

**निवेशक संबंध विभाग**

प्रधान कार्यालय :  
स्टार हाउस, सी-5, "G" 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](mailto: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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Ref No.HO:IRC:RVU:2021-22:34

Date: 05.05.2021

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 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, Wednesday 05<sup>th</sup> May, 2021, for your perusal and record please:

- (1) Proceedings of the Extraordinary General Meeting held on 05.05.2021
- (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

**Proceedings of the Extra-ordinary General Meeting of the Shareholders of the Bank, held on Wednesday 05<sup>th</sup> May 2021 at 11.00 A.M. through Video Conference (VC) / Other Audio Visual Modes (OAVM) from Bank of India Head Office, Star House, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051**

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1. In accordance with the Notice dated 09<sup>th</sup> April 2021, the Extra-ordinary General Meeting of the Bank was held on Wednesday 05<sup>th</sup> May 2021 at 11.00 A.M. through Video Conference / Other Audio-Visual Means. The Meeting was attended by 29 (Twenty Nine) Shareholders and 6 (six) Directors as required under of SEBI LODR Regulations.
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 & CEO of the Bank. The Chairman of the meeting (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 General Meetings ("AGM/ EGM") through VC / OAVM, without the physical presence of the Members at a common venue and in compliance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the EGM of the Bank is being held through VC / OAVM. He welcomed the shareholders to the Extraordinary General Meeting.
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 dated 09<sup>th</sup> April 2021 convening the Meeting was E-mailed to all the shareholders of the Bank on 09<sup>th</sup> April 2021 whose email ids were made available by the Depositories / registered with the Bank. The Notice was also uploaded on the websites of NSE, BSE, CDSL 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 (89.10%) of the Bank, was attending the Extraordinary General Meeting (EGM) from New Delhi.
7. Thereafter the Chairman informed that the Bank had provided remote 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., Company Secretaries have been appointed as Scrutinizer to oversee the e-Voting process. He further stated that the remote e-Voting was held from 10.00 a.m. on Sunday, May 02, 2021 to 5.00 p.m. on Tuesday, May 04, 2021 and those shareholders who had not participated in remote e-voting could cast their vote during the course of the Meeting.
8. The Chairman then took up for consideration the only item on the Agenda viz.,  
  
"Approval to issue and allot upto 42,11,70,854 equity shares of Rs.10/- each (Rupees Ten only) for cash at Rs.71.23 per equity share including premium of Rs.61.23 per equity share as determined in accordance with Regulation 164 of SEBI (issue of Capital and Disclosure Requirement) Regulations - 2018 aggregating upto Rs. 3,000 crore on preferential basis to Government of India (President of India), subject to necessary approvals, as required."
9. The Chairman informed that Shareholders who wished to vote on the Resolution could vote at their convenience.
10. The Chairman then called one by one the Shareholders who had registered themselves to speak at the Meeting.
11. Four shareholders made their observations.
12. The Chairman responded to the observations of the Shareholders.
13. He requested shareholders who had not voted on the Resolution to cast their votes.



14. The Chairman thereafter informed that the Consolidated Results of E-Voting and EGM 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.

15. Based on the Report of the Scrutinizers the agenda item was passed with requisite majority.

“Approval to issue and allot upto 42,11,70,854 equity shares of Rs.10/- each (Rupees Ten only) for cash at Rs.71.23 per equity share including premium of Rs.61.23 per equity share as determined in accordance with Regulation 164 of SEBI (issue of Capital and Disclosure Requirement) Regulations - 2018 aggregating upto Rs. 3,000 crore on preferential basis to Government of India (President of India), subject to necessary approvals, as required.”

Certified True Copy

Mumbai  
Dated : 05th May 2021



*Rajesh V. Upadhyaya*  
(Rajesh V Upadhyaya)  
Company Secretary



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

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Thane (W) - 400 601  
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ICSI Unique Code: P1991MH040400

**05<sup>th</sup> May, 2021**

To,  
The Managing Director,  
**Bank of India**  
Head Office, Star House, C-5 'G' Block,  
Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your Shareholders during the Extraordinary General Meeting of your Bank held on Wednesday, 05<sup>th</sup> May, 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.

**MALATI** Digitally signed  
by MALATI ANIL  
**ANIL** KUMAR  
**KUMAR** Date: 2021.05.05  
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**Malati Kumar**  
**Partner**

***Report of Scrutinizer on remote e-voting and voting by shareholders during the EGM of Bank of India held on 05<sup>th</sup> May, 2021.***





**SCRUTINIZER'S REPORT**

<b>Name of the Company</b>	<b>Bank of India</b>
<b>Meeting</b>	<b>Extraordinary General Meeting</b>
<b>Day, Date &amp; Time</b>	<b>Wednesday, 05th May, 2021 at 11.00. A.M.</b>
<b>Deemed Venue</b>	<b>Head Office, Star House, C-5 G Block, Bandra Kurla Complex, Bandra (East) Mumbai - 400 051</b>
<b>Mode</b>	<b>Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")</b>

**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 Extraordinary General Meeting ("EGM") of Bank of India (hereinafter referred to as the Bank) scheduled on Wednesday, 05<sup>th</sup> May, 2021 at 11.00 a.m. held 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 EGM**

2.1 The Bank hosted the notice of EGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **09<sup>th</sup> April, 2021**.

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***Report of Scrutinizer on remote e-voting and voting by shareholders during the EGM of Bank of India held on 05<sup>th</sup> May, 2021.***



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

2.2 The Bank informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by Bigshare Services Private Limited 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 EGM on **09<sup>th</sup> April, 2021** by e-mail to **2,88,403** Shareholders who had already registered their email ids with the Bank/ Depositories;

2.3 Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020 and 5<sup>th</sup> May, 2020 respectively issued by the Ministry of Corporate Affairs, an advertisement was published on **13<sup>th</sup> April, 2021** in Business Standard (English newspaper), Business Standard (Hindi edition) and in Mumbai Lakshdeep (Marathi newspaper), having electronic editions specifying the date & time of the EGM, availability of the notice on 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 EGM etc.

## 2 Cut-off date

Voting rights were reckoned as on **Wednesday, April 28, 2021**, being the cut-off date for the purpose of deciding the entitlements of shareholders for remote e-voting and e-voting during the EGM.

## 3 Remote e-voting process

### 4.1 Agency

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

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**Report of Scrutinizer on remote e-voting and voting by shareholders during the EGM of Bank of India held on 05<sup>th</sup> May, 2021 .**



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

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

Remote e-voting platform was open from **10.00 a.m. on Sunday, May 02, 2021 till 5.00 p.m. on Tuesday, May 04, 2021** and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the resolution on the remote-voting platform provided by CDSL.

## **5 Voting at the EGM**

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 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 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 EGM, we unblocked the results of the remote e-voting and e-voting by shareholders at the EGM, on the CDSL e-voting platform in the presence of Mr. S. N. Viswanathan and Mr. Mani KRS Iyer and downloaded the results.

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***Report of Scrutinizer on remote e-voting and voting by shareholders during the EGM of Bank of India held on 05<sup>th</sup> May, 2021.***





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

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 The Consolidated Result with respect to Issue of Shares to Government of India (Promoters) on Preferential Basis, is enclosed.

7.2 Based on the aforesaid results, we report that the **Special Resolution** as set out in Item No.1 of the Notice of the EGM dated 09<sup>th</sup> April, 2021 has been **passed with the requisite majority**.

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

**ICSI Unique Code: P1991MH040400**

**Peer Review Cert. No.: 606/2019**

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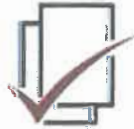
**Malati Kumar**

**Partner**

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**ICSI UDIN: A015508C000243714**

**05<sup>th</sup> May, 2021 | Thane**



**CONSOLIDATED RESULTS**

**Item No. 1: Issue of 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	
<b>Assent</b>	122	3,08,45,04,792	6	2,258	128	3,08,45,07,050	100.0000
<b>Dissent</b>	0	0	0	0	0	0	0.0000
<b>Total</b>	122	3,08,45,04,792	6	2,258	128	3,08,45,07,050	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 1** of the Notice of the EGM dated 09<sup>th</sup> April, 2021 has been **passed with requisite majority**.

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**ANIL** KUMAR  
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**Malati Kumar**  
**Partner**

**ACS: 15508 | COP: 10980**

**ICSI UDIN: A015508C000243714**

**05<sup>th</sup> May, 2021 | Thane**

**Voting Results for EGM on 05.05.2021**

[Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

<b>Company</b>		<b>Bank of India</b>						
<b>Date of the EGM</b>		05/05/2021						
<b>Total number of shareholders on record date</b>		420813						
<b>No. of shareholders present in the meeting either in person or through proxy:</b>		4						
<b>Promoters and promoter Group:</b>		0						
<b>Public:</b>		4						
<b>No. of shareholders attended the meeting through Video Conferencing:</b>		25						
<b>Promoters and promoter Group:</b>		1						
<b>Public:</b>		24						
<b>Resolution 1</b>		To create, offer, issue and allot upto 42,11,70,854 equity shares of Rs.10/- each (Rupees Ten only) for cash at Rs.71.23 per equity share including premium of Rs.61.23 per equity share as determined in accordance with Regulation 164 of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018, aggregating upto Rs.3,000 crores on preferential basis to Government of India (President of India).						
<b>Resolution required : (Ordinary / Special)</b>		Special Resolution						
<b>Whether promoter/promoter group are interested in the agenda/resolution ?</b>		No						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of Votes Polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes in Favour</b>	<b>No. of Votes Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter &amp; Promoter Group</b>	E-Voting	2919690866	2919690866	100.0000	2919690866	0	100.0000	0.0000
	Poll	2919690866	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	2919690866	0	0.0000	0	0	0.0000	0.0000
<b>Public- Institutions</b>	E-Voting	181505442	164749936	90.7686	164749936	0	100.0000	0.0000
	Poll	181505442	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	181505442	0	0.0000	0	0	0.0000	0.0000
<b>Public- Non Institutions</b>	E-Voting	175727042	66248	0.0377	66248	0	100.0000	0.0000
	Poll	175727042	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot	175727042	0	0.0000	0	0	0.0000	0.0000
<b>TOTAL</b>		<b>3276923350</b>	<b>3084507050</b>	<b>94.1281</b>	<b>3084507050</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>

