

S. N. ANANTHASUBRAMANIAN & CO
COMPANY SECRETARIES

Building No. 10, Flat No. 26, Brindaban, Thane – 400 601 Tel. 2534 5648/2543 2704 Fax: 91-022-2539 0292
E-mail: sna@snaco.net, Website: www.snaco.net

Report of Scrutinizer(s)

*[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2)
of the Companies (Management and Administration) Rules, 2014]*

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

Meeting :	<i>12th Annual General Meeting of the Equity Shareholders</i>
Date & Time	<i>Monday, 21st July, 2014 at 03:30 pm</i>
Venue	<i>Auditorium-1, Nimhans Convention Centre, Hosur Main Road, Hombegowda Nagar, Bangalore - 560 029</i>

Dear Sir,

We, S.N.Ananthasubramanian of M/s. S. N: ANANTHASUBRAMANIAN & Co, Practising Company Secretaries and Mr. H.S. Raghavendra Rao a Shareholder of the Bank (Regn. Folio No. 12023600000034514) were appointed as Scrutinizers for the purpose of the poll taken on the below mentioned resolution(s), at the meeting of the Equity Shareholders of *Canara Bank, held on Monday, 21st July, 2014 at 03:30 p.m. at Auditorium-1, Nimhans Convention Centre, Hosur Main Road, Hombegowda Nagar, Bangalore - 560 029* and submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 6 ballot boxes kept for polling were locked in our presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Bank and the authorizations / proxies lodged with the Bank.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.



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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 shall be restricted to 10% of the total voting rights of all shareholders of the Bank.
5. The result of the Poll is as annexed Resolution wise.
6. Soft copy of the List of equity shareholders who voted “FOR”, “AGAINST” and those whose votes were declared invalid for each resolution has been emailed to the Company Secretary.
7. The poll papers and all other relevant records are duly handed over to the Company Secretary for keeping in safe record.



S. N. Ananthasubramanian
S. N. Ananthasubramanian

Scrutinizer

Date: 22nd July 2014

H. S. Raghavendra Rao
H.S. Raghavendra Rao

H.S. Raghavendra Rao

Scrutinizer

Date: 22nd July 2014

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Item No. 1. Approval and Adoption of Audited Balance Sheet as at 31st March, 2014 and the Audited Profit and Loss Account of the Bank for the Financial Year ended on that date and the Reports of the Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
136	34,84,92,026	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
6	735

Details of Invalid Votes for the said Item are as under :

Reason for invalidity	Number of Votes
a. Not voted	735
Total	



S.N. Ananthasubramanian
Scrutinizer

H.S. Raghavendra Rao
Shareholder Scrutinizer

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Item No. 2. To declare dividend for the Financial Year 2013-14

Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
132	34,84,90,756	99.99

(i) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	545	0.01

(ii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
7	1460

Details of Invalid Votes for the said Item are as under :

Reason for invalidity	Number of Votes
a. Not voted	1460
Total	



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Item No. 3. To create, offer, issue and allot by way of an offer document / prospectus or such other document, in India or abroad, such number of equity shares and / or preference shares, specifying the class of preference shares, the extent of issue of each class of such preference shares, whether perpetual or redeemable, the terms & conditions subject to which each class of preference shares may be issued and / or other permitted securities which are capable of being converted into equity or not, upto such amount/s which together with the existing Paid-up Equity share capital of Rs. 461.26 crores will be within Rs. 3000 Crores.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
117	34,66,98,270	99.49

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
18	17,93,031	0.51

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
7	1460

Details of Invalid Votes for the said Item are as under :

Reason for invalidity	Number of Votes
a. Not voted	1460
Total	



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Based on Results of E-Voting & Poll at the Annual General meeting Consolidated Results of each Item on the Agenda as set out in the Notice dated 04th June, 2014 is as given below:

Consolidated Results of Item No. 1 - Ordinary Resolution

Approval and Adoption of Audited Balance Sheet as at 31st March, 2014 and the Audited Profit and Loss Account of the Bank for the Financial Year ended on that date and the Reports of the Directors and Auditors thereon.

Particulars	Number of Votes contained in			Percentage
	E-Votes	Poll	Total	
Assent	5,18,70,169	34,84,92,026	40,03,62,195	99.99
Dissent	92	0	92	0.01
Total	5,18,70,261	34,84,92,026	40,03,62,287	100.00

Accordingly, out of a total of 40,03,62,287 valid votes cast via e-Voting and Poll, 40,03,62,195 votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.99 % of the votes polled; 92 votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.01 % of the votes polled.

Thus, the Ordinary Resolution as contained in Item No. 1 of the Notice dated 4th June, 2014, is *passed with requisite majority*.



S.N.Ananthasubramanian
Scrutinizer

H.S. Raghavendra Rao
Shareholder Scrutinizer

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Consolidated Results of Item No. 2 - Ordinary Resolution

To declare dividend for the Financial Year 2013-14

Particulars	Number of Votes contained in			Percentage
	E-Votes	Poll	Total	
Assent	5,21,89,403	34,84,90,756	40,06,80,159	99.99
Dissent	65	545	610	0.01
Total	5,21,89,468	34,84,91,301	40,06,80,769	100.00

Accordingly, out of a total of 40,06,80,769 valid votes cast via e-Voting and Poll, 40,06,80,159 votes were cast **ASSENTING** to the Ordinary Resolution constituting 99.99 % of the votes polled; 610 votes were cast **DISSENTING** to the Ordinary Resolution constituting 0.01 % of the votes polled.

Thus, the Ordinary Resolution as contained in Item No. 2 of the Notice dated 4th June, 2014, is *passed with requisite majority*.



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Consolidated Results of Item No. 3 - Special Resolution

To create, offer, issue and allot by way of an offer document / prospectus or such other document, in India or abroad, such number of equity shares and / or preference shares, specifying the class of preference shares, the extent of issue of each class of such preference shares, whether perpetual or redeemable, the terms & conditions subject to which each class of preference shares may be issued and / or other permitted securities which are capable of being converted into equity or not, upto such amount/s which together with the existing Paid-up Equity share capital of Rs. 461.26 crores will be within Rs. 3000 Crores.

Particulars	Number of Votes contained in			Percentage
	E-Votes	Poll	Total	
Assent	2,84,45,172	34,66,98,270	37,51,43,442	94.08
Dissent	2,17,96,049	17,93,031	2,35,89,080	5.92
Total	5,02,41,221	34,84,91,301	39,87,32,522	100.00

Accordingly, out of a total of 39,87,32,522 valid votes cast via e-Voting and Poll, 37,51,43,442 votes were cast ASSENTING to the Special Resolution constituting 94.08 % of the votes polled; 2,35,89,080 votes were cast DISSENTING to the Special Resolution constituting 5.92 % of the votes polled.

Thus, the Special Resolution as contained in Item No. 3 of the Notice dated 4th June, 2014, is passed with requisite majority.



S.N. Ananthasubramanian
Scrutinizer

H.S. Raghavendra Rao
Shareholder Scrutinizer