ఆంధ్రాబ్యాంక్
(భారత ప్రభుత్వ సంస్థ)
आन्ध्रा बैंक
(भारत सरकार का उपक्रम)
Andhra Bank
(A Govt. of India Undertaking)

आन्ध्रा बैंक Andhra Bank
प्रधान कार्यालय HEAD OFFICE
''डॉ. पट्टाभि भवन'' "Dr. PATTABHI BHAVAN"
5-9-11, सैफाबाद 5-9-11, SAIFABAD
हैदराबाद - 500 004. HYDERABAD - 500 094.

Dept: Merchant Banking Division
Telefax: 040-23230883 Ph: 040-23252371
E-mail id: mbd@andhrabank.co.in

No. 666/25/P.181/652 Dt: 12.03.2018

SYMBOL: ANDHRABANK

The National Stock Exchange
Of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051
Fax: 022 – 26598237/38

Dear Sirs,

Sub: Declaration of Combined Voting Results (Remote E-voting & E-Voting at the venue of the General Meeting) and Combined Report by the Scrutiniser - Extra-ordinary General Meeting (EGM) of Shareholders of the Bank held on March 12, 2018

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby furnish the details of voting as under:

Date of Extra-ordinary General Meeting	12.03.2018
Total number of shareholders on Cut-off Date i.e. 05.03.2018	217616
No. of shareholders present in the meeting either in person or through proxy/authorised representative:	
Promoter or Promoter Group	1
Public	138
No. of shareholders attended the meeting through video conferencing:	
Promoter of Promoter Group	Nil
Public	Nil

Further to the above, we enclose the following:

1. Declaration of result of the combined voting results (Remote e-voting & E-Voting at the venue of the General Meeting) in respect of the Extra-ordinary General Meeting of shareholders of the Bank held on March 12, 2018;
2. Combined Report by the Scrutiniser on Remote e-voting & E-Voting at the venue of the General Meeting.

This is for your information.

Yours sincerely
Ruchi
(Ruchi R)
Company Secretary

Encl: **As Above**

Andhra Bank M. B. Division

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601:Tel 25345648 / 2543 2704 : email-sna@snaco.net: website-www.snaco.net

SCRUTINIZER'S REPORT

NAME OF THE BANK	**Andhra Bank**
MEETING	**Extraordinary General Meeting**
DAY, DATE & TIME	**Monday, 12th March, 2018 at 11 a.m.**
VENUE	**Dr. PattabhiBhavan, 5-9-11, Saifabad, Hyderabad – 500 004**

1. **Appointment as Scrutinizer**

We were appointed as the Scrutinizer for the remote e-Voting as well as the voting at the Extraordinary General Meeting (EGM) of **Andhra Bank (**hereinafter referred to as **the Bank)** held on **Monday, 12th March, 2018 at 11 a.m**. at the venue.

2. **Dispatch of Notice convening the EGM**

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

- On **3rd February, 2018** by email to **1,16,925** shareholders who had registered their email-ids with the Bank.
- On **3rd February, 2018** by courier to **97,383** shareholders in physical form.

The Bank completed dispatch of the Addendum to Notice of EGM as under:

- On **17th February, 2018** by email to **1,16,925** shareholders who had registered their email-ids with the Bank.

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- On **17th February, 2018** in physical form by courier to **97,383** shareholders.

Pursuant to public notice dated 28th February, 2018 the Agenda item No. 1 as included in the notice dated 25th January, 2018 relating to election of shareholder directors shall not be transacted at the Extraordinary General Meeting of the Bank.

3. Cut - off date

Voting rights were reckoned as on **Monday, 5th March, 2018** being the Cut-off date for the purpose of deciding the entitlements of shareholders at the remote e-voting and voting at the EGM.

4. Remote e-Voting Process

4.1 **Agency**

The Bank has appointed **Central Depository Services (India) Limited (CDSL)** as the agency for providing the remote e-voting platform.

4.2 **Remote e-Voting period**

Remote e-voting platform was open from **10 a.m. on Friday, 09thMarch, 2018 to 5:00 p.m. on Sunday, 11thMarch, 2018** and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolution on the remote e-voting platform provided by CSDL.

5. Voting at the EGM

5.1 In keeping 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) 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, DP Id & Client Id/ folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, CDSL 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.

5.3 Bank provided tab based e-voting facility to shareholders attending the EGM who had not cast their votes through remote e-voting to cast their votes.

5.4 Mrs. P. Raja Rajeswari Shareholder of the Bank (DP Id/ Client Id No.: IN301022 20503314) was also appointed as a Scrutinizer representing the Shareholders of the Bank for scrutinising the voting at the EGM.

6. Counting Process

6.1 On completion of voting at the EGM, CDSL provided us with the List of Shareholders who had cast their votes, their holding details and details of votes cast on the Special Resolution.

6.2 Votes were reconciled with the records maintained by the Bank and MCS Share Transfer Agent Limited (RTA) with respect to authorizations/ proxies lodged with the Bank.

6.3 We unblocked the remote e-voting results on the CDSLe-voting platform in the presence of Mrs. P. Raja Rajeswari and Mr. Vineet Nagool and downloaded the remote e-voting results.

6.4 Pursuant to provision of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970/80, voting rights of shareholders other than Central Government have been restricted to 10% of the total voting rights of all Shareholders of the Bank.

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7. Results

7.1 We observed that

a) **73** Shareholders had cast their votes at the EGM.

b) **103** Shareholders had cast their votes through remote e-voting.

7.2 Consolidated Result with respect to the item on the agenda is enclosed.

7.3 Based on the aforesaid result, we report that, the **Special Resolution**as included in the Notice of the EGM dated 25th January, 2018 vide addendum dated 08th February, 2018 has been passed with **requisite majority.**

Malati A. Kumar

Malati Kumar
Partner
C.P. No. 10980

12th March, 2018
Hyderabad

P. Raja Rajeswari

Mrs. P. Raja Rajeswari
Shareholder Scrutinizer
(DPId/Client Id : IN301022 20503314)

12th March, 2018
Hyderabad

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
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Consolidated Results

ItemNo. 2: To create, offer, issue and allot upto 32,60,30,705 Equity Shares of Rs.10/- each (Rupees Ten only) for cash at a price of Rs. 57.97 per share (including premium) aggregating Rs.1,890 Crore (Rupees One Thousand Eight Hundred and Ninety Crore only) on Preferential basis to Government of India.

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	95	11,10,91,672	69	60,89,75,460	164	72,00,67,132	99.95
Dissent	8	3,93,625	4	165	12	3,93,790	0.05
Total	103	11,14,85,297	73	60,89,75,625	176	72,04,60,922	100.00

Based on the aforesaid result, **Special Resolution** included as **Item No.2** in Notice of the EGM dated 8th February, 2018 has been **passed with requisite majority.**

Malati A. Kumar

Malati Kumar
Partner
C.P. No. 10980

12th March, 2018
Hyderabad

P. Raja Rajeswari

P.Raja Rajeswari
Shareholder Scrutinizer
(DP Id/Client Id: IN301022 20503314)

12th March, 2018
Hyderabad