

**Head Office: Star House, Bandra Kurla Complex, Mumbai-400 051**

**Proceedings of the Nineteenth Annual General Meeting of The Shareholders of Bank of India, Held on Monday, July 20, 2015 at 11.00 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Mumbai**

1. The Nineteenth Annual General Meeting (AGM) of shareholders of Bank of India commenced at 11.00 a.m. on July 20, 2015.
2. In terms of the extant regulations in force, Shri B.P.Sharma, Managing Director & CEO (MD & CEO) of the Bank chaired the Annual General Meeting. The six other Directors including two Executive Directors and the Chairman of the Audit Committee were also present.
3. 137 shareholders of the Bank in person or proxy attended the Meeting. With the necessary quorum being present 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 in order and commenced the proceedings.
4. Shri.S.C.Arya, SRO, Department of Financial Services, Ministry of Finance, New Delhi, represented Government of India, the major shareholder (64.43%) of the Bank, in the Annual General Meeting.
5. The Chairman informed that the Notice convening the Meeting and the Annual Report for the year ended March 31, 2015 was mailed to all the shareholders of the Bank besides publishing in the English, Hindi and Marathi Newspapers and with the consent of the members present, the same was taken as read.
6. The Chairman delivered his speech highlighting the achievements of the Bank during the year 2014-15 and future outlook.
7. The Chairman informed that the Bank had provided e-voting facility to the shareholders for the Agenda item of the Notice of the meeting and appointed National Security Depository Limited (NSDL) as e-Voting agency and Shri Ankur Kumar of M/s Ezy Laws, Advocates & Corporate Legal Advisors, Mumbai as Scrutinizer to oversee the e-Voting process. He stated that the e-Voting was held from 10.00 a.m. on 17th July 2015 to 5.00 pm on 19th July 2015. In case the shareholders have not participated in e-voting they can cast their vote at the AGM Venue. The Ballot Box to be used for the Poll was locked under the supervision of the Scrutinizer/s.
8. The Chairman then moved the resolution to discuss, approve and adopt the Audited Balance Sheet of the Bank as at March 31, 2015, Profit and Loss Account of the Bank for the year ended March 31, 2015, 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. The Resolution was proposed and seconded by the shareholders of the Bank.

9. The Chairman then moved the resolution for payment of dividend of Rs. 5/- per share as recommended by the Board of the Bank. The Resolution was proposed by and seconded the shareholders of the Bank.
10. The Chairman then moved the Special Resolution of raising of Capital by various modes. The Resolution was proposed by and seconded by the shareholders of the Bank.
11. The Chairman then requested the Scrutinizers to display the Ballot Box, lock it and seal it. He then informed that the shareholders can cast their votes as per their convenience during the course of the Meeting.
12. The Chairman invited the shareholders to participate by making their observations and seek clarification, if any, on the agenda items.
13. The queries were raised by few shareholders, those were duly replied/clarified by the Chairman.
14. The Chairman once again requested the shareholders to cast their votes, if they had already not casted.
15. The Chairman informed that the consolidated results of e-voting and Poll will be hosted in the Bank's website and also that of the Stock Exchanges (NSE and BSE) and of NSDL (the voting agency) and declared the meeting as closed
16. Based on the Report of the Scrutinizers all the agenda items were passed with requisite majority.

	Certified True Copy
	<i>Niyati Gadit</i>
Mumbai Date 20 <sup>th</sup> July 2015	(Niyati Gadit) Company Secretary

