

Ref.: SD:186/187/11/12::2022-23

23.06.2022

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

Sub: 20th AGM of the Bank through VC / OAVM on 23.06.2022 - 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 20th Annual General Meeting.

- a. Date of the 20th Annual General Meeting : 23.06.2022
 b. Total Number of Shareholders as on 16.06.2022 : 683181
 c. Number of Shareholders present in the meeting either in Person or through proxy: NA

Promoter and Promoter Group	Not Applicable
Public	Not Applicable

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

Promoter and Promoter Group	01
Public	70

Agenda of the Meeting:

Item No.1: To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March 2022, Profit & Loss account for the year ended 31st March 2022, 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.

Item No.2: To declare dividend for the financial year 2021-22

Item No.3: Election of two Directors from amongst shareholders other than Central Government

As the number of vacancies were equal to number of nominations received that were found fit and proper by the Nomination & Remuneration Committee. Pursuant to Regulation 66(i) of Canara Bank (Shares and Meetings) Regulations, 2000, the two candidates are deemed to be elected as Directors and shall assume office on July 27, 2022 and hold office till July 26, 2025. Hence, Item No.3 was not transacted in the Meeting.

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 Ordinary Resolution.

Yours faithfully,



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

VINAY MOHTA
COMPANY SECRETARY

- Encl:** 1. Proceedings of the AGM
 2. Consolidated results of e-Voting and voting at the AGM as per SEBI format
 3. Consolidated Report of the Scrutinizers.



PROCEEDINGS

Twentieth Annual General Meeting of the Bank through VC/OAVM

- In accordance with our intimation dated 06.05.2022 and AGM Notice dated 18.05.2022, the Twentieth Annual General Meeting of the Bank through VC / OAVM was held on **Thursday, the 23rd June 2022 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 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 Fifty One (51) shareholders are present, which satisfies the Quorum requirement as per Regulation 58(i) of Canara Bank (Shares and Meetings) Regulations, 2000.
- The MD & CEO welcomed the shareholders to the Twentieth Annual General Meeting of the Bank. The MD & CEO took note that Fifty One (51) 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 MD & CEO then introduced the Directors present at the e-AGM to the shareholders. The Chairman of the Audit Committee of the Board and the Chairman of Stakeholders' Relationship Committee were also present at the meeting. With the permission of the shareholders present, the Notice convening the meeting dated 18.05.2022 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 robust business performance for FY 2021-22 despite challenges emanating from the global macro scenario and its reflections on the domestic economy. He informed that the Bank is always keen on maintaining a well-balanced asset mix, encompassing sectors such as Agriculture and Micro, Small and Medium Enterprises (MSMEs) as well as keeping a focus on retail assets, including Housing, Education, and Vehicle loans. He also emphasized the bank's commitment towards reorienting its strategies to meet various goals under national priorities. He also informed that during FY 2021-22, the bank has undertaken multiple initiatives to achieve the mission of providing quality banking services and creating value for all stakeholders. He also informed that the bank is committed to champion in meeting all financial needs of the customers and contribute to inclusive growth of the economy. He further informed that going ahead, the bank aims at improving the bottom-line further with balanced thrust on retail, MSME and corporate advances coupled with increased adoption of digitalization. He also informed that the bank's management is highly confident about achieving


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augmented growth across all business segments by leveraging the digital technology with robust capital base in financial year 2022-23 and beyond for efficiency improvement. He acknowledged and thanked all the members of the Board for their valuable support, guidance and inputs to the management in its endeavors. He also thanked the Department of Financial Services, Ministry of Finance and Reserve Bank of India for their support and guidance from time to time. He further acknowledged and thanked all the employees for their hard work, dedication and commitment. He also acknowledged and thanked all the stakeholders of the bank for their continuous patronage and support to the bank.

➤ 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 Twentieth Annual General Meeting by electronic means.

- The remote e-Voting was held from 09.00 a.m. IST of 20th June 2022 to 05.00 p.m. IST of 22nd June 2022. 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-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 for approval of shareholders.

- To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March 2022, Profit & Loss account for the year ended 31st March 2022, 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 declare dividend for the financial year 2021-22.

The Board of Directors of the Bank has recommended a dividend of Rs. 6.50 per equity share (i.e. 65%) of face value of Rs. 10/- each to the Shareholders for the year 2021-22, subject to the approval of the Shareholders at the AGM. The Dividend will be paid to the Shareholders whose names appear on the Register of Shareholders / Beneficial Owners as furnished by NSDL / CDSL as on Thursday, 16th June 2022 being the Record Date for the purpose. The dividend will be paid to the shareholders within 30 days from the date of declaration at this Meeting. The Bank is obligated to deduct TDS on payment of dividend based on the records available with RTA.


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



- The MD & CEO then took up the Agenda 3 - Election of Shareholder Directors and informed the shareholders that the bank received three nominations as on the 8th June 2022, being the last date for submission of nominations. Out of the three nominations, only two were found to be valid on scrutiny. Further, at the meeting held on 10th June 2022, the Nomination & Remuneration Committee of the Board after conducting necessary due diligence found the nominations to be 'Fit and Proper' for contesting election of Shareholder Directors. As the number of candidates is same as the number of vacancies, pursuant to Regulation 66(i) of Canara Bank (Shares and Meetings) Regulation, 2000, the two candidates are deemed to have been elected as Directors under Section 9(3)(i) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 and the same was notified to stock exchanges. The said two elected directors will assume office on July 27, 2022 and hold office up to July 26, 2025.
- The MD & CEO read out the profiles of both the candidates, Shri. Bimal Prasad Sharma & Ms. Abha Singh Yaduvanshi and informed that the Agenda 3 will not be transacted at the meeting.
- The MD & CEO invited the shareholders present to participate in the discussions on the two 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 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 Twentieth 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.

Place : Bengaluru
Date : 23rd June 2022

कृते केनरा बैंक
For CANARA BANK



सहायक प्रबंधक और कंपनी सचिव
Assistant General Manager & Company Secretary

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



CONSOLIDATED RESULTS OF REMOTE E-VOTING AND E-VOTING AT THE 20TH AGM THROUGH VC / OAVM

	CANARA BANK
Date of the AGM/EGM	23-06-2022
Total number of shareholders on record date	683181
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:	70

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March 2022, Profit Loss account for the year ended 31st March 2022, 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.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,141,709,678	1,141,709,678	100.0000	1,141,709,678	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,141,709,678	100.0000	1,141,709,678	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	273,552,765	240,254,972	87.8277	240,254,972	0	100.0000	0.0000	0	165,959
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		240,254,972	87.8277	240,254,972	0	100.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	398,867,809	151,843,475	38.0686	151,245,141	598,334	99.6059	0.3940	0	597,691
	Poll		8,042	0.0020	8,042	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		151,851,517	38.0706	151,253,183	598,334	99.6060	0.3940	0.0000	0
Total	1,814,130,252	1,533,816,167	84.5483	1,533,217,833	598,334	99.9610	0.0390	0	763650	

कृते केनरा बैंक
For CANARA BANK


 सहायक महा प्रबन्धक और कंपनी सचिव
 Assistant General Manager & Company Secretary

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



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare dividend for the financial year 2021-22.									
Whether promoter/ promoter group are Interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,141,709,678	1,141,709,678	100.0000	1,141,709,678	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,141,709,678	100.0000	1,141,709,678	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	273,552,765	240,420,931	87.8883	240,420,931	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		240,420,931	87.8883	240,420,931	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	398,867,809	152,438,157	38.2177	152,430,941	7,216	99.9952	0.0047	0	3,013
	Poll		8,042	0.0020	8,042	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		152,446,199	38.2197	152,438,983	7,216	99.9953	0.0047	0	3013
Total		1,814,130,252	1,534,576,806	84.5902	1,534,569,592	7,216	99.9955	0.0005	0	3013

कृते केनरा बैंक
For CANARA BANK

Vinay Mohta

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

विनय मोहता / VINAY MOHTA
कंपनी सचिव / Company Secretary
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S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

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E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

23rd June, 2022

To,
The Managing Director & Chief Executive Officer
Canara Bank
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 Annual General Meeting of your Bank held on Thursday, the 23rd June, 2022 at 11.00 a.m. 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
Type of Meeting	20th Annual General Meeting ("e-AGM")
Day, Date & Time	Thursday, the 23rd June, 2022 at 11.00 a.m.
Deemed Venue	112, J C Road Bengaluru- 560 002
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 Annual General Meeting ("AGM") of Canara Bank (hereinafter referred to as 'the Bank') held on 23rd June, 2022 at 11.00 a.m. 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 the 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 the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the Annual General Meeting or other general meetings of Members through Video Conferencing (VC) or Other Audio Visual Means (OAVM), an advertisement was published in **Financial Express (English newspaper)** and **Kannada Prabha (Vernacular language newspaper)** on 23rd May, 2022 specifying the date & time of the AGM, 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 AGM etc.





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

- 2.2. The Bank hosted the detailed notice of AGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **31st May, 2022**.
- 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, 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 on **31st May, 2022** by e-mail to **5,20,953** Shareholders who had registered their email ids with the Bank/ Depositories.
- 2.4. As informed to us, **23,169** Shareholders have registered their email-ids pursuant to the advertisements made by the Bank, and the Bank has e-mailed the notice of AGM to them on **18th June, 2022**.

3. Cut-off date

- 3.1 The voting rights of the Shareholders / Beneficiary Owners shall be reckoned on the basis of equity shares held by them as on Thursday, 16th June 2022, being the cut-off date(s) respectively for the purpose of deciding the entitlement of Shareholders for remote e-voting and e-voting during the AGM.

4. Remote e-voting process

4.1. Agency

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





S. N. ANANTHASUBRAMANIAN & CO

Company Secretaries

4.2. Remote e-voting period

Remote e-voting platform was open from **09.00 a.m. on Monday, the 20th June, 2022 till 5.00 p.m. on Wednesday, the 22nd June, 2022 (both days inclusive)** and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the resolution on the remote e-voting platform provided by KFin Technologies.

5. Voting at the AGM

5.1. In line with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and 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 AGM, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of the AGM, 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, 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 AGM, we unblocked the results of the remote e-voting and e-voting by Shareholders at the AGM, on the KFin Technologies 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.





S. N. ANANTHASUBRAMANIAN & CO

Company Secretaries

7. Results

- 7.1. Consolidated results with respect to the agenda items as set out in the Notice of the AGM dated 18th May, 2022 is enclosed herewith.
- 7.2. Based on the aforesaid results, we report that 2 (two) Ordinary Resolutions as set out in Item No. 1 to 2 of the Notice of the AGM dated 18th May 2022 have been passed with the requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries
ICSI Unique Code: P1991MH040400
Peer Review Cert. No.: 606/2019




Viswanathan N. S.
Partner
ACS: 61955 | COP: 24335

ICSI UDIN: A061955D000522679
23rd June, 2022 | Thane



CONSOLIDATED RESULTS

Item No. 1: To approve and adopt the audited Financial Statements for the Financial Year 2021-22.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	*917	1,53,32,09,791	13	8,042	930	1,53,32,17,833	99.9610
Dissent	*16	5,98,334	0	0	16	5,98,334	0.0390
Total	*933	1,53,38,08,125	13	8,042	946	1,53,38,16,167	100.0000

*1 (one) Member has not cast all his votes in the same manner

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 18th May, 2022 has been **passed with requisite majority**.

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



Viswanathan N. S.
Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955D000522679

23rd June, 2022 | Thane

Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 20th AGM of Canara Bank held on 23rd June, 2022.



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

Item No. 2: To declare dividend for the Financial Year 2021-22

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	*929	1,53,45,61,550	13	8,042	942	1,53,45,69,592	99.9995
Dissent	*15	7,216	0	0	15	7,216	0.0005
Total	*944	1,53,45,68,766	13	8,042	957	1,53,45,76,808	100.0000

*1 (one) Member has not cast all his votes in the same manner

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 18th May, 2022 has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

Viswanathan N. S.
Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955D000522679

23rd June, 2022 | Thane



Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 20th AGM of Canara Bank held on 23rd June, 2022.