Registered Office :
1st Floor, Khivraj Complex 1
No. 480, Anna Salai,
Nandanam, Chennai 600035
Phone : 24313094 to 97
Fax : 24313093
Email : registered@indbankonline.com
CIN No. L65191TN1989PLC017883

Indbank
Merchant Banking Services Ltd
(A Subsidiary of Indian Bank)

Ref: Sec/2016-17/161

September 26, 2016

National Stock Exchange of India Limited
Listing Department
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051

Dear Sir,

Sub: E voting and polling report on the Annual General Meeting held on 24.09.2016

Please find enclosed the Voting Results of the resolutions passed at the 27th AGM of the company held on 24.09.2016 along with the Scrutinizer's Report as per Regulation 44 (3) of SEBI (LODR), Regulation, 2015 for your information and record.

Yours faithfully,

M S V 26-09-16

M S Vaidyanathan
Vice President & Company Secretary

NAME OF THE COMPANY: IND-INDBANK MERCHANT BANKING SERVICES LTD

Date of AGM	24.09.2016
Total number of shareholders on record date	43576
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	1
Public	831
No. of Shareholders present in the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public	0

1.Ordinary Business:To receive, consider and adopt the Directors Report and the Audited Balance Sheet as at 31.03.2016 and Profit and Loss Account for the year ended 31.03.2016 and the Auditors Report thereon.

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	**MODE OF VOTING**	**NO OF SHARES HELD**	**NO OF VOTES POLLED**	**% OF SHARES POLLED ON OUTSTANDING SHARES**	**NO OF VOTES IN FAVOUR**	**NO OF VOTES AGAINST**	**% OF VOTES IN FAVOUR ON VOTES POLLED**	**% OF VOTES AGAINST ON VOTE POLLED**
		(1)	**(2)**	**(3)=(2/1)*100**	**(4)**	**(5)**	**(6)=(4/2)*100**	**(7)=(5/2)*100**
PROMOTER AND PROMOTER~GROUP	E-VOTING	28773800	28773800	100	28773800	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**28773800**	**28773800**	100	**28773800**	**0**	100	0
PUBLIC-INSTITUTIONS	E-VOTING	149500	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**149500**	**0**	0	**0**	**0**	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	15454900	13908	0.09	13208	700	94.97	5.03
	POLL		1801	0	1800	1	99.94	0.06
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	15454900	**15709**	0.1	**15008**	**701**	95.54	4.46
GRAND TOTAL		**44378200**	**28789509**	64.87	**28788808**	**701**	100	0

2.Special Business:To appoint Shri A S Rajeev (DIN 07478424) as a Director whose period of office shall be liable to determination by retirement of Directors by rotation and in this regard to consider and if thought fit, to pass with or without modification (s) the following resolution as an ordinary resolution

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	**MODE OF VOTING**	**NO OF SHARES HELD**	**NO OF VOTES POLLED**	**% OF SHARES POLLED ON OUTSTANDING SHARES**	**NO OF VOTES IN FAVOUR**	**NO OF VOTES AGAINST**	**% OF VOTES IN FAVOUR ON VOTES POLLED**	**% OF VOTES AGAINST ON VOTE POLLED**
		(1)	**(2)**	**(3)=(2/1)*100**	**(4)**	**(5)**	**(6)=(4/2)*100**	**(7)=(5/2)*100**
PROMOTER AND PROMOTER~GROUP	E-VOTING	28773800	28773800	100	28773800	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**28773800**	**28773800**	100	**28773800**	**0**	100	0
PUBLIC-INSTITUTIONS	E-VOTING	149500	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**149500**	**0**	0	**0**	**0**	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	15454900	13908	0.09	13208	700	94.97	5.03
	POLL		1801	0	1800	1	99.94	0.06
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	15454900	**15709**	0.1	**15008**	**701**	95.54	4.46
GRAND TOTAL		**44378200**	**28789509**	64.87	**28788808**	**701**	100	0

IND BANK MERCHANT BANKING SERVICES LTD. 480, Anna Salai, Nandanam, Chennai-600 035.

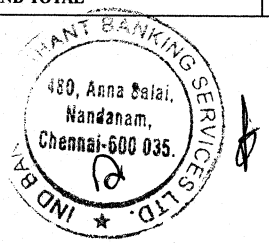
NAME OF THE COMPANY: IND-INDBANK MERCHANT BANKING SERVICES LTD

3.Special Business:To appoint Shri M Nagarajan (DIN 07572747) as a Director whose period of office shall be liable to determination by retirement of Directors by rotation and in this regard to consider and if thought fit, to pass with or without modification (s) the following resolution as an ordinary resolution

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	**MODE OF VOTING**	**NO OF SHARES HELD**	**NO OF VOTES POLLED**	**% OF SHARES POLLED ON OUTSTANDING SHARES**	**NO OF VOTES IN FAVOUR**	**NO OF VOTES AGAINST**	**% OF VOTES IN FAVOUR ON VOTES POLLED**	**% OF VOTES AGAINST ON VOTE POLLED**
		(1)	**(2)**	**(3)=(2/1)*100**	**(4)**	**(5)**	**(6)=(4/2)*100**	**(7)=(5/2)*100**
PROMOTER AND PROMOTER~GROUP	E-VOTING	28773800	28773800	100	28773800	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**28773800**	**28773800**	100	**28773800**	**0**	100	0
PUBLIC-INSTITUTIONS	E-VOTING	149500	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**149500**	**0**	0	**0**	**0**	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	15454900	13908	0.09	13208	700	94.97	5.03
	POLL		1801	0	1800	1	99.94	0.06
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**15454900**	**15709**	0.1	**15008**	**701**	95.54	4.46
GRAND TOTAL		**44378200**	**28789509**	64.87	**28788808**	**701**	100	0

4.Special Business:To appoint Shri A K Bajpai (DIN 07391570) as a Director and in this regard to consider and if thought fit, to pass with or without modification (s) the following resolution as an ordinary resolution

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	**MODE OF VOTING**	**NO OF SHARES HELD**	**NO OF VOTES POLLED**	**% OF SHARES POLLED ON OUTSTANDING SHARES**	**NO OF VOTES IN FAVOUR**	**NO OF VOTES AGAINST**	**% OF VOTES IN FAVOUR ON VOTES POLLED**	**% OF VOTES AGAINST ON VOTE POLLED**
		(1)	**(2)**	**(3)=(2/1)*100**	**(4)**	**(5)**	**(6)=(4/2)*100**	**(7)=(5/2)*100**
PROMOTER AND PROMOTER~GROUP	E-VOTING	28773800	28773800	100	28773800	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**28773800**	**28773800**	100	**28773800**	**0**	100	0
PUBLIC-INSTITUTIONS	E-VOTING	149500	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**149500**	**0**	0	**0**	**0**	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	15454900	13908	0.09	13208	700	94.97	5.03
	POLL		1801	0	1800	1	99.94	0.06
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**15454900**	**15709**	0.1	**15008**	**701**	95.54	4.46
GRAND TOTAL		**44378200**	**28789509**	64.87	**28788808**	**701**	100	0



NAME OF THE COMPANY: IND-INDBANK MERCHANT BANKING SERVICES LTD

5.Special Business:To appoint Shri Ashwini Kumar Bajpai (DIN 07391570) as President and Whole Time Director and in this regard to consider and if thought fit, to pass with or without modification (s) the following resolution as an ordinary resolution

Resolution Required:(Ordinary/Special)				Ordinary Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	**MODE OF VOTING**	**NO OF SHARES HELD**	**NO OF VOTES POLLED**	**% OF SHARES POLLED ON OUTSTANDING SHARES**	**NO OF VOTES IN FAVOUR**	**NO OF VOTES AGAINST**	**% OF VOTES IN FAVOUR ON VOTES POLLED**	**% OF VOTES AGAINST ON VOTE POLLED**
		(1)	**(2)**	**(3)=(2/1)*100**	**(4)**	**(5)**	**(6)=(4/2)*100**	**(7)=(5/2)*100**
PROMOTER AND PROMOTER~GROUP	E-VOTING	28773800	28773800	100	28773800	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**28773800**	**28773800**	100	**28773800**	**0**	100	0
PUBLIC-INSTITUTIONS	E-VOTING	149500	0	0	0	0	0	0
	POLL		0	0	0	0	0	0
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**149500**	**0**	0	**0**	**0**	0	0
PUBLIC-NON INSTITUTIONS	E-VOTING	15454900	13908	0.09	13208	700	94.97	5.03
	POLL		1801	0	1800	1	99.94	0.06
	POSTAL_BALLOT		0	0	0	0	0	0
	SUB TOTAL	**15454900**	**15709**	0.1	**15008**	**701**	95.54	4.46
GRAND TOTAL		**44378200**	**28789509**	64.87	**28788808**	**701**	100	0

IND-INDBANK MERCHANT BANKING SERVICES LTD. 180, Anna Salai, Nandanam, Chennai-600 035.

P Sriram & Associates
Practising Company Secretaries

CONSOLIDATED REPORT OF THE SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xii) of the Companies (Management and Administration) Rules, 2014)

To,

The Chairman of 27th Annual General Meeting of
INDBANK MERCHANT BANKING SERVICES LIMITED,
Having Registered Office at :
I Floor, Khivraj Complex I No.480, Anna Salai,
Nandanam Chennai 600035

TWENTY SEVENTH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF INDBANK MERCHANT BANKING SERVICES LIMITED HELD ON SATURDAY 24TH SEPTEMBER, 2016 AT 11:00 AM AT INDIAN BANK MANAGEMENT ACADEMY FOR GROWTH & EXCELLENCE (IMAGE), MRC NAGAR, RAJA ANNAMALAIPURAM, CHENNAI - 600028.

I, P.Sriram, Proprietor of P.Sriram & Associates, Practicing Company Secretaries, was appointed as Scrutinizer by the Board of Directors of **INDBANK MERCHANT BANKING SERVICES LIMITED**, CIN: L65191TN1989PLC017883 ("the Company") for the purpose of scrutinizing the voting by electronic means i.e. remote e-voting and voting by poll at the Company's Annual General Meeting (AGM) held on 24th September ,2016 at the venue mentioned above pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ('Rules') and the Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, in

Sriram Parthasarathy
Scrutinizer

P. Sriram & Associates PCS Mandaveli, Chennai-28

Initial of the Chairman

No.10/17, Anandam Colony, South Canal Bank Road, Mandaveli, Chennai - 600 028.
Phone : 044-4215 3510, 4512 8000, Mobile : 95660 33011 E-mail : info@prowiscorporate.com

IND BANK MERCHANT BANKING SERVICES LTD. 480, Anna Salai, Nandanam, Chennai-600 035.

respect of resolutions contained in the Notice dated August 06, 2016 of the AGM held on September 24, 2016.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll at the AGM for the resolutions contained in the Notice of the AGM. My responsibility as a scrutinizer is restricted to ensure that the voting process through remote e-voting and poll at the AGM is conducted in a fair and transparent manner and to make a Consolidated Scrutinizer Report of the votes cast 'For' or 'Against' the resolutions contained in the Notice.

Report on scrutiny:

1. The Company has entered into an arrangement with Central Depository Services (India) Limited (CDSL) the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.

2. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 17th September, 2016.

3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Wednesday, 21st September, 2016 (9:00 am IST) till Friday, 23rd September 2016 (5:00 pm IST) preceding the date of the AGM.

4. As on the cut-off date i.e. 17th September, 2016, there were 44576 Shareholders.

5. At the end of remote e-voting period on 23rd September, 2016 at 5:00 PM IST, voting portal of Central Depository Services (India) Limited (CDSL) was blocked forthwith.

Sriram Parthasarathy
Scrutinizer

P. Sriram & Associates * PCS * Mandaveli, Chennai-28

Initial of the Chairman

INDIA MERCHANT BANKING SERVICES LTD. 459, Anna Salai, Nandanam, Chennai-600 035.

6. After the poll ordered by the Chairman at the AGM, 1 poll box kept for polling was locked in my presence with due identification marks placed by me. The key of the poll box were handed over to the Chairman of the AGM after locking them.

7. After completion of the poll at the AGM, the poll box kept for voting were immediately opened by me in presence of two witnessess who are not the employees of the Company..

8. The Shareholders present in person or through proxy/Authorised Representatives at the AGM were 832.

9. On Saturday, 24th September, 2016 at 01:06 PM after counting votes cast at the AGM, the votes cast through remote e-voting were unblocked by me in the presence of Ms. Nithya Pasupathy and Mr.Vignesh Balaji.R.

10. The voting ballot papers for the Poll conducted at the AGM and remote e-voting records were reconciled with the records maintained by Central Depository Services (India) Limited (CDSL), the Registrar and Share Transfer Agents (RTA) of the Company along with the authorizations/ proxies lodged with the RTA/Company. The voters were also scrutinized for the purpose of eliminating duplicate voting (i.e) on remote e-voting as well as by use of Poll.

11. The poll papers which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.

12. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under :

Sriram Parthasarathy
Scrutinizer

P. Sriram & Associates PCS Mandaveli, Chennai-28

Initial of the Chairman

MERCHANT BANKING SERVICES LTD. 430, Anna Salai, Nandanam, Chennai-600 035. IND

CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS i.e., REMOTE E- VOTING AND VOTING BY POLL IS AS UNDER:

ITEM NO. 1 AS AN ORDINARY RESOLUTION

TO RECEIVE, CONSIDER AND ADOPT THE DIRECTORS REPORT AND THE AUDITED BALANCE SHEET AS ON 31.03.2016 AND PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31.03.2016 AND AUDITORS REPORT THEREON.

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	7	9	1	1		
Number of Votes Cast by Members	1800	28787008	1	700		
% of total number of valid votes cast	99.9445	99.9976	0.0555	0.0024		

CONSOLIDATED RESULT ON VOTING ITEM NO: 1

Percentage of Votes in Favour – 99.9976%

Percentage of Votes against –0.0024%

Sriram Parthasarathy
Scrutinizer

P. Sriram & Associates PCS Mandaveli, Chennai-28

Initial of the Chairman

INDIA BANK MERCHANT BANKING SERVICES LTD. 439, Anna Salai, Nandanam, Chennai-600 035.

ITEM NO.2: AS AN ORDINARY RESOLUTION

TO APPOINT SHRI A.S. RAJEEV (DIN 07478424) AS A DIRECTOR WHOSE PERIOD OF OFFICE SHALL BE LIABLE TO DETERMINATION BY RETIREMENT OF DIRECTORS BY ROTATION

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	7	9	1	1		
Number of Votes Cast by Members	1800	28787008	1	700		
% of total number of valid votes cast	99.9445	99.9976	0.0555	0.0024		

CONSOLIDATED RESULT ON VOTING ITEM NO: 2

Percentage of Votes in Favour – 99.9976%

Percentage of Votes against –0.0024%

P. Sriram & Associates
PCS
Practising Company Secretaries

Sriram Parthasarathy
Scrutinizer

Initial of the Chairman

MERCHANT BANKING SERVICES LTD.
430, Anna Salai,
Nandanam,
Chennai-600 035.

ITEM NO. 3 : AS AN ORDINARY RESOLUTION

TO APPOINT SHRI M NAGARAJAN (DIN 07572747) AS A DIRECTOR WHOSE PERIOD OF OFFICE SHALL BE LIABLE TO DETERMINATION BY RETIREMENT OF DIRECTORS BY ROTATION

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	7	9	1	1		
Number of Votes Cast by Members	1800	28787008	1	700		
% of total number of valid votes cast	99.9445	99.9976	0.0555	0.0024		

CONSOLIDATED RESULT ON VOTING ITEM NO: 3

Percentage of Votes in Favour – 99.9976%

Percentage of Votes against –0.0024%

Sriram Parthasarathy
Scrutinizer

Initial of the Chairman

ITEM NO.4 AS AN ORDINARY RESOLUTION

TO APPOINT SHRI ASHWINI KUMAR BAJPAI (DIN 07391570) AS A DIRECTOR :

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	7	9	1	1		
Number of Votes Cast by Members	1800	28787008	1	700		
% of total number of valid votes cast	99.9445	99.9976	0.0555	0.0024		

CONSOLIDATED RESULT ON VOTING ITEM NO: 4

Percentage of Votes in Favour – 99.9976%

Percentage of Votes against –0.0024%

P. Sriram & Associates * Mandaveli, Chennai-28 PCS

Sriram Parthasarathy
Scrutinizer

Initial of the Chairman

IND BANK MERCHANT BANKING SERVICES LTD. 480, Anna Salai, Nandanam, Chennai-600 035.

ITEM NO.5 AS AN ORDINARY RESOLUTION

TO APPOINT SHRI ASHWINI KUMAR BAJPAI (DIN 07391570) AS PRESIDENT AND WHOLE TIME DIRECTOR

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	7	9	1	1		
Number of Votes Cast by Members	1800	28787008	1	700		
% of total number of valid votes cast	99.9445	99.998	0.0555	0.0024		

CONSOLIDATED RESULT ON VOTING ITEM NO: 5

Percentage of Votes in Favour – 99.9976%

Percentage of Votes against –0.0024%

P. Sriram & Associates PCS

Sriram Parthasarathy
Scrutinizer

Initial of the Chairman

MERCHANT BANKING SERVICES LTD. 480, Anna Salai, Nandanam, Chennai-600 035.

13. It is to be noted that

a. The shareholders abstained from voting on specific resolutions under remote e-voting were not considered.

b. Shareholders whose signature is not matched, improperly voted, abstained from voting resolutions are considered as invalid ones.

c. The Shareholders who had exercised their right to vote by way of remote e-voting and has once again voted in the AGM, the voting cast by him/ her by way of remote e-voting has be considered.

14. Based on the voting reported in the above table all resolutions are passed with requisite majority, We request the Chairman of the AGM to announce the results accordingly.

15.A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed herewith.

Sriram Parthasarathy
Scrutinizer

P. Sriram & Associates PCS Mandaveli, Chennai-28

Initial of the Chairman

MERCHANT BANKING SERVICES LTD. 480, Anna Salai, Nandanam, Chennai-600 035. IND BANK

16. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

SIGNATURE OF THE SCRUTINIZER:

(Sriram Parthasarathy)
P. Sriram & Associates
FCS No. 4862/C P No: 3310

SIGNATURE OF THE CHAIRMAN OF THE MEETING:

Date: 24th September, 2016
Place: Chennai

Sriram Parthasarathy
Scrutinizer

Initial of the Chairman