



## Indian Overseas Bank

### QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

### ANNEXURE I

**1. Name of Listed Entity – INDIAN OVERSEAS BANK**

**2. Quarter ending – 31.12.2023**

**I. Composition of Board of Directors**

Title (Mr. / Ms)	Name of the Director	PAN \$ & DIN	Category (Chairperson/ Executive/ Non- Executive/i ndependent/ Nominee) &	Date of Appoint ment	Date of Re- appoin t ment	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 Indepen dent Director ship 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.	Ajay Kumar Srivastava	AAUPS2576B 08946309	Whole time Director/ MD&CEO	01.01.2023		31.12.2025		15.10.1967	1	-	-	Nil
Ms	S Srimathy	ASOPS9419D	Whole time Director/ Executive Director	10.03.2021		09.03.2024		22.05.1964	1	-	1	Nil
Mr	Sanjay Vinayak Mudaliar	AEYPM1714K 07484086	Whole time Director/ Executive Director	01.01.2023		31.12.2025		02.07.1968	1	-	1	Nil
Mr.	Kartikeya Misra	ANKPM3975D	Nominee (Govt. Nominee Director)	25.10.2023		Until Further Orders		21.09.1981	3	-	-	-
Ms.	Sonali Sen Gupta	AISPS1496C 09763013	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	-
Mr	B Chandra Reddy	ABMPBB181E	Part time Non-official Director	21.12.2021		20.12.2024		14.04.1958	1	1	2	1



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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	1	1

Whether Regular Chairperson appointed- No

Whether Chairperson is related to managing director or CEO

§ 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.

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. Mr. Kartikeya Misra 3. Shri B Chandra Reddy 4. Shri Suresh Kumar Rungta	Chairman- Part Time Non-Official Director Government of India Nominee Director Part time Non-Official Director Part time Non-Official Director	21.12.2021 25.10.2023 21.12.2021 21.12.2021	20.12.2024 Until further orders 20.12.2024 20.12.2024
4. Risk Management Committee	Yes	1. Shri Suresh Kumar Rungta 2. Shri. Ajay Kumar Srivastava 3. Ms. S Srimathy 4. Shri Sanjay Vinayak Mudaliar 5. Shri. Sanjaya Rastogi 6. Shri B Chandra Reddy 7. Shri Deepak Sharma	Chairman- Part Time Non-Official Director MD&CEO Executive Director Executive Director Shareholder Director Part time Non-Official Director Part time Non-Official Director	21.12.2021 01.01.2023 10.03.2021 01.01.2023 03.12.2022 21.12.2021 21.12.2021	20.12.2024 31.12.2025 09.03.2024 31.12.2025 02.12.2025 20.12.2024 20.12.2024
5. Stakeholders Relationship Committee	Yes	1. Shri Sanjaya Rastogi 2. Ms. S Srimathy 3. Shri Sanjay Vinayak Mudaliar 4. Shri B Chandra Reddy 5. Shri Deepak Sharma	Chairman- Shareholder Director Executive Director Executive Director Part time Non-Official Director Part time Non-Official Director	03.12.2022 10.03.2021 01.01.2023 21.12.2021 21.12.2021	02.12.2025 09.03.2024 31.12.2025 20.12.2024 20.12.2024



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### 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)
02.08.2023 03.08.2023 05.09.2023	11.10.2023 27.10.2023 20.12.2023	Yes Yes Yes	9 9 7	4 4 4	53 days

\* To be filled in only for the current quarter meetings

### 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 10.10.2023 26.10.2023 27.10.2023	Yes Yes Yes	4 4 4	3 3 3	02.08.2023	16
NOMINATION & REMUNERATION COMMITTEE	-	-	-	(Not convened during the quarter)	-
RISK MANAGEMENT COMMITTEE 10.10.2023	Yes	7	4	21.07.2023	-
STAKEHOLDERS RELATIONSHIP COMMITTEE 08.12.2023	Yes	4	3	02.08.2023	-

\* 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
<p>1. The composition of Board of Directors is in terms of The Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970</p> <p>2. The composition of the following committees is in terms of RBI / GOI guidelines</p> <ul style="list-style-type: none"><li>a. Audit Committee</li><li>b. Risk Management Committee (applicable to the top 100 listed entities)</li><li>c. Nomination &amp; Remuneration Committee</li><li>d. Stakeholder Relationship Committee</li></ul> <p>The committee members have been made aware of their powers, role and responsibilities in terms of the relevant guidelines / regulations, as may be applicable.</p> <p>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.</p> <p>5. The Bank has placed the previous Quarter Report before the Board and Board has noted the same.</p>

FOR ONWARD SUBMISSION TO STOCK EXCHANGE BY INVESTOR RELATION CELL

(PRANAY KUMAR)  
ASSISTANT GENERAL MANAGER  
& BOARD SECRETARY

Date: 08.01.2024

