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इण्डियन ओवरसीज बैंक

केंद्रीय कार्यालय- पोस्ट बॉक्स सं 3765, 763 अण्णा सालै, चेन्नै 600 002

Indian Overseas Bank

Central Office: P.B.No.: 3765, 763 Anna Salai, Chennai 600 002

Investor Relations Cell

Balance Sheet Management Department

BSMD/IRC/53/2013-14

03.03.2014

To

The Vice President

National Stock Exchange Limited

"Exchange Plaza", C-1, Block G

Bandra - Kurla Complex,

Bandra (E), Mumbai 400 051

Attn: Sri K.Hari

Fax: 022-26598237/38

Dear Sir,

Extraordinary General Meeting (EGM) held on 26.02.2014

With reference to our letter no. BSMD/IRC/469/2013-14 dated 04.02.2014 enclosing Notice of EGM, we advise that EGM of the Bank was held on Wednesday, 26th February 2014 and passed unanimously the following resolution as a special resolution by the shareholders.

a) To create, offer, issue and allot 8,15,00,000 (Eight crore fifteen lac only) equity shares for cash at Issue Price of Rs. 48.84 per Equity Share (Including premium of Rs. 38.84 per Equity Share) as determined by the Board in accordance with Regulation 76 (4) of SEBI ICDR Regulations aggregating to Rs.398,04,60,000 (Rupees Three ninety eight crore four lac sixty thousand only) on preferential basis to Life Insurance Corporation of India and its various schemes

We submit a copy of proceedings under clause 31(d) of Listing Agreement for your record.

Thanking you,

Yours faithfully,

C N Ramachandran
Assistant General Manager



Encl: as above



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763, Anna Salai, Chennai 600 002

Proceedings at the Extraordinary General Meeting of the Bank

- In accordance with the EGM Notice dated 29.01.2014, the Extraordinary General Meeting of the Bank was held on Monday, 26th February 2014 at 10:00 am at Narada Gana Sabha (Sathguru Gnanananda Hall) 314, TTK Road, Chennai -600 018.
- The Meeting was attended by 1515 shareholders in person, 41 proxies and 58 authorised representatives.
- The Extraordinary General Meeting commenced at 10:00 am. Shri. M. Narendra, Chairman and Managing Director of the Bank, who chaired the meeting, welcomed the shareholders present and announced that in accordance with Regulation 58 of Indian Overseas Bank (Shares and Meetings) Regulations, 2003 (Amended upto 2008) the requisite quorum was present and called the Meeting to order.
- He further announced the details of valid proxies and valid authorised representatives received by the Bank.
- The Chairman introduced the Directors present on the dais to the shareholders.
- As the Notice convening the meeting had already been mailed to the shareholders as well as published in the newspapers and also hosted on the website of the Bank, with the permission of the shareholders present, the Notice was taken as read.

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For INDIAN OVERSEAS BANK

सी.एन.रामचन्द्रन /C.N. Ramachandran
सहायक महा प्रबंधक Asst. General Manager



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- The Chairman then took up the only item on the agenda relating to raising of capital and issue of equity shares on preferential basis to Life Insurance Corporation of India and/or its various schemes.
- The Chairman detailed the background of the agenda item and proposed the Special Resolution as set out in the Notice convening the Meeting. The Special Resolution was proposed and seconded by the Shareholders.
- Before putting the resolution to vote, the Chairman invited the shareholders present to make their queries and observations if any,
- Eight Shareholders spoke on the resolution.
- The Chairman then responded to the observations made / queries raised by the Shareholders.
- The Chairman then put the resolution to vote on a show of hands and announced that the Special Resolution was passed unanimously by the Shareholders as under:
 - **a)** To create, offer, issue and allot 8,15,00,000 (Eight crore fifteen lac only) equity shares for cash at Issue Price of Rs. 48.84 per Equity Share (Including premium of Rs. 38.84 per Equity Share) as determined by the Board in accordance with Regulation 76 (4) of SEBI ICDR Regulations aggregating to Rs.398,04,60,000 (Rupees Three ninety eight crore four

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lac sixty thousand only) on preferential basis to Life Insurance Corporation of India and its various schemes .

- The Chairman then declared the Extraordinary General Meeting as closed.

Place: Chennai
Date: 28.02.2014

C N Ramachandran
Asst General Manager

