CO:MBD:2021-22:135 16th July, 2021

National Stock Exchange of India Limited Listing Department Exchange Plaza, Plot No.C/1, 'G' Block Bandra-Kurla Complex Bandra (E), Mumbai-400 051 **Scrip Code - CENTRALBK**	BSE Ltd. Corporate Relationship Deptt Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400001 **Scrip Code - 532885**

Dear Sir/Madam,

Sub : Notice of 14th Annual General Meeting of Shareholders.

Please refer to our letter no. CO:MBD:2021-22:132 dated 15th July 2021 submitted thereby that 14th Annual General Meeting (AGM) of the shareholders of Central Bank of India will be held on Tuesday, 10th August, 2021 at 11.00 A.M. at head office of the Bank situated at Chandermukhi, Nariman Point, Mumbai- 400 021 (deemed venue of the meeting) through Video Conference(VC) or Other Audio Visual Means (OAVM).

Further to above, we are submitting herewith notice of 14th Annual General Meeting of shareholders. Annual Report of the Bank for Financial year 2020-21 is being submitted separately.

Please take the above on your record.

Thanking you,

Yours faithfully,
For CENTRAL BANK OF INDIA

ANAND KUMAR DAS
DEPUTY GENERAL MANAGER/
COMPANY SECRETARY

सेन्ट्रल बैंक ऑफ इंडिया/CENTRAL BANK OF INDIA
मर्चेंट बैंकिंग विभाग, कें.का.
Merchant Banking Division, C.O.
मुंबई/MUMBAI

चंदर मुखी, नरीमन पॉइंट, मुंबई - 400 021 • दूरध्वनी : 2202 6428, 6638 7777 • फैक्स : (91-22) 2204 4336

NOTICE

Notice is hereby given that the 14th (Fourteenth) Annual General Meeting of the shareholders of Central Bank of India will be held on Tuesday, 10th August, 2021 at 11.00 A.M. at head office of the Bank situated at Chandermukhi, Nariman Point, Mumbai- 400 021 (deemed venue of the meeting) through Video Conference(VC) or Other Audio Visual Means (OAVM), to transact the following business :

1) To discuss, approve and adopt the Audited Standalone and the Consolidated Balance Sheet of the Bank as at 31st March 2021, Stand Alone and Consolidated Profit and Loss Account of the Bank for the year ended 31st March 2021, 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.

2) To appropriate accumulated losses as on 31.03.2021 from Share Premium account.

   To consider and if thought fit, to pass with or without modification(s) the following as special resolution:

   "**RESOLVED THAT** pursuant to Section 3(2BBA) of The Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 (Act), Section 17(2) of The Banking Regulation Act, 1949 (BR Act), Nationalized Banks (Management and Miscellaneous Provisions) Scheme, 1970 as amended vide the Department of Financial Services Gazette notification no. CG-DL-E-23032020-218862 (S.O. 1200 E) dated 23.03.2020 referred to as Nationalized Banks (Management and Miscellaneous Provisions) Amendment Scheme, 2020, including any statutory amendments or re-enactments thereof and subject to the approvals of Reserve Bank of India, Government of India and such other authorities as may be necessary in this regard, consent of the shareholders of the Bank be and is hereby accorded to set off the Bank's accumulated losses of ₹ 1,87,24,21,73,828.20 (Eighteen Thousand Seven Hundred Twenty Four Crore Twenty One Lakh Seventy Three Thousand Eight Hundred Twenty Eight and Paise Twenty only) as at 31.03.2021 by utilizing the balance standing to the credit of Share Premium Account of Bank as on the date of set off and take the same into account during current Financial Year 2021-22.

   "**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may at its absolute discretion deem necessary or desirable for effectively implementing the resolution and to settle any questions, difficulties or doubts that may arise in this regard as it may in its absolute discretion deem fit."

BY ORDER OF THE BOARD OF DIRECTORS

Sd/-
Anand Kumar Das
Deputy General Manager /
Company Secretary

Place: Mumbai
Date: 15.07.2021

NOTES:

1. EXPLANATORY STATEMENT

The Explanatory Statement setting out the material facts in respect the business of the meeting is annexed hereto.

2. HOLDING OF AGM THROUGH VIDEO CONFERENCING (VC) OR OTHER AUDIO VISUAL MEANS (OAVM)

i. In view of the continuing Covid-19 pandemic, Ministry of Corporate Affairs ("MCA") vide General Circular No. 02/2021 dated January 13, 2021 read with Securities and Exchange Board of India (SEBI) Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 permitted holding of Annual General Meeting through VC or OAVM without the physical presence of Members at a common venue. In compliance with these MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Annual General Meeting of the Members of the Bank is being held through VC/OAVM.

ii. Pursuant to the provisions of the Central Bank of India (Shares and Meetings) Regulations, 1998, a Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Bank. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Annual General Meeting and hence the Proxy Form and Attendance Slip are not annexed to the Notice.

iii. APPOINTMENT OF AN AUTHORISED REPRESENTATIVE

No person shall be entitled to attend or vote at any meeting of the shareholders of Central Bank of India as the duly authorized representative of a company unless a copy of the resolution appointing him as a duly authorized representative, certified to be a true copy by the chairman of the meeting at which it was passed, has been sent to the Bank through e-mail at investors@centralbank.co.in not less than four days before the date fixed for the meeting i.e. on or before 5.00 PM on Thursday, 5th August, 2021.

iv. No officer or employee of the Bank shall be appointed as Authorised Representative of a shareholder.

v. Registration of email ID and Bank Account details:

In case the shareholder's email ID is already registered with the Bank/its Registrar & Share Transfer Agent "RTA"/Depositories, log in details for e-voting are being sent on the registered email address.

In case the shareholder has not registered his/her/their email address with the Bank/its RTA/Depositories or not updated the Bank Account mandate for receipt of dividend if declared in future, the following instructions are to be followed:

(i) Kindly log in to the website of our RTA, Link Intime India Private Ltd., www.linkintime.co.in under Investor Services > Email/Bank detail Registration - fill in the details and upload the required documents and submit. OR

(ii) In the case of Shares held in Demat mode:

The shareholder may please contact the Depository Participant ("DP") and register the email address and bank account details in the demat account as per the process followed and advised by the DP.

vi. The Notice of the Annual General Meeting is being sent only by electronic mode to those Members whose email addresses are registered with the Bank/Depositories in accordance with the aforesaid MCA Circulars and circular issued by SEBI dated May 12, 2020 (as amended, if any). Members may note that the Notice of Annual General Meeting will also be available on the Bank's website www.centralbankofindia.co.in under the link investor relations; websites of the Stock Exchanges i.e. National Stock Exchange of India Ltd and BSE Limited. Members can attend and participate in the Annual General Meeting through VC/OAVM facility only.

vii. Instructions for e-voting and joining the Annual General Meeting are as follows:

Instructions for Shareholders/Members to attend the Annual General Meeting through VC/OAVM:

1) Shareholders/Members are entitled to attend the Annual General Meeting through VC/OAVM provided by Link Intime India Pvt. Limited by following the below mentioned process. Facility for joining the Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis.

   Shareholders/Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15 (fifteen) minutes from the scheduled time of the Annual General Meeting. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chair Persons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first-come-first serve basis. Members can log in and join 15 (fifteen) minutes prior to the schedule time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time. Participation is restricted upto 2500 members only.

   Shareholders/ Members will be provided with InstaMeet facility for attending the AGM through VC/OAVM wherein Shareholders/ Member shall register their details and attend the Annual General Meeting as under:

   1. Open the internet browser and launch the URL for InstaMeet <<https://instameet.linkintime.co.in>> and register with your following details:
      a. DP ID / Client ID or Beneficiary ID or Folio No.: Enter your 16 digit DP ID / Client ID or Beneficiary ID or Folio Number registered with the Bank
      b. PAN: Enter your 10 digit Permanent Account Number (PAN)
      c. Mobile No.
      d. Email ID
   2. Click “Go to Meeting”

Note:

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to instameet@linkintime.co.in or Call at Telephone no. 022-4918 6175.

Instructions for Shareholders/Members to register themselves as Speakers during Annual General Meeting:

Shareholders/ Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, email id, mobile number at e-mail: smmbd@centralbank.co.in from 05.08.2021 at 10.00 am to 07.08.2021 at 5.00 pm.

The Speakers on first come basis will only be allowed to express their views/ask questions during the meeting.

Shareholders will receive “speaking serial number” once they mark attendance for the meeting. Other shareholder may ask questions to the panelist, via active chat-board during the meeting. Shareholders are requested to remember speaking serial number and start conversation with panellist by switching on video mode and audio of the device. Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Shareholders/ Members, who would like to ask questions, may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at e-mail : smmbd@centralbank.co.in . The same will be replied by the Bank suitably.

Note:

Those shareholders/members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Bank reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting.

Shareholders/ Members should allow to use camera and are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Instructions for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutiniser during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting "Cast your vote".
2. Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on 'Submit'.
3. After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.
4. Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired.

   Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the Annual General Meeting through VC/OAVM by InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to instameet@linkintime.co.in or Call at Telephone no. 022-4918 6175.

3. REMOTE E-VOTING

In compliance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in compliance with SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, the Bank is pleased to offer remote e-voting facility as an alternative mode of voting which will enable the Members to cast their votes electronically. Necessary arrangements have been made by the Bank with Link Intime India Pvt. Limited, Registrar and Share Transfer agent of the Bank to facilitate remote e-voting.

The remote e-voting period begins on Saturday, 7th August 2021 at 10.00 AM and ends on Monday, 9th August 2021 at 05.00 PM. During this period shareholders of the Bank holding shares either in physical form or in dematerialized form as on the cut-off date i.e. Tuesday, 3rd August 2021, may cast their vote electronically. The remote e-voting module shall be disabled by Link Intime India Pvt. Limited for voting thereafter.

I. The process and instructions for remote e-voting and login method for Individual shareholders holding securities in demat mode/ physical mode is given below: :

Login for Individual shareholders holding securities in demat mode/ physical mode is given below :-

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	• If shareholder is already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. Shareholder will have to enter your User ID and Password.
	• After successful authentication, Shareholder will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and will be able to see e-Voting page. Click on Bank name or Link Intime name and shareholder will be re-directed to e-Voting service provider i.e. Link Intime website for casting of the vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	• If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp
	• Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section. A new screen will open. Shareholder will have to enter their User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, shareholder will be redirected to NSDL Depository site wherein he/she can see e-Voting page. Click on Bank name or Link Intime name and he/she will be redirected to e-Voting service provider website i.e. https://instavote.linkintime.co.in for casting his/her vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	• Existing user of who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.
	• After successful login of Easi / Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. Link Intime. Click on Link Intime name to cast your vote.
	• If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi./Registration/EasiRegistration
	• Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP where the E Voting is in progress.
Individual Shareholders (holding securities in demat mode) & login through their depository participants	• Shareholder can also login using the login credentials of his/her demat account through their Depository Participant registered with NSDL/CDSL for e-Voting facility.

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Type of shareholders	Login Method
	• Once login, shareholder will be able to see e-Voting option. Once he/she click on e-Voting option, he/she will be redirected to NSDL/CDSL Depository site after successful authentication, wherein he/she can see e-Voting feature. Click on Bank name or Link Intime name and he/she will be redirected to e-Voting service provider website for casting their vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in Physical mode.	1. Open the internet browser and launch the URL: https://instavote.linkintime.co.in ▶ Click on "Sign Up" under 'SHARE HOLDER' tab and register with your following details: - A. User ID: Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company. B. PAN: Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable. C. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format) D. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company. • Shareholders/ members holding shares in physical form but have not recorded 'C' and 'D', shall provide their Folio number in 'D' above ▶ Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter). ▶ Click "confirm" (Your password is now generated). 2. Click on 'Login' under 'SHARE HOLDER' tab. 3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on 'Submit'. 4. After successful login, you will be able to see the notification for e-voting. Select 'View' icon. 5. E-voting page will appear. 6. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). 7. After selecting the desired option i.e. Favour / Against, click on 'Submit'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

If Shareholders holding shares in Physical Form have forgotten password:

- Click on 'Login' under 'SHARE HOLDER' tab and further Click 'forgot password?'
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

Incase shareholder is having valid email address, Password will be sent to the shareholder's registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character (@!#$&*), at least one numeral, at least one alphabet and at least one capital letter)

NOTE:

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL have forgotten the password:

Shareholders/ members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- Cast your vote electronically

1. After successful redirecting, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View "Event No" of the Bank, you choose to vote.
2. On the voting page, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

   Cast your vote by selecting appropriate option i.e. Favour/Against as desired.

   Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.
3. If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.
4. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "YES", else to change your vote, click on "NO" and accordingly modify your vote.
5. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
6. You can also take the printout of the votes cast by you by clicking on "Print" option on the Voting page.

- Guidelines for Institutional shareholders:

  - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIIPL: https://instavote.linkintime.co.in and register themselves as 'Custodian / Mutual Fund / Corporate Body'.

    They are also required to upload a scanned certified true copy of the board resolution / authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the 'Custodian / Mutual Fund / Corporate Body' login for the Scrutinizer to verify the same.

- General Guidelines for all shareholders:

  - During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular "Event".
  - Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.

- Helpdesk for Individual Shareholders holding securities in demat mode:

  In case shareholders/ members holding securities in demat mode have any technical issues related to login through Depository i.e. NSDL/ CDSL, they may contact the respective helpdesk given below:

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 22-23058542-43.

- In case the shareholders/ members holding securities in physical mode/ Institutional shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions ("FAQs") and Instavote e-Voting manual available at https://instavote.linkintime.co.in, under Help section or write an email to enotices@linkintime.co.in or Call us :- Tel : 022 - 49186000.

II. The voting rights of shareholders shall be in proportion to their shares in the paid up equity share capital of the Bank as on the cut-off date i.e. Tuesday, 3rd August 2021. However, in terms of the provisions of Section 3(2E) of the Banking Companies (Acquisition and Transfer of Undertakings) Act,1970 no shareholder of the Bank other than the Central Government, shall be entitled to exercise voting rights in respect of any shares held by him/her in excess of ten per cent of the total voting rights of all the shareholders of the Bank.

III. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. Tuesday, 3rd August 2021 only shall be entitled to avail the facility of remote e-voting and e-voting at AGM.

IV. Any person who becomes a member of the Bank after sending of the Notice of the Meeting vide e-mail and holding shares as on the cut-off date i.e. Tuesday, 3rd August 2021, may obtain the User ID and password in the manner as mentioned herein above.

V. A copy of this notice has been placed on the website of the Bank and also on the website of Link Intime India Pvt. Limited.

VI. S. N. Ananthasubramanian & Co., Practicing Company Secretaries has been appointed as the Scrutinizer for conducting the remote e-voting process in a fair and transparent manner.

VII. The Scrutinizer shall within a period not exceeding two (2) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Bank and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman.

VIII. The Results declared alongwith the Scrutinizer's Report shall be placed on the Bank's website www.centralbankofindia.co.in and on the website of Link Intime India Pvt. Limited within two (2) days of passing of the resolution at the AGM of the Bank and communicated to the BSE Limited and National Stock Exchange of India Limited.

4. CLOSURE OF REGISTER OF SHAREHOLDERS:

The Register of Shareholders and Share Transfer Books of the Bank will remain closed from 07th August, 2021 (Saturday) to 10th August, 2021 (Tuesday) (both days inclusive).

5. VOTING RIGHTS

In terms of the provisions of Section 3(2E) of the Act, no shareholder of the corresponding new Bank, other than the Central Government, shall be entitled to exercise voting rights in respect of any shares held by him/her in excess of ten per cent of the total voting rights of all the shareholders of the Bank.

Subject to the above, as per Regulation 68, each shareholder who has been registered as a shareholder shall have one vote on show of hands and in case of a poll shall have one vote for each share held by him.

6. Outcome of Meeting:

The resolution shall be deemed to be passed at the Head Office of the Bank on the date of AGM subject to receipt of the requisite number of votes in the favour of resolutions.

7. Recorded Transcript/Proceeding of the Meeting:

Proceeding of AGM held through VC/OAVM shall be made available on the website of the Bank www.centralbankofindia.co.in under Investor Relations section as soon as possible.

8. EXERCISE OF RIGHTS OF JOINT HOLDERS

As per Regulation 10 of the Regulations, if any share stands in the names of two or more persons, the person first named in the register shall, as regards voting, be deemed to be the sole holder thereof. Hence if shares are in the name of joint holders, then first named person is only entitled to attend the meeting and is only eligible to vote in the meeting.

9. Shareholders may also access the Annual Report from the Bank's website for the Meeting.

10. Intimation to shareholders holding shares in physical form:

As you may be aware that the shares cannot be traded in physical form and in order to impart liquidity to the shareholders, we request you to convert your shares into Dematerialised form. You may convert your shares into Demat by opening an Account with the nearest bank's branch providing Demat Service. The list of branches providing Demat services is available on website of the Bank. There are various advantages associated with converting your shareholding in Demat form viz. avoidance of loss, bad deliveries, faster settlements, paperless trading, etc. Further, intimations regarding change of address, bank mandate, nomination and request for transaction are required to be given only at one place i.e. with the branch where you open your Demat Account even if you hold shares of more than one Company/entity.

11. UNCLAIMED DIVIDEND, IF ANY

The shareholders who have not encashed their Dividend Warrants / or have not received dividend declared are requested to contact the Registrar and Share Transfer Agent or the Bank.

As per Section 10B of The Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of transfer to the Unpaid Dividend Account is required to be transferred to the Investor Education and Protection Fund (IEPF) and thereafter no claim for payment shall lie in respect thereof either to the Bank or to the IEPF.

EXPLANATORY STATEMENT

Appropriation of accumulated losses of the Bank as on 31.03.2021 towards Share Premium

(i) The Bank proposes to set off the accumulated losses of ₹ 1,87,24,21,73,828.20 (Eighteen Thousand Seven Hundred Twenty Four Crore Twenty One Lakh Seventy Three Thousand Eight Hundred Twenty Eight and Paise Twenty only) as at 31.03.2021 by utilizing the balance standing to the credit of Share Premium Account of Bank as on the date of set off and the share premium account will accordingly stand reduced during the current financial year 2021-22.

(ii) The effect of the aforesaid proposed Share Premium Reduction, if approved and finalised, would be that the accumulated losses, which as on 31.03.2021 stood at ₹ 1,87,24,21,73,828.20, will accordingly be set off.

(iii) The Bank is of the view that this is the most practical and economically efficient option available to the Bank in the present scenario so as to present a true and fair view of the financial position of the Bank.

(iv) The Bank will be able to represent its true financial position which would benefit shareholders as their holding will yield better value and also enable the Bank to explore opportunities to the benefit of the shareholders of the Bank including in the form of dividend payment as per the applicable provisions within a reasonable timeframe. The proposal will also put the Bank in a better position to achieve its Turnaround Plans in a time-bound manner.

(v) The Banking Companies (Acquisition & Transfer of Undertakings) Act, 1970 provides for reducing its paidup capital by cancelling any paid-up capital which is lost, or is unrepresented by available assets and the Nationalised Banks (Management and Miscellaneous Provisions) Scheme, 1970 as amended by (Nationalised Banks (Management and Miscellaneous Provisions) Amendment Scheme, 2020) allows a nationalized bank to appropriate any sum from its share premium account by following the same procedure for reduction of paid-up capital referred to in the Banking Companies (Acquisition & Transfer of Undertakings) Act, 1970.

(vi) As the proposed utilization of Share Premium account of the Bank for the purpose of setting off accumulated losses would be deemed to be a capital reduction, approval of the shareholders of the Bank by way of a Special Resolution is being sought pursuant to provisions of Section 3(2BBA) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970.

(vii) Section 17(2) of The Banking Regulations Act, 1949 provides that where the Bank appropriates any sum or sums from the Share Premium account, it shall within twenty-one days from the date of such appropriation, report the fact to the Reserve Bank, explaining the circumstances relating to such appropriation. The Bank will comply with this requirement within the prescribed time period.

(viii) The reduction of Share Premium account which involves set off of debit balance in P&L account by reducing the amount standing to the credit of the Share Premium account does not entail discharge of any consideration by the Bank to its shareholders. Accordingly, the Bank's equity capital structure and shareholding pattern post reduction of Share Premium account will remain unchanged. The Book Value of the shares will also remain unchanged. With this appropriation there will not be any changes in net worth of the Bank.

(ix) The rights of the shareholders and creditors are not prejudicially affected. The Board of Directors at its meeting held on 15.07.2021 have approved the above proposal of utilization of Share Premium account in the best interests of the Bank and its Shareholders.

Your Directors recommend passing of the Special Resolutions as mentioned in the notice for these agenda.

The Directors of the Bank may be deemed to be concerned with or interested in the resolution to the extent of their shareholding in the Bank in their individual capacity.

BY ORDER OF THE BOARD OF DIRECTORS

Sd/-
Anand Kumar Das
Deputy General Manager
Company Secretary

Place: Mumbai
Date: 15.07.2021