

केंद्रीय कार्यालय

Central Office

CO:IRD:2023:24: 143

30 June, 2023

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

Sub: Proceedings/Outcome of the 16th Annual General Meeting of the Bank.

This is to inform that the 16th Annual General Meeting of the Shareholders of Bank was held today i.e 30th June, 2023 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	Agenda	Type of Resolution
1	To discuss, approve and adopt the Audited Standalone and the Consolidated Balance Sheet of the Bank as at 31st March 2023, Standalone and Consolidated Profit and Loss Account of the Bank for the financial year ended 31st March 2023, 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 Shri Hardik Mukesh Sheth as Government Nominee Director on the Board of the Bank	Ordinary Resolution
3	To approve the appointment of Shri M.V. Murali Krishna as Executive Director on the Board of the Bank.	Ordinary Resolution
4	To approve the appointment of Shri Priavrat Sharma as Non-Official Director under CA category on the Board of the Bank	Special Resolution
5	To consider raising of Equity capital aggregate upto ₹ 2500 crore through various modes such as QIP/FPO/ Rights Issue	Special Resolution

We enclosed herewith a copy of proceedings of the said 16th AGM as per annexure I

Please take the above on your record.

Thanking you,

Yours faithfully,

For CENTRAL BANK OF INDIA

CHANDRAKANT BHAGWAT

Company Secretary & Compliance Officer

Encl :- A/a

Annexure 1

Proceedings of the 16th (Fifteenth) Annual General Meeting of shareholders of CENTRAL BANK OF INDIA held on Friday, 30th June, 2023 at 11:00 AM through Video Conference(VC)/Other Audio Visual Means (OAVM) at head office of the Bank situated at Chandermukhi, Nariman Point, Mumbai- 400 021.

As per Notice dated 06th June, 2023, the 16th AGM of the shareholders of the Bank commenced at 11.00 a.m on 30th June, 2023 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(1) of the Central Bank of India (Shares and Meetings) Regulations, 1998 being present, the Chairman commenced the proceedings of the 16th Annual General Meeting.

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

As the Notice convening the 16th AGM along with Annual Report has already been sent to the shareholders in the prescribed manner as well as published in the newspapers and also hosted on the website of the Bank, the same was taken as read.

Chairman further informed that Bank has not received any Authorized Representation (Except Government of India) from shareholders under the public category till Monday, 26th June, 2023 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.

The Chairman of Audit Committee and Stakeholder's Relationship Committee of the Board were also present in the meeting.

16th Annual General Meeting of the Bank was attended by 34 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 2022-23 and the way forward.

Chairman then moved the following Resolutions proposed in the AGM notice dated 6th June, 2023:-

1. To discuss, approve and adopt the Audited Standalone and the Consolidated Balance Sheet of the Bank as at 31st March 2023, Standalone and Consolidated Profit and Loss Account of the Bank for the financial year ended 31st March 2023, 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 Shri Hardik Mukesh Sheth as Government Nominee Director on the Board of the Bank. (Ordinary Resolution)
3. To approve the appointment of Shri M.V. Murali Krishna as Executive Director on the Board of the Bank. (Ordinary Resolution)
4. To approve the appointment of Shri Priavrat Sharma as Non-Official Director under CA category on the Board of the Bank. (Special Resolution)
5. To consider raising of Equity capital aggregate upto ₹ 2500 crore through various modes such as QIP/FPO/ Rights Issue. (Special Resolution)

The Chairman requested the shareholders, who registered their names as speakers to speak at the meeting and to make their observations/queries. 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 then requested the shareholders who had not casted their vote through remote e-voting to cast their vote through e- voting during the meeting.

Chairman further, intimated 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 (2) days of passing of the resolution and will be communicated to the BSE Limited and National Stock Exchange of India Limited.

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

Based on the Scrutinizer Report (as enclosed) issued by M/s S. N. ANANTHASUBRAMANIAN & CO. agenda items nos 1,2,3,4 & 5 as mentioned in the notice dated 06th June, 2023 was passed with requisite majority.

Date :30.06.2023

Place : Mumbai

(Chandrakant Bhagwat)
Company Secretary & Compliance Officer



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

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30th June, 2023

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 voting by your Shareholders during the 16th Annual General Meeting of your Bank held on Friday, 30th June, 2023 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
Type of Meeting	16th Annual General Meeting
Day, Date & Time	Friday, 30th June, 2023 at 11:00 a.m. (IST)
Deemed Venue	Chandermukhi, Nariman Point, Mumbai - 400 021
Mode	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 for the 16th Annual General Meeting ("AGM") of Central Bank of India (hereinafter referred to as 'the Bank') held on Friday, 30th June, 2023 at 11:00 a.m. (IST) 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 voting on the resolutions, based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to the relevant Circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio Visual Means (OAVM), an advertisement was published in **Business Standard** (All Editions-English newspaper/ Hindi newspaper) and **Tarun Bharat** (Mumbai Edition- Marathi language newspaper), having electronic editions on **08th June, 2023**, 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.





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

- 2.2 The Bank hosted the notice of AGM on its website, website of Link Intime India Private Limited (**e-voting Agency/ Link**) and also submitted the same to BSE Limited and National Stock Exchange of India Limited on **07th June, 2023**.
- 2.3 The Bank informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Link, the 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 **08th June, 2023** by e-mail to 3,92,705 Shareholders whose email-ids were registered with the Bank/ Depositories.
- 2.4 As informed to us, no Member has registered his/her e-mail id pursuant to the advertisements made by the Bank.

3. Cut-off date

Voting rights were reckoned as on **Friday, 23rd June, 2023**, being the cut-off date for the purpose of deciding the entitlements of Members for remote e-voting and e-voting during the AGM, in respect of agenda item Nos.1 to 5 of the Notice of AGM dated 06th June, 2023.

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 at the AGM.

4.2. Remote e-voting period

Remote e-voting platform was opened at **10:00 a.m. (IST) on Monday, 26th June, 2023** and was closed at **05:00 p.m. (IST) on Thursday, 29th June, 2023** and the Members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by Link.





S. N. ANANTHASUBRAMANIAN & CO

Company Secretaries

5. Voting at the AGM

5.1 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 general meeting, the Scrutinizer shall have access, after closure of period of remote e-voting and before the start of 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.

5.2 Accordingly, Link the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the Members who had cast their votes through remote e-voting.

6. Counting Process

6.1 On completion of e-voting during the AGM, we unblocked the results of the remote e-voting and e-voting by Shareholders during 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 cast by the Shareholders were found to be valid.

7. Results

7.1 Consolidated results with respect to Agenda Item Nos.1 to 5 as set out in the Notice of the AGM dated 06th June, 2023 are enclosed herewith.





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

7.2 Based on the aforesaid results, we report that the 03 (Three) Ordinary Resolutions as set out in Item Nos. 1 to 3 and 02 (Two) Special Resolutions as set out in Item No. 4 and 5 of the Notice of the AGM dated 06th June, 2023 have been passed with the requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 606/2019




S. N. Viswanathan

Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955E000527387

30th June, 2023 | Thane



CONSOLIDATED RESULTS

Item No. 1: To consider and adopt the audited Standalone and the Consolidated Financial Statements for the Financial Year ended 31st March, 2023 together with the Reports of the Board of Directors and the Auditors thereon.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	409	8,32,78,77,263	3	43	412	8,32,78,77,306	99.9999
Dissent	12	10,346	0	0	12	10,346	0.0001
Total	421	8,32,78,87,609	3	43	424	8,32,78,87,652	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 06th June, 2023 has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

S. N. Viswanathan



S. N. Viswanathan
Partner
ACS: 61955 | COP: 24335

ICSI UDIN: A061955E000527387
30th June, 2023 | Thane



CONSOLIDATED RESULTS

Item No. 2: To approve the appointment of Shri Hardik Mukesh Sheth as Government 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	379	8,31,35,38,821	3	43	382	8,31,35,38,864	99.8254
Dissent	44	1,45,37,236	0	0	44	1,45,37,236	0.1746
Total	423	8,32,80,76,057	3	43	426	8,32,80,76,100	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 AGM dated 06th June, 2023 has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

S. N. Viswanathan



S. N. Viswanathan
Partner

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S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 3: To approve the appointment of Shri M.V. Murali Krishna 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	380	8,31,42,61,136	3	43	383	8,31,42,61,179	99.8341
Dissent	39	1,38,13,886	0	0	39	1,38,13,886	0.1659
Total	419	8,32,80,75,022	3	43	422	8,32,80,75,065	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 AGM dated 06th June, 2023 has been passed with requisite majority.

For **S. N. ANANTHASUBRAMANIAN & Co.**
Company Secretaries





S. N. Viswanathan
Partner
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30th June, 2023 | Thane



CONSOLIDATED RESULTS

Item No. 4: To approve the appointment of Shri Priavrat Sharma as Non-Official Director under CA category on the Board of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	397	8,32,13,83,645	3	43	400	8,32,13,83,688	99.9197
Dissent	23	66,91,370	0	0	23	66,91,370	0.0803
Total	420	8,32,80,75,015	3	43	423	8,32,80,75,058	100.0000

Based on the aforesaid result, we report that the **Special Resolution** as set out in **Item No. 4** of the Notice of the AGM dated 06th June, 2023 has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries



S. N. Viswanathan
Partner

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30th June, 2023 | Thane



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Company Secretaries

CONSOLIDATED RESULTS

Item No. 5: To consider raising of Equity capital aggregate upto Rs.2500 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	400	8,32,79,01,617	3	43	403	8,32,79,01,660	99.9979
Dissent	23	1,76,530	0	0	23	1,76,530	0.0021
Total	423	8,32,80,78,147	3	43	426	8,32,80,78,190	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 AGM dated 06th June, 2023 has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries



S. N. Viswanathan
Partner

ACS: 61955 | COP: 24335

ICSI UDIN: A061955E000527387
30th June, 2023 | Thane