

**CORPORATE GOVERNANCE - QUARTERLY REPORT**

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

<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	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/Inde pendent	27.07.2019	3 years	Canara Bank		Member - In Canara Bank - Stakeholders Relationship Committee	-
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\$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



**II. COMPOSITION OF COMMITTEES:**

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>&amp;</sup>
1. Audit Committee  (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
2. Nomination & Remuneration Committee  (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
3. Risk Management Committee(if applicable)  (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
4. Stakeholders Relationship Committee'  (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
<sup>&amp;</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 relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive (in number of days)
27.07.2021 31.08.2021	YES YES	18.05.2021 28.05.2021	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 28.05.2021 to 27.07.2021)

IV. MEETING OF COMMITTEES - AUDIT COMMITTEE			
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*
27.07.2021 07.09.2021	Yes Yes	18.05.2021 28.06.2021	28 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 28 days (i.e., between 28.06.2021 to 27.07.2021)

IV. MEETING OF COMMITTEES - RISK MANAGEMENT COMMITTEE			
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*
31.08.2021	Yes	05.05.2021 25.06.2021	66 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 66 days (i.e., between 25.06.2021 to 31.08.2021)





\* 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>	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i> 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**

- 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.

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


<b>VI. Affirmations</b>	
<ol style="list-style-type: none"> <li>The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - <b>YES</b></li> <li>The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015                             <ol style="list-style-type: none"> <li>Audit Committee - <b>YES</b></li> <li>Nomination &amp; remuneration committee – <b>YES</b></li> <li>Stakeholders relationship committee - <b>YES</b></li> <li>Risk management committee (applicable to the top 500 listed entities) - <b>YES</b></li> </ol> </li> <li>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></li> <li>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></li> <li>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:</li> </ol>	<p>NOTE:</p> <ol style="list-style-type: none"> <li>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.</li> <li>The Bank has placed the previous quarter Report before the Board and Board has noted the same.</li> </ol>
<p><b>Name &amp; Designation : VINAY MOHTA</b> <b>AGM &amp; COMPANY SECRETARY</b></p> <p><b>Date : 12.10.2021</b></p>	

कृते केनरा बैंक  
**For CANARA BANK**  
  
 सहायक महा प्रबंधक और कंपनी सचिव  
 Assistant General Manager & Company Secretary



**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
<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>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p> <p style="text-align: center;">कृते केनरा बैंक For CANARA BANK</p> <p style="text-align: center;">               सहायक महा प्रबन्धक और कर्पनि सचिव              Assistant General Manager &amp; Company Secretary  <b>Name &amp; Designation : VINAY MOHTA</b>  <b>COMPANY SECRETARY</b> </p>		





**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 - September 2021**

**I. Disclosure of Loans / guarantees / comfort letters / securities etc.** refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly 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	
KMPs or any other entity controlled by them		

(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 six months	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	
Directors (including relatives) or any other entity controlled by them			



KMPs or any other entity controlled by them			
<p>(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:</p>			
<b>Entity</b>	<b>Type of security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
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			
<p><b>II. Affirmations:</b>                  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.</p> <p><b>Name &amp; Designation</b>                  CEO / CFO</p>			
<p><b>Note</b></p> <ol style="list-style-type: none"> <li>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;                         <ol style="list-style-type: none"> <li>a) by a government company to/ for the Government or government company</li> <li>b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.</li> <li>c) <b>by a banking company or an insurance company ; and</b></li> <li>d) by the listed entity to its employees or directors as a part of the service conditions</li> </ol> </li> <li>2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.</li> </ol>			

