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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/ 124 /2018-19

11.07.2018

The Vice President  
**National Stock Exchange Limited**  
"Exchange Plaza", C-1, Block G  
Bandra-Kurla Complex,  
Bandra (E)  
**Mumbai - 400 051**

Senior General Manager  
Dept. of Corporate Services  
**BSE Limited**  
Floor 1, P.J. Towers  
Dalal Street  
**Mumbai - 400 001**

Dear Sir,

**SUB: PROCEEDINGS OF**  
**18<sup>th</sup> ANNUAL GENERAL MEETING HELD ON 11.07.2018**

In accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we enclose copy of the Proceedings of the Annual General Meeting of the Bank held at Chennai on 11.07.2018.

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**

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**Proceedings of the 18<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of Indian Overseas Bank held on Wednesday, 11<sup>th</sup> July 2018 at 10.00 a.m. at Auditorium, Staff College, Indian Overseas Bank, Behind Vee Care Hospital, 100 Feet Road towards Thirumangalam, 230/7A Jawaharlal Nehru Road, Anna Nagar, Chennai-600040**

|  |      |
|--|------|
| Total Number of Shareholders who attended the meeting                        | 1693 |
| Total Number of Proxies who attended the meeting                             | 5    |
| 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 introduced the Directors present on the dais.

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

The Chairman thereafter informed that Notice convening the AGM was mailed to shareholders and was also published in 'The Hindu'(Tamil), 'Jansatta' (Hindi) and 'Financial Express' (English) on 19.06.2018 and with the permission of the shareholders, the same was taken as read.

The Chairman then addressed the shareholders and briefed them on the economy and the steps the Bank is taking to address some areas of concern.

The Chairman then requested Shri R Subramaniakumar, MD & CEO, to address the shareholders. MD & CEO then briefed the shareholders on the highlights of the Bank's Performance during the year under review, the Bank's position on performance metrics compared with Peer Banks and PCA





Banks, some of the major initiatives taken by the Bank towards Turnaround as well as the road ahead for the Bank.

The Chairman took up the agenda items for the meeting viz.

1. Adoption of Audited Balance Sheet of the Bank as at 31<sup>st</sup> March 2018, Profit and Loss Account of the Bank for the year ended 31<sup>st</sup> March 2018 together with the Directors' Report and Auditors' Report thereon (Ordinary Resolution)
2. Further issue of upto 354,97,76,735 equity shares by way of public issue, rights issue, shares to employees, preferential issue and / or private placement / QIP (Special Resolution)
3. Issue of upto 24,45,00,000 equity shares to employees under SEBI (Share Based Employee Benefits) Regulations, 2014 (Special Resolution)

The Chairman informed that the Bank had appointed M/s. Central Depository Services (India) Ltd. (CDSL) as e-Voting agency and provided e-voting facility to enable the shareholders to cast their votes electronically on agenda for the Annual General Meeting. The Chairman stated that the e-voting was held between the period from 9.00 a.m. on 8<sup>th</sup> July 2018 to 5.00 p.m. on 10<sup>th</sup> July 2018. He also informed that M/s. R Sridharan & Associates, Practicing Company Secretaries, have been appointed as Scrutinizer for both the remote e-voting process and physical voting at the Annual General Meeting and shall act as First Scrutinizer. Mr. R Venkatasubramanian, a shareholder (DP ID/ CL ID: 130144 0001820573) was appointed as Second Scrutiniser for polling at the meeting.

Before putting the resolutions to vote, the Chairman invited the shareholders present at the meeting to participate in the discussion and to make their observations, if any, on the agenda items. Some of the shareholders participated in the discussion and raised various queries and sought clarifications.

MD & CEO then responded to the shareholders.

The Chairman informed that the meeting will be declared as closed after the shareholders had cast their votes and the Ballot Boxes had been taken custody of by the Scrutinizers.





Results of the Voting

Based on the Scrutinizer's Report, all the three agenda items viz., Adoption of Accounts and Issue of equity shares as set out in the Notice of the Annual General Meeting have been passed with requisite majority.

Date: 11.07.2018

Place: Chennai



**Deepa Chellam**  
**Company Secretary**