बैंक ऑफ महाराष्ट्र प्रधान कार्यालय लोकमंगल,1501,शिवाजीनगर , पुणे -5		BANK OF MAHARASHTRA Head Office LOKMANGAL,1501.SHIVAJINAGAR, PUNE-5
Investor Services Department		
टेली/TELE : 020 25511360 फेक्स/ FAX : 020 25533246 ई-मेल / e-mail: investor_services@mahabank.co.in		

AX1/ISD/EGM/Compl/2011-12 **26/03/2012**

The General Manager,
Department of Corporate Services,
Bombay Stock Exchange Ltd.,
P.J TOWERS,
Dalal Street, Fort
Mumbai-400 001

The Vice President,
Listing Department,
National Stock Exchange Of India Ltd,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai.-400 051.

Re- **SCRIP CODE- BSE-532525 , NSE -MAHABANK - EQ**

Dear Sir,

Re; Extra Ordinary General Meeting of Shareholders

Sub: Raising of Equity Capital of the Bank by Issuance of Equity Shares by way of Preferential Allotment to Government of India/LIC/Others.

In continuation with our letter no AX1/ISD/EGM/2011-12 dated 29/02/2012, we hereby inform you that Extraordinary General Meeting of the shareholders of the Bank was held today i.e 26/03/2012,wherein it was approved as under-

a) to allot 8,37,93,902 equity shares of Rs 10/-each @ Rs 56.09 per share, aggregating to Rs 469,99,99,963, to Govt of India

and

b) to allot 2,40,85,627 equity shares of Rs 10/-each @ Rs 56.09 per share, aggregating to Rs 135,09,62,818, to LIC of India, on preferential basis

We enclose herewith **'certified true copy of Proceedings'** of the said meeting, for your record.

We request you to treat this as compliance of provision of the Listing Agreement.

Thanking you,

Yours faithfully,

(Mrs M P Devadhar)
Company Secretary.

BANK OF MAHARASHTRA

Proceedings at the Extraordinary General Meeting of the Bank

1 In accordance with the Notice dated 25th February 2012, the Extraordinary General Meeting of the Bank was held on Monday ,26th March 2012 at 10.30 a.m at Appasaheb Jog Hall, Lokmangal, 1501 Shivajinagar, Pune 411005.

2 The Extraordinary General Meeting commenced at 10.30 a. m. when Shri Narendra Singh , Chairman and Managing Director of the Bank, who chaired the meeting welcomed the shareholders present and announced that in accordance with Regulation 58 of Bank of Maharashtra (Shares and Meetings) Regulations,2004 the requisite quorum was present and called the Meeting to order.

3 The Chairman and Managing Director introduced the Directors present on the dais to the shareholders.

4 He further announced the details of valid proxies and valid authorised representatives received by the Bank.

5 As the Notice convening the meeting had already been mailed to the shareholders as well as published in the newspapers and also hosted on the website the Bank, with the permission of the shareholders present, the Notice was taken as read.

6 The Chairman then took up the only item on the agenda relating to raising of capital and issue of equity shares on preferential basis to Government of India and LIC of India . He informed that the Bank has fixed the issue price at Rs 56.09 per equity share

7 Before putting the resolution to vote, the Chairman invited the shareholders present to make their observations ,if any.

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निदेशक
सेवाएँ
विभाग
प्रधान कार्यालय, पुणे-5

8 The Chairman then responded to the observations made /queries raised by the shareholders.

9 The Chairman then put the resolutions to vote on a show of hands and announced that the following Special Resolution was passed unanimously.

"RESOLVED THAT pursuant to the provisions of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 and Bank of Maharashtra (Shares and Meetings) Regulations, 2004 and subject to the approvals, consents, sanctions, if any, of Reserve Bank of India (RBI), Government of India (GOI), Securities and Exchange Board of India (SEBI), and / or any other authority as may be required in this regard and subject to such terms, conditions and modifications thereto as may be prescribed by them in granting such approvals and which may be agreed to by the Board of Directors of the Bank and subject to SEBI (Issue of Capital & Disclosure Requirements) Regulations, 2009 (SEBI ICDR Regulations) and regulations prescribed by RBI and all other relevant authorities from time to time and subject to the Listing Agreements entered into with the Stock Exchanges where the equity shares of the Bank are listed, consent of the shareholders of the Bank be and is hereby accorded to the Board of Directors of the Bank (hereinafter called "the Board" which shall be deemed to include any Committee which the Board may have constituted or hereafter constitute, to exercise its powers including the powers conferred by this Resolution)

A) To create, offer, issue and allot upto 15,33,25,013 equity shares of Rs.10/- each (Rupees Ten only) for cash at such Issue Price as may be determined by the Board in accordance with Regulation 76 (1) of SEBI ICDR Regulations aggregating upto Rs.860.00 crore on preferential basis to Government of India .

B) To create, offer, issue and allot upto 2,40,85,627 equity shares of Rs.10/- each (Rupees Ten only) for cash at such Issue Price as may be determined by the Board in accordance with Regulation 76 (4) of SEBI ICDR Regulations aggregating upto Rs. 135.10 Crore on preferential basis to LIC of India and / or various Schemes of LIC of India

"RESOLVED FURTHER THAT the Relevant Date for determination of the Issue Price is 24th February, 2012."

"RESOLVED FURTHER THAT the Board shall have authority and power to accept any modification in the proposal as may be required or imposed by the Government of India / Reserve Bank of India / Securities and Exchange Board of India/ Stock Exchanges where the shares of the Bank are listed or such other appropriate authorities at the time of according / granting their approvals, consents, permissions and sanctions to issue, allotment and listing thereof and as agreed to by the Board."



"RESOLVED FURTHER THAT the said equity shares to be issued shall rank *pari passu* with the existing equity shares of the Bank and shall be entitled to dividend declared, if any, in accordance with the statutory guidelines that are in force at the time of such declaration."

"RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper and desirable and to settle any question, difficulty or doubt that may arise in regard to the issue of the equity shares and further to do all such acts, deeds, matters and things, finalize and execute all documents and writings as may be necessary, desirable or expedient as it may in its absolute discretion deem fit, proper or desirable without being required to seek any further consent or approval of the shareholders or authorize to the end and intent that the shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution"

"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred on it, to the Chairman and Managing Director or Executive Director or such other officer of the Bank as it may deem fit to give effect to the aforesaid Resolution."

10 The Chairman then declared the Extraordinary General Meeting as closed.

Devdhar

Place- Pune

Date- 26.03.2012

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