



IRC: F-48:81:892:2017

03.10.2017

The Manager,  
National Stock Exchange of India Ltd.,  
Exchange Plaza, 5th Floor,  
Plot No. C/1, 'G' Block,  
Bandra- Kurla Complex,  
Bandra (East),  
Mumbai 400 051

Dear Sir,

Sub: Intimation of fixation of record date to ascertain the eligible equity shareholders and eligible employees for the purposes of the proposed Issue of the Bank - Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

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We wish to inform you that the Capital Raising Committee of the Bank at its meeting held today i.e. 03.10.2017, fixed October 13, 2017 as the Record Date for the purpose of determining the Eligible Equity Shareholders to apply for Rights Equity Shares in the Issue as also to determine the Eligible Employees of the Bank to apply for the Employee Reservation portion of the Issue.

Please take on record of the same as per Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Yours faithfully,

Srinivasarao M  
Company Secretary &  
Asst. General Manager

**THE KARUR VYSYA BANK LIMITED**  
Investor Relations Cell, Registered & Central Office,  
Erode Road, KARUR - 639 002.  
☎ : 04324-269440-44, Fax : 225700  
E.mail : kvbshares@kvbmail.com  
Website : www.kvb.co.in  
CIN : L65110TN1916PLC001295

**I. Brief Synopsis of the Rights Issue of the Bank**

Sr. No	Particulars	Details
01.	Rights Entitlement	1:6 i.e. 1 (One) Equity Share for every 6 (Six) Equity Shares held by the Eligible Equity Shareholders on the record date.
02.	Face Value of Equity Shares	₹ 2/-
03.	Premium	₹ 74/-
04.	Issue Price	₹ 76/-
05.	Record Date	October 13, 2017
06.	Equity Shares being offered by our Bank pursuant to the Issue	Up to 11,87,81,048 Equity Shares aggregating up to ₹ 902.74 crores
	Of which: Employee Reservation Portion	Up to 1,71,60,000 Equity Shares aggregating up to ₹ 130.42 crores
	Net Issue (Rights Issue)	Up to 10,16,21,048 Equity Shares aggregating up to ₹ 772.32 crores
07.	Equity Shares issued and outstanding prior to the Issue	Up to 60,97,26,285 Equity Shares
08.	Equity Shares subscribed, paid-up and outstanding prior to the Issue	Up to 60,93,22,270 Equity Shares
09.	Equity Shares issued and outstanding after the Issue (assuming full subscription for and Allotment of the Equity Shares)	Up to 72,85,07,333 Equity Shares
10.	Equity Shares subscribed, paid-up and outstanding after the Issue (assuming full subscription for and Allotment of the Equity Shares)	Up to 72,81,03,318 Equity Shares
11.	Terms of Payment	The entire Issue Price, being ₹ 76 per Equity Share, is payable on Application.

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Sr. No	Particulars	Details										
12.	Treatment of Fractional Entitlement	<p>For Equity Shares being offered on a rights basis under this Issue, if the shareholding of any of the Eligible Equity Shareholders is less than 6 (six) Equity Shares or is not in multiples of 6 (six), the fractional entitlement of such Eligible Equity Shareholder shall be ignored for computation of the Rights Entitlement. Eligible Equity Shareholders whose fractional Rights Entitlements are being ignored would be given preference in Allotment of 1 (one) additional fully paid-up Equity Share each if they apply for additional Equity Shares.</p> <p>Also, those Eligible Equity Shareholders holding less than 6 (six) fully paid-up Equity Shares, i.e. holding up to 5 (five) fully paid-up Equity Shares, and therefore entitled to 'zero' fully paid-up Equity Shares under this Issue shall be dispatched a CAF with 'zero' entitlement. Such Eligible Equity Shareholders are entitled to apply for additional Equity Shares and would be given preference in the allotment of 1 (one) additional Equity Share if, such Eligible Equity Shareholders have applied for the additional Equity Shares. However, they cannot renounce the same to third parties. CAFs with zero entitlement shall be non-negotiable/ non-renounceable.</p> <p>An illustration stating the Rights Entitlement for number of Equity Shares is set out below:</p> <table border="1" data-bbox="746 1283 1465 1529"> <thead> <tr> <th>Number of Equity Shares held as on Record Date</th> <th>Rights Entitlement</th> </tr> </thead> <tbody> <tr> <td>1-5</td> <td>0</td> </tr> <tr> <td>6-11</td> <td>1</td> </tr> <tr> <td>12-17</td> <td>2</td> </tr> <tr> <td>18-23</td> <td>3</td> </tr> </tbody> </table> <p>In respect of Employees Reservation Portion Fractional Entitlement does not arise.</p>	Number of Equity Shares held as on Record Date	Rights Entitlement	1-5	0	6-11	1	12-17	2	18-23	3
Number of Equity Shares held as on Record Date	Rights Entitlement											
1-5	0											
6-11	1											
12-17	2											
18-23	3											

- II. We hereby confirm that the Rights Issue is fully paid up.
- III. We hereby undertake the responsibility of Completion of Rights Issue and Compliance with ICDR requirements regarding fast track issue.

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**CERTIFIED TRUE COPY OF THE EXTRACT OF THE RESOLUTIONS  
PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF THE  
BANK HELD ON 29.05.2017**

**“RESOLVED THAT** pursuant to Section 62 (1) (a) and other applicable provisions of the Companies Act, 2013, as amended, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009, as amended, Memorandum and Articles of Association of the Bank and the Listing Agreement entered into by the Bank with the Stock Exchange where the shares of the Bank are listed and such other authorities as may be necessary and such terms, conditions and modifications as may be prescribed in granting such approval which may be agreed to by the Board of Directors of the Bank as it may deem fit, the consent and approval of the Board be and is hereby accorded to create, offer, issue and allot upto 10,16,21,048 (Ten crore sixteen lakh twenty one thousand forty eight) equity shares of ₹ 2/- each at a premium of ₹ 74/- per share on Rights basis on such terms and conditions as may be prescribed by the Board of Directors in the proportion of One equity shares for every Six equity shares of the Bank held by the shareholders and beneficial owners on such date (herein after referred to as Record Date) to be fixed by the Board of Directors.

**RESOLVED FURTHER THAT** the entire Issue Price, being ₹ 76 per Equity Share, is payable on Application.

**RESOLVED FURTHER THAT** the new Equity Shares shall rank pari passu in all respects with the then existing shares of the Bank including right to receive dividend.

**RESOLVED FURTHER THAT** the Board of Directors be and is hereby authorized and empowered to dispose off and allot any Rights Shares remaining un-subscribed by the existing equity shareholders entitled thereto or remaining undisposed to such persons whether shareholders of the Bank or not, as the Board in its absolute discretion deems fit.

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**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board of Directors be and is hereby empowered to prescribe and issue suitable Letter of Offer, Composite Application Form and other documents and to prescribe various terms and conditions in respect of the rights issue and allotment of equity shares and to give such other directions as the Board may deem fit and proper including any modification/s in the terms and conditions of the issue of the new equity shares and further the Board of Directors be and is hereby authorized to do all acts, deeds, matters and things as may be deemed necessary, usual, desirable, proper or expedient, including to prescribe, finalise, approve use of such forms and documents as may be required and to settle any questions, difficulties or doubts, if any that may arise in regard to the offer, issue and allotment of the Rights Shares, the decision of the Board of Directors shall be final, conclusive and binding on all members and other interested persons.”

**RESOLVED THAT** the Board of Directors of the Bank be and is hereby authorised to issue equity shares to the employees of the Bank along with the proposed rights issue of the bank in pursuance of the reservation made under Regulation 55A of the SEBI (ICDR) Regulations, subject to other applicable provisions of these regulations, at the same price as of the Rights Issue i.e., ₹ 76/- per equity share (inclusive of a Share Premium of ₹ 74/- per share), as per the provisions of Section 62(1)(c) of the Companies Act, 2013 read with Explanation to Rule 13(1) of Companies (Share Capital and Debentures) Rules, 2014 subject to the approval of the shareholders by passing a special resolution.

**RESOLVED FURTHER THAT** the MD&CEO, CFO and the Company Secretary of the Bank be and is hereby severally authorised to take such steps as may be necessary for obtaining approvals, statutory, contractual or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Bank and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution.”

**For THE KARUR VYSYA BANK LTD.,**

**SRINIVASA RAO M**  
Company Secretary & Asst. General Manager.

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**CERTIFIED TRUE COPY OF THE EXTRACT OF THE RESOLUTIONS PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF THE BANK HELD ON 25.09.2017**

“RESOLVED THAT the Board of Directors of the Bank be and is hereby accorded to create, offer, issue and allot up to 1,71,60,000 (One crore seventy one lakh sixty thousand) equity shares of ₹ 2/- each face value of the Bank to the Eligible Employees of the Bank in pursuance to reservation made under Regulation 55A of SEBI ICDR Regulations along with the proposed rights issue of Equity Shares (‘Employees Reservation Portion’) at the same price as of the Rights Issue i.e., ₹ 76/- per equity share (inclusive of a Share Premium of ₹ 74/- per share).”

“RESOLVED FURTHER THAT the entire Issue Price, being ₹ 76 per Equity Share, is payable on Application”.

“RESOLVED FURTHER THAT pursuant to Regulation 55A of the SEBI ICDR Regulations the value of allotment to any eligible employee shall not exceed ₹ 2,00,000.”

“RESOLVED FURTHER THAT MD&CEO, all permanent and full time employees of the Bank (including a director of the Bank, whether whole-time or part-time, other than the Promoters of the Bank) who satisfies the criteria as on a Record Date to be fixed at a later date and who continue to be in such employment till the date of allotment are eligible (“Eligible Employees”) for the issue of shares under Employees Reservation Portion, but excludes persons not eligible under applicable laws, rules, regulations and guidelines.”

“RESOLVED FURTHER THAT the issue of shares under Employees Reservation Portion shall be opened and closed for subscription to the eligible employees along with the opening and closing of the proposed Rights Issue.”

“RESOLVED FURTHER THAT in the event of under-subscription in the Employee Reservation Portion, the unsubscribed portion would be added to the Net Issue”.

“RESOLVED FURTHER THAT the Company Secretary and CFO (GM-FCD) be and are hereby severally authorised to issue Employees Application Form (EAF) to the eligible employees of the Bank for subscription to the shares under Employees Reservation Portion.”

For THE KARUR VYSYA BANK LTD.,

  
SRINIVASA RAO M  
Company Secretary & Asst. General Manager.

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