

IRC:F48:128:264:2025

August 21, 2025

The Manager,  
National Stock Exchange of India Ltd,  
Exchange Plaza, 5<sup>th</sup> 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 106<sup>th</sup> Annual General Meeting along with Scrutinizer's Report

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This is to inform that the 106<sup>th</sup> Annual General Meeting of the Bank was held today i.e. Thursday, August 21, 2025 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 106<sup>th</sup> 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 106 <sup>th</sup> 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](http://www.kvb.co.in) and on the e-Voting website of NSDL at [www.evoting.nsdl.com](http://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,  
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Karur - 639 002.  
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CIN: L65110TN1916PLC001295

## Annexure - I

**THE KARUR VYSYA BANK LIMITED**  
**106<sup>th</sup> ANNUAL GENERAL MEETING**

Details of Voting Results

<b>Sr. No</b>	<b>Particulars</b>	<b>Details</b>
1	Date of AGM	August 21, 2025
2	Total number of Shareholders as on record date (cut-off date for voting is August 14, 2025)	2,65,628
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	15
	Public	143

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

<b>Resolution Required: Ordinary</b>			1 - To receive, consider and adopt the Audited Financial Statements of the Bank for the Financial Year ended March 31, 2025 and Reports of the Board of Directors and Auditors thereon.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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	16936689	16244103	95.9107	16244103	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
	<b>Total</b>		<b>16244103</b>	<b>95.9107</b>	<b>16244103</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	448274825	386230363	86.1593	385593745	636618	99.8352	0.1648
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>386230363</b>	<b>86.1593</b>	<b>385593745</b>	<b>636618</b>	<b>99.8352</b>	<b>0.1648</b>
Public Non Institutions	E-Voting	340117942	40183909	11.8147	40164810	19099	99.9525	0.0475
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>40183909</b>	<b>11.8147</b>	<b>40164810</b>	<b>19099</b>	<b>99.9525</b>	<b>0.0475</b>
<b>Total</b>		<b>805329456</b>	<b>442658375</b>	<b>54.9661</b>	<b>442002658</b>	<b>655717</b>	<b>99.8519</b>	<b>0.1481</b>

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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<b>Resolution Required: Ordinary</b>			2 - To declare dividend of Rs. 2.60/- per equity share of the Bank for the FY 2024-25.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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	16936689	16244103	95.9107	16244103	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
	<b>Total</b>		<b>16244103</b>	<b>95.9107</b>	<b>16244103</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	448274825	390556535	87.1244	390556535	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
	<b>Total</b>		<b>390556535</b>	<b>87.1244</b>	<b>390556535</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	340117942	40185520	11.8152	40174807	10713	99.9733	0.0267
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>40185520</b>	<b>11.8152</b>	<b>40174807</b>	<b>10713</b>	<b>99.9733</b>	<b>0.0267</b>
<b>Total</b>		<b>805329456</b>	<b>446986158</b>	<b>55.5035</b>	<b>446975445</b>	<b>10713</b>	<b>99.9976</b>	<b>0.0024</b>

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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<b>Resolution Required: Ordinary</b>			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.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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	16936689	16244103	95.9107	16244103	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
	<b>Total</b>		<b>16244103</b>	<b>95.9107</b>	<b>16244103</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	448274825	390411964	87.0921	376256771	14155193	96.3743	3.6257
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>390411964</b>	<b>87.0921</b>	<b>376256771</b>	<b>14155193</b>	<b>96.3743</b>	<b>3.6257</b>
Public Non Institutions	E-Voting	340117942	40172373	11.8113	40127940	44433	99.8894	0.1106
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>40172373</b>	<b>11.8113</b>	<b>40127940</b>	<b>44433</b>	<b>99.8894</b>	<b>0.1106</b>
<b>Total</b>		<b>805329456</b>	<b>446828440</b>	<b>55.4839</b>	<b>432628814</b>	<b>14199626</b>	<b>96.8221</b>	<b>3.1779</b>

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.

<b>Resolution Required: Ordinary</b>			4 - To re-appoint 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 fix their remuneration for second year.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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	16936689	16244103	95.9107	16244103	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
	<b>Total</b>		<b>16244103</b>	<b>95.9107</b>	<b>16244103</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	448274825	390527118	87.1178	328083364	62443754	84.0104	15.9896
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>390527118</b>	<b>87.1178</b>	<b>328083364</b>	<b>62443754</b>	<b>84.0104</b>	<b>15.9896</b>
Public Non Institutions	E-Voting	340117942	39701497	11.6729	39629708	71789	99.8192	0.1808
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>39701497</b>	<b>11.6729</b>	<b>39629708</b>	<b>71789</b>	<b>99.8192</b>	<b>0.1808</b>
<b>Total</b>		<b>805329456</b>	<b>446472718</b>	<b>55.4398</b>	<b>383957175</b>	<b>62515543</b>	<b>85.9979</b>	<b>14.0021</b>

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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<b>Resolution Required: Ordinary</b>			5 - To appoint Branch Auditors of the Bank and fix their remuneration.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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	16936689	16244103	95.9107	16244103	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
	<b>Total</b>		<b>16244103</b>	<b>95.9107</b>	<b>16244103</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	448274825	390527118	87.1178	390527118	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
	<b>Total</b>		<b>390527118</b>	<b>87.1178</b>	<b>390527118</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	340117942	39701902	11.6730	39662132	39770	99.8998	0.1002
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>39701902</b>	<b>11.6730</b>	<b>39662132</b>	<b>39770</b>	<b>99.8998</b>	<b>0.1002</b>
<b>Total</b>		<b>805329456</b>	<b>446473123</b>	<b>55.4398</b>	<b>446433353</b>	<b>39770</b>	<b>99.9911</b>	<b>0.0089</b>
Whether resolution is passed or not?			The above-mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority.					

<b>Resolution Required: Ordinary</b>			6 - To appoint M/s S.A.E. & Associates LLP, Company Secretaries, as Secretarial Auditors of the Bank for a term of five consecutive years from the FY 2025-26 to FY 2029-30.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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	16936689	16244103	95.9107	16244103	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
	<b>Total</b>		<b>16244103</b>	<b>95.9107</b>	<b>16244103</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	448274825	390510119	87.1140	366376527	24133592	93.8200	6.1800
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>390510119</b>	<b>87.1140</b>	<b>366376527</b>	<b>24133592</b>	<b>93.8200</b>	<b>6.1800</b>
Public Non Institutions	E-Voting	340117942	39701890	11.6730	39664025	37865	99.9046	0.0954
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>39701890</b>	<b>11.6730</b>	<b>39664025</b>	<b>37865</b>	<b>99.9046</b>	<b>0.0954</b>
<b>Total</b>		<b>805329456</b>	<b>446456112</b>	<b>55.4377</b>	<b>422284655</b>	<b>24171457</b>	<b>94.5859</b>	<b>5.4141</b>
Whether resolution is passed or not?		The above-mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority.						

<b>Resolution Required: Ordinary</b>			7 - To approve remuneration payable to Dr Meena Hemchandra (DIN: 05337181) for the position of Non-Executive Independent (Part-time) Chairperson of the Bank for the second term of three years.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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	16936689	16244103	95.9107	16244103	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
	<b>Total</b>		<b>16244103</b>	<b>95.9107</b>	<b>16244103</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	448274825	390411964	87.0921	366278372	24133592	93.8184	6.1816
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>390411964</b>	<b>87.0921</b>	<b>366278372</b>	<b>24133592</b>	<b>93.8184</b>	<b>6.1816</b>
Public Non Institutions	E-Voting	340117942	40176502	11.8125	40119694	56808	99.8586	0.1414
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>40176502</b>	<b>11.8125</b>	<b>40119694</b>	<b>56808</b>	<b>99.8586</b>	<b>0.1414</b>
<b>Total</b>		<b>805329456</b>	<b>446832569</b>	<b>55.4844</b>	<b>422642169</b>	<b>24190400</b>	<b>94.5862</b>	<b>5.4138</b>
Whether resolution is passed or not?		The above-mentioned Ordinary Resolution has been passed by the Members of the Bank with the requisite majority.						

<b>Resolution Required: Special</b>			8 - To approve Karur Vysya Bank Employee Stock Option Scheme – 2025.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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	16936689	16244103	95.9107	16244103	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
	<b>Total</b>		<b>16244103</b>	<b>95.9107</b>	<b>16244103</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	448274825	390411964	87.0921	335589983	54821981	85.9579	14.0421
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>390411964</b>	<b>87.0921</b>	<b>335589983</b>	<b>54821981</b>	<b>85.9579</b>	<b>14.0421</b>
Public Non Institutions	E-Voting	340117942	39694930	11.6709	39631945	62985	99.8413	0.1587
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>39694930</b>	<b>11.6709</b>	<b>39631945</b>	<b>62985</b>	<b>99.8413</b>	<b>0.1587</b>
<b>Total</b>		<b>805329456</b>	<b>446350997</b>	<b>55.4246</b>	<b>391466031</b>	<b>54884966</b>	<b>87.7036</b>	<b>12.2964</b>
Whether resolution is passed or not?			The above-mentioned Special Resolution has been passed by the Members of the Bank with the requisite majority.					

<b>Resolution Required: Ordinary</b>			9 - To increase the authorised share capital of the Bank and consequent alteration of the capital clause of Memorandum of Association.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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	16936689	16244103	95.9107	16244103	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
	<b>Total</b>		<b>16244103</b>	<b>95.9107</b>	<b>16244103</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	448274825	390411964	87.0921	390411964	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
	<b>Total</b>		<b>390411964</b>	<b>87.0921</b>	<b>390411964</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	340117942	40164224	11.8089	39815322	348902	99.1313	0.8687
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>40164224</b>	<b>11.8089</b>	<b>39815322</b>	<b>348902</b>	<b>99.1313</b>	<b>0.8687</b>
<b>Total</b>		<b>805329456</b>	<b>446820291</b>	<b>55.4829</b>	<b>446471389</b>	<b>348902</b>	<b>99.9219</b>	<b>0.0781</b>

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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<b>Resolution Required: Ordinary</b>			10 - To approve Issue of Bonus Shares.					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			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	16936689	16244103	95.9107	16244103	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
	<b>Total</b>		<b>16244103</b>	<b>95.9107</b>	<b>16244103</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	448274825	390527118	87.1178	377746719	12780399	96.7274	3.2726
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>390527118</b>	<b>87.1178</b>	<b>377746719</b>	<b>12780399</b>	<b>96.7274</b>	<b>3.2726</b>
Public Non Institutions	E-Voting	340117942	40185524	11.8152	40174395	11129	99.9723	0.0277
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>40185524</b>	<b>11.8152</b>	<b>40174395</b>	<b>11129</b>	<b>99.9723</b>	<b>0.0277</b>
<b>Total</b>		<b>805329456</b>	<b>446956745</b>	<b>55.4999</b>	<b>434165217</b>	<b>12791528</b>	<b>97.1381</b>	<b>2.8619</b>

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. 7084/2025  
GSTIN: 33AAQFB2399R1ZL;  
MSME: UDYAM-TN-12-0002319

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

Email: rkblal1301@gmail.com; Cell: 9842252081

**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 106<sup>th</sup> Annual General Meeting ("AGM") of the Bank. The AGM was convened on Thursday, 21<sup>st</sup> August 2025 at 11.00 A.M. IST through VC / OAVM in accordance with General Circular No. 09/2024 dated September 19, 2024 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 No. 09/2023 dated September 25, 2023 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred to as "MCA Circulars"), Government of India and the Securities and Exchange Board of India (SEBI) vide its recent circular SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 03, 2024.



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:

- a. process of e-Voting remotely, before the AGM, on the dates referred to in the Notice calling the AGM ("remote e- Voting"); and
- b. 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., **Thursday, August 14, 2025** were entitled to vote on the resolutions (Item nos. 1 to 10 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 **Sunday, August 17, 2025 (10:00 A.M. IST) to Wednesday, August 20, 2025 (5:00 P.M. IST)**. After conclusion of Annual General Meeting today (i.e., 21<sup>st</sup> August 2025), 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., Thursday, 21<sup>st</sup> August, 2025 at 02.03 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 106<sup>th</sup> 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: 21<sup>st</sup> August 2025

UDIN: F005893G001051003

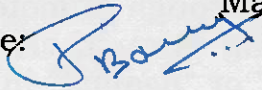
We the undersigned witnesseth that the votes were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>) in our presence at 02.03 PM on 21<sup>st</sup> August, 2025.

1. Signature:



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

2. Signature:



Name & Address: P Balamurugan, S/o. A Panneerselvam  
2/955, 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, 2025 and Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution)	Remote e-Voting	441612849	655717	442268566	99.7638	0.1481	NIL
		e- Voting at the AGM	389809	0	389809	0.0881	0.0000	NIL
		Total	442002658	655717	442658375	99.8519	0.1481	
2	Declaring dividend of Rs.2.60/- per equity share of the Bank for the FY 2024-25. (Ordinary Resolution)	Remote e-Voting	446585636	10713	446596349	99.9104	0.0024	NIL
		e- Voting at the AGM	389809	0	389809	0.0872	0.0000	NIL
		Total	446975445	10713	446986158	99.9976	0.0024	



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	432239005	14199626	446438631	96.7349	3.1779	NIL
		e- Voting at the AGM	389809	0	389809	0.0872	0.0000	NIL
		Total	432628814	14199626	446828440	96.8221	3.1779	
4	Re-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 for second year. (Ordinary Resolution)	Remote e-Voting	383601978	62480931	446082909	85.9183	13.9943	NIL
		e- Voting at the AGM	355197	34612	389809	0.0796	0.0078	NIL
		Total	383957175	62515543	446472718	85.9979	14.0021	
Special Businesses								
5	Appointment of Branch Auditors of the Bank and fixing their remuneration. (Ordinary Resolution)	Remote e-Voting	446043544	39770	446083314	99.9038	0.0089	NIL
		e- Voting at the AGM	389809	0	389809	0.0873	0.0000	NIL
		Total	446433353	39770	446473123	99.9911	0.0089	



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	
6	Appointment of M/s. S.A.E. & Associates LLP, Company Secretaries, as Secretarial Auditors of the Bank for a term of five consecutive years from the FY 2025-26 to FY 2029-30. (Ordinary Resolution)	Remote e-Voting	421894846	24171457	446066303	94.4986	5.4141	NIL
		e- Voting at the AGM	389809	0	389809	0.0873	0.0000	NIL
		Total	422284655	24171457	446456112	94.5859	5.4141	
7	Approval of remuneration payable to Dr. Meena Hemchandra (DIN: 05337181) for the position of Non-Executive Independent (Part-time) Chairperson of the Bank for the second term of three years. (Ordinary Resolution)	Remote e-Voting	422252360	24190400	446442760	94.4990	5.4138	NIL
		e- Voting at the AGM	389809	0	389809	0.0872	0.0000	NIL
		Total	422642169	24190400	446832569	94.5862	5.4138	
8	Approval of Karur Vysya Bank Employee Stock Option Scheme – 2025. (Special Resolution)	Remote e-Voting	391076222	54884966	445961188	87.6163	12.2964	NIL
		e- Voting at the AGM	389809	0	389809	0.0873	0.0000	NIL
		Total	391466031	54884966	446350997	87.7036	12.2964	



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	
9	To increase the authorised share capital of the Bank and consequent alteration of the capital clause of Memorandum of Association. (Ordinary Resolution)	Remote e-Voting	446082480	348002	446430482	99.8349	0.0779	NIL
		e- Voting at the AGM	388909	900	389809	0.0870	0.0002	NIL
		Total	446471389	348902	446820291	99.9219	0.0781	
10	Approval of Issue of Bonus Shares. (Ordinary Resolution)	Remote e-Voting	433775408	12791528	446566936	97.0509	2.8619	NIL
		e- Voting at the AGM	389809	0	389809	0.0872	0.0000	NIL
		Total	434165217	12791528	446956745	97.1381	2.8619	



*Handwritten signature in green ink.*