Estd: 1924

CIN: L85110KA1924PLC001128

Regd. & Head Office

P.B. No. 599, Mahaveera Circle

Kankanady, Mangalore – 575 002

Phone : 0824 - 2228222 Fax: 0824-2225588

Website: www.karnatakabank.com

email : info@ktkbank.com

28.07.2016

SECRETARIAL DEPARTMENT

HO: SEC: 226: 2016-17

The Manager
 Listing Department
 National Stock Exchange Of
 India Limited.,
 Exchange Plaza,C-1, Block G
 Bandra-Kurla Complex, Bandra
 (E), MUMBAI-400 051

The General Manager,
 BSE Limited
 Corporate Relationship Dept
 Phiroze Jeejeebhoy Towers,
 Dalal Street,
 MUMBAI-400 001

Dear Sir,

Sub: Disclosure pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is to inform you that the 92nd Annual General Meeting of the members of the Bank was held today at 11.30 A.M. at the registered office of the Bank and pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the copy of the voting results along with the report of the scrutinizer.

It may please be noted that all the resolutions were passed with requisite majority.

Kindly take on record the above submission.

Thank You,

Yours faithfully,

(Y. W. Balachandra)

COMPANY SECRETARY

| Scrip code | 532652 / KTKBANK | | |
|---------------------------|------------------------|--|--|
| Name of the company | The Karnataka Bank Ltd | | |
| Type of meeting | AGM | | |
| Date of the meeting | 28-07-2016 | | |
| Start time of the meeting | 11:30 AM | | |
| End time of the meeting | 1:00 PM | | |

| Voting results | |
|---|------------------|
| Record date | 21-07-2016 |
| Total number of shareholders on record date | 120948 |
| No. of shareholders present in the meeting either in person | or through proxy |
| a) Promoters and Promoter group | NA |
| b) Public | 509 |
| No. of shareholders attended the meeting through video co | nferencing |
| a) Promoters and Promoter group | NA |
| b) Public | NA |
| No. of resolution passed in the meeting | 6 |
| | |

Empuny Secretary

| | | Agenda- | - wise disclosure | (to be disclosed so | eparately for e | ach agenda ite | m) | | |
|---------------|-------------------------------|--------------------|-------------------------------|--|---------------------------------|----------------------------------|--|--|------------------|
| Resolution re | equired: (Ordinary/ Speci | al) | Ordinary | | | | | | |
| Description (| of Resolution considered | | (Balance Sheet | • | 2016 and Pro | ofit & Loss Ac | count etc. for the | year ended March e year ended on t | |
| Whether pro | moter/ promoter group a | are interested | in the agenda/ | resolution? | Not Applicab | le | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes - in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes |
| Promoter | E-Voting | NA | 0 | 0 | C | 0 | 0 | 0 | |
| and | Poll | | 0 | 0 | C | 0 | 0 | 0 | |
| Promoter | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | . NA | |
| Group | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- | E-Voting | 59705252 | 40661836 | 68.10 | 40661836 | 0 | 100.00 | 0.00 | |
| Institutions | Poll | | | 0.00 | C | 0 | 0.00 | 0.00 | |
| | Postal Ballot (if applicable) | | NA | NA | . NA | NA NA | NA | NA NA | |
| | Total | 59705252 | 40661836 | 68.10 | 40661836 | 0 | 100.00 | 0.00 | 0 |
| Public- Non | E-Voting | 128753171 | 12919911 | 10.03 | 12670567 | 249344 | 98.07 | 1.93 | |
| Institutions | Poll | | 584859 | 0.45 | 578159 | 140 | 98.85 | 0.02 | 6560 |
| | Postal Ballot (if applicable) | | NA | N/A | N/A | NA NA | NA NA | NA NA | |
| | Total | 128753171 | 13504770 | 10.49 | 13248726 | 249484 | 98.10 | 1.85 | 6560 |
| Total | | 188458423 | 54166606 | 28.74 | 53910562 | 249484 | 99.53 | 0.46 | 6560 |

| | Agenda- wise disclosure (to be disclosed separately for each agenda item) | | | | | | | | |
|--------------|---|------------------------------|-------------------------------|---|---------------------------------|----------------------------------|--|--|------------------|
| Resolution r | equired: (Ordinary/ Speci | al) | Ordinary | | | | | | |
| Description | of Resolution considered | | ITEM No. 2: De | claration of Divide | nd on equity s | hares | | | |
| Whether pro | omoter/ promoter group a | are interested | in the agenda/ | resolution? | Not Applicabl | e | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes — in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes |
| Promoter | E-Voting | NA | 0 | 0 | 0 | 0 | 0 | 0 | |
| and | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| Promoter | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA | |
| Group | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- | E-Voting | 59705252 | 41020974 | 68.71 | 41020974 | 0 | 100.00 | 0.00 | |
| Institutions | Poll | | | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | . NA | |
| | Total | 59705252 | 41020974 | 68.71 | 41020974 | 0 | 100.00 | 0.00 | 0 |
| Public- Non | E-Voting | 128753171 | 12919911 | 10.03 | 12919911 | 0 | 100.00 | 0.00 | |
| Institutions | Poll | | 584859 | 0.45 | 578099 | 200 | 98.84 | 0.03 | 6560 |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA NA | |
| | Total | 128753171 | 13504770 | 10.49 | 13498010 | 200 | 99.95 | 0.00 | 6560 |
| Total | | 188458423 | 54525744 | 28.93 | 54518984 | 200 | 99.99 | 0.00 | 6560 |

| | Agenda- wise disclosure (to be disclosed separately for each agenda item) | | | | | | | | |
|---------------|---|------------------------------|-------------------------------|---|---------------------------------|----------------------------------|---|--|------------------|
| Resolution r | equired: (Ordinary/ Speci | al) | Ordinary | | | | | | |
| Description (| of Resolution considered | | Abarna & Anan | | o.000003S), Ch | | | tered Accountants | |
| Whether pro | omoter/ promoter group | are interested | in the agenda/ı | resolution? | Not Applicab | le | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes |
| Promoter | E-Voting | NA | 0 | 0 | 0 | 0 | 0 | 0 | |
| and | Poll | 1 | 0 | 0 | 0 | 0 | 0 | 0 | |
| Promoter | Postal Ballot (if applicable) | | NA | NA | NA | . NA | NA | NA | |
| Group | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- | E-Voting | 59705252 | 40957882 | 68.60 | 34746783 | 6211099 | 84.84 | 15.16 | |
| Institutions | Poll | | | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Postal Ballot (if applicable) | | NA | NA | . NA | . NA | NA | . NA | |
| | Total | 59705252 | 40957882 | 68.60 | 34746783 | 6211099 | 84.84 | 15.16 | 0 |
| Public- Non | E-Voting | 128753171 | 12919911 | 10.03 | 12919911 | . 0 | 100.00 | 0.00 | |
| Institutions | Poll | | 584859 | 0.45 | 578299 | 0 | 98.88 | 0.00 | 6560 |
| | Postal Ballot (if applicable) | | NA | NA | . NA | NA NA | NA | . NA | |
| | Total | 128753171 | 13504770 | 10.49 | 13498210 | 0 | 99.95 | 0.00 | 6560 |
| Total | | 188458423 | 54462652 | 28.90 | 48244993 | 6211099 | 88.58 | 11.40 | 6560 |

| | | Agenda | - wise disclosure | e (to be disclosed s | eparately for e | ach agenda ite | m) | | |
|--------------|-------------------------------|------------------------------|-------------------------------|--|---------------------------------|----------------------------------|--|--|------------------|
| Resolution r | equired: (Ordinary/ Speci | ial) | Ordinary | | | | | | |
| Description | of Resolution considered | | ITEM No. 4: Ap | pointment of Bran | ch Auditors ar | nd fix their rem | nuneration. | | |
| Whether pro | omoter/ promoter group | are interested | in the agenda/ | resolution? | Not Applicabl | е | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes |
| Promoter | E-Voting | NA | 0 | 0 | 0 | 0 | 0 | 0 | |
| and | Poll | | 0 | 0 | 0 | 0 | 0 | | |
| Promoter | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA NA | |
| Group | Total | 0 | 0 | 0 | . 0 | 0 | 0 | | 0 |
| Public- | E-Voting | 59705252 | 40957882 | 68.60 | 40516122 | 441760 | 98.92 | 1.08 | |
| Institutions | Poll | | | 0.00 | 0 | 0 | 0.00 | | |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | | |
| | Total | 59705252 | 40957882 | 68.60 | 40516122 | 441760 | 98.92 | 1.08 | 0 |
| Public- Non | E-Voting | 128753171 | 12919911 | 10.03 | 12919911 | 0 | 100.00 | 0.00 | |
| Institutions | Poll | | 584859 | 0.45 | 577599 | 700 | 98.76 | 0.12 | 6560 |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | NA | |
| | Total | 128753171 | 13504770 | 10.49 | 13497510 | 700 | 99.95 | 0.01 | 6560 |
| Total | | 188458423 | 54462652 | 28.90 | 54013632 | 442460 | 99.18 | 0.81 | 6560 |

| | | Agenda | - wise disclosure | e (to be disclosed s | eparately for e | each agenda ite | m) | | |
|--------------|-------------------------------|------------------------------|-----------------------------------|---|---------------------------------|--------------------------------|--|--|------------------|
| Resolution r | equired: (Ordinary/ Spec | ial) | Ordinary | | | | | | |
| Description | of Resolution considered | | ITEM No. 5: Ap February 18, 20 | pointment of Mr ()21. | J R Bhat, as an | Independent I | Director of the Ba | nk to hold office up | oto |
| Whether pro | omoter/ promoter group | are interested | in the agenda/ | resolution? | Not Applicab | le | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes |
| Promoter | E-Voting | NA | 0 | 0 | 0 | 0 | 0 | | |
| and | Poll | | 0 | 0 | 0 | | 0 | | |
| Promoter | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | . NA | |
| Group | Total | 0 | 0 | 0 | 0 | | 0 | 0 | 0 |
| Public- | E-Voting | 59705252 | 38140974 | 63.88 | 37661943 | 479031 | 98.74 | 1.26 | |
| Institutions | Poll | | | 0.00 | 0 | 0 | 0.00 | | |
| | Postal Ballot (if applicable) | No. | NA | NA | NA | NA | NA | | |
| | Total | 59705252 | 38140974 | 63.88 | 37661943 | 479031 | 98.74 | 1.26 | 0 |
| Public- Non | E-Voting | 128753171 | 12919911 | 10.03 | 12666946 | 252965 | 98.04 | 1.96 | |
| Institutions | Poll | | 584859 | 0.45 | 578049 | 250 | 98.84 | 0.04 | 6560 |
| | Postal Ballot (if applicable) | | NA | NA | NA | NA | NA | . NA | |
| | Total | 128753171 | 13504770 | 10.49 | 13244995 | 253215 | 98.08 | 1.88 | 6560 |
| Total | | 188458423 | 51645744 | 27.40 | 50906938 | 732246 | 98.57 | 1.42 | 6560 |

| | Agenda- wise disclosure (to be disclosed separately for each agenda item) | | | | | | | | | | |
|---------------|---|------------------------------|-------------------------------|--|---------------------------------|----------------------------------|--|--|------------------|--|--|
| Resolution re | equired: (Ordinary/ Speci | al) | Ordinary | | | | | | | | |
| Description (| of Resolution considered | | I . | EM No. 6: Appointment of Mr Keshav K Desai, as an Independent Director of the Bank to hold office upto bruary 18, 2021. | | | | | | | |
| Whether pro | omoter/ promoter group : | are interested | in the agenda/ | resolution? | Not Applicabl | le | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes — in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | Invalid Votes | | |
| Promoter | E-Voting | NA | 0 | 0 | 0 | 0 | C | 0 | | | |
| and | Poll | | 0 | 0 | 0 | 0 | C | 0 | | | |
| Promoter | Postal Ballot (if applicable) | | NA | NA | . NA | NA | NA | NA NA | | | |
| Group | Total | 0 | 0 | 0 | 0 | 0 | C | 0 | 0 | | |
| Public- | E-Voting | 59705252 | 38140974 | 63.88 | 37725035 | 415939 | 98.91 | 1.09 | | | |
| Institutions | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0 | | |
| | Postal Ballot (if applicable) | | NA | NA | NA | . NA | NA | NA | | | |
| | Total | 59705252 | 38140974 | 63.88 | 37725035 | 415939 | 98.91 | 1.09 | 0 | | |
| Public- Non | E-Voting | 128753171 | 12919911 | 10.03 | 12667056 | 252855 | 98.04 | 1.96 | 0 | | |
| Institutions | Poll | | 584859 | 0.45 | 577749 | 550 | 98.78 | 0.09 | 6560 | | |
| | Postal Ballot (if applicable) | | NA | NA | . NA | . NA | NA NA | NA NA | | | |
| | Total | 128753171 | 13504770 | 10.49 | 13244805 | 253405 | 98.08 | 1.88 | 6560 | | |
| Total | | 188458423 | 51645744 | 27.40 | 50969840 | 669344 | 98.69 | 1.30 | 6560 | | |

M.V. SHANKER BHAT

To

ADVOCATE
B.A.B.L.,
H-3, IInd Floor
Ramabhavana Complex
Kodiyalbail, Mangalore - 575 003

The Chairman
The Karnataka Bank Ltd
Regd & Head Office
Kankanady,
Mahaveera Circle,
Mangalore-575002

Dear Sir,

I, M V Shanker Bhat, Advocate, Mangaluru appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting process of The Karnataka Bank Ltd ("The Company") in a fair and transparent manner, for the below mentioned resolution(s) as contained in the Notice of the 92nd Annual General Meeting of the Company held on Thursday, July 28, 2016 at 11.30 AM at the Regd. and Head Office, Mahaveera Circle, Kankanady, Mangaluru-575002 submit my report as under:

- 1. The remote e-voting commenced on July 24, 2016 at 9.00 AM and concluded on July 27, 2016 at 5.00 PM. The remote e-voting services were provided by Central Depository Services (India) Ltd (CDSL).
- 2. The shareholders holding shares as on the "Cut-off" date i.e. July 21, 2016 were entitled to vote on the proposed resolutions stated in the Notice of the Company.
- 3. The votes were unblocked on July 28, 2016 around 11.52 AM in the presence of two witnesses Mr. B Ramachandra Achar, residing at 4-12/1, Balebail, 22, Padavu, Mangaluru-575004 and Mr. Anantharama Rao P, residing at 1-5-22-1678/1, Rathna, Sulthan Bathery Road, Opp. Saidana Coffee Works, Urwa, Mangaluru-575006 who are not in the employment of the Company.
- 4. The results of the remote e-voting along with the list of shareholders who voted "For" and "Against" the below mentioned resolutions were downloaded from the e-voting website of CDSL.

The results of the remote e-voting are as under:

- a) Resolution No.1: Adoption of the audited financial statements for the financial year ended March 31, 2016 (Balance Sheet as at March 31, 2016 and Profit & Loss Account etc. for the year ended on that date) together with the reports of the Auditors and the Directors thereon.
 - (i) Voted in favour of Resolution

| | Number of votes cast by | |
|----------------------|-------------------------|---------------------|
| voted electronically | them | of valid votes cast |
| 328 | 53332403 | 99.54% |

(ii) Voted against the resolution

| Number of members | Number of votes cast by | |
|----------------------|-------------------------|---------------------|
| voted electronically | them | of valid votes cast |
| 5 | 249344 | 0.46% |



(iii) Invalid Votes/persons who did not vote for this resolution:

| Number of members who did not electronically | % of total number of votes not cast |
|--|-------------------------------------|
| Nil | Nil |

- b) Resolution No.2: Declaration of Dividend on equity shares.
 - (i) Voted in favour of Resolution

| | Number of votes cast by | |
|----------------------|-------------------------|---------------------|
| voted electronically | them | of valid votes cast |
| 334 | 53940885 | 100% |

(ii) Voted against the resolution

| Number of members | Number of votes cast by | % of total number |
|----------------------|-------------------------|---------------------|
| voted electronically | them | of valid votes cast |
| Nil | Nil | Nil |

(iii) Invalid Votes/persons who did not vote for this resolution:

| Number of members who did not electronically | % of total number of votes not cast | |
|--|-------------------------------------|--|
| Nil | Nil | |

- c) Resolution No.3: Appointment of M/s Kamath & Rau (Firm Reg No.001689S), Chartered Accountants and M/s Abarna & Ananthan (Firm Reg No.000003S), Chartered Accountants jointly as Statutory Central Auditors of the Bank and fixing their remuneration.
 - (i) Voted in favour of Resolution

| Number of members | Number of votes cast by | |
|----------------------|-------------------------|---------------------|
| voted electronically | them | of valid votes cast |
| 315 | 47666694 | 88.47% |

(ii) Voted against the resolution

| | Number of votes cast by | |
|----------------------|-------------------------|---------------------|
| voted electronically | them | of valid votes cast |
| 19 | 6211099 | 11.53% |

(iii) Invalid Votes/persons who did not vote for this resolution:

| Number of members who did not Total number of votes no | |
|--|--------|
| electronically | |
| Nil | VIII |
| | MANNER |

- d) Resolution No.4: Appointment of Branch Auditors and fixing their remuneration.
 - (i) Voted in favour of Resolution:

| Number of members | Number of votes cast by | % of total number |
|----------------------|-------------------------|---------------------|
| voted electronically | them | of valid votes cast |
| 331 | 53436033 | 99.18% |

(ii) Voted against the resolution:

| Number of members | Number of votes cast by | |
|----------------------|-------------------------|---------------------|
| voted electronically | them | of valid votes cast |
| 3 | 441760 | 0.82% |

(iii) Invalid Votes/persons who did not vote for this resolution:

| Number of members who did not | % of total number of votes not |
|-------------------------------|--------------------------------|
| electronically | cast |
| Nil | Nil |

- e) Resolution No.5: Appointment of Mr U R Bhat, as an Independent Director of the Bank to hold office upto February 18, 2021.
 - (i) Voted in favour of Resolution

| Number of votes cast by | % of total number |
|-------------------------|---------------------|
| them | of valid votes cast |
| 50328889 | 98.57% |
| | them |

(ii) Voted against the resolution

| Number of members | | |
|----------------------|--------|---------------------|
| voted electronically | them | of valid votes cast |
| 14 | 731996 | 1.43% |

(iii) Invalid Votes/persons who did not vote for this resolution:

| Number of members who did not electronically | % of total number of votes not cast | |
|--|-------------------------------------|--|
| Nil | Nil | |

- f) <u>Resolution No.6:</u> Appointment of Mr Keshav K Desai, as an Independent Director of the Bank to hold office upto February 18, 2021.
 - (i) Voted in favour of Resolution

| | Number of votes cast by | |
|----------------------|-------------------------|---------------------|
| voted electronically | them | of valid votes cast |
| 320 | 50392091 | 98.69% |

(ii) Voted against the resolution

| Number of members | Number of votes cast by | % of total number |
|----------------------|-------------------------|---------------------|
| voted electronically | them | of valid votes cast |
| 12 | 668794 | 1.31% |

(iii) Invalid Votes/persons who did not vote for this resolution:

| Number of members who did not electronically | % of total number of votes not cast |
|--|-------------------------------------|
| Nil | Nil |

The relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 92nd Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.

M V Shanker Bhat

MStranterElia

We the undersigned witnessem that the votes were unblocked from the e-voting website of CDSL in our presence at 11.52AM on July 28, 2016 at the office of the Scrutinizer.

B Ramachandka Achar

Anantharama Rao P

Countersigned by the Chairman

M.V. SHANKER BHAT

ADVOCATE

H-3, lind Floor

FORM No. MGT-13 REPORT OF SCRUTINIZER

Ramabhavana Complex Kodiyalbail, Mangalore - 575 003

[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 20141

To. The Chairman, The Karnataka Bank Limited

92nd Annual General Meeting of the Equity Shareholders of "The Karnataka Bank Limited" ("The Company") held on Thursday, the 28th of July 2016 at the Bank's Registered & Head Office, Mahaveera Circle, Kankanady, Mangaluru-575002.

Dear Sir,

I, M V Shanker Bhat, Advocate, Mangaluru, was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 92nd Annual General Meeting (AGM) of the Equity Shareholders of the Company held on Thursday, the 28th of July 2016 at 11.30 AM at the Bank's Registered & Head Office, Mahaveera Circle, Kankanady, Mangaluru-575002 submit my report as under:

- 1. After the time fixed for closing of the poll by the Chairman, 4 (Four) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
- 2. The locked ballot boxes were subsequently opened by me in the presence of two witnesses Mr. B Ramachandra Achar, residing at 4-12/1, Balebail, 22, Padavu, Mangaluru-575004 and Mr. Anantharama Rao P, residing at 1-5-22-1678/1, Rathna, Sulthan Bathery Road, Opp. Saidana Coffee Works, Urwa, Mangaluru-575006 who are not in the employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the Poll is as under:
 - a) Resolution No. 1: Adoption of the audited financial statements for the financial year ended March 31, 2016 (Balance Sheet as at March 31, 2016 and Profit & Loss Account etc. for the year ended on that date) together with the reports of the Auditors and the Directors thereon.
 - (i) Voted in favour of Resolution

| Number of members present and | Number | of | votes | % of total number |
|--------------------------------|------------|------|-------|---------------------|
| voting (in person or by proxy) | cast by th | em | | of valid votes cast |
| 355 | 578 | 3159 | | 99.98% |

(ii) Voted against the resolution

| Number of members present and | Number of | votes | % of total number |
|--------------------------------|--------------|-------|---------------------|
| voting (in person or by proxy) | cast by them | | of valid votes cast |
| 1 | 140 | | 0.02% |

(iii) Invalid Votes:

| Total number of members (in person or by | Total number of |
|--|--------------------|
| proxy) whose votes were declared invalid | votes cast by them |
| 6 | 6560 |

b) Resolution No. 2: Declaration of Dividend on Equity Shares.

(i) Voted in favour of Resolution

| Number of members present and | Number of votes | % of total number |
|--------------------------------|-----------------|---------------------|
| voting (in person or by proxy) | cast by them | of valid votes cast |
| 354 | 578099 | 99.97% |

(ii) Voted against the resolution

| Number of members present and | Number of votes cast | % of total number |
|--------------------------------|----------------------|---------------------|
| voting (in person or by proxy) | by them | of valid votes cast |
| 2 | 200 | 0.03% |

(iii) Invalid Votes:

| Total number of members (in person or by | Total | number | of |
|--|-------|--------|----|
| proxy) whose votes were declared invalid | | | |
| 6 | | 6560 | |

c) Resolution No. 3: Appointment of M/s Kamath & Rau, Chartered Accountants (Firm Reg No.001689S) and M/s Abarna & Ananthan, Chartered Accountants (Firm Reg No.000003S) jointly as Statutory Central Auditors of the Bank and appointment of Branch Auditors and fixing their remuneration.

(i) Voted in favour of Resolution

| Number of members present and | Number of votes cast | % of total number |
|-------------------------------|----------------------|---------------------|
| | by them | of valid votes cast |
| 356 | 578299 | 100% |

(ii) Voted against the resolution



| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 0 | 0 | 0 |

(iii) Invalid Votes:

| Total number of members (in person or by | Total | number | of |
|--|-------|--------------|----|
| proxy) whose votes were declare invalid | votes | east by ther | n |
| 6 | | 6560 | |

d) Resolution No. 4: Appointment of Branch Auditors and fixing their remuneration.

(i) Voted in favour of Resolution:

| Number of members present and | Number of votes cast | % of total number |
|--------------------------------|----------------------|---------------------|
| voting (in person or by proxy) | by them | of valid votes cast |
| 355 | 577599 | 99.88% |

(ii) Voted against the resolution:

| Number of members present and | Number of votes cast | % of total number |
|--------------------------------|----------------------|---------------------|
| voting (in person or by proxy) | by them | of valid votes cast |
| 1 | 700 | 0.12% |

(iii) Invalid Votes:

| Total number of members (in person or by | Total | number | of |
|--|-------|--------------|----|
| proxy) whose votes were declared invalid | votes | east by then | n |
| 6 | | 6560 | |

e) Resolution No. 5: Appointment of Mr U R Bhat, as an Independent Director of the Bank to hold office upto February 18, 2021.

(i) Voted in favour of Resolution

| Number of members present and | Number of votes cast | % of total number |
|-------------------------------|----------------------|---------------------|
| | by them | of valid votes cast |
| 355 | 578049 | 99.96% |

(ii) Voted against the resolution

| Number of members present and voting (in person or by proxy) | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| 1 | 250 | 0.04% |

(iii) Invalid Votes:

| Total | number | of |
|-------|--------------|--------------------------------------|
| votes | cast by ther | n |
| | 6560 | |
| | Total votes | Total number votes cast by ther 6560 |

- f) Resolution No. 6: Appointment of Mr Keshav K Desai, as an Independent Director of the Bank to hold office upto February 18, 2021.
 - (i) Voted in favour of Resolution

| Number of members present and | Number of votes cast | % of total number |
|--------------------------------|----------------------|---------------------|
| voting (in person or by proxy) | by them | of valid votes cast |
| 353 | 577749 | 99.90% |

(ii) Voted against the resolution

| Number of members present and | Number of votes cast | % of total number |
|--------------------------------|----------------------|---------------------|
| voting (in person or by proxy) | by them | of valid votes cast |
| 3 | 550 | 0.10% |

(iii) Invalid Votes:

| Total number of members (in person or by | Total number of |
|--|--------------------|
| proxy) whose votes were declared invalid | votes cast by them |
| 6 | 6560 |

- 5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR","AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.
- 7. The consolidated result of the votes cast (by E-voting and by poll) is provided as Annexure-1 to this report.

Thanking You, Yours faithfully

(M V Shanker Bhat)

We the undersigned witnesseth that the sealed and locked polling boxes (four) were opened in our presence at 1.30 PM on July 28, 2016 at the Registered Office of the Company.

B Ramachandra Achar

Anantharama Rao P

Place: Mangaluru Date: July 28, 2016

Countersigned by the Chairman