

## ANNEXURE I

**Format to be submitted by listed entity on quarterly basis**

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

## i. Composition Of Board Of Director

Title (Mr/Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent 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.	P R SESHADRI	07820690		ED	CEO-MD	04-Sep-2017	04-Sep-2017			28-Jun-1963	1	0	1	0	SC,RMC	
Mr.	N S SRINATH	01493217		ID, C & NED		23-Jul-2014	27-May-2019		63	10-May-1952	1	1	2	1	AC,SC,NRC	
Mr.	V G MOHAN PRASAD	00002802		ID		15-Jun-2014	23-Jul-2017		64	27-Sep-1958	1	1	1	0	AC,SC,RMC,NRC	
Mr.	M K VENKATESAN	00032235		NED		09-Dec-2014	09-Aug-2018			01-Jan-1957	1	0	0	0	NRC	
Mr.	A K PRABURAJ	07004825		NED		09-Dec-2014	18-Jul-2019			31-Dec-1970	1	0	0	0	RMC	
Mrs.	K L VIJAYALAKSHMI	07116809		ID		22-Mar-2015	21-Jul-2019		41	05-Mar-1965	1	1	2	1	AC,SC	
Mr.	M V SRINIVASAMOORTHY	00694618		NED		27-Aug-2015	09-Aug-2018			24-Jun-1963	1	0	1	0	AC,SC,NRC	
Mr.	K S RAVICHANDRAN	00002713		ID		26-May-2016	21-Jul-2019		41	09-Apr-1962	1	1	1	0	AC,RMC,NRC	
Mr.	R RAMKUMAR	00275622		NED		25-Jun-2018	09-Aug-2018			14-Oct-1982	1	0	2	0	AC,SC,RMC	
Mr.	SRIRAM RAJAN	02162118		ID		19-Jan-2019	19-Jan-2019		9	01-Oct-1972	1	1	1	0	AC	

Company Remarks	In line with provisions of Companies Act, 2013 and SEBI LODR - CA K L Vijayalakshmi was initially appointed on 22.03.2015 and was further re-classified as ID from 26th May 2016, N S Srinath was initially appointed on 29.06.2012 and elected as ID in the AGM held on 23.07.2014. RBI vide letter DBR.Appt.No.9955/08.41.001/2018-19 dated 27.05.2019 accorded their approval for appointment of N S Srinath as Part Time Non-Executive Chairman w.e.f the date of their approval for 3 years.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No



## Composition of Committees

### a. 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	M V SRINIVASAMOORTHY	NED	Member	28-Aug-2018	
4	K S RAVICHANDRAN	ID	Member	27-Oct-2018	
5	R RAMKUMAR	NED	Member	27-Oct-2018	
6	SRIRAM RAJAN	ID	Member	25-Jul-2019	
7	V G MOHAN PRASAD	ID	Member	31-Aug-2017	24-Jul-2019

Company Remarks	
Whether Permanent chairperson appointed	Yes

### b. 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	V G MOHAN PRASAD	ID	Member	25-Jul-2019	
4	K L VIJAYALAKSHMI	ID	Member	27-Mar-2019	
5	R RAMKUMAR	NED	Member	25-Jul-2019	
6	M V SRINIVASAMOORTHY	NED	Member	19-Sep-2016	24-Jul-2019

Company Remarks	
Whether Permanent chairperson appointed	Yes

### c. 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	A K PRABURAJ	NED	Member	25-Jul-2019	
4	K S RAVICHANDRAN	ID	Member	27-Mar-2019	
5	R RAMKUMAR	NED	Member	28-Aug-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes



**d. 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	
5	M V SRINIVASAMOORTHY	NED	Member	25-Jul-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**ii. 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	Number of Directors present	Number of Independent Directors present
30-Apr-2019	18-Jul-2019	Yes	10	5
15-May-2019	24-Jul-2019	Yes	8	3
28-May-2019	13-Aug-2019	Yes	10	5
24-Jun-2019	14-Aug-2019	Yes	9	4
	16-Sep-2019	Yes	10	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	32

**iii. 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	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	30-Apr-2019	15-Jul-2019	Yes	5	3
Audit Committee	10-May-2019	24-Jul-2019	Yes	4	2
Audit Committee	15-May-2019	28-Aug-2019	Yes	6	4
Stakeholders Relationship Committee		13-Aug-2019	Yes	5	3
Risk Management Committee	24-Jun-2019	13-Aug-2019	Yes	5	2
Nomination & Remuneration Committee	10-May-2019				
Nomination & Remuneration Committee	28-May-2019				

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	60



iv. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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	<b>Not Applicable</b>
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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 500 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 30.06.2019 placed in the Board Meeting held on 24.07.2019 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 : **14/10/2019**





## ANNEXURE III

## Affirmations

<b>Broad Heading</b>	<b>Regulation Number</b>	<b>Compliance Status</b>	<b>Company Remark</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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**Name** : SRINIVASARAO M  
**Designation** : Company Secretary  
**Date** : 14/10/2019

