



NOTICE

4th ANNUAL GENERAL MEETING

SIB OPERATIONS AND SERVICES LIMITED
(Wholly Owned Subsidiary of The South Indian Bank Limited)

Registered Office: Fourth Floor, IX/839 A1-A9, Data Centre Rajagiri Valley,
Chittethukara, Kakkanad Kochi, Ernakulam, Kerala- 682037; Phone: 0484 2990151
e-mail: corporate@sibosl.co.in Web: https://www.sibosl.com
CIN: U74999KL2021PLC069182

NOTICE

Notice is hereby given that the **4th Annual General Meeting** of the members of **SIB OPERATIONS AND SERVICES LIMITED** will be held on **Saturday, the 16th day of August 2025 at 03.30 P.M.**, through video conference to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2025 and Statement of Profit & Loss of the Company for the year ended on that date together with the reports of the Auditors and Directors thereon.
2. To appoint Sri. Benny P Thomas [DIN: 09448424], who retires by rotation under section 152(6) of the Companies Act, 2013 and being eligible, offer himself for re-appointment.
3. To appoint Sri. P R Seshadri [DIN: 07820690], who retires by rotation under section 152(6) of the Companies Act, 2013 and being eligible, offer himself for re-appointment.

By the order of the Board
For SIB OPERATIONS AND SERVICES LIMITED

Sd/- .
Shri. M George Korah
DIN: 08207827
Director

Ernakulam,
14-07-2025

NOTES:

1. In view of the Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5,2020 read with circulars dated April,8,2020, April 13,2020, May 5, 2022, December 28,2022, September 25,2023 and September 19th, 2024 (Collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC/OAVM. In compliance with the provisions of the Companies Act, 2013 (“Act”) and MCA Circulars, the facility of participating in the AGM through VC/OAVM is extended upto 30th September 2025.
2. The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars referred above.
3. Members will be able to attend and participate in the AGM through VC/OAVM.
4. Particulars pertaining to manner and process of log in will be mailed separately.
5. Facility for joining the meeting shall be kept open at least 15 minutes before the scheduled time and shall not be closed till expiry of 15 minutes after scheduled time and will be available for members on first come first served basis.
6. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is also entitled to appoint a proxy to attend and vote instead of himself/herself and such proxy need not be a Member of the Company. **Since this AGM is being held pursuant to the MCA Circulars 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 the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**
7. In compliance with the aforesaid MCA Circulars the notice of the 4th AGM to all the shareholders and the Annual Report 2024-25 are being sent only through electronic mode to those shareholders at the email addresses registered with the company. Shareholders may note that in line with the MCA circulars the Notice and Annual Report 2024-25 will also be available on the company’s website at: <https://www.sibosl.com/annual-report>.
8. Corporate members intending to send their authorized representatives to attend the meeting are advised to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the meeting.
9. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
10. As there is no special business an Explanatory Statement required under Section 102(1) of the Companies Act, 2013 in respect of the special business is not annexed to the notice.

4th Annual General Meeting Notice

11. The relevant details, pursuant to provisions of Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking re-appointment in this AGM are annexed to this notice.
12. The company has fixed Wednesday, 09th August, 2025 as the Cut-off Date for the purpose of the 4th AGM and reckoning entitlement for voting during the AGM on the Resolutions contained in this Notice.
13. The Register of Members and Share Transfer Books of the company will remain closed from Sunday the 10th August, 2025 to Saturday the 16th August, 2025 (both days inclusive).
14. All documents referred to in the notice are open for inspection at the Registered Office of the Company and electronically on all working days between 10.00 AM and 3.00 PM up to the date of the Annual General Meeting.
15. Members may please note the designated email id of the Company corporate@sibosl.co.in . If a poll is conducted at the Annual General Meeting, members may convey the vote to the said email id.
16. Further, members who need assistance before or during the AGM, can contact Jimmy Mathew, Company Secretary, The South Indian Bank Ltd or Secretarial Dept. Tel: 0487-2429333
17. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their Name, Folio Number, Pan, Mobile Number at corporate@sibosl.co.in latest by 10th August, 2025.
18. Since the AGM will be held through VC/OAVM and since the Company is a Wholly Owned Subsidiary of The South Indian Bank Limited, the Route map is not annexed in this Notice.

4th Annual General Meeting Notice

As per Secretarial Standard 2, information of directors being Appointed/ Reappointed are provided hereunder:

Particulars	Information	Information
Name	Sri. Benny P Thomas (DIN: 09448424)	Sri. P R Seshadri (DIN: 07820690)
Date of Birth and age	May 09, 1964, Age: 61 years	June 28, 1963; 62 years
Qualifications	B Com., LLB	Bachelor's degree in Electrical Engineering, Post Graduate Diploma in Management from IIM Bangalore.
Experience	Sri. Benny P Thomas has started his career as a lawyer and enrolled at the Bar in the year 1988. He initiated his practice in the stream of Civil Law and later gained substantial depth in Labour law providing professional legal services to companies including big corporates. He now heads M/s Thomas & Thomas, a promising and fast growing boutique Law Firm established in 2017 providing services in the streams of Labour Law, Civil Law, Cyber Law, Taxation Law, Alternate Dispute Resolution, Arbitration & Conciliation etc.,	Sri. P R Seshadri has served as, amongst other positions as, Managing Director & CEO of The Karur Vysya Bank Limited (KVB), Managing Director & Regional Sales and Distribution Head, Citibank N.A., Asia Pacific, Singapore, Managing Director & Regional Head of Lending, Businesses, Citibank N.A., Asia Pacific, Singapore, Managing Director CitiFinancial Consumer Finance India Limited (CCFIL), India, Marketing Director, Citibank N.A, India Branches, Head of Structured Finance & Managing Director, CFRSIL & Integration Manager - Associates India Limited, Head of Banking Collections, Citibank N.A, India, Head of Automobile Finance -Northern India, Head of Community Banking, Northern India, and Mortgage Business, Head – Southern India, Citi India. With effect from October 01, 2023 he is holding the office of the MD & CEO of The South Indian Bank Limited.
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	As per item no. 2	As per item no. 3

4th Annual General Meeting Notice

Remuneration last drawn	Rs.2,40,000/-	Nil
Date of first appointment on Board	12.10.2023	12.10.2023
Shareholding in company	Nil	Nil
Relationship with other Directors	None	None
Number of Meetings of Board attended during the financial year	6	6
Other Directorships, Memberships/Chairmanships of Committees of other Boards*	Other Directorships: The South Indian Bank Limited Memberships/Chairmanships of Committees of other Boards: The South Indian Bank Limited (Chairman of Stakeholders Relationship Committee, Premises Committee, Corporate Social Responsibility Committee, Member of NPA Review Committee, Customer Service Committee)	Other Directorships: The South Indian Bank Limited Memberships/Chairmanships of Committees of other Boards: The South Indian Bank Limited (Chairman of Review Committee of the Board on Non-Cooperative borrowers and identification of wilful defaulters, Member of Special Committee of the Board for Monitoring and Follow-up of cases of Fraud, Management Committee, NPA Review Committee, Risk Management Committee, Customer Service Committee, IT Strategy Committee, Capital Planning and Infusion Committee of Board)

*as on 30th June, 2025

By the order of the Board
For SIB OPERATIONS AND SERVICES LIMITED

Ernakulam,
14-07-2025

Sd/-
Shri. M George Korah
DIN: 08207827
Director