

**CERTIFICATE**  
(Under Clause 49 (V) of Listing Agreement)

Date : 28.04.2009

"We certify that:

a) We have reviewed the financial statements and the cash flow statement for the year 2008-09 and that to the best of our knowledge and belief:

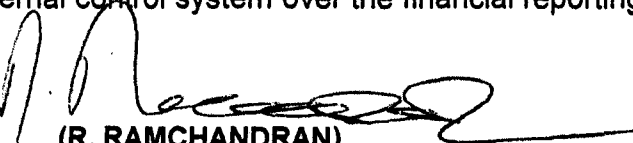
- i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- ii) these statements together present a true and fair view of the Bank's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Bank during the year 2008-09 which are fraudulent, illegal or violative of the Bank's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Bank and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the auditors and the Audit committee

- i) significant changes in internal control over financial reporting during the year 2008-09;
- ii) significant changes in accounting policies during the year 2008-09 and that the same have been disclosed in the notes to the financial statements; and
- (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Bank's internal control system over the financial reporting.

  
(R. RAMCHANDRAN)  
EXECUTIVE DIRECTOR AND  
CHIEF FINANCIAL OFFICER

  
(GEORGE JOSEPH)  
CHAIRMAN & MANAGING DIRECTOR  
AND CHIEF EXECUTIVE OFFICER

Place : Bangalore  
Date : 28.04.2009