

**Information pursuant to Clause 35A of the Listing Agreement in relation to Annual General Meeting of the South Indian Bank Limited held on July 16, 2014.**

**1. Date of the AGM :** Wednesday, July 16, 2014.

**2. Total Number of Shareholders on record date:**

The Register of Members and the Share Transfer Books of the Bank were closed from 10/07/2014 to 16/07/2014, both days inclusive for the purpose of Annual General Meeting of the Bank and for determining the entitlement of dividend for the year ended March 31, 2014. Total number of Shareholders on July 10, 2014 was 241,130.

**3. No. of Shareholders present in the meeting either in person or through proxy:**

Promoters and Promoter Group : Nil

Public : 332\* (includes 305 public+27 Proxies)

\*For the purpose of count where multiple shareholders have given a proxy/authorized representation in favour of one individual, the count with reference to such proxies has been taken a 1 for the purpose of determining count of physical presence at the meeting.

**4. No. of Shareholders attended the meeting through Video Conferencing**

Promoters and Promoter Group : Not Applicable

Public : Not Applicable

**5. Agenda-wise**

Details of the Agenda:

The details of Resolutions are appended below:

Mode of Voting: The Mode of voting on all resolutions was E-voting/Postal Ballot.



Resolution No.1- Ordinary Resolution

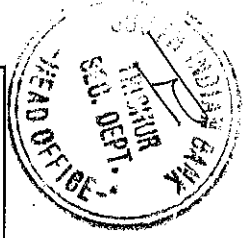
To adopt Financial Results for the year ended 31st March, 2014.

Promoter/Public	No. shares held	No. of votes polled	% of votes 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134193088	134193088	100	134190213	2875	99.9979	0.0021
<b>Total</b>	<b>249607044</b>	<b>249607044</b>		<b>249604169</b>	<b>2875</b>		

Resolution No.2- Ordinary Resolution

To declare a dividend

Promoter/Public	No. shares held	No. of votes polled	% of votes 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134156578	134156578	100	134153305	3273	99.9976	0.0024
<b>Total</b>	<b>249570534</b>	<b>249570534</b>		<b>249567261</b>	<b>3273</b>		



Resolution No.3- Ordinary Resolution

To appoint M/s S.R. Batliboi & Associates LLP as statutory Auditors and fixing their remuneration.

Promoter/Public	No. shares held	No. of votes polled	% of votes 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115196499	217457	99.8116	0.1884
Public-Others	134155943	134155943	100	133841408	314535	99.7655	0.23445
<b>Total</b>	<b>249569899</b>	<b>249569899</b>		<b>249037907</b>	<b>531992</b>		

Resolution No.4- Ordinary Resolution

To appoint Sri Mathew L. Chakola as an Independent Director (in minority sector)

Promoter/Public	No. shares held	No. of votes polled	% of votes 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134123423	134123423	100	134058232	65191	99.9514	0.0486
<b>Total</b>	<b>249537379</b>	<b>249537379</b>		<b>249472188</b>	<b>65191</b>		



Resolution No.5- Ordinary Resolution

To appoint Sri Paul Chalissery as an Independent Director (in majority sector)

Promoter/Public	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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134091358	134091358	100	134033654	57704	99.9570	0.0430
<b>Total</b>	<b>249505314</b>	<b>249505314</b>		<b>249447610</b>	<b>57704</b>		

Resolution No.6- Ordinary Resolution

To appoint Sri Mohan E. Alapatt as an Independent Director (in minority sector)

Promoter/Public	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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134075803	134075803	100	134022387	53416	99.9602	0.0398
<b>Total</b>	<b>249489759</b>	<b>249489759</b>		<b>249436343</b>	<b>53416</b>		



Resolution No.7- Ordinary Resolution

To appoint Sri K. Thomas Jacob as an Independent Director (in majority sector)

Promoter/Public	No. shares held	No. of votes polled	% of votes 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115196499	217457	99.8116	0.1884
Public-Others	134076783	134076783	100	133740652	336131	99.7493	0.2507
<b>Total</b>	<b>249490739</b>	<b>249490739</b>		<b>248937151</b>	<b>553588</b>		

Resolution No.8- Ordinary Resolution

To appoint Dr. John Joseph Alapatt as an Independent Director (in majority sector)

Promoter/Public	No. shares held	No. of votes polled	% of votes 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134075883	134075883	100	134012897	62986	99.9530	0.0470
<b>Total</b>	<b>249489839</b>	<b>249489839</b>		<b>249426853</b>	<b>62986</b>		



Resolution No.9- Ordinary Resolution

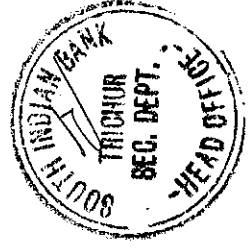
To appoint Sri Francis Alapatt as an Independent Director (in minority sector)

Promoter/Public	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 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134070913	134070913	100	134017992	52921	99.9605	0.0395
<b>Total</b>	<b>249484869</b>	<b>249484869</b>		<b>249431948</b>	<b>52921</b>		

Resolution No.10- Ordinary Resolution

To appoint Sri Salim Gangadharan as an Independent Director (in majority sector)

Promoter/Public	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 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134070393	134070393	100	134056431	13962	99.9896	0.0104
<b>Total</b>	<b>249484349</b>	<b>249484349</b>		<b>249470387</b>	<b>13962</b>		



Resolution No.11- Ordinary Resolution

To appoint Sri Cheryan Varkey as Director (in majority sector)

Promoter/Public	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 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134135833	134135833	100	134060277	75556	99.9437	0.0563
<b>Total</b>	<b>249549789</b>	<b>249549789</b>		<b>249474233</b>	<b>75556</b>		

Resolution No.12- Ordinary Resolution

To appoint Branch Auditors in consultation with Statutory Auditor

Promoter/Public	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 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115196499	217457	99.8116	0.1884
Public-Others	134074783	134074783	100	133774030	300753	99.7757	0.2243
<b>Total</b>	<b>249488739</b>	<b>249488739</b>		<b>248970529</b>	<b>518210</b>		



Resolution No.13- Ordinary Resolution

To appoint Sri V. G. Mathew as Managing Director & CEO and approve the payment of remuneration and other terms and conditions of appointment for a period of 3 years w.e.f. 01.10.2014 to 30.09.2017

Promoter/Public	No. shares held	No. of votes polled	% of votes on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134103921	134103921	100	134067246	36675	99.9727	0.0273
<b>Total</b>	<b>249517877</b>	<b>249517877</b>		<b>249481202</b>	<b>36675</b>		

Resolution No.14- Special Resolution

To Amend the Articles of Association of the bank in compliance with the new Companies Act, 2013 and amendments in the Banking Regulation Act 1949.

Promoter/Public	No. shares held	No. of votes polled	% of votes on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134136007	134136007	100	134108157	27850	99.9792	0.0208
<b>Total</b>	<b>249549963</b>	<b>249549963</b>		<b>249522113</b>	<b>27850</b>		





Resolution No.15- Special Resolution

To increase the Authorized Capital and amend the Capital Clause (Clause 5) of the Memorandum of Association of the Bank accordingly.

Promoter/Public	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 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134128038	134128038	100	134108931	19107	99.9858	0.0142
<b>Total</b>	<b>249541994</b>	<b>249541994</b>		<b>249522887</b>	<b>19107</b>		

Resolution No.16- Special Resolution

To Augment the Paid-up Capital of the Bank by further issue of shares.

Promoter/Public	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 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134155773	134155773	100	134134079	21694	99.9838	0.0162
<b>Total</b>	<b>249569729</b>	<b>249569729</b>		<b>249548035</b>	<b>21694</b>		



Resolution No.17- Special Resolution

To pass a special resolution for exercising the borrowing powers of the Bank pursuant to Section 180(1)(c) of the Companies Act, 2013.

Promoter/Public	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 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	-	-	-	-	-	-	-
Public-Institutional holders	115413956	115413956	100	115413956	0	100.0000	0.0000
Public-Others	134148123	134148123	100	134125278	22845	99.9830	0.0170
<b>Total</b>	<b>249562079</b>	<b>249562079</b>		<b>249539234</b>	<b>22845</b>		

