

Ref:: SD:202/203/11/12::2021

03.08.2021

The Vice President	The Vice President
BSE Ltd.	Listing Department
	27 11 201 200 1

Phiroze Jeejeebhoy Towers

Dalal Street

MUMBAI - 400 001

National Stock Exchange of India Ltd

EXCHANGE PLAZA

Bandra-Kurla Complex, Bandra [E]

MUMBAI - 400051

Dear Sir/Madam.

Sub :: 19th AGM of the Bank through VC / OAVM on 03.08.2021 - Submission of

Proceedings, Voting Results and Scrutinizer's Report.

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

We submit the Proceedings of the 19th Annual General Meeting.

a. Date of the 19th Annual General Meeting

03.08.2021.

b. Total Number of Shareholders as on 27.07.2021

627959

c. Number of Shareholders present in the meeting either in Person or through proxy: NA

d. Number of Shareholders present in the meeting through Video Conferencing

Promoter and Promoter Group	01
Public	89

Agenda of the Meeting:

: To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March 2021, Profit & Loss account for the year ended 31st March 2021, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.

: To Raise Equity Share Capital amounting up to Rs.2500 Crore (including Item No.2 premium) by way of Qualified Institutional Placements (QIP)/Rights Issue/Private Placement/ Preferential Allotment/any other approved means during the Financial Year (FY) 2021-22 subject to market conditions and necessary approvals.

: To appropriate accumulated losses of Rs.18,495.30 Crore (Rupees Eighteen Thousand Four Hundred Ninety-Five Crore and Thirty Lakh only) from Share Premium Account of the Bank.

Mode of Voting: Remote e-Voting and e-Voting at the meeting.

Results

: Item No.1 passed as Ordinary Resolution.

Item No.2 passed as Special Resolution with the requisite majority. Item No.3 passed as Special Resolution with the requisite majority.

Yours faithfully,

For CANARA BANK

Assistant General Manag 1. Proceedings of the AGM Encl:

2. Consolidated results of e-Voting and voting at the AGM as per SEBI format

3. Consolidated Report of the Scrutinizers.

सचिवीय विभाग प्रधान कार्यालय

112, जे सी रोड बेंगलूरु - 560002

E-Mail - hosecretarial@canarabank.com

Secretarial Department

Head Office

112 J C Road, Bengaluru - 560002

www.canarabank.com

F +91 80 22248831 T +91 80 22100250

केनरा क्ष



SECRETARIAL DEPARTMENT: HEAD OFFICE: BENGALURU - 560 002

Proceedings

19th Annual General Meeting of the Bank through VC/OAVM

- ➤ In accordance with our intimation and AGM Notice dated 28.06.2021, the Nineteenth Annual General Meeting of the Bank through VC / OAVM was held on Tuesday, the 3rd August 2021 at 11.00 a.m. 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 L V Prabhakar, MD & CEO of the Bank took the Chair (Chairman of the Meeting).
- ➤ At the request of the Chairman of the Meeting, Shri V Ramachandra, Chief General Manager of the Bank informed the Chairman that Sixty (60) shareholders are present, which satisfies the Quorum requirement as per Regulation 58(1) of Canara Bank (Shares and Meetings) Regulations, 2000.
- The MD & CEO welcomed the shareholders to the Nineteenth Annual General Meeting of the Bank. The MD & CEO took note that Sixty (60) shareholders are present at the Meeting. He announced that in accordance with Regulation 58(1) of Canara Bank (Shares and Meetings) Regulations, 2000 the requisite Quorum was present and called the meeting to Order.
- ➤ The MD & CEO then introduced the Directors present at the e-AGM to the shareholders. The Chairman of the Audit Committee of the Board and Chairman of Stakeholders Relationship Committee were also present at the meeting. With the permission of the shareholders present the Notice convening the meeting dated 28.06.2021 was taken as read.
- > One authorized representative of GOI attended the meeting through VC / OAVM.
- The MD & CEO then addressed the shareholders on the Bank's performance for FY 2020-21. He extended his heartfelt gratitude to all the shareholders for their continued support and valuable partnership with Canara Bank. He emphasized on the unprecedented circumstances and challenges of the Covid-19 pandemic, its far reaching economic implications on global and Indian economic activities and the Bank's preparedness and support during Covid-19. He emphasized that over the past one year of amalgamation of Syndicate Bank into Canara Bank, the Bank has completed harmonisation of all policies, products and processes based on the 'Best of Two' principle and created the optimum product suite for customers. He then informed that the Bank is committed to reorienting its strategies to meet various goals under national priorities.
- ➤ The MD & CEO 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 items on the agenda of the Nineteenth Annual General Meeting by electronic means.

कृते केनरा बैंक For CANARA BANK

सहायक पहा प्रवेशक और कंपनि सचिव Assistant General Manager & Company Secretary





SECRETARIAL DEPARTMENT: HEAD OFFICE: BENGALURU - 560 002

- The remote e-Voting was held from 09.00 a.m. of 30th July 2021 to 05.00 p.m. of 2nd August 2021. The Bank had appointed KFin Technologies Private Limited as e-Voting agency.
- Shareholders who have not availed of the remote e-Voting facility were permitted to e-vote at the meeting in respect of the agendas to be transacted at the AGM.
- M/s S N Ananthasubramanian & Co., Company Secretaries were appointed as the Scrutinizers to oversee the e-Voting process.
- > The MD & CEO then took up the Agenda items 1, 2 & 3 for approval of shareholders.
 - To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March 2021, Profit & Loss account for the year ended 31st March 2021, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.
 - To Raise Equity Share Capital amounting up to Rs.2500 Crore (including premium) by way of Qualified Institutional Placements (QIP) / Rights Issue / Private Placement / Preferential Allotment / any other approved means during the Financial Year (FY) 2021-22 subject to market conditions and necessary approvals.
 - To appropriate accumulated losses of Rs.18495.30 Crore (Rupees Eighteen Thousand Four Hundred Ninety-Five Crore and Thirty Lakh only) from Share Premium Account of the Bank.
- > The MD & CEO invited the shareholders present to participate in the discussions on the three agenda items and the shareholders actively participated.
- After active participation by various speaker shareholders, the MD & CEO responded to their queries and furnished clarifications to the issues connected with the agenda items and on activities of the Bank during the period under review.
- The MD & CEO 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 Private Limited, the R & T Agents / the agency appointed for e-Voting process within two working days.
- > Thereafter the MD & CEO thanked all the shareholders for the presence & support and informed that e-voting facility is available for the members who have not cast their votes to cast their votes.
- > The MD & CEO declared the Nineteenth Annual General Meeting as concluded once the shareholders present at the meeting cast their e-votes.
- > Based on the Report of the Scrutinizers, all the agenda items were passed with requisite majority.

कृते केनरा बैंक

For CANARA BANK

केनरा कै

Place: Bengaluru
Date: 3rd August 2021

सहायक मेहा प्रबंधक और कंपनि सचिव Assistant General Manager & Company Secretary

CONSOLIDATED RESULTS OF REMOTE E-VOTING AND E-VOTING AT THE 19TH AGM THROUGH VC / OAVM

	CANARA BANK	
Date of the AGM/EGM	03-08-2021	
Total number of shareholders on record date	627959	
No. of shareholders present in the meeting either in person or through proxy:		
Promoters and Promoter Group:	Not Applicable	
Public:	Not Applicable	
No. of Shareholders attended the meeting through Video Conferencing		
Promoters and Promoter Group:	1	
Public:	89	

-	- 1 - 2			<u> </u>						-
Resolution No.	1									
Decelution required (Ordinary) (Special)		scuss, approve and s on the working ar	•					•	•	Report of the
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are	Board of Director	s on the working at	d activities of the t	Sank for the period	Lovered by the Acc	Journes and the Aud	itors Report on the	e balance sheet and	d Accounts.	
interested in the agenda/resolution?	No									
The second with the second production.					20.11					
				% of Votes Polled			% of Votes in	% of Votes	1	
				on outstanding			favour on votes	against on votes	1	
		No. of shares	No. of votes	shares	No. of Votes – in		polled	polled		
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)		(7)=[(5)/(2)]*100		Votes Abstained
	E-Voting		1,141,709,678			0	100.0000		1	0 _0
	Poll	1,141,709,678	C	0.0000	0	0	0.0000	0.0000		0 0
	Postal Ballot (if	1,141,709,070								
Promoter and Promoter Group	applicable)		c	0.0000	0	0	0.0000		1	0
25	Total		1,141,709,678	100.0000	1,141,709,678	0		·		0
O'AP	E-Voting		197,433,966	91.4488	197,433,966	_0	100.0000			0 _0
	Poll	215,895,543		0.0000	0	0	0.0000	0.0000		0 0
	Postal Ballot (if	213,093,343								
Public-Institutions	applicable)		C	0.0000		0	0.0000			0 0
	Total		197,433,966	91.4488			100.0000			0 0
	E-Voting		37,604,206	13.0059	 					0 257,452
	Poll	289,132,999	26,967	0.0093	26,967	0	100.0000	0.0000	-	0 0
	Postal Ballot (if	205,152,555								
Public- Non Institutions	applicable)	1	C	0.0000		0	0.0000		1	0 0
	Total		37,631,173							0 257452
	Total	1,646,738,220	1,376,774,817	83,6062	1,376,662,456	112,361	99.9918	0.0082		0 257452

कृते केनरा बैंक For CANARA BANK

सहायक महा प्राथक और कंपनि सचिव विनय मोहता / VINAY MOHTA Sistant General Manager & Company Secretary कंपनी सचिव / Company Secretary

ACC ASSTOS



Resolution No.	2									
nesolution No.	SPECIAL - To Rais	e Equity Share Capit	tal amounting up to	Rs 2500 Crore (inc	luding premium) b	v way of Qualified I	nstitutional Placer	nents (QIP)/Rights I	ssue/Private Place	ment/Preferential
Resolution required: (Ordinary/ Special)		her approved mean							,	
Whether promoter/ promoter group are									100000	
interested in the agenda/resolution?	No									
_								C/ 51/ .		
				% of Votes Polled		1	% of Votes in	% of Votes		
				on outstanding			favour on votes	against on votes		
		No. of shares	No. of votes		No. of Votes – in		polled	polled		
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100				(7)=[(5)/(2)]*100		Votes Abstained
	E-Voting		1,141,709,678		1,141,709,678	0	100.0000			0
	Poll	1,141,709,678	. 0	0.0000	0	0	0.0000	0.0000	(0
-	Postal Ballot (if	1,141,703,070								
Promoter and Promoter Group	applicable)		0	0.0000		0	0.0000			0
	Total		1,141,709,678	100.0000	1,141,709,678	0	100,0000	0.0000		0
	E-Voting		197,433,966	91.4488	197,433,966	0	100.0000			0
	Poll	215,895,543	0	0.0000	0	0	0.0000	0.0000		0
	Postal Ballot (if	213,095,545								
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000		0
	Total		197,433,966	91.4488	197,433,966	0	100.0000	0.0000		0
	E-Voting		37,855,838	13.0929	33,989,673	3,866,165	89.7871	10.2128		5,715
	Poll	7 200 432 200	26,967	0.0093	25,166	1,801	93.3214	6.6785		0
	Postal Ballot (if	289,132,999								
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000		0
	Total		37,882,805	13.1022	34,014,839	3,867,966	89.7897	10.2103		
	Total	1,646,738,220	1,377,026,449	83.6215	1,373,158,483	3,867,966	99.7191	0.2809		上 5715

कृते केनरा बैंक For CANARA BANK

सहायक महा प्रबंधक और कपनि संचिव Assistant General Manager & Company Secretary

> विनय मोहता / VINAY MONTA कंपनी सचिव / Company Secretary

> > ACS - A28792

Resolution No.	2											
nesolution No.	SPECIAL - Approp	SPECIAL - Appropriation of accumulated losses of Rs 18495.30 Crore (Rupees Eighteen Thousand Four Hundred Ninety Five Crore and Thirty Lakh only) from Share Premium Account of the										
Resolution required: (Ordinary/Special)	Bank.	nacion of accamicia	100300 01 113 10	issiso ciore (nape	es eigneen moose		tinety rive broke a	ina rimey Lakir only	, mom blidie i teli	nam recount of the		
Whether promoter/ promoter group are				1857016	Well brigging A							
Interested in the agenda/resolution?	No		. Yes Williams	2001 - Face - 00				la montana				
				% of Votes Polled			% of Votes in	% of Votes				
				on outstanding			favour on votes	against on votes				
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes ~	polled	polled				
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained		
<i>3</i> ,	E-Voting		1,141,709,678			0	100.0000	0.0000		0 (
	Polí	1 444 700 670	0	0.0000	0	0	0.0000	0.0000		0 (
	Postal Ballot (if	1,141,709,678			İ			_				
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000		0		
<u> </u>	Total		1,141,709,678	100.0000	1,141,709,678	0	100.0000	0.0000		0		
	E-Voting		197,433,966	91.4488	197,433,966	0	100.0000	0.0000		0 (
	Poll	215,895,543	C	0.0000	0	0	0.0000	0.0000		0		
	Postal Ballot (if	7 215,695,545			1							
Public-Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000		0 (
	Total		197,433,966	91.4488	197,433,966	0	100,0000	0,0000	11 - 11	0		
	E-Voting		37,842,588	13.0883	37,806,278	36,310	99.9040	0.0959		0 19,050		
	Poll	289,132,999	26,967	0.0093	23,671	3,296	87.7776	12.2223		0 (
	Postal Ballot (if	203,132,333										
Public- Non Institutions	applicable)		C	0.0000	0	0	0.0000		1	0 (
	Total		37,869,555	13.0976	37,829,949	39,606	99.8954			0 19050		
	Total	1,646,738,220	1,377,013,199	83.6206	1,376,973,593	39,606	99,9971	0:0029		0 19050		

कृते केनरा वैंक For CANARA BANK

सहायक महा प्रबंधक और कंपनि सचिव Assistant General Manager & Company Secretary

विनय मोहता / VINAY MOHTA कंपनी सचिव / Company Secretary ACS - A28792



10/25-26, 2nd Floor, Brindaban,
Thane (W) - 400 601
T: +91 22 25345648 | +91 22 25432704
E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

03rd August, 2021

To.

The Managing Director & CEO

Canara Bank

112 J C Road,

Bengaluru - 560002.

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your Shareholders at the 19th Annual General Meeting of your Bank held on Tuesday, 03rd August, 2021 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.

Viswanathan N. S.

Partner



SCRUTINIZER'S REPORT

Name of the Bank	Canara Bank
Meeting	19 th Annual General Meeting
Day, Date & Time	Tuesday, 03 rd August, 2021 at 11:00 a.m. (IST)
Deemed Venue	112 J C Road, Bengaluru – 560002.
Mode	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Shareholders at the 19th Annual General Meeting ("AGM") of Canara Bank (hereinafter referred to as the Bank) held on Tuesday, 03rd August, 2021 at 11:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on voting on the resolutions, based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 5th May, 2020 and 13th January, 2021 respectively issued by the Ministry of Corporate Affairs, advertisement was published in Financial Express (English newspapers), Jansatta (Hindi – vernacular language newspapers) and Kannada Prabha (Kannada – vernacular language newspapers), having electronic editions on 29th June, 2021 respectively, specifying the date and time of the AGM, availability of the notice on Bank's website and website of the 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 AGM, etc.





S. N. ANANTHASUBRAMANIAN & CO Company Secretaries

- 2.2 The Bank hosted the notice of AGM on its website, website of KFin (e-voting Agency) and also submitted the same to BSE Limited and National Stock Exchange of India Limited on **09**th **July, 2021**.
- 2.3 The Bank informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by **KFin Technologies Private Limited**, the 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 AGM:
 - (a) On **09**th **July, 2021** by e-mail to **4,53,079** Shareholders whose email-ids were registered with the Bank/ Depositories.
 - (b) On **28th July**, **2021** by e-mail to **22,386** Shareholders whose email-ids were registered with the Bank/ Depositories pursuant to advertisements made by the Bank.

3. Cut-off date

3.1 Voting rights were reckoned as on **Tuesday**, **27**th **July**, **2021**, being the cut-off date for the purpose of deciding the entitlements of Shareholders for remote e-voting and e-voting during the AGM, in respect of the agenda items in the Notice of AGM dated 28th June, 2021.

4. Remote e-voting process

4.1 Agency

The Bank appointed **KFin Technologies Private Limited ("KFin")** as the agency for providing the platform for remote e-voting and e-voting at the AGM.





4.2 Remote e-voting period

Remote e-voting platform was open from 09:00 a.m. on Friday, 30th July, 2021 till 05:00 p.m. on Monday, 02nd August, 2021 and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by KFin.

5. Voting at the AGM

- As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, 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.
- 5.2 Accordingly, KFin, 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 during the AGM, we unblocked the results of the remote e-voting and e-voting by Shareholders at the AGM, on the KFin e-voting platform and downloaded the results for scrutiny.
- 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.

7. Results

7.1 Consolidated results with respect to Item no.1 to Item no. 3 on the agenda as set out in the Notice of the AGM dated 28th June, 2021 are enclosed herewith.

Report of Scrutinizer on remote e-voting and voting by Shareholders at the 19th AGM of Canara Bank held on 03rd August, 2021



7.2 Based on the aforesaid results, we report that 01 (One) Ordinary Resolution as set out in Item No. 1 and 02 (Two) Special Resolutions as set out in Item No. 2 and 3 of the Notice of the AGM dated 28th June, 2021 have been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

ICSI Unique Code: P1991MH040400

Viswanathan N. S.

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955C000729490



CONSOLIDATED RESULTS

Item No. 1: To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March 2021, Profit & Loss account for the year ended 31st March 2021, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.

Particulars	Remote e-voting		Voting a	at the AGM		Percentage		
	Number	Votes	Number	Votes	Number	Votes	(%)	
Assent	861	1,37,66,35,489	21	26,967	882	1,37,66,62,456	99.9918	
Dissent	23	1,12,361	0	0	23	1,12,361	0.0082	
Total	884	1,37,67,47,850	21	26,967	905	1,37,67,74,817	100.0000	

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 28th June, 2021 has been **passed with requisite majority.**

on Kwanah

Viswanathan N. S.

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955C000729490



CONSOLIDATED RESULTS

Item No. 2: Raising of Capital of the Bank.

Particulars	Remote e-voting		Voti	ng at the AGM		Percentage	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	847	1,37,31,33,317	19	25,166	866	1,37,31,58,483	99.7191
Dissent	42	38,66,165	2	1,801	44	38,67,966	0.2809
Total	889	1,37,69,99,482	21	26,967	910	1,37,70,26,449	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 28th June, 2021 has been **passed with requisite majority**.

Viswanathan N. S.

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955C000729490



CONSOLIDATED RESULTS

Item No. 3: Appropriation of accumulated losses from Share Premium Account of the Bank.

Particulars	Remote e-voting		Voting a	at the AGM		Percentage	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	745	1,37,69,49,922	19	23,671	764	1,37,69,73,593	99.9971
Dissent	128	36,310	2	3,296	130	39,606	0.0029
Total	873	1,37,69,86,232	21	26,967	894	1,37,70,13,199	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 3** of the Notice of the AGM dated 28th June, 2021 has been **passed with requisite majority.**

Viswanathan N. S.

Partner

ACS: 61955 | COP No.: 24335

ICSI UDIN: A061955C000729490