IDBI BANK

आईडीबीआई बैंक लिमिटेड
पंजीकृत कार्यालय : आईडीबीआई टॉवर,
डब्ल्यूटीसी कॉम्प्लेक्स, कफ परेड,
मुंबई - 400 005.
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फैक्स : (+91 22) 2218 0411
वेबसाइट : Website : www.idbi.com

IDBI Bank Limited
Regd. Office : IDBI Tower,
WTC Complex, Cuffe Parade,
Mumbai - 400 005.
Tel.: (+91 22) 6655 3355, 2218 9111
Fax : (+91 22) 2218 0411
Website : www.idbi.com

April 03, 2012

The Manager (Listing) National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No.C/1, G Block, Bandra Kurla Complex, Bandra(E), Mumbai – 400 051	The Manager (Listing) Bombay Stock Exchange Ltd., 25th Floor, Phiroz Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001

Dear Sir,

Minutes of Extra-Ordinary General Meeting held on March 28, 2012

In terms of Clause 31(d) of the Listing Agreement, we hereby forward a copy of the minutes of Extra-Ordinary General Meeting of IDBI Bank Ltd. held on March 28, 2012.

Kindly acknowledge receipt and take the above on record.

Yours faithfully,

3/04/12

(Pawan Agrawal)
Company Secretary

Encl : As above.

आईडीबीआई बैंक लिमिटेड
IDBI Bank Limited

Minutes Book

Minutes of the Extra-ordinary General Meeting (EGM) of IDBI Bank Limited (the Bank) held on Wednesday, March 28, 2012 at 3.30 p.m. at Nehru Centre Auditorium, Worli, Mumbai

ATTENDANCE

Members Present

In Person	71 Members [including Ms. Surinder Kaur, Under Secretary, Government of India, Department of Financial Services as representative of Hon'ble President of India].
By Proxy	66 Members

Directors Present

Shri R.M. Malla	Chairman and Managing Director
Shri B.K. Batra	Deputy Managing Director
Shri P.S. Shenoy	Director
Shri Subhash Tuli	Director and Chairman - ACB
Dr. B.S. Bisht	Director

Auditors Present

Shri Pawan Gupta, Partner, S.P. Chopra & Co., Chartered Accountants, New Delhi.	Statutory Auditor

In Attendance

Shri B. Ravindranath	Executive Director
Shri S. Ananthakrishnan	Executive Director
Shri T.R. Bajalia	Executive Director
Shri R.K. Bansal	Executive Director
Shri Viney Kumar	Executive Director
Shri K.C. Jani	Executive Director
Shri M.O. Rego	Executive Director
Shri S.K.V. Srinivasan	Executive Director
Shri S.W. Tanksale	Executive Director - CVO
Dr. S.S. Banerjee	Chief General Manager
Shri Pawan Agrawal	Company Secretary

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to enhance Bank's minimum Tier I capital in accordance with the regulatory guidelines. The details of approval to be taken under section 81(1A) of the Companies Act, 1956 for Preferential Allotment of shares in three parts were given in the EGM Notice dated February 25, 2012 and the Explanatory Statement annexed to the Notice in terms of section 173(2) of the Companies Act, 1956. The Preferential Allotment of shares would be made within the limits given in the EGM Notice and in accordance with the provisions of SEBI (ICDR) Regulations, 2009. All disclosures required under the said regulations had been sufficiently made in the EGM Notice. The revised disclosure about total shareholding of LIC was made by a Newspaper Advertisement published on March 17, 2012 and was placed before this EGM. The Statutory Auditors' certificate certifying that the Preferential Issue was being made in accordance with the requirements of Chapter VII of the SEBI (ICDR) Regulations, 2009 was also placed before the EGM. The Board of Directors of the Bank had approved the aforesaid Preferential Issue on March 02, 2012. The approvals of BSE and NSE under clause 24(a) of the Listing Agreement and the approval of SEBI under clause 11(1) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 had been received by the Bank. It may kindly be noted by the Members that the proposed allotment of upto 22,12,58,518 shares aggregating to ₹ 2500 crore to Govt. of India shall be made by the Bank in 2(two) or more tranches, the first before March 31, 2012 and the second and subsequent, if any, within 15 days of Govt. of India's approval for further subscription likely to be received in the 1st quarter of next Financial Year (2012-13) and the total number of shares allotted by the Bank under the said tranches together shall not exceed 22,12,58,518 shares for which approval was being taken in this EGM. The Members present took note of the additional disclosures made by Chairman as aforesaid.

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to be added to the existing paid-up equity share capital of ₹ 984,62,03,770/- of the Bank."

"RESOLVED FURTHER

That the Board of Directors of the Bank be and is hereby authorized to do or cause to be done all such acts, deeds and other things including delegating its authority in this regard to the Chairman & Managing Director of the Bank, as may be required or considered necessary or incidental thereto, for giving effect to the aforesaid resolution"

The Resolution was seconded by Shri Rahul Priyadarshi, Representative of SIDBI, the Member.

Before putting the Resolution to vote, Chairman invited the Members to speak or ask questions relating to the above item of business to be transacted at the EGM. A few Members, viz., S/Shri Manu Parekh, Beruz Feramroz Pouredhi and Aspi Bhesania spoke in the meeting and raised queries relating to the pricing of the Preferential Issue, Pre and Post Issue Shareholding of GoI and LIC, effect on dividend paying capacity of the Bank, if any, post preferential issue, venue of the AGM/ EGM, etc. After the Members had finished speaking, Chairman replied to the queries raised by Members in detail to the satisfaction of Members and appreciated and thanked the Members for taking keen interest in the affairs of the Bank.

The Resolution was, then, put to vote by shows of hands. As all Members voted in favour of the Resolution, Chairman declared the Resolution as passed unanimously.

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