

CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE 09/2023-24 MEETING OF BOARD OF DIRECTORS OF CAPITAL SMALL FINANCE BANK LIMITED HELD ON THURSDAY, FEBRUARY 01, 2024 AT 02:00 P.M. THROUGH VIDEO CONFERENCING MODE AT REGISTERED OFFICE OF THE BANK SITUATED AT MIDAS CORPORATE PARK, 3RD FLOOR, 37, G.T. ROAD, JALANDHAR

ITEM NO. 9.5

TO CONSIDER THE APPROVAL AND ADOPTION OF THE RED HERRING PROSPECTUS IN RELATION TO THE INITIAL PUBLIC OFFER BY THE BANK


"RESOLVED THAT subject to and in accordance with the applicable provisions of the Companies Act, 2013, and the rules made thereunder, as amended, the applicable provisions of the SEBI Act, 1992, as amended, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), and other regulations issued by the SEBI, the red herring prospectus dated February 01, 2024 (the "RHP"), in respect of the initial public offer of equity shares of face value of ₹ 10 each (the "Equity Shares") comprising a fresh issue of Equity Shares by the Bank (the "Fresh Issue") and an offer for sale of Equity Shares by certain existing shareholders of the Bank ("Selling Shareholders") (the "Offer for Sale", and together with the Fresh Issue, the "Offer"), at such price as may be determined in accordance with the book building process under the SEBI ICDR Regulations and as agreed to by the Bank, in consultation with the book running lead managers to the Offer ("BRLMs"), within the price band to be decided by the Bank, in consultation with the BRLMs, as placed before the Board and containing the requisite information as prescribed by applicable laws and regulations, be and is hereby approved for filing with the RoC, the SEBI, the Stock Exchanges and such other authorities or persons as may be required under the applicable laws."

RESOLVED FURTHER THAT the preliminary international wrap dated February 01, 2024 of the Bank which is placed before the Board in respect of the Offer ("Preliminary International Wrap"), be and is hereby approved.

RESOLVED FURTHER THAT any further or subsequent alterations, additions, omissions, variations, deletions, amendments or corrections to the RHP and/or to the Preliminary International Wrap, if any, and to finalise the RHP and the Preliminary International Wrap, and to submit the RHP with the RoC and thereafter submit the same with the Securities and Exchange Board of India, BSE Limited and the National Stock Exchange of India Limited and such other authorities or persons as may be required, as it, in its sole and absolute discretion deems fit, and the making of such alterations, additions, omissions, variations, deletions, amendments or corrections will be deemed to have been approved by the Board.

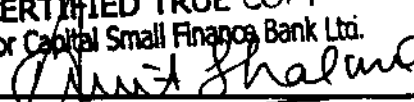
"RESOLVED FURTHER THAT Mr. Sarvjit Singh Samra, Managing Director & CEO and/or Mr. Munish Jain, Executive Director & Chief Financial Officer and/or Mr. Sahil Vijay, Chief Treasury Officer and/or Mr. Aseem Mahajan, Deputy Chief Financial Officer and/or Mr. Amit Sharma, Company Secretary and Compliance Officer be and are hereby severally authorised to make any further or subsequent alterations, additions, omissions, variations, amendments or corrections to the RHP, if any, and to finalise the RHP and to submit the same with the RoC, SEBI, the Stock Exchanges and such other authorities or persons as may be required, issue such certificates and confirmations as may be required and undertake such other necessary steps to implement the above resolution."

Capital Small Finance Bank Limited

Regd. & Head Off.: MIDAS Corporate Park, 3rd Floor, 37, G.T. Road, Jalandhar-144 001, INDIA
Tel.: 0181-5051111, 5052222 | Fax : 0181-5053333 | e-mail : mail@capitalbank.co.in | www.capitalbank.co.in
 www.facebook.com/capitalbankindia | CIN U65110PB1999PLC022634



CERTIFIED TRUE COPY
For Capital Small Finance Bank Ltd.


Authorised Signatory

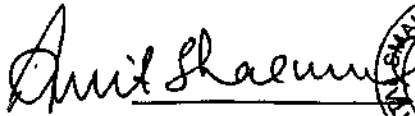

Capital Small Finance Bank

"RESOLVED FURTHER THAT each of the Directors of the Bank and the Executive Director and Chief Financial Officer of the Bank be and are hereby severally authorized to sign the RHP for and on behalf of the Bank."

"RESOLVED FURTHER THAT, Mr. Sarvjit Singh Samra, Managing Director & CEO and/or Mr. Munish Jain, Executive Director & Chief Financial Officer and/or Mr. Sahil Vijay, Chief Treasury Officer and/or Mr. Aseem Mahajan, Deputy Chief Financial Officer and/or Mr. Amit Sharma, Company Secretary and Compliance Officer be and are hereby severally authorized to execute all such deeds, documents, agreements, forms, instruments and writings, and to do all such acts, deeds and things as may be required, necessary, expedient or incidental to give effect to the above resolutions, and to settle or give instructions and directions for settling any questions, difficulties or doubts that may arise in this regard and to give effect to such modifications, changes, variations, alterations, deletions or additions as may be deemed fit and proper in the best interest of the Bank in accordance with the applicable laws and regulations and in consultation with the legal advisors and the BRLMs appointed in this respect."


"RESOLVED FURTHER THAT a copy of the above resolutions, certified by any Director or the Company Secretary of the Bank, be forwarded to the concerned authorities for necessary action."

CERTIFIED TRUE COPY
FOR CAPITAL SMALL FINANCE BANK LIMITED

AMIT SHARMA
COMPANY SECRETARY & COMPLIANCE OFFICER
MEMBERSHIP NO. F10888
DATE: FEBRUARY 01, 2024

CERTIFIED TRUE COPY
For Capital Small Finance Bank Ltd


Authorised Signatory



Capital Small Finance Bank Limited

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