



CIN: L65190MH2004GOI148838

आईडीबीआई बैंक लिमिटेड
पंजीकृत कार्यालय : आईडीबीआई टॉवर,
इन्डियन कॉम्प्लेक्स, कफ परेड,
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IDBI Bank Limited
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अक्तूबर १०, २०१८

The Manager (Listing)
BSE Ltd.,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

The Manager (Listing)
National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra Kurla Complex, Bandra(E),
Mumbai - 400 051

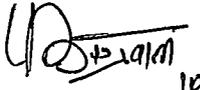
Dear Sir,

Report on Corporate Governance as on September 30, 2018

In terms of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we forward herewith the quarterly compliance report on Corporate Governance as on September 30, 2018

Kindly acknowledge receipt and take the above on record.

भवदीय,
कृते आईडीबीआई बैंक लिमिटेड


[पवन अग्रवाल] 10/10/18
कंपनी सचिव

संलग्न: उपर्युक्त

Annexure I

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity – IDBI Bank Limited
2. Quarter ending – September 30, 2018

I. Composition of Board of Directors										
Title (Mr. / Ms)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/ Non-Executive/in dependent/ Nominee)	Date of Appointment in the current term /cessation		Tenure (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
					Date of Appointment	Date of cessation				
Mr.	B. Sriram	ASNPS0172J	02993708	Executive – MD & CEO*	30-06-2018	30-09-2018	NA	1	0	0
Mr.	K P Nair	AATPN7753J	02611496	Executive – DMD	15-09-2016	-	NA	1	2	0
Mr.	G M Yadwakar	AADPY6894M	01432796	Executive – DMD	15-09-2016	-	NA	1	1	0
Mr.	Pankaj Jain	ABPPJ3009G	00675922	Non- Executive – Govt. Nominee	02-05-2016	-	NA	1	1	0
Mr.	Sudhir Shyam	AOBPS2633A	08135013	Non- Executive – Govt. Nominee	14-05-2018	-	NA	1	0	0
Mr.	Gyan Prakash Joshi	ACFPJ6440A	00603925	Non- Executive – Independent Director	28-08-2015	-	48	1	1	0
Ms.	Ashima Goyal	AAMPG2494A	00233635	Non- Executive – Independent Director	28-04-2017	-	48	2	3	2
Mr.	Bhuwanchandra B Joshi	AADPJ3140M	06713850	Non- Executive – Independent Director#	09-10-2017	-	48	1	0	0
Mr.	Samaresh Parida	AAAPP0051A	01853823	Non- Executive – Independent Director#	19-05-2018	-	48	1	1	1
Mr.	N Jambunathan	ACHPN9216G	05126421	Non- Executive – Independent Director#	19-05-2018	-	48	1	1	0

Notes:

- * A Non-Executive (Non-whole-time) Chairman will be appointed by Central Government in terms of Article 116(1)(a)(i) of the Articles of Association of the Bank. In the absence of Chairman, MD & CEO chairs the Meetings of Board of Directors and shareholders in terms of Article 143 & 154(4) of Articles of Association. Shri B Sriram ceased to be MD & CEO of IDBI Bank w.e.f. September 30, 2018 in terms of Government of India's notification dated June 29, 2018 and consequent upon attaining the age of superannuation.
- # Mr. Bhuwanchandra B Joshi, Mr. Samaresh Parida & Mr. N Jambunathan were appointed as Non-executive Independent Directors at the 14th Annual General Meeting (AGM) of the Bank on August 13, 2018 for a period of 4 years from their respective original date of appointment.



II. Composition of Committees		
Name of Committee	Name of Committee members	Category
1. Audit Committee	Shri Samaresh Parida - Chairman	Non- Executive - Independent
	Shri K.P.Nair	Executive - DMD
	Shri Pankaj Jain	Non- Executive - Govt. Nominee
	Shri Gyan Prakash Joshi	Non- Executive - Independent
	Dr. Ashima Goyal	Non- Executive - Independent
	Shri Bhuwanchandra B Joshi	Non- Executive - Independent

2. Nomination & Remuneration Committee*		
Name of Committee	Name of Committee members	Category
Nomination Committee	Shri Gyan Prakash Joshi- Chairman	Non- Executive - Independent
	Dr. Ashima Goyal	Non- Executive - Independent
	Shri Bhuwanchandra B Joshi	Non- Executive - Independent
	Shri Samaresh Parida	Non- Executive - Independent
Remuneration Committee	Shri N Jambunathan - Chairman	Non- Executive - Independent
	Shri Pankaj Jain	Non- Executive - Govt. Nominee
	Shri Sudhir Shyam	Non- Executive - Govt. Nominee
	Shri Samaresh Parida	Non- Executive - Independent

*In terms of Government of India and RBI directives, Bank has two separate committees, viz., Nomination Committee and Remuneration Committee. These committees also fulfill the mandate of the Companies Act, 2013 and SEBI (LODR) Regulations 2015.



3. Risk Management Committee	Name of Committee members	Category
	Shri Bhuwanchandra B Joshi - Chairman	Non- Executive - Independent
	Shri K.P.Nair	Executive - DMD
	Shri G.M.Yadwadkar	Executive - DMD
	Shri Sudhir Shyam	Non- Executive - Govt. Nominee
	Shri Gyan Prakash Joshi	Non- Executive - Independent
	Shri Samaresh Parida	Non- Executive - Independent

4. Stakeholders Relationship Committee'	Name of Committee members	Category
	Dr. Ashima Goyal - Chairperson	Non- Executive - Independent
	Shri K.P.Nair	Executive - DMD
	Shri G.M.Yadwadkar	Executive - DMD
	Shri N. Jambunathan	Non- Executive - Independent

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter - April -June 2018	Date(s) of Meeting (if any) in the relevant Quarter - July -September 2018	Maximum gap between any two consecutive meetings (in number of days)
26-04-18	17-07-18	27
07-05-18	14-08-18	
25-05-18	31-08-18	
22-06-18	27-09-18	

IV. Meeting of Committees - Audit Committee

Date(s) of meeting of the committee in the previous quarter April -June 2018	Date(s) of meeting of the committee in the relevant quarter July -September 2018	Whether requirement of Quorum met (Yes/No) (details)	Maximum gap between any two consecutive meetings (in number of days)
26-04-18	13-08-18	Yes (Total -6, Present -6)	51
25-05-18	14-08-18	Yes (Total -6, Present -6)	
22-06-18	27-09-18	Yes (Total -6, Present -6)	

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not applicable
Remarks: Whenever material RPT takes place, the compliance required will be made.	



VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Yes
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Yes
 - a. Audit Committee
 - b. Nomination & Remuneration Committee (The composition of Nomination and Remuneration Committee is as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and RBI circular/directives.)
 - 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. Yes
4. The meetings of the Board of Directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Yes
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:
The report for quarter ended June 30, 2018 has been placed before Board of Directors at its meeting held on July 17, 2018.

Place: Mumbai
Date: October 10, 2018


Pawan Agrawal
Company Secretary



Annexure II

Corporate Governance Report for Half- Year ending September 30, 2017

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the Annual Report including Balance Sheet, Profit and 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. The Chairman of Audit Committee of the Board, Shri Samaresh Parida, attended the 14 th Annual General Meeting held on August 13, 2018
Presence of Chairperson of the Nomination and Remuneration committee at the Annual General Meeting	19(3)	Yes. The Chairman of Nomination Committee, Shri Gyan Joshi, attended the 14 th Annual General Meeting held on August 13, 2018. The Chairman of Remuneration Committee, Shri N Jambunathan, attended the 14 th Annual General Meeting held on August 13, 2018.
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/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 non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

Place: Mumbai
Date: October 10, 2018


Pawan Agrawal
Company Secretary

