

BCC:ISD:118:16:311

23.06.2026

The Vice President B S E Ltd., Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001 BSE Code-532134	The Vice President National Stock Exchange of India Ltd. Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai- 400 051 NSE Code- BANKBARODA
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Madam/Dear Sir,

Re: 30th Annual General Meeting of our Bank – Submission of Proceedings & Voting Results under SEBI (LODR) Regulations, 2015

We advise that the 30th Annual General Meeting of Bank of Baroda inter alia, was held today i.e. 23rd June 2026 at 11.00 AM through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

In this regard, we are enclosing the Proceedings of the Meeting pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Consolidated Voting Results as submitted by Scrutinizers.

We request you to take a note of the above pursuant to respective SEBI (LODR) Regulations and upload the same on your website.

The meeting concluded at 12.52 PM.

Yours faithfully,

S Balakumar
Company Secretary

Encl.- As above

Proceedings

30th Annual General Meeting through VC / OAVM

- In accordance with the Notice dated 08th May 2026, the 30th Annual General Meeting of the Shareholders of Bank of Baroda was held on Tuesday, 23rd June 2026 at 11.00 A.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM) in compliance with MCA (Ministry of Corporate Affairs) / SEBI guidelines.
- Dr. Debadatta Chand, MD & CEO of the Bank, chaired the meeting pursuant to Bank of Baroda General (Shares and Meetings) Regulations, 1998.
- The Chairman, after ascertaining the quorum, called the Meeting to order.
- The Chairman welcomed the Shareholders and introduced the Directors present. The Chairperson of the Audit Committee of the Board & Stakeholders Relationship Committee were also present at the Meeting.
- The Chairman highlighted the Bank's financial performance, marked by growth in business, higher profits, better asset quality, and consistent dividend payouts.
- The Company Secretary informed that the Notice of this meeting along with the various links including Full Annual Report 2025-26 was e-mailed on 29th May 2026 to the Shareholders who have registered their email ids. Post-dispatch, E-voting Notice of 30th AGM was published in Business Standard & Financial Express in English, Business Standard in Hindi, and Sandesh in Gujarati on 30th May 2026.
- The Company Secretary further informed regarding the Corrigendum dated 03rd June 2026 submitted to the Stock Exchanges and the same was also published in the Business Standard & Financial Express in English, Business Standard in Hindi, and Sandesh in Gujarati on 05th June 2026.
- The Notice of AGM was also hosted on the website of the Bank. With the permission of the Shareholders present, the Notice was taken as read.
- The Company Secretary informed that in terms of Regulation 44 of SEBI (LODR) Regulations, 2015 read with Rule 20 of Companies (Management and Administration) Rules, 2014 the Bank had provided Remote E-Voting facility to Shareholders from 9.00 a.m. on 19th June 2026 to 5.00 p.m. on 22nd June 2026 for voting on the items on the agenda.
- The Company Secretary further informed that the Bank has appointed NSDL as e-voting agency and M/s S. N. Ananthasubramanian & Co, Practicing Company Secretaries as Scrutinizer to oversee the Remote E-voting and e-voting process.
- The Company Secretary then moved the resolutions as per Notice of 30th AGM detailed as under:
 - To discuss, approve and adopt the Balance Sheet of the Bank as on 31st March 2026, Profit and Loss Account for the year ended 31st March 2026, together with the report of the Board of Directors on the working and activities of the Bank for the Financial Year 2025-26 and Auditor report on Balance Sheet and Accounts.

बड़ौदा कॉर्पोरेट सेंटर, सी-26, जी-ब्लॉक, बान्द्रा कुर्ला कॉम्प्लेक्स, मुंबई 400 051, भारत.

Baroda Corporate Centre, Bandra Kurla Complex, Mumbai 400 051, India फोन / Ph : 91 22 6698 5812 ई मेल / E Mail :

companysecretary.bcc@bankofbaroda.bank.in वेब / Web : www.bankofbaroda.bank.in

- To approve and declare dividend for the FY2025-26
 - To approve Capital Plan 2026-27
 - To approve appointment of Shri Ashish Madhaorao More as Non-Executive Director of the Bank.
 - To approve re-appointment of Shri Lalit Tyagi as Executive Director of the Bank.
 - To approve re-appointment of Shri Sanjay Vinayak Mudaliar as Executive Director of the Bank
 - To approve re-appointment of Dr. Debadatta Chand as Managing Director and Chief Executive Officer of the Bank
- The Chairman then invited participation of the Shareholders for discussing agenda items. Few registered shareholders spoke one by one at the meeting and made observations / queries in respect of agenda items.
- Dr. Debadatta Chand, Chairman, responded to the observations / queries raised by the Shareholders.
- The Chairman thanked the Shareholders for their active participation and informed that e-voting facility is available for the members who have not cast their votes to cast their votes for further 30 minutes. The meeting concluded after this voting.
- Consolidated Voting Results were also uploaded on the websites of BSE, NSE, and Bank.

Yours faithfully,

S Balakumar
Company Secretary

Date: 23rd June 2026



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

10/25-26, 2nd Floor, Brindaban,
Thane (W) - 400 601
T: +91 99878 91740
E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

23rd June, 2026

To,
The Managing Director & Chief Executive Officer
Bank of Baroda
Alkapuri, Baroda – 390 007.

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and e-voting by your shareholders during the Annual General Meeting of your Bank held on Tuesday, 23rd June, 2026 through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizer's Report, which is comprehensive and self-explanatory in all respects.




S. N. Viswanathan
Managing Partner



S. N. ANANTHASUBRAMANIAN & CO

Company Secretaries

SCRUTINIZER'S REPORT

Name of the Bank	Bank of Baroda
Meeting	30 th Annual General Meeting
Day, Date & Time	Tuesday, 23 rd June, 2026 at 11.00 A.M.
Deemed Venue	Alkapuri, Baroda- 390 007
Mode	Through Video Conferencing (VC) / Other Audio Visual Means (OAVM)

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Shareholders at the Annual General Meeting ("AGM") of Bank of Baroda (hereinafter referred to as 'the Bank') held on **Tuesday, 23rd June, 2026 at 11.00 A.M.** through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's Report on the voting on the resolutions, based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the AGM

2.1 Pursuant to the relevant circulars issued by the Ministry of Corporate Affairs (MCA) for holding the AGM or other general meetings of Members through Video Conferencing (VC) or Other Audio Visual Means (OAVM), an advertisement was published in **Business Standard** and **Financial Express (English newspaper)**, **Business Standard (Hindi newspaper)** and **Sandesh (Gujarati language newspaper)** having electronic editions:

- On **20th May, 2026**, prior to the dispatch of Notice of AGM and
- On **30th May, 2026**, post the dispatch of Notice of AGM

specifying the date & time of the AGM, availability of the notice on the Bank's website and website of Stock Exchanges, manner of registration of E-mail IDs by the Shareholders (both physical and demat) who are yet to register their E-mail IDs with the Bank, manner of voting through remote e-voting or through e-voting system at the AGM etc.

2.2 The Bank hosted the detailed notice of AGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited on **29th May, 2026**.





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Company Secretaries

2.3 The Bank has informed that on the basis of the Register of Shareholders and the list of Beneficial Owners made available by KFin Technologies Limited, Registrar and Share Transfer Agents ("RTA") of the Bank and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively, the Bank completed dispatch:

2.3.1 of Notice of AGM on **29th May, 2026** by e-mail to **13,35,350** Shareholders who had registered their E-mail IDs with the Depositories/ Bank.

2.3.2 dispatch of communication through letters containing web link to the Annual Report for Financial Year 2025-26 on **29th May, 2026 and 30th May, 2026** to **1,69,857** Shareholders whose E-mail addresses were not registered with Depositories/ Bank.

3. Cut-off date

3.1 Voting rights with respect to the agenda items were reckoned as on **Tuesday, 16th June, 2026**, being the cut-off date for the purpose of deciding the entitlement of Shareholders for remote e-voting and e-voting during AGM.

4. Remote e-voting process

4.1 Agency

The Bank appointed National Securities Depository Limited (NSDL) as the agency for providing the platform for remote e-voting and e-voting during the AGM.

4.2 Remote e-voting period

Remote e-voting platform was open **from 9.00 a.m. on Friday, 19th June, 2026 till 5.00 p.m. on Monday, 22nd June, 2026** and Shareholders were required to cast their votes electronically conveying their assent or dissent in respect of the resolution on the remote e-voting platform provided by NSDL.

5. Voting at the AGM

5.1 In line with Regulation 44(1) and 44(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Shareholders who have cast their votes through remote e-voting do not vote again during the AGM, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of the AGM, to only such details relating to Shareholders who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.





S. N. ANANTHASUBRAMANIAN & CO **Company Secretaries**

5.2 Accordingly, NSDL, the remote e-voting agency provided us with the names, DP ID & Client ID/ folios and shareholding of the Shareholders who had cast their votes through remote e-voting.

6. Counting Process

6.1 On completion of e-voting at the AGM, we unblocked the results of the remote e-voting and e-voting by Shareholders at the AGM, on the NSDL e-voting platform and downloaded the results for scrutiny.

6.2 No Shareholder of the Bank other than the Central Government holds more than 10% of total voting rights of all Shareholders of the Bank, accordingly, provisions of Section 3(2E) of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 with respect to restriction of voting rights are not applicable.

6.3 All the votes cast by the Members were found to be valid.

7. Results

7.1 Consolidated results with respect to the agenda items as set out in the Notice of the AGM dated 8th May, 2026 is enclosed herewith.

7.2 Based on the aforesaid results, we report that 6 (Six) Ordinary Resolutions as set out in Item Nos. 1, 2, 4, 5, 6 and 7 and 1 (One) Special Resolution as set out in Item No. 3 of the Notice of the AGM dated 8th May, 2026 have been passed with the requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 5218/2023




S. N. Viswanathan

Managing Partner

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ICSI UDIN: F013685H000671298

23rd June, 2026 | Thane



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 1: To discuss, approve and adopt the Balance Sheet of the Bank as at 31st March, 2026, Profit and Loss Account for the year ended 31st March, 2026, the report of the Board of Directors on the working and activities of the Bank for the period covered by the accounts and the Auditor's Report on the Balance Sheet and Accounts.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	2,265	4,57,94,82,737	12	2,174	2,277	4,57,94,84,911	97.4480
Dissent	170	11,99,26,064	2	2,982	172	11,99,29,046	2.5520
Total	2,435	4,69,94,08,801	14	5,156	2,449	4,69,94,13,957	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 1** of the Notice of the AGM dated 8th May, 2026 has been **passed with requisite majority**.

For **S. N. ANANTHASUBRAMANIAN & Co.**
Company Secretaries




S. N. Viswanathan
Managing Partner

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Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 30th AGM of Bank of Baroda held on 23rd June, 2026.



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 2: To approve and declare dividend for the Financial Year 2025-26.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	2,415	4,70,27,56,312	14	5,166	2,429	4,70,27,61,478	99.9997
Dissent	30	12,172	0	0	30	12,172	0.0003
Total	2,445	4,70,27,68,484	14	5,166	2,459	4,70,27,73,650	100.0000

Based on the aforesaid result, we report that the **Ordinary Resolution** as set out in **Item No. 2** of the Notice of the AGM dated 8th May, 2026 has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries




S. N. Viswanathan
Managing Partner
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Company Secretaries

CONSOLIDATED RESULTS

Item No. 3: Approval of the Capital Plan of the Bank for the Financial Year 2026-27.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	2,400	4,70,04,31,810	11	1,145	2,411	4,70,04,32,955	99.9502
Dissent	38	23,36,013	3	4,021	41	23,40,034	0.0498
Total	2,438	4,70,27,67,823	14	5,166	2,452	4,70,27,72,989	100.0000

Based on the aforesaid results, we report that the **Special Resolution** as set out in **Item No. 3** of the notice of AGM dated 8th May, 2026 has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
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Managing Partner
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S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 4: To approve appointment of Shri Ashish Madhaorao More as Non-Executive Director of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,756	4,26,78,00,130	10	840	1,766	4,26,78,00,970	90.7508
Dissent	690	43,49,66,803	4	4,326	694	43,49,71,129	9.2492
Total	2,446	4,70,27,66,933	14	5,166	2,460	4,70,27,72,099	100.0000

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No.4** of the notice of AGM dated 8th May, 2026 has been **passed with requisite majority**.

For S. N. ANANTHASUBRAMANIAN & Co.
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S. N. Viswanathan
Managing Partner
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Company Secretaries

CONSOLIDATED RESULTS

Item No. 5: To approve reappointment of Shri Lalit Tyagi as Executive Director of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,817	4,30,32,58,965	12	4,841	1,829	4,30,32,63,806	91.5049
Dissent	620	39,95,05,034	2	325	622	39,95,05,359	8.4951
Total	2,437	4,70,27,63,999	14	5,166	2,451	4,70,27,69,165	100.0000

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No.5** of the notice of AGM dated 8th May, 2026 has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries

S. N. Viswanathan



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Company Secretaries

CONSOLIDATED RESULTS

Item No. 6: To approve reappointment of Shri Sanjay Vinayak Mudaliar as Executive Director of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	1,838	4,30,66,34,713	12	4,841	1,850	4,30,66,39,554	91.5766
Dissent	603	39,61,31,676	2	325	605	39,61,32,001	8.4234
Total	2,441	4,70,27,66,389	14	5,166	2,455	4,70,27,71,555	100.0000

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No.6** of the notice of AGM dated 8th May, 2026 has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries




S. N. Viswanathan
Managing Partner
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Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 30th AGM of Bank of Baroda held on 23rd June, 2026.



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

CONSOLIDATED RESULTS

Item No. 7: To approve reappointment of Dr. Debadatta Chand as Managing Director and Chief Executive Officer of the Bank.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	2,284	4,67,44,54,841	12	4,841	2,296	4,67,44,59,682	99.3980
Dissent	164	2,83,11,648	2	325	166	2,83,11,973	0.6020
Total	2,448	4,70,27,66,489	14	5,166	2,462	4,70,27,71,655	100.0000

Based on the aforesaid results, we report that the **Ordinary Resolution** as set out in **Item No.7** of the notice of AGM dated 8th May, 2026 has been passed with requisite majority.

For S. N. ANANTHASUBRAMANIAN & Co.
Company Secretaries




S. N. Viswanathan
Managing Partner

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Report of Scrutinizer on remote e-voting and e-voting by Shareholders during the 30th AGM of Bank of Baroda held on 23rd June, 2026.