help@slicebank.com
+91 8048329999
CIN U65100AS2016PLC017505

NOTICE TO THE MEMBERS

Notice is hereby given that the First Extraordinary General Meeting (EGM) of slice small finance bank limited ("Company/ Bank") (formerly known as North East Small Finance Bank Limited) for FY 2025-2026 will be held on Tuesday, November 18, 2025 at 04:00 P.M (IST) through Video Conferencing and other Audio – Visual Means (VC/OAVM). In accordance with the applicable provisions, the venue of the EGM shall be deemed to be the Registered Office of the Bank located at 1st & 3rd Floor, Fortune Central, Basistha Road, Basisthapur, Bylane No. 3, Guwahati – 781028.

The link to attend the Extra Ordinary General Meeting is as follows:

https://sliceit.zoom.us/j/83600648813

The meeting shall be held to transact the following business:

ORDINARY BUSINESS:

1. **To consider and approve the re-appointment of Statutory Auditors of the Bank and the remuneration payable to them**

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

"**RESOLVED THAT** pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Banking Regulations Act, 1949, basis recommendation of the Audit Committee and Board of Directors, approval of the shareholders be and is hereby accorded for the re-appointment of M/s Chaturvedi & Co. LLP, Chartered Accountants, (FRN- 302137E), having its office at Park Centre 24, Park Street, Kolkata, 700016, as the Statutory Auditors of the Bank for the Financial Year 2025-26 and to hold office for a period of one year until the conclusion of the 10th Annual General Meeting, at a remuneration of INR 65 lacs excluding applicable taxes and out of pocket expenses."

By order of the Board of Directors
For slice small finance bank limited
(Formerly known as North East Small Finance Bank Limited)

Shefaly Rai
Company Secretary

Place:
Date:

Copy to:
1. Directors of the Bank
2. Members of the Bank
3. Auditors of the Bank
4. Debenture Trustee

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Notes:

1. Ministry of Corporate Affairs (MCA) vide its General Circular No. 20/2020 dated 05.05.2020, General Circular No. 02/2022 dated 05.05.2022, General Circular No. 10/2022 dated 28.12.2022, General Circular 09/2023 dated 25.09.2023, General Circular No. 09/2024 dated 19.09.2024 and General Circular No. 03/2025 dated 22.09.2025 (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 and whose email addresses are registered with the Bank/Depositories.

3. An Explanatory statement setting out material facts pursuant to section 102 of the Companies Act, 2013 (the Act) with respect to the item covered under this 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. The Corporate Members are requested to provide to the Bank 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 Bank (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 inspection by the Members electronically. Members desiring such information are requested to write to comsec@slicebank.com .

7. Members desiring any information with regard to the matter to be placed at the EGM, are requested to write to comsec@slicebank.com .

8. The Members are requested to notify immediately of change of address (including email address), if any, to comsec@slicebank.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. Members are requested to send any queries on connecting to the EGM or any other technical issue relating to meeting on comsec@slicebank.com. Members who wish to speak at the meeting are further requested to intimate the same by sending an email to the said address at least 48 hours before the meeting.

11. 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 registered office of the Bank situated at 1st & 3rd Floor, Fortune Central, Basistha Road, Basisthapur, Bylane No. 3, Guwahati – 781028.

12. 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.

13. 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, as required for ensuring attendance or by any other manner as may be announced at the meeting.

14. The voting on the matters shall be done through show of hands or through Poll if demanded, 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 comsec@slicebank.com from their registered email id.

15. The position/record date for determining the list of members eligible to receive this notice shall be October 10, 2025. Any person who becomes a member subsequently, shall treat this notice for information purposes only.

16. In case a Poll is demanded as per the provisions of the Companies Act, 2013, the Chairman shall, , at the end of discussion on the resolution on which voting is to be held by way of Poll, allow voting with the assistance of Scrutinizer. .

17. The Scrutinizer shall after the conclusion of voting at the General Meeting, first count the votes cast at the meeting and thereafter count the votes casted through email voting in the presence of at least two witnesses not in the employment of the Bank and shall submit, not later than 3 days of the conclusion of the Extraordinary General Meeting, a consolidated scrutinizer's report of the total votes cast in favor 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.

slice
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EXPLANATORY STATEMENT (PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013)

Item No.1: To consider and approve the re-appointment of Statutory Auditors of the Bank and the remuneration payable to them

The Reserve Bank of India vide its Circular No. RBI/2021- 22/25 Ref. No. DoS.CO.ARG/ SEC.01/08.91.001/2021- 22 dated April 27, 2021, had issued the Guidelines for Appointment of Statutory Auditors of Commercial Banks (excluding RRBs), UCBs and NBFCs. In accordance with these guidelines, banks are required to appoint statutory auditors for a continuous period of three (3) years, subject to annual confirmation of eligibility and prior approval from the RBI. Banks must submit their application to the Department of Supervision, RBI, before July 31 of the relevant year for such approval.

In accordance with the above regulatory guidelines, the slice small finance bank (formerly known as North-East Small Finance Bank) had appointed M/s. Chaturvedi & Co. LLP as its statutory auditor for a period of three years (FY 2023-24, 2024-25 & 2025-26), subject to annual approval from the RBI. M/s. Chaturvedi & Co. LLP has completed two years of their engagement (FY 2024 and FY 2025). Although they were eligible for reappointment for FY 2025-2026, the management of the Bank had requested the Board for appointment of an alternative auditor due to certain considerations detailed below.

While the performance of M/s. Chaturvedi & Co. LLP was found satisfactory and duly acknowledged by the Board, the Bank, post its recent merger, sought to enhance its corporate governance standards and strengthen the overall audit framework. In alignment with shareholder expectations for improved audit oversight, the Bank proposed to consider appointment of eligible firms from among the BIG 6 accounting firms, with well-established credentials in auditing banks and financial institutions, substantial resources, and a strong industry standing.

Accordingly, the bank applied to the RBI seeking their guidance on changing the Statutory Auditors prior to the Annual General Meeting (AGM) held on September 29, 2025. However, at the time of the AGM, the instructions from the RBI had not been received, and therefore, this item could not be approved at the AGM.

Subsequently, based on the guidance received from the RBI, the management is now seeking approval from the shareholders for reappointment of M/s Chaturvedi & Co. LLP for their third year. M/s Chaturvedi & Co. LLP meets all eligibility criteria under the RBI guidelines, Companies Act, 2013, and ICAI Code of Ethics.

None of the Directors, Key Managerial Personnel of the Bank, or their relatives, are concerned or interested, financially or otherwise, in this resolution.