

निवेशक संबंध विभाग

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



INVESTOR RELATIONS CELL

HEAD OFFICE :

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8th Floor (East Wing),
Bandra- Kurla Complex,
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Mumbai - 400 051

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Ref No.:HO:IRC:RB:2019-20:182

Date: 27.06.2019

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

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

Dear Sir/Madam,

23rd Annual General Meeting held on 27th June, 2019

In Compliance of SEBI (LODR) Regulations – 2015, we are attaching a copy of
• Proceedings and Scrutinizer Report of the Annual General Meeting held on 27th June, 2019
for uploading on your web portal please.

धन्यवाद Thanking you,

भवदीय Yours faithfully,

(राजीव भाटिया Rajeev Bhatia)

कंपनी सचिव Company Secretary

Encl: As Above



Proceedings of the 23rd Annual General Meeting of the Shareholders of Bank of India, held on Thursday, June 27, 2019 at 10.30 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051

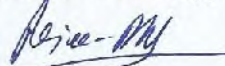
1. In accordance with the Notice dated 28th May 2019, the 23rd Annual General Meeting of the Bank was held on Thursday, June 27, 2019 at 10.30 A.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051. The meeting was attended by 133 shareholders in person, 40 through Live video conference, 7 (Seven) Directors including the Chairman of the Nomination Committee, Chairman of the Stakeholder Relationship Committee and Member of Audit Committee to answer the shareholders queries as required under of SEBI LODR Regulations, 2015.
2. The meeting was chaired by Shri G Padmanabhan, Chairman of the Bank. The Chairman informed that Bank has arranged for live webcast of the meeting. He welcomed the shareholders to the Annual General Meeting and introduced the directors on the dais.
3. The Company Secretary confirmed the presence of necessary quorum at 10.30 A.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. Shri Arun Kumar, Under Secretary (Welfare), Department of Financial Services, Ministry of Finance, New Delhi, represented Government of India, the major shareholder (89.10%) of the Bank, in the Annual General Meeting.
5. The Chairman informed that the Notice convening the Meeting and the Annual Report for the year ended March 31, 2019 were dispatched and mailed to all the shareholders of the Bank by 3rd June 2019 besides publishing in the English, Hindi and Marathi Newspapers. It was also uploaded on the websites of NSE, BSE and Bank of India. With the consent of the members present, the same was taken as read.
6. The Chairman then delivered his speech highlighting the economic and business environment and also presented other updates. The Managing Director and CEO in his speech thereafter highlighted the achievements of the Bank during the year 2018-19 and also gave the future outlook.
7. Thereafter the Chairman informed that the Bank had provided e-voting facility to the shareholders (for voting for or against the Agenda to the meeting) and appointed Central Depository Services Limited (CDSL) as

e-Voting agency. M/s S. N. Ananthasubramanian & Co., Practicing Company Secretaries have been appointed as Scrutinizer to oversee the e-Voting process. He further stated that the e-Voting was held from 10.00 a.m. on June 24, 2019 to 5.00 p.m. on June 26, 2019 but in case the shareholders had not participated in e-voting they could cast their vote by 'Tab Voting' at the AGM Venue.

8. The Chairman then moved the resolution to discuss, approve and adopt the Audited Balance Sheet of the Bank as at March 31, 2019, Profit and Loss Account of the Bank for the year ended March 31, 2019, the Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts. The Resolution was proposed and seconded by the shareholders of the Bank.
9. The Chairman invited the shareholders to participate by making their observations and seek clarification, if any, on the agenda items.
10. Certain queries were raised by some shareholders, which were duly replied/ clarified by the Chairman / MD & CEO.
11. The Chairman then once again requested the shareholders to cast their votes, if not done.
12. The Chairman thereafter informed that the Consolidated Results of E-Voting and Tab-Voting at the meeting will be hosted in the website of the Bank, Stock Exchanges (NSE and BSE), CDSL (The Voting Agency) and declared the meeting as closed.
13. Based on the Report of the Scrutinizers the agenda item was passed with requisite majority.

Mumbai
Dated 27th June 2019

Certified True Copy


(Rajeev Bhatia)
Company Secretary



S. N. ANANTHASUBRAMANIAN & CO.

COMPANY SECRETARIES

FIRM REGISTRATION NO. P1991MH040400

10/26, Brindaban, Thane (West) – 400 601 | Tel: 25345648, 25432704 | E-mail: snaco@snaco.net | Website: www.snaco.net

27th June, 2019

To,

The Chairman

Bank of India

C-5, G Block, Bandra –Kurla Complex,

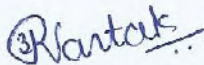
Bandra East,

Mumbai 400 051

Dear Sir,

At the outset, we would like to express our gratitude to the Bank for appointing us as the Scrutinizer for remote e-voting process and voting by your Shareholders at the 23rd Annual General Meeting of the Bank held today.

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



Ashwini R Vartak

Partner

S. N. ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES**

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SCRUTINIZER'S REPORT

Name of the Bank	Bank of India
Meeting	23rd Annual General Meeting
Day, Date & Time	Thursday, 27th June, 2019 at 10:30 a.m.
Venue	Bank of India Auditorium, Star House, C-5, G-Block, Bandra-Kurla Complex, Bandra (East), Mumbai -400 051

1. Appointment as Scrutinizer

We were appointed as Scrutinizer for remote e-voting process as well as the voting conducted at the 23rd Annual General Meeting (AGM) of **Bank of India** hereinafter referred to as “**the Bank**” held today.

2. Dispatch of Notice convening the AGM

The Bank informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by the depositories viz., National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”), the Bank completed dispatch of Notice of AGM as under:

- On 3rd June, 2019 by E-mail to 1,83,102 Shareholders who had registered their E-mail IDs with the Bank/ Depositories.
- On 3rd June, 2019 by Courier to 1,40,060 Shareholders.

3. Cut-off date

Voting rights were reckoned as on Thursday, 20th June, 2019, being the cut-off date for the purpose of deciding the entitlements of shareholders for remote e-voting and voting at the AGM.

4. Remote e-voting process**4.1 Agency**

The Bank appointed CDSL as the agency for providing the remote e-voting platform.



Report of Scrutinizer on remote e-voting process and voting by Shareholders of Bank of India at the 23rd AGM held on 27th June, 2019

S. N. ANANTHASUBRAMANIAN & CO.

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4.2 Remote e-voting period

Remote e-voting platform was open from **10:00 a.m. on Monday, 24th June, 2019 till 05:00 p.m. on Wednesday, 26th June, 2019** and shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the resolution on the remote e-voting platform provided by CDSL.

5. Voting at the AGM

5.1 In keeping 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 at the general meeting, we were provided access to only such details relating to shareholders such as their names, DP ID & Client ID/ Folios, number of shares held but not the manner in which they have voted after closure of period of remote e-voting and before the commencement of the Meeting.

5.2 Accordingly, CDSL, 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.

5.3 Bank provided tab-based e-voting facility to shareholders attending the AGM who had not cast their votes through remote e-voting to cast their votes.

5.4 After the Chairman of the meeting announced the commencement of voting, CDSL provided tab-based e-voting facility.

5.5 Shri. **Gajanan N. Mhaskar**, Shareholder of the Bank [DP ID & Client ID: 13020800 & 00072004] was also appointed as a Scrutinizer representing Shareholders of the Bank for scrutinizing voting at the AGM.

6. Counting process

6.1 On completion of voting at the AGM, CDSL provided us with the list of shareholders who had cast their votes, their holding details and details of vote cast on the resolution.

*Report of Scrutinizer on remote e-voting process and voting by Shareholders of Bank of India
23rd AGM held on 27th June, 2019*



S. N. ANANTHASUBRAMANIAN & CO.

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- 6.2 Votes were reconciled with the records maintained by the Bank and CDSL, the Registrar and Share Transfer Agent of the Bank (RTA) with respect to the authorizations/ proxies lodged with the Bank.
- 6.3 We unblocked the remote e-voting results on the CDSL remote e-voting platform in the presence of **Deepak B. Shadambikar** and **Ms. Shivangi Abhyankar** and downloaded the remote e-voting results.
- 6.4 No Shareholder of the Bank other than the Central Government holds more than 10% of total voting rights of all Shareholders of the Bank and accordingly provisions of Section 3(2E) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 with respect to restriction of voting rights are not applicable.

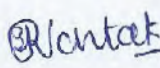
7. Results

7.1 We observed that:

- a) **85** Shareholders had cast their votes at the AGM.
- b) **129** Shareholders had cast their votes through remote e-voting.

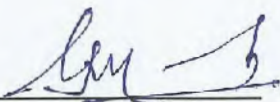
7.2 Consolidated results with respect to each item on the agenda as set out in the Notice of the AGM dated 28th May, 2019 is enclosed herewith.

7.3 Based on the aforesaid results, we report that 01 Ordinary Resolution as set out in Item No. 1 of the Notice of the AGM dated 28th May, 2019 have been passed with the requisite majority.


Ashwini R Vartak
Partner

ACS : 29463
COP No. : 16723




Gajanan N. Mhaskar
Shareholder Scrutinizer

27th June, 2019
Mumbai

S. N. ANANTHASUBRAMANIAN & CO.**COMPANY SECRETARIES**

FIRM REGISTRATION NO. P1991MH040400

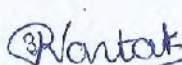
10/26, Brindaban, Thane (West) – 400 601 | Tel: 25345648, 25432704 | E-mail: snaco@snaco.net | Website: www.snaco.net

CONSOLIDATED RESULTS

Item No. 1: To discuss, approve and adopt the Audited Balance Sheet of the Bank as at 31st March, 2019, Profit and Loss Account for the year ended 31st March, 2019, the Report of Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditor's Report on the Balance Sheet and Accounts.

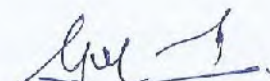
Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	121	18,57,10,827	84	2,91,97,43,594	205	3,10,54,54,421	99.99
Dissent	8	1,272	1	100	9	1,372	0.01
Total	129	18,57,12,099	85	2,91,97,43,694	214	3,10,54,55,793	100.00

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No.1** of the Notice of the AGM dated 28th May, 2019 has been passed with requisite majority.


Ashwini R Vartak
Partner

ACS : 29463
COP No. : 16723




Gajanan N. Mhaskar
Shareholder Scrutinizer

27th June, 2019
Mumbai

BANK OF INDIA EQ

Date of the AGM	27/06/2019
Total number of shareholders on record date	324317
No. of shareholders present in the meeting either in person or through proxy:	133
Promoters and promoter Group:	1
Public:	132
No. of shareholders attended the meeting through Video Conferencing:	
Promoters and promoter Group:	
Public:	40

Resolution 1 : To discuss, approve and adopt the Audited Balance Sheet as at 31st March 2019, Profit and Loss Account of the Bank for the year ended 31st March 19, Report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and the Auditors' Report on the Balance Sheet and Accounts

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	2919690866	0	0.00	0	0	0.00	0.00
	POLL	2919690866	2919690866	100.00	2919690866	0	100.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	2919690866	2919690866	100.00	2919690866	0	100.00	0.00
Public - Institutions	E-VOTING	215940716	185026200	85.68	185026200	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	215940716	185026200	85.68	185026200	0	100.00	0.00
Public-Non Institutions	E-VOTING	141291768	685899	0.49	684627	1272	99.82	0.19
	POLL	141291768	52828	0.04	52728	100	99.81	0.19
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	141291768	738727	0.52	737355	1372	99.81	0.19
TOTAL		3276923350	3105455793	94.77	3105454421	1372	100.00	0.00

