

निवेशक संबंध विभाग  
प्रधान कार्यालय :  
स्टार हाउस, सी-5, "जी" ब्लॉक,  
8वीं मंजिल,  
बान्द्रा कुर्ला संकुल,  
बान्द्रा (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:2018-19:189

Date: 13.07.2018

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

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

Dear Sir/Madam,

**Outcome of 22<sup>nd</sup> Annual General Meeting held on 13<sup>th</sup> July, 2018**

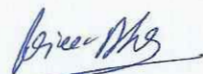
In Compliance of SEBI (LODR) Regulations – 2015, we are attaching the following documents for our 22<sup>nd</sup> Annual General Meeting held on 13<sup>th</sup> July, 2018:

1. Proceedings of the Meeting
2. True Copy of Resolution passed.
3. Scrutinizer's Report

We request you to find the same in order and oblige.

Thanking you,

Yours faithfully,

  
(Rajeev Bhatia)  
Company Secretary

**Proceedings of the 22<sup>nd</sup> Annual General Meeting of the Shareholders of Bank of India, held on Friday, July 13, 2018 at 10.30 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051**

---

1. In accordance with the Notice dated 28<sup>th</sup> May 2018, the 22<sup>nd</sup> Annual General Meeting of the Bank was held on Friday, July 13, 2018 at 10.30 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. The meeting was attended by 163 shareholders, 1 (One) Proxy holder and 8 (Eight) Directors including the Chairman of the Audit Committee and Chairman of the Nomination Committee.
2. The meeting was chaired by Shri G Padmanabhan, Chairman of the Bank. Shri G Padmanabhan, Chairman, welcomed the shareholders to the Annual General Meeting and introduced the directors on the dais
3. The Company Secretary confirmed the presence of necessary quorum at 10.30 A.M., 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. Shri V.R.B. Reddy, Section Officer (BOA Section), Department of Financial Services, Ministry of Finance, New Delhi, represented Government of India, the major shareholder (83.09%) of the Bank, in the Annual General Meeting.
5. The Chairman informed that the Notice convening the Meeting and the Annual Report for the year ended March 31, 2018 were dispatched and mailed to all the shareholders of the Bank during 15<sup>th</sup> to 18<sup>th</sup> June 2018 besides publishing in the English, Hindi and Marathi Newspapers and with the consent of the members present, the same was taken as read.
6. The Chairman then delivered his speech highlighting the economic and business environment and also presented other updates. The Managing Director and CEO in his speech thereafter highlighted the achievements of the Bank during the year 2017-18 and also gave the future outlook.
7. 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. Shri S N Ananthasubramanian & Co., Practicing Company Secretaries has been appointed as Scrutinizer to oversee the e-Voting process. He further stated that the e-Voting was held from 10.00 a.m. on 10<sup>th</sup> July 2018 to 5.00 p.m. on 12<sup>th</sup> July 2018 but in case the shareholders had not participated in e-voting they could cast their vote by 'Tab Voting' at the AGM Venue.



8. The Chairman then moved the resolution to discuss, approve and adopt the Audited Balance Sheet of the Bank as at March 31, 2018, Profit and Loss Account of the Bank for the year ended March 31, 2018, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts. The Resolution was proposed and seconded by the shareholders of the Bank.
9. The Chairman invited the shareholders to participate by making their observations and seek clarification, if any, on the agenda items.
10. Certain queries were raised by some shareholders, which were duly replied/ clarified by the Chairman / MD & CEO.
11. The Chairman then once again requested the shareholders to cast their votes, if not done.
12. The Chairman thereafter informed that the Consolidated Results of E-Voting and Tab-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 the agenda item was passed with requisite majority.

Mumbai  
Dated 13<sup>th</sup> July 2018

Certified True Copy

  
(Rajeev Bhatia)  
Company Secretary



**HEAD OFFICE: C-5, G Block, Bandra Kurla Complex, Bandra (E) Mumbai-400 051**

**Certified True Copy of the Resolution Passed at the 22<sup>nd</sup> Annual General Meeting held on Friday, 13<sup>th</sup> July, 2018 at 10.30 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Bandra East, Mumbai - 400 051**

---

**“RESOLVED THAT** the Audited Balance Sheet as at 31<sup>st</sup> March 2018, Profit and Loss Account of the Bank for the year ended 31<sup>st</sup> March 2018, Report of the Board of Directors on the working and activities of the Bank for the period covered by the accounts and the Auditors’ Report on the Balance Sheet and Accounts, be and are hereby discussed, approved and adopted”.

The Resolution was passed as an Ordinary Resolution with Requisite Majority by E-voting process.

Certified True Copy



**(RAJEEV BHATIA)**  
(Company Secretary)



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

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

**13<sup>th</sup> July, 2018**

To,  
Chairman  
**Bank of India**  
Star House,  
Bandra Kurla Complex,  
Mumbai – 400 051.

Dear Sir,

At the outset, we would like to express our gratitude to the Bank for appointing us as Scrutinizer for remote e-voting process and voting by Shareholders at the 22<sup>nd</sup> Annual General Meeting held today.

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

*Malati A. Kumar*



**Malati Kumar**  
**Partner**

**SCRUTINIZER'S REPORT**

Name of the Bank	<b>Bank of India</b>
Meeting	<b>22<sup>nd</sup> Annual General Meeting</b>
Day, Date & Time	<b>Friday , 13<sup>th</sup> July, 2018 at 10:30 a.m.</b>
Venue	<b>Bank of India Auditorium, Star House, Bandra Kurla Complex, Bandra (East) Mumbai – 400 051.</b>

**1. Appointment as Scrutinizer**

We were appointed as Scrutinizer for the remote e-voting process as well as the voting conducted at the 22<sup>nd</sup> Annual General Meeting (AGM) of **Bank of India** (hereinafter referred to as **the Bank**).

**2. Dispatch of Notice convening the AGM**

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

- On **18<sup>th</sup> June, 2018** by email to **1,26,817** shareholders who had registered their email-ids with the Bank.
- On **15<sup>th</sup> June, 2018** by courier to **1,46,381** Shareholders in physical form.

**3. Cut - off date**

Voting rights were reckoned as on **Friday, 6<sup>th</sup> July, 2018** being the Cut-off date for the purpose of deciding the entitlements of Shareholders at the remote e-voting and voting at the AGM.



*Report of Scrutinizer on remote e-voting process and voting by Shareholders of Bank of India at the 22<sup>nd</sup> AGM held on 13<sup>th</sup> July, 2018*

#### **4. Remote e-voting Process**

##### **4.1 Agency**

The Bank appointed **CDSL** as the agency for providing the remote e-voting platform.

##### **4.2 Remote e-voting period**

Remote e-voting platform was open from **10:00 a.m. on Tuesday, 10<sup>th</sup> July, 2018 to 5:00 p.m. on Thursday, 12<sup>th</sup> July, 2018** and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary Resolution on the remote e-voting platform provided by CDSL.

#### **5. Voting at the AGM**

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-sna@snaco.net | website www.snaco.net

- 5.3 Bank provided tab-based e-voting facility to shareholders attending the AGM who had not cast their votes through remote e-voting to cast their votes.
- 5.4 Mr. R. V. Ghosalkar, a Shareholder of the Bank (DP Id/ Client Id No. IN302201 11365708) was also appointed as a Scrutinizer representing Shareholders of the Bank.
- 5.5 After the Chairman announced the commencement of voting, CDSL provided tab-based e-voting facility.

### 6. Counting Process

- 6.1 On completion of voting at the AGM, CDSL provided us with the list of Shareholders who had cast their votes, their holding details and details of votes cast on the Resolutions.
- 6.2 Votes were reconciled with the records maintained by the Bank and 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. Aishwarya K and Ms. Radhika Patkar and downloaded the remote e-voting results.
- 6.4 Pursuant to provision of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, voting rights of shareholders other than Central Government needs to be restricted to 10% of the total voting rights of all Shareholders of the Bank. There was no shareholder holding shares in excess of the aforesaid percentage.





**S. N. ANANTHASUBRAMANIAN & CO.**

**COMPANY SECRETARIES**

FIRM REGISTRATION NO. P1991MH040400

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

**7. Results**

7.1 We observed that:

- a) **103** Shareholders had cast their votes at the AGM.
- b) **151** Shareholders had cast their votes through remote e-voting.

7.2 Consolidated Result with respect to the item on the agenda as set out in the Notice of the AGM dated 28<sup>th</sup> May, 2018 is enclosed herewith.

7.3 Based on the aforesaid result, we report that the Ordinary Resolution as set out in Notice of the AGM dated 28<sup>th</sup> May, 2018 has been passed with requisite majority.

*Malati A. Kumar*



**Malati Kumar**  
**Partner**

**ACS :15508**  
**COP No. :10980**

**13<sup>th</sup> July, 2018**  
**Mumbai**

*Ravindra V. Ghosalkar*

**R. V. Ghosalkar**  
**Shareholder Scrutinizer**

**Consolidated Results**

Item No. 1: To discuss, approve and adopt Audited Balance Sheet as at 31<sup>st</sup> March 2018, Profit & Loss Account for the year ended on that date, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	141	18,93,73,102	95	144,83,08,053	236	163,76,81,155	99.99
Dissent	10	1,804	8	568	18	2,372	0.01
Total	151	18,93,74,906	103	144,83,08,621	254	163,76,83,527	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No.1** of Notice of the AGM dated 28<sup>th</sup> May, 2018 has been **passed with requisite majority**.

*Malati A. Kumar*



**Malati Kumar**  
Partner

ACS :15508  
COP No. :10980

13<sup>th</sup> July, 2018  
Mumbai

*Ravindra V. Ghosalkar*

**R.V. Ghosalkar**  
Shareholder Scrutinizer