

DEPT: SECRETARIAL
REF.No.SEC/ST EX-STT/ 22 /2016-17

8th July, 2016

To,

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
MUMBAI – 400 051

BSE Ltd.
Department of Corporate Services (Listing)
First Floor, New Trading Wing,
Rotunda Building, P J Towers
Dalal Street, Fort,
MUMBAI – 400 001

Dear Sir,

Sub: Proceedings of the 88th Annual General Meeting of the Bank pursuant to Regulation 30 and 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we hereby submit the proceedings of 88th Annual General Meeting of The South Indian Bank Limited held on Friday, July 8, 2016 at 10.00 a.m. at Casino Cultural Auditorium Ltd., T.B. Road, Thrissur-680 001.


Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the Shareholders of the Bank were given the opportunity to exercise their right to vote on the resolutions set out in the Notice of AGM through electronic voting (e-voting) and physical ballot at the AGM. The rules also provide that subject to receipt of sufficient votes, the resolution shall be deemed to be passed on the date of the relevant general meeting of members.

All the resolutions contained in the Notice of the above AGM dated June 1, 2016 were approved by majority of Shareholders through e-voting/ physical ballot voting and accordingly all the resolutions are declared passed. In compliance with Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we enclose the voting results in the prescribed format along with the report of Scrutinizer for E-voting & physical Ballot.

Please take the above on record.

Thanking you,

Yours faithfully,


Jimmy Mathew
Company Secretary

Encl: a/a

The South Indian Bank Ltd., Regd. Office: Thrissur - Kerala.

Head Office: S.I.B. House, T.B. Road, PB No.28, Thrissur- 680 001, Kerala. (Tel) 0487-2420 020, (Fax) 91 0487-244 2021.
e-mail: sibcorporate@sib.co.in, CIN: L65191KL1929PLC001017, Toll free (India) 1800-843-1800, 1800-425-1809(BSNL)

Web: www.southindianbank.com

GIST OF THE 88TH ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF THE SOUTH INDIAN BANK LIMITED, THRISSUR, HELD ON FRIDAY, THE 8TH DAY OF JULY 2016, AT 10.00 A.M. AT CASINO CULTURAL AUDITORIUM, THRISSUR.

The 88th Annual General Meeting of The South Indian Bank Limited was held on Friday, July 8, 2016 at 10.00 a.m. at Casino Cultural Auditorium Ltd., T.B. Road, Thrissur-680 001.


Total 447 members (including proxies) attended the meeting as per the attendance records for the said AGM.

The AGM was attended by the following 9 out of 10 Directors on the Board of the Bank.

Sri. Amitabha Guha	Chairman
Sri. V.G. Mathew	Managing Director & CEO
Sri. Mohan E. Alapatt	Director
Sri. K. Thomas Jacob	Director (Chairman of Audit Committee)
Sri. John Joseph Alapatt	Director
Sri. Francis Alapatt	Director
Sri. Salim Gangadharan	Director
Sri. Cheryan Varkey	Director
Sri. Parayil George John Tharakan	Director

Smt. Ranjana S. Salgaocar, Director, could not attend the AGM due to health issues.

Sri. Amitabha Guha, Chairman of the Board, pursuant to sec. 104 of the Companies Act, 2013 and Regulation 75 of the Bank's Articles of Association, presided over the meeting. The Company Secretary confirmed, in terms of sec. 103 of the Companies Act, 2013 and regulation 73 of the Bank's Articles of Association, that the requisite quorum was present and the Chairman called the meeting to order.

For THE SOUTH INDIAN BANK LTD.

(JIMMY MATHEW)
COMPANY SECRETARY

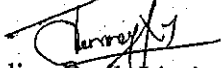
The Register of Directors and their shareholding was placed at the commencement of the Annual General Meeting and was also kept open and accessible during the continuance of the meeting for inspection of members. As per SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, a certificate from the Statutory Auditors of the Bank was obtained and placed before the Annual General Meeting stating that the ESOS of the Bank was implemented in accordance with the said SEBI Guidelines and in accordance with the approval taken by the Bank earlier in the general meetings.

The Company Secretary then read the Auditor's Report and summary of valid proxies received as entered in the Proxy Register. The Chairman referred to the Notice dated 1st June 2016, convening the AGM, and with the consent of the Members present, the notice was taken as read. The meeting then proceeded to item-wise disposal of the agenda.

Sl. No	Descripton	Type of Resolution
1.	To Adopt Financial Results for the year ended 31st March, 2016	Ordinary
2.	To declare dividend	Ordinary
3.	To Appoint M/s Deloitte Haskins & Sells, as Statutory Central Auditors of the Bank and fixing their remuneration.	Ordinary
4.	To appoint Sri Cheryan Varkey, who retires by rotation and being eligible offers himself for re-appointment	Ordinary
5.	To appoint Branch Auditors in consultation with Statutory Auditors.	Ordinary
6.	To seek approval of FIPB to increase the FDI Limit from 49% to 59% of paid-up Share Capital.	Special
7.	To Approve the borrowing / raising funds in Indian /foreign currency by issue of debt securities upto Rs.500crore on private placement basis.	Special

All the resolutions were passed with requisite majority.

The meeting came to an end at 11.45 A.M.

For THE SOUTH INDIAN BANK LTD.

 For The South Indian Bank Limited
 Jimmy Mathew **COMPANY SECRETARY**
 Company Secretary

Information pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in relation to Annual General Meeting of the South Indian Bank Limited held on Friday, July 8, 2016.

Sr. No.	Particulars	Details		
1.	Date of AGM	8 th July, 2016		
2.	Total number of Shareholders on record date (cut- off date for voting) that is July1, 2016 Promoters and Promoter Group Public	NIL 2,73,787		
3.	No. of persons present in the meeting either in person or through proxy Promoters and Promoter Group Public	NIL 447		
4.	No. of shareholders attended the meeting through video conferencing Promoters and Promoter Group Public	Not applicable Not applicable		
5.	Agenda-wise			
Sl.No	Agenda	Type of Resolution	Mode of Voting	Remarks
1.	To Adopt Financial Results for the year ended 31st March, 2016	Ordinary	E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
2.	To declare dividend	Ordinary	E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
3.	To Appoint M/s Deloitte Haskins & Sells, as Statutory Central Auditors of the Bank and fixing their remuneration.	Ordinary	E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
4.	To appoint Sri Cheryan Varkey, who retires by rotation and being eligible offers himself for re-appointment	Ordinary	E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
5.	To appoint Branch Auditors in consultation with Statutory Auditors.	Ordinary	E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
6.	To seek approval of FIPB to increase the FDI Limit from 49% to 59% of paid-up Share Capital.	Special	E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
7.	To Approve the borrowing / raising funds in Indian /foreign currency by issue of debt securities upto Rs.500crore on private placement basis.	Special	E-voting/Physical Ballot voting at the meeting	Passed with requisite majority

For THE SOUTH INDIAN BANK LTD.

The South Indian Bank Ltd., Regd. Office: Thrissur - Kerala.
 Head Office: S.I.B. House, T.B. Road, PB No.28, Thrissur- 680 001, Kerala. (Tel) 0487-2420 020, (Fax) 91 0487-2420 020
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Web:www.southindianbank.com

(JIMMY MATHEW)
 COMPANY SECRETARY

Resolution No.1- Ordinary Resolution

To Adopt Financial Results for the year ended 31st March, 2016

Whether Promoter/Promoter group are interested in the agenda/resolution: Not Applicable

Category	Mode of Voting	No. shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group		(1)	(2)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
	E-voting/Physical Ballot voting at the meeting	689316341	277920277	40.3182	277920277	0	100.0000	0.0000
Public-Institutions								
	E-voting/Physical Ballot voting at the meeting	661000805	11539482	1.7458	11537252	2230	99.9807	0.0193
Public-Non-Institutions		1350317146	289459759	21.43643	289457529	2230	99.9992	0.0008
Total								

Resolution No.2- Ordinary Resolution

To declare dividend

Whether Promoter/Promoter group are interested in the agenda/resolution: Not Applicable

Category	Mode of Voting	No. shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group		(1)	(2)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
	E-voting/Physical Ballot voting at the meeting	689316341	277920277	40.3182	277920277	0	100.0000	0.0000
Public-Institutions								
	E-voting/Physical Ballot voting at the meeting	661000805	11539482	1.7458	11539482	0	100.0000	0.0000
Public- Non-Institutions		1350317146	289459759	21.4364	289459759	0	100.0000	0.0000
Total								

For THE SOUTH INDIAN BANK LTD.



(JIMMY MATHEW)
COMPANY SECRETARY

Resolution No.3- Ordinary Resolution

To Appoint M/s Deloitte Haskins & Sells, as Statutory Central Auditors of the Bank and fixing their remuneration.
Whether Promoter/Promoter group are interested in the agenda/resolution: Not Applicable

Category	Mode of Voting	No. shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-voting/Physical Ballot voting at the meeting	689316341	277920277	40.3182	268701165	9219112	96.6828	3.3172
Public-Non-Institutions		661000805	11539482	1.7458	11534192	5240	99.9542	0.04541
Total		1350317146	289459759	21.4364	280235357	9224352	96.8132	3.18675

Resolution No.4- Ordinary Resolution

To appoint Sri Cheryan Varkey, who retires by rotation and being eligible offers himself for re-appointment
Whether Promoter/Promoter group are interested in the agenda/resolution: Not Applicable

Category	Mode of Voting	No. shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group		(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-voting/Physical Ballot voting at the meeting	689316341	277920277	40.3182	277920277	0	100.0000	0.0000
Public-Non-Institutions		661000805	11539482	1.7458	11503048	36434	99.6843	0.3157
Total		1350317146	289459759	21.4364	289423325	36434	99.9874	0.0126

For THE SOUTH INDIAN BANK LTD.


(JIMMY MATTHEW)
COMPANY SECRETARY

Resolution No.5- Ordinary Resolution

To appoint Branch Auditors in consultation with Statutory Auditors.

Whether Promoter/Promoter group are interested in the agenda/resolution: Not Applicable

Category	Mode of Voting	No. shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group		(1)	(2)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
	E-voting/Physical Ballot voting at the meeting							
Public-Institutions		689316341	277920277	40.3182	277920277	0	100.0000	0.0000
	E-voting/Physical Ballot voting at the meeting							
Public- Non-Institutions		661000805	11539482	1.7458	11537150	2332	99.9798	0.0202
Total		1350317146	289459759	21.4364	289457427	2332	99.9992	0.0008

Resolution No.6- Special Resolution

To seek approval of FIPB to increase the FDI Limit from 49% to 59% of paid-up Share Capital.

Whether Promoter/Promoter group are interested in the agenda/resolution: Not Applicable

Category	Mode of Voting	No. shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter and Promoter Group		(1)	(2)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
	E-voting/Physical Ballot voting at the meeting							
Public-Institutions		689316341	277920277	40.3182	277920277	0	100.0000	0.0000
	E-voting/Physical Ballot voting at the meeting							
Public- Non-Institutions		661000805	11539482	1.7458	11538050	1430	99.9876	0.0124
Total		1350317146	289459759	21.4364	289458327	1430	99.9995	0.0005

For THE SOUTH INDIAN BANK LTD.


(JIMMY MATHEW)
COMPANY SECRETARY

Resolution No.7- Special Resolution

To Approve the borrowing / raising funds in Indian /foreign currency by issue of debt securities upto Rs.500crore on private placement basis.
Whether Promoter/Promoter group are interested in the agenda/resolution: Not Applicable

Category	Mode of Voting	No. shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting/Physical Ballot voting at the meeting	689316341	277920277	40.3182	277920277	0	100.0000	0.0000
Public-Institutions	E-voting/Physical Ballot voting at the meeting	661000805	11539482	1.7458	11526880	12602	99.8908	0.1092
Total		1350317146	289459759	21.4364	289447157	12602	99.9956	0.0044

For THE SOUTH INDIAN BANK LTD.

Jimmy Mathew
(JIMMY MATHIEW)
COMPANY SECRETARY



KSR/CBE/T 35/ /2016-17

July 08, 2016

Mr. Amitabha Guha,
Chairman,
The South Indian Bank Limited,
SIB House, T.B. Road,
Mission Quarters,
Thrissur – 680 001.

Dear Sir,

Sub: Report of the Scrutinizer on the remote e-voting and physical voting at Annual General Meeting vide Notice Dated 01 June, 2016 under Section 108 of the Companies Act, 2013 read with Regulation 44 of the SEBI [LODR] Regulations, 2015.

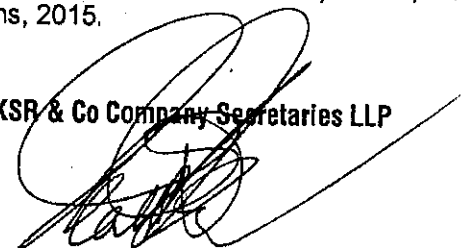
1. The undersigned was appointed as Scrutinizer for the remote e-voting for the Annual General Meeting in respect of resolutions proposed vide Notice dated 01st June 2016 of The South Indian Bank Limited (the Company) as per the provisions of Section 108 of the Act read with Rule 20 of Companies (Management and Administration) Rules, 2014 read with Regulation 44 of the SEBI [LODR] Regulations, 2015 in connection with the 88th Annual General Meeting (AGM) of the Company convened and held on Friday, 08th July 2016.
2. As per the said Notice, the cutoff date for ascertaining voting rights of shareholders for voting at AGM is Friday 01st July 2016.
3. The remote e-voting commenced on Tuesday, 5th July 2016 at 10.00 am (IST) and ended on Thursday 07th July, 2016 at 5.00pm (IST).
4. **As regards the Remote e-voting, prior to the date of AGM**
 - i. The reports on Remote e-voting from portal of Central Depository Services (India) Limited (CDSL) was opened and downloaded in the presence of two witnesses after counting the votes cast by ballot at the AGM, in respect of the resolutions as proposed in the said Notice.
 - ii. A total of 190 shareholders have voted successfully using the Remote e-voting facility. The summary of the votes cast "for" and "against" the 7(Seven) resolutions as per the said Notice and as extracted from the summary report of Remote e-voting and also the complete voting list from the said CDSL portal is annexed and Annexure I.

5. The detailed shareholder wise voting pattern by remote e-voting has been submitted separately by e-mail to the company secretary of the company.
6. As a Scrutinizer, I have performed my duties in compliance of the provisions of Section 108 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and further read Regulation 44 of the SEBI [LODR] Regulations, 2015.
7. **As regards voting by ballot at the AGM;**
 - i. The ballots were duly opened in my presence and in the presence of two witnesses who are not in the employment of the company and scrutinized and the shareholding and signatures were verified with the Register of Members/ List of Beneficiaries, as the case may be.
 - ii. At the AGM only 07 (Seven) ballots were cast. On verification of the 07 (Seven) ballots, I hereby the Voting Result is annexed as Annexure 2.
8. A complete summary of voting carried out by the following modes in respect of the 07 (Seven) resolutions as per the said Notice of AGM is annexed as **Annexure-3**.
 - i. Voting by ballot at the AGM
 - ii. Voting thorough remote E-voting
9. As a Scrutinizer, I have performed my duties in compliance of the provisions of Section 108 read with Companies (Management and Administration) Rules, 2014 Regulation 44 of the SEBI (LODR) Regulations, 2015.


Place: Coimbatore

For KSR & Co Company Secretaries LLP

Date : 08th July 2016


Mr.C.V.Madhusudhanan
Partner
SCRUTINIZER

I have received the report.


Signature

Amitabha Guha

(Non-Executive Chairman)

2

Place: Thrissur

Date: July 8, 2016.

ANNEXURE - 1

RESULT OF REMOTE E-VOTING – THE SOUTH INDIAN BANK LIMITED

Welcome to EVSN X
 Central Depository Services (India) Ltd. (IN) evotingindia.com/queryBallotDetails.jsp



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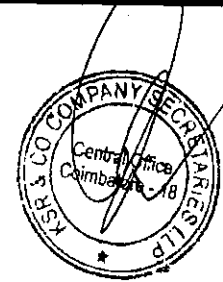
Ballot Details

Voting Result as of today

EVSN: 160530003 for THE SOUTH INDIAN BANK LIMITED
 ISIN: INE083A01023 THE SOUTH INDIAN BANK LIMITED-NEW EQUITY SHARES OF RE. 1/- AFTER SUB-DIVISION
 Nominal Value: 1
 Voting Rights: 1
 Total Folios Voted: 100

Res. No.			Total
1	288398691 (21.36%)	2230 (0.00%)	288398321
2	288398921 (21.36%)	0 (0.00%)	288398321
3	279174519 (20.67%)	9224352 (0.68%)	288398871
4	288392487 (21.36%)	36434 (0.00%)	288398321
5	288396589 (21.36%)	2332 (0.00%)	288398321
6	288397489 (21.36%)	1430 (0.00%)	288398319
7	288396319 (21.36%)	2802 (0.00%)	288398321

Back

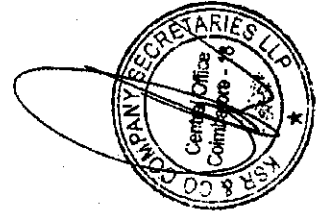


KSR & CO COMPANY SECRETARIES LLP

PRACTISING COMPANY SECRETARIES & TRADE MARK AGENTS

**ANNEXURE - 2****RESULT OF BALLOT AT AGM - THE SOUTH INDIAN BANK LIMITED**

RES. NO.	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	BALLOT AT AGM		RESULT
			FOR	AGAINST	
1.	To adopt Financial Results for the year ended 31 st March, 2016	Ordinary	1060838	0	PASSED
2.	To declare dividend	Ordinary	1060838	0	PASSED
3.	To Appoint M/s. Deloitte Haskins & Sells, as Statutory Central Auditors of the Bank and fixing their remuneration.	Ordinary	1060838	0	PASSED
4.	To appoint Sri Cheryan Varkey, who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	1060838	0	PASSED

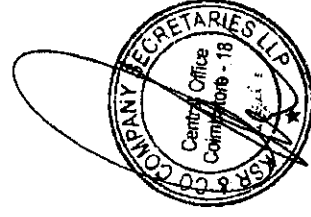


KSR & CO COMPANY SECRETARIES LLP

PRACTISING COMPANY SECRETARIES & TRADE MARK AGENTS



5.	To appoint Branch Auditors in consultation with Statutory Auditors.	Ordinary	1060838	0	PASSED
6.	To seek approval of FIPB to increase the FDI Limit form 49% to 59% of paid-up Share Capital.	Special	1060838	0	PASSED
7.	To Approve the borrowing / raising funds in Indian / Foreign currency by issue of debt securities upto Rs.500 crore on private placement basis.	Special	1050838	10000	PASSED



KSR & CO COMPANY SECRETARIES LLP

PRACTISING COMPANY SECRETARIES & TRADE MARK AGENTS

**THE SOUTH INDIAN BANK LIMITED****ANNEXURE - 3****SUMMARY RESULT OF REMOTE E-VOTING AND VOTING AT AGM**

R. NO	SUBJECT MATTER OF THE RESOLUTION	RESOLUTION REQUIREMENT	REMOTE E-VOTING		VOTING AT THE AGM		TOTAL		RESULT
			FOR	AGAINST	FOR	AGAINST	FOR	AGAINST	
1.	To adopt Financial Results for the year ended 31 st March, 2016	Ordinary	288396691	2230	1060838	0	289457529	2230	PASSED
2	To declare dividend	Ordinary	288398921	0	1060838	0	289459759	0	PASSED
3	To Appoint M/s. Deloitte Haskins & Sells, as Statutory Central Auditors of the Bank and fixing their remuneration.	Ordinary	279174519	9224352	1060838	0	280235357	9224352	PASSED

C.V.MADHUSUDHANAN

SCRUTINIZER FOR REMOTE E-VOTING AND VOTING AT AGM

KSR & CO COMPANY SECRETARIES LLP

PRACTISING COMPANY SECRETARIES & TRADE MARK AGENTS



4	To appoint Sri Cheryan Varkey, who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	288362487	36434	1060838	0	289423325	36434	PASSED
5	To appoint Branch Auditors in consultation with Statutory Auditors.	Ordinary	288396589	2332	1060838	0	289457427	2332	PASSED
6	To seek approval of FIPB to increase the FDI Limit form 49% to 59% of paid-up Share Capital.	Ordinary	288397489	1430	1060838	0	289458327	1430	PASSED
7	To Approve the borrowing / raising funds in Indian / Foreign currency by issue of debt securities upto Rs.500 crore on private placement basis.	Ordinary	288396319	2602	1050838	10000	289447157	12602	PASSED


C.V.MADHUSUDHANAN

SCRUTINIZER FOR REMOTE E-VOTING AND VOTING AT AGM