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**Chennai 600 014**

Ref : ISC /166 / 2019-20

28.06.2019

<b>The Vice President</b> <b>National Stock Exchange of India Limited</b> "Exchange Plaza", Bandra Kurla Complex, Bandra East <b><u>Mumbai - 400 051.</u></b> <b>NSE Symbol: INDIANB</b>	<b>The Manager</b> <b>B S E Limited</b> Phiroze Jeejibhai Towers Dalal Street <b><u>Mumbai - 400 001.</u></b> <b>Scrip Code : 532814</b>
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Dear Sir,

**Sub : Proceedings of the Thirteenth Annual General Meeting (AGM) of the Bank held on June 27, 2019.**

In compliance to SEBI (Listing Obligations and Disclosure Requirements) Regulations, we enclose the proceedings of the Thirteenth Annual General Meeting of the shareholders of the Bank held on June 27, 2019 at Chennai.

We request you to take on record the same.

Thanking you,

Yours faithfully,

( Bimal Shah )  
**Company Secretary**

Encl : a/a.



Corporate Office: Investor Services Cell

254-260, Avvai Shanmugam Salai, Roypettah, Chennai - 600014.

**PROCEEDINGS OF THE THIRTEENTH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF INDIAN BANK HELD ON THURSDAY, THE JUNE 27, 2019 AT IMAGE, MRC NAGAR, RAJA ANNAMALAI PURAM, CHENNAI - 600028.**

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1. The **Thirteenth Annual General Meeting (AGM)** of shareholders of **INDIAN BANK** commenced at 10.30 a.m. on June 27, 2019 at IMAGE, MRC Nagar, Raja Annamalaipuram, Chennai - 600028.
2. Ms Padmaja Chunduru, Managing Director & CEO of the Bank presided over the Annual General Meeting. The following Directors on the Board of the Bank viz., Shri M K Bhattacharya, Executive Director, Shri Shenoy Vishwanath V, Executive Director, Shri Vijay Kumar Goel, Shri Salil Kumar Jha and Shri Bharath Krishna Sankar (Chairman of Audit Committee) attended the meeting.
3. 2,292 shareholders of the Bank attended the meeting in person. With the necessary quorum being present at 10.30 a.m., as required under Regulation 50(i) of the Indian Bank (Shares and Meetings) Regulations, 1999, the Chairman called the Meeting to order and commenced the proceedings.
4. Initiating the proceedings of the Annual General Meeting, the Managing Director & CEO welcomed the shareholders and introduced the Directors of the Board sitting on the dais.
5. The Managing Director & CEO then informed that the Bank had received a communication dated June 20, 2019 from the Government of India authorizing Shri S C Arya, SRO (DA), Department of Financial Services, Ministry of Finance, New Delhi to attend and vote in the meeting as its Nominee.
6. The Managing Director & CEO informed that the Notice dated May 31, 2019 convening the Meeting and the Annual Accounts for the year ended March 31, 2019 were mailed to all the shareholders of the Bank on time and in the prescribed manner. The Managing Director & CEO further informed that the Notice was also published in "Financial Express" and "Business Standard" besides in "Dhinamani" (Tamil) and "Business Standard" (Hindi) on June 04, 2019 and with the consent of the members present, the same was taken as read.
7. The Managing Director & CEO highlighted the prevailing economic and market situation which impacted the operations of the Bank and the salient features of the performance of the Bank during the year 2018-19.
8. The Managing Director & CEO then moved the resolution to approve and adopt the Audited Balance Sheet of the Bank as at March 31, 2019, Profit and Loss Account of the Bank for the year ended March 31, 2019, 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. The resolution was proposed by Mr Ramalingam Vidyasankar and seconded by Shri Kuppuswamy, shareholders of the Bank.



9. The Managing Director & CEO informed that in terms of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended, the Bank had provided remote e-voting facility to the shareholders to vote on the items on the Agenda from June 24, 2019 to June 26, 2019. The Managing Director & CEO further informed that the Bank appointed M/s Central Depository Services (India) Limited as e-Voting agency and M/s S N Ananthasubramanian & Co., Company Secretaries as Scrutinizer to oversee the e-Voting process.
10. Then the Managing Director & CEO invited the shareholders to make their observations and seek clarification, if any, on the accounts. The shareholders spoke in the Meeting and complimented the Bank for its achievements during 2018-19 and sought certain clarifications / information.
11. The Managing Director & CEO, Shri M K Bhattacharya, Executive Director and Shri Shenoy Vishwanath V, Executive Director replied / clarified to the various queries / clarifications raised / sought by the shareholders.
12. The Managing Director & CEO also informed that, for the benefit of shareholders who did not participate in remote e-voting, Bank had arranged an on-sight e-voting. M/s S N Ananthasubramanian & Co., and Mr M S Vaidyanathan, Shareholder of the Bank have been appointed as Scrutinisers to oversee the voting process at the venue of the meeting.
13. The Managing Director & CEO ordered voting in respect of the only item on the agenda of the AGM, viz., adoption of accounts for the year 2018-19. The MD & CEO requested the shareholders to cast their votes on the Agenda items and informed that the consolidated results of the voting and e-voting will be ported in Bank's website and also that of the Stock Exchanges (NSE and BSE).
14. On completion of voting by the shareholders present at the meeting, the Managing Director & CEO declared the Thirteenth Annual General Meeting as closed.

#### **RESULTS OF THE VOTING :-**

BASED ON THE REPORTS OF THE SCRUTINIZERS, THE FIRST AND ONLY RESOLUTION FOR ADOPTION OF ANNUAL ACCOUNTS FOR THE YEAR 2018-19 WAS PASSED WITH REQUISITE MAJORITY.

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