

<p>ओरियन्टल बैंक ऑफ़ कॉमर्स (भारत सरकार का उपक्रम) मर्चेन्ट बैंकिंग प्रभाग, प्रधान कार्यालय प्रथम तल, प्लॉट सं.5, सेक्टर-32, इंस्टीट्यूशनल परिया, गुडगांव-122001, टेलि.सं. - 0124-4126285-86 फैक्स- 0124-4126574 ई-मेल- mbd@obc.co.in</p>	 ओ.बी.सी.	<p>Oriental Bank of Commerce (A GOVERNMENT OF INDIA UNDERTAKING) Merchant Banking Division, Corporate Office 1st Floor, Plot No.5, Institutional Area, Sector - 32 Gurgaon -122001 (Haryana) Tel.: 0124-4126285-86 Fax : 0124-4126574 E-mail: mbd@obc.co.in</p>
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HO/MBD/2018

15.03.2018

Scrip Code: ORIENTBANK	Scrip Code: 500315
<p>The Executive Director, National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Bandra Kurla Complex, Bandra (E), Mumbai-400051</p>	<p>The General Manager, Dept. of Corporate Services, Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers, Mumbai-400001</p>

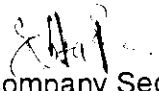
Dear Sir,

Reg. Extraordinary General Meeting of the Bank held on 15th March 2018

Please find enclosed the Scrutinizer's Report along with the Results of voting in respect of the Extraordinary General Meeting of the Bank held on 15th March 2018 at 10.00 a.m. at The Federation of Indian Export Organisations (FIEO), Niryat Bhawan, Rao Tula Ram Marg (Opposite Army Hospital Research & Referral) New Delhi-110057.

The above is for your information and record.

Yours faithfully,


Company Secretary
Encl.: as above



AMIT GUPTA & ASSOCIATES

Practicing Company Secretaries

B-12, Basement, Murli Bhawan, 10-A, Ashok Marg, Lucknow 226 001

Phone : 0522 4024033, Mobile : 94150 05108

E-mail: amitguptacs@gmail.com

REPORT OF SCRUTINIZER

To,

The Chairman of the Extra ordinary General Meeting of Equity Shareholders of
M/s Oriental Bank of Commerce

Plot No. 5, Sector 32, Institutional Area, Gurugram, Haryana 122001

Dear Sir,

At the outset, I would like to thank you for appointing me as scrutinizer for the remote e-voting and voting by your members, at the Extra Ordinary General Meeting of your Bank held on Thursday, 15th March, 2018 at 10.00 A.M. at Federation of Indian Export Organisations (FIEO), Niryat Bhawan, Rao Tula Ram Marg (Opposite Army Hospital Research & Referral), New Delhi 110057.

I am pleased to submit my Scrutinizer's Report which is comprehensive and self-explanatory in all respect.

Thanking you,

Yours faithfully,

Amit Gupta

Proprietor

Amit Gupta & Associates

Company Secretaries

FCS 5478, C.P. - 4682

Place: New Delhi

Date: March 15, 2018

SCRUTINIZER'S REPORT

Name of the Company	Oriental Bank of commerce
Meeting	Extra Ordinary General Meeting
Date and Time	Thursday, March 15, 2018 at 10.00 a.m.
Venue	Federation of Indian Export Organisations (FIEO), Niryat Bhawan, Rao Tula Ram Marg (Opposite Army Hospital Research & Referral), New Delhi - 110057

1. Appointment as Scrutinizer

I was appointed as Scrutinizer for the remote e-voting as well as the voting to be conducted through physical ballots at an Extra ordinary General Meeting of Oriental Bank of Commerce (hereinafter referred as "the Bank") held on Thursday, March 15, 2018 at 10.00 A.M. at Federation of Indian Export Organisations (FIEO), Niryat Bhawan, Rao Tula Ram Marg (Opposite Army Hospital Research & Referral), New Delhi - 110057.

2. Dispatch of Notice Convening the Meeting

The Bank had informed that, on the basis of Register of Members and the list of Beneficiary Owners made available to by the depositories viz., National Securities Depository Limited (NSDL) and Central Depositories Services (India) Limited for the purpose of voting, the Bank completed dispatch of notice in the following manner:

By email	To 68069 members who have registered their e-mail ids with Depository/the RTA on February 17, 2018
By permitted mode	To 60918 members in physical form on February 17, 2018

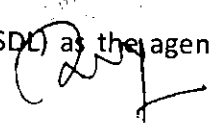
3. Cut Off Date

The Voting rights were reckoned as on the Thursday, March 08, 2018, being the Cut-off date for the purpose of deciding the entitlements of members for remote e-voting and voting at the meeting.

4. Remote E-Voting

4.1. Agency

The Bank had appointed National Securities Depository Limited (NSDL) as the agency





for providing e voting platform.

4.2. Remote E voting

Remote e voting was open from Monday, March 12, 2018 at 9:00 hrs. to Wednesday, March 14, 2018 at 17:00 hrs and Members were required to cast their votes electronically conveying their assent or dissent in respect of the Special Resolution, on e-voting platform provided by NSDL.

5. Voting at AGM

- 5.1. As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rule, 2015, for the purpose of ensuring that members who have cast their votes through remote e-voting do not vote again at the general meeting, after the closure of period of e- voting, the Scrutinizer was provided access to particulars of members such as - their names folio, number of shares held, but not the manner in which they have voted.
- 5.2. Accordingly NSDL, the e-voting agency provided us the name, DP ID/folio numbers and shareholding of the members who had cast their votes though remote e voting.
- 5.3. The Bank has authorized M/s Link Intime India Private Limited (RTA), Registrar and Transfer Agent of the Bank to provide necessary support for remote e-voting as well as physical ballot at the meeting and RTA provided the same.

6. Counting Process

- 6.1. On completion of voting at the meeting, RTA provided me with the list of members who had cast their votes through Ballot Paper, with their holding details and details of vote on each of the resolution.
- 6.2. The votes were reconciled with the records maintained by the Bank and RTA with respect to the authorized representatives/ proxies lodged with the Bank.
- 6.3. I unblocked the remote e-voting results on the NSDL E-voting platform before Mr. Shripal and Mr. Praveen Kumar and downloaded the e voting details.
- 6.4. Pursuant to the provisions of section 3(2E) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1980, voting rights of shareholders other than the Central Government shall be restricted to ten percent of total voting rights of all shareholders of the bank.

7. Result

7.1. I observed that

7.1.1. 51 Members had cast their votes through poll facility provided through physical ballots at meeting.

7.1.2. 120 Members had casted their votes through remote e-voting.

7.2. The result of remote e-voting and poll as well as consolidated result with respect to the item on the Agenda as set out in the notice of the Extraordinary General Meeting dated



February 13, 2018 is enclosed as Annexure 1, 2 and 3 respectively.

- 7.3. Based on the aforesaid result, the **Special resolution** as contained in item no. 1 of the notice dated February 13, 2018, have been passed with the **requisite majority**.
- 7.4. Soft copy of the List of Members, for both voting at AGM as well as remote e-voting containing the details of members who voted **FOR**, who voted **AGAINST** & whose votes were declared **INVALID**, for the resolution will be emailed to the Bank, after the announcement of the result by the Bank.
- 7.5. The poll papers and all other relevant records shall also be duly handed over to the Bank for keeping in safe records, after the announcement of the result by the Bank.

Amit Gupta

Proprietor

Amit Gupta & Associates

Company Secretaries

FCS 5478, C.P. - 4682

Place: New Delhi

Date: March 15, 2018



Annexure-1

Results of remote E-Voting conducted at an Extra Ordinary General Meeting of Oriental Bank of Commerce

1. The result of remote e-voting is as under:

a) **Resolution 1 – To create, offer, issue and allot 28,65,97,110 equity shares of the Bank of face value of Rs.10/- (Rupees Ten only) each for cash at an Issue price (including premium) of Rs.124.60 (Rupees one hundred twenty four and paise sixty only) per equity share, as determined in accordance with Regulation 76(1) of SEBI ICDR Regulations, aggregating upto Rs.3571.00 (Rupees three thousand five hundred seventy one crore only) on preferential basis to Government of India (President of India) pursuant to the provisions of SEBI ICDR Regulations, the Banking Companies (Acquisition & Transfer of Undertakings) Act, 1980 read with the Nationalized Banks (Management & Miscellaneous Provisions) Scheme, 1980 and other applicable laws/guidelines and subject to approval of Central Government, Reserve Bank of India, SEBI or any other authority as may be required in this regard. (Special Resolution)**

i. **Voted in favour of the resolution:**

Number of members who voted in favour through remote - electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
116	51191141	87.18%

ii. **Voted against the resolution:**

Number of members who voted against through remote - electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
4	7526090	12.82%

iii. **Invalid votes :**

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL

Annexure-2

Results of Voting through physical ballot conducted at an Extra Ordinary General Meeting of Oriental Bank of Commerce

1. The result of the poll conducted through ballot at meeting is as under:

- (a) **Resolution 1** To create, offer, issue and allot 28,65,97,110 equity shares of the Bank of face value of Rs.10/- (Rupees Ten only) each for cash at an Issue price (including premium) of Rs.124.60 (Rupees one hundred twenty four and paise sixty only) per equity share, as determined in accordance with Regulation 76(1) of SEBI ICDR Regulations, aggregating upto Rs.3571.00 (Rupees three thousand five hundred seventy one crore only) on preferential basis to Government of India (President of India) pursuant to the provisions of SEBI ICDR Regulations, the Banking Companies (Acquisition & Transfer of Undertakings) Act, 1980 read with the Nationalized Banks (Management & Miscellaneous Provisions) Scheme, 1980 and other applicable laws/guidelines and subject to approval of Central Government, Reserve Bank of India, SEBI or any other authority as may be required in this regard. (Special Resolution)

i. Voted in favour of the resolution:

Number of members present and voting in favour (in person or by proxy)	Number of votes casted in favour of the resolution	% of total number of valid votes casted on the resolution
51	202088279	100%

ii. Voted against the resolution:

Number of members present and voting against (in person or by proxy)	Number of votes casted against the resolution	% of total number of valid votes casted on the resolution
NIL	NIL	NIL

iii. Invalid votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
NIL	NIL



Annexure -3

Consolidated Results of remote E-Voting & Voting conducted through physical ballot at the Extra Ordinary General Meeting of Oriental Bank of Commerce

Particulars	Number of Votes Contained in			Percentage
	Remote E votes	Poll through physical Ballots at AGM	TOTAL	
Item No. 1:				
To create, offer, issue and allot 28,65,97,110 equity shares of the Bank of face value of Rs.10/- (Rupees Ten only) each for cash at an Issue price (including premium) of Rs.124.60 (Rupees one hundred twenty four and paise sixty only) per equity share, as determined in accordance with Regulation 76(1) of SEBI ICDR Regulations, aggregating upto Rs.3571.00 (Rupees three thousand five hundred seventy one crore only) on preferential basis to Government of India (President of India) pursuant to the provisions of SEBI ICDR Regulations, the Banking Companies (Acquisition & Transfer of Undertakings) Act, 1980 read with the Nationalized Banks (Management & Miscellaneous Provisions) Scheme, 1980 and other applicable laws/guidelines and subject to approval of Central Government, Reserve Bank of India, SEBI or any other authority as may be required in this regard. (Special Resolution)				
Assent	51191141	202088279	253279420	97.11%
Dissent	7526090	NIL	7526090	2.89%
Invalid	NIL	NIL	NIL	NIL
Total	58717231	202088279	260805510	100%

(Handwritten signature of Amit Gupta)

(Handwritten signature of Amit Gupta)

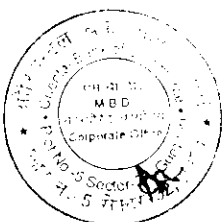
Amit Gupta
Proprietor
Amit Gupta & Associates
Company Secretaries
FCS # 5478, C.P. - 4682
Place: New Delhi
Date: March 15, 2018



Voting Results of an Extra Ordinary General Meeting of the Bank held on March 15, 2018

Date of the EGM	15.03.2018
Total number of shareholders on record date	131077
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Promoter & Promoter Group: 1 (Representative OF Govt. of India) Public : 64 (in person) & 1 (Authorised Representative) Proxy: NIL
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Nil

Item No.	1							
Resolution required: (Ordinary/ Special)	Special Resolution							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	202081957	Nil	Nil	Nil	Nil	Nil	Nil
	Poll		202081957	100.00	202081957	Nil	100.00	Nil
	Postal Ballot (if applicable)	Not Applicable						
	Total	202081957	202081957	100.00	202081957	NIL	100.00	NIL
Public-Institutions	E-Voting	102578845	58706869	57.23	51180779	7526090	87.18	12.82
	Poll		Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Not Applicable						
	Total	102578845	58706869	57.23	51180779	7526090	87.18	12.82



ओरियन्टल बैंक ऑफ कॉमर्स
(भारत सरकार का उपक्रम)



ORIENTAL BANK OF COMMERCE
(A GOVERNMENT OF INDIA UNDERTAKING)

Public- Non Institutions	E-Voting	41509613	10362	0.02	10362	Nil	100.00	Nil
	Poll		6322	0.02	6322	Nil	100.00	Nil
	Postal Ballot (if applicable)	Not Applicable						
	Total	41509613	16684	0.04	16684	Nil	100.00	Nil
Total		346170415	260805510	75.34	253279420	7526090	97.11	2.89

