

QUARTERLY COMPLIANCE ON CORPORATE GOVERNANCE FILED WITH STOCK EXCHANGES

1. Name of the listed entity : SYNDICATEBANK
2. Quarter ending : 31.12.2018

I. Composition of Board of Directors*		PAN & DIN*	Category	Date of appointment in the current term / Cessation	Tenure	No. Of Directorship in listed entities including this entity	Number of memberships in Audit/Stakeholder Committee(s) including this entity	No. Of Post of Chair person in Audit / Stakeholder Committee held in listed entities including this entity
Title	Name of the Director							
Mr	Ajay Vipin Nanavati (Chairman-Non-Executive)	AABPN6626L	Chairman- Non-Executive	22.08.2017	3 Years	2	Nil	Nil
Mr	Mrutyunjay Mahapatra (Managing Director & Chief Executive Officer)	AAGPM5870Q	Executive	21.09.2018	Till 31.05.20	1	Nil	Nil
Mr	S Krishnan (Executive Director)	ABBPK7205M	Executive	01.11.2017	Till 31.10.20	1	2	Nil
Mr	Ajay K Khurana (Executive Director)	AAFPK3551M	Executive	20.09.2018	Till 19.09.21	1	1	Nil
Dr	Sanjay Kumar (Director representing GOI)	AMVPK8231A	Non-Executive	05.04.2018	Until further orders	1	1	Nil
Mr	Jayant Gokhale(CA Director)	AADPG2584L	Non-Executive	30.08.2016	22.08.19	2	1	0
Mr	G Ramesh	ACZPR1400L	Non-Executive	25.04.2016	3 Years	1	1	1
Ms.	Vandana Kumari Jena	ABXPJ2831J	Non-Executive	25.04.2016	3 Years	1	Nil	Nil
Mr	Kamal Kishore Singhal (Shareholder Director)	AFRPS4142R	Non-Executive/Independent	31.10.2018	3 years	1	1	1
Mr.	Sunil Vashisht (Shareholder Director)	AEUPS5838J	Non Executive/Independent	17.09.2016	3 Years	2	1	Nil



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- * Syndicate Bank is one of the Public Sector Banks nationalised under Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 [ACT] and are governed by provisions of the ACT. Board of the Bank is constituted in terms of Section 9(3) of the ACT. All the directors (other than Shareholder Directors) are appointed /nominated by Government of India in terms of Section 9(3) of the ACT. Shareholder Directors are elected in terms of Section 9(3)(i) of the ACT. Provisions of Companies Act relating to obtention of DIN are not applicable.

II. Composition of Committees **		
Name of the Committee	Name of Committee members	Category
1. Audit Committee	1.Mr. Jayant Gokhale	Chairman –Independent
	2.Mr. S Krishnan	Executive
	3.Dr Sanjay Kumar	Non-Executive
	4. Mr. G Ramesh	Non-Executive
	5.Mr. Ajay K Khurana	Executive / spl invitee
II. Composition of Committees **		
Name of the Committee	Name of Committee members	Category
2. Nomination Committee	1.Mr A V Nanavati	Chairman- Non-Executive
	2. Mr. S Krishnan	Executive
	3. Dr Sanjay Kumar	Non-Executive
	4.Mr. G Ramesh	Non-Executive
	5.Mr Jayant Gokhale	Non-Executive
	6. Ms. Vandana Kumari Jena	Non-Executive
	7. Mr. Kamal Kishore Singhal	Non-Executive
Name of the Committee		
Name of the Committee	Name of Committee members	Category
3. Remuneration Committee	1.Mr A V Nanavati	Chairman- Non-Executive
	2.Dr Sanjay Kumar	Non-Executive
	3.Mr. Jayant Gokhale	Non-Executive



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	4.Mr. Kamal Kishore Singhal	Non-Executive / Independent
Name of the Committee	Name of Committee members	Category
4. Risk Management Committee	1.Mr A V Nanavati	Chairman- Non-Executive
	2.Mr. Mrutyunjay Mahapatra	Executive
	3.Mr. S Krishnan	Executive
	4.Mr. Ajay K Khurana	Executive
	5.Mr. G Ramesh	Non-Executive
	6.Mr. Kamal Kishore Singhal	Non-Executive / Independent
5. Stakeholders Relationship Committee	Name of Committee members	Category
	1.Mr. Sunil Vashisht	Chairman/Independent
	2.Mr. S Krishnan	Executive
	3.Mr. Ajay K Khurana	Executive
	4 Mr. Kamal Kishore Singhal	Non-Executive

** Other than Stakeholders Relationship Committee, other committees are constituted in terms of RBI guidelines and Nationalised Banks (Management and Miscellaneous Provisions) Scheme, 1970.

III. Meeting of Board of Directors		
Date(s) of meeting (if any) in the previous quarter (July 2018 to September 2018)	Date(s) of Meeting (if any) in the relevant quarter (October 2018 to December 2018)	Maximum gap between any two consecutive meetings (in number of days)
06.09.2018, 12.09.2018	31.10.2018, 19.11.2018, 20-12-2018	48 days
IV. Meeting of Committees		
Date(s) of meeting of the Committee in the	Whether	Date(s) of meeting of the Committee
		Maximum gap between any two



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1. Audit Committee	relevant quarter (October 2018 to December 2018)	requirement of quorum met	in the previous quarter (July 2018 to September 2018)	consecutive meetings in number of days *
30.10.2018, 23.11.2018	Yes (Quorum 3)	06.08.2018, 18.11.2018	72 days	
Date(s) of meeting of the Committee in the relevant quarter (July 2018- September 2018)	Whether requirement of quorum met	Date(s) of meeting of the Committee in the previous quarter (April 2018- June 2018)	Maximum gap between any two consecutive meetings in number of days *	
2. Nomination Committee	Yes (Quorum 3)	NIL	-	
15.10.2018	Yes (Quorum 3)	NIL	-	
3. Remuneration Committee	Yes (Quorum 4)	NIL	-	
NIL	Yes (Quorum 3)	12.09.2018	67 days	
4. Risk Management Committee				
19.11.2018				

* This information has to be mandatorily be given for the Audit Committee, for rest of the Committees it is optional.

V. Related party Transactions	Compliance Status (Yes/No/Not Applicable (NA))
Subject	
Whether prior approval of Audit Committee obtained	NA
Whether shareholder approval obtained for material Related Party Transactions (RPT)	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and disclosure requirements), Regulations, 2015.
- The Composition of the following Committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015:
 - Audit Committee
 - Nomination & Remuneration Committee



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 - c. Stakeholder relationship Committee
 - d. Risk Management Committee
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 Board of Directors and the above Committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. The report and /or the report submitted in the previous quarter has been placed before the Board of Directors.

Note : As already stated -

- Syndicate Bank is one of the Public Sector Banks nationalised under Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 [ACT] and are governed by provisions of the ACT. Board of the Bank is constituted in terms of Section 9(3) of the ACT. All the directors (other than Shareholder Directors) are appointed /nominated by Government of India in terms of Section 9(3) of the ACT. Shareholder Directors are elected in terms of Section 9(3)(i) of the ACT.
- Other than Stakeholders Relationship Committee, other committees are constituted in terms of RBI guidelines and Nationalised Banks (Management and Miscellaneous Provisions) Scheme, 1970. Role and functions of Audit Committee of the Board and Nomination Committee are prescribed in RBI guidelines.

As per the Regulation 15 (2) of the Listing Regulations, 2015, for other listed entities which are not companies, but body corporate or are subject to regulations under other statutes, the provisions of Corporate Governance as specified in Regulation 17 to 27 (relating to Board of Directors, Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee and Risk Management Committee), 46 (2) (b) to (i) and Paras C, D & E of Schedule V shall apply to the extent that it does not violate their respective statutes and guidelines or directives issued by the relevant authorities.



Santosh Kumar Barik
(Santosh Kumar Barik)
Company Secretary
Date: 08.01.2019