

**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,  
Executive Director & Chairman of the Meeting  
Canara Bank  
112, J C Road  
Bengaluru 560002

Dear Sir,

At the outset, we would like to thank you for appointing us as the Scrutinizer for the remote e-Voting and voting by your shareholders, at the 13<sup>th</sup> Annual General Meeting (13th AGM) of your Company held on Tuesday, 14<sup>th</sup> July, 2015 at 3:30 p.m.

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

For **S. N. ANANTHASUBRAMANIAN & Co.**



**Authorised Signatory**

Date : 14<sup>th</sup> July, 2015

Place: Bengaluru

**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)

**SCRUTINIZER'S REPORT**

NAME OF THE BANK	Canara Bank
MEETING	13 <sup>TH</sup> Annual General Meeting
DATE & TIME	Tuesday, July 14 2015 at 3. 30 p.m.
VENUE	Auditorium, 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 the voting to be conducted at the 13<sup>th</sup> Annual General Meeting (AGM) of **Canara Bank** hereinafter referred to as **the Bank** held on Tuesday, July 14, 2015 at 3.30 p.m. at the Venue.

**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), for the purpose of e-Voting, the Bank completed dispatch of the Notice of e-Voting;

- on **18<sup>th</sup> June 2015** by email to **75,872** shareholders who had registered their email-ids with Depositories/the Company; and to **5490** shareholders who had acquired shares after the Cut-off Date, on **7<sup>th</sup> July 2015**.
- on **19<sup>th</sup> June 2015** by Registered Post to **82,284** shareholders in physical form.

**3. Cut-off date**

The Voting rights were reckoned as on **Tuesday, 7<sup>th</sup> July, 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.

**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)

**4. Remote E-voting**

**4.1 Agency:**

The Bank had appointed Karvy Computershare Private Limited as the agency for providing the remote e-voting platform.

**4.2 Remote e-voting:**

Remote e-Voting was open for three days from **10.00 a.m. on Saturday 11<sup>th</sup> July, 2015 to 5.00 p.m. on Monday, 13<sup>th</sup> July, 2015** and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on e-Voting platform provided by Karvy Computershare Private Limited.

**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 Scrutinizers 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 Computershare Private Limited, the e-Voting Agency provided us with the names, DP Id / folio numbers and shareholding of the members who had cast their votes through remote e-voting.

5.3. Along with me, Shri D. P. Narayanappa, a shareholder of Bank (DP Id No. IN301356 / 20094974) was also appointed as a Scrutinizer for the purpose of scrutinizing the voting at the AGM.

**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)

**6. Counting Process**

6.1 After the Chairman announced the commencement of voting, one ballot box kept for polling was locked in our presence.

6.2 On completion of voting at the Meeting, the locked ballot boxes were subsequently opened in our presence and the poll papers were diligently scrutinized.

6.3 The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Bank and authorizations / proxies lodged with the Bank.

6.4 The remote e-voting results on the Karvy E-voting platform before Shri D. P. Narayanappa and Shri Raghu and e-voting results were downloaded.

6.5 In terms of Section 3(2E) of The Banking Companies (Acquisition & Transfer of Undertaking) Act, 1970, no person holding shares in a banking company shall, in respect of any shares held by him, exercise voting rights in excess of ten percent of the total voting rights of all the shareholders of the banking company.

6.6 Accordingly, in respect of Life Insurance Corporation of India holding **7,46,42,214** equity shares as on July 7, 2015 and have exercised voting rights equivalent to their holding, in view of the aforesaid provision, their voting rights have been restricted to **5,15,19,697** votes being 10% of the total voting rights of all the shareholders of the Bank as on the cut-off date.

**7 Results**

7.1 It was observed that

- a) **163** members had cast their votes through the voting facility provided at the meeting; and
- b) **278** members had cast their votes through remote e-voting.

7.2 **Five (-5-)** Ballot Papers were found to be invalid after scrutiny.

**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)

7.3 The Consolidated results with respect to each item on the agenda as set out in the Notice of the 13<sup>th</sup> AGM dated 1<sup>st</sup> June 2015 is enclosed.

7.4 Based on the aforesaid results, both the Ordinary Resolutions as contained in Item No. 1 and Item No.2 and the Special Resolution as contained in Item No.3 of the Notice dated 1<sup>st</sup> June 2015, have been passed with **requisite majority**.

7.5 Soft copy of the List of members, for both voting at the AGM as well as remote e-voting containing the details of members who voted "FOR", "AGAINST" and those whose votes were considered as invalid for each resolution will be emailed to the Company Secretary, after the announcement of the Results by the Bank.

**S. N. Viswanathan**



Date: 14<sup>th</sup> July, 2015

Place: Bengaluru



**D. P. Narayanappa -  
Shareholder Scrutinizer**

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

10/26, BRINDABAN, THANE - 400 601

Tel 25345648 / 2543 2704 : Fax 2539 0292 - email [snaco@snaco.net](mailto:snaco@snaco.net); website [www.snaco.net](http://www.snaco.net)

**Consolidated Results**

**Item No. 1: Adoption of Accounts.**

Particulars	Number of Votes contained in						Percentage
	Voting at the AGM		Remote e-Votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	152	332227617	*270	108035163	422	440262780	99.97
Dissent	0	0	*6	263	6	263	0.00
Abstain	6	680	4	117498	10	118178	0.03
Total	158	332228297	*280	108035436	438	440381221	100.00

\* -2- Shareholder has cast his vote both "For" and "Against".

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the Notice dated 1<sup>st</sup> June 2015, has been passed with requisite majority.



S. N. Viswanathan

Date: 14<sup>th</sup> June 2015

Place: Bengaluru



D. P. Narayanappa

Shareholder Scrutinizer

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

10/26, BRINDABAN, THANE – 400 601

Tel. 25345648 / 2543 2704 : Fax 2539 0292 – email [snac@snaco.net](mailto:snac@snaco.net): website [www.snaco.net](http://www.snaco.net)

**Consolidated Results**

Item No. 2: Declaration of Dividend at the rate of Rs.10.50/- per equity share.

Particulars	Number of Votes contained in						Percentage
	Voting at the AGM		Remote e-Votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	151	332227517	*276	108092836	427	440320353	
Dissent	1	100	*2	125	3	225	
Abstain	6	680	1	59963	681	60643	
Total	158	332228297	*279	108152924	437	440381221	

\* -1- Shareholder has cast his vote both "For" and "Against".

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 2 of the Notice dated 1<sup>st</sup> June 2015, has been passed with requisite majority.

*S N Viswanathan*

S N Viswanathan

Date: 14<sup>th</sup> July 2015

Place: Bengaluru

*D P Narayanappa*

D. P. Narayanappa

Shareholder Scrutinizer

**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)

**Consolidated Results**

Item No. 3: Raising of Capital by further issue of shares

Particulars	Number of Votes contained in						Percentage
	Voting at the AGM		Remote e-Votes		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	149	332226742	*255	91656702	404	423883444	96.25
Dissent	2	525	*23	16436049	25	16436574	3.73
Abstain	7	1030		60173	1032	61203	0.02
Total	158	332228297	*280	108152924	438	440381221	100.00

\* -2- Shareholder has cast his vote both "For" and "Against".

Based on the aforesaid results, **Special Resolution** as contained in Item No. 3 of the Notice dated 1<sup>st</sup> June 2015, has been passed with requisite majority.



S N Viswanathan

Date: 14<sup>th</sup> July 2015

Place: Bengaluru



D. P. Narayanappa

Shareholder Scrutinizer