

निवेशक संबंध विभाग

प्रधान कार्यालय :

स्टार हाउस, सी-5, "G" ब्लॉक

8वीं मंजिल,

बांद्रा कुर्ला संकुल,

बांद्रा (पूर्व),

मुंबई - 400 051

दूरध्वनि : (022)- 6668 4490

फैक्स : (022)- 6668 4491

ईमेल: headoffice.share@bankofindia.co.in

INVESTOR RELATIONS CELL

HEAD OFFICE :

Star House, C-5, "G" Block

8th Floor (East Wing),

Bandra- Kurla Complex,

Bandra (East)

Mumbai - 400 051

Phone : (022)- 6668 4490

Fax : (022)- 6668 4491

E-Mail : headoffice.share@bankofindia.co.in

Ref No.HO:IRC:RB:2018-19:689

Date: 25.03.2018

The Vice President – Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex, Bandra East,
Mumbai 400 051.

The Vice-President – Listing Department,
BSE Ltd.,
25, P.J. Towers, Dalal Street,
Mumbai 400 001.

Dear Sir/Madam,

Outcome of the Extraordinary General Meeting

In compliance of the requirement of SEBI Listing Regulations-2015, we are attaching the following documents in connection with the Extraordinary General Meeting held today, Monday 25th March, 2019, for your perusal and record please:

- (1) Proceedings of the Extraordinary General Meeting held on 25.03.2019
- (2) Scrutinizer's Report
- (3) Disclosure pursuant to Regulation 44 (3) of the SEBI Listing Regulations-2015

Thanking you,

Yours faithfully,



(Rajeev Bhatia)

Company Secretary

Encl: As Above



Head Office: C-5 G Block, Bandra Kurla Complex, Mumbai-400 051

Proceedings of the Extra-ordinary General Meeting of the Shareholders of the Bank, held on Monday 25th March 2019 at 11.00 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051.

In accordance with the Notice dated 26th February 2019, the Extra-ordinary General Meeting of the Bank was held on Monday 25th March 2019 at 11.00 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. The meeting was attended by 135 Shareholders, one proxy holder, Shri. A K Ghosh, Under Secretary, as a Representative of Government of India and 3 Directors of the Bank including MD & CEO, who chaired the meeting.

2. Pursuant to Regulation 59 (i) of the Bank of India (Shares and Meetings) Regulations, 2007 the meeting was chaired by Shri Dinabandhu Mohapatra, Managing Director and CEO of the Bank. He welcomed the shareholders and introduced the Directors on the dais. The Company Secretary, Shri Rajeev Bhatia, confirmed the presence of quorum in accordance with 'Regulation 58' of the Bank of India (Shares and Meetings) Regulations, 2007. The Chairman then called the meeting to order.

3. The Chairman explained to the shareholders that the proposed resolutions placed for approval was to a) increase in Authorised Capital and b) raising capital through Preferential Issue of equity shares to Government of India.

4. After due deliberations the Chairman replied to the observations of shareholders. Based on the votes polled for the Resolutions at the remote evoting and at the EGM, the shareholders approved the following agenda item as Special Resolutions:

- i. Subject to approval of Government of India in this regard, pursuant to the provisions of 3 (2A) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, and other applicable provisions, consent of the shareholders of the Bank be and is hereby accorded to increase the Authorized Share Capital of the Bank from existing Rs. 3000,00,00,000 (Rs. three Thousand crore) divided into 300,00,00,000 (Three Hundred Crore) shares of Rs. 10/- each to Rs. 6000,00,00,000 (Rs. Six Hundred Crore) divided into 600,00,00,000 (Six Hundred Crore) shares of Rs. 10/- each by creation of additional 300,00,00,000 (Three Hundred Crore) shares of Rs. 10/- each ranking pari-passu in all respect with the existing shares of the Bank.



Rajeev Bhatia

- ii. Approval to issue and allot upto 51,76,33,928 equity shares of Rs.10/- each (Rupees Ten only) for cash at ₹ 89.60 per share including premium of ₹ 79.60 per equity share as determined in accordance with Regulation 164 of SEBI (issue of Capital and Disclosure Requirement) Regulations - 2018 aggregating upto Rs. 4638 crore on preferential basis to Government of India (Promoter), subject to necessary approvals, as required.

The Chairman thanked all the participants for attending the meeting and declared the meeting as closed.

Certified True Copy

(RAJEEV BHATIA)
(Company Secretary)

Place: Mumbai
Date: 25.03.2018



S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648/ 2543 2704: email snaco@snaco.net: website www.snaco.net

25th March, 2019

The Managing Director & CEO

Bank of India


Bank of India Auditorium,
Star House, C-5 G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai 400 051

Dear Sir,

At the outset, we express our gratitude to the Bank for appointing us as the Scrutinizer for the remote e-voting process and voting by Shareholders at the Extraordinary General Meeting (EGM) held today.

We are pleased to submit our Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.

Malati Kumar



Malati Kumar
Partner

SCRUTINIZER'S REPORT

Name of the Bank	Bank of India
Meeting	Extraordinary General Meeting
Day, Date & Time	Monday, 25th March, 2019 at 11.00 am
Venue	Bank of India Auditorium, Star House, Bandra-Kurla Complex, Mumbai- 400 051

1. Appointment as Scrutinizer

We were appointed as Scrutinizer for remote e-voting process as well as the voting at the Extraordinary General Meeting of **Bank of India** (hereinafter referred to as '**the Bank**').

2. Dispatch of Notice convening the EGM

The Bank has informed that on the basis of Register of Shareholders and list of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), Bank completed dispatch of Notice of EGM as under:

- On 27th February, 2019 by E-mail to 1,49,500 Shareholders who had registered their email-ids with the Bank/ RTA.
- On 27th February, 2019 in physical form, by Courier, to 1,31,934 Shareholders.

3. Cut-off date

Voting rights were reckoned as on Monday 18th March, 2019, being the Cut-off date for the purpose of deciding the entitlement of Shareholders for the remote e-voting and voting at the EGM.



4. Remote e-voting process

4.1 Agency

The Bank has appointed Central Depositories Limited (CDSL) as the agency for providing remote e-voting platform.

4.2 Remote e-voting period

Remote e-voting platform was open from **10:00 a.m. on Thursday 21st March, 2019 till 5:00 p.m. on Sunday 24th March, 2019** and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolutions on the remote e-voting platform provided by CDSL.

5. Voting at the EGM

5.1 In keeping with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting do not vote again at the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of General Meeting, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, DP ID & Client ID/ folios, number of shares held but not the manner in which they have voted.

5.2 Accordingly, CDSL, the remote e-voting agency provided us with names, DP ID & Client ID/folios and shareholding of Shareholders who had cast their votes through remote e-voting.



S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648/ 2543 2704: email snaco@snaco.net: website www.snaco.net

- 5.3 Bank provided tab-based e-voting facility to Shareholders attending the EGM who had not cast their votes through remote e-voting to cast their votes.
- 5.4 Mr.S.J.Pereira, Shareholder of the Bank (Folio No.006315) was also appointed as a Scrutinizer representing Shareholders of the Bank for scrutinizing voting at the EGM.
- 5.5 After the Chairman of the Meeting announced the commencement of voting, CDSL provided tab-based e-voting facility.

6. Counting Process

- 6.1 On completion of voting at the EGM, CDSL provided us with the list of Shareholders who had cast their votes, their holding details and details of votes cast on the Resolution.
- 6.2 Votes were reconciled with the records maintained by the Bank and M/s. Bigshare Services Private Limited, the Registrar and Share transfer Agent of the Bank (RTA) with respect to authorizations/ proxies lodged with the Bank.
- 6.3 We unblocked the remote e-voting results on the CDSL remote e-voting platform in the presence of Ms. Janvi Venkataraman and Mr. Deepak Shadambikar and downloaded the remote e-voting results.
- 6.4 Pursuant to the provisions of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, voting rights of shareholders other than Central Government have been restricted to 10% of the total voting rights of all Shareholders of the Bank.



S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel 25345648/ 2543 2704: email snaco@snaco.net: website www.snaco.net

7. Results

7.1 We observed that:

- a) At the EGM, **111** Shareholders had cast their votes.
- b) Through remote e-voting, **128** Shareholders had cast their

7.2 Consolidated Result with respect to the item on the agenda as set out in the Notice of the EGM dated 26th February, 2019 is enclosed herewith.

For S. N. ANANTHASUBRAMANIAN & CO.

Company Secretaries

Malati A. Kumar



Malati Kumar

Partner

ACS : 15508

C.O.P. No. : 10980

Date : 25th March, 2019

Place : Mumbai

S J Pereira

S J Pereira

Shareholder Scrutinizer

Folio No. 006315

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
 FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE – 400 601 Tel: 25345648/ 2543 2704; email: snacco@snacco.net; website: www.snacco.net

Consolidated Results

Item No. 1: Increase in Authorised Capital from existing Rs. 3000,00,00,000 (Rupees Three Thousand Crore) divided into 300,00,00,000 (Three Hundred Crore) Shares of Rs. 10/- each to Rs. 6000,00,00,000 (Rupees Six Thousand Crore) divided into 600,00,00,000 (Six Hundred Crore) Shares of Rs. 10/- each

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	114	17,72,15,997	109	240,21,72,855	223	257,93,88,852	99.62
Dissent	14	98,02,766	1	1	15	98,02,767	0.38
Total	128	18,70,18,763	110*	240,21,72,856	238	258,91,91,619	100.00

*One shareholder has abstained from voting on this resolution.

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No.1** of Notice of the EGM dated 26th February, 2019 has been passed with requisite majority.

Malati A. Kumar

Malati Kumar
 Partner
 ACS :15508
 C.O.P. No. :10980



S.J. Pereira
S.J. Pereira
 Shareholder Scrutinizer
 Folio No. 006315

Date : 25th March, 2019
 Place : Mumbai

S. N. ANANTHASUBRAMANIAN & CO.
COMPANY SECRETARIES
 FIRM REGISTRATION NO. P1991MH040400

10/26, BRINDABAN, THANE - 400 601 Tel 25345648/ 2543 2704. email snacco@snaco.net website www.snaco.net


Consolidated Results

Item No. 2: To create, offer, issue and allot upto 51,76,33,928 equity shares of Rs.10/- each (Rupees Ten only) for cash at Rs.89.60 per equity share including premium of Rs.79.60 per equity share as determined in accordance with Regulation 164 of SEBI ICDR Regulations aggregating upto Rs. 4638 Crore shares to Government of India (Promoters) on Preferential Basis.

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	119	18,70,17,169	110	240,21,75,985	229	258,91,93,154	100.00
Dissent	9	1,594	1	1	10	1,595	0.00
Total	128	18,70,18,763	111	240,21,75,986	239	258,91,94,749	100.00

Based on the aforesaid result, we report that the Special Resolution as set out in Item No.2 of Notice of the EGM dated 26th February, 2019 has been passed with requisite majority.

Malati A. Kumar
 Malati Kumar
 Partner
 ACS :15508
 C.O.P. No. :10980



S. J. Pereira
 S. J. Pereira
 Shareholder Scrutinizer
 Folio No.006315

Date : 25th March, 2019
 Place : Mumbai.

BANK OF INDIA

Date of the AGM/EGM
Total number of Shareholders on record date
No. of shareholders present in the meeting either in person or through proxy:
 Promoters and promoter Group:
 Public:
No. of shareholders attended the meeting through Video Conferencing:
 Promoters and promoter Group:
 Public:

25/03/2019
 326119
138
 1
 135
NOT ARRANGED

Resolution 1 Increase in Authorised Capital

Resolution required : (Ordinary / Special)

Special Resolution

Whether promoter/promoter group are interested in the agenda/resolution ?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes In favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	2402056938	0	0.00	0	0	0.00	0.00
	POLL	2402056938	2402056938	100.00	2402056938	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2402056938	2402056938	100.00	2402056938	0	100.00	0.00
Public - Institutions	E-VOTING	218959850	186339914	85.10	176637973	9801941	94.74	5.26
	POLL	218959850	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	218959850	186339914	85.10	176637973	9801941	94.74	5.26
Public-Non Institutions	E-VOTING	138272634	676849	0.49	676024	825	99.88	0.12
	POLL	138272634	115918	0.08	115917	1	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	138272634	794767	0.57	793941	826	99.90	0.10
TOTAL		2799289422	2589191619	93.84	2579388852	9802767	93.62	0.38

Resolution 2 Issue of shares to Government of India(Promoters) on Preferential basis

Resolution required : (Ordinary / Special)

Special Resolution

Whether promoter/promoter group are interested in the agenda/resolution ?

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes In favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	2402056938	0	0.00	0	0	0.00	0.00
	POLL	2402056938	2402056938	100.00	2402056938	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2402056938	2402056938	100.00	2402056938	0	100.00	0.00
Public - Institutions	E-VOTING	218959850	186339914	85.10	186339914	0	100.00	0.00
	POLL	218959850	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	218959850	186339914	85.10	186339914	0	100.00	0.00
Public-Non Institutions	E-VOTING	138272634	676849	0.49	677255	1594	99.77	0.24
	POLL	138272634	115948	0.09	115947	1	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	138272634	797897	0.58	786302	1595	99.80	0.20
TOTAL		2799289422	2589194749	93.84	2589193154	1595	100.00	0.00

For Secy



Bank of India
 H.O.
 Investor Relations
 Call