

1. Name of Listed Entity – Central Bank of India

ANNEXURE I

2. Quarter ending – 30<sup>th</sup> June 2023

I. Composition of Board of Directors

Title (Mr/Ms)	Name of the Director	PAN <sup>s</sup> & DIN (DIN is not applicable for our Bank)	Category (Chairperson/ Executive/ Non-Executive/ Independent / Nominee) <sup>s</sup>	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of Directorships in listed entities including this listed entity (in reference to Regulation 17A(1))	No. of Independent Directorships in listed entities including this listed entity (in reference to provision to Regulation 17A(1))	No. of memberships in Audit / Stakeholder Relationship Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Relationship Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	M V Rao	This column has been intentionally left blank. PAN of all directors were mentioned in the compliance report submitted to stock exchange	Managing Director & Chief Executive Officer	01.03.2021	---	---	---	03.07.1965	1	0	2	1
Mr	Vivek Wahi		Executive Director	10.03.2021	---	---	---	15.09.1965	1	0	1	0
Mr	Rajeev Puri		Executive Director	10.03.2021	---	30.06.2023	---	14.06.1963	1	0	1	0
Mr	M.V. Murali Krishna		Executive Director	01.12.2022	---	---	---	01.08.1967	1	0	1	0
Mr	Hardik M Sheth		Non-Executive Director	11.04.2022				19.05.1980	1	0	0	0



**I. Composition of Board of Directors**

Title (Mr/Ms)	Name of the Director	PAN <sup>s</sup> & DIN (DIN is not applicable for our Bank)	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) <sup>s</sup>	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of Directorships in listed entities including this listed entity (in reference to Regulation 17A(1))	No. of Independent Directorships in listed entities including this listed entity (in reference to provision to Regulation 17A(1))	No. of member-ships in Audit / Stakeholder Relationship Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chair-person in Audit/ Stakeholder Relationship Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	P. J. Thomas	This column has been intentionally left blank. PAN of all directors were mentioned in the compliance report submitted to stock exchange	Non-Executive Director	28.09.2020	---	---	-	02.01.1959	1	0	1	0
Mr.	Dinesh Pangtey		Non-Executive Independent Director	01.07.2021	---	---	24 months	27.02.1962	1	1	1	1
Mr.	Pradip. P Khimani		Non-Executive Independent Director	21.12.2021	---	---	18 months 11 days	26.02.1959	1	1	1	0
Mr.	Priavrat Sharma		Non-Executive Independent Director	08.05.2023	---	---	1 months 24 days	25.11.1970	1	1	2	1

Bank's Remarks  
 Central Bank of India is a Nationalized Bank constituted under Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970. The Bank is a public sector bank and Government of India is the promoter thereof. The composition of Board of Directors, ACB, NRC, RMC etc. is governed by the provisions of the said Act, RBI & MOF guidelines. All Directors except one Shareholder Director, on the Board of the Bank are appointed/ nominated by Government of India. The Bank has requested Government of India to appoint the Directors against the existing vacancies in the Board.

Whether Regular chairperson appointed  
 Non-Executive Chairman ceased to be the Director on 22.05.2021. Government of India, Ministry of Finance, Department of Financial Services is yet to appoint new chairman.

Whether Chairperson is related to managing director or CEO  
 No

Note : Government of India vide notification dated 21.09.2022 & 07.06.2022 appointed Shri M. V. Rao, MD & CEO of Bank as a Director on the Board of Exim Bank & United India Insurance company Limited.

PAN number of any director would not be displayed on the website of Stock Exchange

Category of directors 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					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) <sup>§</sup>	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	a) Shri Priavrat Sharma b) Shri Dinesh Pangtey c) Shri P. J. Thomas d) Shri Pradip P. Khimani	a) Chairperson - Non-Executive - Independent b) Chairperson - Non-Executive - Independent b) Non-Executive c) Non-Executive – Independent	08.05.2023 01.07.2021 28.09.2020 27.01.2022	08.05.2023*
2. Nomination and Remuneration Committee (Please see note below)	Yes	a) Shri Priavrat Sharma a) Shri Pradip P. Khimani b) Shri Dinesh Pangtey	a) Chairperson - Non-Executive – Independent b) Non-Executive – Independent c) Non-Executive – Independent	08.05.2023 27.01.2022 01.07.2021	
3. Risk Management Committee (if applicable)	Yes	a) Shri Pradip P Khimani b) Shri M V Rao c) Shri Vivek Wahi d) Shri Hardik M Sheth e) Shri Dinesh Pangtey	a)Chairperson - Non-Executive –Independent b) Executive (MD& CEO) c) Executive d) Non-Executive e) Non-Executive – Independent	27.01.2022 01.03.2021 08.05.2023 11.04.2022 01.07.2021	08.05.2023*
4. Stakeholders Relationship Committee	Yes	a) Shri Dinesh Pangtey b)Shri Pradip P Khimani c) Shri M V Rao  d) Shri Vivek Wahi e) Shri Rajeev Puri f) Shri M.V.Murali Krishna g) Shri Priavrat Sharma	a) Chairperson - Non-Executive-Independent b) Chairperson - Non-Executive-Independent c) Executive (Managing Director & Chief Executive Officer) d) Executive e) Executive f) Executive g) Non-Executive - Independent	08.05.2023 27.01.2022 01.03.2021  10.03.2021 10.03.2021 01.12.2022 08.05.2023	08.05.2023*   30.06.2023
<sup>§</sup> Category of Directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen *Ceased to be chairman/member of the Committee due to reconstitution.					

**Note:** Constitution and composition of committees are made as per the guidelines issued by Government of India and Reserve Bank of India. Appointment / nomination of Directors (except one post of shareholder director) on the board of the Bank is made by Government of India under Banking Companies (Acquisition and Transfer of Undertaking) Act 1970.



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 directors present*	Maximum gap between any two consecutive (in number of days)
18.01.2023 17.03.2023	29.04.2023 24.05.2023 30.06.2023	Yes Yes Yes	8 9 9	2 3 3	42 days in Relevant Quarter & 57 days in Previous Quarter

\*to be filled for the current quarter meetings

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*
<u>Audit Committee-</u> 29.04.2023 24.05.2023	Yes Yes	3 3	2 2	<u>Audit Committee-</u> 16.01.2023 18.01.2023 16.03.2023	<u>Audit Committee-</u> 43 days in Relevant Quarter & 56 days in Previous Quarter
<u>Stakeholders' Relationship Committee</u> 16.05.2023	Yes	6	2	<u>Stakeholders' Relationship Committee</u> 16.03.2023	60 days in Relevant Quarter & 118 days in Previous Quarter
<u>Risk Management Committee</u> 24.05.2023	Yes	4	2	16.03.2023	68 days in Relevant Quarter & 113 days in Previous Quarter

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

\*to be filled in only for the current quarter meetings





V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) <sup>refer note below</sup>
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA
<b>Note</b>	
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.	

VI. Affirmations	
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - <b>No</b> 2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee - <b>Yes</b> b. Nomination & Remuneration Committee - <b>Yes</b> c. Stakeholders' Relationship Committee - <b>Yes</b> d. Risk Management Committee (as applicable) - <b>Yes</b> 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 the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. 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: <b>Compliance Report on Corporate Governance for the previous quarter ended 31<sup>th</sup> March 2023 was placed before the Board of Directors at their meeting held on 24<sup>th</sup> May, 2023. This report will be submitted in the next meeting of the Board of Directors.</b>	
<b>NOTE:</b>	
Constitution of Board of Directors, Audit Committee/ other Committees, Remuneration of Directors, Board procedures / Related Party Transactions/ Whistle Blower/ Management and compliance in respect of our Bank are governed under the provisions of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, Banking Regulation Act, 1949, Nationalised Banks (Management and Miscellaneous Provisions) Scheme 1970 and RBI Directives /GOI Guidelines / ICAI-Accounting Standards in this regard.	

 <b>BRIJ KISHOR PATWARI</b> Senior Manager		 <b>CHANDRAKANT BHAGWAT</b> Asst. General Manager/Company Secretary
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