

CO:IRD:2024:25:105

Date: 16.07.2024

National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, 'G' Block, Bandra-Kurla Complex, Bandra (E), Mumbai-400 051 Scrip code – CENTRALBK	BSE Limited Corporate Relationship Dept., Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001 Scrip Code – 532885
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Dear Sir/Madam,

Sub: Outcome of the 17th Annual General Meeting of the Bank.

This is to inform that the 17th Annual General Meeting (AGM) of the Shareholders of Bank was held today i.e 16th July, 2024 at 11.00 a.m through Video Conference (VC) or Other Audio Visual Means (OAVM) and following resolutions as mentioned in the AGM notice were passed by shareholders of the Bank with requisite majority:-

Item No	Particulars of Agenda	Type of Resolution
1	To discuss, approve and adopt the Audited Standalone and the Consolidated Balance Sheet of the Bank as at 31 st March 2024, Standalone and Consolidated Profit and Loss Account of the Bank for the year ended 31st March 2024, 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.	Ordinary Resolution
2	To approve the appointment of Smt. Charulatha S. Kar as RBI Nominee Director on the Board of the Bank.	Ordinary Resolution
3	To approve the appointment of Shri Mahendra Dohare as Executive Director on the Board of the Bank.	Ordinary Resolution
4	Election of ONE Shareholder Director.	Ordinary Resolution
5	To consider raising of Equity capital aggregate upto Rs.5000 crore through various modes such as QIP/FPO/ Rights issue.	Special Resolution

The said meeting was concluded at 01.15pm.

We enclose herewith a copy of proceedings of the said 17th AGM as per Annexure I and scrutinizer report dated 16.07.2024.

Please take the above on your record.

Thanking you,

Yours faithfully,

For **CENTRAL BANK OF INDIA**

CHANDRAKANT BHAGWAT

Company Secretary & Compliance Officer

Encl.: As above

Annexure 1

Proceedings of the 17th (Seventeenth) Annual General Meeting (AGM) of Shareholders of CENTRAL BANK OF INDIA held on Tuesday, 16th July, 2024 at 11:00 AM through Video Conference (VC)/Other Audio Visual Means (OAVM).

As per Notice dated 04th June, 2024, the 17th AGM of the Shareholders of the Bank commenced at 11.00 a.m on 16th July, 2024 through VC/OAVM.

In terms of Regulation 59(1) of the Central Bank of India (Shares and Meetings) Regulations, 1998, Shri M V Rao, Managing Director and CEO took the Chair.

Necessary quorum in terms of Regulation 58(i) of the Central Bank of India (Shares and Meetings) Regulations, 1998 being present, the Chairman commenced the proceedings of the 17th Annual General Meeting.

The Chairman welcomed the Shareholders present, and introduced the Directors present in person, and through Video Conference/Other Audio Visual Means (OAVM).

It was informed that the Notice convening the 17th AGM along with Annual Report was sent to the Shareholders in the prescribed manner as well as Notice regarding same was published in the newspapers and also hosted on the website of the Bank and same was taken as read.

The Chairman further informed that Bank has not received any Authorized Representation (except from Government of India) from Shareholders under the public category till Thursday, 11th July, 2024 being the last day for receipt of the same. He also informed that the Central Government nominated Shri. Jnanatosh Roy, Under Secretary to attend and represent the Government of India in this Annual General Meeting.

17th Annual General Meeting of the Bank was attended by 288 shareholders through Video Conference / Other Audio Visual Means (OAVM).

The Chairman while addressing the shareholders briefly touched upon the Economic outlook, performance of the Bank under major business parameters, initiatives taken, achievement of Bank etc., during the FY 2023-24 and the way forward.

The Chairman then moved the following Resolutions proposed in the AGM notice dated 04th June, 2024:-

1. To discuss, approve and adopt the Audited Standalone and the Consolidated Balance Sheet of the Bank as at 31st March 2024, Standalone and Consolidated Profit and Loss Account of the Bank for the year ended 31st March 2024, 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. (Ordinary Resolution)
2. To approve the appointment of Smt. Charulatha S. Kar as RBI Nominee Director on the Board of the Bank. (Ordinary Resolution)
3. To approve the appointment of Shri Mahendra Dohare as Executive Director on the Board of the Bank. (Ordinary Resolution)

4. Election of ONE Shareholder Director. (Ordinary Resolution)
5. To consider raising of Equity capital aggregate upto Rs.5000 crore through various modes such as QIP/FPO/ Rights issue. (Special Resolution)

The Chairman then requested the shareholders, who registered their names as speakers to speak at the meeting and to make their observations/queries/suggestions. Thereafter, the Chairman replied summarily to the queries/observations made by the speaker shareholders on the overall business performance and agenda items mentioned in the notice.

The Chairman thereafter requested the shareholders who had not casted their vote through remote e-voting to cast their vote through e- voting during the meeting.

The Chairman further, informed that results of the Remote E-voting and E-voting along with Scrutinizer's Report shall be placed on the Bank's website www.centralbankofindia.co.in and on the website of Link Intime India Pvt. Ltd within two working days of passing of the resolution and same will also be communicated to the BSE Limited and National Stock Exchange of India Limited.

The Chairman then thanked all the shareholders for their active participation in conduct of the meeting.

Based on the Scrutinizer Report issued by M/s S. N. ANANTHASUBRAMANIAN & CO. agenda items nos. 1,2,3,4 & 5 as mentioned in the notice dated 04th June, 2024 was passed with requisite majority.

Date : 16.07.2024
Place : Mumbai

(Chandrakant Bhagwat)
Company Secretary & Compliance Officer



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

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ICSI Unique Code: P1991MH040400

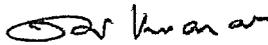
16th July, 2024

To,
The Managing Director & Chief Executive Officer
Central Bank of India
Chander Mukhi Building, Nariman Point,
Mumbai-400 021

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your shareholders during the Annual General Meeting (AGM) of your Bank held on 16th July, 2024 through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM").

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




S. N. Viswanathan
Partner



SCRUTINIZER'S REPORT

Name of the Bank	Central Bank of India
Meeting	17th Annual General Meeting
Day, Date & Time	Tuesday, 16th July, 2024 at 11.00 A.M.
Deemed Venue	Chandermukhi, Nariman Point, Mumbai 400 021
Mode	Through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

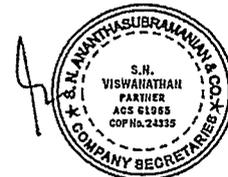
1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Shareholders at the Annual General Meeting ("AGM") of **Central Bank of India** (hereinafter referred to as 'the Bank') held on **Tuesday, 16th July, 2024** at 11.00 a.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions, based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the Annual General Meeting

2.1. Notices were published in Business Standard (English newspaper and Hindi newspaper editions) and Tarun Bharat (Marathi newspaper), having electronic editions, specifying the date and time of the AGM, availability of the notice on Bank's website and website of the Stock Exchanges, manner of registration of email ids by the Members (both physical and demat) who are yet to register their email ids with the Bank, manner of voting through remote e-voting or through e-voting system during the AGM, etc.;

a) Prior to the dispatch of Notice, on **05th June, 2024**, pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the





S. N. ANANTHASUBRAMANIAN & CO **Company Secretaries**

AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio Visual Means (OAVM);

b) Post the dispatch of Notice, on **24th June, 2024**, pursuant to the provisions of the Companies Act, 2013 and the relevant rules made thereunder;

2.2. The Bank hosted the detailed notice of AGM on its website, website of Link Intime India Private Limited (**e-voting agency/Link**) and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **20th June, 2024**.

2.3. The Bank has informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by Link, Registrar and Share Transfer Agents ("RTA") of the Bank and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Bank completed dispatch of Notice of AGM on **22nd June, 2024** by e-mail to **6,63,990** members who had registered their email ids with the Bank.

3. Cut-off date

3.1 Voting rights with respect to the agenda item nos. 1, 2, 3 and 5 were reckoned as on **Tuesday, 09th July, 2024**, being the cut-off and voting rights with respect to the agenda item no.4 was reckoned as on **Friday, 14th June, 2024** being the cut-off date for the purpose of deciding the entitlement of Shareholders for participation in the Election of One Shareholder Director of the Bank.

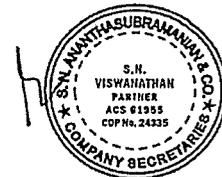
4. Remote e-voting process

4.1. Agency

The Bank appointed Link as the agency for providing the platform for remote e-voting and e-voting during the AGM.

4.2. Remote e-voting period

Remote e-voting platform was open from **10.00 a.m. (IST) on Friday, 12th July 2024** till **5.00 p.m. (IST) on Monday, 15th July 2024** and Shareholders were





S. N. ANANTHASUBRAMANIAN & CO **Company Secretaries**

required to cast their votes electronically conveying their assent or dissent in respect of the agenda items 1, 2, 3 and 5 and electing on any one candidate on agenda item no. 4 in the remote e-voting platform provided by Link.

5. Voting at the Annual General Meeting

5.1. In line 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 during the AGM, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of the Annual General Meeting, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.

5.2. Accordingly, Link, 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.

6. Counting Process

6.1. On completion of e-voting at the AGM, we unblocked the results of the remote e-voting and e-voting by Shareholders at the AGM, on the Link's e-voting platform and downloaded the results for scrutiny.

6.2. No Shareholder of the Bank other than the Central Government holds more than 10% of total voting rights of all Shareholders of the Bank. Accordingly, provisions of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 with respect to restriction of voting rights are not applicable.

6.3. All the votes polled were found to be valid.

7. Results

7.1. Consolidated results with respect to the agenda items as set out in the Notice of the AGM dated 04th June, 2024 is enclosed herewith.



Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 17th AGM of Central Bank of India held on 16th July, 2024.



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

7.2. Based on the aforesaid results, we report that:

7.2.1 Mr. Sarada Kumar Hota can be elected as the Director of the Bank from amongst shareholders other than Central Government; and

7.2.2 3 (Three) Ordinary Resolutions as set out in Agenda Items No.1 to 3 and 1 (One) Special Resolution as set out in Agenda Item No.5 of the Notice of the AGM dated 04th June, 2024 have been passed with the requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 5218/2023



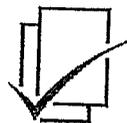


S. N. Viswanathan
Partner

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ICSI UDIN: A061955F000754537

16th July, 2024 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 1: To discuss, approve and adopt the Audited Standalone and Consolidated Balance Sheet of the Bank as at March 31, 2024, Standalone and Consolidated Profit and Loss Account of the Bank for the year ended 31st March, 2024, 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.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	348	8,32,45,72,550	9	350	357	8,32,45,72,900	99.9999
Dissent	13	2,515	0	0	13	2,515	0.0001
Total	361	8,32,45,75,065	9	350	370	8,32,45,75,415	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 Annual General Meeting dated 04th June, 2024 has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries



S. N. Viswanathan
Partner

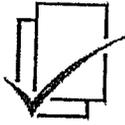
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Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 17th AGM of Central Bank of India held on 16th July, 2024.



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 2: To approve the appointment of Smt. Charulatha S. Kar as RBI Nominee Director on the Board of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	318	8,31,73,46,883	9	350	327	8,31,73,47,233	99.9132
Dissent	42	72,27,535	0	0	42	72,27,535	0.0868
Total	360	8,32,45,74,418	9	350	369	8,32,45,74,768	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the Annual General Meeting dated 04th June, 2024 has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

S. N. Viswanathan
Partner

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Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 17th AGM of Central Bank of India held on 16th July, 2024.



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 3: To approve the appointment of Shri. Mahendra Dohare as Executive Director on the Board of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	309	8,31,73,45,774	9	350	318	8,31,73,46,124	99.9132
Dissent	49	72,29,083	0	0	49	72,29,083	0.0868
Total	358	8,32,45,74,857	9	350	367	8,32,45,75,207	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 3** of the Notice of the Annual General Meeting dated 04th June, 2024 has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries



S. N. Viswanathan
Partner

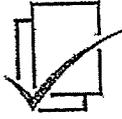
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Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 17th AGM of Central Bank of India held on 16th July, 2024.



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 4: Election of ONE Shareholder Director from Shareholders other than the Central Government

Name of the Candidate	Remote e-Voting		Voting at the AGM		Total	
	Voters	Votes	Voters	Votes	Voters	Votes
Mr. Sarada Kumar Hota	182	23,69,12,789	1	8,300	183	23,69,21,089
Mr. Deepak Arora	158	4,00,812	0	0	158	4,00,812

S. N. Viswanathan

S. N. Viswanathan
Partner
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Mukul N. Dandige

Mukul N. Dandige
General Manager and Chief Returning
Officer
Central Bank of India

Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 17th AGM of
Central Bank of India held on 16th July, 2024.



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

ELECTION RESULTS

Name of the Candidate	Number of Votes
Mr. Sarada Kumar Hota	23,69,21,089

Pursuant to Regulation 65 of Central Bank of India (Shares and Meetings) Regulations, 1998, Mr. Sarada Kumar Hota can be declared elected as a Director of the Bank from amongst shareholders other than the Central Government.

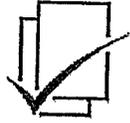
S. N. Viswanathan

Partner
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16th July, 2024 | Thane



Mukul N. Dandige

General Manager and Chief Returning
Officer
Central Bank of India



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 5: To consider raising of Equity capital aggregate upto Rs. 5000 crore through various modes such as QIP/FPO/Rights Issue.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	342	8,32,45,77,250	9	350	351	8,32,45,77,600	99.9999
Dissent	21	4,160	-	-	21	4,160	0.0001
Total	363	8,32,45,81,410	9	350	372	8,32,45,81,760	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 5** of the Notice of the Annual General Meeting dated 04th June, 2024 has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries



S. N. Viswanathan
Partner

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16th July, 2024 | Thane



Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 17th AGM of Central Bank of India held on 16th July, 2024.