



# CITY UNION BANK LIMITED

CIN : L65110TN1904PLC001287

Regd. Office : 149, T.S.R. (Big) Street, Kumbakonam - 612 001, Thanjavur District, Tamil Nadu.

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C.O/ Shares/LR-4.5/2021-22

July 16, 2022

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,  
25<sup>th</sup> 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 June 30, 2022.

This is for your kind information and records please.

Thanking you

Yours faithfully

For **CITY UNION BANK LIMITED**

V Ramesh  
Sr. General Manager – CFO & CS



**REPORT ON CORPORATE GOVERNANCE**

NAME OF LISTED ENTITY: CITY UNION BANK LTD.

QUARTER ENDED: 30.06.2022

**I. COMPOSITION OF BOARD OF DIRECTORS**

TITLE	NAME OF THE DIRECTOR	PAN/S / 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.	M Narayanan	AAPFN5149L / 00682297	Chairperson	03.05.2016	22.08.2021		6.1yrs	05.04.1959	1	1	Nil	Nil
Mr	R Mohan	AGZPM4489L / 06902614	Independent	28.06.2014		27.06.2022	8yrs	16.05.1955	1	1	Nil	Nil
Dr.	N. Kamakodi#	ANSPK2572N / 02039618	Executive	01.05.2011	01.05.2017 & 01.05.2020		NA	26.07.1974	1	-	1	0
Mrs.	Abarna Bhaskar	AHTPB5334L / 06971635	Independent	25.10.2014			7.8yrs	25.05.1961	1	1	1	1
Mr.	Subramaniam Narayanan	AAVPS5624B / 00166621	Independent	20.06.2017			5yrs	02.08.1961	1	1	1	0
Mr.	V N Shiva Shankar	ABHPS5952K / 00929256	Independent	07.02.2018			4.4yrs	11.02.1970	1	1	1	0
Dr.	T S Sridhar	AAOPSS9737N / 01681108	Independent	07.02.2018			4.4 yrs	23.06.1955	1	1	1	0
Mr	Vaidyanathan Kalyanasundaram	AARPV5236A / 07120706	Independent	03.05.2019			3.1 yrs	28.03.1952	1	1	1	0
Mr.	T K Ramkumar	AEYPR2048K / 02688194	Independent	17.06.2019			3 yrs	01.12.1955	1	1	0	0
Mr.	Prof.V.Kamakoti	AFWPK3004M / 03537382	Independent	27.05.2022			0.1	21.07.1968	1	1	0	0

Note: (1) \*Shri. M.Narayanan was appointed as Part Time Non-Executive Independent Chairman w.e.f., 04.05.2022 vide RBI approval dated 04-05-2022 for a period of Two years (2). Shri R.Mohan former Non-Executive Independent Chairman vacated the office of Chairman of the Board at the close of the business hours on May 03,2022 as per the terms of appointment by RBI vide letter dated April 10,2019.(3)Shri R.Mohan, Independent Director also demitted his office of directorship on 27/06/2022 at the close of business hours after completing his tenure in terms of Section 10A (2A)(i) of the Banking regulation Act,1949 (4)The memberships and Chairmanship in column 'I' 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

**II. COMPOSITION OF COMMITTEES**

Sr. No	NAME OF THE COMMITTEE	WHETHER REGULAR CHAIRPERSON APPOINTED	NAME OF COMMITTEE MEMBERS	CATEGORY (CHAIRPERSON/EXECUTIVE/NON-EXECUTIVE/INDEPENDENT / NOMINEES)	DATE OF APPOINTMENT	DATE OF CESSATION



1	AUDIT COMMITTEE	YES	Abarna Bhaskar	Chairperson - Independent	07.11.2014				
			V.N.Shivasankar	Independent	01.06.2021				
			M.Narayanan	Independent	23.05.2016	01.06.2022	Reconstitution		
			K.Vaidyanathan	Independent	01.06.2021				
* Smt Abarna Bhaskar was a member of the Audit Committee since 07.11.2014, subsequently on reconstitution of committee position as on 01.06.2022 she was designated as Chairperson of the Audit Committee.									
2	NOMINATION COMMITTEE	YES	K.Vaidyanathan	Chairperson - Independent	01.06.2021				
			M.Narayanan	Independent	20.04.2018				
			Abarna Bhaskar	Independent	24.02.2016				
			Prof.V.Kamakoti	Independent	01.06.2022				
	R.Mohan	Independent	21.07.2016	27.06.2022	Retirement				
3	RISK MANAGEMENT COMMITTEE	YES	N. Subramaniam *	Chairperson - Independent	18.09.2017				
			Dr. N.Kamakodi	Executive	24.06.2011				
			R.Mohan	Independent	23.12.2014	27.06.2022	Retirement		
			K.Vaidyanathan	Independent	28.08.2019	01.06.2022	Reconstitution		
	Abarna Baskar	Independent	17.06.2019	01.06.2022	Reconstitution				
	Prof.V.Kamakoti	Independent	01.06.2022						
* 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 Risk Management Committee.									
4	STAKEHOLDERS RELATIONSHIP COMMITTEE	YES	Dr. T S Sridhar	Chairperson - Independent	18.07.2019				
			N.Subramaniam	Independent	21.07.2017				
			V.N.Shivasankar	Independent	20.04.2018	01.06.2022	Reconstitution		
			Dr.N.Kamakodi	Independent	01.06.2022				
* Dr. T.S.Sridhar, was appointed as a member of the committee w.e.f, 18.07.2019 subsequently on reconstitution of committee position as on 01.06.2022 he was designated as Chairperson of the Stakeholder Relationship 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.									
5	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	YES	Dr. N.Kamakodi *	Chairperson - Executive	21.04.2014				
			K.Vaidyanathan	Independent	01.06.2021				
			T.K.Ramkumar	Independent	21.12.2019				
			V.N.Shivasankar	Independent	01.06.2021				
	R.Mohan	Independent	21.06.2016	27.06.2022	Retirement				
	Dr. T S Sridhar	Independent	18.07.2019						
<b>III. MEETING OF BOARD OF DIRECTORS</b>									
DATE(S) OF MEETING (IF ANY) IN THE PREVIOUS QUARTER	DATE(S) OF MEETING (IF ANY) IN THE RELEVANT QUARTER	WHETHER REQUIREMENT OF QUORUM MET	NUMBER OF DIRECTORS PRESENT	NUMBER OF INDEPENDENT ENT	MAXIMUM GAP BETWEEN ANY TWO CONSECUTIVE MEETINGS IN NUMBER OF DAYS*				
04.02.2022	02.05.2022	Yes	9	8	60 days				
28.02.2022	27.05.2022	Yes	10	9					
23.03.2022	-	Yes	10						
<b>IV. MEETING OF COMMITTEES</b>									



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 CONSECUTIVE MEETINGS IN NUMBER OF DAYS*
<b>AUDIT COMMITTEE</b>					
02.05.2022	Yes	4	4	04.02.2022	
27.05.2022	Yes	3	3	28.02.2022	60 days
				22.03.2022	
<b>NOMINATION &amp; REMUNERATION COMMITTEE</b>					
02.05.2022	Yes	4	4	04.02.2022	NA
27.05.2022	Yes	4	4	-	
<b>RISK MANAGEMENT COMMITTEE</b>					
	Yes	5	4	28.02.2022	NA
<b>STAKEHOLDERS RELATIONSHIP COMMITTEE</b>					
27.05.2022	Yes	3	3	04.02.2022	NA
<b>CORPORATE SOCIAL RESPONSIBILITY COMMITTEE</b>					
02.05.2022	Yes	6	5	04.02.2022	NA
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.					
<b>V. RELATED PARTY TRANSACTIONS</b>					
SUBJECT		COMPLIANCE STATUS (YES/NO/NA) <sup>refer</sup>			
WHETHER PRIOR APPROVAL OF AUDIT COMMITTEE OBTAINED		NA			
WHETHER SHAREHOLDER APPROVAL OBTAINED FOR MATERIAL RPT		NA			
WHETHER DETAILS OF RPT ENTERED INTO PURSUANT TO OMNIBUS APPROVAL HAVE BEEN REVIEWED BY AUDIT COMMITTEE		NA			
<b>NOTE:</b>					
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.					
<b>VI. AFFIRMATIONS</b>					
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)					
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.					
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 the report submitted in the previous quarter will be / has been placed before the Board of Directors.					



NAME : V RAMESH

DESIGNATION: Sr. General Manager - CFO & CS

*V Ramesh*

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.


