

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  
इमेल :  
headoffice.share@bankofindia.co.in



INVESTOR RELATIONS CELL  
HEAD OFFICE :  
Star House, C-5, "G" Block,  
8th Floor (East Wing),  
Bandra- Kurla Complex,  
Bandra (East)  
Mumbai – 400 051  
Phone : (022)- 6668 4490  
Fax : (022)- 6668 4491  
E-Mail : headoffice.share@bankofindia.co.in

संदर्भ क्र Ref No.:HO:IRC:RB:2018-19:593

दिनांक Date: 16.02.2019

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 07.01.2019**

Kindly refer to our earlier letter dated January 10, 2019, wherein it was communicated that Bank is seeking consent of the shareholders through Notice of Postal Ballot dated 07.01.2019 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 SEBI (ICDR) Regulations-2018.
2. To issue Debt Instruments which classify for Tier I and Tier II capital or otherwise, for an amount upto Rs. 10,000 crore
3. To create, offer, issue and allot 95,37,58,865 Equity Shares of face value of Rs. 10/- (Rupees Ten only) each to the Government of India ("GOI") at an Issue Price of Rs. 105.75 per share aggregating to Rs. 10,086 Crore (Rupees Ten Thousand Eighty Six Crore only) on preferential basis for cash in accordance with Regulation 164 of the SEBI (ICDR) Regulations 2018.

In this regard, we inform that all Special Resolutions as set out in the Notice of Postal Ballot dated 07.01.2019 have been passed by the Shareholders of the Bank by Requisite majority.


As required under Regulation 44 (3) of SEBI (LODR) Regulations, 2015, we enclose the details of voting results in the prescribed format alongwith the Scrutinizer's Report.

This is for your kind information and record Please.

धन्यवाद Thanking you,

भवदीय Yours faithfully,



  
(राजीव भाटिया Rajeev Bhatia)  
कंपनी सचिव Company Secretary

**BANK OF INDIA**

POSTAL BALLOT cut-off date	04.01.2019
Total number of shareholders on record date	276131
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and promoter Group:	NA
Public:	NA
No. of shareholders attended the meeting through Video Conferencing:	NA
Promoters and promoter Group:	NA
Public:	NA

Resolution 1 : To raise capital by issue of upto 125 crore fresh equity shares of Re. 10/- each at such issue price as may be determined in accordance with SEBI (ICDR) Regulations-2018.

Resolution required : (Ordinary / Special)

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

Special Resolution  
No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes In favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-VOTING	(1) 1448298073	(2) 0	$(3)=\frac{(2)}{(1)} \times 100$ 0.00	(4) 0	(5) 0	$(6)=\frac{(4)}{(2)} \times 100$ 0.00	$(7)=\frac{(5)}{(2)} \times 100$ 0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	1448298073	1448298073	100.00	1448298073	0	100.00	0.00
	TOTAL	1448298073	1448298073	100.00	1448298073	0	100.00	0.00
Public - Institutions	E-VOTING	220712471	196357672	88.97	18557800	10779872	94.51	5.49
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	220712471	0	0.00	0	0	0.00	0.00
	TOTAL	220712471	196357672	88.97	18557800	10779872	94.51	5.49
Public-Non Institutions	E-VOTING	73967825	698796	0.95	685193	13603	98.05	1.95
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	73967825	63258	0.09	61823	1436	97.73	2.27
	TOTAL	73967825	762054	1.03	747016	15038	98.03	1.97
TOTAL		1742978369	1645417799	94.40	1634622989	10794910	99.34	0.66

Resolution 2 : To Issue Debt Instruments which classify for Tier I and Tier II capital or otherwise, upto an amount upto Rs. 10,000 crore

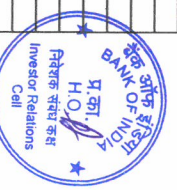
Resolution required : (Ordinary / Special)

Special Resolution  
No

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

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes In favor	No. of Votes against	% of Votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-VOTING	(1) 1448298073	(2) 0	$(3)=\frac{(2)}{(1)} \times 100$ 0.00	(4) 0	(5) 0	$(6)=\frac{(4)}{(2)} \times 100$ 0.00	$(7)=\frac{(5)}{(2)} \times 100$ 0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	1448298073	1448298073	100.00	1448298073	0	100.00	0.00
	TOTAL	1448298073	1448298073	100.00	1448298073	0	100.00	0.00
Public - Institutions	E-VOTING	220712471	196357672	88.97	18557800	10484115	94.66	5.34
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	220712471	0	0.00	0	0	0.00	0.00
	TOTAL	220712471	196357672	88.97	18557800	10484115	94.66	5.34
Public-Non Institutions	E-VOTING	73967825	699004	0.96	693245	5759	99.18	0.82
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	73967825	61935	0.08	60325	1610	97.40	2.60
	TOTAL	73967825	760939	1.03	753570	7369	99.03	0.97
TOTAL		1742978369	1645416684	94.40	1634925200	10491484	99.36	0.64





Resolution 3 : To create, offer, issue and allot requisite number of Equity Shares of face value of Rs. 10/- (Rupees Ten only) each to the Government of India ("GOI") aggregating to Rs. 10086 Crore (Rupees Ten Thousand Eighty Six Crore only) on preferential basis inclusive of premium A80 for cash at an Issue Price to be determined in accordance with Regulation 164 of the SEBI (ICDR) Regulations 2018.

Resolution required : (Ordinary / Special)

Special Resolution

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

No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes In favor	No. of Votes against	% 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	1448298073	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	1448298073	1448298073	100.00	1448298073	0	100.00	0.00
	TOTAL	1448298073	1448298073	100.00	1448298073	0	100.00	0.00
Public - Institutions	E-VOTING	220712471	196357672	88.97	186414129	9943543	94.94	5.06
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	220712471	0	0.00	0	0	0.00	0.00
	TOTAL	220712471	196357672	88.97	186414129	9943543	94.94	5.06
Public-Non Institutions	E-VOTING	73967825	699014	0.95	686328	12686	98.19	1.82
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	73967825	62749	0.09	61634	1115	98.22	1.78
	TOTAL	73967825	761763	1.03	747962	13801	98.19	1.81
TOTAL		1742978389	1645417508	94.40	1635460164	9957344	99.39	0.61



**SCRUTINIZER'S REPORT**

To,  
Managing Director & CEO,  
Bank of India,  
Star House,  
Bandra- Kurla Complex,  
Mumbai- 400051

We are pleased to present our Report on the **POSTAL BALLOT** conducted by the Bank to pass Three Special Resolutions as contained in the Notice of Postal Ballot dated **7<sup>th</sup> January, 2019**.

1. We were appointed as Scrutinizer by the Bank to conduct the Postal Ballot as contained in the Notice.

2. Shareholders' approval has been sought:

1) to create, offer, issue and allot in one or more tranches by way of offer document(s) / placement document/ prospectus or such other document(s), in India or abroad up to **125,00,00,000 (125 Crore)** fresh equity shares of the face value of Rs.10 each for cash at such premium which together with the existing paid-up equity share capital provided that the Central Government shall at all times hold not less than 51% of the paid-up Equity capital of the Bank, whether at a discount or premium to the market price.

2) to create, offer, issue and allot in one or more tranches by way of offer document (s) /prospectus or such other document (s), in India or abroad for making offer(s) or invitation(s) to subscribe to perpetual debt instruments in accordance with the guidelines framed by RBI, Non-Convertible Debentures including but not limited to Subordinated Debentures, Bonds, Perpetual Non-Cumulative Preference Shares and /or other debt securities/ Preference Shares, etc. on a private placement / public issue basis, in one or more tranches which may classify for TIER I or TIER II Capital as identified and classified by RBI or such other authority for an amount not exceeding **Rs.10,000 Crore**.

3) to create, offer, issue and allot upto **95,37,58,865** Equity Shares of face value of Rs.10/- (Rupees Ten only) each at an issue price determined in accordance with Regulation 164 of the SEBI (ICDR) Regulations 2018 of Rs.105.75 per share inclusive of premium for cash to Government of India ("GOI") aggregating to **Rs.10,086 Crore (Rupees Ten Thousand Eighty Six Crore only)** on preferential basis.

*Scrutinizer's Report on Bank of India -Postal Ballot vide notice dated 7<sup>th</sup> January, 2019*



3. On the basis of the Register of Members and the List of Beneficiary Owners made available by the Depositories viz., **National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL)**, as on **4<sup>th</sup> January, 2019 (cut-off date)**, the Bank completed dispatch of the as under:

- On **10.01.2019** by e-mail to **1,41,859** shareholders who had registered their email-ids with the Bank/ Depositories;
- On **10.01.2019** in physical form by courier to **1,34,272** shareholders.

In continuation to the disclosures made in the Explanatory Statement on the Item No.3 of the notice, the Bank issued an Addendum dated 16<sup>th</sup> January, 2019 to the Postal Ballot Notice *inter alia* containing issue price, pre and post shareholding pattern and other relevant terms of the issue in compliance with Chapter V of the SEBI ICDR Regulations, 2018 and

- E-mailed the addendum to shareholders who had registered their email-ids with the Bank on **18.01.2019**.
- hosted on the Bank's website and website of the e-voting agency i.e. CDSL, and on the websites of the Stock Exchanges on which the Bank's shares are listed i.e. NSE of India Ltd. and BSE Ltd. on **16.01.2019**.
- published the same in Hindi, English, and Marathi Newspapers for information of the shareholders, on **16.01.2019**.

4. In terms of the Notice, shareholders were required to convey their assent or dissent, as the case may be, as under:

- In case of Postal Ballot Form mailed to them by the Bank, in pre-paid envelopes addressed to us on or before close of working hours at **5:00 p.m. on Friday, 15<sup>th</sup> February, 2019**.
- In case of e-voting, votes to be cast electronically on e-voting platform provided by Central Depository Services Limited (CDSL) till **5:00 p.m. on Friday, 15<sup>th</sup> February, 2019**.


5. We received **328** Postal Ballot Forms and **294** shareholders cast their votes on the e-voting platform, till **5:00 p.m. on Friday, 15<sup>th</sup> February, 2019**.

6. With the support of **Bigshare Services Private Limited**, the Registrar & Transfer Agents (RTA) of the Bank, the Postal Ballot Forms were scrutinized and signatures of Shareholders were verified with their specimen signatures registered with RTA and as provided by the Depositories.



7. In case of e-voting, Shareholders' demographic details, their voting rights and voting pattern were provided by RTA.
8. The votes, if any, cast by a Shareholder(s) both, through Postal Ballot Form and e-voting having been identified, votes cast through e-voting only were considered valid.
9. Pursuant to the provisions of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, voting rights of shareholders other than the Central Government have been restricted to 10% of the total voting rights of all Shareholders of the Bank.
10. After the aforesaid scrutiny of Postal Ballot Forms and taking into account the e-voting result, we report that all the Three Special Resolutions as contained in the Postal Ballot Notice dated **7<sup>th</sup> January, 2019** have been passed with requisite majority.

We have annexed with this Report, details of the Postal Ballot and e-voting and an analysis of the Result of Three Special Resolutions as contained in the aforesaid Notice.

Malati A. 



**Malati Kumar**  
**Partner**  
**ACS 15508**  
**COP No. 10980**

**15<sup>th</sup> February, 2019**  
**Thane**

**Details of Postal Ballot & e-voting**

<b>A</b>	<b>Postal Ballot</b>	<b>Item 1</b>	<b>Item 2</b>	<b>Item 3</b>
1	Number of Forms received from Shareholders	328	328	328
2	Number of Forms rejected / not considered for the reason of :			
	• Signature Not tallied	3	3	3
	• Vote not casted	2	11	7
	• Voted for and against	1	1	1
	• Board Resolution not available	2	2	2
	<b>Total Invalid Forms</b>	<b>8</b>	<b>17</b>	<b>13</b>
3	Number of Valid Forms (1-2)	320	311	315
<b>B</b>	<b>E-Voting</b>			
1	Number of shareholders who participated in e-voting.	294	294	294
2	Not voted	4	1	0
3	Number of valid e-voters(1-2)	290	293	294
<b>C</b>	<b>Total Valid Voters (A3+B3)</b>	<b>610</b>	<b>604</b>	<b>609</b>



**S. N. ANANTHASUBRAMANIAN & CO.**  
**COMPANY SECRETARIES**  
 Firm Registration No. P1991MH040400

10/26, BRINDABAN, THANE – 400601 | Tel: 25345648/25432704 | Email:snaco@snaco.net | Website:www.snaco.net

**Result of Postal Ballot**

**Item No.1: To create, offer, issue and allot in one or more tranches by way of offer document(s) / placement document/prospectus or such other document(s), in India or abroad up to 125,00,00,000 (125 Crore) fresh equity shares of the face value of Rs.10 each for cash at such premium which together with the existing paid-up equity share capital provided that the Central Government shall at all times hold not less than 51% of the paid-up Equity capital of the Bank, whether at a discount or premium to the market price.**

Particulars	Number of Valid			Number of Valid Votes contained in			%
	e-voters	Postal Ballot Forms	Total	e-votes	Postal Ballot Forms	Total	
Assent	251	311	562	18,62,62,993	144,83,59,896	163,46,22,889	99.34
Dissent	39	9	48	107,93,475	1,435	107,94,910	0.66
<b>Total</b>	<b>290</b>	<b>320</b>	<b>610</b>	<b>19,70,56,468</b>	<b>144,83,61,331</b>	<b>164,54,17,799</b>	<b>100.00</b>

Based on the aforesaid result, we report that, the **Special Resolution** as contained in the Item No.1 in the Postal Ballot Notice dated **7<sup>th</sup> January, 2019** has been passed with requisite majority.



*Malati A.K.*

**Malati Kumar**  
 Partner  
 ACS 15508  
 COP No. 10980

15<sup>th</sup> February, 2019  
 Thane



**S. N. ANANTHASUBRAMANIAN & CO.**  
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Firm Registration No. P1991MH040400

10/26, BRINDABAN, THANE - 400601 | Tel: 25345648/25432704 | Email: snaco@snaco.net | Website: www.snaco.net

**Result of Postal Ballot**

**Item No. 2: To create, offer, issue and allot in one or more tranches by way of offer document (s) /prospectus or such other document (s), in India or abroad for making offer(s) or invitation(s) to subscribe to perpetual debt instruments in accordance with the guidelines framed by RBI, Non-Convertible Debentures including but not limited to Subordinated Debentures, Bonds, Perpetual Non-Cumulative Preference Shares and /or other debt securities/ Preference Shares, etc. on a private placement / public issue basis, in one or more tranches which may classify for TIER I or TIER II Capital as identified and classified by RBI or such other authority for an amount not exceeding Rs.10,000 Crore.**

Particulars	Number of Valid			Number of Valid Votes contained in			%
	e-voters	Postal Ballot Forms	Total	e-votes	Postal Ballot Forms	Total	
Assent	246	299	545	18,65,66,802	144,83,58,398	163,49,25,200	99.36
Dissent	47	12	59	104,89,874	1,610	104,91,484	0.64
<b>Total</b>	<b>293</b>	<b>311</b>	<b>604</b>	<b>19,70,56,676</b>	<b>144,83,60,008</b>	<b>164,54,16,684</b>	<b>100.00</b>

Based on the aforesaid result, we report that, the Special Resolution as contained in the item no.2 in the Postal Ballot Notice dated 7<sup>th</sup> January, 2019 has been passed with requisite majority.



*Malati A. Kumar*  
**Malati Kumar**  
**Partner**  
**ACS 15508**  
**COP No. 10980**

**15<sup>th</sup> February, 2019**  
**Thane**

**S. N. ANANTHASUBRAMANIAN & CO.**  
**COMPANY SECRETARIES**  
 Firm Registration No. P1991MH040400

10/26, BRINDABAN, THANE - 400601 | Tel: 25345648/25432704 | Email: snaco@snaco.net | Website: www.snaco.net

**Result of Postal Ballot**

**Item No. 3: To create, offer, issue and allot upto 95,37,58,865 Equity Shares of face value of Rs.10/- (Rupees Ten only) each at an issue price determined in accordance with Regulation 164 of the SEBI (ICDR) Regulations 2018 of Rs.105.75 per share inclusive of premium for cash to Government of India ("GOI") aggregating to Rs.10,086 Crore (Rupees Ten Thousand Eighty Six Crore only) on preferential basis.**

Particulars	Number of Valid			Number of Valid Votes contained in			%
	e-voters	Postal Ballot Forms	Total	e-votes	Postal Ballot Forms	Total	
Assent	254	305	559	18,71,00,457	144,83,59,707	163,54,60,164	99.39
Dissent	40	10	50	99,56,229	1,115	99,57,344	0.61
<b>Total</b>	<b>294</b>	<b>315</b>	<b>609</b>	<b>19,70,56,686</b>	<b>144,83,60,822</b>	<b>164,54,17,508</b>	<b>100.00</b>

Based on the aforesaid result, we report that, the **Special Resolution** as contained in the item No.3 in the Postal Ballot Notice dated 7<sup>th</sup> January, 2019 has been passed with requisite majority.



*Malati A. Kumar*  
**Malati Kumar**  
 Partner  
 ACS 15508  
 COP No. 10980  
 15<sup>th</sup> February, 2019  
 Thane