

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

**OFFICE:**

**29 & 30, PANDAMANGALAM**

**AGRAHARAM,**

**WORJIUR, TRICHY-620003.**

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

### **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), Prop. 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 28<sup>th</sup> August, 2018 (9.00 a.m) to 31<sup>st</sup> August, 2018 (5.00 p.m) through e-voting services provided by Karvy Computershare Private Limited (**Karvy**).
2. There were no votes cast through ballot paper at the venue of the Annual General Meeting (AGM) held on 1<sup>st</sup> September, 2018.
3. The e-votes were unblocked through the menu provided in the KARVY website on 1<sup>st</sup> September, 2018 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.	<b><u>Agenda item No.1:</u></b>							
	Adoption of Financial Statements for the F.Y. ended 31-03-2018	E-voting	408	339549778	99.99	2	199	0.01
2.	<b><u>Agenda item No.2:</u></b>							
	Declaration of Dividend for the F.Y.2017-18	E-voting	408	339549778	99.99	1	187	0.01
3.	<b><u>Agenda item No.3:</u></b>							
	Appointment of M/s. Sundaram & Srinivasan, Chartered Accountants, Chennai as Statutory Central Auditors for F.Y.2018-19	E-voting	398	337081021	99.27	11	2467856	0.73
	<b>SPECIAL BUSINESS</b>							
4.	<b><u>Agenda item No.4:</u></b>							
	Approval of appointment of Branch Auditors and to fix their remuneration	E-voting	403	339087385	99.86	6	461492	0.14



	<b>SPECIAL BUSINESS</b>		<b>No. of Members</b>	<b>No. of votes</b>	<b>Vote %</b>	<b>No. of Members</b>	<b>No. of Votes</b>	<b>Vote %</b>
5.	<b><u>Agenda item No.5:</u></b> Appointment of Shri. V. N. Shivashankar (DIN: 00929256) as Independent Director	E-voting	396	323207584	<b>96.31</b>	9	12367372	3.69
6.	<b><u>Agenda item No.6:</u></b> Appointment of Shri. T. S. Sridhar (DIN: 01681108) as Independent Director	E-voting	395	323206962	<b>96.31</b>	10	12367994	3.69
7.	<b><u>Agenda item No.7:</u></b> Profit related commission to Non-Executive Directors	E-voting	393	335096853	<b>99.86</b>	11	477979	0.14
8	<b><u>Agenda item No.8:</u></b> Approval for raising Capital through QIP / QIB Issue	E-voting	397	331479048	<b>97.62</b>	11	8069708	<b>2.38</b>



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](http://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 : 02-09-2018

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



A handwritten signature in black ink, appearing to be "B. Kalyanasundaram", written over a horizontal line.

**B. KALYANASUNDARAM**  
PRACTISING COMPANY SECRETARY  
CP: 2209.

