

Ref:: SD:1401/1402/11/12::2020

10.08.2020

The Vice President BSE Ltd. Phiroze Jeejeebhoy Towers Dalal Street MUMBAI – 400 001	The Vice President Listing Department National Stock Exchange of India Ltd EXCHANGE PLAZA Bandra-Kurla Complex, Bandra [E] MUMBAI – 400051
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Dear Sir/Madam,

Sub :: 18th AGM of the Bank through VC / OAVM on 10.08.2020 - Submission of Proceedings and Voting Results.

Ref :: Regulation 30 and 44 (3) of SEBI (LODR) Regulations, 2015.

We submit the Proceedings of the 18th Annual General Meeting.

- a. Date of the 18th Annual General Meeting : 10.08.2020.
 b. Total Number of Shareholders as on 03.08.2020 : 530370
 c. Number of Shareholders present in the meeting either in Person or through proxy: NA

Promoter and Promoter Group	Not Applicable
Public	Not Applicable

- d. Number of Shareholders present in the meeting through Video Conferencing

Promoter and Promoter Group	01
Public	110

Agenda of the Meeting :

Item No.1 : To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March 2020, Profit & Loss account for the year ended 31st March 2020, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.

Item No.2 : To create, offer, issue and allot equity shares / preference shares for an aggregate amount not exceeding Rs.5,000 Crore (inclusive of Premium) in one or more tranches by way of Follow-on Public Issue, Rights Issue, Private Placement / Qualified Institutional Placement or any other mode approved by GOI / RBI.

Mode of Voting : Remote e-Voting and e-Voting at the meeting.

Results : Item No.1 passed as Ordinary Resolution.

Item No.2 passed as Special Resolution with the requisite majority.

Yours faithfully,

For CANARA BANK

सहायक महा प्रबंधक और कंपनी सचिव
 Assistant Managing Director and Company Secretary

COMPANY SECRETARY

Encl: 1. Proceedings of the AGM

2. Consolidated results of e-Voting and voting at the AGM as per SEBI format

3. Consolidated Report of the Scrutinizers.



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SECRETARIAL DEPARTMENT : HEAD OFFICE : BENGALURU - 560 002

Proceedings of the Eighteenth Annual General Meeting of the Bank through VC/OAVM (e-AGM)

- In accordance with our intimation and e-AGM Notice dated 13.07.2020, the Eighteenth Annual General Meeting of the Bank through Video Conferencing (VC) / Other Audio Visual Means (OAVM) was held on Monday, the 10th August 2020 at 11.00 a.m. at Head Office, Canara Bank, Bengaluru - 560 002 (the deemed venue of the meeting) in compliance with MCA (Ministry of Corporate Affairs) / SEBI / GOI guidelines.
- Shri V Ramachandra, CGM and Chief Financial Officer of the Bank informed the Chairman that 56 shareholders are present, which satisfies the Quorum requirement as per Regulation 58(1) of Canara Bank (Shares and Meetings) Regulations, 2000.
- The Chairman welcomed the shareholders to the Eighteenth Annual General Meeting of the Bank. The Chairman took note that 56 shareholders are present through VC / OAVM. He announced that in accordance with Regulation 58(1) of Canara Bank (Shares and Meetings) Regulations, 2000 the requisite Quorum was present and called the meeting to Order.
- The Chairman then introduced the Directors present for the e-AGM to the shareholders. The Chairman of the Audit Committee of the Board and Chairman of Stakeholders Relationship Committee were also present at the meeting. With the permission of the shareholders present the Notice convening the meeting dated 13.07.2020 was taken as read.
- One authorized representative of GOI attended the meeting through VC / OAVM.
- The Chairman then addressed the shareholders on the Bank's performance for FY 2019-20. He extended his heartfelt gratitude to all the shareholders for their continued support and valuable partnership with Canara Bank. He emphasized on the unprecedented challenges due to Covid-19 pandemic, its far reaching economic implications in India and the Bank's preparedness and support during Covid-19. He also embarked on Bank's transformative journey by amalgamation of Syndicate Bank to create a stronger, more resilient and digitally advanced Bank. He then informed that with collective wisdom and dedicated effort of Canarites, the FY 2020-21 will be a promising year for the Bank and sought shareholders' continued support and patronage to script an enchanting bright future for the Bank.
- Shri. L V Prabhakar, MD&CEO, then addressed the shareholders highlighting the Bank's performance for the FY 2019-20. He informed that in the coming years the Bank looks forward for leveraging amalgamation benefits for maximizing the efficiency and productivity.

कृते केनरा बैंक
For CANARA BANK

V. V. M. M.
सहायक महा प्रबंधक और कंपनी सचिव
Assistant General Manager & Company Secretary



Internal

SECRETARIAL DEPARTMENT : HEAD OFFICE : BENGALURU - 560 002

- The Chairman informed that in terms of Regulation 44 of SEBI (LODR) Regulations, 2015 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, shareholders of the Bank were extended the facility to vote on the items on the agenda of the Eighteenth Annual General Meeting by electronic means.
- The remote e-Voting was held from 09.00 a.m. of 6th August 2020 to 05.00 p.m. of 9th August 2020. The Bank had appointed KFin Technologies Private Limited as e-Voting agency.
 - Shareholders who have not availed of the remote e-Voting facility were permitted to e-vote at the meeting in respect of the agendas to be transacted at the e-AGM.
 - M/s S N ANANTHASUBRAMANIAN & CO., COMPANY SECRETARIES were appointed as the Scrutinizers to oversee the e-Voting process.
- The Chairman then took up the Agenda items 1 & 2 for approval of shareholders.
- To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March 2020, Profit & Loss account for the year ended 31st March 2020, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.
 - To create, offer, issue and allot equity shares / preference shares for an aggregate amount not exceeding Rs.5,000 Crore (inclusive of Premium) in one or more tranches by way of Follow-on Public Issue, Rights Issue, Private Placement / Qualified Institutional Placement or any other mode approved by GOI / RBI.
- The Chairman invited the shareholders present to participate in the discussions on the two agenda items and the shareholders actively participated.
- After active participation by various speaker shareholders, the Chairman responded to their queries and furnished clarifications to the issues connected with the agenda items and on activities of the Bank during the period under review.
- The Chairman informed that the Results of the e-Voting held at the meeting aggregated with the Results of remote e-Voting will be placed on the website of the Bank and also on the websites of BSE Limited, National Stock Exchange Limited and KFin Technologies Private Limited, the R & T Agents / the agency appointed for e-Voting process within two working days.
- Thereafter the Chairman thanked all the shareholders for the presence & support and he declared the Eighteenth Annual General Meeting as concluded once the shareholders present at the meeting cast their e-votes.

Place : Bengaluru
Date : 10th August 2020

कृते केनरा बैंक
For CANARA BANK

V. J. Mulla
सहायक महा प्रबंधक और कंपनी सचिव
Assistant General Manager & Company Secretary



Internal

CONSOLIDATED RESULTS OF REMOTE E-VOTING AND E-VOTING AT THE 18TH AGM THROUGH VC / OAVM

	CANARA BANK
Date of the AGM/EGM	10-08-2020
Total number of shareholders on record date	530370
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	1
Public:	110

Resolution No.	1									
	ORDINARY - To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March 2020, Profit & Loss Account for the year ended 31st March 2020, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.									
Resolution required: (Ordinary/ Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,141,709,678	1,141,709,678	100.0000	1,141,709,678	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,141,709,678	100.0000	1,141,709,678	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	139,649,615	128,842,738	92.2614	128,842,738	0	100.0000	0.0000	0	717,550
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		128,842,738	92.2614	128,842,738	0	100.0000	0.0000	0	717,550
Public- Non Institutions	E-Voting	172,142,213	35,244,331	20.4740	35,240,757	3,574	99.9898	0.0101	0	277,800
	Poll		72,210	0.0419	72,210	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		35,316,541	20.5159	35,312,967	3,574	99.9899	0.0101	0	277,800
	Total	1,453,501,506	1,305,868,957	89.8430	1,305,865,383	3,574	99.9997	0.0003	0	995,350

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For CANARA BANK

Vinay Malik
सहायक महा प्रबंधक और कंपनी सचिव
Assistant General Manager & Company Secretary



Internal

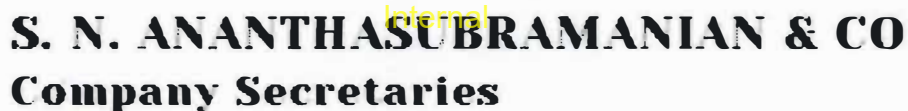
Resolution No.	2									
	SPECIAL - To create, offer, issue and allot equity shares / preference shares for an aggregate amount not exceeding Rs.5000 Crore (Inclusive of Premium) in one or more tranches by way of Follow-on Public Issue, Rights Issue, Private Placement / Qualified Institutional Placement or any other mode approved by GOI / RBI									
Resolution required: (Ordinary/ Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	1,141,709,678	1,141,709,678	100.0000	1,141,709,678	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,141,709,678	100.0000	1,141,709,678	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	139,649,615	128,842,738	92.2614	128,842,738	0	100.0000	0.0000	0	717,550
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		128,842,738	92.2614	128,842,738	0	100.0000	0.0000	0	717,550
Public- Non Institutions	E-Voting	172,142,213	35,521,768	20.6351	35,100,919	420,849	98.8152	1.1847	0	323
	Poll		72,210	0.0419	72,210	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		35,593,978	20.677	35,173,129	420,849	98.8176	1.1824	0	323
Total		1,453,501,506	1,306,146,394	89.8621	1,305,725,545	420,849	99.9678	0.0322	0	717,873

कृते केनरा बैंक
For CANARA BANK

Vijay Mahesh
सहायक महा प्रबंधक और कंपनी सचिव
Assistant General Manager & Company Secretary



Internal



SCRUTINIZER'S REPORT

Name of the Company	Canara Bank
Meeting	18th Annual General Meeting
Day, Date & Time	Monday, 10th August, 2020 at 11.00 a.m.
Deemed Venue	112 J.C.Road, Bengaluru – 560 002.
Mode	Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Shareholders at the 18th Annual General Meeting (“AGM”) of Canara Bank (hereinafter referred to as the Bank) scheduled on Monday, 10th August, 2020 at 11.00 a.m. held through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”). Our responsibility as a Scrutinizer is to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer’s report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, an advertisement was published in Financial Express (English), Jan Satta (Hindi) and Kannada Prabha (Kannada) having electronic editions on 14th July, 2020 specifying the date & time of the AGM, availability of the notice on Bank's website and website of Stock Exchanges, manner of registration of email ids by the shareholders (both physical and demat) who are yet to register their email ids with the Bank, manner of voting through remote e-voting or through e-voting system at the AGM etc.

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pseudoym=d508a161847545f02671b21664aaf1
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Internal

S. N. ANANTHASUBRAMANIAN & CO Company Secretaries

- 2.2 The Bank hosted the notice of AGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **17th July, 2020**.
- 2.3 The Bank informed that on the basis of the Register of Members and the list of Beneficial Owners made available by KFin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited) the Registrar and Share Transfer Agents ("RTA") of the Bank and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Bank completed dispatch of Notice of AGM:
- a) On **17th July, 2020** by e-mail to **3,35,476** Shareholders who had already registered their email ids with the Bank/ Depositories;
 - b) On **06th August, 2020** by E-mail to **21,502** Shareholders who registered their email ids pursuant to aforesaid advertisement(s) published by the Bank.

Internal

3. Cut-off date

Voting rights were reckoned as on **Monday, 03rd August, 2020**, being the cut-off date for the purpose of deciding the entitlements of shareholders for remote e-voting and e-voting during the AGM.

4. Remote e-voting process

4.1 Agency

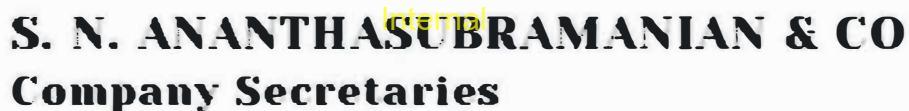
The Bank appointed **KFin Technologies Private Limited** as the agency for providing the platform for remote e-voting platform and e-voting during the AGM.

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DN: cn=MALATI ANIL KUMAR, o=S. N. ANANTHASUBRAMANIAN & CO., ou=COMPANY SECRETARIES, email=malati.anil.kumar@snsa.co.in, c=IN
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Internal



Remote e-voting platform was open from **09:00 a.m. on Thursday, 06th August, 2020 till 05:00 p.m. on Sunday, 09th August, 2020** and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by KFin Technologies Private Limited.

5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting do not vote again during 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, KFin Technologies Private Limited, 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.

6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by shareholders at the AGM, on the **KFin Technologies Private Limited** e-voting platform and downloaded the results.

6.2 No Shareholder of the Bank other than the Central Government holds more than 10% of total voting rights of all Shareholders of the Bank, accordingly, provisions of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 with respect to restriction of voting rights are not applicable.

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S. N. ANANTHASUBRAMANIAN & CO

Company Secretaries

7. Results

- 7.1 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 13th July, 2020 is enclosed herewith.
- 7.2 Based on the aforesaid results, we report that **01 (One) Ordinary Resolution and 01(One) Special Resolution** as set out in Item No. 1 and 2 respectively of the Notice of the AGM dated 13th July, 2020 have been **passed with the requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries
ICSI Unique Code: P1991MH040400

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Digitaly signed by: MALATI KUMAR
DN: cn=Malati Kumar, o=S. N. ANANTHASUBRAMANIAN & CO., ou=Company Secretaries, email=malati.kumar@snasb.com, c=IN
Date: 2020.08.10 10:20:17 +0530



Malati Kumar

Partner

ACS: 15508 | COP No. : 10980

ICSI UDIN : A015508B000566531

10th August, 2020 | Thane



S. N. ANANTHASUBRAMANIAN & CO

Company Secretaries

CONSOLIDATED RESULTS

Item No. 1: To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March 2020, Profit & Loss account for the year ended 31st March 2020, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	448	1,30,57,93,173	36	72,210	484	1,30,58,65,383	99.9997
Dissent	19	3,574	0	0	19	3,574	0.0003
Total	467	1,30,57,96,747	36	72,210	503	1,30,58,68,957	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 13th July, 2020 has been **passed with requisite majority**.

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ou=Company Secretaries, email=malati.anil.kumar@snas.com,
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Malati Kumar
Partner

ACS: 15508 | COP: 10980

ICSI UDIN : A015508B000566531

10th August, 2020 | Thane



S. N. ANANTHASUBRAMANIAN & CO

Company Secretaries

CONSOLIDATED RESULTS

Item No. 2: To create, offer, issue and allot by way of follow on public issue, rights issue, Private Placement / Qualified Institutional Placement (QIP) / or any other mode approved by GOI / RBI such number of equity shares and/ or preference shares (whether cumulative or not; convertible into equity shares or not) the extent of issue of each class of such preference shares, whether perpetual or redeemable, the terms & conditions subject to which each class of preference shares may be issued and / or other permitted securities which are capable of being converted into equity or not, for an aggregate amount not exceeding Rs. 5,000 Crore (Rupees Five Thousand Crore only), inclusive of such premium as may be fixed on the Equity Shares, at such price or prices, at a discount or premium to market price or prices in one or more tranches in such a way that the Central Government shall at all times hold not less than 52% of the paid-up Equity capital of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	432	1,30,56,53,335	36	72,210	468	1,30,57,25,545	99.9678
Dissent	35	4,20,849	0	0	35	4,20,849	0.0322
Total	467	1,30,60,74,184	36	72,210	503	1,30,61,46,394	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 13th July, 2020 has been **passed with requisite majority**.

MALATI
ANIL KUMAR
Malati Kumar
Partner
ACS: 15508 | COP: 10980



ICSI UDIN : A015508B000566531

10th August, 2020 | Thane