



Telephone : 044 – 28519654, 28415702
E-Mail : investor@iobnet.co.in
FAX : 044 – 28585675

इण्डियन ओवरसीज़ 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

IRC/ 281 /2017-18

30.01.2018

The Vice President

National Stock Exchange Limited

"Exchange Plaza", C-1, Block G

Bandra-Kurla Complex, Bandra (E)

Mumbai - 400 051

The General Manager

Dept. of Corporate Services

BSE Limited

Floor 1, P.J. Towers, Dalal Street

Mumbai - 400 001

Dear Sir/Madam,

Intimation under Regulation 44 of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015

We refer our letter No.IRC/250/2017-18 dated 08.01.2018 enclosing Notice for EGM to be held on Tuesday, January 30, 2018.

This is to inform you that at the EGM held today, the shareholders have accorded their approval by way of a Special Resolution which was passed with requisite majority for utilisation of an amount of Rs.6978,94,49,295.04 out of an amount of Rs.7650,06,21,325.42 being the balance standing to the credit of Share Premium Account as at 31.03.2017 by transfer to the credit of the Profit & Loss Account of the Bank for adjustment of the debit balance of Rs.6978,94,49,295.04 as at 31.03.2017, reducing the debit balance in the Profit & Loss account accordingly and take the same into account during current Financial year 2017-18.

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose Consolidated Scrutinizer's Report dated 30.01.2018, giving details regarding the voting results on the Agenda Item.

Details of total votes cast for and against the Special Resolution both by e-voting and by voting at the Meeting is given below:

Particulars	Total		Percentage (%)
	Number	Votes	
Assent	151	264,14,64,044	99.999
Dissent	32	14,291	0.001
Total	183	264,14,78,335	100.000





Please take the same on record.

Thanking You

Yours faithfully,

Anurag Shankar
General Manager & CFO

Encl: as above



S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

To,
The Chairman
Indian Overseas Bank
763, Anna Salai,
Chennai- 600002

Dear Sir,

At the outset, we would like to express our gratitude to the Bank for appointing us as the Scrutinizer for the remote e-Voting and voting by Shareholders at the Extraordinary General Meeting (EGM) held on Tuesday, 30th January, 2018 at Chennai.

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

For S. N. ANANTHASUBRAMANIAN & CO.
Company Secretaries

S. N. Ananthasubramanian



S. N. Ananthasubramanian
Partner
M. No.: 4206
C.P No.: 1774

30th January, 2018
Chennai

SCRUTINIZER'S REPORT

NAME OF THE BANK	Indian Overseas Bank
MEETING	Extraordinary General Meeting
DAY, DATE & TIME	Tuesday, 30 th January, 2018 at 10:30 a.m.
VENUE	Sathguru Gnanananda Hall, NaradaGana Sabha, 314 TTK Road, Alwarpet, Chennai 600018

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-Voting as well as the voting at the **Extraordinary** General Meeting (EGM) of **Indian Overseas Bank** (hereinafter referred to as "**the Bank**") held on Tuesday, 30th January, 2018 at the venue.

2. Dispatch of Notice convening the Meeting

The Bank has informed that, on the basis of the Register of Shareholders and the List of Beneficiary Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for the purpose of e-voting, the Bank duly dispatched the Notice of the EGM.

3. Cut-off date

The Voting rights were reckoned as on **Tuesday, 23rd January, 2018** being the Cut-off date for the purpose of deciding the entitlements of shareholders at the remote e-Voting and voting at the meeting.



4. Remote e-Voting Process

4.1 Agency

The Bank has appointed Central Depository Services (India) Limited (CDSL) as the agency for providing the remote e-voting platform.

4.2 Remote e-Voting period

Remote e-Voting platform was open from **9:00a.m. on Saturday, 27th January, 2018 to 5:00 p.m. on Monday, 29th January, 2018** and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolution on the remote e-Voting platform provided by CDSL.

5. Voting at the EGM

- 5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Shareholders who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting, to only such details relating to Shareholders who have cast their votes through remote e-Voting, such as their names, DP Id & Client Id/ folios, number of shares held but not the manner in which they have voted.
- 5.2 Accordingly, CDSL the remote e-Voting agency provided us with the names, DP Id & Client ID/folios numbers and shareholding of the shareholders who had cast their votes through remote e-Voting.
- 5.3 The Bank conducted voting at the venue of the meeting for the benefit of the shareholders, who had not voted earlier, to vote on the Special Resolution.



- 5.4 Shri K Ramesh, (Folio 00121161), a Shareholder of the Bank was also appointed as a Scrutinizer representing the Shareholders of the Bank for scrutinising the voting at the EGM.

6. Counting Process

- 6.1 On completion of voting at the Meeting, Cameo Corporate Services Ltd, Share Transfer Agent of the Bank (STA), provided us with the List of Shareholders who had cast their votes, with their holding details and details of votes cast on the Special Resolution.
- 6.2 The votes were reconciled with the records maintained by the Bank and STA with respect to the authorizations/ proxies lodged with the Bank.
- 6.3 We unblocked the remote e-Voting results on the CDSL e-Voting platform in the presence of Shri S N Viswanathan and Shri K Ramesh and downloaded the remote e-Voting results.
- 6.4 No shareholder of the Bank other than the Central Government holds more than 10% of the total voting rights of the Bank and accordingly, provisions of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970/80 with respect to restriction of voting rights are not applicable.

7. Results

- 7.1 We observed that
- a) Shareholders holding shares in **92** folios/accounts had cast their votes at the meeting.
 - b) Shareholders holding shares in **91** folios / accounts had cast their votes through remote e-voting

- 7.2 The Consolidated Result with respect to the items on the agenda enclosed.

Report of Scrutinizer on remote e-Voting and voting by Shareholders of Indian Overseas Bank at the EGM held on 30th January, 2018

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net; website www.snaco.net

7.3 Based on the aforesaid result, we report that the **Special Resolution** as contained in the Notice of the EGM dated 4th January, 2018 has been passed with **requisite majority**.

For S. N. ANANTHASUBRAMANIAN & CO.
Company Secretaries

S. N. Ananthasubramanian



S. N. Ananthasubramanian
Partner
M. No.: 4206
C.P No.: 1774

30th January, 2018
Chennai

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
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Item No. 1: Utilization of an amount of Rs. 6978,94,49,295.04 out of an amount of Rs. 7650,06,21,325.42 being the balance standing to the credit of “Share Premium Account” as at 31.3.2017 by transfer to the credit of the Profit & Loss Account of the Bank for adjustment of the debit balance of Rs. 6978,94,49,295.04 as at 31.3.2017 reducing the debit balance in the Profit & Loss account accordingly and take the same into account during current Financial Year 2017-18

Particulars	Remote e-Voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	84	29,04,57,931	67	235,10,06,113	151	264,14,64,044	99.999
Dissent	7	2,645	25	11,646	32	14,291	0.001
Total	91	29,04,60,576	92	235,10,17,759	183	264,14,78,335	100.000

Based on the aforesaid result, **Special Resolution** as contained in **Item No.1** of the Notice of the EGM dated 4th January, 2018 has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & CO.
Company Secretaries


S. N. Ananthasubramanian
Partner
M. No.: 4206
C.P No.: 1774




K Ramesh
Shareholder Scrutinizer
(Folio No Folio 00121161)

30th January, 2018
Chennai

Report of Scrutinizer on remote e-Voting and voting by Shareholders of Indian Overseas Bank at the EGM held on 30th January, 2018