

**ATTENDANCE SLIP**

**85<sup>TH</sup> ANNUAL GENERAL MEETING - AUGUST 11, 2016**

I certify that I am a member / proxy for the member of the company.

I hereby record my presence at the 85<sup>th</sup> Annual General Meeting of the Bank, at Mahatma Gandhi Municipal Town Hall, Aluva - 683 101 on Thursday, August 11, 2016 at 10.00 am.

\_\_\_\_\_  
Name of the Member / Proxy (In Block Letters)

\_\_\_\_\_  
Signature of the Member / Proxy

**Note:** Please fill up this attendance slip and hand it over at the entrance of the meeting hall. Members are requested to bring their copies of the Annual Report to the AGM.

**ELECTRONIC VOTING PARTICULARS**

EVEN (Electronic Voting Event Number)	USER ID	PASSWORD

**PROXY FORM** (Form No. MGT-11)

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s): \_\_\_\_\_ Registered address: \_\_\_\_\_  
 E-mail Id: \_\_\_\_\_ Folio No/ DP ID No. & Client Id No.: \_\_\_\_\_  
 I/We, being the member (s) of \_\_\_\_\_ shares of the above named Bank, hereby appoint  
 1. Name: \_\_\_\_\_ 2. Name: \_\_\_\_\_ 3. Name: \_\_\_\_\_  
 Address: \_\_\_\_\_ Address: \_\_\_\_\_ Address: \_\_\_\_\_  
 E-mail Id: \_\_\_\_\_ E-mail Id: \_\_\_\_\_ E-mail Id: \_\_\_\_\_  
 Signature: \_\_\_\_\_, or failing him/her Signature: \_\_\_\_\_, or failing him/her Signature: \_\_\_\_\_

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 85<sup>th</sup> Annual General Meeting of the Bank, to be held on the Thursday, August 11, 2016 at 10.00 A.M. at Mahatma Gandhi Municipal Town Hall, Aluva - 683 101 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution	Optional*	
		For	Against
<b>Ordinary Business</b>			
1.	a) Adoption of audited financial statement for the year ended March 31, 2016 b) Adoption of audited consolidated financial statement of the Bank including audited consolidated Balance Sheet and Profit and Loss account for the year ended March 31, 2016		
2.	Declaration of Dividend		
3.	Re-appointment of Retiring Director, Mr. Shyam Srinivasan		
4.	Appointment of Joint Central Statutory Auditors, M/s. B S R & Co. LLP, Chartered Accountants, Mumbai together with M/s M M Nissim & Co, Chartered Accountants, Mumbai, as Auditors and fixation of remuneration thereof		
<b>Special Business(Ordinary Resolution)</b>			
5.	Appoint and to fix the remuneration of branch auditors in consultation with the Central Statutory Auditors for the purpose		
6.	Appointment of Mr. C Balagopal as an Independent Director of the Bank		
7.	Taking on record the approval accorded by RBI to pay honorarium of ₹15,00,000/- (Rupees Fifteen Lakh only) per annum/ ₹1,25,000/- per month to Mr.Nilesh S Vikamsey, Chairman of the Bank.		
8.	Taking on record the approval accorded by RBI for payment of remuneration and variable pay to Mr. Shyam Srinivasan, MD & CEO of the Bank		
9.	Appointment of Mr. Ashutosh Khajuria as Executive Director on the Board of the Bank as per the terms and conditions of appointment approved by RBI		
10.	Appointment of Mr. Ganesh Sankaran as Executive Director on the Board of the Bank as per the terms and conditions of appointment approved by RBI		
11.	Taking on record the approval accorded by RBI for payment of variable pay to Mr Abraham Chacko, erstwhile Executive Director of the Bank		
<b>Special Business (Special Resolution)</b>			
12.	Approval for amendment of the Memorandum of Association of the Bank		
13.	Approval for amendment of the Articles of Association of the Bank		
14.	Approval of Long Term Bond issuance programme.		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2016.

\_\_\_\_\_  
Signature of shareholder

\_\_\_\_\_  
Signature of Proxy holder(s)

Affix Re 1/-  
Revenue  
Stamp  
Here

Note:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Bank, not less than 48 hours before the commencement of the Meeting.

\* it is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.