

Ref :: MD&CEO:SD:2008/2009/11/12:BNB:2017

July 20, 2017

The Manager
The Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street MUMBAI – 400 001

The Manager, Listing Department
National Stock Exchange of India Ltd
EXCHANGE PLAZA, Bandra-Kurla
Complex, Bandra [E] MUMBAI 400051

प्रिय महोदय/ Dear Sir,

विषय/ Subject : Proceedings of the 15th AGM of the Bank & Details of the voting results

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

We submit the Proceedings of the 15th Annual General Meeting and details of the results of voting on the resolutions passed therein in the prescribed format:

- Date of the Annual General Meeting : 20.07.2017
- Total Number of shareholders as on 13.07.2017 : 155653
- Number of shareholders present in the meeting either in person or through proxy :
Promoter and Promoter Group : 01
Public : 507
- Number of shareholders attended the meeting through Video Conferencing : Not Applicable (NA)
Promoter and Promoter Group: NA
Public : NA

Agenda of the Meeting :

Item No. 1 : To discuss, approve and adopt the Balance Sheet as at 31st March, 2017, Profit and Loss Account of the Bank for the year ended on that date, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and Auditors' Report on the Balance Sheet and Accounts.

Item No. 2 : To declare Dividend of Re. 1/- per Equity share for the financial year 2016 - 17

Item No. 3 : To raise capital (up to Rs. 3500 Crores inclusive of premium) by further issue of equity/preference shares or other securities either by way of Follow-on Public Issue, Right Issue, Private Placement / Qualified Institutional Placement (QIP), or any other mode approved by GOI/RBI..

Mode of Voting: Remote e-Voting and voting at the Meeting

Results : Items 1 & 2 were passed as Ordinary Resolutions and Item 3 passed as Special Resolution with the requisite majority

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

धन्यवाद / Thanking you,

भवदीय/ Yours faithfully,


बी नगेशबाबू / B NAGESH BABU

कंपनी सचिव/ COMPANY SECRETARY

सचिवालय विभाग

प्रबंध निदेशक व मुख्य कार्यकारी अधिकारी सचिवालय

प्रधान कार्यालय

112, जे सी रोड बेंगलूर - 560002

Secretarial Department

MD & CEO's Secretariat

Head Office

112 J C Road, Bengaluru - 560002

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Canara Bank
Secretarial Department, MD&CEO's Secretariat, HO::Bengaluru – 560 002

Proceedings of the Fifteenth Annual General Meeting of the Bank

- In accordance with the Notice dated 16th June 2017, the Fifteenth Annual General Meeting of the Bank was held on Thursday, the 20th July, 2017 at 03.30 p.m. at Jnanajyothi Auditorium, Central College, Palace Road, Bengaluru – 560 001.
- After invocation to the Lord and lighting of the traditional lamp, the Annual General Meeting was commenced.
- Shri. T N Manoharan, Chairman of the Bank, welcomed the shareholders present and announced that in accordance with Regulation 58 of the Canara Bank (Shares and Meetings) Regulations, 2000 the requisite quorum was present and called the meeting to order.
- 483 Shareholders/authorized representatives and 25 proxy holders attended the meeting.
- The Chairman then introduced the Directors present on the dais to the shareholders. With the permission of the members present the Notice convening the meeting and the Balance Sheet as at 31st March 2017 and the Profit and Loss Account of the Bank for the year ended on that date, the report of the Board of Directors on the working and activities of the Bank and the Auditor's Report on the Balance Sheet and accounts were taken as read.
- The Chairman then addressed the Shareholders on the Bank's progress in the financial year 2016-17. Copies of Chairman's Speech (printed in Kannada, Hindi and English) were distributed to the shareholders present at the auditorium.
- Shri. Rakesh Sharma, Managing Director & CEO addressed the shareholders on the present developments in the Bank.



Canara Bank
Secretarial Department, MD&CEO's Secretariat, HO::Bengaluru – 560 002

- In terms of Regulation 44 of SEBI (LODR) Regulations, 2015 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Chairman informed that it is now mandatory to extend to the shareholders of the Bank, the facility to vote on the items on the agenda to be considered at the Annual General Meeting by electronic means.
- Accordingly, the Bank has appointed M/s Karvy Computershare Private Limited as e-Voting agency and M/s S N Ananthasubramanian & Co. Company Secretaries as Scrutinizers & Sri D V Mohan, a shareholder of the BANK, as an additional Scrutinizer representing the shareholders to oversee the e-Voting process. Remote e-Voting was held from 10.00 AM of 17th July, 2017 to 05.00 PM of 19th July, 2017.
- The Chairman took up all the 3 Agenda Items and moved the resolutions for approval. The names of the shareholders who proposed and seconded were taken on record.
- The Chairman invited the shareholders present to participate in the discussions on the agenda items.
- The Chairman responded to all the queries raised by the shareholders and also furnished clarifications to the issues connected with the activities of the Bank during the period under review.
- He then informed that the Results of the Poll aggregated with the Results of e-Voting will be placed on the website of the Bank and also on the websites of Bombay Stock Exchange (BSE), National Stock Exchange (NSE) and M/s Karvy Computershare Private 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 declared that the 15th Annual General Meeting as closed.

Bangalore

Date: 20th July, 2017.



NAME: CANARA BANK

SLNO	DESCRIPTION					
A	DATE OF AGM		20-07-2017			
B	BOOK CLOSURE DATE		14-07-2017 TO 20-07-2017 (BOTH DAYS INCLUSIVE)			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		155653			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		508			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	1	0	1	395990159	66.29779
	PUBLIC	482	25	507	81441850	13.63522
	TOTAL	483	25	508	477432009	79.93301
E	No. of shareholders attended the meeting through Video conferencing _____, No video conferencing facility was made available.					



Resolution No.	ORDINARY - To declare dividend for the Financial Year 2016-17									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare dividend for the Financial Year 2016-17									
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		
Promoter and Promoter Group	E-Voting		0	0.0000	00	0	0.0000	0.0000		
	Poll	395990159	395990159	100.0000	395990159	0	100.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		395990159	100	395990159	0	100	0		
Public- Institutions	E-Voting		130903980	80.0889	130903980	0	100.0000	0.0000		
	Poll	163448337	0	0.0000	00	0	0.0000	0.0000		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		130903980	80.0889	130903980	0	100	0		
Public- Non Institutions	E-Voting		2754879	7.2781	2754479	400	99.9854	0.0145		
	Poll	37851663	27717	0.0732	27350	367	98.6759	1.3240		
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000		
	Total		2782596	7.3513	2781829	767	99.9724	0.0276		
	Total	597290159	529676735	88.6800	529675968	767	99.9999	0.0001		



Resolution No.	3									
Resolution required: (Ordinary/ Special)	SPECIAL - To raise capital (up to Rs. 3500 Crore inclusive of premium) by further issue of equity/preference shares or other securities either by way of Follow-on Public Issue, Right Issue, Private Placement / Qualified Institutional Placement (QIP), or any other mode approved by GOI/RBI.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	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			
Promoter and Promoter Group	E-Voting	0	0.0000	00	0	0.0000	0.0000			
	Poll	395990159	100.0000	395990159	0	100.0000	0.0000			
	Postal Ballot (if applicable)	0	0.0000	00	0	0.0000	0.0000			
Total	395990159	395990159	100	395990159	0	100	0			
Public- Institutions	E-Voting	130903980	80.0889	130809499	94481	99.9278	0.0721			
	Poll	0	0.0000	00	0	0.0000	0.0000			
	Postal Ballot (if applicable)	163448337	0	0.0000	00	0	0.0000			
Total	130903980	130903980	80.0889	130809499	94481	99.9278	0.0722			
Public- Non Institutions	E-Voting	2754804	7.2779	2754074	730	99.9735	0.0264			
	Poll	27717	0.0732	27350	367	98.6759	1.3240			
	Postal Ballot (if applicable)	37851663	0	0.0000	00	0	0.0000			
Total	2782521	2782521	7.3511	2781424	1097	99.9606	0.0394			
Total	597290159	529676660	88.6800	529581082	95578	99.9820	0.0180			



कृते केनरा बँक
For CANARA BANK

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

S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, Brindaban Society /Tel 25345648 /2543 2704 /Fax 2539 0292 /email sna@snaco.net | website www.snaco.net

To,
The Chairman
Canara Bank
112, J C Road,
Bengaluru – 560 002.



Dear Sir,

At the outset, we would like to express our gratitude to the Bank for appointing us as the Scrutinizer for the remote e-Voting and voting by the Shareholders at the Fifteenth Annual General Meeting (15th AGM) of your Bank, held on **Thursday, 20th July, 2017 at 3.30p.m.**

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

S. N. Ananthasubramanian

Date : 20th July, 2017

Place : Bengaluru

S. N. ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES****FIRM REGISTRATION NO. P1991MH040400**10/26, Brindaban Society /Tel 25345648 /2543 2704 /Fax 2539 0292 /email sna@snaco.net | website www.snaco.net**SCRUTINIZER'S REPORT**

NAME OF THE BANK	Canara Bank
MEETING	15 th Annual General Meeting
DAY, DATE & TIME	Thursday, 20 th July, 2017 at 3:30 pm.
VENUE	Jnanajyothi Auditorium, Central College, Palace Road, Bengaluru –560 001.

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the voting conducted at the 15thAGM of **Canara Bank**(hereinafter referred to as **the Bank**) held on **Thursday, 20th July, 2017 at 3.30 p.m.** at **Jnanajyothi Auditorium, Central College, Palace Road, Bengaluru –560 001.**

2. Dispatch of Notice convening the AGM

The Bank has informed that, on the basis of the Register of Shareholders and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Bank completed dispatch of the Notice of the AGM as under:

- On **23rd June, 2017** to **93,480**shareholders who had registered their e-mail-ids with the Bank by e-mail.
- On **23rd June, 2017** to **62,495** shareholders by Registered Post and to **53** shareholders by Air Mail in physical form.



Report of Scrutinizer on remote e-Voting & e-Voting by Shareholders of Canara Bank at the 15thAGM

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

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3. Cut-off date

The Voting rights were reckoned as on **Thursday, 13th July, 2017**, being the Cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-voting and voting at the Meeting.

4. Remote e-voting

4.1 Agency:

The Bank had appointed **M/s. Karvy Computershare Private Limited (Karvy)** as the agency for providing the remote e-voting platform.

4.2 Remote e-Voting:

Remote e-Voting platform was open from **10.00 a.m. on Monday, 17th July, 2017 to 5.00 p.m. on Wednesday, 19th July, 2017** 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 Karvy.

5. Voting at the AGM:

5.1 As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Shareholders who have cast their votes through remote e-Voting do not vote again at 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, folios, number of shares held but not the manner in which they have voted.



Report of Scrutinizer on remote e-Voting & e-Voting by Shareholders of Canara Bank at the 15th AGM

A handwritten signature in blue ink, appearing to be 'AA', located at the bottom right of the page.

S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

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- 5.2 Accordingly, Karvy the remote e-voting Agency provided us with the names, DP Id/ Client Id, folio numbers and shareholding of the Shareholders who had cast their votes through remote e-voting.
- 5.3 The Bank appointed Karvy to provide Tab voting to the Shareholders who attended the meeting.
- 5.4 Mr. D V Mohan, Shareholder of the Bank (Folio No. CNB014643) was appointed as an additional Scrutinizer representing the Shareholders of the Bank.

6. Counting Process

- 6.1 On completion of voting at the meeting, we were provided with the list of Shareholders who had cast their votes, their holding details and details of vote cast on the Resolutions.
- 6.2 The votes were reconciled with the records maintained by the Bank and RTA with respect to the authorizations / proxies lodged with the Bank.
- 6.3 We unblocked the remote e-Voting results on the Karvy e-Voting platform in the presence of Ms. Shivangi Abhyankar and Ms. Uttara Deherkar and downloaded the remote e-Voting results.
- 6.4 Pursuant to provisions of Section 3(2E) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970/1980, voting rights of Shareholders other than the Central Government have been restricted to 10% of the total voting rights of all Shareholders of the Bank.

7. Results

- 7.1 We observed that
 - a) **149** Shareholders had cast their votes at the meeting; and
 - b) **263** Shareholders had cast their votes through remote e-Voting out of which 1 shareholder has abstained from voting.

Report of Scrutinizer on remote e-Voting & e-Voting by Shareholders of Canara Bank at the 15th AGM



S. N. ANANTHASUBRAMANIAN & CO.



COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

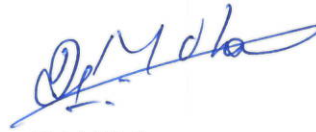
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7.2 The Consolidated Results with respect to the items on the agenda as set out in the Notice of the 15th AGM dated 16th June, 2017 is enclosed.

7.3 Based on the aforesaid result, we report that, **Two Ordinary Resolutions** as contained in Item No.1 and Item No.2 and **One Special Resolution** as contained in Item No.3 of the Notice of the 15th AGM dated 16th June, 2017 has been passed with requisite majority.

S.N. Ananthasubramanian
Partner
C.P.No.1774



D V Mohan
Shareholder Scrutinizer
(Folio No. CNB014643)

Date : 20th July, 2017

Place: Bengaluru

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

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Consolidated Results

- 1) Adoption of the Audited Balance Sheet, the Profit & Loss Account of the Bank for the year ended 31st March, 2017, 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 at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	261	13,36,01,043	145	39,60,17,509	406	52,96,18,552	100.00
Dissent	2	401	4	367	6	768	0.00
Total	*263	13,36,01,444	149	39,60,17,876	412	52,96,19,320	100.00

* Votes in respect of one folio has not been cast in the same manner.

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 1 of the Notice of the 15th AGM dated 16th June, 2017 has been passed with requisite majority.



S. N. Ananthasubramanian
S.N. Ananthasubramanian

D V Mohan

D V Mohan
Folio No. CNB014643
Shareholder Scrutinizer

S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

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2) Payment of Re. 1/- per Equity share as Dividend for the financial year 2016-17.

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	261	13,36,58,459	145	39,60,17,509	406	52,96,75,968	100.00
Dissent	1	400	4	367	5	767	0.00
Total	262	13,36,58,859	149	39,60,17,876	411	52,96,76,735	100.00

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 2 of the Notice of the 15th AGM dated 16th June, 2017 has been passed with requisite majority.

S.N. Ananthasubramanian

S.N. Ananthasubramanian



D.V. Mohan

D V Mohan
Folio No. CNB014643
Shareholder Scrutinizer

**S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES**

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3) Raising Capital upto Rs. 3,500 crore (including premium, as may be fixed) by way of an offer document/ prospectus or such other document

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	258	13,35,63,573	145	39,60,17,509	403	52,95,81,082	99.98
Dissent	4	95,211	4	367	8	95,578	0.02
Total	262	13,36,58,784	149	39,60,17,876	411	52,96,76,660	100.00

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 3 of the Notice of the 15th AGM dated 16th June, 2017, has been passed with requisite majority.



S.N. Ananthasubramanian

S.N. Ananthasubramanian

D V Mohan

D V Mohan
Folio No. CNB014643
Shareholder Scrutinizer