



# CITY UNION BANK LIMITED

CIN : L65110TN1904PLC001287

Regd. Office : 149, T.S.R. (Big) Street, Kumbakonam - 612 001. Thanjavur District. Tamil Nadu.

Telephone No : 0435 - 2402322 Fax : 0435 - 2431746

E-mail : shares@cityunionbank.com Website : www.cityunionbank.com

C.O/Shares/LR-5/2024-25

April 02, 2025

National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E),  
**Mumbai 400 051**

BSE Ltd.  
DCS – CRD,  
PhirozeJeejeebhoy Towers,  
25<sup>th</sup> Floor, Dalal Street,  
**Mumbai 400 001**

**Scrip Code: CUB**

**Scrip Code: 532210**

Dear Sir / Madam,

**Sub: Notice of Postal Ballot to the Members of the Bank**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we enclose herewith the Notice of Postal Ballot of the Bank dated March 26, 2025, along with the explanatory statement, sent to the members of the Bank on April 02, 2025 through e-mail seeking their approval for the following Ordinary Resolution- Special Business.

| Item No. | Agenda Item   | Type of Resolution  |
|----------|---|---------------------|
| 1.       | Appointment of Shri. Ramesh Venkataraman (DIN 10954322) Additional Director, as a Whole-time Director designated as Executive Director of the Bank, for a period of three (3) years w.e.f. February 21, 2025, on the terms and conditions relating to the said appointment including remuneration, as approved by RBI | Ordinary Resolution |

Members of the Bank holding shares as on the cut-off date, being March 21, 2025, are eligible to cast their vote through remote e-voting which commences from April 04, 2025 at 9:00 a.m. IST and ends on May 03, 2025 at 5:00 p.m. IST

Kindly take note of the above intimation and disseminate to all concerned.

Thanking you

Yours faithfully

For **CITY UNION BANK LIMITED**

Venkataramanan S  
Company Secretary

**Encl.:a.a**



**CITY UNION BANK LIMITED**

CIN: L65110TN1904PLC001287

Regd. off.: 149, T.S.R (Big) Street, Kumbakonam – 612 001

Phone: 0435-2432322 ; Fax: 0435-2431746

e-mail: [shares@cityunionbank.in](mailto:shares@cityunionbank.in) ; website: [www.cityunionbank.com](http://www.cityunionbank.com)

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**POSTAL BALLOT NOTICE**

**[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]**

Dear Members,

**NOTICE** is hereby given that pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("**the Act**") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force, and as amended, from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [as amended], Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India, circulars issued by the Ministry of Corporate Affairs (the "MCA"), Government of India, for holding general meetings / conducting postal ballot process through electronic voting ("remote e-voting") vide General Circular No.14/2020 dt. April 8, 2020, No.17/2020 dt. April 13, 2020, No.20/2020 dt. May 05, 2020, No.22/2020 dt. June 15, 2020, No.33/2020 dt. September 28, 2020, No.39/2020 dt. December 31, 2020, No.10/2021 dt. June 23, 2021, No.20/2021 dt. December 8, 2021, No. 03/2022 dt. May 5, 2022, No.11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and No.9/2024 dated September 19, 2024 (collectively called as the "**MCA Circulars**"), and SEBI circular No.133/2024 dated October 3, 2024, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167, dated October 7, 2023 and other applicable extant rules / regulations / guidelines / circulars / notifications [including any statutory modifications, amendments, thereto or re-enactments thereof], approval of the members of City Union Bank Limited is being sought on the Special Business to be passed as **Ordinary Resolution** contained herein through Postal Ballot by way of remote e-voting ("**e-voting**") process.

The referred MCA circulars provide extended relaxations to seek members' approval for items other than Ordinary Business, by way of Postal Ballot or e-voting. Kindly note as per the said MCA circulars hard copy of the Notice & Postal Ballot is not sent and accordingly this is being sent only to those members who have registered their e-mail address with the Bank / its Registrar & Transfer Agents "M/s Integrated Registry Management Services Private Limited".

You are requested to peruse the following proposed Resolution along with Explanatory Statement and thereafter record your assent / dissent by means of **e-voting** system provided by NSDL which will **commence on April 4, 2025** and **conclude on May 3, 2025**. **The Resolution, if passed, shall be deemed to have been passed on the last date of e-voting i.e. May 3, 2025 at a general meeting.**

**SPECIAL BUSINESS**

- 1. Appointment of Shri. Ramesh Venkataraman (DIN 10954322) Additional Director, as a Whole-time Director designated as Executive Director of the Bank, for a period of three (3) years w.e.f. February 21, 2025, on the terms and conditions relating to the said appointment including remuneration, as approved by RBI**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** Shri. Ramesh Venkataraman (DIN 10954322) who was appointed by the Board as an Additional Director in the category of Whole-time Director and designated as Executive Director of the Bank on 21.02.2025 for a period of three (3) years, with effect from February 21, 2025 up to February 20, 2028 (both days inclusive) pursuant to the provisions of Sections 152, 196 and all other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with relevant Rules framed thereunder and approval received from the Reserve Bank of India vide its letter no DoR. GOV.No.7429/08.42.001/2024-25 dated February 14, 2025, under Section 35B of the Banking Regulation Act, 1949 and Article 26 of the Articles of Association of the Bank and in respect of whom the Bank has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as Executive Director of the Bank in the category of Whole-time Director for a period of three (3) years with effect from February 21, 2025 till February 20, 2028 (both days inclusive)."

**"RESOLVED FURTHER THAT** pursuant to Section 152(6) of the act read with Articles of Association of the Bank, Shri. Ramesh Venkataraman, whose appointment and tenure is approved for a fixed term by the RBI, shall not be subject to retirement by rotation during his tenure as Whole-time Director of the Bank."

**"RESOLVED FURTHER THAT** pursuant to the approval received from the Reserve Bank of India vide its letter no. DoR. GOV.No.7925/08.42.001/2024-25 dated March 4, 2025 under Section 35B of the Banking Regulation Act, 1949, RBI Guidelines on Compensation for Whole Time Directors / Chief Executive Officers / Material Risk Takers and Control Function Staff, etc. issued on November 4, 2019 ('the guideline'), provisions of Sections 196, 197 and other applicable provisions, if any, of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any modifications or re-enactments thereof for the time being in force) and any other applicable rules, the payment of remuneration to Shri. Ramesh Venkataraman, Executive Director of the Bank, with effect from February 21, 2025, on the following terms as approved by RBI, be and is hereby ratified and approved:"

| Sl.No. | Particulars  | Amount per annum (in Rs.) | Remarks   |
|--------|--|---------------------------|---|
|        | <b>Fixed Pay (including perquisites)</b>   |                           |   |
| 1.     | Salary   | 98,50,000                 | -   |
| 2.     | Leave Fare Concession / Allowance  | 3,50,000                  | -   |
| 3.     | Perquisites:   |                           |   |
| a.     | Conveyance Allowance / Bank has to provide Car with Driver for self & spouse for official and private purposes | 39,600                    | Being the perquisite value for car allowance as per Income Tax rules. |
| b.     | Reimbursement of medical expenses – Medical Aid Allowance  | 60,000                    | -   |
| c.     | Telephone, Mobile and Internet facility  | 35,400                    | -   |
| d.     | Subscription to Newspapers and Business Magazines  | 10,000                    | -   |
| e.     | Club Membership  | 50,000                    | -   |
| f.     | Insurance Premium  | 55,000                    | -   |
| g.     | Entertainment Allowance  | 50,000                    | -   |
|        | <b>Total Fixed pay (including perquisites)</b>   | <b>1,05,00,000</b>        | -   |

|    | <b>Details of expenses eligible for reimbursement without any monetary ceiling:</b>  |
|----|--|
| 1. | Casual Leave, Sick Leave, Encashment of Privilege Leave, Group Life Insurance Policy Premium, Group Medical Insurance Policy Premium, Group Staff Housing Policy premium, Accidental Insurance etc., will be applicable as per the prevailing terms and conditions of the bank applicable for such post. |
| 2. | Travelling and Halting Allowance: Reimbursement of actual travelling expenses (if by train, equivalent to the highest class / if by air, equivalent to the highest class plus any other transport and incidental expenses incurred while undertaking business travel)                                    |
| 3. | Reimbursement of medical hospitalisation charges to the extent of 100% for self and dependent family members.  |

**"RESOLVED FURTHER THAT** pursuant to the RBI Guideline, the Compensation policy of the Bank, the relevant provisions of the Banking Regulation Act, 1949, approval of the shareholders be and is hereby accorded for payment of Variable Pay to Shri. Ramesh Venkataraman, Executive Director of the Bank for each financial year within the overall ceiling as contained under the guideline and that the actual Variable Pay shall be paid only after the approval of the RBI based on an annual review by the Board of the Bank and the Compensation and Remuneration Committee ['CRC'] of his performance, performance of the Bank as a whole and such other performance-based criteria as may be determined by the CRC from time to time."

**"RESOLVED FURTHER THAT** the Board of Directors / Concerned committees be and are hereby authorized to delegate one or more directors / officials of the Bank to file necessary applications, clarifications or documents from time to time with the RBI for revision of remuneration / modification of any terms and conditions of Shri. Ramesh Venkataraman , Executive Director and to revise the remuneration and /or terms and conditions as per the approval of the RBI and to make payments thereof subject to the condition that the total remuneration shall not exceed the maximum ceiling limit prescribed under Schedule V and any other relevant provisions of the Companies Act, 2013."

**By Order of the Board of Directors  
for CITY UNION BANK LIMITED**

Sd/-  
Venkataraman S  
Company Secretary  
M.No. 28842

**Place: Chennai  
Date: March 26, 2025**

## NOTES:

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special Business is annexed hereto.
2. This Notice is being sent to the members whose e-mail ids are registered with the Bank / RTA as on the **cut-off date** being **March 21, 2025** and the members on that date are eligible to cast their vote electronically. As regards e-voting, both the e-mail registered members as well as the non-registered members can cast their vote on the Resolution as per remote e-voting instructions forming part of this Notice.
3. Institutional / Corporate Shareholders (i.e. other than Individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF / JPG format) of its Board or Governing Body Resolution / Authorization etc., authorizing its representative to vote through remote e-voting. The e-mail may be sent directly to the scrutinizer at [scrutinizer@cityunionbank.in](mailto:scrutinizer@cityunionbank.in) with a copy marked to NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com)
4. All relevant documents referred to in this Notice requiring the approval of the members shall be available for inspection by the members. Members seeking to inspect are requested to drop an e-mail to [shares@cityunionbank.in](mailto:shares@cityunionbank.in)
5. Members who have not registered their e-mail address so far, are requested to register their e-mail address (for demat holders - with their respective DPs and for holders in physical form - with the Bank's RTA) to enable the Bank to send all future correspondence through e-mail.
6. A copy of this Notice is also available in the website of the Bank and NSDL & CDSL. The same can also be downloaded from the website of the stock exchanges viz. The National Stock Exchange of India Limited and BSE Limited.

### 7. **Voting through electronic means**

In terms of Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Bank is pleased to provide remote e-voting facility to its members through the services provided by National Securities Depository Limited (NSDL).

8. The **remote e-voting will commence on April 4, 2025 (9:00 a.m.)** and **conclude on May 3, 2025 (5:00 p.m.)**. The e-voting module shall be disabled by NSDL thereafter.
9. The Board of Directors of the Bank has appointed **M/s. KUVS & Associates Practising Company Secretaries, Tiruchirappalli**, as **Scrutinizer** to scrutinize and report the voting process in a fair and transparent manner. The **results** of the Postal Ballot shall be announced on or before **Tuesday May 6, 2025** and the Resolution, if passed with requisite majority, shall be deemed to have been duly passed on the last date of e-voting i.e. **May 3, 2025** at a general meeting. The results of the postal ballot shall be hosted in the website of the Bank and also it will be communicated to Stock Exchanges viz. NSE and BSE as per statutory requirements.
10. **Update your KYC:** The shareholders holding shares in Physical / Demat mode may kindly update their KYC details with the Bank / RTA or with their respective Depository Participant (DP) by submitting the following:
  - a) ID Proof : Self Attested copy of PAN Card
  - b) Address Proof : Self Attested copy of Passport / Aadhar Card / Bank Pass Book / Voter Card / Driving License

## **EXPLANATORY STATEMENT**

**Pursuant to Section 102 read with Section 110 of the Companies Act, 2013 ("the act"), the following explanatory statement sets out the material facts relating to the subject matter of the Notice**

### **Item No.1**

Shri. Ramesh Venkataraman is qualified as M.Sc, JAIIB, ACS and aged 61 years. He holds over 38 years of rich experience in Banking, Finance & Accounts, Law, Treasury and Risk Management. He joined the Bank as Clerk on 13.03.1986 at George Town Branch, Chennai and rose to the position of Senior General Manager. He has grown with the Bank having put 38 years of dedicated service and he has held three key posts in the Bank during his tenure viz. Company Secretary, Chief Financial Officer and Chief Compliance Officer.

The evolving regulatory landscape driven by increasing scrutiny, stricter compliance requirements, and the growing complexity of financial markets, demands that Banks not only focus on expanding their market share but also maintain strong Governance, Risk and Assurance frameworks. In view of this, based on the recommendations of the Nomination Committee, the Board of Directors of the Bank had approved of the candidature of Shri. Ramesh Venkataraman, subject to the prior approval of RBI who holds expertise in all such areas.

The RBI vide its letter no.DoR. GOV.No.7429/08.42.001/2024-25 dated February 14, 2025 under Section 35B of the Banking Regulation Act, 1949, has conveyed its prior approval for the appointment of Shri. Ramesh Venkataraman as WTD-ED of the Bank for a period of 3 years and also vide its letter no. DoR. GOV.No.7925/08.42.001/2024-25 dated March 4, 2025 has conveyed its approval for his fixed remuneration as set out in the resolution. The Board at its meeting held on February 21, 2025 co-opted him as Additional Director in the category of Whole-time Director designated as the Executive Director of the Bank for a period of three (3) years, with effect from February 21, 2025. Shri Ramesh Venkataraman presently oversees the areas viz., Accounts & Audits, Analysis of Financial Statements, Governance & Compliance, Management of Investor relations & Analysts, International Banking – Domestic & Forex matters besides Business Development [Liabilities side], Credit Recovery and management of NPAs.

The Board of your Bank is of the view that the proposed appointment of Shri Ramesh Venkataraman will provide a strong assurance to the Board on his expertise areas for informed decision-making and to all the stakeholders as well, in fostering an environment conducive to sustainable growth and success of the Bank.

The Bank has received declaration, in terms of Section 164 of the act, from Shri. Ramesh Venkataraman that he is not disqualified from being appointed as a Director and he has given his consent to act as a Director of the Bank, along with other necessary declarations / disclosures for his appointment. Also, he has affirmed that he is not de-barred from holding office of Director by virtue of any order of SEBI or any such Authority.

In the opinion of the Board he fulfills the conditions for the said appointment as prescribed under relevant provisions of the Act and rules made thereunder, the SEBI Listing Regulations, the Banking Regulation Act, 1949 and other guidelines issued by RBI from time to time. Shri. Ramesh Venkataraman is a person of integrity who holds requisite qualifications, skills, experience and expertise in specific functional areas which are beneficial to the Bank.

In respect of the proposed appointment, the Bank has received a notice in writing from a member under Section 160(1) of the Companies Act, 2013, signifying the member's intention to propose the candidature of Shri. Ramesh Venkataraman as a Director of the Bank.

His detailed profile together with expertise areas and other relevant information as required to be given pursuant to the provision of the Companies Act, 2013 and SEBI Listing Regulations is given hereinafter below.

Save and except Shri. Ramesh Venkataraman and the shareholders who are his relatives, none of the Directors and Key Managerial Personnel and their relatives are concerned or interested in the Agenda item.

Accordingly, based on facts of the proposal and the rationale as aforesaid, the Board recommends the Resolution set out in this Notice for approval of the Members by passing **Ordinary Resolution**.

**Additional Details pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulation 2015 and Secretarial Standard issued by ICSI**

|   |  |
|---|--|
| Name of the Director  | <b>Ramesh Venkataraman [DIN 10954322]</b>  |
| Father's Name   | Venkataraman Krishnasamy   |
| Date of Birth / Age   | May 6, 1963 / 61 years   |
| Qualification   | M.Sc. (Physics), JAIIB, A.C.S  |
| Brief resume including experience   | Shri. Ramesh Venkataraman joined the Bank as Clerk on 13.03.1986 at George Town Branch, Chennai and rose to the position of Senior General Manager. He has grown with the Bank with 38 years of dedicated service and he has held three key posts in the Bank during his tenure viz. Company Secretary, Chief Financial Officer and Chief Compliance Officer. Shri. Ramesh holds extensive knowledge and profound experience in Banking, Finance & Accounts, Compliance, Investor Relations, Investments, Risk Management, International Banking and Treasury functions. He has a core expertise in all such areas owing to his professional competency and long career in the Bank. |
| Nature of expertise in specific functional areas                          | Banking, Finance & Accounts, Law, Risk Management and Treasury   |
| Date of appointment in the Bank (in current term)                         | Additional Director (WTD-ED) w.e.f. February 21, 2025  |
| Relationship with other Directors or Key Managerial Personnel of the Bank | Nil  |
| Membership in Board Committees  | As on date he is a Member in the following Committees of the Board:<br>1. Credit Committee<br>2. Risk Management Committee<br>3. Committee to review NPA & Suit Accounts<br>4. Customer Service Committee<br>5. Corporate Social Responsibility Committee<br>6. Special Committee for monitoring and follow up of Frauds<br>7. IT Strategy Committee<br>8. ARC Sale Committee  |
| Other outside Directorships held  | NIL  |
| Listed entities from which he has resigned in the past three years        | NA   |
| Remuneration sought to be paid  | As proposed in the resolution.   |
| Remuneration last drawn   | NA   |
| Number of Board meetings attended during the year                         | 1  |
| No. of Shares held in the Bank  | 1,89,060   |

**By Order of the Board of Directors  
for CITY UNION BANK LIMITED**

Sd/-

Venkataraman S  
Company Secretary  
M.No.28842

**Place: Chennai  
Date: March 26, 2025**

## **INSTRUCTIONS FOR REMOTE e-VOTING**

The remote e-voting period **begins on April 04, 2025 at 09:00 A.M. (IST) and ends on May 03, 2025 at 05:00 P.M. (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the **cut-off date** i.e. **March 21, 2025**, can cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Bank as on the said cut-off date.

### **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: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility. Login method for Individual shareholders holding securities in demat mode is given below:

| <b>Type of shareholders</b>  | <b>Login Method</b>  |
|--|--|
| Individual Shareholders holding securities in demat mode with NSDL | <ol style="list-style-type: none"><li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" which is available under '<b>IDeAS</b>' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>4. Shareholders / Members can also download NSDL Mobile App "<b>NSDL Speede</b>" facility by scanning the QR code mentioned below for seamless voting experience.</li></ol> |

|   |  |
|---|--|
|   | <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <p style="text-align: center;">  App Store      Google Play </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>  |
| <p>Individual Shareholders holding securities in demat mode with CDSL</p>                                     | <ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol> |
| <p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p> | <p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>   |

**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

| <b>Login type</b>  | <b>Helpdesk details</b>  |
|--|--|
| Individual Shareholders holding securities in demat mode with NSDL | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000  |
| Individual Shareholders holding securities in demat mode with CDSL | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911 |

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**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 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP 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 :

| <b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b> | <b>Your User ID is:</b>   |
|---|---|
| a) For Members who hold shares in demat account with NSDL.            | 8 Character DP ID followed by 8 Digit Client ID<br>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<br>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<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001*** |

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use 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 to 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, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

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](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://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.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
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.

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

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

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. 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.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. 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 the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [scrutinizer@cityunionbank.in](mailto:scrutinizer@cityunionbank.in) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
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](http://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](http://www.evoting.nsdl.com) or call on : 022 - 4886 7000 or send a request to **Mr. Gopalakrishnan A, Assistant Manager** at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [shares@cityunionbank.in](mailto:shares@cityunionbank.in)
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [shares@cityunionbank.in](mailto:shares@cityunionbank.in). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder / members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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