



Indian Overseas Bank

ANNEXURE I

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity – INDIAN OVERSEAS BANK

2. Quarter ending – 30.09.2025

1. 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	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		31.12.2025		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	-	-	-	-
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		02.12.2025		18.01.1963	1	1	1	1

For Indian Overseas Bank
 राम मोहन के / Ram Mohan K
 अनुपालन अधिकारी / Compliance Officer
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Mr	Suresh Kumar Rungta	AEPPR8622E	Part time Non-official Director	11.04.2025		10.04.2026		07.07.1956	1	1	2	-
Mr	B Chandra Reddy	ABMPB8181E	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, 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 member & Chairman of ACB in Graphite India Ltd.

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

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 2. Ms Sonali Sen Gupta 3. Shri Suresh Kumar Rungta 4. Shri Deepak Sharma	Chairman- Part Time Non-Official Director RBI Nominee Director Part time Non-Official Director Part time Non-Official Director	11.04.2025 14.07.2023 11.04.2025 11.04.2025	10.04.2026 Until further orders 10.04.2026 10.04.2026
2. Nomination & Remuneration Committee (NRC)	Yes	1. Shri Deepak Sharma 2. Shri Suresh Kumar Rungta 3. Shri B Chandra Reddy	Chairman - Part time Non-Official Director Part time Non-Official Director Part time Non-Official Director	11.04.2025 11.04.2025 11.04.2025	10.04.2026 10.04.2026 10.04.2026

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4. Risk Management Committee	Yes	1. Shri Suresh Kumar Rungta 2. Shri Srinivasan Sridhar	Chairman- Part Time Non-Official Director Non-Executive Chairman and Part Time Non-Official Director	11.04.2025 21.02.2024	10.04.2026 20.02.2027
		3. Shri Ajay Kumar Srivastava 4. Shri Joydeep Dutta Roy 5. Shri Dhanaraj T 6. Shri Deepak Sharma 7. Shri B Chandra Reddy	Managing Director & Chief Executive Officer Executive Director Executive Director Part time Non-Official Director Part time Non-Official Director	01.01.2023 31.01.2024 10.03.2024 11.04.2025 11.04.2025	31.12.2025 19.10.2028 09.03.2027 10.04.2026 10.04.2026
5. Stakeholders Relationship Committee	Yes	1. Shri Sanjaya Rastogi 2. Shri Joydeep Dutta Roy 3. Shri Dhanaraj T 4. Shri Suresh Kumar Rungta 5. Shri Deepak Sharma	Chairman- Shareholder Director Executive Director Executive Director Part time Non-Official Director Part time Non-Official Director	03.12.2022 31.01.2024 10.03.2024 11.04.2025 11.04.2025	02.12.2025 19.10.2028 09.03.2027 10.04.2025 10.04.2025

§ 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)
02.05.2025	05.07.2025	Yes	10	5	33 days
24.05.2025	05.07.2025 §	Yes	10	5	
	17.07.2025	Yes	10	5	
	18.07.2025	Yes	10	5	
	22.08.2025	Yes	10	5	

* To be filled in only for the current quarter meetings
§ Strategy Board Meeting

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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 17.07.2025 18.07.2025	Yes Yes	4 4	3 3	02.05.2025	66 Days
NOMINATION & REMUNERATION COMMITTEE Nil	N/A	-	-	Nil	-
RISK MANAGEMENT COMMITTEE 21.08.2025	Yes	7	4	20.06.2025	60 Days
STAKEHOLDERS RELATIONSHIP COMMITTEE 21.08.2025	Yes	5	3	24.05.2025	58 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)
ASSISTANT GENERAL MANAGER
& BOARD SECRETARY



Date: 24.10.2025

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