

Corporate Governance Report

1. Name of Listed Entity: Oriental Bank of Commerce
2. Quarter ending: 31st December 2015

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/cessatio n	Tenure*	No of Directors hip in listed entities including this listed entity (Refer Regulatio n 25(1) of Listing Regulatio ns)	Number of membersh ip in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperso n 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)		Chairperson- Executive Director	31.12.2014	Not Applicable	1	---	---



Mr.	Suresh N. Patel	This column has been intentionally left blank. Details of PAN and DIN were mentioned in the Compliance Report submitted to the Stock Exchanges.	Executive Director	02.11.2015 (Date of Cessation on his appointment as MD & CEO of Andhra Bank)	Not Applicable	1	2	---
Mr.	Arunish Chawla (GoI Nominee Director)		Non-Executive Director	15.06.2015	Not Applicable	1	1	---
Mr.	S. Ganesh Kumar (RBI Nominee Director)		Non-Executive Director - Independent	10.06.2014	1 year 6 months	1	1	---
Mr.	Kingshuk Bhattacharya (Workmen Employee Director)		Non-Executive Director	14.06.2013	Not Applicable	1	---	---
Mr.	Narendra J Kotiawala (Officer Employee Director)		Non-Executive Director	30.01.2014	Not Applicable	1	---	---
Mr.	Paras Mal Chopda (Part-time Non-Official Director)		Non-Executive Director - Independent	18.01.2013	2 years 11 months	1	1	---
Mr.	Desh Deepak Khetrpal (Shareholder Director)		Non-Executive Director - Independent	30.09.2014	1 year 3 months	3	4	---



Mr.	Ashok Kumar Sharma (Shareholder Director)		Non-Executive Director - Independent	30.09.2014	1 year 3 months	1	2	1
Mr.	Dinesh Kumar Agrawal (Shareholder Director)		Non-Executive Director - Independent	30.09.2014	1 year 3 months	1	1	1

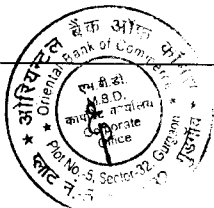
§PAN number of any director would not be displayed on the website of Stock Exchange

&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. Ashok Kumar Sharma 2) Mr. Arunish Chawla 3) Mr. S. Ganesh Kumar 4) Mr. Desh Deepak Khetrpal 5) Mr. Suresh N. Patel	Non- Executive Director -Chairperson of the Committee - Independent Non- Executive Director Non- Executive Director -Independent Non- Executive Director - Independent Executive Director (upto date of cessation i.e. 02.11.2015)
2. Nomination Committee & Remuneration Committee	Nomination Committee: 1) Mr. Arunish Chawla 2) Mr. Paras Mal Chopda 3) Mr. S. Ganesh Kumar	Non- Executive Director – Chairperson of the Committee Non- Executive Director - Independent Non- Executive Director-Independent



	Remuneration Committee: 1) Mr. Arunish Chawla 2) Mr. S. Ganesh Kumar 3) Mr. Desh Deepak Khetrapal 4) Mr. Dinesh Kumar Agrawal	Non- Executive Director– Chairperson of the Committee Non- Executive Director-Independent Non- Executive Director - Independent Non- Executive Director - Independent
3. Risk Management Committee	1) Mr. Animesh Chauhan 2) Mr. Desh Deepak Khetrapal 3) Mr. Paras Mal Chopda 4) Mr. Ashok Kumar Sharma 5) Mr. Suresh N. Patel	Managing Director & CEO - Executive Director- Chairperson Non- Executive Director - Independent Non- Executive Director - Independent Non- Executive Director - Independent Executive Director (upto date of cessation i.e. 02.11.2015)
3. Stakeholders Relationship Committee	1) Mr. Dinesh Kumar Agrawal 2) Mr. Paras Mal Chopda 3) Mr. Ashok Kumar Sharma 4) Mr. Suresh N. Patel	Non- Executive Director-Chairperson of the Committee - Independent Non- Executive Director - Independent Non- Executive Director - Independent Executive Director (upto date of cessation i.e. 02.11.2015)

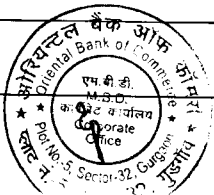
Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

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)
30.07.2015; 22.08.2015; 28.09.2015	02.11.2015; 30.11.2015; 28.12.2015	35 days (w.r.t. reporting quarters)



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: 01.11.2015; 30.11.2015; 28.12.2015	Yes Meeting dated 01.11.2015 – 4 out of 5 members attended the meeting Meeting dated 30.11.2015 – 3 out of 4 members attended the meeting Meeting dated 28.12.2015 – all 4 members attended the meeting	29.07.2015; 28.09.2015	34 days (w.r.t. reporting quarters)
(b) Nomination Committee: Nil	---	Nil	
(c) Remuneration Committee: Nil	Yes	29.07.2015	
(d) Risk Management Committee: 30.11.2015	Yes Meeting dated 30.11.2015 – all 4 members attended the meeting	22.08.2015	
(e) Stakeholders Relationship Committee: 01.11.2015	Yes Meeting dated 01.11.2015 – all 4 members attended the meeting	29.07.2015	



* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

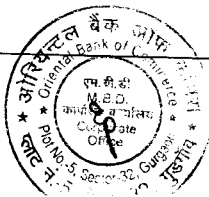
V. Related Party Transactions

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
 - d. 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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors - *This report 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 statues, 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 Bank and their meetings have been constituted/conducted pursuant to the extant guidelines of Reserve Bank of India / Government of India.

Name & Designation



Ekta Pasricha

Company Secretary & Compliance Officer

Date: 15.01.2016

