

Annexure I
CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity – IDBI Bank Limited

2. Quarter ending – June 30, 2017

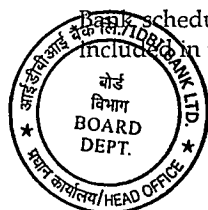
I. Composition of Board of Directors									
Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive /Non-Executive /independent /Nominee)	Date of Appointment in the current term /cessation		Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of 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)
				Date of Appointment	Date of cessation				
Mr.	Mahesh Kumar Jain	03513127	Executive MD & CEO	03.04.2017	-	NA	1	0	0
Mr.	K P Nair	02611496	Executive DMD	15.09.2016	-	NA	1	2	0
Mr.	G M Yadwadkar	01432796	Executive DMD	15.09.2016	-	NA	1	1	0
Mr.	Pankaj Jain	00675922	Non-Executive Govt. Nominee	02.05.2016	-	NA	1	1	0
Mr.	Praveen Garg	00208604	Non-Executive Govt. Nominee	07.02.2017	-	NA	1	0	0
Mr.	S. Ravi	00009790	Non-Executive Independent Director	02.07.2016	01.07.2020	4 years	3	5	2
Mr.	Ninad Karpe	00030971	Non-Executive Independent Director	02.07.2016	01.07.2020	4 years	3	3	1
Mr.	Gyan Prakash Joshi	00603925	Non-Executive Independent Director	28.08.2015	27.08.2019	4 years	1	1	0
Ms.	Neeru Abrol	01279485	Non-Executive Independent Director	29.07.2016	18.07.2017#	1 year	2	4	2
Dr.	Ashima Goyal	00233635	Non-Executive Independent Director	28.04.2017	18.07.2017\$	3 months	2	3	1

Notes:

* A Non-Executive (Non-whole-time) Chairman will be appointed by Central Government in terms of Article 116(1)(a)(i) of the Articles of Association of the Bank. In the absence of Chairman, Shri Mahesh Kumar Jain, MD & CEO chairs the Meetings of Board of Directors in terms of Articles 143 & 154(4) of Articles of Association.

Ms. Neeru Abrol was appointed as Additional Director w.e.f. July 29, 2016 till next Annual General Meeting (AGM) of the Bank scheduled to be held on July 18, 2017.

\$ Dr. Ashima Goyal was appointed as Additional Director w.e.f. April 28, 2017 till next Annual General Meeting (AGM) of the Bank scheduled to be held on July 18, 2017. Proposal for her appointment as Independent Director for 1st term of 4 years is included in the AGM notice.



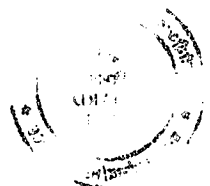
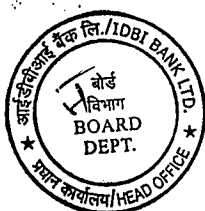
II. Composition of Committees		
Name of Committee	Name of Committee members	Category
1. Audit Committee	Shri S. Ravi - Chairman	Non- Executive - Independent
	Shri K.P.Nair	Executive - DMD
	Shri Pankaj Jain	Non- Executive - Govt. Nominee
	Shri Ninad Karpe	Non- Executive - Independent
	Shri Gyan Prakash Joshi	Non- Executive - Independent
	Ms. Neeru Abrol	Non- Executive - Independent
	Dr. Ashima Goyal	Non- Executive - Independent

2. Nomination & Remuneration Committee*		
Nomination Committee	Name of Committee members	Category
	Shri Ninad Karpe- Chairman	Non- Executive - Independent
	Shri S. Ravi	Non- Executive - Independent
	Ms. Neeru Abrol	Non- Executive - Independent
	Dr. Ashima Goyal	Non- Executive - Independent
Remuneration Committee	Name of Committee members	Category
	Shri Pankaj Jain - Chairman	Non- Executive - Govt. Nominee
	Shri Praveen Garg	Non- Executive - Govt. Nominee
	Shri Ninad Karpe	Non- Executive - Independent
	Shri Gyan Prakash Joshi	Non- Executive - Independent
	Ms. Neeru Abrol	Non- Executive - Independent

*In terms of Government and RBI directives, Bank has two separate committees viz Nomination Committee and Remuneration Committee. These committees also fulfill the mandate of the Companies Act. 2013 and Listing Regulations.

3. Risk Management Committee	Name of Committee members	Category
	Shri S. Ravi - Chairman	Non- Executive - Independent
	Shri K.P.Nair	Executive - DMD
	Shri G.M.Yadwadkar	Executive - DMD
	Shri Praveen Garg	Non- Executive - Govt. Nominee
	Shri Ninad Karpe	Non- Executive - Independent
	Shri Gyan Prakash Joshi	Non- Executive - Independent

4. Stakeholders Relationship Committee'	Name of Committee members	Category
	Ms. Neeru Abrol-Chairperson	Non- Executive - Independent
	Shri K.P.Nair	Executive - DMD
	Shri G.M.Yadwadkar	Executive - DMD
	Shri S. Ravi	Non- Executive - Independent
	Dr. Ashima Goyal	Non- Executive - Independent

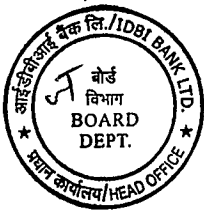


III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter – January – March 2017	Date(s) of Meeting (if any) in the relevant Quarter – April – June 2017	Maximum gap between any two consecutive meetings (in number of days)
07.02.17	28.04.17	37
21.02.17	18.05.17	
07.03.17	19.05.17	
21.03.17	30.05.17	
	30.06.17	

IV. Meeting of Committees - Audit Committee

Date(s) of meeting of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes No) (details)	Maximum gap between any two consecutive meetings (in number of days)
07.02.17	18.05.17	Yes (Total -6, Present -6)	71
21.02.17	29.05.17	Yes (Total -6, Present -5)	
07.03.17	30.06.17	Yes (Total -6, Present -5)	


V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.
<i>Remarks:</i> Whenever material RPT takes place, the compliance required will be made.	



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 (The composition of Nomination and Remuneration Committee is as per SEBI (Listing obligations and disclosure requirements) Regulations, 2015 and RBI/ GOI circular/directives.
 - 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. 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. Any comments/observations/advice of Board of Directors may be mentioned here:
The report for quarter ended March 31, 2017 has been placed before Board of Directors at its meeting held on April 28, 2017.

Place: Mumbai
Date: 04.07.17


Pawan Agrawal
Company Secretary
4/07/17

