



CIN: L65190MH2004GO1148838

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

23 अक्टूबर 2019

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,

Results of Resolutions passed by Postal Ballot on October 22, 2019

In terms of Rule 20 of the Companies (Management and Administration) Rules, 2014, we hereby forward a copy of results declared by MD & CEO, IDBI Bank Ltd alongwith the report of the scrutiniser in respect of the Special Resolutions passed on October 22, 2019 through Postal Ballot.

Kindly acknowledge receipt and take the above on record.

भवदीय,

कृते आईडीबीआई बैंक लिमिटेड


[पवन अग्रवाल] 22/10/19

म. प्र. एवं कंपनी सचिव

संलग्न : उपर्युक्त

IDBI BANK LIMITED

Declaration of voting result in respect of Shareholders' Resolutions passed on October 22, 2019 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 September 19, 2019 despatched to the Members during September 19 to 22, 2019 towards passing 2 (two) Resolutions for (i) Preferential Issue of equity shares to LIC & Government of India aggregating to ₹ 4743 crore & ₹ 4557 crore respectively and (ii) Increase in Authorised Share Capital of the Bank. Subsequently, in compliance of Regulation 163 of the SEBI (ICDR) Regulations, 2018, additional disclosure with regard to the Issue Price of ₹ 35.17 per share calculated in terms of Regulation 164(1) of ICDR Regulations and Pre & Post Issue Shareholding Pattern, was notified to Members vide newspaper advertisement published on September 23, 2019. Members voted electronically and through physical postal ballot forms from 9 a.m. on September 23, 2019 upto 5 p.m. on October 22, 2019, being the last date specified for voting. The Board had appointed Ms. Aparna Gadgil of M/s. S.N Ananthasubramanian & Co. as Scrutinizer 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 Resolution 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 October 23, 2019, I hereby declare that 2 (two) Resolutions contained in IDBI Bank's Postal Ballot Notice dated September 19, 2019, have been passed as indicated below with requisite majority on October 22, 2019, 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.	Preferential Issue of Equity Shares to LIC and Govt. of India "RESOLVED THAT, pursuant to Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, the	3174454994 (99.9996%)	12097 (0.0004)	Special Resolution



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<p>Banking Regulation Act, 1949, Articles of Association of the Bank, SEBI (ICDR) Regulations, 2018 and other applicable law(s), if any and subject to approval of 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, the consent of Shareholders of the Bank be and is hereby accorded to the Board of Directors of the Bank to create, 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 September 20, 2019 aggregating upto ₹ 4743 crore (inclusive of premium amount, if any) to LIC (such that the shareholding of LIC post allotment aggregates upto 51% of Bank's expanded Paid-up Capital) and aggregating upto ₹ 4557 crore (inclusive of premium amount, if any) to Govt. of India on preferential allotment basis, in terms of the provisions of Chapter V of SEBI (ICDR) Regulations, 2018, 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>			
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2.	<p>Increase in Authroised Captial of the Bank</p> <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 ₹15000 crore (divided into 1500 crore equity shares of ₹10/- each) to ₹25000 crore (divided into 2500 crore equity shares of ₹10/- each) and to the consequential amendments as stated hereunder to Clause V of the Memorandum of Association and Article 3 of the Articles of Association of IDBI Bank Ltd.:</p> <p><i>Amended Clause V of the Memorandum of Association</i></p> <p>The authorised share capital of the company shall be ₹25000,00,00,000/- (Rupees Twenty Five Thousand Crore Only) divided into 2500,00,00,000 equity shares of ₹10/- each.</p> <p><i>Amended Clause 3 of the Articles of Association</i></p> <p>The authorised share capital of the company shall be ₹25000,00,00,000/- (Rupees Twenty Five Thousand Crore Only) divided into 2500,00,00,000 equity shares of ₹10/- each.</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</p>	3174451521 (99.9995%)	15474 (0.0005)	Special Resolution
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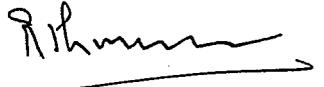


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	considered necessary or incidental thereto, for giving effect to the aforesaid resolution.”			
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The Scrutinizer's Report dated October 23, 2019, forming part of this declaration, is attached herewith.

Regd. Office:
IDBI Bank Ltd.,
IDBI Tower, WTC Complex, Cuffe Parade,
Mumbai – 400 005
Date : October 23, 2019


(Rakesh Sharma)
Managing Director & CEO
DIN 06826594



S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES

Firm Registration No. P1991MH040400

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

SCRUTINIZER'S REPORT

To,
The Board of Directors,
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 **September 19, 2019**.

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 **September 19, 2019**.

2. Members approval was sought for:

- Preferential Issue of Equity Shares to Government of India and LIC aggregating to Rs 4557 crore and Rs 4743 crore in terms of the provisions of Chapter V of SEBI (ICDR) Regulations, 2018 such that shareholding of LIC post allotment aggregates upto 51% of the Banks expanded paid up capital);
- Increase in Authorized Capital of the Bank from Rs. 15000 crore (divided into 1500 crore equity shares of Rs. 10/- each) to Rs. 25000 crore (divided into 2500 crore of Rs 10 each) and consequent amendments in Memorandum of Association and Articles Of Association ;

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 **September 13, 2019 (cut-off date)**, the Bank completed dispatch of the Notice of Postal Ballot:

- On **19.09.2019** by email to **2,65,287** shareholders who had registered their email-ids with the Bank/ Depositories;
 - On **21.09.2019** in physical form by **Speed post** to **10482** shareholders and by **Air Mail** to **598** shareholders;
 - On **22.09.2019** in physical form by **courier** to **1,15,184** shareholders
- Scrutinizer's Report on IDBI Bank Limited - Postal Ballot vide notice dated September 19,*



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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 Tuesday, October 22, 2019.**
 - In case of remote e-Voting, votes to be cast electronically on e-voting platform provided by **M/s Karvy Fintech Private Limited (Karvy)** till **5:00 p.m. on Tuesday, October 22, 2019.**
5. We received **349** Postal Ballot Forms and **336** Members cast their votes on the e-Voting platform, till **5:00 p.m. on Tuesday, October 22, 2019.**
6. With the support of **Karvy**, 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 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. a. In terms of Section 12(2) of Banking Regulation Act, 1949, voting rights of persons holding shares in excess of 15% have been capped at 15% of total voting rights of all Shareholders of the Bank (except as stated in Para 9b hereinafter).
b. In terms of Reserve Bank of India's letter ref. DBR. CO. BP. No 3990/ 21. 01. 002 / 2018-19 dated 02nd November, 2018, voting rights for Life Insurance Corporation of India have been capped at 26% of total voting rights of all Shareholders of the Bank.
10. After the aforesaid scrutiny of Postal Ballot Forms and taking into account the e-Voting result, we report that the Two Special Resolutions as contained in the Postal Ballot Notice dated September 19, 2019 have been passed with requisite majority.



S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

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




Aparna Gadgil

Partner

ACS : 14713

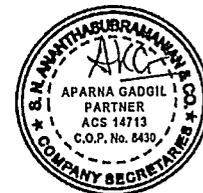
COP No. 8430

23rd October, 2019

Thane

Details of the Postal Ballot & e-Voting

A	Postal Ballot	Item 1	Item 2
1	Number of Forms received from Members	349	349
2	Number of Forms rejected / not considered for the reason of :		
	• Not signed	5	5
	• Resolution not enclosed	1	1
	Total Invalid Forms	6	6
3	Number of Valid Forms (1-2)	343	343
B	e-Voting		
1	Number of Members who participated in e-Voting.	336	336
2	Not voted	7	10
3	Number of Valid e-Voters(1-2)	329	326
C	Total Valid Voters (A3+B3)	672	669



Result of Postal Ballot

Item No. 1: Preferential Issue of Equity Shares to Government of India and LIC aggregating to Rs 4557 crore and Rs 4743 crore in terms of the provisions of Chapter V of SEBI (ICDR) Regulations, 2018 such that shareholding of LIC post allotment aggregates upto 51% of the Banks expanded paid up capital.							
Particulars	Number of Valid			Number of Valid Votes contained in			%
	e-Voters	Postal Ballot Forms	Total	e-Votes	Postal Ballot Forms	Total	
Assent	293	330	623	2,01,39,18,114	1,16,05,36,880	3,17,44,54,994	99.9996
Dissent	41	13	54	9,799	2,298	12,097	0.0004
Total	*334	343	677	2,01,39,27,913	1,16,05,39,178	3,17,44,67,091	100.0000

*Includes Votes in respect of 5 folios which have not been cast in the same manner

Based on the aforesaid result, we report that, the **Special Resolution** as contained in the Postal Ballot Notice dated **September 19, 2019** has been passed with **requisite majority**.

Akl Gadgil
 Aparna Gadgil
 Partner
 ACS : 14713
 COP No. 8430
 23rd October, 2019
 Thane



S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
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Item No. 2: To increase in the Authorised Share Capital of the Bank from Rs. 15000 crores (divided into 1500 crore equity shares of Rs. 10/- each) to Rs. 25000 crore (divided into 2500 crore equity shares of Rs. 10/- each) and to the consequential amendments as stated hereunder to Clause V of the Memorandum of Association and Article 3 of the Articles of Association of the Bank.

Particulars	Number of Valid			Number of Valid Votes contained in			%
	e-Voters	Postal Ballot Forms	Total	e-Votes	Postal Ballot Forms	Total	
Assent	295	325	620	2,01,39,17,361	1,16,05,34,160	3,17,44,51,521	99.9995
Dissent	36	18	54	10,456	5,018	15,474	0.0005
Total	*331	343	674	2,01,39,27,817	1,16,05,39,178	3,17,44,66,995	100.0000

*Includes Votes in respect of 5 folios which have not been cast in the same manner

Based on the aforesaid result, we report that, the **Special Resolution** as contained in the Postal Ballot Notice dated **September 19, 2019** has been passed with **requisite majority**.

AK Gadgil
 Aparna Gadgil
 Partner
 ACS : 14713
 COP No. 8430
 23rd October, 2019
 Thane



Scrutinizer's Report on IDBI Bank Limited - Postal Ballot vide notice dated September 19, 2019