



# CITY UNION BANK LIMITED

CIN - L65110TN1904PLC001287

Regd. Office, No. 149, TSR (Big) Street, Kumbakonam - 612 001.

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C.O/ Shares/LR-4/2016

12<sup>th</sup> April 2016

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 Compliance Report on Corporate Governance for the quarter ended 31<sup>st</sup> March 2016.

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 THE LISTED ENTITY: CITY UNION BANK LTD.

REPORTING PERIOD: 31.03.2016

**I. DISCLOSURE ON WEBSITE IN TERMS OF LISTING REGULATIONS**

ITEM	COMPLIANCE STATUS (Yes/No/NA)
Details of Business	Yes
Terms and conditions of appointment of Independent Directors	Yes
Composition of various committees of Board of Directors	Yes
Code of conduct of Board of Directors and Senior Management Personnel	Yes
Details of establishment of vigil mechanism/whistle blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material subsidiaries'	NA
Details of familiarisation programmes imparted to Independent Directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
e-mail address for grievance redressal and other relevant details	Yes
Financial Results	Yes
Shareholding Pattern	Yes
Details of agreements entered into with the media companies and/or their associates	NA
New name and the old name of the listed entity	NA

**II ANNUAL AFFIRMATIONS**

PARTICULARS	REGULATION NO.	COMPLIANCE STATUS (Yes/No/NA)
Independent Director(s) have been appointed In terms of specified criteria of 'Independence' and/or eligibility	16(1)(b) & 25(6)	Yes
Board Composition	17(1)	Yes
Meeting of Board of Directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of conduct	17(5)	Yes
Fees/ Compensation	17(6)	Yes
Minimum information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit committee	18(1)	Yes
Meeting of Audit committee	18(2)	Yes



Composition of Nomination & Remuneration committee	19(1)&(2)	Yes
Composition of Stakeholders Relationship committee	20(1)&(2)	Yes
Composition and role of Risk Management committee	21(1),(2),(3)&(4)	Yes
Vigil Mechanism	22	Yes
Policy on Related Party Transaction	23(1),(5),(6),(7)&(8)	Yes
Prior or Omnibus approval of Audit Committee for all Related Party Transactions	23(2),(3)	NA
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of Unlisted material subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5)&(6)	NA
Maximum Directorship and Tenure	25(1)&(2)	Yes
Meeting of Independent Directors	25(3)&(4)	Yes
Familiarisation of Independent Directors	25(7)	Yes
Membership in committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management	26(3)	Yes
Disclosure of shareholding by Non-Executive Directors	26(4)	NA
Policy with respect to obligations of Directors and Senior Management	26(2)&26(5)	Yes

### 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.




**Name & Designation**

V RAMESH

General Manager - CFO & CS

**REPORT ON CORPORATE GOVERNANCE**

NAME OF LISTED ENTITY: CITY UNION BANK LTD.

QUARTER ENDED: 31.03.2016

**I. COMPOSITION OF BOARD OF DIRECTORS**

TITLE	NAME OF THE DIRECTOR	PAN\$ / DIN	CATEGORY (Chairperson/Executive/Non-Executive/Independent/Nominee) &	DATE OF APPOINTMENT IN THE CURRENT TERM/CESSATION	TENURE*	NO. OF DIRECTORSHIP IN LISTED ENTITIES INCLUDING THIS LISTED ENTITY (REFER REG.25(1) OF LISTING REGULATIONS)	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)
Mr.	S Balasubramanian	AABPB8462C / 01719374	Chairperson	06/05/2014	NA	1	1	Nil
Dr.	N. Kamakodi	ANSPK2572N / 02039618	Executive	01/05/2014	NA	1	Nil	Nil
Mr.	R G Chandramogan	AAAPC5352R / 00012389	Independent	02/08/2008	7.8 yrs	2	Nil	Nil
Mr.	T K Ramkumar	AEYPR2048K / 02688194	Independent	11/06/2009	6.9 yrs	1	2	Nil
Mr.	CR Muralidharan	ABVPM5097P / 02443277	Independent	25/02/2010	6.1 yrs	3	3	Nil
Mr.	Justice (Retd.)S R Singharavelu	ABAPS3577M / 03022233	Non-Executive	25/02/2010	NA	1	1	Nil
Prof.	V Kamakoti	AFWPK3004M / 03537382	Independent	27/04/2011	4.11 yrs	1	1	1
Mr.	S Mahalingam	AAEPM7962R / 00121727	Independent	22/07/2013	2.8 yrs	2	2	1
Mr.	R Mohan	AGZPM4489L / 06902614	Non-Executive	28/06/2014	NA	1	Nil	Nil
Mrs.	Abarna Bhaskar	AHTPB5334L / 06971635	Independent	25/10/2014	1.5 yrs	1	2	Nil

\$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 seperating 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**

NAME OF THE COMMITTEE		NAME OF COMMITTEE MEMBERS	CATEGORY (CHAIRPERSON/ EXECUTIVE/NON-EXECUTIVE/INDEPENDENT/NOMINEE)\$
1	AUDIT COMMITTEE	S Mahalingam	Independent Chairman of the committee
		S Balasubramanian	Non - Executive Chairman
		T K Ramkumar	Independent
		C R Muralidharan	Independent
		Abarna Bhaskar	Independent



