



**CORPORATE GOVERNANCE - QUARTERLY REPORT**

1. Name of Listed Entity : CANARA BANK  
 2. Quarter ending : 30<sup>th</sup> September 2020

<b>I. COMPOSITION OF BOARD OF DIRECTORS:</b>									
Title (Mr./Ms)	Name of the Director	PAN & DIN	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 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	T N Manoharan	██████████ DIN - 01186248	Chairman - Non Executive-Independent	From 14.08.2015 To 13.08.2020	5 Years (including extension period of 2 years w.e.f. 14.08.2018)	1. Canara Bank 2. Tech Mahindra Limited 3. Mahindra & Mahindra Limited	1. Canara Bank 2. Tech Mahindra Limited 3. Mahindra & Mahindra Limited	Member - Audit Committee  Nomination & Remuneration Committee  (Canara Bank)	Chairman - Committees: (in Canara Bank) -Risk Management Committee  Chairman - Committees (in Tech Mahindra & Mahindra & Mahindra Ltd). - Audit Committee - Risk Management Committee
Shri	Lingam Venkata Prabhakar	██████████ DIN - 08110715	MD & CEO - Executive	01.02.2020	-	Canara Bank  Can Fin Homes Ltd	-	Member - In Canara Bank Risk Management Committee	-
Shri	Matam Venkata Rao	██████████ DIN - 06930826	Executive Director	09.10.2017	-	Canara Bank	-	Member - In Canara Bank - Audit Committee - Stakeholders Relationship Committee - Risk Management Committee	-



Shri	Krishnan S	 DIN - 07261965	Executive Director	From 01.04.2020 To 03.09.2020	-	Canara Bank	-	Member - In Canara Bank - Risk Management Committee - Stakeholders Relationship Committee	-
Shri	Debashish Mukherjee	 DIN - 08193978	Executive Director	19.02.2018	-	1. Canara Bank 2. Can Fin Homes Ltd	-	Member - In Canara Bank - Risk Management Committee - Stakeholders Relationship Committee Member - In Can Fin Homes Ltd - Nomination & Remuneration Committee Member - Canara Robeco Asset Mgmt - Audit Committee - Nomination & Remuneration Committee	Chairman - In Can Fin Homes Ltd - Risk Management Committee

Ms	A Manimekhalai	[REDACTED] DIN - 08411575	Executive Director	11.02.2019	-	1. Canara Bank 2. General Insurance Corporation of India	1. General Insurance Corporation of India	Member - In Canara Bank <ul style="list-style-type: none"> <li>- Risk Management Committee</li> <li>- Stakeholders Relationship Committee</li> </ul> Member - In Canara HSBC OBC Insurance Company Ltd (Unlisted Public Company) <ul style="list-style-type: none"> <li>- Audit Committee</li> <li>- Nomination &amp; Remuneration Committee</li> </ul> Member - GIC of India Limited <ul style="list-style-type: none"> <li>- Audit Committee</li> <li>- Stakeholders Relationship Committee</li> </ul>	Chairperson - In India Infrastructure Finance Company Limited <ul style="list-style-type: none"> <li>- Audit Committee</li> <li>- Stakeholders Relationship Committee</li> </ul>
----	----------------	------------------------------	--------------------	------------	---	---	---	---	---





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	-	Member - Audit Committee	-
Shri	Venkatachalam Ramakrishna Iyer	██████████ DIN - 02194830	Shareholder Director- Non- Executive Director/Inde pendent	27.07.2016	3 years & Re-elected for another 3 years on 27.07.2019	Canara Bank  Usha Martin Limited	Canara Bank	Member - In Canara Bank - Risk Management Committee	Chairman - In Canara Bank -Stakeholders Relationship Committee -Nomination & Remuneration Committee
Shri	Bimal Prasad Sharma	██████████ DIN - 06370282	Shareholder Director - Non- Executive Director/Inde pendent	27.07.2019	3 years	Canara Bank	Canara Bank	Member - In Canara Bank - Risk Management Committee -Stakeholders Relationship Committee -Nomination &Remuneration Committee	Chairman - In Canara Bank Audit 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



<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>
1. Audit Committee (The constitution of Audit Committee is as per the RBI Guidelines.)	Shri. Bimal Prasad Sharma Shri. T N Manoharan TILL 13.08.2020 Shri. Matam Venkata Rao Shri. Suchindra Misra Shri. R Kesavan	Chairman - Shareholder Director -Non-Executive Director Non-Executive Director / Chairman of Board Executive Director GOI - Nominee Director RBI - Nominee Director
2. Nomination & Remuneration Committee (The Committee has been constituted as per GOI/RBI Guidelines.)	Shri. Venkatachalam Ramakrishna Iyer Shri. T N Manoharan TILL 13.08.2020 Shri. Bimal Prasad Sharma	Chairman - Shareholder Director -Non-Executive Director Non-Executive Director / Chairman of Board Shareholder Director - Non-Executive Director
3. Risk Management Committee (if applicable) (The Risk Management Committee has been constituted as per the RBI Guidelines.)	Shri. T N Manoharan TILL 13.08.2020 Shri. Lingam Venkata Prabhakar Shri. Matam Venkata Rao Shri. Krishnan S TILL 03.09.2020 Shri. Debashish Mukherjee Ms. A Manimekhalai Shri. Venkatachalam Ramakrishna Iyer Shri. Bimal Prasad Sharma	Chairman - Non-Executive Director / Chairman of Board MD & CEO Executive Director Executive Director Executive Director Executive Director Shareholder Director - Non-Executive Director Shareholder Director - Non-Executive Director
4. Stakeholders' Relationship Committee (constituted as per Regulation 20 of SEBI(LODR) Regulation, 2015)	Shri. Venkatachalam Ramakrishna Iyer Shri. Matam Venkata Rao Shri. Krishnan S TILL 03.09.2020 Shri. Debashish Mukherjee Ms. A Manimekhalai 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>
10.07.2020 29.07.2020 05.08.2020 25.09.2020	YES YES YES YES	14.05.2020 24.06.2020	50 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 50 days (i.e., between 05.08.2020 to 25.09.2020)
<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>
10.07.2020 29.07.2020 05.08.2020	Yes Yes Yes	14.05.2020 24.06.2020	18 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 18 days (i.e., between 10.07.2020 to 29.07.2020)
<b>IV. MEETING OF COMMITTEES - RISK MANAGAMENT 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>
13.08.2020	Yes	14.05.2020 26.06.2020	47 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 47 days (i.e., between 26.06.2020 to 13.08.2020)
<b>IV. MEETING OF COMMITTEES - STAKEHOLDERS' RELATIONSHIP 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>
14.09.2020	Yes	NA	NA





\* 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**  
 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.

**VI. Affirmations**

- 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
  - Audit Committee - YES
  - Nomination & remuneration committee - YES
  - Stakeholders relationship committee - YES
  - Risk management committee (applicable to the top 100 listed entities) - YES
- 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
- 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
- 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: YES

**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 : 14.10.2020**

कृते केनरा बैंक  
 For CANARA BANK

*Vinay Mohta*  
 सहायक महा प्रबंधक और कंपनी सचिव  
 Assistant General Manager & Company Secretary

विनय मोहता / VINAY MOHTA  
 कंपनी सचिव / Company Secretary  
 ACS - A28792



**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.



**Format to be submitted by listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year**

<b>I. Affirmations</b>	<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</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
	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.

**कृते केनरा बैंक**  
**For CANARA BANK**

*Vinay Mohta*  
सहायक महा प्रबंधक और कंपनी सचिव  
Assistant General Manager & Company Secretary

**Name & Designation : VINAY MOHTA  
COMPANY SECRETARY**

**विनय मोहता / VINAY MOHTA**  
कंपनी सचिव / Company Secretary  
ACS - A28792

