

CORPORATE GOVERNANCE - QUARTERLY REPORT

1. Name of Listed Entity : **CANARA BANK**
2. Quarter ending : **30<sup>th</sup> June 2021**

I. COMPOSITION OF BOARD OF DIRECTORS:									
Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (chairperson/ executive/ non-executive/ independent/ nominee)	Date of Appointment in the current term /cessati on	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Proviso Regulation 17A(1) of Listing Regulations)	Number 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)
Shri	Lingam Venkata Prabhakar	[REDACTED] DIN - 08110715	MD & CEO - Executive	01.02.2020	-	Canara Bank Can Fin Homes Ltd	-	-	-
Shri	Debashish Mukherjee	[REDACTED] 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	[REDACTED] DIN - 08411575	Executive Director	11.02.2019	-	Canara Bank General Insurance Corporation of India	-	Member - In Canara Bank - Stakeholders Relationship Committee Member - In Canara HSBC OBC Insurance Company Ltd (Unlisted Public Company) - Audit Committee Member - GIC of India Limited - Stakeholders Relationship Committee	Chairperson - In India Infrastructure Finance Company Limited - Audit Committee - Stakeholders Relationship Committee Chairperson - General Insurance Corporation of India - Audit Committee
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Shri	K Satyanarayana Raju	[REDACTED] DIN - 08607009	Executive Director	10.03.2021	-	Canara Bank	-	Member - In Canara Bank - Stakeholders Relationship Committee - Audit Committee	-
Shri	Brij Mohan Sharma	[REDACTED]	Executive Director	19.05.2021	-	Canara Bank	-	Member - In Canara Bank - Stakeholders Relationship Committee	-
Shri	Suchindra Misra	[REDACTED] DIN - 01873568	GOI- Nominee Director	Nominated on 14.06.2016	-	Canara Bank	-	Member - Audit Committee	-
Shri	R Kesavan	[REDACTED]	RBI – Nominee Director	Nominated on 26.04.2019	-	Canara Bank	-	Member - Audit Committee	-
Shri	Venkatachalam Ramakrishna Iyer	[REDACTED] DIN - 02194830	Shareholder Director– Non- Executive Director/Independent	27.07.2016	3 years & Re-elected for another 3 years on 27.07.2019	Canara Bank  Usha Martin Limited	Canara Bank	-	Chairman - In Canara Bank  - Stakeholders Relationship Committee - Audit Committee



Shri	Bimal Prasad Sharma	[REDACTED] DIN - 06370282	Shareholder Director - Non-Executive Director/Independent	27.07.2019	3 years	Canara Bank		Member - In Canara Bank - Stakeholders Relationship Committee	-
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<sup>s</sup>PAN number of any director would not be displayed on the website of Stock Exchange

<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

\* 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



<b>II. COMPOSITION OF COMMITTEES:</b>		
<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee) §</i>
<b>1. Audit Committee</b>  (The constitution of Audit Committee is as per the RBI Guidelines.)	Shri. Venkatachalam Ramakrishna Iyer Shri. K Satyanarayana Raju Shri. Suchindra Misra Shri R Kesavan	Chairman - Shareholder Director -Non-Executive Director Executive Director GOI-Nominee Director RBI-Nominee Director
<b>2. Nomination &amp; Remuneration Committee</b>  (The Committee has been constituted as per GOI/RBI Guidelines.)	Shri. Venkatachalam Ramakrishna Iyer Shri Bimal Prasad Sharma	Chairman - Shareholder Director - Non-Executive Director Shareholder Director - Non-Executive Director
<b>3. Risk Management Committee(if applicable)</b>  (The Risk Management Committee has been constituted as per the RBI Guidelines).	Shri. Lingam Venkata Prabhakar Shri. Debashish Mukherjee Ms. A Manimekhalai Shri. K Satyanarayana Raju Shri. Brij Mohan Sharma Shri. Venkatachalam Ramakrishna Iyer Shri. Bimal Prasad Sharma	Chairman - MD & CEO Executive Director Executive Director Executive Director Executive Director Shareholder Director - Non-Executive Director Shareholder Director - Non-Executive Director
<b>4. Stakeholders Relationship Committee'</b>  (constituted as per Regulation 20 of SEBI(LODR) Regulation, 2015)	Shri. Venkatachalam Ramakrishna Iyer Shri Debashish Mukherjee Ms A Manimekhalai Shri. K Satyanarayana Raju Shri. Brij Mohan Sharma Shri. Bimal Prasad Sharma	Chairman-Shareholder Director - Non-Executive Director Executive Director Executive Director Executive Director Executive Director Shareholder Director - Non-Executive Director
§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		



<b>III. MEETING OF BOARD OF DIRECTORS</b>			
<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
18.05.2021 28.05.2021	YES YES	27.01.2021 16.03.2021	62 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 62 days (i.e., between 16.03.2021 to 18.05.2021)

<b>IV. MEETING OF COMMITTEES - AUDIT COMMITTEE</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
18.05.2021 28.06.2021	Yes Yes	27.01.2021 22.03.2021	56 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 56 days (i.e., between 22.03.2021 to 18.05.2021)


<b>IV. MEETING OF COMMITTEES - RISK MANAGEMENT COMMITTEE</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
05.05.2021 25.06.2021	Yes Yes	10.02.2021 10.03.2021	55 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 58 days (i.e., between 10.03.2021 to 05.05.2021)



\* 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)<sup>refer note below</sup></b>
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
<p><b>Note</b></p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>Note : The Bank is governed by the RBI Directives and ICAI-Accounting Standards in this regard. There are no material related party transactions.</p>	

<b>VI. Affirmations</b>
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - <b>YES</b></p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <p style="margin-left: 20px;">a. Audit Committee - <b>YES</b></p> <p style="margin-left: 20px;">b. Nomination &amp; remuneration committee – <b>YES</b></p> <p style="margin-left: 20px;">c. Stakeholders relationship committee - <b>YES</b></p> <p style="margin-left: 20px;">d. Risk management committee (applicable to the top 500 listed entities) - <b>YES</b></p> <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. - <b>YES</b></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. - <b>YES</b></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:</p> <p><b>NOTE:</b></p> <p>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.</p> <p>2. The Bank has placed the previous quarter Report before the Board and Board has noted the same.</p>

<p><b>Name &amp; Designation : VINAY MOHTA</b> <b>AGM &amp; COMPANY SECRETARY</b></p> <p><b>Date : 15.07.2021</b></p>	<p>कुते केनरा बैंक <b>For CANARA BANK</b></p> <p><i>Vinay Mohata</i></p> <p>सहायक महा प्रबंधक और कपनि सचिव</p>	
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**Note:** Information at Table I and II above need to be necessarily given in 1<sup>st</sup> 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.