



CITY UNION BANK LTD.,

"NARAYANA" Administrative Office,

No. 24-B, Gandhi Nagar, Kumbakonam - 612 001.

Phone : 0435 - 2402322 - Fax : 0435 - 2431746

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

CIN - L65110TN1904PLC001287

C.O/ Shares/LR-4/2019-20

08th January, 2020

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 December, 2019.

This is for your kind information and records please.

Thanking you

Yours faithfully
for **CITY UNION BANK LTD.**

V Ramesh
General Manager – CFO & CS



REPORT ON CORPORATE GOVERNANCE

NAME OF LISTED ENTITY: CITY UNION BANK LTD.

QUARTER ENDED: 31.12.2019

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 REFERENCE TO REG.17A(1)]	NO.OF INDEPENDENT DIRECTORSHIP IN LISTED ENTITIES INCLUDING THIS REFERENCE TO REG.17A(1)]	NO.OF MEMBERSHIP 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			2.4 yrs	16.05.1955	1	1	Nil	Nil
Dr.	N. Kamakodi	ANSPK2572N / 02039618	Executive	01.05.2011	01.05.2014 & 01.05.2017		NA	26.07.1974	1	-	Nil	Nil
Mrs.	Abarna Bhaskar	AHTPB5334L / 06971635	Independent	25.10.2014	25.10.2019		5.2 yr	25.05.1961	1	1	1	Nil
Mr.	M Narayanan	AAFPM5149L / 00682297	Independent	03.05.2016			3.7 yrs	05.04.1959	1	1	1	1
Mr.	S Bernard	AAFPM5149L / 01719441	Independent	21.07.2016			3.5yrs	20.08.1950	1	1	1	Nil
Mr.	Subramaniam Narayanan	AAVPS5624B / 00166621	Independent	20.06.2017			2.6 yrs	02.08.1961	1	1	2	1
Mr.	V N Shiva Shankar	ABHPS5952K / 00929256	Independent	07.02.2018			1.10 yrs	11.02.1970	1	1	1	Nil
Dr.	T S Sridhar	AAOPS9737N / 01681108	Independent	07.02.2018			1.10 yrs	23.06.1955	1	1	1	Nil
Mr.	Vaidyanathan Kalyanasundaram	AARPV5236A / 07120706	Independent	03.05.2019			0.7 mn	28.03.1952	1	1	1	Nil
Mr.	T K Ramkumar	AEYPR2048K / 02688194	Independent	17.06.2019			0.6 mn	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). 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/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	



	S Bernard R Mohan	Independent Independent	21.12.2019 24.03.2018	21.12.2019 21.12.2019	
	* 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 * R Mohan S Bernard Abarna Bhaskar	Chairperson Independent Independent Independent Independent	20.04.2018 21.07.2016 22.12.2016 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 * R Mohan Dr. N Kamakodi Abarna Bhaskar K Vaidyanathan	Chairperson Independent Independent Executive Independent Independent	18.09.2017 23.12.2014 24.06.2011 17.06.2019 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 * V N Shivashankar Dr. T S Sridhar K Vaidyanathan	Chairperson Independent Independent Independent Independent	21.07.2017 20.04.2018 18.07.2019 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.				
	* 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 (IF ANY) 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*
	07.11.2019	Yes	10	9	30 days
	08.08.2019	Yes	10	9	
	28.08.2019	Yes	10	9	
	23.09.2019				
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*
	Yes	4	4	18.07.2019	30 days
	Yes	4	4	08.08.2019	
	Yes	4	4	28.08.2019	
				23.09.2019	
AUDIT COMMITTEE					
07.11.2019	Yes	4	4	18.07.2019	30 days
22.11.2019	Yes	4	4	08.08.2019	
21.12.2019	Yes	4	4	28.08.2019	
				23.09.2019	
NOMINATION & REMUNERATION COMMITTEE					
06.11.2019	Yes	4	4	18.07.2019	



										NA
RISK MANAGEMENT COMMITTEE										
22.11.2019	Yes	5	4	28.08.2019						NA
STAKEHOLDERS RELATIONSHIP COMMITTEE										
07.11.2019	Yes	4	4	18.07.2019						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 note										
NA										
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:

- 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.
- If status is "No" details of non-compliance may be given here.

VI. AFFIRMATIONS

- The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - Audit Committee
 - Nomination & Remuneration Committee
 - Stakeholders Relationship Committee
 - Risk Management Committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 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.
- This report and/or the report submitted in the previous quarter has been placed before the Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here.



V Ramesh
NAME : V RAMESH
DESIGNATION: General Manager - CFO

NOTE: Information at Table I and II above need to be necessarily given in 1st 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.