

Ref :: MD&CEO:SD:2886/2887/11/12:BNB:2015

July 15, 2015

The Manager
The Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street MUMBAI - 400 001
Fax: 022-22722037/39/2041/2061/
3121/1557/1278/3354/3577

The Manager
Listing Department
National Stock Exchange of India Ltd
EXCHANGE PLAZA
Bandra-Kurla Complex
Bandra [E] MUMBAI 400051 Fax : 022 -
26598237 / 238 / 26598347 / 348

प्रिय महोदय/ Dear Sir,

विषय/ Subject: Details of the voting results in the AGM of the Bank

Ref : Clause 35A and 35B of the Listing Agreement

In terms of Clause 35A of the Listing Agreement, we submit the details of the voting results of the Annual General Meeting in the prescribed format :

- Date of the Annual General Meeting : 14.07.2015
- Total Number of shareholders as on 07.07.2015 : 152922
- Number of shareholders present in the meeting either in person or through proxy :
Promoter and Promoter Group : 01
Public : 482
- Number of shareholders attended the meeting through Video Conferencing : Not Applicable (NA)

Promoter and Promoter Group : NA
Public : NA

Agenda of the Meeting :

Item No. 1 : To discuss, approve and adopt the Balance Sheet as at 31st March, 2015, Profit and Loss Account of the Bank for the year ended on that date, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and Auditors' Report on the Balance Sheet and Accounts.

Item No. 2 : To declared dividend for the financial year 2014-15.

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 Rs. 1500 Crore (as decided by the Board or Committee of the Board of the Bank) which together with the existing Paid-up Equity share capital of Rs. 515.20 Crores will be within Rs. 3000 Crores.

..2/-

सचिवालय विभाग

प्रबंध निदेशक व मुख्य कार्यकारी अधिकारी सचिवालय

प्रधान कार्यालय

112, जे सी रोड बेंगलूर - 560002

Secretarial Department

MD & CEO's Secretariat

Head Office

112 J C Road, Bangalore - 560002

T +91 80 22100250

F +91 80 22248831

E-Mail : hosecretarial@canarabank.com

www.canarabank.com

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Resolution required :

- For the Agenda Item 1 : Ordinary Resolution
- For the Agenda Item 2 : Ordinary Resolution
- For the Agenda Item 3 : Special Resolution

Mode of Voting : e-Voting and Poll at the Meeting

Consolidated results of e-Voting and Poll at the AGM are enclosed.

धन्यवाद / Thanking you,

भवदीय/ Yours faithfully,


बी नगेशबाबू / B NAGESH BABU
कंपनी सचिव/ COMPANY SECRETARY

सचिवीय विभाग

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

10/26, BRINDABAN, THANE – 400 601

Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website 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 13th Annual General Meeting (13th AGM) of your Company held on Tuesday, 14th 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 : 14th July, 2015

Place: Bengaluru

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SCRUTINIZER'S REPORT

NAME OF THE BANK	Canara Bank
MEETING	13 TH 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 13th 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 **18th 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 **7th July 2015**.
- on **19th June 2015** by Registered Post to **82,284** shareholders in physical form.

3. Cut-off date

The Voting rights were reckoned as on **Tuesday, 7th 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.

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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 11th July, 2015 to 5.00 p.m. on Monday, 13th 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.



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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) **278** members had cast their votes through the e-voting facility provided at the meeting; and
 - b) **163** members had cast their votes through remote e-voting.
- 7.2 **Five (-5-)** Ballot Papers were found to be invalid after scrutiny.

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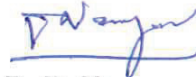
7.3 The Consolidated results with respect to each item on the agenda as set out in the Notice of the 13th AGM dated 1st June 2015 is enclosed.

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 1st 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



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

Date: 14th July, 2015

Place: Bengaluru

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Consolidated Results

Item No. 1: Adoption of Accounts.

Particulars	Number of Votes contained in						Percentage
	Remote e-Votes		Voting at the AGM			Total	
	Number	Votes	Number	Votes	Number		
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 1st June 2015, has been passed with requisite majority.

S. N. Viswanathan

S. N. Viswanathan

Date: 14th June 2015

Place: Bengaluru

D. P. Narayanappa

D. P. Narayanappa

Shareholder Scrutinizer

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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
	Remote e-Votes		Voting at the AGM		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	151	332227517	*276	108092836	427	440320353	99.99
Dissent	1	100	*2	125	3	225	0.00
Abstain	6	680	1	59963	681	60643	0.01
Total	158	332228297	*279	108152924	437	440381221	100.00

* -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 **1st June 2015**, has been passed with **requisite majority**.



S N Viswanathan

Date: 14th July 2015

Place: Bengaluru



D. P. Narayanappa

Shareholder Scrutinizer

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Consolidated Results

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

Particulars	Number of Votes contained in						Percentage
	Remote e-Votes		Voting at the AGM		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	2	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 1st June 2015, has been passed with requisite majority.



S N Viswanathan

Date: 14th July 2015

Place: Bengaluru



D. P. Narayanappa

Shareholder Scrutinizer