

IRC:F48:189:372:2024

August 14, 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: Disclosure under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Voting Results of 105th Annual General Meeting along with Scrutinizer's Report

This is to inform that the 105th Annual General Meeting of the Bank was held today i.e. Wednesday, August 14, 2024 at 11.00 a.m. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

Pursuant to Regulations 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose a copy of the voting results of the 105th Annual General Meeting along with Scrutinizer's Report. All resolutions proposed in the AGM were approved by the Shareholders with requisite majority.

In this regard, we herewith enclose the following:

1.	Voting results of the 105 th AGM	Annexure - I
2.	Scrutiniser's Report	Annexure – II

The voting results 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 on record of the same.

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



**The Karur Vysya Bank Limited
105th Annual General Meeting**

Details of Voting results		
Sl. No	Particulars	Details
1	Date of AGM	August 14, 2024
2	Total number of Shareholders as on record date (cut-off date for voting is 07.08.2024)	2,63,614
3	No. of persons present in the meeting either in person or through proxy	
	Promoters and Promoters group	Not applicable
	Public	Not applicable
4	No. of shareholders attended the meeting through video conferencing	
	Promoters and Promoters group	20
	Public	142

Note: The no. of shareholders in the attendance is based on Demat accounts/folios.

The Karur Vysya Bank Limited								
Resolution Required : Ordinary			1 - To receive, consider and adopt the Audited Financial Statements of the Bank for the Financial Year ended March 31, 2024 and Reports of the Board of Directors and Auditors thereon.					
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	17273074	16666070	96.4858	16666070	0	100.0000	0.0000
	Poll		495586	2.8691	495586	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17161656	99.3549	17161656	0	100.0000	0.0000
Public Institutions	E-Voting	416467913	342027912	82.1259	341318150	709762	99.7925	0.2075
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		342027912	82.1259	341318150	709762	99.7925	0.2075
Public Non Institutions	E-Voting	370984772	41452659	11.1737	41445037	7622	99.9816	0.0184
	Poll		613519	0.1654	613519	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42066178	11.3391	42058556	7622	99.9819	0.0181
Total		804725759	401255746	49.8624	400538362	717384	99.8212	0.1788

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority.
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The Karur Vysya Bank Limited								
Resolution Required : Ordinary			2 - To declare dividend of Rs. 2.40/- per equity share of the Bank for the FY 2023-24.					
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	17273074	16666070	96.4858	16666070	0	100.0000	0.0000
	Poll		495586	2.8691	495586	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17161656	99.3549	17161656	0	100.0000	0.0000
Public Institutions	E-Voting	416467913	347417004	83.4199	347417004	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		347417004	83.4199	347417004	0	100.0000	0.0000
Public Non Institutions	E-Voting	370984772	41470723	11.1786	41465071	5652	99.9864	0.0136
	Poll		613519	0.1654	613519	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		42084242	11.3440	42078590	5652	99.9866	0.0134
Total		804725759	406662902	50.5343	406657250	5652	99.9986	0.0014

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority.
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The Karur Vysya Bank Limited								
Resolution Required : Ordinary			3 - To appoint a Director in the place of Shri R Ramkumar (DIN: 00275622), who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	17273074	16666070	96.4858	16666070	0	100.0000	0.0000
	Poll		495586	2.8691	495586	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17161656	99.3549	17161656	0	100.0000	0.0000
Public Institutions	E-Voting	416467913	347375179	83.4098	334969269	12405910	96.4287	3.5713
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		347375179	83.4098	334969269	12405910	96.4287	3.5713
Public Non Institutions	E-Voting	370984772	40483663	10.9125	40422848	60815	99.8498	0.1502
	Poll		613519	0.1654	613519	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		41097182	11.0779	41036367	60815	99.8520	0.1480
Total		804725759	405634017	50.4065	393167292	12466725	96.9266	3.0734

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority.
Remarks	Except Shri R Ramkumar and his relatives, No other Promoter and Promoters group are interested in this resolution.

The Karur Vysya Bank Limited								
Resolution Required : Ordinary			4 - To appoint M/s. Kalyaniwalla and Mistry LLP, Chartered Accountants, Mumbai (Firm Registration No. 104607W/W100166) together with M/s. Varma and Varma, Chartered Accountants, Kochi (Firm Registration No. 004532S) as Joint Statutory Central Auditors of the Bank and fix their 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	17273074	16666070	96.4858	16666070	0	100.0000	0.0000
	Poll		495586	2.8691	495586	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17161656	99.3549	17161656	0	100.0000	0.0000
Public Institutions	E-Voting	416467913	347375179	83.4098	347375179	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		347375179	83.4098	347375179	0	100.0000	0.0000
Public Non Institutions	E-Voting	370984772	40013543	10.7858	39961656	51887	99.8703	0.1297
	Poll		613519	0.1654	613519	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		40627062	10.9512	40575175	51887	99.8723	0.1277
Total		804725759	405163897	50.3481	405112010	51887	99.9872	0.0128

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority.
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The Karur Vysya Bank Limited								
Resolution Required : Ordinary			5 - To appoint Branch Auditors of the Bank and fix their 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	17273074	16666070	96.4858	16666070	0	100.0000	0.0000
	Poll		495586	2.8691	495586	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17161656	99.3549	17161656	0	100.0000	0.0000
Public Institutions	E-Voting	416467913	347375179	83.4098	347375179	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		347375179	83.4098	347375179	0	100.0000	0.0000
Public Non Institutions	E-Voting	370984772	40971030	11.0439	40955169	15861	99.9613	0.0387
	Poll		613519	0.1654	613519	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		41584549	11.2093	41568688	15861	99.9619	0.0381
Total		804725759	406121384	50.4671	406105523	15861	99.9961	0.0039

Whether resolution is passed or not?	The above mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority.
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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

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**Consolidated Scrutinizer's Report on Remote e-Voting and e-Voting
during Annual General Meeting**

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: Consolidated Scrutinizer's Report on Remote e-Voting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 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 voting through electronic means ("e-Voting") on the resolutions placed at the 105th Annual General Meeting ("AGM") of the Bank. The AGM was convened on Wednesday, 14th August 2024 at 11.00 a.m. IST through VC / OAVM in accordance with General Circular No. 09/2023 dated September 25, 2023 read with General Circulars No. 14/2020 dated April 08, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 05, 2020, No. 02/2021 dated January 13, 2021, No. 19/2021 dated December 08, 2021, No. 21/2021 dated December 14, 2021, No. 02/2022 dated May 05, 2022 and No. 10/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India and SEBI vide its Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023.



2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("**the Rules**"). As the Scrutinizer, I have to scrutinize:
- process of e-Voting remotely, before the AGM, on the dates referred to in the Notice calling the AGM ("remote e- Voting"); and
 - process of e-Voting at the AGM ("e-Voting at the AGM").

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 resolutions contained in the Notice calling the AGM. 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 (i.e. remote e-Voting and e- Voting at the AGM) is restricted to making a Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions 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., **Wednesday, August 07, 2024** were entitled to vote on the resolutions (Item nos. 1 to 5 set out in the Notice calling the AGM) 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.

6. Remote e-voting process:-

The remote e-voting period remained open from **Friday, August 09, 2024 (10:00 a.m. IST) to Tuesday, August 13, 2024 (5:00 p.m. IST)**. After conclusion of Annual General Meeting today (i.e., 14th August 2024), the list of members who had cast their votes was downloaded from the e-voting facility of NSDL and was scrutinized and the authorizations lodged with the NSDL/ the Scrutinizer were verified on test check basis.

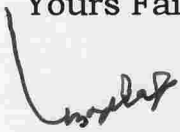


7. E-voting process at the AGM:-

- i. After the time fixed for closing of the e-voting by the Chairperson, the electronic system recording the e-voting (e-votes) was blocked by NSDL
 - ii. The e-votes were scrutinized and the authorizations lodged with the NSDL/ the Scrutinizer were verified on test check basis.
8. The votes cast were unblocked today i.e., Wednesday, 14th August, 2024 at 02.05 PM 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.
9. I, having verified and collated the votes cast through Remote e-Voting and the votes cast at the Annual General Meeting through electronic means, furnish the details of votes polled in "Favour" or "Against" in respect of the Resolutions set forth in the Notice convening the 105th AGM, in the Annexure enclosed.
10. 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: 14th August 2024

UDIN: F005893F000976071

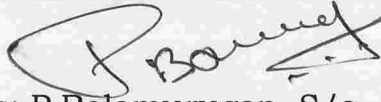
We the undersigned witnesseth that the votes were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>) in our presence at 02.05 PM on 14th August, 2024.

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. A Panneerselvam
955/2, MGR Street, Thasildar Nagar,
Madurai - 625020

Countersigned by the
Chairperson of the Bank



Dr. Meena Hemchandra



ANNEXURE

The Result of the total voting through Remote e-Voting and e-Voting at the Annual General Meeting through electronic system.

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	
Ordinary Business								
1	Receiving, Considering and adopting the Audited Financial Statements of the Bank for the Financial Year ended March 31, 2024 and Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)	Remote e-Voting	399429257	717384	400146641	99.545	0.179	NIL
		e- Voting at the AGM	1109105	0	1109105	0.276	0	NIL
		Total	400538362	717384	401255746	99.821	0.179	
2	Declaring dividend of Rs.2.40/- per equity share of the Bank for the FY 2023-24. (Ordinary Resolution)	Remote e-Voting	405548145	5652	405553797	99.726	0.001	NIL
		e- Voting at the AGM	1109105	0	1109105	0.273	0	NIL
		Total	406657250	5652	406662902	99.999	0.001	



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	
3	Appointment of Director in the place of Shri R Ramkumar (DIN: 00275622), who retires by rotation and being eligible, offers himself for re-appointment. (Ordinary Resolution)	Remote e-Voting	392058187	12466725	404524912	96.653	3.073	NIL
		e- Voting at the AGM	1109105	0	1109105	0.273	0	NIL
		Total	393167292	12466725	405634017	96.927	3.073	
4	Appointment of M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants, Mumbai (Firm Registration No. 104607W/W100166) together with M/s. Varma & Varma, Chartered Accountants, Kochi (Firm Registration No. 004532S) as Joint Statutory Central Auditors of the Bank and fixation of their remuneration. (Ordinary Resolution)	Remote e-Voting	404002905	51887	404054792	99.713	0.013	NIL
		e- Voting at the AGM	1109105	0	1109105	0.274	0	NIL
		Total	405112010	51887	405163897	99.987	0.013	
Special Business								
5	Appointment of Branch Auditors of the Bank and fixing their remuneration. (Ordinary Resolution)	Remote e-Voting	404996418	15861	405012279	99.723	0.004	NIL
		e- Voting at the AGM	1109105	0	1109105	0.273	0	NIL
		Total	406105523	15861	406121384	99.996	0.004	

