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## इण्डियन ओवरसीज़ बैंक

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

### Indian Overseas Bank

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

#### Investor Relations Cell

IRC/ 165 /2021-22

07.08.2021

The Vice President  
**National Stock Exchange Limited**  
"Exchange Plaza", C-1, Block G  
Bandra-Kurla Complex,  
Bandra (E)  
**Mumbai - 400 051**

Senior General Manager  
Dept. of Corporate Services  
**BSE Limited**  
Floor 1, P.J. Towers  
Dalal Street  
**Mumbai - 400 001**

Dear Sir,

**Intimation under Regulation 44 (3) of SEBI**  
**(Listing Obligations and Disclosure Requirements) Regulations, 2015**

With reference to the above, we enclose details regarding the voting results on the Agenda Items considered at the Annual General Meeting and Scrutinizer's Report of the Annual General Meeting held on Saturday, 07<sup>th</sup> August 2021 in Chennai.

Please take the same on record.

Thanking you,

Yours faithfully,

*S Nandakumaran*  
07/08/21

**S Nandakumaran**  
**DGM & Company Secretary**

Encl: as above



NAME OF THE COMPANY: INDIAN OVERSEAS BANK

NO. OF HOLDERS AS ON THE E-VOTING CUT OFF DATE - 456894

NO. OF PERSONS ATTENDED THE AGM - 33

RESOLUTION 1 - To Discuss, approve and adopt the Audited Balance sheet of the Bank as at 31st March, 2021, the Profit and Loss account for the year ended on that date

Resolution Required:(Ordinary/Special)			Ordinary Resolution					
Whether promoter/ promoter groups are interested in the agenda/resolution?			NO					
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	18218326570	18218326570	100	18218326570	0	100	0
	POLL							
	POSTAL_BALLOT							
	VENUE-VOTING							
	<b>SUB TOTAL</b>	<b>18218326570</b>	<b>18218326570</b>	<b>100</b>	<b>18218326570</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	258040248	241283798	93.51	241283798		100	
	POLL							
	POSTAL_BALLOT							
	VENUE-VOTING							
	<b>SUB TOTAL</b>	<b>258040248</b>	<b>241283798</b>	<b>93.51</b>	<b>241283798</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	426045438	573043	0.13	504451	68592	88.03	11.97
	POLL							
	POSTAL_BALLOT							
	VENUE-VOTING							
	<b>SUB TOTAL</b>	<b>426045438</b>	<b>573043</b>	<b>0.13</b>	<b>504451</b>	<b>68592</b>	<b>88.03</b>	<b>11.97</b>
<b>GRAND TOTAL</b>		<b>18902412256</b>	<b>18460183411</b>	<b>97.66</b>	<b>18460114819</b>	<b>68592</b>	<b>100.00</b>	<b>0.00</b>

RESOLUTION 2 - To create, offer, issue and allot by way of offer document/prospectus, such number of equity/preference shares (cumulative/Non-Cumulative shares) securities of face value Rs. 10/- each and not to exceed 1,25,00,00,000 equity shares as on date which together with the existing Paid up capital shall be within the total authorised capital of the Bank, being the Ceiling in the Authorised Capital of the Bank as per Section 3 (2A) of the Act

Resolution Required:(Ordinary/Special)			Special Resolution					
Whether promoter/ promoter groups are interested in the agenda/resolution?			NO					
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD	NO OF VOTES POLLED	% OF SHARES POLLED ON OUTSTANDING SHARES	NO OF VOTES IN FAVOUR	NO OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES POLLED	% OF VOTES AGAINST ON VOTE POLLED
		(1)	(2)	(3)=(2/1)*100	(4)	(5)	(6)=(4/2)*100	(7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	18218326570	18218326570	100	18218326570	0	100	0
	POLL							
	POSTAL_BALLOT							
	VENUE-VOTING							
	<b>SUB TOTAL</b>	<b>18218326570</b>	<b>18218326570</b>	<b>100</b>	<b>18218326570</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	258040248	241572055	93.62	241572055		100	
	POLL							
	POSTAL_BALLOT							
	VENUE-VOTING							
	<b>SUB TOTAL</b>	<b>258040248</b>	<b>241572055</b>	<b>93.62</b>	<b>241572055</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	426045438	572963	0.13	492230	80733	85.91	14.09
	POLL							
	POSTAL_BALLOT							
	VENUE-VOTING							
	<b>SUB TOTAL</b>	<b>426045438</b>	<b>572963</b>	<b>0.13</b>	<b>492230</b>	<b>80733</b>	<b>85.91</b>	<b>14.09</b>
<b>GRAND TOTAL</b>		<b>18902412256</b>	<b>18460471588</b>	<b>97.66</b>	<b>18460390855</b>	<b>80733</b>	<b>100.00</b>	<b>0.00</b>



**RESOLUTION 3** - To offer issue and allot, on one or more tranches, to such permanent employee's upto 82, 18, 00,000 equity shares of Rs. 10/- each with premium ranking pari passu with the existing equity shares of the Bank

Resolution Required:(Ordinary/Special)				Special Resolution				
Whether promoter/ promoter groups are interested in the agenda/resolution?				NO				
PARTICULARS	MODE OF VOTING	NO OF SHARES HELD (1)	NO OF VOTES POLLED (2)	% OF SHARES POLLED ON OUTSTANDING SHARES (3)=(2/1)*100	NO OF VOTES IN FAVOUR (4)	NO OF VOTES AGAINST (5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=(4/2)*100	% OF VOTES AGAINST ON VOTE POLLED (7)=(5/2)*100
PROMOTER AND PROMOTER~GROUP	E-VOTING	18218326570	18218326570	100	18218326570	0	100	0
	POLL							
	POSTAL_BALLOT							
	VENUE-VOTING							
	<b>SUB TOTAL</b>	<b>18218326570</b>	<b>18218326570</b>	<b>100</b>	<b>18218326570</b>	<b>0</b>	<b>100</b>	<b>0</b>
PUBLIC-INSTITUTIONS	E-VOTING	258040248	241572055	93.62	230290986	11281069	95.33	4.67
	POLL							
	POSTAL_BALLOT							
	VENUE-VOTING							
	<b>SUB TOTAL</b>	<b>258040248</b>	<b>241572055</b>	<b>93.62</b>	<b>230290986</b>	<b>11281069</b>	<b>95.33</b>	<b>4.67</b>
PUBLIC-NON INSTITUTIONS	E-VOTING	426045438	571865	0.13	524382	47483	91.70	8.30
	POLL							
	POSTAL_BALLOT							
	VENUE-VOTING							
	<b>SUB TOTAL</b>	<b>426045438</b>	<b>571865</b>	<b>0.13</b>	<b>524382</b>	<b>47483</b>	<b>91.70</b>	<b>8.30</b>
<b>GRAND TOTAL</b>		<b>18902412256</b>	<b>18460470490</b>	<b>97.66</b>	<b>18449141938</b>	<b>11328552</b>	<b>99.94</b>	<b>0.06</b>



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## Consolidated Scrutinizer's Report

7<sup>th</sup> August, 2021

The Managing Director & CEO  
**Indian Overseas Bank**  
Central Office,  
Investor Relations Cell,  
763, Anna Salai,  
Chennai – 600 002.

**Ref: 21<sup>st</sup> Annual General Meeting ("AGM") of the Members of the Indian Overseas Bank held on 7<sup>th</sup> August, 2021 at 11:30 A.M. I.S.T by way of Video Conferencing ("VC").**

Dear Sir,

We, R. Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of INDIAN OVERSEAS BANK vide resolution dated 14<sup>th</sup> July, 2021, pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020 and Circular no. 17/2020 dated April 13, 2020 Circular No. 02/2021 dated January 13, 2021 to scrutinize the voting relating to the resolutions as set out in the notice of the AGM through remote e-voting process held between Wednesday, 4<sup>th</sup> August, 2021 (9.00 A.M.) (IST) to Friday, 6<sup>th</sup> August, 2021 (5.00 P.M.) (IST) and through electronic voting system ("e-voting") during the 21<sup>st</sup> Annual General Meeting ("AGM") of the members of the Bank, held on Saturday, 7<sup>th</sup> August, 2021 at 11:30 A.M. I.S.T by way of Video Conferencing ("VC").

We now submit our Consolidated Report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars as mentioned above relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders is the responsibility of the management.
2. The Bank has availed remote e-voting system and electronic voting system at the AGM provided by Central Depository Services (India) Limited ("CDSL") for enabling the members to cast their vote under the provisions of the said Sections and the Rules made thereunder.
3. After conclusion of the proceedings of the meeting, the shareholders present through VC voted through the e-voting facility provided by CDSL. As per the information given by the Bank, the names of the shareholders who had voted by remote e-voting had been blocked and only those members who were present at the AGM through VC and who had not voted by remote e-voting were allowed to cast their votes through e-voting system during the AGM.
4. We have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the official website of CDSL.
5. Based on the data downloaded from the Official website of CDSL for the remote e-voting system and on the basis of the report furnished to us by them on the electronic voting system, we now submit our consolidated report (Remote e-voting and Electronic Voting System) as under:

**Item No. 2 – Issue of further shares.**

**SPECIAL RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting at AGM	Number of votes cast (Shares) through E-voting at AGM	Total Number of votes cast through Remote E-Voting and E-voting at AGM	% of total number of valid votes cast
<b>508</b>	<b>18460389839</b>	<b>5</b>	<b>1016</b>	<b>18460390855</b>	<b>99.99956</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting at AGM	Number of votes cast (Shares) through E-voting at AGM	Total Number of votes cast through Remote E-Voting and E-voting at AGM	% of total number of valid votes cast
<b>36</b>	<b>80733</b>	<b>0</b>	<b>0</b>	<b>80733</b>	<b>0.00044</b>

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting at AGM	Number of votes cast (Shares) through E-voting at AGM	Total Number of votes cast through Remote E-Voting and E-voting at AGM
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.**

**Item No. 1 - Adoption of Audited Balance sheet of the Bank as at 31<sup>st</sup> March, 2021, the Profit and Loss account for the year ended on that date.**

**ORDINARY RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting at AGM	Number of votes cast (Shares) through E-voting at AGM	Total Number of votes cast through Remote E-Voting and E-voting at AGM	% of total number of valid votes cast
<b>533</b>	<b>18460113803</b>	<b>5</b>	<b>1016</b>	<b>18460114819</b>	<b>99.99963</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting at AGM	Number of votes cast (Shares) through E-voting at AGM	Total Number of votes cast through Remote E-Voting and E-voting at AGM	% of total number of valid votes cast
<b>12</b>	<b>68592</b>	<b>0</b>	<b>0</b>	<b>68592</b>	<b>0.00037</b>

(iii) **Invalid** Votes:

Number of members voted in Remote E-Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting at AGM	Number of votes cast (Shares) through E-voting at AGM	Total Number of votes cast through Remote E-Voting and E-voting at AGM
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.**

**Item No. 3 – Issue of shares to Employees.**

**SPECIAL RESOLUTION**

(i) Votes in **favour** of the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E- voting at AGM	Number of votes cast (Shares) through E- voting at AGM	Total Number of votes cast through Remote E-Voting and E-voting at AGM	% of total number of valid votes cast
<b>462</b>	<b>18449141072</b>	<b>4</b>	<b>866</b>	<b>18449141938</b>	<b>99.93863</b>

(ii) Votes **against** the resolution:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of Members voted through E-voting at AGM	Number of votes cast (Shares) through E- voting at AGM	Total Number of votes cast through Remote E-Voting and E- voting at AGM	% of total number of valid votes cast
<b>82</b>	<b>11328402</b>	<b>1</b>	<b>150</b>	<b>11328552</b>	<b>0.06137</b>

(iii) **Invalid** Votes:

Number of Members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of Members voted through E-voting at AGM	Number of votes cast (Shares) through E-voting at AGM	Total Number of votes cast through Remote E-Voting and E- voting at AGM
<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>

**RESULT:**

**As the number of votes cast in favour of the resolution was more than three times the number of votes cast against, we report that the Special Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority**

6. A Compact Disc (CD) containing a list of equity shareholders who voted "**FOR**" and "**AGAINST**" for each resolution is enclosed.

7. The electronic data relating to remote e-voting and electronic voting system, all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

**Thanking you,**

**Yours faithfully,**

**For R. Sridharan & Associates  
Company Secretaries**

R  
SRIDHARA  
N

Digitally signed  
by R SRIDHARAN  
Date: 2021.08.07  
17:49:49 +05'30'

**CS R. Sridharan**

**CP No. 3239**

**FCS No. 4775**

**UDIN: F004775C000752874**