



Telephone : 044 – 28519654, 28415702
E-Mail : investor@iobnet.co.in
FAX : 044 – 28585675

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/ 125/2018-19

12.07.2018

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,

Intimation under Regulation 44 (3) of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the above, we enclose details regarding the voting results on the Agenda Items considered at the Annual General Meeting and Scrutinizer's Report of the Annual General Meeting held on Wednesday, 11th July 2018 in Chennai.

Please take the same on record.

Thanking you,

Yours faithfully,

Deepa Chellam
Company Secretary

Encl: as above



NAME OF THE COMPANY: IOB-INDIAN OVERSEAS BANK

DATE OF AGM	11-Jul-18
TOTAL NO.OF. SHAREHOLDERS AS ON RECORD DATE	255357
NO.OF. SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR PROXY:	1699
Promoter & Promoter Group	1
PUBLIC	1698
NO.OF. SHAREHOLDERS PRESENT IN THE MEETING THROUGH VIDEO CONFERENCING	
Promoter & Promoter Group	Not applicable
Public	Not applicable

1.Adoption of the audited Balance Sheet of the Bank as at 31st March 2018 and the Profit and Loss Account for the year ended 31st March 2018, together with the Directors' Report and the Auditors' Report thereon.

Resolution Required:(Ordinary/Special)		Ordinary Resolution						
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD (1)	NO OF VOTES POLLED (2)	% OF SHARES POLLED ON OUTSTANDING SHARES (3)=(2/1)*100	NO OF VOTES IN FAVOUR (4)	NO OF VOTES AGAINST (5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=(4/2)*100	% OF VOTES AGAINST ON VOTE POLLED (7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	4389084289	0		0	0	0	0
	POLL		4389084289	100	4389084289	0	100	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		4389084289	4389084289	100	4389084289	0	100
PUBLIC-INSTITUTIONS	E-VOTING	314389728	282573720	89.88	282573720	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		314389728	282573720	89.88	282573720	0	100
PUBLIC-NON INSTITUTIONS	E-VOTING	187295958	24063	0.01	23925	138	99.43	0.57
	POLL		66886	0	64206	2680	95.99	4.01
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		187295958	90949	0.05	88131	2818	96.9
GRAND TOTAL		4890769975	4671748958	95.52	4671746140	2818	99.9999	0.0001



NAME OF THE COMPANY: IOB-INDIAN OVERSEAS BANK

2. Further issue of Shares not exceeding 354,97,76,735 equity shares by way of public issue, rights issue, shares to employee, preferential issue and/or private placement/QIP

Resolution Required:(Ordinary/Special)		Special Resolution						
Whether promoter/ promoter groups are interested in								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	4389084289	0		0	0	0	0
	POLL		4389084289	100	4389084289	0	100	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		4389084289	4389084289	100	4389084289	0	100
PUBLIC-INSTITUTIONS	E-VOTING	314389728	282573720	89.88	282573720	0	100	0
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		314389728	282573720	89.88	282573720	0	100
PUBLIC-NON INSTITUTIONS	E-VOTING	187295958	25113	0.01	22446	2667	89.38	10.62
	POLL		66886	0	65040	1846	97.24	2.76
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		187295958	91999	0.05	87486	4513	95.09
GRAND TOTAL		4890769975	4671750008	95.52	4671745495	4513	99.9999	0.0001

3. Further issue of shares to Employees under SEBI (Share Based Employee Benefit) Regulation, 2014 up to 24,45,00,000 equity shares under Employee Stock Purchase Scheme.

Resolution Required:(Ordinary/Special)		Special Resolution						
Whether promoter/ promoter groups are interested in the agenda/resolution?								
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	4389084289	0	0	0	0	0	0
	POLL		4389084289	100	4389084289	0	100	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		4389084289	4389084289	100	4389084289	0	100
PUBLIC-INSTITUTIONS	E-VOTING	314389728	282573720	89.88	262053524	20520196	92.74	7.26
	POLL		0	0	0	0	0	0
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		314389728	282573720	89.88	262053524	20520196	92.74
PUBLIC-NON INSTITUTIONS	E-VOTING	187295958	25113	0.01	21344	3769	84.99	15.01
	POLL		66886	0	62390	4496	93.28	6.72
	POSTAL BALLOT		0	0	0	0	0	0
	VENUE-VOTING		0	0	0	0	0	0
	SUB TOTAL		187295958	91999	0.05	83734	8265	91.02
GRAND TOTAL		4890769975	4671750008	95.52	4651221547	20528461	99.5606	0.4394



Consolidated Scrutiniser's Report

11th July, 2018

The Chairman

INDIAN OVERSEAS BANK,

763 Anna Salai

Chennai – 600 002

Dear Sir,

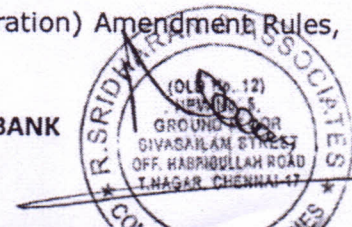
Ref: 18th Annual General Meeting of the equity shareholders of Indian Overseas Bank

Indian Overseas Bank, pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of the Companies (Management and Administration) Rules, 2014, as amended (to the extent applicable), has appointed us viz. M/s. R.Sridharan & Associates, Company Secretaries, as the Scrutiniser to conduct the remote e-voting process that commenced from Sunday, 8th July, 2018 (9.00 A.M.) (IST) to Tuesday, 10th July, 2018 (5.00 P.M.) (IST) and to conduct the Polling process relating to the 18th Annual General Meeting (AGM) of the Shareholders of the Bank, held on Wednesday, 11th 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 – 600 040.

We now submit our consolidated Report as under:

1. The Bank has appointed Central Depository Services (India) Limited (CDSL) as the agency for providing the remote e-voting platform.
2. The remote e-voting period remained open from Sunday, 8th July, 2018 from 9.00 a.m. (IST) to Tuesday, 10th July, 2018 till 5.00 p.m.(IST). The shareholders of the Bank as on the "cut off" date i.e. Friday, 29th June, 2018 were entitled to vote as set out in the notice of the AGM of the Bank.
3. In keeping with the provisions of the Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules,

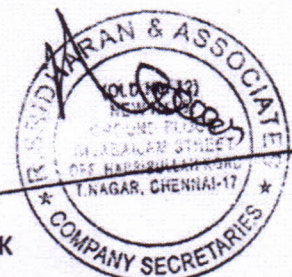
18TH AGM – CONSOLIDATED SCRUTINISER'S REPORT – INDIAN OVERSEAS BANK





2015, for the purpose of ensuring that shareholders who have cast their votes through remote e-voting do not vote again at the AGM, the scrutinizer shall have access after closure of period of remote e-voting and before the start of AGM, to only such details relating to shareholders who have cast their votes through remote-e-voting, such as their names, DP Id & Client Id/folios, number of shares held, but not the manner in which they have voted.

4. Accordingly, CDSL the remote e-voting agency provided us with the names, DP Id & Client ID/folios numbers and shareholding of the shareholders who had cast their votes through remote e-voting.
5. After the announcement of the poll by the Chairman of Meeting, five ballot boxes kept for polling were locked in our presence with due identification marks placed by us.
6. Poll Papers were distributed to the shareholders who were present at the auditorium and cast their votes.
7. After the time fixed for closing of the poll, the locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Bank / Registrar and Transfer Agents of the Bank and the authorisations / proxies lodged with the Bank.
8. We have scrutinized and reviewed the voting at the conclusion of AGM. Subsequently, we have unblocked the votes cast through remote e-voting in the presence of Mr. K. Satheesh and Ms. Srinidhi Sridharan, who are the witnesses and not in the employment of the Bank. The votes tendered therein in respect of the remote e-voting system are based on the data downloaded from the Official website of the Central Depository Services (India) Limited [CDSL].
9. Pursuant to the provisions of Section 3 (2E) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 voting rights of shareholders other than the Central Government have been restricted to 10% of the total voting rights of all shareholders of the Bank. As per the information and explanation provided by the Bank and the Cameo, the Registrar and Share Transfer Agent and the records produced before us for verification, no Shareholders of the Bank other than Central Government holds more than 10% of the Voting rights of the bank.
10. Two poll papers which were incomplete and/or which was otherwise found defective has been treated as invalid and kept separately.
11. The consolidated result (Remote E-voting and poll) of the said Resolutions are as under:





Item No. 1 - Adoption of Audited Balance Sheet of the Bank as at 31st March, 2018 and the Profit and Loss Account for the year ended 31st March 2018, together with the Directors' Report and the Auditors' Report thereon. (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members / Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
87	282597645	49	4389148495	4671746140	99.9999

(ii) Votes **against** the resolution:

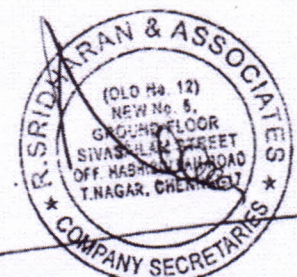
Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
6	138	5	2680	2818	0.0001

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members / Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
NIL	NIL	1	2	2

RESULT:

As the number of votes cast in favour of the resolution was more than the votes cast against the resolution, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 2 – Further issue of shares not exceeding 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)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members / Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
84	282596166	48	4389149329	4671745495	99.9999

(ii) Votes **against** the resolution:

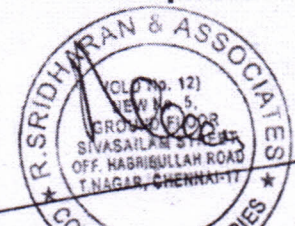
Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members / Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
10	2667	6	1846	4513	0.0001

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members / Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
NIL	NIL	1	2	2

RESULT:

As the number of votes cast in favour of the resolution was three times more than the votes cast against the resolution, we report that the Special Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 3 - Further issue of shares to employees under Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 up to 24,45,00,000 equity shares of face value of Rs. 10/- each under Employee Stock Purchase Scheme. (Special Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members / Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
65	262074868	45	4389146679	4651221547	99.5606

(ii) Votes **against** the resolution:

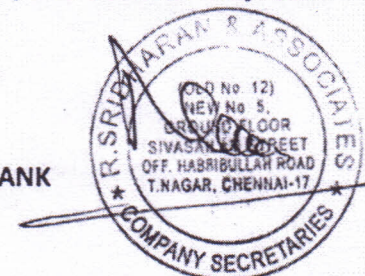
Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members / Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E-Voting and Poll	% of total number of valid votes cast
29	20523965	9	4496	20528461	0.4394

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members / Proxies voted by Poll	Number of votes cast (Shares) - Poll	Total Number of votes cast through Remote E- Voting and Poll
NIL	NIL	1	2	2

RESULT:

As the number of votes cast in favour of the resolution was three times more than the votes cast against the resolution, we report that the Special Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.





12. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" and those whose votes were declared invalid for the said resolutions are enclosed.

13. The electronic data relating to remote e-voting, poll papers and all other relevant records is under our safe custody and will be handed over to the Bank for preserving safely after the Chairman considers, approves and signs the minutes of the 18th Annual General Meeting.

Thanking you,

Yours faithfully,

For R. Sridharan & Associates

Company Secretaries

CS R. Sridharan

CP No. 3239

FCS No. 4775

