

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

(other than OPCs and Small Companies)

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 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM 12/07/2022

(b) Due date of AGM 30/09/2022

(c) Whether any extension for AGM granted ☐ Yes ☒ No

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 1

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SIB OPERATIONS AND SERVICE	U74999KL2021PLC069182	Subsidiary	100

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	4,000,000,000	2,092,741,018	2,092,741,018	2,092,741,018
Total amount of equity shares (in Rupees)	4,000,000,000	2,092,741,018	2,092,741,018	2,092,741,018

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity shares of Re.1/- each				
Number of equity shares	4,000,000,000	2,092,741,018	2,092,741,018	2,092,741,018
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	4,000,000,000	2,092,741,018	2,092,741,018	2,092,741,018

(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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	73,854,010	2,018,887,0	2092741018	2,092,741,0	2,092,741,0	

Increase during the year	0	3,607,676	3607676	3,607,676	3,607,676	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	3,607,676	3607676	3,607,676	3,607,676	
Physical shares converted to Demat						
Decrease during the year	3,607,676	0	3607676	3,607,676	3,607,676	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	3,607,676	0	3607676	3,607,676	3,607,676	
Physical shares converted to Demat						
At the end of the year	70,246,334	2,022,494,6	2092741018	2,092,741,0	2,092,741,	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE683A01023

(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

☐ 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			
<input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee			
<input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	127,000	100000, 1000000	15,400,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			15,400,000,000

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	15,400,000,000	0	0	15,400,000,000
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

76,206,406,790.04

(ii) Net worth of the Company

51,983,800,517.06

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		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	1,322,358,831	63.19	0	
	(ii) Non-resident Indian (NRI)	160,605,195	7.67	0	
	(iii) Foreign national (other than NRI)	262,000	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	343,400,979	16.41	0	
4.	Banks	1,489,900	0.07	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)	49,434,006	2.36	0	
10.	Others HUF, Trust, Clearing Member	215,190,107	10.28	0	
	Total	2,092,741,018	99.99	0	0

Total number of shareholders (other than promoters) 664,199

**Total number of shareholders (Promoters+Public/
Other than promoters)** 664,199

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)	553,557	664,199
Debenture holders	3,493	5,077

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
(i) Non-Independent	1	3	1	4	0	0
(ii) Independent	0	6	0	5	0	0
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

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)
MURALI RAMAKRISHN	01028298	Managing Director	0	
KURIAN VATTAVAYAL	01806859	Director	0	
PAUL ANTONY	02239492	Director	10,470	
RADHA UNNI	03242769	Additional director	0	
SANKARANARAYANAI	05230407	Director	0	
SALIM GANGADHARA	06796232	Director	20,000	
JOHN PARAYIL GEOR	07018289	Director	21,874	
MAZHUVANCHERI KO	08207827	Director	0	
PRADEEP GODBOLE	08259944	Director	0	
BENNY PAYYAPPILLY	09448424	Additional director	2,500	
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

5

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)
RANJANA SHIVANAND	00120120	Director	30/09/2021	Cessation
RADHA UNNI	03242769	Additional director	30/11/2021	Appointment
PALATHINGAL ANTON	01419486	Director	31/10/2021	Cessation
SANKARANARAYANAI	05230407	Director	18/08/2021	Change in designation
BENNY PAYYAPPILLY	09448424	Additional director	30/12/2021	Appointment

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	18/08/2021	659,295	117	0.29

B. BOARD MEETINGS

*Number of meetings held

12

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/04/2021	10	10	100
2	21/05/2021	10	10	100
3	15/06/2021	10	10	100
4	22/07/2021	10	10	100
5	18/08/2021	10	9	90
6	21/10/2021	9	9	100
7	20/11/2021	8	8	100
8	30/11/2021	9	9	100
9	30/12/2021	10	10	100
10	20/01/2022	10	10	100
11	21/02/2022	10	10	100
12	28/03/2022	10	10	100

C. COMMITTEE MEETINGS

Number of meetings held

35

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	19/05/2021	5	5	100
2	AUDIT COMM	14/06/2021	5	5	100
3	AUDIT COMM	21/07/2021	5	5	100
4	AUDIT COMM	16/09/2021	5	5	100
5	AUDIT COMM	18/10/2021	5	5	100
6	AUDIT COMM	10/11/2021	4	4	100
7	AUDIT COMM	29/11/2021	4	4	100
8	AUDIT COMM	20/01/2021	4	4	100
9	AUDIT COMM	03/02/2022	4	4	100
10	AUDIT COMM	22/03/2022	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	12/07/2022
								(Y/N/NA)
1	MURALI RAM	12	12	100	13	13	100	Yes
2	KURIAN VAT	12	12	100	32	32	100	Yes
3	PAUL ANTON	12	12	100	0	0	0	Yes
4	RADHA UNNI	5	5	100	3	3	100	Yes
5	SANKARANA	12	12	100	15	15	100	Yes
6	SALIM GANG	12	12	100	17	17	100	Yes
7	JOHN PARAY	12	12	100	20	20	100	Yes
8	MAZHUVANC	12	12	100	27	27	100	Yes
9	PRADEEP GC	12	12	100	11	11	100	Yes
10	BENNY PAYY	4	4	100	2	2	100	Yes

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	MURALI RAMAKRISHNAN	Managing Director	16,539,719.8	0	0	1,313,273	17,852,992.8
	Total		16,539,719.8	0	0	1,313,273	17,852,992.8

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 secretary	2,600,760	0	0	32,400	2,633,160
2	CHITHRA HARIHARAN	CFO	2,699,320	0	0	32,400	2,731,720
	Total		5,300,080	0	0	64,800	5,364,880

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 GANGADHAR	NON-EXECUTIVE DIRECTOR	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

1

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
THE SOUTH INDIAN BANK LTD	RBI	06/07/2021	section 47 A(1)(C) read with section 138	Rs. 1 crore penalty	Bank has paid the penalty

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

1. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

20

Number of directors whose remuneration details to be entered

S No	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity
1	RURAL RAMANATH Managing Director		16,538,719.5	0	0
Total			16,538,719.5	0	0

Number of CFO and company secretary whose remuneration details to be entered

S No	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity
1	JIMMY MATHEW Company secretary		2,600,750	0	0
2	CHITHRA HARISHAI CFO		2,669,320	0	0
Total			5,270,070	0	0

Number of other directors whose remuneration details to be entered

S No	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity
1	SALIM GARGADHANON-EXECUTIVE		0	0	0
Total			0	0	0

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 therefor

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

Part B-1 of Part II of the Rules framed under the Companies Act, 2013

Name of the Director/Key Managerial Personnel	Date of Order	Name of the Act and section under which penalised/punished	Date of penalty
THE SOUTHERN	05/07/2021	section 47 A(1)(c) Part I of the Companies Act, 2013	05/07/2021

For the purpose of compounding of offences

Signature of the Director/Key Managerial Personnel

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

JAYAN K

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

7363

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

01028298

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 Attachment(s), if any

Attach
Attach
Attach
Attach

SIB Mgt8_signed.pdf
Committee Meetings Continuation.pdf

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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

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	Number of members attended	% of attendance
11.	NOMINATION AND REMUNERATION COMMITTEE MEETING	18/05/2021	5	5	100
12.	NOMINATION AND REMUNERATION COMMITTEE MEETING	14/06/2021	5	5	100
13.	NOMINATION AND REMUNERATION COMMITTEE MEETING	16/07/2021	5	5	100
14.	NOMINATION AND REMUNERATION COMMITTEE MEETING	13/08/2021	5	5	100
15.	NOMINATION AND REMUNERATION COMMITTEE MEETING	20/10/2021	4	4	100
16.	NOMINATION AND REMUNERATION COMMITTEE MEETING	18/11/2021	4	4	100
17.	NOMINATION AND REMUNERATION COMMITTEE MEETING	29/11/2021	4	4	100
18.	NOMINATION AND REMUNERATION COMMITTEE MEETING	15/12/2021	4	4	100
19.	NOMINATION AND REMUNERATION COMMITTEE MEETING	29/12/2021	4	4	100
20.	NOMINATION AND REMUNERATION COMMITTEE MEETING	16/02/2022	4	4	100
21.	NOMINATION AND REMUNERATION COMMITTEE MEETING	16/03/2022	4	4	100
22.	NOMINATION AND REMUNERATION COMMITTEE MEETING	25/03/2022	4	4	100
23.	STAKEHOLDERS RELATIONSHIP COMMITTEE MEETING	18/06/2021	4	4	100
24.	STAKEHOLDERS RELATIONSHIP COMMITTEE MEETING	07/09/2021	4	4	100
25.	STAKEHOLDERS RELATIONSHIP COMMITTEE	16/11/2021	3	3	100

	MEETING				
26.	STAKEHOLDERS RELATIONSHIP COMMITTEE MEETING	19/03/2022	4	4	100
27.	RISK MANAGEMENT COMMITTEE MEETING	02/06/2021	5	5	100
28.	RISK MANAGEMENT COMMITTEE MEETING	30/08/2021	5	5	100
29.	RISK MANAGEMENT COMMITTEE MEETING	12/11/2021	5	5	100
30.	RISK MANAGEMENT COMMITTEE MEETING	23/12/2021	5	5	100
31.	RISK MANAGEMENT COMMITTEE MEETING	04/03/2022	5	5	100
32.	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE MEETING	18/06/2021	4	4	100
33.	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE MEETING	07/09/2021	4	4	100
34.	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE MEETING	14/12/2021	3	3	100
35.	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE MEETING	19/02/2022	4	4	100

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, 2022**. 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. The Company has delivered during the year ended on 31st March, 2022, share certificates/ letters of confirmation as per SEBI's operational guidelines, for execution of transmission of securities in all instances. There was no transfer, issue or allotment or buy back of securities/redemption of preference shares or debentures/OR reduction of share capital/conversion of shares/securities. Pursuant to Sections 13, 14, 61 and other applicable provisions of the Companies Act, 2013, and other relevant statutory provisions, the Authorised Capital of the Bank was increased from Rs.350 Crores to Rs.400 Crores at the Annual General Meeting held on 18.08.2021 and necessary returns were filed in this connection;
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. In view of the continuing uncertainty caused by the ongoing second wave of COVID-19 in the country, The Reserve Bank of India has reviewed the dividend declaration norms for the year ended March 31, 2021, vide its circular dated April 22, 2021 and has directed that banks may pay dividend on equity shares from the profits for the financial year ended March 31, 2021, subject to the quantum of dividend being not more than fifty percent of the amount determined as per the dividend payout ratio prescribed in paragraph 4 of the circular DBOD.NO.BP.BC.88/21.02.067/2004-05 dated May 4, 2005. No dividend was declared during the period. Transfer of unpaid/unclaimed dividend/other amounts as applicable were made 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;

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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.
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. There was no alteration of Articles of Association of the Bank 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.

UDIN: F008154D000801751

Peer Review Certificate No.648 /2019

**For SVJS & Associates
Company Secretaries**

JAYAN Digitally signed
by JAYAN KATTIRI
KATTIRI Date: 2022.08.17
10:54:59 +05'30'

**CS Jayan K.
Partner**

CP No.: 7363, FCS: 8154

Kochi
17.08.2022

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Annexure I

Forms filed during the Financial Year 2021-22

Sl. No.	Name of E-form	Purpose of E-form	Date of filing	Within the time/Not
1.	CFSS-2020	Application for issue of immunity certificate under the Companies Fresh Start Scheme (CFSS), 2020	11/04/2021	Yes
2.	MSME 1	Form for furnishing half yearly return with the registrar of companies in respect of outstanding payments to Micro or Small Enterprises. October to March 2021	19/04/2021	Yes
3.	IEPF-3	Statement of shares and unclaimed or unpaid dividend not transferred to the Investor Education and Protection Fund	27/04/2021	Yes
4.	MGT-14	Form for Filing of Resolutions and agreements to the Registrar: 1. Approval of template to evaluate the performance of MD & CEO for awarding variable pay and modification in one term of remuneration & perquisites payable to him. 2. Appointment of Mr. Joby M.C Joint General Manager as the Head of Inspection and Vigilance Department and Head of Internal Audit and Chief of Internal Vigilance of the Bank and conduct audits such as Risk Based Internal Audit, Management Audit, Gold Loan Inspection etc.	27/04/2021	Yes
5.	MGT-14	Form for Filing of Resolutions and agreements to the Registrar: 1. Investment of up to Rs. 50 crores in unsecured, subordinated Non-Convertible Debentures of Hinduja Leyland Finance Limited.	18/05/2021	Yes
6.	MGT-14	Form for Filing of Resolutions and agreements to the Registrar: 1. Approval of the audited financial statements of the company for the year ended 31.03.2021	18.06.2021	Yes

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		2. Investment of up to Rs. 50 crores in secured, Non-Convertible Debentures of Shriram Transport Finance Company Limited		
7.	MGT-14	<p>Form for Filing of Resolutions and agreements to the Registrar:</p> <ol style="list-style-type: none"> 1. Approve the investment of up to Rs. 30 Crore in Secured Non-Convertible Debentures of M/s Navi Finserv Private Limited. 2. Approve the investment of up to Rs. 50 Crore in Secured Non-Convertible Debentures of M/s Piramal Capital & Housing Finance Limited. 3. Approve the investment of up to Rs. 75 Crore in Secured Non-Convertible Debentures of M/s Nayara Energy Limited. 4. Approve the draft Directors' Report, Corporate Governance Report, Management Discussion and Analysis Report along with its annexures. 5. Approve the amended SIB ESOS-2008 6. Part I: Raising of Tier I capital by issue of securities. Part II: Raising of funds by issue of bonds/debentures/ securities on private placement basis. 	18.08.2021	Yes
8.	ADT-1	Appointment of statutory auditor for the financial year ending on 2022	26/08/2021	Yes
9.	MGT-15	Form for filing report on AGM	26/08/2021	Yes
10.	MGT-14	<p>Resolutions passed by shareholders:</p> <ol style="list-style-type: none"> 1. To receive consider and adopt the Banks Audited Financial statements including audited Balance Sheet as on 31st March 2021 and Profit and Loss Account for the year ended on that date together with the reports of the Board of Directors and Auditors thereon. 2. Reappointment of Mr. Pradeep M Godbole (DIN: 08259944), Director 3. Appointment of Joint Statutory Auditors M/s VARMA & VARMA and M/s. CNK & Associates LLP and fixation of remuneration 4. Authorising Board to Appoint Branch Auditors for FY 2021-2022 	28/08/2021	Yes

SVJS & Associates Company Secretaries



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		5. Appointment of Sri. R A Sankara Narayanan (DIN: 05230407) as Independent Director 6. Increasing Authorised capital from 350,00,00,000/- (Rupees Three Hundred and Fifty crore only) to 400,00,00,000/- (Rupees Four Hundred Crore) and corresponding amendment of clause 5 of Memorandum of Association 7. Raising of Tier I capital of the Bank through issuance of Securities for an amount not exceeding in the aggregate Rs.2000 Crore (Rupees Two Thousand Crore only) 8. Raising of funds by issue of bonds/debentures/ securities on private placement basis for an amount not exceeding Rs.500 Crore (Rupees Five Hundred crore only) 9. Amendments in Employees Stock Option Scheme		
11.	DIR-12	Change in designation of Mr. Sankaranarayanan Radhamangalam Ananthara as Director with effect from 18/08/2021	28/08/2021	Yes
12.	SH-7	Notice to Registrar of Companies for Increase in share capital independently by company from 3,50,00,00,000 to 4,00,00,00,000	07/09/2021	Yes
13.	IEPF-4	Statement of shares transferred to IEPF	14/09/2021	Yes
14.	AOC-4	Filing of Financial Statement for the FY 2020-21	15/09/2021	Yes
15.	IEPF-2	Statement of unclaimed and unpaid amounts	24/09/2021	Yes
16.	IEPF-4	Statement of shares transferred to IEPF(2 nd Application)	24/09/2021	Yes
17.	MGT-7	Annual Return for the FY 2020-21	06/10/2021	Yes
18.	IEPF-2	Statement of unclaimed and unpaid amounts	13/10/2021	Yes
19.	MSME-1	Form for furnishing half yearly return with the registrar of companies in respect of outstanding payments to Micro or Small Enterprises. April 2021 to September 2021	13/10/2021	Yes
20.	DIR-12	Cessation of Ms. Ranjana Shivanand Salgaocar with effect from 01/10/2021	27/10/2021	Yes
21.	DIR-12	Cessation of Mr. Palathingal Antony Francis with effect from 01/11/2021	18/11/2021	Yes
22.	MGT-14	Form for Filing of Resolutions and agreements to the Registrar:	18/11/2021	Yes

SVJS & Associates Company Secretaries



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		Appointment of M/s. SVJS & Associates, Company Secretaries as Secretarial Auditors of the company for the financial year 2021-2022		
23.	DIR-12	Appointment of Ms. Radha Unni (DIN: 03242769) with effect from 30/11/2021 as additional director (Independent)	21/12/2021	Yes
24.	IEPF-1	Statement of amounts credited to IEPF	24/08/2021	Yes
25.	DIR-12	Appointment of Mr. Benny Payyappilly Thomas with effect from 30/12/2021 as an additional director	27/01/2022	Yes
26.	MGT-14	Filing Resolution and agreement with Registrar Investment of Rs.30 crores in secured NCD of Vivriti Capital Private Limited	27/01/2022	Yes
27.	CSR-2 (AOC-4 CSR)	Report on Corporate Social Responsibility (CSR) for the financial year 2020-21	29/03/2022	Yes

UDIN: F008154D000801751

Peer Review Certificate No.648 /2019

**For SVJS & Associates
Company Secretaries**

JAYAN
Digitally signed
by JAYAN KATTIRI
Date: 2022.08.17
10:55:37 +05'30'

CS Jayan K.

Partner

CP No.: 7363, FCS: 8154

Kochi
17.08.2022

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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 2022 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.

UDIN: F008154D000801751

Peer Review Certificate No.648 /2019

For SVJS & Associates
Company Secretaries

JAYAN
Digitally signed
by JAYAN KATTIRI
Date: 2022.08.17
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KATTIRI

CS Jayan K.

Partner

CP No.: 7363, FCS: 8154

Kochi
17.08.2022