

IRC:F-48: 57 : 409 : 2015

23.07.2015

The Manager,
National Stock Exchange of India Ltd.,
Exchange Plaza, C/1, 'G' Block,
Bandra- Kurla Complex,
Bandra (East)
Mumbai 400 051.
Fax No.022-26598237/38

Dear Sir,

Sub: Outcome of the Annual General Meeting and disclosure pursuant to Clause 35A of the Listing Agreement

This is to inform you that the 96th Annual General Meeting of the members of the Bank was held on 22.07.2015 at 10.00 A.M. at the Registered Office of the Bank.

Further, pursuant to Clause 35A of the Listing Agreement entered into with the exchange, we enclose a copy of the voting results of the 96th Annual General Meeting of the members of the Bank held on 22.07.2015 along with the report of the scrutinizer.

It may please be noted that all the resolutions were ordinary resolution and passed by majority.

Please take on record of the above submission.

Yours faithfully,



R Kannan
Deputy General Manager &
Company Secretary

THE KARUR VYSYA BANK LIMITED
INVESTOR RELATIONS CELL
Registered & Central Office,
Erode Road, KARUR - 639 002.
☎ (04324) D:227133 G:269440, 41,42,44
Fax : 225700 / 205595
E.mail : kvbshares@kvbmail.com
CIN : L65110TN1916PLC001295

THE KARUR VYSYA BANK LTD
96TH ANNUAL GENERAL MEETING

Details of Voting Results		
Sr no	Particulars	Details
1	Date of AGM	22.07.2015
2	Total number of shareholders as on record date (cut off date for voting that is July, 15 2015)	73912
3	No. of Persons present in the meeting either in person or through proxy	
	Promoters and Promoter's Group	11
	Public	303
4	No. of Shareholders attended the meeting through video conferencing	
	Promoters and promoter's Group	Not Applicable
	Public	Not Applicable

Agenda - wise			
Item No	Details of Agenda	Resolution	Mode of Voting (Evoting/Postal Ballot/Vote at AGM)
1	Adoption of the Audited Balance Sheet and Profit & Loss Account for the year ended March 31,2015 and the reports of the Board of Directors and Auditors thereon.	Ordinary	Evoting, Postal Ballot & Vote at AGM Carried by Majority
2	Declaration of Dividend.	Ordinary	Evoting, Postal Ballot & Vote at AGM Carried by Majority
3	Appointment of Director in place of Shri G Rajasekaran who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	Evoting, Postal Ballot & Vote at AGM Carried by Majority
4	Appointment of Auditors and fixing of their remuneration.	Ordinary	Evoting, Postal Ballot & Vote at AGM Carried by Majority
5	Appointment of Branch Auditors of the Bank and fixing their remuneration	Ordinary	Evoting, Postal Ballot & Vote at AGM Carried by Majority
6	Appointment of Shri M K Venkatesan as a Non-Executive Director of the Bank	Ordinary	Evoting, Postal Ballot & Vote at AGM Carried by Majority
7	Appointment of Shri A K Praburaj as a Non-Executive Director of the Bank	Ordinary	Evoting, Postal Ballot & Vote at AGM Carried by Majority
8	Appointment of Smt. CA K L Vijayalakshmi as a Non-Executive Director of the Bank	Ordinary	Evoting, Postal Ballot & Vote at AGM Carried by Majority



THE KARUR VYSYA BANK LIMITED								
Voting details for the business transacted at the Annual General meeting held on 22nd July, 2015								
Resolution No 1 - Ordinary Resolution	Promoter/ Public	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
Adoption of the audited Balance sheet and Profit & Loss Account for the year ended March 31, 2015 and the reports of the Board of Directors and Auditors thereon.	Promoter and Promoter Group	2636058	2517259	95.493	2517259	0	100.000	
	Public - Institutional holders	54916164	26693362	48.607	26693362	0	100.000	
	Public - Others	64312232	19910690	30.959	19909764	926	99.995	0.005
	Grand Total	121864454	49121311	40.308	49120385	926	99.998	0.002
Resolution No 2 - Ordinary Resolution	Promoter/ Public	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
Declaration of Dividend.	Promoter and Promoter Group	2636058	2517259	95.493	2517259	0	100.000	
	Public - Institutional holders	54916164	26773362	48.753	26773362	0	100.000	
	Public - Others	64312232	19909990	30.958	19908801	1189	99.994	0.006
	Grand Total	121864454	49200611	40.373	49199422	1189	99.998	0.002
Resolution No 3 - Ordinary Resolution	Promoter/ Public	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
Appointment of Director in place of Shri G.Rajasekaran who retires by rotation and being eligible offers himself for re-appointment	Promoter and Promoter Group	2636058	2517259	95.493	2517259	0	100.000	
	Public - Institutional holders	54916164	26773362	48.753	26681846	91516	99.658	0.342
	Public - Others	64312232	19908681	30.956	19901092	7589	99.962	0.038
	Grand Total	121864454	49199302	40.372	49100197	99105	99.799	0.201
Resolution No 4 - Ordinary Resolution	Promoter/ Public	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
Appointment of Auditors and fixing of their remuneration	Promoter and Promoter Group	2636058	2517259	95.493	2517259	0	100.000	
	Public - Institutional holders	54916164	26490054	48.237	26462051	28003	99.894	0.106
	Public - Others	64312232	19909990	30.958	19907381	2609	99.987	0.013
	Grand Total	121864454	48917303	40.141	48886691	30612	99.937	0.063



Resolution No 5 - Ordinary Resolution	Promoter/ Public	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
Appointment of Branch Auditors of the Bank and fixing their remuneration	Promoter and Promoter Group	2636058	2517259	95.493	2517259	0	100.000	
	Public - Institutional holders	54916164	26493470	48.243	26493470	0	100.000	
	Public - Others	64312232	19909990	30.958	19907450	2540	99.987	0.013
	Grand Total	121864454	48920719	40.144	48918179	2540	99.995	0.005
Resolution No 6 - Ordinary Resolution	Promoter/ Public	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
Appointment of Shri M.K.Venkatesan as a Non-Executive Director of the Bank.	Promoter and Promoter Group	2636058	2517259	95.493	2517259	0	100.000	
	Public - Institutional holders	54916164	26668458	48.562	26668458	0	100.000	
	Public - Others	64312232	19908681	30.956	19904325	4356	99.978	0.022
	Grand Total	121864454	49094398	40.286	49090042	4356	99.991	0.009
Resolution No 7 - Ordinary Resolution	Promoter/ Public	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
Appointment of Shri A.K.Praburaj as a Non- Executive Director of the Bank.	Promoter and Promoter Group	2636058	2517259	95.493	2517259	0	100.000	
	Public - Institutional holders	54916164	26668458	48.562	26608361	60097	99.775	0.225
	Public - Others	64312232	19908681	30.956	19904189	4492	99.977	0.023
	Grand Total	121864454	49094398	40.286	49029809	64589	99.868	0.132
Resolution No 8 - Ordinary Resolution	Promoter/ Public	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
Appointment of Smt.CA K L Vijayalakshmi as a Non-Executive Director of the Bank.	Promoter and Promoter Group	2636058	2517259	95.493	2517259	0	100.000	
	Public - Institutional holders	54916164	26668458	48.562	26668458	0	100.000	
	Public - Others	64312232	19909990	30.958	19905858	4132	99.979	0.021
	Grand Total	121864454	49095707	40.287	49091575	4132	99.992	0.008



For THE KARUR VYSYA BANK LTD.,

R. Kannan

R. KANNAN
Company Secretary & Deputy General Manager.

REPORT OF SCRUTINIZER

To

The Chairman,
The Karur Vysya Bank Limited,
Central Office, Erode Road,
Karur - 639 002.

Dear Sir,

Report of the Scrutinizer pursuant to the Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015.

I, S. Solaiyappan, Practising Company Secretary, having office at No. 25/11-A4, Guru Raghavendra Nagar, Yerikkarai Road, Reddiyur, Salem - 636 004 being appointed as the Scrutinizer by the Board of Directors of The Karur Vysya Bank Ltd., (the Bank) for the purpose of scrutinizing the voting and remote e-voting process in a fair and transparent manner in respect of the below mentioned Resolutions placed at the 96th Annual General Meeting(Meeting) of the Equity shareholders of the Bank held on 22nd July, 2015 at 10 a.m. at the Registered and Central Office of the Bank, Erode Road, Karur - 639 002, submit my report as under:

1. (i) In terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2015, the Bank has provided the remote e-voting facility to its members holding shares in physical or dematerialized form as on the cut off date by electronic means on any or all of the business specified in the Notice.
- (ii) Further in terms of clause 35B of the Listing Agreement, the Bank has offered to the Shareholders, who do not have access to e-voting facility, to send their assent or dissent in writing on postal ballot as per the Rules contained in the Companies (Management and Administration) Amendment Rules, 2015.
- (iii) Further in terms of the Companies (Management and Administration) Amendment Rules, 2015, the Bank has also offered the facility of voting by way of physical ballot at the venue of the Annual General Meeting to the Members who attended the meeting on 22.07.2015, who have not cast their votes by remote e-voting or postal ballot, for all the business specified in the Notice.



2. The equity shareholders holding shares as on 15th July 2015, being the “cut off date” were entitled to vote on the Resolutions stated in the Notice of the 96th Annual General Meeting of the Bank.
3. In accordance with the Notice of the 96th Annual General Meeting of the Bank dated 28/05/2015 sent to the shareholders and the ‘Advertisement’ published pursuant to the Rule 20 (4) (V) of the Companies (Management and Administration) Amendment Rules, 2015 on 27.06.2015 in “Business Standard” in English and “Dinamalar” in Tamil, the E-voting opened at 10.00 a.m. on 17th July, 2015 and remained open up to 5.00 p.m. on 21st July, 2015.
4. As stated in para 1(ii) with respect to the voting by Postal Ballot, the Postal Ballot Forms were dispatched to the Shareholders of the Bank with the Notice of the 96th Annual General Meeting of the Bank along with the self addressed postage prepaid envelopes to enable the members desiring to exercise their votes by means of Postal Ballot. As per the instruction contained in the Notice the members are required to send the Postal Ballot Forms to reach the Scrutinizer on or before the close of the working hours i.e. 5.00 P.M. on 21.07.2015, which is the last date and time. The Equity Shares held as on the cut off date i.e. 15.07.2015 were only reckoned with respect to the voting by Postal Ballot.
5. The Chairman, at the Annual General Meeting, at the end of discussions on the Resolutions contained in the Notice, allowed voting at the venue of the Annual General Meeting on the Ballot Forms provided at the Meeting to all those members who were present at the Meeting but have not cast their votes by availing the remote e - voting or Postal Ballot voting.
6. (i) After the conclusion of the Meeting, the locked Ballot Boxes were unlocked in my presence and the physical Ballot Forms were diligently scrutinized and reconciled with the Records maintained by the Registrar and Transfer Agents of the Bank.

(ii) I, thereafter, first counted the votes casted at the Meeting and also counted the votes received through postal ballot forms and later unblocked the votes cast through remote e-voting at 01.58 P.M. on 22nd July, 2015 in the presence of Ms. A. Kanchana and Mrs. B. Rekha who are not the employees of the Bank and who have signed below as witnesses to the unblocking of the votes and downloaded from the e-voting system provided by Central Depository Services Limited (CDSL) as per the procedure laid down in terms of the Companies Management and Administration) Amendment Rules, 2015. I have taken the assistance of Mr. L. Vinoth Kumar, who is well versed with the electronic voting system and who is not an employee of the Bank.



7. In the Postal Ballot Voting, 28 Forms for 1,10,178 Shares were found to be defective and therefore they were not taken into consideration and rejected.

Further since 3 shareholders have casted votes both by postal ballot and through e-voting, I have considered the voting done through e-voting only and the voting done by postal ballot is treated as invalid and rejected.

Further one shareholder holding 700 Shares has not voted for Resolution Nos. 2 to 8 i.e. for 7 Resolutions and therefore it is treated as abstained from voting, for the said Resolutions only.

8. In the Physical Ballot Voting at the venue of the Meeting, 6 Forms for 2,413 Shares were found to be defective and therefore they were not taken into consideration and rejected.
9. I, having collated the votes received through remote e-voting and postal ballot process and also the votes cast at the meeting, furnished hereunder the details of votes polled in "Favour" or "Against".



Result of the total voting through Remote E-Voting, Postal Ballot and Ballot Forms at the Annual General Meeting.

No. of Resolution	Particulars of Resolution	Mode of Voting	No. of Votes Cast		Total Shares	% of Votes Casted	
			In Favour	Against		For	Against
1	Adoption of the audited Balance Sheet and Profit & Loss Account for the year ended March 31, 2015 and the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution)	Remote E-voting	31882132	0	31882132	100.000	0.000
		Postal Ballot	15374768	926	15375694	99.994	0.006
		Ballot Form at the AGM	1863485	0	1863485	100.000	0.000
		Total	49120385	926	49121311	99.998	0.002
2	Declaration of Dividend on Equity Shares (Ordinary Resolution)	Remote E-voting	31962132	0	31962132	100.000	0.000
		Postal Ballot	15374058	936	15374994	99.994	0.006
		Ballot Form at the AGM	1863232	253	1863485	99.986	0.014
		Total	49199422	1189	49200611	99.998	0.002
3	Appointment of Director in place of Shri G Rajasekaran who retires by rotation and being eligible offers himself for re-appointment (Ordinary Resolution)	Remote E-voting	31866403	94420	31960823	99.705	0.295



		Postal Ballot	15370309	4685	15374994	99.970	0.030
		Ballot Form at the AGM	1863485	0	1863485	100.000	0.000
		Total	49100197	99105	49199302	99.799	0.201
4	Appointment of Statutory Auditors and fixing their remuneration (Ordinary Resolution)	Remote E-voting	31649138	29686	31678824	99.906	0.094
		Postal Ballot	15374068	926	15374994	99.994	0.006
		Ballot Form at the AGM	1863485	0	1863485	100.000	0.000
		Total	48886691	30612	48917303	99.937	0.063
5	Appointment of Branch Auditors of the Bank and fixing their remuneration (Ordinary Resolution)	Remote E-voting	31682222	18	31682240	100.000	0.000
		Postal Ballot	15372472	2522	15374994	99.984	0.016
		Ballot Form at the AGM	1863485	0	1863485	100.000	0.000
		Total	48918179	2540	48920719	99.995	0.005
6	Appointment of Shri M K Venkatesan as a Non - Executive Director of the Bank (Ordinary Resolution)	Remote E-voting	31854165	1754	31855919	99.994	0.006
		Postal Ballot	15372392	2602	15374994	99.983	0.017



		Ballot Form at the AGM	1863485	0	1863485	100.000	0.000
		Total	49090042	4356	49094398	99.991	0.009
7	Appointment of Shri A K Praburaj as a Non - Executive Director of the Bank (Ordinary Resolution)	Remote E-voting	31794047	61872	31855919	99.806	0.194
		Postal Ballot	15372277	2717	15374994	99.982	0.018
		Ballot Form at the AGM	1863485	0	1863485	100.000	0.000
		Total	49029809	64589	49094398	99.868	0.132
8	Appointment of Smt. CA K L Vijayalakshmi as a Non - Executive Director of the Bank (Ordinary Resolution)	Remote E-voting	31855651	1577	31857228	99.995	0.005
		Postal Ballot	15372439	2555	15374994	99.983	0.017
		Ballot Form at the AGM	1863485	0	1863485	100.000	0.000
		Total	49091575	4132	49095707	99.992	0.008



10. All relevant records of remote electronic voting postal ballot forms and ballot forms and the Register will remain in my custody until the Chairman considers, approves and signs the minutes of the 96th Annual General Meeting and thereafter the said records will be sealed and handed over to the Company Secretary of the Bank for safe custody.

Thanking You,

Yours faithfully


CS SOLAIYAPPAN S
SCRUTINIZER

CS S. SOLAIYAPPAN
PRACTISING COMPANY SECRETARY
ACS 1573 CP 3573
25/11A4, Guru Raghavendra Nagar,
Yerikkarai Road, Reddiyur,
SALEM - 636 004.

Place: Karur
Date: 23.07.2015
Time: 10.30 AM

We the undersigned witnesseth that the votes were unblocked from the e-voting website of Central Depository Services (India) Limited (<http://www.evotingindia.com>) in our presence at 1:58 P.M. on 22nd July, 2015.

1. Signature:

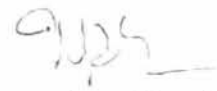
Name & Address: 

A. Kanchana, ACS 38071,
No. 23/108, Green Ways Road,
Fairlands, Salem - 636 016.

2. Signature:

Name & Address: 

B. Rekha, ACS 40132,
Venkatapuram, Pillikal Palayam (PO),
Jedar Palayam, Paramathi Velur TK,
Namakkal Dt.


Countersigned by the Chairman