

April 16, 2025

Ref.: SSFB/CS/04/2025-26

To,
National Stock Exchange of India Limited
 The Listing Department
 Exchange Plaza, C-1, Block G,
 Bandra Kurla Complex,
 Bandra (E), Mumbai – 400051

BSE Limited
 The Corporate Relationship Department
 Phiroze Jeejeebhoy Towers,
 Dalal Street, Fort,
 Mumbai – 400 001

Symbol: SURYODAY

Scrip Code: 543279

Dear Sir/Madam,

Sub.: Results of e-voting (i.e., Remote e-voting) on the Resolution put to vote through electronic means vide the Postal Ballot Notice dated March 6, 2025, along with the Scrutinizer's Report

In continuation to the Bank's letter Ref. Nos. SSFB/CS/115/2024-25, dated March 06, 2025, and SSFB/CS/117/2024-25, dated March 12, 2025, we would like to inform that in compliance with the guidelines issued by the Ministry of Corporate Affairs (the "MCA"), Government of India, vide General Circular ("GC") Nos.09/2024 dated September 19, 2024, GC No. 20/2020 dated May 5, 2020, GC No. 17/2020 dated April 13, 2020, GC No. 14/2020 dated April 08, 2020 and other relevant circulars issued by the MCA (hereinafter collectively referred to as the "MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), SEBI Circular Nos. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, and other relevant Circulars issued by the SEBI in this regard, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, as amended from time to time and other applicable laws, rules, regulations, circulars and notifications thereunder, approval of the Shareholders of Suryoday Small Finance Bank Limited (the "Bank") was sought vide Postal Ballot Notice dated March 06, 2025, on the following item of Special Business, by way of remote e-voting process , which was commenced from **Monday, March 17, 2025 at 9:00 A.M. (IST)** and concluded on **Tuesday, April 15, 2025 at 5.00 P.M. (IST)**:

Sr. No.	Description of Resolutions	Type of Resolution
Special Business:		
1.	To approve the appointment of Mr. Vivek Anant Karve (DIN: 06840707) as an Independent Director of the Bank	Special
Total number of shareholders on record date (i.e. cut-off date for e-voting purpose:- Friday, March 07, 2025)		1,09,223

The Board of Directors had appointed Mr. Tushar Shridharani, Practicing Company Secretaries (FCS No. 2690 & C.P No.: 2190), Mumbai and on failing him, Ms. Nandini Parikh, Practicing Company Secretary, (FCS No. 6240 & C.P No.: 5760) as the Scrutinizer, to scrutinize remote e-voting process through Postal Ballot process in a fair and transparent manner. Accordingly, Mr. Tushar Shridharani, the scrutinizer, has submitted the report on the remote e-voting on Wednesday, April 16, 2025.

SURYODAY SMALL FINANCE BANK LIMITED

Reg. & Corp. off: 1101, Sharda Terraces, Plot. 65, Sector 11, CBD Belapur, Navi Mumbai: 400614 Tel: 022-40435800

E Mail: info@suryodaybank.com / **Web:** www.suryodaybank.com **CIN:** L65923MH2008PLC261472 / **GSTIN NO:** 27AAMCS5499J1ZG

Based on the Report of the Scrutinizer, the Resolution as set out in the Postal Ballot Notice seeking approval of the Shareholders of the Bank, by way of remote e-voting process was duly approved by the members with the requisite majority, therefore, in accordance with the applicable Rules/ Regulations, the Resolution thereof shall be deemed to have been approved and passed on **Tuesday, April 15, 2025**, being the last date for remote e-voting.

In this regard, we hereby submit the results of e-voting on the Resolution set out in the Postal Ballot Notice dated March 06, 2025, along with the following documents:

- i) Voting Results in accordance with the Regulation 44 of the SEBI Listing Regulations (**Annexure A**); and
- ii) Scrutinizer's Report on remote e-voting pursuant to Section 110 and 108 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions / Regulations, if any (**Annexure B**).
- iii) Brief profile of Mr. Vivek Anant Karve (DIN: 06840707), whose appointment as Non-Executive Independent Director of the Bank, has been approved by the members through Postal Ballot as **Annexure C**, as required pursuant to Regulation 30 and other applicable provisions of the SEBI Listing Regulations.

Further, please be informed that, pursuant to Regulation 44 of the SEBI Listing Regulations and as per Section 110 and Section 108 of the Companies Act, 2013, read with rules made thereunder, as amended from time-to-time, the Bank is disclosing the report on E-voting, along with the Scrutinizer's Report, to the Stock Exchanges as well as it would be available on the websites of the Bank and KFin Technologies Limited (whose platform has been used for facilitating the remote e-voting).

This intimation will also be made available on the Bank's website at :

<https://www.suryodaybank.com/investor-corner/#disclosure-to-stock-exchanges> and at <https://www.suryodaybank.com/investor-corner/#shareholders-meeting> .

The above is submitted for your kind information and appropriate dissemination.

Thanking You.

Yours truly,
For **Suryoday Small Finance Bank Limited**

Krishna Kant Chaturvedi
Company Secretary & Compliance Officer

Encl.: As above

**SURYODAY****A BANK OF SMILES****Annexure A****VOTING RESULTS**

The details of the Resolution as approved by the Members, as set out in the Postal Ballot Notice dated March 06, 2025, is given below:

Sr. No.	Description of Resolution	Type of Resolution	Mode of Voting	Result of Voting
<u>Special Business:</u>				
1.	To approve the appointment of Mr. Vivek Anant Karve (DIN: 06840707) as an Independent Director of the Bank.	Special	Remote e-voting	Passed with requisite majority

For **Suryoday Small Finance Bank Limited**

Krishna Kant Chaturvedi
Company Secretary & Compliance Officer

SURYODAY SMALL FINANCE BANK LIMITED

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Annexure A - Postal Ballot (Remote e-voting) Results

Disclosure as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of the Company	Suryoday Small Finance Bank Limited
Type of Meeting	Postal Ballot
Date of the Postal Ballot Notice	Thursday, March 06, 2025
Date of the meeting/ last day of receipt of postal ballot forms/ last day of remote e-voting (in case of Postal Ballot)	Tuesday, April 15, 2025
Record Date (i.e., Cut-off Date)	Friday, March 07, 2025
Total number of shareholders on record date (i.e. cut-off date for voting purpose – Friday, March 07, 2025)	1,09,223
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not applicable as no meeting was held. The Resolution passed through Postal Ballot.
Public:	
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not applicable as no meeting was held. The Resolution passed through Postal Ballot.
Public:	

SURYODAY SMALL FINANCE BANK LIMITED

Reg. & Corp. off: 1101, Sharda Terraces, Plot. 65, Sector 11, CBD Belapur, Navi Mumbai: 400614 Tel: 022-40435800

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1.	Resolution required: Special		To approve the appointment of Mr. Vivek Anant Karve (DIN: 06840707) as an Independent Director of the Bank.					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
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	Remote e-voting	2,36,96,594*	2,36,96,594	100.0000	2,36,96,594	0.0000	100.0000	0.0000
Public Institutions		1,50,69,729	87,11,888	57.8105	87,11,888	0.0000	100.0000	0.0000
Public Non-Institutions		6,75,18,501	37,30,406	5.5250	37,22,723	7,683	99.7940	0.2060
Total		10,62,84,824	3,61,38,888	34.0019	3,61,31,205	7,683	99.9787	0.0213
Whether Resolution is Passed or Not (Yes / No)		Yes						

*2,36,96,594 shares held by Promoter and Promoter group as on Cut-off Date i.e. March 07, 2025 excludes 1,50,000 shares purchased by one of the Promoters after the Cut-off Date.

For **Suryoday Small Finance Bank Limited**

Krishna Kant Chaturvedi
 Company Secretary & Compliance Officer

Date : April 16, 2025
 Place : Navi Mumbai

SURYODAY SMALL FINANCE BANK LIMITED

Reg. & Corp. off: 1101, Sharda Terraces, Plot. 65, Sector 11, CBD Belapur, Navi Mumbai: 400614 Tel: 022-40435800

E Mail: info@suryodaybank.com / **Web:** www.suryodaybank.com **CIN:** L65923MH2008PLC261472 / **GSTIN NO:** 27AAMCS5499J1ZG

TUSHAR SHRIDHARANI

B. Com., LL.B., F.C.S.

Tel. : (022) 7963 3947
Email : tushar@tusharshri.com
Website: www.tusharshri.com

10, New Marine Lines
417, Jolly Bhavan No. 1
Mumbai – 400 020

SCRUTINIZER'S REPORT ON REMOTE E-VOTING (POSTAL BALLOT)

[Pursuant to applicable provisions of the Companies Act, 2013, and Rules made thereunder read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

April 16, 2025

To, Mr. Krishna Prasad Nair, The Part-time Chairman of the Bank Suryoday Small Finance Bank Limited Unit No. 1101, Sharda Terraces, Plot No. 65, Sector 11, CBD Belapur, Navi Mumbai – 400 614	CC: Mr. Baskar Babu Ramachandran, Managing Director & Chief Executive Officer Suryoday Small Finance Bank Limited Unit No. 1101, Sharda Terraces, Plot No. 65, Sector 11, CBD Belapur, Navi Mumbai – 400 614
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Subject: Report on voting by the members of Suryoday Small Finance Bank Limited on the resolution put to vote through electronic means vide the Postal Ballot Notice dated March 6, 2025

Dear Sir,

I, Tushar Shridharani, Practicing Company Secretary was appointed as a Scrutinizer by the Board of Directors of Suryoday Small Finance Bank Limited ("**the Bank**") on March 6, 2025 in pursuance of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") to scrutinize the voting conducted through remote e-voting on the resolution as set out in the Postal Ballot Notice dated March 6, 2025.

The Postal Ballot Notice was sent pursuant to the provisions of Section 110 and Section 108 of the Act and other applicable provisions, if any, of the Act read with rule 22 and rule 20 of the Rules, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs, for conducting Postal Ballot process through voting by electronic means i.e. remote e-voting vide General Circulars ("**GC**") No. 09/2024 dated September 19, 2024, GC No. 09/2023 dated September 25, 2023, GC No. 11/2022 dated December 28, 2022, GC No. 03/2022 dated May 5, 2022, GC No. 20/2021 dated December 8, 2021, GC No. 10/2021 dated June 23, 2021, GC No. 39/2020 dated December 31, 2020, GC No. 33/2020 dated September 28, 2020, GC No. 22/2020 dated June 15, 2020, GC No. 20/2020 dated May 5, 2020, GC No. 17/2020 dated April 13, 2020, GC No. 14/2020 dated April 8, 2020 issued by the Ministry of Corporate Affairs and SEBI Circular Nos. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular

No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, and other laws, rules and regulations, as applicable.

The Members of the Bank (as on the Cut- off Date i.e. Friday, March 07, 2025) were provided the e-voting facility to cast their votes electronically. The remote e-voting facility was kept open from 9:00 a.m. (IST), Monday, March 17, 2025, till 5:00 p.m. (IST) Tuesday, April 15, 2025. The e-voting module was disabled by KFin Technologies Limited (*remote e-voting 'Service Provider' for this Postal Ballot*) upon expiry of the aforesaid period.

A few members voted on the proposed resolution. I have examined voting of members in accordance with relevant provisions of the Act read with Rules and I hereby submit my report on the same.

You are requested to acknowledge receipt of this report.

TUSHAR
RAMESH
SHRIDHARANI

Digitally signed by
TUSHAR RAMESH
SHRIDHARANI
Date: 2025.04.16
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(Tushar Shridharani)

Practicing Company Secretary

Membership No.: FCS 2690

Certificate of Practice No.: 2190

Peer Review Certificate No.: 1509/2021

UDIN: F002690G000124691

Acknowledgment and countersigned by:
For Suryoday Small Finance Bank Limited

Baskar Babu
Ramachandra
n

Digitally signed by Baskar Babu
Ramachandran
DN: c=IN, o=Personal, title=0105,
2.5.4.20=0ef2b2c9251b0afba0e12b3cde4e4a
54b92220c0d43fe1839b207dc3338f969,
postalCode=400088, st=Maharashtra,
serialNumber=f2e8bd740b3ac960a7da2a03a
d69e279b34f2b85507dbacbf2248185c997
2c, cn=Baskar Babu Ramachandran
Date: 2025.04.16 14:45:07 +05'30'

(Baskar Babu Ramachandran)

Managing Director & Chief Executive Officer

DIN: 02303132

Annexure 1

Name of the Company	Suryoday Small Finance Bank Limited
Type of Meeting	Postal Ballot
Date of the Notice (Postal Ballot)	Thursday, March 6, 2025
Date of the meeting / last day of receipt of postal ballot forms/ remote e-voting (in case of Postal Ballot)	Tuesday, April 15, 2025
Record Date (i.e. Cut-off Date)	Friday, March 7, 2025
Total number of shareholders on record date (i.e. cut-off date for voting purpose- Friday, March 7, 2025):	1,09,223
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not applicable as no meeting was held
Public:	Not applicable as no meeting was held
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and Promoter Group:	Not applicable as no meeting was held
Public:	Not applicable as no meeting was held

Annexure 2

1.	Resolution required: Special		To approve the appointment of Mr. Vivek Anant Karve (DIN: 06840707) as an Independent Director of the Bank.					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter And Promoter Group	Remote e- voting	2,36,96,594*	2,36,96,594	100.0000	2,36,96,594	0	100.0000	0.0000
Public Institutions		1,50,69,729	87,11,888	57.8105	87,11,888	0	100.0000	0.0000
Public Non-Institutions		6,75,18,501	37,30,406	5.5250	37,22,723	7,683	99.7940	0.2060
Total ...		10,62,84,824	3,61,38,888	34.0019	3,61,31,205	7,683	99.9787	0.0213

*2,36,96,594 shares held by Promoter and Promoter group as on cut-off date i.e. March 07, 2025 excludes 1,50,000 shares purchased by one of the Promoter after the cut-off date.

TUSHAR
 RAMESH
 SHRIDHARANI
 Digitally signed by
 TUSHAR RAMESH
 SHRIDHARANI
 Date: 2025.04.16
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(Tushar Shridharani)

Practicing Company Secretary / Membership No.: FCS 2690/Certificate of Practice No.: 2190
 Peer Review Certificate No.: 1509/2021
 UDIN: F002690G000124691



Annexure C

Brief profile of Mr. Vivek Anant Karve (DIN: 06840707), whose appointment as Non-Executive Independent Director was approved by the Members through Postal Ballot

1) Mr. Vivek Anant Karve (DIN: 06840707), Non-Executive Independent Director of the Bank

Mr. Vivek Anant Karve (“**Mr. Karve**”) is a finance professional with over 30 years of rich work experience across Three (3) Sectors, namely, Financial Services, Consumer Goods and Information Technology (SAP consulting).

Mr. Karve was part of Marico, a leading FMCG Group in India, for about 20 years (October 2000 – September 2020). During his tenure with Marico, he held various leadership positions and for the last Six (6) years being as Group CFO. Some of the notable contributions in his career with Marico have centered around Performance Management, GRC, Automation in Finance Processes, Outsourcing of Finance Processes, Designing and Implementation of Long-term Incentive Plans, M&A due diligence, designing and implementing Functional Competency Frameworks for Finance, sponsoring a few centers of excellence in the finance function etc.

In his last stint as CFO of Financial Services Sector at Mahindra Finance, a listed NBFC (September 2020 to October 2024), he was responsible for leading Finance function, spanning sectors such as Vehicle & Home Finance, Insurance Broking and Mutual Fund. As a member of the top leadership team, he helped steer the company through the turbulent Covid period. Some of the notable contributions in his career with Mahindra Finance have centered around setting Performance Management Systems & Processes and Centralization of Customer On-boarding due diligence and Finance Processes.

Mr. Karve worked with Siemens Information Systems Limited (February 1998 - September 2000), ICICI Limited (March 1995 - February 1998), Procter and Gamble India Limited (October 1994 - March 1995) and A.F. Ferguson and Company (July 1991 - June 1994).

As an individual, he is a team player with a focus on planning and excellence.

For Suryoday Small Finance Bank Limited

Krishna Kant Chaturvedi
Company Secretary & Compliance Officer

SURYODAY SMALL FINANCE BANK LIMITED

Reg. & Corp. off: 1101, Sharda Terraces, Plot. 65, Sector 11, CBD Belapur, Navi Mumbai: 400614 Tel: 022-40435800

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