

Jammu and Kashmir Bank Limited

Corporate Headquarters
M A Road, Srinagar 190001
Kashmir, India
CIN: L65110JK1938SGC000048

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Board Secretariat

Ref:-JKB/BS/F3652/2026/247
Date: 19th February, 2026

National Stock Exchange of India Limited
Exchange Plaza 5th Floor
Plot No. C/1 G-Block
Bandra Kurla Complex
Bandra (E) Mumbai - 400 051
Symbol: J&KBANK

The BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001
Scrip Code:532209

SUB:- POSTAL BALLOT NOTICE

Dear Sirs,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith a copy of the Postal Ballot Notice being sent electronically to Shareholders. Kindly note that the Postal Ballot Notice shall also be uploaded on the Bank's website www.jkb.bank.in and on the website of M/s National Securities Depository Limited at www.evoting.nsdl.com.

The aforesaid Notice is being sent by email only to those Shareholders who have registered their email addresses with the Bank's Registrar to an Issue and Share Transfer Agent or their respective Depository Participants as on Friday, February 13, 2026 (Cut-Off date).

The e-voting period will commence from Friday, February 20, 2026 at 0900 hours IST and will end on Saturday, March 21, 2026 at 1700 hours IST.

The information regarding dispatch of Postal Ballot Notice and voting period will be published in the newspapers in accordance with the provisions of Companies Act, 2013 and rules made thereunder and other applicable provisions, if any, for the benefit of the Shareholders of the Bank.

This is for your information and appropriate dissemination.

Thanking you

Yours faithfully
For Jammu and Kashmir Bank Limited

(Mohammad Shafi Mir)
Company Secretary

Jammu and Kashmir Bank Limited
Registered Office: M.A. Road, Srinagar-190001
CIN: L65110JK1938SGC000048
Tel No.: 0194-2483775 Fax No.:0194-2481928
Email : board.sectt@jkbmail.com
Website : www.jkb.bank.in



NOTICE OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013 ('the Act') read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014

To the Members of the Bank,

Notice is hereby given that the resolutions set out below are proposed for approval by the Members of Jammu and Kashmir Bank Limited ("**the Bank**") by means of Postal Ballot, only by remote e-voting process ("**e-voting**") being provided by the Bank to all its Members to cast their votes electronically, pursuant to Section 110 of the Companies Act, 2013 ("**the Act**"), Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("**the Rules**") and other applicable provisions of the Act and the Rules, General Circular Nos.14/2020, 03/2022, 11/2022, 09/2023, 09/2024, 03/2025 dated 08th April, 2020, 05th May, 2022, 28th December 2022, 25th September, 2023, 19th September, 2024 and 22nd September, 2025 respectively, issued by the Ministry of Corporate Affairs ("**MCA Circulars**"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice is also enclosed.

The Bank has appointed CA Arshad Hussain Mir, a Practicing Chartered Accountant (Membership No.: FCA: 521477), as Scrutiniser for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for the said purpose. The Scrutiniser's decision on the validity of the votes cast in the Postal Ballot shall be final.

The Bank has engaged the services of M/s National Securities Depository Limited as the agency to provide e-voting facility.

Members are requested to read the instructions given in the Notes to this Postal Ballot Notice so as to cast their votes electronically. The votes can be cast during the following voting period:

Commencement of e-voting:	09:00 A.M. (IST) on Friday, February 20, 2026
End of e-voting:	05:00 P.M. (IST) on Saturday, March 21, 2026

The Scrutiniser will submit his report, after the completion of scrutiny, to the Managing Director and Chief Executive Officer of the Bank or any person authorised by him. The results of e-voting will be announced on or before Tuesday, March 24, 2026, and will be displayed on the Bank's website at www.jkb.bank.in and the website of M/s National Securities Depository Limited at www.evoting.nsdl.com. The results will simultaneously be communicated to the Stock Exchanges.

ITEM NO. 01

RE-APPOINTMENT OF MS. SHAHLA AYOUB (DIN: 09834993) 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 in accordance with the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’), and the Rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to Section 10A(2A)(i) of the Banking Regulation Act, 1949, Ms. Shahla Ayoub (DIN: 09834993), who was re-appointed as an Additional Director on the Board of the Bank w.e.f. 26th December, 2025, pursuant to Section 161 of the Act and Article 78 of the Articles of Association of the Bank and who has submitted a declaration that she meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby, re-appointed as an Independent Director of the Bank, not liable to retire by rotation for a term of 3 (three) consecutive years with effect from 26th December, 2025 to 25th December, 2028 (Both days inclusive).”

ITEM NO. 02

APPOINTMENT OF MR. PRAFULLA PREMSUKH CHHAJED (DIN: 03544734) 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 in accordance with the provisions of Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’), and the Rules made thereunder, read with Schedule IV of the Act and Regulation 16(1)(b) and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’) (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to Section 10A(2A)(i) of the Banking Regulation Act, 1949, Mr. Prafulla Premsukh Chhajed (DIN: 03544734), who was appointed as an Additional Director on the Board of the Bank w.e.f. 18th February, 2026, pursuant to Section 161 of the Act and Article 78 of the Articles of Association of the Bank and who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the Listing Regulations, be and is hereby, appointed as an Independent Director of the Bank, not liable to retire by rotation for a term of 3 (three) consecutive years with effect from 18th February, 2026 to 17th February, 2029 (Both days inclusive).”

ITEM NO. 03

RAISING OF TIER I CAPITAL BY 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 the Companies Act, 2013 and rules framed thereunder as amended from time to time and subject to the approvals, consents, permissions and sanctions, if any, of the Reserve Bank of India (“RBI”), the Securities and Exchange Board of India (“SEBI”), and/or any other authority as may be required in this regard and subject to such terms, conditions and modifications thereto as may be prescribed by them while granting such approvals and which may be agreed to by the Board of Directors of the Bank and subject to the regulations viz., SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“ICDR Regulations”) as amended up to date, guidelines, if any, prescribed by the RBI, SEBI, notifications/circulars and clarifications under the Banking Regulation Act, 1949, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Securities and Exchange Board of India Act, 1992 and all other applicable laws and all other relevant authorities from time to time and subject to the Listing Agreements entered into with the Stock Exchanges where the equity shares of the Bank are listed, consent of the shareholders of the Bank be and is hereby accorded to the Board of Directors of the Bank (hereinafter called “Board” which shall be deemed to include any Committee which the Board may have constituted or hereafter constitute to exercise its powers including the powers conferred by this Resolution) to create, offer, issue and allot (including with provision for reservation on firm allotment and/or competitive basis of such part of issue and for such categories of persons as may be permitted by the law then applicable) by way of an offer document/ prospectus or such other document, in India or abroad, such number of equity shares and/or other permitted securities which

are capable of being converted into equity or not, for an aggregate amount not exceeding Rs.750 Crores (Rupees Seven Hundred and Fifty Crores Only) in one or more tranches, inclusive of such premium as may be fixed on the Equity Shares at such time or times, at such price or prices, at a discount or premium to market price or prices as may be decided by the Board to one or more of the shareholders, Indian nationals, Non-Resident Indians (“NRIs”), Companies (private or public), Investment Institutions, Societies, Trusts, Research Organisations, Qualified Institutional Buyers (“QIBs”) like Foreign Institutional Investors (“FIIs”), Banks, Financial Institutions, Indian Mutual Funds, Venture Capital Funds, Foreign Venture Capital Investors, State Industrial Development Corporations, Insurance Companies, Provident Funds, Pension Funds, Development Financial Institutions or other entities, authorities or any other category of investors which are authorized to invest in equity securities of the Bank whether or not such investor(s) are existing shareholders of the Bank, as per extant regulations/guidelines or any combination of the above as may be deemed appropriate by the Bank.

RESOLVED FURTHER THAT such issue, offer or allotment shall be by way of Private Placement/Qualified Institutional Placement (QIP)/or any other mode approved by RBI with or without over-allotment option and that such offer, issue, placement and allotment be made as per the provisions of the ICDR Regulations and all other guidelines issued by the RBI, SEBI and any other authority as applicable, and at such time or times, in such manner and on such terms and conditions as the Board may, in its absolute discretion, think fit.

RESOLVED FURTHER THAT in accordance with the provisions of the Listing Regulations, the provisions of ICDR Regulations, the provisions of the Foreign Exchange Management Act, 1999 and the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017 and subject to requisite approvals, consents, permissions and/ or sanction of SEBI, Stock Exchanges, RBI, Foreign Investment Promotion Board (FIPB), Department of Industrial Policy and Promotion (DIPP), Ministry of Commerce and all other authorities as may be required (hereinafter collectively referred to as “the Appropriate Authorities”) and subject to such conditions as may be prescribed by any of them while granting any such approval, consent, permission, and/or sanction (hereinafter referred to as “the requisite approvals”) the Board, may at its absolute discretion, issue, offer and allot, from time to time in one or more tranches, equity shares or any securities other than warrants, which are convertible into or exchangeable with equity shares at a later date, to Qualified Institutional Buyers (QIBs) (as defined in the ICDR Regulations) pursuant to a Qualified Institutional Placement (QIP), as provided for under Chapter VI of the ICDR Regulations, through a placement document and/or such other documents/writings/circulars/memoranda and in such manner and on such price, terms and conditions as may be determined by the Board in accordance with the ICDR Regulations or other provisions of the law as may be prevailing at that time.

RESOLVED FURTHER THAT in case of a Qualified Institutional Placement pursuant to Chapter VI of the ICDR Regulations:

1. The “relevant date” for pricing of the Securities in accordance with ICDR Regulations will be the date of the meeting in which the Board of Directors of the Bank or the Committee of Directors duly authorised by the Board of Directors of the Bank decides to open the proposed issue;
2. The issue of Securities shall be at such price which is not less than the price determined in accordance with the pricing formula provided under Chapter VI of the ICDR Regulations (the “QIP Floor Price”). The Board may, however, in accordance with applicable laws, also on the QIP Floor Price or such other offer a discount of not more than 5% as may be permitted under applicable laws from time to time;
3. The allotment of the Securities shall be completed within such period as provided under ICDR Regulations;
4. No allotment shall be made, either directly or indirectly to any QIB who is a promoter or any person related to promoters in terms of the ICDR Regulations;
5. A minimum of 10% of the Securities to be issued and allotted pursuant to Chapter VI of ICDR Regulations shall be allotted to Mutual Fund(s) and if the Mutual Fund(s) do not subscribe to said minimum percentage or any part thereof, such minimum portion or part thereof may be allotted to other QIBs;
6. The prices determined for QIP shall be subject to appropriate adjustments, if the Bank, pending allotment under this resolution:
 - a. makes an issue of equity shares by way of capitalization of profits or reserves, other than by way of dividend on shares;
 - b. makes a rights issue of equity shares;
 - c. consolidates its outstanding equity shares into a smaller number of shares;
 - d. divides its outstanding equity shares including by way of stock split;
 - e. re-classifies any of its equity shares into other securities; or
 - f. is involved in such other similar events or circumstances, which in the opinion of the concerned stock exchange, requires adjustments.

RESOLVED FURTHER THAT the Board shall have the authority and power to accept any modification in the proposal as may be required or imposed by the RBI/SEBI/Stock Exchanges where the shares of the Bank are listed or such other appropriate authorities at the time of according/granting their approvals, consents, permissions and sanction to issue, allotment of the equity shares and listing thereof and as agreed to by the Board.

RESOLVED FURTHER THAT the issue and allotment of new equity shares/securities, if any, to NRIs, FII and/or other eligible foreign investors shall be subject to the approval of the RBI under the Foreign Exchange Management Act, 1999 and the Foreign Exchange Management (Transfer or Issue of Security by a person resident outside India) Regulations, 2017 as may be applicable.

RESOLVED FURTHER THAT the said new equity shares to be issued shall rank in all respects pari passu with the existing equity shares of the Bank and shall be entitled to dividend declared, if any, in accordance with the statutory guidelines that are in force at the time of such declaration.

RESOLVED FURTHER THAT for the purpose of giving effect to any issue or allotment of equity shares/securities, the Board be and is hereby authorized to determine the terms of the public offer, including the class of investors to whom the securities are to be allotted, the number of shares/ securities to be allotted in each tranche, issue price, premium amount on issue as the Board in its absolute discretion deems fit and do all such acts, deeds, matters and things and execute such deeds, documents and agreements, as it may, in its absolute discretion, deem necessary, proper or desirable and to settle or give instructions or directions for settling any questions, difficulties or doubts that may arise with regard to the public offer, issue, allotment and utilization of the issue proceeds, and to accept and to give effect to such modifications, changes, variations, alterations, deletions, additions as regards the terms and conditions, as it may, in its absolute discretion, deem fit and proper in the best interest of the Bank, without requiring any further approval of the shareholders and that all or any of the powers conferred on the Bank and the Board vide this resolution may be exercised by the Board.

RESOLVED FURTHER THAT the Board be and is hereby authorized to enter into and execute all such arrangements/agreements with any Book Runner(s), Lead Manager(s), Banker(s), Underwriter(s), Depository(ies), Registrar(s), Auditor(s) and all such agencies as may be involved or concerned in such offering of equity/securities and to remunerate all such institutions and agencies by way of commission, brokerage, fees or the like and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc. with such agencies.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board, be and is hereby authorized to determine in consultation with the Lead Managers, Underwriters, Advisors and/or other persons as appointed by the Bank, the form and terms of the issue(s), including the class of investors to whom the shares/securities are to be allotted, number of shares/securities to be allotted in each tranche, issue price (including premium, if any), face value, premium amount on issue/conversion of securities/exercise of warrants/redemption of securities, rate of interest, redemption period, number of equity shares or other securities upon conversion or redemption or cancellation of the securities, the price, premium or discount on issue/conversion of securities, rate of interest, period of conversion, fixing of record date or book closure and related or incidental matters, listings on one or more stock exchanges in India and/or abroad, as the Board in its absolute discretion deems fit.

RESOLVED FURTHER THAT such of these shares/securities as are not subscribed may be disposed- off by the Board in its absolute discretion in such manner, as the Board may deem fit and as permissible by law.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper and desirable and to settle any question, difficulty or doubt that may arise with regard to the issue of the shares/securities and further to do all such acts, deeds, matters and things, finalise and execute all documents and writings as may be necessary, desirable or expedient as it may in its absolute discretion deem fit, proper or desirable without being required to seek any further consent or approval of the shareholders.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred to the Managing Director & CEO or to the Committee of Directors to give effect to the aforesaid Resolutions.”

By the Order of the Board

Mohammad Shafi Mir
Company Secretary
FCS: 8516

Date: February 18, 2026
Place: Srinagar

NOTES:

1. The Explanatory Statement pursuant to Section 102 read with Section 110 of the Companies Act, 2013 (“the Act”) setting out the material facts and reasons in respect of the resolution as reproduced above, is annexed hereto and forms part of this Notice.
2. Pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules made thereunder and General Circular No. 03/2025 dated 22nd September, 2025, other Circulars issued by the Ministry of Corporate Affairs (“MCA”) from time to time, and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated 03rd October, 2024 issued by the Securities and Exchange Board of India (“SEBI”) (“the Circulars”), companies have an option to seek the approval of the Members through Postal Ballot (via remote e-voting) for the above-mentioned resolutions, instead of getting the same passed at a General Meeting. Accordingly, if the resolutions are approved by the Members through Postal Ballot via remote e-voting, it shall be deemed to have been passed as if the same has been passed at a General Meeting of the Members convened in this regard.

3. **Dispatch of Postal Ballot Notice through electronic mode**

In accordance with the provisions of the circulars, this Notice is being sent through email only to Members whose email IDs are registered with KFin Technologies Limited (“KFin”), Registrar and Share Transfer Agent (“RTA”) of the Bank, National Securities Depository Limited (“NSDL”) and / or Central Depository Services (India) Limited (“CDSL”) (collectively referred to as Depositories or NSDL/CDSL) as at close of business hours on Friday, February 13, 2026, (“cut-off date”). As per the Circulars, physical copies of the Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot. Members are requested to provide their assent or dissent through remote e-voting only. In respect of those Members who have not registered their e-mail IDs, the Bank has mentioned the documents to be provided to KFin Technologies Limited further in the notice.

Members may note that the Notice will be available on the Bank’s website www.jkb.bank.in website of the Stock Exchanges i.e. The BSE Limited (“BSE”) and the National Stock Exchange of India Limited (“NSE”) at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL at www.evoting.nsdl.com.

4. **Registration of e-mail ID**

Members who have not registered their email IDs are requested to do so at the earliest. Members holding shares in:

- **Electronic mode** can register their email ID by contacting their respective Depository Participant(s) (“DP”).
- **Physical mode** can register their email ID with the Bank or RTA. Requests can be emailed to sharedeptt_gc@jkbmail.com or einward.ris@kfintech.com or by registering with the first holder PAN at <https://kprism.kfintech.com/signup>. Existing users can login through KPRISM (<https://kprism.kfintech.com/>). All updations have to be done through ISR Forms as prescribed by SEBI.

5. Members whose names appear in the Register of Members / List of Beneficial Owners as on the cut-off date i.e., Friday, February 13, 2026 shall be entitled to vote on the resolution set out in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only.

6. **Instructions for remote e-voting**

- i. In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended from time to time, the Bank is providing facility to the Members to exercise voting through electronic voting system (“remote e-voting”) on the e-voting platform provided by NSDL. The Members may cast their votes remotely, using remote e-voting during the dates mentioned hereunder. The

instructions for remote e-voting forms part of this Notice.

- ii. Facility to exercise vote through remote e-voting will be available during the following period:

Commencement of Remote e-voting	End of Remote e-voting
Friday, February 20, 2026 at 0900 Hours	Saturday, March 21, 2026 at 1700 Hours

- iii. The remote e-voting module shall be disabled by NSDL for voting after the end of voting period. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.
- iv. During the voting period, Members of the Bank holding shares either in physical form or in dematerialised form, as on Friday, February 13, 2026, i.e., cut-off date, may cast their vote by remote e-voting.
- v. CA Arshad Hussain Mir, a Practicing Chartered Accountant (Membership No.: FCA: 521477) is appointed as the Scrutinizer for conducting the Postal Ballot only through remote e-voting process in a fair and transparent manner. The Scrutinizer's decision on the validity of remote e-voting will be final.
- vi. The Scrutiniser will submit his report to the Managing Director & Chief Executive Officer of the Bank after completion of the scrutiny and the results of the e-voting by postal ballot will be announced by or before Tuesday, March 24, 2026 at the registered office of the Bank at Corporate Headquarters, M.A. Road Srinagar (J&K) - 190001. The Resolution, if passed by the requisite majority shall be deemed to have been passed on Saturday, March 21, 2026, being the last date specified by the Bank for e-voting.
- vii. For availing RTA services, including updation/registration of email ID, Members are requested to refer to page 10 of this Notice under the heading 'Change of Registrar to an Issue and Share Transfer Agent of the Bank', wherein it is stated that any communication intended for the RTA on or after March 01, 2026 shall be addressed to the new RTA.
- viii. The process and manner for remote e-voting is as under:
In compliance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108,110 and other applicable provisions of 'the Act' read with the relevant Rules, the Bank is pleased to provide e-voting facility to all its Members, to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The Bank has engaged the services of M/s National Securities Depository Limited for the purpose of providing e-voting facility to all its Members.

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:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with NSDL.</p>	<ol style="list-style-type: none"> For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. 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 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. Existing IDEAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDEAS’ 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 “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. 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. If you are not registered for IDEAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDEAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 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. 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 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. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center; gap: 20px;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: center; align-items: center; gap: 20px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 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 www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing Myeasi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.

Individual Shareholders (holding securities in demat mode) login through their depository participants	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.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forgot User ID and Forgot 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:

Login type	Helpdesk details
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 evoting@nsdl.com 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 helpdesk.evoting@cdslindia.com 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 :

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

5. 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.
 - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.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.

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

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 mirarshad5@gmail.com with a copy marked to 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.

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

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre at 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), AADHAAR (self-attested scanned copy of Aadhar Card) by email to sharedeptt_gc@jkbmail.com.
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 sharedeptt_gc@jkbmail.com. 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 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 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.

Change of Registrar to an Issue and Share Transfer Agent of the Bank

Reference is invited to our communication with Ref. No: JKB/BS/RTA/2026/233 January 21, 2026 and Letter No. JKB/BS/F3652/2026/226 dated January 20, 2026, addressed to National Stock Exchange of India Limited and BSE Limited, as well as the newspaper publication dated January 21, 2026, wherein it was intimated that the Board of Directors of the Bank, at its meeting held on January 20, 2026, had approved the appointment of M/s Bigshare Services Private Limited as the Registrar to an Issue and Share Transfer Agent (RTA) of the Bank in place of M/s KFin Technologies Limited, consequent upon the impending completion of the contract period of the existing RTA, with effect from March 01, 2026 (“Effective Date”).

Accordingly, the Bank’s Registrar to an Issue and Share Transfer Agent shall stand changed with effect from March 01, 2026. However, the existing RTA shall continue to provide services to the shareholders up to the close of business hours on February 28, 2026 (“Cut-off Date”). Any communication intended for the RTA on or after March 01, 2026 shall be addressed to the new RTA.

The details of the new Registrar to an Issue and Share Transfer Agent are as under:

M/s Bigshare Services Private Limited

Address: S6-2, 6th Floor, Pinnacle Business Park,
Mahakali Cave Road, Next To Ahura Centre,
Shanti Nagar, Andheri East,
Mumbai, Maharashtra-400093
Telephone: 022-62638200
Email: investor@bigshareonline.com
Website: www.bigshareonline.com

EXPLANATORY STATEMENT

Explanatory Statement Pursuant to Section 102(1) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the accompanying Notice dated February 18, 2026

ITEM NO - 01

The Board of Directors of the Bank, based on the recommendation of the Nomination and Remuneration Committee and in its endeavour to further strengthen the composition of the Board, had on December 23, 2025, subject to the approval of the Shareholders, re-appointed Ms. Shahla Ayoub (DIN: 09834993) as an Additional Director in the category of Independent Director on the Board of the Bank with effect from December 26, 2025.

The Bank has received all requisite statutory disclosures and declarations from Ms. Shahla Ayoub confirming that she meets the criteria of independence as prescribed under the Companies Act, 2013 ("the Act") and the Rules framed thereunder, as well as under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"). In the opinion of the Board, she fulfils the conditions specified under the Act and the LODR Regulations for appointment as an Independent Director and is independent of the Management of the Bank.

The resolution seeks approval of the Members for the re-appointment of Ms. Shahla Ayoub as an Independent Director of the Bank for a consecutive term of three (3) years commencing from December 26, 2025 up to December 25, 2028 (both days inclusive), pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof). In terms of the provisions of the Act, she shall not be liable to retire by rotation.

The profile, specific areas of expertise and other relevant information as required under the LODR Regulations and Secretarial Standard-2 (SS-2) are provided in the Annexure to this Notice.

None of the Directors, Key Managerial Personnel (KMP) of the Bank or their relatives, except Ms. Shahla Ayoub, to whom the resolution relates, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of this Notice.

The Board recommends the Special Resolution set out at Item No. 1 of this Notice for the approval of the Members.

ITEM NO - 02

The Board of Directors of the Bank, based on the recommendation of the Nomination and Remuneration Committee and in its endeavour to further augment the composition of the Board, at its meeting held on February 17, 2026, subject to the approval of the Shareholders, appointed Mr. Prafulla Preme Sukh Chhajad (DIN: 03544734) as an Additional Director in the category of Independent Director on the Board of the Bank with effect from February 18, 2026.

The Bank has received all requisite statutory disclosures and declarations from Mr. Prafulla Preme Sukh Chhajad confirming that he meets the criteria of independence as prescribed under the Companies Act, 2013 ("the Act") and the Rules framed thereunder, as well as under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"). In the opinion of the Board, he fulfils the conditions specified under the Act and the LODR Regulations for appointment as an Independent Director and is independent of the Management of the Bank.

The resolution seeks approval of the Members for the appointment of Mr. Prafulla Preme Sukh Chhajad as an Independent Director of the Bank for a term of three (3) years commencing from February 18, 2026 up to February 17, 2029 (both days inclusive), pursuant to Sections 149, 152 and other applicable provisions of the Act and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof). In terms of the provisions of the Act, he shall not be liable to retire by rotation.

The profile, specific areas of expertise and other relevant information as required under the LODR Regulations and Secretarial Standard-2 (SS-2) are provided in the Annexure to this Notice.

None of the Directors, Key Managerial Personnel (KMP) of the Bank or their relatives, except Mr. Prafulla Preme Sukh Chhajad, to whom the resolution relates, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 2 of this Notice.

The Board recommends the Special Resolution set out at Item No. 2 of this Notice for the approval of the Members.

ITEM NO - 03

The implementation of Basel III guidelines has necessitated the need for banks in India to augment their capital base. This becomes important as Basel III capital requirements call for increase in quantity and quality of capital, besides providing for capital buffer during economic downturn. The Basel III capital regulations were implemented in India with effect from April 1, 2013. Banks have to comply with the regulatory limits and minima as prescribed under Basel III capital regulations, on an ongoing basis. Basel III capital regulations were fully implemented from October 01, 2021. Capital to Risk Weighted Assets Ratio (CRAR) is an important measure of “safety and soundness” for banks because it serves as a buffer or cushion for absorbing losses. It is one of the major benchmarks for financial institutions the world over, especially with the introduction and adoption of Basel Framework.

Additional capital is required for maintaining the Capital to Risk Weighted Assets Ratio (CRAR) of the Bank at 17.50% as per the Internal Capital Adequacy Assessment Process (ICAAP) document approved by the Board of the J&K Bank.

As per ICAAP document, based on the appropriation of projected internal accruals post-dividend payout for the fiscal, along with the envisaged infusion of fresh equity capital amounting to ₹1,000 crore in Q4 FY 2025-26 and Tier II capital of ₹500 crore in Q3 FY 2025-26, the Bank is projected to comfortably meet the regulatory capital requirements. These capital enhancement measures are expected to ensure an adequate capital buffer and enable the Bank to achieve a Capital to Risk-Weighted Assets Ratio (CRAR) of 17.50%, in line with the remarks made by the Board of Directors vide Board Resolution No. 43 in Board meeting dated: October 25, 2024, wherein members remarked that in order to absorb future shocks because of geo political situation in which Bank is operating, the CRAR of Bank should not ideally be less than 17.50%.

However, the Board of Directors in their meeting dated November 26, 2025 vide B.R.No 08 have provided approval for raising of Equity Capital upto INR 750 crore through Qualified Institutional placement.

The Capital requirement that has been envisaged by the Reserve Bank of India under Basel III and has to be met universally by all scheduled commercial banks in India is depicted as under:

	Basel-III Regulatory Capital	As % to RW
(i)	Minimum Common Equity Tier 1 ratio	5.5
(ii)	Capital Conservation Buffer (comprising of Common Equity)	2.5
(iii)	Minimum Common Equity Tier 1 ratio plus capital conservation buffer [(i)+(ii)]	8.0
(iv)	Additional Tier 1 Capital	1.5
(v)	Minimum Tier 1 capital ratio [(i) +(iv)]	7.0
(vi)	Tier 2 capital	2.0
(vii)	Minimum Total Capital Ratio (MTC) [(v)+(vi)]	9.0
(viii)	Minimum Total Capital Ratio plus capital conservation buffer [(vii)+(ii)]	11.5

Bank's historic Capital position over past 5 years is appended below:

Particulars(₹ in crores)	FY 2020-21	FY 2021-22	FY 2022-23	FY 2023-24	FY 2024-25	Quarter ended September 2025
CET Capital	6,079.37	7,498.58	8,549.38	11,180.59	12,827.72	12,735.65
Tier I	7,079.37	8,498.58	9,549.38	12,180.59	13,827.72	13,735.65
Tier II	1,322.90	1,084.99	2,352.40	2,084.79	2,316.88	2,323.60
Capital Funds	8,402.27	9,583.57	11,901.78	14,265.38	16,144.60	16,059.25
Credit Risk Weighted Assets	60,428.44	62,795.14	67,367.85	82,324.76	89,101.98	93250.02
Market Risk Weighted Assets	1,162.70	1,776.78	1,850.56	1,807.38	48.97	577.40

Operational Risk Weighted Assets	7,301.72	7,885.81	8,154.92	8,896.46	9,936.74	11359.52
Total Risk Weighted Assets	68,892.86	72,457.73	77,373.33	93,028.60	99,087.69	105186.94
Tier I Ratio (%)	10.28%	11.73%	12.34%	13.09%	13.96%	13.06%
Tier II Ratio (%)	1.92%	1.50%	3.04%	2.24%	2.34%	2.21%
CRAR (%)	12.20%	13.23%	15.38%	15.33%	16.29%	15.27%

Bank's historic Financial Performance over past 6 years is appended below:

Particulars (₹ in crore)	FY 2019-20	FY 2020-21	FY 2021-22	FY 2022-23	FY 2023-24	FY 2024-25
Gross Advances	69,927.00	71,917.00	75,242.00	86,156.00	96,982.00	1,06,985.00
GNPA	7,671.63	6,954.75	6,520.54	5,204.43	3,956.19	3,604.84
GNPA (%)	10.97	9.67	8.67	6.04	4.08	3.37
NNPA	2,243.82	1,969.33	1,750.10	1,334.24	736.85	818.07
NNPA (%)	3.48	2.95	2.49	1.62	0.79	0.79
Total deposits	97,788.00	1,08,061.00	1,14,710.38	1,22,037.74	1,34,774.89	1,48,569.00
Deposit in UT of J&K	88,398.00	95,037.00	1,01,421.00	1,06,680.00	1,14,985.00	1,24,437.00
Deposit in ROI	9,390.00	13,024.00	13,289.00	15,358.00	19,790.00	24,133.00
CASA (%)	53.66	56.84	56.56	54.10	50.51	47.01
Cost of Deposits (%)	4.96	4.10	3.65	3.79	4.57	4.75
Interest Income on advances	6,572.50	6,063.02	6,015.38	6,997.55	8,608.67	9,422.99
Total Interest Income	8,446.29	8,111.09	8,013.48	9,355.11	11,212.37	12,535.86
Net Interest Income	3,706.67	3,770.78	3,911.23	4,745.28	5,203.69	5,793.82
NIM (%)	3.92	3.51	3.5	3.89	3.92	3.92
Total Non-Interest Income	545.92	718.99	780.93	756.81	825.80	1,136.81
Employee Cost	1,886.05	2,059.38	2,671.93	2,703.66	2,571.56	2,780.36
Total No. of employees (No.)	12,623	12,307	13,064	12,786	12,415	12,250
Business per employee	13.08	14.48	13.87	15.57	17.81	20.18
Operating Income	4,252.59	4,489.77	4,692.16	5,502.09	6,029.17	6,930.63
Provision coverage Ratio	78.59	81.97	84.26	86.20	91.58	90.28
Profit Before Tax	-1,100.05	534.07	742.70	1,784.36	2,384.57	2,933.70
Cost Income Ratio (%)	64.14	64.11	77.18	66.22	62.24	57.73

Reasons for requirement of Additional Capital:

To gauge the capital requirements under Basel III and have Capital for business growth, IND AS provisioning requirements Capital Planning exercise is carried out by Bank under Internal Capital Adequacy Assessment Process (ICAAP). The exercise is reviewed on regular basis (quarterly) in light of economic and business environment and takes in account the expected / estimated future developments such as balance sheet growth, strategic plans, macroeconomic factors, etc. and subsequently defines the capital position/requirements of the Bank. An appropriate strategy is developed to ensure that the Bank maintains adequate capital commensurate with the nature, scope, scale, complexity and risks inherent in the Bank's on-balance-sheet and off-balance-sheet activities which includes raising fresh capital through various means available like follow-up issue, rights issue, preferential issue to government, employees public, institutional placements, raising of AT1 & Tier II bonds and other permitted mode of raising capital. The factors for capital requirements from perspective of risk management have been summarized under:

a) Credit Risk: It has increased due to expansion of Loan portfolio. The Credit Risk Weightage of the Retail Portfolio (Credit RWA/ Retail portfolio) ranges between 70% - 75%, in comparison to the Corporate Portfolio of the Bank. The Bank has been time to time focusing on the expansion of the retail loan segment, reflecting Banks commitment to catering to the growing financial needs of individuals and business. As the credit risk weightage is higher on the retail loan portfolio, it has been calling for higher requirement of Capital on the same segment.

b) Market Risk: Due to change in RBI stance on Investments portfolio w.e.f 1st of April, 2024, there is a substantial increase in market risk. As a result, the Capital charge is also required. The Bank has also expanded its trading portfolio, which stood at ₹24.66 crore in March 2025 and increased to ₹2,311.45 crore by the end of September 2025.

c) Operational Risk: Due to envisaged expansion of business operations, operational complexity, entry into new markets, number of services offered, technological risks, there will be need of Capital requirement.

d) ECL implementation: Besides, the RBI has issued draft ECL (expected credit loss) guidelines & it has been specified that ECL methodology of provisioning will be applicable on Banks w.e.f 1st of April 2027, which will also call for higher capital requirements. The ECL approach instructs expected loss approach instead of incurred loss approach. Based on the past calculation the Bank, there may be extra provisioning requirements on both funded and non-funded loan portfolio, ranging between 1,000 to 1,300 crore, which also call for Capital requirements.

Based on the above factors in the Capital planning exercise carried out to support its balance sheet growth, Bank needs to augment its Capital base.

In the backdrop of pursuing envisaged balance sheet growth, Bank envisages to further augment the Equity Capital base by infusion of upto INR 750 crores of Equity capital during by approaching the market. With the projected infusion, Bank is expected to meet minimum Regulatory Capital Requirement and have adequate Capital buffer in place for business growth and pillar 2 risks.

None of the Directors, Key Managerial Personnel (KMP) of the Bank or their relatives, is concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of this Notice.

The Board recommends the Special Resolution set out at Item No. 3 of this Notice for the approval of the Members.

Annexure to Notice

Details of Director seeking appointment/re-appointment through the Postal Ballot as per SS - 2 read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Particulars	Details of Director seeking appointment/re-appointment through the Postal Ballot	
Name	Shahla Ayoub	Prafulla Premeukh Chhajad
Category	Non-Executive Independent Director	Non-Executive Independent Director
DIN	08907929	03544734
Date of Birth	14-06-1987	25-09-1966
Qualification	M. A (Economics), B. Ed, SET	B. Com, LL.B (Gen), FCA (ICAI) & CPA (Australia)
Nature of Expertise / Experience	Banking, Economics, Business Management	Accountancy, Banking, Economics, Finance, Law, Information Technology, Payment & Settlement Systems, Risk Management, Business Management
Terms and conditions of appointment	Re- appointment as an Independent Director for a period of three years with effect from 26 th December, 2025 to 25 th December, 2028 (Both days inclusive) not liable to retire by rotation.	Appointment as an Independent Director for a period of three years with effect from 18 th February, 2026 to 17 th February, 2029 (Both days inclusive) not liable to retire by rotation.
Details of Remuneration paid and last drawn remuneration (including sitting fees) from the date of appointment upto the date of this notice	Nil	Nil
Remuneration proposed to be paid	NIL	The above Non-Executive Director will be paid sitting fees of ₹40,000.00 for attending each meeting of the Board or a Committee of Board. In addition, he is also entitled to a fixed remuneration of ₹10 Lakhs per annum.
Date of First Appointment on the Board	26 th December, 2022	18 th February, 2026
Shareholding in the listed entity, including shareholding as a beneficial owner	Nil	Nil
Relationship with other Directors, Key Managerial Personnel	Nil	Nil
No. of Board Meetings attended from 1 st April 2025 upto the date of this notice	Attended 14 out of 15 meetings held during the period.	NA
No. of Committee Meetings attended from 1 st April 2025 upto the date of this notice	Attended 23 out of 23 meetings held during the period.	NA
Directorships, Membership / Chairmanship of Committees of other Boards as on the date of this notice	Nil	<ul style="list-style-type: none"> • Chairman, Multi Commodity Exchange Clearing Corporation Limited (MCXCCL) • Oberoi Realty Limited (Chairman -Audit Committee) • Allcargo Terminals Limited (Chairman-Audit Committee) • Yashoda Healthcare Services Limited (Chairman-Audit Committee)
Listed entities from which the person has resigned in the past three years	NIL	NIL
Name of listed entities from which the person has resigned in the past three years	Nil	Nil
Brief Profile, skills and capabilities required for the role and the manner in which the proposed person meets such requirement	Profile annexed to this notice	Profile annexed to this notice

Brief Profile of Director seeking Appointment/Reappointment

Ms. Shahla Ayoub - DIN-09834993

Ms. Shahla Ayoub is a young Economist of J&K. She presently works as Assistant Professor in Department of Higher Education, Government of J&K. Having worked as Assistant Director in Economics and Statistics, Department of Planning, Monitoring and Development Department, Government of J&K before joining the Department of Higher Education, she brings to Board an affluence of Economic expertise and perspicacity.

She has a yearning and yawning interest in the field of economic research, especially in the areas of Conflict Economics, Financial Inclusion and Developmental Economics. She has to her credit a number of publications, on subjects like Governance, Conflict & Economic Warfare and Economic Welfare.

Apart from supervising a number of Post Graduate Research Dissertations at the Department of Economics, Cluster University Srinagar, she has also participated in National and International Conferences and has made presentations on subjects like Response of Households to Conflict, Financial Inclusion of Handicraftsmen in District Srinagar, Rural Households of Kashmir & Financial Inclusion under PMJDY and Healthcare Infrastructure in Kashmir Valley.

Mr. Prafulla P. Chhajed (DIN: 03544734)

CA. Prafulla P. Chhajed is a Fellow Member of the Institute of Chartered Accountants of India (ICAI), with over three decades of distinguished professional experience in public practice. He is a CPA (Australia), LL.B., and B.Com graduate, and holds certifications in Forensic Accounting, IT & Cyber Security, and Independent Directorship.

He served as President of ICAI (2019-20), Chairman of WIRC of ICAI (2007-08) and as an Independent Director on the Board of State Bank of India (2021-2024). He was also member of Insurance Regulatory & Development Authority of India.

He currently serves as Chairperson of Multi Commodity Exchange Clearing Corporation Limited and holds directorships in reputed listed and unlisted companies. At the international level, he was President of Confederation of Asian and Pacific Accountants (CAPA) and has represented India in global forums including committees of International Federation of Accountants (IFAC), New York.

His Board exposure provided him comprehensive insight into governance, enterprise risk management, regulatory compliance etc.

Recognized for his thought leadership, he has authored over 800 published articles on taxation and investments and has been a frequent speaker at national and international professional forums.