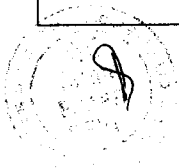


CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity - IDBI Bank Limited
2. Quarter ending - December 31, 2015

I. Composition of Board of Directors									
Title (Mr. / Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive/in dependent/Nominee) &	Date of Appointment in the current term /cessation		Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
				Date of Appointment	Date of cessation				
Mr.	Kishor Kharat	07266945	Executive - MD & CEO	14.08.2015	-	NA	1	0	0
Mr.	B.K.Batra	00015732	Executive - DMD	13.01.2012	-	NA	1	2	0
Ms.	Snehlata Shrivastava	06478173	Non- Executive Govt. Nominee	11.01.2013	-	NA	2	2	0
Mr.	S. Ravi	00009790	Non- Executive Independent Director	02.07.2012	01.07.2016	4 years	1	2	1
Mr.	Ninad Karpe	00030971	Non- Executive Independent Director	02.07.2012	01.07.2016	4 years	3	3	1
Mr.	Pankaj Vats	06712380	Non- Executive Independent Director	30.09.2013	29.09.2016	3 years	1	2	1
Mr.	Gyan Prakash Joshi	00603925	Non- Executive Independent Director	28.08.2015	30.09.2016	1 year 1 month	1	1	0

II. Composition of Committees		
Name of Committee	Name of Committee members	Category
1. Audit Committee	Shri S. Ravi - Chairman	Non- Executive - Independent
	Shri B.K.Batra	Executive - DMD
	Ms. Snehlata Shrivastava	Non- Executive - Govt. Nominee
	Shri Ninad Karpe	Non- Executive - Independent
	Shri Pankaj Vats	Non- Executive - Independent
	Shri Gyan Prakash Joshi	Non- Executive - Independent



2. Nomination & Remuneration Committee*		
Nomination Committee	Name of Committee members	Category
	Shri Ninad Karpe- Chairman	Non- Executive - Independent
	Shri S. Ravi	Non- Executive - Independent
	Shri Pankaj Vats	Non- Executive - Independent
Remuneration Committee	Name of Committee members	Category
	Ms. Snehlata Shrivastava - Chairperson	Non- Executive - Govt. Nominee
	Shri S. Ravi	Non- Executive - Independent
	Shri Ninad Karpe	Non- Executive - Independent
	Shri Pankaj Vats	Non- Executive - Independent

*In terms of Government 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 Listing Regulations.

3. Risk Management Committee	Name of Committee members	Category
	Shri S. Ravi - Chairman	Non- Executive - Independent
	Shri B.K.Batra	Executive - DMD
	Shri Ninad Karpe	Non- Executive - Independent
	Shri Gyan Prakash Joshi	Non- Executive - Independent

4. Stakeholders Relationship Committee'	Name of Committee members	Category
	Shri Pankaj Vats - Chairman	Non- Executive - Independent
	Shri B.K.Batra	Executive - DMD
	Shri S. Ravi	Non- Executive - Independent

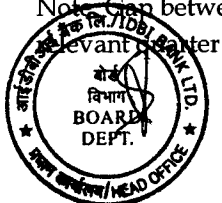
III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter - July-September 2015	Date(s) of Meeting (if any) in the relevant Quarter - October - December 2015	Maximum gap between any two consecutive (in number of days)
15.07.2015 12.08.2015 28.08.2015 30.09.2015	04.11.2015 16.12.2015	35 days

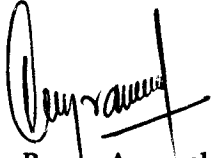
Note: Gap between two meetings s calculated on the basis of last meeting of previous quarter and first meeting of relevant quarter

IV. Meeting of Committees - Audit Committee

Date(s) of meeting of the committee in the previous	Date(s) of meeting of the committee in the relevant quarter	Maximum gap between any two consecutive meetings in number of days*	Whether requirement of Quorum met (details)
28.07.2015 12.08.2015 28.08.2015 30.09.2015	04.11.2015 24.11.2015 16.12.2015	35	Yes

Note: Gap between two meetings s calculated on the basis of last meeting of previous quarter and first meeting of relevant quarter



V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i> 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	Yes
Remarks: Whenever material RPT takes place, the compliance required will be made.	
VI. Affirmations	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. Yes</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 Yes</p> <p>a. Audit Committee</p> <p>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.</p> <p>c. Stakeholders relationship committee</p> <p>d. Risk management committee (applicable to the top 100 listed entities)</p> <p>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</p> <p>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</p> <p>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: NA</p>	
<p>Place: Mumbai Date: 07.01.16</p>	 Pawan Agrawal Company Secretary

