

Authorized Representative of shareholders should state on the Attendance-Slip-Cum-Entry-Pass as "Proxy" or "Authorized Representative" as the case may be.

**6. E-Voting / Voting process:**

**a) E-voting**

Pursuant to Clause 35B of Listing Agreement with Stock Exchanges, your Bank is pleased to provide e-voting facility to enable Shareholders to cast their votes electronically on the item mentioned in the notice for which Bank has appointed National Securities Depository Limited (NSDL) as the e-voting service providing agency to provide the e-voting platform. The Bank has appointed M/s. S. N. ANANTHASUBRAMAMIAN & CO., Practicing Company Secretaries as the Scrutinizer for conducting the e-voting process in a fair and transparent manner. **E-voting is optional.** Shareholders of the Bank holding shares either in physical or in Dematerialized form, as on the **Cut – off Date** may cast their vote electronically. As per the Companies (Management and Administration) Amendment Rules 2015, remote e-voting facility shall remain open to all shareholders from **09:00 a.m. on 3<sup>rd</sup> October, 2015 till 5:00 p.m. on 5<sup>th</sup> October, 2015 and the e-voting platform will be disabled thereafter.**

I. The process and manner for remote e-voting are as under:

a) For shareholders whose email IDs are registered with the Bank/Depository Participants(s), **EVEN (Remote e-voting Event Number), USER ID and PASSWORD/PIN** are sent on their respective e-mail IDs, alongwith the the Notice. Open email and open PDF file viz; "**remote e-voting.pdf**" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.

b) For members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy, initial password is provided as per the following format in a separate communication sent along with this notice:

**EVEN (Remote e-voting Event Number) USER ID**  
**PASSWORD/PIN**

c) Follow steps to cast E-vote:

(i) Launch internet browser by typing the following URL: **<https://www.evoting.nsdl.com/>**

(ii) Click on Shareholder - **Login**

(iii) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.

(iv) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(v) You need to login again with the new credentials.

(vi) Home page of remote e-voting opens. **Click on remote e-voting: Active Voting Cycles.**

(vii) Select "**EVEN**" of "**Bank of Maharashtra**".

(viii) Now you are ready for remote e-voting as **Cast Vote page** opens.

(ix) On the voting page, the number of shares as held by the shareholder as on the **Cut-off Date** (29<sup>th</sup> September, 2015) will appear.

(x) In respect of Agenda items, you may click on the assent or dissent as the case may be. Cast your vote by selecting appropriate option and click on "**SUBMIT**" and also "**CONFIRM**" when prompted.

(xi) Upon confirmation, the message "**Vote cast successfully**" will be displayed.

(xii) Once you "**CONFIRM**" your vote on the resolution, you will not be allowed to modify your vote.

d) Institutional shareholders (i.e. other than individuals, HUF, NRI etc..) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc., together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer

through e-mail to [scrutinizer@snaco.net](mailto:scrutinizer@snaco.net) and a copy to be marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

- e) If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- f) You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- g) 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 only shall be entitled to avail the facility of remote e-voting as well as voting at the EGM through ballot paper.
- h) The voting rights of members shall be in proportion to their equity shares held in the Bank as on the cut-off date, as the case may be, as said in 4 above.
- i) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on Toll free no.: 1800-222-990.
- j) Any person, who acquires shares of the Bank and becomes shareholder of the Bank after dispatch of the notice and holding shares as of the cut-off date i.e. 29<sup>th</sup> September, 2015, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or to Bank/RTA. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the Toll free no.: 1800-222-990.
- k) The Portal will remain open for e-voting from 9.00 a.m. on Saturday, 3<sup>rd</sup> October, 2015 to 5.00 p.m. on Monday, 5<sup>th</sup> October, 2015 and will be disabled thereafter.
- l) Shareholders may visit Bank's website [www.bankofmaharashtra.in](http://www.bankofmaharashtra.in) – Investor Services link on home page for updated e-voting instructions.

**b) Voting at the Meeting**

After the agenda item has been discussed, the Bank will conduct voting in respect of the agenda item. Voting will be conducted and supervised by Scrutinizers to be appointed for the purpose. The shareholders/Proxy (ies)/Authorised Representative(s) present at the venue of the general meeting can exercise their votes through voting process. However, the shareholders who have already cast their votes through remote e-voting will not be entitled to participate in the voting process at the venue of the meeting. After conclusion of the voting, the Chairman will declare the meeting as closed.

The Results of the voting at the meeting aggregated with the results of remote e-voting will be announced by the Bank in its website and also informed to the stock exchanges.

**EXPLANATORY STATEMENT AND DISCLOSURE AS REQUIRED TO BE MADE IN TERMS OF SEBI (ICDR) REGULATIONS, 2009.**

- a) As per RBI guidelines under Basel III the Bank should maintain a minimum CRAR of 9% of its Risk Weighted Assets, with the additional stipulation, of this minimum Common Equity Tier I Capital (CET) should be 5.50%. As per the RBI prescribed phased programme, the banks should provide every year Capital Conservation Buffer (CCB) of 0.625% from March 2016 to March 2019 and the CCB should be in the form CET. The Bank's Capital Adequacy Ratio as on 30.06.2015 was at 11.61% as per Basel III framework, of which Tier I capital was 8.57%, with CET I of 7.32%. For the additional requirement of CCB/CET and to provide necessary capital for the annual business growth, the Bank has assessed a capital requirement of ₹ 800 crore for the year ending 31<sup>st</sup> March 2016.
- b) Government of India, Ministry of Finance, vide its communication F. No. 7/38/2014-BOA dated 19<sup>th</sup> August, 2015 has decided to infuse additional equity capital to the tune of ₹ 394.00 crore (Rupees Three Hundred and Ninety Four Crore only) in the Bank, by way of preferential allotment of equity shares in favour of the Government of India. The Board of Directors, in its meeting held on 1<sup>st</sup> September 2015, had approved the proposal of issuing equity shares aggregating upto ₹ 394.00 Crore to Government of India on preferential basis. The capital raised would be utilized to improve the Capital Adequacy and to fund the Bank's business growth.