



CITY UNION BANK LIMITED

CIN : L65110TN1904PLC001287

Regd. Office : 149, T.S.R. (Big) Street, Kumbakonam - 612 001, Thanjavur District, Tamil Nadu.

Telephone No : 0435 - 2402322 Fax : 0435 - 2431746

E-mail : shares@cityunionbank.com Website : www.cityunionbank.com

C.O/ Shares/LR-4.5/2021-22

09th April, 2021

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra-Kurla Complex,
Bandra(E),
Mumbai - 400 051

BSE Limited,
Phiroze Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai - 400 001

Scrip Code: CUB

Scrip Code: 532210

Dear Sir,

Sub: Intimation u/r 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR regulations)

In compliance with Regulation 27 of the LODR regulations we hereby submit a Report on Corporate Governance for the quarter ended 31st March, 2021.

This is for your kind information and records please.

Thanking you

Yours faithfully
for **City Union Bank LIMITED**


V Ramesh
Sr. General Manager – CFO & CS



Z:\STOCKEXC/LODR/Reg27

"NARAYANA" Administrative Office, No. 24-B, Gandhi Nagar, Kumbakonam - 612 001.

Phone : 0435 - 2402322 - Fax : 0435 - 2431746



REPORT ON CORPORATE GOVERNANCE

NAME OF LISTED ENTITY: CITY UNION BANK LTD.

QUARTER ENDED: 31.03.2021

I. COMPOSITION OF BOARD OF DIRECTORS

TITLE	NAME OF THE DIRECTOR	PAN# / DIN	CATEGORY (Chairperson/Executive/Non-Executive/Independent/Nominee)&	INITIAL DATE OF APPOINTMENT	DATE OF RE-APPOINTMENT	DATE OF CESSATION	TENURE*	DATE OF BIRTH	NO. OF DIRECTORSHIP IN LISTED ENTITIES INCLUDING THIS LISTED ENTITY [IN REFERENCE TO REG.17A(1)]	NO. OF INDEPENDENT DIRECTORSHIP IN LISTED ENTITIES INCLUDING THIS LISTED ENTITY [IN REFERENCE TO REG.17A(1)]	NO. OF MEMBERSHIPS IN AUDIT/STAKEHOLDER COMMITTEES INCLUDING THIS LISTED ENTITY (REFER REG.26(1) OF LISTING REGULATIONS)	NO. OF POST OF CHAIRPERSON IN AUDIT/STAKEHOLDER COMMITTEE HELD IN LISTED ENTITIES INCLUDING THIS LISTED ENTITY (REFER REG.26(1) OF LISTING REGULATIONS)
A	B	C	D	E	F	G	H	I	J	K	L	M
Mr.	R. Mohan*	AGZPM4489L / 06902614	Chairperson	28.06.2014			3.7 yrs	16.05.1955	1	1	Nil	Nil
Dr.	N. Kamakodi#	ANSPK2572N / 02039618	Executive	01.05.2011	01.05.2014, 01.05.2017 & 01.05.2020		NA	26.07.1974	1	-	Nil	Nil
Mrs.	Abarna Bhaskar	AHTP85334L / 06971635	Independent	25.10.2014	25.10.2019		6.5 yr	25.05.1961	1	1	1	Nil
Mr.	M Narayanan	AAFPN5149L / 00682297	Independent	03.05.2016			4.10 yrs	05.04.1959	1	1	1	1
Mr.	Subramaniam Narayanan	AAVPS5624B / 00166621	Independent	20.06.2017			3.9 yrs	02.08.1961	1	1	2	1
Mr.	V N Shiva Shankar	ABHPS5952K / 00929256	Independent	07.02.2018			3.1 yrs	11.02.1970	1	1	1	Nil
Dr.	T S Sridhar	AAOPS9737N / 01681108	Independent	07.02.2018			3.1 yrs	23.06.1955	1	1	1	Nil
Mr.	Vaidyanathan Kalyanasundaram	AARPV5236A / 07120706	Independent	03.05.2019			1.10 yrs	28.03.1952	1	1	1	Nil
Mr.	T K Ramkumar	AEYPR2048K / 02688194	Independent	17.06.2019			1.9 yrs	01.12.1955	1	1	Nil	Nil

Note: (1). *Shri. Mohan was appointed as Independent Director w.e.f.23.08.2017 consequent upon change in designation whereas he is in the Board of the Bank as Non-Executive Director since 28.06.2014. (2). #Approved by RBI vide e-mail dated 20.04.2020 and subject to approval by shareholders at the ensuing Annual General Meeting. (3)The memberships and Chairmanship in column 'L' and 'M' above includes position in unlisted public ltd., companies also as per Reg.26(1) of SEBI LODR 2015.

Whether Regular Chairperson appointed: YES (Being a Banking entity the Chairman is appointed with the Prior approval of RBI)

Whether Chairperson is related to Managing Director or CEO : NO

\$PAN number of any Director would not be displayed on the website of the stock exchange.

&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 the listed entity in continuity without any cooling off period.


II. COMPOSITION OF COMMITTEES

Sr. No	NAME OF THE COMMITTEE	WHETHER REGULAR CHAIRPERSON APPOINTED	NAME OF COMMITTEE MEMBERS	CATEGORY (CHAIRPERSON/EXECUTIVE/NON-EXECUTIVE/INDEPENDENT / NOMINEE)\$	DATE OF APPOINTMENT	DATE OF CESSATION
1	AUDIT COMMITTEE	YES	M Narayanan * Abarna Bhaskar N Subramaniam	Chairperson - Independent Independent Independent	23.05.2016 07.11.2014 21.07.2017	

* Shri. M Narayanan, was appointed as a member of the committee w.e.f., 23.05.2016 subsequently on reconstitution of committee position as on 21.12.2019 he was designated as Chairperson of the Audit Committee.



2	NOMINATION COMMITTEE	YES	M Narayanan *	Chairperson - Independent	20.04.2018
			R Mohan	Independent	21.07.2016
			Abarna Bhaskar	Independent	24.02.2016
* Shri. M Narayanan, was appointed as a member of the committee w.e.f., 20.04.2018 subsequently on reconstitution of committee position as on 01.06.2019 he was designated as Chairperson of the Nomination Committee.					
3	RISK MANAGEMENT COMMITTEE	YES	N. Subramaniam *	Chairperson - Independent	18.09.2017
			R Mohan	Independent	23.12.2014
			Dr. N Kamakodi	Executive	24.06.2011
			Abarna Bhaskar	Independent	17.06.2019
			K Vaidyanathan	Independent	28.08.2019
* Shri. Subramaniam Narayanan, was appointed as a member of the committee w.e.f., 18.09.2017 subsequently on reconstitution of committee position as on 01.03.2018 he was designated as Chairperson of the Risk Management Committee.					
4	STAKEHOLDERS RELATIONSHIP COMMITTEE	YES	N Subramaniam *	Chairperson - Independent	21.07.2017
			V N Shivashankar	Independent	20.04.2018
			Dr. T S Sridhar	Independent	18.07.2019
			K Vaidyanathan	Independent	18.07.2019
* Shri. N Subramaniam, was appointed as a member of the committee w.e.f., 21.07.2017 subsequently on reconstitution of committee position as on 01.06.2019 he was designated as Chairperson of the Stakeholder Relationship Committee.					
5	CORPORATE SOCIAL RESPONSIBILITY COMMITTEE	YES	Dr. N Kamakodi *	Chairperson - Executive	21.04.2014
			R Mohan	Independent	21.06.2016
			Abarna Bhaskar	Independent	09.08.2017
			T K Ramkumar	Independent	21.12.2019
			Dr. T S Sridhar	Independent	18.07.2019
* Category of Directors means Executive/Non-Executive/Independent/Nominee. If a Director fits into more than one category write all categories separating with hyphen.					
III. MEETING OF BOARD OF DIRECTORS					
DATE(S) OF MEETING (IF ANY) IN THE PREVIOUS QUARTER	DATE(S) OF MEETING IN THE RELEVANT QUARTER	WHETHER REQUIREMENT OF QUORUM MET	NUMBER OF DIRECTORS PRESENT	NUMBER OF INDEPENDENT DIRECTORS PRESENT	MAXIMUM GAP BETWEEN ANY TWO CONSECUTIVE MEETINGS IN NUMBER OF DAYS*
02.11.2020	03.02.2021	Yes	9	8	60 days
27.11.2020	04.03.2021	Yes	9	8	
24.12.2020	23.03.2021	Yes	9	8	
IV. MEETING OF COMMITTEES					
DATE(S) OF MEETING OF THE COMMITTEE IN THE RELEVANT QUARTER	WHETHER REQUIREMENT OF QUORUM MET (DETAILS)	NUMBER OF DIRECTORS PRESENT	NUMBER OF INDEPENDENT DIRECTORS PRESENT	DATE(S) OF MEETING OF THE COMMITTEE IN THE PREVIOUS QUARTER	MAXIMUM GAP BETWEEN ANY TWO CONSECUTIVE MEETINGS IN NUMBER OF DAYS*
03.02.2021	Yes	3	3	02.11.2020	60 days
04.03.2021	Yes	3	3	27.11.2020	
AUDIT COMMITTEE					

23.03.2021	Yes	3	3	24.12.2020		
NOMINATION & REMUNERATION COMMITTEE						
					NA	
RISK MANAGEMENT COMMITTEE						
04.03.2021	Yes	5	4	27.11.2020	NA	
STAKEHOLDERS RELATIONSHIP COMMITTEE						
03.02.2021	Yes	4	4	02.11.2020	NA	
CORPORATE SOCIAL RESPONSIBILITY COMMITTEE						
04.03.2021	Yes	5	4	27.11.2020	NA	
*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						
SUBJECT				COMPLIANCE STATUS (YES/NO/NA)refer		
WHETHER PRIOR APPROVAL OF AUDIT COMMITTEE OBTAINED				NA		
WHETHER SHAREHOLDER APPROVAL OBTAINED FOR MATERIAL RPT				NA		
WHETHER DETAILS OF RPT ENTERED INTO OMNIBUS APPROVAL HAVE BEEN REVIEWED BY AUDIT COMMITTEE				NA		
NOTE:						
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For eg, if the Board has been composed in accordance with the requirements of Listing Regulations, "yes" may be indicated. Similarly, in case Listed entity has no Related Party Transactions, the words "NA" may be indicated						
2. If status is "No" details of non-compliance may be given here.						
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 above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.						
5. This report and the report submitted in the previous quarter will be / has been placed before the Board of Directors.						
						
NAME : V RAMESH						
DESIGNATION: Sr. General Manager - CFO & CS						
NOTE: Information at Table I and II above need to be necessarily given in each quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.						

REPORT ON CORPORATE GOVERNANCE

Annexure II

NAME OF THE LISTED ENTITY: CITY UNION BANK LTD.

REPORTING PERIOD: 31.03.2021

I. DISCLOSURE ON WEBSITE IN TERMS OF LISTING REGULATIONS

ITEM	COMPLIANCE STATUS (Yes/No/NA)	If yes provide link to website. If No / NA provide reasons
As per Regulation 46 (2) of the LODR		
a Details of Business	Yes	https://www.cityunionbank.com/
b Terms and conditions of appointment of Independent Directors	Yes	https://www.cityunionbank.com/downloads/TC_dir.pdf
c Composition of various committees of Board of Directors	Yes	https://www.cityunionbank.com/downloads/Composition%20of%20Board%20Committees_mar2020.pdf
d Code of conduct of Board of Directors and Senior Management Personnel	Yes	https://www.cityunionbank.com/downloads/documents/CUB_Code_of_Conduct.pdf
e Details of establishment of Vigil Mechanism/Whistle blower policy	Yes	https://www.cityunionbank.com/downloads/Whistleblower%20Policy.pdf
f Criteria of making payments to non-executive directors	No	The same has been disclosed in Annual Report
g Policy on dealing with related party transactions	Yes	https://www.cityunionbank.com/downloads/documents/Related%20Party%20Disclosure.pdf
h Policy for determining 'material subsidiaries'	NA	
i Details of familiarisation programmes imparted to Independent Directors	Yes	https://www.cityunionbank.com/downloads/Familiarisation_programme.pdf
j e-mail address for grievance redressal and other relevant details	Yes	https://www.cityunionbank.com/downloads/Corporate%20Information_mar2020.pdf
k Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.cityunionbank.com/downloads/Corporate%20Information_mar2020.pdf
l Financial Results	Yes	https://www.cityunionbank.com/investor/about-cub/quarterly-results
m Shareholding Pattern	Yes	https://www.cityunionbank.com/investor/about-cub/shareholding
n Details of agreements entered into with the media companies and/or their associates	NA	
o Schedule of Analyst or Institutional investor meet and presentations made by the listed entity to Analyst or Institutional investors simultaneously with submission to Stock Exchange.	Yes	https://www.cityunionbank.com/investor/about-cub/analyst-schedule
p New name and the old name of the listed entity	NA	
q Advertisements as per Reg 47(1)	Yes	https://www.cityunionbank.com/investor/about-cub/publication-ty-2019-2020
r Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	https://www.cityunionbank.com/downloads/Corporate%20Information_mar2020.pdf



s	Separate Audited Financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	
AS PER OTHER REGULATIONS OF THE LODR			
a	Whether company has provided information under separate section on its website as per Reg. 46(2)	Yes	https://www.cityunionbank.com/investor
b	Materiality policy as Reg. 30	Yes	https://www.cityunionbank.com/downloads/Materiality_event.pdf
c	Dividend distribution policy as per Reg.43 (a)	Yes	https://www.cityunionbank.com/downloads/DividendDistributionPolicy.pdf
It is certified that these contents on the website of the listed entity are correct.			
II ANNUAL AFFIRMATIONS			
	PARTICULARS	REGULATION NO.	COMPLIANCE STATUS (Yes/No/NA)
1	Independent Director(s) have been appointed in terms of specified	16(1)(b) & 25(6)	Yes
2	Board Composition	17(1), 17 (1A), 17(1B)	Yes
3	Meeting of Board of Directors	17(2)	Yes
4	Quorum of Board Meetings	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of conduct	17(5)	Yes
8	Fees/ Compensation	17(6)	Yes
9	Minimum information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum Number of Directorship	17(A)	Yes
15	Composition of Audit committee	18(1)	Yes
16	Meeting of Audit committee	18(2)	Yes
17	Composition of Nomination & Remuneration committee	19(1)&(2)	Yes
18	Quorum of Nomination & Remuneration Committee	19(2A)	Yes
19	Meeting of Nomination & Remuneration Committee	19(3A)	Yes
20	Composition of Stakeholders Relationship Committee	20(1), 20(2), 20(2A)	Yes
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
22	Composition and role of Risk Management committee	21(1),(2),(3)&(4)	Yes
23	Meeting of Risk Management Committee	21(3A)	Yes
24	Vigil Mechanism	22	Yes
25	Policy for Related Party Transaction	23(1),(1A),(5),(6),(7)&(8)	Yes
26	Prior or Omnibus approval of Audit Committee for all Related Party Transactions	23(2),(3)	NA
27	Approval for material related party transactions	23(4)	NA
28	Disclosure of Related Party Transaction on consolidated basis	23(9)	NA



29	Composition of Board of Directors of Unlisted material subsidiary	24(1)	NA
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5)&(6)	NA
31	Annual Secretarial Compliance Report	24(A)	Yes
32	Alternate Director to Independent Director	25(1)	NA
33	Maximum Tenure	25(2)	Yes
34	Meeting of Independent Directors	25(3)&(4)	Yes
35	Familiarisation of Independent Directors	25(7)	Yes
36	Declaration from Independent Director	25 (8) & (9)	Yes
37	Directors & Officers insurance	25 (10)	Yes
38	Membership in committees	26(1)	Yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management	26(3)	Yes
40	Disclosure of shareholding by Non-Executive Directors	26(4)	Yes
41	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 the 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

V RAMESH

Sr. General Manager - CFO & CS

