ఆంధ్రాబ్యాంక్
(భారత ప్రభుత్వ సంస్థ)
आन्ध्रा बैंक
(भारत सरकार का उपक्रम)
Andhra Bank
(A Govt. of India Undertaking)

आन्ध्रा बैंक
प्रधान कार्यालय
"डॉ. पट्टाभि भवन"
5-9-11, सैफाबाद
हैदराबाद - 500 004

Andhra Bank
Head Office
"Dr. Pattabhi Bhavan"
5-9-11, Saifabad,
Hyderabad - 500 004.

विभाग DEPT: Board Secretariat
Merchant Banking Division
Telefax 040-23230883;Tel.No.040-23252371
E-mail: mbd@andhrabank.co.in;

Lr.No.666/25/P.177/735

Dt: 21.03.2016

The National Stock Exchange
Of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051.
Fax: 022-26598237/38
cmlist@nse.co.in;

SYMBOL: ANDHRABANK

Dear Sir,

Sub: Proceedings of the Extraordinary General Meeting of shareholders of the Bank held on March 21, 2016 at Hyderabad – Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we forward herewith a copy of Proceedings of the Extraordinary General Meeting of shareholders of the Bank held on Monday, March 21, 2016, at Hyderabad, for your information and records.

Yours sincerely,

(Y. Amarnath)
कंपनी सचिव Company Secretary

Encl: as above

आन्ध्रा बैंक/ANDHRA BANK M.B. Division प्र.का.हैद./H.O., Hyd.

ANDHRA BANK
(A Govt of India Undertaking)
Head Office: Dr. Pattabhi Bhavan, 5-9-11 Saifabad, Hyderabad - 500004
Website: www.andhrabank.co.in

Proceedings of the Extra-ordinary General Meeting of Shareholders of the Bank held on Monday, 21st March, 2016 at 11.00 A.M. at Andhra Bank Apex College, Plot No. 27-29, Financial District, Nanakramguda, Gachibowli, Hyderabad – 500032

AGENDA: To approve raising of capital by issuance of Equity Shares by way of Preferential Allotment to Life Insurance Corporation of India (LIC of India) and/ or various schemes of LIC of India

In accordance with the Notice dated 12th February, 2016 and Addendum to the said Notice dated 26th February, 2016, the Extra-ordinary General Meeting of the Bank was held on Monday, 21st March, 2016 at 11.00 A.M. at Andhra Bank Apex College, Plot No. 27-29, Financial District, Nanakramguda, Gachibowli, Hyderabad – 500032.

The meeting was attended by 124 Members including 42 proxies, One Authorised Representative.

The meeting was presided by seven Directors of the Bank.

1. The Meeting commenced at 11.00 A.M. The Managing Director & CEO (MD & CEO) of the Bank chaired the meeting and welcomed the shareholders present and with the requisite quorum of five shareholders pursuant to Regulation 58(i) of the Andhra Bank (Shares & Meetings) Regulations, 2003 being present, he called the meeting to order.

2. Thereafter, the MD & CEO introduced the Directors on the Dias.

3. The MD & CEO of the Bank informed that as per the Companies (Management and Administration) Amendment Rules, 2015, the facility to exercise the right to vote on resolutions proposed to be considered at General Meeting from a place other than venue of a general meeting by the shareholders through electronic means has been termed as 'Remote e-voting' by Ministry of Corporate Affairs vide their Notification dated 19.03.2015.

4. The MD & CEO of the Bank informed that in terms of Regulation 44(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and compliance to the Companies (Management and Administration) Rules, 2014 or amendments thereto, the Bank offered the Remote E-voting facility to the shareholders of the Bank as an alternate mode of voting, besides POLL (Physical Ballot) at the venue of the Extra-ordinary General Meeting.

5. The Remote e-voting was held from March 18, 2016, from 10.00 A.M. to March 20, 2016 till 05.00 P.M.

6. The MD & CEO of the Bank further informed that the Bank has appointed M/s Central Depository Services (India) Limited (CDSL) as Remote e-voting agency, M/s.T.R Ramabhadran, Practising Company Secretary, Hyderabad, as the Scrutiniser for the

M.D. Division

Remote e-voting and Poll and Mr. G. Raghu Babu, a shareholder of the Bank also appointed as the Scrutiniser for Poll.

7. Ballot Boxes used for the Poll were demonstrated and locked/ sealed by the Scrutinizer in the presence of the shareholders.

8. The MD & CEO then took up the given below sole Agenda item–

   To approve raising of capital by issuance of Equity Shares by way of Preferential Allotment to Life Insurance Corporation of India (LIC of India) and/ or various schemes of LIC of India

   Raising of capital by way of creating, offering, issuing and alloting 2,88,53,210 (Two Crore Eighty Eight Lakhs Fifty Three Thousand Two Hundred and Ten Only) equity shares of face value of Rs.10/- each for cash at Rs. 47.30p per share (including premium of Rs. 37.30p per share) on preferential basis to Life Insurance Corporation of India (LIC of India) and/ or various schemes of LIC of India.

9. Before putting the Resolution to vote, the MD & CEO invited the shareholders present to make their observations, if any, on the agenda item.

10. The MD & CEO responded to the various observations made/ queries raised by the shareholders.

11. The Ballot Boxes used for the Poll were demonstrated and locked under the supervision of the Scrutinisers in presence of the Shareholders.

12. The MD & CEO requested the shareholders to cast their votes who had not participated in Remote e-Voting. He further informed that the consolidated results alongwith the reports of Remote e-Voting and Poll will be submitted to the Stock Exchanges (NSE and BSE) and will be hosted on the Bank's website and on the CDSL website (the remote e-voting agency).

13. The MD & CEO then thanked all the participants for attending the meeting and after casting of votes by the shareholders, he declared the Extra-ordinary General Meeting as concluded.

For ANDHRA BANK

Y. Amarnath
(Company Secretary)

M.B. Division

Place:Hyderabad
Date: 21/03/2016