

निवेशक संबंध विभाग

प्रधान कार्यालय :

स्टार हाउस, सी - 5, "G" ब्लॉक

8वीं मंजिल,

बांद्रा कुर्ला संकुल,

बांद्रा (पूर्व),

मुंबई - 400 051

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INVESTOR RELATIONS DEPARTMENT

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Ref No. HO:IRD:CPS:2014-15:645

Date 09-03-2015

The Vice-President – Listing Department,

BSE Ltd.,

25, P.J. Towers, Dalal Street,

Mumbai 400 001.

The Vice President-Listing Department

National Stock Exchange Limited,

Exchange Plaza, Bandra Kurla Complex,

Bandra (E), Mumbai – 400 051

Dear Sir,

Re: Proceedings of Extra Ordinary General Meeting

This is to inform you that the Bank had convened an Extra Ordinary General Meeting of shareholders on Saturday 7th March, 2015 at 11.00 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Mumbai – 400 051 to discuss Raising of Tier I capital by issue of fresh equity shares. The Bank had also conducted e-voting from 01.03.2015 to 03.03.2015.

In compliance of clause 31d of the Listing Agreement, we are enclosing herewith the proceedings of the Extra Ordinary General Meeting of the shareholders.

Thanking you,



Encl: as above

Yours faithfully,

Niyati Gadit
(Niyati Gadit)

Company Secretary

BANK OF INDIA- HEAD OFFICE

Proceedings of the Extraordinary General Meeting of the Bank held on Saturday 07.03.2015 at 11.00 A.M. at the Bank of India Auditorium, Star House, Bandra Kurla Complex, Mumbai - 400 051.

In accordance with the Notice dated 6th February 2015, the Extra Ordinary General Meeting of the Bank was held on Saturday 07.03.2015 at 11.00 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Bandra (East), Mumbai 400 051.

2. The meeting was attended by 63 members, 1 proxy Holder, 2 Authorized Representatives and 5 Directors.
3. Government of India (Promoter) had nominated Shri S D Sharma, Section Officer, as their representative. The Promoter hold 428367513 (66.70%) shares of the Bank
4. The Meeting commenced at 11.00 A.M. The Chairperson and Managing Director of the Bank chaired the meeting and welcomed the shareholders present. She then announced that in accordance with 'Regulation 58' of the Bank of India (Shares and Meetings) Regulations, 2007, the requisite quorum was present and called the meeting to order.
5. Thereafter, the Chairperson & Managing Director announced the details of the proxies received, letter received from Government of India on the appointment of their Representative and introduced the Directors on the Dais.
6. The Chairperson addressed the shareholders explaining the need for raising capital through Preferential Issue and other routes, and the road map for future. She informed that the Bank is in the process of receiving necessary regulatory and statutory approvals and will allot the shares only on receipt of approval as required under section 3 (2B) of the Banking Companies (Acquisition and Transfer of Undertakings) Act- 1970 from the Government of India . It would be Bank's endeavor to complete the allotment process within the stipulated period laid down under SEBI (ICDR) Regulations, 2009.
7. The Chairperson 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 M/s S N ANANTHASUBRAMANIAN and Co., Practicing Company Secretaries as Scrutinizer to oversee the e-Voting process. She stated that the e-Voting was held from 1st March 2015 to 3rd March 2015. In case the shareholders have not participated in e-voting they could cast their vote in the EGM. The Ballot Box to be used for the Poll was locked under the supervision of the Scrutinizer/s.



8. The Shareholders while making their observations and raising queries, also supported the Special Resolution
9. The Chairperson responded to the observations and queries raised by the Shareholders.
10. The Chairperson then moved the following Special resolution

To issue and allot upto 2,00,00,000 shares of Rs.10/- each to Life Insurance Corporation of India and 26,45,502 equity shares of Rs.10/- each to The New India Assurance Co. Ltd at a price of Rs. 283.50 per share on Preferential basis in accordance SEBI (Issue of Capital and Disclosure Requirements) Regulations 2009 subject to necessary approvals.

The Resolution was proposed by and seconded by the shareholders of the Bank.
11. The Chairperson requested the shareholders who had not participated in e-voting to cast their votes. She further 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).
12. The Chairperson then thanked all the participants for attending the meeting and declared the meeting closed.
13. Based on the Report of the Scrutinizers the agenda items was passed as a Special resolution with requisite majority.
14. The report pursuant to Clause 35 A of Listing Agreement (Details of Voting Details is attached)

Mumbai

Date 7th March , 2015.

Certified True Copy

Niyati gadit

(NIYATI GADIT)

(Company Secretary)

