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Ref : ISC / 208 / 2012-13

04.07.2012

**The Vice President,
National Stock Exchange of India Limited,
"Exchange Plaza", Bandra Kurla Complex,
Bandra East,
Mumbai - 400 051.**

Dear Sir,

NSE Symbol : INDIANB

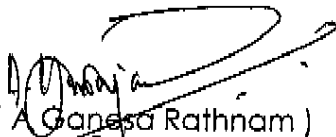
***Proceedings of the Sixth Annual General Meeting of the Shareholders of the Bank
held on June 29, 2012***

We are pleased to enclose the proceedings of the Sixth Annual General Meeting of the Shareholders of the Bank held on Friday, the June 29, 2012 at 10.00 a.m. at IMAGE, MRC Nagar, Raja Annamalaipuram, Chennai - 600 028.

We request you to take on record the above.

Thanking you,

Yours faithfully,


(A Ganesa Rathnam)
Company Secretary

Encl : a/a.



CO: Investor Services Cell
254-260, Avvai Shanmugam Salai
Roypettah, Chennai 600014.

**PROCEEDINGS OF THE SIXTH ANNUAL GENERAL MEETING OF THE
 SHAREHOLDERS OF INDIAN BANK HELD ON FRIDAY, THE 29TH JUNE 2012 AT
 IMAGE AUDITORIUM, MRC NAGAR, RAJA ANNAMALAIPURAM, CHENNAI 60028.**

1. The **Sixth Annual General Meeting (AGM)** of shareholders of **INDIAN BANK** Commenced at 10.00 a.m. on June 29, 2012 at IMAGE, MRC Nagar, Raja Annamalaipuram, Chennai 600028.
2. In terms of the extant regulations in force, the Annual General Meeting was chaired by Shri T M Bhasin, Chairman and Managing Director of the Bank. The following Directors on the Board of the Bank viz., Shri. Rajeev Rishi, Shri. B Raj Kumar, Dr. N. Krishna Mohan, Shri. Amarjit Chopra, Shri. Sanjay Maken, Shri. M Butchi Rami Reddy, Prof. Narendra Kumar Agrawal and Shri. Chintaman Mahadeo Dixit attended the Meeting.
3. The Meeting was attended by 991 shareholders of the Bank, in person or proxy. With the necessary quorum being present at 10.00 a.m., as required under Regulation 50(i) of Indian Bank (Shares and Meetings) Regulations, 1999, the Chairman and Managing Director called the Meeting to order and commenced the proceedings.
4. Initiating the proceedings of the Annual General Meeting, the Chairman welcomed the shareholders and introduced the Directors of the Board sitting on the dais.
5. The Chairman informed that the Notice convening the Meeting together with the Annual Accounts for the year ended March 31, 2012 was mailed to all the shareholders of the Bank besides publishing in "Business Line" and "Financial Express" on May 30, 2012 and with the consent of the members present, the same was taken as read.
6. The Chairman then highlighted the achievements of the Bank during the year 2011-12.
7. The Chairman then moved the resolution to discuss, approve and adopt the Audited Balance Sheet of the Bank as at March 31, 2012, Profit and Loss Account of the Bank for the year ended March 31, 2012, 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, which was proposed by Shri. S Kuppaswamy and seconded by Shri. K Gourisankaran and the Resolution was taken up for discussion.

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8. The Chairman invited the shareholders to make their observations and seek clarification, if any, on the accounts. The shareholders complimented the Bank for its achievements during 2011-12.
9. The Chairman replied / clarified to the various queries / clarifications raised / sought by some of the shareholders and thereafter, put the Resolution to vote, which was passed unanimously by show of hands.
10. The Chairman then took up the second item of the Agenda with regard to the declaration of Dividend. He informed that the Board of Directors of the Bank had proposed a dividend of ₹ 7.50 (75%) per Equity Share of face value of ₹ 10/- each and of ₹ 10/- (10%) per Perpetual Non-Cumulative Preference Share of ₹ 100/- each for the year 2011-12. The Resolution declaring dividends, proposed by Shri. S Chandrasekar and seconded by Shri. G Ramakrishnan, was passed unanimously by show of hands.
11. The Chairman then, declared the Sixth Annual General Meeting as closed.

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