

मार्च २३, २०१६

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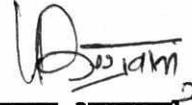
Dear Sir,

**Proceedings of Extra - Ordinary General Meeting**

In terms of the Regulation 30 (4) of the SEBI (LODR) Regulations, 2015, we hereby forward the proceedings of Extra-Ordinary General Meeting held on March 22, 2016.

Kindly acknowledge receipt and take the above on record.

भवदीय,  
कृते आईडीबीआई बैंक लिमिटेड

  
[पवन अग्रवाल] 23/03/16  
कंपनी सचिव

संलग्न : उपर्युक्त

## **IDBI BANK LIMITED**

**PROCEEDINGS OF EXTRA-ORDINARY GENERAL MEETING HELD ON MARCH 22, 2016 AT 3.30 PM AT YASHWANTRAO CHAVAN CENTRE AUDITORIUM, MUMBAI**

### **PROCEEDINGS**

In terms of Section 104 of the Companies Act, 2013 read with Article 89 of the Bank's Articles of Association, Directors of the Bank present in the EGM, having elected Shri Kishor Kharat, MD & CEO to act as Chairman of the Extra-Ordinary General Meeting, Shri Kishor Kharat, took the Chair.

Upon confirmation of the presence of quorum by the Company Secretary, Chairman called the meeting to order and began the proceedings of the meeting. He introduced the Directors present in the meeting to the members.

With the consent of members present, the notice of the EGM was taken as read. After briefly introducing the item of business in the EGM Notice to the members, Chairman invited the members to speak or ask questions relating to the item of business in the meeting. A few members spoke and raised queries on various issues concerning the Bank, which were replied to by the Chairman with thanks to the Members for taking keen interest in the affairs of IDBI Bank.

Chairman then requested the members to formally propose and second the Special Resolution contained in the EGM Notice. Shri Gautam Tiwari, Member proposed the Special Resolution and Smt. Ashalata Maheshwari, Member seconded the Special Resolution.

Chairman informed the Members that in respect of voting on the proposed Special Resolution, remote e-voting facility was provided to the Members during March 18, 2016 to March 21, 2016 in terms of the provisions of the Companies Act, 2013. Further, Tab voting facility was provided in the EGM hall for those Members to vote who could not do remote e-voting earlier. In terms of the Scrutinizer's report on the consolidated voting result dated March 22, 2016, the following Special Resolution was declared by the Chairman as passed vide the Memorandum for declaring the result signed by the Chairman on March 22, 2016 (copy enclosed):

#### **Special Resolution:**

“RESOLVED THAT, pursuant to section 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, the B.R. Act, 1949, Articles of Association of the Bank, SEBI (ICDR) Regulations, 2009 and other applicable law(s), if any and subject to approval of other statutory/regulatory bodies, if any, as may be required in this regard and subject to such terms, conditions and modifications thereto as may be prescribed by them in granting their approval and which may be agreed to by the Board of Directors of the Bank, the



consent of Shareholders of the Bank be and is hereby accorded to the Board of Directors of the Bank to offer, issue and allot upto 280688622 number of equity shares of the Bank at a price of ₹ 53.44 per share comprising of the face value of ₹ 10/- each and premium of ₹ 43.44 per equity share (calculated as per SEBI formula with reference to the Relevant Date of February 19, 2016) aggregating upto ₹ 1500 crore (Rupees One Thousand Five Hundred Crore only) to Life Insurance Corporation of India (LIC) on Preferential Allotment basis, in terms of the provisions of chapter VII of the SEBI (ICDR) Regulations, 2009, the amount of said capital issued under the Preferential Allotment, to be added to the existing paid-up share capital of the Bank.”

“RESOLVED FURTHER THAT the Board of Directors of the Bank be and is hereby authorized to do or cause to be done all such acts, deeds and other things including delegating its authority in this regard to MD & CEO of the Bank, as may be required or considered necessary or incidental thereto, for giving effect to the aforesaid resolution.”

At the end of the Meeting, Chairman conveyed his thanks to the Members for kind cooperation in conducting the EGM and declared the Meeting as closed.

Regd. Office:

**IDBI Bank Ltd.**  
**IDBI Tower, WTC Complex,**  
**Cuffe Parade,**  
**Mumbai- 400 005**  
**Date : March 22, 2016**



**For IDBI Bank Ltd**

  
**(Pawan Agrawal)**  
**Company Secretary**

22/02/16