प्रधान कार्यालय :
डा.पे.सं. 88,
मंगलादेवी मंदिर मार्ग,
पांडेश्वर,
मंगलूरु - 575 001.
कर्नाटक राज्य

कार्पोरेशन बैंक
Corporation Bank

Head Office :
P.B. No. 88,
Mangaladevi Temple Road,
Pandeshwar,
MANGALURU - 575 001.
Karnataka State

सार्वजनिक क्षेत्र का अग्रणी बैंक *A Premier Public Sector Bank*

निवेशक सेवा विभाग
INVESTOR SERVICES DEPARTMENT

संदर्भ Ref.: नि.से.वि.ISD/116/2017-18 **दिनांक Date: 28th जून June 2017**

To, **BSE Ltd,** Corporate Relationship Department Ist Floor, New Trading Ring Rotunda Building, P J Towers Dalal Street, Fort MUMBAI - 400 001 **http://listing.bseindia.com–Listing Centre** Ref.: Code No.532179	To, The Manager Listing Department, **National Stock Exchange of India Ltd.** Exchange Plaza, 5th Floor, Plot No.C/1, G Block Bandra Kurla Complex, Bandra (E) MUMBAI - 400 051 **https://www.connect2nse.com/LISTING/-NEAPS** Symbol: CORPBANK

प्रिय महोदय Dear Sir,

Twentieth Annual General Meeting of the Shareholders of the Bank – E-Voting Report

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We are enclosing herewith the consolidated Report of the Remote E-voting and E-poll held in connection with the Twentieth Annual General Meeting of the shareholders of the Bank held on 28th June 2017, for your reference and uploading the same on the Exchange website.

भवदीयYours faithfully,

(एस.के. दाश S.K. Dash)
उपमहाप्रबंधक (कंपनीसचिव)
Deputy General Manager (Company Secretary)

संलग्न Encl.: यथोक्त as above

EZY LAWS
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ADVOCATES & CORPORATE LEGAL ADVISORS

Combined Scrutinizer's Report on Remote E-Voting & Voting Conducted at the 20th AGM of Corporation Bank held on 28th June,2017

To
The **Chairman** of the Meeting
Corporation Bank
Mangaluru

Meeting: **20th Annual General Meeting**

Date and Time: **Wednesday, 28th June, 2017 at 10.30 a.m.**

Venue : **MILLENNIUM Building, Corporation Bank, Head Office, Mangaladevi Temple Road, Pandeshwar, Mangaluru-575001**

Dear Sir,

1. I, Ankur Kumar of M/s Ezy Laws, Advocate & Corporate Legal Advisors have been appointed as a scrutinizer by:

   i. The Board of Directors of the Corporation Bank (**Bank**) for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended (**Rules**) and .

   ii. The Chairman of the 20th Annual General Meeting (**AGM**) on voting by Poll under the provision of Regulation 61A of Corporation Bank (Shares and Meetings) Regulations, 1998 on the resolution contained in the notice to the 20th Annual General Meeting of the members of the Bank held on Wednesday, 28th June, 2017 at 10.30 a.m. at MILLENNIUM Building, Corporation Bank, Head Office, Mangaladevi Temple Road, Pandeshwar, Mangaluru - 575001.

Add: Offc. No. 18, 10th Floor, Pinnacle Corporate Park, 'G' Block, Bandra Kurla Complex, Bandra-E, Mumbai - 400 051.
Phone: 022 26529772, Cell: 91 9967011249 Email: ankur.srivastava@ezylaws.com
Website: www. ezylaws.com

b) I say, I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the relevant SEBI circular in this regard.

2. The management of the Bank is responsible to ensure the compliance with the requirement under Regulation 61A of Corporation Bank (Shares and Meetings) Regulations, 1998, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended. My responsibility as the scrutinizer of the Poll and e-voting process is restricted to make the scrutinizer report of the vote cast "in favour" or "against" the resolution stated herewith,w.r.t. remote e-voting based on the report generated on remote e-voting system provided by Karvy Computershare Private Limited (**'Karvy'**) the authorised agency engaged by Bank to provide e-voting facilities.

3. The Karvy had provided a system for recording the votes of the Members electronically on all the items of the business sought to be transacted in the 20th AGM of the Bank, which was held on Wednesday, 28th June, 2017.

4. The Karvy had set up electronic voting facility on their website, https://evoting.karvy.com. The Bank had uploaded all the items of the business to be transacted at the 20th AGM on the website of the Bank and also on Karvy's said website to facilitate its members to cast their vote through Remote E-Voting.

5. The cut-off date for the dispatch of the Notice of the 20th AGM was **26th May,2017** and as on that date there were **73356** members of the Bank.

6. The Bank had sent the Notices of the 20th AGM and e-voting details by **email** to **49684** Members whose email Ids was made available by the Depositories and for those members, holding in physical form, who had registered email Ids with the RTA.

7. In respect of **23672** Members, whose email Ids are not available, the Notices were sent by **registered post** .

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8. In respect of **1488** cases, where the transmission through email had failed, the Bank had sent the Notice of the 20th AGM and E-voting details through physical form by registered post.

9. The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in Rules.

10. The Bank has completed the dispatch of the Notices to the members on **3rd June,2017.**

11. As prescribed in clause (v) of sub rule 4 of the Rule 20, the Bank also issued notice, which was published more than 21 days before the date of the 20th AGM in two newspapers namely- Financial Express and Kannada Prabha on 6th June, 2017. The notice published in the newspapers carried the required information as specified in Sub Rule 4 (v) (a) to (h) of the said Rule 20, as amended.

12. **Thursday, 22nd June, 2017** was the **Cut-off date** for the purpose of identifying the Members who will be entitled to vote on the resolution placed for approval of the Members at EGM.

13. As prescribed by the Rules, the remote e-voting facility was kept open for four days from **Saturday, 24th June, 2017 at 10.00 am** to **Tuesday, 27th June, 2017 at 5.00 pm.**

14. At the end of remote e-voting period on 27th June, 2017 at 5.00 pm, the evoting portal of Karvy was blocked forthwith.

15. At the venue of the 20th AGM of the Bank held on 28th June, 2017, the facility to vote through electronic means (insta poll) had been provided to facilitate those members present in the meeting but could not participate in the remote e-voting to record their votes.

EZY LAWS MUMBAI ADVOCATES & LEGAL CONSULTANTS

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16. On 28th June, 2017, after counting of the votes conducted at the venue of the 20th AGM through electronic means (insta polls) , the votes cast through remote e-voting was duly unblocked by me as a scrutinizer in the presence of Mr. B. Venkatesh Kamath (DPID IN301135-26819906) and Mr. N. Ganesh Kamath(DPID- IN 300888-13968989) who are not in the employment of the Bank , who acted as the witnesses, as prescribed in sub-rule 4 (xii) of the said Rule 20 , as amended. They have signed below in confirmation of the votes being unblocked in their presence.

Mr. B. Venkatesh Kamath	Mr. N. Ganesh Kamath

17. The votes were reconciled with the records maintained by the Bank and RTA with respect to the authorizations / proxies lodged with the Bank.

18. It was observed that
    a) 139 Members had cast their votes through remote e-voting.
    b) 184 Members had cast their votes through electronic means (insta poll) at the venue of the 20th AGM.

19. Pursuant to provision of Section 3 (2E) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1980, voting rights of shareholders other than the Central Government shall be restricted to 10% of the total voting rights of all shareholders of Bank.

20. Accordingly, in respect of Life Insurance Corporation of India holding 21,69,48,148 equity shares as on 22nd June, 2017 and have exercised voting rights in respect of 21,69,48,148 equity shares, in view of the aforesaid provision, their voting rights have

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been restricted to 11,47,05,644 votes being 10% of the total voting rights of all the shareholders of the Bank as on cut-off date.

21. I have issued Scrutinizer's report dated 28th June, 2017 on the **remote e-voting** and Scrutinizer's report dated 28th June, 2017 alongwith Mr. Rajesh Mishra **on the poll** done through electronic means (insta poll) at the venue of the 20th AGM, on the resolution contained in the notice to the 20th AGM.

22. Thereafter,as requested by management, I as a Scrutinizer duly compiled details of the remote e-voting carried out by the members and the poll done through electronic means (insta poll) at the venue of the 20th AGM and the combined report on the results of remote e-voting together with that of Poll with respect to item on the agenda as set out in the notice of the 20th AGM dated 29th May, 2017 is enclosed .

23. Based on the aforesaid results, the Ordinary Resolution as contained in Item no. 1 and the Special Resolution as contained in Item no. 2 of the 20th AGM notice dated 29th May, 2017 stand passed under remote e-voting and polling conducted through electronic means (insta poll) at the 20th AGM with the requisite majority and hence deemed to be passed as on the date of the 20th AGM.

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The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signed the Minutes of the 20th AGM.

Thanking You,
Yours faithfully,

(Ankur Kumar)
Advocate
MAH/5718/2011

Place: Mangaluru
Date: 28th June, 2017

I have received the report :

Signed by Shri Jai Kumar Garg
Managing Director & CEO (Chairman of the Meeting)

Place: Mangaluru
Date: 28th June, 2017

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Consolidated Results of E-Voting & Poll at the 20th AGM

Item No. 1 - Ordinary Resolution

Ordinary Resolution to discuss, approve and adopt the Audited Stand Alone and Consolidated Balance Sheet of the Bank as at 31st March, 2017, Stand Alone and Consolidated Profit and 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	Number of			Number of votes contained in			%
	Poll	Remote E-Votes	Total	Poll	Remote E-Votes	Total	
Assent	180	138	**318**	926489033	50229953**	**976718986**	**99.9994**
Dissent	2	4	**6**	6100	96	**6196**	**0.0006**
Abstain	2	1	**3**	105	50	**155**	**0.0000**
Invalid	0	0	**0**	0	0	**0**	**0**
Total	**184**	**139***	**323**	**926495238**	**50230099**	**976725337**	**100.00**

***Four shareholders voted both in favour and against the resolution patially.**

***LIC of India has casted 216948148 votes, however pursuant to section 3(2E) of the Banking Companies(Acquisition and Transfer of Undertakings) Act, 1980, LIC of India votes shall be restriscted to114705644 votes i.e. 10% of the total voting rights of all the shareholders of the Bank.*

Based on the aforesaid results, the Ordinary Resolution as contained in Item no. 1 of the 20th AGM notice dated 28th June, 2017 stand passed with the requisite majority and hence deemed to be passed as on the date of the 20th AGM.

Item No. 2 - Special Resolution

"Consent of the members of the Bank be and is hereby accorded to the Board of Directors of the Bank (hereinafter called **"the Board"** which shall be deemed to include any Committee which the Board may have constituted or hereafter constitute to exercise its powers including the powers conferred by this Resolution) to create, offer, issue and allot in

one or more tranches (including with provision for reservation on firm allotment and/or competitive basis of such part of issue and for such categories of persons as may be permitted by the law then applicable) by way of offer document(s)/prospectus or such other document(s), in India or abroad :

a) Such number of equity shares of the face value of Rs. 2 each for cash (whether at a discount or premium to the market price or issue price or floor price) which together with the existing Paid-up Equity share capital shall be within the total authorized capital of Rs. 3000 crore of the bank, being the ceiling in the Authorised Capital of the Bank as per Section 3(2A) of the Act, or to the extent of enhanced Authorised Capital as per the Amendment (if any), that may be made to the Act in future, in such a way that the Government of India shall at all times hold not less than 51% of the paid-up Equity share capital of the Bank;
b) Such number of perpetual debt instruments, Non-Convertible Debentures including but not limited to Subordinated Debentures, Bonds, Perpetual Non-Cumulative Preference Shares andor other debt securities/ Preference Shares (cumulative or non-cumulative) etc., on a private placement/public issue basis, in one or more tranches which may classify for TIER I or TIER II Capital as identified and classified by RBI;

to one or more of the members, employees of the Bank, Indian nationals, Non-Resident Indians (**"NRIs"**), Companies, private or public, Investment Institutions, Limited Liability Partnerships (**LLPs**) Societies, Trusts, Research Organizations, Qualified Institutional Buyers (**"QIBs"**) like Foreign Institutional Investors (**"FIIs"**), Banks, Financial Institutions, Indian Mutual Funds, Alternate Investment Funds, Foreign Venture Capital Investors, State Industrial Development Corporations, Insurance Companies, Provident Funds, Pension Funds, Development Financial Institutions or other entities, authorities or any other category of investors which are eligible to invest in equity/preference shares/securities of the Bank as per extant regulations/guidelines or any combination of the above, as may be deemed appropriate by the Bank for an amount not exceeding Rs. **3,500 Crore** (Rupees Three Thousand Five Hundred Crore only) in one or more tranches"

A-8

Particulars	Number of			Number of votes contained in			%
	Poll	Remote E-Votes	Total	Poll	Remote E-Votes	Total	
Assent	180	98	**278**	926489033**	34628796	**961117829**	**98.3898**
Dissent	2	43	**45**	6100	15722986	**15729086**	**1.6102**
Abstain	2	0	**2**	105	0	**105**	**0.0000**
Invalid	0	0	**0**	0	0	**0**	**0.0000**
Total	**184**	**139***	**323***	**926495238**	**50351782**	**976847020**	**100.00**

Two shareholders voted both in favour and against the resolution patially.

***LIC of India has casted 216948148 votes, however pursuant to section 3(2E) of the Banking Companies(Acquisition and Transfer of Undertakings) Act, 1980, LIC of India votes shall be restriscted to114705644 votes i.e. 10% of the total voting rights of all the shareholders of the Bank.*

Based on the aforesaid results, the Special Resolution as contained in Item no. 2 of the 20th AGM notice dated 28th June, 2017 stand passed with the requisite majority and hence deemed to be passed as on the date of the 20th AGM.

(Ankur Kumar)
Advocate
MAH/5718/2011

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