

Corporate Governance Report

1. Name of Listed Entity: Oriental Bank of Commerce

2. Quarter ending: 31st December 2017

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*	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)
Mr.	Mukesh Kumar Jain (Managing Director & CEO)	This column has been intentionally left blank.	Chairperson- Executive Director	14.07.2017 (Date of Appointment)	Not Applicable	1	---	---
Mr.	Himanshu Joshi		Executive Director	09.08.2016	Not Applicable	1	2	---
Mr.	Prashant Goyal (Gol Nominee Director)		Non-Executive Director	16.01.2017	Not Applicable	1	1	---
Mr.	S. Ganesh Kumar (RBI Nominee Director)		Non-Executive Director - Independent	10.06.2014	3 years 6 months	1	1	---
Mr.	Sanjay Kapoor (Part-time Non-Official)		Non-Executive Director -	26.07.2016	1 year 5 months	1	1	1



	CA Director)		Independent					
Mrs.	Mala Srivastava (Part-time Non-Official Director)	The details of PAN and DIN were mentioned in the Corporate Governance Report submitted to Stock Exchange	Non-Executive Director - Independent	25.04.2016	1 year and 8 months	1	1	---
Mr.	Desh Deepak Khetrapal (Shareholder Director)		Non-Executive Director - Independent	29.09.2017 - Date of cessation 30.09.2017 (Date of Appointment on re-election)	3 years and 3 months	3	3	---
Mr.	Ashok Kumar Sharma (Shareholder Director)		Non-Executive Director - Independent	29.09.2017 - Date of cessation 30.09.2017 (Date of Appointment on re-election)	3 years and 3 months	1	1	1
Mr.	Madan Mohan Lal Verma (Shareholder Director)		Non-Executive Director - Independent	30.09.2017 (date of Appointment on election)	3 months	1	1	---

§PAN number of any director would not be displayed on the website of 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

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1. Audit Committee	1) Mr. Sanjay Kapoor 2) Mr. Himanshu Joshi	Chairperson of the Committee - Non-Executive Director – Independent Executive Director



	3) Mr. Prashant Goyal 4) Mr. S. Ganesh Kumar 5) Mr. Ashok Kumar Sharma	Non- Executive Director Non- Executive Director - Independent Non- Executive Director - Independent
2. Nomination Committee & Remuneration Committee	Nomination Committee: 1) Mr. Prashant Goyal 2) Ms. Mala Srivastava 3) Mr. Sanjay Kapoor Remuneration Committee: 1) Mr. Prashant Goyal 2) Mr. S. Ganesh Kumar 3) Mrs. Mala Srivastava 4) Mr. Madan Mohan Lal Verma	Chairperson of the Committee-Non- Executive Director Non- Executive Director-Independent Non- Executive Director-Independent Chairperson of the Committee-Non-Executive Director Non- Executive Director-Independent Non- Executive Director – Independent Non- Executive Director – Independent
3. Risk Management Committee (Supervisory Committee of Directors on Risk Management)	1) Mr. Mukesh Kumar Jain 2) Mr. Himanshu Joshi 3) Mr. Prashant Goyal 4) Mr. Sanjay Kapoor 5) Mr. Desh Deepak Khetrpal	Chairperson of the Committee – Executive Director (MD &CEO) Executive Director Non- Executive Director Non- Executive Director – Independent Non- Executive Director – Independent
3. Stakeholders Relationship Committee	1) Mr. Ashok Kumar Sharma 2) Mr. Himanshu Joshi 3) Mrs. Mala Srivastava 4) Mr. Madan Mohan Lal Verma	Chairperson of the Committee - Non-Executive Director- Independent Executive Director Non- Executive Director - Independent Non- Executive Director – Independent

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

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	Maximum gap between any two consecutive (in number of days)
11.08.2017, 19.09.2017	28.10.2017, 03.11.2017, 08.11.2017, 16.12.2017	37 days (w.r.t. reporting quarter)



IV. Meeting of the Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details of Quorum w.r.t. reporting quarter)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
(a) Audit Committee: 28.10.2017, 03.11.2017, 08.11.2017 and 16.12.2017	Yes Meeting dated 28.10.2017 – 4 (out of 5) members attended the meeting Meeting dated 03.11.2017 – 4(out of 5) members attended the meeting Meeting dated 08.11.2017 – 4(out of 5) members attended the meeting Meeting dated 16.12.2017 – 4(out of 5) members attended the meeting.	11.08.2017 and 19.09.2017	37 days (w.r.t. reporting quarter)
(b) Nomination Committee: Nil	---	07.09.2017	
(c) Remuneration Committee: Nil	---	---	
(d) Risk Management Committee: 15.12.2017	Yes Meeting dated 15.12.2017 – 4(out of 5) members attended the meeting	19.09.2017 (adjourned sine die)	
(e) Stakeholders Relationship Committee: 15.12.2017	Yes Meeting dated 15.12.2017 – all 4 members attended the meeting.	19.09.2017 (adjourned sine die)	

* 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 below
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Whether prior approval of Audit Committee obtained	Not applicable
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	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.

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. The Audit Committee of the Board
 - b. The Nomination Committee
 - c. The Remuneration Committee
 - d. The Stakeholders Relationship Committee
 - e. The Risk Management Committee
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 the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
5. The report for the previous quarter & half year ended 30th September 2017 was placed before the Board of Directors in their meeting dated 08.11.2017 and the report for the quarter 31st December 2017 shall be placed before Board of Directors in the ensuing meeting.

Remarks: In terms of Regulation 15(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, for other listed entities which are not companies, but body corporate or are subject to regulations under other statutes, the provisions of corporate governance provisions as specified in regulation 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V shall apply to the extent that it does not violate their respective statutes and guidelines or directives issued by the relevant authorities. Bank is a body corporate constituted under the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1980. The composition of Board of Directors of the Bank is in terms of provisions of Section 9 (3) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1980. The Sub-committees of the Board of the Bank have been constituted pursuant to the extant guidelines of Reserve Bank of India / Government of India.

Name & Designation


Ekta Pasricha

Company Secretary & Compliance Officer

Date: 15.01.2018

