

आईडीबीआई बैंक लिमिटेड पंजीकृत कार्यालय : आईडीबीआई टॉवर, डब्ल्यूटीसी कॉम्प्लेक्स, कफ परेड, सुंबई - 400 005. टेलिफोन : (+91 22) 6655 3355, 2218 9111 फैक्स : (+91 22) 2218 0411 वेबसाइट : www.idbi.com IDBI Bank Limited Regd. Office : IDBI Tower, WTC Complex, Cuffe Parade, Mumbai - 400 005. TEL.: (+91 22) 6655 3355, 2218 9111 FAX : (+91 22) 2218 0411 Website : www.idbi.com

11 अगस्त 2021

The Manager (Listing)	The Manager (Listing)
BSE Ltd.,	National Stock Exchange of India Ltd.,
25 th Floor, Phiroze Jeejeebhoy Towers,	Exchange Plaza, 5th Floor,
Dalal Street, Fort,	Plot No. C/1, G Block,
Mumbai – 400 001	Bandra Kurla Complex, Bandra(E),
	Mumbai – 400 051

Dear Sir/Madam,

Results of e-voting at 17th AGM of the Bank held on August 10, 2021

In terms of Rule 20 of the Companies (Management and Administration) Rules, 2014, we hereby forward a copy of results declared by MD & CEO (as authorised by Chairman) along with the report of the scrutiniser for remote e-voting and voting at the 17th AGM of the Bank held on August 10, 2021.

Kindly acknowledge receipt and take the above on record.

भवदीया, कृते आईडीबीआई बैंक लिमिटेड

11/8/2021

[ज्योति नायर] कंपनी सचिव

संलग्न : उपर्युक्त

IDBI BANK LIMITED

Declaration of E-voting Results in respect of 17th Annual General Meeting (AGM) of IDBI Bank Ltd. held on August 10, 2021

As permitted by MCA and SEBI, the 17th AGM was held exclusively through VC/OAVM. In terms of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, IDBI Bank provided the facility of remote e-voting to the Members vide AGM Notice dated July 14, 2021 mailed to Members on July 15, 2021 as per the directions of MCA and SEBI which also dispensed with the requirement of mailing physical copies of AGM Notice and Annual Report to Members this time also due to COVID-19 pandemic. Members voted electronically from August 05, 2021 till August 09, 2021, being the last date fixed for remote e-voting. Further, on August 10, 2021, the day of the 17th AGM, e-voting was provided during the AGM to enable those Members to vote who could not do remote e-voting earlier. The Bank also provided live webcast of the AGM through NSDL. The Board had appointed Ms. Aparna Gadgil of M/s. S. N Ananthasubramanian & Co. as Scrutinizer to scrutinize the votes cast through remote e-voting and e-voting during the AGM. Scrutinizers prepared and submitted the Consolidated Report of the total votes cast in favour or against the Resolutions, in terms of the said Rule 20 of the Companies (Management and Administration) Rules, 2014.

Accordingly, based on Scrutinizer's Consolidated Report dated August 11, 2021, I (duly authorized by the Chairman) hereby declare that 9 (nine) Resolutions contained in IDBI Bank's AGM Notice dated July 14, 2021, have been duly passed with requisite majority on the date of the 17th AGM, i.e., August 10, 2021, as per the details given below :

Item	Brief description of the	Number &	Number &	Passed as
No.	Resolutions passed (complete	%age of Votes	%age of	
	text of the resolutions is	in favour	Votes	
	available in AGM Minutes)		against	
		(Assent)	(Dissent)	
1.	Adoption of Standalone and	5,60,08,22,427	3,22,930	Ordinary
	Consolidated Audited Financial	(99.9942)	(0.0058)	Resolution



	Statements of the Bank as on March 31, 2021 together with the Reports of Directors and Auditors thereon.			
2.	Re-appointment of Ms. Meera Swarup as Rotational Director, during her tenure as Government Nominee Director, who retires at the 17 th AGM and, being eligible, offers herself for reappointment.	5,60,09,20,015 (99.9960)	2,21,475 (0.0040)	Ordinary Resolution
3.	Re-appointment of Shri Samuel Joseph Jebaraj as Rotational director during his tenure as Deputy Managing Director, who retires at the 17 th AGM and, being eligible, offers himself for reappointment.	5,60,09,01,957 (99.9958)	2,37,146 (0.0042)	Ordinary Resolution
4.	Appointment of M/s. G.D. Apte & Co., Chartered Accountants and M/s. Varma & Varma, Chartered Accountants as Joint Statutory Auditors of the Bank for FY 2021-22 as per approval received from RBI in this regard.	5,60,10,02,908 (99.9975)	1,39,329 (0.0025)	Ordinary Resolution
5.	Passing enabling Resolution u/s 42, 62(1)(c) of the Companies Act, 2013 for issue of shares aggregating upto ₹ 7500 crore (inclusive of premium amount) through various modes of issue including QIP.	5,60,08,69,866 (99.9952)	2,69,845 (0.0048)	Special Resolution
6.	To Approve the Scheme of Reduction of Share Capital by setting off accumulated losses aggregating to ₹ 45396.18 crore	5,60,08,90,146 (99.9960)	2,24,394 (0.0040)	Special Resolution

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	by utilizing the balance of ₹ 50719.75 crore standing to the credit of Securities Premium Account as on April 01, 2021.		-	
7.	Alteration of Articles of Association of the Bank in compliance of RBI's Circular on Corporate Governance in Banks.	5,60,09,81,630 (99.9973)	1,50,840 (0.0027)	Special Resolution
8.	To re-appoint Shri B. B. Joshi as an Independent Director of the Bank, for second term of 4 consecutive years w.e.f. October 09, 2021.	5,60,08,97,837 (99.9961)	2,18,950 (0.0039)	Special Resolution
9.	To approve appointment of Smt. P. V. Bharathi as an Independent Director of the Bank, for an initial period of 4 years w.e.f. January 14, 2021.	5,60,09,35,503 (99.9963)	2,07,611 (0.0037)	Ordinary Resolution

The Scrutinizer's Consolidated Report dated August 11, 2021 is attached herewith.

Regd. Office:

IDBI Bank Ltd. IDBI Tower, WTC Complex, Cuffe Parade, Mumbai- 400 005 For IDBI Bank Ltd.

(Rakesh Sharma) Managing Director & CEO DIN: 06846594

Date: August 11, 2021



S. N. ANANTHASUBRAMANIAN & CO Company Secretaries

10/25-26, 2nd Floor, Brindaban, Thane (W) - 400 601 T: +91 22 25345648 | +91 22 25432704 E: <u>snaco@snaco.net</u> |W: www.snaco.net ICSI Unique Code: P1991MH040400

11th August, 2021

To, The Chairman **IDBI Bank Limited** IDBI Tower, WTC Complex, Cuffe Parade, Mumbai – 400005.

Dear Sir,

I thank you for appointing me as the Scrutinizer for remote e-voting process and voting by your Members during the 17th Annual General Meeting of your Bank held on Tuesday, 10th August, 2021 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

I am pleased to submit the Scrutinizer's Report, which is comprehensive and selfexplanatory in all respects.





SCRUTINIZER'S REPORT

Name of the Bank	IDBI Bank Limited
Meeting	17 th Annual General Meeting
Day, Date & Time	Tuesday, 10 th August, 2021 at 02:00 p.m. (IST)
Deemed Venue	IDBI Tower, WTC Complex, Cuffe Parade,
	Mumbai – 400005.
Mode	Video Conferencing ("VC") / Other Audio-Visual
	Means ("OAVM")

1. Appointment as Scrutinizer

I was appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the 17th Annual General Meeting ("AGM") of IDBI Bank Limited (hereinafter referred to as the Bank) held on Tuesday, 10th August, 2021 at 02:00 p.m. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on voting on the resolutions, based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 05th May, 2020 and 13th January, 2021 respectively issued by the Ministry of Corporate Affairs, advertisement was published in Financial Express (English newspaper) and Loksatta (vernacular language newspaper), having electronic editions on 17th July, 2021 respectively, specifying the date and time of the AGM, availability of the notice on Bank's website and website of the Stock Exchanges, manner of registration of email ids by the Members (both physical and demat) who are yet to register their email ids with the Bank, manner of voting through remote e-voting or through e-voting system during the AGM, etc.



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S. N. ANANTHASUBRAMANIAN & CO Company Secretaries

- 2.2 The Bank hosted the notice of AGM on its website, website of NSDL (e-voting Agency) and also submitted the same to BSE Limited and National Stock Exchange of India Limited on 15th July, 2021.
- 2.3 The Bank informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by KFin Technologies Private Limited, the Registrar and Share Transfer Agents ("RTA") of the Bank and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Bank completed dispatch of Notice of AGM:
 - (a) On 16th July, 2021 by e-mail to 4,95,797 Members whose email-ids were registered with the Bank/ Depositories.
 - (b) On 17th July, 2021 by e-mail to 2 Members whose email-ids were registered with the Bank/ Depositories pursuant to advertisements made by the Bank.

3. Cut-off date

3.1 Voting rights were reckoned as on Tuesday, 03rd August, 2021, being the cut-off date for the purpose of deciding the entitlements of Members for remote e-voting and e-voting during the AGM, in respect of agenda items No.1 to 9 of the Notice of AGM dated 14th July, 2021.

4. Remote e-voting process

4.1 Agency

The Bank appointed **NSDL** as the agency for providing the platform for remote e-voting and e-voting at the AGM.

4.2 Remote e-voting period

Remote e-voting platform was open from **09:00 a.m. on Thursday, 05th August, 2021 till 05:00 p.m. on Monday, 09th August, 2021** and Members were required to cast their votes electronically conveying their assent or

> APARNA KEDAR GADGIL Digitally signed by APARNA KEDAR GADGIL Date: 2021.08.11 11:53:29 +05'30'



S. N. ANANTHASUBRAMANIAN & CO Company Secretaries

dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

5. Voting at the AGM

- 5.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held.
- 5.2 Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the Shareholders who had cast their votes through remote e-voting.

6. Counting Process

- 6.1 On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by Members during the AGM, on the NSDL e-voting platform and downloaded the results for scrutiny.
- 6.2 In terms of Section 12(2) of Banking Regulation Act, 1949, voting rights of person(s) holding shares in excess of 26% have been capped at 26% of total voting rights of all Shareholders of the Bank.
- 6.3 In terms of Reserve Bank of India's letter ref. DBR. CO. BP. No 3990/ 21. 01. 002 / 2018-19 dated 02nd November, 2018, voting rights for Life Insurance Corporation of India have been capped at 26% of total voting rights of all Shareholders of the Bank.

7. Results

7.1 Consolidated results with respect to item No.1 to 9 on the agenda as set out in the Notice of the AGM dated 14th July, 2021 are enclosed herewith.

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7.2 Based on the aforesaid results, I report that 05 (Five) Ordinary Resolution as set out in Item No. 1 to 4 and Item No. 9 and 04 (Four) Special Resolution as set out in Item No. 5 to 8 of the Notice of the AGM dated 14th July, 2021 have been passed with the requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries ICSI Unique Code: P1991MH040400 APARNA KEDAR GADGIL Date: 2021.08.11 11:54:15 +05'30' Aparna Gadgil Partner ACS: 14713 | COP No. : 8430

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11th August, 2021 | Thane



Item No. 1: To receive, consider and adopt the audited Financial Statements of the Bank for the year ended March 31, 2021 and the Reports of the Board of Directors & Auditors thereon and the audited consolidated Financial Statements of the Bank and the report of the Auditors thereon for the year ended March 31, 2021.

Particulars	Re	mote e-voting	Voti	ng at the AGM		Total	Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	1,735	5,60,08,18,888	7	3,539	1,742	5,60,08,22,427	99.9942
Dissent	76	3,22,930	0	0	76	3,22,930	0.0058
Total	1,811	5,60,11,41,818	7	3,539	1,818	5,60,11,45,357	100.0000

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 14th July, 2021 has been **passed with requisite majority.**

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11th August, 2021 | Thane



APARNA GADGIL PARTNER

ACS 14713 COP No. 8430

CONSOLIDATED RESULTS

Item No. 2: To re-appoint Ms. Meera Swarup (DIN: 07459492), Government Nominee Director as Rotational Director who retires by rotation and, being eligible, offers herself for re-appointment.

Particulars	Re	Remote e-voting		Voting at the AGM		Total	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	1,602	5,60,09,16,476	7	3,539	1,609	5,60,09,20,015	99.9960
Dissent	191	2,21,475	0	0	191	2,21,475	0.0040
Total	1,793	5,60,11,37,951	7	3,539	1,800	5,60,11,41,490	100.0000

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 14th July, 2021 has been **passed with requisite majority.**

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Aparna Gadgil Partner

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11th August, 2021 | Thane



Item No. 3: To re-appoint Shri Samuel Joseph Jebaraj (DIN: 02262530), Deputy Managing Director as Rotational Director who retires by rotation and, being eligible, offers himself for re-appointment.

Particulars	Re	mote e-voting	Voti	ng at the AGM		Total	Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	1,562	5,60,08,98,418	7	3,539	1,569	5,60,09,01,957	99.9958
Dissent	225	2,37,146	0	0	225	2,37,146	0.0042
Total	1,787	5,60,11,35,564	7	3,539	1,794	5,60,11,39,103	100.0000

Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 3 of the Notice of the AGM dated 14th July, 2021 has been passed with requisite majority.

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GADGIL

11th August, 2021 | Thane



Item No. 4: To appoint M/s G.D. Apte & Co., Chartered Accountants (Firm Regn. No. 100515 W) and M/s Varma & Varma, Chartered Accountants (Firm Regn. No. 004532S), as Joint Statutory Auditors of the Bank, to hold office from the conclusion of Seventeenth Annual General Meeting till the conclusion of the Twentieth Annual General Meeting to be held in the year 2024, subject to approval of RBI on an annual basis and fix their remuneration.

Particulars	Remote e-voting		Voti	Voting at the AGM		Total	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	1,691	5,60,09,99,369	7	3,539	1,698	5,60,10,02,908	99.9975
Dissent	105	1,39,329	0	0	105	1,39,329	0.0025
Total	1,796	5,60,11,38,698	7	3,539	1,803	5,60,11,42,237	100.0000

Based on the aforesaid result, I report that the Ordinary Resolution as set out in Item No. 4 of the Notice of the AGM dated 14th July, 2021 has been passed with requisite majority.

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11th August, 2021 | Thane



Item No. 5: To offer, issue and allot by way of an offer document/prospectus or such other document, in India or abroad, such number of equity shares of the face value of Rs. 10/- each and aggregating upto Rs. 7,500 crore (inclusive of premium amount, if any) by one or more of the following modes, i.e., by way of Public Issue, Rights Issue, Qualified Institutional Placement (QIP), ESPS, ESOP and/or on a Private Placement basis.

Particulars	Re	mote e-voting	Voti	Voting at the AGM Total		Total	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	1,648	5,60,08,66,327	7	3,539	1,655	5,60,08,69,866	99.9952
Dissent	141	2,69,845	0	0	141	2,69,845	0.0048
Total	1,789	5,60,11,36,172	7	3,539	1,796	5,60,11,39,711	100.0000

Based on the aforesaid result, I report that the Special Resolution as set out in Item No. 5 of the Notice of the AGM dated 14th July, 2021 has

been passed with requisite majority.

APARNA KEDAR GADGIL

Partner

Aparna Gadgil



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GADGIL

11th August, 2021 | Thane



Item No. 6: To approve Scheme of Reduction of Share Capital for setting off accumulated losses aggregating to Rs. 45396.18 crore by utilizing the balance of Rs. 50719.75 crore standing to the credit of Securities Premium Account as on April 01, 2021.

Particulars	Remote e-voting		Voti	Voting at the AGM		Total	
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	1,537	5,60,08,86,767	6	3,379	1,543	5,60,08,90,146	99.9960
Dissent	248	2,24,234	1	160	249	2,24,394	0.0040
Total	1,785	5,60,11,11,001	7	3,539	1,792	5,60,11,14,540	100.0000

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 6** of the Notice of the AGM dated 14th July, 2021 has been **passed with requisite majority**.

APARNA KEDAR GADGIL

Aparna Gadgil Partner

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APARNA GADGIL PARTNER ACS 14713

by APARNA

11th August, 2021 | Thane



APARNA GADGII

PARTNER

ACS 14713

CONSOLIDATED RESULTS

Item No. 7: To alter the Articles of Association of IDBI Bank in respect of Composition of Board of Directors in compliance of RBIs circular on "Corporate Governance in Banks".

Particulars	Re	mote e-voting	Voti	ng at the AGM		Total	Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	1,674	5,60,09,78,091	7	3,539	1,681	5,60,09,81,630	99.9973
Dissent	109	1,50,840	0	0	109	1,50,840	0.0027
Total	1,783	5,60,11,28,931	7	3,539	1,790	5,60,11,32,470	100.0000

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 7** of the Notice of the AGM dated 14th July, 2021 has been **passed with requisite majority.**

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Aparna Gadgil Partner

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ICSI UDIN: A014713C000766871

11th August, 2021 | Thane



Item No. 8: To re-appoint Shri Bhuwanchandra Balkrishna Joshi (DIN 06713850) as Independent Director on the Board of the Bank, not liable to retire by rotation, for the second term of 4 consecutive years w.e.f. October 09, 2021.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	1,578	5,60,08,94,298	7	3,539	1,585	5,60,08,97,837	99.9961
Dissent	201	2,18,950	0	0	201	2,18,950	0.0039
Total	1,779	5,60,11,13,248	7	3,539	1,786	5,60,11,16,787	100.0000

Based on the aforesaid result, I report that the **Special Resolution** as set out in **Item No. 8** of the Notice of the AGM dated 14th July, 2021 has been **passed with requisite majority**.

APARNA KEDAR GADGIL Date: 2021.08.11 11:57:01 +05'30' Aparna Gadgil

Partner ACS: 14713 | COP No. : 8430

ICSI UDIN: A014713C000766871

11th August, 2021 | Thane



Item No. 9: To appoint Smt. P.V. Bharathi (DIN 06519925) as Independent Director on the Board of the Bank, not liable to retire by rotation, for an initial term of 4 consecutive years w.e.f. January 14, 2021.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	(%)
Assent	1,606	5,60,09,31,964	7	3,539	1,613	5,60,09,35,503	99.9963
Dissent	177	2,07,611	0	0	177	2,07,611	0.0037
Total	1,783	5,60,11,39,575	7	3,539	1,790	5,60,11,43,114	100.0000

Based on the aforesaid result, I report that the **Ordinary Resolution** as set out in **Item No. 9** of the Notice of the AGM dated 14th July, 2021 has been **passed with requisite majority.**

APARNA KEDAR GADGIL Date: 2021.08.11 11:57:26 +05'30' Aparna Gadgil

Partner ACS: 14713 | COP No. : 8430

ICSI UDIN: A014713C000766871

11th August, 2021 | Thane