



CIN: L65190MH2004GOI148838

आईडीबीआई बैंक लिमिटेड
पंजीकृत कार्यालय : आईडीबीआई टॉवर,
डब्ल्यूटीसी कॉम्प्लेक्स, कफ परेड,
मुंबई - 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

मई २२, 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
--	--

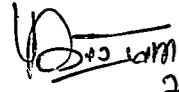
Dear Sir,

Results of Resolution passed by Postal Ballot on May 21, 2018

In terms of Rule 20 of the Companies (Management and Administration) Rules, 2014, we hereby forward a copy of results declared by Chairman alongwith the report of the Scrutiniser in respect of the Special Resolution passed on May 21, 2018 through Postal Ballot.

Kindly acknowledge receipt and take the above on record.

भवदीय,
कृते आईडीबीआई बैंक लिमिटेड


22/05/18
[पवन अग्रवाल]
कंपनी सचिव

संलग्न : उपर्युक्त

IDBI BANK LIMITED

**Declaration of result in respect of Special Resolutions
passed on May 21, 2018 through Postal Ballot**

In terms of Section 110 of the Companies Act, 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014, IDBI Bank provided the facility of e-voting and physical postal ballot forms to the Members vide Bank's Postal Ballot Notice dated April 05, 2018 despatched to the Members during April 16 to 21, 2018 towards passing the Special Resolutions for (i) Preferential Issue of equity shares aggregating to ₹ 7881 crore to Govt. of India (GoI) and (ii) Increase in Authorised Share Capital from ₹ 4500 crore to ₹ 8000 crore. Subsequently, in compliance of Regulation 73 of the SEBI (ICDR) Regulations, 2009, additional disclosure with regard to the Issue Price of ₹ 71.82 per share calculated in terms of Regulation 76 of ICDR Regulations, 1,09,73,26,649 number of equity shares to be allotted to GoI and Pre & Post Issue Shareholding Pattern, was notified to Members vide newspaper advertisement published on April 22, 2018. Members voted electronically and through physical postal ballot forms from 9 a.m. on April 22, 2018 upto 5 p.m. on May 21, 2018, being the last date specified for voting. The Board had appointed M/s. S.N Ananthasubramanian & Co. as Scrutinizers to Scrutinize the votes cast through e-voting and postal ballot forms. Scrutinizers have submitted their Report of the total votes cast in favour or against the Resolutions on e-voting and physical postal ballot forms, in terms of the said Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014.

Based on the Scrutinizer's Report dated May 22, 2018, I hereby declare that 2 (two) resolutions contained in IDBI Bank's Postal Ballot Notice dated April 05, 2018, have been passed as Special Resolution with requisite majority on May 21, 2018, i.e., the last date specified for voting, as per the details given below :

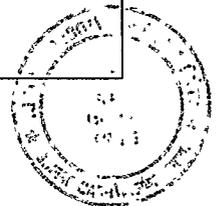
Item No.	Resolution	Votes in favour (Assent)	Votes against (Dissent)	Passed as
1.	"RESOLVED THAT, pursuant to section 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, the B.R. Act, 1949, Articles of Association of the Bank, SEBI (ICDR) Regulations, 2009 and	2,88,76,30,429	7,341	Special Resolution



(Handwritten signature)



	<p>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 such number of equity shares of ₹ 10/- each, at a price to be calculated with reference to the Relevant Date of April 20, 2018 to Government of India aggregating to ₹ 7881 crore (inclusive of premium amount) 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.”</p> <p>“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 or any other officer(s) of the Bank, as may be required or considered necessary or incidental thereto, for giving effect to the aforesaid resolution.”</p>			
2.	<p>“RESOLVED THAT pursuant to the provisions of Sections 13, 14 and 61 of the Companies Act, 2013 read with Article 6 of the Articles of Association and other applicable provisions of the Companies Act, 2013 or other laws, if any, consent of the shareholders of the Bank be and is hereby accorded to the increase in the Authorised Share Capital of the Bank from ₹ 4500 crore (divided into 450 crore equity shares of ₹ 10/- each) to ₹ 8000 crore (divided into 800 crore equity shares of ₹ 10/- each) and to the consequential</p>	2,88,76,19,418	5,330	Special Resolution



[Handwritten signature]

<p>amendments to Clause V of the Memorandum of Association and Article 3 of the Articles of Association of IDBI Bank Ltd. to read as follows :</p> <p>Amended Clause V of the Memorandum of Association</p> <p>The authorised share capital of the company shall be ₹ 8000,00,00,000/- (Rupees Eight Thousand Crore Only) divided into 800,00,00,000 equity shares of ₹ 10/- each.</p> <p>Amended Clause 3 of the Articles of Association</p> <p>The authorised share capital of the Company shall be ₹ 8000,00,00,000 (Rupees Eight Thousand Crore Only) divided into 800,00,00,000 equity shares of ₹ 10/- each.</p>			
--	--	--	--

The Scrutinizer's Report dated May 22, 2018, forming part of this declaration, is attached herewith.

Place : Mumbai
Date : May 22, 2018




(Mahesh Kumar Jain)
DIN 03513127
MD & CEO
Chairman



S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

Firm Registration No. P1991MH040400

10/26, BRINDABAN, THANE - 400601 | Tel 25345648/25432704 | Email sna@snaco.net | Website www.snaco.net

SCRUTINIZER'S REPORT

To,
The Managing Director & CEO,
IDBI Bank Limited
CIN: L65190MH2004GOI148838
IDBI Tower, WTC Complex
Cuffe Parade, Mumbai- 400005

We are pleased to present our Report on the **POSTAL BALLOT** conducted by the Bank to pass two Special Resolutions as contained in the Notice of Postal Ballot dated **April 5, 2018**.

1. In terms of Provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, we were appointed as Scrutinizer by the Bank to conduct the Postal Ballot as contained in the Notice dated **April 5, 2018**.

2. Members approval was sought for:

a) Offer, issue and allotment of Equity Shares to Government of India aggregating upto Rs. 7881 Cr. (inclusive of premium amount) on Preferential Basis.

b) Increase in the Authorised Share Capital of the Bank to Rs. 8,000 crore (divided into 800 crore equity shares of 10/- each) and consequential amendments to Clause V of the Memorandum of Association and Article 3 of the Articles of Association of IDBI Bank Ltd.

3. 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)**, as on **April 6, 2018 (cut-off date)**, the Bank completed dispatch of the Notice of Postal Ballot:

➤ On 16th April, 2018 by **email** to **2,16,691** shareholders who had registered their email-ids with the Bank/ Depositories

➤ On 16th April, 2018 In physical form by **Speed post/ Air-mail** to **13,173** shareholders

➤ On 19th April, 2018 by **courier** to **1,33,170** shareholders



Scrutinizer's Report on IDBI Bank Limited - Postal Ballot vide notice dated 5th April, 2018

S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

Firm Registration No. P1991MH040400

10/26, BRINDABAN, THANE – 400601 | Tel 25345648/25432704 | Email sna@snaco.net | Website www.snaco.net

4. In terms of the aforesaid Notice, members were required to convey their assent or dissent, as the case may be, as under:
 - In case of Postal Ballot Form mailed to them by the Bank, in pre-paid envelopes addressed to us on or before close of working hours at **5:00 p.m. on Monday, May 21, 2018.**
 - In case of remote e-Voting, votes to be cast electronically on e-voting platform provided by Karvy Computershare Private Limited till **5:00 p.m. on Monday, May 21, 2018.**
5. I received 673 Postal Ballot Forms and 263 Members cast their votes on the e-Voting platform, till **5:00 p.m. on Monday, May 21, 2018.**
6. With the support of **M/s. Karvy Computershare Pvt. Ltd.**, the Registrar & Transfer Agents (RTA) of the Bank, the Postal Ballot Forms were scrutinized and signatures of Members were verified with their specimen signatures registered with RTA and as provided by the Depositories.
7. In case of e-Voting, Members' demographic details, their voting rights and voting pattern were provided by/to RTA.
8. The votes, if any, cast by a member(s) both in,Postal Ballot Form and e-Voting having been identified, votes cast through remote e-Voting only were considered valid.
9. 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 fifteen 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 and hence the said restriction is not being considered for Government of India.
10. After the aforesaid scrutiny of Postal Ballot Forms and taking into account the e-Voting result, I report that the Special Resolutions as contained in the Postal Ballot Notice dated April 5, 2018 have been passed with requisite majority.



Scrutinizer's Report on IDBI Bank Limited - Postal Ballot vide notice dated 5th April, 2018

S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

Firm Registration No. P1991MH040400

10/26, BRINDABAN, THANE – 400601 | Tel 25345648/25432704 | Email sna@snaco.net | Website www.snaco.net

We have annexed with this Report, the details of the Postal Ballot and e-Voting and an analysis of the Result of the Special Resolutions as contained in the aforesaid Notice. ✓

Malati A.K.



Malati Kumar
Partner

ACS : 15508
COP No. 10980

22nd May, 2018
Thane ✓

Details of the Postal Ballot & e-Voting

A	Postal Ballot	Resolution 1	Resolution 2
1	Number of Forms received from Members	673	673
2	Number of Forms rejected / not considered for reasons as stated below:-		
	a. Signature mismatch	15	15
	b. Not signed	3	3
	c. No Board resolution enclosed		
	d. Voted electronically	0	0
	e. Not Voted	18	84
	Total Invalid Forms	36	102
3	Number of Valid Forms (1-2)	637	571
B	e-Voting		
1	Number of Members who participated in e-Voting.	263	263
2	Not voted	5	6
3	Number of Valid e-Voters(1-2)	258	257
C	Total Valid Voters (A3+B3)	895	828

Malati A. K.


Result of Postal Ballot

Item No. 1: Offer, issue and allotment of Equity Shares to Government of India aggregating to Rs. 7881 Cr. on Preferential Basis							
Particulars	Number of Valid			Number of Valid Votes contained in			%
	e-Voters	Postal Ballot Forms	Total	e-Votes	Postal Ballot Forms	Total	
Assent	238	616	854	37,86,07,461	2,50,90,22,968	2,88,76,30,429	99.99
Dissent	23	22	45	3,230	4,111	7,341	0.01
Total	*261	#638	899	37,86,10,691	2,50,90,27,079	2,88,76,37,770	100.00

*3 members have voted differently
 #1 member has voted differently

Based on the aforesaid result, we report that, the **Special Resolution** as contained in the Postal Ballot Notice dated **April 5, 2018** has been passed with requisite majority.

Malati A. Kumar



Malati Kumar
 Partner

ACS : 15508
 COP No. 10980

22nd May, 2018
 Thane

Scrutinizer's Report on IDBI Bank Limited - Postal Ballot vide notice dated 5th April, 2018

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
 Firm Registration No. P1991MH040400

10/26, BRINDABAN, THANE – 400601 | Tel 25345648/25432704 | Email sna@snaco.net | Website www.snaco.net

Item No. 2: Increase in the Authorised Share Capital of the Bank to Rs. 8,000 crore (divided into 800 crore equity shares of 10/- each) and consequential amendments to Clause V of the Memorandum of Association and Article 3 of the Articles of Association of IDBI Bank Ltd.

Particulars	Number of Valid			Number of Valid Votes contained in			%
	e-Voters	Postal Ballot Forms	Total	e-Votes	Postal Ballot Forms	Total	
Assent	241	556	797	37,86,08,112	2,50,90,11,306	2,88,76,19,418	99.99
Dissent	16	15	31	2,569	2,761	5,330	0.01
Total	257	571	828	37,86,10,681	2,50,90,14,067	2,88,76,24,748	100.00

Based on the aforesaid result, we report that, the **Special Resolution** as contained in the Postal Ballot Notice dated **April 5, 2018** has been passed with requisite majority.

Malati A.K.



Malati Kumar
Partner

ACS : 15508
COP No. 10980
22nd May, 2018
Thane

Scrutinizer's Report on IDBI Bank Limited - Postal Ballot vide notice dated 5th April, 2018