

**CORPORATE GOVERNANCE REPORT**

1. Name of Listed Entity - **Canara Bank**
2. Quarter ending - **30-Sep-2024**

**i. Composition of Board of Director**

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether the director is disqualified?	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity
Mr.	Vijay Srirangan	01813891	NON EXECUTIVE INDEPENDENT DIRECTOR AND CHAIRPERSON	07-Nov-22	07-Nov-22		22	28-Apr-55	No	1	1	0
Mr.	K Satyanarayana Raju	08607009	MANAGING DIRECTOR AND CEO	10-Mar-21	07-Feb-23			28-Dec-65	No	2	0	0
Mr.	Debashish Mukherjee	08193978	EXECUTIVE DIRECTOR	19-Feb-18	18-Feb-23			09-May-65	No	2	0	2
Mr.	Ashok Chandra	09322823	EXECUTIVE DIRECTOR	21-Nov-22				16-Dec-68	No	1	0	1
Mr.	Hardeep Singh Ahluwalia	09690464	EXECUTIVE DIRECTOR	07-Feb-23				24-Jun-67	No	1	0	1
Mr.	Bhavendra Kumar	10401479	EXECUTIVE DIRECTOR	09-Oct-23				03-Oct-67	No	1	0	1
Mr.	Parshant Kumar Goyal	08652921	NON EXECUTIVE NOMINEE DIRECTOR	25-Oct-23				23-Sep-79	No	1	0	1
Mr.	R Kesavan	99999999	NON EXECUTIVE NOMINEE DIRECTOR	26-Apr-19		04-Aug-24	65	04-Feb-69	No	1	0	1
Mr.	Rohit Das	99999999	NON EXECUTIVE NOMINEE DIRECTOR	05-Aug-24			1	28-Sep-70	No	1	0	1
Ms	Nalini Padmanabhan	01565909	NON EXECUTIVE INDEPENDENT DIRECTOR	21-Dec-21	21-Dec-21		33	20-Jul-64	No	2	2	2
Mr.	Dibakar Prasad Harichandan	02533662	NON EXECUTIVE INDEPENDENT DIRECTOR	21-Mar-22	21-Mar-22		30	08-Jul-70	No	1	1	1
Mr.	Bimal Prasad Sharma	06370282	NON EXECUTIVE INDEPENDENT DIRECTOR	27-Jul-19	27-Jul-22		62	01-Aug-56	No	1	1	2
Mr.	Karunakara Shetty	08994933	NON EXECUTIVE INDEPENDENT DIRECTOR	30-Nov-21	30-Nov-21		34	01-Mar-69	No	1	1	1
Ms.	Abha Singh Yaduvanshi	09608526	NON EXECUTIVE INDEPENDENT DIRECTOR	27-Jul-2022	27-Jul-2022		25	09-02-1962	No	1	1	1



ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Nalini Padmanabhan	NON EXECUTIVE INDEPENDENT DIRECTOR	Chairperson	07-Jan-2022	
2	Parshant Kumar Goyal	NON EXECUTIVE NOMINEE DIRECTOR	Member	25-Oct-2023	
3	R Kesavan	NON EXECUTIVE NOMINEE DIRECTOR	Member	26-Apr-2019	04-Aug-2024
4	Rohit Das	NON EXECUTIVE NOMINEE DIRECTOR	Member	05-Aug-2024	
5	Dibakar Prasad Harichandan	NON EXECUTIVE INDEPENDENT DIRECTOR	Member	04-Apr-2022	31-Jul-2024
6	Bimal Prasad Sharma	NON EXECUTIVE INDEPENDENT DIRECTOR	Member	27-Jul-2019	
7	Karunakara Shetty	NON EXECUTIVE INDEPENDENT DIRECTOR	Member	01-Aug-2024	
8	Abha Singh Yaduvanshi	NON EXECUTIVE INDEPENDENT DIRECTOR	Member	03-Aug-2022	

Company Remarks	<p>Audit Committee: - The constitution of Audit Committee is as per the RBI / GOI Guidelines.</p> <p>Nomination &amp; Remuneration Committee: - Nomination &amp; Remuneration Committee has been constituted as per the RBI / GOI Guidelines.</p> <p>Risk Management Committee: - (if applicable) The Risk Management Committee has been constituted as per the RBI / GOI Guidelines.</p> <p>Stakeholders Relationship Committee:- The Bank has constituted Stakeholder Relationship Committee as per the SEBI(LODR) Regulations,2015</p>
Whether Regular chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Abha Singh Yaduvanshi	NON EXECUTIVE INDEPENDENT DIRECTOR	Chairperson	03-Aug-2022	
2	Debashish Mukherjee	EXECUTIVE DIRECTOR	Member	19-Feb-2018	
3	Ashok Chandra	EXECUTIVE DIRECTOR	Member	21-Dec-2022	
4	Hardeep Singh Ahluwalia	EXECUTIVE DIRECTOR	Member	07-Feb-2023	
5	Bhavendra Kumar	EXECUTIVE DIRECTOR	Member	25-Oct-2023	
6	Bimal Prasad Sharma	NON EXECUTIVE INDEPENDENT DIRECTOR	Member	27-Jul-2019	
7	Karunakara Shetty	NON EXECUTIVE INDEPENDENT DIRECTOR	Member	30-Nov-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes

**c. Risk Management Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Bimal Prasad Sharma	NON EXECUTIVE INDEPENDENT DIRECTOR	Chairperson	27-Jul-2019	
2	K Satyanarayana Raju	MANAGING DIRECTOR AND CEO	Member	10-Mar-2021	
3	Bhavendra Kumar	EXECUTIVE DIRECTOR	Member	25-Oct-2023	
4	Nalini Padmanabhan	NON EXECUTIVE INDEPENDENT DIRECTOR	Member	04-Apr-2022	
5	Dibakar Prasad Harichandan	NON EXECUTIVE INDEPENDENT DIRECTOR	Member	04-Apr-2022	
6	Karunakara Shetty	NON EXECUTIVE INDEPENDENT DIRECTOR	Member	30-Nov-2021	
7	Abha Singh Yaduvanshi	NON EXECUTIVE INDEPENDENT DIRECTOR	Member	03-Aug-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Dibakar Prasad Harichandan	NON EXECUTIVE INDEPENDENT DIRECTOR	Chairperson	04-Apr-2022	
2	Parshant Kumar Goyal	NON EXECUTIVE NOMINEE DIRECTOR	Member	01-Jan-2024	
3	Abha Singh Yaduvanshi	NON EXECUTIVE INDEPENDENT DIRECTOR	Member	03-Aug-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

**iii. Meeting of Board of Directors**

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
08-May-2024	Yes	13	13	6
31-May-2024	Yes	13	12	6
27-Jun-2024	Yes	13	13	6
25-Jul-2024	Yes	13	12	6
29-Aug-2024	Yes	13	12	6
27-Sep-2024	Yes	13	12	6

Company Remarks	
Maximum gap between any two consecutive (in number of days)	40



iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	08-May-2024	Yes	6	6	4	0
Audit Committee	17-May-2024	Yes	6	6	4	0
Audit Committee	24-Jun-2024	Yes	6	5	3	0
Audit Committee	25-Jul-2024	Yes	6	6	4	0
Audit Committee	30-Aug-2024	Yes	6	6	4	0
Audit Committee	27-Sep-2024	Yes	6	5	4	0
Risk Management Committee	30-May-2024	Yes	7	7	5	0
Risk Management Committee	24-Jul-2024	Yes	7	7	5	0
Risk Management Committee	26-Sep-2024	Yes	7	7	5	0
Risk Management Committee	29-Aug-2024	Yes	7	7	3	0
Stakeholders Relationship Committee	29-Aug-2024	Yes	7	7	3	0

Company Remarks	
Maximum gap between any two consecutives (in number of days) [Only for Audit Committee]	35

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	The Bank is governed by the RBI Directives and ICAI-Accounting Standards. In this regard, there are no material related party transactions.
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**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. 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 1000 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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

**Details of cyber security incidence**

1. Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
2. Date of the Event	Not applicable
3. Brief details of the event	Not applicable

*Santosh Kumar Barik*

Name : SANTOSH KUMAR BARIK  
 Designation : Company Secretary

