

IRC:F48:166:332:2024

16.07.2024

The Manager,
 National Stock Exchange of India Ltd,
 Exchange Plaza, 5th Floor,
 Plot No. C-1, 'G' Block,
 Bandra- Kurla Complex,
 Bandra (East), Mumbai - 400051.

The Manager,
 BSE Limited,
 Phiroze Jeejeebhoy Towers,
 Dalal Street,
 Mumbai – 400001.

Scrip Code: KARURVYSYA

Scrip Code: 590003

Dear Sir/Madam,

Sub: Scrutiniser's Report and Declaration of Postal Ballot (Remote e-Voting) Results, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

In continuation to our letter no. IRC:F48:134:284:2024 dated June 15, 2024, and pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the Special Businesses as set out in the Postal Ballot Notice dated June 13, 2024, have been passed by the members of the Bank through Postal Ballot (Remote e-Voting) with requisite majority on July 16, 2024, being the last date of the Remote e-Voting.

In this regard, we herewith enclose the following:

1.	Voting results of the said Postal Ballot through Remote e-Voting process	Annexure - I
2.	Report of Scrutiniser dated July 16, 2024 on Remote e-Voting process	Annexure – II

The results of Postal Ballot are also being displayed on Bank's website at www.kvb.co.in and on the e-Voting website of NSDL at www.evoting.nsdl.com.

Kindly take the same on record.

Yours faithfully,

Srinivasarao M
 Company Secretary &
 Deputy General Manager

Encl: As Above

THE KARUR VYSYA BANK LIMITED
 Investor Relations Cell, Registered & Central Office,
 No.20, Erode Road, Vadivel Nagar, L.N.S.,
 Karur - 639 002.
 ©: 04324-269431,35,40-43, Fax: 04324-225700
 Email: kvbshares@kvbmail.com
 Website: www.kvb.co.in
 CIN: L65110TN1916PLC001295



Annexure I

THE KARUR VYSYA BANK LIMITED
POSTAL BALLOT THROUGH REMOTE E-VOTING

Details of Voting Results

Sr. No	Particulars	Details
1	Date of Declaration of Result of Postal Ballot	July 16, 2024
2	Total number of shareholders as on Cut-off date (June 14, 2024)	2,66,771
3	No. of Persons present in the meeting either in person or through proxy	
	Promoters and Promoter's Group	Not Applicable
	Public	Not Applicable
4	No. of Shareholders attended the meeting through video conferencing	
	Promoters and Promoter's Group	Not Applicable
	Public	Not Applicable

Resolution Required :Special			1 - To approve the Appointment of Shri R Vidhya Shankar (DIN: 00002498) as Non-Executive Independent Director of the Bank for a period of three (3) years.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	17273274	16021066	92.75	16021066	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16021066	92.75	16021066	0	100.00	0.00
Public Institutions	E-Voting	408865714	347053056	84.88	345353616	1699440	99.51	0.49
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		347053056	84.88	345353616	1699440	99.51	0.49
Public Non Institutions	E-Voting	378362957	45782311	12.10	45631690	150621	99.67	0.33
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		45782311	12.10	45631690	150621	99.67	0.33
Total		804501945	408856433	50.82	407006372	1850061	99.55	0.45

Whether resolution is passed or not?	The above mentioned Special Resolution has been passed by the Members of the Bank with the requisite majority. The Resolution is deemed to have been passed effectively on the last date specified for Remote e-voting i.e., July 16, 2024.
--------------------------------------	---

Resolution Required :Ordinary			2 - To approve the Appointment of Shri J Natarajan (DIN: 02710776) as a Director of the Bank.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	17273274	16021066	92.75	16021066	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16021066	92.75	16021066	0	100.00	0.00
Public Institutions	E-Voting	408865714	347053056	84.88	346856711	196345	99.94	0.06
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		347053056	84.88	346856711	196345	99.94	0.06
Public Non Institutions	E-Voting	378362957	45790402	12.10	45595833	194569	99.58	0.42
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		45790402	12.10	45595833	194569	99.58	0.42
Total		804501945	408864524	50.82	408473610	390914	99.90	0.10

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority. The Resolution is deemed to have been passed effectively on the last date specified for Remote e-voting i.e., July 16, 2024.
--------------------------------------	--

Resolution Required :Ordinary			3 - To approve the Appointment of Shri J Natarajan (DIN: 02710776), as a Whole-time Director, designated as Executive Director of the Bank for a period of one (1) year and payment of remuneration.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	17273274	16021066	92.75	16021066	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16021066	92.75	16021066	0	100.00	0.00
Public Institutions	E-Voting	408865714	346980801	84.86	341706113	5274688	98.48	1.52
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		346980801	84.86	341706113	5274688	98.48	1.52
Public Non Institutions	E-Voting	378362957	45791995	12.10	45535731	256264	99.44	0.56
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		45791995	12.10	45535731	256264	99.44	0.56
Total		804501945	408793862	50.81	403262910	5530952	98.65	1.35

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority. The Resolution is deemed to have been passed effectively on the last date specified for Remote e-voting i.e., July 16, 2024.
--------------------------------------	--

Resolution Required :Ordinary			4 - To approve the revision in fixed remuneration payable to the Non-Executive Directors (except the Non-Executive (part-time) Chairperson).					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	17273274	16021066	92.75	16021066	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16021066	92.75	16021066	0	100.00	0.00
Public Institutions	E-Voting	408865714	347053056	84.88	346117442	935614	99.73	0.27
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		347053056	84.88	346117442	935614	99.73	0.27
Public Non Institutions	E-Voting	378362957	45777840	12.10	45130990	646850	98.59	1.41
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		45777840	12.10	45130990	646850	98.59	1.41
Total		804501945	408851962	50.82	407269498	1582464	99.61	0.39

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority. The Resolution is deemed to have been passed effectively on the last date specified for Remote e-voting i.e., July 16, 2024.
--------------------------------------	--

Resolution Required :Ordinary			5 - To approve the Revision in remuneration payable to Dr Meena Hemchandra (DIN: 05337181), Non-Executive Independent (part-time) Chairperson.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	17273274	16021066	92.75	16021066	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16021066	92.75	16021066	0	100.00	0.00
Public Institutions	E-Voting	408865714	347053056	84.88	346117442	935614	99.73	0.27
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		347053056	84.88	346117442	935614	99.73	0.27
Public Non Institutions	E-Voting	378362957	45771684	12.10	45171199	600485	98.69	1.31
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		45771684	12.10	45171199	600485	98.69	1.31
Total		804501945	408845806	50.82	407309707	1536099	99.62	0.38

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority. The Resolution is deemed to have been passed effectively on the last date specified for Remote e-voting i.e., July 16, 2024.
--------------------------------------	--

Resolution Required :Ordinary			6 - To approve the variable pay remuneration of Managing Director & CEO of the Bank Shri B Ramesh Babu (DIN: 06900325) for the FY 2022-23.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	17273274	16021066	92.75	16021066	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		16021066	92.75	16021066	0	100.00	0.00
Public Institutions	E-Voting	408865714	347053056	84.88	347053056	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		347053056	84.88	347053056	0	100.00	0.00
Public Non Institutions	E-Voting	378362957	45787252	12.10	45505337	281915	99.38	0.62
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		45787252	12.10	45505337	281915	99.38	0.62
Total		804501945	408861374	50.82	408579459	281915	99.93	0.07

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority. The Resolution is deemed to have been passed effectively on the last date specified for Remote e-voting i.e., July 16, 2024.
--------------------------------------	--

M/s. Bapulal Yasar & Associates
Company Secretaries

ICSI Unique code no: P2016TN050700
Peer Review Certificate No. 974/2020
GSTIN: 33AAQFB2399R1ZL;
MSME: UDYAM-TN-12-0002319

**New No. 4/1501 (Old No.4/670), 1st Floor, Senthilnathan Street,
Tahsildar Nagar, Madurai-625020.**

Email: rkblal1301@gmail.com; Cell: 9842252081

Scrutinizer's Report on Postal Ballot voting conducted by way of electronic means (e-Voting)

To
The Chairperson
The Karur Vysya Bank Limited
(CIN: L65110TN1916PLC001295)
Registered and Central Office,
No. 20, Erode Road,
Vadivel Nagar, L.N.S.,
Karur- 639002

Dear Madam,

Sub: Scrutinizer's Report on Postal Ballot voting conducted by way of e-Voting pursuant to Section 110 read with Section 108 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended.

1. I, R K BAPULAL (FCS: 5893; CP:3842), Senior Partner of M/s. Bapulal Yasar & Associates, Practising Company Secretaries, having office at New No 4/1501 (Old No.4/670), First Floor, Senthilnathan Street, Thasildar Nagar, Madurai-625020 have been appointed as Scrutinizer by the Board of Directors of M/s. The Karur Vysya Bank Limited ("the Bank") for the purpose of scrutinizing the process of Postal Ballot voting conducted through electronic means ("e-Voting") on the resolutions contained in the Postal Ballot notice dated 13th June 2024. The Postal Ballot voting was conducted through electronic means only ("e-Voting") pursuant to the provisions of Section 110 of the Companies Act, 2013 ("the Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), General Circular No. 09/2023 dated 25.09.2023 read with General Circular No. 14/2020 dated 08.04.2020, No. 17/2020 dated 13.04.2020, No. 22/2020 dated 15.06.2020, No. 33/2020 dated 28.09.2020, No. 39/2020 dated 31.12.2020, No. 10/2021 dated 23.06.2021, No. 20/2021 dated 08.12.2021, No.3/2022 dated 05.05.2022 and No. 11/2022 dated 28.12.2022 ("**MCA Circulars**"), Regulations 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations,



2015 (“SEBI LODR”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and other applicable provisions of the Act, rules, regulations, circulars and notifications thereunder, as amended from time to time (including any statutory modifications or re-enactment thereof for the time being in force).

2. The said appointment as Scrutinizer is under the provisions of Section 110 read with Section 108 of the Companies Act, 2013 (“the Act”) read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended (“the Rules”). As the Scrutinizer, I have to scrutinize the process of e-Voting conducted for the postal ballot, using an electronic voting system on the dates referred to in the Notice.

Management’s Responsibility

3. The management of the Bank is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, (“LODR”) relating to e-voting on the resolution(s) contained in the Notice. The management of the Bank is responsible for ensuring a secured framework and robustness of the electronic voting systems by appointing an Agency authorized under the said Rules.

Scrutinizer’s Responsibility

4. My responsibility as Scrutinizer for e-Voting process is restricted to making a Scrutinizer’s Report of the votes cast in “favour” or “against” the resolution contained in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the Agency authorized under the Rules and engaged by the Bank to provide e-voting facility.

Cut-off date

5. The Equity Shareholders of the Bank as on the “cut-off” date, as set out in the Notice, i.e., **Friday, June 14, 2024** were entitled to vote on the resolutions set out in the Notice and their voting rights were in proportion to their share in the paid-up equity share capital of the Bank as on the cut-off date.

E-voting process:-

6. The e-voting period remained open from **Monday, June 17, 2024 (10.00 a.m. IST) to Tuesday, July 16, 2024 (5.00 p.m. IST)**.
7. The votes cast during the e-Voting were unblocked on **Tuesday, July 16, 2024** at 05.05 P.M. and was witnessed by two witnesses, Mr. R. Mohammed Yasar and Mr. P. Balamurugan, who are not in the employment of the Bank/NSDL. They have signed below in confirmation of the same.



8. I, having verified the votes cast through e-Voting, furnish the details of votes polled in "Favour" or "Against" in respect of the Resolutions set forth in the postal ballot notice, in the Annexure enclosed.

9. This report is issued in accordance with the terms of the Engagement Letter.

Thanking you,

Yours Faithfully



R K BAPULAL
Practising Company Secretary
Membership No. FCS: 5893; CP: 3842
Senior Partner
Bapulal Yasar & Associates
Company Secretaries

Place: Karur

Date: 16.07.2024

UDIN: F005893F000754784

We the undersigned witnesseth that the votes were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>) in our presence at 05.05 P.M. on **Tuesday, July 16, 2024.**

1. Signature:



Name & Address: R Mohammed Yasar, S/o. E M Razik,
17A, 3rd Main Street, Subramaniyapuram,
Madurai - 625011

2. Signature:



Name & Address: P Balamurugan, S/o. Pannerselvam
955/2. MGR Street. Thasildar Nagar,
Madurai - 625020



Countersigned by the
Chairperson of the Bank



Dr. Meena Hemchandra

ANNEXURE

The Result of the Postal Ballot voting conducted by way of electronic means (Remote e-Voting)

No. of Resolution	Particulars of Resolution	Manner of Voting	No. of Votes Cast		Total No. of Shares	%Votes Cast		Invalid Votes
			Favour	Against		% For	% Against	
Special Business								
1	Appointment of Shri R Vidhya Shankar (DIN: 00002498) as Non-Executive Independent Director of the Bank for a period of three (3) years (Special Resolution)	Postal Ballot (Remote e-voting)	407006372	1850061	408856433	99.548	0.452	NIL
2	Appointment of Shri J Natarajan (DIN: 02710776) as a Director of the Bank. (Ordinary Resolution)	Postal Ballot (Remote e-voting)	408473610	390914	408864524	99.904	0.096	NIL
3	Appointment of Shri J Natarajan (DIN: 02710776), as a Whole-time Director, designated as Executive Director of the Bank for a period of one (1) year and payment of remuneration (Ordinary Resolution)	Postal Ballot (Remote e-voting)	403262910	5530952	408793862	98.647	1.353	NIL



4	Approval of the revision in fixed remuneration payable to the Non-Executive Directors (except the Non-Executive (part-time) Chairperson) (Ordinary Resolution)	Postal Ballot (Remote e-voting)	407269498	1582464	408851962	99.613	0.387	NIL
5	Approval of the Revision in remuneration payable to Dr Meena Hemchandra (DIN:05337181), Non-Executive Independent (part-time) Chairperson (Ordinary Resolution)	Postal Ballot (Remote e-voting)	407309707	1536099	408845806	99.624	0.376	NIL
6	Approval of the variable pay remuneration of Managing Director & CEO of the Bank Shri B Ramesh Babu (DIN: 06900325) for the FY 2022-23 (Ordinary Resolution)	Postal Ballot (Remote e-voting)	408579459	281915	408861374	99.931	0.069	NIL

