

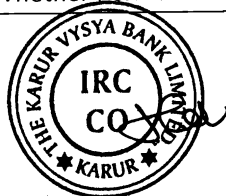
THE KARUR VYSYA BANK LIMITED
CORPORATE GOVERNANCE REPORT – QUARTER ENDED JUNE 30, 2019

Format to be submitted by listed entity on quarterly basis

ANNEXURE I

1. Name of Listed Entity - **Karur Vysya Bank Limited**
 2. Quarter ending - **30 – JUN – 2019**

I. Composition of Board of Directors													
Title (Mr./Mrs.)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of memberships 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	Membership in Committees of the Company	Remarks
Mr.	N S SRINATH	01493217		ID, C & NED		27-May-2019		36	1	2	1	SC,RMC	
Mr.	P R SESHADRI	07820690		ED	CEO-MD	04-Sep-2017		36	1	1	0	AC,SC,NRC	
Mr.	V G MOHAN PRASAD	00002802		ID		23-Jul-2017		59	1	1	0	AC,RMC,NRC	
Mr.	M K VENKATESAN	00032235		NED		09-Aug-2018			1	0	0	NRC	
Mr.	A K PRABURAJ	07004825		NED		21-Jul-2017			1	0	0	NA	
Mrs.	K L VIJAYALAKSHMI	07116809		ID		21-Jul-2016		36	1	2	1	AC,SC	
Mr.	M V SRINIVASAMOORTHY	00694618		NED		09-Aug-2018			1	2	0	AC,SC	
Mr.	K S RAVICHANDRAN	00002713		ID		21-Jul-2016		36	1	1	0	AC,RMC,NRC	
Mr.	R RAMKUMAR	00275622		NED		09-Aug-2018			1	1	0	AC,RMC	
Mr.	SRIRAM RAJAN	02162118		ID		19-Jan-2019		36	1	0	0	NA	
Company Remarks				Board in its meeting held on 25th March, 2019 has appointed Shri N S Srinath as Part Time Non-Executive Chairman of the Bank subject to the approval of RBI for a period of three years. RBI vide their letter DBR.Appt.No.9955/08.41.001/2018-19 dated May 27, 2019 accorded their approval for appointment of Shri N S Srinath as Part Time Non-Executive Chairman of the Bank with effect from the date of their approval (i.e. May 27, 2019) for a period of three years. Shri Sriram Rajan was co-opted as Additional Director in the Board Meeting held on 19th January 2019 and will seek appointment as Independent Director for a period of three years in the ensuing AGM.									
Whether Permanent chairperson appointed				Yes									



II. Composition of Committees

Audit Committee					
Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	K L VIJAYALAKSHMI	ID	Chairperson	27-Mar-2019	
2	N S SRINATH	ID,C & NED	Member	28-Aug-2018	
3	V G MOHAN PRASAD	ID	Member	31-Aug-2017	
4	M V SRINIVASAMOORTHY	NED	Member	28-Aug-2018	
5	K S RAVICHANDRAN	ID	Member	27-Oct-2018	
6	R RAMKUMAR	NED	Member	27-Oct-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

Stakeholders Relationship Committee					
Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	N S SRINATH	ID,C & NED	Chairperson	27-Mar-2019	
2	P R SESHADRI	ED	Member	04-Sep-2017	
3	K L VIJAYALAKSHMI	ID	Member	27-Mar-2019	
4	M V SRINIVASAMOORTHY	NED	Member	19-Sep-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes



Risk Management Committee					
Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	P R SESHADRI	ED	Chairperson	04-Sep-2017	
2	V G MOHAN PRASAD	ID	Member	27-Mar-2019	
3	K S RAVICHANDRAN	ID	Member	27-Mar-2019	
4	R RAMKUMAR	NED	Member	28-Aug-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

Nomination and Remuneration Committee					
Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	K S RAVICHANDRAN	ID	Chairperson	27-Mar-2019	
2	N S SRINATH	ID,C & NED	Member	29-Jan-2015	
3	V G MOHAN PRASAD	ID	Member	27-Mar-2019	
4	M K VENKATESAN	NED	Member	27-Oct-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

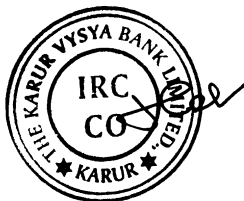


III. Meeting of Board of Directors	
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
19-Jan-2019	30-Apr-2019
12-Feb-2019	15-May-2019
25-Mar-2019	23-May-2019
26-Mar-2019	24-Jun-2019

Maximum gap between any two consecutive (in number of days)	34
Company Remarks	

IV. Meeting of Committees				
Name of the committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (details)
Audit Committee	12-Feb-2019	30-Apr-2019		Yes
Audit Committee	16-Feb-2019	10-May-2019		Yes
Audit Committee	25-Mar-2019	15-May-2019		Yes
Stakeholders Relationship Committee	25-Mar-2019			Yes
Risk Management Committee	26-Mar-2019	24-Jun-2019		Yes
Nomination and Remuneration Committee	19-Jan-2019	10-May-2019		Yes
Nomination and Remuneration Committee	05-Mar-2019	28-May-2019		Yes

Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	35
Company Remarks	




V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	Not Applicable

VI. Affirmations

- 1) The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- 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 (applicable to the top 100 listed entities) - **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) a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

CG Report as on 31st March 2019 placed in the Board Meeting held on 30th April 2019 and taken on record. Composition of Committees are as per RBI/SEBI guidelines and provisions of Companies Act, 2013. Date of appointment indicates recent appointment at Board Meeting / Annual General Meeting. Maximum tenure of Non-Executive director is 8 years from the date of co-option as per RBI guidelines.


 Name : SRINIVASARAO M
 Designation : Company Secretary
 Date : 06.07.2019
 Place : Karur

