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Indian Bank
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Corporate Office
Investor Services Cell
254-260, Avvai Shanmugam Salai
Royapettah
Chennai 600 014

Ref: ISC / 742/ 2017-18

01.02.2018

The Vice President **National Stock Exchange of India Limited** "Exchange Plaza", Bandra Kurla Complex Bandra East **Mumbai - 400 051.**	**The Manager** **BSE Limited** Phiroze Jeejibhai Towers Dalal Street **Mumbai - 400 001.**

Dear Sir,

Sub : NSE Symbol : INDIANB - Stock Code : 532814 – Proceedings of the Extraordinary General Meeting (EGM) of the Bank held on January 31, 2018.

In compliance to SEBI (Listing Obligations and Disclosure Requirements) Regulations, we enclose the proceedings of the Extraordinary General Meeting of the shareholders of the Bank held on January 31, 2018 at Chennai.

We request you to take on record the above.

Thanking you,

Yours faithfully,

(Bimal Shah)
Company Secretary

Encl : a/a.

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254-260, Avvai Shanmugam Salai, Roypettah, Chennai - 600014.

PROCEEDINGS OF THE EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF INDIAN BANK HELD ON WEDNESDAY, THE JANUARY 31, 2018 AT IMAGE, MRC NAGAR, RAJA ANNAMALAIPURAM, CHENNAI - 600028.

1. The **Extraordinary General Meeting (EGM)** of shareholders of **INDIAN BANK** commenced at 10.30 a.m. on January 31, 2018 at IMAGE, MRC Nagar, Raja Annamalaipuram, Chennai - 600028.

2. The Extraordinary General Meeting was presided over by Shri. T C Venkat Subramanian, Non-Executive Chairman of the Bank. The following Directors on the Board of the Bank viz., Shri Kishor Kharat, Managing Director & CEO, Shri. A S Rajeev, Executive Director, Shri M K Bhattacharya, Executive Director, Shri J K Dash, Shri Vijay Kumar Goel, Shri Padmanaban Vittal Dass, Shri Salil Kumar Jha, Shri Vinod Kumar Nagar and Shri Bharath Krishna Sankar attended the meeting.

3. 1,138 shareholders of the Bank attended the meeting in person and all the 3 proxies who had registered, attended the meeting. With the necessary quorum being present at 10.30 a.m., as required under Regulation 50(i) of the Indian Bank (Shares and Meetings) Regulations, 1999, the Chairman called the Meeting to order and commenced the proceedings.

4. Initiating the proceedings of the Extraordinary General Meeting, the Chairman welcomed the shareholders and introduced the Directors of the Board sitting on the dais.

5. The Chairman informed that the Bank received a communication dated January 29, 2018 from the Government of India authorizing Shri Jnanatosh Roy, Under Secretary (BO-1), Department of Financial Services, Ministry of Finance, New Delhi to attend and vote in the meeting as its nominee.

6. The Chairman informed that the Notice convening the Extraordinary General Meeting was published in "Financial Express" in English, "Business Standard" in English and Hindi and in "Dhinamani" (Tamil) on January 08, 2018. He further informed that the notice was also mailed to all the shareholders of the Bank and with the consent of the shareholders present, the same was taken as read.

7. At the request of the Chairman, the Managing Director &CEO highlighted the prevailing economic situation and the Banking scenario. He stated that the Bank was well capitalized at present. He added that in order to support future business growth and to comply with the SEBI guidelines stipulating the minimum public shareholding level of 25%, there is requirement to raise capital from various sources in addition to the internal accruals. The Chairman then briefed the global and domestic economic scenario and the developments in the banking industry in the recent past.

INDIAN BANK
Investor Services Cell
Chennai-600 014

8. The Chairman then took up the only agenda item, seeking the approval of the shareholders for raising of equity capital by the Bank. He stated that in order to enhance the public holding to minimum required level of 25% and taking into account the present market appetite, approval of the shareholders was sought for the special resolution to enable the Bank to raise equity capital upto Rs.7000 crore (including premium) in one or more tranches in the current or subsequent financial years based on the requirement through Follow-on Public Offer /Private Placement / Rights Issue / QIP / Preferential Issue and / or Institutional Placement Programme at such time or times in such manner and on such terms to be decided by the Bank.

9. The Chairman moved the resolution for raising of equity capital upto Rs.7000 crore by the Bank. The resolution was proposed by Shri T R Sridharan and seconded by Shri Ramalingam Vidyasankar, shareholders of the Bank.

10. The Chairman informed that in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended, the Bank had provided remote e-voting facility to the shareholders through M/s Central Depository Services (India) Limited on the agenda item to be considered at this meeting and the e-voting was held from 10.00 a.m. on 28.01.2018 to 5.00 p.m. on 30.01.2018. He further informed that M/s S N Ananthasubramanian & Co., Company Secretaries was appointed as Scrutinizer to oversee the e-Voting process.

11. The Chairman then invited the shareholders to speak on the agenda item. Eight (8) shareholders spoke, and complemented the Bank for its good performance and sought certain clarifications / details on the agenda item.

12. The Chairman responded to the observations/ suggestions of the shareholders, providing the details / clarifications.

13. The Chairman informed that for the benefit of the shareholders who did not participate in the remote e-voting, the Bank had arranged an on-site e-voting. A shareholder Scrutinizer was also appointed along with M/s S N Ananthasubramanian & Co., to oversee the voting process at the venue of the meeting.

14. The Chairman then ordered poll in respect of the item on the agenda of the EGM and requested the shareholders to cast their votes on the Agenda item. He further informed that the consolidated results of the poll and remote e-voting will be ported in Bank's website and also that of the Stock Exchanges (NSE and BSE).

15. On completion of the voting by the shareholders present at the Meeting, the Chairman declared the meeting as closed.

RESULTS OF THE POLL :-

Based on the report of the Scrutinisers, the Special Resolution as contained in the Notice convening the Meeting was passed with requisite majority.

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INDIAN BANK
Chennai-600 014

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

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

Item No. 1: To approve raising equity capital upto Rs.7,000 Crore (including premium) in one or more tranches in the current or subsequent financial years based on the requirement through FPO / Private Placement / QIP / Rights Issue / Preferential issue/ Institutional Placement Programme to be decided by the Bank,

Particulars	Remote e-Voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	137*	5,90,18,905	30	39,32,38,622	167*	45,22,57,527	99.51
Dissent	7*	22,38,116	0	0	7*	22,38,116	0.49
Total	144	6,12,57,021	30	39,32,38,622	174	45,44,95,643	100.00

* One shareholder has not cast all his votes in the same manner

Based on the aforesaid result, the **Special Resolution** as contained in **Item No.1** of the Notice of the EGM dated 30th December, 2017 has been **passed with requisite majority.**

S. N. Ananthasubramanian

S. N. Ananthasubramanian

Partner
M. No.: 4206
C.P No.: 1774
Date : 31st January, 2018
Place : Chennai

S Krishna Mohan
Shareholder Scrutinizer
(IN 303093 / 10008163)