



Corporate Office, 254 - 260, Avvai Shanmugam Salai, Royapettah, Chennai - 600 014

### Compliance Report on Corporate Governance

Name of the Listed Entity : Indian Bank

Quarter ending : June 30, 2022

Whether the Listed Entity has a regular Chairman? - No

Whether the Chairman is related to MD & CEO? - Not Applicable

I. Composition of Board of Directors												
Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive / Non-Executive / independent / Nominee)	Initial Date of Appointment	Date of Reappointment	Date of cessation	Tenure (In Months)	Date of Birth	No. of Directorship in listed entities including this listed entity	No. of independent directorship in listed entities including this entity	Number of membership in Audit / Stakeholder Committee (s) including this listed entity	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	S. L. Jain	ADSPJ3288N & 07692739	Executive	01.09.2021	-	-	36	01.01.1965	01	-	-	-
Mr.	Imran Amin Siddiqui	AJCPS8436R & 09153707	Executive	10.03.2021	-	-	36	30.06.1964	03	-	01	-
Mr.	Ashwani Kumar	AHLPK9208N	Executive	21.10.2021	-	-	36	02.09.1969	01	-	01	-
Mr.	Sanjeev Kaushik	ALJPK5602N & 02842527	Non-Executive / Nominee	24.01.2020	-	-	Until further orders	23.04.1969	01	-	-	-
Dr.	Aditya Gaiha	ABGPG6844H	Non-Executive / Nominee	08.03.2022	-	-	Until further orders	04.01.1973	01	-	01	-
Dr.	Bharath Krishna Sankar	ADEPS4700Q & 00473636	Non-Executive / Independent	21.12.2017	07.02.2021	-	36	22.04.1965	01	01	01	01
Mrs.	Papia Sengupta	ALQPS3068P & 07701564	Non-Executive / Independent	29.10.2021	-	-	36	27.09.1959	02	02	02	-

*[Handwritten Signature]*



I. Composition of Board of Directors												
Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive / Non-Executive / independent / Nominee)	Initial Date of Appointment	Date of Reappointment	Date of cessation	Tenure (In Months)	Date of Birth	No. of Directorship in listed entities including this listed entity	No. of independent directorship in listed entities including this entity	Number of membership in Audit / Stakeholder Committee (s) including this listed entity	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Balmukund Sahay	AQLPS6737K	Non-Executive / Independent	21.12.2021	-	-	36	05.01.1964	01	01	02	01
Mr.	Vishvesh Kumar Goel	AAKPG2511Q	Non-Executive / Independent	21.12.2021	-	-	36	02.03.1963	01	01	01	-

II. Composition of Committees:					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Dr Bharath Krishna Sankar 2. Dr. Aditya Gaiha 3. Shri Vishvesh Kumar Goel 4. Shri Balmukund Sahay	Chairman / Shareholder Director RBI Nominee Director Independent Director Independent Director	07.02.2021 08.03.2022 29.01.2022 10.03.2022	
2. Stakeholder Relationship Committee	Yes	1. Shri Balmukund Sahay 2. Shri Imran Amin Siddiqui 3. Shri Ashwani Kumar	Chairman / Independent Director Executive Executive	29.01.2022 10.03.2021 21.10.2021	



II. Composition of Committees:					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment	Date of Cessation
3.Nomination and Remuneration Committee	Yes	1. Shri Vishvesh Kumar Goel 2. Ms Papia Sengupta 3. Dr Bharath Krishna Sankar 4. Shri Balmukund Sahay	Chairman / Independent Director Shareholder Director Shareholder Director Independent Director	29.01.2022 09.11.2021 29.01.2022 15.06.2022	
4.Risk Management Committee	Yes	1. Ms Papia Sengupta 2. Shri Sanjeev Kaushik 3. Shri S L Jain 4. Shri Ashwani Kumar 5. Shri Balmukund Sahay 6. Shri Vishvesh Kumar Goel	Chairperson / Shareholder Director Gol Nominee Director Executive Executive Independent Director Independent Director	09.11.2021 09.11.2021 01.09.2021 09.11.2021 29.01.2022 29.01.2022	

III. Meeting of Board of Directors:					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive meetings (in number of days)
07.02.2022 08.02.2022 24.02.2022 14.03.2022 21.03.2022 30.03.2022	11.05.2022 26.05.2022 26.05.2022 Seq Board 27.06.2022	Yes Yes Yes Yes	8 8 8 8	4 4 4 4	41





IV. Meeting of Committees:					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum (details)	Number of Directors present	Number of independent directors present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
I. <u>Audit Committee:</u>					
11.05.2022	Yes	4	3	07.02.2022	41
26.05.2022	Yes	4	3	16.02.2022	
22.06.2022	Yes	3	3	11.03.2022	
				25.03.2022	
				30.03.2022	
II. <u>Risk Management Committee:</u>					
25.05.2022	Yes	5	3	10.03.2022	55
27.06.2022	Yes	5	3	23.03.2022	
				30.03.2022	
III. <u>Stakeholder Relationship Committee:</u>					
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IV. <u>Nomination and Remuneration Committee:</u>					
23.06.2022	Yes	4	4	Nil	NA

<b>I. Related Party Transactions (RPT)</b>	
<b>Subject</b>	<b>Compliance status (Yes / No / NA)</b>
Whether prior approval of Audit Committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA



**Notes:** (a) The Bank has two Subsidiaries namely, Indbank Merchant Banking Services Ltd. (IBMBS) & Ind Bank Housing Ltd. (IBHL) and two Joint Ventures namely, Universal Sompo General Insurance Co. Ltd. and Asrec (India) Ltd.

Besides, the Bank also has three Associates, namely, Tamil Nadu Grama Bank, Saptagiri Grameen Bank & Puduvai Bharthiar Grama Bank.

- (b) There has been no significant material transaction with the Related Parties during the Quarter ended 30.06.2022 which is not in normal course of banking business.
- (c) The details of Transactions between the Related Parties i.e. Subsidiaries, Joint Ventures, Associates & KMPs are placed before the Audit Committee of the Board and also being reported in the Annual Report.

## V. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - **No**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015:
  - a. Audit Committee - **Yes**
  - b. Nomination & Remuneration Committee - **Yes**
  - c. Stakeholders relationship Committee - **Yes**
  - d. Risk Management Committee - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - **Yes**
5. This report and/or the report submitted in the previous quarter will be/has been placed before Board of Directors - **Yes**

**Notes:** 1. Indian Bank is a Corresponding New Bank constituted under the provisions of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 and is not a company, incorporated under the Companies Act, 1956/2013.

2. The composition of the Bank's Board of Directors, Audit Committee and other committees of the Board and remuneration to the Directors, Board/Committee procedures/Related Party Transactions etc. are governed under the provisions of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, Banking Regulation Act, 1949, Nationalized Banks (Management and Miscellaneous Provisions) Scheme, 1970, Indian Bank (Shares and Meetings) Regulations, 1999, as amended and guidelines issued by the Reserve Bank of India and the Govt. of India from time to time.

(Dina Nath Kumar)

Company Secretary & Compliance Officer

