

IRC:F48:126:309:2023

01.07.2023

The Manager,
National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor,
Plot No. C-1, 'G' Block,
Bandra- Kurla Complex,
Bandra (East), Mumbai - 400051.

The Manager,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001.

Scrip Code: KARURVYSYA

Scrip Code: 590003

Dear Sir/Madam,

Sub: Scrutiniser's Report and Declaration of Postal Ballot (Remote e-Voting) Results, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

In continuation to our letter no. IRC:F48:109:266:2023 dated May 31, 2023, and pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the Special Businesses as set out in the Postal Ballot Notice dated May 15, 2023, have been passed by the members of the Bank through Postal Ballot (Remote e-Voting) with requisite majority on June 30, 2023, being the last date of the Remote e-Voting.

In this regard, we herewith enclose the following:

1.	Voting results of the said Postal Ballot through Remote e-Voting process	Annexure - I
2.	Report of Scrutiniser dated June 30, 2023 on Remote e-Voting process	Annexure – II

The results of Postal Ballot are also being displayed on Bank's website at www.kvb.co.in and on the e-Voting website of NSDL at www.evoting.nsdl.com.

Kindly take the same on record.

Yours faithfully,

Srinivasarao M
Company Secretary &
Deputy General Manager

Encl: As Above

THE KARUR VYSYA BANK LIMITED

POSTAL BALLOT THROUGH REMOTE E-VOTING

Annexure - I

Details of Voting Results

Sr. no	Particulars	Details
1	Date of Declaration of Result of Postal Ballot	30-Jun-23
2	Total number of shareholders as on Cut-off date (May 26, 2023)	2,16,458
3	No. of Persons present in the meeting either in person or through proxy	
	Promoters and Promoter's Group	Not Applicable
	Public	Not Applicable
4	No. of Shareholders attended the meeting through video conferencing	
	Promoters and Promoter's Group	Not Applicable
	Public	Not Applicable

Resolution Required : (Ordinary)			1 - Re-appointment of Shri B Ramesh Babu (DIN: 06900325) as Managing Director & CEO of the Bank for the second term of three (3) years.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	1,80,21,217	1,61,67,994	89.72	1,61,67,994	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,61,67,994	89.72	1,61,67,994	-	100.00	0.00
Public Institutions	E-Voting	39,20,61,901	32,99,04,694	84.15	32,99,04,694	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		32,99,04,694	84.15	32,99,04,694	-	100.00	0.00
Public Non Institutions	E-Voting	39,22,24,244	4,28,77,549	10.93	4,27,34,428	1,43,121	99.67	0.33
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,28,77,549	10.93	4,27,34,428	1,43,121	99.67	0.33
Total		80,23,07,362	38,89,50,237	48.48	38,88,07,116	1,43,121	99.96	0.04

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority. The Resolution is deemed to have been passed effectively on the last date specified for Remote e-voting i.e. June 30, 2023.
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Resolution Required : (Ordinary)			2 - To approve the variable pay remuneration of Managing Director & CEO of the Bank Shri B Ramesh Babu (DIN: 06900325) for the FY 2021-22.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	1,80,21,217	1,61,67,994	89.72	1,61,67,994	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,61,67,994	89.72	1,61,67,994	-	100.00	0.00
Public Institutions	E-Voting	39,20,61,901	32,99,04,694	84.15	32,99,04,694	-	100.00	0.00
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		32,99,04,694	84.15	32,99,04,694	-	100.00	0.00
Public Non Institutions	E-Voting	39,22,24,244	4,28,74,433	10.93	4,23,48,967	5,25,466	98.77	1.23
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		4,28,74,433	10.93	4,23,48,967	5,25,466	98.77	1.23
Total		80,23,07,362	38,89,47,121	48.48	38,84,21,655	5,25,466	99.86	0.14
Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority. The Resolution is deemed to have been passed effectively on the last date specified for Remote e-voting i.e. June 30, 2023.							

Resolution Required : (Special)			3 - Re-appointment of Dr Harshavardhan R (DIN: 01675460) as Non-Executive Independent Director, for second term of five (5) years.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
Promoter and Promoter Group	E-Voting	1,80,21,217	1,61,67,994	89.72	1,61,67,994	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,61,67,994	89.72	1,61,67,994	-	100.00	0.00
Public Institutions	E-Voting	39,20,61,901	32,99,04,694	84.15	32,20,94,866	78,09,828	97.63	2.37
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		32,99,04,694	84.15	32,20,94,866	78,09,828	97.63	2.37
Public Non Institutions	E-Voting	39,22,24,244	4,28,71,530	10.93	4,26,78,261	1,93,269	99.55	0.45
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,28,71,530	10.93	4,26,78,261	1,93,269	99.55	0.45
Total		80,23,07,362	38,89,44,218	48.48	38,09,41,121	80,03,097	97.94	2.06
Remarks	The figures are exclusive of votes cast by the interested director holding 2,500 shares							
Whether resolution is passed or not?	The above mentioned Special Resolution has been passed by the Members of the Bank with the requisite majority. The Resolution is deemed to have been passed effectively on the last date specified for Remote e-voting i.e. June 30, 2023.							

Resolution Required : (Special)			4 - To approve the Alteration of Articles of Association of the Bank.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\{[2]/[1]\}*100$	[4]	[5]	$[6]=\{[4]/[2]\}*100$	$[7]=\{[5]/[2]\}*100$
Promoter and Promoter Group	E-Voting	1,80,21,217	1,61,67,994	89.72	1,61,67,994	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,61,67,994	89.72	1,61,67,994	-	100.00	0.00
Public Institutions	E-Voting	39,20,61,901	32,99,04,694	84.15	31,36,03,002	1,63,01,692	95.06	4.94
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		32,99,04,694	84.15	31,36,03,002	1,63,01,692	95.06	4.94
Public Non Institutions	E-Voting	39,22,24,244	4,28,50,052	10.92	4,26,68,176	1,81,876	99.58	0.42
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,28,50,052	10.92	4,26,68,176	1,81,876	99.58	0.42
Total		80,23,07,362	38,89,22,740	48.48	37,24,39,172	1,64,83,568	95.76	4.24

Whether resolution is passed or not?	The above mentioned Special Resolution has been passed by the Members of the Bank with the requisite majority. The Resolution is deemed to have been passed effectively on the last date specified for Remote e-voting i.e. June 30, 2023.
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Resolution Required : (Special)			5 - Appointment of CA Chinnasamy Ganesan (DIN: 07615862) as Non-Executive Independent Director of the Bank .					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	$[3]=\frac{[2]}{[1]};*100$	[4]	[5]	$[6]=\frac{[4]}{[2]};*100$	$[7]=\frac{[5]}{[2]};*100$
Promoter and Promoter Group	E-Voting	1,80,21,217	1,61,67,994	89.72	1,61,67,994	-	100.00	0.00
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,61,67,994	89.72	1,61,67,994	-	100.00	0.00
Public Institutions	E-Voting	39,20,61,901	32,99,04,694	84.15	32,80,76,345	18,28,349	99.45	0.55
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		32,99,04,694	84.15	32,80,76,345	18,28,349	99.45	0.55
Public Non Institutions	E-Voting	39,22,24,244	4,28,70,209	10.93	4,27,16,459	1,53,750	99.64	0.36
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		4,28,70,209	10.93	4,27,16,459	1,53,750	99.64	0.36
Total		80,23,07,362	38,89,42,897	48.48	38,69,60,798	19,82,099	99.49	0.51

Whether resolution is passed or not?	The above mentioned Special Resolution has been passed by the Members of the Bank with the requisite majority. The Resolution is deemed to have been passed effectively on the last date specified for Remote e-voting i.e. June 30, 2023.
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M/s. Bapulal Yasar & Associates
Company Secretaries

ICSI Unique code no: P2016TN050700
Peer Review Certificate No. 974/2020
GSTIN: 33AAQFB2399R1ZL;
MSME: UDYAM-TN-12-0002319

**New No. 4/1501 (Old No.4/670), 1st Floor, Senthilnathan Street,
Tahsildar Nagar, Madurai-625020.**

Email: rkblal1301@gmail.com; Cell: 9842252081; Website: www.rkblal.com

Scrutinizer's Report on Postal Ballot voting conducted by way of electronic means (e-Voting)

To
The Chairperson
The Karur Vysya Bank Limited
(CIN: L65110TN1916PLC001295)
Registered and Central Office,
No. 20, Erode Road,
Vadivel Nagar, L.N.S.,
Karur- 639002

Dear Madam,

Sub: Scrutinizer's Report on Postal Ballot voting conducted by way of e-Voting pursuant to Section 110 read with Section 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended.

1. I, R K BAPULAL (FCS: 5893; CP:3842), Senior Partner of M/s. Bapulal Yasar & Associates, Practising Company Secretaries, having office at New No 4/1501 (Old No.4/670), First Floor, Senthilnathan Street, Thasildar Nagar, Madurai-625020 have been appointed as Scrutinizer by the Board of Directors of M/s. The Karur Vysya Bank Limited ("the Bank") for the purpose of scrutinizing the process of Postal Ballot voting conducted through electronic means ("e-Voting") on the resolutions contained in the Postal Ballot notice dated **15th May 2023**. The Postal Ballot voting was conducted through electronic means only ("e-Voting") pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), General Circular No. 11/2022 dated 28.12.2022 read with General Circular No. 14/2020 dated 08.04.2020, No. 17/2020 dated 13.04.2020, No. 22/2020 dated 15.06.2020, No. 33/2020 dated 28.09.2020, No. 39/2020 dated 31.12.2020, No. 10/2021 dated 23.06.2021, No. 20/2021 dated 08.12.2021 and General Circular No. 3/2022 dated 05.05.2022 ("**MCA**



Circulars”), Regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI LODR**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and other applicable provisions of the Act, rules, regulations, circulars and notifications thereunder, as amended from time to time (including any statutory modifications or re-enactment thereof for the time being in force).

2. The said appointment as Scrutinizer is under the provisions of Section 110 read with Section 108 of the Companies Act, 2013 (“the Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended (“the Rules”). As the Scrutinizer, I have to scrutinize the process of e-Voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

Management’s Responsibility

3. The management of the Bank is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, (“LODR”) relating to e-voting on the resolution(s) contained in the Notice. The management of the Bank is responsible for ensuring a secured framework and robustness of the electronic voting systems by appointing an Agency authorized under the said Rules.

Scrutinizer’s Responsibility

4. My responsibility as Scrutinizer for e-Voting process is restricted to making a Scrutinizer’s Report of the votes cast in "favour" or "against" the resolution contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Bank to provide e-voting facility.

Cut-off date

5. The Equity Shareholders of the Bank as on the "cut-off" date, as set out in the Notice, i.e., **Friday, May 26, 2023** were entitled to vote on the resolution(s) set out in the Notice and their voting rights were in proportion to their share in the paid -up equity share capital of the Bank as on the cut-off date.

E-voting process:-

6. The e-voting period remained open from **Thursday, June 01, 2023 (10.00 a.m. IST) to Friday, June 30, 2023 (05.00 p.m. IST)**.
7. The votes cast during the e-Voting were unblocked on **Friday, June 30, 2023** at 05.50 P.M. and was witnessed by two witnesses, Mr. R. Mohammed Yasar



and Mr. L. Balaji, who are not in the employment of the Bank/NSDL. They have signed below in confirmation of the same.

8. I, having verified the votes cast through e-Voting, furnish the details of votes polled in "Favour" or "Against" in respect of the Resolutions set forth in the postal ballot notice, in the Annexure enclosed.

9. This report is issued in accordance with the terms of the Engagement Letter.

Thanking you,

Yours Faithfully




R K BAPULAL
Practising Company Secretary
Membership No. FCS: 5893; CP: 3842
Senior Partner
Bapulal Yasar & Associates
Company Secretaries



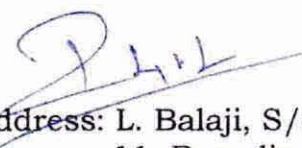
Place: Karur
Date: 30.06.2023
UDIN: **F005893E000529372**

We the undersigned witnesseth that the votes were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>) in our presence at 05.50 P.M. on **Friday, June 30, 2023**.

1. Signature:


Name & Address: R Mohammed Yasar, S/o. E M Razik,
17A, 3rd Main Street, Subramaniyapuram,
Madurai - 625011

2. Signature:


Name & Address: L. Balaji, S/o. P. Loganathan
11, Ramalinga Nagar, Park Town 4th Street (Extn),
P and T Nagar,
Madurai - 625017

Chairperson of the Bank



Dr. Meena Hemchandra

ANNEXURE

The Result of the Postal Ballot voting conducted by way of electronic means (Remote e-Voting)

No. of Resolution	Particulars of Resolution	Manner of Voting	No. of Votes Cast		Total No. of Shares	%Votes Cast		Invalid Votes
			Favour	Against		% For	% Against	
Special Business								
1	Re-appointment of Shri B Ramesh Babu (DIN: 06900325) as Managing Director & CEO of the Bank for the second term of three (3) years (Ordinary Resolution)	Postal Ballot (Remote e-voting)	388807116	143121	388950237	99.96	0.04	NIL
2	Approval of the variable pay remuneration of Managing Director & CEO of the Bank Shri B Ramesh Babu (DIN: 06900325) for the FY 2021-22 (Ordinary Resolution)	Postal Ballot (Remote e-voting)	388421655	525466	388947121	99.86	0.14	NIL
3	Approval of Re-appointment of Dr. Harshavardhan R (DIN: 01675460) as Non-Executive Independent Director for second term of five (5) years (Special Resolution)	Postal Ballot (Remote e-voting)	380941121*	8003097	388944218*	97.94	2.06	NIL



4	Approval of the Alteration of Articles of Association of the Bank (Special Resolution)	Postal Ballot (Remote e-voting)	372439172	16483568	388922740	95.76	4.24	NIL
5	Approval of the Appointment of CA Chinnasamy Ganesan (DIN: 07615862) as Non-Executive Independent Director of the Bank for a period of three (3) years (Special Resolution)	Postal Ballot (Remote e-voting)	386960798	1982099	388942897	99.49	0.51	NIL

*These figures are exclusive of votes cast by the interested director holding 2500 shares.



Handwritten signature in green ink.