Ref. No.: AUSFB/SEC/2018-19/372
Date: 18th September,2018

Listing Department National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai 400051, Maharashtra. **Symbol: AUBANK**	Department of Corporate Services, BSE Limited, PhirozJeejeebhoy Towers, Dalal Street, Mumbai 400001, Maharashtra. **Scrip Code: 540611**

Dear Sir(s),

Sub: Postal Ballot Notice (Including remote e-voting) of AU Small Finance Bank Limited

Pursuant to Provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we hereby inform that the Postal Ballot notice dated 7th August 2018 along with Postal Ballot form is being sent to the Shareholders of the Bank seeking their approval for the business stated as under:

Item No. 1: To Reclassify the Status of Existing Promoter's Group to Public Shareholders.

The explanatory statement pursuant to Sections 102 of the Act pertaining to the aforesaid resolutions setting out the material facts concerning each item and the reasons thereof is attached to the Postal Ballot Notice.

The Bank has engaged the services of NSDL for the purpose of providing e-voting facility to all its Members. the voting period commences from 9.00 a.m. (IST) Friday 21st September 2018 and ends on 5.00 p.m. (IST) Saturday, 20th October 2018. The result of the same will be declared on or before Monday, 22nd October 2018.

The Notice of Postal Ballot with explanatory statement, instruction for E-voting and postal ballot form is also available on the website of the Bank **www.aubank.in**

We would request you to please take note of the same.

Thanking You,

FOR AU SMALL FINANCE BANK LIMITED

Manmohan Parnami
Company Secretary & Compliance Officer

Registered Office
AU SMALL FINANCE BANK LIMITED
19-A Dhuleshwar Garden, Ajmer Road,
Jaipur - 302001, Rajasthan, India
Phone: +91 141 4110060/61, **Fax:** +91 141 4110090
CIN: L36911RJ1996PLC011381
Formerly known as **Au Financiers (India) Limited**

info@aubank.in | www.aubank.in

AU SMALL FINANCE BANK LIMITED

(formerly known as AU Financiers (India) Limited)
CIN: L36911RJ1996PLC011381
Registered Office: 19-A, DHULESHWAR GARDEN, AJMER ROAD,
JAIPUR – 302001, RAJASTHAN, INDIA
Tel: +91 0141 4110060 | Fax: +91 0141 4110090
E-mail: investorrelations@aubank.in | Website: www.aubank.in

POSTAL BALLOT NOTICE

(Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014)

Dear Member(s),

NOTICE is hereby given that pursuant to Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "**Act**") read with Rule 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s), amendment(s) thereto or re-enactment(s) thereof for the time being in force), AU Small Finance Bank Limited (hereinafter referred to as the "**Bank**") is seeking consent of the shareholders on special business set out herein below, proposed to be passed by way of Postal Ballot and/or electronic voting (e-voting).

The Explanatory Statement annexed to the Notice under Section 102 of the Act setting out the material facts and reasons for the resolution is also appended herewith.

Please read carefully the instructions printed on the Postal Ballot Form and return the Form duly completed with the assent (for) or dissent (against), in the enclosed self-addressed Postage Paid Business Reply Envelope so that it reaches the Scrutinizer on or before the closing of working hours i.e. 5.00 P.M on **Saturday, 20th October 2018** at the address given on Business Reply Envelope, failing which, it will be strictly considered that no reply has been received from the member.

E-Voting Option

Members may note that as required under the provisions of Section 108, 110 and other applicable provisions (if any) of the Act and the rules as applicable in that regard and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Bank has engaged the services of National Securities Depository Limited ("**NSDL**") to provide e-voting facility to members of the Bank. The members entitled to vote are eligible to fill in the Postal Ballot Form and send it to the Scrutinizer or vote under the e-voting facility offered by the Bank.

Therefore, we are pleased to offer e-voting facility also as an alternative which would enable you to cast your votes electronically, instead of physical postal ballot form. E-voting is optional. Please carefully read and follow the instructions on e-voting printed in the Postal Ballot Notice. References to Postal Ballot(s) below include votes received electronically.

The Scrutinizer will submit his report to the Managing Director & CEO after completion of the scrutiny and the result of the voting by postal ballot will be announced on or before **Monday, 22nd October 2018** by the Managing Director & CEO of the Bank. The result of the postal ballot will be posted on the Bank's website www.aubank.in and the website of **NSDL** (https://*www.evoting.nsdl.com*) immediately after the declaration of result by the Managing Director & CEO and the same will also be communicated to BSE Limited and the National Stock Exchange of India Limited within 48 hours from the conclusion of the Postal Ballot.

The resolutions, if approved, will be taken as passed effectively on the last date of receipt of the postal ballot forms and e-voting, i.e. **Saturday, 20th October 2018** ("deemed date of passing of the resolution mentioned in the postal ballot notice dated 7th August 2018)

RESOLUTION PROPOSED TO BE PASSED THROUGH POSTAL BALLOT

SPECIAL BUSINESS:

ITEM NO.1:TO RECLASSIFY THE STATUS OF EXISTING PROMOTER'S GROUP TO PUBLIC SHAREHOLDERS.

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

"RESOLVED THAT pursuant to provisions of Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s), amendment(s) thereto or re-enactment(s) thereof for the time being in force] and other applicable provisions if any; and subject to necessary approvals from the Stock Exchanges and other appropriate statutory authorities, as may be necessary and subject to such conditions as may be prescribed by any of the concerned authorities while granting such approvals, and in view of compliance of the condition that persons mentioned herein falling under the Promoter group do not directly or indirectly, exercise control over the affairs of the Bank, approval of the members of the Bank be and is hereby accorded to reclassify the below mentioned existing Promoter Group (hereinafter individually & jointly referred to as the "Applicants") to the Public Shareholder(s)category.

S. No.	Name of Promoter Group Persons	No. of Shares held as on 30th June, 2018
1	Mr. Niranjan Lal Aggarwal	0
2	Mr. Ashok Kumar Agarwal	0
3	Mr. Baldev Agarwal	0
4	Mr. Dinesh Kumar Agarwal	0
5	Mr. Mahender Kumar Agarwal	0
6	Ms. Anita Aggarwal	0
7	Ms. Bina Agarwal	0
8	Ms. Dropathy Jaipuria	0
9	Ms. Pinki Agarwal	0
10	Ms. Sunita Gupta	0
11	M/s Natural Feb	0
12	Mr. Ajay Agarwal	10,498
13	Mr. Manoj Kumar Agarwal	7,560
14	Mr. Srikant Kedia	28,768
15	Mr. Suresh Chand Kedia	28,767
16	Ms. Chanda Devi Kedia	28,817

RESOLVED FURTHER THAT on approval of the Stock Exchange(s) upon application for reclassification of the aforementioned applicants, the Bank shall effect such re-classification in the Statement of Shareholding pattern from immediate succeeding quarter under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and compliance to Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions."

RESOLVED FURTHER THAT Board of Directors (hereinafter referred to as the "Board" which term shall be deemed to include any committees constituted / to be constituted by the board to exercise its powers including the powers conferred by this resolution) of the Bank, be and is hereby authorised, wherever required including the power to delegate the authority to any official (s) of the Bank to sign application, execute, submit any documents with Stock Exchange(s) i.e. BSE Limited and National Stock Exchange of India Limited, Securities and Exchange Board of India and any other authority(ies) as may be required, and to deliver on behalf of the Bank all deeds, documents, declarations, undertakings, clarification, submissions and other writings and to do all such other acts and things as may be required in this regard."

BY THE ORDER OF THE BOARD OF DIRECTORS
FOR AU SMALL FINANCE BANK LIMITED



Place: Jaipur
Date: 7th August 2018

Manmohan Parnami
Company Secretary
A16586

NOTES

1. The Explanatory Statement under Section 102 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 in respect of the special business is annexed herewith and forms part of this notice.

2. All documents referred to in this Postal Ballot Notice and Explanatory Statement setting out material facts are open for inspection by the Members at the Registered Office of the Bank between 10.00 A.M and 05:00 P.M on all working days of the Bank from the date hereof up to **Saturday, 20th October 2018.**

3. The Board of Directors has appointed CS Manoj Maheshwari (FCS: 3355), Practicing Company Secretary, Jaipur, as the Scrutinizer for conducting the postal ballot voting process in a fair and transparent manner.

4. The Postal Ballot Notice is being sent to the Members whose names appear on the Register of Members / List of Beneficial Owners as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on **Friday, 14th September 2018.** The Postal Ballot Notice is being sent to Members in electronic form to the email addresses registered with their Depository Participants (in case of electronic shareholding). For Members whose email IDs are not registered, physical copies of the Postal Ballot Notice are being sent by permitted mode along with a Postage Paid Reply Envelope.

5. In terms of Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013, as amended, read with the Companies (Management and Administration) Rules, 2014 and in compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the '**Listing Regulations**'), the Bank is pleased to offer remote e-voting facility to all the Members of the Bank. The Bank has appointed National Securities Depository Limited ('**NSDL**') for facilitating e-voting to enable the Members to cast their votes electronically (the "**Remote e-voting**") instead of dispatching Postal Ballot Form. Please note that e-voting is optional.

6. If the Members are voting through Postal Ballot Form in Physical mode, Members are requested to carefully read the instructions printed on the Postal Ballot Form sent herewith and return the form duly completed along with assent (FOR) or dissent (AGAINST), in the attached postage pre-paid self- addressed Business Reply Envelope so as to reach the Scrutinizer on or before 5.00 P.M. on **Saturday, 20th October 2018**. The postage cost will be borne by the Bank. However, envelopes containing Postal Ballot Forms, if sent by courier or registered/speed post or delivered by the Member in person at his expense at the address as mentioned in the Business Reply Envelope will also be accepted. Assent/ Dissent received after 5.00 P.M. on **Saturday, 20th October 2018** would be strictly treated as if reply from the Member(s) has not been received. No other form or photocopy thereof is permitted**.**

7. Postal Ballot notice along with postal Ballot form is also available on the website of the Bank i.e. www.aubank.in and can also be downloaded by accessing website of the Registrar and Transfer Agent at www.linkintime.co.in.

8. Resolutions passed by the Members through Postal Ballot are deemed to have been passed as if the same have been passed at a General Meeting of the Members.

9. The Members can opt for only one mode of voting, i.e., either by physical ballot or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical postal ballot form will be treated as invalid.

10. In case a member desires to exercise vote by using e-voting facility, then he has to carefully follow the instructions given under the heading "**e-voting Instructions**" of Postal Ballot Notice.

11. Any query in relation to the resolutions proposed to be passed by Postal Ballot may be addressed to the Company Secretary, via email investorrelations@aubank.in

E-Voting Instructions: The instructions for shareholders voting electronically are as under:

Procedure and Instructions:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https:// www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https:// eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on "**Forgot User Details/Password**?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password**?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-Voting will open. **Details on Step 2 is given below:**

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN 110082" of Bank for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1 Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs.vmanda@gmail.com with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or contact Ms. Pallavi Mhatre, Assistant Manager, National Securities Depository Ltd., Trade World, 'A' Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013, at the designated email address: pallavid@nsdl.co.in/evoting@nsdl.co.in or at telephone no. +91 22 2499 4545 who will also address the grievances connected with the voting by electronic means. Members may also write to the Company Secretary at the email address: investorrelations@aubank.in or contact at telephone no. 0141-4110060/61.

12. Other Instructions:

i. The remote e-voting period commences from 9.00 a.m. (IST) **Friday 21st September 2018** and ends on 5.00 p.m. (IST) **Saturday, 20th October 2018**.During this period, Members holding shares either in physical form or in dematerialized form, as on **Friday, 14th September 2018 i.e. Cut-off date**, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, he / she shall not be allowed to change it subsequently or cast vote again.

ii. The voting rights of the Members shall be in proportion to their shares in the total paid-up equity share capital of the Bank subject to the provisions of the Banking Regulation Act, 1949, as amended, as on the cutoff date i.e. **Friday, 14th September 2018**.

You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

BY THE ORDER OF THE BOARD OF DIRECTORS
FOR AU SMALL FINANCE BANK LIMITED



Place: Jaipur
Date: 7th August 2018

Manmohan Parnami
Company Secretary
A16586

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 1:

In terms of Regulation 2 (zb) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, Mr. Niranjan Lal Aggarwal, Mr. Ajay Agarwal, Mr. Ashok Kumar Agarwal, Mr. Baldev Agarwal, Mr. Dinesh Kumar Agarwal, Mr. Mahender Kumar Agarwal, Mr. Manoj Kumar Agarwal, Mr. Srikant Kedia, Mr. Suresh Chand Kedia, Ms. Anita Aggarwal, Ms. Bina Agarwal, Ms. Chanda Devi Kedia, Ms. Dropathy Jaipuria, Ms. Pinki Agarwal, Ms. Sunita Gupta and M/s Natural Feb (hereinafter referred as "**Outgoing Promoter Group"**) are presently categorized as Promoter's Group under Regulation 31 of Listing Regulations 2015. Above mentioned name intimated vide their letter dated **03rd August 2018** to the Board of directors that they are no way related to any of the Business carried out by the Bank as part of promoter's group and requested to exclude their name from the category of Promoter's group.

The said Outgoing Promoter Group are financially independent persons/entities, who take independent investment decisions and are no way related to any of the business carried out by the Bank. Further they do not hold any key managerial position or representations of the Board of Directors in the Bank and have not engaged in any management or day to day affairs and also do not have any right either to appoint any Director or an ability to control the management or policy decisions of the Bank in any manner whatsoever including by virtue of their shareholding. None of their act influences the decision taken by the Bank and they do not have any special right through formal or informal arrangements with the Bank or with the Promoter of the Bank. As per the provisions of Regulation 31A (2) and (3) of Listing Regulations, shareholders' approval is required for changing their status from Promoter's group to public category.

Further as per Rule 19A of the Securities Contracts (Regulation) Rules, 1957, the public shareholding as on date of the notice fulfils the minimum public shareholding requirement of at least 25% and the proposed reclassification does not intend to increase the public shareholding to achieve compliance with the minimum public shareholding requirement.

Therefore, the Board recommends the resolution set out at item No. 1 of this notice as an Ordinary Resolution, for Members approval for reclassification of status of their shareholding from Promoters group to Public Shareholding. Requisite approval from BSE Limited and National Stock Exchange of India Limited would be obtained and wherever required, guidance from SEBI may also be sought by the Bank.

Except Mr. Sanjay Agarwal, Managing Director and CEO and his relative to the extent of their respective shareholding, none of the Director or Key Managerial Personnel of the Bank or their relatives is, directly or indirectly, financially or otherwise, concerned or interested in the Resolution set out at Item No. 1.

The Board of Directors recommends the passing of the Ordinary Resolution at Item No. 1 of the Notice to the members of the Bank.

BY THE ORDER OF THE BOARD OF DIRECTORS
FOR AU SMALL FINANCE BANK LIMITED



Place: Jaipur
Date: 7th August 2018

Manmohan Parnami
Company Secretary
A16586

AU SMALL FINANCE BANK LIMITED (formerly known as AU Financiers (India) Limited)

CIN: L36911RJ1996PLC011381
Registered Office: 19-A, DHULESHWAR GARDEN, AJMER ROAD, JAIPUR – 302001, RAJASTHAN, INDIA
Tel: +91 0141 4110060 ; **Fax:** +91 0141 4110090
E-mail: investorrelations@aubank.in ; **Website:** www.aubank.in

Postal Ballot Form
(To be returned to Scrutinizer appointed by the Bank)

Sr.No.:

1. Name(s) and Registered Address of the sole / first named Shareholder :

2. Joint Holders, if any :

3. Registered Folio No./DP ID No.*/ Client ID No.* (*applicable only to shareholders holding Shares in dematerialized form) :

4. Number of shares held :

I/We hereby exercise my/our vote in respect of the resolution(s) to be passed through postal ballot for the business stated in the Postal Ballot Notice dated 7th August 2018, of the Bank by sending my/our assent or dissent to the said resolution(s) by placing the tick (**√**) mark at the appropriate box below:

Item No.	Description	No. of equity shares held	I/We assent to the resolution (For)	I/We dissent to the resolution (Against)
1.	TO RECLASSIFY THE STATUS OF EXISTING PROMOTER'S GROUP TO PUBLIC SHAREHOLDERS.			

Place :
Date :

#E-mail address: _____ _____
(To be provided by the members holding shares in physical form) Signature of the Member)

ELECTRONIC VOTING PARTICULARS

EVEN (E Voting Event Number)	USER ID	PASSWORD/PIN
110082		

Last date for receipt of Postal Ballot Forms by Scrutinizer is Saturday 20th October 2018

Note: Please read the instructions printed overleaf and in the Postal Ballot Notice dated 7th August 2018, carefully before exercising your vote.

INSTRUCTIONS FOR FILLING BALLOT FORM

1. GENERAL INFORMATION

a) There will be one Postal Ballot Form / e-voting for every Client ID No. / Folio No., irrespective of the number of joint holders.

b) Members can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. In case you are opting for voting by Postal Ballot, then please do not cast your vote by e-voting and vice versa. In case Members cast their votes both by Postal Ballot and e-voting, the votes cast through e-voting shall prevail and the votes cast through postal ballot form shall be considered invalid.

c) Voting rights in the Postal Ballot / e-voting cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorised representatives accompanied by a certified copy of the relevant board resolution with the specimen signature(s) of the authorized signatory(ies) duly attested.

d) Voting rights shall be reckoned on the paid-up value of shares registered in the name of the shareholders on the cut-off date i.e. **Friday 14th September 2018 (Cutoff date).**

e) Member is requested to fill the Postal Ballot Form with indelible ink pen (and avoid filling it by using erasable writing medium/s, e.g. pencil etc.).

f) postal ballot form shall be considered invalid if

- It has not been signed by or on behalf of the Member;
- Signature on the postal ballot form doesn't match the specimen signatures in records;
- It is not possible to determine without any doubt the assent or dissent of the Member;
- Neither assent nor dissent is mentioned;
- Any competent authority has given directions in writing to the Bank to freeze the Voting Rights of the Member
- The envelope containing the postal ballot form is received after the last date prescribed
- The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
- It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
- Member has made any amendment to the Resolution or imposed any condition while exercising his vote.

2. PROCESS FOR MEMBERS OPTING FOR VOTING BY POSTAL BALLOT

a) Members desiring to cast their vote by Postal Ballot should complete and sign this Postal Ballot Form and send it to the Scrutinizer, CS Manoj Maheshwari, Practicing Company Secretaries, in the enclosed postage self-addressed envelope. Postal Ballot Forms deposited in person or sent by post or courier at the expense of the Member will also be accepted.

b) In case of joint holding, this Postal Ballot Form should be completed and signed by the first named Member and in his absence by the next named Member.

c) The signature of the Member on this Postal Ballot Form should be as per the specimen signature furnished by National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) or registered with the Bank/Registrar and Transfer Agent, in respect of shares held in dematerialised form or in physical form, respectively.

d) Completed Postal Ballot Forms should reach the Scrutinizer not later than the close of working hours i.e., 5.00 P.M on **Saturday 20th October 2018 (late date of receipt of Ballot paper)** at address given on Business Reply Envelope. Postal Ballot Forms received after this date will be considered invalid.

e) Postal Ballot Forms which are incomplete or unsigned or defective in any manner are liable to be rejected. The Scrutinizer's decision in this regard shall be final and binding.

f) A Member seeking duplicate Postal Ballot Form or having any grievance pertaining to the Postal Ballot process can write to the Bank's Registrars- Registrar and Transfer Agent-Link Intime India Pvt Ltd, C 101, 247 Park , L B S Marg, Vikhroli West, Mumbai 400 083 or send an e-mail to evoting.investors@linkintime.co.in

g) Members opting for voting by "Postal Ballot" as stated above along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and if any extraneous paper is found in such envelope the same would not be considered and would be destroyed by the Scrutinizer.

Ref. No.: AUSFB/SEC/2018-19/372
Date: 18th September,2018

Listing Department National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai 400051, Maharashtra. **Symbol: AUBANK**	Department of Corporate Services, BSE Limited, PhirozJeejeebhoy Towers, Dalal Street, Mumbai 400001, Maharashtra. **Scrip Code: 540611**

Dear Sir(s),

Sub: Postal Ballot Notice (Including remote e-voting) of AU Small Finance Bank Limited

Pursuant to Provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, we hereby inform that the Postal Ballot notice dated 7th August 2018 along with Postal Ballot form is being sent to the Shareholders of the Bank seeking their approval for the business stated as under:

Item No. 1: To Reclassify the Status of Existing Promoter's Group to Public Shareholders.

The explanatory statement pursuant to Sections 102 of the Act pertaining to the aforesaid resolutions setting out the material facts concerning each item and the reasons thereof is attached to the Postal Ballot Notice.

The Bank has engaged the services of NSDL for the purpose of providing e-voting facility to all its Members. the voting period commences from 9.00 a.m. (IST) Friday 21st September 2018 and ends on 5.00 p.m. (IST) Saturday, 20th October 2018. The result of the same will be declared on or before Monday, 22nd October 2018.

The Notice of Postal Ballot with explanatory statement, instruction for E-voting and postal ballot form is also available on the website of the Bank **www.aubank.in**

We would request you to please take note of the same.

Thanking You,

FOR AU SMALL FINANCE BANK LIMITED

Manmohan Parnami
Company Secretary & Compliance Officer