



# CITY UNION BANK LIMITED

"NARAYANA" Administrative Office,  
No.24-B, Gandhi Nagar, Kumbakonam - 612 001.  
Phone : 0435 - 2402322 - Fax:0435 - 2431746  
CIN - L65110TN1904PLC001287

E-mail : shares@cityunionbank.com Website: www.cityunionbank.com

**CERTIFIED COPY OF THE RESOLUTION PASSED BY THE QIP MANAGEMENT COMMITTEE OF THE BOARD OF DIRECTORS OF CITY UNION BANK LIMITED (THE "BANK") AT ITS MEETING HELD ON 22<sup>ND</sup> JULY, 2014, 2014 AT CHENNAI IN CONNECTION WITH ALLOTMENT OF EQUITY SHARES OF THE BANK UNDER CHAPTER VIII OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED (THE "SEBI REGULATIONS") AND SECTION 42 OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER**

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## **ALLOTMENT OF EQUITY SHARES:**

**"RESOLVED THAT** subject to the Memorandum of Association and Articles of Association of the Bank, the SEBI Regulations and the provisions of all other applicable laws, rules and regulations, guidelines, circulars and notifications and pursuant to the resolution of the Board of Directors of the Bank dated July 29, 2013, the approval of the shareholders of the Bank by way of a special resolution dated August 30, 2013 in respect of the issue of equity shares of the Bank of face value of ₹ 1 each (the "**Equity Shares**"), the placement agreement dated 14.07.2014, the preliminary placement document dated 14.07.2014 and the placement document dated 17.07.2014, 46635576 Equity Shares, bearing distinctive numbers 542740264 to 589375839 to qualified institutional buyers as per the list placed on the table at the issue price of ₹ 75.05 per Equity Share (which includes ₹ 74.05 towards share premium) against receipt of full payment of application monies in the escrow account opened for the Issue, aggregating to approximately ₹ 3499.99 million, in accordance with the details specified in the confirmation of allocation note and the application form for the Issue be and are hereby allotted."

**"RESOLVED FURTHER THAT** the Equity Shares allotted as above, subject to the provisions of the Memorandum of Association and the Articles of Association of the Bank, shall rank *pari passu* with the existing equity shares of the Bank and shall be entitled to such dividends and corporate benefits, if any declared by the Bank after the allotment, if applicable."

**"RESOLVED FURTHER THAT** Dr. N. Kamakodi, MD & CEO, Mr. S. Sundar, CFO & Senior General Manager, Mr. V Ramesh, Company Secretary & Deputy General Manager, Mr. S. Rajam, Assistant General Manager, Mr. K Jayaraman, Assistant General Manager, Mr. R Subbaraman, Chief Manager and Mr. S. Narayanan, Chief Manager be and are hereby severally authorised to apply for listing and trading approvals of the BSE Limited, the National Stock Exchange of India Limited and the Madras Stock Exchange Limited (the "**Stock Exchanges**") for the Equity Shares allotted by the Bank by way of the preliminary placement document dated 14.07.2014 and the placement document dated 17.07.2014 and the aforesaid resolution, which are to be listed on the Stock Exchanges."

**"RESOLVED FURTHER THAT** the Equity Shares allotted as above, to be credited to the demat account of the allottees through corporate action with NSDL/CDSL after obtaining necessary approvals from the Stock Exchanges."



**For CITY UNION BANK LTD.,**

  
**Company Secretary**



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**"RESOLVED FURTHER THAT** any of the Directors of the Bank or the Company Secretary be and are hereby severally authorised to certify the true copy of these resolutions and forward the same to any person or authority for their record and necessary action."

Sd/- Chairman of the Meeting  
Date : 22.07.2014

**CERTIFIED TRUE COPY**

For CITY UNION BANK LTD.,

*Ramesh*  
Company Secretary

