



Head Office : 66, Rajaji Salai
Chennai - 600 001

NOTICE

NOTICE is hereby given that the **Third Annual General Meeting** of the Shareholders of **Indian Bank** will be held on **Monday, the June 29, 2009 at 10.00 a.m. at IMAGE, MRC Nagar, Raja Annamalaipuram, Chennai - 600 028** to transact the following business:

1. To discuss, approve and adopt the Balance Sheet of the Bank as at March 31, 2009 and the Profit and Loss Account for the year ended on that date, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.
2. To declare dividends for the year ended March 31, 2009.

Place : Chennai
Date : May 29, 2009

M S Sundara Rajan
Chairman & Managing Director

NOTES:

1. APPOINTMENT OF PROXY:

A SHAREHOLDER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND SUCH PROXY NEED NOT BE A SHAREHOLDER OF THE BANK. The Proxy Form, in order to be effective, must be received at the Head Office of the Bank not less than four days before the date of the Annual General Meeting i.e. before the closing hours of the Bank on Wednesday, the June 24, 2009.

2. APPOINTMENT OF AN AUTHORIZED REPRESENTATIVE:

No person shall be entitled to attend or vote at the Annual General Meeting as the duly authorized representative of any body corporate which is a shareholder of the Bank, unless a copy of the resolution appointing him / her as a duly authorized representative, certified to be a true copy by the Chairman of the meeting at which it was passed, has been deposited at the Head Office of the Bank with the Company Secretary, Indian Bank, Investor Services Cell, No.66, Rajaji Salai, 3rd Floor, Chennai - 600 001, not less than four days before the date of the Annual General Meeting i.e. on or before the closing hours of the Bank on Wednesday, the June 24, 2009.

3. ATTENDANCE SLIP-CUM-ENTRY PASS:

For the convenience of the shareholders, Attendance Slip-cum-Entry Pass is annexed to this Notice. Shareholders / Proxy holders / Authorized representatives are requested to affix their signatures at the space provided therein and surrender the Attendance Slip-cum-Entry Pass at the venue. Proxy / Authorized Representative of a shareholder should state on the Attendance Slip-cum-Entry Pass as "Proxy" or "Authorized Representative" as the case may be.

4. BOOK CLOSURE:

The Register of Shareholders and Share Transfer Register of the Bank will remain closed from Saturday, the June 20, 2009 to Wednesday, the June 24, 2009 (both days inclusive) for the purpose of Annual General Meeting and for ascertaining the entitlement of shareholders for payment of dividend.

5. PAYMENT OF DIVIDEND:

Payment of dividend to shareholders as approved by the shareholders shall be paid to those shareholders whose names appear on the Register of Shareholders of the Bank as on Friday, the June 19, 2009 and in respect of shareholders holding their shares in dematerialized form as per the list provided to the Bank by the Depositories as on Friday, the June 19, 2009 and the dividend warrants shall be mailed / credited within 30 days from the date of Annual General Meeting.

6. TRANSFERS:

Share certificates along with transfer deeds should be forwarded to the Share Transfer Agent at the address given in Para (8) below for the transfer of shares of the Bank.

7. DETAILS OF BANK ACCOUNT IN DIVIDEND WARRANTS / NATIONAL ELECTRONIC FUNDS TRANSFER FACILITY (NEFT) / ELECTRONIC CLEARING SERVICE FACILITY (ECS):

The Bank is taking efforts to credit the dividend amounts to the bank accounts of the shareholders through National Electronic Funds Transfer (NEFT) / Electronic Clearing Service (ECS) facility, wherever possible. The shareholders, who are holding the shares in electronic form, are, therefore, requested to inform their **Depository Participants** about their latest change of address and bank mandate details **(including new account number, if any, bank's ECS and IFS Code numbers)** immediately to ensure prompt crediting of the dividend amounts through NEFT / ECS. In the absence of such NEFT / ECS facility and in the event of some shareholders not availing such facility, the Bank shall print the Bank Account details, as available with it, in the dividend warrants.

The Shareholders who are holding their shares in physical form may send their Bank Mandate details to the Investor Services Cell of the Bank or to the Share Transfer Agent of the Bank at the address given in Para (8) below on or before Wednesday, the June 24, 2009 for updating of the records.

The shareholders who are holding the shares in demat form may approach their DEPOSITORY PARTICIPANTS ONLY for necessary action in this connection.

A proforma of ECS Mandate / Bank Mandate is enclosed.

8. CHANGE OF ADDRESS:

Shareholders holding shares in physical form are requested to intimate changes, if any, in their registered address, to the Share Transfer Agent of the Bank at the following address:

**M/s Cameo Corporate Services Limited
(Unit : Indian Bank)
Subramanian Building, No. 1, Club House Road
Chennai - 600 002.**

Shareholders holding shares in dematerialized form are requested to intimate changes, if any, in their registered address and NEFT / ECS mandate details only to their Depository Participant(s).

9. REQUEST TO SHAREHOLDERS

- a) Shareholders / Proxy holders / Authorized Representatives are requested to bring their copies of Annual Report to the Meeting. Please note that copies of the Annual Report will not be distributed at the venue of the Annual General Meeting.
- b) Shareholders may kindly note that no gifts / coupons will be distributed at the venue of the meeting.

10. Shareholders who wish to seek any information on the accounts are kindly requested to write to the Investor Services Cell of the Bank at its Head Office, which should reach the Bank atleast one week before the date of the Annual General Meeting so as to enable the Management to keep the information ready. Shareholders may note that information / clarification shall be provided only at the Annual General Meeting.