



CITY UNION BANK LTD.,

"NARAYANA" Administrative Office,

No. 24-B, Gandhi Nagar, Kumbakonam - 612 001.

Phone : 0435 - 2402322 - Fax : 0435 - 2431746

E-mail : shares@cityunionbank.com Website: www.cityunionbank.com

CIN - L65110TN1904PLC001287

C.O/ Shares/LR-4/2020-21

16th April, 2020

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,
25th 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 31st March, 2020.

This is for your kind information and records please.

Thanking you

Yours faithfully
for **CITY UNION BANK LTD.**

V Ramesh
General Manager – CFO & CS



REPORT ON CORPORATE GOVERNANCE

NAME OF LISTED ENTITY: CITY UNION BANK LTD.

QUARTER ENDED: 31.03.2020

I. COMPOSITION OF BOARD OF DIRECTORS

TITLE	NAME OF THE DIRECTOR	PAN / DIN	CATEGORY / 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			2.7 yrs	16.05.1955	1	1	Nil	Nil
Dr.	N. Kamakodi	ANSPK2572N / 02039618	Executive	01.05.2011	01.05.2014 & 01.05.2017	25.10.2019	NA	26.07.1974	1	-	Nil	Nil
Mrs.	Abarna Bhaskar	AHTPB5334L / 06971635	Independent	25.10.2014			5.5 yr	25.05.1961	1	1	1	Nil
Mr.	M Narayanan	AAFNS149L / 00682297	Independent	03.05.2016			3.10 yrs	05.04.1959	1	1	1	1
Mr.	S Bernard	AAFNB3501J / 01719441	Independent	21.07.2016			3.8 yrs	20.08.1950	1	1	1	Nil
Mr.	Subramaniam Narayanan	AAVPS5624B / 00166621	Independent	20.06.2017			2.9 yrs	02.08.1961	1	1	2	1
Mr.	V N Shiva Shankar	ABHPS5952K / 00929256	Independent	07.02.2018			2.1 yrs	11.02.1970	1	1	1	Nil
Dr.	T S Sridhar	AAOPS9737N / 01681108	Independent	07.02.2018			2.1 yrs	23.06.1955	1	1	1	Nil
Mr.	Vaidyanathan Kalyanasundaram	AARPV5236A / 07120706	Independent	03.05.2019			0.10 mn	28.03.1952	1	1	1	Nil
Mr.	T K Ramkumar	AEYPR2048K / 02688194	Independent	17.06.2019			0.9 mn	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). The memberships and Chairmanship 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

\$PAN 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 N Subramaniam	Chairperson Independent Independent Independent	23.05.2016 07.11.2014 21.07.2017	



RISK MANAGEMENT COMMITTEE									
28.02.2020	Yes	5	4	22.11.2019	NA				
STAKEHOLDERS RELATIONSHIP COMMITTEE									
12.02.2020	Yes	4	4	07.11.2019	NA				
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.									
V. RELATED PARTY TRANSACTIONS									
SUBJECT					COMPLIANCE STATUS (YES/NO/NA) ^{refer note}				
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				
NOTE:									
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.									
VI. AFFIRMATIONS									
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/or the report submitted in the previous quarter has been placed before the Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here.									
NAME : V RAMESH									
DESIGNATION: General Manager - CFO & CS									
NOTE: 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.									



REPORT ON CORPORATE GOVERNANCE

Annexure II

**NAME OF THE LISTED ENTITY: CITY UNION BANK LTD.
REPORTING PERIOD: 31.03.2020**

I. DISCLOSURE ON WEBSITE IN TERMS OF LISTING REGULATIONS		COMPLIANCE STATUS (Yes/No/NA)	If yes provide link to website. If No / NA provide reasons
As per Regulation 46 (2) of the LODR	ITEM		
a	Details of Business	Yes	https://www.cityunionbank.com/
b	Terms and conditions of appointment of Independent Directors	Yes	https://www.cityunionbank.com/downloads/TC_dir.pdf
c	Composition of various committees of Board of Directors	Yes	https://www.cityunionbank.com/downloads/Composition%20of%20Board%20Committees_mar2020.pdf
d	Code of conduct of Board of Directors and Senior Management Personnel	Yes	https://www.cityunionbank.com/downloads/documents/CUB_Code_of_Conduct.pdf
e	Details of establishment of Vigil Mechanism/Whistle blower policy	Yes	https://www.cityunionbank.com/downloads/Whistleblower%20Policy.pdf
f	Criteria of making payments to non-executive directors	No	The same has been disclosed in Annual Report
g	Policy on dealing with related party transactions	Yes	https://www.cityunionbank.com/downloads/documents/Related%20Party%20Disclosure.pdf
h	Policy for determining 'material subsidiaries'	NA	
i	Details of familiarisation programmes imparted to Independent Directors	Yes	https://www.cityunionbank.com/downloads/Familiarisation_programme.pdf
j	e-mail address for grievance redressal and other relevant details	Yes	https://www.cityunionbank.com/downloads/Corporate%20Information_mar2020.pdf
k	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.cityunionbank.com/downloads/Corporate%20Information_mar2020.pdf
l	Financial Results	Yes	https://www.cityunionbank.com/investor/about-cub/quarterly-results
m	Shareholding Pattern	Yes	https://www.cityunionbank.com/investor/about-cub/shareholding
n	Details of agreements entered into with the media companies and/or their associates	NA	
o	Schedule of Analyst or Institutional investor meet and presentations made by the listed entity to Analyst or institutional investors simultaneously with submission to Stock Exchange.	Yes	https://www.cityunionbank.com/investor/about-cub/analyst-schedule
p	New name and the old name of the listed entity	NA	
q	Advertisements as per Reg 47(1)	Yes	https://www.cityunionbank.com/investor/about-cub/publication-fy-2019-2020
r	Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	https://www.cityunionbank.com/downloads/Corporate%20Information_mar2020.pdf



29	Composition of Board of Directors of Unlisted material subsidiary	24(1)	NA
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5)&(6)	NA
31	Annual Secretarial Compliance Report	24(A)	
32	Alternate Director to Independent Director	25(1)	
33	Maximum Tenure	25(2)	Yes
34	Meeting of Independent Directors	25(3)&(4)	Yes
35	Familiarisation of Independent Directors	25(7)	Yes
36	Declaration from Independent Director	25 (8) & (9)	Yes
37	Directors & Officers insurance	25 (10)	Yes
38	Membership in committees	26(1)	Yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management	26(3)	Yes
40	Disclosure of shareholding by Non-Executive Directors	26(4)	Yes
41	Policy with respect to obligations of Directors and Senior Management	26(2)&26(5)	Yes

Note :

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.

2 If status is "No" details of the non-compliance may be given here

3 If the listed entity would like to provide any other information, the same may be indicated here.

III. AFFIRMATIONS:

The listed entity has approved Material Subsidiary Policy and the corporate Governance requirements with respect to subsidiary of Listed entity have been complied.



V Ramesh
Name & Designation

V RAMESH

General Manager - CFO & CS