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| <p>सिंडिकेट बैंक नैगम कार्यालय 2nd क्रॉस, गांधी नगर, बैंगलूरु – 560009 दूरभाष: 080-22283030 फैक्स: 080-22283030 ईमेल आईडी: inrc@syndicatebank.co.in</p> |  | <p>SyndicateBank Corporate Office 2nd Cross, Gandhi Nagar, Bengaluru – 560009 Tel.: 080-22283030 Fax: 080-22283030 Email Id: inrc@syndicatebank.co.in</p> |
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निवेशक सम्पर्क केन्द्र/Investor Relations Centre

संदर्भ सं./Ref. No.: 552/CO:INRC/2914/SE/2018-19

दिनांक/Date: 29.10.2018

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|---|---|
| <p>The Vice President (Listing) NATIONAL STOCK EXCHANGE OF INDIA LTD. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400051(NSE Symbol: SYNDIBANK)</p> | <p>The Vice President (Listing) BSE LIMITED Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 (BSE Symbol: 532276)</p> |
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विषय/Sub.: Voting Results and Scrutinizer's Report of Extraordinary General Meeting ("EGM") held on Monday, 29th October 2018.

Dear Sir/Madam,

Pursuant to Regulation 44 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Voting Results for the Extraordinary General Meeting ("EGM") of Shareholders of the Bank held on Monday, 29th October 2018 at 10:00 AM at SyndicateBank, Golden Jubilee Auditorium, Manipal – 576104.

Further, we are enclosing herewith the Scrutinizer's Report, submitted by M/s S. N. Ananthasubramanian & CO., Company Secretaries.

This is for your information and record.

Thanking you.

Yours faithfully,
For SyndicateBank

(सुशान्त जैन/Sushant Jain)
कंपनी सचिव/Company Secretary



| Syndicate Bank | | | | | | | | | |
|---|-------------------------------|---------------------------------------|-------------------------|---|------------------------------|----------------------------|--|--|--|
| Date of the EGM | | Monday, 29 th October 2018 | | | | | | | |
| Total Number of Shareholders on Record Date | | 2,61,774 | | | | | | | |
| No. of Shareholders present in the meeting either in person or through proxy: | | | | | | | | | |
| a. Promoters and Promoter Group: | | 1 | | | | | | | |
| b. Public: | | 843 | | | | | | | |
| No. of Shareholders attended the meeting through Video Conferencing: | | | | | | | | | |
| a. Promoters and Promoter Group: | | Not Applicable | | | | | | | |
| b. Public: | | Not Applicable | | | | | | | |
| Resolution No. | | 1 | | | | | | | |
| Resolution required: (Ordinary) | | ORDINARY – Shri Kamal Kishore Singhal | | | | | | | |
| Whether Promoter/ Promoter Group are interested in the Agenda/Resolution? | | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | |
| Promoter and Promoter Group | E-Voting | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| | Postal Ballot (if applicable) | 1035539388 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |
| Sub-Total | | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | |



| | | | | | | | |
|--|-----------------------------------|------------------------|-------------------------|---|------------------------------|--------------------------|--|
| Public- Institutions | E-Voting | 41972210 | 16.0153 | 41972210 | 0 | 100.00 | 0.00 |
| | Poll | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Sub-Total | | | | 41972210 | 0 | 100.00 | 0.00 |
| Public- Non Institutions | E-Voting | 80286 | 0.0671 | 80286 | 0 | 100.00 | 0.00 |
| | Poll | 59677 | 0.0499 | 59677 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Sub-Total | | | | 139963 | 0 | 100.00 | 0.00 |
| Grand Total | | 1417272053 | 2.9714 | 42112173 | 0 | 100.00 | 0.00 |
| Resolution No. | 1 | | | | | | |
| Resolution required: (Ordinary) | ORDINARY – Shri Arvind Kumar Jain | | | | | | |
| Whether Promoter/ Promoter Group are interested in the Agenda/Resolution? Category | No | | | | | | |
| | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes against (5) | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 1035539388 | 0 | 0.00 | 0 | 0 | 0.00 |



| | | | | | | | | | |
|---------------------------------|-------------------------------|------------|---------|--------|--|---------|---|--------|------|
| | Poll | | 0 | 0.00 | | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | | 0 | 0.00 | | 0 | 0 | 0.00 | 0.00 |
| Sub-Total | | | 0 | 0.00 | | 0 | 0 | 0.00 | 0.00 |
| Public- Institutions | E-Voting | | 999000 | 0.3812 | | 999000 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | | 0 | 0 | 0.00 | 0.00 |
| | Postal Ballot (if applicable) | 262076311 | 0 | 0.00 | | 0 | 0 | 0.00 | 0.00 |
| Sub-Total | | | 999000 | 0.3812 | | 999000 | 0 | 100.00 | 0.00 |
| Public- Non Institutions | E-Voting | | 2662 | 0.0022 | | 2662 | 0 | 100.00 | 0.00 |
| | Poll | | 6785 | 0.0057 | | 6785 | 0 | 100.00 | 0.00 |
| | Postal Ballot (if applicable) | 119656354 | 0 | 0.00 | | 0 | 0 | 0.00 | 0.00 |
| Sub-Total | | | 9447 | 0.0079 | | 9447 | 0 | 100.00 | 0.00 |
| Grand Total | | 1417272053 | 1008447 | 0.0712 | | 1008447 | 0 | 100.00 | 0.00 |



| | | SyndicateBank | | | | | | | | | |
|---|----------------|--|-------------------------|---|------------------------------|----------------------------|--|--|--|--|--|
| Date of the EGM | | Monday, 29 th October 2018 | | | | | | | | | |
| Total Number of Shareholders on Record Date | | 2,62,494 | | | | | | | | | |
| No. of Shareholders present in the meeting either in person or through proxy: | | | | | | | | | | | |
| c. Promoters and Promoter Group: | | 1 | | | | | | | | | |
| d. Public: | | 845 | | | | | | | | | |
| No. of Shareholders attended the meeting through Video Conferencing: | | | | | | | | | | | |
| c. Promoters and Promoter Group: | | Not Applicable | | | | | | | | | |
| d. Public: | | Not Applicable | | | | | | | | | |
| Resolution No. | | 2 | | | | | | | | | |
| Resolution required: (Special) | | SPECIAL - To raise Equity Capital up to the extent of ₹250 Crore (Rupees Two Hundred Fifty Crore only), by creating, offering, issuing and allotting up to 9,00,00,000 (Nine Crore) Equity Shares of face value of ₹10/- (Rupees Ten only) each to employees of the Bank under Employee Stock Purchase Scheme (hereinafter referred to as "SYNDIBANK-ESPS") in one or more tranches. | | | | | | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | Yes | | | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 | | | |
| Promoter and Promoter Group | E-Voting | 1035539388 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | | | |
| | Poll | 1035539388 | 1035539388 | 100.00 | 1035539388 | 0 | 100.00 | 0.00 | | | |



| | | | | | | | | | |
|---------------------------------|-------------------------------|------------|------------|---------|------------|----------|---------|------|--------|
| | Postal Ballot (if applicable) | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 | 0.00 |
| Sub-Total | | | 1035539388 | 100.00 | 1035539388 | 0 | 100.00 | 0.00 | 0.00 |
| Public- Institutions | E-Voting | | 195216733 | 74.6089 | 176065143 | 19151590 | 90.1895 | | 9.8154 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | | 0.00 |
| | Postal Ballot (if applicable) | 261653474 | 0 | 0.00 | 0 | 0 | 0.00 | | 0.00 |
| Sub-Total | | | 195216733 | 74.6089 | 176065143 | 19151590 | 90.1895 | | 9.8154 |
| Public- Non Institutions | E-Voting | | 84669 | 0.0705 | 83219 | 1450 | 98.2874 | | 1.7125 |
| | Poll | | 67563 | 0.0563 | 66823 | 740 | 98.9047 | | 1.0952 |
| | Postal Ballot (if applicable) | 120079191 | 0 | 0.00 | 0 | 0 | 0.00 | | 0.00 |
| Sub-Total | | | 152232 | 0.1268 | 150042 | 2190 | 98.5614 | | 1.4386 |
| Grand Total | | 1417272053 | 1230908353 | 86.8505 | 1211754573 | 19153780 | 98.4439 | | 1.5561 |




S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
 FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648/ 2543 2704; Fax 2539 0292; email sna@snaco.net; website www.snaco.net


CONSOLIDATED RESULTS

Item No. 1: To elect One Director from amongst the Shareholders of the Bank.

| Name of the Candidate | Number of Votes | |
|-----------------------------|-----------------|-------------------|
| | Remote e-voting | Voting at the EGM |
| Shri. Kamal Kishore Singhal | 4,20,52,496 | 59,677 |
| Shri. Arvind Kumar Jain | 10,01,662 | 6,785 |
| | | Total |
| | | 4,21,12,173 |
| | | 10,08,447 |


 P Palanisamy
 Returning Officer


 V R B Reddy
 GOI Observer


 S. N. Ananthasubramanian
 Scrutinizer


 M R V Subrahmanyam
 Karvy Computershare Private Limited



29th October, 2018
 Manipal

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
 FIRM REGISTRATION NO. P1991MH040400

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ELECTION RESULTS

| Name of the Candidate | Total Number of Votes |
|-----------------------------|-----------------------|
| Shri. Kamal Kishore Singhal | 4,21,12,173 |

P Palanisamy
 P Palanisamy
 Returning Officer

V R B Reddy
 V R B Reddy
 GOI Observer

S.N. Ananthasubramanian
 S.N. Ananthasubramanian
 Consultant

M R V Subrahmanyam
 M R V Subrahmanyam
 Karvy Computershare Private
 Limited



29th October, 2018
 Manipal

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648/ 2543 2704: Fax 2539 0292: email sna@snaco.net: website www.snaco.net

29th October, 2018

The Chairman

Syndicate Bank

Post Box No. 1,

Manipal – 576 104,

Karnataka.

Dear Sir,

At the outset, we would like to express our gratitude to the Bank for appointing us as the Scrutinizer for remote e-voting process and voting by Shareholders at the Extraordinary General Meeting (EGM) held today.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.



S. N. Ananthasubramanian

SCRUTINIZER'S REPORT

| | |
|------------------|---|
| Name of the Bank | Syndicate Bank |
| Meeting | Extraordinary General Meeting |
| Day, Date & Time | Monday, 29 th October, 2018 at 10:00 a.m. |
| Venue | Syndicate Bank Golden Jubilee Auditorium, Manipal – 576 104, Karnataka. |

1. Appointment as Scrutinizer

We were appointed as Scrutinizer for remote e-voting process as well as the voting conducted at the Extraordinary General Meeting of **Syndicate Bank** (hereinafter referred to as **the Bank**).

2. Dispatch of Notice convening the EGM

The Bank has informed that on the basis of Register of Shareholders and list of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), Bank completed dispatch of Notice of EGM as under:

- On 1st October, 2018 by E-mail to 1,12,129 Shareholders who had registered their email-ids with the Bank/ RTA.
- On 1st October, 2018 by Speed Post to 22,645 Shareholders and by Courier to 1,27,000 Shareholders in physical form.

3. Cut-off date

For Item No. 1 as set out in the Notice of the EGM, voting rights were reckoned as on **Tuesday, 25th September, 2018**, being the specified date to nominate, contest and vote in election **One** Director representing Shareholders of the Bank.

For Item No. 2 as set out in the Notice of the EGM, voting rights were reckoned as on **Monday, 22nd October, 2018**, being the cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-voting and voting at the EGM.



4. Remote e-voting process

4.1 Agency

The Bank has appointed Karvy Computershare Private Limited (Karvy) as the agency for providing remote e-voting platform.

4.2 Remote e-voting period

Remote e-voting platform was open from **09:00 a.m. on Thursday, 25th October, 2018** till **05:00 p.m. on Sunday, 28th October, 2018** and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of Item No. 2 and conveying their votes in favour of any 1 of 2 candidates contesting election on the remote e-voting platform provided by Karvy.

5. Voting at the EGM

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting do not vote again at the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of General Meeting, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/ folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, Karvy, the remote e-voting agency provided us with names, DP ID & Client ID / folios and shareholding of Shareholders who had cast their votes through remote e-voting.

5.3 Bank provided tab-based e-voting facility to Shareholders attending the EGM who had not cast their votes through remote e-voting to cast their votes.

5.4 Mr. V R B Reddy, representative of Government of India acted as an Observer for the election of Director.



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S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648/ 2543 2704; Fax 2539 0292; email sna@snaco.net; website www.snaco.net

5.5 Mr. Sudeendra Bhandary, Shareholder of the Bank (DP ID & Client ID: IN 3002269 / 12024107) was also appointed as a Scrutinizer representing Shareholders of the Bank for scrutinizing voting at the EGM.

5.6 After the Chairman of the Meeting announced the commencement of voting, Karvy provided tab-based e-voting facility.

6. Counting Process

6.1 On completion of voting at the EGM, Karvy provided us with the list of Shareholders who had cast their votes, their holding details and details of votes cast on the Resolutions.

6.2 Votes were reconciled with the records maintained by the Bank and Karvy, the Registrar and Share transfer Agent of the Bank (RTA) with respect to authorizations/ proxies lodged with the Bank.

6.3 We unblocked the remote e-voting results on the Karvy remote e-voting platform in the presence of Mr. S. N. Viswanathan and Mr. Sudeendra Bhandary and downloaded the remote e-voting results.

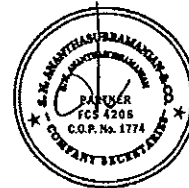
6.4 Pursuant to the provisions of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, voting rights of shareholders other than Central Government have been restricted to 10% of the total voting rights of all Shareholders of the Bank.

7. Results

7.1 We observed that:

a) At the EGM, 172 Shareholders had cast their votes in respect of Item No. 1 and 175 Shareholders had cast their votes in respect of Item No. 2.

b) Through remote e-voting, 289 Shareholders had cast their votes in respect of Item No. 1, and 289 Shareholders had cast their votes in respect of Item No. 2.



Report of Scrutinizer on remote e-voting process and voting by Shareholders of Syndicate Bank at the EGM held on 29th October, 2018