

DEPT : SECRETARIAL  
REF No. SEC/ST EX.STT/ 36 /2016-17

October 04, 2016

National Stock Exchange of India Ltd.,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.C/1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai - 400 051.

BSE Ltd.  
First Floor, New Trading Wing,  
Rotunda Building, P J Towers,  
Dalal Street, Fort,  
Mumbai - 400 001.

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 2<sup>nd</sup> quarter ended on 30<sup>th</sup> September, 2016.

Yours faithfully,



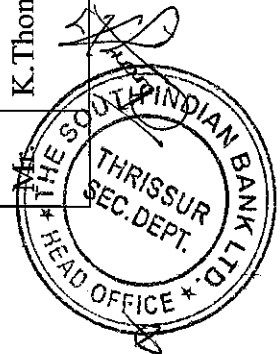
(JIMMY MATHEW)  
COMPANY SECRETARY

Encl: a.a.

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of Listed Entity : The South Indian Bank Limited  
 Quarter ending : 30.09.2016

<b>I. Composition of Board of Directors</b>									
Title (Mr./Ms)	Name of the Director	PAN&DIN	Category (Chairperson /Executive/Non-Executive/independent/Nominee)	Date of Appointment in the current term/cessation	Tenure* (in Years)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) 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)	
Mr.	Amitabha Guha	PAN:AAOPG6613K DIN: 02836707	Non- Executive Chairman	02.11.2010	-	4	4	-	
Mr.	V.G.Mathew	PAN: AIRPM7314G DIN: 05332797	Executive- Managing Director & CEO	01.10.2014	-	1	-	-	
Mr.	Mohan E. Alapatt	PAN:AALPA1734G DIN: 00025594	Non- Executive- Independent	01.03.2010	6	1	1	-	
	K. Thomas Jacob	PAN: ACLPJ3497P DIN: 00812892	Non- Executive- Independent	31.08.2010	6	1	-	1	



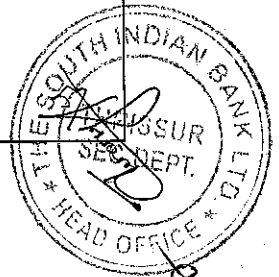
Dr.	John Joseph	PAN: ACJPJ4380P DIN: 00021735	Non- Executive- Independent	24.09.2012	4	1	-	-
Mr.	Francis Alapatt	PAN: AABPF1073F DIN: 01419486	Non- Executive- Independent	01.11.2013	2	1	1	-
Mr.	Salim Gangadharan	PAN: AALPS7777D DIN: 06796232	Non- Executive- Independent	16.01.2014	2	1	1	-
Mr.	Cheryan Varkey	PAN: ABDPV6686P DIN: 06884551	Non- Executive	28.05.2014	-	1	1	-
Mrs.	Ranjana S. Salgaocar	PAN: ABYPS1940G DIN: 00120120	Non- Executive- Independent	01.10.2014	1	1	-	1
Mr.	Parayil George John Tharakan	PAN: AFGPT8842N DIN: 07018289	Non- Executive- Independent	25.11.2014	1	1	1	-

# 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.

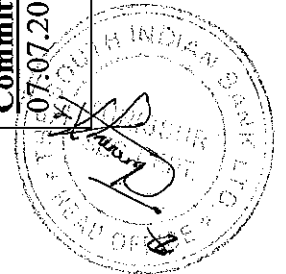
\* To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of Directors of Listed entity in continuity without any cooling off period.


## II. Composition of Committee

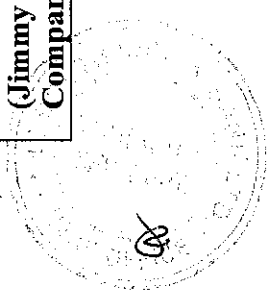
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non Executive/Independent/Nominee)
I. Audit Committee	Mr. K. Thomas Jacob Mr. Salim Gangadharan Mr. Cheryan Varkey Mr. Mohan E. Alapatt	Non- Executive- Independent Non- Executive- Independent Non- Executive Non- Executive- Independent




2. Nomination & Remuneration Committee	Dr. John Joseph Alapatt Mr. Amitabha Guha Mr. Mohan E. Alapatt	Non- Executive- Independent Non- Executive Chairman Non- Executive- Independent
3. Risk Management Committee(if applicable)	Mr. Salim Gangadharan Mr. Amitabha Guha Mr. V.G. Mathew Mr. K. Thomas Jacob	Non- Executive- Independent Non- Executive Chairman Executive - Managing Director & CEO Non- Executive- Independent
4. Stakeholders Relationship Committee <sup>§</sup>	Ms. Ranjana Salgaocar Mr. Francis Alapatt Mr. Parayil George John Tharakan	Non- Executive- Independent Non- Executive- Independent Non- Executive- Independent
<sup>§</sup> 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.		
<b>III. Meeting of Board of Directors</b>		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive Meetings (in number of days)</i>
11.05.2016, 01.06.2016	08.07.2016, 02.08.2016, 01.09.2016	36 days
<b>IV. Meeting of Committees</b>		
<i>Date(s) of meeting of the committee in the Relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>
<u>Audit Committee</u> 07.07.2016, 31.08.2016	Yes	10.05.2016
		57 days
<u>Nomination &amp; Remuneration Committee</u> 07:07.2016, 01.08.2016, 31.08.2016	Yes	11.05.2016



<u>Risk Management Committee</u>	Yes	21.04.2016, 30.06.2016	
<u>Stakeholders Relationship Committee?</u>			
01.09.2016	Yes	31.05.2016	
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.			
<b>V. Related Party Transactions</b>			
<b>Subject</b>		<b>Compliance status (Yes/No/NA)</b> <sup>refer note below</sup>	
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 Audit Committee		N.A (NIL Transactions)	
<b>VI. Affirmations</b>			
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			
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 have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:			
<b>Name &amp; Designation</b>			
 <b>(Jimmy Mathew)</b> <b>Company Secretary</b>			



**HALF-YEARLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

<b>I Affirmations</b>	<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)<sup>refer note below</sup></b>
	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website.	46(2)	Yes
	Presence of Chairperson of Audit Committee at the Annual General Meeting.	18(1)(d)	Yes
	Presence of Chairperson of the nomination and remuneration committee at the Annual General Meeting.	19(3)	Yes
	Whether "Corporate Governance Report disclosed in Annual Report.	34(3) read with para C of Schedule V	Yes
	<p><b>Note</b></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> <p>3. If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
	<p><b>Name &amp; Designation</b></p> <p align="center">   <b>(Jimmy Mathew)</b>                      Company Secretary                 </p>		

