



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-4/2019-20

14th October, 2019

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 30th September, 2019.

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 & HALF YEAR ENDED: 30.09.2019

ANNEXURE III

AFFIRMATIONS

BROAD HEADING	REGULATION NO.	COMPLIANCE STATUS (YES/NO/NA)
Copy of the Annual Report including Balance Sheet, Profit & 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
Presence of Chairperson of the Stakeholder Relationship committee at the Annual General Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of the listing regulations, "Yes" may be indicated. Similarly, in case the 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.
3. If the Listed entity would like to provide any other information the same may be indicated here.



Name: V Ramesh

Designation: General Manager - CFO & CS

REPORT ON CORPORATE GOVERNANCE

NAME OF LISTED ENTITY: CITY UNION BANK LTD.

QUARTER ENDED: 30.09.2019

I. COMPOSITION OF BOARD OF DIRECTORS

TITLE	NAME OF THE DIRECTOR	PAN# / DIN	CATEGORY (Chairperson/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			2.1 yrs	16.05.1955	1	1	1	Nil
Dr.	N. Kamakodi	ANSPK2572N / 02039618	Executive	01.05.2011	01.05.2014 & 01.05.2017		NA	26.07.1974	1	-	Nil	Nil
Mrs.	Abarna Bhaskar	AHTPB5334L / 06971635	Independent	25.10.2014			4.11 yrs	25.05.1961	1	1	1	1
Mr.	M Narayanan	AAFNS149L / 00682297	Independent	03.05.2016			3.4 yrs	05.04.1959	1	1	1	Nil
Mr.	S Bernard	AAFBS3501J / 01719441	Independent	21.07.2016			3.2 yrs	20.08.1950	1	1	Nil	Nil
Mr.	Subramaniam Narayanan	AAVPS5624B / 00166621	Independent	20.06.2017			2.3 yrs	02.08.1961	1	1	2	1
Mr.	V N Shiva Shankar	ABHPS5952K / 00929256	Independent	07.02.2018			1.7 yrs	11.02.1970	1	1	1	Nil
Dr.	T S Sridhar	AAOPS9737N / 01681108	Independent	07.02.2018			1.7 yrs	23.06.1955	1	1	1	Nil
Mr.	Vaidyanathan Kalyanasundaram	AARPV5236A / 07120706	Independent	03.05.2019			0.4 mn	28.03.1952	1	1	1	Nil
Mr.	T K Ramkumar	AEYPR2048K / 02688194	Independent	17.06.2019			0.3 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	Abarna Bhaskar R Mohan N Subramaniam M Narayanan	Chairperson Independent Independent Independent Independent	07.11.2014 24.03.2018 21.07.2017 23.05.2016	





2		NOMINATION COMMITTEE	YES	M Narayanan *	Chairperson Independent	20.04.2018
				R Mohan	Independent	21.07.2016
				S Bernard	Independent	22.12.2016
				Abarna Bhaskar	Independent	24.02.2016
* Shri. M Narayanan, was appointed as a member of the committee w.e.f., 20.04.2018 subsequently on reconstitution of committee position as on 01.06.2019 he was designated as Chairperson of the Committee.						
3		RISK MANAGEMENT COMMITTEE	YES	N. Subramaniam *	Chairperson Independent	18.09.2017
				R Mohan	Independent	23.12.2014
				Dr. N Kamakodi	Executive	24.06.2011
				Abarna Bhaskar	Independent	17.06.2019
				K Vaidyanathan	Independent	28.08.2019
* Shri. Subramaniam Narayanan, was appointed as a member of the committee w.e.f., 18.09.2017 subsequently on reconstitution of committee position as on 01.03.2018 he was designated as Chairperson of the Committee.						
4		STAKEHOLDERS RELATIONSHIP COMMITTEE	YES	N Subramaniam *	Chairperson Independent	21.07.2017
				V N Shivashankar	Independent	20.04.2018
				Dr. T S Sridhar	Independent	18.07.2019
				K Vaidyanathan	Independent	18.07.2019
* Shri. Subramaniam Narayanan, was appointed as a member of the committee w.e.f., 21.07.2017 subsequently on reconstitution of committee position as on 01.06.2019 he was designated as Chairperson of the Committee.						
* Category of Directors means Executive/Non-Executive/Independent/Nominee. If a Director fits into more than one category write all categories separating with hyphen.						
III. MEETING OF BOARD OF DIRECTORS						
DATE(S) OF MEETING (IF ANY) IN THE PREVIOUS QUARTER	WHETHER REQUIREMENT OF QUORUM MET	NUMBER OF DIRECTORS PRESENT	NUMBER OF INDEPENDENT DIRECTORS PRESENT	NUMBER OF MEETINGS IN NUMBER OF DAYS*	MAXIMUM GAP BETWEEN ANY TWO CONSEQUENT MEETINGS IN NUMBER OF DAYS*	
25.04.2019	Yes	10	9		30 days	
03.05.2019	Yes	10	9			
17.05.2019	Yes	10	9			
17.06.2019	Yes	10	9			
IV. MEETING OF COMMITTEES						
DATE(S) OF MEETING OF THE COMMITTEE IN THE RELEVANT QUARTER	WHETHER REQUIREMENT OF QUORUM MET (DETAILS)	NUMBER OF DIRECTORS PRESENT	NUMBER OF INDEPENDENT DIRECTORS PRESENT	DATE(S) OF MEETING OF THE COMMITTEE IN THE PREVIOUS QUARTER	MAXIMUM GAP BETWEEN ANY TWO CONSEQUENT MEETINGS IN NUMBER OF DAYS*	
18.07.2019	Yes	4	4	25.04.2019	30 days	
08.08.2019	Yes	4	4	16.05.2019		
28.08.2019	Yes	4	4	17.06.2019		
23.09.2019	Yes	4	4			
AUDIT COMMITTEE						
18.07.2019	Yes	4	4	25.04.2019	30 days	
08.08.2019	Yes	4	4	16.05.2019		
28.08.2019	Yes	4	4	17.06.2019		
23.09.2019	Yes	4	4			
NOMINATION & REMUNERATION COMMITTEE						
18.07.2019	Yes	4	4	25.04.2019		NA
				03.05.2019		
				17.06.2019		

RISK MANAGEMENT COMMITTEE					
28.08.2019	Yes	5	4	17.06.2019	NA
STAKEHOLDERS RELATIONSHIP COMMITTEE					
18.07.2019	Yes	4	4	25.04.2019	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		COMPLIANCE STATUS (YES/NO/NA)-refer note
SUBJECT		
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.



V. Ramesh

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.