



बैंक ऑफ़ बड़ौदा
Bank of Baroda
India's International Bank

www.bankofbaroda.com

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

NOTICE FOR EXTRAORDINARY GENERAL MEETING (EGM) & REMOTE E-VOTING

NOTICE is hereby given pursuant to Regulation 56 (i) of Bank of Baroda General (Shares and Meetings) Regulations, 1998 and Rule 20 of the Companies (Management & Administration) Rules, 2014 that Extraordinary General Meeting (EGM) of the Shareholders of Bank of Baroda will be held on **Monday, 21st January 2019 at 12.00 Noon At Bank of Baroda, "Baroda Bhavan", Sir Sayaji Hall, Ground Floor, Head Office, R C Dutt Road, Alkapuri, Vadodara 390007, Gujarat** to transact the business as contained in the notice of EGM viz. to approve issuance of upto 10,00,00,000 (Ten Crore) fresh equity shares to Employees and Whole Time Directors of Bank of Baroda in one or multiple tranches under Bank of Baroda Employee Share Purchase Scheme ("BOB-ESPS") pursuant to SEBI (Share Based Employee Benefits) Regulations, 2014.

The Shareholders are further informed that:

1. EGM Notice has already been dispatched to eligible Shareholders by Registered post /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. Pursuant to applicable laws / regulations, the Bank is providing Remote E-voting facility to the Shareholders of the Bank to enable them to cast their votes electronically on the item mentioned in the notice for which Bank has engaged the services of Karvy Fintech Pvt. Ltd. as e-voting agency.
3. The Remote E-voting period will commence at 9.00 a.m. on Thursday, 17th January 2019 and will remain open throughout on all the days up to 5.00 p.m. on Sunday, 20th January 2019. The Remote E-voting shall not be allowed beyond the said date and time. The cut-off date will be Monday, 14th January 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.
4. The Bank will also conduct voting at the meeting on the agenda item. The Shareholders who have not exercised Remote E-voting can attend and participate in the voting at the EGM. 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.
5. In case a person has become a Shareholder of the Bank after the internal cut-off date for dispatch of EGM Notice but on or before the Cutoff Date for e-voting i.e. 14th January 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 in their Demat Account.
6. The 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.
7. 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 Private Limited (Unit: Bank of Baroda), Karvy Salenium 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).

For Bank of Baroda

Place: Mumbai
Date: 27th December 2018

P S Jayakumar
Managing Director & CEO

67/18-19