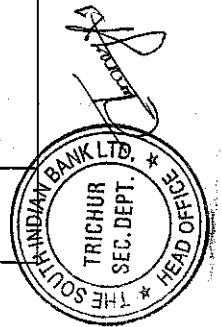


QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity : The South Indian Bank Limited
 Quarter ending : 31.03.2016

I. Composition of Board of Directors									
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 Directorship in entities listed including this entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this 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	-	
Mr.	K. Thomas Jacob	PAN: ACLPJ3497P DIN: 00812892	Non- Executive- Independent	31.08.2010	5	1	-	1	



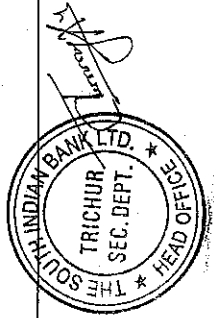
Dr.	John Joseph	PAN: ACJPJ4380P DIN: 00021735	Non- Executive- Independent	24.09.2012	3	1	-	-
Mr.	Francis Alapatt	PAN: AABPF1073F DIN: 01419486	Non- Executive- Independent	01.11.2013	2	1	1	-
Mr.	Salim Gangadharan	PAN: AALPS7777D DIN: 06796232	Non- Executive- Independent	16.01.2014	2	1	1	-
Mr.	Cheryan 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.

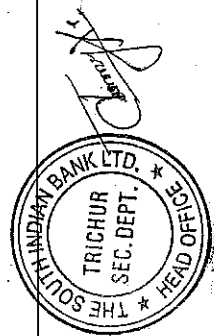
* To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of Directors of Listed entity in continuity without any cooling off period.


II. Composition of Committee

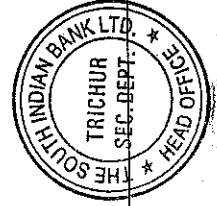
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
I. Audit Committee	Mr. K. Thomas Jacob Mr. Salim Gangadharan Mr. Cheryan Varkey Mr. Mohan E. Alapatt	Non- Executive- Independent Non- Executive- Independent Non- Executive Non- Executive- Independent



2. Nomination & Remuneration Committee	Dr. John Joseph Alapatt Mr. Armitabha Guha Mr. Mohan E. Alapatt	Non- Executive- Independent Non- Executive Chairman Non- Executive- Independent
3. Risk Management Committee(if applicable)	Mr. Salim Gangadharan Mr. Armitabha 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 [§]	Ms. Ranjana Salgaocar Mr. Francis Alapatt Mr. Parayil George John Tharakan	Non- Executive- Independent Non- Executive- Independent Non- Executive- Independent
<p>[§]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.</p>		
III. Meeting of Board of Directors		
<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>
17.10.2015, 26.11.2015	20.01.2016, 01.03.2016, 29.03.2016	54 days
IV. Meeting of Committees		
<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>
Audit Committee 19.01.2016, 28.03.2016	Yes	16.10.2015, 26.11.2015, 18.12.2015
		31 days
Nomination & Remuneration Committee 19.01.2016, 29.02.2016	Yes	17.10.2015



<u>Risk Management Committee</u>	Yes	25.11.2015	
<u>Stakeholders Relationship Committee</u>	Yes	26.11.2015	
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.			
V. Related Party Transactions			
<i>Subject</i>			<i>Compliance status (Yes/No/NA)</i> ^{refer note below}
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)
VI. Affirmations			
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:			
Name & Designation			
 (Jimmy Mathew) Company Secretary			



ANNUAL COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity: The South Indian Bank Limited

Year ending : 31.03.2016

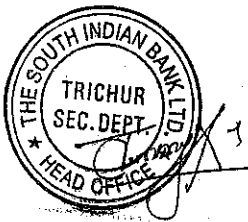
<u>I. Disclosure on website in terms of Listing Regulations</u>	
<i>Item</i>	<i>Compliance status (Yes/No/NA)^{Refer} Note below</i>
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
E-mail address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	N.A
New name and the old name of the listed entity	N.A

II Annual Affirmations

<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status(Yes/No/NA)</i>
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)	Yes
Meeting of Board of directors	17(2)	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
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(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)	Yes
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.



Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel Non-Executive Directors	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

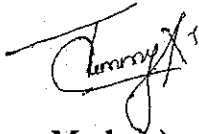
Note

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

Name & Designation



**(Jimmy Mathew)
Company Secretary**

