

**Canara Bank**  
**Secretarial Department, MD&CEO' Secretariat, HO::Bangalore - 2**

**Proceedings of the Extraordinary General Meeting of the Bank - 29.09.2015**

- In accordance with the Notice dated 31.08.2015, the Extraordinary General Meeting of the Bank was held on Tuesday the 29<sup>th</sup> September, 2015 at 10.30 a.m. at Auditorium -1, NIMHANS CONVENTION CENTRE, Hosur Main Road, Hombegowda Nagar, Bengaluru - 560 029.
- After invocation to the Lord and lighting of the traditional lamp, the Extraordinary General Meeting was commenced.
- Shri. T N Manoharan, Chairman of the Bank welcomed the shareholders present and announced that in accordance with Regulation 58 of the Canara Bank (Shares and Meetings) Regulations, 2000 the requisite quorum was present and called the meeting to order.
- 191 Shareholders and 26 proxy holders/authorized representatives have registered their attendance for the meeting.
- The Chairman then introduced the Directors present on the dais to the shareholders. With the permission of the members present the Notice convening the meeting was taken as read.
- The Chairman then addressed the Shareholders on the Bank's performance till June, 2015.
- The Chairman informed that in terms of Clause 35B of the Listing Agreement entered into with the Stock Exchanges read with Rule 20 of the Companies (Management and Administration) Rules, 2014, it is now mandatory to extend to the shareholders of the Bank, the facility to vote on the items on the agenda to be considered at the Annual General Meeting / Extraordinary General Meeting by electronic means.



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- The e-Voting was held from 10.00 AM of 26<sup>th</sup> September, 2015 to 05.00 PM of 28<sup>th</sup> September, 2015.
- The Chairman further informed that the Bank has appointed M/s Karvy Computershare Private Limited as e-Voting agency and M/s S N Ananthasubramanian and Co., Company Secretaries, as Scrutinizer to oversee the e-Voting process. In terms of the clarification dated 17<sup>th</sup> June, 2014 issued by the Ministry of Corporate Affairs, voting by Show of Hands is not permitted at a general meeting where e-Voting has been offered to the shareholders. Therefore, it becomes necessary to conduct the poll at the meeting in respect of the agenda to be transacted at the EGM.
- Accordingly, the Bank has appointed Mr. S N Ananthasubramanian & Co., Company Secretaries and Mr. Pradeep Patil, a shareholder of the Bank as Scrutinizers for the poll at this meeting. Ballot Boxes used for the Poll were demonstrated and locked /sealed under the supervision of the Scrutinizers in presence of the shareholders.
- The Chairman then took up the sole Agenda Item for approval of shareholders by Special Resolution to issue and allot 2,77,94,083 equity shares of face value of Rs. 10/- each of the Bank to the Government of India (GOI) on preferential basis, at a price of Rs. 340.72 per equity share including premium of Rs. 330.72.
- The said agenda item was proposed and seconded by two shareholders.
- Before putting the Resolution to vote, the Chairman invited the shareholders present to make their observations, if any, on the said matter i.e., Issue of equity shares to Government of India on Preferential Basis.



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- The Chairman responded to the various observations made / queries raised by the shareholders.
- He then informed that the Results of the Voting aggregated with the Results of e-Voting will be placed on the website of the Bank and also on the websites of Bombay Stock Exchange (BSE), National Stock Exchange (NSE) and M/s Karvy Computershare Private Limited, the R & T Agents / the agency appointed for e-Voting process within two working days.
- Thereafter the Chairman thanked all the Shareholders for their presence & support and after the casting of the Votes by all the Shareholders present, he declared the Extraordinary General Meeting as closed.

Bengaluru

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



**कृते केनरा बँक**  
**For CANARA BANK**

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