

**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE  
QIP COMMITTEE MEETING HELD ON 26<sup>TH</sup> AUGUST 2014**

“RESOLVED THAT subject to the Memorandum 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 the Bank dated August 6, 2013, the approval of the shareholders of the Bank by way of special resolution dated October 7, 2013 in respect of issue of Equity Shares of the Bank of Face Value of ₹ 10/- each (‘the Equity Shares’), the placement agreement dated August 19, 2014, the Preliminary Placement Document dated August 19, 2014 and the Placement Document dated August 21, 2014, 1,34,12,015 Equity Shares of the Bank bearing Distinctive Numbers from 107393887 to 120805901 to the Qualified Institutional Buyers (QIBs) as per the list tabled at the Meeting at the issue price of ₹ 466/- per Equity Share ( which includes ₹ 456/- towards Securities Premium) against receipt of full payment of application monies in the escrow account opened for the issue aggregating about ₹ 625 cr, 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 herein, subject to the provisions of the Memorandum and Articles of Association of the Bank, shall rank pari-passu with the existing Equity Shares of the Bank in all respects including dividend.”

“FURTHER RESOLVED THAT the approval be and is hereby accorded

- a. to appropriate a sum of ₹ 6,249,998,990/- from the QIP Issue 2014 as under:
  - (i) Share Capital A/c ₹ 134,120,150/-
  - (ii) Securities Premium A/c ₹ 6,115,878,840/-
- b. to the Registrars viz., M/s SKDC Consultants Limited, Coimbatore to submit the list of beneficial owners to the respective Depositories viz., NSDL and CDSL to enable them to credit the Equity Shares allotted herein to the respective beneficial owners’ account.”



**THE KARUR VYSYA BANK LIMITED**  
 INVESTOR RELATIONS CELL  
 Registered & Central Office,  
 Erode Road, KARUR - 639 002.  
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 Fax : 225700 / 205595  
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**"RESOLVED FURTHER THAT**

1. Shri R Kannan, Company Secretary & Deputy General Manager and Shri T Sivarama Prasad, General Manager & CFO, Central Office, Karur be are hereby severally authorized to make necessary applications, sign such documents to the Stock Exchange/s for listing of shares and to the Depositories for admission of the Bank's Equity Shares Issue under QIP.
2. the Company Secretary be and is hereby authorized
  - a. to file necessary forms in accordance with the provisions of the Companies Act, 2013 with the Registrar of Companies for the allotment of shares under QIP through MCA portal.
  - b. to file the Placement Document and other necessary documents with SEBI, Mumbai in terms of the SEBI(ICDR) Regulations, 2009, as amended.
  - c. to file all necessary documents/forms with Reserve Bank of India and other authorities as may be required in connection with the QIP Issue.
  - d. to do such other acts, deeds and things as may be deemed necessary in connection with the QIP Issue of the Bank.



**For THE KARUR VYSYA BANK LTD.,**

**R. KANNAN**  
Company Secretary & Deputy General Manager.

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