



Indian Overseas Bank

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

ANNEXURE I

1. Name of Listed Entity – INDIAN OVERSEAS BANK

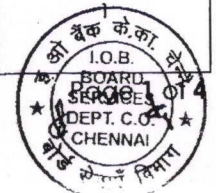
2. Quarter ending – 31.03.2025

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN \$ & DIN	Category (Chairperson / Executive/ Non-Executive / independent / Nominee) &	Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity	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)
Mr.	Srinivasan Sridhar	AHHPS9245F 07240718	Non-Executive Chairman & Part Time Non-Official Director	21.02.2024		20.02.2027		03.05.1960	4	4 #	4 @	Nil
Mr.	Ajay Kumar Srivastava	AAUPS2576B 08946309	Whole time Director/ MD&CEO	01.01.2023		31.12.2025		15.10.1967	1	-	-	Nil
Mr.	Joydeep Dutta Roy	ACNPD5215F 8055872	Whole time Director/ Executive Director	30.01.2024 20.10.2024 ^		19.10.2025		01.07.1972	-	-	-	-
Mr.	Dhanaraj T	AJTPD7175R	Whole time Director/ Executive Director	10.03.2024		09.03.2027		20.05.1970	-	-	-	-
Ms.	Neelam Agrawal	AMSPA6314P	Nominee (Govt. Nominee Director)	05.08.2024		Until Further Orders		07.11.1979	-	-	-	-
Ms.	Sonali Sen Gupta	AISPS1496C	Nominee (RBI Nominee Director)	14.07.2023		Until Further Orders		04.09.1968	1	-	1	-
Mr.	Sanjaya Rastogi	ABTPR1949P	Non-Executive / Share holder Director	03.12.2022					1	1	1	-

कृते इण्डियन ओवरसीज़ बैंक
For Indian Overseas Bank

राम मोहन के / Ram Mohan K
अनुपालन अधिकारी / Compliance Officer
ए सी एस नं / ACS No.70766



Indian Overseas Bank

Whether Regular Chairperson appointed - Yes
 Whether Chairperson is related to managing director or CEO - No
 § 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.

^ The term of office of Shri Joydeep Dutta Roy, Executive Director was extended for a period of 1 year beyond 20.10.2024 and until further orders whichever is earlier.

Listed companies in which Shri Srinivasan Sridhar is Independent Director are: (i) Oracle Financial Services Software Ltd, (ii) Nirlon Ltd, (iii) Graphite India Ltd, (iv) Indian Overseas Bank
 Non-Listed Companies in which Shri Srinivasan Sridhar Holds Substantial Interest include (i) M/s Vivriti Capital Ltd (ii) Oliver Wyman. Shri Srinivasan Sridhar is also on the Board of Finca, Azerbaijan

@ Shri Srinivasan Sridhar is member of ACB in Graphite India Ltd, member of ACB & SRC in Nirlon Ltd and member of ACB in Oracle Financial Services Software Ltd.

Name of Committee	II. Composition of Committees				
	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/Independent/ Nominee) §	Date of Appointment	Date of Cessation
1. Audit Committee	No ##	Nil	Nil	Nil	Nil
2. Nomination & Remuneration Committee (NRC)	Yes	1. Shri Sanjaya Rastogi 2. Shri Srinivasan Sridhar 3. Ms Neelam Agrawal	Chairman – Share holder Director Part time Non-Official Director Government of India Nominee Director	03.12.2022 21.02.2024 05.08.2024	02.12.2025 20.02.2027 Until further orders
4. Risk Management Committee	No ##	Nil	Nil	Nil	Nil
5. Stakeholders Relationship Committee	Yes	1. Shri Sanjaya Rastogi 2. Shri Joydeep Dutta Roy 3. Shri Dhanaraj T	Chairman- Shareholder Director Executive Director Executive Director	03.12.2022 31.01.2024 10.03.2024	02.12.2025 20.10.2024 09.03.2027

§ 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

##ACB & RMCB have been reconstituted on 22.04.2025 after renomination of 3 Independent Directors on 11.04.2025.

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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* (Yes / No)	Number of Directors Present*	Number of independent directors' present*	Maximum gap between any two consecutive (in number of days)
17.10.2024	20.01.2025	Yes	7	7	28 days
06.11.2024	18.02.2025	Yes	7	7	
30.11.2024	19.03.2025	Yes	7	7	

* To be filled in only 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* (Yes / No)	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 OF THE BOARD NIL	NA Placed Directly to Board under special provisions contained in para 14A of Nationalised Banks (Management & Miscellaneous Provisions) Amendment Scheme,2021	-	-	17.10.2024 05.11.2024	-
NOMINATION & REMUNERATION COMMITTEE 27.03.2025	Yes	3	2	(Not convened during the previous quarter)	-
RISK MANAGEMENT COMMITTEE NIL	NA Placed Directly to Board under special provisions contained in para 14A of Nationalised Banks (Management & Miscellaneous Provisions) Amendment Scheme,2021	-	-	17.12.2024	-
STAKEHOLDERS RELATIONSHIP COMMITTEE 17.02.2025	Yes	3	2	06.11.2024	102

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

** to be filled in only for current quarter meetings

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V. RELATED PARTY TRANSACTIONS	
SUBJECT	Compliance Status (Yes/No/NA) refer note below
Whether prior approval of Audit Committee obtained	NA
Whether shareholder approval obtained for material RPT	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	
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 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.	

VI. Affirmations
<ol style="list-style-type: none">The composition of Board of Directors is in terms of The Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970The composition of the following committees is in terms of RBI / GOI guidelines.<ol style="list-style-type: none">Nomination & Remuneration CommitteeAudit Committee of the BoardRisk Management Committee of the BoardStakeholder Relationship CommitteeThe committee members have been made aware of their powers, role and responsibilities in terms of the relevant guidelines / regulations, as may be applicable.The meetings of the Board of Directors and the above Committees have been conducted in the manner as specified in the relevant Statutes / Scheme / RBI / MOF Guidelines, as may be applicable.The Bank has placed the previous Quarter Report before the Board and Board has noted the same.

FOR ONWARD SUBMISSION TO STOCK EXCHANGE BY INVESTOR RELATION CELL

(PRANAY KUMAR)
ASSISTANT GENERAL MANAGER
& BOARD SECRETARY

Date: 24.04.2025

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