## बैंक ऑफ महाराष्ट्र प्रधान कार्यालय

लोकमंगल, 1501, शिवाजीनगर, प्णे-5



### BANK OF MAHARASHTRA

Head Office

LOKMANGAL, 1501. SHIVAJINAGAR,

PUNE-5

टेलीफोन/TELE: 020- 2551 1360 फैक्स/FAX: 020-2551 3809 ई-मेल/e-mail:

compsec@mahabank.co.in

AX1/ISD/AGM12/Compl/2015-16

Date: 01st July, 2015

The General Manager,
Department of Corporate Services,
Bombay Stock Exchange Ltd.,
P.J TOWERS,
Dalal Street, Fort,
Mumbai-400 001

The Vice President,
Listing Department,
National Stock Exchange of India Ltd,
Exchange Plaza, Bandra Kurla Complex,
Bandra East,
Mumbai.-400 051

Ref: BSE Scrip Code 532525 -NSE Scrip Code MAHABANK-EQ

Dear Sir,

Re: Twelfth Annual General Meeting of the shareholders of the Bank held on 29.06.2015-Compliance of Clause 35 A of the Listing Agreement.

We hereby inform you as under:

The Twelfth Annual General Meeting of the shareholders of the Bank was held on 29.06.2015. The information on details of voting in compliance with clause 35 A of the Listing Agreement is as under

Date of AGM- 29.06,2015

No of shareholders present in the meeting either in person or through proxy:

Promoter or promoter group: 1

Public: 274

No of shareholders attended the meeting through video conferencing

Promoter or promoter group: Nil

Public: Nil

A Total number of shareholders on Cut off Date ie 22.06.2015 - 1,77,313

Details of Agenda Item No 1

To discuss, approve and adopt the Balance Sheet of the Bank as at 31<sup>st</sup> March 2015, Profit and Loss Account for the year ended on that date, the Report of 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."



Resolution passed: By Requisite majority

### Item No 2

To declare dividend on Equity Shares for the year 2014-15.

Resolution required: Ordinary

Mode of voting: By E-voting and Poll Resolution passed: By Requisite majority

### Item No 3

To raise capital through FPO/Rights/QIP etc.

Resolution required: Special

Mode of voting: By E-voting and Poll Resolution passed: By Requisite majority

### B Total number of shareholders on Specified Date - 1,77,194

### Item No 4

To elect ONE Director from amongst the shareholders of the Bank, other than the Central Government, in respect of whom valid nominations as prescribed have been received in terms of Section 9 (3) (i) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 (hereinafter referred to as "the Act") read with The Banking Regulation Act, 1949 (hereinafter referred to as "the Regulation Act") the Nationalised Banks (Management and Miscellaneous Provisions) Scheme, 1970 (hereinafter referred to as "the Scheme") and the Bank of Maharashtra (Shares and Meetings) Regulations, 2004 (hereinafter referred to as "the Regulations") made pursuant to Section 19 of the Act, and Notification Nos. DBOD. No. BC. No. and 47/29.39.001/2007-08 dated November, 2007 No.DBOD.BC.No.95/29.39.001/2010-11 dated 23<sup>rd</sup> May, 2011 of Reserve Bank of India (hereinafter referred to as "RBI Notification") and Notification No. F. No. 16/83/2013-BO I dated 3rd September 2013 of Govt of India read with criteria laid down by Govt for consideration as Non Official Directors of Public Sector Banks on March 25,2015( herein after referred to as "GOI Guidelines") by passing the resolution:

Resolution required: Ordinary

Mode of voting: By E-voting and Poll Resolution passed: By Requisite majority

The e-voting/polling details along with the respective report of Scrutinizers report for all four resolutions are enclosed.

We request you take the same on your record.

Thanking you,

Yours faithfully,

(Mrs M P Devadhar) Company Secretary



# Details of E-Voting/ Poll at the 12<sup>th</sup> Annual General Meeting held on June 29, 2015.

# Detail of the Agenda:

| Promoter/ Public   | No. of shares<br>held<br>(1)                           | No. of votes<br>Polled<br>(2) | % of votes Polled on Outstanding shares (3) = [(2)/(1)] *100                       | No. of votes-<br>in favour<br>(4)     | No. of<br>votes-<br>against<br>(5) | % of votes in<br>favoured on votes<br>Polled<br>(6) = [(4)/(2)]*100  | % of votes against<br>on<br>votes Polled<br>(7) = [(5)/(2)]*100 |
|--|--|-------------------------------|--|---------------------------------------|------------------------------------|--|---|
| Resolution No. 1: To discuss, approve and adopt the the year ended on that date, the report of Board the Accounts and the Auditors' Report on the Bal. | cuss, approve a<br>date, the reported<br>ditors' Repor |                               | ne Balance Sheet of the Bartion of Directors on the worki ance Sheet and Accounts. | f the Bank as a working and a counts. | at 31st March<br>activities of     | ne Balance Sheet of the Bank as at 31st March, 2015, Profit and Loss Account for of Directors on the working and activities of the Bank for the period covered by ance Sheet and Accounts. | Loss Account for<br>eriod covered by                            |
|  |  |                               | Mode of Voting (e-voting)  | e-voting)                             |                                    |  |   |
| Promoter and Promoter<br>Group   | 0  | 0                             | 0  | 0                                     | 0                                  | 0  | 0   |
| Public – Institutional<br>Holders  | 15,44,43,616   | 11,03,68,591*                 | 100  | 11,03,68,591*                         | 0                                  | 100  | 0   |
| Public - Others  | 56,045   | 54,745                        | 97.68  | 53 660                                | 1085                               | 0 00   |   |
| Total (A)  | 15,44,99,661   | 11,04,23,336*                 | 100  | 11.04.22.251*                         | 1085                               | 0.00   | T.99  |
|  |  |                               | Mode of Voting (Poll)  | ; (Poll)                              |                                    | 6.66   | 00.00   |
| Promoter and Promoter<br>Group   | 84,83,73,774   | 84,83,73,774                  | 0  | 84,83,73,774                          | 0                                  | 100%   | %00.00  |
| Public – Institutional<br>Holders  | 0  | 0                             | 0  | 0                                     | 0                                  | 0  | 0   |
| Public - Others  | 41,800   | 36,622                        | 87.61  | 25.728                                | 10.894                             | 70.25  | 7,00  |
| Total (B)  | 84,84,15,574   | 84,84,10,396                  | 100  | 84,83,99,502                          | 10,894                             | 100  | 0   |
| Result (A+B)   | 100,29,15,235  | 95,88,33,732                  | 95.60  | 95,88,21,753                          | 11,979                             | 100  | 0   |
|  |  |                               |  |                                       |                                    |  |   |



# Details of E-Voting/Poll at the 12<sup>th</sup> Annual General Meeting held on June 29, 2015.

| % of votes against on votes Polled (7) = [(5)/(2)]*100              |   | 00.00                          | 0                                 | 0.03            | 0             |                       | 00.00                       | 0                                 |                 |              | 0             |
|---|---|--------------------------------|-----------------------------------|-----------------|---------------|-----------------------|-----------------------------|-----------------------------------|-----------------|--------------|---------------|
| % of votes in<br>favoured on votes<br>Polled<br>(6) = [(4)/(2)]*100 |   | 0                              | 100                               | 79              | 100           |                       | 100                         | 0                                 | 86.79           | 1001         | 100           |
| No. of<br>votes-<br>against<br>(5)                                  |   | 0                              | 0                                 | 1,675           | 1,675         |                       | 0                           | 0                                 | 11,694          | 11.694       | 13,369        |
| No. of votes-<br>in favour<br>(4)                                   | 4-15.   | 0                              | 11,03,68,591*                     | 54,320          | 11,04,2       | g (Poll)              | 84,83,73,774                | 0                                 | 24,828          | 84,83,98,602 | 95,88,21,513  |
| % of votes Polled on Outstanding shares (3) = [(2)/(1)] *100        | for the year 2014-15.   | 0                              | 100                               | 99.91           | 100           | Mode of Voting (Poll) | 0                           | 0                                 | 87.37           | 100          | 95.60         |
| No. of votes<br>Polled<br>(2)                                       | Equity Shares   | 0                              | 11,03,68,591*                     | 55,995          | 11,04,24,586* |                       | 84,83,73,774                | 0                                 | 36,522          | 84,84,10,296 | 95,88,34,882  |
| No. of shares held (1)  | are Dividend or   | 0                              | 15,44,43,616                      | 56,045          | 15,44,99,661  |                       | 84,83,73,774                | 0                                 | 41,800          | 84,84,15,574 | 100,29,15,235 |
| Promoter/ Public  | Resolution No.2: To declare Dividend on Equity Shares for the year 2014-15. | Promoter and Promoter<br>Group | Public – Institutional<br>Holders | Public - Others | Total (A)     | -                     | Promoter and Promoter Group | Public – Institutional<br>Holders | Public - Others | Total (B)    | Result (A+B)  |





# Details of E-Voting/ Poll at the 12th Annual General Meeting held on June 29, 2015.

| Promoter/ Public   | No. of shares<br>held | No. of votes<br>Polled | % of votes<br>Polled on                          | No. of votes-<br>in favour | No. of<br>votes- | % of votes in favoured on votes | % of votes against on votes Polled |
|--|-----------------------|------------------------|--|----------------------------|------------------|---------------------------------|------------------------------------|
|  | (1)                   | (2)                    | Outstanding<br>shares<br>(3) = [(2)/(1)]<br>*100 | (4)                        | against<br>(5)   | Polled<br>(6) = [(4)/(2)]*100   | (7) = [(5)/(2)]*100                |
| Resolution No.3: To raise capital through FPO/Rights/QIP, etc. | se capital thro       | ugh FP@/Right          | s/QIP, etc.                                      |                            |                  |                                 |                                    |
|  |                       |                        | Mode of Voting (e-voting)                        | ng (e-voting)              |                  |                                 |                                    |
| Promoter and Promoter Group                                    | 0                     | 0                      | 0  | 0                          | 0                | 0                               | %00.00                             |
| Public – Institutional<br>Holders                              | 15,44,43,616          | 11,03,68,591*          | 100  | 11,03,68,591*              | 0                | 100                             | 0                                  |
| Public - Others  | 56,045                | 55,255                 | 98.59  | 53,754                     | 1,501            | 97.28                           | 2.72                               |
| Total (A)  | 15,44,99,661          | 11,04,23,846*          | 100  | 11,04,22,345*              | 1,501            | 100                             | 0                                  |
|  |                       |                        | Mode of Voting (Poll)                            | oting (Poll)               |                  |                                 |                                    |
| Promoter and Promoter Group                                    | 84,83,73,774          | 84,83,73,774           | 0  | 84,83,73,774               | 0                | 100                             | 0                                  |
| Public – Institutional<br>Holders                              | 0                     | 0                      | 0  | 0                          | 0                | 0                               | 0                                  |
| Public - Others  | 41,800                | 36,422                 | 60.35  | 25,228                     | 11,194           |                                 |                                    |
| Total (B)  | 84,84,15,574          | 84,84,10,196           | 100  | 84,83,99,002               | 11,194           | 100                             | 0                                  |
| Result (A+B)   | 100,29,15,235         | 95,88,34,042           | 09:96  | 95,88,21,347               | 12,695           | 100                             | 0                                  |
|  |                       |                        |  |                            |                  |                                 |                                    |





# Details of E-Voting/ Poll at the 12th Annual General Meeting held on June 29, 2015.

|  | No. of          | No. of      | % of votes        | No. of         | No. of          | % of votes in  | % of votes against on |
|--|-----------------|-------------|-------------------|----------------|-----------------|--|-----------------------|
| Promoter/ Public   | shares          | votes       | Polled on         | votes-         | votes-          | favoured on votes  | votes Polled          |
|  | held            | Polled      | Outstanding       | in favour      | against         | Polled   | (7) = [(5)/(2)]*100   |
|  | (1)             | (2)         | shares            | (4)            | (5)             | (6) = [(4)/(2)]*100  |                       |
|  |                 | -           | (3) = [(2)/(1)]   |                |                 |  |                       |
| Resolution No.4aTo elect ONE Director from amongst the shareholders of the Bank other than the Cantral Canada. | E Director from | amondst the | shareholders of # | he Ront oth    | thon the        | Land of the Control o | -                     |
| Name of the Candidate: Mr. Ramesh Chandra Agrawal  | amesh Chandra   | Agrawal     |                   | בים חשווי, סנו | מו וושוו ווער כ | dilital Covernment   |                       |
| Mode of Voting (e-voting)  |                 | 0           |                   |                |                 |  |                       |
| Promoter and Promoter  | AN              | NA          | NA                | NA             | NA              | NA   | NA                    |
| dinoip   |                 |             |                   |                |                 |  |                       |
| Public – Institutional Holders   | 15,44,43,616    | 0           | 0                 | 0              | NA              | 0  | AN                    |
| Public - Others  | 44,849          | 25,859      | 57.66             | 25,859         | AN              | 100  | ØN.                   |
| Total (A)  | 15,44,99,661    | 25,859      | 0.02              | 25.859         | AN              | 100  | VIV                   |
| Mode of Voting (Poll)  |                 |             |                   |                |                 | )<br>i   |                       |
| Promoter and Promoter  | AN              | AN          | NA                | AN             | AN              | AN   | , VIV                 |
| Group  |                 |             |                   |                |                 |  | <u> </u>              |
| Public – Institutional Holders   |                 |             |                   |                |                 |  |                       |
| Public - Others  | 23,963          | 12,231      | 50.98             | 12,231         | ΨX              | 100  | VZ                    |
| Total (B)  | 23,963          | 12,231      | 50.98             | 12.231         | AN              | 100  |                       |
| Result (A+B)   | 15,45,23,624    | 38,090      | 0.02              | 38,090         | Ϋ́              | 100  | VN VN                 |
|  |                 |             |                   |                |                 |  |                       |
|  |                 |             |                   |                |                 |  |                       |





# Details of E-Voting/ Poll at the 12th Annual General Meeting held on June 29, 2015.

| % of votes against on votes Polled (7) = [(5)/(2)]*100              |   |   |                           | V 7                         | YN Z                           | AN              | YN Y         | NA.                   | V 14                                  | AN                             |                 | AN A      | NA           |
|---|---|---|---------------------------|-----------------------------|--------------------------------|-----------------|--------------|-----------------------|---------------------------------------|--------------------------------|-----------------|-----------|--------------|
| % of votes in<br>favoured on votes<br>Polled<br>(6) = [(4)/(2)]*100 | the shareholders of the Bank, other than the Central Government |   |                           | VN                          | 1001                           | 100             | 100          | OOT                   | \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ | 4                              | 100             | 100       | 100          |
| No. of votes-against (5)  | than the (  |   |                           | AN                          | NA                             | NA              | NA           |                       | NΔ                                    |                                | NA              | NA        | A N          |
| No. of votes-<br>in favour<br>(4)                                   | the Bank, other   |   |                           | AN                          | 10,63,18,292                   | 18,990          | 10.63.37.282 |                       | AN                                    |                                | 11 732          | 11.732    | 10,63,49,014 |
| % of votes Polled on Outstanding shares (3) = [(2)/(1)] *100        | hareholders of  |   |                           | NA                          | 96.33                          | 42.33           | 96.35        |                       | NA.                                   | 0                              | 100             | 49.02     | 96.36        |
| No. of votes<br>Polled<br>(2)                                       |   |   |                           | NA                          | 15,44,43,616 10,63,18,292      | 18,990          | 10,63,37,282 |                       | NA                                    | 0                              | 11,732          | 11,732    | 10,63,49,014 |
| No. of<br>shares<br>held<br>(1)                                     | E Director from   | Thamodharan                               |                           | NA                          | 15,44,43,616                   | 44,859          | 15,44,99,661 |                       | NA                                    | 0                              | 23,963          | 23,963    | 15,45,23,624 |
| Promoter/ Public  | Resolution No.4 bTo elect ONE Director from amongst             | Name of the Candidate: Mr. R. Thamodharan | Mode of Voting (e-voting) | Promoter and Promoter Group | Public – Institutional Holders | Public - Others | Total (A)    | Mode of Voting (Poll) | Promoter and Promoter Group           | Public – Institutional Holders | Public - Others | Total (B) | Result (A+B) |

the total voting rights of all the shareholders of the Bank. As per this stipulation, 4,40,75,025 votes of LIC were \* As per Section 3 Sub-section 2(E), of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, other than the Central Govt, no shareholder shall be entitled to exercise voting rights in excess of 10% (ten percent) of disallowed since exceeds ten per cent (10%) voting cap.



Practicing Company Secretary

FCS 4478 (P No. 8774 Mobile: 98230 60396

Office: 020-25234537

Email:rjjoshi@aptejoshi.com

Scrutinizers' Report

Pursuant to Section 108 of Companies Act, 2013 and rule 20 (xi) of the Companies (Management and Administration) Rules, 2014

To,
The Chairman
12<sup>th</sup> Annual General Meeting
of the Equity Shareholders
of Bank of Maharashtra
held at 10:30 AM on June 29, 2015
at Lokmangal, 1501, Shivajinagar, Pune - 411005.

Dear Sir,

Raghavendra J. Joshi, (Partner of Apte Joshi & Associates, Practicing Company Secretary, Pune) appointed by the Board of Directors of Bank of Maharashtra pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(xi)of the Companies (Management and Administration) Rules, 2014 have been appointed as a Scrutinizer of Bank of Maharashtra (the Bank) for the purpose of scrutinizing the evoting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of the Companies Act, 2013 and Rule 20(xi)of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, at the 12<sup>th</sup> Annual General Meeting of Equity Shareholders of Bank of Maharashtra, held on June 29, 2015 at Lokmangal, 1501, Shivajinagar, Pune - 411005, submit my report as under:

- 1. The e-voting period remain opened from June 26, 2015 (09:00a.m.) to June 28, 2015 (05:00 p. m.)
- 2. The shareholders holding shares as on the "Specified date" i.e. May 29, 2015 were entitled to vote on the proposed resolution (i.e. Item No. 4: Election One shareholder Director from amongst the shareholder other than Central Government) as set out in the Notice of the 12<sup>th</sup> Annual General Meeting of Equity Shareholders of Bank of Maharashtra.
- 3. The shareholders holding shares as on the "cut off" date i.e. June 22, 2015 were entitled to vote on other proposed resolutions (Item No. 1 to 3) as set out in the Notice of the 12<sup>th</sup> Annual General Meeting of Equity Shareholders of Bank of Maharashtra.





Practicing Company Secretary

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- 4. The votes were unblocked on June 29, 2015 around 05:00 p.m. in the presence of following two witnesses who are not in the employment of the Bank:
  - i. Ms. Dhanashri N. Parthe (residing at Pune)
  - ii. Ms. Poonam P. Barsaiyan (residing at Pune)

They have signed below in confirmation of the votes being unblocked in their presence.

Dhanashri N. Parthe

Poonam P. Barsaiyan

- 5. Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted for and against, were downloaded from the e-voting website of National Securities Depository Systems Limited (<a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>).
- 6. As per Section 3 of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 Sub-section 2(E), the maximum permissible voting is 10% of the total paid up capital of the Bank by one individual/entity. As per this stipulation, the 4,40,75,025 votes of LIC were disallowed since exceeds ten per cent (10%) voting cap. The relevant computation is annexed and marked as Annexure A.

As consequence of this number of votes cast stands reduced to that extent and relevant percentages are arrived accordingly.

7. The result of the e-voting is as under:





Practicing Company Secretary

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### **RESOLUTION 1**

To discuss, approve and adopt the Balance Sheet of the Bank as at 31<sup>st</sup> March, 2015, Profit and Loss Account for the year ended on that date, the report of 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:

### (i) Voted in favour of the resolution:

| Number of members voted through electronic voting system | Number of by them | % of total number of valid votes cast |
|--|-------------------|---------------------------------------|
| 169  | 11,04,22,251      | 99.99%                                |

### (ii) Voted against the resolution:

| Number of members<br>voted through<br>electronic voting<br>system | Number of votes cast<br>by them | % of total number of valid votes cast |
|---|---------------------------------|---------------------------------------|
| 5   | 1085                            | 0.01%                                 |

| Total number of members votes     | Total number of votes cast by |
|-----------------------------------|-------------------------------|
| were declared invalid (voted      | them                          |
| through electronic voting system) |                               |
| 0                                 | 0                             |





Practicing Company Secretary

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### **RESOLUTION 2**

To declare Dividend on Equity Shares for the year 2014-15.

(i) Voted in favour of the resolution:

| electronic<br>system | nembers<br>through<br>voting | Number of votes cast<br>by them | % of total number of valid votes cast |
|----------------------|------------------------------|---------------------------------|---------------------------------------|
| 171                  |                              | 11,04,22,911                    | 99.99%                                |

(ii) Voted against the resolution:

| Number of voted electronic system | members<br>through<br>voting | Number of votes cast<br>by them | % of total number of valid votes cast |
|-----------------------------------|------------------------------|---------------------------------|---------------------------------------|
| 6                                 |                              | 1,675                           | 0.01%                                 |

| Total number of members votes were declared invalid (voted | Total number of votes cast by them |
|--|------------------------------------|
| through electronic voting system)                          |                                    |
| 0  | 0                                  |





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### **RESOLUTION 3**

To raise capital through FPO/Rights/QIP, etc.

### Voted in favour of the resolution: (i)

| Number of voted electronic system | members<br>through<br>voting | Number of votes cast<br>by them | % of total number of valid votes cast |
|-----------------------------------|------------------------------|---------------------------------|---------------------------------------|
| 167                               |                              | 11,04,22,345                    | 99.99%                                |

### Voted **against** the resolution: (ii)

| Number of<br>voted<br>electronic<br>system | Number of votes cast<br>by them | % of total number of valid votes cast |
|--|---------------------------------|---------------------------------------|
| 8  | 1,501                           | 0.01%                                 |

| Total number of members votes     | Total number of votes cast by |
|-----------------------------------|-------------------------------|
| were declared invalid (voted      | them                          |
| through electronic voting system) |                               |
| 0                                 | 0                             |





Practicing Company Secretary

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## **RESOLUTION 4 a**

To elect ONE Director from amongst the shareholders of the Bank, other than the Central Government (only one candidate to be elected)

4 a. Shri. Ramesh Chandra Agarwal.

# (i) Voted in favour of the resolution 4 a:

| electronic<br>system | members<br>through<br>voting | Number o<br>by them | f votes ca | ast | % of total number of valid votes cast |
|----------------------|------------------------------|---------------------|------------|-----|---------------------------------------|
| 55                   |                              | 25,859              |            |     | 0.03%                                 |

# (ii) Voted against the resolution 4 a:

| Number of voted electronic system | members<br>through<br>voting | Number of votes cast<br>by them | % of total number of valid votes cast |
|-----------------------------------|------------------------------|---------------------------------|---------------------------------------|
| LN.A.                             |                              | N.A.                            | N.A.                                  |

| Total number of members votes were declared invalid (voted through electronic voting system) | IThem |
|--|-------|
| 0  | 0     |





Practicing Company Secretary

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### **RESOLUTION 4 b**

To elect ONE Director from amongst the shareholders of the Bank, other than the Central Government (only one candidate to be elected)

### 4 b. Shri. R. Thamodharan.

### (i) Voted in favour of the resolution 4 b:

| voted<br>electronic<br>system | Number of votes cast<br>by them | % of total number of valid votes cast |
|-------------------------------|---------------------------------|---------------------------------------|
| 64                            | <br>10,63,37,282                | 99.97%                                |

### (ii) Voted against the resolution 4 b:

| Number of voted electronic system | Number of votes cast<br>by them | % of total number of valid votes cast |
|-----------------------------------|---------------------------------|---------------------------------------|
| N.A.                              | <br>N.A.                        | N.A.                                  |

| Total number of members votes were declared invalid (voted |   |
|--|---|
| through electronic voting system)                          |   |
| 0  | 0 |





Practicing Company Secretary

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8. The register, all other papers and relevant record relating to e-voting shall remain in our safe custody until the chairman considers, approves and signs the minutes of the aforesaid Annual General Meeting and the same are handed over to the Company Secretary for safe keeping.

Thanking You, Yours faithfully,

Raghavendra J. Joshi Membership No FCS 4478

CP No. 8774

Place: Pune

Dated: June 30, 2015

Practicing Company Secretary

FCS 4478 CP No. 8774 Mobile: 98230 60396

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## ANNEXURE A

| Total Number of Shares issued (Issued & Paid-up Capital) | 1,06,31,82,921 |
|--|----------------|
| Holding of LIC of India (all 11 folios)                  | 15,03,93,317   |
| 10% cap of total voting power                            | 10,63,18,292   |
| Maximum Permissible Voting of LIC                        | 10,63,18,292   |
| Excess Voting (Dis allowed)                              | 4,40,75,025    |



# FORM NO. MGT - 13

Report of Scrutinizer(S)

Pursuant to Section 109 of Companies Act, 2013 and
Rule 21 (2) of the Companies (Management and Administration) Rules, 2014.

To, The Chairman, Bank of Maharashtra

12<sup>th</sup>Annual General Meeting of the Equity Shareholders of Bank of Maharashtra held on Monday, June 29, 2015 at 10.30 A. M. at Appasaheb Joag Hall, Bank of Maharashtra, Lokmangal, 1501, Shivajinagar, Pune - 411005.

Dear Sir,

We, R.J. Joshi appointed by the Board of Directors of Bank of Maharashtra as Scrutinizer as per the Provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Shri. P. K. Modak (Shareholder) appointed by the Chairman as per Rule 61 A of Bank of Maharashtra (Shares and Meetings) Regulations, 2004 as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 12<sup>th</sup>Annual General Meeting of Equity Shareholders of Bank of Maharashtra, held on Monday, June 29, 2015 at Appasaheb Joag Hall, Bank of Maharashtra, Lokmangal, 1501, Shivajinagar, Pune - 411005, submit our report as under:

- After the time fixed for closing of the Poll by the Chairman, 4 Ballot boxes kept for polling were locked in our presence with due identification marks placed byus.
- 2. The locked ballot boxes were subsequently opened in our presence and poll papers were diligently scrutinized. The Poll Papers were reconciled along with two independent witnesses the records maintained by the Registrar and Transfer Agents of the Bank and the Authorization/proxies lodged with the Bank.
- 3. The Poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 4. The result of the Poll is as under:



### (a) Resolution 1

To discuss, approve and adopt the Balance Sheet of the Bank as at 31<sup>st</sup> March, 2015, Profit and Loss Account for the year ended on that date, the report of 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:

### (i) Voted in **favour** of the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast<br>by them | % of total number of valid votes cast |
|--|---------------------------------|---------------------------------------|
| 53   | 84,83,99,502                    | 99.99%                                |

### (ii) Voted against the resolution:

| Number of members present and voting (in person or by proxy) |        | % of total number of valid votes cast |
|--|--------|---------------------------------------|
| 40   | 10,894 | 0.01%                                 |

| Total number of members(in      | Total number of votes cast by |
|---------------------------------|-------------------------------|
| person or by proxy) whose votes | them                          |
| were declared invalid           |                               |
| 15                              | 4,578                         |



### (b) Resolution 2

To declare Dividend on Equity Shares for the year 2014-15.

# (i) Voted in **favour** of the resolution:

| present and voting (in person or by | Number of votes cast<br>by them | % of total number of valid votes cast |
|-------------------------------------|---------------------------------|---------------------------------------|
| proxy)                              | 84,83,98,602                    | 99.99%                                |

# (ii) Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast<br>by them | % of total number of valid votes cast |
|--|---------------------------------|---------------------------------------|
| 41   | 11,694                          | 0.01%                                 |

| Total number of members(in person or by proxy) whose votes | Total number of votes cast by them |
|--|------------------------------------|
| were declared invalid                                      |                                    |
| 14   | 4,478                              |





### (c) Resolution 3

To raise capital through FPO/Rights/QIP, etc.

# (i) Voted in **favour** of the resolution:

| Number of members present and voting (in person or by proxy) | by them      | % of total number of valid votes cast |
|--|--------------|---------------------------------------|
| 53   | 84,83,99,002 | 99.99%                                |

# (ii) Voted against the resolution:

| Number of members present and voting (in person or by proxy) | Number of votes cast<br>by them | % of total number of valid votes cast |
|--|---------------------------------|---------------------------------------|
| 38   | 11,194                          | 0.01%                                 |

| Total number of members(in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 14   | 4,478                              |





### (d) Resolution 4

To elect ONE Director from amongst the shareholders of the Bank, other than the Central Government (only one candidate to be elected)

### 4a.Shri. Ramesh Chandra Agarwal.

### (i) Voted in **favour** of the resolution 4 a:

| Number of members present and voting (in | Number of votes cast by them | % of total number of valid votes cast |
|--|------------------------------|---------------------------------------|
| person or by proxy)                      |                              |                                       |
| 28                                       | 12,231                       | 51.04%                                |

### (ii) Voted against the resolution 4 a:

| Number of members present and voting (in person or by proxy) |    | % of total number of valid votes cast |
|--|----|---------------------------------------|
| NA NA  | NA | NA                                    |

| Total number of members(in                            |        |
|---|--------|
| person or by proxy) whose votes were declared invalid |        |
| 54 <  | 17,827 |





### 4b. Shri.R.Thamodharan.

(i) Voted in favour of the resolution 4 b:

| Number of members present and voting (in person or by proxy) | Number of votes cast<br>by them | % of total number of valid votes cast |
|--|---------------------------------|---------------------------------------|
| 26   | 11,732                          | 48.96%                                |

(ii) Voted against the resolution 4 b:

| Number of members present and voting (in person or by proxy) | Number of votes cast<br>by them | % of total number of valid votes cast |
|--|---------------------------------|---------------------------------------|
| NA   | NA                              | NA                                    |

(iii) Invalid votes 4 b:

| Total number of members(in person or by proxy) whose votes were declared invalid | Total number of votes cast by them |
|--|------------------------------------|
| 54   | 17,827                             |

- 5. A compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safe keeping.

Thanking You,

Yours faithfully,

Raghavendra J. Joshi Membership No. FCS 4478

CP No. 8774

P. K. Modak IN3004500/80016381

Place: Pune

Dated: June 30, 2015