

DEPT : SECRETARIAL
REF No. SEC/ST EX.STT/ // /2020-21

April 16, 2020

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051.
SCRIP CODE: SOUTHBANK

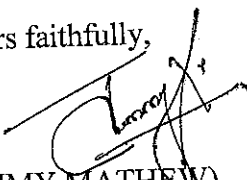
BSE Ltd.
Department of Corporate Services (Listing),
First Floor, New Trading Wing,
Rotunda Building, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001.
SCRIP CODE: 532218

Dear Sirs,

Sub: Quarterly Compliance Report on Corporate Governance (Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015

Pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, we send herewith the Quarterly Compliance Report on Corporate Governance in the prescribed format, for the 4th quarter ended on 31st March, 2020.

Yours faithfully,



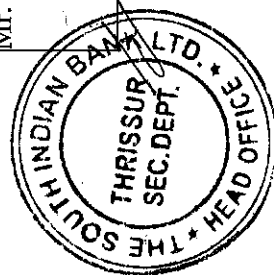
(JIMMY MATHEW)
COMPANY SECRETARY

Encl: a.a.

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity: The South Indian Bank Limited
 Quarter ending : 31.03.2020

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure *	Date of Birth	No. Of directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Salim Gangadhara	PAN: AALPS7777D DIN: 06796232	Non-Executive Chairman	16.01.2014				13-10-1953	1	0	0	0
Mr.	V.G.Mathew	PAN: AIRPM7314G DIN: 05332797	Executive- Managing Director & CEO	01.10.2014				28-11-1953	1	0	1	0
Mr.	John Joseph Alapatt	PAN: ACJPJ4380P DIN: 00021735	Non-Executive-Independent	24-09-2012			90	26-11-1953	1	1	2	0
Mr.	Francis Alapatt	PAN: AABPF1073F DIN: 01419486	Non-Executive-Independent	01.11.2013			77	10-07-1952	1	1	1	0

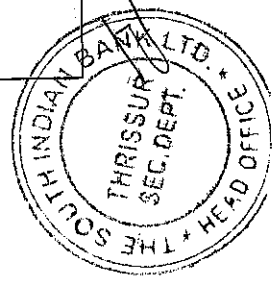


Mrs.	Ranjana S. Salgaocar	PAN: ABYPS1940G DIN: 00120120	Non-Executive-Independent	01.10.2014				66	29-07-1954	1	1	0	1
Mr.	Parayil George John Tharakan	PAN: AFGPT8842N DIN: 07018289	Non-Executive-Independent	25.11.2014				64	24-12-1960	1	1	0	0
Mr.	Achal Kumar Gupta	PAN: ACJPG8945M DIN: 02192183	Non-Executive	11.01.2017					27-11-1953	1	0	1	0
Mr.	V. J. Kurian	PAN: AAXPK0438 DIN: 01806859	Non-Executive-Independent	23-03-2018				24	23-02-1957	1	1	2	0
Mr.	M George Korah	PAN: ACFPK5872P DIN: 08207827	Non-Executive-Independent	31-08-2018				19	20-03-1960	1	1	0	1
Mr.	Pradeep M Godbole	PAN: AAFPG3621E DIN: 08259944	Non-Executive	26-03-2019					04-10-1964	1	0	0	0

Whether Regular chairperson appointed : YES

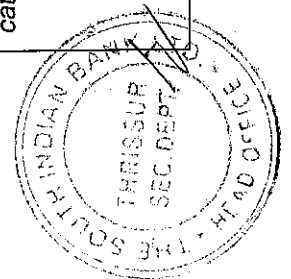
Whether Chairperson is related to managing director or CEO :NO

& 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.



II. Composition of Committees					Date of Appointment	Date of Cessation
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category \$			
1. Audit Committee		Mr. M George Korah	Chairperson , Non- Executive-Independent		31-08-2018	
	YES	Mr. Achal Kumar Gupta	Non- Executive		11-07-2017	
		Mr. V.J. Kurian	Non- Executive- Independent		23-08-2018	
		Mr. Francis Alapatt	Non- Executive- Independent		19-01-2019	
		Dr. John Joseph Alapatt	Non- Executive- Independent		18-10-2019	
2. Nomination & Remuneration Committee		Mr. V.J. Kurian	Chairperson , Non- Executive-Independent		31-08-2018	
	YES	Mr. Salim Gangadharan	Non- Executive		30-11-2016	
		Ms. Ranjana S. Salgaocar	Non- Executive- Independent		30-11-2016	
		Mr. Achal Kumar Gupta	Non- Executive		19-01-2019	
		Mr. Parayil George John Tharakan	Non- Executive- Independent		18-10-2019	
		Mr. Achal Kumar Gupta	Chairperson , Non- Executive		11-01-2017	
		Mr. Salim Gangadharan	Non- Executive		16-01-2014	
3. Risk Management Committee	YES	Mr. V.G. Mathew	Executive - MD & CEO		01-10-2014	
		Mr. M George Korah	Non- Executive- Independent		31-08-2018	
		Mr. Pradeep M Godbole	Non- Executive		28-03-2019	
		Ms. Ranjana S. Salgaocar	Chairperson, Non- Executive-Independent		01-10-2014	
		Dr. John Joseph Alapatt	Non- Executive- Independent		30-11-2016	
4. Stakeholders Relationship Committee	YES	Mr. V.J. Kurian	Non- Executive- Independent		19-01-2019	
		Mr. V G Mathew	Executive – Managing Director		18-10-2019	

&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*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)	
17.10.2019	16-01-2020	Yes	10		63	
20.12.2019			6			

* to be filled in only for the current quarter meetings

IV. Meetings of Committees

Audit Committee						
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	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*	
15-01-2020	Yes	5	4	16.10.2019	63	
				19.12.2019		

Nomination & Remuneration Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	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*
16.01.2020	Yes	5	3		
10.02.2020	Yes	5	3	20.12.2019	26

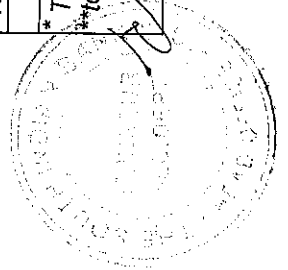
Risk Management Committee


Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	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*
11-02-2020	Yes	5	1	16.11.2019	86

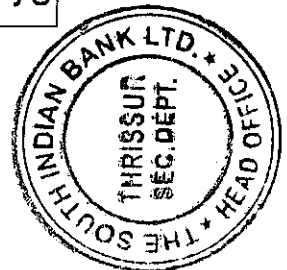
Stakeholders Relationship Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	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*
-	NA	-	-	20.12.2019	N.A

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional
 **to be filled in only for the current quarter meetings



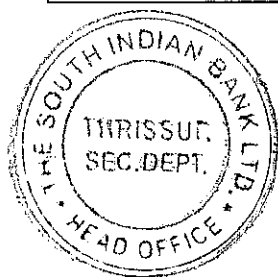
V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	N.A (NIL Transactions)
Whether shareholder approval obtained for material RPT	N.A (NIL Transactions)
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	N.A (NIL Transactions)
<p>Note:</p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. 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 "N.A." may be indicated.</p> <p>2 If status is "No" details of non-compliance may be given here.</p>	
VI. Affirmations	
<ol style="list-style-type: none"> 1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015. 2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 <ol style="list-style-type: none"> a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk management committee (applicable to the top 100 listed entities) 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. 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. 5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. <p><i>The Quarterly compliance report on Corporate Governance for the quarter ended 31st December, 2019 has been reviewed by the Board of Directors at their meeting held on 16-01-2020.</i></p>	
 Jimmy Mathew Company Secretary	



ANNUAL COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity: The South Indian Bank Limited
Year ending : 31.03.2020

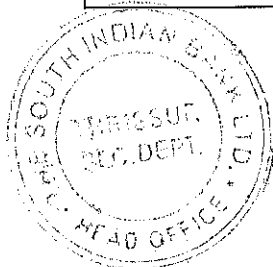
I. Disclosure on website in terms of Listing Regulations		
<i>Item</i>	<i>Compliance status</i>	<i>If Yes provide link to website. If No / NA provide reasons</i>
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	https://www.southindianbank.com/
b) Terms and conditions of appointment of independent directors	Yes	https://www.southindianbank.com/content/corporate-governance/859
c) Composition of various committees of board of directors	Yes	https://www.southindianbank.com/content/board-committees/856
d) Code of conduct of board of directors and senior management personnel	Yes	https://www.southindianbank.com/content/viewContentLv11.aspx?linkIdLv12=215&linkid=215
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://www.southindianbank.com/content/viewContentLv11.aspx?linkIdLv12=215&linkid=215
f) Criteria of making payments to non-executive directors	Yes	https://www.southindianbank.com/content/corporate-governance/859
g) Policy on dealing with related party transactions	Yes	https://www.southindianbank.com/content/viewContentLv11.aspx?linkIdLv12=215&linkid=215
h) Policy for determining 'material' subsidiaries	Yes	https://www.southindianbank.com/content/viewContentLv11.aspx?linkIdLv12=215&linkid=215
i) Details of familiarization programmes imparted to independent directors	Yes	https://www.southindianbank.com/content/corporate-governance/859
j) Email address for grievance redressal and other relevant details	Yes	https://www.southindianbank.com/content/shareholders-information/858
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.southindianbank.com/content/shareholders-information/858
l) Financial results	Yes	https://www.southindianbank.com/content/financial-results/904
m) Shareholding pattern	Yes	https://www.southindianbank.com/content/shareholding-pattern/873
n) Details of agreements entered into with the media companies and/or their associates	N.A	



o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes	https://www.southindianbank.com/content/corporate-announcements/860
p) New name and the old name of the listed entity	N.A	
q) Advertisements as per regulation 47 (1)	Yes	https://www.southindianbank.com/content/press-release/863
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	https://www.southindianbank.com/content/ratings/861
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	N.A	
As per other regulations of the LODR:		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	https://www.southindianbank.com/content/investors-desk/854
b) Materiality Policy as per Regulation 30	Yes	https://www.southindianbank.com/content/viewContentLv11.aspx?linkIdLv12=215&linkid=215
c) Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	https://www.southindianbank.com/content/viewContentLv11.aspx?linkIdLv12=215&linkid=215
It is certified that these contents on the website of the listed entity are correct	Yes	https://www.southindianbank.com

II Annual Affirmations

Particulars	Regulation Number	Compliance status
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1A) & 17(1B)	Yes
Meeting of board of directors	17(2)	Yes
Quorum of board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes



Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of board	17(11)	Yes
Maximum number of directorship	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit committee for all related party transactions.	23(2), (3)	N.A
Approval for material related party transactions	23(4)	N.A
Disclosure of related party transactions on consolidated basis	23(9)	N.A
Composition of Board of Directors of unlisted material Subsidiary.	24(1)	N.A
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A
Annual Secretarial Compliance Report	24(A)	Yes
Alternate Director to Independent Director	25(1)	N.A
Maximum Tenure	25(2)	Yes



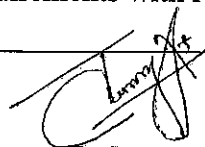
Meeting of independent directors (Even though meeting was scheduled on 27.03.2020, due to travel restriction on account of COVID 19 the meeting was cancelled. Vide MCA Circular NO 11/2020 dt .24.03.2020, For the financial year 2019-20, if the IDs of a company have not been able to hold such a meeting, the same shall not be viewed as a violation. Hence the provision may be treated as complied.)	25(3) & (4)	No
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. 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 "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.



Jimmy Mathew
Company Secretary

