



CITY UNION BANK LIMITED

CIN : L65110TN1904PLC001287

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

Telephone No : 0435 - 2402322 Fax : 0435 - 2431746

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

C.O/ Shares/LR-5/2023-24

October 10, 2023

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 September 30, 2023.

Kindly take note of the above intimation and disseminate to all concerned.

Thanking you

Yours faithfully

for **CITY UNION BANK LIMITED**

Venkataramanan S
Company Secretary



Encl.: a.a.

REPORT ON CORPORATE GOVERNANCE

NAME OF LISTED ENTITY: CITY UNION BANK LIMITED

QUARTER ENDED: 30.09.2023

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 IN MONTHS	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	AAFPN5149L / 00682297	Chairperson	03.05.2016	22.08.2021		88	05.04.1959	1	1	Nil	Nil
Dr.	N. Kamakodi	ANSPK2572N / 02039618	Executive	01.05.2011	01.05.2014, 01.05.2017, 01.05.2020 & 01.05.2023		NA	26.07.1974	1		1	0
Mr.	Narayanan Subramaniam	AAVPS5624B / 00166621	Independent	20.06.2017	18.08.2022		75	02.08.1961	2	2	2	0
Mr.	V N Shivshankar*	ABHPS5952K / 00929256	Independent	07.02.2018	23.08.2023		67	11.02.1970	1	1	1	0
Dr.	T S Sridhar*	AAOPS9737N / 01681108	Independent	07.02.2018	23.08.2023		67	23.06.1955	1	1	1	0
Mr	Vaidyanathan Kalyanasundaram	AARPV5236A / 07120706	Independent	03.05.2019			52	28.03.1952	1	1	1	0
Mr.	T K Ramkumar	AEYPR2048K / 02688194	Independent	17.06.2019			51	01.12.1955	1	1	0	0
Mr	Prof.V.Kamakoti	AFWPK3004M / 03537382	Independent	27.05.2022			16	21.07.1968	1	1	0	0
Mr.	G Mahalingam	ACPPG2674K / 09660723	Independent	06.07.2022			14	16.11.1956	4	4	6	1
Smt.	Lalitha Rameswaran	ADAPR0440G / 02326309	Independent	04.11.2022			10	09.12.1972	1	1	2	1

Note: (1) * Re-Appointed as Independent Director for a further period of three years term upto February 06,2026 as permitted under the Banking Regulation Act, 1949 and approved by shareholders through Postal Ballot by way of remote-voting on 23.08.2023.

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 Director 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	Lalitha Rameswaran V.N.Shivashankar K.Vaidyanathan G. Mahalingam	Chairperson - Independent Independent Independent Independent	05.11.2022 01.06.2021 01.06.2021 08.08.2022	
2	NOMINATION COMMITTEE	YES	K. Vaidyanathan M Narayanan Prof.V.Kamakoti Lalitha Rameswaran	Chairperson - Independent Independent Independent Independent	01.06.2021 20.04.2018 01.06.2022 05.11.2022	
3	RISK MANAGEMENT COMMITTEE	YES	N. Subramaniam Dr. N Kamakodi Prof.V.Kamakoti G. Mahalingam	Chairperson - Independent Executive Independent Independent	18.09.2017 24.06.2011 01.06.2022 08.08.2022	
4	STAKEHOLDERS RELATIONSHIP COMMITTEE	YES	G. Mahalingam N.Subramaniam Dr. T.S. Sridhar Dr.N.Kamakodi	Chairperson - Independent Independent Independent Executive	08.08.2022 21.07.2017 18.07.2019 01.06.2022	
5	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	YES	Dr. N Kamakodi * K.Vaidyanathan T.K.Ramkumar V.N.Shivasankar Dr. T S Sridhar	Chairperson - Executive Independent Independent Independent Independent	21.04.2014 01.06.2021 21.12.2019 01.06.2021 18.07.2019	
6	COMPENSATION & REMUNERATION COMMITTEE	YES	Dr. T.S. Sridhar N. Subramaniam T.K. Ramkumar Prof. V.Kamakoti	Chairperson - Independent Independent Independent Independent	01.06.2021 07.08.2019 01.06.2021 01.06.2022	
III. MEETING OF BOARD OF DIRECTORS						
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	MAXIMUM GAP BETWEEN ANY TWO CONSECUTIVE MEETINGS IN NUMBER OF DAYS*	
25.04.2023 ✓	11.08.2023 ✓	Yes	10 ✓	9 ✓	60 days	
26.05.2023 ✓	23.08.2023 ✓	Yes	10 ✓	9 ✓		
25.06.2023 ✓	20.09.2023 ✓	Yes	9 ✓	8 ✓		



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 CONSECUTIVE MEETINGS IN NUMBER OF DAYS*	
AUDIT COMMITTEE						
11.08.2023	Yes	4	4	25.04.2023		
20.09.2023	Yes	3	3	26.05.2023	NA	
				26.06.2023		
NOMINATION COMMITTEE						
No Meeting				25.04.2023	NA	
				26.06.2023		
RISK MANAGEMENT COMMITTEE						
20.09.2023	Yes	3	2	26.06.2023	NA	
STAKEHOLDERS RELATIONSHIP COMMITTEE						
11.08.2023	Yes	4	3	26.05.2023	NA	
CORPORATE SOCIAL RESPONSIBILITY COMMITTEE						
11.08.2023	Yes	5	4	26.05.2023	NA	
COMPENSATION AND REMUNERATION COMMITTEE						
20.09.2023	Yes	4	4	26.05.2023		
				26.06.2023		

*This information has to be mandatorily be given for audit committee and for rest of the committees giving this information is optional.

V. RELATED PARTY TRANSACTIONS



SUBJECT	COMPLIANCE STATUS (YES/NO/NA) ^{refer}
WHETHER PRIOR APPROVAL OF AUDIT COMMITTEE OBTAINED	NA
WHETHER SHAREHOLDER APPROVAL OBTAINED FOR MATERIAL RPT	NA
WHETHER DETAILS OF RPT ENTERED INTO PURSUANT TO OMINIBUS 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.



Details of Cyber Security Incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter.		
Date of the event	Brief Details of the Event	
NIL	NIL	
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 1000 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 : VENKATARAMANAN S DESIGNATION: COMPANY SECRETARY		
		
NOTE: Information at Table I and II above need to be 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

NAME OF LISTED ENTITY: CITY UNION BANK LTD.

HALF YEAR ENDED: 30.09.2023

ANNEXURE III

HALF YEARLY 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: Venkataraman S**Designation: Company Secretary**

REPORT ON CORPORATE GOVERNANCE

NAME OF LISTED ENTITY: CITY UNION BANK LTD.

HALF YEAR ENDED: 30.09.2023

ANNEXURE IV

1. Disclosure of Loans / guarantees / comfort letters / securities etc		
(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to :		
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0
Promoter Group or any other entity controlled by them	0	0
Directors (including relatives) or any other entity controlled by them	0	0
KMPs or any other entity controlled by them	0	0

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by :			
Entity	Type (guarantee, comfort letter ect.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0



(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of securities provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		0	0
Promoter Group or any other entity controlled by them		0	0
Directors (including relatives) or any other entity controlled by them		0	0
KMPs or any other entity controlled by them		0	0

II. Affirmations

All Loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loans (or other form of debt) given directly or indirectly by the entity to promoters , promoter group, directors (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.




Name: Venkataramanan S

Designation: Company Secretary