



Coastal Local Area Bank Limited

ADDENDUM TO THE NOTICE OF 20TH ANNUAL GENERAL MEETING

COASTAL LOCAL AREA BANK LIMITED

CIN: U65993AP1999PLC031684

Regd. & Corp Office: D.No.59-14-2A, 3rd Floor, Santhi Plaza, Ring Road, Gayathri Nagar,
Vijayawada – 520008 Andhra Pradesh, Ph.No.0866-2494425 / 26 | Fax: 0866-2494423

Website: www.coastalareabank.com | email: coastalho@coastalareabank.com

Addendum to the Notice dated 18.05.2019 convening the 20th Annual General Meeting of the Bank scheduled to be held on Saturday, August 03, 2019 at 11.00 AM at the Registered Office of the Bank situated at D.No.59-14-2A, 3rd Floor, Santhi Plaza, Ring Road, Gayathri Nagar, Vijayawada – 520008 Andhra Pradesh.

NOTICE is hereby given that the following items of business are added in the aforesaid notice as Item Nos.10, 11 and 12 as Special Business:

10. 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 applicable provisions of the Companies Act, 2013 and the rules made thereunder, and the approval accorded by the Reserve Bank of India in terms of Section 10B(1A)(i) and other applicable provisions of the Banking Regulation Act, 1949 (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), and the rules, circulars and guidelines issued by the Reserve Bank of India from time to time, and the provisions of the Articles of Association of the Bank, consent of the Members of the Bank be and is hereby accorded to take on record the appointment of Mr. K Venkataraman (DIN: 02443410) as Non-Executive Part Time Chairman of the Bank for a period of three (3) years with effect from November 01, 2018 for a remuneration (honorarium) of Rs.9 lakhs p.a., (inclusive of sitting fees)”

11. 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 provisions of Sections 149, 152, 160, Schedule IV and all other applicable provisions of the Companies Act, 2013 (the ‘Act’) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, Section 10A and other 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 Reserve Bank of India from time to time, consent of the members of the Bank be and is hereby accorded to the appointment of Mr. K Venkataraman (DIN : 02443410) as an Independent Director of the Bank for a term of three years, not liable to retire by rotation.”



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12. 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 provisions of Sections 149, 152, 160, Schedule IV and all other applicable provisions of the Companies Act, 2013 (the ‘Act’) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules, if any, Section 10A and other 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 based on the recommendation of Nomination Committee and the Board of Directors of the Bank, Mr. Balaji Gopalakrishnan (DIN:03322607), who was appointed as an Additional Director w.e.f. 12.06.2019 pursuant to the provisions of Section 161 and other applicable provisions of the Act to hold Office upto the date of this Annual General Meeting, be and is hereby appointed as an Independent Director of the Bank for a period of three (3) years from the date of this meeting, not liable to retire by rotation.

RESOLVED FURTHER THAT Item no.9 as set out in the original notice of the 20th Annual General Meeting be and is hereby withdrawn.”

EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item Nos. 10 & 11:

The members may note that Mr. K Venkataraman was appointed as a Director by the shareholders of the Bank at the 19th Annual General Meeting held on September 10, 2018. Thereafter, upon an application made by the Bank, the RBI vide its letter no.DBR.Appt.No.3874/29.51.001/2018-19 dated November 01, 2018 had approved the appointment of Mr K Venkataraman as the Part Time Chairman of the Bank for a period of three years w.e.f. November 01, 2018 on a remuneration as mentioned in the resolution.

Further, Mr. K Venkataraman satisfies the eligibility criteria of Independence as prescribed under section 149(6) of the Companies Act, 2013 and the Board is of the opinion that he fulfils the conditions to be appointed as an Independent Director of the Bank.

Brief profile of Mr. K Venkataraman:

Name of the Director	Mr. K Venkataraman
Designation	Part Time Chairman
DIN	02443410
Date of Birth	23.05.1953
Date of Appointment	10.09.2018



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Experience in specific functional areas	Before joining Coastal Bank, he served as MD & CEO of Karur Vysya Bank for 6 years up to 2017. During this period, he brought massive changes in the organisational structure, risk management, compliance and business processes changing its outlook to that of a modern bank. Prior to KVB, he served in the State Bank of India for 34 years in various capacities, before taking voluntary retirement as a Chief General Manager. He held various ex officio positions viz., Chairman - FEDAI, Member - ICC (Paris), Member - Indo-Russia Banking Sub-Group, Group Head of India – Indo – Bangladesh Joint Commission.
Qualification	M.Sc. (Agriculture), Fellow Member of the IIB
Number of Meetings of the Board attended during the year	8
List of other Companies in which directorship is held as on March 31, 2019	Nil
Chairman / Member of the Committees of the Board of other Companies in which he / she is a Director as on March 31, 2019	Nil
Equity shares held in the Bank	Nil
Relationship between Directors inter-se and the KMP and its relatives	None

Your Directors therefore, recommend to take on record the appointment of Mr. K Venkataraman as Non-Executive Part Time Chairman of the Bank and to approve his remuneration as set forth in Item No.10 of this Notice. Further, the Board also recommends his appointment as an Independent Director of the Bank as set forth in Item No. 11 of this Notice.

Except Mr. K Venkataraman along with his relatives, if any, none of the other Directors or Key Managerial Personnel or their relatives are, in any way, concerned or interested in this resolution.

Item No.12

Members may note that the Board at its meeting held on 18.05.2019 had appointed Mr. Balaji Gopalakrishnan as an Additional Director of the Bank w.e.f. 12.06.2019 on the basis of recommendations



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of Nomination Committee. Mr. Balaji Gopalakrishnan holds the office of Director till the conclusion of this AGM.

Mr. Balaji Gopalakrishnan satisfies the eligibility criteria of Independence as prescribed under section 149(6) of the Companies Act, 2013 and the Board is of the opinion that he fulfils the conditions to be appointed as an Independent Director of the Bank. A brief profile of Mr. Balaji Gopalakrishnan is provided herein below for the information of the Members.

Profile of Mr. Balaji Gopalakrishnan

Name of the Director	Balaji Gopalakrishnan
Designation	Additional Director
DIN	03322607
Date of Birth	15.05.1972
Date of Appointment	12.06.2019
Experience in specific functional areas	Mr. Balaji Gopalakrishnan served as the Managing Director in Credit Suisse Capital LLC which dealt in derivatives transactions. He was also the CEO and Board Member of Credit Suisse Prime Securities Services which dealt with Prime Services business. During his stint with Credit Suisse, he was instrumental in transforming a US \$250 Mn topline business that was making negative PTI to approximately US\$ 2000 Mn topline business with significant PTI to the firm. He was also the Vice Chairman in Goldman Sachs & Co., and was a founding member of the Equity Finance team
Qualification	CFA, PG in Financial Engineering, MSEE, BE
Number of Meetings of the Board attended during the year	NA [^]
List of other Companies in which directorship is held as on March 31, 2019	<ol style="list-style-type: none">1. RV Agro Holdings India Pvt. Ltd2. R V Vegetables India Pvt. Ltd3. VPB Homestay Private Limited4. Balsar Holdings Private Limited5. Shresar Holdings Pvt. Ltd6. Tanvi Management Services Pvt. Ltd



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Chairman / Member of the Committees of the Board of other Companies in which he / she is a Director as on March 31, 2019	Nil
Equity shares held in the Bank	96700
Relationship between Directors inter-se and the KMP and its relatives	None

[^] Mr. Balaji Gopalakrishnan was appointed as an Additional Director on 12.06.2019 i.e., in the FY 2019-20

Considering his rich experience, your Board therefore recommends his appointment as an Independent Director of the Bank for a term of 3 years as set forth in item no.12 to this Notice.

None of the Directors of the Bank, Key Managerial Personnel along with their relatives except Mr. Balaji Gopalakrishnan is concerned or interested in the resolution.

By the Order of the Board

Place: Vijayawada

Date: 18.05.2019

Sd/-

**B Venu Gopala Reddy
Managing Director & CEO**



Coastal Local Area Bank Limited

Form No. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Company: Coastal Local Area Bank Limited (CIN: U65993AP1999PLC031684)

Registered office: D. No. 59-14-2A, 3rd floor, Santhi Plaza, Ring Road, Near Benz Circle, Vijayawada -520 008

Name of the Member(s): Registered address: E-mail Id: Folio No/ Clint Id: DP ID:
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I/ We being the member of, holding.....shares, hereby appoint

- 1. Name:
Address:
E-mail Id:
Signature:, or failing him

- 2. Name:
Address:
E-mail Id:
Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 20th Annual General Meeting of members of the Company, to be held on Saturday 3rd August, 2019 at 11.00 a.m. at the registered office of the Bank situated at D. No.59-14-2A, Santhi Plaza, 3rd floor, Gayathri Nagar, Vijayawada - 520008, and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

- | | |
|---------|----------|
| 1 | 7 |
| 2 | 8 |
| 3 | 9 |
| 4 | 10 |
| 5 | 11 |
| 6 | 12 |



Coastal Local Area Bank Limited

Signed this day of..... 2019

Affix Revenue
Stamp

Signature of Shareholder

Signature of Proxy holder(s)

Notes:

1. This form in order to be effective should be duly completed and deposited at the Registered Office of the company, not less than 48 hours before the commencement of the meeting.
 2. It is optional to indicate your preference. If you leave the for or against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.
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Coastal Local Area Bank Limited



Coastal Local Area Bank Limited
Regd. & Corporate Office: D. No. 59-14-2A, 3rd floor
Santhi Plaza, Ring Road, Near Benz Circle, Vijayawada -520 008

ATTENDANCE SLIP

Name of the member/Proxy in Block Letters:

Registered Folio No/ Client ID:

No. of Shares Held:

I certify that I am a member/proxy for the member of the company. I hereby record my presence at the 20th Annual General Meeting of the Bank to be held on Saturday 3rd August, 2019 at 11.00 a.m. at the Regd. Office of the Bank situated at D. No.59-14-2A, Santhi Plaza, 3rd floor, Gayathri Nagar, Vijayawada - 520 008.

Signature of the Shareholder/Proxy: _____

Notes:

1. Shareholders attending the meeting in person or by proxy are requested to complete the attendance slip and hand it over to the Bank Officials at the entrance of the meeting hall.