



बैंक ऑफ़ बड़ौदा **Bank of Baroda**

BCC:ISD:106/10

Date: 15.01.2014

The Vice President (Email-corp.relations@bseindia.com) B S E Ltd., Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 BSE Code-532134	The Vice President, (Email-cmlist@nse.co.in) 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 held on 15th January 2014

We submit herewith the proceedings of the Extra-ordinary General Meeting of our Bank held at Vadodara on 15th January 2014 along with voting result as per annexure.

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

Yours faithfully,

M.L.Jain
DGM & Company Secretary

Encl.- As above



Proceedings of Extraordinary General Meeting (EGM) of Bank of Baroda held on Wednesday, 15th January, 2014 at Vadodara.

1. In accordance with the Notice Dated 3rd December, 2013, an Extraordinary General Meeting of the Shareholders of Bank of Baroda was held on Wednesday, 15th January, 2014 at 10.00 a.m. 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 S. S. Mundra, 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. With the permission of the shareholders it was taken as read.
4. The Chairman informed the Shareholders that the EGM was convened to seek shareholders' approval for the allotment of 81,58,784 Equity Shares to Government of India (GOI) on preferential basis.
5. The Chairman then took up the only agenda item pertaining to seeking shareholders' approval, by Special Resolution, for the allotment of 81,58,784 equity shares of face value of Rs. 10/- each at issue price of Rs. 674.12 per share (Premium of Rs. 664.12 per share) to the Government of India on preferential basis, subject to necessary approvals.
6. He also informed that the Bank has obtained a certificate from M/s. NBS & Co., one of the Statutory Auditors of the Bank certifying the correctness of Issue Price of Rs. 674.12 per equity share calculated in terms of SEBI ICDR Regulations and also the compliance with the provisions of the said Regulations for the Issue and that the same was placed before the meeting and was made 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 : Vadodara
Date : 15th January, 2014


M.L.Jain
DGM & Company Secretary




EXTRA-ORDINARY GENERAL MEETING HELD ON 15.01.2014

Details required as per Clause 35A of the Listing Agreement – Voting Results

Name of the Company:		Bank of Baroda					
Date of the EGM:		15 th January 2014					
Total number of shareholders on 10 th January 2014:		187555					
No. of shareholders present in the meeting either in person or through proxy:		Promoters and Promoter Group:				1	
		Public:				352	
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 81,58,784 equity shares to Government of India on Preferential basis at the issue price of Rs. 674.12 per equity share					
Resolution required: (Ordinary/Special)		Special					
Mode of voting: (Show of hands/Poll/ Postal ballot/E-voting)		<input checked="" type="checkbox"/> Show of hands (passed unanimously / with requisite majority)					
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							

Place : Vadodara
Date : 15th January 2014



M.L.Jain
DGM & Company Secretary