

IRC:F48:167:390:2023

August 23, 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: Disclosure under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Voting Results of 104th Annual General Meeting along with Scrutinizer's Report

This is to inform that the 104th Annual General Meeting of members of the Bank was held on Wednesday, August 23, 2023 at 11.00 a.m. through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).

Pursuant to Regulations 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose a copy of the voting results of the 104th Annual General Meeting along with Scrutinizer's Report. All resolutions proposed in the AGM were approved by the Shareholders with requisite majority.

In this regard, we herewith enclose the following:

1.	Voting results of the 104 th AGM	Annexure - I
2.	Scrutiniser's Report	Annexure – II

The voting results 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 on record of the same.

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
Website: www.kvb.co.in
CIN: L65110TN1916PLC001295



The Karur Vysya Bank Limited

104th Annual General Meeting

Details of Voting results		
Sl. No	Particulars	Details
1	Date of AGM	23.08.2023
2	Total number of Shareholders as on record date <i>(cut-off date for voting is 16.08.2023)</i>	2,26,716
3	No. of persons present in the meeting either in person or through proxy	
	Promoters and Promoters group	Not applicable
	Public	Not applicable
4	No. of shareholders attended the meeting through video conferencing	
	Promoters and Promoters group	14
	Public	134

The Karur Vysya Bank Limited								
Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Audited Financial Statements of the Bank for the Financial Year ended March 31, 2023 and Reports of the Board of Directors and Auditors thereon.					
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	1,79,46,217	1,73,55,542	96.71	1,73,55,542	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,73,55,542	96.71	1,73,55,542	-	100.00	-
Public Institutions	E-Voting	40,40,48,816	32,59,98,892	80.68	32,50,45,876	9,53,016	99.71	0.29
	Poll		-	-	-	-	-	
	Postal Ballot		-	-	-	-	-	
	Total		32,59,98,892	80.68	32,50,45,876	9,53,016	99.71	0.29
Public Non Institutions	E-Voting	38,05,59,733	4,93,63,569	12.97	4,93,58,681	4,888	99.99	0.01
	Poll		81,540	0.02	81,265	275	99.66	0.34
	Postal Ballot		-	-	-	-	-	
	Total		4,94,45,109	12.99	4,94,39,946	5,163	99.99	0.01
Total		80,25,54,766	39,27,99,543	48.94	39,18,41,364	9,58,179	99.76	0.24

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority.
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The Karur Vysya Bank Limited								
Resolution Required : (Ordinary)			2 - To declare dividend of Rs. 2.00/- per equity share of the Bank for the FY 2022-23.					
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	1,79,46,217	1,73,55,542	96.71	1,73,55,542	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,73,55,542	96.71	1,73,55,542	-	100.00	-
Public Institutions	E-Voting	40,40,48,816	33,37,01,820	82.59	33,37,01,820	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		33,37,01,820	82.59	33,37,01,820	-	100.00	-
Public Non Institutions	E-Voting	38,05,59,733	4,93,70,098	12.97	4,93,64,782	5,316	99.99	0.01
	Poll		81,540	0.02	81,265	275	99.66	0.34
	Postal Ballot		-	-	-	-	-	-
	Total		4,94,51,638	12.99	4,94,46,047	5,591	99.99	0.01
Total		80,25,54,766	40,05,09,000	49.90	40,05,03,409	5,591	100.00	0.00

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority.
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The Karur Vysya Bank Limited								
Resolution Required : (Ordinary)			3 - To appoint a director in the place of Shri R Ramkumar (DIN: 00275622), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	1,79,46,217	1,73,55,542	96.71	1,73,55,542	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,73,55,542	96.71	1,73,55,542	-	100.00	-
Public Institutions	E-Voting	40,40,48,816	33,36,18,043	82.57	31,99,94,525	1,36,23,518	95.92	4.08
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		33,36,18,043	82.57	31,99,94,525	1,36,23,518	95.92	4.08
Public Non Institutions	E-Voting	38,05,59,733	4,93,62,969	12.97	4,93,02,122	60,847	99.88	0.12
	Poll		81,540	0.02	81,265	275	99.66	0.34
	Postal Ballot		-	-	-	-	-	-
	Total		4,94,44,509	12.99	4,93,83,387	61,122	99.88	0.12
Total		80,25,54,766	40,04,18,094	49.89	38,67,33,454	1,36,84,640	96.58	3.42

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority.
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Remarks	Except Shri R Ramkumar and his relatives, No other Promoter and Promoters group are interested in this resolution.
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The Karur Vysya Bank Limited								
Resolution Required : (Ordinary)			4 - To re-appoint M/s R G N Price & Co., Chartered Accountants, Kochi (Firm Registration No. 002785S) together with M/s Sundaram & Srinivasan, Chartered Accountants, Chennai (Firm Registration No. 004207S) as Joint Statutory Central Auditors of the Bank and fix their remuneration.					
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	1,79,46,217	1,73,55,542	96.71	1,73,55,542	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,73,55,542	96.71	1,73,55,542	-	100.00	-
Public Institutions	E-Voting	40,40,48,816	33,36,18,043	82.57	32,51,64,552	84,53,491	97.47	2.53
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		33,36,18,043	82.57	32,51,64,552	84,53,491	97.47	2.53
Public Non Institutions	E-Voting	38,05,59,733	4,93,63,084	12.97	4,93,21,661	41,423	99.92	0.08
	Poll		81,540	0.02	81,265	275	99.66	0.34
	Postal Ballot		-	-	-	-	-	-
	Total		4,94,44,624	12.99	4,94,02,926	41,698	99.92	0.08
Total		80,25,54,766	40,04,18,209	49.89	39,19,23,020	84,95,189	97.88	2.12
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 Karur Vysya Bank Limited								
Resolution Required : (Ordinary)			5 - To appoint Branch Auditors of the Bank and fix their remuneration.					
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	1,79,46,217	1,73,55,542	96.71	1,73,55,542	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		1,73,55,542	96.71	1,73,55,542	-	100.00	-
Public Institutions	E-Voting	40,40,48,816	33,36,18,043	82.57	33,36,18,043	-	100.00	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-
	Total		33,36,18,043	82.57	33,36,18,043	-	100.00	-
Public Non Institutions	E-Voting	38,05,59,733	4,93,63,166	12.97	4,93,26,363	36,803	99.93	0.07
	Poll		81,540	0.02	81,265	275	99.66	0.34
	Postal Ballot		-	-	-	-	-	-
	Total		4,94,44,706	12.99	4,94,07,628	37,078	99.93	0.07
Total		80,25,54,766	40,04,18,291	49.89	40,03,81,213	37,078	99.99	0.01

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority.
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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

**Consolidated Scrutinizer's Report on Remote e-Voting and e-Voting during
Annual General Meeting**

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: Consolidated Scrutinizer's Report on Remote e-Voting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 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 voting through electronic means ("e-Voting") on the resolutions placed at the 104th Annual General Meeting ("AGM") of the Bank. The AGM was convened on Wednesday, 23rd August 2023 at 11.00 a.m. IST through VC / OAVM in accordance with General Circular No. 10/2022 dated December 28, 2022 read with General Circulars No.14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 05, 2020, No. 02/2021 dated January 13, 2021, No. 19/2021 dated December 08, 2021, No. 21/2021 dated December 14, 2021, No. 02/2022 dated May 05, 2022 issued by Ministry affairs (MCA), Government of India (hereinafter referred to as "MCA Circulars") and SEBI vide its Circular SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023.



2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
 - a. process of e-Voting remotely, before the AGM, on the dates referred to in the Notice calling the AGM ("remote e-Voting"); and
 - b. process of e-Voting at the AGM ("e-Voting").

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 resolutions contained in the Notice calling the AGM. 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 (i.e. remote e-Voting and e-Voting at the AGM) is restricted to making a Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions 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., **Wednesday, August 16, 2023** were entitled to vote on the resolutions (Item nos. 1 to 5 set out in the Notice calling the AGM) 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.
6. **Remote e-voting process:-**

The remote e-voting period remained open from **Friday, August 18, 2023 (10:00 a.m. IST) to Tuesday, August 22, 2023 (5:00 p.m. IST)**. After conclusion of Annual General Meeting today (i.e., 23rd August 2023), the list of members who had cast their votes was downloaded from the e-voting facility of NSDL and was verified with the records maintained by the Bank / S.K.D.C. Consultants Limited, Registrars and Share Transfer Agents/ NSDL, and the authorizations lodged with the NSDL/ the Scrutinizer were verified on test check basis.



7. E-voting process at the AGM:-

- i. After the time fixed for closing of the e-voting by the Chairperson, the electronic system recording the e-voting (e-votes) was blocked by NSDL
 - ii. The e-votes were verified with the records maintained by the Bank / S.K.D.C. Consultants Limited, Registrars and Share Transfer Agents/ NSDL and the authorizations lodged with the NSDL/ the Scrutinizer were verified on test check basis.
8. The votes cast were unblocked on Wednesday, 23rd August, 2023 at 02.46 PM 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.
9. I, having verified and collated the votes cast through Remote e-Voting and the votes cast at the Annual General Meeting through electronic means, furnish the details of votes polled in "Favour" or "Against" in respect of the Resolutions set forth in the Notice convening the 104th AGM, in the Annexure enclosed.
10. 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: 23rd August 2023
UDIN: F005893E000849912

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 02.46 PM on 23rd August, 2023.

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 total voting through Remote e-Voting and e-Voting at the Annual General Meeting through electronic system.

No. of Resolution	Particulars of Resolution	Manner of Voting	No. of Votes Cast		Total No. of Shares	%Votes Cast	
			Favour	Against		% For	% Against
Ordinary Business							
1	Receiving, Considering and adopting Audited Financial Statements of the Bank for the Financial Year ended March 31, 2023 together with the Reports of the Board of Directors and Auditors thereon (Ordinary Resolution)	Remote e-Voting	391760099	957904	392718003	99.74	0.24
		e- Voting at the AGM	81265	275	81540	0.02	0.00
		Total	391841364	958179	392799543	99.76	0.24
2	Declaring dividend of Rs. 2.00/- per equity share of the Bank for the FY 2022-23. (Ordinary Resolution)	Remote e-Voting	400422144	5316	400427460	99.98	0.00
		e- Voting at the AGM	81265	275	81540	0.02	0.00
		Total	400503409	5591	400509000	100	0.0



No. of Resolution	Particulars of Resolution	Manner of Voting	No. of Votes Cast		Total No. of Shares	% Votes Cast	
			Favour	Against		% For	% Against
3	Appointment of Director in the place of Shri R Ramkumar (DIN: 00275622), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)	Remote e-Voting	386652189	13684365	400336554	96.56	3.42
		e-Voting at the AGM	81265	275	81540	0.02	0.00
		Total	386733454	13684640	400418094	96.58	3.42
4	Re-Appointment of M/s R G N Price & Co., Chartered Accountants, Chennai (Firm Registration No. 002785S) together with M/s Sundaram & Srinivasan, Chartered Accountants, Chennai (Firm Registration No. 004207S) as Joint Statutory Central Auditors of the Bank and fixation of their remuneration. (Ordinary Resolution)	Remote e-Voting	391841755	8494914	400336669	97.86	2.12
		e-Voting at the AGM	81265	275	81540	0.02	0.00
		Total	391923020	8495189	400418209	97.88	2.12
Special Business							
5	Appointment of Branch Auditors of the Bank and fixing their remuneration. (Ordinary Resolution)	Remote e-Voting	400299948	36803	400336751	99.97	0.01
		e-Voting at the AGM	81265	275	81540	0.02	0.00
		Total	400381213	37078	400418291	99.99	0.01

