

जुलाई ७, 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
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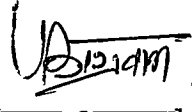
Dear Sir,

Report on Corporate Governance as on June 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 June 30, 2018

Kindly acknowledge receipt and take the above on record.

भवदीय,
कृते आईडीबीआई बैंक लिमिटेड


[पवन अग्रवाल] 7/07/18
कंपनी सचिव

संलग्न: उपर्युक्त

Annexure I

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity - IDBI Bank Limited
2. Quarter ending - June 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.	Mahesh Kumar Jain	ABBPJ4294P	03513127	Executive - MD & CEO*	03.04.2017	21.06.2018	14	1	0	0	
Mr.	B Sriram	ASNPS0172J	02993708	Executive - MD & CEO*	30.06.2018	-	NA	1	0	0	
Mr.	K P Nair	AATPN7753J	02611496	Executive - DMD	15.09.2016	-	NA	1	2	0	
Mr.	G M Yadwadkar	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.	Praveen Garg	ADCPG8341H	00208604	Non- Executive - Govt. Nominee@	07.02.2017	14.05.2018	15	1	0	0	
Mr.	Sudhir Shyam	AOBPS2633A	0008135013	Non- Executive - Govt. Nominee@	14.05.2018	-	NA	1	0	0	
Mr.	S. Ravi	ABEPR9526M	00009790	Non- Executive - Independent Director\$	02.07.2016	12.05.2018	22	3	5	2	
Mr.	Ninad Karpe	ACBPK0044R	00030971	Non- Executive - Independent Director\$	02.07.2016	11.05.2018	22	3	3	1	
Mr.	Gyan Prakash Joshi	ACCPJ6440A	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	Additional Director#	09.10.2017	-	11	1	0	0	
Mr.	Samresh Parida	AAAPP0051A	01853823	Additional Director#	19.05.2018	-	3	1	1	1	
Mr.	N Jambunathan	ACHPN9216G	05126421	Additional Director#	19.05.2018	-	3	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, Mr. Mahesh Kumar Jain, MD & CEO chairs the Meetings of Board of Directors and shareholders in terms of Article 143 & 154(4) of Articles of Association. Shri Mahesh Kumar Jain demitted office as MD & CEO of IDBI Bank w.e.f. June 21, 2018 on being appointed, by GOI, as Deputy Governor of RBI. Thereafter, Shri. B. Sriram, MD, SBI assumed charge as MD & CEO of IDBI Bank w.e.f. June 30, 2018 in terms of GOI letter dated June 20, 2018 read with June 29, 2018.
- # Mr. Bhuvanchandra B Joshi was appointed as Additional Director w.e.f. October 9, 2017; and Mr. Samaresh Parida & Mr. N Jambunathan were appointed as Additional Directors w.e.f. May 19, 2018 till next Annual General Meeting (AGM) of the Bank scheduled to be held on August 13, 2018. Proposals to appoint them as Independent Directors in the next AGM, have been included in the AGM Notice.
- @ In terms of GOI letter dated May 14, 2018, Shri Sudhir Shyam has been nominated as Government Director in place of Shri Praveen Garg.
- \$ Shri S. Ravi and Shri Ninad Karpe, Independent Directors, resigned from the Board of Directors of IDBI Bank w.e.f. May 12 & May 11, 2018 respectively.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category
1. Audit Committee	Shri Samaresh Parida - Chairman	Additional Director
	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 Bhuvanchandra B Joshi	Additional Director

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

*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	Additional Director
	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	Additional Director

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	Additional Director

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter - January -March 2018	Date(s) of Meeting (if any) in the relevant Quarter - April -June 2018	Maximum gap between any two consecutive meetings (in number of days)
15.01.18 31.01.18 16.02.18 21.03.18	26.04.18 07.05.18 25.05.18 22.06.18	35

IV. Meeting of Committees - Audit Committee

Date(s) of meeting of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No) (details)	Maximum gap between any two consecutive meetings (in number of days)
31.01.18 16.02.18 28.02.18 21.03.18	26.04.18 25.05.18 22.06.18	Yes (Total -6, Present -6) Yes (Total -6, Present -5) Yes (Total -6, Present -6)	35


V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
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 March 31, 2018 has been placed before Board of Directors at its meeting held on May 25, 2018.

Place: Mumbai
Date: July 7, 2018


Pawan Agrawal
Company Secretary

