



# CITY UNION BANK LIMITED

CIN : L65110TN1904PLC001287

Regd. Office : 149, T.S.R. (Big) Street, Kumbakonam - 612 001, Thanjavur District, Tamil Nadu.

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C.O/ Shares/LR-4.5/2021-22

January 19, 2022

National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor,  
Plot No.C/1, G Block,  
Bandra-Kurla Complex,  
Bandra(E),  
**Mumbai - 400 051**

BSE Limited,  
Phiroze Jeejeebhoy Towers,  
25<sup>th</sup> Floor, Dalal Street,  
**Mumbai - 400 001**

**Scrip Code: CUB**

**Scrip Code: 532210**

Dear Sir,

Sub: Intimation u/r 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR regulations)

In compliance with Regulation 27 of the LODR regulations we hereby submit a Report on Corporate Governance for the quarter ended December 31, 2021.

This is for your kind information and records please.

Thanking you

Yours faithfully  
For **CITY UNION BANK LIMITED**

V Ramesh  
Sr. General Manager – CFO & CS



**REPORT ON CORPORATE GOVERNANCE**

NAME OF LISTED ENTITY: CITY UNION BANK LTD.

QUARTER ENDED: 31.12.2021

**I. COMPOSITION OF BOARD OF DIRECTORS**

TITLE	NAME OF THE DIRECTOR	PAN\$ / DIN	CATEGORY (Chairperson/Executive/Non-Executive/Independent/Nominee)&	INITIAL DATE OF APPOINTMENT	DATE OF RE-APPOINTMENT	DATE OF CESSATION	TENURE*	DATE OF BIRTH	NO. OF DIRECTORSHIP IN LISTED ENTITIES INCLUDING THIS LISTED ENTITY (IN REFERENCE TO REG.17A(1))	NO. OF INDEPENDENT DIRECTORSHIP IN LISTED ENTITIES INCLUDING THIS LISTED ENTITY (IN REFERENCE TO REG.17A(1))	NO. OF MEMBERSHIPS IN AUDIT/STAKEHOLDER COMMITTEES INCLUDING THIS LISTED ENTITY (REFER REG.26(1) OF LISTING REGULATIONS)	NO. OF POST OF CHAIRPERSON IN AUDIT/STAKEHOLDER COMMITTEE HELD IN LISTED ENTITIES INCLUDING THIS LISTED ENTITY (REFER REG.26(1) OF LISTING REGULATIONS)
A	B	C	D	E	F	G	H	I	J	K	L	M
Mr.	R. Mohan*	AGZPM4489L / 06902614	Chairperson	28.06.2014			4.4	16.05.1955	1	1	Nil	Nil
Dr.	N. Kamakodhi	ANSPK2572N / 02039618	Executive	01.05.2011	01.05.2014, 01.05.2017 & 01.05.2020		NA	26.07.1974	1	-	Nil	Nil
Mrs.	Abarna Bhaskar	AHTPB5334L / 06971635	Independent	25.10.2014	25.10.2019		7.2 yr	25.05.1961	1	1	1	Nil
Mr.	M Narayanan	AAFPN5149L / 00682297	Independent	03.05.2016	22.08.2021		5.7 yr	05.04.1959	1	1	1	1
Mr.	Subramaniam Narayanan	AAVPS5624B / 00166621	Independent	20.06.2017			4.6 YRS	02.08.1961	1	1	2	Nil
Mr.	V N Shiva Shankar	ABHPS5952K / 00929256	Independent	07.02.2018			3.10 yrs	11.02.1970	1	1	2	1
Dr.	T S Sridhar	AAOP59737N / 01681108	Independent	07.02.2018			3.10 yrs	23.06.1955	1	1	1	Nil
Mr.	Vaidyanathan Kalyanasundaram	AARPV5236A / 07120706	Independent	03.05.2019			2.7 yrs	28.03.1952	1	1	1	Nil
Mr.	T K Ramkumar	AEYPR2048K / 02688194	Independent	17.06.2019			2.6 yrs	01.12.1955	1	1	Nil	Nil

Note: (1). \*Shri. Mohan was appointed as Independent Director w.e.f., 23.08.2017 consequent upon change in designation whereas he is in the Board of the Bank as Non-Executive Director since 28.06.2014. (2). #Approved by RBI vide e-mail dated 20.04.2020 and by shareholders at its Annual General Meeting held on 19-08-2021. (3) The memberships and Chairmanships in column 'L' and 'M' above includes position in unlisted public ltd., companies also as per Reg.26(1) of SEBI LODR 2015.

Whether Regular Chairperson appointed : YES (Being a Banking entity the Chairman is appointed with the Prior approval of RBI)

Whether Chairperson is related to Managing Director or CEO : NO

SPAN number of any Director would not be displayed on the website of the 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**

Sr. No	NAME OF THE COMMITTEE	WHETHER REGULAR CHAIRPERSON APPOINTED	NAME OF COMMITTEE MEMBERS	CATEGORY (CHAIRPERSON/EXECUTIVE/NON-EXECUTIVE/INDEPENDENT / NOMINEE)\$	DATE OF APPOINTMENT	DATE OF CESSATION
1	AUDIT COMMITTEE	YES	M Narayanan * Abarna Bhaskar V.N.Shivasankar K.Vaidyanathan	Chairperson - Independent Independent Independent Independent	23.05.2016 07.11.2014 01.06.2021 01.06.2021	

		* Shri. M Narayanan, was appointed as a member of the committee w.e.f., 23.05.2016 subsequently on reconstitution of committee position as on 21.12.2019 he was designated as Chairperson of the Audit Committee.			
2	NOMINATION COMMITTEE	YES	K.Vaidyanathan R.Mohan M.Narayanan Abarna Bhaskar	Chairperson - Independent Independent Independent Independent 01.06.2021 21.07.2016 20.04.2018 24.02.2016	
3	RISK MANAGEMENT COMMITTEE	YES	N. Subramaniam * R.Mohan Dr. N Kamakodi Abarna Bhaskar K.Vaidyanathan	Chairperson - Independent Independent Executive Independent Independent 18.09.2017 23.12.2014 24.06.2011 17.06.2019 28.08.2019	
		* Shri. Subramaniam Narayanan, was appointed as a member of the committee w.e.f., 18.09.2017 subsequently on reconstitution of committee position as on 01.03.2018 he was designated as Chairperson of the Risk Management Committee.			
4	STAKEHOLDERS RELATIONSHIP COMMITTEE	YES	V.N. Shivasankar * N.Subramaniam Dr. T S Sridhar	Chairperson - Independent Independent Independent 20.04.2018 21.07.2017 18.07.2019	
		* Shri. V.N.Shivasankar, was appointed as a member of the committee w.e.f., 20.04.2018 subsequently on reconstitution of committee position as on 01.06.2021 he was designated as Chairperson of the Stakeholder Relationship Committee.			
<b>&amp; Category of Directors means Executive/Non-Executive/Independent/Nominee. If a Director fits into more than one category write all categories separating with hyphen.</b>					
5	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	YES	Dr. N Kamakodi * R.Mohan K.Vaidyanathan T.K.Ramakumar V.N.Shivasankar Dr. T S Sridhar	Chairperson - Executive Independent Independent Independent Independent Independent 21.04.2014 21.06.2016 01.06.2021 21.12.2019 01.06.2021 18.07.2019	
<b>&amp; Category of Directors means Executive/Non-Executive/Independent/Nominee. If a Director fits into more than one category write all categories separating with hyphen.</b>					
<b>III. MEETING OF BOARD OF DIRECTORS</b>					
DATE(S) OF MEETING (IF ANY) IN THE PREVIOUS QUARTER	DATE(S) OF MEETING (IF ANY) IN THE RELEVANT QUARTER	WHETHER REQUIREMENT OF QUORUM MET	NUMBER OF DIRECTORS PRESENT	NUMBER OF INDEPENDENT DIRECTORS PRESENT	MAXIMUM GAP BETWEEN ANY TWO CONSECUTIVE MEETINGS IN NUMBER OF DAYS*
19.07.2021	22.10.2021 ✓	Yes	9	8	60 days
06.08.2021	12.11.2021 ✓	Yes	9	8	
20.09.2021	18.12.2021 ✓	Yes	9	8	
<b>IV. MEETING OF COMMITTEES</b>					
DATE(S) OF MEETING OF THE COMMITTEE IN THE RELEVANT QUARTER	WHETHER REQUIREMENT OF QUORUM MET (DETAILS)	NUMBER OF DIRECTORS PRESENT	NUMBER OF INDEPENDENT DIRECTORS PRESENT	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>					
22.10.2021	Yes	4	4	19.07.2021	60 days

12.11.2021	Yes	4	4	06.08.2021
18.12.2021	Yes	4	4	20.09.2021
<b>NOMINATION &amp; REMUNERATION COMMITTEE</b>				
12.11.2021	Yes	4	4	NA
<b>RISK MANAGEMENT COMMITTEE</b>				
18.12.2021	Yes	5	4	20.09.2021
<b>STAKEHOLDERS RELATIONSHIP COMMITTEE</b>				
22.10.2021	Yes	3	3	19.07.2021
<b>CORPORATE SOCIAL RESPONSIBILITY COMMITTEE</b>				
12.11.2021	Yes	6	5	19.07.2021
				20.09.2021
*This information has to be mandatorily 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)refer</b>		
WHETHER PRIOR APPROVAL OF AUDIT COMMITTEE OBTAINED		NA		
WHETHER SHAREHOLDER APPROVAL OBTAINED FOR MATERIAL RPT		NA		
WHETHER DETAILS OF RPT ENTERED INTO 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/NA. For eg., if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case Listed entity has no Related Party Transactions, the words "NA" may be indicated				
2. If status is "No" details of non-compliance may be given here.				
<b>VI. AFFIRMATIONS</b>				
1. The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015				
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015				
a. Audit Committee				
b. Nomination & Remuneration Committee				
c. Stakeholders Relationship Committee				
d. Risk Management Committee (applicable to the top 100 listed entities)				
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.				
4. The meetings of the Board of Directors and above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.				
5. This report and the report submitted in the previous quarter will be / has been placed before the Board of Directors.				
 				
<b>NAME : V RAMESH</b>				
<b>DESIGNATION: Sr. General Manager - CFO &amp; CS</b>				
<b>NOTE:</b> 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.				