

**Registered Office :**

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No. 480, Anna Salai,  
Nandanam, Chennai 600 035  
Phone : 24313094 to 97  
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CIN No. L65191TN1989PLC017883



Ref: Sec/2019-20/123

September 21, 2019

<b>Bombay Stock Exchange Limited</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001 <b>Scrip Code: 511473</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza Bandra Kurla Complex Bandra (East) Mumbai 400 051 <b>Scrip Code: INDBANK</b>
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Dear Sir/Madam,

Sub: Details of voting results of the 30<sup>th</sup> Annual General Meeting of the company held on Saturday, 21<sup>st</sup> September, 2019 as per Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015,

Pursuant to Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details of voting results of 30<sup>th</sup> Annual General Meeting of the company held on Saturday, 21<sup>st</sup> September, 2019.

This is for your information and record.

Thanking you,

For **INDBANK MERCHANT BANKING SERVICES LIMITED**

A handwritten signature in blue ink, appearing to read 'V. Balamurugan', is written over a horizontal line.

V. Balamurugan  
Company Secretary and Compliance Officer

Enclosed: As above



**P Sriram & Associates**  
Practising Company Secretaries

**CONSOLIDATED REPORT OF THE SCRUTINIZER**

**(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xii) of the Companies (Management and Administration) Rules, 2014)**

TO,

**THE CHAIRMAN OF 30<sup>TH</sup> ANNUAL GENERAL MEETING OF  
INDBANK MERCHANT BANKING SERVICES LIMITED,  
HAVING REGISTERED OFFICE AT:  
I FLOOR, KHIVRAJ COMPLEX I NO.480,  
ANNA SALAI, NANDANAM,  
CHENNAI - 600035.**

**THIRTIETH ANNUAL GENERAL MEETING OF THE EQUITY SHAREHOLDERS OF  
INDBANK MERCHANT BANKING SERVICES LIMITED HELD ON SATURDAY  
21<sup>ST</sup> SEPTEMBER, 2019 AT 11:00 AM AT INDIAN BANK MANAGEMENT  
ACADEMY FOR GROWTH AND EXCELLENCE (IMAGE), MRC NAGAR, RAJA  
ANNAMALAIPURAM, CHENNAI-600028.**

I, P. Sriram, Proprietor of P. Sriram & Associates, Practicing Company Secretaries, was appointed as Scrutinizer by the Board of Directors of **INDBANK MERCHANT BANKING SERVICES LIMITED**, CIN: L65191TN1989PLC017883 ("the Company") for the purpose of scrutinizing the voting by electronic means i.e. remote e-voting at the Company's Annual General Meeting (AGM) held on 21<sup>st</sup> September, 2019 at the venue mentioned above pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ('Rules') and the Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015, in respect of resolutions contained in the Notice dated 19<sup>th</sup> July, 2019 of the AGM held on 21<sup>st</sup> September, 2019.

**Sriram Parthasarathy**  
**Scrutinizer**

No.10/17, Anandam Colony, South Canal Bank Road, Mandaveli, Chennai - 600 028.

Phone : 044-4215 3510, 4512 8000, Mobile : 95660 33011 E-mail : info@prowiscorporate.com



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The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means [i.e. by remote e-voting at the AGM for the resolutions contained in the Notice of the AGM. My responsibility as a scrutinizer is restricted to ensure that the voting process through remote e-voting at the AGM is conducted in a fair and transparent manner and to make a Consolidated Scrutinizer Report of the votes cast 'For' or 'Against' the resolutions contained in the Notice.

**Report on scrutiny:**

1. The Company has entered into an arrangement with Central Depository Services (India) Ltd (CDSL) the Agency authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means to all the members who were eligible to take part in the remote e-voting.
2. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolution placed for approval of the shareholders was 14<sup>th</sup> September, 2019.
3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Wednesday, 18<sup>th</sup> September, 2019 (10:00 Hours IST) till Friday, 20<sup>th</sup> September, 2019 (17:00 Hours IST) preceding the date of the AGM.
4. As on the cut-off date i.e. 14<sup>th</sup> September, 2019, there were 36,814 Shareholders.
5. At the end of remote e-voting period on 20<sup>th</sup> September, 2019 at 17:00 HRS IST, voting portal of Central Depository Services (India) Ltd (CDSL) was blocked forthwith.

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6. The Shareholders present in person at the AGM were 961.
7. On Saturday, 21<sup>st</sup> September, 2019 at 12:24 P.M., after conclusion of the AGM, the votes cast through remote e-voting were unblocked by me in the presence of - Ms.Nithya Pasupathy & Mr.Kiran Bhaskar.
8. The remote e-voting records were reconciled with the records maintained by M/s Cameo Corporate Services Ltd, the Registrar and Share Transfer Agents (RTA) of the Company along with the authorizations/ proxies lodged with the RTA/Company.
9. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under :



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**CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS**

**i.e., REMOTE E- VOTING AND VOTING BY POLL IS AS UNDER:**

**ITEM NO. 1: AS AN ORDINARY RESOLUTION**

**TO RECEIVE, CONSIDER AND ADOPT THE FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31/03/2019, TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON:**

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	6	18	3	7	-	-
Number of Votes Cast by Members	1315	28776626	106	22	-	-
% of total number of valid votes cast	0.004	99.996	0	0	-	-

**CONSOLIDATED RESULT ON VOTING ITEM NO: 1**

**Percentage of Votes in Favour -100%**

**Percentage of Votes against -0%**

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**ITEM NO.2: AS AN ORDINARY RESOLUTION**

**RE-APPOINT OF SHRI P.A.KRISHNAN (DIN: 07572747), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	8	18	1	7	-	-
Number of Votes Cast by Members	1420	28776626	1	22	-	-
% of total number of valid votes cast	0.004	99.996	0	0	-	-

**CONSOLIDATED RESULT ON VOTING ITEM NO: 2**

**Percentage of Votes in Favour – 100%**

**Percentage of Votes against – 0%**



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Scrutinizer**



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**ITEM NO. 3: AS AN ORDINARY RESOLUTION**

**APPOINTMENT OF SHRI. SHENOY VISHWANATH VITTAL (DIN: 07561455) AS NON-EXECUTIVE NOMINEE DIRECTOR OF THE COMPANY:**

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	8	18	1	7	-	-
Number of Votes Cast by Members	1420	28776626	1	22	-	-
% of total number of valid votes cast	0.004	99.996	0	0	-	-

**CONSOLIDATED RESULT ON VOTING ITEM NO: 3**

**Percentage of Votes in Favour – 100%**

**Percentage of Votes against – 0%**



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**ITEM NO.4 AS AN ORDINARY RESOLUTION**

**APPOINTMENT OF SHRI. VAIJINATH GAVARSHETTY (DIN: 08502484) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.**

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	8	18	1	7	-	-
Number of Votes Cast by Members	1420	28776626	1	22	-	-
% of total number of valid votes cast	0.004	99.996	0	0	-	-

**CONSOLIDATED RESULT ON VOTING ITEM NO: 4**

**Percentage of Votes in Favour – 100%**

**Percentage of Votes against –0%**

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Scrutinizer**





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**ITEM NO.5 AS A SPECIAL RESOLUTION**

**TO RE-APPOINT SHRI G R SUNDARAVADIVEL (DIN: 00353590), AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM**

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	8	17	1	8	-	-
Number of Votes Cast by Members	1420	28776526	1	122	-	-
% of total number of valid votes cast	0.004	99.996	0	0	-	-

**CONSOLIDATED RESULT ON VOTING ITEM NO: 5**

**Percentage of Votes in Favour -100%**

**Percentage of Votes against - 0%**



**Sriram Parthasarathy  
Scrutinizer**



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**ITEM NO.6 AS A SPECIAL RESOLUTION**

**TO APPROVE THE CONTINUANCE OF DIRECTORSHIP OF SHRI G R SUNDARAVADIVEL (DIN: 00353590) AS NON- EXECUTIVE INDEPENDENT DIRECTOR:**

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	8	17	1	8	-	-
Number of Votes Cast by Members	1420	28776526	1	122	-	-
% of total number of valid votes cast	0.004	99.996	0	0	-	-

**CONSOLIDATED RESULT ON VOTING ITEM NO: 6**

**Percentage of Votes in Favour - 100%**

**Percentage of Votes against - 0%**



**Sriram Parthasarathy  
Scrutinizer**



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**ITEM NO.7 AS A SPECIAL RESOLUTION**

**TO RE - APPOINT SMT. CHITRA MURALI (DIN: 06751105) AS NON- EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY FOR A SECOND TERM**

Voting	Voted in favour of the resolution		Voted against the resolution		Votes invalid	
	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting	Through voting by poll	Through remote e-voting
Number of Members voted (in person or by proxy)	6	18	3	7	-	-
Number of Votes Cast by Members	1315	28776626	106	22	-	-
% of total number of valid votes cast	0.004	99.996	0	0	-	-

**CONSOLIDATED RESULT ON VOTING ITEM NO: 7**

Percentage of Votes in Favour - 100%

Percentage of Votes against - 0%



**Sriram Parthasarathy  
Scrutinizer**



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10. It is to be noted that

- a. The shareholders abstained from voting on specific resolutions under remote e-voting were not considered.
- b. Shareholders whose signature is not matched, improperly voted, abstained from voting resolutions are considered as invalid ones.

14. Based on the voting reported in the above table all resolutions are passed with requisite majority, I request the Chairman of the AGM to announce the results accordingly.

15. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed herewith.

16. The electronic data and all other relevant records relating to the e-voting is under my safe custody and will be handed over to the Chairman for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

Thanking You,

**SIGNATURE OF THE SCRUTINIZER:**

**(Sriram Parthasarathy)**  
**P. Sriram & Associates**  
**FCS No. 4862/C P No: 3310**

**Date: 21<sup>st</sup> September, 2019**  
**Place: Chennai**

**Sriram Parthasarathy**  
**Scrutinizer**