

Scrip Code: BANKINDIA	Scrip Code : 532149
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 26th Annual General Meeting held on 15th July, 2022

In compliance of SEBI (LODR) Regulations, 2015, we are attaching the following documents in connection with the Annual General Meeting held today, Friday, 15th July, 2022, for your perusal and record please.

- Proceedings of the Annual General Meeting held on 15th July, 2022
- Scrutinizer's Report
- Disclosure pursuant to Regulation 44 (3) of the SEBI (LODR) Regulations, 2015.

Thanking you,

भवदीय Yours faithfully,



Rajesh V. Upadhyaya
(Rajesh V Upadhyaya)
कंपनी सचिव Company Secretary

Encl: as above.

Copy to:
The Vice President,
Central Depository Services (India) Ltd.,
Lower Parel, Mumbai.

Proceedings of the 26th Annual General Meeting of the Shareholders of Bank of India, held on Friday, July 15, 2022 at 12.00 Noon through Video Conference (VC) / Other Audio Visual Means (OAVM) from Bank of India Head Office, Star House, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051

1. In accordance with the Notice dated 18th June 2022, the 26th Annual General Meeting of the Bank was held on Friday, July 15, 2022 at 12.00 Noon IST through Video Conference / Other Audio Visual Means. The Meeting was attended by 71 shareholders, 8 Directors including the Chairman of the Nomination Committee, Chairman of the Stakeholder Relationship Committee and Chairperson of Audit Committee authorized to answer the shareholders queries as required under SEBI LODR Regulations, 2015 .
2. Pursuant to Regulation 59 of the Bank of India (Shares and Meetings) Regulations, 2007, the Meeting was chaired by Shri A K Das, Managing Director & C.E.O of the Bank. The Chairman informed that in view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has, vide its various Circulars issued from time to time, permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and MCA Circulars, the AGM of the Bank is being held through VC / OAVM.
3. After the Company Secretary confirmed the presence of necessary quorum at 12.00 Noon, as required under Regulation 58 of the Bank of India (Shares and Meetings) Regulations, 2007, the Chairman called the Meeting to order and commenced the proceedings.
4. The Chairman welcomed the shareholders to the Annual General Meeting and informed that the Notice convening the Meeting and the Annual Report for the year ended March 31, 2022 were Emailed to all the shareholders of the Bank on 21st June 2022 besides publishing in the English, Hindi and Marathi Newspapers about it. It was also uploaded on the websites of NSE, BSE, CDSL, Bigshare services Pvt. Ltd., and Bank of India. With the consent of the shareholders attending the meeting, the same was taken as read.
5. At the request of the Chairman, Directors who attended the meeting introduced themselves.



6. The Chairman informed that Shri Sanjay Kumar Jha, Under Secretary, Department of Financial Services, Ministry of Finance, New Delhi, representing Government of India, the major shareholder (81.41%) of the Bank, was attending the Annual General Meeting from New Delhi.
7. The Chairman then addressed the Shareholders highlighting the achievements of the Bank during the year 2021-22.
8. Thereafter, the Chairman informed that the Bank had provided e-voting facility to the shareholders (for voting for or against the Agenda to the meeting) and appointed Central Depository Services Limited (CDSL) as e-Voting agency. M/s S. N. Ananthasubramanian & Co., Practicing Company Secretaries have been appointed as Scrutinizer to oversee the e-Voting process. He further stated that the e-Voting was held from 09.00 a.m. on Monday, July 11, 2022 to 5.00 p.m. on Thursday, July 14, 2022 and those shareholders who had not participated in remote e-voting could cast their vote during the course of the Meeting.
9. The Chairman then took up for consideration the three items on the Agenda viz.,
 - a. To discuss, approve and adopt the Audited Balance Sheet of the Bank as at March 31, 2022, Profit and Loss Account of the Bank for the year ended March 31, 2022, the Report of the Board of Directors on the working and activities of the Bank for the above period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.
 - b. To declare dividend for the year 2021-22 @ Rs.2.00 (20%) per equity share.
 - c. Approval to raise Fresh Equity Capital upto an amount of Rs. 2,500 Crore (Rs. Two Thousand Five Hundred Crore) including Share Premium, by way of Public Issue or Right Issue or Preferential Issue or QIP or Private placement or any other permitted mode at an appropriate time whether at a discount or premium to the market price in one or more tranches.
10. The Chairman invited the shareholders who had already registered themselves to speak at the Meeting to make their observations and seek clarification, if any, on the agenda items.
11. Observations / queries raised by such shareholders, were duly replied/ clarified by the Chairman.



12. The Chairman thereafter requested shareholders who had not cast their votes to vote and informed that voting facility will be available for 15 minutes after the Close of the Meeting. He also informed that the Consolidated Results of E-Voting and AGM Voting at the meeting will be hosted in the website of the Bank, Stock Exchanges (NSE and BSE), CDSL (The Voting Agency) and declared the meeting as closed.
13. Based on the Report of the Scrutinizers, all the three agenda items as mentioned in para no. 9 above, were passed with requisite majority.

Certified True Copy

Place: Mumbai
Dated 15th July 2022



Rajesh V. O.
(Rajesh V Upadhya)
Company Secretary



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

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E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

15th July, 2022

To,
The Managing Director & Chief Executive Officer
Bank of India
Star House, Bandra Kurla Complex,
Mumbai - 400 051

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your Shareholders during the Annual General Meeting of your Bank held on Friday, 15th July, 2022 through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM").

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

Viswanathan N. S.
Partner



Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 26th AGM of Bank of India held on 15th July, 2022.



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

SCRUTINIZER'S REPORT

Name of the Bank	Bank of India
Type of Meeting	26 th Annual General Meeting
Day, Date & Time	Friday, 15 th July, 2022 at 12.00 Noon
Deemed Venue	Star House, Bandra Kurla Complex, Mumbai - 400 051
Mode	Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Shareholders at the Annual General Meeting ("AGM") of Bank of India (hereinafter referred to as 'the Bank') held on Friday, 15th July, 2022 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions, based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1. Pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio Visual Means (OAVM), an advertisement was published in Business Standard (English Newspaper), Business Standard (Hindi Newspaper) and Mumbai Lakshadeep (Marathi Newspaper) on 22nd June, 2022, specifying the date & time of the AGM, availability of the notice on the Bank's website and website of Stock Exchanges, manner of registration of email ids by the Shareholders (both physical and demat) who are yet to register their email ids with the Bank, manner of voting through remote e-voting or through e-voting system at the AGM etc.



Report of Scrutinizer on remote e-voting and e-voting by Shareholders at the 26th AGM of Bank of India held on 15th July, 2022.





S. N. ANANTHASUBRAMANIAN & CO **Company Secretaries**

2.2. The Bank hosted the detailed notice of AGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **20th June, 2022**.

2.3. The Bank has informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by Bigshare Services Private Limited, Registrar and Share Transfer Agents ("RTA") of the Bank and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Bank completed dispatch of Notice of AGM on **21st June, 2022** by e-mail to **3,98,762** Shareholders who had registered their email ids with the Bank / Depositories.

3. Cut-off date

3.1. Voting rights with respect to the agenda items were reckoned as on **Friday, 08th July, 2022**, being the cut-off date for the purpose of deciding the entitlement of Shareholders for remote e-voting and e-voting during the AGM.

4. Remote e-voting process

4.1. Agency

The Bank appointed Central Depository Services (India) Limited (CDSL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.

4.2. Remote e-voting period

Remote e-voting platform was open from **9.00 A.M. on 11th July, 2022 till 5.00 P.M. on 14th July, 2022** and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the resolution on the remote e-voting platform provided by CDSL.



Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 26th AGM of Bank of India held on 15th July, 2022.





S. N. ANANTHASUBRAMANIAN & CO **Company Secretaries**

5. Voting at the AGM

- 5.1. In line 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) Rules, 2014, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting do not vote again during the AGM, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of the AGM, 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 the names, DP ID & Client ID/ folios and shareholding of the Shareholders who had cast their votes through remote e-voting.

6. Counting Process

- 6.1. On completion of e-voting at the AGM, we unblocked the results of the remote e-voting and e-voting by Shareholders at the AGM, on the CDSL e-voting platform and downloaded the results for scrutiny.
- 6.2. No Shareholder of the Bank other than the Central Government holds more than 10% of total voting rights of all Shareholders of the Bank, accordingly, provisions of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 with respect to restriction of voting rights are not applicable.

7. Results

- 7.1. Consolidated results with respect to the agenda items as set out in the Notice of the AGM dated 18th June, 2022 is enclosed herewith.



Report of Scrutinizer on remote e-voting and e-voting by Shareholders during AGM of Bank of India held on 15th July, 2022.





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

7.2. Based on the aforesaid results, we report that 2 (Two) Ordinary Resolutions as set out in Item No. 1 to 2 and 1 (One) Special Resolution as set out in Item No. 3 of the Notice of the AGM dated 18th June, 2022 have been passed with the requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 606/2019



Viswanathan N. S.

Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955D000629753

15th July, 2022 | Thane



Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 26th AGM of Bank of India held on 15th July, 2022.



CONSOLIDATED RESULTS

Item No. 1: Discussion, approval and adoption of audited Financial Statements for the Financial Year 2021-2022

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	755	3,69,96,39,496	15	39,861	770	3,69,96,79,357	99.8418
Dissent	21	58,62,583	1	250	22	58,62,833	0.1582
Total	776	3,70,55,02,079	16	40,111	792	3,70,55,42,190	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated **18th June, 2022** has been **passed with requisite majority**.

For **S. N. ANANTHASUBRAMANIAN & Co.**
Company Secretaries

Viswanathan N. S.

Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955D000629753

15th July, 2022 | Thane



Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 26th AGM of Bank of India held on 15th July, 2022.

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CONSOLIDATED RESULTS

Item No. 2: Declaration of dividend for the year 2021-22 @ Rs.2.00 (20%) per Equity Share.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	770	3,70,58,05,663	15	39,861	785	3,70,58,45,524	99.9998
Dissent	9	8,020	1	250	10	8,270	0.0002
Total	779	3,70,58,13,683	16	40,111	795	3,70,58,53,794	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in Item No. 2 of the Notice of the AGM dated **18th June, 2022** has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

Viswanathan N. S.
Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955D000629753

15th July, 2022 | Thane



Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 26th AGM of Bank of India held on 15th July, 2022.

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CONSOLIDATED RESULTS

Item No. 3: Approval for issue of Fresh Equity Capital

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	724	3,70,52,85,579	15	39,861	739	3,70,53,25,440	99.9858
Dissent	52	5,24,898	1	250	53	5,25,148	0.0142
Total	776	3,70,58,10,477	16	40,111	792	3,70,58,50,588	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in Item No. 3 of the Notice of the AGM dated **18th June, 2022** has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

Viswanathan N. S.

Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955D000629753

15th July, 2022 | Thane



Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 26th AGM of Bank of India held on 15th July, 2022.

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BANK OF INDIA

Date of the AGM	15/07/2022
Total number of shareholders on record date	519417
No. of shareholders present in the meeting either in person or through proxy:	0
Promoters and promoter Group:	0
No. of shareholders attended the meeting through Video Conferencing:	71
Promoters and promoter Group:	1
Public:	70

Resolution 1 :To discuss, approve and adopt the Audited Balance Sheet as at 31st March 2022, Profit and Loss Account of the Bank for the year ended 31st March 2022, Report of the Board of Directors on the working and activities of the Bank for the above period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts

Resolution required :(Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% 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	3340861720	3340861720	100.0000	3340861720	0	100.0000	0.0000
	POLL	0	0	0.0000	0	0	0.0000	0.0000
	POSTAL BALLOT	0	0	0.0000	0	0	0.0000	0.0000
	TOTAL	3340861720	3340861720	100.0000	3340861720	0	100.0000	0.0000
Public - Institutions	E-VOTING	490125955	364032993	74.2730	358178752	5854241	98.3920	1.6080
	POLL	0	0	0.0000	0	0	0.0000	0.0000
	POSTAL BALLOT	0	0	0.0000	0	0	0.0000	0.0000
	TOTAL	490125955	364032993	74.2734	358178752	5854241	98.3918	1.6082
Public-Non Institutions	E-VOTING	272578395	647477	0.2380	638885	8592	98.6730	1.3270
	POLL	0	0	0.0000	0	0	0.0000	0.0000
	POSTAL BALLOT	0	0	0.0000	0	0	0.0000	0.0000
	TOTAL	272578395	647477	0.2375	638885	8592	98.6730	1.3270
TOTAL		4103566070	3705542190	90.3005	3699679357	5862833	99.8418	0.1582

Resolution 2 :To declare dividend for the Financial Year 2021-22 @ Rs.2.00 (20%) per share, as recommended by the Board.

Resolution required :(Ordinary / Special)	Ordinary Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% 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	3340861720	3340861720	100.0000	3340861720	0	100.0000	0.0000
	POLL	0	0	0.0000	0	0	0.0000	0.0000
	POSTAL BALLOT	0	0	0.0000	0	0	0.0000	0.0000



	TOTAL	3340861720	3340861720	100.0000	3340861720	0	100.0000	0.0000
Public - Institutions	E-VOTING	490125955	364344546	74.3370	364344546	0	100.0000	0.0000
	POLL	0	0	0.0000	0	0	0.0000	0.0000
	POSTAL BALLOT	0	0	0.0000	0	0	0.0000	0.0000
	TOTAL	490125955	364344546	74.3369	364344546	0	100.0000	0.0000
Public-Non Institutions	E-VOTING	272578395	647528	0.2380	639258	8270	98.7230	1.2770
	POLL	0	0	0.0000	0	0	0.0000	0.0000
	POSTAL BALLOT	0	0	0.0000	0	0	0.0000	0.0000
	TOTAL	272578395	647528	0.2376	639258	8270	98.7228	1.2772
TOTAL		4103566070	3705853794	90.3081	3705845524	8270	99.9998	0.0002

Resolution 3 :Approval to issue Fresh Equity Capital upto Rs.2,500 crore
Approval to raise Fresh Equity Capital upto an amount of Rs. 2,500 Crore (Rs. Two Thousand Five Hundred Crore) including Share Premium, by way of Public Issue or Right Issue or Preferential Issue or QIP or Private placement or any other permitted mode at an appropriate time whether at a discount or premium to the market price in one or more tranches.

Resolution required : (Ordinary / Special)

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

Ordinary Resolution

No

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% 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	3340861720	3340861720	100.0000	3340861720	0	100.0000	0.0000
	POLL	0	0	0.0000	0	0	0.0000	0.0000
	POSTAL BALLOT	0	0	0.0000	0	0	0.0000	0.0000
	TOTAL	3340861720	3340861720	100.0000	3340861720	0	100.0000	0.0000
Public - Institutions	E-VOTING	490125955	364344546	74.3370	363875675	468871	99.8710	0.1290
	POLL	0	0	0.0000	0	0	0.0000	0.0000
	POSTAL BALLOT	0	0	0.0000	0	0	0.0000	0.0000
	TOTAL	490125955	364344546	74.3369	363875675	468871	99.8713	0.1287
Public-Non Institutions	E-VOTING	272578395	644322	0.2360	588045	56277	91.2660	8.7340
	POLL	0	0	0.0000	0	0	0.0000	0.0000
	POSTAL BALLOT	0	0	0.0000	0	0	0.0000	0.0000
	TOTAL	272578395	644322	0.2364	588045	56277	91.2657	8.7343
TOTAL		4103566070	3705850588	90.3081	3705325440	525148	99.9858	0.0142

