

## NOTICE FOR 26<sup>TH</sup> ANNUAL GENERAL MEETING AND E-VOTING INFORMATION

- NOTICE** is hereby given, pursuant to Bank of Baroda General (Shares and Meetings) Regulations, 1998 and Rule 20 of the Companies (Management & Administration) Rules, 2014, that the 26<sup>th</sup> Annual General Meeting (AGM) of the Shareholders of Bank of Baroda will be held on Monday, 27<sup>th</sup> June 2022 at 11.00 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with Circulars issued by the Ministry of Corporate Affairs (MCA), Government of India and Securities and Exchange Board of India (SEBI) in this regard, to transact the following businesses as contained in the notice of AGM:
  - To approve the financial results of the Bank for the year ended 31<sup>st</sup> March, 2022.
  - To approve and declare dividend for the FY2021-22.
- In compliance with the above Circulars, electronic copies of the Notice of the 26<sup>th</sup> AGM and Annual Report 2021-22 have been sent to all the shareholders whose email addresses are registered with the Bank/Depository Participant(s). A copy of the same is available on Bank's website i.e. [www.bankofbaroda.in](http://www.bankofbaroda.in) and on website of e-voting Agency i.e. <https://evoting.kfintech.com>
- Shareholders holding shares either in physical form or dematerialize form, as on the cut off date may cast their votes electronically on the business as set forth in the Notice of 26<sup>th</sup> AGM through the electronic voting system of KFin Technologies Ltd. ("remote e-voting").

Shareholders hereby further informed that:

- The business as set forth in the Notice of the 26<sup>th</sup> AGM will be transacted through remote e-voting and e-voting system at the 26<sup>th</sup> AGM;
  - The Register of the Shareholders and Share Transfer Register of the Bank will remain closed from Tuesday, 21<sup>st</sup> June 2022 to Monday, 27<sup>th</sup> June 2022 (both days inclusive) for the purpose of 26<sup>th</sup> Annual General Meeting and dividend payment. Shareholders having shares as on Monday 20<sup>th</sup> June 2022, being the cut-off date shall be eligible for dividend. Applicable Tax will be deducted on Dividend Payment as per Income Tax guidelines.
  - The remote e-voting shall commence at 9:00 a.m. IST on 23<sup>rd</sup> June 2022 and end at 5.00 p.m on 26<sup>th</sup> June 2022;
  - The cut-off date for determining the eligibility to vote by remote e-voting or by e-voting system at the 26<sup>th</sup> AGM shall be 20<sup>th</sup> June 2022;
  - Remote e-voting module will be disabled after 5:00 p.m. IST on 26<sup>th</sup> June 2022;
  - Any person, who acquires shares of the Bank and becomes a member post-dispatch of the Notice of the 26<sup>th</sup> AGM and holds shares as on the cut-off date i.e. 20<sup>th</sup> June 2022, may obtain the login ID and password by sending a request at [evoting@kfintech.com](mailto:evoting@kfintech.com). However, if a person is already registered with KFin Technologies Ltd., for e-voting, then the existing user ID and password can be used for casting their vote;
  - Shareholders may note that:
    - the facility for voting will also be made available during the 26<sup>th</sup> AGM, and those shareholders present in the 26<sup>th</sup> AGM through VC facility, who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system at the 26<sup>th</sup> AGM;
    - who have cast their votes by remote e-voting prior to the 26<sup>th</sup> AGM may also attend the 26<sup>th</sup> AGM but shall not be entitled to cast their votes again; and
    - only persons whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of remote e-voting or e-voting at the 26<sup>th</sup> AGM.
  - The manner of voting remotely for shareholders holding shares in dematerialized mode, physical mode and for shareholders who have not registered their email addresses is provided in the Notice of the 26<sup>th</sup> AGM. The details will also be made available on the website of the Bank. Members are requested to visit [www.bankofbaroda.in](http://www.bankofbaroda.in) to obtain such details.
  - Shareholders who have not registered their email addresses are requested to register their email addresses with respective depository participant(s) and members holding shares in physical mode are requested to update their email addresses with Bank's Registrar and Share Transfer Agent, KFin Technologies Limited, at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) to receive copies of the Annual Report 2021-22 along with the Notice of the 26<sup>th</sup> AGM, instructions for remote e-voting and instructions for participation in the 26<sup>th</sup> AGM through VC/OAVM.
  - In case of queries relating to remote e-voting, members may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members at KFin Technologies Private Limited 's website or contact Mr. S.V. Raju, DGM of Kfin Technologies Ltd, (Unit : Bank of Baroda), Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032 at e-mail [v-raju.sv@kfintech.com](mailto:v-raju.sv@kfintech.com) at phone no. 1-800-309-4001 (toll free).
- The aggregate results of Remote E-voting and voting at the meeting will be announced within 2 working days of the 26<sup>th</sup> AGM by the Bank in its website, KFin's website and also informed to the Stock Exchanges.
  - The members who require technical assistance to access and participate in the meeting through VC may contact the helpline number: 1-800-309-4001.
  - Annual Report 2021-22 and Notice of 26<sup>th</sup> AGM is available at <https://www.bankofbaroda.in/-/media/project/bob/countrywebsites/india/pdfs/mig0622/ar2021-22-02-08.pdf>