

IDBI BANK LIMITED

Declaration of result of remote e-voting and e-voting at the EGM Venue in respect of Extra-Ordinary General Meeting of IDBI Bank Ltd. held on November 04, 2015

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 EGM Notice dated October 01, 2015 despatched to the Members during October 5 to 8, 2015. Members casted their votes electronically till November 03, 2015, being the last date fixed for e-voting. Further, on November 04, 2015, the day of the EGM, e-voting facility through the tablets provided by NSDL was provided at the EGM Venue to enable those Members to vote who could not vote earlier through remote e-voting. The Board had appointed M/s. S.N Ananthasubramanian & Co. as Scrutinizers to Scrutinize the votes cast through remote e-voting and e-voting at the EGM venue. Scrutinizers prepared and submitted the Consolidated Report of the total votes cast in favour or against on remote e-voting and e-voting at the EGM venue on November 04, 2015 in terms of the said Rule 20 of the Companies (Management and Administration) Rules, 2014.

Based on the Consolidated Scrutinizer's Report dated November 04, 2015, I hereby declare that 1 (one) resolution contained in IDBI Bank's EGM Notice dated October 1, 2015, has been duly passed with requisite majority on the date of the EGM, i.e., November 04, 2015 as per the details given below :

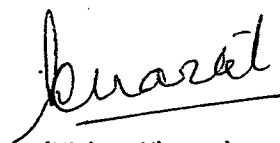
Item No.	Brief description of the Resolution	Votes in favour (Assent)	Votes against (Dissent)	Passed as
1.	Resolution u/s 62(1)(c) of the Companies Act, 2013 to offer, issue and allot upto 29,60,94,580 equity shares of ₹ 10/- each at a price of ₹ 75.28 per share aggregating to ₹ 2229 crore to Government of India on Preferential Allotment basis	1,41,01,69,441	26,51,057	Special Resolution



The Scrutinizer's Report dated November 04, 2015 is attached herewith.

Place : Mumbai

Date : November 05, 2015



(Kishor Kharat)

DIN 07266945

MD & CEO

Chairman of the Meeting



**S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES**

10/26, BRINDABAN, THANE – 400 601

Tel 25345648 / 2543 2704 : Fax 2539 0292 – email sna@snaco.net: website www.snaco.net

4th November, 2015

To,
The Managing Director and Chief Executive Officer,
IDBI Bank Limited,
IDBI Tower, WTC Complex,
Cuffe Parade,
Mumbai-400005

Dear Sir,

At the outset, we would like to express our gratitude to the Board of Directors of the Bank for appointing us as the Scrutinizer for the remote e-Voting and voting by members of the Bank at the Extraordinary General Meeting held on Wednesday, 4th November, 2015.

We are pleased to submit our Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Malati A. Kumar

Malati Kumar

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SCRUTINIZER'S REPORT

NAME OF THE BANK	IDBI Bank Limited
MEETING	Extraordinary General Meeting
DATE & TIME	4 th November, 2015 at 3.30 p.m.
VENUE	Yashwantrao Chavan Centre Auditorium, General Jagannathrao Bhonsale Marg, Mumbai-400021

1. Appointment as Scrutinizer:

We were appointed as Scrutinizer for the remote e-Voting as well as the electronic voting conducted at the Extraordinary General Meeting (EGM) of IDBI Bank Limited (hereinafter referred to as the Bank) held on Wednesday, 4th November, 2015 at 3.30 p.m. at Yashwantrao Chavan Centre Auditorium, General Jagannathrao Bhonsale Marg, Mumbai-400021.

2. Dispatch of Notice convening the Meeting

The Bank has informed that, on the basis of the Register of Members and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Bank completed dispatch of the Notice of the EGM;

- On 08/10/2015 by e-mail to 2,00,529 Members who had registered their email-ids with Depositories/the Bank;
- On 8/10/2015 by Courier to 1,62,592 Members, on 08/10/2015 by Speed Post to 45,311 Shareholders in physical form.

3. Cut-off date

The Voting rights were reckoned as on Wednesday, 28th October, 2015, being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and voting at the Meeting.



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4. Remote e-Voting

4.1 Agency:

The Bank has appointed National Securities Depository Limited (NSDL) as the agency for providing the remote e-voting platform.

4.2 Remote e-Voting:

Remote e-Voting platform was open from 12.00 a.m. on Saturday, 31st October, 2015 to 5.00 p.m. on Tuesday, 3rd November, 2015 and members were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolution, on the e-Voting platform provided by NSDL.

5. Voting at the EGM:

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 at 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, folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, NSDL, the remote e-Voting agency provided us with the names, DP Id & Client ID / folio numbers and shareholding of the members who had cast their votes through remote e-Voting.

5.3 NSDL provided e-voting facility to the Members who attended the meeting.

6. Counting Process

6.1 On completion of voting at the Meeting, NSDL provided us with the List of Members who had cast their votes, with their holding details and details of vote cast on the Resolution.



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- 6.2 The votes were reconciled with the records maintained by the Bank and RTA with respect to the authorizations / proxies lodged with the Bank.
- 6.3 We unblocked the remote e-Voting results on the NSDL E-voting platform before Mr. S. N. Viswanathan and Mr. Anil Joshi and downloaded the remote e-Voting results.
- 6.4 In terms of Section 12(2) of Banking Regulation Act, 1949, no person holding shares in a banking company shall, in respect of any shares held by him, exercise voting rights in excess of ten percent of the total voting rights of all the shareholders of the banking company. The Bank being a Government Company is being considered as a Public Sector Bank on par with other Public Sector Banks constituted under Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970/80, the said restriction is not being considered for shares held by Government of India.

7. Results

7.1 We observed that

- a) 96 Members had cast their votes at the meeting
- b) 271 Members had cast their votes through remote e-Voting.

7.2 The Consolidated Results with respect to the item on the agenda as set out in the Notice of the EGM dated 1st October, 2015 is enclosed.

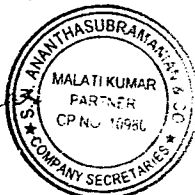
7.3 Based on the aforesaid result, we report that, the **Special Resolution** as contained in the Notice dated 1st October, 2015 has been passed with **requisite majority**.

Malati A. Kumar

Malati Kumar

Date : 4th November, 2015

Place : Mumbai



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Consolidated Results

Item No. 1: Offer, Issue and allot 29,60,94,580 equity shares of Rs. 10/- each for cash at a price of Rs. 75.28 per share, aggregating to Rs. 2229 Crore to Government of India on Preferential basis.

Particulars	Number of Votes contained in						Percentage (%)
	Remote e-Votes		Voting at the EGM		Total		
	Number	Votes	Number	Votes	Number	Votes	
Assent	259	18,31,25,156	87	1,22,70,44,285	346	1,41,01,69,441	99.81
Dissent	12	26,48,748	9	2,309	21	26,51,057	0.19
Total	271	18,57,73,904	96	1,22,70,46,594	367	1,41,28,20,498	100.00

Based on the aforesaid results, we report that the Special Resolution as contained in Item No. 1 of the Notice dated 1st October, 2015, has been passed with requisite majority.



Malati A. Kumar

Malati Kumar

Date : 4th November, 2015

Place : Mumbai