

**Reconstituted – Cir Resoln 03.05.2023 – CMD-R.KARNATAK**

**BOARD OF DIRECTORS**

1	Chairman	:	<b>-Vacant- (Section 9(3)(h))</b>
2	Managing Director &CEO	:	<b>Shri Rajneesh Karnatak (From 29.04.2023) (Section 9(3)(a))</b>
3	Executive Director	:	<b>Shri P.R. Rajagopal (From 18.03.2020) (Section 9(3)(a))</b>
4	Executive Director	:	<b>Shri Swarup Dasgupta (From 10.03.2021) (Section 9(3)(a))</b>
5	Executive Director	:	<b>Shri M. Karthikeyan (From 10.03.2021) (Section 9(3)(a))</b>
6	Executive Director	:	<b>Shri Subrat Kumar (From 21.11.2022) (Section 9(3)(a))</b>
7	Govt. Nominee Director	:	<b>Dr Bhushan Kumar Sinha (From 11.04.2022 until further order ) (Section 9(3)(b))</b>
8	RBI Nominee Director	:	<b>Shri Subrata Das (From 13.08.2019 until further order ) (Section 9(3)(c) )</b>
9	Part-time Non-Official Director (Chartered Accountant)	:	<b>-Vacant- (Section 9(3)(g))</b>
10	Shareholder Director	:	<b>Ms. Veni Thapar (From 04.12.2021 upto 03.12.2024) (Section 9(3)(i))</b>
11	Shareholder Director	:	<b>Shri V.V. Shenoy (From 29.11.2022) (Section 9(3)(i)) (DFS Ntn.6.1.2023)</b>
12	Part-time Non-Official Director	:	<b>Shri Munish Kumar Ralhan (From 21.03.2022 upto 20.03.2025) (Section 9(3)(h))</b>
13	Workmen Employee Director	:	<b>-Vacant- (Section 9(3)(e))</b>
14	Officer Employee Director	:	<b>-Vacant- (Section 9(3)(f))</b>
15	Part-time Non-Official Director	:	<b>-Vacant- (Section 9(3) (h))</b>
16	Part-time Non-Official Director	:	<b>-Vacant- (Section 9(3) (h))</b>

(Quorum: One third of the number of Directors, holding office as such Directors of the Board on the day of the meeting, subject to a minimum of three Directors)

(Frequency : At least 6 times in a year and at least once in each quarter)

DFS Notification F.No.16/20/2019.BO.I dated 03.09.2020 (4<sup>th</sup> ED)

**MANAGEMENT COMMITTEE OF THE BOARD**  
**(Reconstituted at B.M.- Cir Res. 03.05.2023)**

1	Managing Director & CEO	:	Shri Rajneesh Karnatak
2	Executive Director	:	Shri P.R. Rajagopal
3	Executive Director	:	Shri Swarup Dasgupta
4	Executive Director	:	Shri M. Karthikeyan
5	Executive Director	:	Shri Subrat Kumar
6	RBI Nominee Director	:	Shri Subrata Das
7	Director	:	Shri V.V. Shenoy
8	Director	:	<b>-Vacant-</b>

**(Reconstitution : Half yearly) (change tenure of Directors-BM1.11.2019-A-2 – recn c2-15620)**  
**(Frequency : Monthly)**  
**(Quorum : 4 - one Non-Executive Director is compulsory.)**

**AUDIT COM. OF THE BOARD**  
**(Reconstituted at B.M.: 03.05.2023)**

1	Chairperson	:	Ms. Veni Thapar
2	Govt. Nominee Director	:	Dr Bhushan Kumar Sinha
3	RBI Nominee Director	:	Shri Subrata Das
4	Director	:	Shri M.K. Ralhan

**The ACB shall be constituted with only Non-Executive Directors (NEDs) (As per RBI Circular No.RBI/2021-22/24-DOR.GOV.REC.8/29.67.001/2021-22 dt 26.04.2021)**

**The other Executive Directors will attend the ACB Meeting as Invitees if there is any item for discussion from their domain.(As per RBI Circular No.DBS.ARS.BC.4/08.91.20/2015-16 dated 24.09.2015)**

**(Quorum : 3 )(Frequency: Once in each quarter, minimum 6 times in a year)**  
**(Reconstitution: Two years)**

**DIRECTORS PROMOTION COMMITTEE**  
**(Reconstituted at B.M. : 03.05.2023)**

1	Chairman of the Committee	:	Shri Rajneesh Karnatak
2	Govt. Nominee Director	:	Dr Bhushan Kumar Sinha
3	RBI Nominee Director	:	Shri Subrata Das
4		:	(From 13.08.2019 until further order)

**(Quorum : All members)**

**DISCIPLINARY PROCEEDINGS COMMITTEE OF THE BOARD**

**(Constituted at B.M. : 30.10.2017)  
Reconstituted BM –Cir Resol. 03.05.2023**

1	Managing Director & CEO	:	Shri Rajneesh Karnatak
2	Government Nominee Director	:	Dr Bhushan Kumar Sinha
3	RBI Nominee Director	:	Shri Subrata Das
4	Director	:	Shri V.V. Shenoy

(Quorum : 3)

**STAKEHOLDERS RELATIONSHIP COMMITTEE**

**(Renamed as per SEBI Guidelines)  
(Erstwhile Shareholders'/Investors' Grievances Committee)  
(Reconstituted at B.M.: Cir ResIn 06.01.2023)**

	Chairperson of the Committee	:	\$
1	Executive Director	:	Shri P.R. Rajagopal
2	Executive Director	:	Shri Swarup Dasgupta
3	Executive Director	:	Shri M. Karthikeyan
4	Executive Director	:	Shri Subrat Kumar
5	Director	:	Ms. Veni Thapar
6	Director	:	Shri V.V. Shenoy

(Frequency : (At least once in a quarter)  
(Quorum –2 – only 1 NED)

**\$Any NED by nomination other than ACB Chairperson**

**SHARE TRANSFER COMMITTEE**

**(Reconstituted at B.M.: Cir Res.03.05.2023)**

1	Chairman (Non Executive Director)	:	\$
2	Whole time Director	:	Shri Rajneesh Karnatak (in his absence any one of the four EDs)
3	Director	:	Shri V.V. Shenoy
4	Director	:	Ms Veni Thapar

(Quorum : 2 – including one NED)  
(Frequency : As and when necessary)

**\$Any NED by nomination other than ACB Chairperson**

**COMMITTEE OF DIRECTORS FOR MONITORING OF LARGE VALUE FRAUDS**

**(Reconstituted at B.M. : Cir Res.06.01.2023)**

1.	Chairman of the Committee	:	\$
2	Managing Director & CEO	:	Shri Rajneesh Karnatak
3	Executive Director	:	Shri P.R. Rajagopal
4	Executive Director	:	Shri Swarup Dasgupta
5	Executive Director	:	Shri M. Karthikeyan
6	Executive Director	:	Shri Subrat Kumar
7	Director	:	Dr Bhushan Kumar Sinha
8	Director	:	Shri V.V. Shenoy
9	Director	:	Ms.Veni Thapar
10	Director	:	Shri M.K. Ralhan

**Invitee : GM Recovery Department (MLVF 28.03.2016), GM-CRMD**

**GM, Inspection & Audit and GM, BPR (MLVF 13.12.2016), GM(IT)-(MLVF 09.08.2018)**

**(Quorum : 3 - (Incl. atleast one NED) (Frequency : As and when necessary)**

**In order to comply with RBI guidelines about composition of this Committee, any two Executive Directors will attend the meeting depending on availability.**

**\$Any NED by nomination other than ACB Chairperson**

**COMMITTEE OF DIRECTORS FOR RISK MANAGEMENT**

**(Reconstituted at B.M.: Cir Res.03.05.2023)**

1	Chairman	:	\$
2	Managing Director & CEO	:	Shri Rajneesh Karnatak
3	Executive Director	}	
4	Executive Director	}	<b>Any one Executive Director</b>
5	Executive Director	}	
6	Executive Director	}	
7	Director	:	Shri M.K. Ralhan
8	Director	:	Shri V.V. Shenoy
9	Director	:	Ms. Veni Thapar

**Invitees – GM, Treasury Branch, International Division & Risk Management Deptt.**

**GM, Corporate Credit, GM, Credit Monitoring Recovery (25.07.17)**

**(Quorum : 3 - (Incl. atleast one NED) (Frequency : As and when necessary)**

**\$Any NED by nomination other than ACB Chairperson**

**COMMITTEE OF DIRECTORS FOR CUSTOMER SERVICE**

**(Reconstituted at B.M.: 03.05.2023 )**

	Chairman of the Committee	:	\$
1	Managing Director & CEO	:	Shri Rajneesh Karnatak
2	Executive Director	:	Shri P.R. Rajagopal
3	Executive Director	:	Shri Swarup Dasgupta
4	Executive Director	:	Shri M. Karthikeyan
5	Executive Director	:	Shri Subrat Kumar
6	Government Nominee Director	:	Dr Bhushan Kumar Sinha
7	Director	:	Shri M.K. Ralhan
8	<b>Invitee</b>	:	Shri V.V. Shenoy
9	<b>Invitee</b>	:	<b>Shri Dhruba Charan Kar,</b>
		:	<b>Internal Ombudsman</b>
		:	GM-HR & GM IT to attend the meeting

**(Quorum : 3 - Presence of atleast one Non-Executive Director is mandatory.) (Frequency : Quarterly)**

**\$Any NED by nomination other than ACB Chairperson**

## IT STRATEGY AND DIGITAL PAYMENT PROMOTION COMMITTEE

(IT Strategy Committee merged with  
Digital Payment Promotion Committee – BM-27.11.2019 – A-25)  
(Reconstituted at B.M.: Cir Res.03.05.2023)

Chairman of the Committee	:	\$
1 Managing Director & CEO	:	Shri Rajneesh Karnatak
2 Executive Director	:	Shri P.R. Rajagopal
3 Executive Director	:	Shri Swarup Dasgupta
4 Executive Director	:	Shri M. Karthikeyan
5 Executive Director	:	Shri Subrat Kumar
6 Director	:	Dr Bhushan Kumar Sinha
7 Director	:	Shri V.V. Shenoy
8 Director	:	Ms. Veni Thapar
9 Director	:	-Vacant-
10 Invitee	:	Shri Arif Khan
11 Invitee	:	_____, CISO

**Invitees – GM – IT, CEADC, Marketing & Resource Mobilisation, GOD, FI**

(Quorum : 3 – incl atleast one NED and one IT Professional is mandatory)

(Frequency : as and when necessary)(Reconstitution : once in two years)

**\$Any NED by nomination other than ACB Chairperson**

## NOMINATION & REMUNERATION COMMITTEE OF DIRECTORS

(Reconstituted at B.M.: Cir Res.06.01.2023)

1 Chairman of the Committee	:	\$
2 Govt. Nominee Director	:	Dr Bhushan Kumar Sinha*
3 Director	:	Ms. Veni Thapar
4 Director	:	Shri M.K. Ralhan
5 Director	:	Shri V.V. Shenoy

(Quorum : 3) (Frequency : As and when necessary)

**\*As per RBI communication dated 19.09.2020, Bank is permitted to have Government Nominee Director as a member of the Committee in case of non-sufficiency of quorum.**

**\$Any NED by nomination other than ACB Chairperson**

## CREDIT APPROVAL COMMITTEE OF THE BOARD

(As per Govt. guidelines/notification dt 05.12.2011)

(Constituted at B.M. 08.09.2015)

1 Managing Director & CEO	:	Shri Rajneesh Karnatak
2 Executive Director	:	Shri P.R. Rajagopal
3 Executive Director	:	Shri Swarup Dasgupta
4 Executive Director	:	Shri M. Karthikeyan
5 Executive Director	:	Shri Subrat Kumar
6 CGM/GM (Risk Mgmt)	:	CGM/GM designate
7 CGM/GM (Finance)	:	CGM/GM designate
8 CGM/GM (Credit )	:	CGM/GM designate

(Quorum : 3 – atleast one ED is mandatory)

**General Manager (Star Prime) - Invitee**

**The General Manager concerned shall be a member of the Committee for the respective proposal.**

**INVESTMENT APPROVAL COMMITTEE**  
**(As per Govt. guidelines/notification dt 03.04.2012)**  
**(Constituted at B.M. 08.09.2015)**

1	Managing Director & CEO	:	Shri Rajneesh Karnatak
2	Executive Director	:	Shri P.R. Rajagopal
3	Executive Director	:	Shri Swarup Dasgupta
4	Executive Director	:	Shri M. Karthikeyan
5	Executive Director	:	Shri Subrat Kumar
6	CGM/GM (Risk Mgmt)	:	CGM/GM designate
7	CGM/GM (Finance)	:	CGM/GM designate
9-	CGM/GM (Credit)	:	CGM/GM designate

**Quorum : 3**

**STEERING COMMITTEE OF THE BOARD ON HR**  
**(Constituted at B.M. 30.10.2017)**  
**(Reconstitution BM – Cir Res.03.05.2023)**

	Chairman (NED)	:	\$
1	Managing Director & CEO	:	Shri Rajneesh Karnatak
2	Executive Director	:	Shri P.R. Rajagopal
3	Executive Director	:	Shri Swarup Dasgupta
4	Executive Director	:	Shri M. Karthikeyan
5	Executive Director	:	Shri Subrat Kumar
6	Govt. Nominee Director	:	Dr Bhushan Kumar Sinha
7	Director	:	Shri M.K. Ralhan
8	Director	:	Shri V.V. Shenoy
	Convener- General Manager- Human Resources Department		

**Invitees – GM, Learning & Development Deptt.**

**(Quorum : 3 – Presence of atleast one Non-Executive Director and one HR Professional is mandatory.)**

**(Frequency: Quarterly)**

**\$Any NED by nomination other than ACB Chairperson**

**REVIEW COMMITTEE FOR WILFUL DEFAULTERS**  
**(Constituted at B.M. 30.10.2017 w.e.f.25.10.2017)**  
**RECONSTITUTION BM – Cir Res.03.05.2023**

1	Managing Director &CEO	:	Shri Rajneesh Karnatak
2	Director	:	Shri M.K. Ralhan
3	Director	:	Shri V.V. Shenoy
4	Director	:	<b>-Vacant-</b>

**Invitees – GM, CRMD**

**(Quorum : 3)**

**COMMITTEE FOR MONITORING HIGH VALUE NPAs AND LOSS ASSETS**

**(Monitoring Recovery & Review of Top 30 NPAs)**

**(Constituted at B.M. 08.12.2012)  
(Reconstituted at B.M. 03.05.2023)**

	Chairperson	:	\$
1	Managing Director &CEO	:	Shri Rajneesh Karnatak
2	Executive Director	:	Shri P.R. Rajagopal
3	Executive Director	:	Shri Swarup Dasgupta
4	Executive Director	:	Shri M. Karthikeyan
5	Executive Director	:	Shri Subrat Kumar
6	Govt. Nominee Director	:	Dr Bhushan Kumar Sinha
7*	Director	:	Shri M.K. Ralhan
	Convener- General Manager- Recovery Department		

**Invite : GM-International, GM-SARD, DGM-SARD**

**(Quorum : 3 – Presence of atleast one Non-Executive Director is mandatory.)**

**(Frequency : Bi-monthly)(change periodicity from monthly to bi-monthly 8.2.19,A-11)**

**\$Any NED by nomination other than ACB Chairperson**

**INDEPENDENT DIRECTORS' COMMITTEE OF THE BOARD**

**(As per Clause 4.3 of SEBI Circular  
No.CIR/CFD/POLICY CEL/2/2014 dated 17.04.2014)  
(Reconstituted at B.M.: Cir ResIn 06.01.2023 )**

	Chairperson	:	\$
1	Shareholder Director	:	Ms. Veni Thapar
2	Director	:	Mr.M K Ralhan
3	Shareholder Director	:	Shri V.V. Shenoy

Convener – Asstt. General Manager, Investor Relations Department

**(Quorum – All the members)**

**\$Any NED by nomination other than ACB Chairperson**

**CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

**(Constituted as per Board Directives 16.01.2016)  
(Reconstituted at B.M.: Oct 22)**

	<b>Chairman of the Committee</b>	:	\$
1	Managing Director & CEO	:	Shri Rajneesh Karnatak
2	Executive Director	:	Shri P.R. Rajagopal
3	Executive Director	:	Shri Swarup Dasgupta
4	Executive Director	:	Shri M. Karthikeyan
5	Executive Director	:	Shri Subrat Kumar
6	Director	:	Ms. Veni Thapar
7	Director	:	Shri V.V. Shenoy
		:	

**(Quorum 3 –atleast one Non-Executive Director is mandatory.)**

**(Frequency : atleast once in 4 months)**

**(Reconstitution : once in a year)**

**\$Any NED by nomination other than ACB Chairperson**



**BOARD COMMITTEE FOR PERFORMANCE EVALUATION OF MANAGING  
DIRECTOR & CEOs/EXECUTIVE DIRECTORS/GENERAL MANAGERS**  
(Constituted as per GOI, MOF, DFS directive F.No.9/5/2009-IR dt. 30.08.2019)

**(Constituted on 16.09.2019)**

**(Reconstituted at B.M.: Cir Res.13.10.2022)**

1	Chairman of the Committee	:	\$
2	Govt. Nominee Director	:	Dr Bhushan Kumar Sinha
3	Director	:	Ms. Veni Thapar
4	Director	:	Mr. V.V. Shenoy
5	Director	:	Shri M.K. Ralhan

**(Quorum : Three)**

**\$Any NED by nomination other than ACB Chairperson**

**GROUP GOVERNANCE UNIT COMMITTEE**

**(Constituted as per SEBI Circular No.SEBI/HO/CFD/CMD/CIR/P/2018/79 dated 10.05.2018)**

**(Constituted on 16.09.2019)**

**(Reconstituted at B.M.: Cir Res.06.01.2023)**

1	Chairman (NED)	:	\$
2	MD & CEO	:	Shri Rajneesh Karnatak
3	Executive Director	:	Shri P.R. Rajagopal
4	Executive Director	:	Shri Swarup Dasgupta
5	Executive Director	:	Shri M. Karthikeyan
6	Executive Director	:	Shri Subrat Kumar
7	Director	:	Ms. Veni Thapar
8	Director	:	Shri V.V. Shenoy
9	Director	:	Shri M.K. Ralhan

GGUP Policy 08.08.2019 – Director-Non-Official Director

Conveyor – GM, PS&EI                      Invitee – GM, RRB, International, Compliance

Quorum : 4 – atleast one NED is mandatory

**\$Any NED by nomination other than ACB Chairperson**

**REVIEW COMMITTEE FOR DECLARATION OF NON CO-OPERATIVE BORROWER**

**(Constituted as per RBI Circular RBI/2014-15/362 – DBR No.CID.BC.54/20.16.064/2014-15  
dated 22.12.2014)**

**(reconstituted on 12.05.2020@@)**

**(Reconstituted at B.M.: Cir ResIn. 06.01.2023)**

1	Chairman of the Committee	:	Shri Rajneesh Karnatak
2	Director	:	Shri M.K. Ralhan
3	Director	:	Shri V.V. Shenoy
4	Director	:	-Vacant-

**Quorum : 3**

**Frequency : on quarterly basis or as per need.**