

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 the Extraordinary General Meeting held on 03.12.2024

In compliance of the requirement of SEBI (LODR) Regulations, 2015, we are attaching the following documents in connection with the Extraordinary General Meeting held today (3rd December, 2024) through VC / OAVM, for your perusal and record please.

1. Scrutiniser's Report
2. Proceedings of the Extraordinary General Meeting
3. Disclosure pursuant to Regulation 44 (3) of SEBI (LODR) Regulations, 2015.

Thanking you,

भवदीय Yours faithfully,

Encl: as above



(Rajesh V Upadhya)
कंपनी सचिव Company Secretary



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

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ICSI Unique Code: P1991MH040400

3rd December, 2024

To,
The Managing Director & Chief Executive Officer
Bank of India
Investor Relations Cell
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 e-voting by your Shareholders during the Extraordinary General Meeting (EGM) of your Bank held on Tuesday, 3rd December, 2024 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.




S. N. Viswanathan
Partner



SCRUTINIZER'S REPORT

Name of the Bank	Bank of India
Meeting	Extraordinary General Meeting
Day, Date & Time	Tuesday, 3rd December, 2024 at 11:00 a.m.
Venue	Head Office, Star House, C-5, G Block, Bandra Kurla Complex, Bandra East, 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 e-voting by Shareholders for the Election of one Shareholder Director from amongst Shareholders of the Bank other than the Central Government and appointment of Shri Manoj M Ayyappan, as Govt. Nominee Director of the Bank, at the Extra Ordinary General Meeting ("EGM") of Bank of India (hereinafter referred to as 'the Bank') held on Tuesday, 3rd December, 2024 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 EGM

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** in (English), **Business Standard** in (Hindi), **Loksatta** in (Marathi), newspapers having electronic editions, on **17th October, 2024** specifying the date & time of the EGM, availability of the notice on the Bank's website and website of Stock





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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.

2.2 The Bank also hosted the detailed notice of EGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **04th November, 2024**.

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 EGM by e-mail

a) to **6,01,335** Shareholders who had registered their email ids with the Bank/ Depositories on **04th November, 2024**.

b) to **25,945** Shareholders who registered their email ids pursuant to aforesaid advertisement published by the Bank on **28th November, 2024**.

3. Cut-off date

3.1 Voting rights with respect to the agenda Item No. 2 were reckoned as on **Tuesday, 26th November, 2024**, being the cut-off Date respectively for the purpose of deciding the entitlement of shareholders for remote e-voting and e-voting during the EGM.

4. Remote e-voting process

4.1 Agency

The Bank appointed National Securities Depository Limited (NSDL), as the agency for providing the platform for remote e-voting and e-voting during the EGM.





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4.2 Remote e-voting period

Remote e-voting platform was open from **09:00 a.m. on Friday, 29th November, 2024 till 5:00 p.m. on Monday, 02nd December, 2024** and Shareholders were required to cast their votes electronically conveying their preference/ choice in respect of the candidates' contesting elections on the remote e-voting platform provided by NSDL.

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, 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, NSDL, the remote e-voting agency provided us with only 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 platform provided by NSDL and downloaded the results.
- 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.
- 6.3 All the votes cast by the shareholders were found to be valid.





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7. Results

7.1 Cancellation of Agenda Item No. 1 of the EGM

The Bank vide its letter dated 21st November, 2024 to BSE and NSE, has intimated that, there was only one valid nomination received against one vacancy by Smt. Jamuna Ravi and she was found "Fit & Proper" for being elected as Shareholder Director, in terms of Regulation 63 of the Bank of India (Shares and Meetings) Regulations, 2007.

Accordingly, Smt. Jamuna Ravi has been deemed to be elected as Shareholder Director of the Bank from amongst Shareholders. Hence the Ordinary Resolution as required under Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is deemed to be passed and thus the agenda item No. 1 of EGM Notice stands cancelled.

7.2 The Consolidated Results with respect to the agenda item No. 2 as set out in the EGM Notice is enclosed herewith.

7.3 Based on the aforesaid results, we report that

7.3.1 Ordinary Resolution as set out in Item No. 2 of the Notice of the Extraordinary General Meeting dated 4th November, 2024 has been passed with the requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 5218/2023

S N Viswanathan



S N Viswanathan

Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955F003226369

03rd December, 2024 | Thane

Report of Scrutinizer on remote e-voting process and voting by Shareholders during the EGM of Bank of India held on 3rd December, 2024.



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CONSOLIDATED RESULTS

Item No. 2: To consider and approve the appointment of Shri Manoj M Ayyappan, as Govt. Nominee Director of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	709	4,09,04,13,472	7	9,51,362	716	4,09,13,64,834	99.17
Dissent	98	3,40,57,444	0	0	98	3,40,57,444	0.83
Total	807	4,12,44,70,916	7	9,51,362	814	4,12,54,22,278	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the Extraordinary General Meeting dated 04th November, 2024 has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries




S. N. Viswanathan
Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955F003226369

03rd December, 2024 | Thane

Proceedings of the Extraordinary General Meeting of the Bank held on Tuesday, 3rd December, 2024 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 4th November, 2024, the Extraordinary General Meeting of the Bank was held on Tuesday, 3rd December, 2024 at 11.00 A.M. through Video Conference / Other Audio Visual Means. The Meeting was attended by 35 shareholders and 9 Directors including the Chairman of the Nomination and Remuneration Committee, Chairman of the Stakeholder Relationship Committee and Chairperson of Audit Committee.
2. Pursuant to Regulation 59 of the Bank of India (Shares and Meetings) Regulations, 2007, the Meeting was chaired by Shri M R Kumar, Non Executive Chairman of the Bank. The Chairman informed that as permitted by the regulatory authorities, the Bank is holding this Meeting through Video Conferencing and Other Audio Video Means. The deemed venue for this EGM shall be the Head Office of the Bank at Mumbai.
3. After the Company Secretary confirmed the presence of necessary quorum at 11.00AM, 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 Extraordinary General Meeting and informed that the Notice convening the Meeting was E-mailed to all the shareholders of the Bank on 04th November 2024 besides publishing in the English, Hindi and Marathi Newspapers about it. It was also uploaded on the websites of NSE, BSE, NSDL and Bank of India. With the consent of the shareholders attending the meeting, the same was taken as read.
5. The Chairman informed that the EGM was convened to transact the following two agenda items:
 - i. To elect One Director from amongst shareholders other than Central Government pursuant to clause (i) of sub section 3 of Section 9 of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970.
 - ii. Approval of appointment of Shri Manoj M Ayyappan as Government Nominee Director.
6. The Chairman informed that the Bank had received two nominations in this regard as on 16th November, 2024, the last date for receipt of nominations. On scrutiny of these, only one of them, Smt. Jamuna Ravi, was found to be valid and in order. As there was only one valid candidate, pursuant to

Classification: **Public**






valid and in order. As there was only one valid candidate, pursuant to Regulation 66 of the Bank of India (Shares and Meetings) Regulations, 2007 (and as indicated in the Notice of Election dated 4th November, 2024), the candidate Smt. Jamuna Ravi was deemed to have been elected and shall assume office from 04th December, 2024 for a period of three years, upto 03rd December, 2027. Accordingly, the agenda relating to Election of Shareholder Director is not required to be transacted.

7. The Chairman then read out the brief profile of Smt. Jamuna Ravi who has been elected as Shareholder's Director.
8. He then informed that in terms of Regulation 44 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended, the Bank had provided e-voting facility to the shareholders, through National Depository Services Limited (NSDL), on the agenda item to be considered at this meeting.
9. He also informed that the Central Government had authorized Shri Jnanatosh Roy, Under Secretary, Ministry of Finance, as their authorized representative to participate and vote in the Meeting.
10. The Chairman thereafter requested shareholders who had not cast their votes to vote and informed that voting facility will be available upto 12.00 noon. He also informed that the Consolidated Results of E-Voting and Voting at the meeting will be hosted in the website of the Bank, Stock Exchanges (NSE and BSE), NSDL (The Voting Agency), within two working days and declared the meeting as closed as at 12.00 noon.
11. Based on the Report of the Scrutinizer, the only agenda item - Approval of appointment of Shri Manoj M Ayyappan as Government Nominee Director - was passed with requisite majority.

Certified True Copy




(RAJESH V UPADHYA)
Company Secretary

Place: Mumbai
Date: 03.12.2024

Date of the EGM	03/12/2024
Total number of shareholders on record date	724870
No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.
No. of shareholders attended the meeting through Video Conferencing: Promoters and promoter Group: Public:	35 01 34
Resolution 1 : RESOLVED THAT pursuant to regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, the appointment of Shri Manoj M Ayyappan, as Govt. Nominee Director of the Bank vide notification dated 05th August 2024 issued by Government of India w.e.f. 05th August, 2024 until further orders, be and is hereby approved.	
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	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		3340861720	100.00	3340861720	0	100.00	0.00
Public - Institutions	E-VOTING	885127606	784206916	88.60	750183067	34023849	95.66	4.34
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		784206916	88.60	750183067	34023849	95.66	4.34
Public-Non Institutions	E-VOTING	326678540	353642	0.11	320047	33595	90.50	9.50
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		353642	0.11	320047	33595	90.50	9.50
TOTAL		4552667866	4125422278	90.62	4091364834	34057444	99.17	0.83