

The Listing Department,  
BSE Limited,  
Phiroje Jeejeebhoy Towers,  
25<sup>th</sup> Floor, Dalal Street,  
Mumbai – 400001  
BSE SCRIP Code: 500112

The Listing Department,  
National Stock Exchange of India Limited,  
Exchange Plaza, 5<sup>th</sup> Floor, C / 1, 'G' Block,  
Bandra Kurla Complex, Bandra (East),  
Mumbai – 400051  
NSE SCRIP Code: SBIN

CC/S&B/AND/2024-25/973

30.03.2025

**Madam/ Sir,**

**Notice of General Meeting of Shareholders of State Bank of India and submission of copy of Gazette Publication**

In terms of Regulation 4 (2) (b), Regulation 44 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Regulation 22 of the State Bank of India General Regulations, 1955, we advise that the General Meeting (GM) of Shareholders of the State Bank of India will be held at **State Bank Auditorium, State Bank Bhavan, Madame Cama Road, Mumbai - 400021 on Friday, the 9<sup>th</sup> May, 2025 at 03:00 PM**. The Meeting will be held through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the following business:

1. To appoint M/s Parikh & Associates, Practising Company Secretaries as Secretarial Auditor of the Bank for an audit period of 5 years commencing from FY 2025-26 till FY 2029-2030.
2. To consider and approve Material Related Party Transactions between State Bank of India and SBI Life Insurance Company Limited.
3. To consider and approve Material Related Party Transactions between State Bank of India and SBI Cards and Payments Services Limited.
4. To consider and approve Material Related Party Transactions between State Bank of India and SBI General Insurance Company Limited.
5. To consider and approve Material Related Party Transactions between State Bank of India and SBI Payment Services Private Limited.
6. To consider and approve Material Related Party Transactions between State Bank of India and SBI DFHI Limited.
7. To consider and approve Material Related Party Transactions between State Bank of India and SBI (Mauritius) Limited.
8. To consider and approve Material Related Party Transactions between State Bank of India and Bank SBI Indonesia.
9. To consider and approve Material Related Party Transactions between State Bank of India and Nepal SBI Bank Limited.

10. To consider and approve Material Related Party Transactions between State Bank of India and Bank of Bhutan Limited.
11. To consider and approve Material Related Party Transactions between State Bank of India and Yes Bank Limited.
12. To consider and approve Material Related Party Transactions between SBI DFHI Limited and SBI Capital Markets Limited.
13. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Yes Bank Limited.
14. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Andhra Pradesh Grameena Vikas Bank.
15. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Jharkhand Rajya Gramin Bank.
16. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Uttarakhand Gramin Bank.
17. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Chhattisgarh Rajya Gramin Bank.
18. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Rajasthan Marudhara Gramin Bank.

Copy of the Notice of the General Meeting published in accordance with Regulation 21 of the State Bank of India General Regulations, 1955 in the Gazette of India is enclosed.

Yours faithfully,



**(Aruna N Dak)**

**DGM (Compliance & Company Secretary)**

Encl: A/a



# भारत का राजपत्र The Gazette of India

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EXTRAORDINARY

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PART III—Section 4

प्राधिकार से प्रकाशित  
PUBLISHED BY AUTHORITY

सं. 265]

नई दिल्ली, शुक्रवार, मार्च 28, 2025/ / चैत्र 7, 1947

No. 265]

NEW DELHI, FRIDAY, MARCH 28, 2025/ CHAITRA 7, 1947

## भारतीय स्टेट बैंक

(भारतीय स्टेट बैंक अधिनियम, 1955 के अंतर्गत गठित)

### सूचना

नई दिल्ली, 28 मार्च, 2025

फा. क्र. सीसी/एस एंड बी/एनडी/2025/963.— एतद्वारा सूचित किया जाता है कि भारतीय स्टेट बैंक के शेयरधारकों की महासभा स्टेट बैंक ऑडिटोरियम, स्टेट बैंक भवन, मैडम कामा रोड, मुंबई -400021 में शुक्रवार, दिनांक 9 मई, 2025 को अपराह्न 03:00 बजे आयोजित की जाएगी। यह बैठक निम्नलिखित व्यवसायों के संचालन के लिए वीडियो कॉन्फ्रेंसिंग (वीसी)/अन्य ऑडियो-विजुअल साधनों (ओएवीएम) के माध्यम से आयोजित की जाएगी

- मेसर्स पारिख एंड एसोसिएट्स, प्रैक्टिसिंग कंपनी सेक्रेटरीज, को वित्त वर्ष 2025-26 से वित्त वर्ष 2029-2030 तक 5 वर्ष की लेखा परीक्षा अवधि के लिए बैंक के सचिवीय लेखा परीक्षक के रूप में नियुक्त करना।
- भारतीय स्टेट बैंक और एसबीआई लाइफ इंश्योरेंस कंपनी लिमिटेड के बीच मैटेरियल रिलेटेड पार्टी ट्रांजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
- भारतीय स्टेट बैंक और एसबीआई कार्ड्स एंड पेमेंट्स सर्विसेज लिमिटेड के बीच मैटेरियल रिलेटेड पार्टी ट्रांजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
- भारतीय स्टेट बैंक और एसबीआई जनरल इंश्योरेंस कंपनी लिमिटेड के बीच मैटेरियल रिलेटेड पार्टी ट्रांजैक्शन्स पर विचार करना और उसे अनुमोदित करना।

5. भारतीय स्टेट बैंक और एसबीआई पेमेंट सर्विसेज प्राइवेट लिमिटेड के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
6. भारतीय स्टेट बैंक और एसबीआई डीएफएचआई लिमिटेड के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
7. भारतीय स्टेट बैंक और एसबीआई (मॉरीशस) लिमिटेड के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
8. भारतीय स्टेट बैंक और बैंक एसबीआई इंडोनेशिया के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
9. भारतीय स्टेट बैंक और नेपाल एसबीआई बैंक लिमिटेड के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
10. भारतीय स्टेट बैंक और बैंक ऑफ भूटान लिमिटेड के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
11. भारतीय स्टेट बैंक और यस बैंक लिमिटेड के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
12. एसबीआई डीएफएचआई लिमिटेड और एसबीआई कैपिटल मार्केट्स लिमिटेड के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
13. एसबीआई डीएफएचआई लिमिटेड और यस बैंक लिमिटेड के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
14. एसबीआई डीएफएचआई लिमिटेड और आंध्र प्रदेश ग्रामीण विकास बैंक के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
15. एसबीआई डीएफएचआई लिमिटेड और झारखंड राज्य ग्रामीण बैंक के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
16. एसबीआई डीएफएचआई लिमिटेड और उत्तराखंड ग्रामीण बैंक के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
17. एसबीआई डीएफएचआई लिमिटेड और छत्तीसगढ़ राज्य ग्रामीण बैंक के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।
18. एसबीआई डीएफएचआई लिमिटेड और राजस्थान मरुधरा ग्रामीण बैंक के बीच मैटेरियल रिलेटेड पार्टी ट्रॉजैक्शन्स पर विचार करना और उसे अनुमोदित करना।

महासभा की सूचना के साथ ही व्याख्यात्मक वक्तव्य और वीसी/ओएवीएम सुविधा के माध्यम से महासभा में हिस्सा लेने और इलेक्ट्रॉनिक माध्यम से मतदान करने संबंधी सामान्य निर्देश बैंक की वेबसाइट [www.sbi.co.in](http://www.sbi.co.in), स्टॉक एक्सचेंजों यानी बीएसई लिमिटेड (बीएसई) और नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड (एनएसई) की वेबसाइट [www.bseindia.com](http://www.bseindia.com) तथा [www.nseindia.com](http://www.nseindia.com) पर भी उपलब्ध हैं। इस सूचना को नेशनल सिक्योरिटीज डिपॉजिटरी लिमिटेड (एनएसडीएल) (ई-वोटिंग सुविधा की सेवा प्रदाता) यानी <https://www.evoting.nsdl.com> की वेबसाइट पर भी देखा जा सकता है।

[विज्ञापन-III/4/असा./1122/2024-25]

चल्ला श्रीनिवासुलु शेटी, अध्यक्ष

**STATE BANK OF INDIA**

(Constituted under the State Bank of India Act, 1955)

**NOTICE**

New Delhi, the 28 March, 2025

**F. No: CC/S&B/AND/2025/963.**—Notice is hereby given that the General Meeting of the Shareholders of the State Bank of India will be held at the State Bank Auditorium, State Bank Bhavan, Madame Cama Road, Mumbai - 400021 on Friday, the 9<sup>th</sup> May, 2025 at 03:00 PM. The Meeting will be held through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the following businesses:

1. To appoint M/s Parikh & Associates, Practising Company Secretaries as Secretarial Auditor of the Bank for an audit period of 5 years commencing from FY 2025-26 till FY 2029-2030.
2. To consider and approve Material Related Party Transactions between State Bank of India and SBI Life Insurance Company Limited.
3. To consider and approve Material Related Party Transactions between State Bank of India and SBI Cards and Payments Services Limited.
4. To consider and approve Material Related Party Transactions between State Bank of India and SBI General Insurance Company Limited.
5. To consider and approve Material Related Party Transactions between State Bank of India and SBI Payment Services Private Limited.
6. To consider and approve Material Related Party Transactions between State Bank of India and SBI DFHI Limited.
7. To consider and approve Material Related Party Transactions between State Bank of India and SBI (Mauritius) Limited.
8. To consider and approve Material Related Party Transactions between State Bank of India and Bank SBI Indonesia.
9. To consider and approve Material Related Party Transactions between State Bank of India and Nepal SBI Bank Limited.
10. To consider and approve Material Related Party Transactions between State Bank of India and Bank of Bhutan Limited.
11. To consider and approve Material Related Party Transactions between State Bank of India and Yes Bank Limited.
12. To consider and approve Material Related Party Transactions between SBI DFHI Limited and SBI Capital Markets Limited.
13. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Yes Bank Limited.
14. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Andhra Pradesh Grameena Vikas Bank.
15. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Jharkhand Rajya Gramin Bank.
16. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Uttarakhand Gramin Bank.
17. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Chhattisgarh Rajya Gramin Bank.
18. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Rajasthan Marudhara Gramin Bank.

The Notice of General Meeting along with explanatory statement and general instruction for accessing and participating in the General Meeting through VC/OAVM facility and voting through electronic means is available on the website of the Bank at [www.sbi.co.in](http://www.sbi.co.in), and on the website of the Stock Exchanges i.e. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The Notice can also be accessed from the websites of National Securities Depository Limited (NSDL) (service provider for e-voting facility) i.e. <https://www.evoting.nsdl.com>.

CHALLA SREENIVASULU SETTY, Chairman

[ADVT.-III/4/Extty./1122/2024-25]



## NOTICE

**NOTICE** is hereby given that the General Meeting of the Shareholders of the State Bank of India will be held at the **State Bank Auditorium, State Bank Bhavan, Madame Cama Road, Mumbai - 400021** on **Friday, the 9<sup>th</sup> May, 2025** at **03:00 PM**. The Meeting will be held through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the following businesses:

- 1. To appoint M/s Parikh & Associates, Practising Company Secretaries as Secretarial Auditor of the Bank for an audit period of 5 years commencing from FY 2025-26 till FY 2029-2030**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable laws, if any, the relevant circulars issued by SEBI (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) approval of the members of the Bank be and is hereby accorded to the Central Board of the Bank (hereinafter referred to as ‘the Board’, which term shall be deemed to include Executive Committee of the Central Board (ECCB)/ any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution), for appointment of M/s Parikh & Associates, Practising Company Secretaries (Firm registration number: P1988MH009800) as Secretarial Auditor of the Bank for Audit period of 5 years commencing from FY 2025-26 till FY 2029-2030 at a fee of Rs. 2,99,000/- per annum (plus applicable taxes).

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank to give effect to the aforesaid resolution and to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to give effect to the aforesaid resolution.”

- 2. To consider and approve Material Related Party Transactions between State Bank of India and SBI Life Insurance Company Limited**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments

thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to the Central Board of the Bank (hereinafter referred to as the "Board", which term shall be deemed to include ECCB/ any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with SBI Life Insurance Company Limited ("SBI Life"), a related party of the Bank, for the financial year 2025-26 whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-26 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time, provided that such arrangement(s) / contract(s) / agreement(s) / transaction(s) shall be carried out at an arm's length basis by the Bank:

- i. Bank Guarantee issued on 100% Cash margin, Commission Exchange and Brokerage;
- ii. Commission received by the Bank for distributing SBI Life Products;
- iii. Purchase and sale of government securities, treasury bills, etc. on the basis of prevailing markets rates / yields, Purchase and sale of non-Statutory Liquidity Ratio securities, as may be permitted as per prudential norms prescribed by the Reserve Bank of India, on the basis of market rates / yields as may be applicable, Investment of debt securities viz. non-convertible debentures/bonds of SBI Life for which the Bank may act as an arranger/syndicate banker, including proprietary purchases as permissible under the applicable rules and regulations, Entering into Rupee derivative contracts which includes Bond Forward Rate Agreement/Bond Forward, Overnight Index Swap, Foreign Currency Settled-Overnight Indexed Swap (FCSOIS), Interest Rate futures, Swaptions, Credit Default Swaps etc, Entering into Repo and Reverse Repo transactions, Government Securities Lending/ Borrowing Transaction, Sale/ Purchase of Foreign Currency, any other transactions/arrangements entered in the course of normal banking activities excluding Trades concluded on Request for Quotes (RFQ) platform/ electronic platforms designed for transacting and where counter party is not known prior to the deal (the same shall be excluded from the aforesaid limits);
- iv. Payment of premium in respect of Individual Housing Loan Scheme (IHLS) Insurance and on account of addition of new salary package customers and procurement of new policy;
- v. Receipt of rental as per agreement for use of Bank's premises;
- vi. Receipt of royalty for use of Bank's Logo/Trademark for FY 2025-26;
- vii. Payment of insurance premium to SBI Life on account of addition of new salary package customers and procurement of new policy. Premium is paid according to the

- terms and conditions specified in the insurance policy, based on the features of each product;
- viii. any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

**3. To consider and approve Material Related Party Transactions between State Bank of India and SBI Cards and Payments Services Limited**

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to the Central Board of the Bank (hereinafter referred to as the "Board", which term shall be deemed to include ECCB/ any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with SBI Cards and Payments Services Limited , a related party of the Bank, for the financial year 2025-26 whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025 - 26 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time, provided that such arrangement(s) / contract(s) / agreement(s) / transaction(s) shall be carried out at an arm's length basis by the Bank:

- i. Fund Based Working Capital Limit (with Bank Guarantee Sublimit and Cumulative Exposure Limit (CEL) Sublimit), NCD Limit, Interest/Discount on Advances, Commission Exchange and Brokerage;
- ii. Commission to be received by bank for distributing SBI Credit Cards;



- iii. Purchase and sale of government securities, treasury bills, etc. on the basis of prevailing market rates/yields, Purchase and Sale of non-Statutory Liquidity Ratio securities, as may be permitted as per prudential norms prescribed by the Reserve Bank of India, on the basis of market rates / yields as may be applicable, Investment of debt securities viz. non-convertible debentures/bonds of SBI Cards & Payment Services Limited, including proprietary purchases as permissible under the applicable rules and regulations, Entering into Rupee derivative contracts which includes Bond Forward Rate Agreement/Bond Forward, Overnight Index Swap, Foreign Currency Settled-Overnight Indexed Swap (FCSOIS), Interest Rate futures, Swaptions, Credit Default Swaps etc, Entering into Repo and Reverse Repo transactions, Sale/ Purchase of Foreign Currency, any other transactions/arrangements entered in the course of normal banking activities excluding Trades concluded on Request for Quotes (RFQ) platform/ electronic platforms designed for transacting and where counter party is not known prior to the deal (the same shall be excluded from the aforesaid limits);
- iv. Receipt of rental as per agreement for use of Bank's premises;
- v. Receipt of royalty for use of Bank's Logo/Trademark for FY 2025-26;
- vi. Corporate Credit Card Limit availed by the Bank for official use;
- vii. any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

#### **4. To consider and approve Material Related Party Transactions between State Bank of India and SBI General Insurance Company Limited**

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to the Central Board of the Bank (hereinafter referred to as the "Board", which term shall be deemed to include ECCB/ any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with SBI General Insurance Company Limited (“SBI General

Insurance”), a related party of the Bank, for the financial year 2025-26 whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-26 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time, provided that such arrangement(s) / contract(s) / agreement(s) / transaction(s) shall be carried out at an arm's length basis by the Bank:

- i. Non-Fund based limit (Bank Guarantee issued on 100% Cash margin), Commission Exchange and Brokerage;
- ii. Purchase of Property Insurance Policy, Banker’s Indemnity Policy, UA Txn Insurance Policy, D&O’s Liability Insurance Policy, Bullion Insurance Policy, SBI Retirees Mediclaim Policy Premium;
- iii. Commission to be received by the Bank for distributing SBI General Insurance Products;
- iv. Purchase and sale of government securities, treasury bills, etc. on the basis of prevailing market rates/yields, Purchase and Sale of non-Statutory Liquidity Ratio securities, as may be permitted as per prudential norms prescribed by the Reserve Bank of India, on the basis of market rates / yields as may be applicable, Investment of debt securities viz. non-convertible debentures/bonds of SBI General Insurance for which Bank may act as an arranger/syndicate banker, including proprietary purchases as permissible under the applicable rules and regulations, Entering into Rupee derivative contracts which includes Bond Forward Rate Agreement/Bond Forward, Overnight Index Swap, Foreign Currency Settled-Overnight Indexed Swap (FCSOIS), Interest Rate futures, Swaptions, Credit Default Swaps etc, Govt. Securities Lending/ Borrowing Transaction, Entering into Repo and Reverse Repo transactions, Sale/ Purchase of Foreign Currency and /or any other transactions/arrangements entered in the course of normal banking activities excluding Trades concluded on Request for Quotes (RFQ) platform/ electronic platforms designed for transacting and where counter party is not known prior to the deal (the same shall be excluded from the aforesaid limits);
- v. Receipt of rental as per agreement for use of Bank’s premises;
- vi. Receipt of royalty for use of Bank’s Logo/Trademark for FY 2025-26;
- vii. any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

**5. To consider and approve Material Related Party Transactions between State Bank of India and SBI Payment Services Private Limited**

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to the Central Board of the Bank (hereinafter referred to as the "Board", which term shall be deemed to include ECCB/ any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with SBI Payment Services Private Limited (“SBIPSPL”), a related party of the Bank, for the financial year 2025-26 whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025 -26 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time, provided that such arrangement(s) / contract(s) / agreement(s) / transaction(s) shall be carried out at an arm's length basis by the Bank:

- i. Unsecured Overdraft Limit, Bank Guarantee issued on 100% Cash margin, Interest on Advances, Other Expenditure (MDR Concession);
- ii. Compensation in respect of Merchant Acquiring Business to SBIPSPL;
- iii. Receipt of royalty for use of Bank's Logo/Trademark for FY 2025-26;
- iv. any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

**6. To consider and approve Material Related Party Transactions between State Bank of India and SBI DFHI Limited**

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to the Central Board of the Bank (hereinafter referred to as the "Board", which term shall be deemed to include ECCB/ any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with SBI DFHI Limited, a related party of the Bank, for the financial year 2025-26 whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-26 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time, provided that such arrangement(s) / contract(s) / agreement(s) / transaction(s) shall be carried out at an arm's length basis by the Bank:

- i. Purchase and sale of government securities, treasury bills, etc. on the basis of prevailing market rates/yields, Purchase and Sale of non-Statutory Liquidity Ratio securities, as may be permitted as per prudential norms prescribed by the Reserve Bank of India, on the basis of market rates / yields as may be applicable, Investment of debt securities viz. non-convertible debentures/bonds of SBI DFHI Limited for which Bank may act as an arranger/syndicate banker, including proprietary purchases as permissible under the applicable rules and regulations, Entering into Rupee derivative contracts which includes Bond Forward Rate Agreement/Bond Forward, Overnight Index Swap, Foreign Currency Settled-Overnight Indexed Swap (FCS-OIS), Interest Rate futures, Swaptions, Credit Default Swaps etc, Entering into Repo and Reverse Repo transactions, Govt. Securities Lending/ Borrowing Transaction, Any other transactions/arrangements entered in the course of normal banking activities excluding Trades concluded on Request for Quotes (RFQ) platform/ electronic platforms designed for transacting and where counter party is not known prior to the deal (the same shall be excluded from the aforesaid limits);
- ii. Call/Term/Notice Money Borrowing and Lending transactions;
- iii. Receipt of rental as per agreement for use of Bank's premises;
- iv. Receipt of royalty for use of Bank's Logo/Trademark for FY 2025-26;

- v. Any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

**7. To consider and approve Material Related Party Transactions between State Bank of India and SBI (Mauritius) Limited**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank’s Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to the Central Board of the Bank (hereinafter referred to as the "Board", which term shall be deemed to include ECCB/ any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with SBI (Mauritius) Limited a related party of the Bank, for the financial year 2025-26 whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-26 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank’s last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time, provided that such arrangement(s) / contract(s) / agreement(s) / transaction(s) shall be carried out at an arm’s length basis by the Bank:

- i Overnight and Term Placements, Transactions in Forex transactions including sale, purchase, swaps, derivative transactions etc., Investment transactions, Placements, Borrowings, Foreign Currency Term Loans, Loans, Letter of Credit, Bank Guarantee/Counter Guarantee, and any other trade related transactions, remittances, interest, exchange, commission, fee etc;

- ii Transactions including reimbursement of Information Technology and management expenses incurred by the Bank on account of the subsidiary, reimbursement of any expenses incurred in migration of back-office operations etc;
- iii Maintenance of Nostro / Vostro / Current Account by SBI (Mauritius) Limited, including transactions as a correspondent bank, payment of interest, if any, and levy of bank charges as per the card rates published on the Bank's website and in accordance with RBI norms or at mutually agreed terms;
- iv any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

#### **8. To consider and approve Material Related Party Transactions between State Bank of India and PT Bank SBI Indonesia**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to the Central Board of the Bank (hereinafter referred to as the "Board", which term shall be deemed to include ECCB/ any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with PT Bank SBI Indonesia (“BSBII”) a related party of the Bank, for the financial year 2025-26 whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-26 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time, provided that such arrangement(s) / contract(s) / agreement(s) / transaction(s) shall be carried out at an arm's length basis by the Bank:

- i. Overnight and Term Placements, Transactions in Forex transactions including sale, purchase, swaps, derivative transactions etc., Investment transactions, Placements, Borrowings, Foreign Currency Term Loans, Loans Letter of Credit, Bank Guarantee/Counter Guarantee, Letter of Comfort and any other trade related transactions, remittances, interest, exchange, commission, fee etc;
- ii. Transactions including reimbursement of Information Technology and management expenses incurred by the Bank on account of the subsidiary, reimbursement of any expenses incurred in migration of back-office operations etc;
- iii. Maintenance of Nostro / Vostro / Current Account by BSBII, including transactions as a correspondent bank, payment of interest, if any, and levy of bank charges as per the card rates published on the Bank's website and in accordance with RBI norms or at mutually agreed terms;
- iv. any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

#### **9. To consider and approve Material Related Party Transactions between State Bank of India and Nepal SBI Bank Limited**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to the Central Board of the Bank (hereinafter referred to as the "Board", which term shall be deemed to include ECCB/ any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with Nepal SBI Bank Limited (“NSBL”) a related party of the Bank, for the financial year 2025-26 whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-26 whether

individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time, provided that such arrangement(s) / contract(s) / agreement(s) / transaction(s) shall be carried out at an arm's length basis by the Bank:

- i. Overnight and Term Placements, Transactions in Forex transactions including sale, purchase, swaps, derivative transactions etc., Investment transactions, Placements, Borrowings, Foreign Currency Term Loans, Loans Letter of Credit, Bank Guarantee/Counter Guarantee, and any other trade related transactions, remittances, interest, exchange, commission, fee etc. (such transactions may be originated both ways);
- ii. Transactions including reimbursement of Information Technology and management expenses incurred by the Bank on account of the subsidiary under Technical Services Agreement, reimbursement of any expenses incurred in migration of back-office operations etc;
- iii. Reimbursement of cost towards imparting training to the employees of NSBL through our training infrastructure under an Memorandum of Understanding or as per mutually agreed terms;
- iv. Maintenance of Nostro / Vostro / Current Account by NSBL, including transactions as a correspondent bank, payment of interest, if any, and levy of bank charges as per the card rates published on the Bank's website and in accordance with RBI norms or at mutually agreed terms;
- v. any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

#### **10. To consider and approve Material Related Party Transactions between State Bank of India and Bank of Bhutan Limited**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of



the Bank be and is hereby accorded to the Central Board of the Bank (hereinafter referred to as the "Board", which term shall be deemed to include ECCB/ any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with Bank of Bhutan Limited ("BOBL") a related party of the Bank, for the financial year 2025-26 whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-26 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time, provided that such arrangement(s) / contract(s) / agreement(s) / transaction(s) shall be carried out at an arm's length basis by the Bank:

- i. Overnight and Term Placements, Transactions in Forex transactions including sale, purchase, swaps, derivative transactions etc., Investment transactions, Placements, Borrowings, Foreign Currency Term Loans, Loans, Letter of Credit, Bank Guarantee/Counter Guarantee, and any other trade related transactions, remittances, interest, exchange, commission, fee etc. (such transactions may be originated both ways);
- ii. Reimbursement of cost towards imparting training to the employees of BOBL through our training infrastructure under an Memorandum of Understanding or as per mutually agreed terms;
- iii. Maintenance of Nostro / Vostro / Current Account by BOBL, including transactions as a correspondent bank, payment of interest, if any, and levy of bank charges as per the card rates published on the Bank's website and in accordance with RBI norms or at mutually agreed terms;
- iv. any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

## **11. To consider and approve Material Related Party Transactions between State Bank of India and Yes Bank Limited**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to the Central Board of the Bank (hereinafter referred to as the "Board", which term shall be deemed to include ECCB/ any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with Yes Bank Limited, a related party of the Bank, for the financial year 2025-26 whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-26 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time, provided that such arrangement(s) / contract(s) / agreement(s) / transaction(s) shall be carried out at an arm's length basis by the Bank:

- i. Purchase and sale of government securities, treasury bills, etc. on the basis of prevailing market rates/yields, Purchase and Sale of non-Statutory Liquidity Ratio securities, as may be permitted as per prudential norms prescribed by the Reserve Bank of India, on the basis of market rates / yields as may be applicable, Investment of debt securities viz. non-convertible debentures/bonds of Yes Bank Limited including proprietary purchases as permissible under the applicable rules and regulations, Entering into Rupee derivative contracts which includes Bond Forward Rate Agreement/Bond Forward, Overnight Index Swap, Foreign Currency Settled-Overnight Indexed Swap (FCS-OIS), Interest Rate futures, Swaptions, Credit Default Swaps etc, Entering into Repo and Reverse Repo transactions, Govt. Securities Lending/ Borrowing Transaction;
- ii. Call/Term/Notice Money Borrowing and Lending transactions;
- iii. Sale/Purchase of Foreign Currency, Sale and Purchase of Forex Derivatives, Any other transactions/arrangements entered in the course of normal banking activities excluding Trades concluded on Request for Quotes (RFQ) platform/ electronic platforms designed for transacting and where counter party is not known prior to the deal (the same shall be excluded from the aforesaid limits);
- iv. Overnight and Term Placements, Transactions in Forex, SWAPS, LC, BG, Investment transactions, Derivative transactions, and any other trade finance business transactions, remittances, interest, exchange, commission, fee etc. (such transactions may be

originated both ways), transactions in NOSTRO/VOSTRO/Current Account including transactions as a Correspondent Bank;

- v. Foreign currency Term Loan facilities of USD 750 Million;
- vi. any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

## **12. To consider and approve Material Related Party Transactions between SBI DFHI Limited and SBI Capital Markets Limited**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to SBI DFHI Limited, a subsidiary of the Bank, for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with SBI Capital Markets Limited, a related party of Bank for the financial year 2025-2026, whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-2026 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time:

- i. Sale of investment by SBI DFHI Limited to SBI Capital Markets Limited;
- ii. Purchase of investment by SBI DFHI Limited from SBI Capital Markets Limited;
- iii. Transactions relating to fee income and commission expenses as reported by SBI Capital Markets Limited.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

**13. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Yes Bank Limited**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to SBI DFHI Limited, a subsidiary of the Bank, for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with Yes Bank Limited, a related party of Bank for the financial year 2025-2026, whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-2026 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time;

- i. Sale of investments to Yes Bank Limited;
- ii. Purchase of investments from Yes Bank Limited;
- iii. Borrowing of funds under Overnight/Term Facility (TERM/CALL/Notice) by SBI DFHI Limited from Yes Bank Limited;
- iv. Intraday Limit;
- v. Other transactions.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

**14. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Andhra Pradesh Grameena Vikas Bank**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to SBI DFHI Limited, a subsidiary of the Bank, for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with Andhra Pradesh Grameena Vikas Bank, a related party of Bank for the financial year 2025-2026, whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-2026 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time;

- i. Sale of investments to Andhra Pradesh Grameena Vikas Bank;
- ii. Purchase of investments from Andhra Pradesh Grameena Vikas Bank;
- iii. Borrowing of funds under Overnight/Term Facility (TERM/CALL/Notice) by SBI DFHI Limited from Andhra Pradesh Grameena Vikas Bank.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

**15. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Jharkhand Rajya Gramin Bank**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with

Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to SBI DFHI Limited, a subsidiary of the Bank, for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with Jharkhand Rajya Gramin Bank, a related party of Bank for the financial year 2025-2026, whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-2026 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time;

- i. Sale of investments to Jharkhand Rajya Gramin Bank;
- ii. Purchase of investments from Jharkhand Rajya Gramin Bank;
- iii. Borrowing of funds under Overnight/Term Facility (TERM/CALL/Notice) by SBI DFHI Limited from Jharkhand Rajya Gramin Bank.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

#### **16. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Uttarakhand Gramin Bank**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to SBI DFHI Limited, a subsidiary of the Bank, for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with Uttarakhand Gramin Bank, a related party of Bank for the financial year 2025-2026, whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise

as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-2026 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time;

- i. Sale of investments to Uttarakhand Gramin Bank;
- ii. Purchase of investments from Uttarakhand Gramin Bank;
- iii. Borrowing of funds under Overnight/Term Facility (TERM/CALL/Notice) by SBI DFHI Limited from Uttarakhand Gramin Bank.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

#### **17. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Chhattisgarh Rajya Gramin Bank**

To consider and if thought fit, to pass the following resolution, as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to SBI DFHI Limited, a subsidiary of the Bank, for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with Chhattisgarh Rajya Gramin Bank, a related party of Bank for the financial year 2025-2026, whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025-2026 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time;

- i. Sale of investments to Chhattisgarh Rajya Gramin Bank;
- ii. Purchase of investments from Chhattisgarh Rajya Gramin Bank;
- iii. Borrowing of funds under Overnight/Term Facility (TERM/CALL/Notice) by SBI DFHI Limited from Chhattisgarh Rajya Gramin Bank.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

**18. To consider and approve Material Related Party Transactions between SBI DFHI Limited and Rajasthan Marudhara Gramin Bank**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable laws, including any amendments, modifications, variations or re-enactments thereof, the Bank's Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions and pursuant to the recommendation of the Audit Committee of the Board and the Central Board of the Bank, approval of the Members of the Bank be and is hereby accorded to SBI DFHI Limited, a subsidiary of the Bank, for entering into and/or continuing with arrangements/ contracts / agreements / transactions (whether individual transaction or transactions taken together or series of transactions or otherwise), with Rajasthan Marudhara Gramin Bank, a related party of Bank for the financial year 2025 - 2026, whether by way of continuation(s) or renewal(s) or extension(s) or modification(s) of earlier arrangements / transactions or as fresh and independent transaction(s) or otherwise as mentioned hereunder and as set out in the explanatory statement annexed to this notice, notwithstanding the fact that all such transactions during financial year 2025 - 2026 whether individually and/or in the aggregate, may exceed Rs. 1,000 crore or 10% of the annual consolidated turnover as per the Bank's last audited financial statements, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time;

- i. Sale of investments to Rajasthan Marudhara Gramin Bank;
- ii. Purchase of investments from Rajasthan Marudhara Gramin Bank;
- iii. Borrowing of funds under Overnight/Term Facility (TERM/CALL/Notice) by SBI DFHI Limited from Rajasthan Marudhara Gramin Bank.

**RESOLVED FURTHER THAT** approval of the Members of the Bank be and is hereby accorded to the Central Board to sign and execute all such documents, contracts, agreements, deeds and writings and to do all such acts, deeds, matters and things as may be deemed necessary, expedient and incidental to execution of such transactions and also to



delegate all or any of its powers herein conferred to any Committee of the Board and / or Director(s) and / or officer(s) / employee(s) of the Bank / any other person(s) to give effect to the aforesaid resolution and to settle all questions, difficulties or doubts that may arise in this regard.”

Corporate Centre,  
State Bank Bhavan,  
Madame Cama Road,  
Mumbai - 400021  
Date: 27.03.2025

*Sd/-*  
**(CHALLA SREENIVASULU SETTY)**  
**CHAIRMAN**

**GENERAL INSTRUCTIONS FOR ACCESSING AND PARTICIPATING IN THE  
GENERAL MEETING THROUGH VC / OAVM FACILITY AND VOTING  
THROUGH ELECTRONIC MEANS INCLUDING REMOTE E-VOTING**

1. Pursuant to the General Circular No. 14/2020 dated April 08, 2020, General Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by General Circular No. 20/2020 dated May 05, 2020, and General Circular No. 09/2024 dated September 19, 2024 and all other relevant circulars issued from time to time, physical attendance of the members at the General Meeting (GM) venue is not required. Accordingly, this General Meeting is held through video conferencing (VC) or other audio visual means (OAVM). Hence, members can attend and participate in the ensuing General Meeting through VC/OAVM.

The Bank has decided to adopt the guidelines issued by MCA in conducting General Meeting of the Bank. Hence, Shareholders can attend and participate in the ensuing General Meeting through VC / OAVM, which does not require physical presence of shareholders at a common venue. The deemed venue for the meeting shall be State Bank Auditorium, Corporate Centre of the Bank.

2. In view of the VC facility being provided to the shareholders of the Bank, the facility to appoint proxy to attend and cast vote for the shareholders as provided in Regulation 34 of SBI General Regulations, 1955 is not available for this General Meeting. However, the shareholders which are Body Corporates are entitled to appoint authorised representatives as provided in Regulation 32 and 33 of SBI General Regulations, 1955 to attend this General Meeting through VC / OAVM and participate thereat and cast their votes through e-voting.
3. The shareholders can join the General Meeting in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the General Meeting through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the General Meeting without restriction on account of first come first served basis.
4. The attendance of the shareholders attending the General Meeting through VC/OAVM will be counted for the purpose of reckoning the quorum under Regulation 24 of SBI General Regulations, 1955.
5. Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended) read with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, (as amended), and the MCA Circulars, the Bank is providing facility of remote e-voting to its shareholders in respect of the business to be transacted at the General

Meeting. Shareholders will be provided with a facility to attend the General Meeting through video conferencing platform provided by National Securities Depository Limited (NSDL). The facility of casting votes by a member using remote e-voting system as well as voting during General Meeting on 9<sup>th</sup> May, 2025.

6. In line with the Ministry of Corporate Affairs (MCA) General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 09/2024 dated September 19, 2024, the Notice convening the General Meeting has been uploaded on the website of the Bank at [www.sbi.co.in](http://www.sbi.co.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com) and National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com). The Notice is also available on the website of NSDL (agency for providing the e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
7. General Meeting has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars and SEBI Circulars.
8. In terms of Regulation 7 of SBI General Regulations, 1955, in case of joint holders, the person whose name appears first as per the Register of shareholders of the Bank will be entitled to vote at the General Meeting provided the votes are not already cast through remote e-voting.
9. Members who opt to be present through VC and who do not cast their vote through remote e-voting on a particular resolution will be allowed to vote through e-voting at the General Meeting for that particular resolution.

**INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:**

- **The remote e-voting period begins on Monday, 5<sup>th</sup> May, 2025 at 10:00 A.M. and ends on Thursday, 8<sup>th</sup> May, 2025 at 05:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote is cast by the Shareholder, the shareholder shall not be allowed to change it subsequently.**
- Shareholders of the Bank, holding shares either in physical form or in dematerialised form as on the cut-off date as provided in Regulation 31 of SBI General Regulations, 1955 may cast their vote by remote e-voting.
- Shareholders holding multiple folios / demat account shall choose the voting process separately for each folio / demat account.
- The portal will close as aforesaid, and the facility will be disabled immediately upon closure.
- The Bank has appointed M/s Bhandari & Associates, Company Secretaries, as the Scrutiniser to ensure that the e-voting process is conducted in a fair and transparent manner.

- Shareholders acquiring shares between the cut-off date for E-voting and cut-off date for dispatch of the Notice for General Meeting and have registered their e-mail IDs with their respective DP, shall be sent communication, for attending the General Meeting. Voting rights of the shareholders will be determined in terms of Regulation 31 of the SBI General Regulations, 1955.

### **How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:*





#### **Step 1: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

<b>Type of shareholders</b>	<b>Login Method</b>
Individual shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> <li>1. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ section. A new</li> </ol>

	<p>screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>4. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: center; align-items: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; align-items: center; gap: 20px; margin-top: 10px;">   </div>
<p>Individual shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then use their existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting their vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on ‘login’ &amp; ‘New System Myeasi Tab’ and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After</li> </ol>

	successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name i.e., SBI or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

## **Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

### **How to cast your vote electronically and join General Meeting on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

## **GENERAL GUIDELINES FOR SHAREHOLDERS**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [bhandariandassociates@gmail.com](mailto:bhandariandassociates@gmail.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on ‘Upload Board Resolution / Authority Letter’ displayed under ‘e-Voting’ tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. 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](http://www.evoting.nsdl.com) or call on 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre via email at [evoting@nsdl.com](mailto:evoting@nsdl.com)

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [investor.seva@sbi.co.in](mailto:investor.seva@sbi.co.in).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [investor.seva@sbi.co.in](mailto:investor.seva@sbi.co.in). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE GENERAL MEETING ARE AS UNDER:**

1. The procedure for e-Voting on the day of the General Meeting is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who are eligible to vote and present in the General Meeting through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the General Meeting.
3. Members who have voted through Remote e-Voting will be eligible to attend the General Meeting. However, they will not be eligible to vote at the General Meeting.
4. In case of any grievances connected with the facility for e-Voting on the day of the General Meeting, you may call on 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre via email at [evoting@nsdl.com](mailto:evoting@nsdl.com)

## **INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE GENERAL MEETING THROUGH VC/OAVM ARE AS UNDER:**

1. Members will be provided with a facility to attend the General Meeting through VC/OAVM through the NSDL e-Voting system. Members may access by following steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against Bank name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Bank will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through PC/ laptop for better experience.
3. Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use stable wi-fi or LAN connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [investor.seva@sbi.co.in](mailto:investor.seva@sbi.co.in) latest by 03.05.2025 by 03:00 PM.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views / ask questions.

## **DETERMINATION OF VOTING RIGHTS (REGULATION 31 OF THE SBI GENERAL REGULATIONS, 1955):**

1. Subject to the provisions contained in Section 11 of the State Bank of India Act, 1955, each shareholder who has been registered as a shareholder for a period of not less than three months prior to the date of a General Meeting shall, at such meeting, have one vote for each fifty shares held by him or it.
2. Every shareholder other than the Central Government entitled to vote as aforesaid who, not being a company is present in person or by proxy or who being a company is present by a duly authorised representative, or by proxy shall have one vote on a show of hands and in case of a poll shall have one vote for each fifty shares held by him or it for the whole period of three months prior to the date of such meeting. i.e., 07.02.2025.

3. The duly authorized person representing the Central Government shall have one vote on a show of hands and, in case of a poll, shall have one vote for each fifty shares held by it for the whole period of three months prior to the date of such meeting.

The Scrutinizers shall, immediately after the conclusion of voting at the General Meeting, first count the votes cast during the General Meeting, thereafter unblock the votes cast through e-voting and make, not later than two working days of conclusion of the General Meeting, a consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same.

The results declared along with the Scrutinizer's Report shall be placed on the Bank's website [www.sbi.co.in](http://www.sbi.co.in) and on the website of National Securities Depository Limited (NSDL): <https://www.evoting.nsdl.com/> immediately. The Bank shall simultaneously forward the results to National Stock Exchange of India Limited and BSE Limited, where the shares of the Bank are listed.

## **EXPLANATORY STATEMENT**

### **Item No. 1: To appoint M/s Parikh & Associates, Practising Company Secretaries as Secretarial Auditor of the Bank for an audit period of 5 years commencing from FY 2025-26 till FY 2029-2030**

In terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) ('LODR') Regulations, 2015, the Secretarial Auditor shall be appointed on the recommendation of the Board with the approval of shareholders of the Bank.

Accordingly, the Board has recommended the appointment of M/s Parikh & Associates, Practising Company Secretaries, a peer reviewed firm as Secretarial Auditor of the Bank for Audit period of 5 years commencing from FY 2025-26 till FY 2029-2030 at a fee of Rs. 2,99,000/- per annum (plus applicable taxes), for the approval of shareholders.

M/s Parikh & Associates is a firm of Practising Company Secretaries founded in 1987. The firm provides professional services in the field of Corporate Laws, SEBI Regulations, FEMA Regulations including carrying out Secretarial Audit, Due Diligence Audits and Compliance Audits. The firm is Peer Reviewed by the Institute of Company Secretaries of India. The firm consists of 35 members with 10 partners; 11 qualified professionals and 14 other associates and trainees. The firm has its establishment in Mumbai.

M/s Parikh & Associates confirmed that the firm has not incurred any disqualification and eligible to be appointed as Secretarial Auditor of the Bank in terms of Regulation 24 (1A) of SEBI (LODR) Regulations, 2015. The services to be rendered by M/s Parikh & Associates as Secretarial Auditor are within the purview of Regulation 24 (1B) of SEBI (LODR) Regulations, 2015 read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

None of the Directors and/ or Key Managerial Personnel of the Bank and/ or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 1.

The Board recommends the resolution set forth in Item No. 1 for the approval of members as an Ordinary Resolution.

### **Item No. 2: To consider and approve Material Related Party Transactions between State Bank of India and SBI Life Insurance Company Limited**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2023-24 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

SBI Life Insurance Company Limited ('SBI Life') is a subsidiary of the Bank. The Bank holds 55.38% paid up equity share capital of SBI Life as on December 31, 2024. In the financial year 2025-26, the transactions, individually or in the aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations are as below:

<b>Sr.</b>	<b>Type, Material Terms, and Particulars of the proposed transactions</b>	<b>Amount (Rs. in crore)</b>
i	Bank Guarantee issued on 100% Cash margin, Commission Exchange and Brokerage	65.00
ii	Commission received by the Bank for distributing SBI Life Products. The Bank is registered as a corporate agent with IRDAI.	3,000.00
iii	Purchase and sale of government securities, treasury bills, etc. on the basis of prevailing markets rates / yields, Purchase and Sale of non-Statutory Liquidity Ratio securities, as may be permitted as per prudential norms prescribed by the Reserve Bank of India, on the basis of market rates / yields as may be applicable, Investment of debt securities viz. non-convertible debentures/bonds of SBI Life for which Bank may act as an arranger/syndicate banker, including proprietary purchases as permissible under the applicable rules and regulations, Entering into Rupee derivative contracts which includes Bond Forward Rate Agreement/Bond Forward, Overnight Index Swap, Foreign Currency Settled-Overnight Indexed Swap (FCSOIS), Interest Rate futures, Swaptions, Credit Default Swaps etc, Entering into Repo and Reverse Repo transactions, Government. Securities Lending/ Borrowing Transaction, Sale/ Purchase of Foreign Currency, any other transactions/arrangements entered in the course of normal banking activities excluding Trades concluded on Request for Quotes (RFQ) platform/ electronic platforms designed for transacting and where counter party is not known prior to the deal (the same shall be excluded from the aforesaid limits	18,000.00
iv	Payment of Premium in respect of Individual Housing Loan Scheme (IHLS) Insurance. Premium is paid according to the terms and conditions specified in the insurance policy, based on the features of each product	225.00
v	Receipt of rental as per agreement for use of Bank's premises	0.06
vi	Receipt of Royalty for use of Bank's Logo/Trademark for FY 2025-26	50.00
vii	Payment of insurance premium to SBI Life on account of addition of new salary package customers and procurement of new policy. Premium is paid according to the terms and conditions specified in the insurance policy, based on the features of each product.	597.19
<b>Total</b>		<b>21,937.25</b>

The value of all such transactions proposed to be entered into with SBI Life would be approx. 3.69% of the Bank's annual consolidated turnover (Rs 5,94,575 crore) for the financial year 2023-24 (being the last audited financials).

There are other transactions/arrangements with SBI Life as given under Section 32 or 33 of the State Bank of India Act, 1955 which may include any other transaction executed with the Bank, in the ordinary course of Bank's business.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Bank and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the Bank.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Central Board (hereinafter referred to as the "Board" which term shall be deemed to include ECCB/ any Committee(s) constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for all such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) with SBI Life Insurance Company Limited, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered into by the Bank with SBI Life in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions are on an arm's length basis and in the ordinary course of the Bank's business.

Any subsequent 'material modification', if any, in the proposed transactions, as defined by the Audit Committee of the Board as a part of Bank's 'Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions' will be placed before the Members for prior approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

None of the Directors, Key Managerial Personnel of the Bank or their relatives, other than to the extent of their shareholding/ directorship, if any, in the Bank and/or in SBI Life, are concerned / interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No. 2.

Accordingly, the Central Board recommends the ordinary resolution set out at Item No. 2 of the Notice for the approval of members.

**Item No. 3: To consider and approve Material Related Party Transactions between State Bank of India and SBI Cards and Payments Services Limited**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the

transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2023-24 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

SBI Cards and Payment Services Limited ('SBI Cards') is a subsidiary of the Bank. The Bank holds 68.60% paid up equity share capital of SBI Cards as on December 31, 2024. In the financial year 2025 - 26, the transactions, individually or in the aggregate, with SBI Cards, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations are as below:

<b>Sr</b>	<b>Type, Material Terms, and Particulars of the proposed Transactions</b>	<b>Amount (Rs. in crore)</b>
i	Fund Based Working Capital Limit (with Bank Guarantee Sublimit and Cumulative Exposure Limit (CEL) Sublimit), NCD Limit, Interest/Discount on Advances, Commission Exchange and Brokerage. The transactions are undertaken in accordance with policies and procedures (including credit appraisal, sanction and approval process) as followed by the Bank in ordinary course.	31,500.10
ii	Commission to be received by bank for distributing SBI Credit Cards	350.00
iii	Purchase and sale of government securities, treasury bills, etc. on the basis of prevailing market rates/yields, Purchase and Sale of non-Statutory Liquidity Ratio securities, as may be permitted as per prudential norms prescribed by Reserve Bank of India, on the basis of market rates / yields as may be applicable, Investment of debt securities viz. non-convertible debentures/bonds of SBI Cards & Payment Services Limited, including proprietary purchases as permissible under the applicable rules and regulations, Entering into Rupee derivative contracts which includes Bond Forward Rate Agreement/Bond Forward, Overnight Index Swap, Foreign Currency Settled-Overnight Indexed Swap (FCSOIS), Interest Rate futures, Swaptions, Credit Default Swaps etc, Entering into Repo and Reverse Repo transactions, Sale/ Purchase of Foreign Currency, Any other transactions/arrangements entered in the course of normal banking activities excluding Trades concluded on Request for Quotes (RFQ) platform/ electronic platforms designed for transacting and where counter party is not known prior to the deal (the same shall be excluded from the aforesaid limits)	13,750.00
iv	Receipt of rental as per agreement for use of Bank's premises	0.03
v	Receipt of Royalty for use of Bank's Logo/Trademark for FY 2025-26	50.00
vi	Corporate Credit Card Limit availed by the Bank for official use	4.75
<b>Total</b>		<b>45,654.88</b>

The value of all such transactions proposed to be entered into with SBI Cards would be approx. 7.68% of the Bank's annual consolidated turnover (Rs 5,94,575 crore) for the financial year 2023-24 (being the last audited financials).

There are other transactions/arrangements with SBI Cards as given under Section 32 or 33 of the State Bank of India Act, 1955 which may include any other transaction executed with the Bank, in the ordinary course of Bank's business.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/licenses held by the Bank and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the Bank.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Central Board (hereinafter referred to as the "Board" which term shall be deemed to include ECCB/ any Committee(s) constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for all such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) with SBI Cards and Payments Services Limited whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered into by the Bank with SBI Cards in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions are on an arm's length basis and in the ordinary course of the Bank's business.

Any subsequent 'material modification', if any, in the proposed transactions, as defined by the Audit Committee of the Board as a part of Bank's 'Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions' will be placed before the Members for prior approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

None of the Directors, Key Managerial Personnel of the Bank or their relatives, other than to the extent of their shareholding/ directorship, if any, in the Bank and/or in SBI Cards, are concerned / interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No. 3.

Accordingly, the Central Board recommends the ordinary resolution set out at Item No. 3 of the Notice for the approval of members.

#### **Item No. 4: To consider and approve Material Related Party Transactions between State Bank of India and SBI General Insurance Company Limited**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for



all material related party transactions and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2023-24 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

SBI General Insurance Company Limited ('SBI General Insurance') is a subsidiary of the Bank. The Bank holds 69% paid up equity share capital of SBI General Insurance as on December 31, 2024. In the financial year 2025-26, the transactions, individually or in the aggregate, with SBI General Insurance, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations are as below:

<b>Sr</b>	<b>Type, Material Terms and Particulars of the proposed Transactions</b>	<b>Amount (Rs. in crore)</b>
i	Non-Fund based limit (Bank Guarantee issued on 100% Cash margin), Commission Exchange and Brokerage. The transactions are undertaken in accordance with policies and procedures (including credit appraisal, sanction and approval process) as followed by the Bank in ordinary course.	6.00
ii.	Purchase of Property Insurance Policy, Banker's Indemnity Policy, UA Txn Insurance Policy, D&O's Liability Insurance Policy, Bullion Insurance Policy. Premium is paid according to the terms and conditions specified in the insurance policy.	29.50
iii	Commission to be received by the bank for distributing SBI General Insurance Products. The Bank is registered as a corporate agent with IRDAI.	600.00
iv	Purchase and sale of government securities, treasury bills, etc. on the basis of prevailing market rates/yields, Purchase and Sale of non-Statutory Liquidity Ratio securities, as may be permitted as per prudential norms prescribed by the Reserve Bank of India, on the basis of market rates / yields as may be applicable, Investment of debt securities viz. non-convertible debentures/bonds of SBI General Insurance for which Bank may act as an arranger/syndicate banker, including proprietary purchases as permissible under the applicable rules and regulations, Entering into Rupee derivative contracts which includes Bond Forward Rate Agreement/Bond Forward, Overnight Index Swap, Foreign Currency Settled-Overnight Indexed Swap (FCSOIS), Interest Rate futures, Swaptions, Credit Default Swaps etc., Govt. Securities Lending/ Borrowing Transaction, Entering into Repo and Reverse Repo transactions, Sale/ Purchase of Foreign Currency and/ or any other transactions/arrangements entered in the course of normal banking activities excluding Trades concluded on Request for Quotes (RFQ) platform/ electronic platforms designed for transacting	9,500.00

	and where counter party is not known prior to the deal (the same shall be excluded from the aforesaid limits)	
v	Payment of SBI Retirees Mediclaim Policy Premium.	908.50
vi	Receipt of rental as per agreement for use of Bank's premises.	0.30
vii	Receipt of Royalty for use of Bank's Logo/Trademark for FY 2025-26.	40.00
<b>Total</b>		<b>11,084.30</b>

The value of all such transactions proposed to be entered into with SBI General Insurance would be approx. 1.86% of the Bank's annual consolidated Turnover (Rs 5,94,575 crore) for the financial year 2023-24 (being the last audited financials).

There are other transactions/arrangements with SBI General Insurance as given under Section 32 or 33 of the State Bank of India Act, 1955 which may include any other transaction executed with the Bank, in the ordinary course of Bank's business.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/licenses held by the Bank and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the Bank.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Central Board (hereinafter referred to as the "Board" which term shall be deemed to include ECCB/ any Committee(s) constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for all such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) with SBI General Insurance, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered into by the Bank with SBI General Insurance in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions with SBI General Insurance are on an arm's length basis and in the ordinary course of the Bank's business.

Any subsequent 'material modification', if any, in the proposed transactions, as defined by the Audit Committee of the Board as a part of Bank's 'Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions' will be placed before the Members for prior approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

None of the Directors, Key Managerial Personnel of the Bank or their relatives, other than to the extent of their shareholding/ directorship, if any, in the Bank and/or in SBI General Insurance are concerned / interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No. 4.

Accordingly, the Central Board recommends the ordinary resolution set out at Item No. 4 of the Notice for the approval of members.

**Item No. 5: To consider and approve Material Related Party Transactions between State Bank of India and SBI Payment Services Private Limited**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2023-24 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

SBI Payment Services Private Limited (‘SBIPSPL’) is a subsidiary of the Bank. The Bank holds 74% paid up equity share capital of SBIPSPL as on December 31, 2024. In the financial year 2025-26, the transactions, individually or in the aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations are as below:

<b>Sr</b>	<b>Type, Material Terms, and Particulars of the proposed Transactions</b>	<b>Amount (Rs. in crore)</b>
i	Unsecured Overdraft Limit, Bank Guarantee issued on 100% Cash margin, Interest on Advances, Other Expenditure (MDR Concession). The transactions are undertaken in accordance with policies and procedures (including credit appraisal, sanction and approval process) as followed by the Bank in ordinary course.	1,655.50
ii	Compensation in respect of Merchant Acquiring Business (MAB) to SBIPSPL.	5,534.00
iii	Receipt of Royalty for use of Bank’s Logo/Trademark for 2025-26.	5.00
<b>Total</b>		<b>7,194.50</b>

The value of all such transactions proposed to be entered into with SBIPSPL would be approx. 1.21 % of the Bank’s annual consolidated turnover (Rs 5,94,575 crore) for the financial year 2023-24 (being the last audited financials).

There are other transactions/arrangements with SBIPSPL as given under Section 32 or 33 of the State Bank of India Act, 1955 which may include any other transaction executed with the Bank, in the ordinary course of Bank’s business.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Bank and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the Bank.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Central Board (hereinafter referred to as the "Board" which term shall be deemed to include ECCB/ any Committee(s) constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for all such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) with SBIPSPL, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered into by the Bank with SBIPSPL in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions are on an arm's length basis and in the ordinary course of the Bank's business.

Any subsequent 'material modification', if any, in the proposed transactions, as defined by the Audit Committee of the Board as a part of Bank's 'Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions' will be placed before the Members for prior approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

None of the Directors, Key Managerial Personnel of the Bank or their relatives, other than to the extent of their shareholding/ directorship, if any, in the Bank and/or in SBIPSPL, are concerned / interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No. 5.

Accordingly, the Central Board recommends the ordinary resolution set out at Item No. 5 of the Notice for the approval of members.

**Item No. 6: To consider and approve Material Related Party Transactions between State Bank of India and SBI DFHI Limited**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual

consolidated turnover of the Bank for the financial year 2023-24 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

SBI DFHI Limited ('SBI DFHI') is a subsidiary of the Bank. The Bank holds 69.04% paid up equity share capital of SBI DFHI as on December 31, 2024. In the financial year 2025-26, the transactions, individually or in the aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations are as below:

<b>Sr</b>	<b>Type, Material Terms, Particulars of the proposed Transactions</b>	<b>Amount (Rs. in crore)</b>
i	Purchase and sale of government securities, treasury bills, etc. on the basis of prevailing market rates/yields, Purchase and Sale of non-Statutory Liquidity Ratio securities, as may be permitted as per prudential norms prescribed by Reserve Bank of India, on the basis of market rates / yields as may be applicable, Investment of debt securities viz. non-convertible debentures/bonds of SBI DFHI Limited for which Bank may act as an arranger/syndicate banker, including proprietary purchases as permissible under the applicable rules and regulations, Entering into Rupee derivative contracts which includes Bond Forward Rate Agreement/Bond Forward, Overnight Index Swap, Foreign Currency Settled-Overnight Indexed Swap (FCS-OIS), Interest Rate futures, Swaptions, Credit Default Swaps etc, Entering into Repo and Reverse Repo transactions, Govt. Securities Lending/Borrowing Transaction, Any other transactions/arrangements entered in the course of normal banking activities excluding Trades concluded on Request for Quotes (RFQ) platform/ electronic platforms designed for transacting and where counter party is not known prior to the deal (the same shall be excluded from the aforesaid limits).	59,100.00
ii	Call/Term/Notice Money Borrowing and Lending transactions (outstanding as per Potential Global Exposure Limit).	4,000.00
iii	Receipt of rental as per agreement for use of Bank's premises,	0.07
iv	Receipt of Royalty for use of Bank's Logo/Trademark for FY 2025-26.	8.00
<b>Total</b>		<b>63,108.07</b>

The value of all such transactions proposed to be entered into with SBI DFHI would be approx. 10.61% of the Bank's annual Turnover (Rs 5,94,575 crore) for the financial year 2023-24 (being the last audited financials).

There are other transactions/arrangements with SBI DFHI as given under Section 32 or 33 of the State Bank of India Act, 1955 which may include any other transaction executed with the Bank, in the ordinary course of Bank's business.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/licenses held by the Bank and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the Bank.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Central Board (hereinafter referred to as the “Board” which term shall be deemed to include ECCB/ any Committee(s) constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for all such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) with SBI DFHI, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered into by the Bank with SBI DFHI in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions are on an arm's length basis and in the ordinary course of the Bank's business.

Any subsequent ‘material modification’, if any, in the proposed transactions, as defined by the Audit Committee of the Board as a part of Bank's 'Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions' will be placed before the Members for prior approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

None of the Directors, Key Managerial Personnel of the Bank or their relatives, other than to the extent of their shareholding/ directorship, if any, in the Bank and/or in SBI DFHI, are concerned / interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No. 6.

Accordingly, the Central Board recommends the ordinary resolution set out at Item No.6 of the Notice for the approval of members.

**Item No. 7: To consider and approve Material Related Party Transactions between State Bank of India and SBI (Mauritius) Limited**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2023-24 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

SBI Mauritius Limited is a Subsidiary of the Bank, and the Bank holds 96.60% paid up equity share capital of SBI (Mauritius) Limited as on December 31, 2024.

In the financial year 2025-26 the transactions, individually or in the aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations are as below:

**Type, Material Terms, Particulars and Value of the proposed Transactions:**

- i. Bank, in the ordinary course of business, is required to undertake various routine banking transactions mainly to facilitate trade transactions of the customers and undertake short term lending / borrowing with these counter parties to manage liquidity / deployment of funds. SBI, based on need and its risk appetite, sets exposure limits on various counterparties / banks / Overseas entities within which such transactions are undertaken. Exposure limits on the Related Party is also set in the usual course of business requirement which are approved by the appropriate authority. The exposure limits are reviewed / renewed / enhanced based on business requirement. Such transactions including Overnight and Term Placements, Transactions in Forex transactions including sale, purchase, swaps, derivative transactions etc., Investment transactions, Placements, Borrowings, Foreign Currency Term Loans, Loans, Letter of Credit, Bank Guarantee/Counter Guarantee, and any other trade related transactions, remittances, interest, exchange, commission, fee etc. are entered into between our branches/offices: (Domestic / Overseas) and SBI (Mauritius) Limited under this limit. The tenure of each transaction varies and is determined based on individual business contracts negotiated between the respective offices at the time of execution. Terms & conditions including pricing are governed by market conditions adhering to the Arm's Length Policy of the Bank.

Similar transactions as above are also originated by the Related Party for facilitating their customers (Trade Transactions; Letter of Credits/ Bank Guarantees, Remittances) or for deployment of their excess liquidity (placements, investments, Forex transactions etc) with our domestic / overseas branches/offices. The value of transactions proposed during the FY 2025-26 would be (such transactions may be originated both ways) aggregating to Rs.1,24,555 crore.

- ii. SBI (Mauritius) Limited also derive support from the Bank mainly for hosting and maintaining their IT infrastructure, outsourcing of a few operational tasks to the Bank, management support by deputing officers from the Bank, representation in Boards through Nominee Directors from the Bank, utilize the Bank's training infrastructure etc. For providing such services SBI recovers cost by way of reimbursement through management expenses from these subsidiaries. Costs incurred on account of services such as Operations, IT related support, etc. rendered by the Bank and Domestic Offices to Overseas Banking Subsidiaries are recovered as Management Expenses/IT Expenses based on Management Agreement/SLAs entered between the Bank and individual subsidiary. These transactions are recurring and generally recovered annually. Value of these transactions including reimbursement of Information Technology and management expenses incurred by SBI on account of the subsidiary, reimbursement of any expenses incurred in migration of back-office operations etc. would be aggregating to Rs. 5.00 crore.
- iii. SBI (Mauritius) Limited maintains Nostro / Vostro / Current Account with the Bank, including transactions as a correspondent bank, payment of interest, if any, and levy of

bank charges as per the card rates published on the Bank's website and in accordance with RBI norms or at mutually agreed terms. Transactions in Nostro / Vostro / Current Account, including transactions as a correspondent bank, maintained at our Domestic Branches in INR or Overseas Branches in other Currencies are recurring transactions similar to the transactions in a Current Account. Given that the value of such transactions arises out of normal banking activities by customer, value of such RPTs cannot be ascertained.

- iv. any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

The value of all such transactions proposed to be entered with SBI (Mauritius) Limited would be approx. 20.95% of SBI's consolidated annual turnover for the financial year 2023-24.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Bank and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the Bank.

In the financial year 2025-26, the aforementioned transactions, individually or in the aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Central Board (hereinafter referred to as the "Board" which term shall be deemed to include ECCB/ any Committee(s) constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for all such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) with SBI (Mauritius) Limited, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise. The above transactions are being undertaken on an arm's length basis.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered into by the Bank with SBI (Mauritius) Limited in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions are on an arm's length basis and in the ordinary course of the Bank's business.

Any subsequent 'material modification', if any, in the proposed transactions, as defined by the Audit Committee of the Board as a part of Bank's 'Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions' will be placed before the Members for prior approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

None of the Directors, Key Managerial Personnel of the Bank or their relatives, other than to the extent of their Shareholding/ directorship, if any in the Bank and/or in SBI (Mauritius) Limited, are concerned / interested in the above resolution.



The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.7.

Accordingly, the Central Board has considered the proposal and recommends passing of the ordinary resolution contained in Item No.7 of the Notice.

**Item No. 8: To consider and approve Material Related Party Transactions between State Bank of India and PT Bank SBI Indonesia**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2023-24 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

PT Bank SBI Indonesia is a Subsidiary of the Bank, and the Bank holds 99% paid up equity share capital of PT Bank SBI Indonesia as on December 31, 2024.

In the financial year 2025-26 the transactions, individually or in the aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations are as below:

**Type, Material Terms, Particulars and Value of the proposed Transactions:**

- i. The Bank, in the ordinary course of business, is required to undertake various routine banking transactions mainly to facilitate trade transactions of the customers and undertake short term lending / borrowing with these counter parties to manage liquidity / deployment of funds. The Bank, based on need and its risk appetite, sets exposure limits on various counterparties / banks / Overseas entities within which such transactions are undertaken. Exposure limits on the Related Party are also set in the usual course of business requirement which are approved by the appropriate authority. The exposure limits are reviewed / renewed / enhanced based on business requirements. Such transactions including Overnight and Term Placements, Transactions in Forex transactions including sale, purchase, swaps, derivative transactions etc., Investment transactions, Placements, Borrowings, Foreign Currency Term Loans, Loans, Letter of Credit, Bank Guarantee/Counter Guarantee, and any other trade related transactions, remittances, interest, exchange, commission, fee etc. are entered into between our branches/offices: (Domestic / Overseas) and PT Bank SBI Indonesia under this limit. The tenure of each transaction varies and is determined based on individual business contracts negotiated between the respective offices at the time of execution. Terms & conditions including pricing are governed by market conditions adhering to the Arm's Length Policy of the Bank.

Similar transactions as above are also originated by the Related Party for facilitating their customers (Trade Transactions; Letter of Credits/ Bank Guarantees, Remittances) or for deployment of their excess liquidity (placements, investments, Forex transactions etc) with our domestic / overseas branches/offices. The value of transactions proposed during the FY 2025-26 would be (such transactions may be originated both ways) aggregating to Rs. 8,005.00 crore.

- ii. PT Bank SBI Indonesia also derive support from the Bank mainly for hosting and maintaining their IT infrastructure, outsourcing of a few operational tasks to the Bank, management support by deputing officers from the Bank, representation in Boards through Nominee Directors from the Bank, utilize the Bank's training infrastructure etc. For providing such services SBI recovers cost by way of reimbursement through management expenses from these subsidiaries. Costs incurred on account of services such as Operations, IT related support, etc. rendered by the Bank and Domestic Offices to Overseas Banking Subsidiaries are recovered as Management Expenses/IT Expenses based on Management Agreement/SLAs entered between SBI and individual subsidiary. These transactions are recurring and generally recovered annually. Value of these transactions including reimbursement of Information Technology and management expenses incurred by SBI on account of the subsidiary, reimbursement of any expenses incurred in migration of back-office operations etc. would be aggregating to Rs. 1.50 crore.
- iii. PT Bank SBI Indonesia maintains Nostro / Vostro / Current Account with the Bank, including transactions as a correspondent bank, payment of interest, if any, and levy of bank charges as per the card rates published on the Bank's website and in accordance with RBI norms or at mutually agreed terms. Transactions in Nostro / Vostro / Current Account, including transactions as a correspondent bank, maintained at our Domestic Branches in INR or Overseas Branches in other Currencies are recurring transactions similar to the transactions in a Current Account. Given that the value of such transactions arises out of normal banking activities by customer, value of such RPTs cannot be ascertained.
- iv. any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

The value of all such transactions proposed to be entered with PT Bank SBI Indonesia would be approx. 1.35% of SBI's consolidated annual turnover for the financial year 2023-24.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Bank and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the Bank.

In the financial year 2025-26, the aforementioned transactions, individually or in the aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Central Board (hereinafter referred to as the "Board" which term shall be deemed to include ECCB/ any Committee(s) constituted / empowered / to be constituted by the Board from time to time to

exercise its powers conferred by this resolution) for all such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) with PT Bank SBI Indonesia, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise. The above transactions are being undertaken on an arm's length basis.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered into by the Bank with PT Bank SBI Indonesia in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions are on an arm's length basis and in the ordinary course of the Bank's business.

Any subsequent 'material modification', if any, in the proposed transactions, as defined by the Audit Committee of the Board as a part of Bank's 'Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions' will be placed before the Members for prior approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

None of the Directors, Key Managerial Personnel of the Bank or their relatives, other than to the extent of their Shareholding/ directorship, if any in the Bank and/or in PT Bank SBI Indonesia, are concerned / interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.8.

Accordingly, the Central Board has considered the proposal and recommends passing of the ordinary resolution contained in Item No.8 of the Notice.

**Item No. 9: To consider and approve Material Related Party Transactions between State Bank of India and Nepal SBI Bank Limited**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2023-24 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

Nepal SBI Bank Limited is a Subsidiary of the Bank, and the Bank holds 55% paid up equity share capital of Nepal SBI Bank Limited as on December 31, 2024.

In the financial year 2025-26 the transactions, individually or in the aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations are as below:

**Type, Material Terms, Particulars and Value of the proposed Transactions:**

- i. The Bank, in the ordinary course of business, is required to undertake various routine banking transactions mainly to facilitate trade transactions of the customers and undertake short term lending / borrowing with these counter parties to manage liquidity / deployment of funds. SBI, based on need and its risk appetite, sets exposure limits on various counterparties / banks / Overseas entities within which such transactions are undertaken. Exposure limits on the Related Party are also set in the usual course of business requirement which are approved by the appropriate authority. The exposure limits are reviewed / renewed / enhanced based on business requirements. Such transactions including Overnight and Term Placements, Transactions in Forex transactions including sale, purchase, swaps, derivative transactions etc., Investment transactions, Placements, Borrowings, Foreign Currency Term Loans, Loans, Letter of Credit, Bank Guarantee/Counter Guarantee, and any other trade related transactions, remittances, interest, exchange, commission, fee etc. are entered into between our branches/offices: (Domestic / Overseas) and Nepal SBI Bank Limited under this limit. The tenure of each transaction varies and is determined based on individual business contracts negotiated between the respective offices at the time of execution. Terms & conditions including pricing are governed by market conditions adhering to the Arm's Length Policy of the Bank.  
Similar transactions as above are also originated by the Related Party for facilitating their customers (Trade Transactions; Letter of Credits/ Bank Guarantees, Remittances) or for deployment of their excess liquidity (placements, investments, Forex transactions etc.) with our domestic / overseas branches/offices. The value of transactions proposed during the FY 2025-26 would be (such transactions may be originated both ways) aggregating to Rs. 25,889.30 crore.
- ii. Nepal SBI Bank Limited also derives support from the Bank mainly for hosting and maintaining their IT infrastructure, outsourcing of a few operational tasks to the Bank, management support by deputing officers from the Bank, representation in Boards through Nominee Directors from the Bank, utilizing the Bank's training infrastructure etc. Costs incurred on account of services such as Operations, IT related support, etc. rendered by the Bank and Domestic Offices to Nepal SBI Bank Limited are recovered as Management Expenses/IT Expenses based on Technical Services Agreement entered between SBI and Nepal SBI Bank Limited. These transactions are recurring and generally recovered annually. Value of these transactions including reimbursement of Information Technology and management expenses incurred by SBI on account of the subsidiary, reimbursement of any expenses incurred in migration of back-office operations etc. would be aggregating to Rs. 4.70 crore.
- iii. Overseas Subsidiaries / Associates also utilize our Staff Training facilities for providing training to their staff. At present, Nepal SBI Bank Limited has entered into an Memorandum of Understanding with Strategic Training Unit for providing training to their staff and the cost towards imparting training would be reimbursed as per the terms agreed

under the Memorandum of Understanding. The value of transactions proposed during the FY 2025-26 would be aggregating to Rs. 0.80 crore.

- iv. Nepal SBI Bank Limited maintains Nostro / Vostro / Current Account with the Bank, including transactions as a correspondent bank, payment of interest, if any, and levy of bank charges as per the card rates published on the Bank's website and in accordance with RBI norms or at mutually agreed terms. Transactions in Nostro / Vostro / Current Account, including transactions as a correspondent bank, maintained at our Domestic Branches in INR or Overseas Branches in other Currencies are recurring transactions similar to the transactions in a Current Account. Given that the value of such transactions arises out of normal banking activities by customer, value of such RPTs cannot be ascertained.
- v. any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

The value of all such transactions proposed to be entered with Nepal SBI Bank Limited would be approx. 4.36% of SBI's consolidated annual turnover for the financial year 2023-24.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Bank and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the Bank.

In the financial year 2025-26, the aforementioned transactions, individually or in the aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Central Board (hereinafter referred to as the "Board" which term shall be deemed to include ECCB/ any Committee(s) constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for all such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) with Nepal SBI Bank Limited, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise. The above transactions are being undertaken on an arm's length basis.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered into by the Bank with Nepal SBI Bank Limited in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions are on an arm's length basis and in the ordinary course of the Bank's business.

Any subsequent 'material modification', if any, in the proposed transactions, as defined by the Audit Committee of the Board as a part of Bank's 'Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions' will be placed before the Members for prior approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

None of the Directors, Key Managerial Personnel of the Bank or their relatives, other than to the extent of their Shareholding/ directorship, if any in the Bank and/or Nepal SBI Bank Limited, are concerned / interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.9.

Accordingly, the Central Board has considered the proposal and recommends passing of the ordinary resolution contained in Item No.9 of the Notice.

**Item No. 10: To consider and approve Material Related Party Transactions between State Bank of India and Bank of Bhutan Limited**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2023-24 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

Bank of Bhutan Limited is an Associate of the Bank, and the Bank holds 20% paid up equity share capital of Bank of Bhutan Limited as on December 31, 2024.

In the financial year 2025-26 the transactions, individually or in the aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations are as below:

**Type, Material Terms, Particulars and Value of the proposed Transactions:**

- i. The Bank, in the ordinary course of business, is required to undertake various routine banking transactions mainly to facilitate trade transactions of the customers and undertake short term lending / borrowing with these counter parties to manage liquidity / deployment of funds. The Bank, based on need and its risk appetite, sets exposure limits on various counterparties / banks / Overseas entities within which such transactions are undertaken. Exposure limits on the Related Party are also set in the usual course of business requirement which are approved by the appropriate authority. The exposure limits are reviewed / renewed / enhanced based on business requirements. Such transactions including Overnight and Term Placements, Transactions in Forex transactions including sale, purchase, swaps, derivative transactions etc., Investment transactions, Placements, Borrowings, Foreign Currency Term Loans, Loans, Letter of Credit, Bank Guarantee/Counter Guarantee, and any other trade related transactions, remittances, interest, exchange, commission, fee etc. are entered into between our branches/offices: (Domestic / Overseas) and Bank of Bhutan Limited under this limit. The tenure of each transaction varies and is determined based on individual business contracts negotiated

between the respective offices at the time of execution. Terms & conditions including pricing are governed by market conditions adhering to the Arm's Length Policy of the Bank.

Similar transactions as above are also originated by the Related Party for facilitating their customers (Trade Transactions; Letter of Credits/ Bank Guarantees, Remittances) or for deployment of their excess liquidity (placements, investments, Forex transactions etc) with our domestic / overseas branches/offices. The value of transactions proposed during the FY 2025-26 would be (such transactions may be originated both ways) aggregating to Rs. 1,000.00 crore.

- ii. Overseas Subsidiaries / Associates also utilize our Staff Training facilities for providing training to their staff. At present, Bank of Bhutan Limited has entered into an Memorandum of Understanding with Strategic Training Unit for providing training to their staff and the cost towards imparting training would be reimbursed as per the terms agreed under the Memorandum of Understanding. The value of transactions proposed during the FY 2025-26 would be aggregating to Rs. 0.30 crore.
- iii. Bank of Bhutan Limited maintains Nostro / Vostro / Current Account with the Bank, including transactions as a correspondent bank, payment of interest, if any, and levy of bank charges as per the card rates published on the Bank's website and in accordance with RBI norms or at mutually agreed terms. Transactions in Nostro / Vostro / Current Account, including transactions as a correspondent bank, maintained at our Domestic Branches in INR or Overseas Branches in other Currencies are recurring transactions similar to the transactions in a Current Account. Given that the value of such transactions arises out of normal banking activities by customer, value of such RPTs cannot be ascertained.
- iv. any other transactions/arrangements as provided in the explanatory statement including those entered in the course of normal banking activities as mentioned under Section 32 or 33 of the State Bank of India Act, 1955.

The value of all such transactions proposed to be entered with Bank of Bhutan Limited would be approx. 0.17% of SBI's consolidated annual turnover for the financial year 2023-24.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Bank and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the Bank.

In the financial year 2025-26, the aforementioned transactions, individually or in the aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Central Board (hereinafter referred to as the "Board" which term shall be deemed to include ECCB/ any Committee(s) constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for all such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) with Bank of Bhutan Limited, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier

arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise. The above transactions are being undertaken on an arm's length basis.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered into by the Bank with Bank of Bhutan Limited in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions are on an arm's length basis and in the ordinary course of the Bank's business.

Any subsequent 'material modification', if any, in the proposed transactions, as defined by the Audit Committee of the Board as a part of Bank's 'Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions' will be placed before the Members for prior approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

None of the Directors, Key Managerial Personnel of the Bank or their relatives, other than to the extent of their Shareholding/ directorship, if any in the Bank and/or in Bank of Bhutan Limited, are concerned / interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.10.

Accordingly, the Central Board has considered the proposal and recommends passing of the ordinary resolution contained in Item No.10 of the Notice.

#### **Item No. 11: To consider and approve Material Related Party Transactions between State Bank of India and Yes Bank Limited**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2025-26 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

Yes Bank Limited is an associate of the Bank. The Bank holds 23.98% paid up equity share capital of Yes Bank Limited as on December 31, 2024. In the financial year 2025-26, the transactions, individually or in the aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations are as below:



<b>Sr</b>	<b>Type, Material Terms, Particulars of the proposed Transactions</b>	<b>Amount (Rs. in crore)</b>
i	Purchase and sale of government securities, treasury bills, etc. on the basis of prevailing market rates/yields, Purchase and Sale of non-Statutory Liquidity Ratio securities, as may be permitted as per prudential norms prescribed by Reserve Bank of India, on the basis of market rates / yields as may be applicable, Investment of debt securities viz. non-convertible debentures/bonds of Yes Bank Limited including proprietary purchases as permissible under the applicable rules and regulations, Entering into Rupee derivative contracts which includes Bond Forward Rate Agreement/Bond Forward, Overnight Index Swap, Foreign Currency Settled-Overnight Indexed Swap (FCS-OIS), Interest Rate futures, Swaptions, Credit Default Swaps etc, Entering into Repo and Reverse Repo transactions, Govt. Securities Lending/ Borrowing Transaction	6,100.00
ii	Call/Term/Notice Money Borrowing and Lending transactions	4,500.00
iii	Sale/Purchase of Foreign Currency, Sale and Purchase of Forex Derivatives, Any other transactions/arrangements entered in the course of normal banking activities excluding Trades concluded on Request for Quotes (RFQ) platform/ electronic platforms designed for transacting and where counter party is not known prior to the deal (the same shall be excluded from the aforesaid limits)	1,600.00
iv	Overnight and Term Placements, Transactions in Forex, SWAPS, LC, BG, Investment transactions, Derivative transactions, and any other trade finance business transactions, remittances, interest, exchange, commission, fee etc. (such transactions may be originated both ways), transactions in NOSTRO/VOSTRO/Current Account including transactions as a Correspondent Bank	17,304.00
v	Foreign currency Term Loan facilities of USD 750 Million	6,375.00
<b>Total</b>		<b>35,879.00</b>

The value of all such transactions proposed to be entered into with Yes Bank Limited would be approx. 6.03% of the Bank's annual consolidated turnover (Rs 5,94,575 crore) for the financial year 2023-24 (being the last audited financials).

There are other transactions/arrangements with Yes Bank limited as given under Section 32 or 33 of the State Bank of India Act, 1955 which may include any other transaction executed with the Bank, in the ordinary course of Bank's business.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Bank and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the Bank.

Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Central Board (hereinafter referred to as the "Board" which

term shall be deemed to include ECCB/ any Committee(s) constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) for all such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) with Yes Bank Limited, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered into by the Bank with Yes Bank Limited in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions are on an arm's length basis and in the ordinary course of the Bank's business.

Any subsequent 'material modification', if any, in the proposed transactions, as defined by the Audit Committee of the Board as a part of Bank's 'Policy on Materiality of Related Party Transactions and on Dealing with Related Party Transactions' will be placed before the Members for prior approval, in terms of Regulation 23(4) of the SEBI Listing Regulations.

None of the Directors, Key Managerial Personnel of the Bank or their relatives, other than to the extent of their shareholding/ directorship, if any, in the Bank and/or in Yes Bank Limited, are concerned / interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.11.

Accordingly, the Central Board recommends the ordinary resolution set out at Item No. 11 of the Notice for the approval of members.

**Item No. 12: To consider and approve Material Related Party Transactions between SBI DFHI Limited and SBI Capital Markets Limited**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions, whether undertaken by the Bank or its unlisted subsidiary, and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2025-26 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

SBI DFHI Limited is an unlisted subsidiary of the Bank in which the Bank holds 69.04% of equity share capital. Details of the transactions proposed to be undertaken in FY 2025-26 with

SBI Capital Markets Limited, a related party of the Bank, which is/are likely to exceed the above-mentioned materiality threshold are as follows:

- i. Sale/ Purchase of government securities, treasury bills, etc. on the basis of prevailing market rates/yields to Subsidiary/from subsidiary.
- ii. There are transactions with SBI Capital Markets Limited, inter-alia, in the nature of investment in debt securities (subject to necessary regulatory approvals), purchase and sale of government securities, non-Statutory Liquidity Ratio securities, fees, commissions, brokerage, reimbursements, any other income/expense or other activities undertaken in pursuance, in the ordinary course of SBI DFHI Limited business.

All the aforesaid transactions are undertaken pursuant to specific approvals/registrations/licenses held by the SBI DFHI Limited and are in furtherance of the business activities and in accordance with the applicable laws and therefore, are in the interest of the SBI DFHI Limited.

During the RPT period, the aforementioned transactions, individually or in the aggregate, are expected to cross the prescribed materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Board of Directors

SBI DFHI Limited is a subsidiary of the Bank. The Bank holds 69.04% stake in SBI DFHI Limited. SBI Capital Markets Limited is a wholly owned subsidiary of the Bank. Details of proposed transactions are as under:

<b>Sr.</b>	<b>Type, Material Terms, Particulars of the proposed Transactions</b>	<b>Amount (Rs in crore)</b>
i.	Sale of investments by SBI DFHI Limited to SBI Capital Markets Limited	1,500
ii.	Purchase of investments by SBI DFHI Limited from SBI Capital Markets Limited	1,500
<b>Total</b>		<b>3000*</b>

\*These transactions also include transactions relating to fee income to SBI Capital Markets Limited (Rs. 1 crore) and commission expenses by SBI Capital Markets Limited (Rs. 5 crore) as reported by SBI Capital Markets Limited.

Proposed RPT is 199% of Rs 1510 crore Standalone turnover of SBI DFHI Limited for the F.Y 2023-24. The projections are based on the expected business transaction of the Company with SBI Capital Markets Limited for the Financial Year 2025-26.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Company and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the SBI DFHI Limited.

In the financial year 2025 - 26, the aforementioned transactions, individually or in aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) between SBI DFHI Limited and SBI Capital Markets Limited,

whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management of SBI DFHI Limited, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered between SBI DFHI Limited and SBI Capital Markets Limited in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions will be executed on an arm's length basis and in the ordinary course of the business of SBI DFHI Limited.

None of the Directors, Key Managerial Personnel and their relatives, other than to the extent of their shareholding/ directorships, if any, in the Bank and in any of the entities mentioned above, are concerned/interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.12.

Accordingly, the Central Board has considered the proposal and recommends passing of the ordinary resolution contained in Item No.12 of the Notice.

**Item No. 13: To consider and approve Material Related Party Transactions between SBI DFHI Limited and Yes Bank Limited**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions, whether undertaken by the Bank or its unlisted subsidiary, and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2025-26 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

SBI DFHI Limited is an unlisted subsidiary of the Bank in which the Bank holds 69.04% of equity share capital. Details of the transactions proposed to be undertaken in FY 2025-2026 with Yes Bank Limited, a related party of the Bank, which is/are likely to exceed the above-mentioned materiality threshold are as follows:

**Type, Material Terms, Particulars of the proposed Transactions:**

- i. Sale/Purchase of government securities, treasury bills, etc. on the basis of prevailing market rates/yields to Subsidiary

There are transactions with Yes Bank Limited, inter-alia, in the nature of investment in debt securities (subject to necessary regulatory approvals), purchase and sale of government

securities, non-Statutory Liquidity Ratio securities, fees, commissions, brokerage, reimbursements, any other income/expense or other activities undertaken in pursuance, in the ordinary course of SBI DFHI Limited business.

All the aforesaid transactions are undertaken pursuant to specific approvals/registrations/licenses held by the SBI DFHI Limited and are in furtherance of the business activities and in accordance with the applicable laws and therefore, are in the interest of the SBI DFHI Limited.

During the RPT period, the aforementioned transactions, individually or in the aggregate, are expected to cross the prescribed materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Board of Directors.

ii. Borrowing of fund under Overnight/Term Facility (TERM/CALL/Notice) by SBI DFHI Limited from Yes Bank Limited

Funded facilities are provided by the related party of the bank as a part of its normal banking business to all customers on the basis of uniform procedures, including to SBI DFHI Limited. The type of facility, terms, end-use and tenure of the transaction, in each case, depends on the requirements of SBI DFHI Limited as a customer of Yes Bank Limited in the ordinary course. The facilities are considered for sanction, on such terms and conditions (including rate of interest, security, tenure, etc.) as may be permitted under applicable Reserve Bank of India (“RBI”) norms and relevant policies of the Bank which are uniformly applicable to all the customers. The transaction forms part of the normal banking transactions of Yes Bank Limited. The value of transactions proposed during the RPT period would be up to Rs 10,000 crore i.e., approx. 662% of annual standalone turnover of the SBI DFHI Limited for the financial year 2023-24. The interest are consequential transactions flowing out of principal transactions in the form of loan, etc. Therefore, the quantum of the transactions depends on the value of the principal transactions. The transactions are in furtherance of banking business of the Bank and are undertaken in accordance with laid down norms, policies and procedures as followed by the Bank in ordinary course (including credit appraisal, sanction and approval process) and therefore, are in the interest of the Bank.

iii. Intraday Limit

Lending under Intra Day Limit facility to associate. Funded facilities are provided by Yes Bank Limited as a part of its normal banking business to all customers on the basis of uniform procedures, including to SBI DFHI Limited. The type of facility, terms, end-use and tenure of the transaction, in each case, depends on the requirements of SBI DFHI Limited as a customer of Yes Bank Limited in the ordinary course. The facilities are considered for sanction, on such terms and conditions (including rate of interest, security, tenure, etc.) as may be permitted under applicable Reserve Bank of India (“RBI”) norms and relevant policies of the Yes Bank Limited which are uniformly applicable to all the customers. The transaction forms part of the normal banking transactions of Yes Bank Limited. The interest are consequential transactions flowing out of principal transactions

in the form of loan, etc. Therefore, the quantum of the transactions depends on the value of the principal transactions. The transactions are in furtherance of banking business of the Yes Bank Limited and are undertaken in accordance with laid down norms, policies and procedures as followed by the Yes Bank Limited in ordinary course (including credit appraisal, sanction and approval process) and therefore, are in the interest of the SBI DFHI Limited & Yes Bank Limited.

iv. Other transactions

There are other transactions/arrangements between SBI DFHI Limited and Yes Bank Limited as given under Banking Regulation Act which are in the ordinary course of Yes Bank's business.

SBI DFHI Limited is a subsidiary of State Bank of India. In terms of applicable accounting standards Yes Bank Limited is the Associate of the Bank. Details of proposed transactions during FY 25-26 are as under:

<b>Sr.</b>	<b>Nature of transaction</b>	<b>Amount (Rs in crore)</b>
i.	Intraday Limit	900/per day
ii.	Fixed Deposits Placed with Bank	8,000
iii.	Borrowing Overnight/Term Facility (TERM/CALL/Notice) from the Bank.	10,000
iv.	Sale of investments	1,500
v.	Purchase of investments	1,000
vi.	Commitment fees	2
<b>Total</b>		<b>21,402</b>

Proposed value of RPT is 1418% of Rs 1510 crore Standalone turnover of SBI DFHI Limited for the F.Y 2023-24. The projections are based on the expected business transaction of the Company with Yes Bank Limited for the Financial Year 2025-26.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Company and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of SBI DFHI Limited.

In the financial year 2025-2026, the aforementioned transactions, individually or in aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) between SBI DFHI Limited and Yes Bank Limited whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management of SBI DFHI Limited, as required under the law, reviewed and

granted approval for the related party transactions proposed to be entered between SBI DFHI Limited and Yes Bank Limited in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions will be executed on an arm's length basis and in the ordinary course of the business of SBI DFHI Limited.

None of the Directors, Key Managerial Personnel and their relatives, other than to the extent of their shareholding/ directorships, if any, in the Bank and in any of the entities mentioned above, are concerned/interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.13.

Accordingly, the Central Board has considered the proposal and recommends passing of the ordinary resolution contained in Item No.13 of the Notice.

**Item No. 14: To consider and approve Material Related Party Transactions between SBI DFHI Limited and Andhra Pradesh Grameena Vikas Bank**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions, whether undertaken by the Bank or its unlisted subsidiary, and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2025-26 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

SBI DFHI Limited is an unlisted subsidiary of the Bank in which the Bank holds 69.04% of equity share capital. Details of the transactions proposed to be undertaken in FY 2025-2026 with Andhra Pradesh Grameena Vikas Bank, a related party of the Bank, which is/are likely to exceed the above-mentioned materiality threshold are as follows:

**Type, Material Terms, Particulars of the proposed Transactions:**

- i. Sale/Purchase of government securities, treasury bills, etc. on the basis of prevailing market rates/yields to Subsidiary.

There are transactions with Andhra Pradesh Grameena Vikas Bank, inter-alia, in the nature of investment in debt securities (subject to necessary regulatory approvals), purchase and sale of government securities, non-Statutory Liquidity Ratio securities, fees, commissions, brokerage, reimbursements, any other income/expense or other activities undertaken in pursuance, in the ordinary course of SBI DFHI Limited business.

All the aforesaid transactions are undertaken pursuant to specific approvals/registrations/licenses held by the SBI DFHI Limited and are in furtherance of the business activities and in accordance with the applicable laws and therefore, are in the interest of the SBI DFHI Limited.

During the RPT period, the aforementioned transactions, individually or in the aggregate, are expected to cross the prescribed materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Board of Directors.

- ii. Borrowing of fund under Overnight/Term Facility (TERM/CALL/Notice) by SBI DFHI Limited from Andhra Pradesh Grameena Vikas Bank

Funded facilities are provided by the related party of the bank as a part of its normal banking business to all customers on the basis of uniform procedures, including to SBI DFHI Limited. The type of facility, terms, end-use and tenure of the transaction, in each case, depends on the requirements of SBI DFHI Limited as a customer of the Andhra Pradesh Grameena Vikas Bank in the ordinary course. The facilities are considered for sanction, on such terms and conditions (including rate of interest, security, tenure, etc.) as may be permitted under applicable Reserve Bank of India (“RBI”) norms and relevant policies of the Bank which are uniformly applicable to all the customers. The transaction forms part of the normal banking transactions of Andhra Pradesh Grameena Vikas Bank. The value of transactions proposed during the RPT period would be up to Rs 100 crore i.e. approx. 7 % of annual standalone turnover of the SBI DFHI Limited for the financial year 2023-24. The interest are consequential transactions flowing out of principal transactions in the form of loan, etc. Therefore, the quantum of the transactions depends on the value of the principal transactions. The transactions are in furtherance of banking business of the Bank and are undertaken in accordance with laid down norms, policies and procedures as followed by the Bank in ordinary course (including credit appraisal, sanction and approval process) and therefore, are in the interest of the Bank.

SBI DFHI Limited is a subsidiary of State Bank of India in which the Bank holds 69.04% of equity share capital. Andhra Pradesh Grameena Vikas Bank is a Regional Rural Bank (“RRB”) sponsored by the Bank and as the Bank holds 35% stake in the RRB, it is therefore classified as an Associate of the Bank. Details of proposed transactions for FY 25-26 are as under:

<b>Sr.</b>	<b>Nature of transaction</b>	<b>Amount (Rs in crore)</b>
i.	Borrowing Overnight/Term Facility (TERM/CALL/Notice) from Regional Rural Bank.	100
ii.	Sale of investments	1,000
iii.	Purchase of investments	1,000
	<b>Total</b>	<b>2,100</b>



Proposed RPT is 140% of Rs 1510 crore Standalone turnover of SBI DFHI Limited for the F.Y 2023-24. The projections are based on the expected business transaction of the Company with Andhra Pradesh Grameena Vikas Bank for the Financial Year 2025-26

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Company and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the SBI DFHI Limited.

In the financial year 2025 - 2026, the aforementioned transactions, individually or in aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) between SBI DFHI Limited and Andhra Pradesh Grameena Vikas Bank, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management of SBI DFHI Limited, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered between SBI DFHI Limited and Andhra Pradesh Grameena Vikas Bank in the financial year 2025 -26 including as stated in the resolution and explanatory statement and has also noted that the said transactions will be executed on an arm's length basis and in the ordinary course of the business of SBI DFHI Limited.

None of the Directors, Key Managerial Personnel and their relatives, other than to the extent of their shareholding/ directorships, if any, in the Bank and in any of the entities mentioned above, are concerned/interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.14.

Accordingly, the Central Board has considered the proposal and recommends passing of the ordinary resolution contained in Item No.14 of the Notice.

**Item No. 15: To consider and approve Material Related Party Transactions between SBI DFHI Limited and Jharkhand Rajya Gramin Bank**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions, whether undertaken by the Bank or its unlisted subsidiary, and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year,

exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2025-26 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

SBI DFHI Limited is an unlisted subsidiary of the Bank in which the Bank holds 69.04% of equity share capital. Details of the transactions proposed to be undertaken in FY 2025-2026 with Jharkhand Rajya Gramin Bank, a related party of the Bank, which is/are likely to exceed the above-mentioned materiality threshold are as follows:

**Type, Material Terms, Particulars of the proposed Transactions:**

- i. Sale/Purchase of government securities, treasury bills, etc. on the basis of prevailing market rates/yields to Subsidiary.

There are transactions with Jharkhand Rajya Gramin Bank, inter-alia, in the nature of investment in debt securities (subject to necessary regulatory approvals), purchase and sale of government securities, non-Statutory Liquidity Ratio securities, fees, commissions, brokerage, reimbursements, any other income/expense or other activities undertaken in pursuance, in the ordinary course of SBI DFHI Limited business.

All the aforesaid transactions are undertaken pursuant to specific approvals/registrations/licenses held by the SBI DFHI Limited and are in furtherance of the business activities and in accordance with the applicable laws and therefore, are in the interest of the SBI DFHI Limited.

During the RPT period, the aforementioned transactions, individually or in the aggregate, are expected to cross the prescribed materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Board of Directors.

- ii. Borrowing of fund under Overnight/Term Facility (TERM/CALL/Notice) by SBI DFHI Limited from Jharkhand Rajya Gramin Bank

Funded facilities are provided by the related party of the bank as a part of its normal banking business to all customers on the basis of uniform procedures, including to SBI DFHI Limited. The type of facility, terms, end-use and tenure of the transaction, in each case, depends on the requirements of SBI DFHI Limited as a customer of the Jharkhand Rajya Gramin Bank in the ordinary course. The facilities are considered for sanction, on such terms and conditions (including rate of interest, security, tenure, etc.) as may be permitted under applicable

Reserve Bank of India ("RBI") norms and relevant policies of the Bank which are uniformly applicable to all the customers. The transaction forms part of the normal banking transactions of Jharkhand Rajya Gramin Bank. The value of transactions proposed during the RPT period would be up to Rs 100 crore i.e. approx. 7% of annual standalone turnover of the SBI DFHI Limited for the financial year 2023-24. The interest are consequential transactions flowing out of principal transactions in the form of loan, etc. Therefore, the

quantum of the transactions depends on the value of the principal transactions. The transactions are in furtherance of banking business of the Bank and are undertaken in accordance with laid down norms, policies and procedures as followed by the Bank in ordinary course (including credit appraisal, sanction and approval process) and therefore, are in the interest of the Bank.

SBI DFHI Limited is a subsidiary of State Bank of India in which the Bank holds 69.04% of equity share capital. Jharkhand Rajya Gramin Bank is a Regional Rural Bank (“RRB”) sponsored by the Bank and as the Bank holds 35% stake in the RRB, it is therefore classified as an Associate of the Bank. Details of proposed transactions for FY 25-26 are as under:

<b>Sr.</b>	<b>Nature of transaction</b>	<b>Amount (Rs in crore)</b>
i.	Borrowing Overnight/Term Facility (TERM/CALL/Notice) from Regional Rural Bank.	100
ii.	Sale of investments	1,000
iii.	Purchase of investments	1,000
<b>Total</b>		<b>2,100</b>

Proposed RPT is 140% of Rs 1510 crore Standalone turnover of SBI DFHI Limited for the F.Y 2023-24. The projections are based on the expected business transaction of the Company with Jharkhand Rajya Gramin Bank for the Financial Year 2025-26.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Company and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the SBI DFHI Limited.

In the financial year 2025-2026, the aforementioned transactions, individually or in aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) between SBI DFHI Limited and Jharkhand Rajya Gramin Bank, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management of SBI DFHI Limited, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered between SBI DFHI Limited and Jharkhand Rajya Gramin Bank in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions will be executed on an arm's length basis and in the ordinary course of the business of SBI DFHI Limited.

None of the Directors, Key Managerial Personnel and their relatives, other than to the extent of their shareholding/ directorships, if any, in the Bank and in any of the entities mentioned above, are concerned/interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.15.

Accordingly, the Central Board has considered the proposal and recommends passing of the ordinary resolution contained in Item No.15 of the Notice.

**Item No. 16: To consider and approve Material Related Party Transactions between SBI DFHI Limited and Uttarakhand Gramin Bank**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions, whether undertaken by the Bank or its unlisted subsidiary, and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2025-26 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

Accordingly, SBI DFHI Limited is an unlisted subsidiary of the Bank in which the Bank holds 69.04% of equity share capital. Details of the transactions proposed to be undertaken in FY 2025-2026 with Uttarakhand Gramin Bank, a related party of the Bank, which is/are likely to exceed the above-mentioned materiality threshold are as follows:

**Type, Material Terms, Particulars of the proposed Transactions:**

- i. Sale/Purchase of government securities, treasury bills, etc. on the basis of prevailing market rates/yields to Subsidiary

There are transactions with Uttarakhand Gramin Bank, inter-alia, in the nature of investment in debt securities (subject to necessary regulatory approvals), purchase and sale of government securities, non-Statutory Liquidity Ratio securities, fees, commissions, brokerage, reimbursements, any other income/expense or other activities undertaken in pursuance, in the ordinary course of SBI DFHI Limited business.

All the aforesaid transactions are undertaken pursuant to specific approvals/registrations/licenses held by the SBI DFHI Limited and are in furtherance of the business activities and in accordance with the applicable laws and therefore, are in the interest of the SBI DFHI Limited.

During the RPT period, the aforementioned transactions, individually or in the aggregate, are expected to cross the prescribed materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Board of Directors. The above transactions are in the ordinary course of business of the SBI DFHI Limited and on an arm's length basis.

ii. Borrowing of fund under Overnight/Term Facility (TERM/CALL/Notice) by SBI DFHI Limited from Uttarakhand Gramin Bank

Funded facilities are provided by the related party of the bank as a part of its normal banking business to all customers on the basis of uniform procedures, including to SBI DFHI Limited. The type of facility, terms, end-use and tenure of the transaction, in each case, depends on the requirements of SBI DFHI Limited as a customer of the Uttarakhand Gramin Bank in the ordinary course. The facilities are considered for sanction, on such terms and conditions (including rate of interest, security, tenure, etc.) as may be permitted under applicable

The Reserve Bank of India ("RBI") norms and relevant policies of the Bank which are uniformly applicable to all the customers. The transaction forms part of the normal banking transactions of Uttarakhand Gramin Bank. The value of transactions proposed during the RPT period would be up to Rs 100 crore i.e. approx. 7% of annual standalone turnover of the SBI DFHI Limited for the financial year 2023-24. The interest are consequential transactions flowing out of principal transactions in the form of loan, etc. Therefore, the quantum of the transactions depends on the value of the principal transactions. The transactions are in furtherance of banking business of the Bank and are undertaken in accordance with laid down norms, policies and procedures as followed by the Bank in ordinary course (including credit appraisal, sanction and approval process) and therefore, are in the interest of the Bank.

SBI DFHI Limited is a subsidiary of State Bank of India in which the Bank holds 69.04% of equity share capital. Uttarakhand Gramin Bank is a Regional Rural Bank ("RRB") sponsored by the Bank and as the Bank holds 35% stake in the RRB, it is therefore classified as an Associate of the Bank. Details of proposed transactions for FY 25-26 are as under:

<b>Sr.</b>	<b>Nature of transaction</b>	<b>Amount (Rs in crore)</b>
i.	Borrowing Overnight/Term Facility (TERM/CALL/Notice) from Regional Rural Bank.	100
ii.	Sale of investments	1,000
iii.	Purchase of investments	1,000
<b>Total</b>		<b>2,100</b>

Proposed RPT is 140% of Rs 1510 crore Standalone turnover of SBI DFHI Limited for the F.Y 2023-24. The projections are based on the expected business transaction of the Company with Uttarakhand Gramin Bank for the Financial Year 2025-26.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Company and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of the Company.

In the financial year 2025-2026, the aforementioned transactions, individually or in aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) between SBI DFHI Limited and Uttarakhand Gramin Bank, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management of SBI DFHI Limited, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered between SBI DFHI Limited and Uttarakhand Gramin Bank in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions will be executed on an arm's length basis and in the ordinary course of the business of SBI DFHI Limited.

None of the Directors, Key Managerial Personnel and their relatives, other than to the extent of their shareholding/ directorships, if any, in the Bank and in any of the entities mentioned above, are concerned/interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.16.

Accordingly, the Central Board has considered the proposal and recommends passing of the ordinary resolution contained in Item No.16 of the Notice.

**Item No. 17: To consider and approve Material Related Party Transactions between SBI DFHI Limited and Chhattisgarh Rajya Gramin Bank**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI Listing Regulations"), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions, whether undertaken by the Bank or its unlisted subsidiary, and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2025-26 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

SBI DFHI Limited is an unlisted subsidiary of the Bank in which the Bank holds 69.04% of equity share capital. Details of the transactions proposed to be undertaken in FY 2025-2026 with Chhattisgarh Rajya Gramin Bank, a related party of the Bank, which is/are likely to exceed the above-mentioned materiality threshold are as follows:

**Type, Material Terms, Particulars of the proposed Transactions:**

- i. Sale/Purchase of government securities, treasury bills, etc. on the basis of prevailing market rates/yields to Subsidiary.

There are transactions with Chhattisgarh Rajya Gramin Bank, inter-alia, in the nature of investment in debt securities (subject to necessary regulatory approvals), purchase and sale of government securities, non-Statutory Liquidity Ratio securities, fees, commissions, brokerage, reimbursements, any other income/expense or other activities undertaken in pursuance, in the ordinary course of SBI DFHI Limited business.

All the aforesaid transactions are undertaken pursuant to specific approvals/registrations/licenses held by the SBI DFHI Limited and are in furtherance of the business activities and in accordance with the applicable laws and therefore, are in the interest of the SBI DFHI Limited.

During the RPT period, the aforementioned transactions, individually or in the aggregate, are expected to cross the prescribed materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Board of Directors. The above transactions are in the ordinary course of business of the SBI DFHI Limited and on an arm's length basis.

- ii. Borrowing of fund under Overnight/Term Facility (TERM/CALL/Notice) by SBI DFHI Limited from Chhattisgarh Rajya Gramin Bank

Funded facilities are provided by the related party of the bank as a part of its normal banking business to all customers on the basis of uniform procedures, including to SBI DFHI Limited. The type of facility, terms, end-use and tenure of the transaction, in each case, depends on the requirements of SBI DFHI Limited as a customer of the Chhattisgarh Rajya Gramin Bank in the ordinary course. The facilities are considered for sanction, on such terms and conditions (including rate of interest, security, tenure, etc.) as may be permitted under applicable Reserve Bank of India ("RBI") norms and relevant policies of the Bank which are uniformly applicable to all the customers. The transaction forms part of the normal banking transactions of Chhattisgarh Rajya Gramin Bank. The value of transactions proposed during the RPT period would be up to Rs 3,000 crore i.e. approx. 198.74% of annual standalone turnover of the SBI DFHI Limited for the financial year 2023-24. The interest are consequential transactions flowing out of principal transactions in the form of loan, etc. Therefore, the quantum of the transactions depends on the value of the principal transactions. The transactions are in furtherance of banking business of the Bank and are undertaken in accordance with laid down norms, policies and procedures as followed by

the Bank in ordinary course (including credit appraisal, sanction and approval process) and therefore, are in the interest of the Bank.

SBI DFHI Limited is a subsidiary of State Bank of India. Chhattisgarh Rajya Gramin Bank is a Regional Rural Bank (“RRB”) sponsored by the Bank and as the Bank holds 35% stake in the RRB, it is therefore classified as an Associate of the Bank. Details of proposed transactions during FY 25-26 are as under:

<b>Sr.</b>	<b>Nature of transaction</b>	<b>Amount (Rs in crore)</b>
i.	Borrowing Overnight/Term Facility (TERM/CALL/Notice) from Regional Rural Bank.	3,000
ii.	Sale of investments	1,000
iii.	Purchase of investments	1,000
<b>Total</b>		<b>5,000</b>

Proposed RPT is 332% of Rs 1510 crore Standalone turnover of SBI DFHI Limited for the F.Y 2023-24. The projections are based on the expected business transaction of the Company with Chhattisgarh Rajya Gramin Bank for the Financial Year 2025-26.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Company and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of SBI DFHI Limited

In the financial year 2025-2026, the aforementioned transactions, individually or in aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) between SBI DFHI Limited and Chhattisgarh Rajya Gramin Bank , whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management of SBI DFHI Limited, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered between SBI DFHI Limited and Chhattisgarh Rajya Gramin Bank in the financial year 2025-26 including as stated in the resolution and explanatory statement and has also noted that the said transactions will be executed on an arm's length basis and in the ordinary course of the business of SBI DFHI Limited.

None of the Directors, Key Managerial Personnel and their relatives, other than to the extent of their shareholding/ directorships, if any, in the Bank and in any of the entities mentioned above, are concerned/interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.17.



Accordingly, the Central Board has considered the proposal and recommends passing of the ordinary resolution contained in Item No.17 of the Notice.

**Item No. 18: To consider and approve Material Related Party Transactions between SBI DFHI Limited and Rajasthan Marudhara Gramin Bank**

The provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), as amended from time to time, mandates prior approval of members by means of an ordinary resolution for all material related party transactions, whether undertaken by the Bank or its unlisted subsidiary, and subsequent material modifications as defined by the Audit Committee of the Board, even if such transactions are in the ordinary course of the business and on an arm's length. A transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceed(s) Rs. 1,000 crore, or 10% of the annual consolidated turnover as per the last audited financial statements of the Bank, whichever is lower. The annual consolidated turnover of the Bank for the financial year 2025-26 is Rs. 5,94,575 crore. Hence, the materiality threshold of the Bank is Rs. 1000 crore.

Accordingly, SBI DFHI Limited is an unlisted subsidiary of the Bank in which the Bank holds 69.04% of equity share capital. Details of the transactions proposed to be undertaken in FY 2025-2026 with Rajasthan Marudhara Gramin Bank, a related party of the Bank, which is/are likely to exceed the above-mentioned materiality threshold are as follows:

**Type, Material Terms, Particulars of the proposed Transactions:**

- i. Sale/Purchase of government securities, treasury bills, etc. on the basis of prevailing market rates/yields to Subsidiary.

There are transactions with Rajasthan Marudhara Gramin Bank, inter-alia, in the nature of investment in debt securities (subject to necessary regulatory approvals), purchase and sale of government securities, non-Statutory Liquidity Ratio securities, fees, commissions, brokerage, reimbursements, any other income/expense or other activities undertaken in pursuance, in the ordinary course of SBI DFHI Limited business.

All the aforesaid transactions are undertaken pursuant to specific approvals/registrations/licenses held by the SBI DFHI Limited and are in furtherance of the business activities and in accordance with the applicable laws and therefore, are in the interest of the SBI DFHI Limited.

During the RPT period, the aforementioned transactions, individually or in the aggregate, are expected to cross the prescribed materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the Members is being sought for grant of authority to the Board of Directors.

- ii. Borrowing of fund under Overnight/Term Facility (TERM/CALL/Notice) from Rajasthan Marudhara Gramin Bank.

Funded facilities are provided by the related party of the bank as a part of its normal banking business to all customers on the basis of uniform procedures, including to SBI DFHI Limited. The type of facility, terms, end-use and tenure of the transaction, in each case, depends on the requirements of SBI DFHI Limited as a customer of the Rajasthan Marudhara Gramin Bank in the ordinary course. The facilities are considered for sanction, on such terms and conditions (including rate of interest, security, tenure, etc.) as may be permitted under applicable.

Reserve Bank of India (“RBI”) norms and relevant policies of the Bank which are uniformly applicable to all the customers. The transaction forms part of the normal banking transactions of Rajasthan Marudhara Gramin Bank. The value of transactions proposed during the RPT period would be up to Rs 7,700 crore i.e. approx. 511% of annual standalone turnover of the SBI DFHI Limited for the financial year 2023-24. The interest are consequential transactions flowing out of principal transactions in the form of loan, etc. Therefore, the quantum of the transactions depends on the value of the principal transactions. The transactions are in furtherance of banking business of the Bank and are undertaken in accordance with laid down norms, policies and procedures as followed by the Bank in ordinary course (including credit appraisal, sanction and approval process) and therefore, are in the interest of the Bank.

SBI DFHI Limited is a subsidiary of State Bank of India. Rajasthan Marudhara Gramin Bank is a Regional Rural Bank (“RRB”) sponsored by the Bank and as the Bank holds 35% stake in the RRB, it is therefore classified as an Associate of the Bank. Details of proposed transactions for FY 25-26 are as under:

<b>Sr.</b>	<b>Nature of transaction</b>	<b>Amount (Rs in crore)</b>
i.	Borrowing Overnight/Term Facility (TERM/CALL/Notice) from Regional Rural Bank	7,700
ii.	Sale of investments	1,000
iii.	Purchase of investments	1,000
<b>Total</b>		<b>9,700</b>

Proposed RPT is 643% of Rs 1510 crore Standalone turnover of SBI DFHI Limited for the F.Y 2023-24. The projections are based on the expected business transaction of the Company with Rajasthan Marudhara Gramin Bank for the Financial Year 2025-26.

All the aforesaid transactions are undertaken pursuant to specific approvals/ registrations/ licenses held by the Company and are in furtherance of the business activities and are in accordance with the applicable laws, therefore, are in the interest of SBI DFHI Limited.

In the financial year 2025 - 2026, the aforementioned transactions, individually or in aggregate, are expected to cross the applicable materiality thresholds under Regulation 23 of the SEBI Listing Regulations. Accordingly, as per the SEBI Listing Regulations, prior approval of the

Members is being sought for such arrangements/ contracts / agreements/ transactions to be undertaken (whether individual transactions or transactions taken together or series of transactions or otherwise) between SBI DFHI Limited and Rajasthan Marudhara Gramin Bank, whether by way of continuation(s) or extension(s) or renewal(s) or modification(s) of earlier arrangements / contracts / agreements / transactions or as fresh and independent transaction (s) or otherwise.

The Audit Committee of the Board has, on the basis of the aforementioned relevant details provided by the management of SBI DFHI Limited, as required under the law, reviewed and granted approval for the related party transactions proposed to be entered between SBI DFHI Limited and Rajasthan Marudhara Gramin Bank in the financial year 2025 -26 including as stated in the resolution and explanatory statement and has also noted that the said transactions will be executed on an arm's length basis and in the ordinary course of the business of SBI DFHI Limited.

None of the Directors, Key Managerial Personnel and their relatives, other than to the extent of their shareholding/ directorships, if any, in the Bank and in any of the entities mentioned above, are concerned/interested in the above resolution.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties of the Bank as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No.18.

Accordingly, the Central Board has considered the proposal and recommends passing of the ordinary resolution contained in Item No.18 of the Notice.

Corporate Centre,  
State Bank Bhavan,  
Madame Cama Road,  
Mumbai - 400021  
Date: 27.03.2025

*Sd/-*  
**(CHALLA SREENIVASULU SETTY)**  
**CHAIRMAN**