

1. Name of Listed Entity – Central Bank of India

2. Quarter ending – 30<sup>th</sup> SEPTEMBER, 2016

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>8</sup>	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 post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Rajeev Rishi	This column has been intentionally left blank. PAN of all Directors were mentioned in the Compliance Report submitted to Stock Exchanges.	Chairman & Managing Director	01.08.2013	---	1	2	---
Mr	R K Goyal		Executive Director	11.01.2013	---	1	1	---
Mr	B K Divakara		Executive Director	23.01.2014	---	1	2	---
Dr.	R C Lodha		Executive Director	11.03.2015	---	1	1	---
Dr.	Saurabh Garg		Non-executive (Government of India Nominee Director)	19.02.2014	---	1	1	---
Mr	Shekhar Bhatnagar		Non-executive - Independent (Reserve Bank of India Nominee Director)	13.03.2014	2 years 6 months	1	1	---
Mr	Gurbax Kumar Joshi (Ceased to be Director w.e.f. close of working hours on 09.07.2016)		Non-executive (Workmen Employee Director)	10.07.2013	3years	1	0	---





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Ms	N S Rathnaprabha	This column has been intentionally left blank. PAN of all Directors were mentioned in the Compliance Report submitted to Stock Exchanges	Non-executive - Independent (Part Time Non-official Director)	19.12.2013	2years 9months	1	1	1
Mr	Supratim Bandyopadhyay		Non-executive - Independent (Shareholder Director)	01.07.2015	1 year 3 months	1	2	1
Mr	Ketul R Patel		Non-executive - Independent (Shareholder Director)	01.07.2015	1 year 3 months	1	1	---
Mr.	N Nityananda		Non-executive - Independent (Part Time Non-official Director under Chartered Accountant category)	21.06.2016	3 months	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. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) <sup>s</sup>
1. Audit Committee	a) Shri S Bandyopadhyay b) Shri B K Divakara c) Dr Saurabh Garg d) Shri Shekhar Bhatnagar e) Shri N. Nityananda	a) Chairperson - Non-Executive - Independent b) Executive c) Non-Executive d) Non-Executive - Independent e) Non-Executive - Independent





2a) Nomination Committee	a) Dr Saurabh Garg b) Smt N S Rathnaprabha c) Shri N Nityananda	a) Chairperson - Non-Executive b) Non-Executive - Independent c) Non-Executive - Independent
2b) Remuneration Committee	<b>Not Applicable</b>	
3. Risk Management Committee (if applicable)	a) Shri Rajeev Rishi b) Shri R K Goyal c) Shri B K Divakara d) Dr R C Lodha e) Dr Saurabh Garg f) Smt N.S. Rathnaprabha g) Shri S Bandyopadhyay h) Shri Ketul R Patel	a) Chairperson b) Executive c) Executive d) Executive e) Non-Executive f) Non-Executive - Independent g) Non-Executive - Independent h) Non-Executive - Independent
4. Stakeholders Relationship Committee	a) Smt. N S Rathnaprabha b) Shri Rajeev Rishi c) Shri R K Goyal d) Shri B K Divakara e) Dr R C Lodha f) Shri S Bandyopadhyay g) Shri Ketul R Patel	a) Chairperson - Non-Executive - Independent b) Executive (Chairman & Managing Director) c) Executive d) Executive e) Executive f) Non-Executive – Independent g) Non-Executive – Independent

<sup>§</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)
13.04.2016 13.05.2016 27.05.2016	16.07.2016 12.08.2016 23.09.2016	41 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*
<u>Audit Committee-</u> 16.07.2016 12.08.2016 23.09.2016	<b>Yes, Required Quorum of meeting was met.</b> <u>Audit Committee-</u> 1) Meeting dated 16.07.2016 – 5 members out of total 5 members attended the meeting 2) Meeting dated 12.08.2016 – 4 members out of total 5 members attended the meeting 3) Meeting dated 23.09.2016 – 4 members out of total 5 members attended the meeting	<u>Audit Committee-</u> 13.05.2016 27.05.2016	<u>Audit Committee-</u> 41 days in Relevant Quarter & 13 days in Previous Quarter





<b>Stakeholders' Relationship Committee</b>	Yes, Required Quorum of meeting was met. <b>Stakeholders' Relationship Committee</b> 7 members out of total 7 members attended	<b>Stakeholders' Relationship Committee</b> 13.04.2016	162 days
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\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b> 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
<b>Note</b>	
1. 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.	
2. If status is "No" details of non-compliance may be given here.	

<b>VI. Affirmations</b>
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; remuneration committee</li> <li>Stakeholders relationship committee</li> <li>Risk management committee (applicable to the top 100 listed entities)</li> </ol> <p>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.</p> <p>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.</p> <p>5. 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: <b>Compliance Report on Corporate Governance for the previous quarter ended 30<sup>th</sup> June, 2016 was placed before the Board of Directors at their meeting held on 16<sup>th</sup> July, 2016. This report will be submitted in the next meeting of the Board of Directors.</b></p> <p>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.</p>

  
A K Das  
AGM-MBD/Company Secretary



Broad heading	Regulation Number	Compliance status (Yes/No/NA)refer note below
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)	<b>NO</b> (In terms of 2 <sup>nd</sup> proviso to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, provisions of Corporate Governance as specified <i>inter alia</i> in Regulations 18 and 19 will apply to the Bank to the extent it does not violate its respective statutes and guidelines or directives issued by the relevant authorities.
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	YES

**Note**

1 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.

2 If status is "No" details of non-compliance may be given here.

3 If the Listed Entity would like to provide any other information the same may be indicated here.



(A K DAS)  
ASSISTANT GENERAL MANAGER-MBD/  
COMPANY SECRETARY

