



केनरा बैंक Canara Bank

भारत सरकार का उपक्रम

A Government of India Undertaking



Ref.: SD:475/476/11/12::2024-25

27.11.2024

<b>The Vice President BSE Ltd. Phiroze Jeejeebhoy Towers Dalal Street MUMBAI - 400 001</b>  Scrip Code: 532483	<b>The Vice President Listing Department National Stock Exchange of India Ltd EXCHANGE PLAZA Bandra-Kurla Complex, Bandra [E] MUMBAI - 400 051</b>  Scrip Code: CANBK
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Dear Sir/Madam,

**Sub: Extraordinary General Meeting (EGM) of the Bank through VC / OAVM on  
27.11.2024 - Submission of Proceedings and Voting Results**

**Ref: Regulation 30 and 44 (3) of SEBI (LODR) Regulations, 2015**

We wish to inform the Exchanges that an Extraordinary General Meeting of Bank was held today i.e. 27<sup>th</sup> November 2024 at 11.00 AM through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

In this regard, we are enclosing the Proceedings of the Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Consolidated Voting Results as submitted by Scrutinizers.

Internal

The meeting concluded at 11.45 AM

This is for your information and appropriate dissemination.

Yours faithfully,

**SANTOSH KUMAR BARIK  
COMPANY SECRETARY**

सचिवालय विभाग

प्रधान कार्यालय

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Secretarial Department

Head Office

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## PROCEEDINGS

### Extraordinary General Meeting of the Bank through VC/OAVM

- In accordance with our intimation dated 27.09.2024 and EGM Notice dated 28.10.2024, an Extraordinary General Meeting of the Bank through VC / OAVM was held on **Wednesday, the 27<sup>th</sup> November 2024 at 11.00 a.m. IST** at Head Office, Canara Bank, Bengaluru - 560 002 (the deemed venue of the meeting) in compliance with MCA (Ministry of Corporate Affairs) / SEBI / GOI guidelines.
- Pursuant to Regulation 59 of the Canara Bank (Shares and Meetings) Regulations, 2000, Shri Vijay Srirangan, Chairman of the Bank took the Chair (Chairman of the Meeting).
- At the request of the Chairman of the Meeting, Shri Santosh Kumar Barik, Company Secretary of the Bank informed the Chairman that 31 (Thirty-One) shareholders are present, which satisfies the Quorum requirement as per Regulation 58(i) of Canara Bank (Shares and Meetings) Regulations, 2000.
- The Chairman welcomed the shareholders to the Extraordinary General Meeting of the Bank. The Chairman took note that 31 (Thirty-One) shareholders are present at the Meeting. He announced that in accordance with Regulation 58(i) of Canara Bank (Shares and Meetings) Regulations, 2000 the requisite Quorum was present and called the meeting to order.
- The Chairman then introduced the Directors present at the e-EGM to the shareholders. The Chairpersons of the Audit Committee of the Board and the Stakeholders' Relationship Committee were also present at the meeting. With the permission of the shareholders present, the Notice dated 28.10.2024 convening the meeting was taken as read.
- One authorized representative of GOI attended the meeting through VC / OAVM.

Internal

The Chairman informed that in terms of Regulation 44 of SEBI (LODR) Regulations, 2015 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, shareholders of the Bank were extended the facility to vote on the agenda item of the Extraordinary General Meeting by electronic means.

- The remote e-Voting was held from 09.00 a.m. IST of 23<sup>rd</sup> November 2024 to 05.00 p.m. IST of 26<sup>th</sup> November 2024. The Bank had appointed KFin Technologies Limited as e- Voting agency.
- Shareholders who have not availed of the remote e-Voting facility were permitted to e-

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vote at the meeting in respect of the agenda to be transacted at the EGM.

- M/s S N ANANTHASUBRAMANIAN & Co., Company Secretaries were appointed as the Scrutinizers to oversee the e-Voting process.
- The Chairman then took up the agenda item for approval of shareholders.

To elect one Director from amongst the shareholders of the Bank other than the Central Government, in terms of Section 9 (3) (i) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970.

The Chairman informed that the Bank has received three nominations up to 12th November 2024, being the last date for receipt of nominations and out of which two nominations were found to be valid by the Scrutiny Committee. These two nominations were placed before the Nomination and Remuneration Committee of the Board at its meeting held on 14th November 2024 for determining their 'Fit & Proper' status in terms of Reserve Bank of India and Government of India guidelines. The Committee after conducting necessary due diligence determined both the candidates to be "Fit & Proper" for contesting the election of Shareholder Director. The candidate in receipt of the majority of the votes in his favour i.e., aggregate of remote e-voting and voting at the meeting will be declared to have been elected and his name will be announced and also published in newspapers.

The Chairman read out brief profile of the candidates who were found to be "Fit & Proper" for contesting the election of Shareholder Director by the Nomination and Remuneration Committee of the Board as follows: -

Shri. Hemant Buch

Shri. Hemant Buch, aged 57 years, joined the Life Insurance Corporation of India (LIC) as Assistant Administrative officer (AAO) in the Year 1989 and thus has put in more than 3 decades with LIC. He has been actively associated with marketing of Conventional Life as well as Group Life products for almost last 30 years. Prior to initiating this long, uninterrupted Marketing Journey, he spent 2 Insightful, Enriching Years as Internal Auditor, thoroughly examining Books across various Tiers of Offices – Branches to Zones – reinforcing virtues and values like Financial Prudence, Accounting Discipline and Overall Vigilance.

Important assignments handled by him include leading Mumbai Divisional Office and steering Chandigarh division marketing. He has also headed two divisions of the corporation, ie Rajkot and Surat from 2010 to 2015. Presently, Shri. Hemant Buch is shouldering the responsibility as Executive Director since April 2022 in LIC of India.

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Shri. Deepak Arora

Shri Deepak Arora, aged 50 years, is a Fellow Member of the Institute of Company Secretaries of India and a Law Graduate. With a career spanning over 25 years as a Practicing Company Secretary, he provides comprehensive legal and secretarial services, assisting clients in Business Set-Up, Corporate Laws, Industrial Laws, Foreign Exchange Laws, Intellectual Property Laws, SEBI Laws, and RBI Act compliance.

- The Chairman informed that the Results of the Voting held at the meeting aggregated with the Results of e-Voting will be placed on the website of the Bank and also on the websites of BSE Limited, National Stock Exchange Limited and KFin Technologies Limited, the R & T Agents / the agency appointed for e-Voting process within two working days.
- Thereafter the Chairman thanked all the shareholders for their presence & support and informed that e-voting facility is available for the members who have not cast their votes.
- The Chairman declared the Extraordinary General Meeting as concluded once the shareholders present at the meeting cast their e-votes.
- Consolidated results were also uploaded in the **Internal** websites of the Bank, NSE and BSE.

**Place: Bengaluru**

**Date: 27<sup>th</sup> November 2024**

**contd...**

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**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

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ICSI Unique Code: P1991MH040400

**27<sup>th</sup> November, 2024**

To,

The Chairman

**Canara Bank**

Head Office, 112 J C Road,

Bengaluru – 560 002.

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your Shareholders during the Extraordinary General Meeting of your Bank held on Wednesday, 27<sup>th</sup> November, 2024 through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.



**S. N. Viswanathan**

**Partner**





**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

date & time of the EGM, availability of the notice on the Bank's website and website of Stock Exchanges, manner of registration of email ids by the shareholders (both physical and demat) who are yet to register their email ids with the Bank, manner of voting through remote e-voting or through e-voting system at the EGM etc.

2.2 The Bank also hosted the detailed notice of EGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **28<sup>th</sup> October 2024**.

2.3 The Bank has informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by KFin Technologies Limited (KFin), Registrar and Share Transfer Agents ("RTA") of the Bank and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Bank completed dispatch of Notice of EGM by e-mail to **15,79,117** Shareholders who had registered their email ids with the Bank/ Depositories on **28<sup>th</sup> October, 2024**.

**3. Cut-off date**

3.1 Voting rights with respect to the agenda Item number one (1) was reckoned as on **Wednesday, 23<sup>rd</sup> October, 2024**, being the cut-off date (Specified Date) for the purpose of deciding the entitlement of shareholders for remote e-voting and e-voting during the EGM.

**4. Remote e-voting process**

**4.1 Agency**

The Bank appointed KFin Technologies Limited as the agency for providing the platform for remote e-voting and e-voting during the EGM.





**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**4.2 Remote e-voting period**

Remote e-voting platform was open from **09:00 a.m. on Saturday, 23<sup>rd</sup> November, 2024 till 5:00 p.m. on Tuesday, 26<sup>th</sup> November, 2024** and Shareholders were required to cast their votes electronically conveying their preference/ choice in respect of the candidates' contesting elections on the remote e-voting platform provided by KFin Technologies Limited.

**5 Voting at the EGM**

5.1 In line with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting do not vote again during the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, KFin Technologies Limited, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the shareholders who had cast their votes through remote e-voting.

**6 Counting Process**

6.1 On completion of e-voting at the EGM, we unblocked the results of the remote e-voting and e-voting by shareholders at the EGM, on the platform provided by KFin Technologies Limited and downloaded the results.







**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

6.2 No Shareholder of the Bank other than the Central Government holds more than 10% of total voting rights of all Shareholders of the Bank, accordingly, provisions of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 with respect to restriction of voting rights are not applicable.

6.3 All the votes cast by the shareholders were found to be valid.

**7. Results**

7.1 The Consolidated Results with respect to the agenda items as set out in the EGM Notice is enclosed herewith.

7.2 Based on the aforesaid results, we report that

7.2.1 Shri Hemant Buch can be declared elected as a Director of the Bank from amongst shareholders other than the Central Government;

**For S. N. ANANTHASUBRAMANIAN & Co.**

**Company Secretaries**

**ICSI Unique Code: P1991MH040400**

**Peer Review Cert. No.: 5218/2023**





**S N Viswanathan**

**Partner**

**ACS: 61955 | COP: 24335**

**ICSI UDIN: A061955F002850620**

**27<sup>th</sup> November, 2024 | Thane**



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**CONSOLIDATED RESULTS**

Item No. 1: Election of One Shareholder Director amongst the Shareholders other than the Central Government pursuant to the provisions under Section 9(3)(i) of the Banking Companies (Acquisition & Transfer of Undertakings) Act, 1970.

Name of the Candidate	Remote e-Voting		Voting at the EGM		Total	
	Voters	Votes	Voters	Votes	Voters	Votes
Shri Hemant Buch	756	1,46,36,12,601	9	30,086	765	1,46,36,42,687
Shri Deepak Arora	535	1,86,41,510	5	1,201	540	1,86,42,711



*S N Viswanathan*

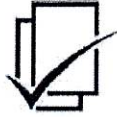
**S N Viswanathan**  
**Partner**  
**ACS: 61955 | COP: 24335**  
**ICSI UDIN: A061955F002850620**  
**27<sup>th</sup> November, 2024 | Thane**

*Santosh K. Majumdar*

**S K Majumdar**  
**Chief General Manager & GCFO**  
**(Chief Returning Officer)**

**Canara Bank**

*Report of Scrutinizer on remote e-voting process and voting by Shareholders during the EGM of Canara Bank held on 27<sup>th</sup> November, 2024.*



**S. N. ANANTHASUBRAMANIAN & CO**  
**Company Secretaries**

**ELECTION RESULTS**

Name of the Candidate	Number of Votes
Shri Hemant Buch	1,46,36,42,687

Pursuant to Regulation 63 of Canara Bank (Shares and Meetings) Regulations, 2000, Shri Hemant Buch can be declared elected as a Director of the Bank from amongst shareholders other than the Central Government.

*S N Viswanathan*



**S N Viswanathan**  
**Partner**  
**ACS: 61955 | COP: 24335**  
**ICSI UDIN: A061955F002850620**  
**27<sup>th</sup> November, 2024 | Thane**

*Santosh K. Majumdar*

**S K Majumdar**  
**Chief General Manager & GCFO**  
**(Chief Returning Officer)**

**Canara Bank**