



(Head Office: Baroda Bhavan, Alkapuri, Vadodara)

Corporate Office: Baroda Corporate Centre, C-26, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051

NOTICE FOR 23rd ANNUAL GENERAL MEETING, BOOK CLOSURE & REMOTE E-VOTING

NOTICE is hereby given pursuant to Regulation 12 read with 56 (i) of Bank of Baroda General (Shares and Meetings) Regulations, 1998 and Rule 20 of the Companies (Management & Administration) Rules, 2014 that 23rd Annual General Meeting (AGM) of the Shareholders of Bank of Baroda will be held on Thursday, 27th June 2019 at 10.00 A.M. at Pandit Deendayal Upadhyay Nagar Gruh, Opp. Kailash Party Plot, Near Ajwa Chowkdi, Ajwa Road, Vadodara -390019 to transact the business as contained in the notice of the meeting dated 22nd May 2019 viz. Ordinary Business – 1) To discuss, approve and adopt the Balance Sheet of the Bank as at 31st March 2019 and related items; 2) Special Business - To approve equity capital plan of Bank for FY 2019-20 - by Special Resolution and 3) Special Business - To approve issuance upto 15,00,00,000 equity shares to employees and whole time directors of Bank under BOB-ESPS – by Special Resolution.

The Shareholders are further informed that:

1. AGM Notice has already been dispatched to eligible Shareholders by permitted mode/over email. A copy of the same is available on Bank's website i.e. www.bankofbaroda.com. and on website of e-voting Agency i.e. <https://evoting.karvy.com>.
2. The Register of the shareholders and Share Transfer Register of the Bank will remain closed from 20th June 2019 to 27th June 2019 (both days inclusive) for the purpose of 23rd Annual General Meeting.
3. The Bank is, pursuant to applicable laws / regulations, providing Remote E-voting facility to the Shareholders of the Bank to enable them to cast their votes electronically on the items mentioned in the notice for which Bank has engaged the services of Karvy Fintech Pvt. Ltd. as e-voting agency.
4. The Remote E-voting period will commence at 9.00 a.m. on Monday, 24th June 2019 and will remain open throughout on all the days up to 5.00 p.m. on Wednesday, 26th June 2019. The Remote E-voting shall not be allowed beyond the said date and time. The cut-off date will be Wednesday, 19th June 2019 and the Shareholders of the Bank holding shares either in physical or in dematerialized form, as on the cut-off date, shall only be entitled to avail the facility of Remote E-voting (by logging in URL <https://evoting.karvy.com>) / voting at the meeting.
5. The Bank will also conduct voting at the meeting on the agenda items. The Shareholders who have not exercised Remote E-voting can attend and participate at the voting at the AGM. The Shareholders who have cast their vote through remote e-voting may attend the meeting but shall not be entitled to cast their vote again.
6. In case a person has become a Shareholder of the Bank after the dispatch of AGM Notice but on or before the cutoff date for e-voting i.e. 19th June 2019, he/she may write to Karvy on the email id evoting@karvy.com requesting for the User id and Password. Karvy shall also endeavor to send User id and Password to those new Shareholders, whose mail ids are available.
7. The aggregate results of Remote E-voting and voting at the meeting will be announced within 2 days by the Bank in its website, Karvy's website and also informed to the Stock Exchanges.
8. In case of any grievance in respect of Remote E-voting, the Shareholders may refer to the Frequently Asked Questions (FAQs) and E-voting user manual available at the download sections of <https://evoting.karvy.com> or contact Mr. S.V. Raju, DGM of Karvy Fintech Pvt. Ltd. (Unit: Bank of Baroda), Karvy Selenium Tower B, Plot No.31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad 500 032 OR at raju.sv@karvy.com OR ph.no. 040-6716 2222 OR at no. 1800 345 4001 (toll free).