<u>Item No.1-Ordinary Resolution:</u> Adoption of Annual Accounts for the Year ended 31st March 2014

Promoter/Public	No. of Shares	No. of votes	% of votes	No. of votes –	No. of votes –	% of votes in	% of votes in
	held	polled	polled on	in favour	against	favour on votes	against on votes
			outstanding	·		polled	polled
			shares			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
			× *				
	(1)	(2)	(3)=[(2)/(1)]*1	(4)	(5)		
			00				
Promoter and Promoter	28773800	28773800	100.00	28773800	0	100.00	0.00
Group				·			•
Public Institutional	149600	0	0.00	0	0	0.00	0.00
holders							
Public -Others	15454800	104066	0.67	103966	100	99.90	0.10
Total	44378200	28877866	65.07	28877766	100	99.99965	0.00035

Item No.2-Ordinary Resolution: Appointment of Director in place of Shri B. Raj kumar who retires by rotation

Promoter/Public	No. of Shares	No. of votes	% of votes	No. of votes –	No. of votes –	% of votes in	% of votes in
	held	polled	polled on	in favour	against	favour on votes	against on votes
			outstanding			polled	polled
			shares		,	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)	(3)=[(2)/(1)]*1	(4)	(5)		·
			00	٠			
Promoter and Promoter	28773800	28773800	100.00	28773800	0	100.00	0.00
Group							
Public Institutional	149600	0	0.00	0	0	0.00	0.00
holders							
Public -Others	15454800	104066	0.67	4466	99600	4.29	95.71
Total DANKWA	44378200	28877866	65.07	28778266	99600	99.66	

Item No.3-Ordinary Resolution: Appointment of Shri T. M. Nagarajan as a Non – executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

Promoter/Public	No. of Shares	No. of votes	% of votes	No. of votes –	No. of votes –	% of votes in	% of votes in
	held	polled	polled on	in favour	against	favour on votes	against on votes
			outstanding			polled	polled
			shares			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)	(3)=[(2)/(1)]*1	(4)	(5)		
Promoter and Promoter	28773800	28773800	00 100.00	28773800		100.00	0.00
Group	28773800	28773800	100.00	20773000	0	100.00	0.00
Public Institutional	149600	0	0.00	0	0	0.00	0.00
holders			•				
Public -Others	15454800	104066	0.67	103866	200	99.81	0.19
Total	44378200	28877866	65.07	28877666	200	99.9993	0.0007

<u>Item No.4-Ordinary Resolution:</u> Appointment of Shri P. M. Venkatasubramanian as a Non-executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

Promoter/Public	No. of Shares	No. of votes	% of votes	No. of votes –	No. of votes –	% of votes in	% of votes in
	held	polled	polled on	in favour	against	favour on votes	against on votes
			outstanding			polled	polled
			shares			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)	(3)=[(2)/(1)]*1	(4)	(5)		
			00				
Promoter and Promoter	28773800	28773800	100.00	28773800	0	100.00	0.00
Group							
Public Institutional	149600	0	0.00	0	0	0.00	0.00
holders			·				
Public -Others	15454800	104066	0.67	4366	99700	4.20	95.80
Jetal	44378200	28877866	65.07	28778166	99700	99.65	0.35

<u>Item No.5-Ordinary Resolution:</u> Appointment of Shri G. R. Sundaravadivel as a Non-executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

Promoter/Public	No. of Shares	No. of votes	% of votes	No. of votes –	No. of votes –	% of votes in	% of votes in
	held	polled	polled on	in favour	against	favour on votes	against on votes
			outstanding			polled	polled
			shares			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)	(3)=[(2)/(1)]*1 00	(4)	(5)		
Promoter and Promoter	28773800	28773800		28773800	0	100.00	0.00
Group				20,73000	Ŭ	100.00	0.00
Public Institutional	149600	0	0.00	0	0	0.00	0.00
holders							
Public -Others	15454800	104066	0.67	4466	99600	4.29	95.71
Total	44378200	28877866	65.07	28778266	99600	99.66	0.34

<u>Item No.6-Ordinary Resolution:</u> Appointment of Smt. Chitra Murali as a Non-executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

Promoter/Public	No. of Shares	No. of votes	% of votes	No. of votes –	No. of votes –	% of votes in	% of votes in
	held	polled	polled on outstanding shares	in favour	against	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)	(3)=[(2)/(1)]*1 00	(4)	(5)		
Promoter and Promoter	28773800	28773800	100.00	28773800	0	100.00	0.00
Group				-			
Public Institutional holders	149600	0	0.00	0	0	0.00	0.00
Public -Others	15454800	104066	0.67	4366	99700	4.20	95.80
Total	44378200	28877866	65.07	28778166	99700	99.65	0.35

Item No.7-Ordinary Resolution:Confirmation of Shri K. Udaya Bhaskara Reddy as director of the Company liable to retire by rotation

Promoter/Public	No. of Shares	No. of votes	% of votes	No. of votes –	No. of votes –	% of votes in	% of votes in
	held	polled	polled on outstanding shares	in favour	against	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)	(3)=[(2)/(1)]*1 00	(4)	(5)	· · ·	
Promoter and Promoter Group	28773800	28773800	100.00	28773800	0	100.00	0.00
Public Institutional holders	149600	0	0.00	0	0	0.00	0.00
Public -Others	15454800	104066	0.67	4466	99600	4.29	95.71
Total	44378200	28877866	65.07	28778266	99600	99.66	0.34

Item No.8-Special Resolution: To delist the Equity Shares of the Company from the BSE Ltd

Promoter/Public	No. of Shares	No. of votes	% of votes	No. of votes –	No. of votes –	% of votes in	% of votes in
	held	polled	polled on	in favour	against	favour on votes	against on votes
			outstanding	-		polled	polled
			shares			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)	(3)=[(2)/(1)]*1	(4)	(5)		
Promoter and Promoter	28773800	28773800	100.00	28773800	0	100.00	0.00
Group		-				and the second	
Public Institutional	149600	0	0.00	0	0	0.00	0.00
holders							_
Public -Others	15454800	104066	0.67	3726	99650	3.60	96.40
Total	44378200	28877866	65.07	28777526	99650	99.65	0.35

Item No.9-Special Resolution: Resolution passed under Section 180(1) (c) of the Companies Act 2013 for Borrowing limits of the Company

Promoter/Public	No. of Shares	No. of votes	% of votes	No. of votes –	No. of votes –	% of votes in	% of votes in
	held	polled	polled on	in favour	against	favour on votes	against on votes
		•	outstanding			polled	polled
			shares			(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	(1)	(2)	(3)=[(2)/(1)]*1	(4)	(5)		
			00				
Promoter and Promoter	28773800	28773800	100.00	28773800	0	100.00	0.00
Group							
Public Institutional	149600	0	0.00	0	0	0.00	0.00
holders						•	
Public -Others	15454800	104066	0.67	103966	100	99.90	0.10
Total	44378200	28877866	65.07	28877766	100	99.99965	0.00035

Item No.10-Special Resolution: Resolution passed under Section 180(1) (a) of the Companies Act 2013 for Creation of Charge and Mortgage

Promoter/Public	No. of Shares	No. of votes	% of votes	No. of votes –	No. of votes –	% of votes in	% of votes in
	held	polled	polled on outstanding shares	in favour	against	favour on votes polled (6)=[(4)/(2)]*100	against on votes polled (7)=[(5)/(2)]*100
	(1)	(2)	(3)=[(2)/(1)]*1 00	(4)	(5)		
Promoter and Promoter Group	28773800	28773800	100.00	28773800	0	100.00	0.00
Public Institutional holders	149600	0	0.00	0	0	0.00	0.00
Public -Others	15454800	104066	0.67	103966	100	99.90	0.10
Total	44378200	28877866	65.07	28877766	100	99.99965	0.00035



·	



Scrutinizer Report for: Indbank Merchant Banking Services Ltd.

To

The Chairman

Indbank Merchant Banking Services Ltd.

Indian Bank Management Academy for Growth & Excellence (IMAGE),

MRC Nagar, Raja Annamalaipuram,

Chennai - 600028.

Respected Sir,

Sub: Passing of Resolutions through Electronic Voting – Reg.

In terms of Clause 35B of the Listing Agreement and provisions of the Section 108 of the Companies Act, 2013 read with Rule 20 (ix) of Companies (Management & Administration) Rules, 2014 (the Rules), I was appointed as Scrutinizer by the Company on 9th August 2014 to the e-voting process for passing the resolutions in items numbers 1 to 10 of the Annual General Meeting Notice dated 9th August, 2014

On the basis of the Register of Members and the List of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on August 22nd, 2014, the Cut-off date for the purpose of E-Voting, the Company completed dispatch of the Notice of E-Voting by email to **9198** members who had registered their Email-IDs with the Company and by Courier to **35189** Members in physical form on **03rd September**, **2014**.



In terms of the aforesaid Notice, E-Voting was open for three days from **on Thursday**, 18th September, 2014 to till of Saturday 20th September, 2014 and members were required to cast their votes electronically conveying their Assent or Dissent in respect of the Ordinary/Special Resolutions as contained in Annual General Meeting notice dated 9th August, 2014, on e-Voting platform provided by Central Depository Service (India) Limited (CDSL).

As required in the Rules, I unlocked the E-Voting on the platform provided by CDSL after the completion of E-Voting process at close on Saturday in the presence of Ms. Nithya Pasupathy & Mr. Arun Kumar.

Based on the results made available to me, Members have casted their votes on the E-Voting platform and I have annexed with this Report, the details and analysis of the E-voting Results for each of Ten items.

P SRIRAM

Practicing Company Secretary

Date: 22nd September 2014

Place: Chennai



25TH ANNUAL GENERAL MEETING E-VOTING RESULT OF INDBANK MERCHANT BANKING SERVICES LIMITED **Results for Resolution 1**

SUBJECT: Adoption of Annual Accounts for the Year ended 31st March 2014

TYPE OF RESOLUTION: Ordinary

Dissent	Assent	Received	Particulars
1	14	15	Number of E-Votes
100	28877076	28877176	Number of votes contained in E-votes
0.00035	99.99965	100	Percentage of Total Votes

Results for Resolution 2

SUBJECT: Appointment of Director in place of Shri B. Raj kumar who retires by rotation

TYPE OF RESOLUTION: Ordinary

	Dissent	7	Assent	Neceived			Particulars
	2		13	15			Number of E-Votes
	99600		28777576	28877176		in E-votes	Number of votes contained
Ċ	0.345	33.033	00 655	100	Silver in the second se		Percentage of Total Votes





25TH ANNUAL GENERAL MEETING E-VOTING RESULT OF INDBANK MERCHANT BANKING SERVICES LIMITED **Results for Resolution 3**

SUBJECT: Appointment of Shri T. M. Nagarajan as a Non - executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

TYPE OF RESOLUTION: Ordinary

271000116	Dissent	Assent)	Received			Particulars
F		14	15	À		Salo E-A Offs	
100	10011010	28877076	28877176		in E-votes	Number of votes contained	
0.00035	99.99965		100			Percentage of Total Votes	

Results for Resolution 4

SUBJECT: Appointment of Shri P. M. Venkatasubramanian as a Non-executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

TYPE OF RESOLUTION: Ordinary

	Dissent	TASSCIIL	Accent	VECETAER	Donaired				
-	3	13.		15				TAUTITUCE OF D-AOLES	
99600		28777576		28877176		THE LOUIS		Number of votes contained	
0.345	33.033	00 655	TOO	100		The second secon	Caron Tonge - C. Caron	Percentage of Total Votes	



25TH ANNUAL GENERAL MEETING E-VOTING RESULT OF INDBANK MERCHANT BANKING SERVICES LIMITED **Results for Resolution 5**

SUBJECT: Appointment of Shri G. R. Sundaravadivel as a Non-executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

TYPE OF RESOLUTION: Ordinary

	Dissent	Assent	Received		Lancuars
F		14	15		Number of E-Votes
99500	2011010	28777676	28877176	m rs-voice	Number of votes contained
0.3446	99.6554		100		Percentage of Total Votes

Results for Resolution 6

liable to retire by rotation for a term of five consecutive years SUBJECT: Appointment of Smt. Chitra Murali as a Non-executive and Independent director of the Company not

TYPE OF RESOLUTION: Ordinary

	Dissent	Assent 13		Received			Landemars 21
99600	7011						Number of E-Votes Number
ō	7370	78777576	28877176		in E-votes		The of votes senting
0.345	99.655		100			Percentage of Lotal Votes	



25th Annual General meeting e-voting result of Indbank merchant banking services limited

Results for Resolution 7

SUBJECT: Confirmation of Shri K. Udaya Bhaskara Reddy as director of the Company liable to retire by rotation.

TYPE OF RESOLUTION: Ordinary

	Dissent 2	Assent 15	Received	Particulars Number of E-Votes
99600 0.345	576	28877176	in E-votes	Albert .

Results for Resolution 8

SUBJECT: To delist the Equity Shares of the Company from the BSE Ltd.

TYPE OF RESOLUTION: Special

	Dissent	Assent	Received		
	w	13	10		Number
					ber of E-Votes
99650	28777526	28877176		in E-votes	Number of votes cor
0.3451	99.6549	100		Percentag	.
				ge of Total Votes	





25th ANNUAL GENERAL MEETING E-VOTING RESULT OF INDBANK MERCHANT BANKING SERVICES LIMITED

Results for Resolution 9

SUBJECT: Resolution passed under Section 180(1) (c) of the Companies Act 2013 for Borrowing limits of the

TYPE OF RESOLUTION: Special

Assent Dissent	Particular Received
Assent Dissen	Ce.
nt et	CEL
	lars
	K_{ij}
1 14 15	\mathbf{z}
	夏
	Jer
	of l
	nber of E-Votes
	Vo
	fes
1 2 2	E. 17
2887 2887 100	
28877176 28877076 100	Number of in E-votes
0 6	76.6
0.00 16.50	000
	o o
	9
	votes contained
	1ed
	THE RESERVE OF THE PARTY OF THE
100 99.99965 0.00035	Percentage of
100 99.9996 0.00035	erc
35 365	en
	99
	9
	of Total v
	07
	01'e
	•

Results for Resolution 10

SUBJECT: Resolution passed under Section 180(1) (a) of the Companies Act 2013 for Creation of Charge and Mortgage

TYPE OF RESOLUTION: Special

Dissent	Received Assent	Particulars
	15 22	Number of E-Votes
28877076 99 100 0.	28877176	Number of votes contained Percin E-votes
99.99965		Percentage of Total Votes



[Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2) Of the Companies (Management and Administration) Rules, 2014]

То

The Chairman

Indbank Merchant Banking Services Ltd.

Indian Bank Management Academy for Growth & Excellence (IMAGE),

MRC Nagar, Raja Annamalaipuram,

Chennai – 600028.

Meeting:

25th Annual General Meeting of the Members

Date and Time:

Saturday, September 27th, 2014 at 11.00 AM

Indian Bank Management Academy for Growth & Excellence (IMAGE), MRC Nagar, Raja Annamalaipuram, Chennai – 600028.

Dear Sir,

I, P. SRIRAM, Practising Company Secretary appointed as Scrutinizers for the purpose of the poll taken on the resolution(s) mentioned in the Notice of AGM dated 9th August, 2014, at the meeting of the members of Indbank Merchant Banking Services Ltd. (Company), held on Saturday, September 27th, 2014 at 11.00 AM at Indian Bank Management Academy for Growth & Excellence (IMAGE), MRC Nagar, Raja Annamalaipuram, Chennai – 600028, submit my report as under:

- 1 After the time fixed for closing of the poll by the Chairman, One ballots box kept for polling were locked in my presence with due identification marks placed by me
- The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with Registrar & Transfer Agents.



[Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2) Of the Companies (Management And Administration) Rules, 2014]

- 3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately
- 4. The result of the Poll is Annexed Resolution wise.
- 5. Soft copy of the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution has been emailed to the Company Secretary.
- 6. The poll papers and all other relevant records duly have been handed over to the Company Secretary for safe keeping.

Yours faithfully,

Date: 29th September, 2014

Place: Chennai

P.SRIRAM

Scrutinizer



[Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2) Of the Companies (Management And Administration) Rules, 2014]

Resolution – 01 (Ordinary Resolution)

Adoption of Annual Accounts for the Year ended 31st March 2014

(i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast.
3	690	100

(ii) Voted against the resolution:

Numbers of members present	Number of votes cast by them	% of total number of valid votes
and voting (in person or by		cast
proxy)		
0	0	0

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



[Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2)

Of the Companies (Management And Administration) Rules, 2014]

Resolution – 02 (Ordinary Resolution)

Appointment of Director in place of Shri B. Raj kumar who retires by rotation

(i) Voted in favour of the resolution:

Numbers of members present	Number of votes cast by them	% of total number of valid votes
and voting (in person or by		cast
proxy)		
3	690	100

(ii) Voted against the resolution:

Numbers of members present	Number of votes cast by them	% of total number of valid votes
and voting (in person or by proxy)		cast
0	0	0

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

AN



[Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2)

Of the Companies (Management And Administration) Rules, 2014]

Resolution - 03 (Ordinary Resolution)

Appointment of Shri T. M. Nagarajan as a Non – executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years.

(i) Voted in favour of the resolution:

Numbers of members present	Number of votes cast by them	% of total number of valid votes
and voting (in person or by proxy)		Cast
2	590	85.5

(ii) Voted against the resolution:

Numbers of members present	Number of votes cast by them	% of total number of valid votes
and voting (in person or by proxy)		COST (1) 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1
1	100	14.5

Total number of members (in person or by proxy) whose votes were declared invalid	
0	0



[Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2)

Of the Companies (Management And Administration) Rules, 2014]

Resolution – 05 (Ordinary Resolution)

Appointment of Shri G. R. Sundaravadivel as a Non-executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

(i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	590	85.5

(ii) Voted against the resolution:

Numbers of members present	Number of votes cast by them	% of total number of valid votes
and voting (in person or by		cast
proxy)		
1	100	14.5

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0 1
	PCC P



[Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2)

Of the Companies (Management And Administration) Rules, 2014]

Resolution- 04 (Ordinary Resolution)

Appointment of Shri P. M. Venkatasubramanian as a Non–executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

(i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
2	590	85.5

(ii) Voted against the resolution:

Numbers of members present	Number of votes cast by them	% of total number of valid votes
and voting (in person or by proxy)		cast
1	100	14.5

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	O

Al pcs



[Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2) Of the Companies (Management And Administration) Rules, 2014]

Resolution – 06 (Ordinary Resolution)

Appointment of Smt. Chitra Murali as a Non-executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

(i) Voted in favour of the resolution:

	Number of votes cast by them	% of total number of valid votes
and voting (in person or by proxy)		cast
2	590	85.5

(ii) Voted against the resolution:

Numbers of members present	Number of votes cast by them	% of total number of valid votes
and voting (in person or by		cast
proxy)		
1	100	14.5

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



[Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2) Of the Companies (Management And Administration) Rules, 2014]

Resolution - 07 (Ordinary Resolution)

Confirmation of Shri K. Udaya Bhaskara Reddy as director of the Company liable to retire by rotation.

(i) Voted in favour of the resolution:

Numbers of members present	Number of votes cast by them	% of total number of valid votes
and voting (in person or by		cast
proxy)	The state of the s	
3	690	100

(ii) Voted against the resolution:

and voting (in person or by cast	
	elene Allene Marie Richard State III
proxy)	

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



[Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2) Of the Companies (Management And Administration) Rules, 2014]

Resolution – 08 (Special Resolution)

To delist the Equity Shares of the Company from the BSE Ltd.

(i) Voted in favour of the resolution:

Numbers of members present	Number of votes cast by them	% of total number of valid votes
and voting (in person or by proxy)		cast - E
3	690	100

(ii) Voted against the resolution:

Numbers of members present	Number of votes cast by them	% of total number of valid votes
and voting (in person or by proxy)		cast
0	0	0

(iii) Invalid Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

A



[Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2)

Of the Companies (Management And Administration) Rules, 2014]

Resolution – 09 (Special Resolution)

Resolution passed under Section 180(1) (c) of the Companies Act 2013 for Borrowing limits of the Company

(i) Voted in favour of the resolution:

	Number of votes cast by them	% of total number of valid votes
and voting (in person or by proxy)		Cast + The state of the state o
3	690	100

(ii) Voted against the resolution:

Numbers of members present	Number of votes cast by them	% of total number of valid votes
and voting (in person or by proxy)		Cast 1000000000000000000000000000000000000
0	0	0

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0



[Pursuant to Section 109 of the Companies Act, 2013 and Rules 21(2)

Of the Companies (Management And Administration) Rules, 2014]

Resolution – 10 (Special Resolution)

Resolution passed under Section 180(1) (a) of the Companies Act 2013 for Creation of Charge and Mortgage

(i) Voted in favour of the resolution:

Numbers of members present	Number of votes cast by them	% of total number of valid votes
and voting (in person or by proxy)		cast
3	690	100

(ii) Voted against the resolution:

Numbers of members present	Number of votes cast by them.	% of total number of valid votes
and voting (in person or by		cast
proxy)		
0	0	0

Total number of a proxy) whose you	AUDITORIO DEL CRESTO DE LA COMPANIO DEL COMPANIO DE LA COMPANIO DEL COMPANIO DE LA COMPANIO DEL COMPANIO DEL COMPANIO DE LA COMPANIO DE LA COMPANIO DE LA COMPANIO DE LA COMPANIO DEL COMPANIO DELICA DEL COMPANIO DEL COMPANION DEL COMPANION DEL COMPANION DEL COMPANIO DEL COMPANION DEL COMPAN	THE RESIDENCE OF STREET STREET, SALES		Total number	of votes c	ast by the	em.		塘
0		7	224.28	0	- 1997				
	l	1	,					**********	



CONSOLIDATED RESULTS OF E-VOTING & POLL AT AGM OF INDBANK MERCHANT BANKING SERVICES LTD HELD ON 27TH SEPTEMBER 2014

Item No.1-Ordinary Resolution: Adoption of Annual Accounts for the Year ended 31st March 2014

Particulars:	· · · · · · · · · · · · Nu	mber of	LANCE OF THE STATE	Number of Vo	res contained in		Percentage
	Polling Papers	E- Voting	Total	Polling papers	E-Votes	Total	
Assent	3	14	17	690	28877076	28877766	99.99965
Dissent	0	1	1	0	100	100	0.00035
Total	. 3	15	18	. 690	28877176	28877866	100

Accordingly, out of the **28877866** E-Votes and Ballot Forms polled; **28877766** Votes were cast Assenting to the Ordinary Resolution constituting **99.99965**% of the votes polled; **100** votes were cast DISSENTING to the Ordinary Resolution constituting **0.00035**% of the votes polled on the Ordinary Resolution.

Thus, the Ordinary resolution as contained in item No.1 is passed with requisite majority.

(P.Sriram)

Practising Company Secretary

Scrutinizer



CONSOLIDATED RESULTS OF E-VOTING & POLL AT AGM OF INDBANK MERCHANT BANKING SERVICES LTD HELD ON 27TH SEPTEMBER 2014

Item No.2-Ordinary Resolution: Appointment of Director in place of Shri B. Raj kumar who retires by rotation

Particulars	Nu	mber of .		Number of Vo	tes contained in		Percentage
	Polling Papers	E- Voting	Total	Polling papers	E-Votes	Total	
Assent	3	13	16	690	28777576	28778266	99.66
Dissent	0	2	2	0	99600	99600	0.34
Total	3	15	18	690	28877176	28877866	100

Accordingly, out of the **28877866** E-Votes and Ballot Forms polled; **28778266** Votes were cast Assenting to the Ordinary Resolution constituting **99.66%** of the votes polled; **99600** votes were cast DISSENTING to the Ordinary Resolution constituting **0.34%** of the votes polled on the Ordinary Resolution.

Thus, the Ordinary resolution as contained in item No.2 is passed with requisite majority.

(P.Sriram)

Practising Company Secretary

Scrutinizer



CONSOLIDATED RESULTS OF E-VOTING & POLL AT AGM OF INDBANK MERCHANT BANKING SERVICES LTD HELD ON 27TH SEPTEMBER 2014

<u>Item No.3- Ordinary Resolution:</u> Appointment of Shri T. M. Nagarajan as a Non – executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

Particulars Number of Number of Votes contained in								
	Polling Papers	E- Voting	Total	Polling papers	E-Votes	Total	The second secon	
Assent	2	14	16	590	28877076	28877176	99.9993	
Dissent	1	1	2	100	100	200	0.0007	
Total	3	15	18	690	28877176	28877866	100	

Accordingly, out of the **28877866** E-Votes and Ballot Forms polled; **28877176** Votes were cast Assenting to the Ordinary Resolution constituting **99.993%** of the votes polled; **200** votes were cast DISSENTING to the Ordinary Resolution constituting **0.0007%** of the votes polled on the Ordinary Resolution.

Thus, the Ordinary resolution as contained in item No.3 is passed with requisite majority.

(P.Sriram)

Practising Company Secretary

Scrutinizer



CONSOLIDATED RESULTS OF E-VOTING & POLL AT AGM OF INDBANK MERCHANT BANKING SERVICES LTD HELD ON 27TH SEPTEMBER 2014

<u>Item No.4- Ordinary Resolution:</u> Appointment of Shri P. M. Venkatasubramanian as a Non–executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

Particulars	Nu	imber of		Number of Vo	tes contained in		Percentage
	Polling Papers	E- Voting	Total	Polling papers	E-Votes	Total	
Assent	2	13	15	590	28777576	28778166	99.65
Dissent	1	. 2	3	100	99600	99700	. 0.35
Total	3	15	18	690	28877176	28877866	100

Accordingly, out of the 28877866 E-Votes and Ballot Forms polled; 28778166 Votes were cast Assenting to the Ordinary Resolution constituting 99.65% of the votes polled; 99700 votes were cast DISSENTING to the Ordinary Resolution constituting 0.35% of the votes polled on the Ordinary Resolution.

Thus, the Ordinary resolution as contained in item No.4 is passed with requisite majority.

(P.Sriram)

Practising Company Secretary

Scrutinizer



CONSOLIDATED RESULTS OF E-VOTING & POLL AT AGM OF INDBANK MERCHANT BANKING SERVICES LTD HELD ON 27TH SEPTEMBER 2014

<u>Item No.5- Ordinary Resolution:</u> Appointment of Shri G. R. Sundaravadivel as a Non-executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

Particulars	· Nu	ımber of		Number of Vo	tes contained in		Percentage
	Polling Papers	E- Voting	Total	Polling papers	E-Votes	Total	
Assent	2	14	16	590	28777676	28778266	99.66
Dissent	. 1	1	2	100	99500	99600	0.34
Total	3	15	18	690	28877176	28877866	100

Accordingly, out of the **28877866** E-Votes and Ballot Forms polled; **28778266 Votes** were cast Assenting to the Ordinary Resolution constituting **99.66%** of the votes polled; **99600** votes were cast DISSENTING to the Ordinary Resolution constituting **0.34%** of the votes polled on the Ordinary Resolution.

Thus, the Ordinary resolution as contained in item No.5 is passed with requisite majority.

(P.Sriram)

Practising Company Secretary

Scrutinizer



CONSOLIDATED RESULTS OF E-VOTING & POLL AT AGM OF INDBANK MERCHANT BANKING SERVICES LTD HELD ON 27TH SEPTEMBER 2014

<u>Item No.6- Ordinary Resolution:</u> Appointment of Smt. Chitra Murali as a Non-executive and Independent director of the Company not liable to retire by rotation for a term of five consecutive years

Particulars Number of				Number of Vo	Percentage		
TOWN STREET, AND THE STREET, SALES AND THE S	Polling Papers	E- Voting	Total	Polling papers	E-Votes	Total	
Assent	2	13	15	590	28777576	28778166	99.65
Dissent	1	2	3	100	99600	99700	0.35
Total	3	15	18	690	28877176	28877866	100

Accordingly, out of the 28877866 E-Votes and Ballot Forms polled; 28778166 Votes were cast Assenting to the Ordinary Resolution constituting 99.65% of the votes polled; 99700 votes were cast DISSENTING to the Ordinary Resolution constituting 0.35% of the votes polled on the Ordinary Resolution.

Thus, the Ordinary resolution as contained in item No.6 is passed with requisite majority.

(P.Sriram)

Practising Company Secretary

Scrutinizer



CONSOLIDATED RESULTS OF E-VOTING & POLL AT AGM OF INDBANK MERCHANT BANKING SERVICES LTD HELD ON 27TH SEPTEMBER 2014

Item No.7- Ordinary Resolution: Confirmation of Shri K. Udaya Bhaskara Reddy as director of the Company liable to retire by rotation.

Particulars	Nu.	imber of		Number of Vo	ites contained in		Percentage
	Polling Papers	E- Voting	Total	Polling papers	E-Votes	Total	
Assent	3	13	16	690	28777576	28778266	99.66
Dissent	0	2 .	2	0	99600	99600	0.34
Total	3	15	18	690	28877176	28877866	100

Accordingly, out of the **28877866** E-Votes and Ballot Forms polled; **28778266** Votes were cast Assenting to the Ordinary Resolution constituting **99.66%** of the votes polled; **99600** votes were cast DISSENTING to the Ordinary Resolution constituting **0.34%** of the votes polled on the Ordinary Resolution.

Thus, the Ordinary resolution as contained in item No.7 is passed with requisite majority.

(P.Sriram)

Practising Company Secretary

Scrutinizer



CONSOLIDATED RESULTS OF E-VOTING & POLL AT AGM OF INDBANK MERCHANT BANKING SERVICES LTD HELD ON 27TH SEPTEMBER 2014

Item No.8- Special Resolution: To delist the Equity Shares of the Company from the BSE Ltd.

Particulars	Nu	imber of	Control to Minageneral Control	Number of Vo	ites contained in		Percentage
	Polling Papers	E- Voting	Total	Polling papers	E-Votes	Total	
Assent	3	12	15	690	28777526	28777526	99.65
Dissent	0	3	3	0	99650	99650	0.35
Total	3 ·	15	18	690	28877176	28877866	· 100

Accordingly, out of the 28877866 E-Votes and Ballot Forms polled; 28777526 Votes were cast Assenting to the Special Resolution constituting 99.65% of the votes polled; 99650 votes were cast DISSENTING to the Special Resolution constituting 0.35% of the votes polled on the Special Resolution.

Thus, the Special resolution as contained in item No.8 is passed with requisite majority.

(P.Sriram)

Practising Company Secretary

Scrutinizer



CONSOLIDATED RESULTS OF E-VOTING & POLL AT AGM OF INDBANK MERCHANT BANKING SERVICES LTD HELD ON 27TH SEPTEMBER 2014

Item No.9- Special Resolution: Resolution passed under Section 180(1) (c) of the Companies Act 2013 for Borrowing limits of the Company

Particulars	Nu	mber of		Number of Vo	tes contained in		- Percentage
	Polling Papers	E- Voting	Total	Polling papers	E-Votes	Total	
Assent	3	14	17	690	28877076	28877766	99.99965
Dissent	0	1	1	. 0	100	· 100	0.00035
Total	3	15	18	690	28877176	28877866	100

Accordingly, out of the 28877866 E-Votes and Ballot Forms polled; 28877766 Votes were cast Assenting to the Special Resolution constituting 99.99965% of the votes polled; 100 votes were cast DISSENTING to the Special Resolution constituting 0.00035% of the votes polled on the Special Resolution.

Thus the Special resolution as contained in item No.9 is passed with requisite majority.

(P.Sriram)

Practising Company Secretary

Scrutinizer



CONSOLIDATED RESULTS OF E-VOTING & POLL AT AGM OF INDBANK MERCHANT BANKING SERVICES LTD HELD ON 27TH SEPTEMBER 2014

<u>Item No.10- Special Resolution:</u> Resolution passed under Section 180(1) (a) of the Companies Act 2013 for Creation of Charge and Mortgage

Particulars	Number of		Number of Votes contained in				Percentage
	Polling Papers	E- Voting	Total	Polling papers	E-Votes	Total	
Assent	3	14	.17	690	28877076	. 28877766	99.99965
Dissent	0	11	1	0	100	100	0.00035
Total	3	15	18	690	28877176	28877866	100

Accordingly, out of the 28877866 E-Votes and Ballot Forms polled; 28877076 Votes were cast Assenting to the Special Resolution constituting 99.99965% of the votes polled; 100 votes were cast DISSENTING to the Special Resolution constituting 0.00035% of the votes polled on the Special Resolution.

Thus, the Special resolution as contained in item No.10 is passed with requisite majority.

(P.Sriram)

Practising Company Secretary

Scrutinizer