

for which one goes first, next and if the market continues to be the leader, not happen exactly as you

continue to be the leader.

# Corporation Bank

Head Office : Mangala Devi Temple Road, Mangalore - 575 001 D.K. District, Karnataka State, India.

## NOTICE

NOTICE IS HEREBY GIVEN pursuant to Regulation 57 of the Corporation Bank (Shares and Meetings) Regulations, 1998 that an Extra Ordinary General Meeting of the Shareholders of CORPORATION BANK will be held on Monday, the 25<sup>th</sup> August, 2014 at 10.00 A.M. at Millennium Building, Corporation Bank, Head Office, Mangala Devi Temple Road, Pandeshwar, Mangalore 575 001, Karnataka State to transact the following business:

- Item No. 1:** To elect THREE directors from amongst the shareholders of the Bank, other than the Central Government, in respect of whom valid nominations are received in terms of Section 9 (3) (f) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1980 (hereinafter referred to as "the Act") read with The Banking Regulation Act, 1949 (hereinafter referred to as "the Regulation Act"), the Nationalised Banks (Management and Miscellaneous Provisions) Scheme, 1980 (hereinafter referred to as "the Scheme") and the Corporation Bank (Shares and Meetings) Regulations, 1998 (hereinafter referred to as "the Regulations"), and Notification No. DBOD. No. BC. No. 46/29.39.03/2007-08 and 47/29.39.03/2007-08 both dated: 1<sup>st</sup> November, 2007 read with No. DBOD. BC. No. 95/29.39.001/2010-11 dated 23<sup>rd</sup> May, 2011 of Reserve Bank of India (hereinafter referred to as "RBI Notification").
- Item No. 2:** To issue fresh Equity Shares to the employees of the Bank under Corporation Bank Employees Stock Purchase Scheme - 2014 (ESPS).

## NOTES

- VOTING RIGHTS**  
In terms of sub-section (2E) of Section 3 of the Act, no shareholder of the corresponding new Bank, other than the Central Government, shall be entitled to exercise voting rights in respect of any shares held by him/her in excess of ten per cent of the total voting rights of all the shareholders of the Bank. Subject to the above, as per Regulation 66, each shareholder who has been registered as a shareholder on the "Cut-Off Date" i.e. Tuesday 29<sup>th</sup> July 2014 shall have one vote for each share held by him in E-Voting/voting through poll.
- In compliance with provisions of Clause 35 B of Listing Agreement for Equity, the Bank is pleased to offer e-voting facility as an alternative mode of voting to its Members at the EGM, which will enable the shareholders to cast their votes electronically and the business may be transacted through e-voting Services provided by Karvy Computershare Pvt. Ltd. The e-voting period commences on 18.08.2014 (10:00 a.m.) and ends on 20.08.2014 (5:00 p.m.). Kindly note e-voting is optional.
- CUT-OFF DATE FOR THE PURPOSE OF ASCERTAINMENT OF SHAREHOLDERS ENTITLED TO PARTICIPATE IN THE ELECTION & VOTE/E-VOTE TO ELECT THREE DIRECTORS AND FOR APPROVAL OF ESPS**  
Those shareholders whose names appear on the Register of Shareholders/ as Beneficial owners as furnished by NSDL/CDSL as at the close of business hours i.e. Tuesday the 29<sup>th</sup> July 2014 (hereinafter referred to as the "Cut-Off Date") shall be entitled to participate in the election i.e. nominate, contest and vote/e-vote. In the election of three directors from amongst Shareholders other than Central Government as mentioned in Item 1 of the Notice and to vote for the approval of ESPS as per Item 2 of the Notice.
- EXERCISE OF RIGHTS OF JOINT HOLDERS**  
As per Regulation 10 of the Regulations, if any share stands in the names of two or more persons, the person first named in the register shall, as regards voting, be deemed to be the sole holder thereof. Hence if shares are in the name of joint holders, then first named person is only entitled to attend the meeting and is only eligible to vote in the meeting.
- APPOINTMENT OF PROXY**  
A SHAREHOLDER ENTITLED TO ATTEND THE MEETING, IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND INSTEAD OF HIMSELF/HERSELF, AND SUCH A PROXY NEED NOT BE A SHAREHOLDER OF THE BANK.  
However, the proxy so appointed will not have any right to speak at the Meeting.  
No person shall be appointed as a proxy who is an officer or an employee of Corporation Bank.  
As per the Regulations 70(vi), the grantor of an instrument of proxy shall not be entitled to vote in person at the meeting to which such instrument relates.  
The proxy form, in order to be effective, must be received by the Bank at its Head Office at Mangala Devi Temple Road, Mangalore - 575 001, Karnataka State not later than FOUR DAYS before the date of the meeting, i.e. on or before the closing hours i.e. 5:00 p.m. of Wednesday 20<sup>th</sup> August 2014.
- APPOINTMENT OF AN AUTHORISED REPRESENTATIVE**  
No person shall be entitled to attend or vote at the Extra Ordinary General Meeting as a duly authorised representative of any body corporate which is a shareholder of the Bank, unless a copy of the resolution appointing him/her as a duly authorised representative, certified to be true copy by the Chairman of the meeting at which it was passed, shall have been deposited at the Head Office of the Bank with the Company Secretary, Corporation Bank, Investor Services Department, H.O., Mangalore - 575 001, Karnataka State, not later than FOUR DAYS before the date of the Meeting i.e. on or before the closing hours i.e. 5:00 p.m. of Wednesday 20<sup>th</sup> August 2014.  
No person shall be appointed as an authorised representative who is an officer or an employee of Corporation Bank.
- LIST OF SHAREHOLDERS**  
A list of shareholders of the Bank as on 29-07-2014 will be available for sale on and from 1<sup>st</sup> August 2014 till 9<sup>th</sup> August 2014, on payment of ₹1,00,000/- by means of a demand draft in favour of "CORPORATION BANK", payable at Mangalore, along with a request addressed to the Company Secretary, Investor Services Department at the Bank's H.O. at Mangala Devi Temple Road, Mangalore - 575 001, Karnataka State, on or before the last date fixed for submission of nomination forms viz. 9<sup>th</sup> August, 2014. However, the intending candidates may also inspect the Register of Members and take extracts there from at their own cost. It may be noted that the last date for submission of nominations is 9<sup>th</sup> August 2014.
- INSPECTION**  
The Register of Members will be open for inspection by the shareholders, at the Investor Services Department of the Bank at Mangalore, on all working days commencing from 1<sup>st</sup> August 2014 till 9<sup>th</sup> August, 2014 between 3:00 p.m. and 5:00 p.m. on Mondays through Fridays (and on Saturdays between 11:00 a.m. and 4:00 p.m.) for the purpose of enabling the contestant to take extracts of any part from the Register of Members or request the Bank for computer prints of the relevant portions, on prepayment of an amount to be calculated at the rate of ₹5/- for every 1000 words or part thereof.
- FORMS IN WEBSITE**  
Complete text of the Notice indicating process and manner of e-voting is being sent individually to all the members whose email IDs are registered with the Bank/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the EGM of the Bank is being sent in the permitted mode. The same is also made available on the Bank's website www.corpbank.com together with the extract of the Acts, Regulations, Notifications and  
(A) The Nomination Form, and Declaration Form, under the Regulations,  
(B) Personal Information, Declaration and Undertaking, (POI form) as prescribed by RBI and  
(C) Proxy Form, Attendance Slip, Entry Pass and Ballot Paper Pass.  
Persons interested in nominating a candidate and the contesting candidates are advised to visit the Bank's website/read the printed Notice which is being mailed separately to all the shareholders.
- Shareholders may kindly note that no gift/gift coupon will be distributed at the meeting.

By order of the Board of Directors  
for CORPORATION BANK  
(S. K. DASH)  
COMPANY SECRETARY

Place : Mangalore  
Date : 16.07.2014

Business Unit  
24/07/2014



Head Office: Mangala Devi Temple Road, Mangalore - 575 001, D.K. District, Karnataka State, India

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By order of the Board of Directors  
 for CORPORATION BANK  
 (S. K. DASH)  
 COMPANY SECRETARY  
 Place : Mangalore  
 Date : 16.07.2014

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