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कार्पोरेट कार्यालय / CORPORATE OFFICE

निवेशक सेवा कक्ष **Investor Services Cell**

द्वितीय तल, 'सी' विंग 2nd Floor, 'C' Wing

254-260 अव्वै शम्भुगम सालै, Avvai Shanmugam Salai

रायपेट्टा Royapettah

चेन्नै **Chennai 600 014**

Ref : ISC / 240 / 2018-19

June 30, 2018

The Vice President National Stock Exchange of India Limited "Exchange Plaza", Bandra Kurla Complex, Bandra East <u>Mumbai - 400 051.</u> NSE Symbol: INDIANB	The Manager B S E Limited Phiroze Jeejibhai Towers Dalal Street <u>Mumbai - 400 001.</u> Scrip Code : 532814
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Dear Sirs,

Sub: Twelfth Annual General Meeting (AGM) of the Bank held on June 28, 2018 – Compliance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Voting Results & Scrutiniser's Report

In compliance to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we furnish below the details regarding the voting results on the Agenda item at the Twelfth Annual General Meeting of the Shareholders of the Bank held at Chennai on June 28, 2018:

No.	Description	Particulars
1.	Date of the 12th Annual General Meeting	June 28, 2018
2.	Total number of Shareholders as on Record Date (22.06.2018)	63,303
3.	No. of shareholders present in AGM either in person or through proxy	Promoter & Promoter Group – 1 Public - 2151
4.	No. of shareholders attended the meeting through Video Conferencing	Not applicable

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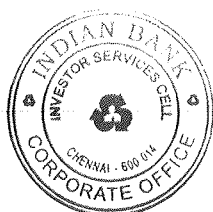
The voting results are furnished below;

Agenda No.1:

"To discuss, approve and adopt the Balance Sheet of the Bank as at March 31, 2018, the Profit and Loss Account of the Bank for the year ended on that date, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the accounts and the Auditors' Report on the Balance Sheet and Accounts."

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				No				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED*	% OF SHARES POLLED ON OUTSTANDING SHARES (3)=(2/1)* 100	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=(4/2)* 100	% OF VOTES AGAINST ON VOTE POLLED (7)=(5/2)* 100
		(1)	(2)		(4)	(5)		
PROMOTER AND PROMOTER GROUP	E-VOTING	392464282	0	0	0	0	0	0
	VENUE VOTING		392464282	100.00	392464282	0	100.00	0
	POSTAL BALLOT		0	0	0	0	0	0
	SUB TOTAL		392464282	100.00	392464282	0	100.00	0
PUBLIC-INSTITUTIONS	E-VOTING	74891917	64442977	86.05	64442977	0	100.00	0
	VENUE VOTING		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	SUB TOTAL		64442977	86.05	64442977	0	100.00	0
PUBLIC-NON INSTITUTIONS	E-VOTING	12935452	243347	1.88	243166	181	99.93	0.07
	VENUE VOTING		6003	0.05	5582	421	92.99	7.01
	POSTAL BALLOT		0	0	0		0	
	SUB TOTAL		249350	1.93	248748	602	99.76	0.24
GRAND TOTAL		480291651	457156609	95.18	457156007	602	100	0

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Agenda No.2:

"To declare dividend for the year ended March 31, 2018".

The second item of Agenda regarding declaration of dividend for the year 2017-18 was withdrawn due to regulatory constraints.

Consolidated results of the remote e-voting and e-voting at the Meeting and the Scrutiniser's Report are enclosed.

The first and only resolution for adoption of accounts for the year 2017-18 was passed with requisite majority.

We request you take on record the above.

Yours faithfully,



(Bimal Shah)

Company Secretary & Compliance Officer

Encl: a/a



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

28th June, 2018

To,
The Chairman
Indian Bank
66, Rajaji Salai,
Chennai-600001

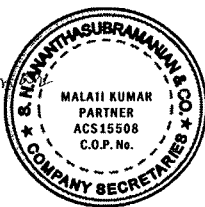
Dear Sir,

At the outset, we would like to express our gratitude to the Bank for appointing us as the Scrutinizer for the remote e-Voting and voting by Shareholders at the 12th Annual General Meeting (AGM) held on 28th June, 2018.

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

For S. N. ANANTHASUBRAMANIAN & CO.,
Company Secretaries

Malati A. Kumar
Malati Kumar
Partner



SCRUTINIZER'S REPORT

NAME OF THE BANK	Indian Bank
MEETING	12 th Annual General Meeting
DAY, DATE & TIME	Thursday, 28 th June, 2018 at 10.30 a.m.
VENUE	IMAGE Auditorium, MRC Nagar, Raja Annamalaipuram, Chennai- 600028

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-Voting as well as the Voting at the Annual General Meeting (AGM) of **Indian Bank** (hereinafter referred to as **the Bank**) held on 28th June, 2018.

2. Dispatch of Notice convening the Meeting

The Bank has informed that, on the basis of the Register of Shareholders and the List of Beneficial Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for the purpose of e-voting, the Bank completed dispatch of the Notice of the AGM as under:

- On **31/05/2018** by **email** to **44,417** shareholders who had registered their email-ids with the Bank.
- On **31/05/2018** by **courier** to **21,227** shareholders in physical form.
- On **31/05/2018** by **Air Mail** to **38** shareholders in physical form.



3. Cut-off date

The Voting rights were reckoned as on **Friday, 22nd June, 2018** being the Cut-off dates for the purpose of deciding the entitlements of shareholders at the remote e-Voting and voting at the meeting.

4. Remote e-Voting Process

4.1 Agency

The Bank had appointed Central Depository Services (India) Limited (CDSL) as the agency for providing the remote e-voting platform.

4.2 Remote e-Voting period

Remote e-Voting platform was open from **10.00 a.m. on Monday, 25th June, 2018 to 5:00 p.m. on Wednesday, 27th June, 2018** and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Two Ordinary Resolutions on the remote e-Voting platform provided by CSDL.

5. Voting at the AGM

- 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, CDSL the remote e-Voting agency provided us with the names, DP Id & Client ID/ folio numbers and shareholding of the shareholders who had cast their votes through remote e-Voting.
- 5.3 The Bank had authorised **CDSL** to provide tab-based e-voting facility at the venue of the meeting for shareholders to vote on the Resolution.
- 5.4 Mr. M. S. Vaidyanathan, Shareholder of the Bank (DP Id No / Folio No. IN300597/10005282) was also appointed as a Scrutinizer representing the Shareholders of the Bank for scrutinising the voting at the AGM.

6. Counting Process

- 6.1 The Bank had authorised **CDSL** to provide tab-based e-voting facility at the venue of the meeting for shareholders to vote on the Resolution.
- 6.2 On completion of voting at the Meeting, Cameo Corporate Services Limited (RTA) provided us with the List of Shareholders who had cast their votes, with their holding details and details of votes cast on the Resolution.
- 6.3 The votes were reconciled with the records maintained by the Bank and Cameo Corporate Services Limited (RTA) with respect to the authorizations/ proxies lodged with the Bank.
- 6.4 We unblocked the remote e-Voting results on the CDSL e-Voting platform in the presence of Mr. Aditya Ambastha and Ms. Uttara Deherkar and downloaded the remote e-Voting results.



S. N. ANANTHASUBRAMANIAN & CO.

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6.5 Pursuant to provision of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970/80, voting rights of shareholders other than Central Government have been restricted to 10% of the total voting rights of all Shareholders of the Bank.

Results

7.1 We observed that

- a) **33** Shareholders had cast their votes at the meeting.
- b) **135** Shareholders had cast their votes through remote e-voting, of which **2** Shareholders abstained from voting.

7.2 As the Second item contained in the Notice of the AGM dated 31st May, 2018 has been withdrawn by the Bank the votes cast through remote e-voting and at the AGM on the said item, if any, has not been considered.

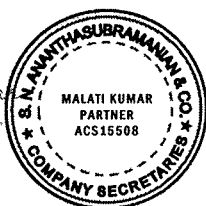
7.3 The Consolidated Result with respect to the first item on the agenda is enclosed.

7.4 Based on the aforesaid result, we report that the **Ordinary Resolution** as contained in item No.1 of the Notice of the AGM dated 31st May, 2018 has been passed with **requisite majority**.

Malati A. Kumar

Malati Kumar
Partner
C.O.P. No. 10980

Date : 28th June, 2018
Place : Chennai



M S Vaidyanathan

M. S. Vaidyanathan
Shareholder Scrutinizer
(IN300597/10005282)

Consolidated Result

Item No. 1: Adoption of Audited Balance Sheet, Profit and Loss Account and Reports of Directors and Auditors thereon for the financial year ended 31st March, 2018

Particulars	Remote e-Voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	132	6,46,86,143	29	39,24,69,864	161	45,71,56,007	99.99
Dissent	1	181	4	421	5	602	0.01
Total	133	6,46,86,324	33	39,24,70,285	166	45,71,56,609	100.00

Based on the aforesaid result, Ordinary Resolution as contained in Item No.1 of the Notice of the AGM dated 31st May, 2018 has been passed with requisite majority.



Malati A. Kumar

Malati Kumar
Partner
C.O.P. No.10980

MS Vaidyanathan

M. S. Vaidyanathan
Shareholder Scrutinizer
(IN300597/10005282)

Date :28th June, 2018
Place : Chennai