

भारतीय स्टेट बैंक
भारतीय स्टेट बैंक
State Bank of India

The Securities & Exchange Commission,
Division of Corporate Finance,
450, Fifth Street, N.W.,
Washington D.C. 20549
U.S.A.

APR 9 2004

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मध्यवर्ती
स्टेट बैंक
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नय,
ह,
मार्ग,
21.

Shares & Bonds Department
Central Office,
State Bank Bhavan, Madame Cama Marg,
Mumbai 400 021.
फैक्स/Fax: 91-22-2285 5348
दूरभाष/Telephone: (022) 2288 3888

क्रमांक / No. : CO / S & B / VR / 2004 / 1003

दिनांक / Date : 07.04.2004

INFORMATION SUBMITTED UNDER RULE 12g3-2(b)

SUPPL

Dear Sir,

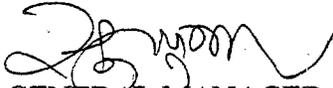
FILE NO. 82.4524

STATE BANK OF INDIA
GLOBAL DEPOSITORY RECEIPTS (GDRs) CUSIP No.856552104
SECRETARIAL AUDIT

We enclose for your information a copy of our letter No.CO/S&B/VR/2004/992 dated the April 07, 2004 addressed to The Stock Exchange, Mumbai.

2. Kindly acknowledge receipt of this communication on the duplicate copy of this letter in due course.

Yours faithfully,


GENERAL MANAGER
(Shares & Bonds)

PROCESSED

APR 15 2004

THOMSON
FINANCIAL

Encl. : a/a.


17/14

हिंदी में पत्राचार का हम स्वागत करते हैं, हमें विश्वास है कि ऐसा करने से हिंदी के प्रयोग को बढ़ावा मिलेगा.



भारतीय स्टेट बैंक
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State Bank of India

The Stock Exchange, Mumbai,
Phiroze Jeejeebhoy Tower,
25th Floor, Dalal Street,
Mumbai - 400 001

शेयर आणि रोखे विभाग,
मध्यवर्ती कार्यालय,
स्टेट बैंक भवन,
मादाम कामा मार्ग,
मुंबई 400 021.

शेअर एवं बॉण्ड विभाग
केन्द्रीय कार्यालय,
स्टेट बैंक भवन,
मादाम कामा मार्ग,
मुंबई 400 021.

Shares & Bonds Department
Central Office,
State Bank Bhavan, Madame Cama Marg,
Mumbai 400 021.
फैक्स/फैक्स/Fax: 91-22-285 5348

जा. क्रमांक / No. :

CO/S&B/VR/2004/992

दिनांक / तारीख / Date :

07.04.2004

Dear Sir,

FILE NO. 02.4524

SECRETARIAL AUDIT

In terms of Securities Exchange Board of India(SEBI)'s letter No.SMD/Policy/25475/2002 dated the 31st December, 2002, we forward herewith a certificate dated 2nd April, 2004 issued by M/s Sudit K. Parekh & Co., Chartered Accountants for the quarter ended 31.03.2004, who have conducted Secretarial Audit of the Bank's capital and certified that :

- i) The total of the shares held in NSDL, CDSL and in the physical form tally with the issued/paid-up capital.

a) Total equity shares held in physical form 335,283,251

b) Total equity shares held in dematerialized form 191,015,627

TOTAL

526,298,878

- ii) The Register of Members(RoM) is updated.
iii) There are no changes in Share Capital(due to Rights, Bonus, Preferential Issue, IPO, Buy-Back, Capital Reduction, Amalgamation, De-merger etc) during the quarter ended 31st March, 2004.
iv) During the quarter January to March, 2004, dematerialized requests have been confirmed within 21 days to NSDL/CDSL.

2. Kindly acknowledge receipt.

Yours faithfully,


GENERAL MANAGER
(Shares & Bonds)

17. Certifying the details of changes in share capital during the quarter under consideration as per table below:

Particulars	No. of shares	Applied / not applied for listing	Listed on stock Exchanges (specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In Principal Approval pending for SE (Specify names)
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

*** Rights, Bonus, preferential issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify)

18. Register of members is updated (Yes / No) If yes updated upto which date : Yes, 31st March, 2004 **FILE NO. 32.4524**
19. Reference of previous quarter with regards to excess Dematerialised Shares, if any : NIL
20. Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why? : NOT APPLICABLE
21. Mentioned the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay : NOT APPLICABLE

Total no. of demat requests confirmed after 21 days	No. of requests	No. of shares	Reasons for delay
Pending for more than 21 days	NOT APPLICABLE	NOT APPLICABLE	NOT APPLICABLE

22. Name, Telephone & Fax No. of the Compliance Officer of the Co. : Mr. P. K. Sinha.
CGM Accounts & Compliance
Tel.No.22883888
23. Name, Address, Tel. & Fax No., Registration No. of the certifying CA/CS : M/s Sudit K. Parekh & Co.
12A, Suleman Chambers,4
Battery Street, Apollo Bunder
,Mumbai-400 039.
Tel. No. 22834187/22821141.
Fax No.2024193.
Reg. No. 110512W

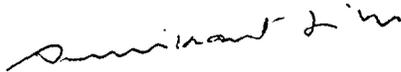
24. Appointment of common agency for share registry work

If yes, (name and address)	Datamatics Financial Software Services Ltd. Plot No.A-16 & A- 17, Part B Cross Lane, MIDC Marol, Andheri (E), Mumbai-400093.
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25. Any other details that the CA/CS may like to provide (e.g. BIFR Company, delisting from SE)

NIL

For **SUDIT K. PAREKH & CO.**
Chartered Accountants



(S. V. JILLA)

Partner

M. No. 39461

Mumbai; dated: 2nd April, 2004

FILE NO. C2.4524