Dear Sir,

Annual Report for FY 2019-20

In terms of Regulation 34 of the SEBI (LODR) Regulations, 2015, please find attached the Annual Report of IDBI Bank for the FY 2019-20 alongwith the Notice of the 16th AGM of the Bank.

Kindly acknowledge receipt and take the above on record.

भवदीय,
कृते आईडीबीआई बैंक लिमिटेड

[Name]

15/07/2020

[Position]
NOTICE IS HEREBY GIVEN that the 16th Annual General Meeting of the Members of IDBI Bank Limited will be held on Monday, August 17, 2020 at 3.30 p.m. exclusively through video conferencing (VC)/ other audio visual means (OAVM) to transact the following business:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the audited financial statements of the Bank for the year ended March 31, 2020 and the Reports of the Board of Directors & Auditors thereon and the audited consolidated financial statements of the Bank and the report of the auditors thereon for the year ended March 31, 2020;

2. To re-appoint Shri Rajesh Kandwal (DIN: 02509203), LIC Nominee Director as rotational Director, who retires by rotation and, being eligible, offers himself for re-appointment.

3. To appoint Auditors and fix their remuneration and, in that behalf, to consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:-

**“RESOLVED THAT** pursuant to Section 139-142 and other applicable provisions, if any, of the Companies Act, 2013 read with the relevant Rules issued in this regard, the Banking Regulation Act, 1949, Memorandum and Articles of Association of the Bank and any other law or guideline applicable, if any, for the time being in force, the Board of Directors of the Bank be and is hereby authorized to –

i. appoint / re-appoint Statutory Central Auditors of Bank for the Financial Year 2020-21 as per the approval to be received in this regard from Reserve Bank of India (RBI) and

ii. appoint/re-appoint Branch Statutory Auditor for Bank’s DIFC, Dubai Branch for the Financial Year 2020-21 in terms of Section 143(8) of the Companies Act, 2013 as per the approval to be received in this regard from RBI.
On such terms, conditions and remuneration as the Board of Directors of the Bank may fix for both the above appointments upon recommendation of the Audit Committee.”

SPECIAL BUSINESS

4. To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 and rules framed thereunder, the Banking Regulation Act, 1949, SEBI (ICDR) Regulations, 2018, SEBI (LODR) Regulations, 2015 and/or any other relevant law/guideline(s) and in accordance with the Memorandum and Articles of Association of the Bank, and subject to the approvals, if any, of the Relevant Authorities, as may be required in this regard, consent of shareholders of the Bank, be and is hereby accorded to the Board of Directors of the Bank (‘the Board’) to offer, issue and allot by way of an offer document/prospectus or such other document, in India or abroad, such number of equity shares of the face value of ₹10/- each and aggregating up to ₹11000 crore (inclusive of premium amount, if any), whether at a discount (subject to Section 53 of the Companies Act, 2013) or at a premium, from time to time in one or more tranches, including but not limited to one or more of the existing shareholders/members, employees of the Bank, Qualified Institutional Buyers (QIBs) [pursuant to a Qualified Institutional Placement (QIP), through a placement document and at such price and such terms and conditions as may be determined in accordance with the relevant provisions of SEBI (ICDR) Regulations] or such other entities, authorities or any other category of investors who are authorized to subscribe to the equity shares of the Bank as per the extant regulations/guidelines, as deemed appropriate by the Board.”

“RESOLVED FURTHER THAT such issue, offer or allotment shall be by one or more of the following modes, i.e., by way of public issue, rights issue, qualified institutional placement, ESPS, ESOP and/or on a private placement basis, with or without over-allotment option and that such offer, issue, placement and allotment be made as per the applicable and relevant laws/guidelines, as the Board may deem fit.”

“RESOLVED FURTHER THAT the Board shall have the authority to decide the issue price and the relevant date for determination of the Issue price including for QIP of the equity shares as per the applicable and relevant regulations/guidelines.”

“RESOLVED FURTHER THAT the allotment of equity shares shall be completed within 12 months from the date of passing of this resolution in respect of a QIP.”

“RESOLVED FURTHER THAT the said new equity shares shall be issued in demat form and shall be subject to and shall rank pari passu in all respects with the existing equity shares of the Bank and shall be entitled to dividend declared, if any, by the Bank.”
RESOLVED FURTHER THAT such of those equity shares as are not subscribed to may be disposed off by the Board, in its absolute discretion, in such manner, as the Board may deem fit and as permissible under relevant laws/guidelines.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers, herein conferred, to the Managing Director & CEO or to any other Senior Executive of the Bank and/or to any Committee which may be have been constituted to exercise its powers including the powers conferred by this Resolution.

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Section 14 of the Companies Act, 2013 (the Act) and other applicable provisions, if any, of the Relevant Acts, Rules and Regulations, and other applicable law(s), if any, and subject to approval of statutory/regulatory bodies including RBI, if any, as may be required in this regard and subject to/ in accordance with such terms, conditions and modifications thereto as may be prescribed by them in granting their approval, consent of the shareholders of the Bank be and is hereby accorded for alteration of Articles of Association of IDBI Bank as per the direction given by RBI, as follows:

Amended Articles:

Article 114 (b)
iv. One Official Nominee Director of LIC;

v. Two Nominee Directors of GoI;

vi. 8 Non Rotational Independent Directors appointed by shareholders in General Meeting in terms of Sec 149(4) read with Schedule IV of Companies Act, 2013 for an initial term of 4 consecutive years but shall be eligible for re-appointment on passing of special resolution for not more than one more term of 4 years, subject to maximum term of 8 years on the Board;

vii. Five Directors at SL. No (iii) to (v) above being nearest to 2/3rd of the total strength of 15 Directors (minus 8 independent directors) shall be subject to retirement by rotation at the AGM in terms of the provisions of Section 152(6) of the Companies Act, 2013 and shall be eligible for re-appointment;

viii. As per the provisions of Section 149(1)(b) of the Companies Act, 2013, at least one Independent Woman Director should be there on the Board of Directors.

Article 117

The Managing Director & CEO and the whole-time directors shall hold office for such term not exceeding five years as the Board may specify in this behalf and any person so appointed shall be eligible for re-appointment, subject to such regulatory approval as may be required under Companies Act, Banking Regulation Act or any other act in force.

Article 118

Notwithstanding anything contained in these Articles, Board shall have the right to terminate the term of office of the Managing Director & CEO and the whole time directors, as the case may be, at any time before the expiry of the term by giving him notice of not less than three months in writing, subject to such regulatory approval as may be required under Companies Act, Banking Regulation Act or any other act in force.

Article 119

The Managing Director & CEO and the whole-time directors shall receive such salary and allowances as may be determined by the Board and recommended by the Nomination and Remuneration Committee of the Board in accordance with the Act and the Banking Act, subject to such regulatory approval as may be required under Companies Act, Banking Regulation Act or any other act in force.

Article 127

The sitting fees payable to a Director for attending a meeting of the Board or Committee thereof shall be decided by the Board from time to time within the
Article 155

Where a person appointed as Managing Director & CEO on whole-time basis, dies or resigns or is by infirmity or otherwise rendered incapable of carrying out his duties or is absent on leave or otherwise, in circumstances not involving the vacation of his office, Board shall, with the approval of the Regulatory Agencies, if required, make suitable arrangements for carrying out the duties of Managing Director & CEO for a total period not exceeding four months.
"RESOLVED FURTHER THAT" the Board of Directors of the Bank be and is hereby authorized to do or cause to be done all such acts, deeds and other things including delegating its authority in this regard to MD & CEO or any other officer(s) of the Bank, as may be required or considered necessary or incidental thereto, for giving effect to the aforesaid resolution.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT" the appointment of Shri Suresh Krishna Chhaganbhai Merchant (DIN 03022106), as a Director liable to retire by rotation during his tenure as Government Nominee Director on the Board of IDBI Bank Limited for 3 years w.e.f. September 19, 2019 as elaborated in the explanatory statement to this item of business, in terms of Article 116(1)(iii) & (vii) read with Sections 160(1), 196, 203 of the Companies Act, 2013 and Sections 10B and 35B of the Banking Regulation Act, 1949, be and is hereby approved.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT" the appointment of Shri Samuel Joseph Jezbaraj (DIN 02262530), as a Director liable to retire by rotation and Deputy Managing Director on the Board of IDBI Bank Limited for 3 years w.e.f. September 19, 2019 at the remuneration approved by RBI vide letter dated September 04, 2019 and by Board at the meeting dated September 19, 2019 as elaborated in the explanatory statement to this item of business, in terms of Article 116(1)(iii) & (vii) read with Sections 160(1), 196, 203 of the Companies Act, 2013 and Sections 10B and 35B of the Banking Regulation Act, 1949, be and is hereby approved.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT" the appointment of Ms Meera Swarup (DIN 07459492) as a Director liable to retire by rotation during her tenure as Government Nominee Director on the Board, in compliance of Article 116(1)(v) & (vii) read with Sections 152(6) and 160(1) of the Companies Act, 2013, be and is hereby approved.

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT" the appointment of Shri Anshuman Bhushan Bapat (DIN 07555065) as a Director liable to retire by rotation during his tenure as Government Nominee Director on the Board, in compliance of Article 116(1)(v) & (vii) read with Sections 152(6) and 160(1) of the Companies Act, 2013, be and is hereby approved.

"RESOLVED THAT" the appointment of Shri Samuel Joseph Jezbaraj (DIN 02262530), as a Director liable to retire by rotation and Deputy Managing Director on the Board of IDBI Bank Limited for 3 years w.e.f. September 19, 2019 as elaborated in the explanatory statement to this item of business, in terms of Article 116(1)(iii) & (vii) read with Sections 160(1), 196, 203 of the Companies Act, 2013 and Sections 10B and 35B of the Banking Regulation Act, 1949, be and is hereby approved.

"RESOLVED THAT" the appointment of Shri Suresh Krishna Chhaganbhai Merchant (DIN 03022106), as a Director liable to retire by rotation and Deputy Managing Director on the Board of IDBI Bank Limited for 3 years w.e.f. January 15, 2020 at the remuneration approved by RBI vide letter dated January 09, 2020 and by Board at the meeting dated January 15, 2020 as elaborated in the explanatory statement to this item of business, in terms of Article 116(1)(iii) & (vii) read with Sections 160(1), 196, 203 of the Companies Act, 2013 and Sections 10B and 35B of the Banking Regulation Act, 1949, be and is hereby approved.

"RESOLVED THAT" the appointment of Shri Samuel Joseph Jezbaraj (DIN 02262530), as a Director liable to retire by rotation and Deputy Managing Director on the Board of IDBI Bank Limited for 3 years w.e.f. September 19, 2019 as elaborated in the explanatory statement to this item of business, in terms of Article 116(1)(iii) & (vii) read with Sections 160(1), 196, 203 of the Companies Act, 2013 and Sections 10B and 35B of the Banking Regulation Act, 1949, be and is hereby approved.

"RESOLVED THAT" the appointment of Shri Anshuman Bhushan Bapat (DIN 07555065) as a Director liable to retire by rotation during his tenure as Government Nominee Director on the Board, in compliance of Article 116(1)(v) & (vii) read with Sections 152(6) and 160(1) of the Companies Act, 2013, be and is hereby approved.
10. To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT subject to the applicable provisions of the Companies Act, 2013, the Banking Regulation Act, 1949, SEBI Regulations and RBI Guidelines and subject to/in accordance with the approval to be granted by RBI, approval be and is hereby accorded to the Board of Directors of IDBI Bank to approve revision(s) in the compensation structure of MD & CEO and DMDs of the Bank as proposed herein below:

Salient features of the proposed revisions:

(i) Pensionary Benefits to eligible WTDs considering Combined Service in Career Post Bank:

Computation of Pension:

For the period of service rendered as WTD the pension would be notionally calculated for the combined service in the career post Bank as well as the Bank where the officer was posted as WTD as applicable under the Bank's pension regulations. The difference between the pension thus calculated and the pension being paid by the career post Bank (considering the date of cessation in career post Bank as deemed retirement) shall be payable by the Bank where the officer served as WTD.

Commutation of Pension:

Difference between commutation shall be payable by the Intermediary Bank or the Bank from which WTD retired and the commutation paid by the career post Bank.

Pension Regulations:

The pension regulations of the Bank in which the WTD serves shall, mutatis mutandis, apply to the grant of pension to the WTD.

Gratuity and Leave Encashment:

Gratuity and leave encashment shall not be payable by career post Bank. The career post Bank shall transfer gratuity and leave encashment amount payable to officer to the Bank where officer assumes charge as WTD. The Bank at which, the WTD retires shall pay gratuity and leave encashment considering the combined service in career post Bank at the time of retirement.

(ii) Incentives and 2/3rd in Share-based Long Term Variable Pay mix to be at 1/3rd in Annual Cash Long term incentives in the form of ESOPs). Target Variable Pay mix to be at 1/3rd in Annual Cash Incentives and 2/3rd in Share-based Long Term Incentives.
Incentive (LTI). The target total compensation thus works out to be as under:

<table>
<thead>
<tr>
<th>Position Title</th>
<th>Fixed Pay</th>
<th>Variable Pay (Annual Cash Based)</th>
<th>Variable Pay (Share-based LTI)</th>
</tr>
</thead>
<tbody>
<tr>
<td>MD &amp; CEO</td>
<td>40%</td>
<td>20%</td>
<td>40%</td>
</tr>
<tr>
<td>DMDs</td>
<td>46%</td>
<td>18%</td>
<td>36%</td>
</tr>
</tbody>
</table>

The Deferral/ Vesting of Variable Pay from Grant Date is proposed as under:

<table>
<thead>
<tr>
<th>Position Title</th>
<th>Variable Pay (Annual Cash Based)</th>
<th>Variable Pay (Share-based LTI)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Year 1</td>
<td>Year 2</td>
</tr>
<tr>
<td>MD &amp; CEO and DMDs</td>
<td>50%</td>
<td>25%</td>
</tr>
</tbody>
</table>

Provision regarding Malus and Clawback has been built in the proposed compensation structure with a view to encourage prudent risk taking.

By Order of the Board
For IDBI Bank Limited

Rakesh Sharma
MD & CEO
DIN: 06846594

Registered Office:
IDBI Bank Limited
IDBI Tower, WTC Complex,
Cuffe Parade,
Mumbai-400 005

Dated: June 29, 2020

NOTES:
1. Explanatory Statements in respect of items (including the ones for items of Special Business under Section 102 of the Companies Act, 2013) are annexed herewith.
2. In view of massive outbreak of COVID-19 pandemic, social distancing is a norm to be followed and pursuant to MCA Circular dated 08/04/2020, 13/04/2020 and 05/05/2020 Annual General Meeting (AGM) may be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.
3. Pursuant to Circular dated April 08, 2020, issued by MCA the facility to appoint proxy to attend and cast vote for the members is not available for Members attending the AGM through VC/OAVM. Accordingly, the proxy form is not annexed to this notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate threat and cast their votes through e-voting.
4. The Members can join the AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. In accordance with the applicable circular, the VC/OAVM will have a capacity to allow at least 1000 members to participate in the AGM and such participation shall be on first come first serve basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first serve basis.

5. The attendance of the Members attending the AGM through VC/OAVM will be for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Bank is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Bank has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system will be provided by NSDL.

7. In line with the Ministry of Corporate Affairs (MCA) Circular dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Bank at www.idbibank.in. The Notice can also be accessed from the websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.


9. The quorum for the Annual General Meeting, as provided in Section 103 of the Companies Act, 2013 read with Article 87, is thirty members (including a duly authorized representative of the LIC) present in the meeting through VC.
10. Shareholders are requested to contact the Registrar & Transfer Agents of the Bank, viz., KFin Technologies Private Limited at their address at Selenium Tower B, Plot No.31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032 [Tel. No. (040) 67162222, Toll Free No. 1800-345-4001, Fax No. (040) 23420814, E-mail : einward.ris@kfintech.com] or the Equity Cell of Board Department of IDBI Bank Ltd. at its Registered Office at IDBI Tower, 22nd floor, B Wing, WTC Complex, Cuffe Parade, Mumbai – 400 005 [Tel. No.(022) 66553062/3336/3147/2711, E-mail : idbiequity@idbibank.co.in] with regard to any share related matter.

11. The Register of Members and the Share Transfer Books of the Bank will remain closed from Tuesday, August 11, 2020 to Monday, August 17, 2020 (both days inclusive). In terms of the provisions of Section 108 of the Companies Act, 2013 (the Act) read with the Rules, the items of Business given in AGM Notice may be transacted through electronic voting system by casting of votes by the Shareholders who appear in the Books as Members to be exercised by remote e-voting.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on and from Wednesday August 12, 2020 at 9.00 A.M. (IST) and ends on Sunday, August 16, 2020 at 5.00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Log-in to NSDL e-Voting system at https://www.evoting.nsdl.com/
Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: [https://www.evoting.nsdl.com/](https://www.evoting.nsdl.com/) either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at [https://eservices.nsdl.com/](https://eservices.nsdl.com/) with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. **Your User ID details are given below:**

### Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical

- **Your User ID is:**
  - a) For Members who hold shares in demat account with NSDL.
    - 8 Character DP ID followed by 8 Digit Client ID
    - For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
  - b) For Members who hold shares in demat account with CDSL.
    - 16 Digit Beneficiary ID
    - For example if your Beneficiary ID is 12******** then your user ID is 12********
  - c) For Members holding shares in Physical Form.
    - EVEN Number followed by Folio Number registered with the company
    - For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. **Your password details are given below:**

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?  
(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered with Bank/ Depository, please follow steps mentioned below in this notice.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a) Click on “Forgot User Details/Password?” (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on “Login” button.

9. After you click on the “Login” button, Home page of e-Voting will open.
Details on Step 2 is given below:

**How to cast your vote electronically on NSDL e-voting system?**

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.

2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.

3. Select “EVEN” of company for which you wish to cast your vote.

4. Now you are ready for e-Voting as the Voting page opens.

5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

6. Upon confirmation, the message “Vote cast successfully” will be displayed.

7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to scrutinizer@snaco.net with a copy marked to evoting@nsdl.co.in.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 / 91-22-24994545 or send a request to (Ms. Pallavi Mhatre and Mr. Amit Vishal) at Pallavid@nsdl.co.in, Amitv@nsdl.co.in and evoting@nsdl.co.in.
INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:–

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.

3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the same at https://www.evoting.nsdl.com under shareholders/members login where the e-Voting credentials. The link for VC/OAVM will be displayed. Please note that the members who do not have the User ID and
2. Members are encouraged to join the Meeting through Laptops for better experience.

3. Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to register themselves as a speaker during the meeting may send their request mentioning their name, demat account number/folio number, email id, mobile number at (Bank’s email id. idbiequity@idbi.co.in) from 9.00 a.m. on August 10, 2020 till 6.00 p.m. on August 12, 2020. Bank reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

6. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (Bank’s email id. idbiequity@idbi.co.in) from 9.00 a.m. on August 10, 2020 till 6.00 p.m. on August 12, 2020. The same will be replied by the Bank suitably.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

8. Members who need assistance regarding VC/OAVM, before or during the AGM, can contact NSDL on 1800-222-990 or email to Mr. Sanjeev Yadav at Sanjeevy@nsdl.co.in.

Instructions in respect of e-voting to persons, who have become members of the Bank after the cut-off date for reckoning the dispatch of AGM Notice, i.e., July 10, 2020 and upto August 10, 2020 (being the cut-off date reckoned for voting rights of shareholders)
14. The Bank has appointed Ms. Aparna Gadgil or failing her Ms. Ashwini Vartak, Partners of M/s. S. N. Ananthasubramanian & Co., Company Secretaries as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.

Please note that:

• The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Bank as on the cut-off date of August 10, 2020.

• A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again during the AGM.

• Login to e-voting website will be disabled upon five unsuccessful attempts to key-in the correct password. In such an event, you will need to go to “Forgot User Details/Password?” or “Physical User Reset Password?” option available on the website to reset the same.

• Your login id and existing password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.

• It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

• Members may kindly note that, the remote e-voting facility shall be blocked forthwith on Sunday, August 16, 2020 at 5.00 p.m. (IST).

• The persons, who are not Members of the Bank as on August 10, 2020, i.e., Cut-off date fixed for the purpose, shall treat this Notice as for information only.

For any further details in this regard, you may contact KFin Technologies Private Limited, RTA of the Bank located at Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad–500 032 [Tel. No. (040) 67162222, Toll Free No.1800-345-4001, Fax No. (040) 23420814, E-mail: einward.ris@kfintech.com] or IDBI Bank Ltd., Equity Cell, Board Department, 22nd Floor, B Wing, IDBI Tower, WTC Complex, Cuffe Parade, Mumbai-400 005 (022- 66553366 / 3602/3147/2711) or NSDL - Toll Free No. 1800 222 990.

14. It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.
15. The result of e-voting along with Scrutinizer's Report will be announced on or before August 19, 2020 by displaying the same on Bank's Website www.idbibank.in and NSDL's website www.evoting.nsdl.com. The result of e-voting will also be disclosed to National Stock Exchange of India Ltd. and BSE Ltd. on the same day.

16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) from every participant in Securities Market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participant with whom they are maintaining Demat accounts. Members holding shares in physical form can submit their PAN to IDBI Bank/ KFin Technologies Pvt. Ltd.

IMPORTANT NOTES FOR URGENT ATTENTION:

01. In terms of Section 20 of the Companies Act, 2013 read with Rule 35 of the Companies (Incorporation) Rules, 2014 and Section 101 read with Rule 18(3) of the Companies (Management and Administration) Rules, 2014, Members, who have not registered / updated their e-mail id(s) with the Bank are requested, to kindly provide the said details in order to receive Notices of General Meetings and / or other communications from IDBI Bank in electronic form.

02. In terms of SEBI Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated April 20, 2018, directing the issuer company and RTA to collect copy of PAN card and Bank Account details of all security holders holding securities in physical form, all Shareholders of the Bank who hold shares in physical form are requested to furnish the copy/ies of PAN card of first named shareholder & all joint shareholders and furnish Bank account details (if not already furnished) in the requisite form, which is available on Bank's website www.idbibank.in. Duly filled in form, along with the documents mentioned therein, may please be submitted to the addresses provided therein. This will facilitate compliance of SEBI's aforesaid circular and payment of dividend (declared, if any) through RBI approved Electronic mode of payment such as ECS [LECS (Local ECS) /RECS (Regional ECS) /NECS (National ECS)], NEFT etc., in the mandated Bank Account of the Shareholder/s.

03. As per the provisions of Section 124(5) of the Companies Act, 2013 and in terms of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended, all unpaid or unclaimed dividends, for a period of seven years from the date of transfer of such dividend to unclaimed dividend account, shall be transferred by the Bank to the Fund established under Section 125(1). In compliance thereof, this year the Bank is required to transfer unclaimed dividend for the FY 2012-13 to the Fund. The shareholders, who have not yet claimed the dividend for FY 2012-13 are requested
to approach the Bank for claiming the same in terms of the Rules. The details of unclaimed dividends of the shareholders have been hosted on the Bank’s website.

04. SEBI guidelines encourage all shareholders to hold their shares in Demat form. The shareholder/s, who hold their shares in physical form are requested to convert their shareholdings from physical form to Demat form at the earliest, after opening a Demat Account with any SEBI registered Depository Participant.

It is clarified that only the shareholders who appear in the Books as Members or Beneficial Owners of shares as on the Cut-off date of August 10, 2020, will be entitled to avail the facility of remote e-voting.
Explanatory Statements in respect of items of the Notice

1. **Explanatory Statement under Section 102 of the Companies Act, 2013 in respect of Item No. 3 of the Notice**

   In terms of Article 187 of the Articles of Association, the accounts of the Bank are required to be audited by one or more auditors to be appointed with the prior approval of RBI in terms of Section 30(1A) of the Banking Regulation Act, 1949. M/s M.P. Chitale, Chartered Accountants, Mumbai (Firm Regn. No.101851W), M/s K S Aiyar & Co., Chartered Accountants, Mumbai (Firm Regn. No.100186W) and M/s JLN U S & Co., Chartered Accountants, Vadodara (Firm Regn. No.101543W) were re-appointed as Statutory Central Auditors of IDBI Bank for the year 2019-20 and M/s KPMG, Chartered Accountants were appointed as Auditors for DIFC, Dubai Branch to hold office till the conclusion of 16th Annual General Meeting. Subject to approval of RBI, Statutory Central Auditors of the Bank and Auditors of DIFC, Dubai Branch are to be appointed/ reappointed for the year 2020-21 to hold office from conclusion of this AGM till the conclusion of 17th Annual General Meeting. Presently, the annual remuneration/fee is at Rs 3 crore (Rupees Three Crore only) plus reimbursement capped at Rs 36 lakhs and taxes at the applicable rates, for the purpose of audit including reporting on internal financial controls of the Bank's accounts at its head office, branches and other offices. However, the terms & conditions and remuneration of the Statutory Auditors would be as fixed by the Board of Directors of the Bank on the recommendation of the Audit Committee. The proposed fees would also be subject to and in line with the directions of RBI in this regard. By passing an ordinary resolution, it is proposed to authorize the Board of Directors to appoint/ reappoint Statutory Central Auditors of the Bank and Branch Auditors for DIFC, Dubai Branch for FY 2020-21 as recommended by Audit Committee and in line with the RBI approval to be received in this regard.

   The Board of Directors recommends passing of the Ordinary Resolution as contained at Item No. 3 of the AGM Notice. None of the Directors, Key Managerial Personnel and their relatives, are whether directly or indirectly, concerned or interested, financial or otherwise in the passing of this resolution.

2. **Explanatory Statement under Section 102 of the Companies Act, 2013 in respect of Item No. 4 of the Notice**

   (i) The Bank is required to maintain its Tier I capital in accordance with the relevant Regulatory guidelines issued from time to time. In view of ongoing implementation of BASEL III norms and consequential capital charge, there is a need to increase the capital to further strengthen the Capital Adequacy Ratio. The Special Resolution passed at the last AGM held on August 20, 2019 for Issue of Capital under QIP route, is valid only for one year in terms of SEBI (ICDR) Regulations, 2018 for QIPs.
(ii) The Bank will obtain requisite approval, if any, of RBI, LIC and/or Government of India, Ministry of Finance for increasing the paid up capital.

(iii) The enabling Resolution is proposed to be passed as a Special Resolution pursuant to Sections 42 and 62(1)(c) of the Companies Act, 2013 which, read with Regulation 41(4) of the SEBI (LODR) Regulations, 2015, provides that whenever any further issue or offer is being made by the Bank, the existing shareholders should be offered the same on pro-rata basis unless the shareholders in the General Meeting decide otherwise. The said resolution, if passed, shall have the effect of allowing the Board on behalf of the Bank to issue and allot the securities on pro-rata basis to the existing shareholders or otherwise.

(iv) The Resolution seeks to enable the Bank to offer, issue and allot equity shares aggregating upto ₹ 11000 crore (inclusive of premium amount) by way of public issue, rights issue, issue on private placement basis, QIP, ESPS, ESOP, etc.

(v) The issue proceeds will enable the Bank to strengthen its Capital Adequacy Requirements as specified by RBI from time to time.

(vi) The Resolution further seeks to empower the Board of Directors to undertake a Qualified Institutional Placement with Qualified Institutional Buyers as defined by SEBI (ICDR) Regulations, 2018. The Board of Directors may, in their discretion, adopt this mechanism as prescribed under Chapter VI of the SEBI (ICDR) Regulations for raising funds for the Bank, without seeking fresh approval from the shareholders.

(vii) In case of a QIP issue in terms of Chapter VI of ICDR Regulations, issue of securities, on QIP basis, can be made at a price not less than the average of the weekly high and low of the closing prices of the shares quoted on a stock exchange during the two weeks preceding the "Relevant Date". The Board may, at its absolute discretion, issue equity shares at a discount of not more than five percent or such other discount as may be permitted under applicable regulations to the 'floor price' as determined in terms of the SEBI (ICDR) Regulations, 2018 subject to section 53 of the Companies Act, 2013.

(viii) "Relevant Date" shall mean the date of the meeting in which the Board or Committee of the Board decides to open the QIP Issue.

(ix) As per the SEBI (ICDR) Regulations, 2018 the validity of the Special Resolution is restricted to one year from the date of this AGM for such QIPs.

(x) In case of a rights issue, the issue price would be decided in consultation with the lead manager(s) in accordance with the provisions of Chapter III of the ICDR Regulations.
(xi) The detailed terms and conditions for the offer will be determined in consultation with the Advisors, Lead Managers and Underwriters and such other authority or authorities as may be required, considering the prevailing market conditions and other regulatory requirements for various types of issues including rights issue or QIP.

(xii) As the pricing of the offer cannot be decided except at a later stage, it is not possible to state the price of shares to be issued. However, the same would be in accordance with the provisions of the SEBI (ICDR) Regulations, 2018, the Companies Act, 2013, the Banking Regulation Act, 1949 or any other guidelines / regulations / consents as may be applicable or required.

(xiii) For reasons aforesaid, an enabling resolution is proposed to be passed to give adequate flexibility and discretion to the Board to finalise the terms of the issue.

(xiv) The equity shares to be allotted shall rank pari-passu in all respects with the existing equity shares of the Bank.

For this purpose, the Bank is required to obtain the consent of the shareholders by means of a Special Resolution.

The Board of Directors recommend passing of the Resolution as contained at Item No. 4 of the notice. In terms of Section 102(1) of the Companies Act, 2013, it is submitted that none of the Directors or Key Managerial Personnel of the Bank or their relatives is, whether directly or indirectly, concerned or interested, financial or otherwise, in the passing of the aforesaid resolution except to the extent of their shareholding, if any, in IDBI Bank.

Explanatory Statement under Section 102 of the Companies Act, 2013 in respect of Item No. 5 of the Notice

RBI, vide letter dated March 31, 2020, has directed the Bank to carry out some alterations in the Articles of Association of the Bank to bring them in line with RBI guidelines for Private Sector Banks.

Board of Directors at their meeting held on May 18, 2020, discussed and approved the alterations as directed by RBI and further proposed the Special Resolution for the approval of the Shareholders to be obtained at the ensuing Annual General Meeting. The proposed alterations would be subject to RBI approval and also in accordance with further modifications, if any, directed by RBI while conveying their approval. The proposed amendments in Articles 114 (b), 116, 117, 118, 119, 127, 141 (c), 143, 145, 154 (1), 154(2), 154(4) and 155 of the Articles of Association are contained under Item No. 5 of the AGM notice.

In terms of Section 102(1) of the Companies Act, 2013, it is submitted that none of the Directors or Key Managerial
Board recommends the appointment of Shri Samuel Joseph Jebaraj (DIN: 02262530) as Deputy Managing Director (DMD), liable to retire by rotation for 3 years w.e.f. September 20, 2019 on the RBI and Board approved terms, conditions and remuneration. In terms of Section 102(1) of the Companies Act, 2013, it is proposed to appoint her as a Director liable to retire by rotation during her tenure as Government Nominee Director on the Board. Ms. Meera Swarup shall be entitled to the reimbursement of her transport, travel and stay arrangements for attending Board/ Committee Meetings.

As per RBI approval dated September 04, 2019, the Remuneration of Shri Samuel Joseph Jebaraj as DMD of IDBI Bank would be Rs. 1,87,600 per month and applicable with Sections 152(6) and 160(1) of the Companies Act, 2013, it is proposed to appoint her as a Director liable to retire by rotation during her tenure as Government Nominee Director on the Board. Ms. Meera Swarup shall be entitled to the reimbursement of her transport, travel and stay arrangements for attending Board/ Committee Meetings.

Shri Samuel Joseph Jebaraj (DIN: 02262530) was appointed as Deputy Managing Director (DMD), liable to retire by rotation for 3 years w.e.f. September 20, 2019. As per RBI approval dated September 04, 2019, the Remuneration of Shri Samuel Joseph Jebaraj as DMD of IDBI Bank would be Rs. 1,87,600 per month and applicable DA (presently @ 9% of basic pay) and perquisites such as Rent free furnished accommodation, Car for official purpose, Leave Travel Concession, Medical benefits, Leaves and such other benefits and conditions as applicable to the DMD of Public Sector Banks. Shri Samuel is not related to any other Director on the Board/ Committee Meetings.

Board recommends the appointment of Shri Samuel Joseph Jebaraj as DMD, liable to retire by rotation, for 3 years w.e.f. September 20, 2019, in respect of Item No. 6 of the Notice.
6. Explanatory Statement under Section 102 of the Companies Act, 2013 in respect of Item No. 8 of the Notice

Shri Suresh Kishinchand Khatanhar (DIN: 03022106) was appointed as Deputy Managing Director (DMD) liable to retire by rotation for 3 years w.e.f. January 15, 2020. As per RBI approval dated January 09, 2020, the Remuneration of Shri Khatanhar as DMD of IDBI Bank would be ₹1,87,600 per month and applicable DA (presently @ 9% of basic pay) and perquisites such as Rent free furnished accommodation, Car for official purpose, Leave Travel Concession, Medical benefits, Leaves and such other benefits and conditions as applicable to the DMD of Public Sector Banks. Shri Khatanhar is not related to any other Director on the Board of the Bank or any Key Managerial Personnel of the Bank.

Board recommends the appointment of Shri Suresh Kishinchand Khatanhar as DMD, liable to retire by rotation, for 3 years w.e.f. January 15, 2020 on the RBI and Board approved terms, conditions and remuneration. In terms of Section 102(1) of the Companies Act, 2013, it may be mentioned that no Director (other than Shri Khatanhar himself) or Key Managerial Personnel of IDBI Bank or other PSBs are related to the Director. In case of relatedness, the Director may retire prior to the completion of his term of office.

Explanatory Statement under Section 102 of the Companies Act, 2013 in respect of Item No.9 of the Notice

Shri Anshuman Sharma (DIN: 07555065) was appointed as Government Nominee Director on the Board w.e.f. June 11, 2020, as DMD, liable to retire by rotation for 3 years w.e.f. January 15, 2020 on the Bank Board’s approval. As per RBI approval dated January 09, 2020, the Remuneration of Shri Khatanhar as DMD of IDBI Bank would be ₹1,87,600 per month and applicable DA (presently @ 9% of basic pay) and perquisites such as Rent free furnished accommodation, Car for official purpose, Leave Travel Concession, Medical benefits, Leaves and such other benefits and conditions as applicable to the DMD of Public Sector Banks. Shri Khatanhar is not related to any other Director on the Board of the Bank or any Key Managerial Personnel of the Bank.

Board recommends the appointment of Shri Anshuman Sharma as Director liable to retire by rotation during his tenure as Government Nominee Director on the Board. Shri Anshuman Sharma is not related to any other Director on the Board of the Bank or any Key Managerial Personnel of the Bank. Shri Anshuman Sharma shall be entitled to the reimbursement of his transport, travel and stay arrangements for attending Board/Committee Meetings.

Explanatory Statement under Section 102 of the Companies Act, 2013 in respect of Item No.10 of the Notice

In the past, Whole Time Directors (MD/DMDs) appointed in IDBI Bank by GoI and having pension option in career post Bank, i.e., IDBI Bank or other PSBs were not allowed combined service for pensionary benefits, gratuity and
Hence, resolution given under Item No.10 of the AGM Notice is proposed to be passed as recommended by the Board. No Director or Key Managerial Personnel of the Bank (except MD & CEO, DMDs, CFO and Company Secretary to the extent the proposal affects their compensation structure) or their relatives, is concerned or interested, whether directly or indirectly, in the passing of the aforesaid resolution.

The Board, with the approval of the shareholders and RBI to be obtained in this regard. The salient features of proposed revision in the compensation structure are presented in the resolution contained under Item No. 10 of the notice.

By Order of the Board
For IDBI Bank Limited

Rakesh Sharma
MD & CEO
DIN: 06846594

Registered Office:
IDBI Bank Limited
IDBI Tower, WTC Complex,
Cuffe Parade,
Mumbai-400 005

Dated: June 29, 2020
<table>
<thead>
<tr>
<th>Name</th>
<th>Resume</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ms. Meera Swarup</td>
<td>Ms. Meera Swarup joined the Indian Audit and Accounts Service in the year 1988. She is presently working as Additional Secretary &amp; Financial Adviser (Finance) in the Ministry of Finance, Government of India. She also held the position of Director General (P&amp;T Audit) and Director General (Hqrs.) in the Office of C&amp;AG of India. She has worked as Principal Accountant General and Accountant General in the States of Gujarat, Rajasthan and Madhya Pradesh. She was posted as Director of External Audit at Geneva, responsible for external audit of WHO, WIPO and IOM during 2010 to 2012. While on deputation to Govt. of India from 1994-1998, she worked as Deputy/Joint Director in the Fund Bank Division, Department of Economic Affairs, Ministry of Finance. She has a Master's degree in Political Science from University of Delhi and has vast experience in administration, financial management, audit of State &amp; Central Government Organisations.</td>
</tr>
<tr>
<td>Shri Samuel Joseph Jebaraj</td>
<td>Shri Samuel Joseph Jебаraj, B.E. (Hons) and MBA, joined Exim Bank in 1998 and headed the Loan Administration and Human Resources Management Groups of the Bank. He has handled Corporate Banking, SME, Treasury, Accounts and Information Technology Groups at the Head Office of Exim Bank. Shri Samuel served in the Bengaluru, Hyderabad, Milan and London Offices of Exim Bank in various capacities. He has over 25 years of professional experience in international trade and investment finance, project finance, structured lending, liability side management, including Treasury and raising of resources.</td>
</tr>
<tr>
<td>Shri Suresh Khatanhar</td>
<td>Shri Suresh Kishinchand Khatanhar is M. Com., ICWA and CAIIB. He was working with IDBI Bank as Executive Director heading Mid Corporate Group and Trade Finance. He has diversified banking experience with 13 years at Dena Bank, a Public Sector Bank, 8 years at erstwhile IDBI Bank (a private bank which was amalgamated with IDBI) and 14 years at IDBI Bank before his appointment as DMD in IDBI Bank. He has exposure in Retail Banking business, Priority Sector Lending, Corporate Banking (Mid Corporate &amp; Large Corporate), service oriented functions such as Trade Finance and cross selling of various Treasury products. He also headed Credit Monitoring, Risk Management (CRO), Compliance (CCO) and Internal Audit Management (CAO) apart from important Internal Committees as Senior-most Business ED - viz. Credit Committees, Product Committees, Operation Risk, Credit Risk Management, ALCO, Staff Accountability &amp; Vigilance, IT Procurement etc. in IDBI Bank.</td>
</tr>
<tr>
<td>Shri Anshuman Sharma</td>
<td>Shri Anshuman Sharma is an accomplished IRS officer, Shri Anshuman Sharma has held positions in Tax Assessment, Investigation, Administration and Transfer Pricing. Currently he is posted as Director in Department of Financial Services, Ministry of Finance looking after portfolio of Insurance &amp; Pension Reforms. An experienced and savvy officer with years of experience in areas of Institutional Finance, Policy Development Work in Infrastructure Finance, Export Finance, Asset Reconstruction etc. he has led Indian delegation to China and Romania in International Working Group on Export Credit formed to frame guidelines on medium and long-term export financing. A Post Graduate in Management, he is a multifarious personality with wide ranging interests. Armed with course on Leadership of Banks &amp; Financial Institutions from IIM, Ahmedabad, he has served on the board of State Bank of Travancore, Allahabad Bank, IFCI Ltd and India Post Payments Bank (IPPB). He is currently on the Board of IDFC Ltd. An experimental cook, he enjoys reading, trekking, music and long drives.</td>
</tr>
</tbody>
</table>

| Shri Suresh Khatanhar | Shri Suresh Kishinchand Khatanhar is M. Com., ICWA and CAIIB. He was working with IDBI Bank as Executive Director heading Mid Corporate Group and Trade Finance. He has diversified banking experience with 13 years at Dena Bank, a Public Sector Bank, 8 years at erstwhile IDBI Bank (a private bank which was amalgamated with IDBI) and 14 years at IDBI Bank before his appointment as DMD in IDBI Bank. He has exposure in Retail Banking business, Priority Sector Lending, Corporate Banking (Mid Corporate & Large Corporate), service oriented functions such as Trade Finance and cross selling of various Treasury products. He also headed Credit Monitoring, Risk Management (CRO), Compliance (CCO) and Internal Audit Management (CAO) apart from important Internal Committees as Senior-most Business ED - viz. Credit Committees, Product Committees, Operation Risk, Credit Risk Management, ALCO, Staff Accountability & Vigilance, IT Procurement etc. in IDBI Bank. |
| Shri Anshuman Sharma | Shri Anshuman Sharma is an accomplished IRS officer, Shri Anshuman Sharma has held positions in Tax Assessment, Investigation, Administration and Transfer Pricing. Currently he is posted as Director in Department of Financial Services, Ministry of Finance looking after portfolio of Insurance & Pension Reforms. An experienced and savvy officer with years of experience in areas of Institutional Finance, Policy Development Work in Infrastructure Finance, Export Finance, Asset Reconstruction etc. he has led Indian delegation to China and Romania in International Working Group on Export Credit formed to frame guidelines on medium and long-term export financing. A Post Graduate in Management, he is a multifarious personality with wide ranging interests. Armed with course on Leadership of Banks & Financial Institutions from IIM, Ahmedabad, he has served on the board of State Bank of Travancore, Allahabad Bank, IFCI Ltd and India Post Payments Bank (IPPB). He is currently on the Board of IDFC Ltd. An experimental cook, he enjoys reading, trekking, music and long drives. |
**DETAILS OF DIRECTORS SEEKING APPOINTMENT AT THE FORTHCOMING AGM**

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

<table>
<thead>
<tr>
<th>Name of Director</th>
<th>Ms Meera Swarup</th>
<th>Shri Samuel Joseph Jebaraj</th>
<th>Shri Suresh Khatanhar</th>
<th>Shri Anshuman Sharma</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Designation</strong></td>
<td>Government Nominee Director</td>
<td>Deputy Managing Director</td>
<td>Deputy Managing Director</td>
<td>Government Nominee Director</td>
</tr>
<tr>
<td><strong>Date of Birth</strong></td>
<td>15-02-1962</td>
<td>22-06-1968</td>
<td>25-08-1963</td>
<td>21-01-1979</td>
</tr>
<tr>
<td><strong>Date of appointment on Board</strong></td>
<td>20-08-2019</td>
<td>20-09-2019</td>
<td>15-01-2020</td>
<td>11-06-2020</td>
</tr>
<tr>
<td><strong>Qualification</strong></td>
<td>MA (Political Science)</td>
<td>BE (Hons.), MBA</td>
<td>M.com, CAIIB, ICWA</td>
<td>Post Graduate in Management</td>
</tr>
<tr>
<td><strong>Expertise</strong></td>
<td>Accountancy, Administration and Finance.</td>
<td>Accountancy, Banking, Business Management, HR, Finance, Information Technology and Sales</td>
<td>Accountancy, Banking, Risk, Agriculture and Rural Economy, Finance, Small Scale Industry, Business Management, Administration and Corporate Governance</td>
<td>Accountancy, Economics, Banking, Law, and Marketing</td>
</tr>
<tr>
<td><strong>Directorship in Listed entities</strong></td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
<td>IDFC Ltd.</td>
</tr>
<tr>
<td><strong>Membership in Committees of listed entities</strong></td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
</tr>
<tr>
<td><strong>Shareholding of Non-Executive Directors</strong></td>
<td>Nil</td>
<td>N.A</td>
<td>N.A</td>
<td>N.A</td>
</tr>
<tr>
<td><strong>Relationship between directors inter-se</strong></td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
<td>Nil</td>
</tr>
</tbody>
</table>
बैंक खाता / ई-मेल पंजीकरण फॉर्म

1. बैंक का नाम
2. शाखा का नाम पता (केवल मैडेट हेतु)
3. एमआईसीआर चेक पर दर्जय अनुसार बैंक और शाखा की 9 अंकों की कोड संख्या
4. खाता प्रकार (बचत/चालू)
5. चेकबुक पर दर्जय अनुसार खाता सं.
6. शाखा एसटीडी कोड और टेलीफोन नं.
7. बैंक शाखा का आईएफएससी कोड
8. सदस्य का ईमेल आईडी
9. सदस्य का मोबाइल/फोन नंबर

1. 9 अंकों की आईएफएससी कोड संख्या/ आईएफएससी कोड के सही होने के सत्यापन के लिए कृपया अपने बैंक द्वारा जारी अपने उपर्युक्त खाते से संबंधित चेक की फोटोकॉपी अथवा निरस्त किया हुआ कोरा चेक संलग्न करें.

2. ऐसे मामलों में जहां शेयरधारक के पास शेयर भीतिक रूप में हैं, कृपया इनके ब्यौरे निम्न को मेंजे:

   केफिन टेकनोलॉजीज प्रा. लि.
   सेलेनियम टायर ब्र. प्लॉट नं. 31-32,
   गण्या बैली, फार्मेशियल डिस्ट्रीब्यूटर, नानकरूमपुरा,
   हैदराबाद- 500 032,
   तेलंगाना.

शेयरधारकों द्वारा शेयर डिमेट रूप में धारत किए जाने के मामले में, कृपया इनके ब्यौरे निम्नलिखित को मेंजे:

संबंधित डिपोजिटरी, जहां आपका डिमेट खाता खोला गया है.

संलग्नक:

1. पैन कार्ड की रक्षण सम्बन्धित प्रति.
2. निवास-स्थान संबंधित रक्षण सम्बन्धित प्रति - आधार कार्ड या पासपोर्ट या डिपोजिटरी लाइसेंस या मतदाता पहचान पत्र.
3. रह रिक्त चेक पना.
4. बैंक द्वारा हस्तांतर अनुमान रत.
I/We ________________________________ do hereby authorize IDBI Bank Ltd.

- To Credit my dividend amount directly to my Bank account by LECS/RECS/NECS/NEFT.
- To Print the following details on my/our dividend warrant (issued if necessary)

Folio No. : IDB________________________

### Particulars of Bank Account / Email ID:

<p>| | |</p>
<table>
<thead>
<tr>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Bank Name :</td>
</tr>
<tr>
<td>2</td>
<td>Branch Name &amp; Address (for Mandate only) :</td>
</tr>
<tr>
<td>3</td>
<td>9 Digit Code number of the Bank &amp; Branch as appearing on the MICR cheque :</td>
</tr>
<tr>
<td>4</td>
<td>Account Type (Savings/Current) :</td>
</tr>
<tr>
<td>5</td>
<td>Account No. as appearing on the cheque book :</td>
</tr>
<tr>
<td>6</td>
<td>Branch STD code &amp; Telephone no. :</td>
</tr>
<tr>
<td>7</td>
<td>IFSC Code of Bank Branch :</td>
</tr>
<tr>
<td>8</td>
<td>E-mail ID of Member :</td>
</tr>
<tr>
<td>9</td>
<td>Mobile / Phone number of Member :</td>
</tr>
</tbody>
</table>

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Signature of the Member

1. Please attach the photocopy of a cheque or a blank cancelled cheque issued by your Bank relating to your above bank account for verifying the accuracy of the 9 digit MICR code number/IFSC Code.

2. In case of shareholders holding shares in Physical Mode, please send these details to:

KFin Technologies Pvt. Ltd.
Selenium Tower B, Plot No. 31-32,
Gachibowli, Financial District, Nanakramguda,
Hyderabad-500 032
Telangana.

In case of shareholders holding shares in Dematerialised form, please send these details to:

The Depository Participant with whom your Demat Account is maintained.

### Enclosures :

1. Self-attested copy of PAN Card
2. Self-attested copy of Residence -AADHAR Card or Passport or Driving License or Voter ID.
3. Cancelled blank cheque leaf.
4. Signature attestation letter from Bank.