

BCC:ISD:111:16: 157 09.04.2019

The Vice President BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai - 400001 The Vice President National Stock Exchange of India Limited Exchange Plaza, Bandra - Kurla Complex Bandra (E), Mumbai - 400051

Dear Sir/Madam,

Sub: Bank of Baroda- Compliance Certificate - For the Half-Year Ended 31.03.2019

Ref: Regulation 40(9) of SEBI (LODR) Regulations, 2015, read with Regulation 40(10)

We enclose Certificate dated 08.04.2019 signed and issued by Y. Koteswara Rao, Practicing Company Secretary, Hyderabad issued pursuant to Regulation 40(9) of SEBI (LODR) Regulations, 2015, read with Regulation 40(10), in respect of transfer, sub-division, consolidation, split, renewal etc. of Shares of Bank of Baroda as maintained by its R&T Agent i.e. Karvy Fintech Pvt. Ltd., Hyderabad.

We request you to take the document on record pursuant to the captioned SEBI Regulation.

For Bank of Baroda

Company Secretary

Encl: As above

Y.KOTESWARA RAO Practicing Company Secretary H.No.48-345/1, Ganesh Nagar Colony, Chinthal, HMT Road, Hyderabad – 500 054 Phone No. 2308 6394 (O & R) Cell: 98491-69831

COMPLIANCE CERTIFICATE

(As per Regulation 40 (9) of SEBI (LODR) Regulations 2015) FOR THE HALF YEAR ENDED 31st MARCH, 2019

I have examined all share Transfer Deeds, Memorandum of Transfer (MOT's), Registers, Files and other documents relating to M/s. BANK OF BARODA, maintained by M/s. Karvy Fintech Private Limited at Hyderabad (RTA), pertaining to transfer of Equity shares of the Company for the half year ended on 31st March, 2019 for the purpose of issuing a COMPLIANCE CERTIFICATE under Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company and its RTA. I hereby certify that the Company has delivered during the half year period ended on 31st March, 2019.

- Share Certificates relating to share transfers received during the half year period, as
 entered in the Memorandum of Transfers (MOT's) have been issued within 30 days
 from the respective dates of lodgment of each transfer deed, except those rejected on
 technical grounds.
- Share Certificates in respect of requests for sub-division, consolidation, exchange of old certificates, split, renewal have been issued within 30 days from the respective dates of lodgment.

C.P. Q.Z427

Y. KOTESWARA RAO Company Secretary in Practice

ACS: 3785 C.P.NO: 7427

Place: Hyderabad Date: 08-04-2019