



AU SMALL FINANCE BANK LIMITED

CIN: L36911RJ1996PLC011381

Registered Office: 19-A, Dhuleshwar Garden, Ajmer Road, Jaipur – 302001, Rajasthan, India

Corporate Office: 5th Floor, E-Wing, Kanakia Zillion, Junction of CST and LBS Road,
Kurla (West), Mumbai – 400070, Maharashtra, India

Tel: +91-141 4110060/61 | E-mail: investorrelations@aubank.in | Website: www.au.bank.in

POSTAL BALLOT NOTICE

(Notice pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and the MCA Circulars)

Dear Member(s),

NOTICE is hereby given that pursuant to the provisions of Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013, (“**Act**”) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, 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, General Circulars No.14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020 and subsequent circulars issued from time to time, the latest being Circular No. 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (“**MCA Circulars**”) and other applicable rules / regulations / guidelines / circulars / notifications [including any statutory modification(s), amendment(s) thereto or re-enactment(s) thereof for the time being in force], the resolution appended below is proposed for approval of the members of AU Small Finance Bank Limited (“**Bank**”), through Postal Ballot by way of voting through electronic means (“**e-voting**”).

In compliance of MCA Circulars, the Bank will send Postal Ballot Notice only by e-mail to all its members who have registered their e-mail addresses with the Registrar and Share Transfer Agent (“**RTA**”) of the Bank or Depository/Depository Participants. Hard copy of Postal Ballot Notice along with Postal Ballot Forms and pre-paid business envelope will not be sent to the members for this Postal Ballot.

You are requested to peruse the following proposed Resolution along with Explanatory Statement provided by the Bank and thereafter record your assent or dissent by means of e-voting system by 5:00 p.m. (IST) on Sunday, June 14, 2026. The resolution, if passed by the requisite majority, shall be deemed to have been passed on the last date for e-voting i.e. Sunday, June 14, 2026. Further, resolution passed by the members through e-voting is deemed to have been passed effectively at a general meeting.

SPECIAL BUSINESS

Item No. 1:

Appointment of Mr. Vivek Tripathi (DIN: 11510604) as the Director and Whole Time Director, (designated as Executive Director) of the Bank and to approve the remuneration payable to him

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 152, 160, 161, 196, 197 and 203, read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, (“**Act**”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and provisions of Section 35B and other applicable provisions, if any, of the Banking Regulation Act, 1949 and the rules, guidelines

and circulars issued by the Reserve Bank of India (“RBI”) in this regard, from time to time, and any other applicable Laws, Rules and Acts [including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereof, for the time being in force] and in consonance with the provisions of Articles of Association of the Bank and pursuant to the recommendation of the Nomination and Remuneration Committee (“NRC”) and approval of Board of Directors of the Bank and approval received from RBI, **Mr. Vivek Tripathi (DIN: 11510604)**, who was appointed as an Additional Director (Whole Time Director, designated as Executive Director) with effect from April 24, 2026 and in respect of whom the Bank has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as the Director and Whole-Time Director (designated as Executive Director) of the Bank for a period of three (3) years commencing from April 24, 2026 to April 23, 2029, liable to retire by rotation, at the remuneration payable to him as detailed below with effect from April 24, 2026, which shall continue till any further revision, and on such other terms and conditions as may be approved by the RBI:

Fixed Pay (Per annum):

Particulars	Amount in ₹
Salary	75,76,680
Allowances	1,30,07,348
Total Salary & Allowances (A)	2,05,84,028
Provident Fund	9,47,985
Gratuity	3,64,440
Pension (NPS Contribution)	7,57,668
Total Retiral/Superannuation benefits (B)	20,70,093
Perquisites and other benefits(C)	12,75,888
Total Fixed Pay (A+B+C)	2,39,30,009

He is entitled for free use of Company’s One car for conveyance / tour-travel and club membership.

Variable Pay: The Bank shall determine variable pay based on his performance evaluation for the relevant financial year, as may be recommended by the NRC and approved by the Board of Directors, subject to the approval of the RBI and the shareholders.

RESOLVED FURTHER THAT pursuant to the RBI (Small Finance Banks – Governance) Directions, 2025, as amended, the Board be and is hereby authorised to make suitable adjustments, if any, in components of Fixed Pay while keeping the overall remuneration within limits given hereinabove, in compliance of RBI Guidelines and Instruction issued from time to time in this regard.

RESOLVED FURTHER THAT in case the Bank has no profit, or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Vivek Tripathi, in accordance with Schedule V and applicable provisions of the Act.

RESOLVED FURTHER THAT to give effect to this resolution, the Board be and is hereby authorized to do all deeds, matters, things, acts, and to execute any agreements, documents and writings, as may be deemed necessary, including but not limited to making correspondences with RBI or any other regulatory authority and/or to settle all questions, difficulties or doubts that may arise in this regard, and to delegate all or any of its powers herein conferred to any Committee/Director(s)/Officer(s) of the Bank.”

Place: Jaipur
Date: May 12, 2026

By Order of the Board of Directors
For AU Small Finance Bank Limited

Registered Office:
19-A, Dhuleshwar Garden,
Ajmer Road, Jaipur – 302001, Rajasthan, India
Website: www.au.bank.in
Tel: +91 141 4110060
E-mail: investorrelations@aubank.in

Sd/-
Manmohan Parnami
Company Secretary
Membership No: F9999

NOTES:

1. The Explanatory Statement pursuant to Section 102(1) of the Act read with Rule 22 of the Companies (Management and Administration) Rules, 2014, setting out all material facts and reasons relating to the resolution in respect of the Special Business set out above is annexed herewith.
2. Members may note that as required under the provisions of Section 108, 110 and other applicable provisions, if any, of the Act and the rules made thereunder, as applicable, in this regard, and Regulation 44 of the Listing Regulations, the Bank has engaged the services of Central Depository Services (India) Limited (“**CDSL**”) to provide e-voting facility to members of the Bank.
3. The Board of Directors has appointed CS Mr. Manoj Maheshwari (FCS: 3355), Practicing Company Secretary, as Scrutinizer and failing him CS Ms. Priyanka Agarwal (FCS: 11138), Practicing Company Secretary, as the Alternate Scrutinizer for conducting the postal ballot e-voting process in a fair and transparent manner.
4. The Postal Ballot Notice is being sent by e-mail to all the members of the Bank whose names appear on the Register of Members/List of Beneficial Owners as received from the National Securities Depository Limited (“**NSDL**”)/ **CDSL** as on **Friday, May 08, 2026** (“**Cut-off Date**”). It is however clarified that all the persons who are members of the Bank as on the Cut-off Date and who may not have received notice due to non-registration of e-mail ID shall also be entitled to vote on the resolution specified in this notice.
5. Dispatch of the Notice shall be deemed to be completed on the day on which Bank or CDSL sends out the Postal Ballot Notice by e-mail to the members of the Bank.
6. The Postal Ballot Notice is also available on the website of the Bank at www.au.bank.in and can also be downloaded by accessing website of CDSL at www.evotingindia.com and at the relevant sections of the websites of the BSE Limited at www.bseindia.com and National Stock Exchange of India Ltd. at www.nseindia.com.
7. As required by Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the details pertaining to this Postal Ballot will be published in one English national daily newspaper circulating throughout India (in English language) and one Hindi daily newspaper circulating in Jaipur (in vernacular language i.e. Hindi).
8. The remote e-voting period commences from **Saturday, May 16, 2026 [9:00 a.m. (IST)]** and ends on **Sunday, June 14, 2026 [5:00 p.m. (IST)]**. During this period, members holding shares as on Cut-off Date may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting after **Sunday, June 14, 2026 [5:00 p.m. (IST)]**. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast vote again.

The voting rights of the members shall be in proportion to their shares in the total paid-up equity share capital of the Bank subject to the provisions of the Banking Regulation Act, 1949, as on the cut-off date.
9. All relevant documents referred to in this Notice requiring the approval of the members shall be available for inspection by the members at the Bank’s registered office during official hours on all working days (excluding Saturdays, Sundays and National Holidays) till the last date of the e-voting. Members who wish to inspect the documents are requested to send an e-mail to investorrelations@aubank.in mentioning their Name, Client ID and DP ID.
10. Members whose e-mail ID is not registered with the depositories are requested to register their e-mail ID with the Depository Participant with whom they are maintaining their demat account by following the procedure prescribed by the Depository Participant. These members may also cast their vote by following the e-voting process given in this notice.
11. To exercise vote by using e-voting facility, please carefully follow the instructions given under the heading “**E-Voting Instructions**” of Postal Ballot Notice.
12. The Scrutinizer will submit his report to the Managing Director & CEO or to the Chief Financial Officer or to the Company Secretary as authorized by the Chairman of the Bank after completion of the scrutiny of votes cast through e-voting. The result of the voting by postal ballot will be announced on or before **Tuesday, June 16, 2026** by the Managing Director & CEO or by the Chief Financial Officer or by the Company Secretary of the Bank. The result of the postal ballot will be posted on the Bank’s website at www.au.bank.in/reports/disclosures and CDSL website at www.evotingindia.com immediately after the declaration of result and the same will also be communicated to BSE Limited and National Stock Exchange of India Ltd. within stipulated time period as prescribed in this regard. The Scrutinizer’s decision on the validity of e-voting will be final.

E-Voting Instructions

Pursuant to SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, to simplify and improve the voting process, it has been decided to allow all demat account holders to vote using a single login through their demat accounts or the websites of Depositories/Depository Participants. This removes the need for separate registrations and makes the e-voting process easier and more convenient. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode with CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<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 to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting their vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are 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's website www.cdslindia.com and click on login & My Easi New (Token) 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 an 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, users will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.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),

Type of shareholders	Login Method
	<p>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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>4. Click on https://eservices.nSDL.com/SecureWeb/evoting/evotinglogin.jsp for OTP based login. 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

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

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

Login type	Helpdesk details
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
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.co.in or call at 022 - 4886 7000 and 022 - 2499 7000

Step2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- i) The shareholders should log on to the e-voting website www.evotingindia.com.
- ii) Click on “Shareholders” module.
- iii) Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- iv) Enter the Image Verification as displayed and Click on Login.
- v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- vi) If you are a first-time user follow the steps given below:

PAN	<ul style="list-style-type: none"> Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<ul style="list-style-type: none"> Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- vii) After entering these details appropriately, click on “SUBMIT” tab.
- viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolution of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ix) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.
- x) Click on the EVSN of **AU Small Finance Bank Limited**. A voting page will open containing Resolution to be passed by Members of the Bank.
- xi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xiv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xvi) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xvii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

Additional Facility for Non – Individual Shareholders and Custodians:

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively, Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at cs.vmanda@gmail.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Process for those shareholders whose Email/Mobile no. are not registered with the Company/Depositories:

- For Physical shareholders, please provide necessary details like 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 Bank's RTA MUFG Intime Private Limited at investor.helpdesk@in.mpms.mufg.com.
- For Demat shareholders, please update your email id & mobile no. with your respective Depository Participant (DP).
- For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

Explanatory Statement pursuant to provisions of Section 102(1) of the Companies Act, 2013

The following Statement sets out all material facts relating to the Ordinary Business as set out in Item no 1 mentioned in the above Notice:

Item no. 1:

Considering the Bank's increasing scale and complexity across its businesses, risk, and compliance functions, and in alignment with its long-term succession planning, the Bank has undertaken an organisational realignment to strengthen its leadership depth. Accordingly, the proposed appointment of Mr. Vivek Tripathi, Chief Credit Officer, as Director & Whole Time Director (Designated as Executive Director), reflects the Bank's commitment to enhancing institutional governance, ensuring leadership continuity, and developing next-generation leadership from within the Bank.

Mr. Vivek Tripathi is a distinguished leader with over two decades of demonstrated excellence in building, scaling and safeguarding high-quality institutions. Over the course of his career, he has demonstrated strategic foresight, rigorous execution discipline, and an unwavering commitment to balancing growth with institutional resilience.

An alumnu of IIM Lucknow, Mr. Tripathi also holds an M.Tech from VJTI, University of Mumbai, He joined the Bank in 2014 and, over his 12 years tenure, has held multiple leadership assignments, making a defining contribution to the Bank's sustainable growth and governance framework.

As Chief Credit Officer ("CCO") of the Bank, he has led the Credit & Policy and Collection function across lending businesses and has played a pivotal role in strengthening credit governance, enhancing underwriting discipline, diversifying the loan portfolio and building a resilient risk management framework.

Prior to taking over as CCO, he led the Bank's Commercial Banking Business. Under his leadership, the Commercial Banking portfolio has grown sustainably, with strong momentum, supported by robust on-ground execution and rising customer confidence. He has overseen the development of a well-balanced and scalable loan book, complemented by meaningful deposit mobilization, strengthening the Bank's liability franchise as well.

His focus on innovation-led growth through digital trade and remittance solutions has been instrumental in scaling the business, expanding MSME engagement, and enhancing geographic penetration. These efforts have supported balanced, sustainable growth aligned with the Bank's long-term vision of universal banking and strengthened AU's position in commercial banking business.

As an Executive Director, Mr. Vivek Tripathi will have oversight responsibility for key risk & control functions of the Bank, including Credit, Policy, Collections, and Legal Recovery. His role will focus on strengthening credit governance, asset quality, and recovery processes in alignment with the Bank's risk management framework and governance standards. Additionally, he will also contribute towards enhancing Bank's analytical capabilities, risk appetite, align portfolio strategy with the Bank's growth ambitions, safeguard depositor confidence, and protect shareholders value.

Prior to joining the Bank, Mr. Tripathi held senior roles at ICICI Bank, Reliance Capital and the Aditya Birla Group, having navigated multiple credit cycles and complex corporate ecosystems. He will further fortify analytics, underwriting and recovery capabilities, align portfolio strategy with the Bank's growth ambitions, safeguard depositor confidence, and protect shareholder value.

He possesses the qualifications and expertise prescribed under Section 10A(2)(a) of the Banking Regulation Act, 1949 ("**BR Act**") and the applicable guidelines issued by the RBI in the areas of banking, finance, business management, risk management, accountancy, agriculture and rural economy, and small-scale industries.

The Board of Directors ("**Board**"), based on the recommendation of the Nomination and Remuneration Committee ("**NRC**") and after undertaking a fit and proper assessment, at its meeting held on January 20, 2026, evaluated the candidature of Mr. Vivek Tripathi (DIN: 11510604) in accordance with the applicable statutory and regulatory requirements and approved his appointment as an Additional Director (Whole-time Director, designated as Executive

Director) of the Bank for a period of three (3) years, along with the fixed pay as set out in the Resolution of this Notice, subject to the approval of the members and Reserve Bank of India (“**RBI**”).

Subsequently, the RBI, vide its letter dated April 23, 2026, approved the appointment of Mr. Vivek Tripathi as proposed by the Board. Pursuant thereto, he assumed charge as Executive Director with effect from April 24, 2026. He is designated as a Key Managerial Personnel and Senior Management Personnel of the Bank.

Details of Remuneration including fixed pay are set out in the Resolution. Further, He will be eligible for variable pay based on his performance evaluation for the relevant financial year, as may be recommended by the NRC and approved by the Board of Directors, subject to the approval of the RBI and the shareholders. In accordance with the prevailing RBI Directions on Compensation, the total variable pay of a Whole-time Director shall not exceed 300% of the fixed pay and shall include performance-linked bonus (cash or deferred cash) and Employee Stock Options. The Bank has appropriate provisions for malus and/or clawback in respect of the remuneration of Whole-time Directors, as per applicable RBI guidelines.

In terms of Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), the approval of shareholders is required for the appointment of a director at the next general meeting or within three months from the date of appointment, whichever is earlier. However, where such appointment is subject to the approval of any regulatory or statutory authority, the time taken to obtain such approval is excluded while computing the aforesaid period.

The Bank has received a notice in writing under Section 160(1) of the Companies Act, 2013 from a member proposing the candidature of Mr. Vivek Tripathi for appointment as a Director of the Bank. Mr. Tripathi has furnished his consent to act as a Director under Section 152 of the Act and has confirmed that he is not disqualified under Section 164 and 196 of the Act. He is fit and proper person to hold the office as a Director and Whole-Time Director (designated as Executive Director) of the Bank, as per the norms prescribed by RBI and is not debarred from holding the office of director by order of Securities and Exchange Board of India or any other regulatory authority.

In view of above, the Board recommends the passing of the Ordinary Resolution as set out at Item No. 1 of the accompanying Postal Ballot Notice for the appointment of Mr. Vivek Tripathi as a Director and Whole-Time Director (designated as Executive Director), who shall be liable to retire by rotation in accordance with the provisions of Section 152(6) of the Companies Act, 2013.

None of the Directors or Key Managerial Personnel of the Bank or their relatives, other than Mr. Vivek Tripathi himself and/or his relatives, are directly or indirectly concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the Notice.

The information as required under Regulation 36(3) of the Listing Regulations and the Secretarial Standard on General Meetings (SS-2), issued by the Institute of Company Secretaries of India, are provided as an **Annexure** to the Notice.

Place: Jaipur
Date: May 12, 2026

By Order of the Board of Directors
For AU Small Finance Bank Limited

Registered Office:
19-A, Dhuleshwar Garden,
Ajmer Road, Jaipur – 302001, Rajasthan, India
Website: www.au.bank.in
Tel: +91 141 4110060
E-mail: investorrelations@aubank.in

Sd/-
Manmohan Parnami
Company Secretary
Membership No: F9999

Annexure
BRIEF PROFILE AND OTHER INFORMATION OF DIRECTOR BEING APPOINTED, AS SET OUT IN THIS NOTICE, IN TERMS OF THE REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND THE SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF THE COMPANY SECRETARIES OF INDIA

Particulars	Mr. Vivek Tripathi (DIN: 11510604)
Age	47 Years
Date of first appointment on Board	April 24, 2026
Qualification	<ul style="list-style-type: none"> • B.E. Devi Ahilya Vishwavidyalaya, Madhya Pradesh • M. Tech. (Masters of Textiles) from VJTI, University of Mumbai • Post Graduate Diploma in Management - IIM Lucknow
Brief Resume including experience	For detailed profile of Mr. Vivek Tripathi, please refer Item No. 1 of the explanatory statement to this Postal Ballot Notice.
Nature of his/her expertise in specific functional areas	<ul style="list-style-type: none"> • Banking • Business Management • Risk Management • Accountancy • Finance • Agriculture & rural economy • Small-Scale Industry
Other Directorship	Nil
Name of listed entities from which the person has resigned in the past three years	Nil
Chairmanship/Membership of Committee(s) in other companies in which position of Director is held	Nil
Relationship with other Directors, Managers, and other Key Managerial Personnel of the Bank	None
No. of equity shares held in the Bank	140034
No. of Board meetings attended during the year (FY2025-26)	Not Applicable
Terms and conditions of appointment or re-appointment	For a term of 3 years w.e.f. April 24, 2026, subject to approval of shareholders and be liable to retire by rotation.
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable
Remuneration last drawn (FY 2025-26)	Rs. 1.81 Crore (excluding stock options)
Remuneration sought to be paid	As disclosed in resolution no. 1