



Indian Overseas Bank

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

ANNEXURE I

1. Name of Listed Entity – INDIAN OVERSEAS BANK

2. Quarter ending – 31.03.2026

1. Composition of Board of Directors

| Title (Mr. / Ms) | Name of the Director | PAN \$ & DIN | Category (Chairperson / Executive/ Non- Executive / independent / Nominee) & | Date of Appoint ment | Date of Re- appoint ment | 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 Indepen dent Director ship 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 | AHHP59245F 07240718 | Non- Executive Chairman & Part Time Non- Official Director | 21.02.2024 | | 20.02.2027 | | 03.05.1960 | 2 | 2 # | 1 @ | 1 @ |
| Mr. | Ajay Kumar Srivastava | AAUPS2576B 08946309 | Whole time Director/ MD&CEO | 01.01.2023 | | 08.10.2027 | | 15.10.1967 | 1 | - | - | Nil |
| Mr. | Joydeep Dutta Roy | ACNPD5215F 8055872 | Whole time Director/ Executive Director | 30.01.2024 20.10.2025 ^ | | 19.10.2028 | | 01.07.1972 | 1 | - | 1 | - |
| Mr. | Dhanaraj T | AJTPD7175R | Whole time Director/ Executive Director | 10.03.2024 | | 09.03.2027 | | 20.05.1970 | 1 | - | 1 | - |
| Ms. | Neelam Agrawal | AMSPA6314P | Nominee (Govt. Nominee Director) | 05.08.2024 | | Until Further Orders | | 07.11.1979 | 1 | - | - | - |
| Ms. | Sonali Sen Gupta | AISPS1496C | Nominee (RBI Nominee Director) | 14.07.2023 | | 03.03.2026 | | 04.09.1968 | 1 | - | 1 | - |
| Mr. | Thomas Mathew | ACGPM4855M | Nominee (RBI Nominee Director) | 03.03.2026 | | Until Further Orders | | 13.11.1965 | 1 | - | 1 | - |





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|-----|---------------------|------------|---------------------------------------|------------|------------|------------|---|---|---|---|
| Mr. | G Venkataramanan | AACP2595D | Non-Executive / Share holder Director | 03.12.2025 | 02.12.2028 | 24.07.1965 | 1 | 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 | ABMP88181E | Part time Non-official Director | 11.04.2025 | 10.04.2026 | 14.04.1958 | 1 | 1 | 1 | 1 |
| 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

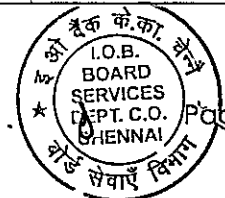
* to be filled only for Independent Director. Tenure would mean total period from which independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

^ 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 | Yes | 1. Shri B Chandra Reddy | Chairman of the Committee- Part Time Non-Official Director | 22.04.2025 | 10.04.2026 |
| | | 2. Ms Sonali Sen Gupta | RBI Nominee Director | 14.07.2023 | 03.03.2026 |
| | | 3. Shri Thomas Mathew | RBI Nominee Director | 03.03.2026 | Until further orders |
| | | 4. Shri Deepak Sharma | Part time Non-Official Director | 22.04.2025 | 10.04.2026 |
| | | 5. Shri G Venkataramanan | Share Holder Director | 03.12.2025 | Until further orders |
| 2. Nomination & Remuneration Committee (NRC) | Yes | 1. Shri Deepak Sharma | Chairman of the committee – Part time Non-Official Director | 22.04.2025 | 10.04.2026 |
| | | 2. Shri Srinivasan Sridhar | Part time Non-Official Director | 03.12.2025 | Until further orders |
| | | 3. Shri Suresh Kumar Rungta | Part time Non-Official Director | 22.04.2025 | 10.04.2026 |
| | | 4. Shri B Chandra Reddy | Part time Non-Official Director | 22.04.2025 | 10.04.2026 |





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|--|-----|-------------------------------|--|------------|----------------------|
| 4. Risk Management Committee | Yes | 1. Shri Suresh Kumar Rungta | Chairman of Committee - Part Time Non-Official Director | 22.04.2025 | 10.04.2026 |
| | | 2. Shri Srinivasan Sridhar | Non-Executive Chairman and Part Time Non-Official Director | 21.02.2024 | Until further orders |
| | | 3. Shri Ajay Kumar Srivastava | Managing Director & Chief Executive Officer | 01.01.2023 | Until further orders |
| | | 4. Shri Joydeep Dutta Roy | Executive Director | 31.01.2024 | Until further orders |
| | | 5. Shri Dhanaraj T | Executive Director | 10.03.2024 | Until further orders |
| | | 6. Shri Deepak Sharma | Part time Non-Official Director | 22.04.2025 | 10.04.2026 |
| | | 7. Shri B Chandra Reddy | Part time Non-Official Director | 22.04.2025 | 10.04.2026 |
| 5. Stakeholders Relationship Committee | Yes | 1. Shri G Venkataraman | Chairman of the committee - Shareholder Director | 03.12.2025 | Until further orders |
| | | 2. Shri Joydeep Dutta Roy | Executive Director | 31.01.2024 | Until further orders |
| | | 3. Shri Dhanaraj T | Executive Director | 10.03.2024 | Until further orders |
| | | 4. Shri Suresh Kumar Rungta | Part time Non-Official Director | 22.04.2025 | 10.04.2026 |
| | | 5. Shri Deepak Sharma | Part time Non-Official Director | 22.04.2025 | 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) |
|---|---|---|------------------------------|---|--|
| 15.10.2025 | 14.01.2026 | Yes | 10 | 5 | 53 days |
| 16.10.2025 | 27.02.2026 | Yes | 10 | 5 | |
| 28.11.2025 | 25.03.2026 | Yes | 8 | 5 | |
| 29.11.2025 | | Yes | | | |

* To be filled in only for the current quarter meetings

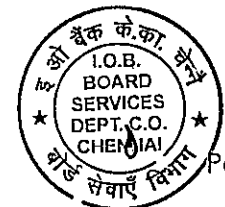




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| IV. Meeting of Committees | | | | | |
|--|---|------------------------------|---|---|---|
| Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met* (Yes / No) | Number of Directors Present* | Number of independent 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 13.01.2026 14.01.2026 | Yes Yes | 4 4 | 3 3 | 15.10.2025 16.10.2025 | 90 Days |
| NOMINATION & REMUNERATION COMMITTEE NIL | N/A | - | - | 05.11.2025 | - |
| RISK MANAGEMENT COMMITTEE 28.01.2026 25.03.2026 | Yes | 7 7 | 4 4 | 21.11.2025 23.12.2025 | 55 Days |
| STAKEHOLDERS RELATIONSHIP COMMITTEE 25.03.2026 | Yes | 5 | 3 | 21.11.2025 | 123 Days |
| * 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. 2. If status is "No" details of non-compliance may be given here. | |





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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. Audit Committee of the Board
 - c. Risk Management Committee of the Board
 - d. 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: 15.04.2026

