



Karnataka Bank Ltd.

Estd : 1924

CIN : L85110KA1924PLC001128

Regd. & Head Office
P.B. No. 599, Mahaveera Circle
Kankanady, Mangalore – 575 002

Phone : 0824 - 2228222 Fax : 0824-2225588
Website : www.karnatakabank.com
email : info@ktkbank.com

07.08.2019

SECRETARIAL DEPARTMENT

HO:SEC: 222 :2019-20

The Manager
Listing Department
National Stock Exchange of India
Limited.,
Exchange Plaza,C-1, Block G
Bandra-Kurla Complex,
Bandra (E),
MUMBAI 400 051

The General Manager,
BSE Limited
Corporate Relationship Dept
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI 400 001

Dear Sir,

Sub: Disclosure pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is to inform you that the 95th Annual General Meeting of the members of the Bank was held on 07.08.2019 at 11.30 AM at the registered office of the Bank and pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose the copy of the voting results along with the report of the scrutinizer.

Kindly take on record the above submission.

Thank You,

Yours faithfully,

Prasanna Patil
COMPANY SECRETARY

[Home](#)[Validate](#)[Import XML](#)

General information about company

Scrip code	532652
NSE Symbol	KTKBANK
MSEI Symbol	
ISIN	INE614B01018
Name of the company	THE KARNATAKA BANK LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	07-08-2019
Start time of the meeting	11:30 AM
End time of the meeting	12:45 PM

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Scrutinizer Details

Name of the Scrutinizer	M V SHANKER BHAT
Firms Name	M/S M V SHANKER BHAT
Qualification	Advocate
Membership Number	MYS/221/69
Date of Board Meeting in which appointed	17-06-2019
Date of Issuance of Report to the company	07-08-2019

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Voting results	
Record date	30-07-2019
Total number of shareholders on record date	184995
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	512
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	8
Disclosure of notes on voting results	Add Notes

[Prev](#)

Home

Validate

Resolution (1)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

ADOPTION OF AUDITED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2019 AND REPORTS OF THE AUDITORS AND THE DIRECTORS THEREON.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		64419713	85.3293	64419713	0	100.0000	0.0000
	Poll	75495390	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	75495390	64419713	85.3293	64419713	0	100.0000	0.0000
Public- Non Institutions	E-Voting		11086895	5.3531	10868727	218168	98.0322	1.9678
	Poll	207112408	687952	0.3322	687766	186	99.9730	0.0270
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	207112408	11774847	5.6852	11556493	218354	98.1456	1.8544
Total		282607798	76194560	26.9612	75976206	218354	99.7134	0.2866
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1660



Home

Validate

Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		DECLARATION OF DIVIDEND ON EQUITY SHARES.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	75495390	64790711	85.8208	64790711	0	100.0000	0.0000
	Poll	75495390	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	75495390	0	0.0000	0	0	0	0
	Total	75495390	64790711	85.8208	64790711	0	100.0000	0.0000
Public- Non Institutions	E-Voting	207112408	11086895	5.3531	11086282	613	99.9945	0.0055
	Poll	207112408	687766	0.3321	687766	0	100.0000	0.0000
	Postal Ballot (if applicable)	207112408	0	0.0000	0	0	0	0
	Total	207112408	11774661	5.6852	11774048	613	99.9948	0.0052
Total		282607798	76565372	27.0924	76564759	613	99.9992	0.0008
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1660



Home

Validate

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				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.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		64790711	85.8208	34416943	30373768	53.1202	46.8798
	Poll	75495390	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	75495390	64790711	85.8208	34416943	30373768	53.1202	46.8798
Public- Non Institutions	E-Voting		11080895	5.3502	10810476	270419	97.5596	2.4404
	Poll	207112408	687766	0.3321	676529	11237	98.3662	1.6338
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	207112408	11768661	5.6823	11487005	281656	97.6067	2.3933
Total		282607798	76559372	27.0903	45903948	30655424	59.9586	40.0414
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1660



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Home

Validate

Resolution (4)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

APPOINTMENT OF M/S. BADARI, MADHUSUDHAN & SRINIVASAN AND M/S.MANO HAR CHOWDHRY & ASSOCIATES AS STATUTORY CENTRAL AUDITORS OF THE BANK FOR THE YEAR 2019-

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	0	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting		64790711	85.8208	47500529	17290182	73.3138	26.6862
	Poll	75495390	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	75495390	64790711	85.8208	47500529	17290182	73.3138	26.6862
Public- Non Institutions	E-Voting		11086895	5.3531	10868707	218188	98.0320	1.9680
	Poll	207112408	687952	0.3322	687952	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	207112408	11774847	5.6852	11556659	218188	98.1470	1.8530
Total		282607798	76565558	27.0925	59057188	17508370	77.1328	22.8672
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1660



Home

Validate

Resolution (5)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

APPOINTMENT FO BRANCH AUDITORS TO AUDIT THE ACCOUNTS OF BRANCHES/OFFICES FOR THE FINANCIAL YEAR 2019-20 AND AUTHORIZING BOARD TO FIX THEIR REMUNERATION.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	75495390	64790711	85.8208	61336361	3454350	94.6684	5.3316
	Poll	75495390	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	75495390	0	0.0000	0	0	0	0
	Total	75495390	64790711	85.8208	61336361	3454350	94.6684	5.3316
Public- Non Institutions	E-Voting	207112408	11086895	5.3531	10868707	218188	98.0320	1.9680
	Poll	207112408	687766	0.3321	687766	0	100.0000	0.0000
	Postal Ballot (if applicable)	207112408	0	0.0000	0	0	0	0
	Total	207112408	11774661	5.6852	11556473	218188	98.1470	1.8530
Total	282607798	76565372	27.0924	72892834	3672538	95.2034	4.7966	
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1660



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Home

Validate

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				AMENDMENT OF OBJECT CLAUSE OF MEMORANDUM OF ASSOCIATION.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	75495390	64790711	85.8208	64790711	0	100.0000	0.0000
	Poll	75495390	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0	0
	Total	75495390	64790711	85.8208	64790711	0	100.0000	0.0000
Public- Non Institutions	E-Voting	207112408	11086895	5.3531	10868707	218188	98.0320	1.9680
	Poll	207112408	687766	0.3321	687766	0	100.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0	0
	Total	207112408	11774661	5.6852	11556473	218188	98.1470	1.8530
Total		282607798	76565372	27.0924	76347184	218188	99.7150	0.2850
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1660



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Home

Validate

Resolution (7)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		RE-APPOINTMENT OF MR. B A PRABHAKAR, AS AN INDEPENDENT DIRECTOR OF THE BANK.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll	0	0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	75495390	64790711	85.8208	33686114	31104597	51.9922	48.0078
	Poll	75495390	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	75495390	0	0.0000	0	0	0	0
	Total	75495390	64790711	85.8208	33686114	31104597	51.9922	48.0078
Public- Non Institutions	E-Voting	207112408	11086895	5.3531	10854476	232419	97.9037	2.0963
	Poll	207112408	687766	0.3321	687336	430	99.9375	0.0625
	Postal Ballot (if applicable)	207112408	0	0.0000	0	0	0	0
	Total	207112408	11774661	5.6852	11541812	232849	98.0225	1.9775
Total		282607798	76565372	27.0924	45227926	31337446	59.0710	40.9290
Whether resolution is Pass or Not.							No	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1660



B

Home

Validate

Resolution (8)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL TO THE BOARD OF DIRECTORS OF THE BANK FOR BORROWING UP TO RS. 2000 CRORES.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	0	0	0.0000	0	0	0.0000	0.0000
	Poll	0	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	75495390	64790711	85.8208	64790711	0	100.0000	0.0000
	Poll	75495390	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)	75495390	0	0.0000	0	0	0	0
	Total	75495390	64790711	85.8208	64790711	0	100.0000	0.0000
Public- Non Institutions	E-Voting	207112408	11086895	5.3531	10864612	222283	97.9951	2.0049
	Poll	207112408	687952	0.3322	685350	2602	99.6218	0.3782
	Postal Ballot (if applicable)	207112408	0	0.0000	0	0	0	0
	Total	207112408	11774847	5.6852	11549962	224885	98.0901	1.9099
Total		282607798	76565558	27.0925	76340673	224885	99.7063	0.2937
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	1660



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Date: 07.08.2019

To

The Chairman

The Karnataka Bank Ltd

Regd & Head Office

Kankanady,

Mahaveera Circle,

Mangaluru-575002

Dear Sir,

I, M V Shanker Bhat, Advocate, Mangaluru appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting process of The Karnataka Bank Ltd ("The Company") in a fair and transparent manner, for the below mentioned resolution(s) as contained in the Notice of the 95th Annual General Meeting of the Company held on **Wednesday, August 7, 2019 at 11.30 AM** at the Regd. and Head Office, Mahaveera Circle, Kankanady, Mangaluru-575002 submit my report as under:

1. The remote e-voting commenced on **August 3, 2019 at 9.00 AM and concluded on August 6, 2019 at 5.00 PM**. The remote e-voting services were provided by Central Depository Services (India) Ltd (CDSL).
2. The shareholders holding shares as on the "Cut-off" date i.e. **July 30, 2019** were entitled to vote on the proposed resolutions stated in the Notice of the Company.
3. The e-votes were unblocked on **August 7, 2019 around 01.00 PM** in the presence of two witnesses Mr. Ramesh Kumar H, residing at House No. 11-258, Kumara Nilaya, Ward No. 35, New Padavu Road, Kulshekara, Mangaluru-575005 and Mr. Ramesh Chandra D.P., residing at No. 1017, 10th Main, Avalahalli Main Road, Raghavendra Block, Srinagar, Bengaluru-5600050 who are not in the employment of the Company.
4. The results of the remote e-voting along with the list of shareholders who voted "For" and "Against" the below mentioned resolutions were downloaded from the e-voting website of CDSL.

The results of the remote e-voting are as under:

Resolution No.1: Adoption of the audited financial statements for the year ended March 31, 2019 and the reports of the Auditors and the Directors thereon.

(i)Voted in favour of Resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
377	75288440	99.71%

(ii)Voted against the resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
7	218168	0.29%

MVBhat

(iii) Invalid Votes/ persons who did not vote for this resolution:	
Number of members who did not electronically	% of total number of votes not cast
0	0

Resolution No.2: Declaration of Dividend on equity shares.

(i)Voted in favour of Resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
382	75876993	100%

(ii)Voted against the resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
3	613	0%

(iii)Invalid Votes/ persons who did not vote for this resolution :	
Number of members who did not electronically	% of total number of votes not cast
0	0

Resolution No. 3: Appointment of Mr. P. Jayarama Bhat, who retires by rotation and being eligible, offers himself for re-appointment.

(i)Voted in favour of Resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
298	45227419	59.61%

(ii)Voted against the resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
85	30644187	40.39%

(iii) Invalid Votes/ persons who did not vote for this resolution :	
Number of members who did not electronically	Total number of votes not cast
0	0

MSBhat

Resolution No.4: Appointment of M/s. Badari, Madhusudhan & Srinivasan, Chartered Accountants, Bengaluru and M/s. Manohar Chowdhry & Associates, Chartered Accountants, Chennai jointly as Statutory Central Auditors of the Bank for the year 2019-20 and authorizing Board to fix their remuneration.

(i) Voted in favour of Resolution:		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
341	58369236	76.93%

(ii) Voted against the resolution:		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
44	17508370	23.07%

(iii) Invalid Votes/ persons who did not vote for this resolution :	
Number of members who did not vote electronically	% of total number of votes not cast
0	0

Resolution No.5: Appointment of Branch Auditors to audit the accounts of Branches/Offices for the year 2019-20 and authorizing Board to fix their remuneration.

(i) Voted in favour of Resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
366	72205068	95.16%

(ii) Voted against the resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
19	3672538	4.84%

(iii) Invalid Votes/ persons who did not vote for this resolution:	
Number of members who did not vote electronically	% of total number of votes not cast
0	0

Resolution No.6: Amendment in object clause of Memorandum of Association of the Bank by inserting a new clause.

(i) Voted in favour of Resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
377	75659418	99.71%

MSBhent

(ii) Voted against the resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
8	218188	0.29%

(iii) Invalid Votes/ persons who did not vote for this resolution :	
Number of members who did not vote electronically	% of total number of votes not cast
0	0

Resolution No.7: Re-appointment of Mr. B A Prabhakar, as an Independent Director of the bank.

(i) Voted in favour of Resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
297	44540590	58.70%

(ii) Voted against the resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
88	31337016	41.30%

(iii) Invalid Votes/ persons who did not vote for this resolution	
Number of members who did not vote electronically	% of total number of votes not cast
0	0

Resolution No.8: Approval to the Board of Directors of the Bank for Borrowing upto Rs. 2000.00 crore.


(i) Voted in favour of Resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
372	75655323	99.71%

(ii) Voted against the resolution		
Number of members voted electronically	Number of votes cast by them	% of total number of valid votes cast
13	222283	0.29%

M. S. Prasad


(iii) Invalid Votes/persons who did not vote for this resolution :	
Number of members who did not electronically	% of total number of votes not cast
0	0


The relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves and signs the minutes of the 95th Annual General Meeting and the same shall thereafter be handed over to the Company Secretary for safe keeping.


M V Shanker Bhat




We the undersigned witness that the votes were unblocked from the e-voting website of CDSL in our presence at 01.00 PM on August 7, 2019 at the office of the Scrutinizer.


Ramesh Kumar H


Ramesh Chandra D.P.

Place: Mangaluru
 Date: August 7, 2019


Countersigned by the Chairman

FORM No. MGT-13
REPORT OF SCRUTINIZER

Pursuant to section 109 of companies Act, 2013 and rule 21(2) of the companies
(Management and administration) Rules,2014

To,
The Chairman,
The Karnataka Bank Limited

95th Annual General Meeting of the Equity Shareholders of "The Karnataka Bank Limited" ("The Company") held on Wednesday, the August 7, 2019 at the Bank's Registered & Head Office, Mahaveera Circle, Kankanady, Mangaluru-575002.

Dear Sir,

I, M V Shanker Bhat, Advocate, Mangaluru, was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 95th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on **Wednesday, the 7th of August 2019 at 11.30 AM** at the Bank's Registered & Head Office, Mahaveera Circle, Kankanady, Mangaluru-575002 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, 4 (Four) ballot boxes kept for polling were locked in my presence with due identification marks placed by me.

The locked ballot boxes were subsequently opened by me in the presence of two witnesses Mr. Ramesh Kumar H, residing at House No. 11-258, Kumara Nilaya, Ward No. 35, New Padavu Road, Kulshekara, Mangaluru-575005 and Mr. Ramesh Chandra D.P., residing at No. 1017, 10th Main, Avalahalli Main Road, Raghavendra Block, Srinagar, Bengaluru-5600050 who are not in the employment of the Company and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

2. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
3. The result of the Poll is as under:

Resolution No.1: Adoption of the audited financial statements for the year ended March 31, 2019 and the reports of the Auditors and the Directors thereon.

(i) Voted in favour of Resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
303	687766	99.97

MSBhat

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	186	0.03

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
11	1660

Resolution No.2: Declaration of Dividend on equity shares.

(i) Voted in favour of Resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
303	687766	100.00

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
11	1660

Resolution No. 3: Appointment of Mr. P. Jayarama Bhat, who retires by rotation and being eligible, offers himself for re-appointment.

(i)Voted in favour of Resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
300	676529	98.37

MJBhat

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	11237	1.63

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
11	1660

Resolution No.4: Appointment of M/s. Badari, Madhusudhan & Srinivasan, Chartered Accountants, Bengaluru and M/s. Manohar Chowdhry & Associates, Chartered Accountants, Chennai jointly as Statutory Central Auditors of the Bank for the year 2019-20 and authorizing Board to fixing their remuneration.

(i) Voted in favour of Resolution:		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
304	687952	100.00

(ii) Voted against the resolution:		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
11	1660

Resolution No.5: Appointment of Branch Auditors to audit the accounts of Branches/Offices for the year 2019-20 and authorizing Board to fix their remuneration.

(i) Voted in favour of Resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
303	687766	100.00

MSPhat

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
11	1660

Resolution No.6: Amendment in object clause of Memorandum of Association of the Bank by inserting new clause.

(i) Voted in favour of Resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
303	687766	100.00

(ii) Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
11	1660

Resolution No.7: Re-appointment of Mr. B A Prabhakar, as an Independent Director of the Bank.

(i) Voted in favour of Resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
301	687336	99.94

MS Bhat

(ii)Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	430	0.06

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
11	1660

Resolution No. 8: Approval to the Board of Directors of the Bank for Borrowing upto Rs. 2000.00 crore.

(i) Voted in favour of Resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
298	685350	99.62

(ii)Voted against the resolution		
Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
6	2602	0.38

(iii) Invalid Votes:	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
11	1660

4. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR","AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

MSBhent

5. The poll papers and all other relevant records were initialled and handed over to the Company Secretary / Director authorized by the Board for safe keeping.
6. The consolidated result of the votes cast (by E-voting and by poll) is provided as Annexure-1 to this report.

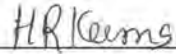
Thanking You,
Yours faithfully



(M V Shanker Bhat)



We the undersigned witnesseth that the sealed and locked polling boxes (four) were opened in our presence at 1.30 PM on August 7, 2019 at the Registered Office of the Company.



Ramesh Kumar H



Ramesh Chandra D.P.

Place: Mangaluru

Date: August 7, 2019



Countersigned by the Chairman

Date: 07.08.2019

To

The Chairman
The Karnataka Bank Ltd
Regd & Head Office
Kankanady,
Mahaveera Circle,
Mangaluru-575002

Dear Sir,

I, M V Shanker Bhat, Advocate, Mangaluru, was appointed as Scrutinizer for the purpose of the poll taken on the resolution(s), at the 95th Annual General Meeting (AGM) of the Equity Shareholders of the Company held on **Wednesday, the 7th of August, 2019 at 11.30 AM** at the Bank's Registered & Head Office, Mahaveera Circle, Kankanady, Mangaluru-575002 and the remote e-voting in connection with the said AGM, submit the following reports:

- 1) Consolidated Report of the Scrutinizer
- 2) E-Voting Report of the Scrutinizer.
- 3) Poll Report of the Scrutinizer

Thanking You,
Yours faithfully

M V Shanker Bhat

(M V Shanker Bhat)



The Consolidated results of the voting [Poll+ Remote e-voting] are as under:

Resolution No.1: Adoption of the audited financial statements for the year ended March 31, 2019 and the reports of the Auditors and the Directors thereon.

No. of Votes Polled	No of Votes in favour	No. of Votes against	% of Votes in favor on votes polled	% of votes against on votes polled
76194560	75976206	218354	99.71	0.29

Resolution No.2: Declaration of Dividend on equity shares.

No. of Votes Polled	No of Votes in favour	No. of Votes against	% of Votes in favor on votes polled	% of votes against on votes polled
76565372	76564759	613	100.0	0.00

Resolution No. 3: Appointment of Mr. P. Jayarama Bhat, who retires by rotation and being eligible, offers himself for re-appointment.

No. of Votes Polled	No of Votes in favour	No. of Votes against	% of Votes in favor on votes polled	% of votes against on votes polled
76559372	45903948	30655424	59.96	40.04

Resolution No.4: Appointment of M/s. Badari, Madhusudhan & Srinivasan, Chartered Accountants, Bengaluru and M/s. Manohar Chowdhry & Associates, Chartered Accountants, Chennai jointly as Statutory Central Auditors of the Bank for the year 2019-20 and authorizing Board to fixing their remuneration.

No. of Votes Polled	No of Votes in favour	No. of Votes against	% of Votes in favor on votes polled	% of votes against on votes polled
76565558	59057188	17508370	77.13	22.87

Resolution No.5: Appointment of Branch Auditors to audit the accounts of Branches/Offices for the year 2019-20 and authorizing Board to fix their remuneration.

No. of Votes Polled	No of Votes in favour	No. of Votes against	% of Votes in favor on votes polled	% of votes against on votes polled
76565372	72892834	3672538	95.20	4.80

Resolution No.6: Amendment in object clause of Memorandum of Association of the Bank by inserting new clause.

No. of Votes Polled	No of Votes in favour	No. of Votes against	% of Votes in favor on votes polled	% of votes against on votes polled
76565372	76347184	218188	99.72	0.28

M&Bhat

Resolution No.7: Re-appointment of Mr. B A Prabhakar, as an Independent Director of the Bank.

No. of Votes Polled	No of Votes in favour	No. of Votes against	% of Votes in favor on votes polled	% of votes against on votes polled
76565372	45227926	31337446	59.07	40.93

Resolution No. 8: Approval to the Board of Directors of the Bank for Borrowing upto Rs. 2000.00 crore.

No. of Votes Polled	No of Votes in favour	No. of Votes against	% of Votes in favor on votes polled	% of votes against on votes polled
76565558	76340673	224885	99.71	0.29

M V Shanker Bhat

M V Shanker Bhat

