

Secretarial Section

Head Office, 57- V.E. Road,

Thoothukudi – 628 002.

☎: 0461-2325136

e-mail : secretarial@tmbank.in

CIN: L65110TN1921PLC001908



Ref.No.TMB.SE.167/2023-24

05.03.2024

The Manager,
National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor, Plot No. C/1,
'G' Block, Bandra - Kurla Complex,
Bandra (East), Mumbai - 400 051.

The Manager,
Bombay Stock Exchange limited,
Phiroze Jeejeebhoy Towers,
Dalal Street.
Mumbai – 400 001.

Ref: Symbol: TMB / Scrip Code: 543596

Dear Sir/Madam,

Sub: Notice of Postal Ballot – Newspaper Publication


Pursuant to Regulation 30 and 47 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in continuation of our letter Ref.No.TMB.SE.165/2023-24 dated March 04, 2024, we are enclosing the copies of the Newspaper advertisements published in “The Hindu” (English) All India Edition and “Dinakaran” (Tamil) Tamilnadu Edition, on Tuesday, March 05, 2024, regarding the Notice of the Postal Ballot and e-voting information, seeking approval of Members of the Bank, on the items of business mentioned in the Notice of the Postal Ballot.

The above information is also available on the website of the Bank, www.tmb.in.

Kindly take the information on record.

Yours faithfully,

For Tamilnad Mercantile Bank Limited**Prakash Chandra Panda****Company Secretary and Compliance Officer****Membership No: ACS 22585**

 <p>TMB Tamilnad Mercantile Bank Ltd Be a step ahead in life</p>	<p>CIN: L6510TN1921PLC001908 Regd. office: 57, V. E. Road, Thoothukudi – 628 002 Phone: 0461-2321932 (E), 2321929 (E) Website: www.tmb.in e-mail: shareholders@tmbank.in</p>											
	<p>NOTICE OF POSTAL BALLOT AND E-VOTING INFORMATION (Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014)</p> <p>NOTICE is hereby given, pursuant to the provisions of Sections 108 and 110 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rules 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 (the "SEBI Listing Regulations"), Secretarial Standard on General Meetings ("SSG-2") issued by the Institute of Company Secretaries of India, including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the "MCA"), Government of India, for holding general meetings / conducting postal ballot process through electronic voting (remote e-voting) vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021 and 20/2021 (dated December 8, 2021, 3/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 and 09/2023 dated September 25, 2023 (the "MCA Circulars") and any other applicable laws and regulations, to transact the following business by way of special resolution via Postal Ballot through e-voting process:</p> <table border="1"> <thead> <tr> <th>S.No.</th> <th>Description of the Resolution</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Alteration of Articles of Association of the Bank</td> </tr> <tr> <td>2.</td> <td>Appointment of Thiru.S.Sridharan (DN – 07205781) as an Independent Director of the Bank.</td> </tr> </tbody> </table> <p>The Postal Ballot Notice is being sent to the Members, whose names appeared in the Register of Members / Register of Beneficial Owners maintained by the Depositories as on Friday, March 01, 2024 (the "Cut-Off Date"), through e-mail to those shareholders, who have registered their e-mail address and through post for those shareholders who have not registered their e-mail address. The Postal Ballot Notice is also available at the Bank's website www.tmb.in and the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com and on the website of NSDL at www.evoting.nsdl.com.</p> <p>In accordance with the applicable circulars issued by the MCA, the members can vote on the resolutions proposed in the said Postal Ballot Notice only by electronic means ("e-voting"). The Bank has engaged the services of National Securities Depository Limited ("NSDL") to provide the e-voting facility. The detailed instructions on e-voting are provided in the postal ballot notice sent to the shareholders.</p> <p>The remote e-voting schedule is as under:</p> <table border="1"> <tbody> <tr> <td>Commencement of e-voting</td> <td>Wednesday, March 06, 2024 at 9.00 A.M. IST</td> </tr> <tr> <td>Conclusion of e-voting</td> <td>Thursday, April 04, 2024 at 5.00 P.M. IST</td> </tr> <tr> <td>Cut-Off date for eligibility to vote</td> <td>Friday, March 01, 2024</td> </tr> </tbody> </table> <p>The e-voting facility will be disabled by NSDL, immediately after 5.00 p.m. IST on Thursday, April 04, 2024, for voting thereafter. Once the vote on the resolution is cast by the Member, the same cannot be changed subsequently.</p> <p>The Board of Directors have appointed Thiru.P.Sriram, (Membership No. FCS 4862) (CP No. 3310), Practicing Company Secretary of M/s.SPNP & Associates, to act as the scrutinizer, for conducting the Postal Ballot process in a fair and transparent manner.</p> <p>The resolutions, if passed by requisite majority by remote e-voting, shall be deemed to have been passed on the last date of e-voting i.e., Thursday, April 04, 2024. The results of e-voting will be announced on or before Saturday, April 06, 2024, and will be displayed on the Bank's website www.tmb.in/investor's-relations and on the website of the NSDL i.e., www.evoting.nsdl.com. The results will simultaneously be communicated to the stock exchanges i.e., BSE Limited and National Stock Exchange of India Limited.</p> <p>In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no. 022 - 4886 7000 and 022 - 2499 7000 or send a request at evoting@nsdl.co.in.</p> <p style="text-align: right;">By Order of the Board of Directors For Tamilnad Mercantile Bank Limited Sd/- Prakash Chandra Panda Company Secretary/ Compliance Officer (Membership No: ACS 22585)</p> <p>Thoothukudi March 04, 2024</p>	S.No.	Description of the Resolution	1.	Alteration of Articles of Association of the Bank	2.	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