

**निवेशक संबंध विभाग**

प्रधान कार्यालय :  
स्टार हाउस, सी - 5, "G" ब्लॉक  
8वीं मंजिल,  
बान्द्रा कुर्ला संकुल,  
बान्द्रा (पूर्व),  
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**INVESTOR RELATIONS DEPARTMENT**

**HEAD OFFICE :**  
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Ref No.:HO:IRD:RB:2017-18:336

दिनांक /Date : 13.10.2017

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 Limited,  
P.J. Towers, Dalal Street,  
Mumbai – 400 001.

Dear Sir/Madam,

**Outcome of the Extraordinary General Meeting held on 12.10.2017**

In compliance of the requirement of SEBI Listing Regulations, 2015, we are attaching the following documents in connection with the Extraordinary General Meeting held on 12<sup>th</sup> October, 2017, for your perusal and record please.

- 1) Proceedings of the Extraordinary General Meeting
- 2) Disclosure pursuant to Regulation 44 (3) of the Listing Regulations, 2015.

Thanking you,

Yours faithfully,

  
(Rajeev Bhatia)  
Company Secretary

Encl.: As Above

**Proceedings of the Extraordinary General Meeting of the Bank held on Thursday 12<sup>th</sup> October, 2017 at 10.15 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051**

- In accordance with the Notice dated 1<sup>st</sup> September, 2017, the Extraordinary General Meeting of the Bank was held on Thursday, 12<sup>th</sup> October, 2017 at 10.15 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Bandra (East), Mumbai 400 051. The meeting was attended by Shri. M K Mishra, Under Secretary, as a Representative of Government of India, 7 Directors including the Chairman and 85 shareholders including 1 proxy holder.
- The Chairman, Shri Padmanabhan, welcomed and introduced the Directors sitting on the dais to the shareholders and also welcomed all the shareholders to the meeting, The Company Secretary Shri Rajeev Bhatia, confirmed the presence of quorum in accordance with 'Regulation 58' of the Bank of India (Shares and Meetings) Regulations, 2007. The Chairman then called the meeting to order.
- As the Notice convening the meeting had already been mailed to the shareholders as well as published in the newspapers and also hosted on the Bank's website, with the permission of the shareholders present, the Notice was taken as read.
- The Chairman then took up the only agenda item, pertaining to election of two directors from amongst the 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.
- The Chairman informed that the Bank had received 6 nominations in this regard as on 27<sup>th</sup> September, 2017, the last date for receipt of nominations. On scrutiny of these, 3 of them were found to be valid and in order. These nominations were then placed before the Nomination Committee of the Board at their meeting held on 3<sup>rd</sup> October 2017 for determining their 'Fit & Proper' status in terms of the Reserve Bank of India guidelines. The Committee after conducting necessary due diligence determined 3 candidates to be 'Fit & Proper' for contesting the elections.
- The Chairman then announced the names of the 3 candidates, viz., Shri D Harish, Shri D Sarkar and Dr. Naresh Kumar Drall along with their brief profile. The Chairman informed the shareholders that as the number of candidates was more than two, voting had to be conducted and the two candidates polling the majority of votes from amongst the 3 candidates shall be declared elected.
- He informed that the Bank has provided E-Voting and Tab Voting facilities to the shareholders and also informed that E-Voting was held from 9.00 a.m. on 9<sup>th</sup> October, 2017 to 5.00 p.m. on 11<sup>th</sup> October, 2017 and Tab Voting, through National Depository Services Limited (NSDL) on-site (outside the auditorium), for conducting election of shareholder directors.



- He also informed that Shri Arvind Verma, General Manager & Chief Compliance Officer of the Bank was appointed as the Chief Returning Officer for the election and the Central Government had authorized Shri M K Mishra, Under Secretary, Ministry of Finance, as their observer to oversee the process of election and the Meeting.
- The Chairman further informed that the Bank had engaged the services of M/s. S. N. Ananthasubramanian & Co., a professional firm of Company Secretaries as scrutinizer to oversee the remote e-voting process and M/s. S. N. Ananthasubramanian & Co. and Shri Sebastian Pereira, shareholder of the Bank will act as scrutinizer of the process for the benefit of the shareholders present at the meeting. Shareholders who did not participate in the e-voting could cast their vote at on-site tab voting. The Chairman then requested Shri S N Ananthasubramanian to explain the voting process, who explained the complete process for the benefit of shareholders present in the meeting.
- The Chairman announced the commencement of tab voting and informed that the voting would conclude at 12.30 p.m. and counting of votes would commence thereafter.
- Thereafter the voting commenced and concluded on 12.30 p.m., after which the votes polled were counted and tabulated. The meeting resumed after the completion of counting.
- The Chief Returning officer, then declared, consequent to the joint counting of E-Voting and Tab Voting, the number of votes polled by each of the candidates and requested the Chairman, Shri Padmanabhan, to formally declare the results of the election.
- The Chairman, Shri Padmanabhan, then declared that based on the majority of votes polled, **Shri D. Harish** and **Shri D. Sarkar** were elected as Shareholders Directors from amongst the shareholders of the Bank (other than Central Government) in terms of Section 9 (3) (i) of the Act for the period of three years from the commencing of office w.e.f. 25<sup>th</sup> October, 2017 and that they will hold office for a period of three years from the date of such assumption.
- The Chairman then declared the meeting as closed.

Certified True Copy



(RAJEEV BHATIA)

Company Secretary

Place: Mumbai

Date: 12.10.2017



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

**Voting Results for E.G.M. for Election of Directors Held on 12<sup>th</sup> October 2017**

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

<b>Date of the Extraordinary General Meeting (EGM)</b>	<b>12<sup>th</sup> October 2017</b>
<b>Total number of shareholders on record date</b>	<b>275515</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	<b>85</b>
Promoters and Promoter Group:	1
Proxies	1
Public:	83
<b>No. of Shareholders attended the meeting through Video Conferencing :</b>	<b>Nil</b>
Promoters and Promoter Group:	
Public	

**Agenda of the Extraordinary General Meeting:**

**Item No. 1:**

To Elect two directors from amongst the shareholders of the Bank (Other than the Central Government) under section 9 (3) (i) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970

Resolution Required : Ordinary Resolution

Mode of Voting : E-Voting and Tab Voting



Resolution No.			1A					
Resolution required: (Ordinary/ Special)			ORDINARY – Shri D Harish					
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 favour (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 and Promoter Group	E-Voting	889865942	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (N.A)		0	0	0	0	0	0
	Total		889865942	0	0	0	0	0
Public- Institutions	E-Voting	227045397	1510991	0.67	1510991	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (N.A)		0	0	0	0	0	0
	Total		227045397	1510991	0.67	1510991	0	100.00
Public- Non Institutions	E-Voting	67634899	25331	0.04	25331	0	100.00	0
	Poll		4518	0.01	4518	0	100.00	0
	Postal Ballot (N.A)		0	0	0	0	0	0
	Total		67634899	29849	0.04	29849	0	100.00
Total		1184546238	1540840	0.13	1540840	0	100.00	0



Resolution No.			1B					
Resolution required: (Ordinary/ Special)			ORDINARY – Shri D Sarkar					
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 favour (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 and Promoter Group	E-Voting	889865942	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (N.A)		0	0	0	0	0	0
	Total		889865942	0	0	0	0	0
Public-Institutions	E-Voting	227045397	2421753	1.07	2421753	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (N.A)		0	0	0	0	0	0
	Total		227045397	2421753	1.07	2421753	0	100.00
Public- Non Institutions	E-Voting	67634899	22813	0.03	22813	0	100.00	0
	Poll		6252	0.01	6252	0	100.00	0
	Postal Ballot (N.A)		0	0	0	0	0	0
	Total		67634899	29065	0.04	29065	0	100.00
Total		1184546238	2450818	0.21	2450818	0	100.00	0



Resolution No.		1C						
Resolution required: (Ordinary/ Special)		ORDINARY – Dr. Naresh Kumar Drall						
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 favour (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 and Promoter Group	E-Voting	889865942	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (N.A)		0	0	0	0	0	0
	Total		889865942	0	0	0	0	0
Public-Institutions	E-Voting	227045397	910762	0.40	910762	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (N.A)		0	0	0	0	0	0
	Total		227045397	910762	0.40	910762	0	100.00
Public- Non Institutions	E-Voting	67634899	14460	0.02	14460	0	100.00	0
	Poll		3290	0.01	3290	0	100.00	0
	Postal Ballot (N.A)		0	0	0	0	0	0
	Total		67634899	17750	0.03	17750	0	100.00
Total		1184546238	928512	0.08	928512	0	100.00	0

