



Telephone : 044 – 28889392, 28415702

E-Mail : investor@iobnet.co.in

इण्डियन ओवरसीज़ बैंक

केंद्रीय कार्यालय- पोस्ट बॉक्स सं 3765, 763 अण्णा सालै, चेन्नै 600 002

Indian Overseas Bank

Central Office: P.B.No.: 3765, 763 Anna Salai, Chennai 600 002

Investor Relations Cell

Balance Sheet Management Department

BSMD/IRC/2016-17

May 20, 2016

The Manager,
Listing Department,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai 400 051

Sub: Proposed placement of equity shares of INR 10 each ("Equity Shares") of Indian Overseas Bank (the "Bank") with qualified institutional buyers ("QIBs") under Chapter VIII of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, by the Bank pursuant to a qualified institutions placement (the "Issue")

Dear Sir,

This is to inform you that in respect of the issue of Equity Shares to qualified institutional buyers pursuant to the Issue, the Committee of Directors of the Bank, (the "**Committee**"), has at its meeting held today, i.e. May 20, 2016 passed resolutions in connection with the following:

- (iv) authorizing the closure of the Issue today (i.e. May 20, 2016);
- (v) approving and adopting the issue price of Rs.28.55 per Equity Share (including a premium of Rs.18.55 per Equity Share) at a 5% discount to the floor price (the "**Issue Price**"), for the Equity Shares to be allotted to eligible qualified institutional buyers in the Issue;
- (vi) authorizing the MD & CEO/ED(s)/GM(BSMD) & CFO for execution/approval of the final placement document (the "Placement Document") and of the confirmation of allocation note ("CAN").

Accordingly, the MD & CEO/ED(s)/GM(BSMD) & CFO has approved and adopted the placement document dated May 20, 2016 in connection with the Issue, (the "**Placement Document**"); and approved the form of the confirmation of allocation note ("CAN") to be sent to successful investors.

Details of the documents submitted herewith for your information and records are as follows:

- (iii) certified true copies of the resolutions passed by the Committee at its meeting today as detailed



above; and

- (iv) an electronic copy of the Placement Document, (in pdf format), for the purposes of uploading the same on your website.

The documents submitted herewith for your information and records are certified true copies of the resolution passed by the Committee as detailed above.

The receipt may please be acknowledged.

Thanking you,

Yours sincerely,

For Indian Overseas Bank,

Y.C. Jain

General Manager & CFO





INDIAN OVERSEAS BANK
INVESTOR RELATIONS CELL
CENTRAL OFFICE, CHENNAI

TRUE COPY OF THE RESOLUTIONS PASSED AT THE MEETING OF THE COMMITTEE OF DIRECTORS HELD AT 3.00 PM ON 20.05.2016 (FRIDAY)

RESOLVED THAT pursuant to the powers conferred on the Committee by the Board of Directors in its meeting held on 12.12.2015, in connection with the proposed qualified institutions placement of 9,17,48,448 equity shares of face value of Rs. 10 each at an issue price of Rs. 28.55 including share premium of Rs.18.55 per equity share of the Bank for an aggregate amount of Rs. 261,94,18,190.40 to qualified institutional buyers ("**QIBs**") in terms of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, (the "**SEBI ICDR Regulations**") ("**Issue**"), as opened pursuant to the authorization provided by MD& CEO dated 17.05.2016, the bid period for the Issue be and is hereby declared as closed on 20.05.2016 i.e. date of this resolution, with immediate effect.

RESOLVED FURTHER THAT the issue price of the Equity Shares to be allotted to eligible QIBs (as such term is defined in the Placement Document) through the QIP be fixed at Rs. 28.55 per Equity Share ("**Issue Price**") i.e. at a premium of Rs. 18.55 per Equity Share.

RESOLVED FURTHER THAT MD & CEO/ED(s)/GM(BSMD) & CFO be and are hereby severally authorised for execution/approval of the documents in connection with the Issue, i.e. the confirmation of allocation note ("**CAN**") and the placement document dated 20.05.2016 (the "**Placement Document**")

RESOLVED FURTHER THAT MD & CEO/ED(s)/GM (BSMD) & CFO be and are hereby severally authorised to make any changes to the Preliminary Placement Document that they, in their absolute discretion, think fit for preparing the final Placement Document and also to effect and/or carry out such alterations, additions, omissions, variations, amendments or corrections in the Placement Document as may be necessary or desirable.

RESOLVED FURTHER THAT the serially numbered Placement Document, together with the serially numbered CAN, be sent to such eligible QIBs to pay the entire subscription amounts at the Issue Price for the Equity Shares allocated.

RESOLVED FURTHER THAT MD & CEO/ED(s)/GM(BSMD) & CFO be and are hereby severally authorized to sign the Placement Document on behalf of the Bank, and all other documents that they deem fit in connection with the Issue.

// Certified True Copy//

कृते इण्डियन ओवरसीज बैंक
For Indian Overseas Bank



योगेश चंद्र जैन / YOGAISH C. JAIN
महा प्रबंधक / General Manager



INDIAN OVERSEAS BANK
INVESTOR RELATIONS CELL
CENTRAL OFFICE

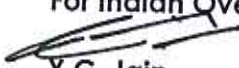
20.05.2016

Approval of Confirmation of Allocation Note (CAN) and final Placement Document (PD) Related to QIP issue of shares by our Bank

Committee of Board in respect of Qualified Institutional Placement held on 20.05.2016 has authorised me, MD & CEO/ED(s)/GM(BSMD) & CFO severally to approve the documents in relation to Proposed QIP of the Bank.

In pursuance of the powers conferred upon me as per the said committee resolution I **Y. C. Jain, CFO, hereby approves** the confirmation of allocation note ("**CAN**") and the final placement document dated 20.05.2016 (the "**Placement Document**"). The approved CAN may be issued to investor along with final PD and may be dispatched to investors and filed with the relevant authorities as per the resolution of the committee.

For Indian Overseas Bank


Y.C. Jain
CFO

