

CENTRAL BANK OF INDIA

Head Office: Chandermukhi, Nariman Point, Mumbai – 400 021

ADDENDUM IN THE NOTICE OF EXTRA-ORDINARY GENERAL MEETING (EGM)

Please refer to the notice dated 12.04.2017 published by the Bank in this newspaper on 17th April, 2017 and also dispatched to shareholders and posted on website of the Bank convening an Extra-ordinary General Meeting (EGM) of the shareholders of Central Bank of India on Thursday, 11.05. 2017 at 11.00 a.m. on 9th floor at the head office of the Bank situated at Chandermukhi, Nariman Point, Mumbai- 400 021 to consider and pass a Special Resolution seeking approval of shareholders to create, offer, issue and allot upto 5,59,76,956 Equity Shares of the face value of Rs.10/- each to President of India (Government of India) on preferential basis, at a conversion/issue price of Rs. 104.15 per Equity Share aggregating upto Rs. 583.00 crore arising out of extinguishment of 5830 Innovative Perpetual Debt Instruments (IPDI) of the face value of Rs. 10.00 lac each held by Government of India and kept into Share Application Money Account.

Capital Raising Committee of the Board of Directors of the Bank at its meeting held on 19.04.2017 decided to also seek shareholders' approval in the ensuing EGM scheduled to be held on 11.05.2017 to create, offer, issue and allot upto 96,01,536 Equity Shares of the face value of Rs.10/- each to President of India (Government of India) on preferential basis, for cash at an issue price of Rs. 104.15 per Equity Share including premium of Rs. 94.15 per equity share determined by the Board in accordance with Regulation 76 (1) of SEBI ICDR Regulations aggregating upto Rs. 100.00 crore in addition to the earlier resolution of raising equity capital of Rs. 583 crore.

Accordingly, first para of the resolution mentioned in the EGM Notice dated 12.04.2017 has been revised as under:

“RESOLVED THAT pursuant to the provisions of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 (hereinafter referred to as the 'Act') read with The Nationalised Banks (Management and Miscellaneous Provisions) Scheme, 1970 (hereinafter referred to as the 'Scheme') and Central Bank of India (Shares and Meetings) Regulations, 1998 (hereinafter referred to as the 'Regulations') and subject to the approvals, consents, sanctions, if any, of Government of India(Gol), Reserve Bank of India (RBI), 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 modifications 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 and Disclosure Requirements) Regulations, 2009 (SEBI ICDR Regulations), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) 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 "Board") which term shall be deemed to include Capital Raising Committee which the Board have constituted or/may re-constitute, to exercise its powers including the powers conferred by this Resolution to create, offer, issue and allot upto 5,59,76,956 Equity Shares of the face value of Rs.10/- each to President of India (Government of India) on preferential basis, at a conversion/issue price of Rs. 104.15 per Equity Share including premium of Rs. 94.15 per equity share determined by the Board in accordance with Regulation 76 (1) of SEBI ICDR Regulations aggregating upto Rs. 583.00 crore (Rupees Five Hundred Eighty Three Crore only) arising out of extinguishment of 5830 Innovative Perpetual Debt Instruments (IPDI) of the face value of Rs. 10.00 lac each held by Government of India and kept into Share Application Money Account **AND ALSO**, to create, offer, issue and allot upto 96,01,536 Equity Shares of the face value of Rs.10/- each to President of India (Government of India) on preferential basis, for cash at an issue price of Rs. 104.15 per Equity Share including premium of Rs. 94.15 per equity share determined by the Board in accordance with Regulation 76 (1) of SEBI ICDR Regulations aggregating upto Rs. 100.00 crore (Rupees One Hundred Crore only). "

NOTES:

I. Government of India (GOI) vide letter dated 31.03.2017 conveyed the sanction for release of Rs. 100 crore in Central Bank of India towards contribution of the Central Government in the preferential allotment of equity shares of the Bank in the financial year 2016-17 under Plan as Government's Investment. The amount was received by the Bank on 31.03.2017 and kept in the Share Application Money Account. Reserve Bank of India already vide letter dated 30.03.2017, advised to treat share application money received from GOI on or before 31.03.2017 as Common Equity Tier 1 (CET 1) capital for the financial year ending 31.03.2017, pending allotment.

II. Revised Shareholding Pattern before and after the proposed Preferential Offer:

Sr. No.	Name of Shareholders	Pre-allotment in terms of No. of shares	% of pre-allotment Paid Up Capital	Post allotment in terms of No. of Shares	% of Post-allotment Paid Up Capital
1.	President of India (Government of India), Promoter	154,61,39,179	81.28	161,17,17,671	81.91
2.	Other Shareholders	35,60,31,785	18.72	35,60,31,785	18.09
3.	Total (1+2)	190,21,70,964	100.00	196,77,49,456	100.00

III. The identity of the Proposed Allottee and the revised percentage of post Preferential Issue capital that may be held by them and change in control, if any, in the issuer consequent to the preferential issue :

Identity of the Proposed Allottee	Pre-allotment in terms of No. of shares	% of the Pre-allotment Paid up Capital	No. of Equity shares to be allotted on Preferential basis	Post allotment in terms of No. of shares	% of Post allotment Paid up Capital	Incremental % post allotment
President of India (Government of India), Promoter	154,61,39,179	81.28	6,55,78,492	161,17,17,671	81.91	0.63

IV. All other items of the aforesaid EGM Notice dated 12.04.2017 will remain the same.

V. Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, remote e-voting facility has been made available to shareholders of CENTRAL BANK OF INDIA at the abovesaid EGM.

1. Date of Completion of dispatch of notices : 17th April, 2017.
2. Date and time of commencement of remote e-voting : 8th May, 2017 at 10:00 A.M. (IST)
3. Date and time of end of remote e-voting : 10th May, 2017 at 5:00 PM. (IST)
4. Cut – off date : 5th May, 2017
5. Any person who becomes a member of the Bank after dispatch of the Notice of the Meeting and holding shares as on the cut-off date i.e. 5th May, 2017, may obtain the User ID and password by referring to the notice of EGM as sent to shareholders and also uploaded on Bank's website www.centralbankofindia.co.in under the link "Investor Relations" and on www.evotingindia.com, the website of e-voting platform provider - Central Depository Services (India) Ltd. The notice of EGM *inter alia* contains detailed procedure for remote e-voting.
6. Remote e-voting shall not be allowed beyond 5.00 p.m. (IST) on 10th May, 2017.
7. Members who have not cast their votes through remote e-voting and present in the meeting may cast their votes at the EGM venue through e-voting or poll as per their discretion.
8. A member may participate in the general meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote

again in the meeting.

9. A person, 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, i.e. 5th May, 2017 only shall be entitled to avail the facility of remote e-voting and e-voting/poll at EGM.
10. The grievances connected with the electronic voting may be addressed to Shri Ishwar Suvarna, AVP, Link Intime India Pvt. Limited, C-101, 247 Park, LBS Marg, Vikhroli (West), Mumbai – 400 083, Telephone No. : 022-49186000; Fax: 022-49186060; Email: rnt.helpdesk@linkintime.co.in

BY ORDER OF THE BOARD OF DIRECTORS

Place: Mumbai
Date: 19.04.2017

Sd/-
(A K DAS)
Assistant General Manager-MBD/
Company Secretary