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## 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/ 218 /2017-18

30.11.2017

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,

### Proceedings of Extraordinary General Meeting (EGM) held on 29.11.2017 for Election of Two Shareholder Directors

Further to our letter No.IRC/217/2017-18 dated 30.11.2017 enclosing the Consolidated Scrutinizer's Report, we now enclose the Proceedings of the EGM held on 29.11.2017 in terms of Regulation 30 of SEBI (LODR) Regulations, 2015.

Please take the same on record.

Thanking You

Yours faithfully,

**Deepa Chellam**  
Company Secretary

Encl: as above





Indian Overseas Bank  
Investor Relations Cell  
Central Office

**Proceedings of the Extraordinary General Meeting (EGM) of the Shareholders of Indian Overseas Bank held on Wednesday, 29<sup>th</sup> November 2017 at 10.00 a.m. at Narada Gana Sabha, (Sathguru Gnanananda Hall), 314 TTK Road, Chennai 600 018**

|                                                                              |     |
|------------------------------------------------------------------------------|-----|
| Total Number of Shareholders who attended the meeting                        | 249 |
| Total Number of Proxies who attended the meeting                             | Nil |
| No. of Shareholders present in the meeting through Authorised Representative | 1   |

In terms of Regulation 59 of Indian Overseas Bank (Shares and Meetings) Regulations, 2003, Shri T C A Ranganathan, Chairman of the Board, called the meeting to order. The Chairman welcomed the shareholders and stated that the requisite quorum as per Regulation 58(i) of the Indian Overseas Bank (Shares and Meetings) Regulations, 2003 was present.

The Chairman then announced the details of proxies and authorised representatives received by the Bank.

The Chairman thereafter informed that Notice convening the EGM was mailed to shareholders from 30.10.2017 to 3.11.2017 and was also published in 'Business Standard' (English and Hindi) and 'The Hindu' (Tamil) on 01.11.2017 and 2.11.2017 respectively and with the permission of the Shareholders, the same was taken as read.

The Chairman then informed that the meeting is convened to elect two Directors from amongst shareholders other than the Central Government for filling in the vacancies that will arise on 8<sup>th</sup> December 2017.

The Chairman informed that the Bank had received 8 nominations, out of which 4 nominations were found to have nominations from minimum of 100 shareholders and after scrutiny, 3 nominations were found to fulfil mandatory requirement of 100 valid nominations of shareholders. After determination of 'fit and proper' status of these nominations, the list of valid nominations were informed to Stock Exchanges and published in Business Standard (English & Hindi) and The Hindu (Tamil) in all editions on 18.11.2017. The list of valid nominations was also disclosed on our Bank's website [www.iob.in](http://www.iob.in).

The Chairman then read out the names of the 3 candidates viz. Dr. Naresh Kumar Drall, Shri Navin Prakash Sinha and Shri Sanjay Rungta along with their brief profile. The Chairman informed that as the number of candidates is more than two, the polling has to be conducted and the candidates polling the





majority of votes from among the 3 candidates shall be deemed to be elected as per Regulation 66(ii) of the Bank's Regulations.

The Chairman further informed that Smt. Radha Venkatakrishnan, General Manager of the Bank, has been appointed as the Returning Officer for this election and that the Central Government has authorised Shri Shivendra Chaturvedi, Under Secretary (Recovery Section), Department of Financial Services, Ministry of Finance, as their observer to oversee the process of election.

The Chairman also informed that the Bank had engaged the services of M/s. R Sridharan & Associates, a professional firm of Company Secretaries, to conduct the election of shareholder directors of the Bank and as Scrutinisers for both the remote e-voting process and the physical voting at the meeting. Shri R Sridharan and Shri S Krishnamoorthy, Shareholder of the Bank will act as Scrutinisers for the process of polling. The Bank had provided remote e-voting facility through CDSL to enable shareholders to cast their votes electronically from 9.00 a.m. on 26.11.2017 to 5.00 p.m. on 28.11.2017. At the request of the Chairman, Shri R Sridharan explained the voting procedure in detail for the benefit of the shareholders present in the meeting.

The Chairman then announced the commencement of polling and informed that the polling would conclude at 12.30 p.m. and the counting of votes would commence thereafter.

Thereafter the voting commenced and concluded at 12.30 p.m. after which the votes polled were counted and tabulated.

The meeting resumed after the completion of counting.

The Returning Officer then declared the total number of votes cast through remote e-voting and poll for each of the candidates.


The Chairman then declared that based on the majority of votes polled, **Shri Sanjay Rungta** and **Shri Navin Prakash Sinha** were elected as Directors from amongst shareholders of the Bank other than Central Government in terms of Section 9(3) (i) of The Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 and that they will assume office from 8<sup>th</sup> December 2017 and shall hold office until the completion of three years from the date of such assumption of office as Directors ie. till 7<sup>th</sup> December 2020.

A vote of thanks was proposed.

The Chairman then declared the meeting as closed.

Date: 30.11.2017  
Place: Chennai



  
**Deepa Chellam**  
Company Secretary