

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

ANNEXURE I

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

2. Quarter ending – **30.09.2017**

I. Composition of Board of Directors

| Title (Mr. / Ms) | Name of the Director | Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) | Date of Appointment in the current term/cessation | Tenure* | No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations) | 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. | T C A Ranganathan | Non-Executive Chairman | 16.02.2017 | | 2 | Nil | Nil |
| Mr. | R Subramaniakumar | MD & CEO | 05.05.2017 | | 1 | Nil | Nil |
| Mr. | K Swaminathan | Executive (Executive Director) | 16.02.2017 | | 1 | 2 | Nil |
| Ms. | Annie George Mathew | Nominee (Government Nominee Director) | 22.07.2016 | | 1 | 1 | Nil |
| Mr. | Nirmal Chand | Nominee (RBI Nominee Director) | 13.03.2014 | | 1 | 1 | Nil |
| Mr. | Niranjan Kumar Agarwal | Independent/ shareholder | 08.12.2014 | 3 years (upto 07.12.2017) | 1 | 1 | Nil |
| Mr. | Sanjay Rungta | Independent/ shareholder | 08.12.2014 | 3 years (upto 07.12.2017) | 1 | 1 | 1 |
| Mr. | K Raghu | Non Executive | 26.07.2016 | | 1 | 1 | 1 |
| Mr. | Vishnukumar Bansal | Non Executive | 08.08.2016 | | 1 | Nil | Nil |



For INDIAN OVERSEAS BANK

A Chellam
Company Secretary

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 | Name of Committee members | Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$ |
|--|---|---|
| 1. Audit Committee | 1. Mr. K Raghu 2. Mr. K Swaminathan 3. Ms. Annie George Mathew 4. Mr. Nirmal Chand | Chairman Executive (Executive Director) Nominee (GOI Nominee) Nominee (RBI Nominee) |
| 2. Nomination Committee | 1. Mr. T C A Ranganathan 2. Ms. Annie George Mathew 3. Mr. K Raghu | Chairman Nominee (GOI Nominee) Non Executive |
| 3. Remuneration Committee | (To be reconstituted at the appropriate time) - | |
| 4. Risk Management Committee | 1. Mr. T C A Ranganathan 2. Mr. R Subramaniakumar 3. Mr. K Swaminathan 4. Mr. Niranjana Kumar Agarwal 5. Mr. Sanjay Rungta 6. Mr. Vishnukumar Bansal | Chairman MD & CEO Executive (Executive Director) Independent/Shareholder Director Independent/Shareholder Director Non Executive |
| 5. Stakeholders Relationship Committee | 1. Mr. Sanjay Rungta 2. Mr. K Swaminathan 3. Mr. Niranjana Kumar Agarwal | Chairman – Independent Executive (Executive Director) Independent/Shareholder Director |

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For IND

SEAS BANK

Achellam
Company Secretary



Indian Overseas Bank

III. Meetings of Board of Directors

| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | Maximum gap between any two consecutive meetings (in number of days) |
|--|---|--|
| 17.04.2017 17.05.2017 10.06.2017 27.06.2017 | 10.08.2017 19.09.2017 | 43 days |

IV. Meeting of Committees

| Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (details) | 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 09.08.2017 | Yes | 16.05.2017 17.05.2017 | 83 days |
| NOMINATION COMMITTEE -- | Not applicable | Not held | -- |
| REMUNERATION COMMITTEE (Will be reconstituted at an appropriate time) | Not applicable | Not held | -- |
| RISK MANAGEMENT COMMITTEE 10.08.2017 | Yes Yes | 17.04.2017 27.06.2017 | 43 days |
| STAKEHOLDERS RELATIONSHIP COMMITTEE 10.08.2017 | Yes | 28.06.2017 | 42 days |



For INDIAN OVERSEAS BANK


Company Secretary

