

CORPORATE GOVERNANCE - QUARTERLY REPORT

Name of Listed Entity : CANARA BANK
 Quarter ending : 31st March 2022

| Titl | Name | PAN & DIN | Category | Date of | Tenure* | No of | No of | Number of | No of post of |
|------------------------|-----------------------------|----------------|---|--|---------|---|---|---|---|
| e (Mr . / Ms) | of the Director | | (chairperson/ executive/ non- executive/ independent/ nominee) | Appoint ment in the current term /cessati on | | Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Independent Directorship in listed entities including this listed entity (Refer Proviso Regulation 17A(1) of Listing Regulations) | memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) |
| Shri | Lingam Venkata Prabhakar | DIN - 08110715 | MD & CEO - Executive | 01.02.2020 | • | Canara Bank Can Fin Homes Ltd | | - | • |
| Shri | Debashish Mukherjee | DIN - 08193978 | Executive Director | 19.02.2018 | * | Canara Bank Can Fin Homes Ltd | | Member - In Canara Bank - Stakeholders Relationship Committee Member - In Can Fin Homes Ltd - Audit Committee Member - Canara Robeco Asset Mgmt - Audit Committee | - |



| Ms | A Manimekhalai | | Executive | 11.02.2019 | * | Canara Bank | | | Chairperson - In India |
|------|-------------------------|----------------|------------------------------|-------------------------------|-----|---|----------------------|--|--|
| | | DIN - 08411575 | Director | | | General Insurance Corporation of India | Corporation of India | - Stakeholders Relationship Committee Member - In Canara HSBC OBC Insurance Company | Infrastructure Finance Company Limited - Audit Committee - Stakeholders Relationship Committee Chairperson - General Insurance Corporation of India - Audit Committee |
| | | | | | | | | Member - GIC of India Limited - Stakeholders Relationship Committee | |
| Shri | K Satyanarayana Raju | DIN - 08607009 | Executive Director | 10.03.2021 | | Canara Bank | - | Member - In Canara Bank - Stakeholders Relationship Committee | - |
| Shri | Brij Mohan Sharma | | Executive Director | 19.05.2021 | 200 | Canara Bank | | Member - In Canara Bank - Stakeholders Relationship Committee | - |
| Shri | Suchindra Misra | DIN - 01873568 | GOI- Nominee Director | Nominated on 14.06.2016 | | Canara Bank | - | Member - Audit Committee | |
| Shri | R Kesavan | | RBI — Nominee Director | Nominated on 26.04.2019 | | Canara Bank | B | Member - Audit Committee | कंतरा वैद्र * canara B |



| Ms | Nalini Padmanabhan | DIN - 01565909 | | Nominated on 21.12.2021 | - | Canara Bank | Canara Bank | - | Chairperson - In Canara Bank - Audit Committee |
|------|-----------------------------------|----------------|--|-------------------------------|--|----------------------------------|----------------------------------|--|---|
| Shri | Dibakar Prasad Harichandan | DIN - 02533662 | | Nominated on 21.03.2022 | - | Canara Bank | Canara Bank | - | |
| Shri | Venkatachalam Ramakrishna Iyer | DIN - 02194830 | Shareholder Director— Non- Executive Director/Inde pendent | | 3 years & Re-elected for another 3 years on 27.07.2019 | Canara Bank Usha Martin Limited | Canara Bank Usha Martin Limited | Member - In Usha Martin Limited - Stakeholders Relationship Committee | Chairman - In Canara Bank - Stakeholders Relationship Committee |
| Shri | Bimal Prasad Sharma | DIN - 06370282 | Shareholder Director - Non- Executive Director/Inde pendent | | 3 years | Canara Bank | | Member - In Canara Bank - Audit Committee - Stakeholders Relationship Committee | - |
| Shri | Karunakara Shetty | DIN - 08994933 | Shareholder Director - Non- Executive Director/Independent | | 3 years | Canara Bank | Canara Bank | Member - In Canara Bank - Audit Committee - Stakeholders Relationship Committee | |



\$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.
- NOTE: 01. The details of the committees (in the bank) mentioned in the last two columns are relevant to the corporate governance provisions under SEBI (LODR), 2015
 - 02. Though DIN is not applicable (since the bank is not governed by Companies Act, 2013), DIN number is provided wherever available.

Other Remarks:

Constitution of Board of Directors, Audit Committee/ other Committees, Remuneration of Directors, Compliance in respect of our Bank are governed under the provisions of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, Banking Regulation Act, 1949, Nationalised Banks (Management and Miscellaneous Provisions) Scheme 1970 / RBI Directives /GOI Guidelines

कृते केनरा बैंक For CANARA BANK

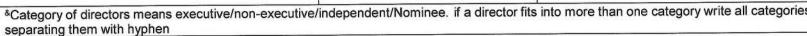
सहायक महा प्रबंधक और कपनि सचिव Assistant General Manager & Company Secretary

> विनय मोहता / VINAY MOHTA कंपनी सविव / Company Secretary ACS - A28792





| Name of Committee | Name of Committee members | Category (Chairperson/Executive/Non- Executive/independent/Nominee) \$ |
|--|--------------------------------------|--|
| Audit Committee | Ms. Nalini Padmanabhan | Chairperson - Part-Time Non-Official Director - Non- |
| | | Executive Director |
| | Shri. Suchindra Misra | GOI-Nominee Director |
| (The constitution of Audit Committee is as per the RBI | Shri R Kesavan | RBI-Nominee Director |
| Guidelines.) | Shri Bimal Prasad Sharma | Shareholder Director - Non-Executive Director |
| | Shri. Karunakara Shetty | Shareholder Director - Non-Executive Director |
| 2. Nomination & Remuneration Committee | Shri. Karunakara Shetty | Chairman - Shareholder Director - Non-Executive Director |
| | Ms. Nalini Padmanabhan | Part-Time Non-Official Director - Non-Executive Director |
| The Committee has been constituted as per GOI/RBI Guidelines.) | Shri. Venkatachalam Ramakrishna Iyer | Shareholder Director - Non-Executive Director |
| 3. Risk Management Committee (if applicable) | Shri. Bimal Prasad Sharma | Chairman - Shareholder Director - Non-Executive Director |
| | Shri. Lingam Venkata Prabhakar | MD & CEO |
| | Shri. Brij Mohan Sharma | Executive Director |
| (The Risk Management Committee has been | Shri. Venkatachalam Ramakrishna Iyer | Shareholder Director - Non-Executive Director |
| onstituted as per the RBI Guidelines). | Shri. Karunakara Shetty | Shareholder Director - Non-Executive Director |
| 4. Stakeholders Relationship Committee' | Shri. Venkatachalam Ramakrishna Iyer | Chairman-Shareholder Director - Non-Executive Director |
| | Shri Debashish Mukherjee | Executive Director |
| (constituted as per Regulation 20 of SEBI(LODR) | Ms A Manimekhalai | Executive Director |
| Regulation, 2015) | Shri. K Satyanarayana Raju | Executive Director |
| Proposition of the Control of the Co | Shri. Brij Mohan Sharma | Executive Director |
| | Shri. Bimal Prasad Sharma | Shareholder Director - Non-Executive Director |
| | Shri. Karunakara Shetty | Shareholder Director - Non-Executive Director |







| the relevant requirement of Me quarter Quorum met (details) an | | Date(s) of Meeting (if any) in the previous quarter | Maximum gap between any two consecutive (in number of days) | | |
|---|-----------------------------------|--|---|--|--|
| 27.01.2022 15.02.2022 10.03.2022 28.03.2022 | YES YES YES YES | 26.10.2021 29.11.2021 | 58 days (Gap between two meetings is calculated on the basis of last meeting of previous and first meeting of relevant quarter. The maximum gap between two consecutive meeting days (i.e., between 29.11.2021 to 27.01.2022) | | |
| IV. MEETING OF COM | WITTEES - AUDIT CO | MMITTEE | 0 | | |
| Date(s) of meeting of the committee in the relevant quarter | Whether requirement met (details) | | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days* | |
| 19.01.2022 27.01.2022 10.03.2022 | Yes Yes Yes | | 26.10.2021 | 84 days (Gap between two meetings is calculated on the basis of last meeting of previous quarter and first meeting of relevant quarter. The maximum gap between two consecutive meetings is 84 days (i.e., between 26.10.2021 to 19.01.2022) | |
| IV. MEETING OF COM | MITTEES - RISK MAN | IAGEMENT COMM | ITTEE | | |
| Date(s) of meeting of the committee in the relevant quarter | Whether | of Quorum | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days* | |
| 28.02.2022 28.03.2022 | Yes Yes | | 30.12.2021 | 59 days (Gap between two meetings is calculated on the basis of last meeting of previous quarter and first meeting of relevant quarter. The maximum gap between two consecutive meetings is | |
| | | | | 59 days (i.e., between 30.12.2021 to 28.02.2022) | |
| IV. MEETING OF COM | MITTEES - STAKEHO | LDERS' RELATIO | SHIP COMMITTEE | 59 days (i.e., between 30.12.2021 to 28.02.2022) | |
| IV. MEETING OF COM Date(s) of meeting of the committee in the relevant quarter | Whether | of Quorum | NSHIP COMMITTEE Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days* | |



| 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 AuditCommittee | NA |

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.

Note: The Bank is governed by the RBI Directives and ICAI-Accounting Standards in this regard. There are no material related party transactions.

Affirmations

- 1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. YES
- 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. 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:

NOTE:

- 1. Constitution of Board of Directors, Audit Committee/ other Committees, Remuneration of Directors, Board procedures / Related Party Transactions/ Whistle Blower/ Management and compliance in respect of our Bank are governed under the provisions of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, Banking Regulation Act, 1949, Nationalised Banks (Management and Miscellaneous Provisions) Scheme 1970 and RBI Directives /GOI Guidelines / ICAI- Accounting Standards in this regard.
- 2. The Bank has placed the previous quarter Report before the Board and Board has noted the same.

Name & Designation: VINAY MOHTA

AGM & COMPANY SECRETARY

Date: 18.04.2022

विनय मोहता / VINAY MOHT कंपनी सचिव / Company Secretar

कृते केनरा बैंक

ACS - A28792

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.



Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

| ltem | Compli ance status (Yes/No /NA) refer note below | If Yes provide linkto website. If No / NA provide reasons |
|--|---|--|
| As per regulation 46(2) of the LODR: | YES | www.canarabank.com |
| a) Details of business | YES | www.canarabank.com |
|) Terms and conditions of appointment of independent directors | YES | www.canarabank.com |
| Composition of various committees of board of directors | YES | www.canarabank.com |
| d) Code of conduct of board of directors and senior management personnel | YES | www.canarabank.com |
| e) Details of establishment of vigil mechanism/ Whistle Blower policy | YES | www.canarabank.com |
| Criteria of making payments to non-executive directors | YES | www.canarabank.com |
| Policy on dealing with related party transactions | YES | www.canarabank.com |
| h) Policy for determining 'material' subsidiaries | YES | www.canarabank.com |
| Details of familiarization programmes imparted to independent directors | YES | www.canarabank.com |
| Email address for grievance redressal and other relevant details | YES | www.canarabank.com |
| Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | YES | www.canarabank.com |
|) Financial results | YES | www.canarabank.com |
| m) Shareholding pattern | YES | www.canarabank.com |
| n) Details of agreements entered into with the media companies and/or their associates | NA | NA |
| Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange | YES | www.canarabank.com |
| p) New name and the old name of the listed entity | NA | NA |
| g) Advertisements as per regulation 47 (1) | YES | www.canarabank.com |
| r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments | YES | www.canarabank.com |
| Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year | YES | www.canarabank.com |
| As per other regulations of the LODR: | | www.canarabank.com |
| a) Whether company has provided information under separate section on its website as per Regulation 46(2) | YES | www.canarabank.com |
| b) Materiality Policy as per Regulation 30 | YES | www.canarabank.com |
| c) Dividend Distribution policy as per Regulation 43A (as applicable) | YES | www.canarabank.com |

It is certified that these contents on the website of the listed entity are correct.

Note: The Bank has placed the relevant disclosures on the site of the Bank as per the SEBI (LODR) Regulations, 2015 at the following Link: https://canarabank.com/ ----->Investor Relation





| Il Annual Affirmations Particulars | Regulation Number | Compliance status (Yes/No/NA) refer note below |
|--|------------------------------|--|
| Independent director(s) have been appointed in terms ofspecified criteria of 'independence' and / or 'eligibility' | 16(1)(b) & 25(6) | YES |
| Board composition | 17(1), 17(1A) & 17(1B) | YES |
| Meeting of board of directors | 17(2) | YES |
| Quorum of board meeting | 17(2A) | YES |
| Review of Compliance Reports | 17(3) | YES |
| Plans for orderly | 17(4) | YES |
| succession for Appointments | 17(4) | |
| Code of Conduct | 17(5) | YES |
| Fees/compensation | 17(6) | YES |
| Minimum Information | 17(7) | YES |
| Compliance Certificate | 17(8) | YES |
| Risk Assessment & Management | 17(9) | YES |
| Performance Evaluation of Independent Directors | 17(10) | YES |
| Recommendation of board | 17(11) | YES |
| Maximum number of directorship | 17A | YES |
| Composition of Audit Committee | 18(1) | YES |
| Meeting of Audit Committee | 18(2) | YES |
| Composition of Nomination & Remuneration Committee | 19(1) & (2) | YES |
| Quorum of Nomination and Remuneration Committee Meeting | 19(2A) | YES |
| Meeting of Nomination & Remuneration Committee | 19(3A) | YES |
| Composition of Stakeholder Relationship Committee | 20(1), 20(2) and 20(2A) | YES |
| Meeting of Stakeholder Relationship Committee | 20 (3A) | YES |
| Composition and role of Risk Management Committee | 21(1),(2),(3),(4) | YES |
| Meeting of Risk Management Committee | 21(3A) | YES |
| Vigil Mechanism | 22 | YES |
| Policy for related party Transaction | 23(1),(1A),(5),(6),(7) & (8) | YES |
| Prior or Omnibus approval of Audit Committee for all related party transactions | 23(2), (3) | YES |
| Approval for material related partyTransactions | 23(4) | YES |
| Disclosure of related party transactions on consolidatedbasis | 23(9) | YES |
| Composition of Board of Directors ofunlisted material Subsidiary | 24(1) | YES /*/ |



| Other Corporate Governance requirements with respect to | 24(2),(3),(4),(5) & (6) | YES |
|--|-------------------------|-----|
| subsidiary of listed entity Annual Secretarial Compliance Report | 24(A) | YES |
| Alternate Director to Independent Director | 25(1) | YES |
| Maximum Tenure | 25(2) | YES |
| Meeting of independent directors | 25(3) & (4) | YES |
| Familiarization of independent directors | 25(7) | YES |
| Declaration from Independent Director | 25(8) & (9) | YES |
| Directors and Officers insurance | 25(10) | YES |
| Memberships in Committees | 26(1) | YES |
| Affirmation with compliance to code of conduct from members of Board of Directors and Senior managementPersonnel | 26(3) | YES |
| Disclosure of Shareholding by Non-Executive Directors | 26(4) | YES |
| Policy with respect to Obligations ofdirectors and senior management | 26(2) & 26(5) | YES |

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

NOTE: Constitution of Board of Directors, Audit Committee/ other Committees, Remuneration of Directors, Compliance in respect of our Bank are governed under the provisions of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, Banking Regulation Act, 1949, Nationalised Banks (Management and Miscellaneous Provisions) Scheme 1970 / RBI Directives / GOI Guidelines.

Accordingly, we have replied to the compliance status as YES only by following the respective statues, guidelines and directives of the relevant regulatory authorities. You may kindly note the same.

III Affirmations:

The Listing Entity has approved Material Subsidiary Policy and Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

कृते केनरा बैंक For CANARA BANK

Assistant General Manager & Company Secretary

कंपनी सचिव / Company Secretary

विनय मोहता / VINAY MOHTA

NARA

ACS - A28792

Name & Designation: VINAY MOHTA

AGM & COMPANY SECRETARY



Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year Half year ending - March 2022

| , | f debt advanced by the listed entity dire | ony of mandony to. |
|--|---|--|
| Entity | Aggregate amount advanced during six months | Balance outstanding at the end of six months |
| Promoter or any other entity controlled by them | | |
| Promoter Group or any other entity controlled by them | | |
| Directors (including relatives) or any other entity controlled by them | NA | |

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

| Entity | Type (guarantee, comfort letter etc.) | Aggregate amount of issuance during sixmonths | Balance outstanding at the end of six months (taking into account any invocation) |
|---|---------------------------------------|---|--|
| Promoter or any other entity controlled by them | | | |
| Promoter Group or any other entity controlled by them | | NA NA | |
| Directors (including relatives) or any other entity controlled by them | | | |





| KMPs or any other entity controlled by | |
|--|--|
| them | |

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

| Entity | Type of security (cash, shares etc.) | Aggregate value of security provided during six months | Balance outstanding at the end of six months |
|---|--------------------------------------|--|--|
| Promoter or any other entity controlled by them | | | |
| Promoter Group or any other entity controlled by them | | | |
| Directors (including relatives) or any other entity controlled by them | | NA | |
| KMPs or any other entity controlled by them | | | |

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Name & Designation

CEO / CFO

Note

- 1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - a) by a government company to/ for the Government or government company
 - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - c) by a banking company or an insurance company; and
 - d) by the listed entity to its employees or directors as a part of the service conditions
- 2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..

