

**NOTICE TO THE MEMEBRS**

**SHORTER NOTICE IS HEREBY GIVEN THAT THE 2<sup>nd</sup> EXTRA ORDINARY GENERAL MEETING OF NORTH EAST SMALL FINANCE BANK LIMITED ("BANK/COMPANY") WILL BE HELD THROUGH VIDEO CONFERENCING ('VC')/ OTHER AUDIO -VISUAL MEANS ('OAVM') AS UNDER:**

<b>DATE</b>	JANUARY 24, 2025
<b>DAY</b>	FRIDAY
<b>TIME</b>	11 AM IST
<b>MEETING LINK</b>	<a href="https://sliceit.zoom.us/j/84935703391">https://sliceit.zoom.us/j/84935703391</a>

**The business to be transacted is as under:**

**SPECIAL BUSINESS**

**ITEM 01: To consider and approve change in name of the Bank from 'North East Small Finance Bank Limited' to 'slice Small Finance Bank Limited' and consequent amendment to the Memorandum of Association ("MOA") and Articles of Association ("AOA")**

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

**"RESOLVED THAT** pursuant to the provisions of Section 4, 13 of the Companies Act, 2013 and other applicable provisions if any, read with Companies (Incorporation) Rules, 2014, (including any statutory modification or re-enactment thereof for the time being in force) and receipt of 'no-objection' letter from the Reserve Bank of India dated January 16, 2025 and subject to the approval of the Registrar of Companies, the consent of members be and is hereby accorded for changing the name of the Company from **"North East Small Finance Bank Limited"** to **"slice Small Finance Bank Limited"**.

**"RESOLVED FURTHER THAT** pursuant to Section 13 of the Companies Act, 2013 and subject to the approval of the Registrar of Companies the existing Clause I of the Memorandum of Association of the Company be substituted by the following new Clause I:

***I. The name of the Company is "slice Small Finance Bank Limited"***

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**“RESOLVED FURTHER THAT** upon and subject to obtaining requisite approvals, the name “North East Small Finance Bank Limited” wherever it occurs in the Memorandum and Articles of Association of the Company, letter heads, Notice Boards and other stationery of the Company be substituted by the name “~~North~~ Small Finance Bank Limited”.

**For North East Small Finance Bank Limited**



**Shefaly Kothari**  
**Company Secretary**  
**(F7698)**

Copy to:

1. Directors of the Company.
2. Shareholders of the Company.
3. Auditors of the Company
4. Debenture Trustee

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**Notes:**

1. Ministry of Corporate Affairs (MCA) vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 20/2021 dated December 08, 2021, General Circular No. 3/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022, General Circular 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 (collectively known as “MCA Circulars”) have permitted companies to conduct EGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. In compliance with the said circulars, the EGM is being conducted through VC.
2. Further, in compliance with the aforesaid MCA Circulars, the Notice of EGM is being sent only through electronic mode to those Members holding the shares whose email addresses are registered with the Company/Depositories.
3. An Explanatory statement setting out material facts pursuant to section 102 of the Companies Act, 2013 (the Act) with respect to the items covered under special business of the notice is annexed hereto.
4. As this EGM is being held pursuant to the MCA Circulars referred to above through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Members attending the EGM through “VC”/“OAVM” shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution pursuant to Section 113 of the Companies Act 2013 authorizing their representative to attend and vote on their behalf at the Meeting.
6. The Statutory Registers of the Company (including but not limited to Register of Directors and Key Managerial Personnel and their shareholding and Contracts or arrangements in which the Directors are Interested), will be made available for

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inspection by the Members electronically. Members desiring such information are requested to write to [secretarial@nesfb.com](mailto:secretarial@nesfb.com).

7. Members desiring any information with regard to the matter to be placed at the EGM, are requested to write to [secretarial@nesfb.com](mailto:secretarial@nesfb.com).
8. The Members are requested to notify immediately of change of address (including e-mail address), if any, to [secretarial@nesfb.com](mailto:secretarial@nesfb.com).
9. Since the EGM will be held through "VC"/"OAVM", the Route Map to the venue of the EGM is not annexed in this Notice.
10. Meeting is being held at Shorter Notice. The letter seeking approval of shareholders to convene this EGM at a shorter Notice is attached herewith and the Members are requested to duly sign and provide the same. The Members can accord their consent to convene this EGM at shorter notice by also responding to [secretarial@nesfb.com](mailto:secretarial@nesfb.com).
11. Shareholders are requested to send any queries on connecting to the EGM or any other technical issue relating to meeting on [secretarial@nesfb.com](mailto:secretarial@nesfb.com).
12. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India, the proceedings of this EGM will be deemed to be conducted at the corporate office of the Company situated at 1st & 3rd Floor, Fortune Central, Basistha Road, Basisthapur, Bylane No. 3, Guwahati – 781028.
13. The facility for joining the meeting shall be kept open at least 15 minutes before the time scheduled to start the meeting and the facility shall not be closed till expiry of 15 minutes after such scheduled time. The Company is providing a two-way teleconferencing facility for the ease of participation of the members.
14. All members attending the meeting through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. The members are requested to confirm their attendance by mentioning their names during the EGM and showing their identity documents such as passport or any other identity proof for ensuring attendance and by sending an email through their registered email id to the Company before EGM.

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15. The voting on the matters shall be done through show of hands, so all are requested to keep their videos on, to count the votes for passing the resolution or members may convey their vote by way of email at [secretarial@nesfb.com](mailto:secretarial@nesfb.com) from their registered email id.
16. The position date for determining the list of members eligible to receive this notice shall be January 17, 2025. Any person who becomes a member subsequently, shall treat this notice for information purposes only.
17. The Chairman shall, at the Extra Ordinary General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of “e-voting” or “Ballot Paper” or “email count” for all those members who are present at the Extra Ordinary General Meeting but who have not cast their votes earlier by availing the remote e-Voting facility.
18. The Scrutinizer shall after the conclusion of voting at the General Meeting, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-Voting or email voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 3 days of the conclusion of the Extra Ordinary General Meeting, a consolidated scrutinizer’s report of the total votes cast in favour or against, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

**Explanatory Statement Pursuant to section 102 of the Companies Act, 2013**

**ITEM 01: To consider and approve change in name of the Bank from ‘North East Small Finance Bank Limited’ to ‘slice Small Finance Bank Limited’ and consequent amendment to the Memorandum of Association (“MOA”) and Articles of Association (“AOA”)**

The Board of Directors of the Bank at its meeting held on January 18, 2025 have approved change in name of the Bank from ‘**North East Small Finance Bank Limited**’ to ‘**slice Small Finance Bank Limited**’ with an effort to rebrand and strengthen its market position.

In this regard, clause I (Name Clause) of MOA along with the AOA of the Company is required to be altered which requires the approval of members of the Company by way of a Special Resolution and the Regulatory, the same is recommended by the Board of Directors as set out in Item No. 1 of the notice.

**Interest of Directors and KMP:**

None of Directors, Key Managerial Personnel (KMP) of the company, and their relatives may be deemed to be concerned or interested in this resolution except to the extent of their shareholding in the Company.