



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-5/2023-24

April 18, 2023

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 March 31, 2023.

Kindly take note of the above intimation and disseminate to all concerned.

Thanking you

Yours faithfully

for **CITY UNION BANK LIMITED**


Venkataramanan S
(Company Secretary)



Encl.: a.a.

QUARTER ENDED: 31.03.2023

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 IN MONTHS	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.	M Narayanan *	AAFPN5149L / 00682297	Chairperson	03.05.2016	22.08.2021		82	05.04.1959	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	-	1	Nil
Mr.	Narayanan Subramaniam	AAVPS5624B / 00166621	Independent	20.06.2017	23.08.2022		69	02.08.1961	1	1	2	1
Mr.	V N Shiva Shankar	ABHPS5952K / 00929256	Independent	07.02.2018			61	11.02.1970	1	1	1	Nil
Dr.	T S Sridhar	AAOPS9737N / 01681108	Independent	07.02.2018			61	23.06.1955	1	1	1	Nil
Mr.	Vaidyanathan Kalyanasundaram	AARPV5236A / 07120706	Independent	03.05.2019			46	28.03.1952	1	1	1	Nil
Mr.	T K Ramkumar	AEYPR2048K / 02688194	Independent	17.06.2019			45	01.12.1955	1	1	Nil	Nil
Mr.	Prof.V Kamakoti	AFWPK3004M / 03537382	Independent	27.05.2022			10	21.07.1968	1	1	Nil	Nil
Mr.	G Mahalingam	ACPPG2674K / 09660723	Independent	06.07.2022			8	16.11.1956	4	4	6	1
Smt.	Lalitha Rameswaran #	ADAPR0440G / 02326309	Independent	04.11.2022			4	09.12.1972	1	1	2	1

Note: (1) * Appointed as Part Time - Non Executive Independent Chairman by RBI w.e.f. 04.05.2022. # Co-opted as Additional Director on 04.11.2022 which was approved by shareholders through Postal Ballot on 29.01.2023 under Reg 17(1C) of SEBI Listing Regulations by way of Remote e-voting. (2) The memberships and Chairmanship in column 'I' 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

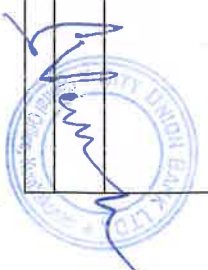
\$PAN number of any Director would not be displayed on the website of the stock exchange.


&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	Lalitha Rameswaran V.N.Shivasankar	Chairperson - Independent	05.11.2022	01.06.2021



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*
AUDIT COMMITTEE					
11.02.2023	Yes	4	4	04.11.2022	60 days
04.03.2023	Yes	4	4	05.12.2022	
27.03.2023	Yes	4	4	23.12.2022	
NOMINATION & REMUNERATION COMMITTEE					
11.02.2023	Yes	4	4	04.11.2022	NA
RISK MANAGEMENT COMMITTEE					
04.03.2023	Yes	4	3	05.12.2022	NA
STAKEHOLDERS RELATIONSHIP COMMITTEE					
11.02.2023	Yes	4	3	04.11.2022	NA
CORPORATE SOCIAL RESPONSIBILITY COMMITTEE					
11.02.2023	Yes	5	4		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					
WHETHER PRIOR APPROVAL OF AUDIT COMMITTEE OBTAINED		SUBJECT		COMPLIANCE STATUS (YES/NO/NA) ^{refer note}	
WHETHER SHAREHOLDER APPROVAL OBTAINED FOR MATERIAL RPT				NA	
WHETHER DETAILS OF RPT ENTERED INTO PURSUANT TO 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 : VENKATARAMANAN S					



DESIGNATION: COMPANY SECRETARY

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.

--	--	--	--



A handwritten signature in blue ink is written over a circular blue stamp. The stamp contains the text "ON BANK" and "SECRETARY" around the perimeter. The signature is a stylized, cursive name.

REPORT ON CORPORATE GOVERNANCE

Annexure II

NAME OF THE LISTED ENTITY: CITY UNION BANK LTD.

REPORTING PERIOD: 31.03.2023

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		
1	Yes	https://www.cityunionbank.com/investor-relations
2	Yes	https://www.cityunionbank.com/assets/frontend/pdf/others/TC_dir.pdf
3	Yes	https://www.cityunionbank.com/assets/frontend/pdf/committee-composition.pdf
4	Yes	https://www.cityunionbank.com/assets/frontend/pdf/others/CUB_Code_of_Conduct.pdf
5	Yes	https://www.cityunionbank.com/assets/frontend/pdf/others/Whistleblower-Policy.pdf
6	No	The same has been disclosed in Annual Report
7	Yes	https://www.cityunionbank.com/assets/frontend/pdf/others/CUB_Related_Party_Transaction.pdf
8	NA	We have no identified Material Subsidiaries
9	Yes	https://www.cityunionbank.com/assets/frontend/pdf/FAMILIARISATION-FY2023.pdf
10	Yes	https://www.cityunionbank.com/assets/frontend/pdf/Corporate-Information.pdf
11	Yes	https://www.cityunionbank.com/assets/frontend/pdf/Corporate-Information.pdf
12	Yes	https://www.cityunionbank.com/filemanager/PDF/Financial%20results%20Q3%20FY%2023.pdf
13	Yes	https://www.cityunionbank.com/assets/frontend/pdf/documents/Shareholding_Pattern_SEP_2022.pdf
14	NA	NA
15	Yes	https://www.cityunionbank.com/filemanager/PDF/City-Union-Bank-Investor-Presentation-Dec-2022.pdf
16	NA	NA
17	Yes	https://www.cityunionbank.com/filemanager/PDF/paper-advr-Q3-FY-2023.pdf
18	Yes	https://www.cityunionbank.com/assets/frontend/pdf/Corporate-Information.pdf

19	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)	YES



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 :

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. **NA**

Name & Designation

Venkataraman S

Company Secretary



REPORT ON CORPORATE GOVERNANCE
NAME OF LISTED ENTITY: CITY UNION BANK LTD.

YEAR ENDED: 31.03.2023

1. Disclosure of Loans / guarantees / comfort letters / securities etc

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to :

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0
Promoter Group or any other entity controlled by them	0	0
Directors (including relatives) or any other entity controlled by them	0	0
KMPs or any other entity controlled by them	0	0

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by :

Entity	Type (guarantee, comfort letter ect.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them		0	0
Promoter Group or any other entity controlled by them		0	0
Directors (including relatives) or any other entity controlled by them		0	0
KMPs or any other entity controlled by them		0	0



(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed

by:

Entity	Type of security (cash, shares etc.)	Aggregate value of securities provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		0	0
Promoter Group or any other entity controlled by them		0	0
Directors (including relatives) or any other entity controlled by them		0	0
KMIPs or any other entity controlled by them		0	0

II. Affirmations

All Loans (Or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loans (or other form of debt) given directly or indirectly by the entity to promoters , promoter group, directors (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Name: Venkataramanan S

Designation: Company Secretary

