


<p>बैंक ऑफ महाराष्ट्र प्रधान कार्यालय लोकमंगल, 1501, शिवाजीनगर, पुणे-5</p>		<p>BANK OF MAHARASHTRA Head Office LOKMANGAL, 1501. SHIVAJINAGAR, PUNE-5</p>
<p>टेलीफोन/TELE : 020- 2551 1360 फेक्स/FAX : 020-2551 3809</p>		
<p>ई-मेल/compsec@mahabank.co.in</p>		

Proceedings at the Extraordinary General Meeting of the Bank

- 1 In accordance with the Notice dated 08th November 2013, the Extraordinary General Meeting of the Bank was held on Monday, 9th December 2013 at 10.30 a.m at Appasaheb Joag Hall, Lokmangal, 1501, Shivajinagar, Pune- 411005.
- 2 Shri S.Muhnot took the Chair and welcomed the shareholders present. He announced that in accordance with Regulation 58 of Bank of Maharashtra (Shares and Meetings) Regulations, 2004, the requisite quorum was present and called the Meeting to order.
- 3 The Chairman of the meeting introduced the Directors present on the dais to the shareholders.
- 4 He further announced the details of valid proxies and valid authorised representations received by the Bank.
- 5 As the Notice convening the meeting had already been mailed to the shareholders as well as published in the newspapers and also hosted on the website of the Bank, with the permission of the shareholders present, the Notice was taken as read.
- 6 The Chairman then took up the item on the agenda relating to raising of capital and issue of equity shares on preferential basis to Government of India .



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- 7 He informed that in respect of the preferential issue of equity shares to Government of India, the Bank has fixed the issue price at Rs 45.04 per equity share and placed before the shareholders the Certificate issued by M/s Kirtane Pandit, Central Statutory Auditors, certifying that the issue is being made in accordance with the requirements of the SEBI(ICDR)Regulations, 2009.
- 8 Before putting the resolution to vote, the Chairman invited the shareholders present to make their observations, if any.
- 9 The Chairman then responded to the observations made /queries raised by the shareholders.
- 10 The Chairman then put the Resolutions to vote on a show of hands and announced that the following Special Resolution was passed unanimously.

RESOLUTION

“RESOLVED THAT, pursuant to the provisions of the Banking Companies(Acquisition and Transfer of Undertakings) Act, 1970, the Nationalised Banks (Management and Miscellaneous Provisions) Scheme 1970 and Bank of Maharashtra (Shares and Meetings) Regulations, 2004 as amended from time to time and subject to the approvals, consents, sanctions, if any, of Reserve Bank of India (RBI), Government of India (GOI), Securities and Exchange Board of India (SEBI), and/or any other authority as may be required in this regard and subject to such terms, conditions and modification/s thereto as may be prescribed by them in granting such approvals and which may be agreed to by the Board of Directors of the Bank and subject to SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2009 [SEBI (ICDR) Regulations] as amended from time to



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time and regulations prescribed by RBI and all other relevant authorities from time to time and subject to the Listing Agreements entered into with the Stock Exchanges where the equity shares of the Bank are listed, consent of the shareholders of the Bank be and is hereby accorded to the Board of Directors of the Bank (hereinafter called "the Board" which shall be deemed to include any Committee which the Board may have constituted or hereafter constitute, to exercise its powers including the powers conferred by this Resolution) to create, offer, issue and allot 17,76,19,893 equity shares of Rs.10/- each (Rupees Ten only) for cash at a price of Rs 45.04 per share as determined in accordance with Regulation 76(1) of SEBI (ICDR) Regulations aggregating Rs 799,99,99,980.72 on preferential basis to Government of India (GOI).

RESOLVED FURTHER THAT, the Relevant Date for determination of the Issue Price is November 08, 2013.

RESOLVED FURTHER THAT, the Board shall have authority and power to accept any modification in the proposal as may be required or imposed by the Government of India/Reserve Bank of India/Securities and Exchange Board of India/Stock Exchanges where the shares of the Bank are listed or such other appropriate authorities at the time of according/granting their approvals, consents, permissions and sanctions to issue, allotment and listing thereof and as agreed to by the Board.

RESOLVED FURTHER THAT, the said equity shares to be issued shall rank pari passu with the existing equity shares of the Bank and shall be entitled to dividend declared, if any, in accordance with the statutory guidelines that are in force at the time of such declaration.

RESOLVED FURTHER THAT, the new equity shares to be issued as aforesaid will be listed on the stock exchanges where the equity shares of the bank are listed on the date of allotment of new equity shares.

RESOLVED FURTHER THAT, for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper and desirable and to settle any question, difficulty or doubt that may arise in regard to the issue of the equity shares and further to do all such acts, deeds, matters and things, finalize and execute all documents and



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writings as may be necessary, desirable or expedient as it may in its absolute discretion deem fit, proper or desirable without being required to seek any further consent or approval of the shareholders or authorize to the end and intent that the shareholders shall be deemed to have given their approvals thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT, the Board be and is hereby authorized to delegate all or any of the powers herein conferred on it, to the Chairman and Managing Director or Executive Director or such other officer of the Bank or a committee as it may deem fit to give effect to the aforesaid Resolution.”

The Chairman then declared the Extraordinary General Meeting as concluded.

Date : December 09, 2013

Place : Pune

Ravindra
Company Secretary
Bank of Maharashtra

