LAKSHMI VILAS BANK

Secretarial Department

Ref/Sec/205/162/2012-13 11th October 2012

To
The Manager
Listing Department
M/s.National Stock Exchange of India Limited
"Exchange Plaza,"
Bandra-Kurla Complex,
Bandra (E)
Mumbai – 400 051.

Symbol	Series
LAKSHVILAS	EQ

Dear Sir,

Sub: Compliance with Clause 30 and Clause 31(d) of the Listing Agreement

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In compliance of Clause 30 of Listing Agreement, we hereby inform that our shareholders at their 85th Annual General Meeting held on 14.09.2012.

I) a. Re-elected Shri.S.G. Prabhakaran as Director.
b. Re-elected Shri.S. Dattathreyan as Director.
c. Re-elected Shri.K. Ravindrakumar as Director.
d. Elected Shri.R. Sharan as Director
e. Elected Shri. A. Satish Kumar as Director
f. Appointed M/s.Sagar & Associates, Chartered Accountants, Hyderabad as Auditors of the Bank

II) Further in Compliance of Clause 31(d) of the Listing Agreement, the proceedings of the 85th Annual General Meeting of the Bank is enclosed.

Thanking you,

Yours faithfully,

SECRETARIAL DEPARTMENT LVB A.O KARUR-6

Liston Pereira
Manager

Encl: A/a

MINUTE BOOK

THE LAKSHMI VILAS BANK LIMITED, REGISTERED OFFICE, KARUR-6

Minutes of the 85th Annual General Meeting of the Members of the Bank held on Friday, the 14th September, 2012 at 10.00 A.M., at the Registered Office of the Bank, Karur – 639 006.

PRESENT

(Sarvashree)

K.R.Pradeep	- Chairman of the Meeting
P.R.Somasundaram	- Managing Director & CEO
N.Saiprasad	- Director
K.Ravindrakumar	- Director
Kusuma R Muniraju	- Director
B.K.Manjunath	- Director - Chairman of Audit Committee of the Board
S.G.Prabhakharan	- Director
S.Dattathreyan	- Director
R. Sharan	- Director
A. Satish Kumar	- Director

195 members of the Bank representing 2965779 shares attended the meeting in person 27 Corporate Members representing 10148936 shares attended through representatives and 299 members representing 5785621 shares attended by proxies.

IN ATTENDANCE

K.S.R.Anjaneyulu	- Executive Director
M.Palaniappan	- Chief Financial Officer
N. Ramanathan	- Company Secretary
V.Vidyasagar Babu	- Chartered Accountants, M/s.Sagar & Associates.

Chairman of the Meeting

Proposed by Shri.N. Saiprasad, Director and seconded by Shri.K. Ravindrakumar, Director, Shri.K.R.Pradeep, Director occupied the chair to conduct the proceedings of the meeting. Leave of absence was granted to Shri D.L.N.Rao, Director upon his request made to the Board of Directors.

Shri. N. Saiprasad, Director, welcomed the Members.

Shri.R. Krishnamurthy, Senior Member garlanded the Chairman.

Shri.Veerappan, Senior Member garlanded the Managing Director & CEO.

The Chairman informed the members that the Bank had received 375 number of proxies for 2,17,76,662 number of equity shares. Out of this 21 number of proxies are invalid. The 354 number of valid proxies including authorized representatives for 2,17,44,152 numbers of equity shares and the statement of proxies received were on the table before him.

The Chairman of the Meeting also informed the members that the Statutory Registers were available for inspection by the members.

CHAIRMAN'S INITIAL

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The Chairman of the Meeting announced the presence of quorum and with the permission of the members, the Notice Convening the Meeting was taken as read. The Chairman delivered his address, indicating developments in Indian economic conditions in general and of Banking area in particular and highlighted the performance of the Bank in the financial year 2011-12.

Thereafter, the ordinary and special business mentioned in the notice convening the 85th Annual General Meeting of the Bank was taken-up for transaction.

1. Adoption of the Audited Balance Sheet for the year ended 31.03.2012 and Profit & Loss account for the year ended 31st March 2012 and Reports of the Directors and Auditors.

With the consent of the members present, the annual accounts for the year ended 31st March 2012 together with the Directors report was taken as read.

As per the direction of the Chairman of the Meeting, Shri.N. Ramanathan, Company Secretary, read the Auditors Report.

Thereafter, the following motion, proposed by Shri. A.S. Janardhanan, Member, as an Ordinary Resolution and seconded by Shri. R. Viswanathan, Member, was moved.

"RESOLVED that the Directors' Report, the balance sheet as at 31st March, 2012 and the Profit and Loss Account for the year ended 31st March, 2012 together with the Auditors' Report thereon be and are hereby approved and adopted.''

The Chairman of the Meeting then invited the members to offer any comments on the working of the Bank during the year under review, and said if any, he would be too glad to answer the same.

Thereafter certain members spoke on the resolution and put forth their views. Chairman of the Meeting thanked the shareholders for the keen interest evinced by them in the working of the Bank.

The Chairman put the Resolution to vote on a show of hands and declared the same carried unanimously.

02. Declaration of Dividend for the year 2011-12.

Proposed by Shri. R. Thangavelu, Member, and seconded by Shri.K.Balaji, Member, the following Ordinary Resolution was moved.

"Resolved that the Dividend at ₹.3.50/- (i.e. 35%) per Equity Share of the bank for the year ended 31.03.2012 be and is hereby declared."

The Chairman of the Meeting put the Resolution to vote on a show of hands and declared the same carried unanimously.

CHAIRMAN'S INITIAL

03. Re-appointment of Shri. S. G. Prabhakharan, a retiring director.

Proposed by Shri. C Krishnakumar, Member and seconded by Shri. N. Malayalaramamirtham, Member, the following Ordinary Resolution was moved.

"Resolved that Shri. S.G.Prabhakharan be and is hereby reappointed as director liable to retire by rotation."

The Chairman of the Meeting put the Resolution to vote on a show of hands and declared the same carried unanimously.

04. Re-appointment of Shri. S. Dattathreyan, a retiring director.

Proposed by Shri.C.Krishnakumar, Member and seconded by Shri.A.J.Suryanarayana, Member the following Ordinary Resolution was moved.

"Resolved that Shri. S.Dattathreyan be and is hereby reappointed as director liable to retire by rotation."

The Chairman of the Meeting put the Resolution to vote on a show of hands and declared the same carried unanimously.

05. Re-appointment of Shri. K.Ravindrakumar, a retiring director.

Proposed by Shri. NA.S.Jayagar, Member and seconded by Shri.N. Malayalaramamirtham, Member, the following Ordinary Resolution was moved.

"Resolved that Shri. K.Ravindrakumar be and is hereby reappointed as director liable to retire by rotation."

The Chairman of the Meeting put the Resolution to vote on a show of hands and declared the same carried unanimously.

06. Appointment of Statutory Auditors.

Proposed by Shri. A J. Suryanarayana, Member and seconded by Shri.K. Balaji, Member, the following Ordinary Resolution was moved.

"Resolved that M/s.Sagar & Associates, Chartered Accountants, Hyderabad be and is hereby re-appointed as statutory Auditors of the Bank to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting, as approved by RBI, on such remuneration and reimbursement of out-of-pocket expenses, if any, as may be fixed by the Board of Directors on the recommendation of the Audit Committee of the Board."

The Chairman of the Meeting put the Resolution to vote on a show of hands and declared the same carried unanimously.

CHAIRMAN'S INITIAL

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07. Appointment of Branch Auditors.

Proposed by Shri. NA.S.Jayagar, Member and seconded by Shri. ST.Singaram Member, the following Ordinary Resolution was moved.

"Resolved that the Board of Directors of the Bank be and is hereby authorized to appoint, in consultation with Statutory Auditors, the Branch Auditors who are qualified to act as Auditors, including Statutory Auditors pursuant to the provisions of Section 228 of the Companies Act, 1956 for the purpose of audit of the Branches of the Bank and to decide the Branch Offices to be audited by such Branch Auditors and to fix their remuneration and reimbursement of out of pocket expenses incurred, if any in connection with the Audit, based on the recommendation of the Audit Committee of the Board."

The Chairman of the Meeting put the Resolution to vote on a show of hands and declared the same carried unanimously.

08. Exemption of Branches from Audit of the Accounts for the year ending 31st March, 2013.

Proposed by Shri. N. Malayalaramamirtham, Member, and seconded by Shri N.Sivakumar, Member, the following Ordinary Resolution was moved.

"Resolved that the Board of Directors be and is hereby authorized to apply to the Central Government under the Companies (Branch Audit Exemption) Rules, 1961 for exemption from audit of the accounts for the year ending 31.03.2013 of such branch offices of the Bank and in the event of such exemption being not granted in respect of any such branch offices, then the Board of Directors be and is hereby authorized to arrange for audit of such branches which are not exempted."

The Chairman put the Resolution to vote on a show of hands and declared the same carried unanimously.

09. Appointment of Shri R. Sharan, a director retiring by rotation.

Proposed by Shri. C. Krishnakumar Member, and seconded by Shri. R.Dhandapani,, Member, the following Ordinary Resolution was moved.

"Resolved that Mr.R.Sharan who was appointed as an Additional Director of the Bank with effect from 30.05.2012 pursuant to the provisions of Article 17(b) of the Bank and Section 260 of the Companies Act, 1956 and holds office up to the date of 85th Annual General Meeting and in respect of whom the Bank has received notice in writing under Section 257 of the Companies Act, 1956 proposing his candidature for the office of director in terms of Article 17(c) of the Articles of Association of the Bank, be and is hereby appointed as a director of the bank, liable to retire by rotation."

The Chairman put the Resolution to vote on a show of hands and declared the same carried unanimously.

CHAIRMAN'S INITIAL

MINUTE BOOK

10. Appointment of A. Satish Kumar, a director retiring by rotation.

Proposed by Shri. N. Malayalaramamirtham, Member, and seconded by Shri. A J. Suryanarayana, Member, the following Ordinary Resolution was moved.

"Resolved that Mr. A.Satish Kumar who was appointed as an Additional Director of the Bank with effect from 30.05.2012 pursuant to the provisions of Article 17(b) of the Bank and Section 260 of the Companies Act, 1956 and holds office up to the date of 85th Annual General Meeting and in respect of whom the Bank has received notice in writing under Section 257 of the Companies Act, 1956 proposing his candidature for the office of director in terms of Article 17(c) of the Articles of Association of the Bank, be and is hereby appointed as a director of the bank, liable to retire by rotation."

The Chairman put the Resolution to vote on a show of hands and declared the same carried unanimously.

Thereafter, Shri. S. G. Prabhakharan, Director delivered the vote of thanks to the Members for attending the Annual General Meeting.

N. Ramanathan

(N. RAMANATHAN)
COMPANY SECRETARY

(K.R.PRADEEP)
CHAIRMAN OF THE MEETING

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