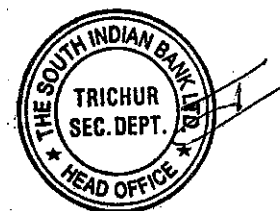


**Information pursuant to Clause 35A of the Listing Agreement in relation to Annual General Meeting of the South Indian Bank Limited held on July 15, 2015.**

| Sr. No. | Particulars  | Details                     |  |                                |
|---------|--|-----------------------------|--|--------------------------------|
| 1.      | Date of AGM  | 15 <sup>th</sup> July, 2015 |  |                                |
| 2.      | Total number of Shareholders as on record date (cut-off date for voting) that is July 8, 2015                    | 265,944                     |  |                                |
| 3.      | No. of persons present in the meeting either in person or through proxy  |                             |  |                                |
|         | Promoters and Promoter Group   | NIL                         |  |                                |
|         | Public   | 498                         |  |                                |
| 4.      | No. of shareholders attended the meeting through video conferencing  |                             |  |                                |
|         | Promoters and Promoter Group   | Not applicable              |  |                                |
|         | Public   | 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, 2015   | Ordinary                    | E-voting/Physical Ballot voting at the meeting | Passed with requisite majority |
| 2.      | To declare a 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 Smt. Ranjana S. Salgaocar as an Independent Director (in minority sector)                             | Ordinary                    | E-voting/Physical Ballot voting at the meeting | Passed with requisite majority |
| 6.      | To appoint Sri Parayil George John Tharakan as an Independent Director (in majority sector)                      | Ordinary                    | E-voting/Physical Ballot voting at the meeting | Passed with requisite majority |
| 7.      | To appoint Branch Auditors in consultation with Statutory Auditors   | Ordinary                    | E-voting/Physical Ballot voting at the meeting | Passed with requisite majority |



|     |   |          |  |                                |
|-----|---|----------|--|--------------------------------|
| 8.  | To revise the remuneration payable to Sri Amitabha Guha, Part-time Non-executive Chairman with effect from April 1, 2015                        | Ordinary | E-voting/Physical Ballot voting at the meeting | Passed with requisite majority |
| 9.  | To Augment the paid up share capital of the bank by further issue of shares   | Special  | E-voting/Physical Ballot voting at the meeting | Passed with requisite majority |
| 10. | To modify SIB ESOS 2008 in line with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014               | Special  | E-voting/Physical Ballot voting at the meeting | Passed with requisite majority |
| 11. | To increase the borrowing power of the Bank pursuant to Section 180(1)(c) of the Companies Act, 2013  | Special  | E-voting/Physical Ballot voting at the meeting | Passed with requisite majority |
| 12. | To Approve the borrowing / raising funds in Indian /foreign currency by issue of debt securities upto Rs.1,000 crore on private placement basis | Special  | E-voting/Physical Ballot voting at the meeting | Passed with requisite majority |



**Resolution No.1- Ordinary Resolution**

**To Adopt Financial Results for the year ended 31st March, 2015**

| Promoter/Publisher           | 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 | 693770937         | 309370748           | 44.5926                                 | 309370748              | 0                    | 100.0000                             | 0.0000                             |
| Public-Others                | 656396574         | 109568740           | 16.6925                                 | 109568740              | 0                    | 100.0000                             | 0.0000                             |
| <b>Total</b>                 | <b>1350167511</b> | <b>418939488</b>    | <b>31.02870</b>                         | <b>418939488</b>       | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |

**Resolution No.2- Ordinary Resolution**

**To declare a dividend**

| Promoter/Publisher           | 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 | 693770937         | 309370748           | 44.5926                                 | 309370748              | 0                    | 100.0000                             | 0.0000                             |
| Public-Others                | 656396574         | 109568825           | 16.6925                                 | 109568825              | 0                    | 100.0000                             | 0.0000                             |
| <b>Total</b>                 | <b>1350167511</b> | <b>418939573</b>    | <b>31.0287</b>                          | <b>418939573</b>       | <b>0</b>             | <b>100.0000</b>                      | <b>0.0000</b>                      |

**Resolution No.3- Ordinary Resolution**

**To Appoint M/s Deloitte Haskins & Sells, as Statutory Central Auditors of the Bank and fixing their remuneration**

| Promoter/Publisher           | 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 | 693770937         | 309370748           | 44.5926                                 | 309370748              | 0                    | 100.0000                             | 0.0000                             |
| Public-Others                | 656396574         | 109568825           | 16.6925                                 | 109565745              | 3080                 | 99.9972                              | 0.00281                            |
| <b>Total</b>                 | <b>1350167511</b> | <b>418939573</b>    | <b>31.0287</b>                          | <b>418936493</b>       | <b>3080</b>          | <b>99.9993</b>                       | <b>0.00074</b>                     |

**Resolution No.4- Ordinary Resolution**

**To appoint Sri Cheryan Varkey, who retires by rotation and being eligible offers himself for re-appointment**

| Promoter/Publisher           | 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 | 693770937         | 309370748           | 44.5926                                 | 309370748              | 0                    | 100.0000                             | 0.0000                             |
| Public-Others                | 656396574         | 109568740           | 16.6925                                 | 109548930              | 19810                | 99.9819                              | 0.0181                             |
| <b>Total</b>                 | <b>1350167511</b> | <b>418939488</b>    | <b>31.0287</b>                          | <b>418919678</b>       | <b>19810</b>         | <b>99.9953</b>                       | <b>0.0047</b>                      |



**Resolution No.5- Ordinary Resolution**

**To appoint Smt. Ranjana S. Salgaocar 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 | 693770937         | 309370748           | 44.5926                                 | 309370748              | 0                    | 100.0000                             | 0.0000                             |
| Public-Others                | 656396574         | 109568740           | 16.6925                                 | 109538980              | 29760                | 99.9728                              | 0.0272                             |
| <b>Total</b>                 | <b>1350167511</b> | <b>418939488</b>    | <b>31.0287</b>                          | <b>418909728</b>       | <b>29760</b>         | <b>99.9929</b>                       | <b>0.0071</b>                      |

**Resolution No.6- Ordinary Resolution**

**To appoint Sri Parayil George John Tharakan 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 | 693770937         | 309370748           | 44.5926                                 | 309370748              | 0                    | 100.0000                             | 0.0000                             |
| Public-Others                | 656396574         | 109568740           | 16.6925                                 | 109549930              | 18810                | 99.9828                              | 0.0172                             |
| <b>Total</b>                 | <b>1350167511</b> | <b>418939488</b>    | <b>31.0287</b>                          | <b>418920678</b>       | <b>18810</b>         | <b>99.9955</b>                       | <b>0.0045</b>                      |

**Resolution No.7- Ordinary Resolution**

**To appoint Branch Auditors in consultation with Statutory Auditors**

| 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 | 693770937         | 309370748           | 44.5926                                 | 309370748              | 0                    | 100.0000                             | 0.0000                             |
| Public-Others                | 656396574         | 109568825           | 16.6925                                 | 109565455              | 3370                 | 99.9969                              | 0.0031                             |
| <b>Total</b>                 | <b>1350167511</b> | <b>418939573</b>    | <b>31.0287</b>                          | <b>418936203</b>       | <b>3370</b>          | <b>99.9992</b>                       | <b>0.0008</b>                      |

**Resolution No.8- Ordinary Resolution**

**To revise the remuneration payable to Sri Amitabha Guha, Part-time Non-executive Chairman with effect from April 1, 2015**

| 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 | 693770937         | 309370748           | 44.5926                                 | 309370748              | 0                    | 100.0000                             | 0.0000                             |
| Public-Others                | 656396574         | 109568825           | 16.6925                                 | 109523931              | 44894                | 99.9590                              | 0.0410                             |
| <b>Total</b>                 | <b>1350167511</b> | <b>418939573</b>    | <b>31.0287</b>                          | <b>418894679</b>       | <b>44894</b>         | <b>99.9893</b>                       | <b>0.0107</b>                      |



**Resolution No.9- Special Resolution****To Augment the paid up share 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 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 | 693770937         | 309370748           | 44.5926                                 | 309364748              | 6000                 | 99.9981                              | 0.0019                             |
| Public-Others                | 656396574         | 109553315           | 16.6901                                 | 109550317              | 2998                 | 99.9973                              | 0.0027                             |
| <b>Total</b>                 | <b>1350167511</b> | <b>418924063</b>    | <b>31.0276</b>                          | <b>418915065</b>       | <b>8998</b>          | <b>99.9979</b>                       | <b>0.0021</b>                      |

**Resolution No.10- Special Resolution****To modify SIB ESOS 2008 in line with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014**

| 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 | 693770937         | 309370748           | 44.5926                                 | 309370748              | 0                    | 100.0000                             | 0.0000                             |
| Public-Others                | 656396574         | 109568740           | 16.6925                                 | 109564453              | 4287                 | 99.9961                              | 0.0039                             |
| <b>Total</b>                 | <b>1350167511</b> | <b>418939488</b>    | <b>31.0287</b>                          | <b>418935201</b>       | <b>4287</b>          | <b>99.9990</b>                       | <b>0.0010</b>                      |

**Resolution No.11- Special Resolution****To increase the borrowing power 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 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 | 693770937         | 309370748           | 44.5926                                 | 309364748              | 6000                 | 99.9981                              | 0.0019                             |
| Public-Others                | 656396574         | 109568740           | 16.6925                                 | 109566560              | 2180                 | 99.9980                              | 0.0020                             |
| <b>Total</b>                 | <b>1350167511</b> | <b>418939488</b>    | <b>31.0287</b>                          | <b>418931308</b>       | <b>8180</b>          | <b>99.9980</b>                       | <b>0.0020</b>                      |

**Resolution No.12- Special Resolution****To Approve the borrowing / raising funds in Indian /foreign currency by issue of debt securities upto Rs.1,000 crore on private placement basis**

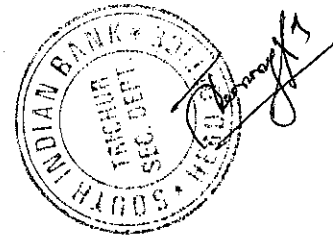
| Promoter/Public              | No. shares held   | No. of votes polled | % of votes polled on outstanding shares | No. of votes in favour | No. of votes against | % of votes in favour on votes polled | % of Votes against on votes polled |
|------------------------------|-------------------|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
|                              | (1)               | (2)                 | (3)=[(2)/(1)*100]                       | (4)                    | (5)                  | (6)=[(4)/(2)]*100                    | (7)=[(5)/(2)]*100                  |
| Promoter and Promoter Group  | -                 | -                   | -                                       | -                      | -                    | -                                    | -                                  |
| Public-Institutional holders | 693770937         | 309370748           | 44.5926                                 | 309364748              | 6000                 | 99.9981                              | 0.0019                             |
| Public-Others                | 656396574         | 109568740           | 16.6925                                 | 109541455              | 27285                | 99.9751                              | 0.0249                             |
| <b>Total</b>                 | <b>1350167511</b> | <b>418939488</b>    | <b>31.0287</b>                          | <b>418906203</b>       | <b>33285</b>         | <b>99.9921</b>                       | <b>0.0079</b>                      |



Details of Voting Results

7

| Sr. No. | Particulars  | Details                     |
|---------|--|-----------------------------|
| 1.      | Date of AGM  | 15 <sup>th</sup> July, 2015 |
| 2.      | Total number of Shareholders as on record date (cut- off date for voting) that is July 8, 2015 | 265,944                     |
| 3.      | No. of persons present in the meeting either in person or through proxy                        |                             |
|         | Promoters and Promoter Group   | NIL                         |
|         | Public   | 498                         |
| 4.      | No. of shareholders attended the meeting through video conferencing                            |                             |
|         | Promoters and Promoter Group   | Not applicable              |
|         | Public   | Not applicable              |



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](mailto:sibcorporate@sib.co.in), CIN: L65191KL1929PLC001017, Toll free (India) 1800-843-1800, 1800-425-1809(BSNL)

Web: [www.southindianbank.com](http://www.southindianbank.com)

# KSR & CO COMPANY SECRETARIES LLP

PRACTISING COMPANY SECRETARIES & TRADE MARK AGENTS

Assuring Compliances & Solutions – beyond challenge™



KSR/CBE/T35/403/2014-15

July 17, 2015

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

Dear Sir,

**Sub: Report of the Scrutinizer on the remote e-voting and voting by ballot at Annual General Meeting vide Notice Dated 02<sup>nd</sup>, June 2015 under Section 108 of the Companies Act, 2013 read with Clause 35B of the Listing Agreement.**

1. The undersigned was appointed as Scrutinizer for the remote e-voting and voting by ballot at Annual General Meeting in respect of resolutions proposed vide Notice dated 02<sup>nd</sup>, June 2015 of The South Indian Bank (the Company) as per the provisions of Section 108 of the Act read with Rule 20 of Companies (Management and Administration) Rules, 2014 in connection with the 87<sup>th</sup> Annual General Meeting (AGM) of the Company convened and held on Wednesday, the 15<sup>th</sup> July 2015.
2. As per the said Notice, the cutoff date for ascertaining voting rights of shareholders for remote e-voting and also for voting by ballot at AGM is as at July 08<sup>th</sup> 2015.
3. The remote e-voting commenced on Sunday, 12<sup>th</sup> July 2015 at 10.00 am (IST) and ended on Tuesday 14<sup>th</sup> July, 2015 at 5.00pm (IST).
4. As regards voting at the AGM, only 03 (Three) ballots were cast. On verification of the 03 (Three) ballots, I hereby submit my Report on the result of voting by ballot at the AGM, on the 12 (twelve) resolutions as proposed in the said Notice as per Annexure-1 and further state as under:
  - a. Particulars of all ballots cast at the AGM have been entered in a Register separately maintained for the purpose.
  - b. The ballots were duly opened in my presence in the presence of two witnesses who are not in the employment of the company and scrutinized and the shareholding and signatures were matched / confirmed with the Register of Members/ List of Beneficiaries, as the case may be.

1



Central Office : Coimbatore : Indus Chambers, Ground Floor, No. 101, Govt. Arts College Road, Coimbatore - 641 018. Phone : (0422) 2302867, 2302868, 2305676  
E-mail : nrs@eth.net

Branches : Chennai : Flat No. 1, Ground Floor, Baba Foundation Building, 102, South West Boag Road, T. Nagar, Chennai - 600 017. Phone : (044) 24337620  
E-mail : nrs07@dataone.in, nrschennai@vsnl.net

[www.kstrandco.in](http://www.kstrandco.in)

- c. I have been provided with adequate system support including the Register of Members / List of Beneficiaries, specimen signatures, certified extracts of board resolutions from the office of the Company's RT&A and the data from the ballots was accordingly verified and duly entered.
- d. In determining the validity or other wise of the ballots cast at the AGM, I have adopted the following criteria:
- i. Where the shareholder has left the ballot blank or not indicated his vote or incorrectly filled, the ballot has been treated as invalid.
  - ii. Where signatures are made available, which do not tally or ballot bears no signature or both the columns provided "for" and "against" have been tick marked or left blank, the ballot has been treated as invalid.
  - iii. Where the shareholder has already exercised their voting through remote e-voting facility their ballot cast at the AGM have been treated as invalid.
- e. Based on the data and information / reports / statements, I have carried out necessary checks / verifications as I considered necessary.
5. As regards the remote e-voting,
- b. The reports on e-voting from portal of Central Depository Services 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.
  - c. A total of 207 shareholders have voted successfully using the e-voting facility. The summary of the votes cast for and against the 12 (Twelve) 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 as **Annexure-2**.
6. A summary of the total votes cast in respect of the (12) Twelve resolutions voted at AGM by ballot form and Remote e-voting is annexed as **Annexure-3**.






7. The detailed shareholder wise voting pattern by remote e-voting and by ballot at the AGM has been submitted separately by e-mail to the company secretary of the company.
8. As a Scrutinizer, I have performed my duties in compliance of the provisions of Section 108 read with Companies (Management and Administration) Rules, 2014 and further read with Clause 35B of the Listing Agreement.

Place: Coimbatore  
Date : 17<sup>th</sup> July 2015

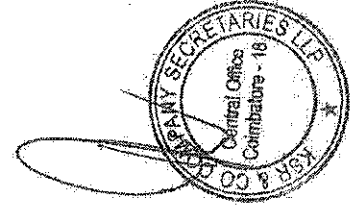
For **KSR & Co Company Secretaries LLP**

  
**Mr.C.V.Madhusudhanan**  
Partner  
**SCRUTINIZER**

**ANNEXURE - 1**

**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 the Financial Results for the year ended 31 <sup>st</sup> March, 2015.                                  | Ordinary               | 6317          | 0       | PASSED |
| 2.       | To declare a dividend.   | Ordinary               | 6317          | 0       | PASSED |
| 3.       | To appoint M/s.Deloitte Haskins & Sells, as Statutory Central Auditors of the Bank and fixing their remuneration | Ordinary               | 6317          | 0       | PASSED |
| 4.       | To appoint Sri.Cheryan Varkey, who retires by rotation and being eligible offers himself for reappointment.      | Ordinary               | 6317          | 0       | PASSED |
| 5.       | To appoint Smt. Ranjana S. Saigaocar as an Independent Director (in minority sector).                            | Ordinary               | 6317          | 0       | PASSED |
| 6.       | To appoint Sri. Parayil George John Tharakan as an Independent Director (in majority sector).                    | Ordinary               | 6317          | 0       | PASSED |
| 7.       | To appoint Branch Auditors in consultation with Statutory Auditors.  | Ordinary               | 6317          | 0       | PASSED |
| 8.       | To revise the remuneration payable to Sri. Amithabha Guha, Part-time Non-Executive                               | Ordinary               | 6250          | 67      | PASSED |

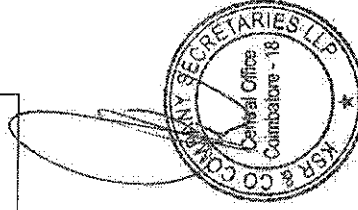


# KSR & CO COMPANY SECRETARIES LLP

PRACTISING COMPANY SECRETARIES & TRADE MARK AGENTS



|     | Chairman with effect from April 1, 2015  |         |      |    |        |
|-----|--|---------|------|----|--------|
| 9.  | To augment the paid up share capital of the bank by further issue of shares  | Special | 6250 | 67 | PASSED |
| 10. | To modify SIB ESOS-2008 in line with the Securities and Exchange Board of India (Share Based Employee Benefits Regulations, 2014)            | Special | 6250 | 67 | PASSED |
| 11. | To increase the borrowing power of the Bank pursuant to Section 180(1)(c) of the Companies Act, 2013   | Special | 6250 | 67 | PASSED |
| 12. | To Approve the borrowing/raising funds in Indian/ foreign currency by issue of debt securities upto Rs.1000 crore on private placement basis | Special | 6250 | 67 | PASSED |



**ANNEXURE - 2****REMOTE E-VOTING SUMMARY WITH SUBJECT MATTER OF  
RESOLUTIONS OF THE SOUTH INDIAN BANK**

| RES. NO | SUBJECT MATTER OF THE RESOLUTION.   | RESOLUTION REAUIREMENT | FOR       | AGAINST | TOTAL     | RESULT |
|---------|---|------------------------|-----------|---------|-----------|--------|
| 1.      | To adopt Financial Results for the year ended 31 <sup>st</sup> March, 2015.                                 | Ordinary               | 418933171 | 0       | 418933171 | Passed |
| 2.      | To declare a dividend.  | Ordinary               | 418933256 | 0       | 418933256 | Passed |
| 3.      | To appoint M/s.Deloitte Haskins & Sellis as Statutory Central Auditors and fixing their remuneration        | Ordinary               | 418930176 | 3080    | 418933256 | Passed |
| 4.      | To appoint Sri.Cheryan Varkey, who retires by rotation and being eligible offers himself for reappointment. | Ordinary               | 418913361 | 19810   | 418933171 | Passed |
| 5.      | To appoint Smt. Ranjana S. Salgaocar as an Independent Director (in minority sector).                       | Ordinary               | 418903411 | 29760   | 418933171 | Passed |
| 6.      | To appoint Sri. Parayil George John Tharakan as an Independent Director (in majority sector).               | Ordinary               | 418914361 | 18810   | 418933171 | Passed |
| 7.      | To appoint Branch Auditors in consultation with Statutory Auditors.   | Ordinary               | 418929886 | 3370    | 418933256 | Passed |
| 8.      | To revise the remuneration payable to Sri. Amitabha Guha, Part-time Non-                                    | Ordinary               | 418888429 | 44827   | 418933256 | Passed |

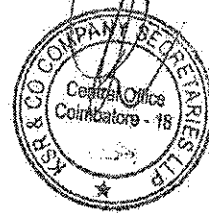


# KSR & CO COMPANY SECRETARIES LLP

PRACTISING COMPANY SECRETARIES & TRADE MARK AGENTS



|     |  |         |           |       |           |        |
|-----|--|---------|-----------|-------|-----------|--------|
|     | Executive Chairman with effect from April 1, 2015  |         |           |       |           |        |
| 9.  | To augment the paid up share capital of the bank by further issue of shares  | Special | 418908815 | 8931  | 418917746 | Passed |
| 10. | To modify SIB ESOS-2008 in line with the Securities and Exchange Board of India (Share Based Employee Benefits Regulations, 2014)            | Special | 418928951 | 4220  | 418933171 | Passed |
| 11. | To increase the borrowing power of the Bank pursuant to Section 180(1)(c) of the Companies Act, 2013   | Special | 418925058 | 8113  | 418933171 | Passed |
| 12. | To Approve the borrowing/raising funds in Indian/ foreign currency by issue of debt securities upto Rs.1000 crore on private placement basis | Special | 418899953 | 33218 | 418933171 | Passed |



**THE SOUTH INDIAN BANK LIMITED**

**ANNEXURE - 3**

**SUMMARY RESULT OF BALLOT AT AGM AND REMOTE E-VOTING**

| R. NO | SUB MATTER OF THE RESOLUTION   | RESOLUTION REQUIREMENT | BALLOT AT AGM |         | REMOTE-VOTING |         | GRAND TOTAL |         | RESULT |
|-------|--|------------------------|---------------|---------|---------------|---------|-------------|---------|--------|
|       |  |                        | FOR           | AGAINST | FOR           | AGAINST | FOR         | AGAINST |        |
| 1.    | To adopt Financial Results for the year ended 31 <sup>st</sup> March, 2015.                                  | Ordinary               | 6317          | 0       | 418933171     | 0       | 418939488   | 0       | PASSED |
| 2.    | To declare a dividend.   | Ordinary               | 6317          | 0       | 418933256     | 0       | 418939573   | 0       | PASSED |
| 3.    | To appoint M/s.Deloitte Haskins & Sells as Statutory Central Auditors and fixing their remuneration          | Ordinary               | 6317          | 0       | 418930176     | 3080    | 418936493   | 3080    | PASSED |
| 4.    | To appoint Sri.Cheryan Varkey, who retires. by rotation and being eligible offers himself for reappointment. | Ordinary               | 6317          | 0       | 418913361     | 19810   | 418919678   | 19810   | PASSED |



**C.V.MADHUSUDHANAN**

**SCRUTINIZER FOR VOTING AT AGM AND REMOTE E-VOTING**

**KSR & CO COMPANY SECRETARIES LLP**

PRACTISING COMPANY SECRETARIES &amp; TRADE MARK AGENTS



|   |   |          |      |    |           |       |           |       |        |
|---|---|----------|------|----|-----------|-------|-----------|-------|--------|
| 5 | To appoint Smt. Ranjana S. Salgaocar as an Independent Director (in minority sector).                                     | Ordinary | 6317 | 0  | 418903411 | 29760 | 418909728 | 29760 | PASSED |
| 6 | To appoint Sri. Parayil George John Tharakan as an Independent Director (in majority sector).                             | Ordinary | 6317 | 0  | 418914361 | 18810 | 418920678 | 18810 | PASSED |
| 7 | To appoint Branch Auditors in consultation with Statutory Auditors.   | Ordinary | 6317 | 0  | 418929886 | 3370  | 418936203 | 3370  | PASSED |
| 8 | To revise the remuneration payable to Sri. Amitabha Guha, Part-time Non-Executive Chairman with effect from April 1, 2015 | Ordinary | 6250 | 67 | 418888429 | 44827 | 418894679 | 44894 | PASSED |
| 9 | To augment the paid up share capital of the bank by further issue of shares   | Special  | 6250 | 67 | 418908815 | 8931  | 418915065 | 8998  | PASSED |

  
**C.V.MADHUSUDHANAN****SCRUTINIZER FOR VOTING AT AGM AND REMOTE E-VOTING**

**NSR & CO COMPANY SECRETARIES LLP**

PRACTISING COMPANY SECRETARIES &amp; TRADE MARK AGENTS



|    |  |         |      |    |           |       |           |       |        |
|----|--|---------|------|----|-----------|-------|-----------|-------|--------|
| 10 | To modify SIB ESOS-2008 in line with the Securities and Exchange Board of India (Share Based Employee Benefits Regulations, 2014)            | Special | 6250 | 67 | 418928951 | 4220  | 418935201 | 4287  | PASSED |
| 11 | To increase the borrowing power of the Bank pursuant to Section 180(1)(c) of the Companies Act, 2013   | Special | 6250 | 67 | 418925058 | 8113  | 418931308 | 8180  | PASSED |
| 12 | To Approve the borrowing/raising funds in Indian/ foreign currency by issue of debt securities upto Rs.1000 crore on private placement basis | Special | 6250 | 67 | 418999953 | 33218 | 418906203 | 33285 | PASSED |

**C.V.MADHUSUDHANAN****SCRUTINIZER FOR VOTING AT AGM AND REMOTE E-VOTING**