



बैंक ऑफ बड़ौदा Bank of Baroda

BCC:ISD:103/10/169

Date: 28.03.2012

The Vice President
(Fax No. 022 22723719)
Bombay Stock Exchange Ltd.,
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
BSE Code-532134

The Vice President,
(Fax No. 022-6641 8124/25/26)
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra Kurla Complex
Bandra (E), Mumbai – 400 051
NSE Code-BANKBARODA

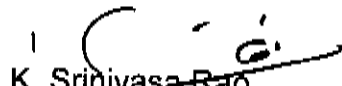
Dear Sir / Madam,

Re: Proceedings of Extra-ordinary General Meeting of our Bank

We submit herewith the proceedings of the Extra-ordinary General Meeting of our Bank held at Vadodara on 27th March 2012 along with voting result as per annexure.

This is in compliance of clause 31 (d) and 35-A of the Listing Agreement.

Yours faithfully,


K. Srinivasa Rao
DGM-Secretary to Board

Encl.- As above

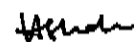


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Proceedings of Extraordinary General Meeting (EGM) of Bank of Baroda held on Tuesday, 27th March, 2012 at Vadodara.

1. In accordance with the Notice Dated 28th February, 2012, an Extraordinary General Meeting of the Shareholders of Bank of Baroda was held on Tuesday, 27th March, 2012 at 10.00 a.m. at Vadodara at. Sir Sayaji Rao Nagargriha, Vadodra Mahanagar Seva Sadan, Bank of Baroda Centenary Year (2007-2008), T. P. – 1, F. P. 549/1, Near GEB Colony, Old Padra Road, Vadodara – 390 020
2. Shri M. D. Mallya, Chairman and Managing Director of the Bank, chaired the meeting pursuant to the Bank of Baroda General (Shares and Meetings) Regulations, 1998 (Regulations). Necessary quorum pursuant to Regulation 58 (i) of the Regulations being present, the Chairman called the meeting to order.
3. The Chairman informed that Notice convening the EGM was mailed to all the eligible shareholders and duly notified in the newspapers as provided in the Regulation and with the permission of the shareholders was taken as read.
4. The Chairman informed the Shareholders that the EGM was convened to
 - Get the shareholders' approval for the preferential allotment of upto 1,95,77,304 Equity Shares to Life Insurance Corporation of India (LIC).
5. The Chairman then took up the agenda item and informed that LIC through itself and / or its various schemes has expressed its intention and has given its in-principle approval to acquire equity shares upto 5% of the pre-issue capital of the Bank on preferential basis i.e. upto 1,95,77,304 equity shares.
6. He also informed that the Bank has obtained a certificate from M/s. Khimji Kunverji & Co., one of the Statutory Auditors of the Bank certifying the correctness of Issue Price of Rs. 840.10 per equity share and compliance with SEBI ICDR Regulations and that the same was placed before the meeting and was available for inspection.
7. The Special Resolution as proposed and seconded by the Shareholders was passed unanimously by show of hands.
8. The Chairman then declared the meeting as closed.

Place : Mumbai
Date : 28th March, 2012


Vinay A. Shah
Company Secretary





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Name of the Company:	Bank of Baroda	
Date of the EGM:	27 th March 2012	
Total number of shareholders on record date:	1,73,798 (as on 23.03.2012)	
No. of shareholders present in the meeting either in person or through proxy:	Promoters and Promoter Group:	1
	Public:	183
No. of Shareholders attended the meeting through Video Conferencing	Promoters and Promoter Group:	NIL
	Public:	NIL
(Agenda-wise) Details of the Agenda:	Approval of Special Resolution for creating, offering, issuing & allotting UPTO 1,95,77,304 equity shares to LIC of India as Preferential Issue	
Resolution required: (Ordinary/Special)	Special	
Mode of voting: (Show of hands/Poll/ Postal ballot/E-voting)	Show of hands (passed unanimously)	

In case of Poll/Postal ballot/E-voting:				NOT APPLICABLE			
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	NOT APPLICABLE						
Public – Institutional holders							
Public-Others							
Total							



बड़ोदा कॉर्पोरेट सेंटर, सी 26 जी ब्लॉक बंदरा-कुर्ला कॉम्प्लेक्स बंदरा (ए) मुंबई 400 051 भारत

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