



सेंट्रल बैंक ऑफ इंडिया  
सेंट्रल बैंक ऑफ इंडिया  
Central Bank of India

1911 से आपके लिए "केंद्रित"

"CENTRAL" TO YOU SINCE 1911

केन्द्रीय कार्यालय

Central Office

CO:MBD:2018-19:

12<sup>th</sup> July, 2018

National Stock Exchange of India Limited Listing Department Exchange Plaza, Plot No.C/1, 'G' Block Bandra-Kurla Complex Bandra (E), Mumbai-400 051 Fax No: 6641 8124 /25 / 26 2659 8237 / 38 / 2659 8348	General Manager Corporate Relationship Deptt Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai 400001 Fax: 2272 2061 / 41 / 39 / 37
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Dear Sir/Madam,

**Sub.: Quarterly Compliance Report on Corporate Governance  
(Regulation 27(2) of Securities & Exchange Board of India (Listing  
Obligations and Disclosure Requirement) Regulations, 2015)**


With reference to Regulation 27(2) of Securities & Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, we submit herewith quarterly Compliance Report on Corporate Governance for the quarter ended 30<sup>th</sup> June, 2018.

Please take the same on your record.

Thanking you,

Yours faithfully,

for CENTRAL BANK OF INDIA

  
ANAND KUMAR DAS  
ASSISTANT GENERAL MANAGER-MBD/  
COMPANY SECRETARY

Encl.: As above



चंदर मुखी, नरीमन पॉइंट, मुंबई - 400 021 • दूरध्वनी : 2202 6428, 6638 7777 • फैक्स : (91-22) 2204 4336  
चंदर मुखी, नरीमन पॉइंट, मुंबई - 400 021 • दूरध्वनी : 2202 6428, 6638 7777 • फैक्स : (91-22) 2204 4336  
Chander Mukhi, Nariman Point, Mumbai - 400 021 • Tel. : 2202 6438, 6638 7777 • Fax : (91-22) 2204 4336

[www.centralbankofindia.co.in](http://www.centralbankofindia.co.in)

1.Name of Listed Entity – Central Bank of India

2.Quarter ending – 30<sup>th</sup> June 2018

I. Composition of Board of Directors								
Title (Mr/ Ms)	Name of the Director	PAN <sup>s</sup> & DIN (DIN is not applicable for our Bank)	Category (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee) <sup>a</sup>	Date of Appointment in the current term /cessation	Tenure*	No. of Directorships in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. of memberships in Audit / Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. positions in Audit Stakeholder Committee held by listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Tapan Ray	AEXPR5666L	Non-Executive Chairman	23.05.2018	1 month 8 days	1	1	1
Mr	Rajeev Rishi	ABDPR2884F	Managing Director & Chief Executive Officer	01.08.2013	---	1	1	---
Mr	B. K. Divakara	ACVPD3341E	Executive Director	23.01.2014	---	1	2	---
Mr	P. R. Murthy	ACCPM4210C	Executive Director	17.02.2017	---	2	2	1
Mr	B. S. Shekhawat	ACKPS5593C	Executive Director	09.10.2017	---	1	1	---
Mr	Govind Mohan	AGBPM8329B	Non-executive (Government of India Nominee Director)	17.08.2017	Ceased to be the Director w.e.f.14.05.2018	1	1	---
Dr.	Bhushan Kumar Sinha	ALJPS0644L	Non-executive (Government of India Nominee Director)	14.05.2018	...	2	2	---
Mr	Shekhar Bhatnagar	ACOPB2822K	Non-executive - Independent (Reserve Bank of India Nominee Director)	13.03.2014	4 years 3 months 18 days	1	1	---

Title (Mr/ Ms)	Name of the Director	PAN & DIN (DIN is not applicable for our Bank)	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)	No. of memberships in Audit / Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)	No. of Chairperson in Audit Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Ketul R. Patel	ABDPP9994J	Non-executive - Independent (Shareholder Director)	01.07.2015	3 years (Ceased to be the Director w.e.f.01.07.2018)	1	1	--
Mr.	N. Nityananda	AAHPN2292E	Non-executive - Independent (Part Time Non-official Director under Chartered Accountant category)	21.06.2016	2 years 10 days	1	1	1
Prof (Dr)	Atmanand	ADFPA4238A	Non-executive - Independent (Part Time Non-official Director)	27.12.2017	6 months 4days	1	1	---

\$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. Compositi of Bank of Indias		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) <sup>s</sup>
1. Audit Committee	a) Shri N. Nityananda b) Shri B. K. Divakara c) Dr. Bhushan Kumar Sinha d) Shri Shekhar Bhatnagar	a) Chairperson - Non-Executive - Independent b) Executive c) Non-Executive d) Non-Executive - Independent
2a) Nomination Committee	a) Shri Tapan Ray b) Dr. Bhushan Kumar Sinha c) Shri N Nityananda d) Prof.(Dr.) Atmanand	a) Chairperson - Non-Executive - Independent b) Non-Executive c) Non-Executive - Independent d) Non-Executive - Independent
2b) Remuneration Committee	<b>Not Applicable</b>	
3. Risk Management Committee (if applicable)	a) Shri Tapan Ray b) Shri Rajeev Rishi c) Shri B. K. Divakara d) Shri P. R. Murthy e) Shri B. S. Shekhawat f) Dr. Bhushan Kumar Sinha g) Shri Ketul R. Patel h) Shri N. Nityananda i) Prof.(Dr.) Atmanand	a) Chairperson - Non-Executive - Independent b) Executive c) Executive d) Executive e) Executive f) Non-Executive g) Non-Executive - Independent h) Non-Executive - Independent i) Non-Executive - Independent
4. Stakeholders Relationship Committee	a) Shri Tapan Ray b) Shri Rajeev Rishi c) Shri B. K. Divakara d) Shri P. R. Murthy e) Shri B. S. Shekhawat f) Shri Ketul R. Patel g) Shri N. Nityananda h) Prof.(Dr.) Atmanand	a) Chairperson- Non-Executive - Independent b) Executive (Managing Director & Chief Executive Officer) c) Executive d) Executive e) Executive f) Non-Executive - Independent g) Non-Executive - Independent h) Non-Executive - Independent

<sup>s</sup> 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	Maximum gap between any two consecutive (in number of days)
09.02.2018 09.02.2018 15.02.2018 17.03.2018	05.05.2018 17.05.2018 25.05.2018 29.06.2018	34 days in Relevant Quarter & 29 days in Previous Quarter

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*
<b>Audit Committee-</b> 17.05.2018 25.05.2018	<b>Yes, Required Quorum of meeting was met.</b> <b>Audit Committee-</b> 1) Meeting dated 17.05.2018 - All 4 members attended the meeting 2) Meeting dated 25.05.2018 - 3 members attended the meeting	<b>Audit Committee-</b> 09.02.2018 05.03.2018 17.03.2018	<b>Audit Committee-</b> 7 days in Relevant Quarter & 23 days in Previous Quarter
<b>Stakeholders' Relationship Committee</b> 05.05.2018	<b>Yes, Required Quorum of meeting was met.</b> <b>Stakeholders' Relationship Committee</b> All 7 members attended the meeting	<b>Stakeholders' Relationship Committee</b> 09.02.2018	84 days

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this



information is optional

**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	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

**Note**

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. 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 "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee
  - Nomination & remuneration committee
  - Stakeholders relationship committee
  - Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: **Compliance Report on Corporate Governance for the previous quarter ended 31<sup>st</sup> December, 2017 was placed before the Board of Directors at their meeting held on 15th February, 2018. This report will be submitted in the next meeting of the Board of Directors.**

Further, the Bank complies with the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the extent it does not violate the respective statutes and guidelines or directives issued by regulatory authorities as the Bank is not a company under Companies Act but a body corporate constituted under the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 and is regulated by Reserve Bank of India.



A K Das

AGM-MBD/Company Secretary

