

निवेशक संबंध कक्ष
प्रधान कार्यालय :
स्टार हाउस, सी-5, "जी" ब्लॉक,
8वीं मंजिल,
बान्द्रा कुर्ला संकुल,
बान्द्रा (पूर्व),
मुंबई - 400 051
दूरध्वनि : (022)- 6668 4490
फैक्स : (022)- 6668 4491
ईमेल :
headoffice.share@bankofindia.co.in

बैंक ऑफ इंडिया
Bank of India



INVESTOR RELATIONS CELL
HEAD OFFICE :
Star House, C-5, "G" Block,
8th Floor (East Wing),
Bandra- Kurla Complex,
Bandra (East)
Mumbai - 400 051
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संदर्भ क्र Ref No.:HO:IRC:RB:2019-20:537

दिनांक Date: 17.01.2020

The Vice President – Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex, Bandra East,
Mumbai 400 051.

The Vice-President – Listing Department,
BSE Ltd.,
25, P.J. Towers, Dalal Street,
Mumbai 400 001.

Dear Sir/Madam,

Voting Result on Notice of Postal Ballot Dated December 06, 2019

Kindly refer to our earlier letter dated December 11, 2019, wherein it was communicated that Bank is seeking consent of the shareholders through Notice of Postal Ballot dated December 06, 2019 for following:

1. To raise capital by issuing upto 125 crore fresh equity shares of Rs. 10/- each at such issue price as may be determined in accordance with Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2015.
2. To issue Debt Instruments which classify for Tier I and Tier II capital or otherwise, for an amount upto Rs. 10,000 crore

In this regard, we inform that both the Special Resolutions as set out in the Notice of Postal Ballot dated December 06, 2019 have been passed by the Shareholders of the Bank by requisite majority.

We enclose the Scrutinizer's Report for your information and record please.

धन्यवाद Thanking you,

भवदीय Yours faithfully,

(राजीव भाटिया Rajeev Bhatia)
कंपनी सचिव Company Secretary





EZY LAWS

ADVOCATES & CORPORATE LEGAL ADVISORS

Scrutinizer's Report
on the Postal Ballot & E-Voting process
Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015
read with Rule 20 and 22 of the
Companies (Management and Administration) Rules, 2014, as amended

To,
The Board of Directors
BANK OF INDIA
Star House, C-5,
G Block, Bandra Kurla Complex,
Bandra East, Mumbai - 400051

I am pleased to present my Report on the **POSTAL BALLOT and E-Voting** conducted by the Bank of India ('Bank') to pass the Special Resolutions as contained in the Notice of Postal Ballot dated 6th December, 2019.

1. In terms of Provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended as on date ("Rules") , I was appointed as Scrutinizer by the Bank to scrutinize the process of postal ballot and e-voting and to receive, process and scrutinize the postal ballot forms in respect of special resolutions as circulated in the Notice of postal ballot dated 6th December, 2019.
2. The management of the Bank is responsible to ensure the compliance with the requirement under Regulation 61A of Bank of India (Shares and Meetings) Regulations, 2007, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended as on date. My responsibility as the scrutinizer of the postal ballot and e-voting process is restricted to make the scrutinizer report of the vote cast "in favour" or "against" the resolutions stated herewith, w.r.t. postal ballot and e-voting based on the report generated on e-voting system provided by Central Depository Services (India) Limited (CDSL) the authorised agency engaged by Bank to provide e-voting facilities.



3. This combined scrutinizer report is issued in respect of e-voting and postal ballot along with votes casted through postal ballot forms. The results of evoting and postal ballot forms is annexed with this report as an Annexure- 1.
4. Accordingly, we submit our report as under :
 - a. The cut-off date for the dispatch of the Notice of postal ballot was **29th November, 2019** and as on that date there were **3,32,798 (Three Lakhs Thirty Two Thousand Seven Hundred Ninety Eight)** members of the Bank.
 - b. The Bank had sent the Notices of postal ballot and e-voting details by email to **1,93,504 (One Lakh Ninety Three Thousand Five Hundred Four)** Members whose email Ids were made available by the Depositories and for those members, holding in physical form, who had registered email Ids with the RTA.
 - c. In respect of Members, whose email Ids were not available, the Notices were sent by courier to **1,39,294 (One Lakhs Thirty Nine Two Hundred Ninety Four)** Members .
 - d. The Notices sent (both through email and physical form) contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in Rules.
 - e. The Bank has completed the dispatch of Notices to the members on **13th December, 2019**.
 - f. As prescribed in clause (v) of sub rule 4 of the Rule 20, the Bank had also issued notice in two newspapers namely- **Business Standard** (English Edition), **Mumbai Lakshdeep** (Marathi Edition) on **13th December, 2019**. The notice published in the newspapers carried the required information as specified in Sub Rule 4 (v) (a) to (h) of the said Rule 20, as amended.
 - g. **Friday, 29th November, 2019** was the **Cut-off date** for the purpose of identifying the Members who were entitled to vote on the resolutions placed for approval of the Members in the notice for postal ballot.

- h. The Bank had offered voting facility through e-voting or postal ballot forms to all the equity shareholders who were shareholders as on cut-off date.
- i. As prescribed by the Rules, the remote e-voting facility was kept open from 18th December, 2019 at 10.00 am to 16th January, 2020 to 5.00 pm
- j. At the end of remote e-voting period on 16th January, 2020 at 5.00 pm, the evoting portal of evotingindia.com was blocked forthwith.
- k. On 16th January, 2020 at 5.10 pm, the votes cast through e-voting were duly unblocked by me as a scrutinizer in the presence of CS Rajshree Padia and Adv. Ravina Soni who are not in the employment of the Bank, who acted as the witnesses, as prescribed in sub-rule 4 (xii) of the said Rule 20, as amended.
- l. With the support of Bigshare Services Pvt. Ltd. (RTA) of the Bank, the Postal Ballot Forms' were scrutinized and signatures of Members were verified with their specimen signatures registered with RTA and as provided by the Depositories.
- m. A summary of postal ballot forms and e-voting received/done for the special resolutions given in the notice referred to above, seeking approval of the members is as under:

A	POSTAL BALLOT	ITEM NO. 1	ITEM NO. 2
1	Number of Forms received from Members	234	234
2 (a)	Number of Forms rejected / not considered for the reason of signature mismatch	00	00
2(b)	Number of Forms Invalid	00	00
3	Number of Valid Forms (1-2 (a & B))	234	234
B	E-VOTING		
1	Number of Members who participated in e-Voting	193	193
2	Invalid voters	0	0
3	Number of Valid e-Voters (1-2)	193	193
C	Total Valid Voters (A3+B3)	427	

n. In determining the validity or otherwise of the evoting/ postal ballot forms received, we have adopted the following criterion :

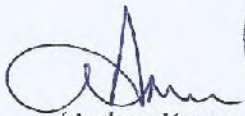
- i. Where the date and place has been left blank, the signed ballot form has been treated as valid.
- ii. Where the number of shares column has been left blank, I have accounted for the total holding for the purpose of either assent or dissent to the relevant resolution as indicated by the member.
- iii. In case of certain postal ballot forms and e-voting, members have exercised their voting rights by partially voting for assent/ dissent. In such cases the votes have been considered on the basis of votes cast and such ballot papers and evoting have been included in valid postal ballot forms and e-voting with both assent and dissent to the resolutions respectively.
- iv. In respect of e-voting exercised by body corporates/ institutional members (Mutual funds, banks etc) , we have either relied on the power of attorney / Authorization/ board resolution as uploaded by them on the website of e-voting platform provided by Central Depository Services (India) Limited (CDSL) and same were downloaded from the www.evotingindia.com.

o. Pursuant to provision of Section 3 (2E) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, voting rights of shareholders other than the Central Government is restricted to 10% of the total voting rights of all shareholders of Bank.

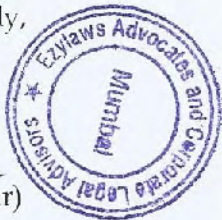


5. Based on the aforesaid results, the Special Resolutions as contained in Item no. 1 and Item No. 2 of the Notice of postal ballot dated 6th December, 2019 stand passed under e-voting and polling conducted through postal ballot forms with the requisite majority and hence deemed to be passed as on 16th January, 2020 i.e. last date of the receipt of postal ballot forms.

Thanking You,
Yours faithfully,



(Ankur Kumar)
Advocate
MAH/5718/2011



Place: Mumbai
Date: 16.01.2020

Annexure- A

Result of Postal Ballot & Evoting

Item No. 1- Special Resolution

To raise capital by issue of upto 125 crore fresh equity shares of Rs. 10/- each at such issue price as may be determined in accordance with SEBI (ICDR) Regulations, 2018.

Particulars	Number of Valid Votes			Number of Valid Votes contained in %		
	Postal Ballot forms	e- Votes	Total	Postal Ballot Forms	e-Votes	Total
Assent	2,91,97,84,998	18,73,23,242	3,10,71,08,240	99.99	99.99	99.99
Dissent	2,274	2,99,013	3,01,287	0.01	0.01	0.01
Total	2,91,97,87,272	18,76,22,255	3,10,74,09,527	100	100	100

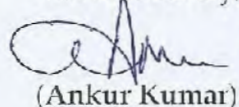
Item No. 2 – Special Resolution

To issue debt instruments which classify for Tier- I and Tier – II capital or otherwise, for an amount up to Rs. 10,000 crores.

Particulars	Number of Valid Votes			Number of Valid Votes contained in %		
	Postal Ballot forms	e- Votes	Total	Postal Ballot Forms	e-Votes	Total
Assent	2,91,97,83,223	18,76,20,049	3,10,74,03,272	99.99	99.99	99.99
Dissent	2,009	2,206	4,215	0.01	0.01	0.01
Total	2,91,97,85,232	18,76,22,255	3,10,74,07,487	100	100	100

Based on the aforesaid result, we report that, the **Special Resolutions (Item No. 1 and 2)** as contained in the Postal Ballot notice dated 6th December, 2019 have been deemed to be passed with requisite majority on 16th January, 2020 i.e. the last date of receipt of postal ballot forms.

Thanking You,
Yours faithfully,


(Ankur Kumar)

Advocate
MAH/5718/2011
Place: Mumbai
Date: 16.01.2020

