

DEPT: SECRETARIAL
REF.No.SEC/ST EX-STT/67 /2019-20

17th July, 2019

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

BSE Ltd.
Department of Corporate Services (Listing)
First Floor, New Trading Wing,
Rotunda Building, P J Towers
Dalal Street, Fort,
MUMBAI – 400 001
SCRIP CODE: 532218

Dear Sir,

Sub: Proceedings of the 91st 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 91st Annual General Meeting of The South Indian Bank Limited held on Wednesday, July 17, 2019 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 Venue e-voting/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.

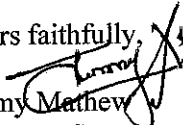
All the resolutions contained in the Notice of the above AGM dated June 15, 2019 were approved by majority of Shareholders through remote e-voting/venue e-voting/ physical ballot voting and all the resolutions are declared passed.

Accordingly, we hereby submit the following disclosures:

1. Proceedings of 91st Annual General Meeting Pursuant to Regulation 30 and Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
2. Voting results in the format prescribed under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
3. Combined Scrutinizer's Report on Remote E-voting & Voting conducted at the AGM pursuant to Rule 20(4) of the Companies (Management and Administration) Rules, 2014 as amended.

Please take the above on record.

Thanking you,

Yours faithfully,

Jimmy Mathew
Company Secretary

SUMMARY OF PROCEEDINGS OF THE 91st ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF THE SOUTH INDIAN BANK LIMITED, THRISSUR, HELD ON WEDNESDAY, THE 17TH DAY OF JULY 2019, AT 10.00 A.M. AT CASINO CULTURAL AUDITORIUM, THRISSUR.

The 91st Annual General Meeting of The South Indian Bank Limited was held on Wednesday, July 17, 2019 at 10.00 a.m. at Casino Cultural Auditorium Ltd., T.B. Road, Thrissur-680 001.

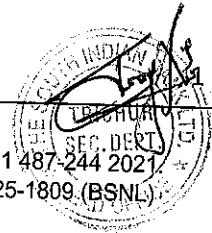
Total 451 members (including proxies) attended the meeting as per the attendance records for the said AGM.

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

Sri. Salim Gangadharan	Non-Executive Chairman
Sri. V.G. Mathew	Managing Director & CEO
Dr. John Joseph Alapatt	Non-Executive Independent Director
Smt. Ranjana S. Salgaocar	Non-Executive Independent Director (Chairperson of Stakeholders' Relationship Committee)
Sri. Parayil George John Tharakan	Non-Executive Independent Director
Sri. Achal Kumar Gupta	Non-Executive Director (Chairman of Risk Management Committee)
Sri. V J Kurian	Non-Executive Independent Director (Chairman of Nomination & Remuneration Committee)
Sri. M George Korah	Non-Executive Independent Director (Chairman of Audit Committee)
Sri. Pradeep M Godbole	Non-Executive Director

Sri. Francis Alapatt, Non-Executive Independent Director could not attend the AGM on medical ground.

The Chairmen of Audit committee, Nomination and Remuneration committee and the Chairperson of Stakeholders' Relationship Committee were present at the meeting. The representatives of Statutory and Secretarial Auditors were also present at the meeting.



Sri. Salim Gangadharan, 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.

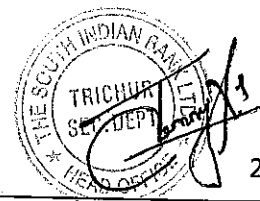
The Register of Directors and their shareholding and proxy register and other records were placed at the commencement of the Annual General Meeting and was also kept open and accessible during the continuance of the meeting for inspection of members. As per SEBI (Employee Stock Option Scheme and Employee 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 Chairman referred to the Notice dated 15th June, 2019, convening the AGM, and with the consent of the Members present, the notice was taken as read. The Chairman informed to the Members that the Auditors Report was unqualified. The Company Secretary then read the Auditor's Report and summary of valid proxies received as entered in the Proxy Register.

The Chairman then invited members to ask their queries. The Chairman responded to all the queries of the shareholders raised during the meeting. The Chairman informed that those members who have not exercised their voting rights through remote e-voting has provided the facility to exercise the same through venue e-voting and voting through ballot papers at the AGM venue.

The Chairman informed the Members that the Board had appointed Mr. Vincent P.D, Managing Partner SVJS and Associates Company Secretaries as the scrutinizer to scrutinize the remote e-voting process and electronic voting at the AGM, in a fair and transparent manner.

The Chairman then informed that the results of the remote e-voting as well as electronic voting done at the AGM venue together with the report of scrutinizers thereon, will be displayed/disclosed to the Stock Exchanges and on the website of the Bank and these would be recorded as part of the proceedings of the AGM.



The meeting then proceeded to item-wise disposal of the agenda.

Sl. No	Descripton	Type of Resolution
1	To Adopt Financial Statements for the year ended 31st March, 2019	Ordinary
2	To declare dividend	Ordinary
3	Reappointment of retiring director, Sri Salim Gangadharan (DIN: 06796232) who retires by rotation under section 152 of Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary
4	To Appoint Statutory Central Auditors of the Bank and fixing their remuneration.	Ordinary
5	To appoint Branch Auditors in consultation with Statutory Auditors.	Ordinary
6	To appoint Sri M George Korah (DIN: 08207827) as an Independent Director.	Ordinary
7	To appoint Sri Pradeep M Godbole (DIN: 08259944), as a Director, liable to retire by rotation.	Ordinary
8	To reappoint Ms. Ranjana S Salgaocar (DIN: 00120120) as an Independent Director.	Special
9	To reappoint Mr. Parayil George John Tharakan (DIN: 07018289) as an Independent Director.	Special
10	To Augment the Paid-up Capital of the Bank by further issue of shares.	Special
11	To Approve the borrowing/raising funds in Indian/foreign currency by issue of debt securities upto Rs.500 crore on private placement basis.	Special
12	Amendments in the Object Clause of the Memorandum of Association of the Bank.	Special

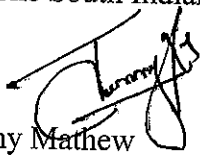
All the resolutions were passed with requisite majority.

The Chairman then informed that the results of the remote e-voting and e-voting at the AGM, together with the Report of the Scrutinizers thereon, will be disclosed to the Stock Exchanges and displayed on the website of the Bank within 48 hours.

The Chairman thanked the shareholders for attending the 91st AGM of the Bank and declared the meeting as concluded.

The meeting came to an end at 12.00 Noon.

For The South Indian Bank Limited

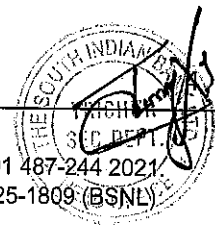


Jimmy Mathew
Company Secretary

Disclosure of Material events under Schedule III of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015

The shareholders at the 91st Annual General meeting of The South Indian bank Limited approved the following resolutions, which constitute material events under Regulation 30 read with Schedule III of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015

1. Sri Salim Gangadharan (DIN: 06796232), Director liable to retire by rotation, offered himself for re-appointment as a Director of the Bank and he is appointed as a Director of the Bank (in the Majority Sector), whose period of office is liable to retire by rotation.
2. M/s Varma & Varma, Chartered Accountants , Kochi (Firm Registration Number 004532S), is appointed as Statutory Central Auditors of the Bank for the period commencing from the conclusion of this Annual General meeting until the conclusion of the 93rd Annual General Meeting of the Bank, on such remuneration and expenses as detailed in the explanatory statement, with power to the Board, including relevant Committee(s) thereof, to alter and vary the terms and conditions of appointment, etc., including by reason of necessity on account of conditions as may be stipulated by the RBI and / or any other authority, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.
3. Approval of shareholders was obtained for appointment of Sri M George Korah (DIN: 08207827) as an Independent Director for a period of five (5) years, not be liable to retire by rotation, who has been appointed as an Additional Independent Director with effect from August 31, 2018 and who holds office up to the date of this Annual General Meeting.
4. Approval of shareholders was obtained for appointment of Sri Pradeep M Godbole (DIN: 08259944), as a Director , liable to retire by rotation, who has been appointed as an Additional Director with effect from March 26, 2019 and who holds office up to the date of this Annual General Meeting.
5. Approval of shareholders was obtained for re-appointment of Ms. Ranjana S Salgaocar (DIN: 00120120) as an Independent Director of the Bank with effect from the date of expiry her first term till 30th September, 2022, (i.e. upto the completion of 8 years in the Bank as permissible under Banking Regulation Act, 1949) or such other extended term as may be approved by the Reserve Bank of India subject to the maximum period of second term as provided under Companies Act, 2013, not liable to retire by rotation.
6. Approval of shareholders was obtained for re-appointment of Mr. Parayil George John Tharakan (DIN: 07018289), as an Independent Director of the Bank with effect from the date of expiry her first term till 24th November, 2022, (i.e. upto the completion of 8 years in the Bank as permissible under Banking Regulation Act, 1949) or such other extended term as may be

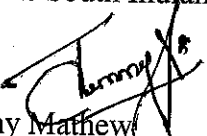


approved by the Reserve Bank of India subject to the maximum period of second term as provided under Companies Act, 2013, not liable to retire by rotation.”

7. Approval of shareholders was obtained for augmenting Tier I capital by way of raising of funds by issuance of equity capital upto Rs.30 crores in nominal value with such premium as the Board may decide in one or more Tranches on such terms and conditions as it may deem fit. The Board of Directors could consider and approve proposals for issuance of equity capital including but not limited through public issue, private placement, preferential issue, qualified institutional placement (QIP) and a combination thereof, any other tier-I Capital instrument permitted by the regulator, or any other route permitted by regulator in Indian and/or international markets and/or combination thereof of equity shares of the Bank subject to applicable regulatory approvals, if any.
8. Approval of shareholders was obtained for raising of funds in Indian/ foreign currency by way of issuance of debt securities including but not limited to non-convertible debentures, Bonds (including bonds forming part of Tier I/ Tier II, capital in accordance with and subject to the terms and conditions specified in the Basel III Capital Regulations prescribed by RBI, long-term infrastructure bonds or such other securities as may be permitted by RBI and other regulatory authorities from time to time) up to Rs.500 crores by the Bank, in domestic and/ or overseas market, on a private placement basis and/ or for making offers and/or invitations therefore and/or issue(s)/issuances therefore, on private placement basis, for a period of one year from the date hereof, in one or more tranches and/ or series and under one or more shelf disclosure documents and/or one or more letters of offer and on such terms and conditions for each series/tranches including the price, coupon, premium, discount, tenor etc., as deemed, as per the agreed structure and within the limits permitted by RBI and other regulatory authorities, to eligible investors, subject to SEBI (Issue and Listing of Debt Securities) Regulations, 2008, the SEBI LODR Regulations and other applicable laws, if any, subject to regulatory approvals, as may be required.
9. Approval of shareholders was obtained for amending the Clause 3 (Objects Clause) of the Memorandum of Association of the Bank by inserting new Clauses viz. (ad) and (ae) after the existing clause 3(ac).

This is for your information and record.

For The South Indian Bank Limited



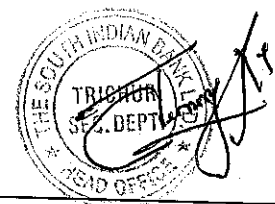
Jimmy Mathew
Company Secretary

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 Wednesday, July 17, 2019.

Sr. No.	Particulars	Details		
1.	Date of AGM	17 th July, 2019		
2.	Total number of Shareholders on record date (cut- off date for voting) i.e. July 10, 2019 Promoters and Promoter Group Public	NIL 421942		
3.	No. of persons present in the meeting either in person or through proxy Promoters and Promoter Group Public	NIL 451		
4.	No. of shareholders attended the meeting through video conferencing Promoters and Promoter Group Public	Not applicable Not applicable		
5.	Agenda-wise	Type of Resolution	Mode of Voting	Remarks
Sl.No	Agenda			
1.	To Adopt Financial Statements for the year ended 31st March, 2019	Ordinary	Remote E-voting/Venue E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
2.	To declare dividend	Ordinary	Remote E-voting/Venue E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
3.	Reappointment of retiring director, Sri Salim Gangadharan (DIN: 06796232) who retires by rotation under section 152 of Companies Act, 2013 and being eligible, offers himself for re-appointment.	Ordinary	Remote E-voting/Venue E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
4.	To Appoint Statutory Central Auditors of the Bank and fixing their remuneration.	Ordinary	Remote E-voting/Venue E-voting/Physical Ballot voting at the meeting	Passed with requisite majority



5.	To appoint Branch Auditors in consultation with Statutory Auditors.	Ordinary	Remote E-voting/Venue E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
6.	To appoint Sri M George Korah (DIN: 08207827) as an Independent Director.	Ordinary	Remote E-voting/Venue E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
7.	To appoint Sri Pradeep M Godbole (DIN: 08259944), as a Director, liable to retire by rotation.	Ordinary	Remote E-voting/Venue E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
8.	To reappoint Ms. Ranjana S Salgaocar (DIN: 00120120) as an Independent Director.	Special	Remote E-voting/Venue E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
9.	To reappoint Mr. Parayil George John Tharakan (DIN: 07018289) as an Independent Director.	Special	Remote E-voting/Venue E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
10.	To Augment the Paid-up Capital of the Bank by further issue of shares.	Special	Remote E-voting/Venue E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
11.	To Approve the borrowing/raising funds in Indian/foreign currency by issue of debt securities upto Rs.500 crore on private placement basis.	Special	Remote E-voting/Venue E-voting/Physical Ballot voting at the meeting	Passed with requisite majority
12.	Amendments in the Object Clause of the Memorandum of Association of the Bank.	Special	Remote E-voting/Venue E-voting/Physical Ballot voting at the meeting	Passed with requisite majority



Resolution No.1- Ordinary Resolution

To Adopt Financial Statements for the year ended 31st March, 2019

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

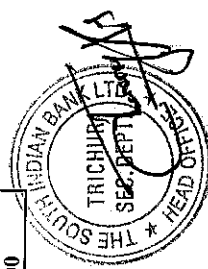
Category	Mode of Voting	No. shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group								
Public-Institutional holders	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	717100569	442809516	61.75	442809516	0	100.00	0.00
Public-others	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	1092581582	6871206	0.63	6870400	806	99.99	0.01
Total		1809682151	449680722	24.85	449679916	806	99.99	0.01

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
		(1)	(2)	$(3) = \frac{(2)}{(1)} * 100$	(4)	(5)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Promoter and Promoter Group								
Public-Institutional holders	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	717100569	444266919	61.95	444266919	0	100.00	0.00
Public-others	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	1092581582	6834232	0.63	6834201	31	100.00	0.00
Total		1809682151	451101151	24.93	451101120	31	100.00	0.00



**Resolution No.3- Ordinary Resolution
Reappointment of retiring director, Sri Salim Gangadharan (DIN: 06796232) who retires by rotation under section 152 of Companies Act, 2013 and being eligible, offers himself for re-
appointment.**

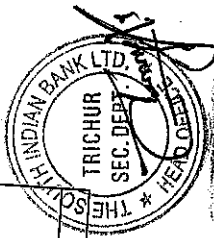
Whether Promoter/Promoter group are interested in the agenda/resolution: Not Applicable

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
		(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group								
Public-Institutional holders	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	717100569	444266919	61.95	436766347	7500572	98.31	1.69
Public-others	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	1092581582	6867742	0.63	6767076	100666	98.53	1.47
Total		1809682151	451134661	24.93	443533423	7601238	98.32	1.68

**Resolution No.4- Ordinary Resolution
To Appoint 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
		(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group								
Public-Institutional holders	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	717100569	444266919	61.95	444266919	0	100.00	0.00
Public-others	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	1092581582	6858486	0.63	6834780	23706	99.65	0.35
Total		1809682151	451125405	24.93	451101699	23706	99.99	0.01



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

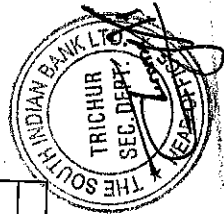
Category	Mode of Voting	No. shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group								
Public-Institutional holders	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	717100569	444266919	61.95	444266919	0	100.00	0.00
Public-others	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	1092581582	6868486	0.63	6843472	25014	99.64	0.36
Total		1809682151	451135405	24.93	451110391	25014	99.99	0.01

Resolution No.6- Ordinary Resolution

To appoint Sri M George Korah (DIN: 08207827) as an Independent Director.

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								
Public-Institutional holders	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	717100569	444266919	61.95	444266919	0	100.00	0.00
Public-others	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	1092581582	6869806	0.63	6768640	101166	98.53	1.47
Total		1809682151	451136725	24.93	451035559	101166	99.98	0.02



Resolution No.7- Ordinary Resolution

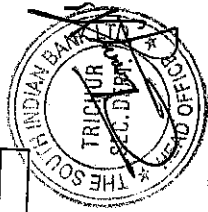
To appoint Sri Pradeep M Godbole (DIN: 08259944), as a Director, liable to retire by rotation.
Whether Promoter/Promoter group are interested in the agenda/resolution: Not Applicable

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)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Public-Institutional holders	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	717100569	444266919	61.95	444266919	0	100.00	0.00
Public-others	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	1092581582	6859806	0.63	6788829	70977	98.97	1.03
Total		1809682151	451136725	24.93	451055748	70977	99.98	0.02

Resolution No.8- Special Resolution

To reappoint Ms. Ranjana S Salgaocar (DIN: 00120120) as an Independent Director.
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)	$(6) = \frac{(4)}{(2)} * 100$	$(7) = \frac{(5)}{(2)} * 100$
Public-Institutional holders	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	717100569	444266919	61.95	444266919	0	100.00	0.00
Public-others	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	1092581582	6869806	0.63	6783068	86738	98.74	1.26
Total		1809682151	451136725	24.93	451049987	86738	99.98	0.02



Resolution No.9- Special Resolution

To reappoint Mr. Farayil George John Tharakan (DIN: 07018289) as an Independent Director.

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

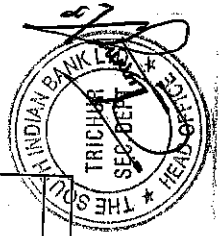
Category	Mode of Voting	No. shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group								
Public-Institutional holders	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	717100569	444266919	61.95	444266919	0	100.00	0.00
Public-others	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	1092581582	6869806	0.63	6769312	100494	98.54	1.46
Total		1809682151	451136725	24.93	451036231	100494	99.98	0.02

Resolution No.10- Special Resolution

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

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								
Public-Institutional holders	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	717100569	385805354	53.80	385805354	0	100.00	0.00
Public-others	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	1092581582	6869217	0.63	6506804	362413	94.72	5.28
Total		1809682151	392674571	21.70	392312158	362413	99.91	0.09



Resolution No.11- Special Resolution

To Approve the borrowing/raising funds in Indian/foreign currency by issue of debt securities upto Rs.500 crore on private placement basis.

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

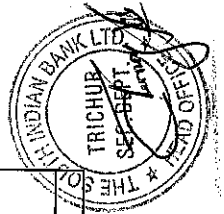
Category	Mode of Voting	No. shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group								
	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	717100569	444266919	61.95	444266919	0	100.00	0.00
Public-Institutional holders								
	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	1092581582	6868486	0.63	6777407	91079	98.67	1.33
Public-others								
Total		1809682151	451135405	24.93	451044326	91079	99.98	0.02

Resolution No.12- Special Resolution

Amendments in the Object Clause of the Memorandum of Association of the Bank.

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								
	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	717100569	444266919	61.95	444266919	0	100.00	0.00
Public-Institutional holders								
	Remote e-voting/Venue e-voting/Physical Ballot voting at the meeting	1092581582	2978979	0.27	2653583	325396	89.08	10.92
Public-others								
Total		1809682151	447245898	24.71	446920502	325396	99.93	0.07



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**SCRUTINIZER REPORT FOR REMOTE E-VOTING, E-VOTING AT THE VENUE AND
POLL CONDUCTED AT THE ANNUAL GENERAL MEETING OF
THE SOUTH INDIAN BANK LIMITED**

To,

Mr. Salim Gangadharan

Chairman

The South Indian Bank Limited

S I B House, Mission Quarters

T B Road, Thrissur-680001

91th Annual General Meeting of **The South Indian Bank Limited (CIN: L65191KL1929PLC001017)** held on Wednesday, the 17th day of July, 2019 at 10.00 A.M. at Casino Cultural Auditorium Ltd., T. B. Road, Thrissur - 680 001.

Sub: Passing of Resolutions through Remote Electronic Voting, Electronic Voting and Poll conducted at the Venue of the 91st Annual General Meeting of The South Indian Bank Limited.

I, CS Vincent P.D., Company Secretary in Practice, holding Membership Number: FCS - 3067 and Certificate of Practice Number - 7940, Managing Partner, SVJS & Associates, Company Secretaries, 65/2364 A, Ponoth Road, Kaloor, Kochi, Ernakulam, Kerala-682017 have been appointed as Scrutinizer for the Remote Electronic Voting, Electronic Voting at the venue of the meeting and Poll conducted on the below mentioned resolutions at the 91th Annual General Meeting of **THE SOUTH INDIAN BANK LIMITED (CIN: L65191KL1929PLC001017)**, held on Wednesday, the 17th day of July, 2019 at 10.00 A.M. at Casino Cultural Auditorium Ltd., T. B. Road, Thrissur - 680 001.

The Company had appointed Central Depository Services (India) Limited (CDSL) as the Service Provider, for extending the facility for the Remote Electronic Voting to the members of the Company and the facility of Electronic Voting at the venue of the Annual General Meeting. BTS Consultancy Services Private Limited is the Registrar and Share Transfer Agent of the Company.

As the Scrutinizer, I report that in compliance with the provisions of Rule 20 (4) (vi) of the Companies (Management and Administration) Rules, 2014, as amended, the above Remote Electronic Voting remained open to the members from Sunday, the 14th day of July, 2019 at 10.00 A.M to Tuesday, the 16th day of July, 2019 at 5.00 P.M. Further, the Remote E-Voting period was completed on the date preceding the date of the Annual General Meeting.

At the Annual General Meeting, the Company facilitated the members present in the meeting who could not participate in the Remote E-Voting to cast their votes through

Page 1 of 4



electronic voting facility provided at the venue during the Annual General Meeting in compliance with the provisions of Rule 20 (4) (viii) of the Companies (Management and Administration) Rules, 2014, as amended. Further the Company also facilitated the members present in the meeting, who could not present in the Remote E-Voting and who did not participate in the e-voting at the venue of Annual General Meeting, to cast their votes through poll process.

Accordingly, one ballot box kept for polling was locked in my presence with due identification marks placed by me.

The locked ballot box was opened in my presence and I report that there were no ballot papers in the box placed before the meeting. Hence a separate scrutinizer report on poll as per Section 109 of the Companies Act, 2013 read with Rule 21(2) of Companies, (Management and Administration) Rules, 2014 is not attached.

On completion of the Remote E-Voting period and electronic voting facility provided at the venue of the Annual General Meeting, in compliance with the provisions of Rule 20 (4) (viii) and (xii) of the Companies (Management and Administration) Rules, 2014, as amended, I have unblocked the votes on Wednesday, the 17th day of July 2019, in the presence of two witnesses who were not employees of the Company. The names and signatures of the witnesses appear elsewhere in this Report.

The result of the Electronic voting is as under:

Res olut ion No.	Subject Matter of Resolution	Total No. of shares through E- voting	ASSENT / IN FAVOUR OF			DISSENT/ AGAINST	
			No. of Votes through E- voting	% of votes in favour on votes throug h E- voting	% of Paid Up Capital	No. of Votes through E-voting	% of votes against on votes through E-voting
ORDINARY BUSINESS							
1	To Adopt Financial Statements for the year ended 31st March, 2019	449680722	449679916	99.99%	24.85%	806	0.01%
2	To declare dividend	451101151	451101120	99.99%	24.93%	31	0.01%
3	Reappointment of retiring director, Mr. Salim Gangadharan (DIN: 06796232) who retires	451134661	443533423	98.32%	24.51%	7601238	1.68%



	by rotation under section 152 of Companies Act, 2013 and being eligible, offers himself for re-appointment						
4	To Appoint Statutory Central Auditors of the Bank and fixing their remuneration	451125405	451101699	99.99%	24.93%	23706	0.01%

SPECIAL BUSINESS (Ordinary Resolution)

5	To appoint Branch Auditors and fix their remuneration in consultation with Statutory Auditors	451135405	451110391	99.99%	24.93%	25014	0.01%
6	To appoint Mr. M George Korah (DIN: 08207827) as an Independent Director	451136725	451035559	99.98%	24.92%	101166	0.02%
7	To appoint Mr. Pradeep M Godbole (DIN: 08259944), as a Director, liable to retire by rotation	451126725	451055748	99.98%	24.92%	70977	0.02%

SPECIAL BUSINESS (Special Resolution)

8	To re-appoint Ms. Ranjana S Salgaocar (DIN: 00120120) as an Independent Director	451136725	451049987	99.98%	24.92%	86738	0.02%
9	To re-appoint Mr. Parayil George John Tharakan (DIN: 07018289) as an Independent Director	451136725	451036231	99.98%	24.92%	100494	0.02%
10	To Augment the Paid-up Capital of the Bank by further issue of securities	392674571	392312158	99.91%	21.68%	362413	0.09%



11	To Approve the borrowing/raising funds in Indian/foreign currency by issue of debt securities on private placement basis	451135405	451044326	99.98%	24.92%	91079	0.02%
12	Amendments in the Object Clause of the Memorandum of Association of the Bank	447245898	446920502	99.93%	24.70%	325396	0.07%

All resolutions stand passed under Electronic Voting as Ordinary and Special Resolutions with requisite majority as specified under the Companies Act, 2013.

Thank You
Yours faithfully

For SVJS & Associates
Company Secretaries


P.D. VINCENT
Managing Partner
CP No: 7940

Kochi
17/07/2019

I have received the report.

Salim #107/19
Salim Gangadharan
Non-Executive Chairman



Witnesses to the unblocking of Votes:

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1 Abhijith
Puthenpura House
Thuravoor P.O.
Cherthala
Pin : 688532

Tray
2 Tray Casar
1/1298A
Nath Thannaramparambu
Cochin - 682001