



Ref No. IRC/319/2024-25

20.02.2025

The General Manager, Department of Corporate Services, BSE Limited, Floor 1, P.J. Towers, Dalal Street, Mumbai 400 001 BSE SCRIP CODE: 532388	The Vice President, National Stock Exchange Ltd., Exchange Plaza, C-1 Block G, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051 NSE SCRIP CODE: IOB
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Dear Sir/ Madam,

Intimation under Regulation 30 of SEBI (LODR) Regulations, 2015

Pursuant to Regulation 30 of the SEBI Listing Regulations, please note that SEBI has issued an administrative warning letter dated 18.02.2025 to the Bank with regard to Non-Conduct of Nomination and Remuneration Committee meeting for the Financial Year 2023-24. The Bank will take necessary steps to address the concerns / directives mentioned in the letter.

Details of the above letter, as required under Clause 20 of Para A of Part A of Schedule III to the SEBI Listing Regulations is given below:

Matter	Information
Name of the authority	Securities and Exchange Board of India ("SEBI")
Nature and details of the action(s) taken, initiated or order(s) passed	Administrative warning
Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	February 18,2025
Details of the violation(s)/ contravention(s) committed or alleged to be committed	Non- conduct of Nomination and Remuneration Committee meeting for the Financial Year 2023-24 in non-compliance with Regulation 19 (3A) of SEBI (LODR) Regulations, 2015
Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible	Nil

A copy of SEBI letter is enclosed herewith.

Please take the above information on record and arrange for dissemination.

Yours faithfully,

(Ram Mohan K)
Compliance officer

इण्डियन ओवरसीज़ बैंक,
निवेशक संबंध कक्ष, केन्द्रीय कार्यालय,
763 अण्णा साले, चेन्नै 600 002

044 – 7172 9791, 2888 9360 | investor@iobnet.co.in

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SEBI/HO/CFD/SEC-2/OW/P/2025/5300/1
February 18, 2025

Through E-mail and Speed Post with AD

India Overseas Bank
763, Anna Salai,
Chennai,
Tamil Nadu, 600002

Kind Attention – Ms. Ram Mohon. K, Company Secretary and Compliance officer

Sub: Administrative warning in relation to non-compliance with Regulation 19(3A) of SEBI Listing Obligations and Disclosure Requirements) Regulations, 2015 (“LODR Regulations”).

1. From the Corporate Governance Report pertaining to the period ended March 2024, submitted by India Overseas Bank (“Bank”) with the Stock Exchanges, it was observed that the Bank has not conducted any Nomination and Remuneration Committee (NRC) meeting during the Financial Year 2023-24.
2. The Bank may note that as per as per Regulation 19(3A) of SEBI (LODR) Regulations, 2015, the NRC is required to meet at least once in a year. Thus, conducting of one NRC meeting in a year is a binding obligation casted upon a listed entity which in a way is a direct command to a listed entity to comply with this laid down requirement without any exemption or relaxation.
3. The above non-compliance has been viewed very seriously. You are hereby warned for the aforesaid non-compliance and advised to exercise due caution in future, failing which appropriate enforcement action would be initiated in accordance with the provisions of SEBI Act, 1992 and the Rules and Regulations made thereunder.
4. You are advised to place this communication and the actions taken by you, with respect to the above non-compliance, before your Board of Directors at its next meeting and forward to SEBI, a brief on the discussions and the actions taken in the matter, within 10 days of the Board meeting.
5. You are advised to disseminate this letter to the Stock Exchange immediately upon receipt, who shall take note of the contents of this letter and disseminate the same.

Yours faithfully,

Sathya Kumaran K S