

| Resolution No.  | ORDINARY - To declare dividend for the Financial Year 2016-17 |                        |                         |   |                              |                            |  |  |  |  |
|---|---|------------------------|-------------------------|---|------------------------------|----------------------------|--|--|--|--|
| Resolution required: (Ordinary/ Special)                                  | ORDINARY - To declare dividend for the Financial Year 2016-17 |                        |                         |   |                              |                            |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No  |                        |                         |   |                              |                            |  |  |  |  |
| Category  | Mode of Voting  | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |  |  |
| Promoter and Promoter Group   | E-Voting  |                        | 0                       | 0.0000  | 00                           | 0                          | 0.0000   | 0.0000   |  |  |
|   | Poll  | 395990159              | 395990159               | 100.0000  | 395990159                    | 0                          | 100.0000   | 0.0000   |  |  |
|   | Postal Ballot (if applicable)                                 |                        | 0                       | 0.0000  | 00                           | 0                          | 0.0000   | 0.0000   |  |  |
|   | Total   |                        | 395990159               | 100   | 395990159                    | 0                          | 100  | 0  |  |  |
| Public- Institutions  | E-Voting  |                        | 130903980               | 80.0889   | 130903980                    | 0                          | 100.0000   | 0.0000   |  |  |
|   | Poll  | 163448337              | 0                       | 0.0000  | 00                           | 0                          | 0.0000   | 0.0000   |  |  |
|   | Postal Ballot (if applicable)                                 |                        | 0                       | 0.0000  | 00                           | 0                          | 0.0000   | 0.0000   |  |  |
|   | Total   |                        | 130903980               | 80.0889   | 130903980                    | 0                          | 100  | 0  |  |  |
| Public- Non Institutions  | E-Voting  |                        | 2754879                 | 7.2781  | 2754479                      | 400                        | 99.9854  | 0.0145   |  |  |
|   | Poll  | 37851663               | 27717                   | 0.0732  | 27350                        | 367                        | 98.6759  | 1.3240   |  |  |
|   | Postal Ballot (if applicable)                                 |                        | 0                       | 0.0000  | 00                           | 0                          | 0.0000   | 0.0000   |  |  |
|   | Total   |                        | 2782596                 | 7.3513  | 2781829                      | 767                        | 99.9724  | 0.0276   |  |  |
|   | Total   | 597290159              | 529676735               | 88.6800   | 529675968                    | 767                        | 99.9999  | 0.0001   |  |  |



| Resolution No.  | 3   |                         |   |                              |                            |  |  |  |  |  |
|---|---|-------------------------|---|------------------------------|----------------------------|--|--|--|--|--|
| Resolution required: (Ordinary/ Special)                                  | SPECIAL - To raise capital (up to Rs. 3500 Crore inclusive of premium) by further issue of equity/preference shares or other securities either by way of Follow-on Public Issue, Right Issue, Private Placement / Qualified Institutional Placement (QIP), or any other mode approved by GOI/RBI. |                         |   |                              |                            |  |  |  |  |  |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No  |                         |   |                              |                            |  |  |  |  |  |
| Category  | No. of shares held (1)  | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |  |  |  |
| Promoter and Promoter Group   | E-Voting  | 0                       | 0.0000  | 00                           | 0                          | 0.0000   | 0.0000   |  |  |  |
|   | Poll  | 395990159               | 100.0000  | 395990159                    | 0                          | 100.0000   | 0.0000   |  |  |  |
|   | Postal Ballot (if applicable)   | 0                       | 0.0000  | 00                           | 0                          | 0.0000   | 0.0000   |  |  |  |
| Total   | 395990159   | 395990159               | 100   | 395990159                    | 0                          | 100  | 0  |  |  |  |
| Public- Institutions  | E-Voting  | 130903980               | 80.0889   | 130809499                    | 94481                      | 99.9278  | 0.0721   |  |  |  |
|   | Poll  | 0                       | 0.0000  | 00                           | 0                          | 0.0000   | 0.0000   |  |  |  |
|   | Postal Ballot (if applicable)   | 163448337               | 0   | 0.0000                       | 00                         | 0  | 0.0000   |  |  |  |
| Total   | 130903980   | 130903980               | 80.0889   | 130809499                    | 94481                      | 99.9278  | 0.0722   |  |  |  |
| Public- Non Institutions  | E-Voting  | 2754804                 | 7.2779  | 2754074                      | 730                        | 99.9735  | 0.0264   |  |  |  |
|   | Poll  | 27717                   | 0.0732  | 27350                        | 367                        | 98.6759  | 1.3240   |  |  |  |
|   | Postal Ballot (if applicable)   | 37851663                | 0   | 0.0000                       | 00                         | 0  | 0.0000   |  |  |  |
| Total   | 2782521   | 2782521                 | 7.3511  | 2781424                      | 1097                       | 99.9606  | 0.0394   |  |  |  |
| Total   | 597290159   | 529676660               | 88.6800   | 529581082                    | 95578                      | 99.9820  | 0.0180   |  |  |  |



कृते केनरा बँक  
For CANARA BANK

सहायक मंडल प्रबंधक और कंपनी सचिव  
Assistant General Manager & Company Secretary

**S. N. ANANTHASUBRAMANIAN & CO.**

**COMPANY SECRETARIES**

**FIRM REGISTRATION NO. P1991MH040400**

10/26, Brindaban Society /Tel 25345648 /2543 2704 /Fax 2539 0292 /email [sna@snaco.net](mailto:sna@snaco.net) | website [www.snaco.net](http://www.snaco.net)

To,  
The Chairman  
Canara Bank  
112, J C Road,  
Bengaluru – 560 002.



Dear Sir,

At the outset, we would like to express our gratitude to the Bank for appointing us as the Scrutinizer for the remote e-Voting and voting by the Shareholders at the Fifteenth Annual General Meeting (15<sup>th</sup> AGM) of your Bank, held on **Thursday, 20<sup>th</sup> July, 2017 at 3.30p.m.**

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

**S. N. Ananthasubramanian**

**Date : 20<sup>th</sup> July, 2017**

**Place : Bengaluru**

**S. N. ANANTHASUBRAMANIAN & CO.**

**COMPANY SECRETARIES**

**FIRM REGISTRATION NO. P1991MH040400**

10/26, Brindaban Society /Tel 25345648 /2543 2704 /Fax 2539 0292 /email [sna@snaco.net](mailto:sna@snaco.net) | website [www.snaco.net](http://www.snaco.net)

**SCRUTINIZER'S REPORT**

|                  |  |
|------------------|--|
| NAME OF THE BANK | Canara Bank  |
| MEETING          | 15 <sup>th</sup> Annual General Meeting                                      |
| DAY, DATE & TIME | Thursday, 20 <sup>th</sup> July, 2017 at 3:30 pm.                            |
| VENUE            | Jnanajyothi Auditorium, Central College,<br>Palace Road, Bengaluru –560 001. |

**1. Appointment as Scrutinizer**

We were appointed as the Scrutinizer for the remote e-voting as well as the voting conducted at the 15<sup>th</sup>AGM of **Canara Bank**(hereinafter referred to as the **Bank**) held on **Thursday, 20<sup>th</sup> July, 2017 at 3.30 p.m.** at **Jnanajyothi Auditorium, Central College, Palace Road, Bengaluru –560 001.**

**2. Dispatch of Notice convening the AGM**

The Bank has informed that, on the basis of the Register of Shareholders and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Bank completed dispatch of the Notice of the AGM as under:

- On **23<sup>rd</sup> June, 2017** to **93,480**shareholders who had registered their e-mail-ids with the Bank by e-mail.
- On **23<sup>rd</sup> June, 2017** to **62,495** shareholders by Registered Post and to **53** shareholders by Air Mail in physical form.



*Report of Scrutinizer on remote e-Voting & e-Voting by Shareholders of Canara Bank at the 15<sup>th</sup>AGM*

**S. N. ANANTHASUBRAMANIAN & CO.**  
**COMPANY SECRETARIES**

**FIRM REGISTRATION NO. P1991MH040400**

10/26, Brindaban Society /Tel 25345648 /2543 2704 /Fax 2539 0292 /email [sna@snaco.net](mailto:sna@snaco.net) | website [www.snaco.net](http://www.snaco.net)

**3. Cut-off date**

The Voting rights were reckoned as on **Thursday, 13<sup>th</sup> July, 2017**, being the Cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-voting and voting at the Meeting.

**4. Remote e-voting**

**4.1 Agency:**

The Bank had appointed **M/s. Karvy Computershare Private Limited (Karvy)** as the agency for providing the remote e-voting platform.

**4.2 Remote e-Voting:**

Remote e-Voting platform was open from **10.00 a.m. on Monday, 17<sup>th</sup> July, 2017 to 5.00 p.m. on Wednesday, 19<sup>th</sup> July, 2017** and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Resolutions, on the remote e-voting platform provided by Karvy.

**5. Voting at the AGM:**

5.1 As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Shareholders who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, folios, number of shares held but not the manner in which they have voted.



*Report of Scrutinizer on remote e-Voting & e-Voting by Shareholders of Canara Bank at the 15<sup>th</sup> AGM*

## **S. N. ANANTHASUBRAMANIAN & CO.**

**COMPANY SECRETARIES**

**FIRM REGISTRATION NO. P1991MH040400**

10/26, Brindaban Society /Tel 25345648 /2543 2704 /Fax 2539 0292 /email [sna@snaco.net](mailto:sna@snaco.net) | website [www.snaco.net](http://www.snaco.net)

- 5.2 Accordingly, Karvy the remote e-voting Agency provided us with the names, DP Id/ Client Id, folio numbers and shareholding of the Shareholders who had cast their votes through remote e-voting.
- 5.3 The Bank appointed Karvy to provide Tab voting to the Shareholders who attended the meeting.
- 5.4 Mr. D V Mohan, Shareholder of the Bank (Folio No. CNB014643) was appointed as an additional Scrutinizer representing the Shareholders of the Bank.

### **6. Counting Process**

- 6.1 On completion of voting at the meeting, we were provided with the list of Shareholders who had cast their votes, their holding details and details of vote cast on the Resolutions.
- 6.2 The votes were reconciled with the records maintained by the Bank and RTA with respect to the authorizations / proxies lodged with the Bank.
- 6.3 We unblocked the remote e-Voting results on the Karvy e-Voting platform in the presence of Ms. Shivangi Abhyankar and Ms. Uttara Deherkar and downloaded the remote e-Voting results.
- 6.4 Pursuant to provisions of Section 3(2E) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970/1980, voting rights of Shareholders other than the Central Government have been restricted to 10% of the total voting rights of all Shareholders of the Bank.

### **7. Results**

- 7.1 We observed that
  - a) **149** Shareholders had cast their votes at the meeting; and
  - b) **263** Shareholders had cast their votes through remote e-Voting out of which 1 shareholder has abstained from voting.

*Report of Scrutinizer on remote e-Voting & e-Voting by Shareholders of Canara Bank at the 15<sup>th</sup> AGM*



**S. N. ANANTHASUBRAMANIAN & CO.**



**COMPANY SECRETARIES**

**FIRM REGISTRATION NO. P1991MH040400**

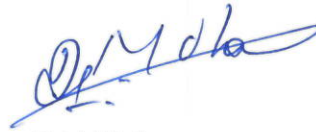
10/26, Brindaban Society /Tel 25345648 /2543 2704 /Fax 2539 0292 /email [sna@snaco.net](mailto:sna@snaco.net) | website [www.snaco.net](http://www.snaco.net)

7.2 The Consolidated Results with respect to the items on the agenda as set out in the Notice of the 15<sup>th</sup> AGM dated 16<sup>th</sup> June, 2017 is enclosed.

7.3 Based on the aforesaid result, we report that, **Two Ordinary Resolutions** as contained in Item No.1 and Item No.2 and **One Special Resolution** as contained in Item No.3 of the Notice of the 15<sup>th</sup> AGM dated 16<sup>th</sup> June, 2017 has been passed with requisite majority.

**S.N. Ananthasubramanian**  
**Partner**  
**C.P.No.1774**



**D V Mohan**  
**Shareholder Scrutinizer**  
**(Folio No. CNB014643)**

**Date : 20<sup>th</sup> July, 2017**

**Place: Bengaluru**

**S. N. ANANTHASUBRAMANIAN & CO.**  
**COMPANY SECRETARIES**

FIRM REGISTRATION NO. P1991MH040400

10/26, Brindaban Society /Tel 25345648 /2543 2704 /Fax 2539 0292 /email [sna@snaco.net](mailto:sna@snaco.net) /website [www.snaco.net](http://www.snaco.net)

**Consolidated Results**

- 1) Adoption of the Audited Balance Sheet, the Profit & Loss Account of the Bank for the year ended 31<sup>st</sup> March, 2017, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.

| Particulars  | Remote e-Voting |                     | Voting at the AGM |                     | Total      |                     | Percentage (%) |
|--------------|-----------------|---------------------|-------------------|---------------------|------------|---------------------|----------------|
|              | Number          | Votes               | Number            | Votes               | Number     | Votes               |                |
| Assent       | 261             | 13,36,01,043        | 145               | 39,60,17,509        | 406        | 52,96,18,552        | 100.00         |
| Dissent      | 2               | 401                 | 4                 | 367                 | 6          | 768                 | 0.00           |
| <b>Total</b> | <b>*263</b>     | <b>13,36,01,444</b> | <b>149</b>        | <b>39,60,17,876</b> | <b>412</b> | <b>52,96,19,320</b> | <b>100.00</b>  |

\* Votes in respect of one folio has not been cast in the same manner.

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 1 of the Notice of the 15<sup>th</sup> AGM dated 16<sup>th</sup> June, 2017 has been passed with requisite majority.



*S. N. Ananthasubramanian*  
**S.N. Ananthasubramanian**

*D V Mohan*

**D V Mohan**  
**Folio No. CNB014643**  
**Shareholder Scrutinizer**



**S. N. ANANTHASUBRAMANIAN & CO.**

**COMPANY SECRETARIES**

FIRM REGISTRATION NO. P1991MH040400

10/26, Brindaban Society /Tel 25345648 /2543 2704 /Fax 2539 0292 /email [sna@snaco.net](mailto:sna@snaco.net) /website [www.snaco.net](http://www.snaco.net)

**2) Payment of Re. 1/- per Equity share as Dividend for the financial year 2016-17.**

| Particulars | Remote e-Voting |              | Voting at the AGM |              | Total  |              | Percentage (%) |
|-------------|-----------------|--------------|-------------------|--------------|--------|--------------|----------------|
|             | Number          | Votes        | Number            | Votes        | Number | Votes        |                |
| Assent      | 261             | 13,36,58,459 | 145               | 39,60,17,509 | 406    | 52,96,75,968 | 100.00         |
| Dissent     | 1               | 400          | 4                 | 367          | 5      | 767          | 0.00           |
| Total       | 262             | 13,36,58,859 | 149               | 39,60,17,876 | 411    | 52,96,76,735 | 100.00         |

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 2 of the Notice of the 15<sup>th</sup> AGM dated 16<sup>th</sup> June, 2017 has been passed with requisite majority.

*S.N. Ananthasubramanian*

**S.N. Ananthasubramanian**



*D.V. Mohan*

**D V Mohan**  
**Folio No. CNB014643**  
**Shareholder Scrutinizer**

**S. N. ANANTHASUBRAMANIAN & CO.  
COMPANY SECRETARIES**

FIRM REGISTRATION NO. P1991MH040400

10/26, Brindaban Society /Tel 25345648 /2543 2704 /Fax 2639 0292 /email [sna@snacco.net](mailto:sna@snacco.net) / website [www.snacco.net](http://www.snacco.net)

3) Raising Capital upto Rs. 3,500 crore (including premium, as may be fixed) by way of an offer document/ prospectus or such other document

| Particulars | Remote e-Voting |              | Voting at the AGM |              | Total  |              | Percentage (%) |
|-------------|-----------------|--------------|-------------------|--------------|--------|--------------|----------------|
|             | Number          | Votes        | Number            | Votes        | Number | Votes        |                |
| Assent      | 258             | 13,35,63,573 | 145               | 39,60,17,509 | 403    | 52,95,81,082 | 99.98          |
| Dissent     | 4               | 95,211       | 4                 | 367          | 8      | 95,578       | 0.02           |
| Total       | 262             | 13,36,58,784 | 149               | 39,60,17,876 | 411    | 52,96,76,660 | 100.00         |

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 3 of the Notice of the 15<sup>th</sup> AGM dated 16<sup>th</sup> June, 2017, has been passed with requisite majority.



*S.N. Ananthasubramanian*

**S.N. Ananthasubramanian**

*D V Mohan*

**D V Mohan**  
Folio No. CNB014643  
Shareholder Scrutinizer