

Ref. No.: BBL/SEC/014/2025-26

April 30, 2025

BSE LimitedDept. of Corporate Services
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001**BSE Scrip Code: 541153****National Stock Exchange of India Limited**The Listing Department
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051**NSE Symbol: BANDHANBNK**

Dear Sir/Madam,

Sub.: Outcome of Board Meeting held on April 30, 2025 – the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR')**Audited Financial Results & Dividend:**

Pursuant to the provisions of Regulation 33 and other applicable provisions of the SEBI LODR, please be informed that the Board of Directors (the '**Board**') of Bandhan Bank Limited ('**the Bank**'), at its meeting held today, i.e., **Wednesday, April 30, 2025**, has, *inter alia*, considered and approved the Audited Financial Results of the Bank, for the quarter (Q4) and Financial Year ended March 31, 2025.

Pursuant to Regulation 33(3)(d) of the SEBI LODR, it is hereby declared that the Joint Statutory Auditors of the Bank, i.e., M/s. Singhi & Co., Chartered Accountants, and M/s. V. Sankar Aiyar & Co., Chartered Accountants, have submitted their Audit Report on the aforesaid Audited Financial Results of the Bank, with unmodified opinion.

Further, the Board has also recommended Dividend of Rs. 1.50 (Rupee One and Fifty Paise Only), per equity share having face value of Rs. 10 each (i.e., 15%), from the profits of the Bank for the Financial Year ended March 31, 2025, for the approval of Shareholders of the Bank at the ensuing Annual General Meeting ('**AGM**'). The Dividend on equity shares will be paid/dispatched after the same is approved by the Shareholders at the ensuing AGM.

Accordingly, please find enclosed:

- i) the Audited Financial Results of the Bank for the quarter (Q4) and Financial Year ended March 31, 2025;
- ii) the Audit Report, issued by the Joint Statutory Auditors of the Bank, on the aforesaid Audited Financial Results; and

iii) A copy of Press Release on the abovementioned Financial Results of the Bank.

A copy of Earnings Update Presentation on the abovementioned Financial Results of the Bank is being submitted separately.

Further, please note that the window for trading in securities of the Bank, which was closed for its Promoter(s), Member(s) of the Promoter Group, Directors, Designated Persons, Auditors and their immediate relatives, and Connected Persons, from April 01, 2025, shall re-open 48 hours after this declaration of the aforesaid Audited Financial Results.

Appointment of Joint Statutory Auditors:

Pursuant to the applicable provisions of the SEBI LODR, it is hereby informed that pursuant to the approval of Shareholders of the Bank at its 8th AGM held on August 10, 2022 and the 'Guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including HFCs) dated April 27, 2021' issued by RBI ('**RBI Guidelines**'), M/s. Singhi & Co., Chartered Accountants, (ICAI Firm Registration Number: 302049E) can hold office as the Joint Statutory Auditors of the Bank until the conclusion of 11th AGM of the Bank to be held in 2025. Further, pursuant to the RBI Guidelines, the Bank is required to appoint two joint statutory auditors. Accordingly, pursuant to RBI Guidelines and the Bank's 'Policy for Appointment of Statutory Auditors of the Bank', the Board of Directors, at its meeting held on April 30, 2025, on the recommendation of the Audit Committee of the Board ('**ACB**'), has recommended names of two audit firms, in the order of preference, to act as one of the Joint Statutory Auditors of the Bank, to the RBI, for approval for financial year 2025-26. In terms of the provisions of Section 139 of the Companies Act, 2013, the appointment of Statutory Auditors is subject to approval of Shareholders. Accordingly, once the approval of RBI is received for the appointment of one of the two audit firms proposed, as Joint Statutory Auditors, the proposal will be placed before the Shareholders for approval on the basis of recommendation of the ACB and the Board of Directors of the Bank.

Further, pursuant to RBI Guidelines and the Bank's 'Policy for Appointment of Statutory Auditors of the Bank', the Board of Directors, on the recommendation of the ACB, has also recommended the re-appointment of M/s. V. Sankar Aiyar & Co., Chartered Accountants (ICAI Firm Registration No.: 109208W), as Joint Statutory Auditors of the Bank for financial year 2024-25. The appointment of M/s. V. Sankar Aiyar & Co. has already been approved by the Shareholders at 10th AGM held on August 20, 2024, for a period of three years to hold office from the conclusion of 10th AGM until the conclusion of 13th AGM of the Bank, subject to approval of RBI on an annual basis.



The Board Meeting commenced at 10:00 a.m. and aforesaid items were approved by the Board at 03:20 p.m.

You are requested to take note of the above.

This disclosure and the above mentioned documents are being simultaneously uploaded on the Bank's website at www.bandhanbank.com.

Thanking you.

Yours faithfully,
for **Bandhan Bank Limited**

A handwritten signature in black ink, appearing to read 'Indranil Banerjee'.

Indranil Banerjee
Company Secretary



Encl.: As above