

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
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संदर्भ क्र. Ref. No.:HO:IRC:SD:2021-22: 116

दिनांक Date: 20.07.2021

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 25th Annual General Meeting held on July 20, 2021

In Compliance of SEBI (LODR) Regulations — 2015, we are attaching the following documents in connection with the Annual General Meeting held today, Tuesday, 20th July, 2021, for your perusal and record please:

- (1) Proceedings of the Annual General Meeting held on 20.07.2021.
- (2) Scrutinizer's Report.
- (3) Disclosure pursuant to Regulation 44 (3) of the SEBI Listing Regulations-2015.

Thanking you,

Yours faithfully,



(Rajesh V Upadhya)
Company Secretary

Encl: As above

Cc to:

The Vice-President, Central Depository Services Limited, Lower Parel, Mumbai

Proceedings of the 25th Annual General Meeting of the Shareholders of Bank of India, held on Tuesday, July 20, 2021 at 11.00 A.M. 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 04th June 2021, the 25th Annual General Meeting of the Bank was held on Tuesday, July 20, 2021 at 11.00 A.M IST through Video Conference / Other Audio Visual Means. The Meeting was attended by 46 shareholders, 6 Directors including the Chairman of the Nomination Committee, Chairman of the Stakeholder Relationship Committee and Member of Audit Committee authorized to answer the shareholders queries as required under SEBI LODR Regulations, 2015 also attended the Meeting.
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, approval received from Department of Financial Services, Ministry of Finance, Government of India, 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. He welcomed the shareholders to the Annual General Meeting and introduced the Directors of the Bank.
3. After the Company Secretary confirmed the presence of necessary quorum at 11.00 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. The Chairman informed that the Notice convening the Meeting and the Annual Report for the year ended March 31, 2021 were Emailed to all the shareholders of the Bank on 28th June 2021 besides publishing in the English, Hindi and Marathi Newspapers. 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 S.D. Sharma, Under Secretary, Department of Financial Services, Ministry of Finance, New Delhi, representing Government of India, the major shareholder (90.34%) of the Bank, attending the Annual General Meeting from New Delhi.
7. The Chairman then addressed the Shareholders highlighting the economic and business environment and also presented other updates. Thereafter, he highlighted the achievements of the Bank during the year 2020-21.
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 Friday, July 16, 2021 to 5.00 p.m. on Monday, July 19, 2021 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 items on the Agenda viz.,
 - a. to discuss, approve and adopt the Audited Balance Sheet of the Bank as at March 31, 2021, Profit and Loss Account of the Bank for the year ended March 31, 2021, 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.
 - b. Approval to raise Fresh Capital upto an amount of Rs. 3,000 Crore (Rs. Three Thousand Crore) by way of Equity Shares / Additional Tier –I Bonds (both domestic and foreign) and Tier-II Bonds upto an amount of Rs.1,800 Crore 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.
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, both the agenda items as mentioned in para no. 9 above, were passed with requisite majority.

Certified True Copy

Place: Mumbai
Dated 20th July 2021



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



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

10/25-26, 2nd Floor, Brindaban,
Thane (W) – 400 601
T: +91 22 25345648 | +91 22 25432704
E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

20th July, 2021

To,
The Managing Director & CEO
Bank of India
Star House, C-5, G Block,
Bandra Kurla Complex,
Mumbai – 400 051.

Dear Sir,

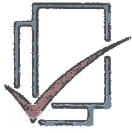
We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your Shareholders at the 25th Annual General Meeting of your Bank held on Tuesday, 20th July, 2021 through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”).

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

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Malati Kumar
Partner



SCRUTINIZER'S REPORT

Name of the Bank	Bank of India
Meeting	25th Annual General Meeting
Day, Date & Time	Tuesday, 20th July, 2021 at 11:00 a.m. (IST)
Deemed Venue	Star House, C-5, G Block, 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 25th Annual General Meeting (“AGM”) of Bank of India (hereinafter referred to as the Bank) held on Tuesday, 20th July, 2021 at 11:00 a.m. (IST) 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

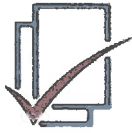
2.1 Pursuant to General Circulars No. 14/2020, 17/2020, 20/2020 and 02/2021 dated 8th April, 2020, 13th April, 2020, 05th May, 2020 and 13th January, 2021 respectively issued by the Ministry of Corporate Affairs, advertisement was published in Business Standard (English newspaper) and Mumbai Lakshadeep (vernacular language newspaper), having electronic editions on **29th June, 2021** respectively, specifying the date and time of the AGM, availability of the notice on Bank’s website and website of the Stock Exchanges, manner of registration of email ids by the Shareholders (both

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**Report of Scrutinizer on remote e-voting and voting by Shareholders
at the 25th AGM of Bank of India held on 20th July, 2021**



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

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.

- 2.2 The Bank hosted the notice of AGM on its website, website of CDSL (e-voting Agency) and also submitted the same to BSE Limited and National Stock Exchange of India Limited on **28th June, 2021**.
- 2.3 The Bank informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by **Bigshare Services Pvt. Ltd.**, the 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 **28th June, 2021** by e-mail to **3,02,404** Shareholders whose email ids were registered with the Bank / Depositories.

3 Cut-off date

- 3.1 Voting rights were reckoned as on **Tuesday, 13th July, 2021**, being the cut-off date for the purpose of deciding the entitlements of Shareholders for remote e-voting and e-voting at the AGM, in respect of agenda Item Nos.1 and 2 of the Notice of AGM dated 04th June, 2021.

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 at the AGM.

4.2 Remote e-voting period

Remote e-voting platform was open from **09:00 a.m. on Friday, 16th July, 2021** till **05:00 p.m. on Monday, 19th July, 2021** and Shareholders were

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**Report of Scrutinizer on remote e-voting and voting by Shareholders
at the 25th AGM of Bank of India held on 20th July, 2021**



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

required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

5 Voting at the AGM

- 5.1 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 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.
- 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 Item No.1 & 2 on the agenda as set out in the Notice of the AGM dated 04th June, 2021 are enclosed herewith.

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**Report of Scrutinizer on remote e-voting and voting by Shareholders
at the 25th AGM of Bank of India held on 20th July, 2021**



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

- 7.2 Based on the aforesaid results, we report that 01 (One) Ordinary Resolution as set out in Item No. 1 and 01 (One) Special Resolution as set out in Item No. 2 of the Notice of the AGM dated 04th June, 2021 have been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

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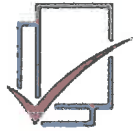
Malati Kumar

Partner

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20th July, 2021 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 1: To discuss, approve and adopt the Audited Balance Sheet as at 31st March 2021, Profit and Loss Account of the Bank for the year ended 31st March 2021, 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	721	3,51,25,53,806	3	14,115	724	3,51,25,67,921	99.9958
Dissent	25	1,47,359	0	0	25	1,47,359	0.0042
Total	746	3,51,27,01,165	3	14,115	749	3,51,27,15,280	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 04th June, 2021 has been **passed with requisite majority**.

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Malati Kumar

Partner

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20th July, 2021 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 2: Approval to issue Fresh Equity Capital and Tier-I / Tier-II Bonds.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	701	3,51,25,57,551	3	14,115	704	3,51,25,71,666	99.9957
Dissent	46	1,51,459	0	0	46	1,51,459	0.0043
Total	747	3,51,27,09,010	3	14,115	750	3,51,27,23,125	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 04th June, 2021 has been **passed with requisite majority**.

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Malati Kumar

Partner

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BANK OF INDIA

Date of the AGM/EGM	20/07/2021
Total number of shareholders on record date	429402
No. of shareholders present in the meeting either in person or through proxy:	0
Promoters and promoter Group:	0
Public:	0
No. of shareholders attended the meeting through Video Conferencing:	1
Promoters and promoter Group:	1
Public:	45

Resolution 1 :To discuss, approve and adopt the Audited Balance Sheet as at 31st March 2021, Profit and Loss Account of the Bank for the year ended 31st March 2021, 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.

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	100.00	3340861720	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	3340861720	3340861720	100.00	3340861720	0	100.00	0.00
Public - Institutions	E-VOTING	185451376	171442355	92.45	171313521	128834	99.93	0.08
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	185451376	171442355	92.45	171313521	128834	99.92	0.08
Public-Non Institutions	E-VOTING	171781108	411205	0.24	392680	18525	95.50	4.51
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	171781108	411205	0.24	392680	18525	95.49	4.51
TOTAL		3698094204	3512715280	94.99	3512567921	147359	100.00	0.00

Resolution 2 :Approval to issue Fresh Equity Capital and Tier-I / Tier-II Bonds

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 (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	100.00	3340861720	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	3340861720	3340861720	100.00	3340861720	0	100.00	0.00
Public - Institutions	E-VOTING	185451376	171442355	92.45	171313521	128834	99.93	0.08
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	185451376	171442355	92.45	171313521	128834	99.92	0.08
Public-Non Institutions	E-VOTING	171781108	419050	0.24	396425	22625	94.60	5.40
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	171781108	419050	0.24	396425	22625	94.60	5.40
TOTAL		3698094204	3512723125	94.99	3512571666	151459	100.00	0.00

