

Report of Scrutinizer

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman of the Meeting
Syndicat Bank
Manipal

Meeting : 15th Annual General Meeting of the Equity Shareholders
Date and Time: Friday, June 20, 2014 at 11.00 a.m.
Venue Golden Jubilee Auditorium, Manipal - 576 104

Dear Sir,

We, Mr. S. N. Ananthasubramanian of S. N. ANANTHASUBRAMANIAN & Co, Practising Company Secretary and Mr. Chetan Narverkar a Shareholder of the Bank (Regn. Folio Syn 028865) were appointed as Scrutinizers for the purpose of the poll taken on the below mentioned resolution(s), at the meeting of the Equity Shareholders of **Syndicate Bank**, held on Friday, June 20, 2014 at 11.00 a.m. at Golden Jubilee Auditorium, Manipal and submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, 10 ballot boxes kept for polling were locked in our presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Bank and the authorizations / proxies lodged with the Bank.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. Pursuant to provisions of Section 3 (2E) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, voting rights of shareholders other than the Central Government shall be restricted to 10% of the total voting rights of all shareholders of the Bank.

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5. The result of the Poll is as annexed Resolution wise.
6. Soft copy of the List of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the Company Secretary.
7. The poll papers and all other relevant records are duly handed over to the Company Secretary for keeping in safe record.

S. N. Ananthasubramanian

S N Ananthasubramanian

Scrutinizer

20/06/2014

Chetan Narverkar

Chetan Narverkar

Scrutinizer

20/06/2014

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(a) Resolution - 01

Adoption of Audited Balance Sheet, Profit and Loss Account, Directors' Report & Auditor's Report for the year ended March 31, 2014

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
223	48,45,19,560	100.00

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0.00

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
5	2,630

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(b) Resolution - 02

To declare Final Dividend

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
214	48,45,11,112	99.75

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
4	7,158	0.25

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	3,920

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(c) Resolution - 03

Approval for Issue and allotment of further equity shares for an aggregate amount not exceeding Rs.1500 crore by way of QIP/Rights Issue / Follow on Public Issue

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
215	48,26,59,779	99.67

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
3	18,58,591	0.33

(iii) Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	3,820

