



Board Secretariat

JKB/BS/F3652/2025/180
Dated: 24th November, 2025

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:- Submission of Proceedings of the Postal Ballot pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir's,

In continuation to our letter no. JKB/BS/F3652/2025/179 dated November 24, 2025 regarding declaration of result of Postal Ballot and pursuant to the requirement specified under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the copy of the proceedings of the Postal Ballot concluded on November 23, 2025.

This is for your information and appropriate dissemination.

Thanking you

Yours faithfully

For Jammu and Kashmir Bank Limited

(Mohammad Shafi Mir)
Company Secretary

**PROCEEDINGS OF POSTAL BALLOT IN RESPECT OF THE SPECIAL/ORDINARY
RESOLUTIONS PASSED BY THE SHAREHOLDERS OF THE JAMMU AND KASHMIR BANK
LIMITED ON NOVEMBER 23, 2025**

The Board of Directors of Bank had on October 18, 2025 decided to obtain consent of the Members of the Bank by way of Special/Ordinary Resolutions for Appointment of Mr. Arun Gandotra (DIN: 08907929) as an Independent Director on the Board of the Bank and Fixation of Remuneration payable to Non-Executive (Part-Time) Chairman of the Bank through Postal Ballot under Section 108 and 110 of the Companies Act, 2013 (**‘the Act’**) read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014, as amended (**‘Management 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’**), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (**‘Listing Regulations’**) and other applicable provisions of the Act, being in force and as amended from time to time.

The Postal Ballot notice dated October 23, 2025 seeking consent of the Members for the special/ordinary resolutions as provided therein was sent electronically to the Members of the Bank whose names appeared on the Register of Members/List of Beneficial Owners as on Saturday, October 18, 2025.

As per the aforementioned MCA Circulars, physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelopes were not sent to the Members for this Postal Ballot. Members were requested to provide their assent or dissent through e-voting only. For this purpose, the Bank had utilised the services of M/s National Securities Depository Limited for facilitating e-voting to enable the Members to cast their votes electronically.

The dispatch of notice of postal ballot was completed on October 23, 2025 by electronic mode only and the period for voting commenced at 0900 hours (IST) on Saturday, October 25, 2025 and ended at 1700 hours (IST) on Sunday, November 23, 2025.

The Bank had appointed Mr. Arshad Hussain Mir, Practicing Chartered Accountant, to act as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

Result of the Postal Ballot

The Scrutinizer carried out the scrutiny of e-voting and submitted the report on Monday, November 24, 2025. The results of the Postal Ballot declared by the Scrutinizer are as below:

SPECIAL/ORDINARY RESOLUTION:

RESOLUTION NO. 01

APPOINTMENT OF MR. ARUN GANDOTRA (DIN: 08907929) 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 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. Arun Gandotra (DIN: 08907929), who was appointed as an Additional Director of the Bank on August 26, 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 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 August 26, 2025 to August 25, 2028 (Both days inclusive)."

Resolution required: (Ordinary/ Special)	SPECIAL - APPOINTMENT OF MR. ARUN GANDOTRA (DIN: 08907929) AS AN INDEPENDENT DIRECTOR ON THE BOARD OF THE BANK							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	654098280	654098280	100.00	654098280	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
Public- Institutions	E-Voting	149873093	97748575	65.22	36525932	61222643	37.37	62.63
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	297211090	906221	0.30	819797	86424	90.46	9.54
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
Total		1101182463	752753076	68.36	691444009	61309067	91.86	8.14

Result:

As the number of votes cast in favor of the resolution is 91.86% and the votes cast against the resolution is 8.14%, the Special Resolution No. 01 as set out in the Postal Ballot notice dated 23rd October, 2025 has been passed by the Members with requisite majority.

RESOLUTION NO. 02

FIXATION OF REMUNERATION PAYABLE TO NON-EXECUTIVE (PART-TIME) CHAIRMAN OF THE BANK

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

"RESOLVED THAT pursuant to the relevant provisions of the Companies Act, 2013 read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-

enactment thereof for the time being in force), and subject to approval of Reserve Bank of India under Section 35B of the Banking Regulations Act, 1949 or any other approval(s) as may be necessary, the approval of the shareholders be and is hereby accorded for fixation/payment of following remuneration to the Part-Time Non-Executive Chairman of the Bank:

Sl. No.	Particulars	Amount
1.	Remuneration	Fixed remuneration of Rs.15, 00,000/- (Rupees Fifteen Lakhs only) per annum.
2.	Official Travel Expenses	To be reimbursed at actuals.
3.	Official Boarding and Lodging Expenses	To be reimbursed at actuals.
4.	Sitting fees	As payable to other Non-Executive Independent Directors of the Bank.

RESOLVED FURTHER THAT the Board of Directors (including the Nomination and Remuneration Committee thereof) be and is hereby authorized to decide periodicity of the payment (say monthly / quarterly / half yearly / yearly), to alter, vary, and modify the terms and conditions of the remuneration as it may deem fit and proper within the overall limits approved herein, and to do all such acts, deeds, matters, and things as may be considered necessary, expedient, or desirable in this regard.”

Resolution required: (Ordinary/ Special)	ORDINARY - FIXATION OF REMUNERATION PAYABLE TO NON-EXECUTIVE (PART-TIME) CHAIRMAN OF THE BANK							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	654098280	654098280	100.00	654098280	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
Public- Institutions	E-Voting	149873093	101511395	67.73	101493241	18154	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	297211090	901969	0.30	814057	87912	90.25	9.75
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
Total		1101182463	756511644	68.70	756405578	106066	99.99	0.01

Result:

As the number of votes cast in favor of the resolution is 99.99% and the votes cast against the resolution is 0.01%, the Ordinary Resolution No. 02 as set out in the Postal Ballot notice dated 23rd October, 2025 has been passed by the Members with requisite majority.



Mohammad Shafi Mir
Company Secretary

Place: Srinagar
Date: November 24, 2025