

Notice is hereby given that the 96th Annual General Meeting of the Bank will be held at the Registered Office of the Bank, Erode Road, Karur 639002 on Wednesday the 22nd July 2015 at 10.00 a.m. to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as at 31st March, 2015 and the Profit and Loss Account for the year ended on that date and the Reports of Directors and Auditors thereon.
2. To Declare Dividend.
3. To appoint a Director in the place of Shri G Rajasekaran, who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint Auditors and fix their remuneration.

NOTE:

The retiring Statutory Auditors M/s Abarna & Ananthan, Chartered Accountants, Bangalore, are eligible for re-appointment and expressed their willingness to continue to act as Statutory Auditors of the Bank, if re-appointed.

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, applicable provisions of the Banking Regulation Act, 1949, including statutory modification(s) or re-enactment thereof for the time being in force and Rules, Circulars, Guidelines issued by the Reserve Bank of India as applicable, M/s Abarna & Ananthan, Chartered Accountants, Bangalore, be and are hereby re-appointed as Statutory Auditors of the Bank to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Bank on such remuneration and reimbursement of out of pocket expenses as may be fixed by the Board of Directors on the recommendation of the Audit Committee of the Board."

SPECIAL BUSINESS

5. To consider and if thought fit, to pass with or without modification/s, the following resolution as an Ordinary Resolution.

"RESOLVED THAT the Board of Directors of the Bank be and is hereby authorized to appoint, in consultation with Statutory Auditors, the Branch Auditors who are qualified to act as Auditors, including Statutory Auditors pursuant to Sec 139, 143(8) and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder for the purpose of audit of the branches of the Bank and to decide the Branches and Offices to be audited by such Branch Auditors and to fix their remuneration and reimbursement of out of pocket expenses incurred in connection with the Audit, based on the recommendation of the Audit Committee of the Board".

6. To consider and if thought fit, to pass with or without modification/s, the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152(6) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and pursuant to Sec 10 A(2A) of the Banking Regulation Act, 1949, Shri M K Venkatesan be and is hereby appointed as a Non-executive Director of the Bank, and his period of office is liable to determination by retirement of directors by rotation."

7. To consider and if thought fit, to pass with or without modification/s, the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152(6) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and pursuant to Sec 10 A(2A) of the Banking Regulation Act, 1949, Shri A K Praburaj be and is hereby appointed as a Non-executive Director of the Bank, and his period of office is liable to determination by retirement of directors by rotation."

8. To consider and if thought fit, to pass with or without modification/s, the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Sections 149, 152(6) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and pursuant to Sec 10 A(2A) of the Banking Regulation Act, 1949, Smt. CA K L Vijayalakshmi be and is hereby appointed as a Non-executive Director of the Bank, and her period of office is liable to determination by retirement of directors by rotation."

By order of the Board
For the **Karur Vysya Bank Limited**

Place : Karur
Date : 28.05.2015

R Kannan
Company Secretary

NOTES

1. DATES OF BOOK CLOSURE

The Register of Members and Share Transfer Books of the Bank will remain closed from 14.07.2015 to 22.07.2015 (both days inclusive).

2. PROXIES

A member/beneficial owner entitled to attend and vote at the meeting is also entitled to appoint a proxy to attend and vote instead of himself/herself and such a proxy need not be a member of the Bank. The proxies in order to be effective should be lodged with the Registered Office of the Bank not less than 48 hours before the commencement of the meeting.

Pursuant to the provisions of the Companies Act, 2013 and the underlying Rules viz: Companies (Management and Administration) Rules, 2014, a person can act as proxy on behalf of the members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Bank carrying voting rights.

3. Institutional members intending to send their authorized representatives to attend the Meeting are requested to send to the Bank a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.

4. All the relevant documents referred to in this Notice requiring the approval of the members at the meeting shall be available for inspection by the members at the Registered Office of the Bank on all working days between 10 a.m. to 12 noon upto the date of the meeting i.e. 22.07.2015. This notice and the Annual Report will also be available on the Bank's website www.kvb.co.in for download.

5. EXPLANATORY STATEMENT

The relative explanatory statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business to be transacted at the meeting is annexed hereto.

Brief profile of the Directors proposed to be appointed/re-appointed, as required under Clause 49 of the Listing Agreement with the Stock Exchange is furnished under the Corporate Governance Report.

6. JURISDICTION

In terms of Article 19 of the Articles of Association of the Bank, only Courts in Karur shall have exclusive jurisdiction to entertain any suits against the Bank to restrain the proceedings of any General Meeting or consideration of any Resolution or item of business in its Agenda.

7. DIVIDEND ENTITLEMENT

The Bank has notified closure of Register of Members and Share Transfer Books from Tuesday, July 14, 2015 to Wednesday, July 22, 2015 (both days inclusive) for determining the names of members eligible for dividend on Equity shares, if declared at the meeting.

The dividend on Equity Shares, if declared at the Annual General Meeting (AGM), will be credited/dispatched between July 23, 2015 and July 27, 2015 to those members whose names appear on the Bank's Register of Members on July 13, 2015. In respect of shares held in dematerialised form, the dividend will be paid to those members whose names are furnished by the Depositories viz: National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as beneficial owners as on that date.

8. MULTIPLE FOLIOS

If any shareholder is holding more than one folio for the same set of names, the shareholder/s concerned may please write to the Registrars and Transfer Agents of the bank viz: M/s SKDC Consultants Ltd., Coimbatore so that their holdings can be consolidated into one folio. This would help the shareholder/s concerned to effectively monitor their holdings as also the Dividend receivable.

9. DEMATERIALISATION OF SHARES

The shares of the Bank have been traded compulsorily in Dematerialised form with effect from 25th June 2001 in the Stock Exchanges. The shareholders who have not so far dematerialised their shares are requested to do so in their own interest having regard to the safety and benefits attached thereto.

10. CHANGE OF ADDRESS

Shareholders are requested to notify changes in their addresses along with PINCODE to the Registrars and Transfer Agents of the bank whose address is given below:

SKDC Consultants Ltd.,
(Unit: KVB Ltd),
Kanapathy Towers, 1391/A-1 Third Floor
Sathy Road, Ganapathy, Coimbatore 641 006.
Phone Nos. 0422-6549995, 2539835 - 836
Email : info@skdc-consultants.com
CIN : U74140TZ1998PLC008301

If the shares are held in dematerialised form the beneficial owners have to intimate about any change in Bank account details, address for communication and nomination **only to the Depository Participant** concerned and not directly to the Bank or to its Registrars and Transfer Agents.

11. UNCLAIMED DIVIDENDS

a) All the shareholders and Beneficial Owners who have not so far encashed/claimed the dividends for the last 7 years i.e. from 2007-08 to 2013-2014, have to submit the dividend warrant/s if any available with them for revalidation to the Company Secretary, Karur Vysya Bank Limited, Erode Road, Karur 639 002.

b) In terms of the Section 205C of the Companies (Amendment) Act, 1999 the dividends which are unclaimed for a period of seven years have to be transferred to "Investor Education and Protection Fund" maintained with Central Government and the shareholders/Beneficial Owners cannot make any claim for the dividends once the unclaimed dividends are transferred to such Fund.

12. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Bank for payment of dividend. The Bank or its Registrar and Transfer Agents, M/s SKDC Consultants Ltd., cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the members.
13. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members' holdings shares in physical form must submit their PAN details to the Bank/SKDC Consultants Ltd.
14. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Bank. The nomination form can be downloaded from the Bank's website www.kvb.co.in under the link "Shareholders corner".
15. Members who have not registered their e-mail addresses so far are requested to register their e-mail address so that they can receive the Annual Report and other communication from the Bank electronically.

Clause 32 of the Listing Agreement executed with the National Stock Exchange permits sending of soft copies of Annual Reports to all those members who have registered their email addresses for the purpose.

The Companies Act, 2013 has also recognized serving of documents to any Member through electronic mode. In terms of Circular No.NSDL/CIR/II/10/2012 dated 09.03.2012, issued by NSDL, email addresses made available by the Depository (for your respective Depository Participant) accounts as part of the beneficiary position downloaded from the Depositories from time to time will be deemed to be your registered email address for serving notices/documents including those covered under Sections 101 and 136 of the Companies Act, 2013 read with Sec 20 of the Companies Act, 2013 and the underlying rules relating to transmission of documents in electronic mode.

In the light of the requirements prescribed by the aforesaid circulars for those Members whose Depository Participant (DP) accounts do not contain the details of their email address, printed copies of the notice of Annual General Meeting and Annual Report for the year ended March 31, 2015 would be dispatched.

16. In terms of Section 108 of the Companies Act, 2013 read with The Companies (Management and Administration) Rules, 2014 as amended the Bank is providing the e-voting facility to its members holding shares in physical or dematerialized form, as on the 'cut-off' date being Wednesday, July 15, 2015 to exercise their right to vote by electronic means on any or all of the businesses specified in this notice (the 'Remote e-voting'). Detail of the process and manner of Remote e-voting is furnished in the Notice.

In terms of Clause 35 B of the Listing Agreement, the Bank is also offering to the shareholders who do not have access to e-voting facility, to send their assent or dissent in writing on a postal ballot as per the rules contained in the Companies (Management and Administration) Rules, 2014.

17. In terms of the recent amendment to the Companies (Management and Administration) Rules, 2014, with respect to the voting through electronic means, the Bank is pleased to offer the facility for voting by way of physical ballot at the AGM. Members attending the meeting should note that **those who are entitled to vote but have not exercised their right to vote by 'Remote' e-voting, may vote at the AGM through ballot for all businesses specified in the Notice. Members who have exercised their right to vote by Remote e-voting may attend AGM but shall not vote at the AGM.** The voting rights of the members shall be in proportion to their shares of the paid up Equity Share Capital of the Bank as on the 'cut-off' date being Wednesday, July 15, 2015 subject to the provisions of the Banking Regulation Act, 1949 as amended and the extant RBI guidelines.
18. Kindly note that members can opt for only one mode of voting i.e. either by Postal Ballot or through e-voting. If Members are opting for e-voting then do not vote by Postal Ballot or vice versa. However, in case Members casting their vote both by Postal Ballot and e-voting, then voting done through e-voting shall prevail and voting done by Postal Ballot will be treated as invalid.
19. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot form for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting or Postal Ballot voting.

20. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting as per the procedure laid down in terms of Companies (Management and Administration) Amendment Rules, 2015.
21. The Scrutinizer will collate the votes downloaded from the e-voting system, votes received through postal ballot forms and the votes cast at the AGM to declare the final results for all resolutions set forth in the notice convening the AGM. On completion of the Scrutiny, the Scrutinizer will submit his report to the Chairman, who shall counter sign the same and declare the results of the voting forthwith.
22. The results declared along with the report of the Scrutinizer shall be placed on the website of the Bank www.kvb.co.in and on the website of CDSL immediately after the declaration of result by the Chairman. The results shall also be immediately forwarded to the Stock Exchange where the Bank's shares are listed.

The instructions for members for voting electronically are as under in case of members receiving e-mail

- (i) The voting period begins on July 17, 2015 at 10 a.m. and ends on July 21, 2015 at 5 p.m. During this period shareholders' of the Bank, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of July 15, 2015, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website www.evotingindia.com
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID (For CDSL: 16 digits beneficiary ID, For NSDL: 8 Character DP ID followed by 8 Digits Client ID); Members holding shares in Physical Form should enter Folio Number registered with the Bank and then enter the Captcha Code as displayed and Click on Login.
- (v) If you are holding shares in Demat form and had logged on to www.evotingindia.com and casted your vote earlier for EVSN of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below.

Now, fill up the following details in the appropriate boxes:

	For Members holding shares in Demat Form and in Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> - Members who have not updated their PAN with the Bank/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in PAN field. - In case the sequence number is less than 8 digits enter the applicable of 0's before the first two characters of the name in CAPITAL letters. E.g. If your name is Vijay with sequence number 1 then enter VI00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Bank records for the said demat account or folio. Please enter the DOB or dividend Bank details in order to login. If the details are not recorded with the depository or bank please enter the member ID/ folio number in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly the EVSN selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the relevant "EVSN -The Karur Vysya Bank Ltd" on which you choose to vote.
- (xi) On the voting page, you will see "Resolution Description" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "Resolutions File Link" if you wish to view the entire Resolution.
- (xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) If Demat account holder has forgotten the changed password then Enter the User ID and Captcha Code click on Forgot Password & enter the details as prompted by the system.
- (xvii) Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and custodian are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
 - They should submit scanned copy of the registration form bearing the stamp and sign of the entity to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user who would be able to link the account(s) which they wish to vote on. The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- (xviii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.co.in under help section or write an email to helpdesk.evoting@cdslindia.com.

In case of members desiring to exercise vote by Postal Ballot

- 1) A Member desiring to exercise vote by Postal Ballot should complete this Postal Ballot Form and send it to the Scrutinizer in the enclosed self-addressed business reply envelope properly sealed. The Members need not affix postal stamps since the postage will be paid by the Bank. However, envelopes containing Postal Ballots, if sent by courier or by registered post at the expense of the Members will also be accepted.
- 2) For the votes to be considered valid, the institutional members (i. e. other than individuals, HUF, NRI, etc.) are required to send a copy of the relevant Board Resolution / Authority Letter etc. together with attested specimen signature of the duly authorized signatory/ies who are authorized to vote, to the Scrutinizer along with the Ballot Form so as to reach the Scrutinizer on or before the close of working hours i.e. 5 p.m. on 21.07.2015.
- 3) The Board of Directors has appointed Shri S Solaiyappan, Practicing Company Secretary (CP No.1573) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

Item No.5

In terms of the provisions of Companies Act, 2013 and the Rules made there under, the Branch Offices of the Bank have to be audited either by Statutory Auditors or other qualified Auditors. Bank intends to entrust the Audit of Branch Offices either to the Statutory Auditors or to other qualified Auditors in consultation with Statutory Auditors on such remuneration and on such terms and conditions as the Board deems fit based on the recommendations of the Audit Committee of the Board.

None of the Directors and Key Managerial Personnel and their relatives are concerned or interested in this resolution.

Item No.6

Shri. M K Venkatesan was co-opted as an Additional Director of the Bank in the Board Meeting held on 09.12.2014 under the provisions of Section 161 of the Companies Act, 2013 and Article 27 of Articles of Association of the Bank. He holds the office upto the date of AGM. Bank has received notice from him signifying his candidature for the office of Director of the Bank, along with deposit prescribed under provision of Section 160 of Companies Act, 2013.

Except Shri. M K Venkatesan, none of the other Directors and Key Managerial Personnel or relatives thereof are, in any way, concerned or interested in this resolution.

Item No.7

Shri. A K Praburaj was co-opted as an Additional Director of the Bank in the Board Meeting held on 09.12.2014 under the provisions of Section 161 of the Companies Act, 2013 and Article 27 of Articles of Association. He holds the office upto the Date of AGM. Bank has received notice from him signifying the candidature for the office of Director of the Bank, along with deposit prescribed under provision of Section 160 of Companies Act, 2013.

Except Shri. A K Praburaj, none of the other Directors and Key Managerial Personnel or relatives thereof are, in any way, concerned or interested in this resolution.

Item No.8

Smt. CA K L Vijayalakshmi was co-opted as an Additional Director of the Bank in the Board Meeting held on 22.03.2015 under the provisions of Section 161 of the Companies Act, 2013 and Article 27 of Articles of Association. She holds the office upto the date of AGM. Bank has received notice from her signifying the candidature for the office of Director of the Bank, along with deposit prescribed under provision of section 160 of Companies Act, 2013.

Except Smt. CA K L Vijayalakshmi, none of the other Directors and Key Managerial Personnel or relatives thereof are, in any way, concerned or interested in this resolution.

By order of the Board
For the **Karur Vysya Bank Limited**

Place : Karur
Date : 28.05.2015

R Kannan
Company Secretary

POSTAL BALLOT FORM

1.	Name of the Sole / First Member	
2.	Name (s) of Joint member (s), if any	
3.	Registered Folio No./DP ID No./ Client ID No.	
4.	Number of Shares held	

I/We hereby exercise my/our vote in respect of the Resolution (s) to be passed through e-voting/ Physical Ballot for the business stated in the AGM Notice dated 28.05.2015 of the Bank by conveying my/our assent or dissent to the said Resolution (s) by placing the tick (✓) mark at the appropriate box below.

Item No.	Description	Type of resolution (Ordinary / Special)	No. of Shares held	I assent to the resolution	I dissent to the resolution
1.	Adoption of the audited Balance Sheet and Profit & Loss Account for the year ended March 31, 2015 and the reports of the Board of Directors and Auditors thereon.	Ordinary			
2.	Declaration of Dividend.	Ordinary			
3.	Appointment of Director in place of Shri G Rajasekaran who retires by rotation and being eligible offers himself for re-appointment.	Ordinary			
4.	Appointment of Auditors and fixing of their remuneration.	Ordinary			
5.	Appointment of Branch Auditors of the Bank and fixing their remuneration.	Ordinary			
6.	Appointment of Shri M K Venkatesan as a Non-Executive Director of the Bank.	Ordinary			
7.	Appointment of Shri A K Praburaj as a Non-Executive Director of the Bank.	Ordinary			
8.	Appointment of Smt. CA K L Vijayalakshmi as a Non-Executive Director of the Bank.	Ordinary			

Place :

Date :

(Signature of Member)

NOTE : Kindly read the instructions printed overleaf before filling the form.
Last date for receipt of Postal Ballot Form by Scrutinizer is Tuesday, the **July 21, 2015**.



INSTRUCTIONS FOR VOTING THROUGH POSTAL BALLOT

1. In terms of Clause 35B of the Listing Agreement, the Bank has to enable those members, who do not have access to e-voting facility to send their assent or dissent in writing on a Postal Ballot Form. Accordingly, this Postal Ballot Form is being provided as per Clause 35B of the Listing Agreement to facilitate voting through Postal Ballot by the members who do not have access to the e-voting facility.
2. A Member desiring to exercise his/her vote by Postal Ballot should complete this Postal Ballot form, sign and send in the enclosed self-addressed postage pre-paid envelope so as to reach the Scrutinizer as per instruction 6 below at the address M/s. S. Solaiyappan, Scrutinizer, C/o S K D C Consultants Limited, Unit: The Karur Vysya Bank Ltd., Kanapathy Towers, 3rd Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore 641 006. Postage will be borne and paid by the Bank. Envelopes containing Physical Ballots, if deposited in person or sent by courier at the expenses of the Members will also be accepted.
3. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Bank and the address at which the Postal Ballot Form is to be sent.
4. The Postal Ballot form should be completed and signed by the Members. In the case of joint shareholding, this form should be completed and signed by the first named Member and in his absence, by the next named Member (s). Unsigned Postal Ballot forms will be rejected. The signature on the Postal Ballot Form must tally with the specimen signature registered with the Bank/Depository Participant.
5. Where the Postal Ballot Form has been signed by an Authorized Representative of a body corporate, a certified copy of the relevant authorizations to vote should accompany the Postal Ballot Form. A member may sign the Form through an Attorney appointed specifically for this purpose, in which case an attested true copy of the Power of Attorney should be attached to the Postal Ballot Form.
6. Duly completed Postal Ballot Forms should reach the Scrutinizer not later than 5.00 p.m. on Tuesday, July 21, 2015. Any Postal Ballot Form received after this time and date will be treated as if the reply from the Member has not been received.
7. A Member may request for a duplicate Postal Ballot Form, if so required. However the duly filled in duplicate Postal Ballot Form should reach the Scrutinizer not later than the time and date specified at Item No.6 above.
8. Voting rights will be reckoned on the paid-up value of shares registered in the name of the Member on Wednesday, **July 15, 2015**, which is the Cut-off date fixed for this purpose.
9. Members are requested not to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage pre-paid envelope in as much as all such envelopes will be sent to the Scrutinizer and any extra paper found in such envelope would be destroyed by the Scrutinizer.
10. There will be only one Postal Ballot Form for every folio irrespective of the number of joint Member (s).
11. A Member need not use all the votes nor does he need to cast all the votes in the same way.
12. The Scrutinizer's decision on the validity of a Postal Ballot will be final and binding.
13. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected.
14. The right of e-voting and Postal Ballot Form shall not be exercised by a Proxy.
15. Members may please note that they have to vote through anyone of the modes viz: E-voting, Postal Ballot or voting at AGM venue. **Members who have already voted prior to the Meeting Date would not be entitled to vote at the Meeting Venue.**



The Karur Vysya Bank Limited

Registered & Central Office: Erode Road Karur - 639002
[CIN No : L65110TN1916PLC001295] [E-Mail : kvbshares@kvbmail.com]
[Website : www.kvb.co.in] [Tel No : 04324 - 226520] [Fax No : 04324 - 225700]

Form No. MGT-11 PROXY FORM

(Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014)

CIN	L65110TN1916PLC001295
Name of the Company	The Karur Vysya Bank Limited
Registered Office	Erode Road, Karur - 639 002. Email : kvb_sig@kvbmail.com Website : www.kvb.co.in Phone : 04324 - 269441 Fax : 04324 - 225700
Name of the member(s)	
Registered address	
E-mail ID	
Folio No. / Client ID and DP ID	

I / we, being the member(s) of shares of the Karur Vysya Bank Limited, hereby appoint

1	Name	
	Address	
	E-mail ID	
	Signature	Failing him
2	Name	
	Address	
	E-mail ID	
	Signature	Failing him
3	Name	
	Address	
	E-mail ID	
	Signature	

as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the 96th Annual General Meeting of the bank, to be held on the Wednesday, 22nd day of July, 2015 at 10.00 a.m. at Registered Office, Erode Road, Karur - 639 002 and at any adjournment thereof in respect of such resolution(s) as are indicated below:

Resolution No.	Resolution
1.	Adoption of the audited Balance Sheet and Profit & Loss Account for the year ended March 31, 2015 and the reports of the Board of Directors and Auditors thereon
2.	Declaration of Dividend
3.	Appointment of Director in the place of Shri G Rajasekaran who retires by rotation and being eligible offers himself for re-appointment
4.	Appointment of Auditors and fixing their remuneration
5.	Appointment of Branch Auditors of the Bank and fixing remuneration
6.	Appointment of Shri M K Venkatesan as a Non Executive Director of the Bank
7.	Appointment of Shri AK Praburaj as a Non Executive Director of the Bank
8.	Appointment of Smt. CA K L Vijayalakshmi as a Non Executive Director of the Bank

Signed this day of 2015.

Signature of shareholder :

Signature of Proxy holder(s) :

Affix
₹ 1/-
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Bank, not less than 48 hours before the commencement of the Meeting (i.e. on or before 10.00 a.m. on Monday, July 20, 2015)



The Karur Vysya Bank Limited

Registered & Central Office: Erode Road Karur - 639002
[CIN No : L65110TN1916PLC001295] [E-Mail : kvbshares@kvbmail.com]
[Website : www.kvb.co.in] [Tel No : 04324 - 226520] [Fax No : 04324 - 225700]

ATTENDANCE SLIP

PLEASE BRING THIS ATTENDANCE SLIP TO THE MEETING HALL AND HAND IT OVER AT THE ENTRANCE

I/We hereby record my/our presence at the 96th Annual General Meeting of The Karur Vysya Bank Limited held at Regd & Central office, Erode Road, Karur - 639002 on Wednesday, the 22nd July, 2015 at 10.00 a.m.

Name of the Shareholder	
Registered Address of the Shareholder	
Ledger Folio No. /CL ID/DP ID No.	
Number of shares held	
Name of the Proxy/Representative, if any	
Signature of the Member/s/Proxy	
Signature of the Representative	

Please complete the Folio No./DP ID-Client ID No., No. of Shares, Name and sign this attendance slip before handing over at the entrance hall of the meeting.