

**Jammu and Kashmir Bank Limited**

Corporate Headquarters  
M A Road, Srinagar 190001  
Kashmir, India  
CIN: L65110JK1938SGC000048

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## **Board Secretariat**

Ref:-JKB/BS/F3652/2023/564  
Date: 15<sup>th</sup> December, 2023

**National Stock Exchange of India Limited**  
Exchange Plaza 5<sup>th</sup> 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](http://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, December 08, 2023 (Cut-Off date).

The e-voting period will commence from Saturday, December 16, 2023 at 0900 hours IST and will end on Sunday, January 14, 2024 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 and Kashmir Bank Limited**

**(Mohammad Shafi Mir)**  
**Company Secretary**

## NOTICE OF POSTAL BALLOT

Pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014.

Dear Members,

Notice is hereby given to the Members of the Jammu and Kashmir Bank Limited ('the Bank'), pursuant to Section 108 and 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014, as amended ('Management Rules'), General Circular Nos.14/2020 , 03/2022, 11/2022 and 09/2023 dated 08<sup>th</sup> April, 2020, 05<sup>th</sup> May, 2022, 28<sup>th</sup> December 2022 and 25<sup>th</sup> September, 2023 respectively, issued by the Ministry of Corporate Affairs ('MCA Circulars'), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations') and other applicable provisions of the Act, being in force and as amended from time to time, that the Resolution as set out in this Notice is proposed for consideration by the Members of the Bank for passing by means of Postal Ballot by voting through electronic means only ('remote e-voting').

### ITEM NO. 01

#### **REGULARISATION OF ADDITIONAL DIRECTOR, DR. MANDEEP K BHANDARI, IAS (DIN: 07310347) AS A ROTATIONAL DIRECTOR ON THE BOARD OF THE BANK**

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

**"RESOLVED THAT** Dr. Mandeep K Bhandari, IAS (DIN: 07310347) who was appointed as an Additional Director by the Board under Section 160 of the Companies Act, 2013 read with Article 78 of the Articles of Association of the Bank in the meeting of the Board of Directors held on 20<sup>th</sup> October, 2023 and in respect of whom the Bank has received a notice under Section 160 of the Companies Act, 2013, signifying his candidature to the office of Director under Section 152(6)(a) of the Companies Act, 2013, be and is hereby appointed, as a Director on the Board of Directors of the Bank, whose period of office shall be liable to retire by rotation."

**By the Order of the Board**

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

Date: December 15, 2023  
Place: Srinagar

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

## 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 herein 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, December 08, 2023 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 Note No.11.
4. As per the MCA Circulars issued subsequent to the outbreak of 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 is utilising the services of M/s Kfin Technologies Limited for facilitating e-voting to enable the Members to cast their votes electronically.
6. Members may please note that the Postal Ballot Notice will also be available on the Bank's website at [www.jkbank.com](http://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](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of M/s Kfin Technologies Limited at [www.kfintech.com](http://www.kfintech.com).
7. All the material documents referred to in the Explanatory Statements shall be available for inspection through electronic mode. Members who wish to inspect the documents are requested to send an email to [sharedeptt\\_gc@jkbmail.com](mailto: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, December 08, 2023. The Members, whose names appear in the Register of Members / List of Beneficial Owners as on Friday, December 08, 2023, 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 on 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, December 08, 2023, being the cut-off date fixed for the purpose.
10. The voting period will commence from Saturday, December 16, 2023 at 0900 hours IST and ends on Sunday, January 14, 2024 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 ISR

documentation (available on the Bank’s 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 [einward.ris@kfintech.com](mailto:einward.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 & Chief Executive Officer after completion of the scrutiny and the results of the e-voting by postal ballot will be announced by or before Tuesday, January 16, 2024 at the registered office of the Bank at Corporate Headquarters, M. A Road Srinagar (J&K) - 190001. The Resolution, if passed by the requisite majority shall be deemed to have been passed on Sunday, January 14, 2024 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 and NSE and shall be uploaded on the website of the Bank i.e. [www.jkbank.com](http://www.jkbank.com), website of M/s Kfin Technologies Limited at [www.kfintech.com](http://www.kfintech.com)

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

**[e-Voting procedure for Individual shareholders holding securities in Demat:](#)**

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

**Method of Login individual shareholders holding the securities in demat mode directly from the website of depositories:**

<u>NSDL</u>	<u>CDSL</u>
<p>1. User already registered for IDeAS facility:</p> <p>I. URL: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></p> <p>II. Click on the “Beneficial Owner” icon under ‘IDeAS’ section.</p> <p>III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”.</p> <p>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> <p>2. User not registered for IDeAS e-Services</p> <p>I. To register click on link: <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></p> <p>II. Select “Register Online for IDeAS”</p> <p>III. Proceed with completing the required fields.</p> <p>3. User not registered for IDeAS e-Services</p> <p>I. To register click on link: <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>ii. Proceed with completing the required fields.</p>	<p>1. Existing user who have opted for Easi / Easiest</p> <p>I. URL: <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></p> <p>II. Click on New System Myeasi</p> <p>II. Login with user id and password.</p> <p>V. Option will be made available to reach e-Voting page without any further authentication.</p> <p>V. Click on e-Voting service provider name to cast your vote.</p> <p>2. User not registered for Easi/Easiest</p> <p>I. Option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></p> <p>II. Proceed with completing the required fields.</p> <p>3. By visiting the e-Voting website of CDSL</p> <p>I. URL: <a href="http://www.cdslindia.com">www.cdslindia.com</a></p> <p>II. Provide demat Account Number and PAN No.</p>

<p>4. By visiting the e-Voting website of NSDL</p> <p>I. URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a></p> <p>II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section.</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>	<p>III. System will authenticate user by sending OTP on registered Mobile &amp; Email as recorded in the demat Account.</p> <p>After successful authentication, user will be provided links for the respective ESP where the e-Voting is in progress.</p>
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**Method of Login for individual shareholders holding the securities in demat mode 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 the 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 Forgot 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:

<b>NSDL</b>	<b>CDSL</b>
Email: <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> Toll free no.’s: 1800 1020 990 1800 22 44 30	Email: <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> 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 is 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 mentioned in your email. Your Folio No./ DP ID Client ID will be your User 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 your votes.
- 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](mailto: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, December 16, 2023 at 0900 hours IST and ends on Sunday, January 14, 2024 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, they are requested to update their email addresses with their depository participants (Demat) or by sending the duly filled in ISR documentation (Physical Shareholders) to the Bank/RTA, 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 Applicable Circulars.
  - xii. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for members and e-voting user manual available at the 'download' section of <https://www.kfintech.com> or call M/s Kfin Technologies Limited.

## EXPLANATORY STATEMENT

### Explanatory Statement Pursuant to Section 102(1) of the Companies Act, 2013 to the accompanying Notice dated December, 2023

#### RESOLUTION - 01

Dr. Mandeep K Bhandari, IAS (DIN: 07310347) was appointed as an Additional Director on the Board of the Bank on 20<sup>th</sup> October, 2023. The Bank has now received a notice pursuant to the provisions of Section 160 of the Companies Act, 2013 from the Director proposing his candidature for directorship of the Bank.

The Bank has also received consent in writing from Dr. Mandeep K Bhandari, IAS (DIN: 07310347) to act as Director pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, and intimation in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164 (2) of Companies Act, 2013.

Brief profile of Dr. Mandeep K Bhandari, IAS (DIN: 07310347) is provided as annexure to this notice.

The Board upon the recommendations of the Nomination and Remuneration Committee, recommends the resolution as set out in Item No. 01 of the Notice for approval of Members as an Ordinary Resolution.

Except Dr. Mandeep K Bhandari, IAS (DIN: 07310347), no other Director, Key Managerial Personnel of the Bank or their relatives is in anyway concerned or interested in the Resolution.

The Details as per SS - 2 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed to this Notice.

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

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

Date: December 15, 2023

Place: Srinagar

**Registered Office:**

Corporate Headquarters

M. A. Road

Srinagar, Jammu and Kashmir- 190001

**1. Brief Profile of Dr. Mandeep K Bhandari, IAS (DIN: 07310347) seeking appointment**

Dr. Mandeep K Bhandari, IAS is 2001 AGMUT (Arunachal Pradesh-Goa-Mizoram-Union Territory) cadre IAS officer. He completed his MBBS with Gold Medal from Dayanand Medical College, Ludhiana, Punjab University and Chandigarh.

Dr. Bhandari at present is Principal Secretary to Hon'ble Lieutenant Governor of UT of J&K and is also holding charge of CEO Amarnathji Shrine Board. He has to his credit an administrative and professional expertise of more than two decades.

During his illustrious career, he has served on diversely significant and responsible positions like Sub Divisional Magistrate Bhaderwah, Additional District Development Commissioner Kathua, Deputy Commissioner Leh, and Deputy Commissioner Jammu. Dr Bhandari has also discharged his duties as Chief Executive Officer, Shri Mata Vaishno Devi Shrine Board and Commissioner/ Secretary to Government of J&K, Health & Medical Education. In the year 2017, Dr. Bhandari was appointed as Divisional Commissioner, Jammu. From 18.01.2018 to 17.09.2018, he served as Private Secretary to Hon'ble Human Resource Minister, Ministry of Human Resource Development, Government of India and then from 18.09.2018 as Joint Secretary to the Government of India, Ministry of Health & Family Welfare.

In every sphere of administration wherever Dr. Bhandari has worked, he has made outstanding contributions in tough and challenging circumstances. Dr. Bhandari brings to fray a treasure of competence, reliability, perspicacity and aptitude.

**2. 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**

Name	Dr. Mandeep K Bhandari, IAS
Category	Non-Executive Rotational Director
DIN	07310347
Date of Birth	14-12-1974
Qualification	MBBS, IAS
Nature of Expertise / Experience	Human Resource, Public Administration, Medical Sciences
Terms and conditions of appointment	Appointment as a Non-Executive Director liable to retire by rotation.
Details of Remuneration paid and last drawn remuneration (including sitting fees) during Financial Year 2022-2023	NA
Remuneration proposed to be paid	Since Dr. Mandeep K Bhandari, IAS is presently in the full time employment of Government of J&K, therefore he shall not be entitled to any remuneration from the Bank.
Date of First Appointment on the Board	20 <sup>th</sup> October, 2023
Shareholding in the Bank	Nil
Relationship with other Directors, Key Managerial Personnel	Nil
No. of Board Meetings attended during the year 2022-2023	NA
No. of Committee Meetings attended during the year 2022-2023	NA
Directorships, Membership / Chairmanship of Committees of other Boards	Nil