



# 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-5/2025-26

March 04, 2026

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 February 27, 2026, along with the explanatory statement sent to the members of the Bank on March 04, 2026 through e-mail seeking their approval for the following Special Businesses through Postal Ballot by way of remote e-voting.

Item.No.	Agenda Item	Type of Resolution
1.	Appointment of Shri. K. Subramanian (DIN 11519754), as an Independent Director on the Board of the Bank	Special Resolution
2.	Appointment of Shri R Vijay Anandh (DIN 09656376), Executive Director, as the Managing Director & CEO of the Bank along with remuneration w.e.f. May 1, 2026	Ordinary Resolution
3.	To consider the revision of Fixed remuneration for Dr. N. Kamakodi (DIN 02039618), MD & CEO of the Bank w.e.f. May 1, 2025, as approved by RBI	Ordinary Resolution
4.	To consider the revision of fixed remuneration for Shri R. Vijay Anandh (DIN 09656376), Executive Director of the Bank w.e.f. June 24, 2025, as approved by RBI	Ordinary Resolution

The Members of the Bank holding shares as on the cut-off date, being February 20, 2026, are eligible to cast their vote through remote e-voting which commences from March 05, 2026 at 9:00 a.m. IST and ends on April 03, 2026 at 5:00 p.m. IST.

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

Yours faithfully  
for **CITY UNION BANK LIMITED**

  
Venkataraman 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

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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 Member(s),

**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**") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI Listing Regulations, 2015 as amended, Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India, General Circular No.03/2025 issued by the Ministry of Corporate Affairs on 22.09.2025 read with connected circulars on holding of Annual / Extra-ordinary General Meetings through video conference / other audio visual means and passing of ordinary and special resolutions under the act, 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 following business matters through Postal Ballot by way of remote e-voting ("**e-voting**") process:

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 / it's Registrar & Transfer Agents "M/s Integrated Registry Management Services Private Limited".

You are requested to peruse the following proposed resolutions along with Explanatory Statement and thereafter record your assent / dissent by means of **e-voting** system provided by NSDL which will **commence on March 5, 2026** and **conclude on April 3, 2026**. The resolution, if passed, shall be deemed to have been passed on the last date of e-voting i.e., April 3, 2026 at a general meeting.

#### **SPECIAL BUSINESS**

##### **1. Appointment of Shri K Subramanian (DIN 11519754), as an Independent Director on the Board of the Bank**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions, if any, of the Companies Act 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules 2014, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("the SEBI Listing Regulations"), Section 10A (2A) and other relevant provisions of the Banking Regulation Act, 1949 ("Banking Act") (including any modifications or re-enactments thereof for the time being in force), Rules, Circulars, Guidelines issued by the Reserve Bank of India ("RBI") as applicable from time to time, provisions of the Articles of Association of the Bank and pursuant to the recommendation of the Nomination Committee and the Board of Directors of the Bank and in respect of whom a notice in writing pursuant to Section 160 of the Act, in the prescribed manner

received from a member proposing his candidature as Independent Director, approval of the members be and is hereby accorded for the appointment of **Shri K. Subramanian (DIN 11519754)** [who was co-opted as an Additional Director by the Board at its meeting held on February 2, 2026 pursuant to the provisions of Section 161(1) of the Act] as an Independent Director on the Board of the Bank with effect from February 2, 2026 up to June 30, 2030 and he shall not be liable to retire by rotation.”

**2. Appointment of Shri R Vijay Anandh (DIN 09656376), Executive Director, as the Managing Director & CEO on the Board of the Bank along with remuneration w.e.f. May 1, 2026**

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

**“RESOLVED THAT** pursuant to the provisions of Article 26 of the Articles of Association of the Bank, Sections 196, 197, 203 read with Schedule V all other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with rules notified thereunder including but not limited to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, SEBI (Listing Regulations), 2015, as amended, applicable provisions of the Banking Regulation Act, 1949 including circulars, notifications, guidelines and directions issued by the RBI from time to time and any other applicable laws and pursuant to the recommendation of the Nomination Committee and the Board of Directors of the Bank, the prior approval accorded by the Reserve Bank of India (“RBI”) vide its letter no. DoR.Gov.No. 8438/08.42.001/2025-26 dt. 9.02.2026, approval of the members be and is hereby accorded for the appointment of **Shri R.Vijay Anandh (DIN 09656376)** as the Managing Director & CEO of the Bank on the following terms, for a period of three (3) years with effect from May 1, 2026.

Sl.No.	Particulars	Amount (in Rs.) per annum	Remarks
<b>Fixed Pay (including perquisites)</b>			
1	Salary	1,35,88,418	-
2	Dearness Allowance	NIL	-
3	<b>Retiral benefits :</b>		
a.	Provident Fund	13,58,842	As applicable to other officers of the Bank which is 10% of the salary.
b.	Gratuity	6,53,603	As applicable to other officers of the Bank.
c.	Pension	5,43,537	As applicable to other officers of the Bank which is 4% of salary.
4	LTA (Leave Travel Allowance)	6,00,000	-
<b>5</b>	<b>Other fixed allowance, if any (please specify)*</b>		
	<i>*Consolidated allowance, if any, to be given with details of heads it subsumes.</i>		
a.	Entertainment Allowance	50,000	-
b.	Education Allowance	20,00,000	-
c.	Other Allowances (Club, Food, Newspapers and Journals)	3,42,000	-
	<b>TOTAL (Sl.no. 1 to 5)</b>	<b>1,91,36,400</b>	-
<b>6</b>	<b>Any other perquisites</b>		

	Conveyance Allowance / Free use of Banks Car		-
a.	Official purpose		Free use of Bank's 2 cars
b.	Private purpose		Reimbursable @ Rs.250 for journeys not exceeding 750 km per month, beyond which 60% of the RTA rate to be recoverable.
c.	Drivers Salary	39,600	Being Perquisite value as per Income Tax Act, 1961
7.	Telephone, Mobile & Internet facility	50,000	-
8.	HRA	24,00,000	-
9.	Value benefit for Loan (Housing / Car)	33,74,000	-
	<b>Total Fixed pay (maximum including perquisites) per annum</b>	<b>2,50,00,000</b>	-

**DETAILS OF OTHER BENEFITS & EXPENSES TO BE REIMBURSED:**

1. Casual Leave, Sick Leave and Encashment of Privilege Leave – as applicable for other executives of the Bank.
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. Insurance (as per prevailing terms & conditions of the Bank – Max. sum assured ceiling for each category):
  - A. Group Term Life Insurance Policy – Maximum sum assured of Rs. 5 crores
  - B. Personal Accidental Insurance coverage for official journeys by Air / Rail / Road – Maximum sum assured Rs. 5 crores.
  - C. Group Medical Insurance Policy – Maximum sum assured of Rs. 25 lakhs
  - D. Group Staff Housing Policy premium – Maximum sum assured of Rs. 713.58 lakhs
4. Reimbursement of Medical expenses: Actual medical expenses for self, spouse, dependent children and parents on production of bills.

**“RESOLVED FURTHER THAT** pursuant to the master directions [‘the directions’] on Corporate Governance issued by RBI on November 28, 2025, the Compensation policy of the Bank, the relevant provisions of the Banking Regulation Act, 1949, approval of the members, be and is hereby accorded for payment of Variable Pay to Shri. R. Vijay Anandh, for each financial year within the overall ceiling as contained under the direction 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 Nomination and Remuneration Committee [‘NRC’] of his performance, performance of the Bank as a whole and such other performance-based criteria as may be determined by the NRC from time to time.”

**“RESOLVED FURTHER THAT** pursuant to the provisions of the Companies Act, 2013, the Banking Regulation Act, 1949, the rules, regulations, circulars, directions and notifications issued by the Reserve Bank of India, and all other applicable laws, statutes and regulatory provisions for the time being in force, and subject to such approvals as may be required, all powers, authorities, duties and functions, whether statutory, regulatory, administrative or otherwise, including internal management powers, which are presently vested in and exercised by Dr. N Kamakodi, the current Managing Director & CEO, shall, with effect from the date of appointment of Shri R Vijay Anandh i.e., May 1, 2026, stand transferred / delegated to, vested in and be exercisable by Shri R Vijay Anandh.”

**“RESOLVED FURTHER THAT** pursuant to the applicable provisions of the act, the Banking Regulation Act, 1949 read with Articles of Association of the Bank, Shri. R. Vijay Anandh, whose appointment and tenure as the MD & CEO of the Bank, 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** the Board of Directors / NRC, be and is hereby authorized to consider revision in remuneration and / or modification of any terms and conditions of Shri R Vijay Anandh, MD & CEO and to make payments thereof subject to the prior approval of the RBI and 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.”

**3. To consider the revision of Fixed remuneration for Dr. N. Kamakodi (DIN 02039618), MD & CEO of the Bank w.e.f. May 1, 2025, 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** pursuant to the approval received from the Reserve Bank of India vide its letter No. DoR.GOV.No.7141/08.42.001/2025-26 dt.17.12.2025 under Section 35B of the Banking Regulation Act, 1949, Section 197 read with Schedule V and other relevant provisions of the Companies Act, 2013 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 revision of fixed pay from ₹ 236.50 lakh p.a. plus perquisites to ₹ 261.00 lakh p.a. plus perquisites effective from May 1, 2025 to Dr. N. Kamakodi (DIN 02039618) Managing Director & CEO of the Bank and the payment of the same on the following terms as approved by the RBI, be and is hereby ratified and approved.”

<b>FIXED PAY (including perquisites)</b>		
<b>Sl.No.</b>	<b>Particulars</b>	<b>Amount (in Rs.) per annum</b>
1.	Salary	1,62,85,477
2.	Dearness Allowance	--
3.	Retiral / Superannuation benefits:	
	a. Provident Fund	16,28,548
	b. Gratuity	7,82,956
	c. Pension	6,51,419
4.	Leave Fare Concession / Allowance	10,00,000
5.	<b>Other Fixed Allowance:</b>	
	i. Entertainment Allowance	50,000
	ii. Education Allowance	20,00,000
6.	<b>Perquisites:</b>	
	i. Free Furnished House & its maintenance / House Rent Allowance	28,80,000
	ii. Conveyance Allowance / Free use of Bank's car for:	
	a. Official Purposes	Free use of Bank's two car
	b. Private Purposes	Reimbursable @ ₹ 250 for journeys not exceeding 750 km per month, beyond which 60% of the RTA rate to be recoverable.
	c. Driver's Salary	₹39,600 [Maximum Perquisite value of using

			Bank's car with Chauffer as per Income Tax has been mentioned].
	iii.	Club Membership(s)	5,00,000
	<b>Any other perquisites (please specify)</b>		
	i.	Telephone, Mobile and Internet facility	1,00,000
	ii.	Insurance Premium	1,70,000 <ul style="list-style-type: none"> <li>• Personal accidental Insurance Coverage – Sum assured max. Rs.5 crore for official journeys by air / rail / road</li> <li>• Group term Life Insurance Policy - Maximum sum assured Rs. 5 crores</li> <li>• Group Medical Insurance Policy - Maximum sum assured of Rs. 25 lakhs –</li> </ul>
	iii.	Subscription to Newspapers, Journals etc.	12,000
<b>TOTAL FIXED PAY</b> [Maximum including Perquisites]			<b>2,61,00,000</b>

<b>Sl.no.</b>	<b>Details of expenses eligible for reimbursement without any monetary ceiling</b>
1.	Casual leave, Privilege Leave and encashment of Privilege Leave as applicable to other executives of the Bank
2.	Reimbursement of Medical expenses : Reimbursement of actual medical expenses for self, spouse, dependent children and parents on production of bills. Superannuation Medical benefit : The Bank will reimburse the actual hospitalization and other medical expenses or pay full premium under suitable medical insurance plan for self, spouse and dependent family members.
3.	Travelling & halting including Boarding : Reimbursement of actual travelling expenses (if by train equivalent to the highest class / by Air equivalent to the highest class plus any other transport and incidental expenses incurred while undertaking business travel)

**"RESOLVED FURTHER THAT** pursuant to the master directions on Corporate Governance issued by RBI on November 28, 2025 [the directions] , 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 Dr. N. Kamakodi, MD & CEO of the Bank for each financial year within an overall ceiling as contained under the direction 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 Nomination and Remuneration Committee ['NRC'] of his performance, performance of the Bank as a whole and such other performance based criteria as may be determined by the NRC from time to time."

**"RESOLVED FURTHER THAT** the Board of Directors / concerned Committees, be and are hereby authorized to consider revision of remuneration and / or modification of any terms and conditions of Dr. N. Kamakodi, MD & CEO and to make payments thereof subject to the prior approval of RBI and 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."

**4. To consider the revision of Fixed remuneration for Shri R. Vijay Anandh (DIN 09656376), Executive Director of the Bank w.e.f. June 24, 2025, 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** pursuant to the approval received from the Reserve Bank of India vide its letter No.DoR.GOV.No.7141/08.42.001/2025-2026 dt.17.12.2025 under Section 35B of the Banking Regulation Act, 1949, Section 197 read with Schedule V and other relevant provisions of the Companies Act, 2013 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 revision of fixed pay from ₹ 206.57 lakh p.a. plus perquisites to ₹ 228 lakh p.a. plus perquisites effective from June 24, 2025 to Shri. R. Vijay Anandh (DIN 09656376) Executive Director of the Bank and the payment of the same on the following terms as approved by the RBI, be and is hereby ratified and approved."

<b>Fixed Pay (including perquisites)</b>			
<b>Sl.No</b>	<b>Particulars</b>		<b>Amount (in Rs.) per annum</b>
1	Salary		<b>95,23,104</b>
2	Dearness allowance		
3	<b>Retiral benefits :</b>		
	(a)	Provident Fund	9,52,311
	(b)	Gratuity	4,58,061
	(c)	Pension	3,80,924
4	LTA (Leave Travel Allowance)		6,00,000
5	<b>Other fixed allowance :</b>		
	i.	Personal Allowance	48,00,000
	ii.	Club Allowance	2,00,000
	iii.	Food Allowance	72,000
	<b>Total (Sl.no. 1-5)</b>		<b>1,69,86,400</b>
6	<b>Any other Perquisites :</b>		
	<b>Conveyance Allowance / Free use of Bank's car for:</b>		
	a.	Official purpose	Free use of Bank's 1 car
	b.	Private purpose	Reimbursable @ Rs.250 for journeys not exceeding 750 km per month, beyond which 60% of the RTA rate to be recoverable.
	c.	Drivers Salary	39,600 (Being Perquisite value as per Income Tax Act, 1961)
	d.	HRA	24,00,000
	e.	Value benefit for Loan (Housing / Car)	33,74,000
	<b>Total Fixed pay (maximum including perquisites)</b>		<b>2,28,00,000</b>
<b>DETAILS OF OTHER BENEFITS &amp; EXPENSES TO BE REIMBURSED:</b>			
1. Casual Leave			
2. Sick Leave			
3. Encashment of Privilege Leave			
4. 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).

5. Insurance (as per prevailing terms & conditions of the Bank - Max. sum assured ceiling for each category):

A. Group Term Life Insurance Policy - Maximum sum assured of Rs. 5 crores

B. Personal Accidental Insurance coverage for official journeys by Air / Rail / Road - Maximum sum assured Rs. 5 crores

C. Group Medical Insurance Policy - Maximum sum assured of Rs. 25 lakhs

D. Group Staff Housing Policy premium - Maximum sum assured of Rs. 713.58 lakhs

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

Sd/-  
**Venkataramanan S**  
**Company Secretary**  
**M.No.28842**

Place: Kumbakonam

Date: February 27, 2026

## 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 February 20, 2026 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 at 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. 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 March 5, 2026 (9:00 a.m.) and conclude on April 3, 2026 (5:00 p.m.)**. The e-voting module shall be disabled by NSDL thereafter.
9. The Shareholders of the Bank at its meeting held on August 13, 2025 has appointed **M/s. KUVS & Associates, Practicing Company Secretaries, Tiruchirappalli**, as **Scrutinizers** 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 **April 7, 2026** and the resolution if passed with requisite majority shall be deemed to have been passed on the last date of e-voting i.e. April 3, 2026 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 the shares in Physical / Demat to update their KYC details with the Bank / RTA or with their respective Depository Participant (DP) by submitting:
  - 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
11. SEBI vide its Circular No. HO/38/13/11(2)2026-MIRSD-POD/ I/3750/2026 dated January 30, 2026 read with SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/ 2025 /97 dated July 02, 2025, has notified a special window for a period of one year from February 05, 2026 to February 04, 2027 for transfer and

dematerialization ("demat") of physical securities which were sold / purchased prior to April 01, 2019 and were rejected, returned, due to deficiencies in documents / process or otherwise. The concerned shareholders are requested to get in touch with the Bank's RTA in this regard.

12. At present Letter of Confirmation ('LOC') is being issued to Shareholders on the matters - Transmission of shares, Name Change, Status Change, Name Correction, Consolidation / Split of Shares, Transposition, Claim from Unclaimed Suspense Account, Issuance of Duplicate Certificate in lieu of Original etc., and within 120 days of receipt, the Securities holder / Claimant has to submit the LOC to their respective Depository Participant for dematerializing the same, failing which the shares shall be transferred to CUB Suspense Escrow Demat Account. With effect from April 2, 2026, SEBI has mandated the RTAs / listed companies to credit the securities directly to the active demat account of the investor after necessary due-diligence by RTAs instead of issuing LOC. The Shareholders are requested to take note of this update.

**EXPLANATORY STATEMENT**  
**[Pursuant to Section 102 of the Companies Act, 2013]**

**Item No.1**

In accordance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013 (“the act”), Regulation 25(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”) the appointment of an Independent Director requires approval of shareholders by way of Special Resolution and also as per Regulation 17(1C) of the Listing Regulations, appointment of a person in the Board should be approved by the shareholders at the next Annual General Meeting or within 3 months from the date of appointment, whichever is earlier. In view of the above provisions, this agenda is provided to members of the Bank for its approval through Postal Ballot by way of remote e-voting.

Based on the recommendation of the Nomination Committee, the Board of Directors of the Bank, pursuant to provisions of Section 161 of the Companies Act, 2013 and Article 17 of the Articles of Association of the Bank, co-opted **Shri K. Subramanian (DIN 11519754)** as an Additional Director on the Board of the Bank at its Meeting held on February 2, 2026.

The appointment of Shri K Subramanian is in compliance with the provisions of Section 10A of the Banking Regulation Act, 1949. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director. The Bank has also received a declaration from him stating that he meets the criteria of Independence as prescribed under Section 149 (6) of the Companies Act, 2013 and SEBI Listing Regulations, 2015. In the opinion of the Board, he fulfills the conditions as specified in the Companies Act, 2013, Banking Regulation Act, 1949 and SEBI Listing Regulations, 2015 for appointment as an Independent Director and is a person of integrity, Independent of the management and possesses appropriate skills, experience and knowledge to effectively represent in the Board of the Bank.

Save and except Shri. K. Subramanian 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.

The Board recommends to the shareholders for the appointment of Shri K Subramanian as an Independent Director, not liable to retire by rotation, in the Board of the Bank w.e.f. February 2, 2026 up to June 30, 2030, by way of Special 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 & DIN	<b>Shri K. Subramanian (DIN 11519754)</b>
Father's Name	Late Shri Narayanaswamy Krishnaswamy
Date of Birth / Age	October 12, 1964, 61 years
Qualification	B.Sc., (Mathematics), ACA
Brief resume including experience	<b>Shri K Subramanian</b> aged 61 years is a graduate in BSc. (Mathematics) from Bharathidasan University and a Chartered Accountant (All India Rank holder). He is a seasoned IT executive with 37+ years of industry experience. He was the custodian of the single global standard for software and services delivery for TCS across 50+ countries, 600K+ associates and 20,000+ projects at any time. He holds experience in the areas of software engineering, systems thinking and engineering, complex problem solving, full lifecycle software development, large program management and transformation of enterprise-wide engineering practices. He retired from TCS on January 31, 2025 in the capacity of Global Head- Delivery

	<p>Excellence, Governance, Privacy and Business Excellence. At present he is a Technology Consultant &amp; Part-time professor at a reputed Engineering College.</p> <p>His areas of expertise are Information Technology &amp; Cyber Security, Artificial Intelligence, Banking &amp; Insurance, Risk Management, Accountancy &amp; Finance and Business Management.</p>
Nature of expertise in specific functional areas	Refer above para on resume & experience.
Date of appointment in the Bank (in current term)	February 2, 2026
Relationship with other Directors or Key Managerial Personnel of the Bank	NA
Membership in Board Committees	<p>As on this Notice date, he is a member in the Committees viz.,</p> <ol style="list-style-type: none"> <li>1. Audit Committee</li> <li>2. Risk Management Committee</li> <li>3. Nomination and Remuneration Committee</li> <li>4. Committee to review NPA &amp; Suit Accounts</li> <li>5. Treatment of willful &amp; large defaulter committee</li> <li>6. IT Strategy committee</li> <li>7. ARC Sale committee and</li> <li>8. Committee for Selection of Insurance partners</li> </ol>
Other outside Directorships held	Nil
Listed entities from which he has resigned in the past three years	Nil
Remuneration sought to be paid	The Director will not be eligible for any remuneration except sitting fee for attending Board and Committee meetings wherever he is a member along with reimbursement of out of pocket expenses for attending the meetings, if any, and Profit Linked Commission for each financial year depending on the performance of the Bank within the overall limit as contained under the RBI Master directions on Corporate Governance dated November 28, 2025 read with the approval of the shareholders vide their meeting held on September 1, 2018, with regard to the subject matter.
Remuneration last drawn	Rs. 1,75,000/- (as on this Notice date) by way of sitting fees
Number of Board meetings attended during the year	1 (as on this Notice date)
Equity Shareholding as on February 27, 2026 (Notice date) including shareholding as a beneficial owner	Nil
Skills and capabilities required for the role and the manner in which he meets such requirements	With reference to his qualification and experience stated above, he can well represent the Bank and offer Independent guidance in the areas of Information Technology & Cyber Security, Artificial Intelligence, Banking & Insurance, Risk Management, Accountancy & Finance and Business Management.

## Item No.2

The Board of Directors of the Bank based on the recommendations of the Nomination Committee and also the Compensation & Remuneration Committee of the Board, at its meeting held on December 15, 2025,

had recommended to RBI, the candidature of Shri R. Vijay Anandh along with other candidate for the position of Managing Director & CEO of the Bank together with remuneration, to take effect after the conclusion of the term of the present Managing Director & CEO, which falls on 30-04-2026 after satisfying itself with their age, qualification, experience & expertise, proven competence in present designation, transition readiness & leadership capability, cultural fit etc. The aforesaid recommendation of the Managing Director & CEO to the RBI underwent a comprehensive assessment process by the Bank from the mix of external and internal candidates.

Based on the application made by the Bank, the RBI accorded its approval for the appointment of Shri R. Vijay Anandh as the Managing Director & CEO of the Bank along with remuneration (as set out in the resolution) w.e.f. May 1, 2026 for a period of 3 years. Subsequently, the Board of Directors of the Bank at its meeting held on February 27, 2026 appointed / recommended to appoint him as the MD & CEO with effect from such date on such terms as aforesaid and not liable to retire by rotation, subject to the approval of Shareholders.

While considering the recommendation / appointment of Shri R. Vijay Anandh as the MD & CEO of the Bank, the NRC and the Board reviewed and ensured that Shri. R. Vijay Anandh;

- is a fit & proper person to hold the office of MD & CEO, as per the regulatory norms.
- is not disqualified to act as a Director of the Bank in terms of Section 164 of the act and he has given his consent to act as a Managing Director of the Bank, along with other necessary declarations / disclosures for his appointment.
- has affirmed that he is not de-barred from holding office of Director by virtue of any order of SEBI or any such Authority.
- holds requisite qualifications, skills, experience and expertise in specific functional areas which are beneficial to the Bank.

In the opinion of the Board, Shri R Vijay Anandh, [Executive Director on Board - Material Risk Taker & Key Managerial Personnel of the Bank] 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 / directions issued by RBI from time to time and that he is a person of integrity and has a vast knowledge, experience and expertise in Banking sector in order to manage the substantially the whole of affairs of the Bank in the capacity of MD & CEO. 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 below.

Save and except Shri. R. Vijay Anandh 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, the Board recommends the Resolution set out at Item No.2 of this Notice for approval of the Members by passing an 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>R. Vijay Anandh (DIN 09656376)</b>
Father's Name	Shri Vasudevarao Ramamoorthy
Date of Birth / Age	February 12, 1975 / 51 years
Qualification	B.Sc., MBA
Brief resume including experience	Shri. R. Vijay Anandh, aged 51 years is a Retail Banker for the last 28 years having worked with Banks and NBFCs with strong focus on Retail Credit Underwriting / Retail Risk Management (Policy formulation / Fraud Control / Litigation and Debt management) and Retail Business) along

	<p>with strong focus on Agriculture and Micro Finance business Development. He has managed most of the consumer retail products (both secured and unsecured).</p> <p>He is presently Executive Director in City Union Bank Limited. He supervises various portfolios at CUB including Advances, Business MSE &amp; Jewel Loan, Business Retail &amp; Cards, Operations &amp; Customer Experience, Human Resources, Information Technology and Data / Business Analytics. He represents the majority sector - Banking, Agriculture &amp; Rural Economy, Small Scale Industry, Risk Management, Business Management, Information Technology &amp; Digital Banking in the Board of the Bank.</p> <p>Prior to joining City Union Bank Limited, he served as the Business (excluding cards) &amp; Collections Head for all Retail Asset products at RBL Bank Limited. He also served there as the Group Executive Vice President &amp; Chief Credit Officer for the Retail businesses viz. MSME, Cards, Rural Lending, Agriculture &amp; Financial Inclusion, and Fraud Risk for the Liabilities Portfolio. During the year 2011, he was among the first batch of employees to join RBL Bank Limited (previously Ratnakar Bank Limited). He played an instrumental role in building the Bank from the ground and facilitating its transformation into a modern Private Sector Bank with a robust retail and rural presence. He played a crucial role in setting up policies, frameworks, credit and underwriting scorecards. He also implemented risk architecture and early warning mechanisms to maintain a healthy portfolio, track collections and recovery to enhance fraud management and control. He was also at the forefront in adopting digital and analytics. When introducing new products, he had played a pivotal role in establishing partnerships and alliances to strengthen the Bank's retail business.</p> <p>Prior to joining RBL Bank, he worked with various organisations viz.</p> <ul style="list-style-type: none"> <li>❖ Barclays Finance - National Head – Secured Lending, Head – Recoveries &amp; Legal Services and Zonal Head – South India (December 2006 to February 2011)</li> <li>❖ ICICI Bank - Regional Business Manager (Chief Manager Band II) – Personal Loans (September 2000 – December 2006)</li> <li>❖ Transamerica Apple Distribution Finance Limited - Executive – Credit (Consumer Loans)</li> <li>❖ Weizmann Limited - Executive – Credit</li> </ul>
Nature of expertise in specific functional areas	Banking, Agriculture & Rural Economy, Small Scale Industry, Risk Management, Business Management, Information Technology & Digital Banking.
Date of appointment in the Bank (in current term)	Executive Director (Whole-time Director) w.e.f. June 24, 2024
Relationship with other Directors or Key Managerial Personnel of the Bank	NA
Membership in Board Committees	As on date he is a Member in the following Committees of the Board: <ol style="list-style-type: none"> <li>1. Credit Committee</li> <li>2. Special Committee for monitoring and follow up of Frauds</li> <li>3. IT Strategy Committee</li> </ol>
Other outside Directorships held	NIL

Listed entities from which he has resigned in the past three years	NA
Remuneration sought to be paid	As set out in the resolution.
Remuneration last drawn	Fixed pay of ₹ 228 Lakhs w.e.f.24-6-2025. Earlier to this his fixed pay was ₹ 206.57 lakh p.a.
Number of Board meetings attended during the year	10 Board meetings were held during FY 2025-26 till this date and all the meetings were duly attended by him.
No. of Shares held in the Bank	30,000 Equity shares of Re.1/- each

### Item No.3

The Members are informed that as per the provisions of Sections 196 and 197 of the Companies Act, 2013 the terms & conditions for appointment and remuneration payable to Managing / Whole-time Director require the approval of shareholders.

As per the RBI Master Directions on Corporate Governance dated November 28, 2025, all Private Sector Banks while computing the total Fixed Pay of Whole-time Directors and CEOs, shall quantify the monetary value of all perquisites proposed to be paid to them and include the same in Salary component. The fixed remuneration of Dr. N. Kamakodi, was last revised and approved by RBI applicable w.e.f. May 1, 2024 and ratified / approved by the shareholders at its meeting held on August 13, 2025.

Taking into account the recommendation of the Compensation & Remuneration Committee of the Board, the Board of Directors of the Bank had made a thorough assessment of the Bank's performance over the previous year under the leadership of Dr. N. Kamakodi, his contribution based on Qualitative metrics, remuneration of MD & CEO of peer Bank's, and submitted an application to RBI for increase in his Fixed remuneration. The RBI vide its letter number No. DoR.GOV.No.7141/08.42.001/2025-2026 dt.17.12.2025 accorded its approval for revision in fixed remuneration to Dr. N. Kamakodi, MD & CEO of the Bank for an amount of ₹ 261 lakh p.a. (earlier ₹ 236.50 lakh p.a.) w.e.f. May 01, 2025. The relevant information as required to be given pursuant to the provision of the Companies Act, 2013 / SEBI Listing Regulations, 2015, is given hereunder.

Save and except Dr. N. Kamakodi and the shareholders who are relatives of Dr. N. Kamakodi, none of the Directors and Key Managerial Personnel and their relatives are concerned or interested in this Agenda item.

The Board recommends the Resolution set out at Item No.3 of this Notice for ratification and approval of the Members by passing an 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	Dr. N. Kamakodi (DIN 02039618)
Date of Birth / Age	26-07-1974 Age: 51 yrs
Qualification	B.Tech, MBA, CAIIB, Ph.D
Experience	Dr. N. Kamakodi started his career as Assistant Manager-Production Engineer, in Reliance Industries Limited, in 1995 at the Hazira Project, Gujarat and continued till the year 1998. Thereafter he joined the Chinese University of Hong Kong to pursue his MBA degree. Thereafter he was involved in conceiving and developing an off-shore BPO (Business Process

	Outsourcing) Unit in the year 2000 and was associated with the unit till 2003. In the year 2003, he joined City Union Bank as Deputy General Manager HRD and elevated to the position of General Manager in charge of Credit in April 2005. In September 2006, he took charge as Executive Director of the Bank and in January 2011 he was re-designated as Executive President. In May 2011, he assumed charge as MD & CEO of the Bank. Within a period of two decades he has demonstrated his skill and ability to steer the Bank in the solid growth combined with stability. The Bank's achievements, under his stewardship include rapid branch expansion, high growth trajectory, introduction of Employees Stock Option Schemes and adoption of technology to take the bank almost on par with the best digitally tech savvy banks in the industry.
Terms & Conditions of Re-appointment (in current term)	Re-appointed as MD & CEO for a period of three years w.e.f. May 01, 2023 vide RBI letter No DoR.GOV.No.438/08.42.001/2023-24 dated April 26, 2023 and approved by Shareholders on July 02, 2023 through Postal Ballot by way of remote e-voting.
Remuneration sought to be paid	As set out in the resolution.
Remuneration last drawn	Fixed remuneration of ₹ 236.50 lakh p.a. including perquisites up to April 30, 2025.
Date of first appointment on the Board	May 1, 2011
Shareholding in the Company	24,67,928 Equity shares of Re.1/- each
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: <ol style="list-style-type: none"> <li>1. Corporate Social Responsibility Committee</li> <li>2. Treatment of Willful Defaulters and Large Defaulters Committee</li> <li>3. Credit Committee</li> <li>4. Risk Management Committee</li> <li>5. Stakeholders Relationship Committee</li> <li>6. IT Strategy Committee</li> <li>7. Customer Service Committee</li> <li>8. Special Committee for monitoring &amp; follow up of frauds</li> <li>9. Premises Committee</li> <li>10. ARC Sale Committee</li> </ol>
Number of Board meetings attended during the year	10 Board meetings were held during FY 2025-26 and all meetings were duly attended by him.
Other Directorships, Membership / Chairmanship of Committees of other Boards	Nil

#### **Item no.4**

The Members are informed that as per the provisions of Sections 196 and 197 of the Companies Act, 2013 the terms & conditions for appointment and remuneration payable to Managing / Whole-time Director require the approval of shareholders.

As per the RBI Master Directions on Corporate Governance dated November 28, 2025, all Private Sector Banks while computing the total Fixed Pay of Whole-time Directors and CEOs, shall quantify the monetary value of all perquisites proposed to be paid to them and include the same in Salary component. The fixed remuneration of Shri R Vijay Anandh, was last revised and approved by RBI applicable w.e.f. June 24, 2025.

Taking into account the recommendation of the Compensation & Remuneration Committee of the Board, the Board of Directors of the Bank had made a thorough assessment of the Bank's performance over the previous year under the supervision of Shri R. Vijay Anandh, his contribution based on Qualitative metrics, remuneration of Executive Director of peer Bank's, and submitted an application to RBI for increase in his Fixed remuneration. The RBI vide its letter number No. DoR.GOV.No.7141/08.42.001/2025-2026 dt.17.12.2025 accorded its approval for revision in fixed remuneration to Shri R Vijay Anandh, Executive Director of the Bank for an amount of ₹ 228 lakh p.a. including perquisites (earlier ₹ 206.57 lakh p.a.) w.e.f. June 24, 2025. The relevant information as required to be given pursuant to the provision of the Companies Act, 2013 / SEBI Listing Regulations, 2015 is given elsewhere in this notice.

Save and except Shri. R. Vijay Anandh 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, the Board recommends the Resolution set out at Item No.4 of this Notice for approval of the Members by passing an Ordinary Resolution.

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

Sd/-

**Venkataramanan S**

Company Secretary

M.No.28842

Place: Kumbakonam

Date: February 27, 2026

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

The remote e-voting period **begins on March 5, 2026 at 09:00 A.M. (IST) and ends on April 3, 2026 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., **February 20, 2026**, 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 Company as on the said cut-off date.

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





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 de-mat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail Id in their demat accounts in order to access e-Voting facility.

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 by Individual shareholders holding securities in demat mode**

<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. For OTP based login you can click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsd.com">https://eservices.nsd.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>3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsd.com">https://eservices.nsd.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsd.com/">https://www.evoting.nsd.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</li></ol>

	<p>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.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </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 Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <a href="https://web.cdslindia.com/myeasi/home/login">https://web.cdslindia.com/myeasi/home/login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on New System Myeasi.</li> <li>2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b>. Click on <b>NSDL</b> to cast your vote.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at <a href="https://web.cdslindia.com/myeasi/Registration/EasiRegistration">https://web.cdslindia.com/myeasi/Registration/EasiRegistration</a></li> <li>4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <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 provided links for the respective ESP i.e. <b>NSDL</b> 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 or joining virtual meeting &amp; voting during the meeting.</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 <b>022-48867000</b>
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 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. 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 e-mail ID is not registered, please follow steps mentioned below in **process for those shareholders whose e-mail 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 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)
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 toll free no. **022-48867000** or send a request to **Ms. Pallavi Mhatre (Assistant Vice President)**.

**Process for those shareholders whose e-mail 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 DP ID Client ID (16 digit DPID + Client ID 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 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 e-mail ID correctly in their demat account in order to access e-Voting facility.