

निवेशक संबंध विभाग

प्रधान कार्यालय :
स्टार हाउस, सी - 5, "G" ब्लॉक
8वीं मंजिल,
बांद्रा कुर्ला संकुल,
बांद्रा (पूर्व),
मुंबई - 400 051
दूरध्वनि : (022)- 6668 4490
फैक्स : (022)- 6668 4491
ईमेल: headoffice.share@bankofindia.co.in

INVESTOR RELATIONS DEPARTMENT

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:IRD:2016-17: 748

Date: 30-03-2017

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 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, for your perusal and record please

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

Thanking you,

Yours faithfully,


(Rajeev Bhatia)
Company Secretary



Proceedings of the Extra-Ordinary General Meeting of the Shareholders of the Bank, held on Thursday 30th March 2017 at 10.30 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Mumbai - 400 051.

In accordance with the Notice dated 6th March 2017, the Extra Ordinary General Meeting of the Bank was held on Thursday 30th March 2017 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 93 shareholders, 1 Proxy holder, Ms. Suman Sharma, as a Representative of Government of India and 7 Directors of the Bank.

2. The Meeting commenced at 10.30 A.M. The meeting was chaired by Shri G Padmanabhan, Chairman of the Bank. He welcomed the shareholders present and introduced directors on the dais. 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.

3. Thereafter, the Chairman read out the details of the proxy received.


4. The Chairman explained to the shareholders about the need for raising capital through Preferential Issue to the Life Insurance Corporation of India. After due discussion and replying to the observations of shareholders by the Chairman, the shareholders approved the Special Resolutions Pertaining to preferential Issue of 1,75,00,000 equity shares of Rs.10/- each at a Premium of Rs.116.81 per Share to the Life Insurance Corporation of India, or its schemes, in accordance with Chapter VII of SEBI (Issue of Capital and Disclosure Requirements) Regulations 2009 subject to necessary approvals.

5. The Chairman thanked all the participants for attending the meeting and declared the meeting closed.

Mumbai

Date 30th March, 2017.

Certified True Copy


(RAJEEV BHATIA)
(Company Secretary)



30th March, 2017

To,
The Chairman,
BANK OF INDIA
Star House, C-5, "G" Block,
8th Floor (East Wing),
Bandra- Kurla Complex,
Bandra (East) Mumbai - 400 051

Dear Sir,

At the outset, we would like to express our gratitude to the Bank for appointing us as the Scrutinizer for the remote e-Voting and voting by Shareholders at the Extraordinary General Meeting (EGM) held on Thursday, 30th March, 2017 at 10:30 a.m.

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

Malati A. Kumar

Malati Kumar

SCRUTINIZER'S REPORT

NAME OF THE BANK	BANK OF INDIA
MEETING	Extraordinary General Meeting
DAY, DATE & TIME	Thursday, 30 th March, 2017 at 10:30 a.m.
VENUE	Bank of India Auditorium, Star House, Bandra- Kurla Complex, Mumbai - 400 051

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-Voting as well as the voting at the Extraordinary General Meeting (EGM) of Bank of India (hereinafter referred to as the Bank) held on Thursday, 30th March, 2017 at 10:30 a.m. at Bank of India Auditorium, Star House, Bandra- Kurla Complex, Mumbai - 400 051

2. Dispatch of Notice convening the Meeting

The Bank has informed that, on the basis of the Register of Shareholders and the List of Beneficiary Owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for the purpose of e-voting, the Bank completed dispatch of the Notice of the EGM as under:

- On 6th March 2017 by email to **1,30,887** shareholders who had registered their email-ids with the Bank.
- On 8th March 2017 by Registered Post / courier to **1,58,953** Shareholders in physical form.

Report of Scrutinizer on remote e-Voting and voting by Shareholders of Bank Of India at the EGM

- A corrigendum amending the first Para (Para A) of Item No: A of the Special resolution as contained in the Notice was:
- hosted on the websites of NSE, BSE, Bank of India and CDSL e-voting portal on 18th March 2017;
 - published in Hindi and English editions of Business Standard newspaper and Alpa Mahanagar in Marathi language on 19th March, 2017 and Business Standard (Hindi) on 20th March, 2017; and
 - distributed to the shareholders at the meeting.

3. Cut - off date

The voting rights were reckoned as on **Thursday, 23rd March, 2017** being the Cut-off date for the purpose of deciding the entitlements of shareholders for remote e-Voting and voting at the meeting.

4. Remote e-Voting Process

4.1 Agency

The Bank has appointed Central Depository Services (India) Limited (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 **Monday, 27th March, 2017** to 5:00 p.m. on **Wednesday, 29th March, 2017** and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolution on the

remote e-Voting platform provided by Central Depository Services (India) Limited (CSDL)

5. Voting at the EGM

- 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, CSDL, the remote e-Voting agency provided us with the names, DP Id & Client ID/ folios numbers and shareholding of the shareholders who had cast their votes through remote e-Voting.
- 5.3 The Bank had appointed CSDL to provide tab-based e-voting facility at the venue of the meeting for shareholders to vote on the Special Resolution.
- 5.4 Mr. Ravindra Vilas Ghosalkar, a shareholder of the Bank (DP Id No. IN30220 /11365708) was also appointed as a Scrutinizer representing the Shareholders of the Bank for scrutinising the voting at the EGM.



6. Counting Process

- 6.1 After the Chairman announced the commencement of voting, CDSL provided tab-based voting facility.
- 6.2 On completion of voting at the Meeting, CDSL provided us with the List of Shareholders who had cast their votes, with their holding details and details of votes cast on the Special Resolution.
- 6.3 The votes were reconciled with the records maintained by the Bank and M/S Bigshare Services Private Limited (RTA) with respect to the authorizations/ proxies lodged with the Bank.
- 6.4 We unblocked the remote e-Voting results on the CDSL e-Voting platform in the presence of Ms. Aishwarya and Ms. Shivani A and downloaded the remote e-Voting results.
- 6.5 Pursuant to provision of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970/80, voting rights of shareholders other than Central Government have been restricted to 10% of the total voting rights of all Shareholders of the Bank.

7. Results

7.1 We observed that

- a) 58 Shareholders had cast their votes at the meeting.
- b) 155 Shareholders had cast their votes through remote e-voting



- 7.2 The Consolidated Result with respect to the item on the agenda is enclosed.
- 7.3 Based on the aforesaid result, we report that, **Special Resolution** as contained in the Notice of the EGM dated 6th March, 2017 read with corrigendum dated 18th March 2017 has been passed with requisite majority.

Malati A. Kumar

Malati Kumar
Company Secretary
CP No. 10980

Date : 30th March, 2017

Place : Mumbai

Ravindra V. Ghosalkar

Ravindra Vilas Ghosalkar
Shareholder Scrutinizer
IN30220 /11365708

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

10/26, BRINDABAN, THANE - 400 601 Tel: 25345648 / 2543 2704 : Fax 2539 0292 - email: sna@snaco.net; website: www.snaco.net

Item No. A: Create, offer, issue and allot Issue Equity Shares on Preferential Basis to Life Insurance Corporation of India (LIC) upto Rs. 221.92 crores

Particulars	Remote e-Voting		Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	141	13,25,79,718	57	77,75,18,981	198	91,00,98,699	99.02
Dissent	14	90,20,572	1	100	15	90,20,672	0.98
Total	155	14,16,00,290	58	77,75,19,081	213	91,91,19,371	100.00

Based on the aforesaid result, Special Resolution as contained in Item No.1 of the Notice of the EGM dated 6th March, 2017 has been passed with requisite majority.

Malati A. Kumar

Ravindra V. Ghosalkar

Malati Kumar
 Company Secretary
 CP No. 10980
 Date : 30th March, 2017
 Place : Mumbai

Ravindra Vilas Ghosalkar
 Shareholder Scrutinizer
 IN30220 /11365708

Report of Scrutinizer on remote e-Voting and voting by Shareholders of Bank Of India at the EGM

HEAD OFFICE- C-5, G Block, Bandra Kurla Complex, Bandra (E) Mumbai-400 051
Voting Results for E.G.M. on 30/03/2017

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

Date of the EGM	30 th March 2017
Total number of shareholders on record date	289681
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Proxies Public:	1 1 93
No. of Shareholders attended the meeting through Video Conferencing : Promoters and Promoter Group: Public	Nil

Agenda- wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special)			SPECIAL					
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	0	0	0	0	0	0	0
	Poll	777514808	777514808	100	777514808	0	100	0
	Postal Ballot (N.A)		0	0	0	0	0	
	Total		777514808	100	777514808	0	100	0
Public- Institutions	E-Voting	199573609	140712394	70.51	131693394	9019000	93.59	6.41
	Poll		0	0	0	0	0	
	Postal Ballot (N.A)		0	0	0	0	0	
	Total	199573609	140712394	70.51	131693394	9019000	93.59	6.41
Public- Non Institutions	E-Voting	77606687	887896	1.14	886324	1572	99.82	0.18
	Poll		4273	0	4173	100	97.65	2.35
	Postal Ballot (N.A)		0	0	0	0	0	
	Total	77606687	892169	1.14	890497	1672	99.82	0.18
Total		1054695104	919119371	87.15	910098699	9020672	99.02	0.98