

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31 March 2020

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

-
- | | | |
|-------|---|---|
| (i) | CIN | : L65191KL1929PLC001017 |
| (ii) | Registration Date | : 25/01/1929 |
| (iii) | Name of the Company | : The South Indian Bank
Limited |
| (iv) | Category/Sub Category of the Company | : Company Limited by Shares /
Non Govt Company |
| (v) | Address of the Registered office and contact details | : The South India Bank Ltd.
SIB House, T.B Road
Mission Quarters
Thrissur 680 001 Kerala, India
Email-HO2006@SIB.CO.IN
Ph No-0487-2420020 |
| (vi) | Whether Listed Company | : Yes |
| (vii) | Name Address and Contact Details of Registrar and
Transfer Agent, If any | : M/s BTS Consultancy Services
Pvt. Ltd.
MS Complex, 1st Floor, No. 8,
Sastri Nagar, Near 200 Feet
Road/RTO Kolathur, Kolathur,
Chennai 600099. Tel: 044-
25565121, FAX:044-25565131

Email:ramesh@btsindia.co.in/
helpdesk@btsindia.co.in |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover
of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Banking Services	64191	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
1	NIL				

i) Category-wise Share Holding

[illegible]

Total shareholdin g of Promoter (A) = (A)(1)+(A)(2)	0	0	0	0	0	0	0	0	0
B. Public Shareholding									
1.Institutions									
a) Mutual Funds	160802909	0	160802909	8.89	64062568	0	64062568	3.54	-5.35
b) Banks / FI	12526314	0	12526314	0.69	8528992	0	8528992	0.47	-0.22
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	62465445	0	62465445	3.45	58319232	0	58319232	3.22	-0.23

i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	547756673	61974516	609731189	33.69	686238200	58257586	744495786	41.14	7.45
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	208758394	4207391	212965785	11.77	255300608	4307391	259607999	14.35	2.58
c) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
Trust	43192	0	43192	0.00	47792	0	47792	0.00	0.00
Clearing member	12141095	0	12141095	0.67	9772254	0	9772254	0.54	-0.13
HUF	24893376	366	24893742	1.38	29491389	466	29491855	1.63	0.25
Directors & their relatives	1685350	480696	2166046	0.12	1717654	480696	2198350	0.12	0.00

Escrow Account	0	0	0		0	0	0	0.00	0.00
Non Resident Indians	145922901	10089327	156012228	8.62	163222487	9273033	172495520	9.53	0.91
ESOS	0	0	0		0	0	0	0.00	0.00
Foreign Nationals	262100	0	262100	0.01	262100	0	262100	0.01	0.00
Foreign Portfolio Investor (corporate)	436621233	0	436621233	24.13	345673973	0	345673973	19.10	-5.03
Foreign Portfolio Investor (INDV)	136548	0	136548	0.01	136548	0	136548	0.01	0.00
Alternate Investment Funds	9033193	0	9033193	0.50	1128700	0	1128700	0.06	-0.44
IEPF Authority	6753444	0	6753444	0.37	7603649	0	7603649	0.42	0.05
QIB	0	0	0	0.00	4012880	0	4012880	0.22	

Sub-total (B)(2):-	1494271592	79615891	1573887483	86.97	1603699672	75111687	1678811359	92.77	5.57
Total Public Shareholding (B)=(B)(1)+ (B)(2)	1730066260	79615891	1809682151	100.00	1734610464	75111687	1809722151	100.00	-0.22
C. Shares held by Custodian for GDRs & ADRs	0	0	0		0	0	0	0	0.00
Grand Total (A+B+C)	1730066260	79615891	1809682151	100.00	1734610464	75111687	1809722151	100.00	-0.22

(ii) Shareholding of Promoters/Promoters Group

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in shareholding during the year
1	NIL							
	Total							

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.		Shareholding at the beginning of the year (as on April 1, 2019 i.e. on the basis of SHP of March 31, 2019)		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	0	0	0	0

	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase	-	-	-	-
	At the End of the year	0	0	0	0

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):							
Sl. No.	Name of share holder	Shareholding at the beginning of the year (as on April 1, 2019 i.e. on the basis of SHP of March 31, 2019)		Change in Share holding (No of Shares)#		Share holding at the end of the year	
		No. of shares	% of total shares of the company	Increase	Decrease	No. of shares	% of total shares of the company
1	YUSUFFALI MUSALIAM VEETIL ABDUL KADER .	90059249	4.98	-	-	90059249	4.98
2	LAVENDER INVESTMENTS LIMITED	88836000	4.91	-	-	88836000	4.91
3	PEAR TREE POLARIS FOREIGN VALUE SMALL CAP FUND	72656800	4.01	-	7300000	65356800	3.61
4	LIFE INSURANCE CORPORATION OF INDIA	58319232	3.22	-	-	58319232	3.22
5	ICICI PRUDENTIAL BANKING AND FINANCIAL SERVICES FUND	28988730	1.60	15171346	-	44160076	2.44
6	ACACIA BANYAN PARTNERS	31210267	1.72	-	-	31210267	1.72
7	ASHISH DHAWAN	28000000	1.55	-	-	28000000	1.55
8	ACACIA PARTNERS~LP	24985520	1.38	-	-	24985520	1.38
9	ACACIA INSTITUTIONAL PARTNERS~LP	20700000	1.14	-	-	20700000	1.14
10	SUMANTHA KUMAR REDDY B	15226416	0.84	-	-	15226416	0.84

Note: Top Ten shareholders of the Bank as on March 31, 2020 has been considered for the above disclosure.

The shares of the Bank are substantially held in dematerialized form, and are traded on a daily basis and hence the date wise increase / decrease shareholding is not indicated .

(v) Shareholding of Directors and Key Managerial Personnel:

Sl.No.	Name of Director and KMP	Shareholding at the beginning of the year		Change in Shareholding (No of Shareholding)		Shareholding at the end of the year	
		No. of shares	% of total shares of the Bank	Increase	Decrease	No. of shares	% of total shares of the Bank
	Directors						
1	Salim Gangadharan	20000	0.00	0	0	20000	0.00
2	V G Mathew	60000	0.00	40000	0	100000	0.01
3	Dr. John Joseph Alapatt	280292	0.02	0	0	280292	0.02
4	Francis Alapatt	220000	0.01	0	0	220000	0.01
5	Ranjana Shivanand Salgaocar	83666	0.00	0	0	83666	0.00
6	Parayil George John Tharakan	21874	0.00	0	0	21874	0.00
7	Achal Kumar Gupta	0	0.00	0	0	0	0.00
8	V J Kurian	0	0.00	0	0	0	0.00
9	M George Korah	0	0.00	0	0	0	0.00
10	Pradeep M Godbole	0	0.00	0	0	0	0.00

	KMPs other than MD & CEO						
1	Thomas Joseph K. - Executive Vice President (Operations)	113962	0.01	0	0	113962	0.01
2	Sivakumar G.- Executive Vice President (Credit)	32840	0.00	27250	0	60090	0.00
3	Reghunathan K N - Executive Vice President (Treasury)	0	0.00	0	0	0	0.00

4	Smt Chithra H -CFO	79842	0.00	0	0	79842	0.00
5	Jimmy Mathew - Company Secretary	7000	0.00	0	0	7000	0.00
6	Raphael T. J.- Chief Information Officer	98968	0.01	0	-10000	88968	0.00
7	Anto George T - Chief of Inspection & Vigilance	38310	0.00	0	0	38310	0.00
8	Biju E Punnachalil - Chief Risk Officer	45840	0.00	10000	0	55840	0.00

V. INDEBTEDNESS

Indebtedness of the Bank including interest outstanding/accrued but not due for payment

(Rs. In Crores)

Particulars	Secured Loan excluding deposit	Unsecured loans	Deposit	Total Indebtedness
Indebtedness at the beginning of the financial Year				
i)Principal Amount	-	4903	-	4903
ii)Interest due but not paid	-	-	-	-
iii)Interest accrued but not due	-	36	-	36
TOTAL (i+ii+iii)	-	4939	-	4939
Change in Indebtedness during the financial year				
Addition	225,238	8,542	-	233,780
Reduction	223,941	7,841	-	231,783
Net Change	1,296	701	-	1,997
Indebtedness at the end of the financial year				
i)Principal Amount	1,294	5,600	-	6,893

ii)Interest due but not paid	-	-	-	-
iii)Interest accrued but not due	3	41	-	44
Total (i+ii+iii)	1,296	5,640	-	6,937

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. no.	Particulars of Remuneration	Name of MD/WTD/Manager			
		V.G. Mathew (MD&CEO)*	WTD	Manager	Total Amount
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,51,37,280	0	0	1,51,37,280
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	3,34,980	0	0	3,34,980
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2	Stock Option				
	Granted during the year	0	0	0	0
	Exercised during the year	40,000	0	0	40,000
3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	- as % of profit	0	0	0	0
	- others, specify...	0	0	0	0
5	Others, please specify	0	0	0	0
	Total (A) (Total Remuneration does not include the number of Stock Options)	1,54,72,260	0	0	1,54,72,260
	Ceiling as per the Act #				Refer Note'

#Note: In terms of the provisions of the Companies Act, 2013, the remuneration payable to MD & CEO shall not exceed 5% of the net profit of the Bank. The remuneration paid to MD & CEO is well within the limit.

* Subject to the approval of RBI.

Total Managerial Remuneration								
Overall Ceiling as per the Act #								Refer Note'

Note: In terms of the provisions of the Companies Act, 2013, the remuneration payable to directors other than executive directors shall not exceed 1% of the net profit of the Bank. The remuneration payable to the Directors is well within the said limit.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WT D

Sl. no .	Particulars of Remuneration	Key Managerial personnel								Total Amount
		Thomas Joseph K EVP (Operations)	Sivakumar G EVP (Credit)	Reghunathan KN EVP (Treasury)	Chithra H CFO	Jimmy Mathew Company Secretary	Raphael TJ C.I.O	Anto George T Chief of Inspection & Vigilance	Biju E Punnachali C.R.O	
1	Gross salary									
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	39,64,081*	38,31,621	50,41,115	21,83,208	21,38,506	25,17,693	22,74,326	20,32,681	2,74,16,232

[illegible]

	Total (A) (Total Remuneration does not include the number of Stock Options)	40,03,681	42,24,949	57,84,794	22,17,272	21,70,906	25,71,714	22,74,326	20,69,386	2,87,50,029
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* Superannuation benefits excluded.

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. Company	Nil		Nil		
Penalty					
Punishment					
Compounding					
B. Directors	Nil		Nil		
Penalty					
Punishment					
Compounding					
C. Other Officers in default	Nil		Nil		
Penalty					
Punishment					
Compounding					

(SALIM GANGADHARAN)

CHAIRMAN

DIN-06796232

Place : Thrissur

Date : September 3, 2020

(V.G MATHEW)

MANAGING DIRECTOR & C.E.O

DIN:05332797

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L65191KL1929PLC001017

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCT0022F

(ii) (a) Name of the company

THE SOUTH INDIAN BANK LIM

(b) Registered office address

S I B HOUSE MISSION QUARTERST B ROAD
THRISSUR
Kerala
680001
India

(c) *e-mail ID of the company

ho2006@sib.co.in

(d) *Telephone number with STD code

04872420020

(e) Website

www.southindianbank.com

(iii) Date of Incorporation

25/01/1929

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes ☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange of India Ltd	1,024
2	BSE Limited	1

(b) CIN of the Registrar and Transfer Agent

U74999TN2005PTC055403

Pre-fill

Name of the Registrar and Transfer Agent

BTS CONSULTANCY SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

M.S. Complex, Plot No. 8 (Near RTO, Kolathur)
Sastri Nagar, Rettary, Kolathur

(vii) *Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☐ Yes ☒ No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2020

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

The AGM is proposed to be held on 29.09.2020

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K1	Banking activities by Central, Commercial and Saving banks	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	2,500,000,000	1,809,722,151	1,809,722,151	1,809,722,151
Total amount of equity shares (in Rupees)	2,500,000,000	1,809,722,151	1,809,722,151	1,809,722,151

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares of Rs. 1/- each				
Number of equity shares	2,500,000,000	1,809,722,151	1,809,722,151	1,809,722,151
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	2,500,000,000	1,809,722,151	1,809,722,151	1,809,722,151

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

	Number of shares	Number of shares	Number of shares	
Equity shares				
At the beginning of the year	1,809,682,151	1,809,682,151	1,809,682,151	
Increase during the year	40,000	40,000	40,000	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	40,000	40,000	40,000	
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
Decrease during the year	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	1,809,722,151	1,809,722,151	1,809,722,151	
Preference shares				
At the beginning of the year	0	0	0	
Increase during the year	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0

iii. Others, specify				
Decrease during the year	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
At the end of the year	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☐ Nil

[Details being provided in a CD/Digital Media]

☐ Yes

☒ No

☐ Not Applicable

Separate sheet attached for details of transfers

☒ Yes

☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting			
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	

Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	127,000	1000000,100000	15,900,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
Total			15,900,000,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	12,900,000,000	5,000,000,000	2,000,000,000	15,900,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

88,095,483,546.67

(ii) Net worth of the Company

50,176,552,495.18

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (promoters)

0

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	1,004,103,785	55.48	0	
	(ii) Non-resident Indian (NRI)	172,495,520	9.53	0	
	(iii) Foreign national (other than NRI)	262,100	0.01	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	58,319,232	3.22	0	
4.	Banks	8,528,992	0.47	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	64,062,568	3.54	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	101,883,953	5.63	0	
10.	Others Trust, Clearng Membr, FPIC, F	400,066,001	22.11	0	
	Total	1,809,722,151	99.99	0	0

Total number of shareholders (other than promoters)

440,646

Total number of shareholders (Promoters+Public/
Other than promoters)

440,646

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	0	0
Members (other than promoters)	408,357	440,646
Debenture holders	775	2,526

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

A. Promoter	0	0	0	0	0	0
B. Non-Promoter	1	9	1	9	0	0.03
(i) Non-Independent	1	3	1	3	0	0
(ii) Independent	0	6	0	6	0	0.03
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	9	1	9	0	0.03

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
JOSEPH JOHN ALAPA	00021735	Director	280,292	
RANJANA SHIVANAND	00120120	Director	83,666	
PALATHINGAL ANTON	01419486	Director	220,000	
KURIAN VATTAVAYAL	01806859	Director	0	
ACHAL KUMAR GUPTA	02192183	Director	0	
VARIATHUKALA GEOFF	05332797	Managing Director	100,000	
SALIM GANGADHARAI	06796232	Director	20,000	
JOHN PARAYIL GEOR	07018289	Director	21,874	
MAZHUVANCHERI KO	08207827	Director	0	
PRADEEP GODBOLE	08259944	Director	0	
JIMMY MATHEW	AOMPM8539G	Company Secretar	7,000	
CHITHRA HARIHARAN	AALPH2175C	CFO	79,842	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
PRADEEP MAHADEO (A)	08259944	Director	17/07/2019	Change in designation
MAZHUVANCHERI GEORGE (A)	08207827	Director	17/07/2019	Change in designation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING (A)	17/07/2019	408,357	449	0.25

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/04/2019	10	9	90
2	09/05/2019	10	10	100
3	15/06/2019	10	9	90
4	17/07/2019	10	9	90
5	25/07/2019	10	9	90
6	21/09/2019	10	10	100
7	17/10/2019	10	9	90
8	20/12/2019	10	9	90
9	16/01/2020	10	10	100

C. COMMITTEE MEETINGS

Number of meetings held

20

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	08/05/2019	4	4	100
2	AUDIT COMM	27/06/2019	4	3	75
3	AUDIT COMM	25/07/2019	4	4	100
4	AUDIT COMM	20/09/2019	4	4	100
5	AUDIT COMM	16/10/2019	4	4	100
6	AUDIT COMM	19/12/2019	5	4	80
7	AUDIT COMM	15/01/2020	5	5	100
8	STAKEHOLDER	28/06/2019	4	4	100
9	STAKEHOLDER	21/09/2019	4	4	100
10	STAKEHOLDER	20/12/2019	4	4	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)
1	JOSEPH JOH	9	9	100	7	7	100	
2	RANJANA SH	9	6	66.67	11	11	100	
3	PALATHINGA	9	6	66.67	8	5	62.5	
4	KURIAN VAT	9	9	100	20	20	100	
5	ACHAL KUMA	9	9	100	13	13	100	
6	VARIATHUKA	9	9	100	5	5	100	
7	SALIM GANG	9	9	100	6	6	100	
8	JOHN PARAY	9	9	100	8	8	100	
9	MAZHUVANC	9	9	100	7	7	100	
10	PRADEEP GC	9	9	100	0	0	0	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	VARIATHUKALA G	MANAGING DIR	15,472,260	0	0	0	15,472,260
	Total		15,472,260	0	0	0	15,472,260

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	JIMMY MATHEW	COMPANY SEC	2,170,906	0	0	0	2,170,906
2	CHITHRA H	CFO	2,217,272	0	0	0	2,217,272
	Total		4,388,178	0	0	0	4,388,178

Number of other directors whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SALIM GANGADHA	NON-EXECUTI	0	0	0	600,000	600,000
	Total		0	0	0	600,000	600,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

P.D. Vincent

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

7940

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...

PERSECS71

dated

28/06/2012

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

05332797

To be digitally signed by

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach
Attach
Attach
Attach

List of attachments

--

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

FORM No. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **The South Indian Bank Limited** (CIN: L65191KL1929PLC001017) (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the Rules made there under for the financial year ended on **31st March, 2020**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, and the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, we certify that:

- A. The Annual Return states the facts pertaining to the Companies Act, 2013 as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act and Rules made there under in respect of:
 - 1. Its status under the Act;
 - 2. Maintenance of registers/records and making entries therein within the time prescribed therefor;
 - 3. Filing of forms and returns, with the Registrar of Companies. No forms and returns were required to be filed with Regional Director, Central Government, the Tribunal, Court or other authorities. The particulars of forms filed during the aforesaid period are as per **Annexure I**;
 - 4. Calling/convening/holding meetings of Board of Directors and its committees and the meeting of the members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minute Book/registers maintained

- for the purpose and the same have been signed. No resolutions were passed by way of postal ballot during the reporting period;
5. Closure of register of members during the period;
 6. The Company has not given any advances/loans to its directors and/or persons or firms or companies referred in Section 185 of the Act;
 7. contracts/arrangements with related parties as specified in section 188 of the Act
 8. Issue and allotment, transfer and transmission and issue of security certificates in all instances. There was no buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital/conversion of shares/securities;
 9. Keeping in abeyance the rights to dividend, rights shares (1250 Equity Shares) pending registration of transfer of shares based on Court Injunction and in compliance with the provisions of the Act;
 10. Declaration/payment of dividend; transfer of unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act;
 11. Signing of audited financial statements as per the provisions of Section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
 12. Constitution/appointment/re-appointment/retirement/disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
 13. Appointment of auditors as per the provisions of Section 139 of the Act;
 14. The Company was not required to obtain approvals from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
 15. The Company being a Banking Company, the acceptance/renewal/repayment of deposits under Chapter V-Acceptance of deposits by Companies, and Rules made thereunder, are not applicable;
 16. borrowings from banks, financial institutions and others. There were no borrowings from its directors or members. The Company was not required to create any charges during the period.

SVJS & Associates
Company Secretaries



65 / 2364A

Ponoth Road, Kaloor
Kochi, Ernakulam - 682 017

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info@svjs.in / svjsassociates@gmail.com

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+91 484 2950009

17. Being a Banking Company, the provisions of Section 186 are not applicable in respect of loan made, guarantee given or security provided or any investment made, in the ordinary course of its business;

18. Alteration of the provisions of the Memorandum of Association. The Company has not altered the provisions of its Articles of Association during the period.

This Certificate is to be read with **Annexure II** of even date and the same forms an integral part of this Certificate.

For SVJS & Associates
Company Secretaries

PARAMBIL
DEVASSY
VINCENT

Digitally signed by
PARAMBIL DEVASSY
VINCENT
Date: 2020.09.05 15:16:47
+05'30'

CS Vincent P.D.
Managing Partner
CP No.: 7940, FCS: 3067

Kochi
05.09.2020

65 / 2364A

Ponoth Road, Kaloor

Kochi, Ernakulam - 682 017

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Annexure I

Forms filed during the Financial Year 2019-20

Sl. No.	Name of E-form	Purpose of E-form	Date of filing	Within the time/Not
1	Form DIR-12	Appointment of Pradeep Mahadeo Godbole as Additional Director	10/4/2019	Yes
2	Form IEPF-6	Statement of unclaimed or unpaid amounts to be transferred to the Investor Education and Protection Fund	16/04/2019	Yes
3	INC-22A ACTIVE	Active Company Tagging Identities and Verification	24/04/2019	Yes
4	Form IEPF-3	Statement of shares and unclaimed or unpaid dividend not transferred to the IEPF	18/04/2019	Yes
5	Form MGT-14	Filing of Board Resolution for:- Investment in A-rated 9.73% NCDs issued by M/S Trust Investment Advisors Private Limited.	20/05/2019	Yes
6	Form MGT-14	Filing of Board Resolution for:- Approval of Directors' Report and Financial Statements for the FY 2018-2019	07/6/2019	Yes
7	Form MGT-14	Filing of Board Resolution for:- 1. Augmentation of paid-up capital by further issue of shares. 2.To approve borrowings /raising funds in Indian/Foreign currency by issue of debt securities upto500Crores on Private Placement basis	12/7/2019	Yes
8	Form	Statement of unclaimed and unpaid amounts	27/07/2019	Yes

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	IEPF-2			
9	Form ADT-1	Appointment of Statutory Auditor for the FY 2019-20	29/07/2019	Yes
10	Form IEPF-1	Statement of amounts credited to Investor Education and Protection Fund	9/8/2019	Yes
11	Form IEPF-7	Statement of amounts credited to IEPF on account of shares transferred to the fund	9/8/2019	Yes
12	Form DIR-12	1.Change in designation of Mr.Pradeep Mahadeo Godbole 2.Change in designation of Mr.Mazhuvancheri George Korah	13/08/2019	Yes
13	Form AOC-4	Filing of Financial Statement for the FY 2018-2019	13/08/2019	Yes
14	Form MGT-14	Filing of Special Resolutions for:- 1.Re-appointment of independent director, Ms.Ranjana Salgaocar 2.Re-appointment of independent director, Mr.Parayil George John Tharakan 3.Augmentation of paid up capital by further issue of shares 4.Approval of borrowing / raising funds in Indian /foreign currency by issue of debt securities upto Rs.500 crore 5.Alteration of object clause by inserting new clauses after the existing clause 3(ac)	13/08/2019	Yes
15	Form MGT-15	Filing report on Annual General Meeting	13/08/2019	Yes
16	Form	Allotment of 40000 equity shares of Re.1/- each at a premium of Rs.23.05/- per share	17/08/2019	Yes

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	PAS-3	under SIB ESOS-2008 (Tranche VII)		
17	Form DIR-6	Intimation of change of address of Mr. Achal Kumar Gupta to the ROC	22/08/2019	Yes
18	Form IEPF-4	Statement of shares transferred to the Investor Education and Protection Fund	27/08/2019	Yes
19	Form IEPF-2	Appointment of nodal officer	31/08/2019	Yes
20	Form MGT-7	Annual Return for the FY 2018-2019	6/9/2019	Yes
21	Form IEPF-1A	Statement of amounts credited to Investor Education and Protection Fund	18/10/2019	Yes
22	Form IEPF-1A	Statement of amounts credited to Investor Education and Protection Fund	18/10/2019	Yes
23	Form IEPF-1A	Statement of amounts credited to Investor Education and Protection Fund	18/10/2019	Yes
24	Form IEPF-1A	Statement of amounts credited to Investor Education and Protection Fund	18/10/2019	Yes
25	Form IEPF-1A	Statement of amounts credited to Investor Education and Protection Fund	18/10/2019	Yes
26	Form IEPF-1A	Statement of amounts credited to Investor Education and Protection Fund	18/10/2019	Yes
27	Form IEPF-1A	Statement of amounts credited to Investor Education and Protection Fund	18/10/2019	Yes
28	Form IEPF-1A	Statement of amounts credited to Investor Education and Protection Fund	19/10/2019	Yes
29	Form IEPF-1A	Statement of amounts credited to Investor Education and Protection Fund	19/10/2019	Yes
28	Form	Filing of Board Resolution for:-	19/10/2019	Yes

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	MGT-14	1.Appointment of Secretarial Auditors for the year 2019-20 2. Approval of Variable pay and increment to Managing Director		
29	Form IEPF-2	Appointment of Deputy Nodal Officer	19/10/2019	Yes
30	Form IEPF-1A	Statement of amounts credited to Investor Education and Protection Fund	29/10/2019	Yes
31	MSME Form 1	Half yearly return	30/10/2019	Yes
32	Form MGT-14	Filing of Board Resolution for:- 1.Amendment of clause 3(ac) of Memorandum of Association 2.Appointment of Internal Auditors	14/11/2019	Yes
33	Form MGT-14	Investment in equity capital -Change in the name of Investee Company	22/01/2020	Yes
34	Form GNL-2	For the Submission of Information Memorandum with the Registrar.	27/01/2020	Yes
35	Form GNL-2	For the Submission of Record of Private Placement with the Registrar.	27/01/2020	Yes
36	Form PAS-3	Return of Allotment- Allotment of Debentures	27/01/2020	Yes

For SVJS & Associates
Company Secretaries

PARAMBIL
DEVASSY VINCENT

Digitally signed by PARAMBIL
DEVASSY VINCENT
Date: 2020.09.05 15:17:17
+05'30'

CS Vincent P.D.
Managing Partner
CP No.: 7940, FCS: 3067

Kochi
05.09.2020

Annexure II

ANNEXURE TO MGT- 8 OF EVEN DATE

Our Certificate of MGT 8 as per Section 92(2) of the Companies Act, 2013 read with Rule 11(2) of Companies (Management and Administration) Rules, 2014 of even date is to be read along with this Annexure.

1. Maintenance of the registers and records is the responsibility of the management of the Company. Our responsibility is to verify and to express an opinion on these records and their contents.
2. We have followed the practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the MGT 8 Certificate. We believe that the processes and practices we followed provide a reasonable basis for our certification.
3. The correctness and appropriateness of financial records and Books of Accounts of the Company have not been verified.
4. We have obtained representation from the Management of the Company about the compliance of laws, rules and regulations, happening of events etc., wherever required.
5. While forming an opinion on compliance and issuing the Certificate, we have also taken into consideration the compliance related actions taken by the Company after 31st March 2020 but before issue of the Certificate.
6. We have considered actions carried out by the Company based on independent legal/professional opinion as being in compliance with law, wherever there was scope for multiple interpretations.

For SVJS & Associates
Company Secretaries

PARAMBIL
DEVASSY VINCENT

Digitally signed by PARAMBIL
DEVASSY VINCENT
Date: 2020.09.05 15:17:33
+05'30'

CS Vincent P.D.
Managing Partner
CP No.: 7940, FCS: 3067

Kochi
05.09.2020

SL. No. IX C, COMMITTEE MEETINGS					
S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
11	NOMINATION & REMUNERATION COMMITTEE	09/05/2019	4	4	100
12	NOMINATION & REMUNERATION COMMITTEE	28/06/2019	4	4	100
13	NOMINATION & REMUNERATION COMMITTEE	21/09/2019	4	4	100
14	NOMINATION & REMUNERATION COMMITTEE	20/12/2019	5	5	100
15	NOMINATION & REMUNERATION COMMITTEE	16/01/2020	5	5	100
16	NOMINATION & REMUNERATION COMMITTEE	10/02/2020	5	5	100
17	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	28/06/2019	4	4	100
18	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	21/09/2019	4	4	100
19	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	19/12/2019	4	4	100
20	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	10/02/2020	4	4	100



Details of shares/Debentures Transfers since closure date of Last Financial year

Date of the previous Annual General Meeting: 17.07.2019

Date of Registration of Transfer	Type of Transfer	Number of shares/Debentures/Unit Transferred	Amount per share/Debenture/Unit (in Rs.)	Ledger Folio of Transferor	Transferor's Name			Ledger Folio of Transferee	Transferee's Name		
					Surname	Middle Name	Last Name		Surname	Middle Name	Last Name
25-07-2019	1	3750	1	172453	GEORGE PHILIP			172486	GEORGE PHILIP		
25-07-2019	1	3120	1	017493	THOMAS KALLIATH			172487	GEORGE KALLIATH		
25-07-2019	1	620	1	038333	DAVY V J	MARY A I		172488	DAVY V J		
25-07-2019	1	3750	1	147811	CHAKKAMPARA MBIL KRISHNAN RAVINDRAN	ANITHA RAVINDRAN		172489	RAVINDRAN C K		

