

**B.K.SUNDARAM & ASSOCIATES
COMPANY SECRETARIES.**

**B.KALYANASUNDARAM,
B.Com.,ACMA.,ACS.,**

**OFFICE:
29 & 30, PANDAMANGALAM**

AGRAHARAM,

WORJUR, TRICHY-620003.

PHONE:- 0431- 2761590.

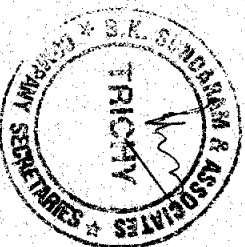
Email:- bkksoffice@gmail.com

REPORT OF SCRUTINIZER

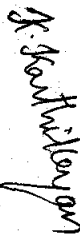
*[pursuant to Sections 108 and 109 of the Companies Act, 2013 read with Rules 20 and 21 of the
Companies (Management and Administration) Rules, 2014]*

To
The Chairman
M/s. City Union Bank Limited
149, T.S.R. (Big) Street,
Kumbakonam – 612 001.

I, B. KALYANASUNDARAM, PRACTISING COMPANY SECRETARY, (CP. NO.2209 & M.NO.A672), Proprietor of M/s. B. K. SUNDARAM & ASSOCIATES, COMPANY SECRETARIES have been appointed as a scrutinizer by M/S. CITY UNION BANK LIMITED, (CIN: L65110TN1904PLC001287) having its registered office at 149, T.S.R. (Big) Street, Kumbakonam – 612 001 for the purpose of scrutinizing the process of e-voting and voting by use of ballot at the meeting (Voting at AGM) in a fair and transparent manner and ascertaining the votes cast FOR and AGAINST through e-voting and voting by use of ballot at the meeting (Voting at AGM), as per Section 108 and 109 of the Companies Act, 2013 read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, I submit my report as under:-



1. The e-voting period remained open from 25th August, 2019 (9.00 A.M) to 28th August, 2019 (5.00 P.M) through e-voting services provided by Karvy Fintech Private Limited (**Karvy**).
2. There were no votes cast through ballot paper at the venue of the Annual General Meeting (AGM) held on 29th August, 2019.
3. The e-votes were unblocked through the menu provided in the KARVY website on 29th August, 2019 after the conclusion of the AGM in the presence of two witnesses viz Mr. K. Karthikeyan and Mr. K. Sankara Subramanian who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


(K. KARTHIKEYAN)


(K. SANKARA SUBRAMANIAN)

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted electronically were downloaded from the e-voting website of KARVY (<https://evoting.karvy.com>). The valid e-votes cast 'For' and 'Against' were taken in to consideration while preparing the result of e-voting.

5. Based on the e-votes cast 'FOR' and 'AGAINST', I furnish hereunder the result of e-voting :-

Sl. No.	Particulars of the Business	Voted for			Voted against		
		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
1.	ORDINARY BUSINESS Agenda item No.1: Adoption of Financial Statements	700	421322418	99.99	4	273	0.01



Sl. No.	Particulars of the Business	Voted for				Voted against			
		No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %		
2.	Agenda Item No.2: Declaration of Dividend	E-voting	706	423154582	99.99	3	261	0.01	
3.	Agenda Item No.3: Appointment of M/s. Sundaram & Srinivasan, Chartered Accountants, Chennai as Statutory Central Auditors for F.Y.2019-20	E-voting	692	418373163	98.87	16	4781667	1.13	
	SPECIAL BUSINESS								
4.	Agenda item No.4: Approval of appointment of Branch Auditors and to fix their remuneration	E-voting	701	423145501	99.99	7	9327	0.01	
5.	Agenda item No.5: Approval of appointment of Shri. R. Mohan as Part-time Chairman of the Bank	E-voting	678	381671354	96.33	28	14552177	3.67	
6.	Agenda Item No.6: Approval for payment of remuneration to Dr. N. Kamakodi, Managing Director and CEO of the Bank	E-voting	698	423054705	99.98	9	70121	0.02	



SI. No.	Particulars of the Business	Voted for				Voted against		
			No. of Members	No. of votes	Vote %	No. of Members	No. of Votes	Vote %
	SPECIAL BUSINESS							
7.	Agenda Item No.7: Appointment of Shri. K. Vaidyanathan as an Independent Director	E-voting	701	423054782	99.98	6	70050	0.02
8.	Agenda item No.8: Appointment of Shri. T. K. Ramkumar as an Independent Director	E-voting	699	423054381	99.98	6	70441	0.02
9.	Agenda Item No.9: Re-appointment of Smt. Abarna Bhaskar as an Independent Director for the second term	E-voting	685	418518032	98.91	20	4606790	1.09
10.	Agenda item No.10: Approval for raising Capital through QIP / QIB Issue	E-voting	700	423082784	99.98	6	72038	0.02
11.	Agenda Item No.11: Approval for alteration of Articles of Association of the Bank	E-voting	700	423076055	99.98	8	78769	0.02




6. The downloaded e-voting records and other connected papers relating to e-voting shall remain in my safe custody until the Chairman considers this report of Scrutinizer and uploads / announces the result in their website (www.cityunionbank.com) and thereafter the same will be handed over to the GM & Company Secretary of the Company for safe keeping.

Place : Kumbakonam
Date : 31-08-2019



For B.K. SUNDARAM & ASSOCIATES
COMPANY SECRETARIES



B. KALYANASUNDARAM
PRACTISING COMPANY SECRETARY
CP. 2209.