

April 15, 2020

|                                                                                                                                                           |                                                                                                                                                                            |                                                                                                              |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|
| <b>BSE Limited</b><br>Dept of Corporate Services<br>Phiroze Jeejeebhoy Towers,<br>Dalal Street, Fort,<br>Mumbai - 400001<br><b>BSE Scrip Code: 541153</b> | <b>The National Stock Exchange of India Limited</b><br>The Listing Department<br>Exchange Plaza, Bandra Kurla<br>Complex, Mumbai - 400051<br><b>NSE Symbol: BANDHANBNK</b> | The Company Secretary<br><b>Bandhan Bank Limited</b><br>DN 32, Sector V<br>Salt Lake City<br>Kolkata 700 091 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------|

Dear Sir / Madam,

**Sub.: Disclosure under Regulation 30(2) and 31(4) of SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 2011**

In terms of the provision of Regulation 30(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulation, 2011('Takeover Regulations'), we hereby submit the disclosure in the format prescribed for the financial year ended March 31, 2020.

Further, in terms of Regulation 31(4) of the Takeover Regulations, we hereby confirm that Bandhan Financial Holdings Limited, the Promoter along with other Promoter i.e. Bandhan Financial Services Limited, North East Financial Inclusion Trust, Financial Inclusion Trust and Promoter Group, Bandhan Konnagar, have not made any encumbrance, directly or indirectly, on the equity shares of Bandhan Bank Limited.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

for **Bandhan Financial Holdings Limited**

  
Authorised Signatory



for **Bandhan Financial Services Limited**

  
Authorised Signatory



for **North East Financial Inclusion Trust**

  
Authorised Signatory

for **Financial Inclusion Trust**

  
Authorised Signatory

for **Bandhan Konnagar**

  
Authorised Signatory

**Format for disclosure under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

**Part A - Details of Shareholding**

|                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                                                                                     |                                                          |                                                    |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------|----------------------------------------------------|
| 1. Name of the Target Company (TC)                                                                                                                                                                                                                                                                                                                                                                                                | Bandhan Bank Limited                                                                                                |                                                          |                                                    |
| 2. Name(s) of the stock exchange(s) where the shares of the TC are listed                                                                                                                                                                                                                                                                                                                                                         | <ul style="list-style-type: none"> <li>• BSE Limited</li> <li>• National Stock Exchange of India Limited</li> </ul> |                                                          |                                                    |
| 3. Particulars of the shareholder(s):<br>a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC<br><br>or<br>b. Name(s) of promoter(s), member of the promoter group and PAC with him | As per the List attached as 'Annexure -A'                                                                           |                                                          |                                                    |
| 4. Particulars of the shareholding of person(s) mentioned at (3) above                                                                                                                                                                                                                                                                                                                                                            | Number of Shares                                                                                                    | % w.r.t. total share/ voting capital wherever applicable | % of total diluted share/ voting capital of TC (*) |
| As of March 31, 2020, the holding of                                                                                                                                                                                                                                                                                                                                                                                              |                                                                                                                     |                                                          |                                                    |
| a) Shares                                                                                                                                                                                                                                                                                                                                                                                                                         | 981,483,046                                                                                                         | 60.95                                                    | 60.95                                              |
| b) Voting Rights (otherwise than by shares)                                                                                                                                                                                                                                                                                                                                                                                       | -                                                                                                                   | -                                                        | -                                                  |
| c) Warrants                                                                                                                                                                                                                                                                                                                                                                                                                       | -                                                                                                                   | -                                                        | -                                                  |
| d) Convertible Securities                                                                                                                                                                                                                                                                                                                                                                                                         | -                                                                                                                   | -                                                        | -                                                  |
| e) Any other instrument that would entitle the holder to receive shares in the TC                                                                                                                                                                                                                                                                                                                                                 | -                                                                                                                   | -                                                        | -                                                  |
| <b>Total</b>                                                                                                                                                                                                                                                                                                                                                                                                                      | <b>981,483,046</b>                                                                                                  | <b>60.95</b>                                             | <b>60.95</b>                                       |

*\*Equity shares are held by only one promoter solely, i.e. Bandhan Financial Holdings Limited (the 'BFHL'), other promoter i.e. Bandhan Financial Services Limited (the 'BFSL'), North East Financial Inclusion Trust (the 'NEFIT'), Financial Inclusion Trust (the 'FIT') and promoter group, Bandhan Konnagar are not holding any equity shares in the Bank.*

**Part - B\*\***

**Name of the Target Company: Bandhan Bank Limited**

| Sl. No. | Name(s) of the persons and Persons Acting in Concert (PAC) with the person | Whether the person belongs to Promoter/ Promoter group |
|---------|----------------------------------------------------------------------------|--------------------------------------------------------|
| 1       | Bandhan Financial Holdings Limited                                         | Promoter                                               |
| 2       | Bandhan Financial Services Limited                                         | Promoter                                               |
| 3       | North East Financial Inclusion Trust                                       | Promoter                                               |
| 4       | Financial Inclusion Trust                                                  | Promoter                                               |
| 5       | Bandhan Konnagar                                                           | Promoter Group                                         |

Yours faithfully,

for **Bandhan Financial Holdings Limited**

Authorised Signatory



for **Bandhan Financial Services Limited**

Authorised Signatory



for **North East Financial Inclusion Trust**

Authorised Signatory

for **Financial Inclusion Trust**

Authorised Signatory

for **Bandhan Konnagar**

Authorised Signatory

**Note:**

1. In case of promoter(s) making disclosure under Regulation 30(2), no additional disclosure under Regulation 30(1) is required.

(\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/ warrants into equity shares of the TC.

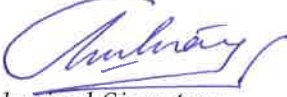
(\*\*) Part - B shall be disclosed to the Stock Exchanges but shall not be disseminated.

**Annexure - A**

| Name(s) of promoter(s), member of the promoter group and PAC with him |                                      |               |             |
|-----------------------------------------------------------------------|--------------------------------------|---------------|-------------|
| Sl. No.                                                               | Name                                 | No. of Shares | % of Equity |
| <b>Promoter</b>                                                       |                                      |               |             |
| 1                                                                     | Bandhan Financial Holdings Limited   | 98,14,83,046  | 60.95       |
| 2                                                                     | Bandhan Financial Services Limited   | -             | -           |
| 3                                                                     | North East Financial Inclusion Trust | -             | -           |
| 4                                                                     | Financial Inclusion Trust            | -             | -           |
| <b>Promoter Group</b>                                                 |                                      |               |             |
| 5                                                                     | Bandhan Konnagar                     | -             | -           |

Yours faithfully,

for **Bandhan Financial Holdings Limited**

  
Authorised Signatory



for **Bandhan Financial Services Limited**

  
Authorised Signatory



for **North East Financial Inclusion Trust**

  
Authorised Signatory

for **Financial Inclusion Trust**

  
Authorised Signatory

for **Bandhan Konnagar**

  
Authorised Signatory