

**Proceedings of the Extraordinary General Meeting of the Bank held on Friday 17<sup>th</sup> October, 2014 at 10.30 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Mumbai 400 051**

---

- In accordance with the Notice dated 1st September, 2014, the Extraordinary General Meeting of the Bank was held on Friday, 17<sup>th</sup> October, 2014 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 4 Directors including the Chairperson & Managing Director and 330 shareholders including 288 proxy holders/ Authorized Representatives.
- The Chief Financial Officer (CFO) welcomed and introduced the Directors sitting on the dais to the shareholders and requested the Chairperson and Managing Director (CMD) to commence the proceedings.
- CMD welcomed the shareholders to the meeting the necessary quorum being present, called the meeting to order and commenced the proceedings.
- 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 CMD then took up the only agenda item, pertaining to election of three 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.
- CMD further informed that the Bank had received 6 nominations in this regard as on 1<sup>st</sup> October 2014, being the last date for receipt of nominations. On scrutiny of these, all of them were found to be valid and in order. These nominations were then placed before the Nomination Committee of the Board for determining their 'Fit & Proper' status in terms of the Reserve Bank of India Guidelines. The Committee after conducting necessary due diligence determined five candidates to be Fit & Proper for contesting the election of Shareholder Directors.
- The Chairperson then announced the names of the five candidates viz., Shri Ashutosh Khaitan, Shri D. Harish, Shri Neeraj Bhatia, Shri Rajendra Kumar Gupta and Shri Sanjiv Kumar Arora along with their brief profile and introduced the candidates present in the meeting. The Chairperson informed the shareholders that as the number of candidates was more than three, the poll had to be conducted and the candidates polling the majority of votes from amongst the 5 candidates shall be declared elected.



- She informed that as the E-voting agency (NSDL) had been unable to provide the necessary e-voting platform for conducting election of shareholder directors, the Bank had decided to conduct poll at the meeting by physical ballot only.
- She further informed that Sh. Shiv Kumar Sareen, 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 Ravinder Kumar, Section Officer, from Department of Financial Services, Ministry of Finance, as their observer to oversee the process of election and the Meeting.
- The Chairperson also informed that the Bank had engaged the services of M/s. S. N. Ananthasubramanian & Co., a professional firm of Company Secretaries as Consultant for the elections and requested Sh. Ananthasubramanian to explain the procedure of Poll, who then explained the complete process for the benefit of shareholders present in the meeting.
- The Chairperson announced the commencement of poll and informed that the poll would conclude at 1:00 pm and counting of votes would commence thereafter.
- The Poll commenced after the demonstration, locking and sealing of the Ballot Box in the presence of the Shareholders present.
- After the conclusion of the Poll at 1.00 p.m., the votes polled were counted and tabulated. The meeting resumed at 3:30 pm
- Shri R. Koteeswaran, Executive Director, in the absence of CMD who was out of office due to some official exigency, announced that based on the majority of votes polled, declared **Shri Neeraj Bhatia**, **Shri D. Harish** and **Shri Sanjiv Kumar Arora** as elected as 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, 2014 and that they will hold office for a period of three years from the date of such assumption.
- The Executive Director then declared the meeting as closed.

Certified True Copy



(RAJEEV BHATIA)  
Company Secretary

Place: Mumbai

Date: 17.10.2014





**BANK OF INDIA**

**Attendance Summary E.G.M dated 17/10/2014**

Promoter/Public	Category	Records	Shares	% Age
Promoter and Promoter Group	Share Holder	0	0	0
Promoter and Promoter Group	Proxy	0	0	0
Promoter and Promoter Group	Authorized Representative	0	0	0
Public – Institutional holders	Share Holder	0	0	0
Public – Institutional holders	Proxy	90	34327527	30.864
Public – Institutional holders	Authorized Representative	38	76787524	69.039
Public-Others	Share Holder	84	7635	0.007
Public-Others	Proxy	118	100151	0.09
Public-Others	Authorized Representative	0	0	0
<b>Total</b>		<b>330</b>	<b>111222837</b>	<b>100</b>

