

संदर्भ क्र. Ref. No.: HO:IRC:UR:2025-26:286

दिनांक Date: 07.11.2025

Scrip Code: BANKINDIA	Scrip Code : 532149
The Vice President – Listing Department, National Stock Exchange of India Ltd., Exchange Plaza, Bandra Kurla Complex, Bandra East, <u>Mumbai 400 051.</u>	The Vice-President – Listing Department, BSE Ltd., 25, P.J. Towers, Dalal Street, <u>Mumbai 400 001.</u>

Dear Sir / Madam,

Outcome of the Extraordinary General Meeting held on 07.11.2025

In compliance of the requirement of SEBI (LODR) Regulations, 2015, we are attaching the following documents in connection with the Extraordinary General Meeting held today (7th November, 2025) through VC / OAVM, for your perusal and record please.

1. Scrutiniser's Report
2. Proceedings of the Extraordinary General Meeting
3. Disclosure pursuant to Regulation 44 (3) of SEBI (LODR) Regulations, 2015.

Thanking you,

भवदीय Yours faithfully,



(Rajesh V Upadhyia)
कंपनी सचिव Company Secretary

Encl: as above

Classification: **Public**



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

10/25-26, 2nd Floor, Brindaban,
Thane (W) - 400 601.
T: +91 22 25345648 | +91 22 25432704
E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

07th November, 2025

To,
The Managing Director & Chief Executive Officer
Bank of India
Star House, C-5, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051.

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your Shareholders at the Extraordinary General Meeting (EGM) of your Bank held on Friday, 07th November, 2025 through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.



S. N. Viswanathan
Managing Partner



S. N. ANANTHASUBRAMANIAN & CO **Company Secretaries**

SCRUTINIZER'S REPORT

Name of the Bank	Bank of India
Type of Meeting	Extraordinary General Meeting
Day, Date & Time	Friday, 07 th November, 2025 at 01:00 P.M. (IST)
Deemed Venue	Bank of India, Star House, C-5, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
Mode	Through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Shareholders at the Extraordinary General Meeting ("EGM") of **Bank of India** (hereinafter referred to as "the Bank") held on **Friday, 07th November, 2025 at 01:00 p.m. (IST)** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions, based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the Extraordinary General Meeting

2.1 Notices were published in **Business Standard (English and Hindi Newspaper)**, **Loksatta (Vernacular newspaper)** having electronic editions, specifying the date and time of the EGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email ids by the Members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system during the EGM, etc.:

- a) Prior to the dispatch of Notice, on **07th October, 2025** pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio-Visual Means (OAVM);
- b) Post the dispatch of Notice, on **15th October, 2025**, pursuant to the provisions of the Companies Act, 2013 and the relevant rules made thereunder;





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2.2 The Bank hosted the detailed notice of Extraordinary General Meeting on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **14th October, 2025**.

2.3 The Bank has informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by **Bigshare Services Private Limited**, Registrar and Share Transfer Agents ("RTA") of the Bank and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Bank completed dispatch of Notice of Extraordinary General Meeting on **15th October, 2025** by e-mail to **5,87,311** Shareholders who had registered their Email IDs with the Bank / Depositories.

3. Cut-off date

3.1. Voting rights with respect to the agenda item number 1 was reckoned as on **Monday, 13th October, 2025** and for agenda item number 2 and 3 were reckoned as on **Friday, 31st October 2025**, being the cut-off date for the purpose of deciding the entitlement of Shareholders for remote e-voting and e-voting during the Extraordinary General Meeting.

4. Remote e-voting process

4.1. Agency

The Bank had appointed NSDL, as the agency for providing the platform for remote e-voting and e-voting during the Extraordinary General Meeting.

4.2. Remote e-voting period

Remote e-voting platform was open from **09:00 a.m. on Monday, 03rd November, 2025 till 05:00 p.m. on Thursday, 06th November, 2025** and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by NSDL.

5. Voting at the Extraordinary General Meeting

5.1. In line with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting do not vote again during the General Meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of the General Meeting, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

Report of Scrutinizer on remote e-voting and e-voting by Shareholders at the Extraordinary General Meeting of Bank of India held on 07th November, 2025.





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- 5.2. Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the Shareholders who had cast their votes through remote e-voting.

6. Counting Process

- 6.1. On completion of e-voting at the Extraordinary General Meeting, we unblocked the results of the remote e-voting and e-voting by Shareholders at the Extraordinary General Meeting, on the NSDL e-voting platform and downloaded the results for scrutiny.
- 6.2. No Shareholder of the Bank other than the Central Government holds more than 10% of total voting rights of all Shareholders of the Bank. Accordingly, provisions of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 with respect to restriction of voting rights are not applicable.
- 6.3. All the votes cast by the Shareholders were found to be valid.

7. Results

7.1. Cancellation of Agenda Item No. 1 of the EGM

The Bank vide its letter dated **27th October, 2025** to BSE and NSE, has intimated that, there was only one valid nomination filed by Shri Prabodh Parikh, against the one vacancy and he was found to be "Fit & Proper" for being elected as Shareholder Director, in terms of Regulation 66 of the Bank of India (Shares and Meetings) Regulations, 2007.

Accordingly, **Shri Prabodh Parikh** has been deemed to be elected as Shareholder Director of the Bank from amongst the Shareholders other than the Central Government. Hence, the Special Resolution as required under Regulation 25(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is deemed to be passed and thus the agenda item No. 1 of EGM Notice stands cancelled.

- 7.2. Consolidated results with respect to the agenda Item Nos. 2 and 3 as set out in the Notice of the Extraordinary General Meeting dated **10th October, 2025** is enclosed herewith.





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Company Secretaries

- 7.3. Based on the aforesaid results, we report that **2 (Two) Ordinary Resolutions as set out in the item Nos. 2 and 3** of the Notice of the Extraordinary General Meeting dated **10th October, 2025** have been passed with the requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries
ICSI Unique Code: P1991MH040400
Peer Review Cert. No.: 5218/2023

S. N. Viswanathan



S. N. Viswanathan
Managing Partner
FCS: 13685 | COP: 24335

ICSI UDIN: F013685G001791991
07th November, 2025 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 2: To Consider and Approve Extension of Term of Shri P R Rajagopal as an Executive Director of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	863	4,20,07,98,819	6	761	869	4,20,07,99,580	99.7326
Dissent	54	1,12,63,307	1	2	55	1,12,63,309	0.2674
Total	917	4,21,20,62,126	7	763	924	4,21,20,62,889	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the Extraordinary General Meeting dated **10th October, 2025** has been **passed with requisite majority**.

For **S. N. ANANTHASUBRAMANIAN & Co.**
Company Secretaries



S. N. Viswanathan
Managing Partner
FCS: 13685 | COP: 24335

ICSI UDIN: F013685G001791991
07th November, 2025 | Thane

*Report of Scrutinizer on remote e-voting and e-voting by Shareholders at the Extraordinary General Meeting
of Bank of India held on 07th November, 2025.*



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 3: To Consider and Approve Extension of Term of Shri Subrat Kumar as an Executive Director of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	862	4,20,08,05,494	7	796	869	4,20,08,06,290	99.7327
Dissent	55	1,12,58,633	1	2	56	1,12,58,635	0.2673
Total	917	4,21,20,64,127	8	798	925	4,21,20,64,925	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the Extraordinary General Meeting dated **10th October, 2025** has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries




S. N. Viswanathan
Managing Partner
FCS: 13685 | COP: 24335

ICSI UDIN: F013685G001791991
07th November, 2025 | Thane

*Report of Scrutinizer on remote e-voting and e-voting by Shareholders at the Extraordinary General Meeting
of Bank of India held on 07th November, 2025.*



प्रधान कार्यालय: निवेशक संबंध विभाग, स्टार हाउस-1, आठवीं मंजिल, सी-5, जी-ब्लॉक, बान्द्रा कुर्ला संकुल, बान्द्रा पूर्व, मुंबई - 400 051
Head Office: Investor Relations Cell, Star House - I, 8th Floor, C-5, G-Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Ph.:
(022) 6668 4490 : Fax: (022) 6668 4491 Email: headoffice.share@bankofindia.co.in

Proceedings of the Extraordinary General Meeting of the Bank held on Friday, 7th November, 2025 at 1.00 P.M. through Video Conference (VC) / Other Audio Visual Means (OAVM) from Bank of India Head Office, Star House, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051

1. In accordance with the Notice dated 10th October, 2025, the Extraordinary General Meeting of the Bank was held on Friday, 7th November, 2025 at 1.00 P.M. through Video Conference / Other Audio Visual Means. Pursuant to Regulation 59 of the Bank of India (Shares and Meetings) Regulations, 2007, the Meeting was chaired by Shri M R Kumar, Non- Executive Chairman of the Bank. The Meeting was attended by 35 shareholders, Six Directors including the Chairman of the Nomination and Remuneration Committee, Chairman of the Stakeholder Relationship Committee and Chairperson of Audit Committee.
2. The Chairman of the Bank informed that as permitted by the regulatory authorities, the Bank is holding this Meeting through Video Conferencing and Other Audio Video Means. The deemed venue for this EGM shall be the Head Office of the Bank at Mumbai.
3. After the Company Secretary confirmed the presence of necessary quorum at 1.00 P.M, as required under Regulation 58 of the Bank of India (Shares and Meetings) Regulations, 2007, the Chairman called the Meeting to order and commenced the proceedings.
4. The Chairman welcomed the shareholders to the Extraordinary General Meeting and informed that the Notice convening the Meeting was E-mailed to all the shareholders of the Bank on 15th October 2025 besides being published in the English, Hindi and Marathi Newspapers, it was also uploaded on the websites of NSE, BSE, NSDL and Bank of India. With the consent of the shareholders attending the meeting, the same was taken as read.



5. The Chairman informed that the Central Government had authorized Shri Jitendra Asati, Director, Ministry of Finance, as their authorized representative to participate and vote in the Meeting.
6. The Chairman informed that the EGM was convened to transact the following three agenda items:
 - i. To elect One Director 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.
 - ii. Approval of extension of term of Shri P R Rajagopal, Executive Director of the Bank.
 - iii. Approval of extension of term of Shri Subrat Kumar, Executive Director of the Bank.
7. The Chairman informed that with regard to Agenda No.1, the Bank had received only one nomination from Shri Prabodh Parikh in this regard as on 23rd October, 2025, the last date for receipt of nominations. After scrutiny of his nomination to be valid by the Bank, the same was placed before the Nomination and Remuneration Committee and they have determined it to be 'Fit & Proper' at their Meeting held on 27th October, 2025. As there was only one valid candidate, pursuant to Regulation 66 of the Bank of India (Shares and Meetings) Regulations, 2007 (and as indicated in the Notice of Election dated 10th October, 2025), the candidate, Shri Prabodh Parikh, is deemed to have been elected for one vacancy and shall assume office from 29th November, 2025 for a period of three years, upto 28th November, 2028. Accordingly, the agenda relating to Election of Shareholder Director would not be transacted today. The Chairman then read out the brief profile of Shri Prabodh Parikh who has been elected as Shareholder's Director of the Bank.
8. The Chairman then taken up Agenda No.2 regarding Extension of term of Shri P. R. Rajagopal as Executive Director of the Bank beyond his previously notified term which expires on 28.02.2026, till the date of superannuation i.e., 31.07.2027, or until further orders from Government of India and Agenda No.3 regarding Extension of term of Shri Subrat Kumar as Executive Director of the Bank beyond his previously notified term which expires on 20.11.2025, for a further period of three years or until further orders, whichever is earlier, from Government of India.



9. He informed that in terms of Regulation 44 of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 read with Rule 20 of Companies (Management and Administration) Rules, 2014 as amended, the Bank had provided e-voting facility to the shareholders, through National Depository Services Limited (NSDL), on the agenda items to be considered at this meeting.
10. The Chairman thereafter requested the shareholders who had not cast their votes to vote and informed that voting facility will be available upto 1.30 P.M. He also informed that the Consolidated Results of E-Voting and Voting at the meeting will be hosted in the website of the Bank, Stock Exchanges (NSE and BSE), NSDL (The Voting Agency), within two working days and declared the meeting as closed.
11. Based on the Report of the Scrutinizers, the following two agenda items –
- a. Approval of extension of term of Shri P R Rajagopal, Executive Director of the Bank and
 - b. Approval of extension of term of Shri Subrat Kumar, Executive Director of the Bank
- were passed with requisite majority.

Certified True Copy



(RAJESH V UPADHYA)
Company Secretary

Place: Mumbai
Date: 07.11.2025



Date of EGM		07/11/2025						
Total number of shareholders on record date		678227						
No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:		No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.						
No. of shareholders attended the meeting through Video Conferencing:		35						
Promoters and promoter Group:		1						
Public		34						
Resolution 1 : To approve the extension of term of Shri P R Rajagopal as Executive Director of the Bank								
Resolution required :(Ordinary / Special)		Ordinary Resolution						
Whether promoter/promoter group are interested in the agenda/resolution ?		No						
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 favor (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 & Promoter Group	E-VOTING	3340861720	3340861720	100.00	3340861720	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		3340861720	100.00	3340861720	0	100.00	0.00
Public - Institutions	E-VOTING	933766040	870645771	93.24	859395276	11250495	98.71	1.29
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		870645771	93.24	859395276	11250495	98.71	1.29
Public-Non Institutions	E-VOTING	278040106	555398	0.20	542584	12814	97.69	2.31
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		555398	0.20	542584	12814	97.69	2.31
TOTAL		4552667866	4212062889	92.52	4200799580	11263309	99.73	0.27





Resolution 2 : To approve the extension of term of Shri Subrat Kumar as Executive Director of the Bank

Resolution required :(Ordinary / Special)

Ordinary Resolution

Whether promoter/promoter group are interested in the agenda/resolution ?

No

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 favor (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 & Promoter Group	E-VOTING	3340861720	3340861720	100.00	3340861720	0	100.00	0.00
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		3340861720	100.00	3340861720	0	100.00	0.00
Public - Institutions	E-VOTING	933766040	870645771	93.24	859395276	11250495	98.71	1.29
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		870645771	93.24	859395276	11250495	98.71	1.29
Public-Non Institutions	E-VOTING	278040106	557434	0.20	549294	8140	98.54	1.46
	POLL		0	0.00	0	0	0.00	0.00
	POSTAL BALLOT		0	0.00	0	0	0.00	0.00
	TOTAL		557434	0.20	549294	8140	98.54	1.46
TOTAL		4552667866	4212064925	92.52	4200806290	11258635	99.73	0.27

