

**BANK OF INDIA
HEAD OFFICE**

Proceedings of the Extra Ordinary General Meeting of the Bank held on Thursday 17.03.2011 at 3.30 P.M. at the Bank of India Auditorium, Star House, Bandra Kurla Complex, Mumbai - 400 051.

In accordance with the Notice dated 15th February, 2011 the *Extra Ordinary General Meeting of the Bank was held on Thursday 17th March, 2011 at 3.30 P.M. at Bank of India Auditorium, Star House, Bandra Kurla Complex, Bandra (East), Mumbai 400 051.* The meeting was attended by 80 members, 159 Proxy holders and 8 Directors.

2. The Meeting commenced at 3.30 P.M. The Chairman and Managing Director of the Bank, chaired the meeting and welcomed the shareholders present. He then announced that in accordance with 'Regulation 58' of the Bank of India (Shares and Meetings) Regulations, 2007, the requisite quorum was present and called the meeting to order.

3. At the request of the Chairman, the Executive Director of the Bank read out the details of the proxies received, letter received from Government of India on the appointment of their Representative and introduced the Directors on the Dais.

4. The Chairman later on addressed the shareholders explaining the need for raising capital through Preferential Issue route and the road map for future. After due discussion and replying to the observations of shareholders by the Chairman and Managing Director, the shareholders unanimously resolved and approved to issue not exceeding 2,13,04,870 equity shares of Rs.10/- each at a Premium of Rs.464.07 per Share through the Preferential Issue route to the Government of India (Promoters) in the name of the President of India, subject to the compliance of Chapter VII of SEBI (Issue of Capital and Disclosure Requirements) Regulations 2009 and subject to necessary approvals.

MumbaiDate 17th March, 2011.**Certified True Copy**


(RAJEEV BHATIA)
(Company Secretary)

