

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

**10/26, BRINDABAN, THANE – 400 601**

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- 560002.



Dear Sir,

At the outset, we would like to express our gratitude to the Board of Directors of the Bank for appointing us as the Scrutinizer for the remote e-Voting and voting by members of the Bank at the Extraordinary General Meeting held on Tuesday, 29th September, 2015.

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

For S. N ANANTHASUBRAMANIAN & CO.

**Authorized Signatory**

Date : 29<sup>th</sup> September, 2015

Place : Bengaluru

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**SCRUTINIZER'S REPORT**

NAME OF THE Bank	Canara Bank
MEETING	Extraordinary General Meeting
DATE & TIME	Tuesday, 29 <sup>th</sup> September, 2015 at 10.30 a.m.
VENUE	Auditorium-1, Nimhans Convention Centre, Hosur Main Road, Hombegowda Nagar, Bengaluru- 560029.

**1. Appointment as Scrutinizer:**

We were appointed as Scrutinizer for the remote e-Voting as well as the electronic voting conducted at the Extraordinary General Meeting (EGM) of Canara Bank (hereinafter referred to as the Bank) held on Tuesday, September 29, 2015 at 10.30 a.m. at Auditorium-1, Nimhans Convention Centre, Hosur Main Road, Hombegowda Nagar, Bengaluru- 560029.

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

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 EGM;

- On 03/09/2015 by email to 77,551 Shareholders who had registered their email-ids with Depositories/the Bank;
- On 05/09/2015 by Registered Post to 71,695 Shareholders in physical form.

**3. Cut-off date**

The Voting rights were reckoned as on Tuesday, 22<sup>nd</sup> September, 2015, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and voting at the Meeting.



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**4. Remote e-Voting**

**4.1 Agency:**

The Bank has appointed M/s Karvy Computershare Private Limited 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 Saturday, 26<sup>th</sup> September, 2015 to 5.00 p.m. on Monday, 28<sup>th</sup> September, 2015 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolution, on thee-Voting platform provided by Karvy.

**5. Voting at the EGM:**

5.1 As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that members 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 members 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.

5.2 Accordingly, Karvy, the remote e-Voting agency provided us with the names, DP Id & Client ID / folio numbers and shareholding of the members who had cast their votes through remote e-Voting.

**6. Counting Process**

6.1 On completion of voting at the Meeting, Karvy provided us with the List of Members who had cast their votes, with their holding details and details of vote cast on the Resolution.

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.



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6.3 We unblocked the remote e-Voting results on the Karvy E-voting platform before Mr. Pradeep Patil and Mr. Prashant 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, 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

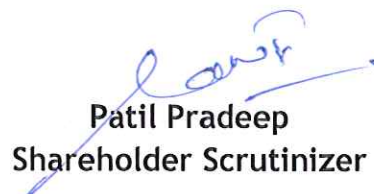
- a) 64 members had cast their votes at the meeting out of which 58 votes were found to be valid; and
- b) 310 members had cast their votes through remote e-Voting.

7.2 The Consolidated Results with respect to the item on the agenda as set out in the Notice of the EGM dated 31<sup>st</sup>August, 2015 is enclosed.

7.3 Based on the aforesaid results, we report that, the **Special Resolution** as contained in the Notice dated 31<sup>st</sup>August, 2015 has been passed with requisite majority.



**S N VISWANATHAN**



**Patil Pradeep**  
**Shareholder Scrutinizer**

Date: 29<sup>th</sup>September, 2015  
Place: Bengaluru

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**Consolidated Results**

Item No. 1: Issue and allot upto 2,77,94,083 equity shares of Rs. 10/- each for cash at an issue price of Rs. 340.72, aggregating upto Rs. 947 Crore.

Particulars	Remote e-Votes		Number of Votes contained in Voting at the EGM			Total		Percentage
	Number	Votes	Number	Votes	Number	Votes		
Assent	301	10,93,71,582	55	33,22,10,455	356	44,15,82,037	99.24	
Dissent	8	33,28,899	3	1,139	11	33,30,038	0.75	
Abstain	1	60,198	0	0	1	60,198	0.01	
<b>Total</b>	<b>310</b>	<b>11,27,60,679</b>	<b>58</b>	<b>33,22,11,594</b>	<b>368</b>	<b>44,49,72,273</b>	<b>100.00</b>	

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 1 of the Notice dated 31<sup>st</sup> August, 2015, has been passed with requisite majority.



**S N VISWANATHAN**



**Patil Pradeep**

**Shareholder Scrutinizer**

Date : 29<sup>th</sup> September, 2015

Place : Bengaluru