terms and conditions of appointment / re-appointment	Re-appointment as an Independent Director for a period of three years with effect from 01 st March, 2022	Appointment as an Independent Director for a period of three years with effect from 03 rd March, 2022
Details of Remuneration paid and last drawn remuneration (including sitting fees) during Financial Year 2021-2022	Sitting Fee of Rs.28,00,000.00, and Profit related compensation of Rs. 10,00,000.00 (For FY 2020-21)	Sitting Fee of Rs.40,000.00
Remuneration proposed to be paid	The above Non-Executive Independent Directors will be paid sitting fee of Rs. 40,000 for attending each meeting of the Board or a Committee thereof. In addition, they are also entitled to profit-related compensation to the extent of one percent of the profits of the Bank for the relevant financial year, subject to a maximum of Rs. 10 Lakhs per annum per Director. The sitting fee for attending a meeting of the Board has been enhanced to Rs. 70,000 and for attending a meeting of Committee shall remain the same as Rs. 40,000, which has been approved by the shareholders of the Bank through Postal Ballot on 20 th March, 2022 and is however subject to the approval of Reserve Bank of India.	
Date of First Appointment on the Board	01 st March, 2020	03 rd March, 2022
Shareholding in the Bank	0	0
Relationship with other Directors, Key Managerial Personnel	Nil	Nil
No. of Board Meetings attended during the year 2021-2022	Attended 14 out of 14 meetings held during the period.	Attended 1 out of 1 meeting held during the period of his tenure.
No. of Committee Meetings attended during the year 2021-2022	Attended 56 out of 56 meetings held during the period.	NA
Directorships, Membership/Chairmanship of Committees of other Boards	Nil	Nil