



CIN: L65190MH2004GOI148838

आईडीबीआई बैंक लिमिटेड
पंजीकृत कार्यालय : आईडीबीआई टॉवर,
डब्ल्यूटीसी कॉम्प्लेक्स, कफ परेड,
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IDBI Bank Limited
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FAX : (+91 22) 2218 0411
Website : www.idbibank.in

20 जनवरी 2025

The Manager (Listing) BSE Ltd., 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001	The Manager (Listing) National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra(E), Mumbai – 400 051
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Dear Sir/Madam,

Report on Corporate Governance as on December 31, 2024

In terms of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we forward herewith the quarterly compliance report on Corporate Governance as on December 31, 2024.

Kindly acknowledge receipt and take the above on record.

भवदीया,
कृते आईडीबीआई बैंक लिमिटेड

ज्योति
20/1/25

[ज्योति नायर]
कंपनी सचिव

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity – IDBI Bank Limited

2. Quarter ending – December 31, 2024

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 months)	Date of Birth	Whether Special Resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing Special Resolution	No. of Directorship in listed entities including this listed entity	No. of Independent Directorship in listed entities including this listed entity	No. of memberships in Audit/ Stakeholder Committee (s) including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
					Initial Date of Appointment	Date of Re-Appointment	Date of cessation								
Mr.	T. N. Manoharan		01186248	Non-Executive – Independent Director Part time Chairperson	24-02-2022	-	-	34.22	07-04-1956	NA	NA	2	2	1	1
Mr.	Rakesh Sharma		06846594	Executive – MD & CEO	10-10-2018	19-03-2022	-	NA	02-07-1958	NA	NA	1	0	0	0
Mr.	Jayakumar S. Pillai		10041362	Executive-DMD	12-06-2023	-	-	NA	31-05-1965	NA	NA	1	0	1	0
Mr.	Sumit Phakka		08259618	Executive-DMD	15-07-2024	-	-	NA	18-01-1969	NA	NA	1	0	1	0
Mr.	Manoj Sahay		08711612	Non- Executive – Nominee	28-04-2022	-	-	NA	15-09-1967	NA	NA	1	0	1	0
Mr.	Sushil Kumar Singh		09584577	Non- Executive – Nominee	28-04-2022	-	-	NA	24-09-1977	NA	NA	1	0	0	0
Mr.	Mukesh Kumar Gupta		06638754	Non- Executive – Nominee	10-02-2022	-	-	NA	18-09-1961	NA	NA	1	0	1	0
	Raj Kumar		06627311	Non- Executive – Nominee	19-05-2022	-	-	NA	03-01-1962	NA	NA	2	1	0	0



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 months)	Date of Birth	Whether Special Resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing Special Resolution	No of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No. of memberships in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
					Initial Date of Appointment	Date of Re-Appointment	Date of cessation								
Mr.	Bhuwanchandra B. Joshi		06713850	Non-Executive – Independent Director	09-10-2017	09-10-2021	-	86.79	03-12-1956	NA	NA	1	1	0	0
Mr.	Samaresh Parida		01853823	Non-Executive – Independent Director	19-05-2018	19-05-2022	-	79.50	01-09-1960	NA	NA	2	2	2	1
Mr.	N. Jambunathan		05126421	Non-Executive – Independent Director	19-05-2018	19-05-2022	-	79.50	16-03-1955	NA	NA	1	1	1	0
Mr.	Deepak Singhal		08375146	Non-Executive – Independent Director	28-02-2019	28-02-2023	-	70.13	21-01-1959	NA	NA	2	2	0	0
Mr.	Sanjay Gokuldas Kallapur		08377808	Non-Executive – Independent Director	05-03-2019	05-03-2023	-	69.96	08-08-1963	NA	NA	1	1	2	1
Mrs	P. V. Bharathi		06519925	Non-Executive – Independent Director	14-01-2021	-	-	47.57	22-03-1960	NA	NA	2	2	3	0
Mr.	Ajay Prakash Sawhney		03359323	Non-Executive Independent Director	28-08-2023	-	-	16.14	04-02-1962	NA	NA	1	1	1	0

OTHER COMPLIANCES:

Whether the Listed Entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD & CEO	No



II. Composition of Committees

i. Audit Committee

Whether regular chairperson appointed

Yes

Sr. No.	Name of the Director	Chairperson/ Membership	Category	Appointment Date	Cessation Date
1.	Samaresh Parida	Chairperson	Independent Director	20-May-2018	-
2.	Sanjay Gokuldas Kallapur	Member	Independent Director	19-Mar-2019	-
3.	P. V. Bharathi	Member	Independent Director	28-Jan-2021	-
4.	Mukesh Kumar Gupta	Member	Non-Executive Nominee Director	10-Feb-2022	-
5.	Manoj Sahay	Member	Non-Executive Nominee Director	02-May-2022	-
6.	Ajay Prakash Sawhney	Member	Independent Director	28-08-2023	-

ii. Stakeholders Relationship Committee

Whether regular chairperson appointed

Yes

Sr. No.	Name of the Director	Chairperson/ Membership	Category	Appointment Date	Cessation Date
1.	Sanjay Gokuldas Kallapur	Chairperson	Independent Director	28-Jan-2021	-
2.	N. Jambunathan	Member	Independent Director	20-May-2018	-
3.	Jayakumar S. Pillai	Member	Executive Director	12-Jun-2023	-
4.	Sumit Phakka	Member	Executive Director	15-Jul-2024	-

iii. Risk Management Committee

Whether regular chairperson appointed

Yes

Sr. No.	Name of the Director	Chairperson/ Membership	Category	Appointment Date	Cessation Date
1.	P. V. Bharathi	Chairperson	Independent Director	28-Jan-2021	-
2.	Rakesh Sharma	Member	Executive Director	27-Oct-2018	-
3.	Sanjay Gokuldas Kallapur	Member	Independent Director	19-Mar-2019	-
4.	T. N. Manoharan	Member	Independent Director	09-Mar-2022	-
5.	Samaresh Parida	Member	Independent Director	02-May-2022	-
6.	Jayakumar S. Pillai	Member	Executive Director	12-Jun-2023	-
7.	Sumit Phakka	Member	Executive Director	15-Jul-2024	-

iv. Nomination and Remuneration Committee

Whether regular chairperson appointed

Yes

Sr. No.	Name of the Director	Chairperson/ Membership	Category	Appointment Date	Cessation Date
1.	Deepak Singhal	Chairperson	Independent Director	29-Sep-2021	-
2.	Bhuwanchandra B. Joshi	Member	Independent Director	25-Feb-2019	-
3.	N. Jambunathan	Member	Independent Director	25-Feb-2019	-
4.	Mukesh Kumar Gupta	Member	Non-Executive Nominee Director	10-Feb-2022	-
5.	T. N. Manoharan	Member	Independent Director	17-Mar-2022	-
6.	Sushil Kumar Singh	Member	Non-Executive Nominee Director	02-May-2022	-
7.	P. V. Bharathi	Member	Independent Director	20-Jan-2024	-



v. Corporate Social Responsibility Committee

Whether regular chairperson appointed

Yes

Sr. No.	Name of the Director	Chairperson/ Membership	Category	Appointment Date	Cessation Date
1.	Rakesh Sharma	Chairperson	Executive Director	19-Mar-2019	-
2.	Samaresh Parida	Member	Independent Director	26-Jun-2020	-
3.	P. V. Bharathi	Member	Independent Director	17-Mar-2022	-
4.	Jayakumar S. Pillai	Member	Executive Director	12-Jun-2023	-
5.	Sumit Phakka	Member	Executive Director	15-Jul-2024	-

III. Meeting of Board of Directors

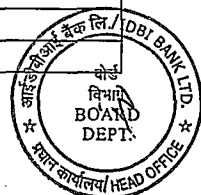
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Meeting gap between previous quarters	Meeting gap between relevant quarters	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
22-07-2024	25-10-2024		27	Yes	13	08
28-08-2024	30-11-2024	36	35	Yes	14	08
27-09-2024	31-12-2024	29	30	Yes	14	08
Maximum gap between any two consecutive meetings (in number of days)			36days			

IV. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee in the previous quarter	Date(s) of meeting of the committee in the current quarter	Maximum gap between any two consecutive meetings (in number of days)**	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
Audit Committee	22-07-2024	-	-	Yes	-	-
Audit Committee	27-08-2024	-	35	Yes	-	-
Audit Committee	27-09-2024	-	30	Yes	-	-
Audit Committee	-	25-10-2024	27	Yes	5	4
Audit Committee	-	29-11-2024	34	Yes	6	4
Audit Committee	-	30-12-2024	30	Yes	5	4
SRC	28-08-2024	-	-	Yes	-	-
SRC	-	12-11-2024	75	Yes	3	2
RMC	13-09-2024	-	-	Yes	-	-
RMC	-	16-12-2024	93	Yes	7	4
NRC	22-07-2024	-	-	Yes	-	-
NRC	27-08-2024	-	35	Yes	7	5
NRC	28-08-2024 (Cont. of adjourned meeting)	-	30	Yes	7	5
NRC	27-09-2024	-	-	Yes	6	5
NRC	-	30-11-2024	63	Yes	6	5
CSR & ESG	29-05-2024	-	-	Yes	-	-
CSR & ESG	-	29-11-2024	183	Yes	5	2

* For relevant quarters only

**Information mandatory only for Audit Committee



Details of cyber security incidents or breaches or loss of data or documents

Details of Cyber Security Incidences

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data of documents during the quarter	NO
<u>Date of Event</u>	<u>Brief Details of the event</u>
NA	NA

V. Related Party Transactions

<i>Subject</i>	<i>Compliance status(Yes/No/NA) refer note below</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
Remarks: Prior approval of recurring RPTs are obtained from the Audit Committee on annual basis and all RPTs are reviewed quarterly by Audit Committee.	



VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 : **Yes**
2. The composition of the following committees is in terms of SEBI(Listing Obligations and Disclosure Requirements)Regulations,2015 **Yes**
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk Management Committee(applicable to the top500 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. **Yes**
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. **Yes**
5. This report and / or the report submitted in the previous quarter has been placed before Board of Directors. **Yes, the report for year ended September 30, 2024 was placed before Board of Directors at its meeting held on October 25, 2024.**
6. Any comments/observations/advice of Board of Directors may be mentioned here

Place: Mumbai

Date: 18-01-2025




Jyothi Nair
Company Secretary