



## Indian Overseas Bank

### QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

### ANNEXURE I

#### 1. Name of Listed Entity – INDIAN OVERSEAS BANK

#### 2. Quarter ending – 30.6.2026

#### I. Composition of Board of Directors

| Title<br>(Mr. /<br>Ms) | Name of the<br>Director  | PAN \$ & DIN           | Category<br>(Chairperson<br>/<br>Executive/<br>Non-<br>Executive /<br>Independent<br>/<br>Nominee)<br>& | Date of<br>Appoint<br>ment    | Date of<br>Re-<br>appoint<br>ment | Date of<br>Cessation    | Tenure* | Date of<br>Birth | No of<br>Directorship in<br>listed entities<br>including this<br>listed entity<br>[in reference to<br>Regulation<br>17A(1)] | No of<br>Indepen<br>dent<br>Director<br>ship in<br>listed<br>entities<br>including<br>this listed<br>entity | Number of<br>memberships<br>in Audit/<br>Stakeholder<br>Committee(s<br>) including<br>this listed<br>entity (Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | No of post of<br>Chairperson.in<br>Audit/ Stakeholder<br>Committee held in<br>listed entities<br>including this listed<br>entity.<br>(Refer Regulation<br>26(1) of Listing<br>Regulations) |
|------------------------|--------------------------|------------------------|---------------------------------------------------------------------------------------------------------|-------------------------------|-----------------------------------|-------------------------|---------|------------------|-----------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Mr.                    | Srinivasan Sridhar       | AHHPS9245F<br>07240718 | Non-<br>Executive<br>Chairman<br>& Part Time<br>Non-<br>Official<br>Director                            | 21.02.2024                    |                                   | 20.02.2027              |         | 03.05.1960       | 2                                                                                                                           | 2 #                                                                                                         | 1 @                                                                                                                                                                     | 1 @                                                                                                                                                                                        |
| Mr.                    | Ajay Kumar<br>Srivastava | AAUPS2576B<br>08946309 | Whole time<br>Director/<br>MD&CEO                                                                       | 01.01.2023                    |                                   | 08.10.2027              |         | 15.10.1967       | 1                                                                                                                           | -                                                                                                           | -                                                                                                                                                                       | Nil                                                                                                                                                                                        |
| Mr.                    | Joydeep Dutta<br>Roy     | ACNPD5215F<br>8055872  | Whole time<br>Director/<br>Executive<br>Director                                                        | 30.01.2024<br>20.10.2025<br>^ |                                   | 19.10.2028              |         | 01.07.1972       | 1                                                                                                                           | -                                                                                                           | 1                                                                                                                                                                       | -                                                                                                                                                                                          |
| Mr.                    | Dhanaraj T               | AJTPD7175R             | Whole time<br>Director/<br>Executive<br>Director                                                        | 10.03.2024                    |                                   | 09.03.2027              |         | 20.05.1970       | 1                                                                                                                           | -                                                                                                           | 1                                                                                                                                                                       | -                                                                                                                                                                                          |
| Ms.                    | Neelam Agrawal           | AMSPA6314P             | Nominee<br>(Govt.<br>Nominee<br>Director)                                                               | 05.08.2024                    |                                   | Until Further<br>Orders |         | 07.11.1979       | 1                                                                                                                           | -                                                                                                           | -                                                                                                                                                                       | -                                                                                                                                                                                          |
| Mr.                    | Thomas Mathew            | ACGPM4855M             | Nominee<br>(RBI<br>Nominee<br>Director)                                                                 | 03.03.2026                    |                                   | Until Further<br>Orders |         | 13.11.1965       | 1                                                                                                                           | -                                                                                                           | -                                                                                                                                                                       | -                                                                                                                                                                                          |





## Indian Overseas Bank

|     |                     |            |                                       |            |  |            |  |            |   |   |   |   |
|-----|---------------------|------------|---------------------------------------|------------|--|------------|--|------------|---|---|---|---|
| Mr. | G Venkataramanan    | AACPV2595D | Non-Executive / Share holder Director | 03.12.2025 |  | 02.12.2028 |  | 24.07.1965 | 1 | 1 | 1 | - |
| Mr  | Suresh Kumar Rungta | AEPPR8622E | Part time Non-official Director       | 11.04.2025 |  | 10.04.2026 |  | 07.07.1956 | 1 | 1 | 1 | - |
| Mr  | B Chandra Reddy     | ABMPB8181E | Part time Non-official Director       | 11.04.2025 |  | 10.04.2026 |  | 14.04.1958 | 1 | 1 | 1 | i |
| Mr  | Deepak Sharma       | AWOPS0225R | Part time Non-official Director       | 11.04.2025 |  | 10.04.2026 |  | 31.07.1976 | 1 | 1 | 2 | - |

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 3 years beyond 20.10.2025 and until further orders whichever is earlier.

# Listed companies in which Shri Srinivasan Sridhar is Independent Director are: (i) Graphite India Ltd, (ii) Indian Overseas Bank,

@ Shri Srinivasan Sridhar is member & Chairman of ACB in Graphite India Ltd.

| II. Composition of Committees                |                                       |                             |                                                                         |                     |                   |
|----------------------------------------------|---------------------------------------|-----------------------------|-------------------------------------------------------------------------|---------------------|-------------------|
| Name of Committee                            | 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                                    | 1. Shri B Chandra Reddy     | Chairman of the Committee- Part Time Non-Official Director              | 22.04.2025          | 10.04.2026        |
|                                              |                                       | 2. Shri Thomas Mathew       | RBI Nominee Director                                                    | 03.03.2026          | -                 |
|                                              |                                       | 3. Shri G Venkataramanan    | Share Holder Director                                                   | 03.12.2025          | -                 |
|                                              |                                       | 4. Shri Deepak Sharma       | Part time Non-Official Director                                         | 22.04.2025          | 10.04.2026        |
| 2. Nomination & Remuneration Committee (NRC) | No                                    | 1. Shri Deepak Sharma       | Chairman of the Committee- Part Time Non-Official Director              | 22.04.2025          | 10.04.2026        |
|                                              |                                       | 2. Shri Suresh Kumar Rungta | Part time Non-Official Director                                         | 22.04.2025          | 10.04.2026        |
|                                              |                                       | 3. Shri B Chandra Reddy     | Part time Non-Official Director                                         | 22.04.2025          | 10.04.2026        |
|                                              |                                       | 4. Shri Srinivasan Sridhar  | Non-Executive Chariman                                                  | 29.11.2025          |                   |





## Indian Overseas Bank

|                                        |     |                               |                                                            |            |            |
|----------------------------------------|-----|-------------------------------|------------------------------------------------------------|------------|------------|
| 3. Risk Management Committee           | Yes | 1. Shri Venkataramanan G      | Chairman of the committee - Shareholder Director           | 29.04.2026 | -          |
|                                        |     | 2. Shri Srinivasan Sridhar    | Non-Executive Chairman and Part Time Non-Official Director | 21.02.2024 | -          |
|                                        |     | 3. Shri Ajay Kumar Srivastava | Managing Director & Chief Executive Officer                | 01.01.2023 | -          |
|                                        |     | 4. Shri Joydeep Dutta Roy     | Executive Director                                         | 31.01.2024 | 28.04.2026 |
|                                        |     | 5. Shri T Dhanaraj            | Executive Director                                         | 11.03.2024 | 28.04.2026 |
|                                        |     | 6. Shri Suresh Kumar Rungta   | Part Time Non-Official Director                            | 21.04.2025 | 10.04.2026 |
|                                        |     | 7. Shri Deepak Sharma         | Part Time Non-Official Director                            | 21.04.2025 | 10.04.2026 |
|                                        |     | 8. Shri B Chandra Reddy       | Part Time Non-Official Director                            | 21.04.2025 | 10.04.2026 |
| 4. Stakeholders Relationship Committee | Yes | 1. Shri Srinivasan Sridhar    | Chairman of Committee - Part Time Non-Official Director    | 29.04.2026 | -          |
|                                        |     | 2. Shri Joydeep Dutta Roy     | Executive Director                                         | 31.01.2024 | -          |
|                                        |     | 3. Shri Dhanaraj T            | Executive Director                                         | 10.03.2024 | -          |
|                                        |     | 4. Shri Venkataramanan G      | Share holder Director                                      | 03.12.2025 | -          |
|                                        |     | 5. Shri Suresh Kumar Rungta   | Part time Non-Official Director                            | 21.04.2025 | 10.04.2026 |
|                                        |     | 6. Shri Deepak Sharma         | Part Time Non-Official Director                            | 21.04.2025 | 10.04.2026 |

\$ 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

### 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 consecutives (in number of days) |
|-----------------------------------------------------|-----------------------------------------------------|-----------------------------------------------|------------------------------|-------------------------------------------|--------------------------------------------------------------|
| 14.01.2026                                          | 29.04.2026                                          | Yes                                           | 7                            | 1                                         | 22 days                                                      |
| 27.02.2026                                          | 29.04.2026                                          | Yes                                           | 7                            | 1                                         |                                                              |
| 25.03.2026                                          | 21.05.2026                                          | Yes                                           | 7                            | 1                                         |                                                              |
|                                                     | 24.06.2026                                          | Yes                                           | 6                            | 1                                         |                                                              |

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





## Indian Overseas Bank

| 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<br>08.04.2026                                                                                         | Yes                                           | 4                            | 3                                         | 13.01.2026<br>14.01.2026                                    | -                                                                   |
| NOMINATION & REMUNERATION COMMITTEE<br>08.04.2026                                                                                  | Yes                                           | 4                            | 4                                         | -                                                           | -                                                                   |
| RISK MANAGEMENT COMMITTEE<br>08.04.2026                                                                                            | Yes                                           | 7                            | 4                                         | 28.01.2026<br>25.03.2026                                    | -                                                                   |
| STAKEHOLDERS RELATIONSHIP COMMITTEE<br>21.05.2026                                                                                  | Yes                                           | 4                            | 1                                         | 25.03.2026                                                  | -                                                                   |
| * 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                                                                               |                                               |                              |                                           |                                                             |                                                                     |

| 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.<br>2. If status is "No" details of non-compliance may be given here. |                                                |





## Indian Overseas Bank

### VI. Affirmations

1. The composition of Board of Directors is in terms of The Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970
2. The composition of the following committees is in terms of RBI / GOI guidelines.
  - a. Nomination & Remuneration Committee
  - b. Risk Management Committee of the Board
  - c. Stakeholder Relationship Committee
3. The committee members have been made aware of their powers, role and responsibilities in terms of the relevant guidelines / regulations, as may be applicable.
4. 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.
5. 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)  
DEPUTY GENERAL MANAGER  
& BOARD SECRETARY

Date: 23.07.2026

