

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity - **The Federal Bank Limited**
2. Quarter ended - **31-Dec-2020**

i. Composition Of Board Of Director

Titl e (Mr./Ms)	Name of the Director	DIN	Cate gory (Chairpers on /Executive /Non - Executive / Independent/ Nominee)	S u b C at e g o r y	Initial Date of Appointment	Date of Appo intm ent	Date of cessat ion	Ten ure	Date of Birth	Whethe r special resoluti on passed?	Date of passin g specia l resolu tion	No. of Directo rship in listed entities includi ng this listed entity	No of Inde pendent Directo rship in listed entities includi ng this listed entity	No of member ships in Audit/ Stakehol der Commit tee(s) includi ng this listed entity	No of post of Chairpers on in Audit/ Stakehol der Committ ee held in listed entities including this listed entity	Membershi p in Committee s of the Company	Rem arks
Ms.	GRACE E KOSHIE	06765216	C & NED		17-Jul-2014	17-Jul-2020		77	14-Dec-1952	NA		3	2	2	1	RMC, NRC	
Mr.	C BALAGOPAL	00430938	ID		11-Aug-2016	11-Aug-2019		52	02-Oct-1952	NA		1	1	1	0	SC, NRC	
Mr.	A P HOTA	02593219	ID		10-Aug-2018	10-Aug-2018		28	04-Aug-1956	NA		1	1	5	1	AC, SC, NRC	
Mr.	K BALAKRIS	000340	ID		25-Sep-2018	25-Sep-		27	26-Dec-	NA		1	1	1	0		

	HNAN	31				2018			1958								
Mr.	SIDDHART HA SENGUPT A	084 676 48	ID		13-Jun- 2019	13- Jun- 2019		18	04-Jan- 1959	NA		2	2	5	1	RMC	
Mr.	MANOJ FADNIS	010 870 55	ID		13-Jun- 2019	13- Jun- 2019		18	16-Jul- 1962	NA		3	3	6	5	AC	
Mr.	SUDARSH AN SEN	035 700 51	ID		11-Feb- 2020	11- Feb- 2020		10	21-Jan- 1959	NA		2	2	1	0	AC, RC	
Ms.	VARSHA PURANDA RE	052 880 76	ID		08-Sep- 2020	08- Sep- 2020		4	07- Dec- 1958	NA		3	3	6	2		
Mr.	SHYAM SRINIVASA N	022 747 73	ED	C E O - M D	23-Sep- 2010	23- Sep- 2020		123	02-Feb- 1962	NA		1	0	1	0	SC, RC	
Mr.	ASHUTOS H KHAJURIA	051 549 75	ED		28-Jan- 2016	28- Jan- 2020		59	13-Jul- 1960	NA		1	0	2	0	SC, RC	
Ms.	SHALINI WARRIER	082 575 26	ED		15-Jan- 2020	15- Jan- 2020		11	07-Jun- 1966	NA		1	0	2	0	AC	

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. **Composition of Committees**

a. **Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	MANOJ FADNIS	ID	Chairperson	24-Jun-2019	
2	A P HOTA	ID	Member	23-Feb-2018	
3	SUDARSHAN SEN	ID	Member	08-Sep-2020	
4	SHALINI WARRIER	ED	Member	08-Sep-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	A P HOTA	ID	Chairperson	30-Dec-2019	
2	C BALAGOPAL	ID	Member	18-Jul-2015	
3	SHYAM SRINIVASAN	ED	Member	29-Oct-2010	
4	ASHUTOSH KHAJURIA	ED	Member	10-Mar-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. **Risk Management Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	SUDARSHAN SEN	ID	Chairperson	30-Apr-2020	
2	GRACE E KOSHIE	C & NED	Member	08-Sep-2020	
3	SIDDHARTHA SENGUPTA	ID	Member	24-Jun-2019	

4	SHYAM SRINIVASAN	ED	Member	29-Oct-2010	
5	ASHUTOSH KHAJURIA	ED	Member	28-Feb-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	C BALAGOPAL	ID	Chairperson	08-Sep-2019	
2	GRACE E KOSHIE	C & NED	Member	23-Feb-2018	
3	A P HOTA	ID	Member	21-Jul-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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
08-Jul-2020	16-Oct-2020	Yes	10	6
15-Jul-2020	30-Nov-2020	Yes	9	5
08-Sep-2020	19-Dec-2020	Yes	9	6
24-Sep-2020		Yes	11	7

Company Remarks	
Maximum gap between any two consecutive (in number of days)	44

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	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
Audit Committee	15-Jul-2020		Yes		
Audit Committee	05-Aug-2020		Yes	3	2
Audit Committee	21-Aug-2020		Yes	3	2
Audit Committee		12-Oct-2020	Yes	3	2
Audit Committee		16-Oct-2020	Yes	3	2
Audit Committee		24-Nov-2020	Yes	4	3
Risk Management Committee	19-Aug-2020		Yes	5	3
Risk Management Committee	25-Aug-2020		Yes	5	3
Risk Management Committee		11-Nov-2020	Yes	5	2

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	51

v. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **Samir P Rajdev**
Designation : **Company Secretary & Compliance Officer**