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The Manager, Listing Department
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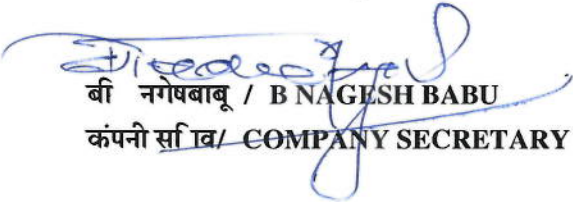
प्रिय महोदय/ Dear Sir,

विषय/ Subject: 14th Annual General Meeting (AGM) of the Bank -
Submission of Proceedings
Ref : Regulation 30 of SEBI (LODR) Regulations, 2015

We are submitting herewith the proceedings of the 14th Annual General Meeting of the Bank held on 26.07.2016.

धन्यवाद / Thanking you

भवदीय/ Yours faithfully


बी नगेशबाबू / B NAGESH BABU
कंपनी सचिव/ COMPANY SECRETARY

सचिवीय विभाग

प्रबंध निदेशक व मुख्य कार्यकारी अधिकारी सचिवालय
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Canara Bank
Secretarial Department, MD&CEO's Secretariat, HO::Bengaluru – 560 002

Proceedings of the Fourteenth Annual General Meeting of the Bank

- In accordance with the Notice dated 03rd June 2016, the Fourteenth Annual General Meeting of the Bank was held on Tuesday, the 26th July, 2016 at 10.30 a.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.
- 432 Shareholders and 28 proxy holders/authorized representatives 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 2016 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 2015-16. The Chairman's Speech (in Kannada, Hindi and English) was distributed to the shareholders who were present at the auditorium.



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- 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 Scrutinizer to oversee the e-Voting process. (The e-Voting was accordingly held from 10.00 AM of 23rd July, 2016 to 05.00 PM of 25th July, 2016).
- The Chairman then took up the Agenda Item No 1 and moved the resolution for approval and adoption of Accounts. The names of the shareholders who proposed and seconded were taken on record.
- Before putting the Resolution to vote, the Chairman invited the shareholders present to participate in the discussion on the Statement of Accounts for the year ended 31st March, 2016.
- 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.
- Shri Rakesh Sharma, Managing Director & CEO of the Bank also responded to the queries raised by the shareholders.
- The Agenda Item No 2 – Raising of Capital was then taken up. The names of the shareholders who proposed and seconded were taken on record.



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- The Chairman finally took up the Agenda Item No. 3 relating to Election of Three Directors from amongst the shareholders other than the Central Government.
- He informed that the Bank had received EIGHT (8) nominations from shareholders and after scrutiny ONE (1) nomination was rejected at the Scrutiny Level. The remaining SEVEN (7) nominations which were found to be valid and in order were placed before the Nomination Committee of the Board for determining their "Fit and Proper" status in terms of the Circulars of the Reserve Bank of India (dated 01.11.2007). The Committee after conducting necessary due diligence exercise, determined that SIX (6) candidates to be Fit and Proper for contesting the election of shareholder Directors.
- The Chairman then read out the names of the candidates as they appeared on the e-Voting Page along with their brief profile.
- At the request of the Chairman, Shri S N Ananthasubramanian, Practicing Company Secretary and person in--charge of conduct of the election explained the poll procedure to the shareholders.
- The Chairman then declared the commencement of election and the polling for election commenced that continued till 2.00 p.m.
- After the conclusion of Poll at 2.00 P.M., the votes polled were taken up for consolidation with remote e-Voting results.



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- Based on the Consolidated Results issued by the Scrutinizers, the Chairman declared that the Ordinary Resolution pertaining to Approval / Adoption of the Statement of Accounts for the year ended 31st March, 2016 together with the Report of the Board of Directors and Auditors' Report and Special Resolution relating to Raising of Capital up to Rs. 2000 Crore were passed with requisite majority.
- Shri N Selvarajan, the Chief Returning Officer of the Bank announced the votes polled by each of the Candidates.
- The Chairman then announced that the following three Candidates :
 - 01. Shri Venkatachalam Ramakrishna Iyer
 - 02. Shri Krishnamurthy H
 - 03. Sri Mahadev Nagendra Rao

elected as Directors of the Bank and that they shall assume office on 27th July, 2016 and shall hold office for a period of three years till 26th July, 2019.

- 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 BSE Limited (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 declared the meeting as closed.

Bengaluru

Date: 26th July, 2016.

