

CORPORATE GOVERNANCE REPORT 30.06.2017

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity -Punjab National Bank
 2. Quarter ending - 30-Jun-2017

1.Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category(Chairperson /Executive/Non-Executive/Independent/Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of member ships in Audit/ Stake holder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Sunil Mehta	00065343	AEBPM7132A	C & NED	16-Mar-2017		3	2	0	0
Mr.	Sunil Mehta	07430460	ACLPM2877Q	MD&CEO	05-May-2017			3	0	0
Mr.	K.Veera Brahmaji Rao	06861202	ATOPR8778D	ED	22-Jan-2014			2	2	0
Mr.	Ram S. Sangapure	03297417	AJRPS3887P	ED	13-Mar-2014			2	1	0
Mr.	Sanjiv Sharan	07340257	AGPPS2879A	ED	15-Sep-2016			1	0	0
Mr.	Anil Kumar Khachi	00122260	ABZPK6400A	NED	22-Jul-2016			1	1	0
Mr.	Rabi N. Mishra	0000000000	AFZPM3211R	NED	26-Apr-2016			1	1	0
Mr.	Mahesh Baboo Gupta	00014313	AEZPG4302A	NED	26-Jul-2016		3	1	1	0
Ms.	Hiroo Mirchandani	06992518	AEAPM0523L	ID	02-May-2015		3	4	2	0
Mr.	Sudhir Nayar	00200415	ACIPN0720G	ID	19-Dec-2015		3	2	3	2
Mr.	Sanjay Verma	0000000000	ABSPV5115C	ID	15-Jun-2017		3	1	0	0

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Composition of Committees

Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	K.Veera Brahmaji Rao	ED	Member
2	Anil Kumar Khachi	NED	Member
3	Rabi N. Mishra	NED	Member
4	Mahesh Baboo Gupta	NED	Member
5	Sudhir Nayar	ID	Chairperson

Stakeholders Relationship Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	K.Veera Brahmaji Rao	ED	Member
2	Ram S. Sangapure	ED	Member
3	Sudhir Nayar	ID	Chairperson

Risk Management Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Sunil Mehta	C & NED	Chairperson
2	Sunil Mehta	MD & CEO	Member
3	K.Veera Brahmaji Rao	ED	Member
4	Ram S. Sangapure	ED	Member
5	Sanjiv Sharan	ED	Member
6	Mahesh Baboo Gupta	NED	Member
7	Hiroo Mirchandani	ID	Member

Nomination and Remuneration Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Sunil Mehta	C & NED	Chairperson
2	Anil Kumar Khachi	NED	Member
3	Rabi N. Mishra	NED	Member
4	Mahesh Baboo Gupta	NED	Member
5	Hiroo Mirchandani	ID	Member
6	Sudhir Nayar	ID	Member

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III. Meeting of Board of Directors		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
06-Feb-2017	12-Apr-2017	91
07-Feb-2017	26-Apr-2017	
13-Feb-2017	15-May-2017	
14-Mar-2017	16-May-2017	
28-Mar-2017	09-Jun-2017	
	28-Jun-2017	

IV. Meeting of Committees			
<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
Audit Committee	26-Apr-2017	Yes Quorum 3	0
Audit Committee	15-May-2017	Yes	
Audit Committee	16-May-2017	Yes	
Audit Committee	28-Jun-2017	Yes	
Stakeholders Relationship Committee	27-Apr-2017	Yes Quorum 2	
Stakeholders Relationship Committee	28-Jun-2017	YES	
Risk Management Committee	27-Jun-2017	Y Quorum 4	
Nomination & Remuneration Committee	15-Jun-2017	Y Quorum 3	

v. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
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

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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listingobligationsanddisclosurerequirements)Regulations,2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stake holders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.- **Yes**
 - b. Any comments/ observations/ advice of Board of Directors may be mentioned here:

Public sector banks are not companies but body corporate constituted under Banking Companies (Acquisition & transfer of undertakings) Act 1970/80 and are subject to exemptions under Regulations 15(2)(b) of the SEBI (LODR) Regulations 2015. The Board of the Bank is constituted in terms of Banking Companies (acquisition & Transfer of undertakings) Act 1970/1980.

Name : Balbir Singh
Designation : Company Secretary