

DEPT : SECRETARIAL
REF. No. : SEC/ST.EX.STT/ 21 /2023-24
DATE : April 19, 2023

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
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Dear Sir/Madam,

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 quarter ended on 31st March, 2023.

Yours faithfully,

(JIMMY MATHEW)
COMPANY SECRETARY

Encl: a.a.

General information about company

Scrip code	532218
NSE Symbol	SOUTHBANK
MSEI Symbol	NOTLISTED
ISIN	INE683A01023
Name of the entity	THE SOUTH INDIAN BANK LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																									
Whether the listed entity has a Regular Chairperson																									
Whether Chairperson is related to MD or CEO																									
Disqualification of Directors under section 164 of the																									
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Salim Gangadharan	AALP5777D	06796232	Non-Executive-Independent Director	Chairperson		13-10-1953	No				Active	NA		16-01-2014	2-07-2022		110.16	1	1	0	0		
2	Mr	Murali Ramakrishnan	AAGPM1066Q	01028298	Executive Director	Not Applicable	CEO-MD	19-05-1962	No				Active	NA		01-10-2020				1	1	1	0		
3	Mr	Vattavayalil Joseph Kurian	AAXP0438R	01806859	Non-Executive-Independent Director	Not Applicable		23-02-1957	No				Active	NA		23-03-2018	2-07-2022		60.09	1	1	1	1		
4	Mr	Mazhuvancheri George Korah	ACFPK5872P	08207827	Non-Executive-Independent Director	Not Applicable		20-03-1960	No				Active	NA		31-08-2018	1-08-2018		55.00	1	1	1	1		
5	Mr	Pradeep Mahadeo Godbole	AAFPG3621E	08259944	Non-Executive-Independent Director	Not Applicable		04-10-1964	No				Active	NA		26-03-2019	2-07-2022		48.06	1	1	1	0		
6	Mr	Paul Antony	ACDPA1609E	02239492	Non-Executive-Non Independent Director	Not Applicable		27-06-1958	No				Active	NA		29-09-2020				1	0	0	0		
7	Mr	Sankaranarayanan R A	AAPSP1791A	05230407	Non-Executive-Independent Director	Not Applicable		23-01-1960	No				Active	NA		15-10-2020	5-10-2020		29.17	2	2	2	0		
8	Mrs	Radha Unni	AAAPU1518P	03242769	Non-Executive-Independent Director	Not Applicable		04-12-1948	No				Active	NA		30-11-2021	30-11-2021		16.02	4	4	5	0		
9	Mr	Benny P Thomas	AGGPT6071J	09448424	Non-Executive-Non Independent Director	Not Applicable		09-05-1964	No				Active	NA		30-12-2021				1	0	1	0		

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory			
Is there any change in information of committees compare to previous quarter	Yes		

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08207827	Mazhuvancheri George Korah	Non-Executive - Independent Director	Chairperson	31-08-2018		
2	08259944	Pradeep Mahadeo Godbole	Non-Executive - Independent Director	Member	30-09-2020		
3	05230407	Sankaranarayanan R A	Non-Executive - Independent Director	Member	16-10-2020		
4	03242769	Radha Unni	Non-Executive - Independent Director	Member	01-12-2021		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01806859	Vattavayalil Joseph Kurian	Non-Executive - Independent Director	Chairperson	31-08-2018		
2	06796232	Salim Gangadharan	Non-Executive - Independent Director	Member	30-11-2016		
3	08207827	Mazhuvancheri George Korah	Non-Executive - Independent Director	Member	16-10-2020		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01806859	Vattavayalil Joseph Kurian	Non-Executive - Independent Director	Chairperson	19-01-2019		
2	01028298	Murali Ramakrishnan	Executive Director	Member	01-10-2020		
3	09448424	Benny P Thomas	Non-Executive - Non Independent Director	Member	31-12-2021		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	05230407	Sankaranarayanan R A	Non-Executive - Independent Director	Chairperson	16-10-2020		
2	06796232	Salim Gangadharan	Non-Executive - Independent Director	Member	16-01-2014		
3	01028298	Murali Ramakrishnan	Executive Director	Member	01-10-2020		
4	08207827	Mazhuvancheri George Korah	Non-Executive - Independent Director	Member	31-08-2018		
5	01806859	Vattavayalil Joseph Kurian	Non-Executive - Independent Director	Member	16-06-2021		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01806859	Vattavayalil Joseph Kurian	Non-Executive - Independent Director	Chairperson	26-07-2019		Vattavayalil Joseph Kurian was appointed as the Chairperson of the Committee with effect from 25th November 2022
2	01028298	Murali Ramakrishnan	Executive Director	Member	01-10-2020		
3	09448424	Benny P Thomas	Non-Executive - Non Independent Director	Member	31-12-2021		

Annexure 1

III. Meeting of Board of Directors

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	01-10-2022		Yes	10	10	7
2	20-10-2022	18	Yes	10	10	7
3	02-11-2022	12	Yes	10	9	6
4	07-12-2022	34	Yes	9	9	6
5	24-01-2023	47	Yes	9	9	6
6	01-03-2023	35	Yes	9	9	6
7	28-03-2023	26	Yes	9	9	6

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	20-10-2022			Yes	4	4	4	0
2	Audit Committee	29-11-2022	39		Yes	4	4	4	0
3	Audit Committee	28-12-2022	28		Yes	4	4	4	0
4	Audit Committee	24-01-2023	26		Yes	4	4	4	0
5	Audit Committee	17-02-2023	23		Yes	4	4	4	0
6	Audit Committee	22-03-2023	32		Yes	4	4	4	0
7	Nomination and remuneration committee	30-11-2022			Yes	3	3	3	0
8	Nomination and remuneration committee	30-12-2022	29		Yes	3	3	3	0
9	Nomination and remuneration committee	21-01-2023	21		Yes	3	3	3	0
10	Nomination and remuneration committee	28-02-2023	37		Yes	3	3	3	0
11	Nomination and remuneration committee	27-03-2023	26		Yes	3	3	3	0
12	Stakeholders Relationship Committee	16-11-2022			Yes	4	4	2	0
13	Stakeholders Relationship Committee	28-02-2023	103		Yes	3	3	1	0
14	Risk Management Committee	06-12-2022			Yes	5	5	5	0
15	Risk Management Committee	16-02-2023	71		Yes	5	5	5	0
16	Risk Management Committee	24-03-2023	35		Yes	5	5	5	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)
1	Whether prior approval of audit committee obtained	NA
2	Whether shareholder approval obtained for material RPT	NA
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	Web address
1	Details of business	Yes	https://www.southindianbank.com/content/about-us/5
2	Terms and conditions of appointment of independent directors	Yes	https://www.southindianbank.com/UserFiles/NeoNew/file/Investors%20Desk/Quarter%20June%2016/Appointment%20%20as%20independent%20directors.pdf
3	Composition of various committees of board of directors	Yes	https://www.southindianbank.com/content/board-committees/856
4	Code of conduct of board of directors and senior management personnel	Yes	https://www.southindianbank.com/content/viewContentLvl1.aspx?LinkIdLvl2=215&LinkIdLvl3=250&linkid=250
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://www.southindianbank.com/content/viewContentLvl1.aspx?linkidLvl2=215&LinkIdLvl3=789&linkid=789
6	Criteria of making payments to non-executive directors	Yes	https://www.southindianbank.com/content/remuneration-criteria-for-directors/877
7	Policy on dealing with related party transactions	Yes	https://www.southindianbank.com/content/viewContentLvl1.aspx?linkidLvl2=215&LinkIdLvl3=782&linkid=782
8	Policy for determining 'material' subsidiaries	Yes	https://www.southindianbank.com/content/viewContentLvl1.aspx?linkidLvl2=215&LinkIdLvl3=781&linkid=781
9	Details of familiarization programmes imparted to independent directors	Yes	https://www.southindianbank.com/content/directors-training-register/875
10	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-assistance/866
11	email address for grievance redressal and other relevant details	Yes	https://www.southindianbank.com/content/shareholders-assistance/866
12	Financial results	Yes	https://www.southindianbank.com/content/viewContentLvl1.aspx?linkidLvl2=854&LinkIdLvl3=3929&linkid=3929
13	Shareholding pattern	Yes	https://www.southindianbank.com/content/shareholding-pattern/873
14	Details of agreements entered into with the media companies and/or their associates	Yes	https://www.southindianbank.com/content/viewContentLvl1.aspx?linkidLvl2=215&LinkIdLvl3=3917&linkid=3917
15	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/quarterly-earnings-call/862
16	New name and the old name of the listed entity	NA	NA
17	Advertisements as per regulation 47 (1)	Yes	https://www.southindianbank.com/content/viewContentLvl1.aspx?linkidLvl2=854&LinkIdLvl3=3932&linkid=3932
18	Credit rating or revision in credit rating obtained	Yes	https://www.southindianbank.com/content/ratings/861
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	https://www.southindianbank.com/content/viewContentLvl1.aspx?linkidLvl2=854&linkidLvl3=858&linkid=3901
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	https://www.southindianbank.com/content/viewcontentLvl1.aspx?linkidLvl2=854&LinkIdLvl3=3929&linkid=3929
21	Materiality Policy as per Regulation 30	Yes	https://www.southindianbank.com/UserFiles/file/Web-New/Disclosures/F_POLICY%20ON%20DETERMINATION%20OF%20MATERIALITY%20OF%20EVENTS.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	https://www.southindianbank.com/content/viewContentLvl1.aspx?linkidLvl2=215&LinkIdLvl3=2672&linkid=2672
23	It is certified that these contents on the website of the listed entity are correct	Yes	www.southindianbank.com

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	JIMMY MATHEW
2	Designation	Company Secretary and Compliance Officer

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1), 17(1A) & 17(1B)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of Directorships	17A	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
23	Meeting of Risk Management Committee	21(3A)	Yes
24	Vigil Mechanism	22	Yes
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA
27	Approval for material related party transactions	23(4)	NA
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
31	Annual Secretarial Compliance Report	24(A)	Yes
32	Alternate Director to Independent Director	25(1)	NA
33	Maximum Tenure	25(2)	Yes
34	Meeting of independent directors	25(3) & (4)	Yes
35	Familiarization of independent directors	25(7)	Yes
36	Declaration from Independent Director	25(8) & (9)	Yes
37	D & O Insurance for Independent Directors	25(10)	Yes
38	Memberships in Committees	26(1)	Yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

Annexure II**III. Affirmations**

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes

Annexure II

1	Name of signatory	JIMMY MATHEW
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure

Applicability of disclosure	Not Applicable
Reason for Non Applicability	South Indian bank does not have any promoter/ promoter group entities or any other entity controlled by them.

Signatory Details

Name of signatory	JIMMY MATHEW
Designation of person	Company Secretary and Compliance Officer
Place	THRISSUR
Date	19-04-2023