

AXIS/CO/CS/566/2021-22

January 17, 2022

The Chief Manager,  
Listing & Compliance Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor  
Plot No. C/1, "G" Block  
Bandra-Kurla Complex  
Bandra (E), Mumbai – 400 051

The Senior General Manager  
Listing Department  
BSE Limited  
1st Floor, New Trading Ring, Rotunda Building  
P. J. Towers, Dalal Street  
Fort, Mumbai – 400 001

NSE Symbol: AXISBANK

BSE Scrip Code : 532215

Dear Sir(s),

**SUB: COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER REGULATION 27(2) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("LISTING REGULATIONS") FOR THE QUARTER ENDED DECEMBER 31, 2021 - AXIS BANK LIMITED**

We are pleased to enclose a copy of the Compliance Report on Corporate Governance for the quarter ended December 31, 2021, pursuant to regulation 27(2) of SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

You are requested to take the above on record.

Thanking You.

Yours sincerely,

**For Axis Bank Limited**

**Sandeep Poddar  
Company Secretary**

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### General information about company

|  |                         |
|--|-------------------------|
| Scrip code   | 532215                  |
| NSE Symbol   | AXISBANK                |
| MSEI Symbol  | NOTLISTED               |
| ISIN   | INE238A01034            |
| Name of the entity   | AXIS BANK LIMITED       |
| Date of start of financial year                                | 01-04-2021              |
| Date of end of financial year                                  | 31-03-2022              |
| Reporting Quarter  | Quarterly               |
| Date of Report   | 31-12-2021              |
| Risk management committee                                      | Applicable              |
| Market Capitalisation as per immediate previous Financial Year | Top 100 listed entities |

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ended date only

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| Annexure I   |                 |                                      |            |          |   |                         |                         |               |  |                                    |                             |                        |                   |                                |   |  |  |   |                             |                             |
|--|-----------------|--------------------------------------|------------|----------|---|-------------------------|-------------------------|---------------|--|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|---|--|--|---|-----------------------------|-----------------------------|
| Annexure I to be submitted by listed entity on quarterly basis       |                 |                                      |            |          |   |                         |                         |               |  |                                    |                             |                        |                   |                                |   |  |  |   |                             |                             |
| I. Composition of Board of Directors                                 |                 |                                      |            |          |   |                         |                         |               |  |                                    |                             |                        |                   |                                |   |  |  |   |                             |                             |
| Disclosure of notes on composition of board of directors explanatory |                 |                                      |            |          |   |                         |                         |               |  |                                    |                             |                        |                   |                                |   |  |  |   |                             |                             |
| Add Notes  |                 |                                      |            |          |   |                         |                         |               |  |                                    |                             |                        |                   |                                |   |  |  |   |                             |                             |
| Whether the listed entity has a Regular Chairperson                  |                 |                                      |            |          |   |                         |                         |               |  |                                    |                             |                        |                   |                                |   |  |  |   |                             |                             |
| Yes  |                 |                                      |            |          |   |                         |                         |               |  |                                    |                             |                        |                   |                                |   |  |  |   |                             |                             |
| Whether Chairperson is related to MD or CEO                          |                 |                                      |            |          |   |                         |                         |               |  |                                    |                             |                        |                   |                                |   |  |  |   |                             |                             |
| No   |                 |                                      |            |          |   |                         |                         |               |  |                                    |                             |                        |                   |                                |   |  |  |   |                             |                             |
| Sr   | Title (Mr / Ms) | Name of the Director                 | PAN        | DIN      | Category 1 of directors                 | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? (Refer Reg. 2(73A) of Listing Regulation) | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No. of Directorships in listed entities including this listed entity (Refer Regulation 17A of Listing Regulation) | No. of Independent Directorships in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulation) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulation) | No. of post of Chairperson in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulation) | Notes for not providing PAN | Notes for not providing DIN |
| 1  | Mr              | Rakesh Mishra                        | AEP9A2436D | 00117659 | Non-Executive - Independent Director    | Chairperson             |                         | 24-07-1951    | No   |                                    | 27-10-2015                  | 27-10-2020             |                   | 74                             | 2   | 2  | 2  | 2   | 1                           |                             |
| 2  | Mr              | Anantlal Chaudhry                    | ABP974896D | 00531120 | Executive Director                      | Not Applicable          | CEO/MD                  | 02-07-1964    | No   |                                    | 02-01-2018                  | 02-01-2019             |                   |                                | 1   | 0  | 0  | 0   | 0                           |                             |
| 3  | Mr              | Chinnappa Vihayachari                | AB7974271J | 02255838 | Non-Executive - Independent Director    | Not Applicable          |                         | 30-04-1954    | No   |                                    | 11-01-2015                  | 11-01-2020             |                   | 83                             | 2   | 2  | 4  | 4   | 2                           |                             |
| 4  | Ms              | Farah Bhagwati                       | ABD974402N | 07987368 | Director                                | Not Applicable          |                         | 26-01-1944    | No   |                                    | 10-01-2014                  | 10-01-2014             |                   | 74                             | 1   | 1  | 0  | 0   | 0                           |                             |
| 5  | Mr              | Stephen Padgugala                    | 072270999F | 07905547 | Director                                | Not Applicable          |                         | 16-01-1955    | No   |                                    | 10-12-2017                  | 10-12-2017             | 10-12-2021        |                                | 3   | 0  | 0  | 0   | 0                           | 174                         |
| 6  | Mr              | Girish Paranjape                     | ABCP98377C | 03272726 | Non-Executive - Independent Director    | Not Applicable          |                         | 20-03-1948    | No   |                                    | 02-11-2018                  | 02-11-2018             |                   | 38                             | 2   | 2  | 4  | 4   | 1                           |                             |
| 7  | Mr              | Tharavant Chandrabhasuran Sreedathar | ABP910876L | 06453310 | Non-Executive - Independent Director    | Not Applicable          |                         | 07-02-1961    | No   |                                    | 05-07-2020                  | 05-07-2020             |                   |                                | 4   | 1  | 4  | 4   | 1                           |                             |
| 8  | Ms              | Meera Ganesh                         | ABP911456I | 00528212 | Non-Executive - Independent Director    | Not Applicable          |                         | 31-08-1963    | No   |                                    | 01-08-2020                  | 01-08-2020             |                   |                                | 1   | 1  | 1  | 1   | 0                           |                             |
| 9  | Mr              | Pudmanabhan Gopalaraman              | AAH977736C | 07130508 | Non-Executive - Independent Director    | Not Applicable          |                         | 29-05-1955    | No   |                                    | 28-10-2020                  | 28-10-2020             |                   |                                | 1   | 1  | 1  | 1   | 0                           |                             |
| 10   | Mr              | Ashish Kotecha                       | AAK974746B | 02384614 | Non-Executive - Nonindependent Director | Not Applicable          |                         | 12-01-1976    | No   |                                    | 12-12-2021                  | 12-12-2021             |                   |                                | 1   | 0  | 0  | 0   | 0                           | 175                         |
| 11   | Ms              | Umeshtha Govindan                    | ACAP92541D | 02230919 | Non-Executive - Nonindependent Director | Not Applicable          |                         | 27-05-1978    | No   |                                    | 27-01-2021                  | 27-01-2021             |                   |                                | 1   | 0  | 1  | 1   | 0                           |                             |
| 12   | Mr              | Kishendra Dev Sampath Suryadevara    | GAAP98715L | 08519859 | Non-Executive - Independent Director    | Not Applicable          |                         | 27-09-1977    | No   |                                    | 14-06-2021                  | 14-06-2021             |                   |                                | 1   | 1  | 1  | 1   | 0                           |                             |
| 13   | Mr              | Ravi Anand                           | AAAP92997A | 02411713 | Executive Director                      | Not Applicable          |                         | 03-01-1946    | No   |                                    | 04-08-2016                  | 04-08-2019             |                   |                                | 1   | 0  | 1  | 1   | 0                           |                             |
| 14   | Mr              | Rupesh Dattaya                       | ANP99316Q  | 07028488 | Executive Director                      | Not Applicable          |                         | 22-08-1947    | No   |                                    | 04-08-2016                  | 04-08-2019             |                   |                                | 1   | 0  | 1  | 1   | 0                           |                             |

| Annexure 1   |                           |
|--|---------------------------|
| II. Composition of Committees                                |                           |
| Disclosure of notes on composition of committees explanatory | <a href="#">Add Notes</a> |

For this quarter kindly note the following points:  
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.  
 2. Date of Appointment can be any day upto September 30, 2021.  
 3. Date of Cessation must be for the current quarter only, i.e. July 1,2021 to September 30,2021

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

| Audit Committee Details                               |            |                                   |                                      |                         |                     |                   |         |
|---|------------|-----------------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson |            |                                   |                                      |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members         | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 02172725   | Girsh Paranjape                   | Non-Executive - Independent Director | Chairperson             | 30-01-2019          |                   |         |
| 2   | 06519869   | Mahendra Dev Sanjeeva Suryadevi   | Non-Executive - Independent Director | Member                  | 14-06-2021          |                   |         |
| 3   | 06453310   | Tharavanat Chandrasekharan Suseel | Non-Executive - Nominee Director     | Member                  | 14-06-2021          |                   |         |
| 4   |            |                                   |                                      |                         |                     |                   |         |
| 5   |            |                                   |                                      |                         |                     |                   |         |
| 6   |            |                                   |                                      |                         |                     |                   |         |
| 7   |            |                                   |                                      |                         |                     |                   |         |
| 8   |            |                                   |                                      |                         |                     |                   |         |
| 9   |            |                                   |                                      |                         |                     |                   |         |
| 10  |            |                                   |                                      |                         |                     |                   |         |

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

| Nomination and remuneration committee                                       |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00528252   | Meena Ganesh              | Non-Executive - Independent Director | Chairperson             | 25-08-2020          |                   |         |
| 2   | 00117692   | Rakesh Makhija            | Non-Executive - Independent Director | Member                  | 12-10-2016          |                   |         |
| 3   | 02172725   | Girsh Paranjape           | Non-Executive - Independent Director | Member                  | 25-08-2020          |                   |         |
| 4   |            |                           |                                      |                         |                     |                   |         |
| 5   |            |                           |                                      |                         |                     |                   |         |
| 6   |            |                           |                                      |                         |                     |                   |         |
| 7   |            |                           |                                      |                         |                     |                   |         |
| 8   |            |                           |                                      |                         |                     |                   |         |
| 9   |            |                           |                                      |                         |                     |                   |         |
| 10  |            |                           |                                      |                         |                     |                   |         |

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

| Stakeholders Relationship Committee                                       |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 02255828   | Srinivasan Vishvanathan   | Non-Executive - Independent Director | Chairperson             | 20-10-2018          |                   |         |
| 2   | 02230959   | Vasantha Govindan         | Non-Executive - Nominee Director     | Member                  | 16-03-2021          |                   |         |
| 3   | 07508488   | Rajesh Dahiya             | Executive Director                   | Member                  | 12-10-2016          |                   |         |
| 4   |            |                           |                                      |                         |                     |                   |         |
| 5   |            |                           |                                      |                         |                     |                   |         |
| 6   |            |                           |                                      |                         |                     |                   |         |
| 7   |            |                           |                                      |                         |                     |                   |         |
| 8   |            |                           |                                      |                         |                     |                   |         |
| 9   |            |                           |                                      |                         |                     |                   |         |
| 10  |            |                           |                                      |                         |                     |                   |         |

| Risk Management Committee                                       |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 07367868   | Ketaki Bhagwati           | Non-Executive - Independent Director | Chairperson             | 19-01-2016          |                   |         |
| 2   | 02172725   | Girsh Paranjape           | Non-Executive - Independent Director | Member                  | 25-08-2020          |                   |         |
| 3   | 07130908   | Padmanabhan Gopalaraman   | Non-Executive - Independent Director | Member                  | 14-12-2020          |                   |         |
| 4   | 00531120   | Amitabh Chaudhry          | Executive Director                   | Member                  | 01-01-2019          |                   |         |
| 5   |            |                           |                                      |                         |                     |                   |         |
| 6   |            |                           |                                      |                         |                     |                   |         |
| 7   |            |                           |                                      |                         |                     |                   |         |
| 8   |            |                           |                                      |                         |                     |                   |         |
| 9   |            |                           |                                      |                         |                     |                   |         |
| 10  |            |                           |                                      |                         |                     |                   |         |

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

| Corporate Social Responsibility Committee                                       |            |                           |                                      |                         |                     |                   |         |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson |            |                           |                                      |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors              | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00117692   | Rakesh Makhija            | Non-Executive - Independent Director | Chairperson             | 16-09-2019          |                   |         |
| 2   | 00528252   | Meena Ganesh              | Non-Executive - Independent Director | Member                  | 14-06-2021          |                   |         |
| 3   | 07508488   | Rajesh Dahiya             | Executive Director                   | Member                  | 12-10-2016          |                   |         |
| 4   | 02541753   | Rajiv Anand               | Executive Director                   | Member                  | 12-10-2016          |                   |         |
| 5   |            |                           |                                      |                         |                     |                   |         |
| 6   |            |                           |                                      |                         |                     |                   |         |
| 7   |            |                           |                                      |                         |                     |                   |         |
| 8   |            |                           |                                      |                         |                     |                   |         |
| 9   |            |                           |                                      |                         |                     |                   |         |
| 10  |            |                           |                                      |                         |                     |                   |         |

| Other Committee |            |                           |                         |                         |                         |         |
|-----------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr              | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |
| 1               |            |                           |                         |                         |                         |         |
| 2               |            |                           |                         |                         |                         |         |
| 3               |            |                           |                         |                         |                         |         |
| 4               |            |                           |                         |                         |                         |         |
| 5               |            |                           |                         |                         |                         |         |
| 6               |            |                           |                         |                         |                         |         |
| 7               |            |                           |                         |                         |                         |         |
| 8               |            |                           |                         |                         |                         |         |
| 9               |            |                           |                         |                         |                         |         |
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Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

| Sr   | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* (other than Independent Director) | No. of Independent Directors attending the meeting* |
|--|---|---|------------------------------|--|--|---|
| <a href="#">Add</a> <a href="#">Delete</a> |   |   |                              |  |  |   |
| 1  | 26-07-2021  |   |                              | Yes  | 13   | 7   |
| 2  | 15-09-2021  |   |                              | Yes  | 13   | 7   |
| 3  | 29-09-2021  |   |                              | Yes  | 13   | 7   |
| 4  | 26-10-2021  | 26  |                              | Yes  | 13   | 7   |

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\* to be filled in only for the current quarter meetings

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## Annexure 1

## IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

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| Sr | Name of Committee                         | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* (other than Independent Director) | No. of Independent Directors attending the meeting* |
|----|---|---|---|-------------------------|-------------------------------|--|--|---|
|    | <a href="#">Add</a>                       | <a href="#">Delete</a>  |   |                         |                               |  |  |   |
| 1  | Audit Committee                           | 26-07-2021  |   |                         |                               | Yes  | 3  | 2   |
| 2  | Audit Committee                           | 23-08-2021  | 27  |                         |                               | Yes  | 3  | 2   |
| 3  | Audit Committee                           | 28-09-2021  | 35  |                         |                               | Yes  | 3  | 2   |
| 4  | Audit Committee                           | 26-10-2021  | 27  |                         |                               | Yes  | 3  | 2   |
| 5  | Audit Committee                           | 24-11-2021  | 28  |                         |                               | Yes  | 3  | 2   |
| 6  | Audit Committee                           | 21-12-2021  | 26  |                         |                               | Yes  | 3  | 2   |
| 7  | Nomination and remuneration committee     | 23-07-2021  |   |                         |                               | Yes  | 3  | 3   |
| 8  | Nomination and remuneration committee     | 29-09-2021  |   |                         |                               | Yes  | 3  | 3   |
| 9  | Nomination and remuneration committee     | 21-10-2021  |   |                         |                               | Yes  | 3  | 3   |
| 10 | Nomination and remuneration committee     | 09-12-2021  |   |                         |                               | Yes  | 3  | 3   |
| 11 | Risk Management Committee                 | 22-07-2021  |   |                         |                               | Yes  | 4  | 3   |
| 12 | Risk Management Committee                 | 22-10-2021  |   |                         |                               | Yes  | 4  | 3   |
| 13 | Corporate Social Responsibility Committee | 08-09-2021  |   |                         |                               | Yes  | 4  | 2   |
| 14 | Corporate Social Responsibility Committee | 08-12-2021  |   |                         |                               | Yes  | 4  | 2   |
| 15 | Stakeholders Relationship Committee       | 20-10-2021  |   |                         |                               | Yes  | 3  | 1   |

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\* to be filled in only for the current quarter meetings

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| Sr   | Subject  | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|--|--|-------------------------------|--|
| 1  | Whether prior approval of audit committee obtained   | Yes                           |  |
| 2  | Whether shareholder approval obtained for material RPT   | NA                            |  |
| 3  | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes                           |  |
| Disclosure of notes on related party transactions              |  |                               | <a href="#">Add Notes</a>                                      |
| Disclosure of notes of material transaction with related party |  |                               | <a href="#">Add Notes</a>                                      |

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| Annexure 1       |  |                            |
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| VI. Affirmations |  |                            |
| Sr               | Subject  | Compliance status (Yes/No) |
| 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(Listing obligations and disclosure requirements) Regulations, 2015<br><b>a. Audit Committee</b>  | Yes                        |
| 3                | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.<br><b>b. Nomination &amp; remuneration committee</b>                               | Yes                        |
| 4                | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.<br><b>c. Stakeholders relationship committee</b>                                   | Yes                        |
| 5                | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015.<br><b>d. Risk management committee (applicable to the top 500 listed entities)</b> | Yes                        |
| 6                | 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                        |
| 7                | 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                        |
| 8                | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.   | Yes                        |
| 9                | <b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>   | <a href="#">Add Notes</a>  |

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| Annexure 1 |                   |  |
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| Sr         | Subject           | Compliance status                        |
| 1          | Name of signatory | Sandeep Poddar                           |
| 2          | Designation       | Company Secretary and Compliance Officer |

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### Signatory Details

|                       |  |
|-----------------------|--|
| Name of signatory     | Sandeep Poddar                           |
| Designation of person | Company Secretary and Compliance Officer |
| Place                 | Mumbai                                   |
| Date                  | 17-01-2022                               |

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