



निवेशक संपर्क केंद्र : देना कार्पोरेट सेंटर, सी-10, 'जी' ब्लॉक, बांद्रा - कुर्ला कॉम्प्लेक्स, बांद्रा (पूर्व), मुंबई - 400 051.
INVESTOR RELATIONS CENTRE : Dena Corporate Centre, C-10, 'G' Block, Bandra - Kurla Complex, Bandra (E), Mumbai - 400 051.
Tel : 2654 5318 / 19 / 20 • Fax : 2654 5317 • E-mail : irc@denabank.co.in / investorgrievance@denabank.co.in

Ref: HO/IRC/108/2017

Date: March 27, 2017

The Vice President – Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001	The Vice President- Listing Department National Stock Exchange of India Limited, Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai- 400 051
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Dear Sir,

Re: Proceedings of the Extraordinary General Meeting (EGM) of the Bank held on Monday, 27.03.2017 at Mumbai.

1. In accordance with the Notice dated 01.03.2017 and the Corrigendum dated 22.03.2017, the Extraordinary General Meeting of Shareholders of the Bank was held on Monday, 27.03.2017 at 11.00 A.M. at The Auditorium, Sir Sorabji Pochkhanawala Bankers Training College, J.V.P.D. Scheme, Near Cooper Hospital , Vile Parle (West), Mumbai – 400 056.
2. The Extraordinary General Meeting commenced at 11.00 A.M. and Shri Ashwani Kumar, Chairman and Managing Director of the Bank chaired the meeting. He welcomed the shareholders present and announced that in accordance with Regulation 58(1) of Dena Bank (Shares and Meetings) Regulations, 2003 the requisite quorum was present and called the Meeting to order.
3. The Chairman and Managing Director introduced the Directors present on the dais to the shareholders.
4. Government of India, holding 68.55% shares in the Bank, was represented by Shri Shailendra Mohan Pathak, Section Officer (Coordination), from Department of Financial Services, Ministry of Finance.



5. The Chairman and Managing Director further announced the details of valid proxies and valid authorised representations received by the Bank.

6. 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 website of the Bank, with the permission of the shareholders present, the same was taken as read.

7. The Chairman and Managing Director then took up the following Agenda items of this meeting i.e.:

ITEM NO. 1 - "To create, offer, issue and allot upto 15,62,09,320 equity shares of face value of Rs.10/- each to Government of India, on preferential basis, for cash at Issue Price of Rs. 38.41 per share including premium of Rs. 28.41 per share determined by the Issue Committee in accordance with Regulation 76 (1) of SEBI (ICDR) Regulations, 2009 aggregating upto Rs.600 Crore."

ITEM NO. 2 - "To create, offer, issue and allot upto 4,49,15,702 & 52,06,977 equity shares of face value of Rs.10/- each to LIC of India & GIC of India, respectively, on preferential basis, for cash at Issue Price of Rs. 38.41 per share including premium of Rs. 28.41 per share determined by the Issue Committee in accordance with Regulation 76 (1) of SEBI (ICDR) Regulations, 2009 aggregating upto Rs.173 Crore and Rs.20 Crore, respectively."

8. The Chairman and Managing Director informed the shareholders that in order to comply with Basel III norms, augment CET1 Capital and enable future business growth, the Bank has to raise additional share capital.

9. The Chairman and Managing Director further informed that:-

i. Board on 20.03.2017 approved raising of additional equity capital to the extent of Rs. 800 Crore by way of issue of equity shares to Government of India, LIC of India & GIC of India on preferential basis.

ii. The proposed issue of equity shares is being made in terms of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2009 [SEBI (ICDR) Regulations].

iii. M/s Jain & Jain, Chartered Accountants and one of the Statutory Central Auditors of the Bank have certified that the minimum issue price and the preferential issue of



shares is being made in accordance with the SEBI (ICDR) Regulations. A copy of the said certificate is placed in the Meeting.

iv. At an issue price of Rs. 38.41, the number of equity shares to be issued on preferential allotment basis to Government of India works out to 15,62,09,320 (Fifteen Crore Sixty Two Lakhs Nine Thousand Three Hundred Twenty) shares amounting to Rs. 600 Crore.

Further, at the above issue price of Rs. 38.41, the number of equity shares to be issued on preferential allotment basis to LIC of India and GIC of India works out to 4,49,15,702 (Four Crore Forty Nine Lakhs Fifteen Thousand Seven Hundred Two) & 52,06,977 (Fifty Two Lakhs Six Thousand Nine Hundred Seventy Seven) shares respectively, amounting to Rs. 173 Crore and Rs. 20 Crore respectively.

v. With the proposed issue of equity shares, the Government of India's shareholding in the Bank, which is presently at 68.55%, will stand increased to 70.04 %.

Further, shareholding of LIC of India and GIC of India in the Bank, which is presently 12.28% and 2.09%, shall stand increased to 14.25% and 2.18%.

vi. Allotment of shares will be made within the time frame as specified in of SEBI (ICDR) Regulations, 2009.

10. The Chairman and Managing Director further informed that in terms of Regulation 44 of SEBI (LODR) Regulations, 2015 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; remote e-voting facility was provided to the shareholders of the Bank to vote on the agenda item from 24.03.2017 to 26.03.2017. He also informed that those shareholders, who had not participated in the remote e-voting, can participate in the voting to be conducted at the venue of the meeting.

For this purpose, Bank has appointed M/s S N Ananthasubramanian & Co, Company Secretaries and Shri Narendra P Ojha, a shareholder of the Bank as Scrutinizers.

11. The Special Resolutions as mentioned in the notice were proposed and seconded by the Shareholders.



12. Before putting the resolutions to vote, the Chairman and Managing Director invited the shareholders present to make their observations, if any. Some of the shareholders presented their views / queries. The Chairman and Managing Director responded to the observations made / queries raised by the Shareholders.

13. The Chairman & Managing Director then announced the commencement of the voting and informed that after all the shareholders present have casted their votes, the Scrutinizers will seal the Ballot Boxes and then the EGM shall stand closed.

The Chairman & Managing Director thanked all the shareholders and participants for their presence and support.

Based on the results of the Remote E-voting and voting conducted in respect of the agenda item, both the Resolutions were passed with requisite majority.

Place : Mumbai

Date : 27.03.2017



FOR DENA BANK

(Amit Kumar)

Company Secretary