



बैंक ऑफ बड़ौदा **Bank of Baroda**

BCC:ISD:104/10/372

Date: 29.06.2012

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 16<sup>th</sup> Annual General Meeting of our Bank**

We submit herewith the proceedings of 16th Annual General Meeting of our Bank held at Vadodara on 28<sup>th</sup> June 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,

**Vinay A. Shah**  
DGM & Company Secretary

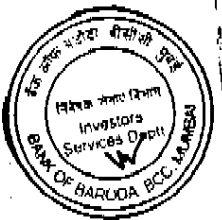
Encl.- As above



**Proceedings - 16<sup>th</sup> Annual General Meeting**

- In accordance with the notice dated 22<sup>nd</sup> May, 2012, the 16<sup>th</sup> Annual General Meeting of the Shareholders of Bank of Baroda was held on Thursday, 28th June, 2012 at 10.30 a.m. at Sir Sayajirao Nagargriha, Vadodara Mahanagar Seva Sadan, Bank of Baroda Centenary Year (2007-2008), T.P. - 1, F.P. 549/1, Near GEB Colony, Old Padra Road, Akota, Vadodara - 390020.
- Shri M.D. Mallya - the Chairman and Managing Director of the Bank chaired the meeting.
- The Chairman, after ascertaining the quorum, called the Meeting to Order.
- The Chairman welcomed the shareholders and introduced the Directors present.
- The Chairman informed that the Notice dated 22<sup>nd</sup> May, 2012 convening 16<sup>th</sup> Annual General Meeting was mailed to all the shareholders of the Bank and also published in "Business Standard" in English, "Navbharat" and "Business Standard" in Hindi and "Sandesh" in Gujarati on 01<sup>st</sup> June 2012. With the permission of the shareholders present, the Notice was taken as read.
- The Chairman then addressed the Shareholders. He apprised the shareholders on the Economic and Banking Environment, Overview on the Performance of the Bank during the Financial Year ended 31<sup>st</sup> March 2012, Bank's Key Strategic Initiatives including Human Resources, Business Process Reengineering, Corporate Social Responsibility initiatives and also future business plan.
- The Chairman then moved the resolution for discussion, approval and adoption of accounts for the year ended 31<sup>st</sup> March 2012 together with reports of Board of Directors on the working and activities of the Bank and Auditor's Report on the Balance Sheet and Accounts.
- The Chairman then put to vote the following resolution, proposed and seconded by the Shareholders. After due deliberations and the Chairman's response on shareholders' queries, it was passed unanimously on show of hands.

**"RESOLVED THAT** the Audited Balance Sheet of the Bank as at 31<sup>st</sup> March 2012, the Profit and Loss Account for the year ended 31<sup>st</sup> March 2012, the report of the Board of Directors on the working and activities of the Bank for the period covered by the Accounts and Auditor's Report on the Balance Sheet and Accounts, be and is hereby approved and adopted."





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- The Chairman took Item No. 2 on the Agenda pertaining to declaration of dividend. He informed that the Board of Directors had recommended a dividend @ Rs.17/- per equity share of Rs.10/- each for the year 2011-12.
- The Chairman then put to vote the following resolution, proposed and seconded by the Shareholders, which was passed unanimously on show of hands:  

**"RESOLVED THAT** as recommended by the Board, dividend at the rate of Rs.17/- (Rupees Seventeen only) per equity share of Rs.10/- each fully paid up, on the Equity Capital of the Bank be and is hereby approved and declared for the year 2011-12."
- The Chairman also informed that the Dividend would be paid on 9<sup>th</sup> July 2012.
- The Chairman then thanked all the participants and declared the 16<sup>th</sup> Annual General Meeting as closed.

For BANK OF BARODA

Vinay A. Shah  
DGM & Company Secretary

Place: Mumbai

Date: 29<sup>th</sup> June 2012



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Name of the Company:	Bank of Baroda		
Date of the AGM:	28 <sup>th</sup> June 2012		
Total number of shareholders on record date:	1,83,778 (as on 15.06.2012)		
No. of shareholders present in the meeting either in person or through proxy:	Promoters and Promoter Group:	1	
	Public:	375	
No. of Shareholders attended the meeting through Video Conferencing	Promoters and Promoter Group:	NIL	
	Public:	NIL	
(Agenda-wise) Details of the Agenda:	Approval of Ordinary Resolutions for following business: 1. To discuss, approve and adopt the Balance Sheet of the Bank as at 31 <sup>st</sup> March 2012, Profit and Loss Account for the year ended 31 <sup>st</sup> March, 2012, the report of the Board of Directors on the working and activities of the Bank for the period covered by the accounts and the Auditor's Report on the Balance Sheet and Accounts. 2. To declare dividend for the year 2011-12.		
Resolution required: (Ordinary/Special)	Ordinary		
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 $(3) = [(2)/(1)] * 100$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled $(6) = [(4)/(2)] * 100$	% of Votes against on votes polled $(7) = [(5)/(2)] * 100$
Promoter and Promoter Group							
Public - Institutional holders							
Public-Others							
Total							



कुले बैंक ऑफ़ बड़ोदा  
for Bank of Baroda

*[Signature]*  
कंपनी सचिव

Company Secretary

बड़ोदा कार्पोरेट सेंटर, सी-26, जी-ब्लॉक, बंद्रा-कुर्ला कॉम्प्लेक्स, बंद्रा (पू), मुंबई 400 051, भारत  
Baroda Corporate Centre, C-26, G-Block, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051, India.  
फोन / Phone : 91 22 6698 5812/5846 • फेक्स / Fax : 91 22 2652 6660  
ई-मेल / E-mail : companysecretary.bcc@bankofbaroda.com • वेब / www.bankofbaroda.com