

IRC:F48:196:480:2022

30.12.2022

The Manager,  
 National Stock Exchange of India Ltd,  
 Exchange Plaza, 5<sup>th</sup> 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

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In continuation to our letter no. IRC:F48:174:438:2022 dated November 30, 2022, and pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the Special Business as set out in the Postal Ballot Notice dated November 22, 2022, has been passed by the members of the Bank through Postal Ballot (Remote e-Voting) with requisite majority on December 30, 2022, being the last date of the Remote e-Voting.

In this regard, please find, enclosed herewith, the following:

1.	Voting results of the said Postal Ballot through Remote e-Voting process	Annexure - I
2.	Report of Scrutiniser dated December 30, 2022 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](http://www.kvb.co.in) and on the e-Voting website of NSDL at [www.evoting.nsdl.com](http://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  
 Investor Relations Cell, Registered & Central Office,  
 No.20, Erode Road, Vadivel Nagar, L.N.S.,  
 Karur - 639 002.  
 ©: 04324-269431,35,40-43, Fax: 04324-225700  
 Email: [kvbshares@kvbmail.com](mailto:kvbshares@kvbmail.com)  
 Website: [www.kvb.co.in](http://www.kvb.co.in)  
 CIN: L65110TN1916PLC001295

<b>THE KARUR VYSYA BANK LIMITED</b>		
<b>POSTAL BALLOT THROUGH REMOTE E-VOTING</b>		
<b>Details of Voting Results</b>		
<b>Sr. no</b>	<b>Particulars</b>	<b>Details</b>
1	Date of Declaration of Result of Postal Ballot	December 30, 2022
2	Total number of shareholders as on Cut-off date (November 25, 2022)	2,18,059
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 : <b>(Special)</b> Resolution No: 01		To approve the re-appointment of Shri K G Mohan (DIN: 08367265), as Non-Executive Independent Director of the Bank, for second term
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]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	1,80,55,372	1,76,88,375	97.97	1,76,88,375	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>1,76,88,375</b>	<b>97.97</b>	<b>1,76,88,375</b>	<b>-</b>	<b>100.00</b>	<b>-</b>
Public Institutions	E-Voting	36,16,50,387	30,32,95,073	83.86	25,49,91,350	4,83,03,723	84.07	15.93
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>30,32,95,073</b>	<b>83.86</b>	<b>25,49,91,350</b>	<b>4,83,03,723</b>	<b>84.07</b>	<b>15.93</b>
Public Non Institutions	E-Voting	42,10,37,335	8,11,57,501	19.28	8,01,48,331	10,09,170	98.76	1.24
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	<b>Total</b>		<b>8,11,57,501</b>	<b>19.28</b>	<b>8,01,48,331</b>	<b>10,09,170</b>	<b>98.76</b>	<b>1.24</b>
<b>Total</b>		<b>80,07,43,094</b>	<b>40,21,40,949</b>	<b>50.22</b>	<b>35,28,28,056</b>	<b>4,93,12,893</b>	<b>87.74</b>	<b>12.26</b>
<b>Whether resolution is passed or not?</b>	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. December 30, 2022.							



*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), 1<sup>st</sup> Floor, Senthilnathan Street,  
Tahsildar Nagar, Madurai-625020.**

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

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**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 resolution contained in the Postal Ballot notice dated 22<sup>nd</sup> November 2022. 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. 3/2022 dated 05.05.2022 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 and No. 20/2021 dated 08.12.2021("MCA Circulars"), Regulation 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 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, November 25, 2022** were entitled to vote on the resolution 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, December 01, 2022 (10.00 a.m. IST) to Friday, December 30, 2022 (05.00 p.m. IST)**.
7. The votes cast during the e-Voting were unblocked on **Friday, December 30, 2022** at 05.07 P.M. and was witnessed by two witnesses,



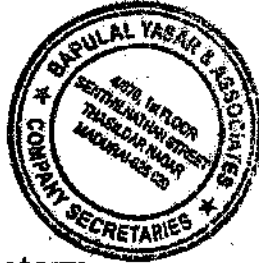
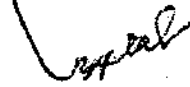
Mr. R. Mohammed Yasar and Mr. P. Balamurugan, who are not in the employment of the Bank/NSDL. They have signed below in confirmation of the same.

8. I, having verified and collated the votes cast through e-Voting, furnish the details of votes polled in "Favour" or "Against" in respect of the Resolution 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: 30.12.2022


UDIN: F005893D002841055

We the undersigned witnesseth that the votes were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsd.com>) in our presence at 05.07 P.M. on **Friday, December 30, 2022.**

1. Signature:

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

2. Signature:

  
Name & Address: P Balamurugan, S/o. A Panneerselvam  
955/2, MGR Street, Thasildar Nagar,  
Madurai - 625020

Countersigned by the  
Chairperson of the Bank



**Dr. Meena Hemchandra**

## ANNEXURE

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

**Resolution No.: 1** - Re-appointment of Shri K G Mohan (DIN: 08367265), as Non-Executive Independent Director of the Bank, for second term (**Special Resolution**)

(i.) Voted **"In Favour"** of the resolution:

Mode	No. of Members voted	No. of votes cast in favour	% of total number of valid votes cast in favour
Postal Ballot (Remote e-Voting)	1,745	35,28,28,056	87.74%

(ii.) Voted **"Against"** the resolution:

Mode	No. of Members voted	No. of votes cast against	% of total number of valid votes cast against
Postal Ballot (Remote e-Voting)	122	4,93,12,893	12.26%

(ii.) Invalid votes:

Mode	No. of Members	No. of votes cast
Postal Ballot (Remote e-Voting)	Nil	Nil

Based on the aforesaid result, I report that the Special Resolution, as contained in the Postal Ballot Notice dated November 22, 2022, has been passed with the requisite majority on December 30, 2022 (last day of Remote e-Voting).



*[Handwritten signature]*