



सेंट्रल बैंक ऑफ इंडिया
सेंट्रल बैंक ऑफ इंडिया
Central Bank of India

1911 से सेंट्रल आपके लिए "केन्द्रित"

"CENTRAL" TO YOU SINCE 1911



केन्द्रीय कार्यालय

Central Office

CO:MBD:2012-13

June 27, 2012

National Stock Exchange of India Limited
Listing Department
Exchange Plaza,
Plot No.C/1, 'G' Block
Bandra-Kurla Complex
Bandra (E)
Mumbai-400 051

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Dear Sirs,

**Sub : Central Bank of India's Equity Shares
(Scrip Symbol/Code: CENTRALBK)**

Proceedings of the 5th Annual General Meeting

We enclose herewith proceedings of the 5th Annual General Meeting of the Bank held on Wednesday, June 27, 2012.

Kindly take the above on your record.

Thanking you,

Yours faithfully,
For CENTRAL BANK OF INDIA


ANAND KUMAR DAS
ASSTT GENERAL MANAGER – MBD/
COMPANY SECRETARY



चंदर मुखी, नरीमन पॉइंट, मुंबई - 400 021 • तारेचा पत्ता : सेंटऑफ • दूरध्वनी : 2202 6428, 6638 7777 • फॅक्स : (91-22) 2204 4336
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Chander Mukhi, Nariman Point, Mumbai - 400 021 • Gram : CENTOFF • Tel.: 2202 6428, 6638 7777 • Fax : (91-22) 2204 4336

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Proceedings of the Fifth Annual General Meeting of shareholders of CENTRAL BANK OF INDIA held on Wednesday, 27th June 2012 at 04.00 pm at Sir Sorabji Pochkhanawala Banker's Training College, Near Cooper Hospital, JVPD Scheme, Vile Parle (West), Mumbai 400056

In terms of Regulation 59(i) of the Central Bank of India (Shares and Meetings) Regulations, 1998, Shri M.V. Tanksale, Chairman and Managing Director took the Chair.

Necessary quorum in terms of Regulation 58(1) of the Central Bank of India (Shares and Meetings) Regulations, 1998 being present, the Chairman declared the 5th Annual General Meeting as properly constituted.

Chairman welcomed the shareholders present and introduced the Directors on the dais.

With the permission of the shareholders present, the Notice dated 8th May 2012 convening the 5th Annual General Meeting of the Bank on 27th June 2012 was taken as read.

Chairman further informed that out of 27 proxies received by the Bank till Friday, 22nd June, 2012, being the last day for the receipt of proxies, all 27 proxies representing One Crore Eleven Lac Sixty Six Thousand Seven Hundred Forty One (11,166, 741) Equity Shares were valid and in order constituting 1.52% of the Paid Up Equity Share Capital of the Bank. However, out of all 27 valid proxies, only 26 proxies were present in the Annual General Meeting. He also informed that the Central Government authorised Shri A.K. Sharma, Section Officer, Department of Financial Services, Ministry of Finance, as their representative to attend and vote at the Meeting.

5th Annual General Meeting of the Bank was attended by 108 shareholders.

Chairman in his address to the shareholders highlighted the performance and achievements of the Bank during the financial year 2011-12.

Chairman then moved the following Resolution for discussion, approval and adoption of Accounts for the year ended 31st March 2012, which was proposed by Shri Jahur Ismail Maniar and seconded by Shri Jayendra Kalyani, shareholders.

Before putting the Resolution to vote, the Chairman invited shareholders present to make their observations. The Chairman also defined the ground rules for a free and fair discussion.

Eleven of the shareholders present, presented their views/queries.

Subsequently, Chairman responded the observations/queries raised by the shareholders. Chairman then put the following resolution to vote, which was passed unanimously by show of hands:

"RESOLVED THAT the Bank's Balance Sheet as at 31st March 2012 and Profit & Loss Account for the year ended on that date including Cash Flow Statement, Report of Corporate Governance and Consolidated Accounts, together with the Reports of the Auditors and Directors thereon as circulated among the Members, be and are hereby discussed, approved and adopted."



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 Anand Kumar Das
 Assistant General Manager
 (Company Secretary)

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Chairman then took up the second item on agenda with regard to declaration of Dividend. The following resolution proposed by Smt. Celestine Elizabeth Mascarenhas and seconded by Shri Kirti Shah was put to vote and passed unanimously by show of hands.

"RESOLVED THAT the dividend at the rate of 7.25% p.a. for the period 1st April 2011 to 12th November 2011 and at the rate of 9.50% p.a. for the period 13th November 2011 to 31st March 2012 on 80,00,00,000 Perpetual Non-Cumulative Preference Shares-I of Rs.10/- each, amounting to Rs. 64,85,47,945.21/- for the financial year 2011-12, as recommended by the Board, be and is hereby declared.

RESOLVED FURTHER THAT the dividend at the rate of 7.75% p.a. for the period 1st April 2011 to 29th March 2012 and at the rate of 9.50% p.a. for the period 30th March 2012 to 31st March 2012 on 11,70,00,000 Perpetual Non-Cumulative Preference Shares-II of Rs.10/- each, amounting to Rs. 9,07,87,191.78/- for the financial year 2011-12, as recommended by the Board, be and is hereby declared.

RESOLVED FURTHER THAT the dividend at the rate of 7.75% p.a. for the period 1st April 2011 to 30th March 2012 and at the rate of 9.50% p.a. for the period 31st March 2012 to 31st March 2012 on 45,00,00,000 Perpetual Non-Cumulative Preference Shares-III of Rs.10/- each, amounting to Rs. 34,89,65,753.42/- for the financial year 2011-12, as recommended by the Board, be and is hereby declared.

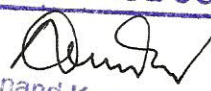
RESOLVED FURTHER THAT the dividend at the rate of 6.25% p.a. for the period 1st April 2011 to 2nd June 2011 and at the rate of 8.25% p.a. for the period 3rd June 2011 to 31st March 2012 on 25,00,00,000 Perpetual Non-Cumulative Preference Shares-IV of Rs.10/- each, amounting to Rs. 19,76,19,863.01/- for the financial year 2011-12, as recommended by the Board, be and is hereby declared.

RESOLVED FURTHER THAT the dividend at the rate of Rs.2.00 per equity share on total 73,61,15,416 Equity Shares of Rs.10/- each as recommended by the Board, total amounting to Rs. 1,47,22,30,832/- for the financial year 2011-12, be and is hereby declared."

The Chairman then declared 5th Annual General Meeting of the Bank as closed.



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Anand Kumar Das
Assistant General Manager
(Company Secretary)

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