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आईडीबीआई बैंक लिमिटेड
पंजीकृत कार्यालय : आईडीबीआई टॉवर,
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IDBI Bank Limited
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अगस्त १४, २०१८

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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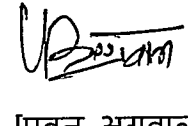
Dear Sir,

Proceedings of 14th AGM of IDBI Bank

In terms of Regulation 30 of the SEBI (LODR) Regulations, 2015, please find attached the Proceedings of 14th Annual General Meeting of the Bank held on August 13, 2018.

Kindly acknowledge receipt and take the above on record.

भवदीय,
कृते आईडीबीआई बैंक लिमिटेड

 14/08/18

[पवन अग्रवाल]

कंपनी सचिव

संलग्न : उपर्युक्त



IDBI BANK LIMITED

**PROCEEDINGS OF 14TH ANNUAL GENERAL MEETING HELD ON AUGUST 13, 2018
AT 3.30 PM AT YASHWANTRAO CHAVAN CENTRE AUDITORIUM, MUMBAI**

PROCEEDINGS

In terms of the provisions of Section 104 of the Companies Act, 2013 read with Article 154(4) of the Articles of Association of the Bank, Shri B. Sriram, MD & CEO took the chair. As, in terms of Section 103 of the Companies Act, 2013 read with Article 87 of the Articles of Association, the requisite quorum for the meeting was present, Chairman of the Meeting (Chairman) called the meeting to order.

As required under Section 171(b) of the Companies Act, 2013, the Register of Directors and Key Managerial Personnel and their shareholding was placed at the commencement of the 14th AGM and kept open during the meeting for inspection of the Members. The other required Registers and Documents, as prescribed under the Companies Act, 2013, were also kept open for inspection at the AGM.

Chairman welcomed the Members present in the AGM and introduced the Directors present on the dais by reading their brief profiles. He referred to the Notice dated June 30, 2018 convening the 13th AGM and, with the consent of Members present, the notice was taken as read.

Chairman, then, read his detailed statement on the performance of the Bank. He apprised the Members that there were no qualifications, observations or comments in the Auditors' Report or Secretarial Auditors' Report for FY 2017-18 on the financial transactions or matters having any effect on Bank's functioning, which are required to be read before the AGM in terms of Section 145 of the Companies Act, 2013 read with the relevant Secretarial Standard.

Chairman informed the Members that in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, IDBI Bank had provided e-voting facility to the Members vide 14th AGM Notice dated June 30, 2018 dispatched between July 12 to 18, 2018. Members cast their votes through remote e-voting till August 12, 2018 (5:00 PM IST), being the last date fixed for e-voting as per relevant Rules under the Companies Act, 2013. Further, on August 13, 2018, the day of the 14th AGM, NSDL's Tab voting facility was provided to the Members



present in person or by proxy to enable those Members to vote who couldn't do remote e-voting earlier.

Thereafter, Chairman invited the Members to speak or ask questions / clarifications relating to performance of the Bank and / or Business to be transacted at the AGM. A few members, spoke in the meeting, raised queries, sought clarifications and gave suggestions on a number of subjects and issues. After the members finished speaking, Chairman replied to the queries raised by members in detail, provided clarifications on various matters, noted the suggestions given by them and appreciated and thanked the members for taking keen interest in the performance of the Bank.

Thereafter, Chairman invited the Members to formally propose and second the Resolutions given in the AGM Notice. A few Members proposed and seconded the Resolutions at Item No.1 to 9 of the AGM Notice. Chairman, then, formally put the Resolutions to vote at the AGM. Since Item No.9 related to noting the appointment of MD & CEO, the Chairman handed over the Chair to Shri Krishna Prasad Nair, Dy. Managing Director only for conducting that particular item.

Based on the Scrutinizer's Consolidated Report dated August 13, 2018 (annexed herewith) on the remote e-voting as well as tab Voting at the AGM, the Chairman declared that all proposals contained in IDBI Bank's 14th AGM Notice dated June 30, 2018, as given below, had been duly passed on the date of the 14th AGM, i.e., August 13, 2018 :

Resolutions passed at the AGM

1. Adoption of Audited Financial Statements of IDBI Bank as on March 31, 2018 together with the Reports of Directors and Auditors thereon - **Passed as Ordinary Resolution.**
2. Authorising the Board of Directors to appoint / re-appoint Statutory Central Auditors of IDBI Bank and Branch Statutory Auditor of DIFC, Dubai Branch of IDBI Bank for FY 2018-19 - **Passed as Ordinary Resolution.**
3. Enabling Resolution u/s 62(1) (c) of the Companies Act, 2013 for issue of shares aggregating upto ₹ 5000 crore (inclusive of premium amount) through various modes of issue including QIP - **Passed as Special Resolution.**
4. Enabling Resolution u/s 42 of the Companies Act, 2013 for mobilization in one or more tranches upto ₹ 5000 crore comprising of Bonds by way of Private Placement/Public Issue - **Passed as Special Resolution.**



5. Appointment of Shri B.B Joshi (DIN 06713850) as Independent Director of the Bank - **Passed as Ordinary Resolution.**
6. Appointment of Shri Samaresh Parida (DIN 01853823) as Independent Director of the Bank - **Passed as Ordinary Resolution.**
7. Appointment of Shri N. Jambunathan (DIN 05126421) as Independent Director of the Bank - **Passed as Ordinary Resolution.**
8. Noting the nomination of Shri Sudhir Shyam (DIN 08135013), Director, Department of Financial Services, Ministry of Finance, Govt. of India as Government Nominee Director on the Board of IDBI Bank - **Passed as Ordinary Resolution.**
9. Noting the appointment of Shri B. Sriram (DIN 02993708) as MD & CEO of IDBI Bank, by Govt. of India – **Passed as Ordinary Resolution.**

All Statutory/Regulatory provisions given under the Companies Act, 2013, SEBI (LODR) Regulations, 2015, mandatory Secretarial Standards, etc. relating to the General Meetings, had been duly complied in respect of calling, holding, convening and conducting this Annual General Meeting.

At the conclusion of 14th AGM, Chairman conveyed his thanks to the Members and all other participants present in the meeting for their kind co-operation in conducting the meeting and declared the meeting as closed.

Regd. Office:

IDBI Bank Ltd.
IDBI Tower, WTC Complex,
Cuffe Parade,
Mumbai- 400 005
Date: August 14, 2018

For IDBI Bank Ltd

(Pawan Agrawal)
Company Secretary



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