

BCC:ISD:112:09:222

31.07.2020

The Vice President B S E Ltd., Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001 BSE Code-532134	The Vice President National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai- 400 051 NSE Code- BANKBARODA
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Dear Sir / Madam,

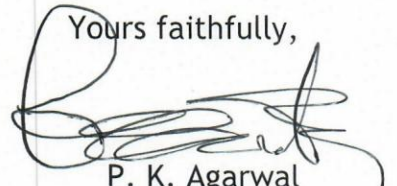

Re: 24th Annual General Meeting of our Bank - Submission of Proceedings & Voting Results under SEBI (LODR) Regulations, 2015

We advise that the 24th Annual General Meeting of Bank of Baroda was held today i.e. 31st July 2020 at 10.00 AM through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

In this regard, we are enclosing the Proceedings of the Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Consolidated Voting Results as submitted by Scrutinizers.

We request you to take a note of the above pursuant to respective SEBI (LODR) Regulations and upload the same on your website.

Yours faithfully,


P. K. Agarwal
Company Secretary


Encl.- As above

Proceedings

24th Annual General Meeting through VC / OAVM

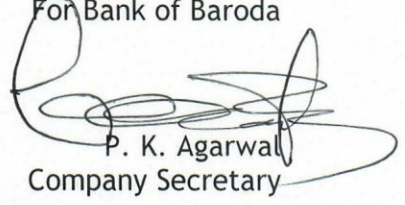
- In accordance with the Notice dated 23rd June 2020, the 24th Annual General Meeting of the Shareholders of Bank of Baroda was held on Friday, 31st July, 2020 at 10.00 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with MCA (Ministry of Corporate Affairs) / SEBI / GOI guidelines.
- Dr. Hasmukh Adhia, Chairman of the Bank, chaired the meeting pursuant to Regulation 59 of Bank of Baroda General (Shares and Meetings) Regulations, 1998.
- The Chairman, after ascertaining the quorum, called the Meeting to order.
- The Chairman welcomed the Shareholders and introduced the Directors present. The Chairman of the Audit Committee of the Board & Chairman of Stakeholders Relationship Committee were also present at the Meeting.
- The Chairman informed that Pre-dispatch Notice providing details of this meeting was published in Times of India in English, Business Standard in Hindi, and Gujarat Samachar in Gujarati on 02nd July 2020. The Notice of this meeting along with the various links including Full Annual Report 2019-20 was e-mailed on 08th July 2020 to the Shareholders who have registered their email ids. Post-dispatch, E-voting Notice of 24th AGM was published in Times of India in English, Business Standard in Hindi, and Gujarat Samachar in Gujarati on 09th July 2020. The Notice was also hosted on the website of the Bank. With the permission of the Shareholders present, the Notice was taken as read.
- The Chairman then addressed the Shareholders. He apprised the Shareholders on the economic and banking environment, banking landscape, amalgamation development, the continuing transformation, COVID 19 development, financial performance, new initiatives taken by the Bank and future strategy to be adopted to further strengthen the Bank, etc.
- The Chairman then moved the resolutions as per Notice of 24th AGM for 1) To discuss, approve and adopt the Balance Sheet of the Bank as at 31st March 2020 and related items; 2) To approve capital plan 2020-21 for raising of Equity Capital by Special Resolution.
- The Chairman informed that in terms of Regulation 44 of SEBI (LODR) Regulations, 2015 read with Rule 20 of Companies (Management and Administration) Rules, 2014 the Bank had provided Remote E-Voting facility to Shareholders from 9.00 a.m. on 28th July 2020 to 5.00 p.m. on 30th July 2020 for voting on the items on the agenda.
- The Chairman further informed that the Bank has appointed KFin Technologies Pvt. Ltd. as E-voting agency and M/s S. N. Ananthasubramanian & Co, Practicing Company Secretaries as Scrutinizer to oversee the Remote E-voting and e-voting process.



- The Chairman then invited participation of the Shareholders for discussing agenda items. Few shareholders spoke one by one at the meeting and made observations / queries in respect of agenda items.
- Shri Sanjiv Chadha, Managing Director & CEO of the Bank responded to the observations made / queries raised by the Shareholders.
- The Chairman thanked the Shareholders for their active participation and informed that e-voting facility is available for the members who have not cast their votes to cast their votes.
- After casting of the votes by Shareholders, the 24th AGM of the Bank concluded.
- Consolidated Voting Results were uploaded on the website of BSE, NSE, Bank and Karvy.



For Bank of Baroda


P. K. Agarwal
Company Secretary

Date: 31st July 2020

Encl: As Above



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 1: To receive, consider and adopt the Audited Financial Statements (including audited Consolidated Financial Statements) for the Financial Year ended 31st March, 2020 and the Reports of the Board of Directors and Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	681	3,97,55,92,799	32	1,09,153	713	3,97,57,01,952	99.9998
Dissent	28	9,091	1	10	29	9,101	0.0002
Total	709	3,97,56,01,890	33	1,09,163	742	3,97,57,11,053	100.0000

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 23rd June, 2020 has been **passed with requisite majority**.

Digitally signed by
ANANTHASUBRAMANIAN
NARAYANAN SATYAMANGALAM
Date: 2020.07.31 16:11:44 +05'30'



S. N. Ananthasubramanian
Partner

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ICSI UDIN: F004206B000538872

31st July, 2020 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 2: To approve Equity Capital Plan of Bank for F.Y. 2020-21

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	651	3,94,28,50,472	31	99,803	682	3,94,29,50,275	99.1547
Dissent	63	3,36,06,446	2	9,360	65	3,36,15,806	0.8453
Total	714	3,97,64,56,918	33	1,09,163	747	3,97,65,66,081	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 23rd June, 2020 has been **passed with requisite majority**.

Digitally signed by
ANANTHASUBRAMANIAN
NARAYANAN SATYAMANGALAM
Date: 2020.07.31 16:11:59 +05'30'



S. N. Ananthasubramanian
Partner

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31st July, 2020 | Thane