



## Board Secretariat

Ref. No. JKB/BS/PB/2022/063  
Dated: 10<sup>th</sup> June, 2022

**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:- Submission of Proceedings of the Postal Ballot pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sirs,

In continuation to our letter no. JKB/BS/PB/2022/048 dated 30<sup>th</sup> May, 2022 regarding declaration of result of Postal Ballot and pursuant to the requirement specified under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the copy of the proceedings of the Postal Ballot concluded on May 29, 2022.

This is for your information and appropriate dissemination.

Thanking you

Yours faithfully  
For Jammu and Kashmir Bank Limited

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

(Mohammad Shafi Mir)  
Company Secretary

## **PROCEEDINGS OF POSTAL BALLOT IN RESPECT OF THE SPECIAL RESOLUTIONS PASSED BY THE SHAREHOLDERS OF THE JAMMU AND KASHMIR BANK LIMITED ON MAY 29, 2022**

The Bank had at the Board Meeting held on April 27, 2022 decided to obtain consent of the Members of the Bank by way of Special Resolution for:

- a. Re-appointment of Mr. Naba Kishore Sahoo (DIN: 07654279) as an Independent Director on the Board of the Bank.
- b. Appointment of Mr. Anand Kumar (DIN: 03041018) as an Independent Director on the Board of the Bank.

through Postal Ballot under Section 108 and Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, 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.

The Postal Ballot notice dated April 28, 2022 seeking consent of the Members for the special resolutions as provided therein was sent electronically to the Members of the Bank whose names appeared on the Register of Members/List of Beneficial Owners as on April 22, 2022.

As per the aforementioned MCA Circulars, physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes were not sent to the Members for this Postal Ballot. Members were requested to provide their assent or dissent through e-voting only. For this purpose, the Bank had utilised the services of its Registrar and Share Transfer Agent M/s KFin Technologies Limited for facilitating e-voting to enable the Members to cast their votes electronically.

The dispatch of notice of postal ballot was completed on April 28, 2022 by electronic mode only and the period for voting commenced at 0900 hours (IST) on April 30, 2022 and ended at 1700 hours (IST) on May 29, 2022.

The Bank had appointed Mr. D S M Ram, Practicing Company Secretary, to act as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

### **Result of the Postal Ballot**

The Scrutinizer carried out the scrutiny of e-voting upto 1700 hours (IST) on May 29, 2022 and submitted the report on May 30, 2022. The results of the Postal Ballot declared by the Scrutinizer are as below:

#### **SPECIAL RESOLUTIONS:**

##### **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.”

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	654098280	654098280	100.0000	654098280	0	100.0000	0.0000
	Poll	654098280	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	654098280	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	17021078	11261643	66.1629	11024062	237581	97.8903	2.1096
	Poll	17021078	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	17021078	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	290360503	405768	0.1397	363065	42703	89.4760	10.5239
	Poll	290360503	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	290360503	0	0.0000	00	0	0.0000	0.0000
<b>Total</b>		<b>961479861</b>	<b>665765691</b>	<b>69.2439</b>	<b>665485407</b>	<b>280284</b>	<b>99.9579</b>	<b>0.0421</b>

### Result:

As the number of votes cast in favor of the resolution is 99.9579% and the votes cast against the resolution is 0.0421%. The Special Resolution No. 01 as set out in the Postal Ballot notice dated 28<sup>th</sup> April, 2022 has been passed by the Members by requisite majority.

### 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.”

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	654098280	654098280	100.0000	654098280	0	100.0000	0.0000
	Poll	654098280	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	654098280	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	17021078	11261643	66.1629	11261643	0	100.0000	0.0000
	Poll	17021078	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	17021078	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	290360503	405883	0.1398	372994	32889	91.8969	8.1030
	Poll	290360503	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	290360503	0	0.0000	00	0	0.0000	0.0000
	<b>Total</b>	<b>961479861</b>	<b>665765806</b>	<b>69.2439</b>	<b>665732917</b>	<b>32889</b>	<b>99.9951</b>	<b>0.0049</b>

**Result:**

As the number of votes cast in favor of the resolution is 99.9951 % and the votes cast against the resolution is 0.0049%. The Special Resolution No. 02 as set out in the Postal Ballot notice dated 28<sup>th</sup> April, 2022 has been passed by requisite majority.



**Mohammad Shafi Mir**  
Company Secretary

Place: Srinagar  
Date: June 10, 2022