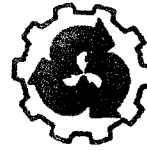


**Registered Office :**  
 1<sup>st</sup> Floor, Khivraj Complex 1  
 No. 480, Anna Salai,  
 Nandanam, Chennai 600035  
 Phone : 24313094 to 97  
 Fax : 24313093  
 Email : registered@indbankonline.com



**Indbank**  
**Merchant Banking Services Ltd**  
 (A Subsidiary of Indian Bank)

Ref: Sec/2012-13/181

September 24, 2013

**The Secretary**  
 Bombay Stock Exchange  
 Listing Department  
 Phiroze Jeejeebhoy Towers  
 Dalal Street  
 Mumbai 400 001

Sub: Information under the Listing Agreement– Postal Ballot Results of the company

Dear Sir,

Pursuant to Clause 35A of the Listing Agreement, please find below the details in the prescribed format of the Postal Ballot Results declared by the Company for the Amendment to Main Objects of the Memorandum of Association of the Company, which has been approved by the Members of the Company by requisite majority.

Date of the Declaration of Results: 23/09/2013

Total number of shareholders on cut-off date: 44907

No. of Shareholders voted in favour and against of the resolution:-

Promoter/ public	No. of shares held	No. of votes polled	%of Votes polled on outstandin g shares	No. of Votes in favour	No. of votes Against	% of Votes in favour on Votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	28773800	28773800	100%	28773800	-	100%	-
Public- Institutional Holders	604600	--	--	--	--	--	--
Public- Others	14999800	218079	1.45%	211320	6609	96.90%	3.03%
Total	44378200	28991879		28985120	6609	99.98%	0.02%

No. of shareholders attended the meeting through Video Conferencing: Not Applicable



Details of the Agenda: Approval of Special Resolution for the Amendment to Main Objects of the Memorandum of Association of the Company.

Resolution required: Pursuant to the provisions of Section 17 and all other applicable provisions, if any, of the companies Act, 1956 including any statutory modification or re-enactment thereof for the time being in force read with section 192A of the Act and the Companies Rules, 2011.

Resolution passed by the shareholders through Postal Ballot

“RESOLVED that pursuant to the provisions of Section 17 and all other applicable provisions, if any, of the Companies Act, 1956 (hereinafter referred to ‘the Act’), including any statutory modification or re-enactment thereof for the time being in force read with Section 192 A of the Act and the Companies (Passing of resolution by Postal Ballot) Rules, 2011 and subject to the necessary approvals, consents, permissions and sanctions required, if any, in this regard from authorities concerned, consent of the Members of the company be and is hereby accorded to amend Clause III A (1) of the Main Objects of the Memorandum of Association of the company by inserting the words *“to undertake all the activities, functions and obligations of the depository participant and such other activities which are incidental or ancillary thereto”* after the words *“to acquire and hold membership in one or more exchanges in India and/or abroad and to undertake all related activities”*.”

RESOLVED further that the Board of Directors of the Company (“the Board”) be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and/or incidental thereto.

RESOLVED further that the Board be and is hereby authorized to accept such modifications as may be directed by authorities concerned in this regard without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of the above resolution and to take such other necessary steps as may be required to implement the above said resolution.”

Mode of Voting: postal Ballot

Kindly take the above information on your records.

Yours Faithfully,

V S Srinivasan  
Vice President & Company Secretary and  
Compliance Officer