

Reconstituted–Cir Resoln 01.03.2024–Executive Director, Shri Rajiv Mishra

BOARD OF DIRECTORS

1	Chairman	:	Shri M. R. Kumar (Section 9(3)(h)) (Notification:21.02.24)
2	Managing Director & CEO	:	Shri Rajneesh Karnatak (From 29.04.2023) (Section 9(3)(a))
3	Executive Director	:	Shri P.R. Rajagopal (From 18.03.2020) (Section 9(3)(a))
4	Executive Director	:	Shri M. Karthikeyan (From 10.03.2021) (Section 9(3)(a))
5	Executive Director	:	Shri Subrat Kumar (From 21.11.2022) (Section 9(3)(a))
6	Executive Director	:	Shri Rajiv Mishra (From 01.03.2024) (Section 9(3)(a))
7	Govt. Nominee Director	:	Dr Bhushan Kumar Sinha (From 11.04.2022 until further order) (Section 9(3)(b))
8	RBI Nominee Director	:	Shri Ashok Narain (From 14.07.2023 until further order) (Section 9(3)(c))
9	Part-time Non-Official Director (Chartered Accountant)	:	-Vacant- (Section 9(3)(g))
10	Shareholder Director	:	Ms. Veni Thapar (From 04.12.2021 upto 03.12.2024) (Section 9(3)(i))
11	Shareholder Director	:	Shri V.V. Shenoy (From 29.11.2022) (Section 9(3)(i)) (DFS Ntn.6.1.2023)
12	Part-time Non-Official Director	:	Shri Munish Kumar Ralhan (From 21.03.2022 upto 20.03.2025) (Section 9(3)(h))
13	Workmen Employee Director	:	-Vacant- (Section 9(3)(e))
14	Officer Employee Director	:	-Vacant- (Section 9(3)(f))
15	Part-time Non-Official Director	:	-Vacant- (Section 9(3) (h))
16	Part-time Non-Official Director	:	-Vacant- (Section 9(3) (h))

(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 (4th ED)

MANAGEMENT COMMITTEE OF THE BOARD
(Reconstituted at B.M.- Cir Res. 17.07.2023)

1	Managing Director & CEO	:	Shri Rajneesh Karnatak
2	Executive Director	:	Shri P.R. Rajagopal
3	Executive Director	:	Shri M. Karthikeyan
4	Executive Director	:	Shri Subrat Kumar
5	Executive Director	:	Shri Rajiv Mishra
6	RBI Nominee Director	:	Shri Ashok Narain
7	Director	:	Shri V.V. Shenoy
8	Director	:	-Vacant-

(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.: 17.07.2023)

1	Chairperson	:	Ms. Veni Thapar
2	Govt. Nominee Director	:	Dr Bhushan Kumar Sinha
3	RBI Nominee Director	:	Shri Ashok Narain
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. : 17.07.2023)

1	Chairman of the Committee	:	Shri Rajneesh Karnatak
2	Govt. Nominee Director	:	Dr Bhushan Kumar Sinha
3	RBI Nominee Director	:	Shri Ashok Narain
4		:	(From 14.07.2023 until further order)

(Quorum : All members)

DISCIPLINARY PROCEEDINGS COMMITTEE OF THE BOARD

(Constituted at B.M. : 30.10.2017)
Reconstituted BM –Cir Resol. 17.07.2023

1	Managing Director & CEO	:	Shri Rajneesh Karnatak
2	Government Nominee Director	:	Dr Bhushan Kumar Sinha
3	RBI Nominee Director	:	Shri Ashok Narain
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 M. Karthikeyan
3	Executive Director	:	Shri Subrat Kumar
4	Executive Director	:	Shri Rajiv Mishra
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)

	Chairman (Non Executive Director)	:	\$
1	Whole time Director	:	Shri Rajneesh Karnatak (in his absence any one of the four EDs)
2	Director	:	Shri V.V. Shenoy
3	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 M. Karthikeyan
5	Executive Director	:	Shri Subrat Kumar
6	Executive Director	:	Shri Rajiv Mishra
7	Director	:	Dr Bhushan Kumar Sinha
8	Director	:	Shri V.V. Shenoy
9	Director	:	Ms.Veni Thapar
10	Director	:	Shri M.K. Ralhan
11.	Director	:	Shri M. R. Kumar

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	}	Any one Executive Director
4	Executive Director	}	
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 M. Karthikeyan
4	Executive Director	:	Shri Subrat Kumar
5	Executive Director	:	Shri Rajiv Mishra
6	Government Nominee Director	:	Dr Bhushan Kumar Sinha
7	Director	:	Shri M.K. Ralhan
8	Invitee	:	Shri V.V. Shenoy
9	Invitee	:	Shri Dhruba Charan Kar, Internal Ombudsman 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

I T 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 M. Karthikeyan
4	Executive Director	:	Shri Subrat Kumar
5	Executive Director	:	Shri Rajiv Mishra
6	Director	:	Dr Bhushan Kumar Sinha
7	Director	:	Shri V.V. Shenoy
8	Director	:	Ms. Veni Thapar
9	Director	:	-Vacant-
10	Invitee	:	Shri Ishraq Ali 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
6	Director	:	Shri M. R. Kumar

(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 M. Karthikeyan
4	Executive Director	:	Shri Subrat Kumar
5	Executive Director	:	Shri Rajiv Mishra
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 M. Karthikeyan
4	Executive Director	:	Shri Subrat Kumar
5	Executive Director	:	Shri Rajiv Mishra
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 M. Karthikeyan
4	Executive Director	:	Shri Subrat Kumar
5	Executive Director	:	Shri Rajiv Mishra
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	:	-Vacant-

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 M. Karthikeyan
4	Executive Director	:	Shri Subrat Kumar
5	Executive Director	:	Shri Rajiv Mishra
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
4	Director	:	Shri M. R. Kumar
	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)

	Chairman of the Committee	:	\$
1	Managing Director & CEO	:	Shri Rajneesh Karnatak
2	Executive Director	:	Shri P.R. Rajagopal
3	Executive Director	:	Shri M. Karthikeyan
4	Executive Director	:	Shri Subrat Kumar
5	Executive Director	:	Shri Rajiv Mishra
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
6	Director	:	<u>Shri M. R. Kumar</u>

(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 M. Karthikeyan
5	Executive Director	:	Shri Subrat Kumar
6	Executive Director	:	<u>Shri Rajiv Mishra</u>
7	Director	:	Ms. Veni Thapar
8	Director	:	Shri V.V. Shenoy
9	Director	:	Shri M.K. Ralhan
10	Director	:	<u>Shri M. R. Kumar</u>

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.