



The Karnataka Bank Limited

Regd. & Head Office: Mahaveera Circle, Kankanady, Mangaluru-575002
CIN: L85110KA1924PLC001128, email: investor.grievance@ktkbank.com
[Website: www.karnatakabank.com, Tel. no. 0824-2228222, Fax no. 0824-2225588]

ATTENDANCE SLIP

94th ANNUAL GENERAL MEETING

Date: **Saturday, July 21, 2018** Time: **11.30 A.M.**

Place: Regd. & Head Office, The Karnataka Bank Ltd, Mahaveera Circle, Kankanady, Mangaluru-575002

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I hereby record my presence at the 94th Annual General Meeting (AGM) of the members of the Bank.

* Signature of the members/Proxy/Authorised Representative:.....

* Strike off whichever is not applicable

Note:

1. Sign this Attendance slip and hand it over at the Attendance verification counter at the Entrance of Meeting Hall.
2. Bodies Corporate, whether a Company or not, who are members, may attend through their authorised representatives appointed under Section 113 of the Companies Act, 2013. A copy of authorisation should be deposited with the Bank.
3. In case of shares held in demat/electronic form, the signature of the Beneficial Owner is liable for verification with the record furnished to the Bank by NSDL/CDSL.
4. Electronic copy of the Annual Report-2018 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and proxy form has been sent to all the members whose email address is registered with the Company/ Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
5. Physical copy of the Annual Report-2018 and Notice of the Annual General Meeting along with the Attendance Slip and Proxy form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

The electronic voting particulars are set out below:

EVSN (Electronic Voting Sequence Number)	PAN No./SEQ. No.	USER ID	PASSWORD
180609001			Please refer to the Notice of AGM for Instructions

Please refer to Notice for instructions on remote e-voting.

Remote E-voting facility is available during the following voting period.

Commencement of e-voting	End of e-voting
July 17, 2018 (09.00 A.M.)	July 20, 2018 (5.00 P.M.)

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 : L85110KA1924PLC001128

Name of the Company : The Karnataka Bank Ltd

Registered Office : Mahaveera Circle, Kankanady, Mangaluru-575002

Name of the Member (s):

Registered address:

E-mail Id:

Folio No./ DP ID Client Id:

I/We, being the member (s) of shares of the above named company, hereby appoint

1. Name: Address:.....

E-mail Id:Signature:..... or failing him

2. Name: Address:.....

E-mail Id:Signature:..... or failing him

3. Name: Address:.....

E-mail Id:Signature:..... or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 94th Annual General Meeting of the Bank, to be held on the 21st day of July 2018 at 11.30 A.M. at the Regd. & Head Office, Mahaveera Circle, Kankanady, Mangaluru-575002 and at any adjournment thereof in respect of such resolutions as are indicated below:

Reso lution No.	Short Description of the Resolution
Ordinary Resolutions	
1.	Adoption of audited financial statements for the year ended March 31, 2018 and reports of the Auditors and the Directors thereon.
2.	Declaration of Dividend on equity shares.
3.	To appoint a director in place of Mr. P. Jayarama Bhat (DIN: 00041500), who retires by rotation and being eligible, offers himself for re-appointment.
4.	Appointment of M/s. Manohar Chowdhry & Associates and M/s. Badari, Madhusudhan & Srinivasan as Statutory Central Auditors of the Bank for the year 2018-19 and authorizing Board to fix their remuneration.
5.	Appointment of Branch Auditors to audit the accounts of Branches/Offices for the financial year 2018-19 and authorizing Board to fix their remuneration.
6.	Appointment of Mrs. Mythily Ramesh (DIN : 06959991), as an Independent Director of the Bank.
7.	Revision in Basic Salary payable to Mr. Mahabaleshwara M S, Managing Director & CEO of the Bank.
8.	Amendment of Clause 5 of the Memorandum of Association i.e., increase in Authorised Share Capital.
Special Resolutions	
9.	Amendment of Article 3(a) of the Articles of Association i.e., increase in Authorised Share Capital.
10.	Re-appointment of Mr. Ashok Haranahalli (DIN : 05339634), as an Independent Director of the Bank.
11.	Re-appointment of Mr. Rammohan Rao Belle (DIN : 02370794), as an Independent Director of the Bank.
12.	Amendment of Article 51(u) of the Articles of Association i.e., delegation of Share Transmission powers etc.
13.	Introduction of Employees Stock Option Scheme 2018 (ESOS 2018).

Signed this day of 2018.

Signature of shareholder

Signature of Proxy holder(s)

Affix Re. 1
revenue stamp
here

NOTE :

1. 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.
2. A person can act as proxy on behalf of Members upto and not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Bank. Further, a Member holding more than ten percent, of the total share capital of the Bank carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.