

	<b>विजया बैंक</b> (भारत सरकार का उपक्रम) <b>VIJAYA BANK</b> (A Govt. of India Undertaking) प्रधान कार्यालय Head Office 41/2, एम जी रोड M G Road बेंगलूर Bangalore – 560 001	विभाग : मंडल सचिवालय Dept. : Board Secretariat (Shares Division) ई-मेल Email : <a href="mailto:sdigc@vijayabank.co.in">sdigc@vijayabank.co.in</a> वेब Web : <a href="http://www.vijayabank.com">www.vijayabank.com</a> फोन Phone : 080-25584066 विस्तार Extn.-514 फैक्स Fax : 080-25594737

SDIGC/HO/KR /86/2018

09.03.2018

To

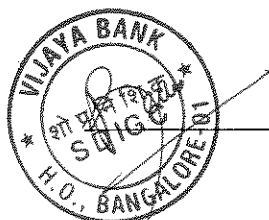
<b>The Manager</b> <b>BSE Limited</b> Phiroze Jhejhebhoj Towers Dalal Street, Mumbai – 400 001 Fax- 022-22722037/39/2041/2061/ 3121/1557/1278/3354/3577	<b>The Manager</b> Listing Department <b>National Stock Exchange of India Ltd</b> Exchange Plaza, Bandra-Kurla Complex Bandra (E), Mumbai -400 051 Fax- 022-26598237/238/26598347/348
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महोदय Dear Sir,

**Reg: Extra Ordinary General Meeting (EGM) of shareholders of the Bank held on 09.03.2018**

In terms of Regulation 44 of SEBI (LODR) Regulations, 2015 we furnish below details of voting results on the Agenda item at the Extra Ordinary General Meeting of Shareholders of the Bank

1. Date of the Extra Ordinary General Meeting: **09.03.2018**
2. No. of shareholders present in the meeting either in person or through Proxy:  
 Promoters & Promoter Group: 01  
 Public : 281
3. No. of Shareholders attended the meeting through Video Conferencing:  
 Promoters & Promoter Group: Nil  
 Public : Nil



विजया बैंक, प्रधान कार्यालय, 41/2, एम जी रोड, बेंगलूर, कर्नाटक- 560001  
 VIJAYA BANK, HEAD OFFICE, 41/2, M G ROAD, BANGALORE, KARNATAKA-560001

**4. Agenda of the Extra ordinary Annual General Meeting:**

**Item No.1:** To create, issue and allot 19,42,79,628 Equity Shares of Rs.10/- each at Rs.65.73 per shares including a premium of Rs.55.73 per share aggregating up to Rs.1,277 crore for cash on preferential basis to Government of India

Copy of voting results and Scrutinizer Report enclosed herewith for your kind perusal.

भवदीय Yours Faithfully



के. रेनु **K RENU**  
कंपनी सचिव, **COMPANY SECRETARY**

**Enclosure:**

- 1) Scrutinizer Report – Annexure A**
- 2) Details of Voting Results – Annexure B**

**S. N. ANANTHASUBRAMANIAN & CO.**  
**COMPANY SECRETARIES**  
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

9<sup>th</sup> March, 2018

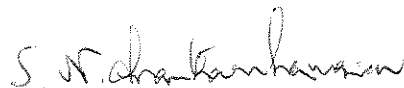
To,  
The Managing Director and Chief Executive Officer  
**Vijaya Bank**  
41/2, M G Road,  
Bengaluru -560001

Dear Sir,

At the outset, we would like to express our gratitude to the Bank for appointing us as the Scrutinizer for the remote e-voting process and voting by Shareholders at the Extraordinary General Meeting (EGM) held on Friday, 9<sup>th</sup> March, 2018.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

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



**S. N. Ananthasubramanian**

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**SCRUTINIZER'S REPORT**

NAME OF THE BANK	Vijaya Bank
MEETING	Extraordinary General Meeting
DAY, DATE & TIME	Friday, 9 <sup>th</sup> March 2018 at 10:00 a.m.
VENUE	Mulki Sunder Ram Shetty Auditorium, Vijaya Bank Head Office, M.G. Road, Bengaluru- 560 001.

**1. Appointment as Scrutinizer**

We were appointed as Scrutinizer for the remote e-Voting process as well as the voting conducted at the venue of the Extraordinary General Meeting (EGM) of Vijaya Bank (hereinafter referred to as the Bank) held on Friday, 9<sup>th</sup> March, 2018.

**2. Dispatch of Notice convening the EGM**

The Bank has informed that, on the basis of Register of Shareholders and 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 the EGM as under:

- On **12<sup>th</sup> February, 2018** by email to **129174** Shareholders who had registered their email-ids with the Bank.
- On **12<sup>th</sup> February, 2018** by Registered post to **127388** Shareholders in physical form.




*Report of Scrutinizer on remote e-Voting process and voting by Shareholders of Vijaya Bank  
at the EGM held on 9<sup>th</sup> March, 2018*

**3. Cut-off date**

Voting rights were reckoned as on **Friday, 2<sup>nd</sup> March, 2018** being the Cut-off date for the purpose of deciding the entitlements of shareholders at the remote e-voting and voting at the Meeting.

**4. Remote e-Voting Process**

**4.1 Agency**

The Bank has appointed National Securities Depository Limited (NSDL) as the agency for providing the remote e-Voting platform.

**4.2 Remote e-Voting Period**

Remote e-Voting platform was open from **10:00 a.m. on Tuesday, 6<sup>th</sup> March, 2018** till **05:00 p.m. on Thursday, 8<sup>th</sup> March, 2018** and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolution on the remote e-voting platform provided by NSDL.

**5. Voting at the EGM**

- 5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 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 Scrutinizer shall have access after closure of period of remote e-voting and before the start of General Meeting, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, DP Id & Client Id/ folios, number of shares held but not the manner in which they have voted.



- 5.2 Accordingly, NSDL the remote e-voting agency provided us with the names, DP Id & Client ID/ folios and shareholding of the shareholders who had cast their votes through remote e-voting.
- 5.3 The Bank provide tab-based e-voting facility to shareholders attending the EGM who had not cast their votes through remote e-Voting to cast their votes.
- 5.4 Mr. Niranjan Shenoy, Shareholder of the Bank (DP ID and CI ID No. IN30280610100538) was also appointed as a Scrutinizer representing the Shareholders of the Bank for scrutinising the voting at the EGM.

## **6. Counting Process**

- 6.1 On completion of voting at the EGM, NSDL provided us with the List of Shareholders who had cast their votes, with their holding details and details of votes cast on the Resolution.
- 6.2 The votes were reconciled with the records maintained by the Bank and M/s. Link Intime India Private Limited, Registrar and Share Transfer Agents of the Bank with respect to the authorizations/ proxies lodged with the Bank.
- 6.3 We unblocked the remote e-voting results on the NSDL e-voting platform in the presence of Mr. S. N. Viswanathan and Mr. Niranjan Shenoy and downloaded the remote e-Voting results.
- 6.4 No shareholder of the Bank other than the Central Government holds more than 10% of total voting rights of all shareholders of the Bank and accordingly provisions of Section 3(2E) of the Banking Companies

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(Acquisition and Transfer of Undertakings) Act, 1970/80 with respect to restriction of voting rights are not applicable.

**7. Results**

7.1 We observed that

- a) **147** shareholders had cast their votes at the meeting.
- b) **148** shareholders had cast their votes through remote e-voting.

7.2 The Consolidated Results with respect to the item on agenda are enclosed.

7.3 Based on the aforesaid results, we report that, the Special Resolution as contained in the Notice of EGM dated **8<sup>th</sup> February, 2018** has been passed with the requisite majority.



**S. N. Ananthasubramanian**  
Partner  
C.P. No. 1774



Niranjana Shenoy  
**Shareholder Scrutinizer**

**9<sup>th</sup> March, 2018**  
**Bengaluru**

Annexure B

**S. N. ANANTHASUBRAMANIAN & CO.**  
COMPANY SECRETARIES  
FIRM REGISTRATION NO. P19991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 - email sna@snaco.net; website www.snaco.net

**Consolidated Results**

Item No. 1: Create, offer, issue and allot 19,42,79,628 Equity Shares of Rs. 10/- each at Rs. 65.73 per share including a premium of Rs. 55.73 per share aggregating up to Rs. 1,277 crore for cash on preferential basis to Government of India

Particulars	Remote e-Voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	147	18,90,10,035	146	70,25,74,031	293	89,15,84,066	99.999
Dissent	1	100	1	20	2	120	0.001
Total	148	18,90,10,135	147	70,25,74,051	295	89,15,84,186	100.00

Based on the aforesaid results, we report that the **Special Resolution** as contained in the Notice of EGM dated 8<sup>th</sup> February, 2018 has been passed with requisite majority.

*S. N. Ananthasubramanian*

**S. N Ananthasubramanian**  
Partner  
C.P. No. 1774

*Niranjan Shenoy*

**Niranjan Shenoy**  
Shareholder Scrutinizer

9<sup>th</sup> March, 2018  
Bengaluru