

## NOTICE

**NOTICE** is hereby given that **51<sup>st</sup> Extra-Ordinary General Meeting** of the **Members of SBI Capital Markets Limited** will be held at the registered office of the Company located at 1501, 15<sup>th</sup> Floor, A & B Wing, Parinee Crescenzo Building, G Block, Bandra Kurla Complex, Bandra East, Mumbai- 400 051 on Thursday, 12<sup>th</sup> February 2026 at 04.00 p.m. to transact the following business:

### SPECIAL BUSINESS:

**1. To approve re-appointment, terms and conditions, remuneration and other benefits to Shri. Virendra Bansal (DIN 10507868) as Managing Director & Chief Executive Officer and Whole Time Key Managerial Personnel of the Company and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution with or without any modification(s):**

**"RESOLVED THAT** in terms of Articles 87, 106, 107 of the Articles of Association of the Company, Section 35A of the State Bank of India Act, 1955, and pursuant to provisions of Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, read with Schedule V (including any statutory modification(s) or re-enactment thereof, for the time being in force) and further pursuant to recommendations of the Nomination and Remuneration Committee and Board of Directors, approval of the Members be and is hereby accorded to re-appoint Shri. Virendra Bansal (DIN 10507868) as Managing Director & CEO and Whole-Time Key Managerial Personnel of the Company for a further period w.e.f 15<sup>th</sup> February 2026 to 28<sup>th</sup> February 2027 i.e. upto the date of his retirement or till further orders whichever is earlier, on the remuneration and terms and conditions as applicable to SBI Officers in TEGSS-II grade as per details set out in the Annexure 'A' including salary increments and for payment of Performance Linked Incentive (PLI) as per the PLVP Policy of the company as applicable to SBI deputies and approved by the Board from time to time approved by the Board from time to time with the liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit consequent upon year to year increments, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof."

### Annexure 'A'

Terms and conditions of remuneration and other benefits as applicable to SBI Officers in TEGSS-II grade payable to Shri. Virendra Bansal (DIN 10507868) as Managing Director & CEO (KMP):

1.	Basic Pay	As per SBI Officers' Service Rules in TEGSS II. Presently Rs. 3,27,000/- per month
2.	Dearness Allowance	As per SBI Officers' Service Rules in TEGSS II. Presently Rs.1,03,590.82 /- per month
3.	Special Allowance	As per SBI Officers' Service Rules in TEGSS II. Presently Rs.92,541/- per month.
4.	City Compensatory Allowance	As per SBI Officers' Service Rules in TEGSS II. Presently Rs. 2,300/- per month
5.	Deputation Allowance	As per SBI Officers' Service Rules in TEGSS II. Presently Rs. 49,050/- per month.



**Registered Office:** SBI Capital Markets Limited, 1501, 15<sup>th</sup> floor, A & B Wing, Parinee Crescenzo Building,

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6.	Fixed Personal Pay	As per SBI Officers' Service Rules in TEGSS II. Presently Rs. 10,474/- per month.
7.	Learning Allowance	As per SBI Officers' Service Rules in TEGSS II. Presently Rs.850/- per month.
8.	Special Compensatory Allowance - 1	As per SBI Officers' Service Rules in TEGSS II. Presently Rs. 1,000/- per month.
9.	Special Balancing Allowance	As per SBI Officers' Service Rules in TEGSS II. Presently Rs. 2,626/- per month.
10.	Special Pay officers	As per SBI Officers' Service Rules in TEGSS II. Presently Rs. 12,500/- per month.
11.	Closing Allowance	As per SBI Officers' Service Rules in TEGSS II. Presently Rs. 1,500/- per month.
12.	Provident Fund Contribution	As per SBI Officers' Service Rules in TEGSS II.
13.	Gratuity	As per SBI Officers' Service Rules in TEGSS II.
14.	Residential Accommodation	As per SBI Officers' Service Rules in TEGSS II.
15.	Travelling Expenses	As per SBI Officers' Service Rules in TEGSS II.
16.	Halting Allowance and eligibility for stay	As per SBI Officers' Service Rules in TEGSS II.
17.	Leave	As per SBI Officers' Service Rules in TEGSS II.
18.	Provision of Car	As per SBI Officers' Service Rules in TEGSS II.
19.	Medical Benefits	As per SBI Officers' Service Rules in TEGSS II.
20.	Leave Travel Concession	As per SBI Officers' Service Rules in TEGSS II.
21.	Encashment of Privilege Leave	As per SBI Officers' Service Rules in TEGSS II.
22.	Membership of Clubs	As per SBI Officers' Service Rules in TEGSS II.
23.	Personal entertainment	As per SBI Officers' Service Rules in TEGSS II.

Also, all other remuneration and benefits sanctioned / enhanced (including grade acquired on account of promotion) from time to time for to SBI Officers in TEGSS-II grade.

Alongwith salary, allowance and perquisites, the following would be payable to the Bank by the borrowing organisation:

i) Bank's contribution to Provident Fund	10% of Basic Pay
ii) Bank's contribution to Pension Fund	10% of Basic pay
iii) Contribution towards leave Salary	At the end of the period of deputation, leave salary corresponding to leave earned during the period of deputation but not availed during the said period shall be payable to the Bank
iv) Leave Travel concession	If the officer does not avail the leave travel concession while on deputation, the cost of leave travel concession proportionate to the period of deputation, would be payable to the Bank at the end of the period of deputation.



2. To approve appointment of Shri. Tejendra Mohan Bhasin (DIN: 03091429) as an Independent Director of the Company, and in this regard, to consider and if thought fit, to pass, the following resolution as an Ordinary Resolution with or without any modification(s):

**"RESOLVED THAT** pursuant to the provisions of sections 149, 150, 152, 161, 160 read with Schedule IV and other applicable provisions of Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force;) further pursuant to the approval accorded by the Board of Directors vide resolution dated 12<sup>th</sup> December 2025 (upon recommendation of Nomination and Remuneration Committee) consequent upon notice in writing received from a member in terms of Section 160 of the Companies Act, 2013 proposing his candidature as an Independent Director, approval of the Company be and is hereby accorded for appointment of Shri. Tejendra Mohan Bhasin (DIN: 03091429) as an Independent Director of the Company effective from 18<sup>th</sup> December 2025 to hold office for period of three consecutive years commencing from 18<sup>th</sup> December 2025 to 17<sup>th</sup> December 2028 and whose office shall not be liable to retire by rotation."

3. To appoint Smt. Manju Sharma Bolakani (DIN: 09016171) as Non-Executive Director liable to retire by rotation on the Board of the Company and in this regard, to consider and if thought fit, to pass the following resolution as an Ordinary Resolution with or without any modification(s):

**"RESOLVED THAT** pursuant to the provisions of Sections 152 and 161 of Companies Act 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Smt. Manju Sharma Bolakani (DIN: 09016171) who has been appointed as an Additional Non-Executive Director of the Company w.e.f. 19<sup>th</sup> September 2025 in terms of Articles 86 of the Articles of Association of the Company and Section 161 of Companies Act, 2013 and pursuant to the recommendation of Nomination & Remuneration Committee and the Board of Directors, and being eligible, offer herself for appointment, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act proposing her candidature as Non-Executive Director, approval of the Members be and is hereby accorded for Smt. Manju Sharma Bolakani (DIN: 09016171) to hold office as a Non-Executive Director of the Company in the category of whose office will be liable to retire by rotation."

By order of the Board  
For SBI Capital Markets Limited

Place: Mumbai  
Date: 20<sup>th</sup> January 2026

  
Amit Shah  
Company Secretary



**Notes:**

1. A Member entitled to attend and vote at the Extra Ordinary General Meeting ('The Meeting') is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The Instrument appointing the proxy should, however, be deposited at the registered office of the company not less than Forty-Eight Hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding Fifty and Holding in the aggregate not more than ten percent of the total Share Capital of the Company carrying voting rights. A Member Holding more than Ten Percent of the total Share Capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or Shareholder. A blank proxy Form is enclosed.

2. The Statement pursuant to Section 102(1) of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

3. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the meeting.



**EXPLANATORY STATEMENT TO THE EXTRAORDINARY GENERAL MEETING  
NOTICE**

**(Under Section 102 of Companies Act, 2013)**

**The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.**

**Item no. 1**

**To approve re-appointment, terms and conditions, remuneration and other benefits of Shri. Virendra Bansal (DIN 10507868) as Managing Director & Chief Executive Officer and Whole Time Key Managerial Personnel of the Company.**

Shri. Virendra Bansal (DIN 10507868) was appointed as the Managing Director & Chief Executive Officer, SBICAPS and Whole-Time Key Managerial Personnel (KMP) of the Company for a period i.e., with effect from 15<sup>th</sup> February 2024 to 14<sup>th</sup> February 2026.

State Bank of India vide letter no. A&S/NBS/HR/628 dated 20<sup>th</sup> December 2025 has advised that competent authority has accorded approval for extension of tenure of deputation of Shri. Virendra Bansal as Managing Director & CEO, SBICAPS upto 28<sup>th</sup> February 2027 i.e., date of his retirement, or till further orders, whichever is earlier.

The Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee and subject to the approval of the members had accorded approval to re-appoint Shri. Virendra Bansal as Managing Director & CEO, SBICAPS upto 28<sup>th</sup> February 2027 i.e., upto the date of his retirement, or till further orders, whichever is earlier.

The terms and conditions of re-appointment, details of remuneration, other benefits and Performance Linked Incentive are set out in the "Annexure A" of the Ordinary Resolution proposed in item no. 1 of the Notice as per Section 200 of the Companies Act 2013.

Shri. Virendra Bansal (DIN 10507868) satisfies all the conditions as set out in Part- I of Schedule V and sub-section (3) of Section 196 of the Companies Act 2013 for being eligible for his re-appointment as Managing Director and Key Managerial Personnel of the Company. He is not disqualified from being appointed as Director in terms of Section 164 of the Act. He has also submitted his consent in writing to act as Managing Director and CEO of the Company.

Additional information in respect of Shri. Virendra Bansal (DIN 10507868) pursuant to the Secretarial Standards on General Meetings (SS-2), is provided at 'Annexure B' to this Notice. A brief profile of Shri. Virendra Bansal (DIN 10507868) is also provided at 'Annexure C' to this notice.

Shri. Virendra Bansal (DIN 10507868) Managing Director & CEO shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to the duties of directors.



The Company has received Notice under Section 160 of the Companies Act, 2013 in writing from a member of the Company proposing the candidature of Shri. Virendra Bansal (DIN 10507868) for the position of Managing Director & CEO (KMP).

The above may be treated as a written memorandum setting out the terms of appointment of Shri. Virendra Bansal (DIN 10507868) under Section 190 of the Act.

It is now proposed to seek the approval of the Members to re-appoint Shri. Virendra Bansal (DIN 10507868) as Managing Director and Key Managerial Personnel of the Company for a further period w.e.f 15<sup>th</sup> February 2026 to 28<sup>th</sup> February 2027 i.e., upto the date of his retirement, or till further orders, whichever is earlier, on the remuneration and terms and conditions as applicable to SBI Officers in TEGSS-II grade as per details set out in the Annexure 'A' including salary increments, and for payment of Performance Linked Incentive (PLI) as per the PLVP Policy of the company as applicable to SBI deputies and approved by the Board from time to time.

Except for Shri. Virendra Bansal (DIN 10507868) and/or his relatives, none of the Directors and Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise is interested in the resolution set out at item no. 1 of the Notice.

The Board recommends the Ordinary Resolution as set out in item no. 1 of the Notice for approval of the Members.

#### **Item no.2**

**To approve the appointment of Shri. Tejendra Mohan Bhasin (DIN: 03091429) as an Independent Director of the Company.**

The Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee appointed Shri. Tejendra Mohan Bhasin (DIN: 03091429) as an Independent Director (Additional) on the Board of the Company with effect from 18<sup>th</sup> December 2025, to hold office for period of three consecutive years commencing from 18<sup>th</sup> December 2025 to 17<sup>th</sup> December 2028 and whose office shall not be liable to retire by rotation.

As required under Section 160 of the Act, the Company has received notice in writing from the member of the Company proposing the candidature of Shri. Tejendra Mohan Bhasin (DIN: 03091429) as an Independent Director of the Company.

Further, in terms of proviso to sub-section (5) of Section 152, Shri. Tejendra Mohan Bhasin (DIN: 03091429) fulfils the conditions specified in the Act for his appointment as an Independent Director.

In terms of Section 150(1), Section 152(2) and other applicable provisions of the Companies Act 2013 and the relevant applicable rules thereto, the proposal for appointment of Shri. Tejendra Mohan Bhasin (DIN: 03091429) is being placed as a Special Business for passing the same by way of Ordinary Resolution by the Members of the Company.



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As per the requirements of the applicable provisions of the Companies Act, 2013, the Explanatory Statement to the Notice of 51<sup>st</sup> Extra Ordinary General Meeting, the following statements have been included:

Applicable provisions of the Companies Act, 2013	Statements
Section 149(6)(a)	In the opinion of the Board, Shri. Tejendra Mohan Bhasin (DIN: 03091429) is a person of integrity and possess relevant expertise and experience.
Section 152(6)	In the opinion of the Board, Shri. Tejendra Mohan Bhasin (DIN: 03091429) fulfill the conditions specified in the Companies Act, 2013 for appointment as an Independent Director
Item IV (3) - Schedule IV	In the opinion of the Board, Shri. Tejendra Mohan Bhasin (DIN: 03091429) fulfill the conditions specified in the Companies Act, 2013 and the Rules made thereunder and they are independent of the management.

As per the requirements of Item IV(4) of Schedule IV to the Companies Act, 2013, the appointment of Independent Director will be formalized through a letter of appointment containing certain details as set out therein.

Additional information of Shri. Tejendra Mohan Bhasin (DIN: 03091429) pursuant to the Secretarial Standards on General Meetings (SS-2) has been provided as "Annexure B" to this notice. A brief profile of Shri. Tejendra Mohan Bhasin (DIN: 03091429) has also been provided as "Annexure C" to this notice.

Shri. Tejendra Mohan Bhasin (DIN: 03091429) has indicated his willingness to hold office of an Independent Director on the Board of SBICAPS for first term of three consecutive years. He has also submitted his consent in writing to act as an Independent Director and Declaration of Independence applicable under Section 149(7), Section 164 of the Companies Act, 2013 and Rule 6(3) of Companies (Appointment and Qualification of Directors) Rules, 2014.

The copy of letter for appointment of Shri. Tejendra Mohan Bhasin (DIN: 03091429) setting out of the terms and conditions of appointment for first term will be made available on the website of the Company.

It is now proposed to seek the approval of the Members to appoint Shri. Tejendra Mohan Bhasin (DIN: 03091429) as an Independent Director for period of three consecutive years (first term) with effect from 18<sup>th</sup> December 2025, to hold office for period of three consecutive years commencing from 18<sup>th</sup> December 2025 to 17<sup>th</sup> December 2028.

Except for Shri. Tejendra Mohan Bhasin (DIN: 03091429) and/or his relatives, none of the Directors and Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise is interested in the resolution set out at item no. 2 of the notice.

The Board recommends the Ordinary Resolution as set out in item no.2 of the Notice for approval of the Members.



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**Item no. 3**

**To appoint Smt. Manju Sharma Bolakani (DIN: 09016171) as Non-Executive Director liable to retire by rotation on the Board of the Company**

The Board of Directors at its meeting on the recommendation of Nomination and Remuneration Committee had accorded approval to appoint Smt. Manju Sharma Bolakani (DIN: 09016171) as an Additional Non-Executive Director, whose office shall be in the category liable to retire by rotation on the Board of the Company.

In terms of Section 161(1) of the Companies Act, 2013 read with Article 86 and 93 of the Article of Association of the Company Smt. Manju Sharma Bolakani (DIN: 09016171) holds office as an Additional Non-Executive Director upto the date of next General Meeting. She being eligible, has offered herself for appointment as Non-Executive Director (Non - Independent Director) on the Board of the Company and submitted her consent in writing to act as Non- Executive Director.

Additional information in respect of Smt. Manju Sharma Bolakani (DIN: 09016171) pursuant to the Secretarial Standards on General Meetings (SS-2), is provided at Annexure B to this Notice. A brief profile of Smt. Manju Sharma Bolakani (DIN: 09016171) is also provided at Annexure C to this Notice.

As required under Section 160 of the Act, the Company has received notice in writing from the member of the Company proposing the candidature of Smt. Manju Sharma Bolakani (DIN: 09016171) as Non-Executive Director of the Company.

It is now proposed to seek the approval of the Members to appoint Smt. Manju Sharma Bolakani (DIN: 09016171) as Non-Executive Director whose office shall be liable to retire by rotation on the Board of the Company.

Except for Smt. Manju Sharma Bolakani (DIN: 09016171) and/or his relatives, none of the Directors and Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested, financially or otherwise is interested in the resolution set out at item no. 3 of the Notice.

The Board recommends an Ordinary Resolution as set out in item no. 3 of the Notice for approval of the Members.



**Annexure B**

**Details of Directors seeking appointment at the 51<sup>st</sup> Extraordinary General Meeting to be held  
on Thursday, 12<sup>th</sup> February 2026  
[Pursuant to Secretarial Standards – 2 of the General Meetings.]**

Name of the Director	Shri Virendra Bansal	Shri. Tejendra Mohan Bhasin	Smt. Manju Sharma Bolakani
Date of Birth	01 <sup>st</sup> March 1967	23 <sup>rd</sup> May 1956	13 <sup>th</sup> May 1963
Age	58 years	69 years	62 years
Qualifications	Bachelor's degree in engineering (Mechanical) and has certification of AML/ KYC from Indian Institute of Bankers.	Doctorate degree from the University of Madras and a graduate degree and an MBA degree from the University of Delhi. A graduate degree from Chaudhary Charan Singh University. An MBA degree from the Faculty of Management Studies and a graduate degree from Campus Law Centre.	Bachelor of Science and MBA (Marketing)
Experience	34 years	47 years	40 years
No. of Shares held	06 Equity Shares	Nil	Nil
Terms & Conditions	Re-appointment as Managing Director & CEO, SBICAPS with effect from 15 <sup>th</sup> February 2026 to 28 <sup>th</sup> February 2027 i.e. upto the date of his retirement or till further orders whichever is earlier.	First Term of three consecutive years	Office liable to retire by rotation.
Remuneration Last Drawn	Are as applicable to SBI Officers in TEGSS-II grade as per details set out in the Annexure 'A' including salary increments and for payment of Performance Linked Incentive (PLI) as per the PLVP Policy of the company as applicable to SBI deputees and approved by the Board from time to time approved by the Board from time.	NA	NA
Remuneration sought to be paid.	Same as above	NA	NA



Name of the Director	Shri Virendra Bansal	Shri. Tejendra Mohan Bhasin	Smt. Manju Sharma Bolakani
Number of Board Meetings attended during the Financial Year 2024-2025	Five(5)	NA	NA
Date of Reappointment/ Appointment	15 <sup>th</sup> February 2026	18 <sup>th</sup> December 2025	19 <sup>th</sup> September 2025
Relationship with other Directors/ Manager/ Key Managerial Personnel	Nil	Nil	Nil
Directorships held in other Companies in India	1. SBICAP Trustee Company Ltd, 2.SBICAP Securities Ltd & 3.Investec Capital Services (India) Pvt. Ltd.	Nil	Nil
Membership on the Committee Board of other Companies	1.SBICAP Securities Ltd • Committee of Director-Chairman & Member • Audit Committee-Member • Corporate Social Responsibility Committee- Member • Nomination and Remuneration Committee-Member	Nil	Nil

Details pertaining to remuneration have been provided in the Ordinary resolutions item no.1, item no.2 and item 3 respectively.



**Brief Profile****(i) Shri. Virendra Bansal**

Shri Virendra Bansal assumed the role of Managing Director & Chief Executive Officer of SBI Capital Markets Limited (SBICAPS) in February 2024. Before this appointment, he served as the Country Head for the US Operations of SBI, overseeing offices in New York, Chicago, Los Angeles, Sao Paulo, and Washington DC.

Previously, Shri Bansal held positions as the Chief Executive Officer of SBI New York Branch and Vice Chairman of SBI (California), a US Retail Banking subsidiary. He also contributed to SBI UK operations as Head of Trade and managed retail branches catering to high-net-worth customers.

With a banking career spanning over 33 years, Mr. Bansal has accumulated extensive experience within State Bank of India in India and abroad. Beginning as a directly recruited Probationary Officer in 1990, he has undertaken significant roles across Credit, International Banking, and Retail Banking.

Among his notable roles was Deputy General Manager & Relationship Manager at the Corporate Accounts Group of State Bank of India in Mumbai, where he oversaw relationships with major corporates, amounting to an aggregate credit exposure of approximately USD 8.00 billion.

Mr. Bansal holds a Bachelor's degree in Mechanical Engineering and is certified in Anti Money Laundering/ Know Your Customer (AML/KYC) by the Indian Institute of Bankers.

**(ii) Shri Tejendra Mohan Bhasin**

Shri. Tejendra Mohan Bhasin is currently serving as an Independent Non-Executive Director at Patanjali Foods Ltd., PNB Gilts Ltd., PNB Housing Finance Ltd., SBI Cards & Payment Services Ltd., and SBI Life Insurance Co. Ltd.

He is also an Independent Director at IDBI Intech Ltd. and a Director at Parapet Capital Advisors LLP. In addition, he holds the position of Member-Financial Services Technology Consortium at the Institute for Development & Research in Banking Technology and is an Associate at the Indian Institute of Banking & Finance

Furthermore, he is a Member-Governing Board at the Institute of Banking Personnel Selection and a Member-Executive Board at the Indian Banks Technology Consortium

Shri. Bhasin has previously worked as the Chairman, Chief Executive Officer & MD at Indian Bank from 2012 to 2015.

He also served as the Deputy Chairman at the Indian Banks' Association from 2013 to 2015. Prior to that, he was the Executive Director at United Bank of India from 2007 to 2010 and the General Manager & Regional Head-New Delhi Region at Oriental Bank of Commerce Ltd. from 2003 to 2007.



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He has also held the position of Independent Non-Executive Director at Centrum Capital Ltd. from 2019 to 2020. Additionally, he has served as the Vigilance Commissioner at the Central Vigilance Commission.

Shri. Bhasin has a doctorate degree from the University of Madras, a graduate degree and an MBA degree from the University of Delhi, a graduate degree from Chaudhary Charan Singh University, an MBA degree from the Faculty of Management Studies, and a graduate degree from Campus Law Centre.

(iii) **Smt. Manju Sharma Bolakani**

Smt. Manju Sharma Bolakani joined State Bank of India (SBI) as a Probationary Officer in 1985 and has worked across different verticals in SBI, gathering nearly four decades of experience both nationally and internationally in various spheres of banking. She holds master's degree in business administration (Marketing) and bachelor's degree in science. She superannuated in May 2023 as Chief General Manager (CGM), SBI. During her long and illustrious career with SBI, she has handled many challenging assignments which include being CGM- Credit Review Department (July 2022-May 2023), CGM – Corporate Clients Group (July 2020 – July 2022), General Manager Network – III, Bangalore Circle. She has also worked as an Executive Secretary to Chairman, SBI (December 2015 to June 2018) and was earlier posted to New York branch as VP and Head Credit (September 2011 to November 2015) for overseas assignment. Post retirement from the services of SBI, she was engaged as Advisor – SBI for Project Leap (June 2023 – November 2023).



## PROXY FORM

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

**CIN: U99999MH1986PLC040298**

**Name of the Company: SBI CAPITAL MARKETS LIMITED**

**Registered Office: Board Room, 1501, 15th Floor, A & B Wing, Parinee Crescenzo, BKC, Bandra (East), Mumbai- 400 051**

Name of the member (s):	
Registered Address:	
E-mail ID:	
Folio No. / Client ID:	
DP ID:	
No. of shares held	

I/We, being the member (s) holding \_\_\_\_\_ shares of the above-named company, hereby appoint:

<b>1</b>	Name:	
	Address:	
	E-mail ID:	
	Signature:	

Or failing him

<b>2</b>	Name of the member (s):	
	Registered Address:	
	E- mail ID:	
	Folio No. / Client ID:	

Or failing him

	Name of the member (s):	
	Registered Address:	
	E-mail ID:	
	Folio No. / Client ID:	

Or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 51<sup>st</sup> Extra Ordinary General Meeting of the company, to be held on Thursday, 12th February 2026 at 4.00 pm. at the Registered Office of the Company situated at the Board Room, 1501, 15<sup>th</sup> Floor, A & B Wing, Parinee Crescenzo, BKC, Bandra (East), Mumbai- 400 051 and at any adjournment thereof in respect of such resolutions as are indicated below:



Resolution No.	Particulars		For	Against
<b>SPECIAL BUSINESS</b>				
1	To approve re-appointment, terms and conditions, remuneration and other benefits of Shri. Virendra Bansal (DIN 10507868) for the position of Managing Director & Chief Executive Officer and Whole Time Key Managerial Personnel of the Company			
2	To approve appointment of Shri. Tejendra Mohan Bhasin (DIN: 03091429) as an Independent Director of the Company			
3.	To approve appointment of Smt. Manju Sharma Bolakani (DIN: 09016171) as Non-Executive Director liable to retire by rotation on the Board of the Company			

Signed this ----- day of ----- 2026.

Signature of the shareholder

Signature of Proxy holder(s)

Affix one Rupee

Revenue Stamp

**Note: This Form of Proxy 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.**



**Road map for 51<sup>st</sup> Extraordinary General Meeting Venue of M/s. SBI Capital Markets Ltd. scheduled to be held on, Thursday, 12<sup>th</sup> February 2026 at 04.00 p.m. at the Registered Office of the Company situated at 1501, 15<sup>th</sup> Floor, A & B Wing, Parinee Crescenzo, BKC, Bandra (East), Mumbai.**

