

Corporate Governance Report

1. Name of Listed Entity: Oriental Bank of Commerce

2. Quarter ending: 31st December 2016

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive /Non-Executive /in dependent /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.	Animesh Chauhan (Managing Director & CEO)	This column has been intentionally left blank.	Chairperson-Executive Director	31.12.2014	Not Applicable	1	---	---
Mr.	Rajkiran Rai G		Executive Director	22.01.2016	Not Applicable	1	2	---
Mr.	Himanshu Joshi		Executive Director	09.08.2016	Not Applicable	1	2	---
Mr.	Arunish Chawla (Independent Nominee Director)		Non-Executive Director	15.06.2015	Not Applicable	1	1	---



Mr.	S. Ganesh Kumar (RBI Nominee Director)	The details of PAN and DIN were mentioned in the Corporate Governance Report submitted to Stock Exchange	Non-Executive Director - Independent	10.06.2014	2 years and 6 months	1	1	---
Mr.	Narendra J Kotiawala (Officer Employee Director)		Non-Executive Director	30.01.2014	Not Applicable	1	---	---
Mr.	Sanjay Kapoor (CA Director)		Non-Executive Director - Independent	26.07.2016	5 months	1	1	1
Mrs.	Mala Srivastava (Part-time Non-Official Director)		Non-Executive Director - Independent	25.04.2016	8 months	1	---	---
Mr.	Desh Deepak Khetrpal (Shareholder Director)		Non-Executive Director - Independent	30.09.2014	2 years and 3 months	3	4	---
Mr.	Ashok Kumar Sharma (Shareholder Director)		Non-Executive Director - Independent	30.09.2014	2 years and 3 months	1	1	---
Mr.	Dinesh Kumar Agrawal (Shareholder Director)		Non-Executive Director - Independent	30.09.2014	2 years and 3 months	1	2	1

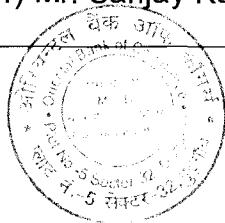
§PAN number of any director would not be displayed on the website of Stock Exchange

&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.

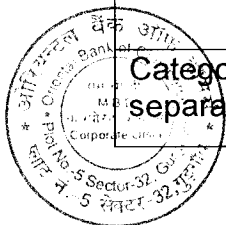
II. Composition of Committees

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



	<p>2) Mr. Rajkiran Rai G 3) Mr. Himanshu Joshi 4) Mr. Arunish Chawla 5) Mr. S. Ganesh Kumar 6) Mr. Dinesh Kumar Agrawal (co-opted as member in place of Sh. Ashok Kumar Sharma w.e.f. 01.10.2016)</p>	<p>Executive Director Executive Director (as Invitee) Non- Executive Director Non- Executive Director –Independent Non- Executive Director - Independent</p>
<p>2. Nomination Committee & Remuneration Committee</p>	<p>Nomination Committee: 1) Mr. Arunish Chawla 2) Mr. Sanjay Kapoor 3) Mrs. Mala Srivastava Remuneration Committee: 1) Mr. Arunish Chawla 2) Mr. S. Ganesh Kumar 3) Mr. Desh Deepak Khetrapal 4) Mr. Dinesh Kumar Agrawal</p>	<p>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</p>
<p>3. Risk Management Committee</p>	<p>1) Mr. Animesh Chauhan 2) Mr. Rajkiran Rai G 3) Mr. Himanshu Joshi 4) Mr. Ashok Kumar Sharma 5) Mr. Narendra J Kotiawala 6) Mr. Sanjay Kapoor</p>	<p>Chairperson of the Committee - Managing Director & CEO - Executive Director Executive Director Executive Director Non- Executive Director - Independent Non- Executive Director Non- Executive Director - Independent</p>
<p>3. Stakeholders Relationship Committee</p>	<p>1) Mr. Dinesh Kumar Agrawal 2) Mr. Rajkiran Rai G 3) Mr. Himanshu Joshi 4) Mr. Ashok Kumar Sharma 5) Mr. Desh Deepak Khetrapal</p>	<p>Chairperson of the Committee - Non-Executive Director- Independent Executive Director Executive Director Non- Executive Director - Independent Non- Executive Director - Independent</p>

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

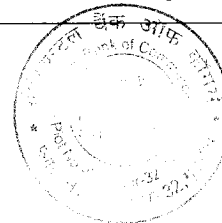


III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
25.07.2016; 12.08.2016; 20.09.2016	18.10.2016; 09.11.2016; 22.12.2016	48 days (w.r.t. reporting quarter)

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: 08.11.2016 and 22.12.2016	Yes Meeting dated 08.11.2016 – all 6 members attended the meeting Meeting dated 22.12.2016 – 5 out of 6 members attended the meeting	11.08.2016 and 20.09.2016	48 days
(b) Nomination Committee: Nil	---	25.07.2016	
(c) Remuneration Committee: Nil	---	---	
(d) Risk Management Committee: 08.11.2016 and 22.12.2016	Yes Meeting dated 08.11.2016 – all 6 members attended the meeting Meeting dated 22.12.2016– all 6 members attended the meeting	20.09.2016	
(e) Stakeholders Relationship Committee: 08.11.2016	Yes Meeting dated 08.11.2016 4 out of 5 members attended the meeting	25.07.2016	

* 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



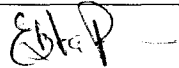
Whether prior approval of Audit Committee obtained	Not applicable
Whether shareholder approval obtained for material RPT	Not applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

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 ended 30th September 2016 was placed before the Board of Directors in their meeting dated 09.11.2016 and the report for the quarter ended 31st December 2016 shall be placed before Board of Directors in the next 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: 09.01.2017

