



Indian Overseas Bank

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

ANNEXURE I

1. Name of Listed Entity – INDIAN OVERSEAS BANK

2. Quarter ending – 31.03.2024

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN \$ & DIN	Category (Chairperson/ Executive/ Non-Executive/Independent/ Nominee) &	Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Srinivasan Sridhar	AHPS9245F07240718	Non-Executive Chairman & Part Time Non-Official Director	21.02.2024		20.02.2027		03.05.1960	4	4 #	1 @	-
Mr.	Ajay Kumar Srivastava	AAUPS2576B08946309	Whole time Director/ MD&CEO	01.01.2023		31.12.2025		15.10.1967	1	-	-	Nil
Mr.	Joydeep Dutta Roy	ACNPD5215F8055872	Whole time Director/ Executive Director	30.01.2024		20.10.2024		01.07.1972	-	-	-	-
Mr.	Dhanaraj T	AJTPD7175R	Whole time Director/ Executive Director	10.03.2024		09.03.2027		20.05.1970	-	-	-	-
Mr.	Kartikeya Misra	ANKPM3975D	Nominee (Govt. Nominee Director)	25.10.2023		Until Further Orders		21.09.1981	2	-	-	-
Ms.	Sonali Sen Gupta	AISPS1496C09763013	Nominee (RBI Nominee Director)	14.07.2023		Until Further Orders		04.09.1968	1	-	1	-
Mr	Suresh Kumar Rungta	AEPPR8622E	Part time Non-official Director	21.12.2021		20.12.2024		07.07.1956	1	1	1	-



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Mr	B Chandra Reddy	ABMPB8181E	Part time Non-official Director	21.12.2021		20.12.2024		14.04.1958	1	1	2	1
Mr	Deepak Sharma	AWOPS0225R	Part time Non-official Director	21.12.2021		20.12.2024		31.07.1976	1	1	2	-
Mr.	Sanjaya Rastogi	ABTPR1949P	Non-Executive / Share holder Director	03.12.2022		02.12.2025		18.01.1963	1	1	2	1

Whether Regular Chairperson appointed- Yes
Whether Chairperson is related to managing director or CEO - No
\$ PAN number of any director would not be displayed on the website of Stock Exchange & Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

Listed companies in which Shri Srinivasan Sridhar is Independent Director are: (i) Oracle Financial Services Software Ltd, (ii) Nirlon Ltd, (iii) Graphite India Ltd, (iv) Indian Overseas Bank

Non-Listed Companies in which Shri Srinivasan Sridhar Holds substantial Interest include (i) M/s Vivriti Capital Ltd (ii) Oliver Wyman. Shri Srinivasan Sridhar is also on the Board of Finca, Azerbaijan

@ Shri Srinivasan Sridhar is member of ACB in Graphite India Ltd.

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. Shri B Chandra Reddy 2. Ms Sonali Sen Gupta 3. Shri. Sanjaya Rastogi 4. Shri Deepak Sharma	Chairman- Part Time Non-Official Director Nominee (RBI Nominee) Shareholder Director Part time Non-Official Director	21.12.2021 14.07.2023 03.12.2022 21.12.2021	20.12.2024 Until further orders 02.12.2025 20.12.2024
2. Nomination & Remuneration Committee (NRC)	Yes	1. Shri Deepak Sharma 2. Shri Srinivasan Sridhar 3. Shri Kartikeya Misra 4. Shri Suresh Kumar Rungta 5. Shri B Chandra Reddy	Chairman- Part Time Non-Official Director Part time Non-Official Director Government of India Nominee Director Part time Non-Official Director Part time Non-Official Director	21.12.2021 21.02.2024 25.10.2023 21.12.2021 21.12.2021	20.12.2024 20.02.2027 Until further orders 20.12.2024 20.12.2024



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4. Risk Management Committee	Yes	1. Shri Suresh Kumar Rungta 2. Shri Srinivasan Sridhar 3. Shri. Ajay Kumar Srivastava 4. Shri Joydeep Dutta Roy 5. Shri Dhanaraj T 6. Shri. Deepak Sharma 7. Shri B Chandra Reddy	Chairman- Part Time Non-Official Director Part time Non-Official Director MD&CEO Executive Director Executive Director Part time Non-Official Director Part time Non-Official Director	21.12.2021 21.02.2024 01.01.2023 31.01.2024 10.03.2024 21.12.2021 21.12.2021	20.12.2024 20.02.2027 31.12.2025 20.10.2024 09.03.2027 20.12.2024 20.12.2024
5. Stakeholders Relationship Committee	Yes	1. Shri Sanjaya Rastogi 2. Shri Joydeep Dutta Roy 3. Shri Dhanaraj T 4. Shri Suresh Kumar Rungta 5. Shri Deepak Sharma	Chairman- Shareholder Director Executive Director Executive Director Part time Non-Official Director Part time Non-Official Director	03.12.2022 31.01.2024 10.03.2024 21.12.2021 21.12.2021	02.12.2025 20.10.2024 09.03.2027 20.12.2024 20.12.2024
§ Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen					

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* (Yes / No)	Number of Directors Present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
11.10.2023 27.10.2023 20.12.2023	24.01.2024 12.03.2024	Yes Yes	8 9	4 5	46 days
* To be filled in only for the current quarter meetings					



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IV. Meeting of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met* (Yes / No)	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*
AUDIT COMMITTEE OF THE BOARD 23.01.2024 24.01.2024	Yes Yes	3 3	3 3	10.10.2023 26.10.2023 27.10.2023	-
NOMINATION & REMUNERATION COMMITTEE	-	-	-	(Not convened during the quarter)	-
RISK MANAGEMENT COMMITTEE 06.01.2024	Yes	7	4	10.10.2023	-
STAKEHOLDERS RELATIONSHIP COMMITTEE 23.02.2024	Yes	5	3	08.12.2023	-
* This information has to mandatorily be given for audit committee, for rest of the committees giving this information is optional ** to be filled in only for current quarter meetings					



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V. RELATED PARTY TRANSACTIONS	
SUBJECT	Compliance Status (Yes/No/NA) refer note below
Whether prior approval of Audit Committee obtained	NA
Whether shareholder approval obtained for material RPT	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	
Note: 1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "NA" may be indicated. 2. If status is "No" details of non-compliance may be given here.	

VI. Affirmations
<ol style="list-style-type: none">1. The composition of Board of Directors is in terms of The Banking Companies (Acquisition and Transfer of Undertakings) Act, 19702. The composition of the following committees is in terms of RBI / GOI guidelines.<ol style="list-style-type: none">a. Audit Committeeb. Risk Management Committee (applicable to the top 100 listed entities)c. Nomination & Remuneration Committeed. Stakeholder Relationship Committee3. The committee members have been made aware of their powers, role and responsibilities in terms of the relevant guidelines / regulations, as may be applicable.4. The meetings of the Board of Directors and the above Committees have been conducted in the manner as specified in the relevant Statutes / Scheme / RBI / MOF Guidelines, as may be applicable.5. The Bank has placed the previous Quarter Report before the Board and Board has noted the same.

FOR ONWARD SUBMISSION TO STOCK EXCHANGE BY INVESTOR RELATION CELL

(PRANAY KUMAR)
ASSISTANT GENERAL MANAGER
& BOARD SECRETARY

Date: 05.04.2024