

AXIS/CO/CS/22/2022-23

April 13, 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

BSE Scrip Code : 532215

NSE Symbol: AXISBANK

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 MARCH 31, 2022 - AXIS BANK LIMITED

We are pleased to enclose a copy of the Compliance Report on Corporate Governance for the quarter ended March 31, 2022 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 Digitally signed
by SANDEEP
PODDAR
PODDAR
Date: 2022.04.13
13:49:27 +05'30'

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	Yearly
Date of Report	31-03-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

Enter the quarter
ended date only

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Annexure 1																				
Annexure 1 to be submitted by listed entity on quarterly basis																				
1. Composition of Board of Directors																				
Statement of notes on composition of board of directors requirement										Yes										
Whether the listed entity has a Regular Chairperson										Yes										
Whether Chairperson is related to MD or CEO										No										
Sr	TDI (M) / (W)	Name of the Director	PAN	DOB	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed (Refer Reg. 17(4) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of the appointment	Date of cessation	Term of director's office (in months)	No of Directorships in listed entities including the listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorships in listed entities including the listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Nominations/ Remuneration Committees including the listed entity (Refer Regulation 17(2)(c) of Listing Regulations)	No of post of Chairperson in Audit/ Nominations Committee held in listed entities including the listed entity (Refer Regulation 17(2)(c) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	M	Aditya Prakash	AF29M1382	02/11/1962	Non-Executive - Independent Director			24-02-1962	Yes		11-05-2023	11-05-2023		12	3	1	1			
2	M	Aditya Chaudhry	ADYD49590	02/11/1962	Executive Director		CEO-MD	02-02-1964	Yes		31-01-2024	01-02-2024			1	0	0			
3	M	Sudhanshu Vigneshwaran	SVNV24173	02/10/1969	Non-Executive - Independent Director			26-04-1964	Yes		11-01-2024	11-01-2024			1	1	1			
4	M	Pradeep Bhargava	PRDPR1034	07/09/1968	Non-Executive - Independent Director			24-01-1964	Yes		11-01-2024	11-01-2024			1	1	1			
5	M	Shankar Chandraiah Suresh Babu	SHSBS1276	04/12/1926	Non-Executive - Independent Director			20-02-1958	Yes		02-11-2023	02-11-2023			1	1	1			
6	M	Chandrasekhar Chandraiah Suresh Babu	CHSBS1261	04/12/1926	Non-Executive - Executive Director			01-02-1961	Yes		10-01-2024	10-01-2024			1	1	1			
7	M	Harish Chandra	HRSCH1650	05/12/1927	Non-Executive - Independent Director			31-08-1962	Yes		02-08-2024	02-08-2024			1	1	1			
8	M	Subramanian Chandrasekhar	SRMCH1380	01/10/1928	Non-Executive - Independent Director			21-02-1952	Yes		28-02-2024	28-02-2024			1	1	1			
9	M	Shishu Kulkarni	SKS192758	02/08/1924	Non-Executive - Executive Director			12-01-1974	Yes		03-11-2023	03-11-2023			1	0	0			
10	M	Manohar Gopinath	MGNG12410	02/10/1926	Non-Executive - Executive Director			27-02-1978	Yes		27-01-2024	27-01-2024			1	0	0			
11	M	Manohar Day Suresh Babu	MSBS11716	04/11/1926	Non-Executive - Independent Director			27-01-1957	Yes		14-06-2024	14-06-2024			1	1	1			
12	M	Ravi Kumar	RKTK12870	01/11/1923	Executive Director			03-01-1964	Yes		14-06-2024	14-06-2024			1	0	1			
13	M	Rajesh Datta	RND101340	07/08/1968	Executive Director			29-08-1967	Yes		04-08-2024	04-08-2024	04-01-2024		1	0	1			

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	01-01-2022	
4	02541753	Rajiv Anand	Executive Director	Member	10-01-2022		
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 prefilled 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	01-01-2022	
4	02541753	Rajiv Anand	Executive Director	Member	12-10-2016		
5							
6							
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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						
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only, i.e. July 1,2021

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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* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
	Add	Delete				
1	26-10-2021			Yes	13	7
2	10-01-2022	75		Yes	12	7
3	24-01-2022	13		Yes	12	7
4	24-02-2022	30		Yes	11	7
5	08-03-2022	11		Yes	12	7
6	30-03-2022	21		Yes	11	6

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* to be filled in only for the current quarter meetings

Annexure 1								
IV. Meeting of Committees								
Disclosure of notes on meeting of committees explanatory							Add Notes	
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	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
Add		Delete						
1	Audit Committee	26-10-2021				Yes	3	2
2	Audit Committee	24-11-2021				Yes	3	2
3	Audit Committee	21-12-2021				Yes	3	2
4	Audit Committee	21-01-2022	30			Yes	3	2
5	Audit Committee	24-01-2022	2			Yes	3	2
6	Audit Committee	21-02-2022	27			Yes	3	2
7	Audit Committee	24-02-2022				Yes	3	2
8	Audit Committee	23-03-2022	26			Yes	3	2
9	Nomination and remuneration committee	21-10-2021				Yes	3	3
10	Nomination and remuneration committee	09-12-2021				Yes	3	3
11	Nomination and remuneration committee	21-01-2022				Yes	3	3
12	Nomination and remuneration committee	22-03-2022				Yes	3	3
13	Risk Management Committee	22-10-2021				Yes	4	3
14	Risk Management Committee	22-01-2022				Yes	4	3
15	Corporate Social Responsibility Committee	08-12-2021				Yes	4	2
16	Corporate Social Responsibility Committee	16-03-2022				Yes	3	2
17	Stakeholders Relationship Committee	20-10-2021				Yes	3	1

* to be filled in only for the current quarter meetings

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Annexure 1

V. Related Party Transactions

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			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.axisbank.com/shareholders-corner/financial-r
2	Terms and conditions of appointment of independent directors	Yes		source/corporate-governance/code-of-conduct
3	Composition of various committees of board of directors	Yes		profile
4	Code of conduct of board of directors and senior management personnel	Yes		profile
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		profile
6	Criteria of making payments to non-executive directors	Yes		profile
7	Policy on dealing with related party transactions	Yes		profile
8	Policy for determining 'material' subsidiaries	Yes		profile
9	Details of familiarization programmes imparted to independent directors	Yes		profile
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.axisbank.com/shareholders-corner/investor-contacts
11	email address for grievance redressal and other relevant details	Yes		https://www.axisbank.com/shareholders-corner/investor-contacts
12	Financial results	Yes		corner/financial-results-and-other-information
13	Shareholding pattern	Yes		corner/financial-results-and-other-information
14	Details of agreements entered into with the media companies and/or their associates	Yes		corner/financial-results-and-other-information
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		corner/financial-results-and-other-information
16	New name and the old name of the listed entity	NA		https://www.axisbank.com/shareholders-corner/financial-results-and-other-information
17	Advertisements as per regulation 47 (1)	Yes		corner/financial-results-and-other-information
18	Credit rating or revision in credit rating obtained	Yes		corner/financial-results-and-other-information
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.axisbank.com/shareholders-corner/financial-results-and-other-information
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.axisbank.com/shareholders-corner/financial-results-and-other-information
21	Materiality Policy as per Regulation 30	Yes		corner/corporate-governance/quarterly-reports
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		corner/corporate-governance/quarterly-reports
23	It is certified that these contents on the website of the listed entity are correct	Yes		corner/corporate-governance/quarterly-reports
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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Annexure 1

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 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	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	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1

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

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	No	Omitted
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	YES	
Any other information to be provided			Add Notes	

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Annexure II	
1	Name of signatory
2	Designation
Sandeep Poddar Company Secretary and Compliance Officer	

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Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
Any other information to be provided		Add Notes

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Annexure II

1	Name of signatory	Sandeep Poddar
2	Designation	Company Secretary and Compliance Officer

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Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non Applicability	Add Notes		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(D) Additional Information			Add Notes
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s).			Add Notes
Name			
Designation			
Place			
Date			

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Signatory Details

Name of signatory	Sandeep Poddar
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	12-04-2022

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