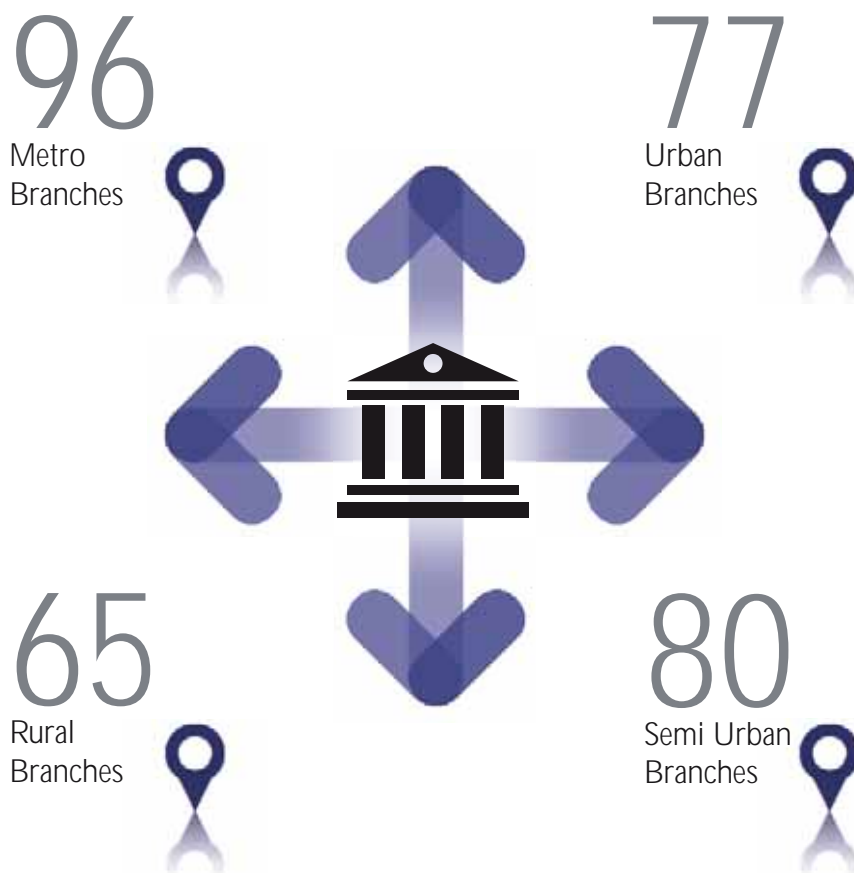




DCB BANK

DCB Bank reaches out to customers
across India from 318 branches located in
19 states & 3 union territories



Contents

DCB Bank Company Information	02	Balance Sheet	70
Chairman's Statement	03	Profit & Loss Account	71
Notice to Members	05	Cash Flow Statement	72
Directors' Report	16	Schedules	73
Corporate Governance	45	Basel III	118
Auditors' Report	67	Proxy Form	139

DCB Bank Vision

Our vision is to be the most innovative and responsive neighbourhood Bank in India serving entrepreneurs, individuals and businesses.

DCB Bank Values

Treat Everyone with Dignity – Respect

Do What is Right – Ethical

Be Open & Transparent – Fair

Sense of Urgency, Passion & Energy – Dynamic

Go the Extra Mile, Find Solutions – Stretch

Improve Continuously – Excellence

Play as a Team, To Win – Teamwork

Support the Society – Contribute

Synthesise

The new mind of the age will need to be a searchlight – constantly scanning the environment for new developments and acquiring new knowledge. This knowledge will need to be internalized and synthesised for relevance and action. This will demand a broader vision, capabilities of critical thought and an ability to apply the new knowledge to specific purpose.

At DCB we are attempting to bring together a synthesis of thought across different verticals to serve our customers in unique and creative ways. Simplification, options that are customised and usable aided by the latest technologies available. It is becoming a habit within the organization. The habit of constant analysis which over time will lead to increasing synthesis of different departure points that converge on a coherent whole.

All this to ensure that our customers constantly experience innovation and simplicity to aid their purpose. After all, what we all need, are products and processes that meet our needs at minimum cost and in a manner which is pleasant to experience. DCB is doing its best to ensure we can achieve this objective.



COMPANY INFORMATION

Board of Directors

Mr. Nasser Munjee
Chairman

Mr. Murali M. Natrajan
MD & CEO

Mr. Altaf Jiواني

Mr. Amin Manekia

Mr. Ashok Barat
(From March 22, 2018)

Mr. Imran Contractor

Mr. Iqbal Khan
(From July 15, 2017)

Mr. Jamal Pradhan

Mr. Keki Elavia
(Till July 15, 2017)

Mr. Nalin Shah
(Till March 31, 2018)

Mr. C. Narasimhan

Ms. Rupa Devi Singh

Mr. Shaffiq Dharamshi

Mr. S. Sridhar

Senior Management Team

Mr. Abhijit Bose,
Chief Credit Officer

Mr. Abhijit Shah,
Chief Technology Officer

Mr. Aditya Prasad,
Head - Projects & Process

Mr. Ajay Mathur,
Head - Collections & Commercial
Vehicles

Mr. Amit Mehta,
Head - Personal Loans and Smart
Credit

Mr. Bharat Sampat,
Chief Financial Officer

Mr. Damodar Agarwal,
Head - Payments & Strategic
Alliances

Mr. Gaurav Mehta,
Head - Marketing, PR & Corporate
Communications & Investor
Relations

Ms. Hamsaz Vasunia,
Head - Human Resources

Mr. J. K. Vishwanath,
Head - Corporate Banking

Mr. K. K. Pandey,
Head - Channel Sales & Emerging
Markets

Mr. Krishna Ramasankaran,
Head - Credit, Retail & SME

Mr. Manoj Joshi,
Business Head - Trade Finance

Ms. Meghana Rao,
Head - Branch Operations

Mr. Narendranath Mishra,
Head - Agri & Inclusive Banking

Mr. N. C. Kaushal,
Business Head - SME

Mr. Pankaj Sood,
Head - Branch Banking-Retail

Mr. Praveen Kutty,
Head - Retail & SME Banking

Mr. Venkatesh R.,
Head - Operations,
Technology & Human Resources

Mr. Rajesh Verma,
Head - Treasury, Correspondent
Banking & Trade Finance

Mr. Sachin Patange,
Chief Compliance Officer

Mr. Sridhar Seshadri,
Chief Risk Officer

Mr. Sukesh Bhowal,
Head - Mortgages & Gold Loans

Ms. T. P. Anuradha,
Chief Internal Auditor & Chief of
Internal Vigilance

Company Secretary

Ms. Rubi Chaturvedi

Statutory Auditors

Deloitte Haskins & Sells
Chartered Accountants
(Registration No. 117365W)

Registered Office

DCB Bank Limited
601 & 602, Peninsula Business Park,
6th Floor, Tower A,
Senapati Bapat Marg, Lower Parel,
Mumbai 400 013

CHAIRMAN'S STATEMENT FY 2018

We live in extraordinary times. A time of accelerating technological change that impacts our lives on a continuous basis; a time of economic and political changes since the financial crisis of 2008 and the rise of protectionism; technological change affords amazing new opportunities for those who are quick to grasp the possibilities that this change can offer to enterprises for developing new products, experience and channels to engage with their customers.

The second most important element for organizational adaptation to the new world that envelops us all is the inherent “culture” in which an organization functions. The culture decides the ways in which the employees interact with each other and with customers. It defines the energy, the enthusiasm and ownership of their roles within the organization. It provides a sense of pride in sharing successes and analysing failures for future learnings. Perhaps the most important aspect of the culture is the sense of belonging to an organization – that they feel they are building the organization individually and each one has a role in the growth and innovative process. Indeed, the culture defines the success of an organization in the long run as it involves the most important component – its people.

Many years ago, at DCB Bank, we planted the seed for building this culture. It needs to be sown and nurtured over many years. A delicate sapling transforms into a sturdy tree branching out and staying rooted to its core principles. Principle Centred Leadership is the root of this tree; it informs every component of the trees growth and spread. I firmly believe that without this constant attention to the cultural evolution, an

institution may eventually falter and trip itself up even though it has grown large and successful.

We started transforming the Bank more than a decade ago and steadily built our businesses. The Balance Sheet has now grown to over ₹ 30,000 crores today. The number is not as important as the manner in which it has been achieved. Some would say this growth should have been more rapid. This evolution was rooted in principles of integrity of operations; a retail strategy on both sides of the balance sheet; building of a cultural identity; intelligent design for quality growth; the principle of neighbourhood banking and transparency. Our numbers today reflect not just a quantitative picture of progress but a qualitative one as well.

We are building strong foundations that can last. In every area of activity we are striving to achieve at a level that is cutting edge. I would like to mention a few supporting areas to frontline units that are normally not visible.

- Our branch expansion strategy was rolled out impeccably giving us a network of 318 branches over the 160 branches we started out with in October 2015. This gives us many degrees of freedom to grow CASA, expand the Balance Sheet, deliver products and serve customers across India.
- Our “Big Data” (Data Analytics) team has done some remarkable work on predictive analytics which is informing our businesses as well as support functions. These capabilities are being refined on a continuous basis.

- Our Information Technology unit is progressing towards cutting edge in terms of core solutions; its interactions with “fintech” companies; its support for product development for the frontline and its innovation for the future. Even amongst peers it is considered to be such.
- Our Collections and Recoveries team have done a painstakingly successful job in keeping our Non Performing Assets within the acceptable boundaries that we had set for ourselves. These are people who are in the frontline who work invisibly and untiringly throughout the year.
- Our Human Resources (HR) unit is perhaps one of the most energetic and creative that I have seen in any organization. It is largely responsible for recruiting people, inducting them into our culture and developing them while they are with us in line with their own goals for growth. In the past two years HR has added over 1,500 people for our branch expansion program for customer facing and other roles.

The success of an organization cannot be attributed to particular verticals; it's the interdependence of all of them and the ability of the MD & CEO and the Management Team to integrate effectively across these verticals. It's a constant circle of 'analysis' leading to 'synthesis' and back again. For an organization to be truly sustainable in the long run it requires all cylinders to be firing in unison. I am convinced that the Bank, after many years, developed a culture that is now coming into its own. Success is measured by the degree of coordinated integration that is systematically managed and executed. Success is shared and acknowledged.

That is why we use the theme this year of “Synthesise”. It's the coming together of all the attributes of an organization under the broad banner of “culture” which is the binding force under which effective integration can indeed take place. It needs to be a core element of leadership. I am happy to report that these processes are well underway at your Bank and, in the ultimate analysis, the reason why we can deliver and we aspire to do so in the years ahead.

Nasser Munjee

Chairman

Bengaluru, April 14, 2018

NOTICE TO MEMBERS

NOTICE is hereby given that the Twenty Third Annual General Meeting of the Members of DCB BANK LIMITED ("the Bank") will be held on Saturday, June 2, 2018 at 2.30 p.m. at the Rama & Sundri Watumull Auditorium, K.C. College, Dinshaw Wacha Road, Churchgate, Mumbai 400 020 to transact the following:

Ordinary Business:

1. To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2018 together with the Reports of the Auditors and Directors thereon.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of Mr. Shaffiq Dharamshi (DIN-06925633), who retires by rotation and being eligible, offers himself for re-appointment.
4. To ratify the appointment of Statutory Auditors and to fix their remuneration for the Financial Year ending March 31, 2019 and in that connection to consider and, if thought fit, to pass, the following Resolution as an Ordinary Resolution:-

"RESOLVED THAT subject to approval of the Reserve Bank of India ("RBI") and such other regulatory authorities, as may be applicable, and pursuant to provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 and other applicable rules, if any, the applicable provisions of the Banking Regulation Act, 1949 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Rules, Circulars and Guidelines issued by the RBI, from time to time and pursuant to the resolution passed by the Members at the Twenty-First Annual General Meeting held on June 1, 2016 appointing M/s. Deloitte, Haskins & Sells, Chartered Accountants (Registration No.117365W) as the Statutory Auditors of the Bank to hold office for four (4) years from the conclusion of the Twenty First Annual General Meeting till the conclusion of Twenty Fifth Annual General Meeting, the appointment of M/s. Deloitte, Haskins & Sells, Chartered Accountants (Registration No. 117365W) as the Statutory Auditors of the Bank to hold office from the conclusion of this Annual General Meeting till the conclusion of Twenty Fourth Annual General Meeting, be and is hereby ratified by the Members of the Bank and the Board of Directors of the Bank is authorized to fix their remuneration and other terms and conditions for the Financial Year ending March 31, 2019 ."

Special Business:

5. Appointment of Mr Jamal Pradhan (DIN-00308504) as Non-Executive Director, liable to retire by rotation

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

"RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013 and Rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force) and Section 10 A (2A) of Banking Regulation Act, 1949, Mr. Jamal Pradhan (DIN-00308504), who was appointed as Non- Executive Director by the Board of Directors with effect from October 16, 2017, be and is hereby appointed as a Non-Executive Director of the Bank liable to retire by rotation."

6. Appointment of Mr. Iqbal Khan (DIN-07870063) as a Non-Executive Director, liable to retire by rotation

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

"RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013 and the Rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force) and Section 10 A (2A) of Banking Regulation Act, 1949, Mr. Iqbal Khan (DIN-07870063), who was appointed as an Additional Director with effect from 15th July 2017 and who holds office up to the date of this Annual General Meeting of the Bank, be and is hereby appointed as a Non-Executive Director of the Bank, liable to retire by rotation."

7. Appointment of Mr. Ashok Barat (DIN-00492930) as Independent Director

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, and 152 read with Schedule IV of the Companies Act 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and Section 10 A(2A) of the Banking Regulation Act, 1949, Mr. Ashok Barat (DIN-00492930), who was appointed as an Additional Director with effect from March 22, 2018 be and is hereby appointed as Independent Director of the Bank from March 22, 2018 for a period of five years and shall not be liable to retire by rotation."

8. Re-appointment of Mr. Nasser Munjee (DIN-00010180) as Non-Executive (Part-time) Chairman of the Bank and payment of Honorarium to him

To consider and if thought fit, to pass the following resolutions as Ordinary Resolution:

"RESOLVED THAT pursuant to the applicable provisions of the Banking Regulation Act, 1949 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Rules, Circulars and Guidelines issued by the Reserve Bank of India, the provisions of the Companies Act, 2013 and rules made thereunder, approval accorded by the Reserve Bank of India vide its letter No. DBOD.Appt No.961/29.03.001/2017-18 dated July 28, 2017 (hereinafter referred to as RBI Letter), approval of Members of the Bank be and is hereby given to the re-appointment of Mr. Nasser

Munjee as Non-Executive (Part-time) Chairman of the Bank for a period of three (3) years from August 19, 2017 to August 18, 2020.

RESOLVED FURTHER THAT as approved by the RBI Letter, Mr. Nasser Munjee be paid honorarium of ₹ 24.00 Lakh per annum plus reimbursement of actual business related expenses and payment of one club membership fee.”

9. Re-appointment of Mr. Murali M. Natrajan (DIN-00061194) as Managing Director & CEO.

To consider and if thought fit to pass the following resolution as an Ordinary Resolution.

“RESOLVED THAT pursuant to the applicable provisions of the Companies Act, 2013 and rules made thereunder, Section 10-A and other applicable provisions of the Banking Regulations Act, 1949 (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Rules, Circulars and Guidelines issued by the Reserve Bank of India and subject to the approvals, as may be necessary from the Reserve Bank of India and other concerned authorities or bodies and subject to the conditions as may be prescribed by any of them while granting such approvals, the Members of the Bank do hereby approve the re-appointment of Mr. Murali M. Natrajan (DIN-00061194) as the Managing Director and Chief Executive Officer of the Bank for a period of three years from April 29, 2018 to April 28, 2021 upon such terms and conditions, including remuneration, as set out in the Explanatory Statement to the resolution as per Item No. 9 of the Notice of the Annual General Meeting.

RESOLVED FURTHER THAT pursuant to Section 197 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and any other applicable rules, applicable provisions of the Banking Regulation Act, 1949 (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to approval from the Reserve Bank of India in this regard, approval of the Members be and is hereby given, to authorize the Nomination and Remuneration Committee of the Board to recommend and the Board of Directors of the Bank to decide on the annual increase in the remuneration, including bonus, up to 15% of the previous year's annual remuneration including bonus paid, if any, during that year.

RESOLVED FURTHER THAT the Board (including any duly constituted committee of the Board of Directors) be and is hereby authorised to do all such acts, deeds, matters and things and to execute any agreements, documents, instruments and writings as may be required, with power to settle all questions, difficulties or doubts that may arise in regard to the said re-appointment as it may in its sole discretion deem fit and to delegate all or any of its powers conferred herein to any Director(s) and / or officer(s) of the Bank to give effect to this Resolution.”

10. Raising of Funds by issue of bonds/ debentures/ securities on Private Placement basis

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to Section 42 and other applicable provisions, if any, of the Companies Act, 2013, as amended, and the rules made there under, Companies (Prospectus and Allotment of Securities) Rules, 2014, Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 including any amendment, the applicable provisions of the Banking Regulation Act, 1949, as amended, and the rules, circulars and guidelines issued by the Reserve Bank of India (“RBI”) from time to time (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force) and all other relevant provisions of applicable law(s), the provisions of the Memorandum and Articles of Association of the Bank and subject to such other approval(s), consent(s), permission(s) and sanction(s) as may be necessary from the concerned Statutory Authority(ies) including RBI, the approval of the Members of the Bank be and is hereby accorded to the Board of Directors of the Bank (hereinafter referred to as “Board” and which term shall be deemed to include any Committee of the Board or any other persons to whom powers are delegated by the Board as permitted under the Companies Act, 2013) for borrowing/raising of funds in Indian/foreign currency by issue of debt securities including but not limited to refinance from term lending institutions and non-convertible debentures, bonds (including bonds forming part of Tier I Capital/Tier II Capital in accordance with and subject to the terms and conditions specified in the Basel III Capital Regulations prescribed by RBI, long terms infrastructure bonds or such other bonds as may be permitted by RBI from time to time) in domestic and/or overseas market, on a private placement basis and/or for making offers and /or invitations therefor and /or issue(s)/issuances therefor, on private placement basis, for a period of one year from the date hereof, in one or more tranches and /or series and under one or more shelf disclosure documents and/or one or more letters of offer and on such terms and conditions for each series / tranches including the price, coupon, premium, discount, tenor etc. as deemed fit by the Board , as per the structure and within the limits permitted by RBI, of an amount not exceeding ₹ 300 Cr (Rupees Three Hundred Crore), in aggregate for additional Tier I and Tier II capital within the overall borrowing limits of the Bank, as approved by the Members from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Bank or any Committee of the Board or such other persons as may be authorized by the Board or Committee of the Board, be and are hereby authorized to negotiate, modify and finalize the terms and conditions of the debt securities and sign the relevant documents/agreements in connection with the private placement of the debt securities, including without limitation, the private placement offer letter (along with the application form), information memorandum, disclosure documents, debenture subscription agreement, debenture trust deed and any other documents as may be required, in connection with the offering(s), issuance(s) and/or allotment(s) on private placement of debt securities by the Bank and to further delegate the

above powers to any Committee of Directors or any personnel of the Bank to act on their behalf as they may deem fit and to do all such other acts and things and to execute all such documents as may be necessary for giving effect to this resolution”.

11. Increase in Borrowing Powers

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT in supersession of the resolution passed by the Members of the Bank at the 22nd Annual General Meeting held on June 1, 2017 and pursuant to Section 180(1) (c) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time and the rules notified thereunder along with the Articles of Association of the Bank, the approval of the Members of the Bank be and is hereby accorded to the Board of Directors of the Bank for borrowing from time to time, any sum or sums of monies, which together with the monies already borrowed by the Bank (apart from deposits accepted in the ordinary course of business, temporary loans repayable on demand or within six months from the date of the loan or temporary loans, if any, obtained from the Bank's bankers) may exceed the aggregate of the paid-up capital of the Bank, Securities Premium and its free reserves, provided that the total outstanding amount so borrowed by the Bank shall not at any time exceed ₹ 3,200 Crore (Rupees Three Thousand Two Hundred Crore) or the aggregate of the paid up capital and free reserves, whichever is higher.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required to give effect to this Resolution”.

12. Amendments in the Object Clause of the Memorandum of Association of the Bank

To consider, and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, including any statutory modification or re-enactment thereof for the time being in force and the rules made thereunder (including the Companies (Incorporation) Rules, 2014), the applicable provisions of the Banking Regulation Act, 1949 (including any statutory amendment(s) or modification(s) or re-enactment(s) thereof for the time being in force), the rules, circulars and guidelines issued by Reserve Bank of India (“RBI”) from time to time, subject to approval of the Registrar of Companies, Mumbai, Maharashtra, (“ROC”), the RBI and such other approvals as may be necessary or required, the Clause III (Objects Clause) of the Memorandum of Association of the Bank be and is hereby altered by inserting / modifying the following clauses and remaining sub-clauses be re-numbered accordingly:

A) In Clause III (A):

I. Clause 2(b) which is appearing as “the lending or advancing of money with or without security” be substituted with the following: “the lending or advancing of money with or without security (e.g. Loan, overdraft or on cash credit on other accounts or in any other manner with or without security of movable or immovable properties, bills of exchange, hundis, promissory notes, coupons, drafts, railway receipts, warrants, debentures, certificates, scrips and other instruments, and securities whether transferable or negotiable or not)”

II. Clause 2(f) which is appearing as “the buying and selling of foreign exchange including foreign Bank notes” be substituted with the following: “act as foreign exchange dealer, the buying and selling of foreign exchange including foreign bank notes, foreign currency options, forward covers, swaps of all kinds and to transact for itself or on behalf of any persons, body corporate, company, corporation, society, firm or association of persons whether incorporated or not, all kinds of transactions in foreign currencies”

III. Insertion of following new Clauses after the existing clause 2(l):

m) Issuing of credit cards and all kinds of securities;

n) Carrying on any other business specified in clause (b) to clause (n) of the subsection (1) of section 6 of the Banking Regulation Act, 1949 (10 of 1949), and such other forms of business which the Central Government has pursuant to clause (o) of sub-section (1) of the Section 6 of that Act, specified or may from time to time specify by notification in the official Gazette as a form of business in which it would be lawful for a banking company to engage.

IV. Insertion of following new clause after the existing Clause 6:

6 (a) To deposit money with other banks by way of current deposits, fixed deposits, and otherwise with or without interest, to accept bills of exchange, hundies and other negotiable instruments and to endorse the same to bankers and do all such banking business as are generally done by bankers with bankers and others.

B) In Clause III (B):

I. Clause 18 which is appearing as “Doing business of equipment leasing, hire purchase, merchant banking, mutual funds, custodial services and carry on business of factoring and to do any other business that Reserve Bank of India and the Government permits from time to time.” be substituted with the following: “Doing business of equipment leasing, hire purchase, merchant banking, investment banking, portfolio investment management, mutual funds, custodial services and carry on business of factoring and to do any other business that Reserve Bank of India and the Government permits from time to time.”

II. Insertion of following new clause after the existing Clause 22 :

22(a) To form, establish or promote any other company, body corporate or any other entity either as subsidiary of this company or otherwise for the purpose of carrying on any of the business or activities of the company or for the purpose of acquiring or taking over all or any of the property, rights and liabilities of such company, body corporate, or any other entity or for any other purpose which may directly or indirectly benefit the company.

C) Clause (C) Other Objects : Header of the Clause to be updated as per Companies Act, 2013 to **“Matters which are necessary for furtherance of the objects specified in IIIA”**

RESOLVED FURTHER THAT Board of Directors (hereinafter referred to as “Board” and the expression shall also include a duly constituted Committee thereof) be and is hereby authorized to do all such acts, matters, deeds and things necessary or desirable in

connection with or incidental to give effect to the above resolution, including the delegation of all or any of its powers herein conferred to any Director(s), the Company Secretary or any other officer(s) of the Bank.”

Place: Bengaluru
Date: April 14, 2018
CIN:L99999MH1995PLC089008

By Order of the Board of Directors
DCB Bank Limited

Registered Office:
Peninsula Business Park,
6th floor, 601 & 602, Tower A,
Senapati Bapat Marg,
Lower Parel, Mumbai 400 013.
Website: www.dcbbank.com
e-mail: investorgrievance@dcbbank.com

Rubi Chaturvedi
Company Secretary

NOTES:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE BANK.

A person shall not act as Proxy for more than Fifty (50) Members and holding in the aggregate not more than ten percent of the total share capital of the Bank carrying voting rights. A person holding more than 10 percent of the total share capital of the Bank carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

- 2) The instrument appointing the proxy (as per the format provided hereinafter), in order to be effective, should be duly stamped, completed and signed and deposited at the Registered Office of the Bank not less than 48 hours before the commencement of the meeting.
- 3) MEMBER / PROXY/AUTHORISED REPRESENTATIVES SHOULD BRING THE ATTENDANCE SLIP SENT HERewith, DULY FILLED IN, FOR ATTENDING THE MEETING AND THE IDENTIFICATION FORMS DULY FILLED IN ALONG WITH THEIR COPIES OF ANNUAL REPORT AND ACCOUNTS.
- 4) An Explanatory Statement required under Section 102(1) of the Companies Act, 2013 in respect of the business at Item nos. 5 to 12 of the Notice is annexed hereto.
- 5) The Register of Members and Share Transfer Books of the Bank will remain closed from Saturday, May 26, 2018 to Saturday, June 2, 2018 (both days inclusive). Dividend will be paid to Members whose names appear on the record of Depositories (NSDL and CDSL) on Friday, May 25, 2018 (for shares held in demat mode) and in the Register of Members of the Bank (for shares held

in physical mode) updated as on the Book Closure Dates. The dividend will be paid to the Members within the stipulated time.

- 6) An updated list of Unpaid Dividend (FY 2016-17) as of March 31, 2018 is hosted on website of the Bank at <http://www.dcbbank.com/cms/showpage/page/for-shareholder>. Members, whose dividend has remained unpaid, are requested to contact the Registrar and Transfer Agents (RTA) viz. Link Intime India Private Limited or Share Department of the Bank to claim their unclaimed dividend.
- 7) Members holding shares in physical form are requested to address all their correspondence including bank details, change of address, mandates etc. to the Registrar and Transfer Agents (RTA) viz. Link Intime India Private Limited, C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083 and Members holding shares in dematerialized form should approach their respective Depository Participants for the same.
- 8) Since shares of the Bank are traded on the stock exchanges compulsorily in demat mode, Shareholders holding shares in physical mode are strongly advised to get their shares dematerialised.
- 9) The Shareholders who are holding shares in demat form and have not yet registered their e-mail IDs, are requested to register their e-mail IDs with their Depository Participant at the earliest, to enable the Bank to use the same for serving documents to them electronically, hereinafter. Shareholders holding shares in physical form may kindly provide their e-mail IDs to the RTA sending an e-mail at dcbbankgogreen@linkintime.co.in or to the Bank at investorgrievance@dcbbank.com. The Annual Report of the Bank and other documents proposed to be sent through e-mail would also be made available on the Bank's website at <http://www.dcbbank.com/cms/showpage/page/about-us-keyfinancials>