CERTIFIED COPY OF THE SPECIAL RESOLUTION PASSED UNANIMOUSLY BY THE SHAREHOLDERS OF THE BANK IN THE GENERAL MEETING HELD ON MONDAY, THE 18TH MARCH, 2013 AT 10.30 A.M. IN THE STATE BANK AUDITORIUM, STATE BANK BHAVAN COMPLEX, MADAME CAMA ROAD, MUMBAI – 400021 (MAHARASHTRA).

"**RESOLVED THAT** pursuant to the provisions of the State Bank of India Act 1955 (hereinafter referred to as the 'Act') read with the State Bank of India General Regulations, 1955 and subject to the approval, consent and sanction, 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 Central Board of Directors of the Bank and subject to SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended (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 Central Board of Directors of the Bank (hereinafter called "the Board" which shall be deemed to include the Executive Committee of the Central Board constituted under Section 30 of the Act read with Regulation 46 of the State Bank of India General Regulations, 1955, to exercise its powers including the powers conferred by this resolution) to create, offer, issue and allot such number of Equity Shares of Rs.10/- each for cash at such price to be determined by the Board in accordance with Regulation 76(1) of SEBI ICDR Regulations, aggregating to the tune of upto Rs.3004 crore (including premium), on preferential basis to "**Government of India**."

"RESOLVED FURTHER THAT the **Relevant date** for determination of the Issue Price is 15.02.2013."

"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 GoI/RBI/SEBI/ Stock Exchanges where the equity shares of the Bank are listed

भारतीय स्टेट बैंक S.B.I.
शेयर एवं बाण्ड विभाग
Shares & Bonds Dept.
कारपोरेट केन्द्र CORPORATE CENTRE

or such other appropriate authorities at the time of according / granting their approvals, consents, permissions and sanctions for the 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 in all respects 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 the above, the Board be and is hereby authorized to take all such actions and 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, finalise 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 other 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 or any of the Managing Directors or such other officer(s) of the Bank as it may deem fit to give effect to the aforesaid Resolution."

CERTIFIED COPY
कृते भारतीय स्टेट बैंक
For State Bank of India

महाप्रबंधक / General Manager
(शेयर एवं बॉण्ड) / (Shares & Bonds)
केन्द्रीय कार्यालय मुंबई/Central Office, Mumbai
Date: 18th March, 2013