



CIN: L65190MH2004GOI148838

आईडीबीआई बैंक लिमिटेड  
पंजीकृत कार्यालय : आईडीबीआई टॉवर,  
डब्ल्यूटीसी कॉम्प्लेक्स, कफ परेड,  
मुंबई - 400 005.  
टेलिफोन : (+91 22) 6655 3355, 2218 9111  
फैक्स : (+91 22) 2218 0411  
वेबसाइट : www.idbi.com

IDBI Bank Limited  
Regd. Office : IDBI Tower,  
WTC Complex, Cuffe Parade,  
Mumbai - 400 005.  
TEL.: (+91 22) 6655 3355, 2218 9111  
FAX : (+91 22) 2218 0411  
Website : www.idbi.com

04 अक्टूबर 2022

The Manager (Listing) BSE Ltd., 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001	The Manager (Listing) National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra(E), Mumbai – 400 051
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Dear Sir/Madam,

**Report on Corporate Governance as on September 30, 2022**

In terms of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we forward herewith the quarterly compliance report on Corporate Governance as on September 30, 2022.

Kindly acknowledge receipt and take the above on record.

भवदीया,  
कृते आईडीबीआई बैंक लिमिटेड

[ज्योति नायर]

कंपनी सचिव

**CORPORATE GOVERNANCE REPORT**

1. Name of Listed Entity – **IDBI Bank Limited**

2. Quarter ending – **September 30, 2022**

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/cessation			Tenure (in months)	Date of Birth	Whether Special Resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing Special Resolution	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	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
					Initial Date of Appointment	Date of Re-Appointment	Date of cessation								
Mr.	T. N. Manoharan		01186248	Non-Executive – Independent Director Part time Chairperson	24-02-2022	-	-	07	07-04-1956	NA	NA	3	3	2	2
Mr.	Rakesh Sharma		06846594	Executive – MD & CEO	10-10-2018	19-03-2022	-	NA	02-07-1958	NA	NA	1	0	0	0
Mr.	Samuel Joseph Jebaraj		02262530	Executive – DMD	20-09-2019	20-09-2022	-	NA	22-06-1968	NA	NA	1	0	2	0
Mr.	Suresh Kishinchand Khatanhar		03022106	Executive-DMD	15-01-2020	-	-	NA	25-08-1963	NA	NA	1	0	1	0
Mr.	Manoj Sahay		08711612	Non- Executive – Nominee	28-04-2022	-	-	NA	15-09-1967	NA	NA	1	0	1	0
Mr.	Sushil Kumar Singh		09584577	Non- Executive – Nominee	28-04-2022	-	-	NA	24-09-1977	NA	NA	1	0	0	0
Mr	Mukesh Kumar Gupta		06638754	Non- Executive – Nominee	10-02-2022	-	-	NA	18-09-1961	NA	NA	2	0	1	0
Mr.	Raj Kumar		06627311	Non- Executive – Nominee	19-05-2022	-	-	NA	03-01-1962	NA	NA	3	0	0	



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 (in months)	Date of Birth	Whether Special Resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing Special Resolution	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	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
					Initial Date of Appointment	Date of Re-Appointment	Date of cessation								
Mr.	Gyan Prakash Joshi		00603925	Non-Executive – Independent Director	28-08-2015	28-08-2019	-	85	01-04-1955	NA	NA	1	1	1	0
Mr.	Bhuwanchandra B. Joshi		06713850	Non-Executive – Independent Director	09-10-2017	09-10-2021	-	60	03-12-1956	NA	NA	1	1	0	0
Mr.	Samaresh Parida		01853823	Non-Executive – Independent Director	19-05-2018	19-05-2022	-	52	01-09-1960	NA	NA	2	2	2	1
Mr.	N. Jambunathan		05126421	Non-Executive – Independent Director	19-05-2018	19-05-2022	-	52	16-03-1955	NA	NA	1	1	1	0
Mr.	Deepak Singhal		08375146	Non-Executive – Independent Director	28-02-2019	-	-	43	21-01-1959	NA	NA	1	1	0	0
Mr.	Sanjay Gokuldas Kallapur		08377808	Non-Executive – Independent Director	05-03-2019	-	-	43	08-08-1963	NA	NA	1	1	2	1
Mrs	P. V. Bharathi		06519925	Non-Executive – Independent Director	14-01-2021	-	-	20	22-03-1960	NA	NA	1	1	2	0

**OTHER COMPLIANCES:**

Whether the Listed Entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD & CEO	No



v. Corporate Social Responsibility Committee

Whether regular chairperson appointed

Yes

Sr. No.	Name of the Director	Chairperson/ Membership	Category	Appointment Date	Cessation Date
1.	Rakesh Sharma	Chairperson	Executive Director	19-Mar-2019	-
2.	Samuel Joseph Jebaraj	Member	Executive Director	20-Sep-2019	-
3.	Suresh Khatanhar	Member	Executive Director	15-Jan-2020	-
4.	Samaresh Parida	Member	Independent Director	26-Jun-2020	-
5.	P. V. Bharathi	Member	Independent Director	17-Mar-2022	-

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Meeting gap between previous quarters	Meeting gap between relevant quarters	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
02-May-2022	21.07.2022		21	Yes	13	8
25-May-2022	26.08.2022	22	35	Yes	15	8
29-June-2022	28.09.2022	34	32	Yes	13	8
<i>Maximum gap between any two consecutive meetings (in number of days)</i>			35days			

IV. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting during of the committee in the current quarter	Maximum gap between any two consecutive (in number of days)**	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
Audit Committee	02-05-2022			Yes		
Audit Committee	25-05-2022		22	Yes		
Audit Committee	28-06-2022		33	Yes		
Audit Committee		21-07-2022	22	Yes	06	04
Audit Committee		25-08-2022	34	Yes	06	04
Audit Committee		27-09-2022	32	Yes	05	04
SRC	13-05-2022			Yes		
SRC		12-08-2022		Yes	04	02
RMC	25-05-2022			Yes		
RMC	14-06-2022			Yes		
RMC		14-09-2022		Yes	07	04
NRC	02-05-2022			Yes		
NRC		12-08-2022		Yes	07	05
CSRC	26-May-2022			Yes		

\* For relevant quarters only

\*\*Information mandatory only for Audit Committee



## II. Composition of Committees

### i. Audit Committee

#### Whether regular chairperson appointed

Yes

Sr. No.	Name of the Director	Chairperson/ Membership	Category	Appointment Date	Cessation Date
1.	Samaresh Parida	Chairperson	Independent Director	20-May-2018	-
2.	Gyan Prakash Joshi	Member	Independent Director	30-Sep-2015	-
3.	Sanjay Gokuldas Kallapur	Member	Independent Director	19-Mar-2019	-
4.	P. V. Bharathi	Member	Independent Director	28-Jan-2021	-
5.	Mukesh Kumar Gupta	Member	Non-Executive Nominee Director	10-Feb-2022	-
6.	Manoj Sahay	Member	Non-Executive Nominee Director	02-May-2022	-

### ii. Stakeholders Relationship Committee

#### Whether regular chairperson appointed

Yes

Sr. No.	Name of the Director	Chairperson/ Membership	Category	Appointment Date	Cessation Date
1.	Sanjay Gokuldas Kallapur	Chairperson	Independent Director	28-Jan-2021	-
2.	Samuel Joseph Jebaraj	Member	Executive Director	20-Sep-2019	-
3.	Suresh Khatanhar	Member	Executive Director	15-Jan-2020	-
4.	N. Jambunathan	Member	Independent Director	20-May-2018	-

### iii. Risk Management Committee

#### Whether regular chairperson appointed

Yes

Sr. No.	Name of the Director	Chairperson/ Membership	Category	Appointment Date	Cessation Date
1.	P. V. Bharathi	Chairperson	Independent Director	28-Jan-2021	-
2.	Rakesh Sharma	Member	Executive Director	27-Oct-2018	-
3.	Samuel Joseph Jebaraj	Member	Executive Director	20-Sep-2019	-
4.	Suresh Khatanhar	Member	Executive Director	15-Jan-2020	-
5.	Sanjay Gokuldas Kallapur	Member	Independent Director	19-Mar-2019	-
6.	T. N. Manoharan	Member	Independent Director	09-Mar-2022	-
7.	Samaresh Parida	Member	Independent Director	02-May-2022	-

### iv. Nomination and Remuneration Committee

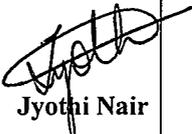
#### Whether regular chairperson appointed

Yes

Sr. No.	Name of the Director	Chairperson/ Membership	Category	Appointment Date	Cessation Date
1.	Gyan Prakash Joshi	Chairperson	Independent Director	25-Feb-2019	-
2.	Bhuwanchandra B. Joshi	Member	Independent Director	25-Feb-2019	-
3.	N. Jambunathan	Member	Independent Director	25-Feb-2019	-
4.	Deepak Singhal	Member	Independent Director	29-Sep-2021	-
5.	Mukesh Kumar Gupta	Member	Non-Executive Nominee Director	10-Feb-2022	-
6.	T. N. Manoharan	Member	Independent Director	17-Mar-2022	-
7.	Sushil Kumar Singh	Member	Non-Executive Nominee Director	02-May-2022	-



<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	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
<b>Remarks:</b> Nil	

<b>VI. Affirmations</b>	
1.	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 : <b>Yes</b>
2.	The composition of the following committees is in terms of SEBI(Listing Obligations and Disclosure Requirements)Regulations,2015 <b>Yes</b> <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; Remuneration Committee</li> <li>Stakeholders Relationship Committee</li> <li>Risk Management Committee(applicable to the top500 listed entities)</li> </ol>
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>
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>
5.	This report and / or the report submitted in the previous quarter has been placed before Board of Directors. <b>Yes</b> , the report for year ended <b>June 30, 2022</b> was placed before Board of Directors at its meeting held on <b>July 21, 2022</b> .
6.	Any comments/observations/advice of Board of Directors may be mentioned here
<b>Place: Mumbai</b>	
<b>Date: 04-10-2022</b>	
	
	 <b>Jyothi Nair</b> <b>Company Secretary</b>

**Annexure-II**

**Corporate Governance Report for Half- Year ending September 30, 2022**

<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. The Chairman of Audit Committee of the Board, Shri Samaresh Parida, attended the 18 <sup>th</sup> Annual General Meeting of the Bank held on July 22, 2022.
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting.	19(3)	Yes. The Chairman of Nomination and Remuneration Committee, Shri Gyan Prakash Joshi, attended the 18 <sup>th</sup> Annual General Meeting of the Bank held on July 22, 2022.
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting.	20(3)	Yes. The Chairperson of Stakeholders' Relationship Committee, Shri Sanjay Gokuldas Kallapur, attended the 18 <sup>th</sup> Annual General Meeting of the Bank held on July 22, 2022.
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Place: Mumbai

Date: 04-10-2022



  
Jyothi Nair

Company Secretary

Half year ending- September 30, 2022

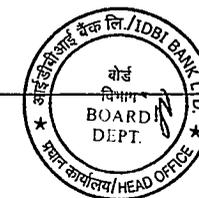
**I. Disclosure of Loans / guarantees / comfort letters / securities etc.**

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	N.A	N.A
Promoter Group or any other entity controlled by them	N.A	N.A
Directors (including relatives) or any other entity controlled by them	N.A	N.A
KMPs or any other entity controlled by them	N.A	N.A

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	N.A	N.A	N.A
Promoter Group or any other entity controlled by them	N.A	N.A	N.A
Directors (including relatives) or any other entity controlled by them	N.A	N.A	N.A
KMPs or any other entity controlled by them	N.A	N.A	N.A



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:

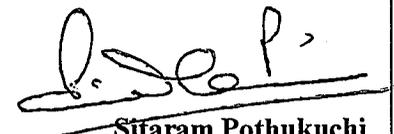
Entity	Type of security (cash, shares etc.)	Aggregate amount of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	N.A	N.A	N.A
Promoter Group or any other entity controlled by them	N.A	N.A	N.A
Directors (including relatives) or any other entity controlled by them	N.A	N.A	N.A
KMPs or any other entity controlled by them	N.A	N.A	N.A

**II. Affirmations:**

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.

Place: Mumbai

Date:

  
Sitaram Pothukuchi  
CFO

**Note**

- 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;*
  - by a government company to/ for the Government or government company*
  - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.*
  - by a banking company or an insurance company ; and*
  - by the listed entity to its employees or directors as a part of the service conditions*
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.*