

AXIS/CO/CS/31/2021-22

8<sup>th</sup> April 2021

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  
1<sup>st</sup> Floor, New Trading Ring, Rotunda Building  
P. J. Towers, Dalal Street  
Fort, Mumbai – 400 001

NSE Symbol: AXISBANK

BSE Scrip Code : 532215

Dear Sirs,

**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 31<sup>ST</sup> MARCH, 2021 - AXIS BANK LIMITED**

We are pleased to enclose a copy of the Compliance Report on Corporate Governance for the quarter ended 31<sup>st</sup> March, 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.

Yours faithfully,

**For Axis Bank Limited**

**Girish V. Koliyote**  
**Company Secretary**

Encl.: As above

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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	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
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 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. 171(A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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)	Notes for not providing PAN	Notes for not providing DIN	
Add	Delete																				
1	Mr.	Rakesh Makhlaj	AZPW2436D	00117892	Non-Executive - Independent Director	Chairperson		24-07-1951	No			27-10-2015	27-10-2020		5	2	2	5		2	
2	Mr.	Amitabh Chaudhry	ABPK1496D	00531130	Executive Director	Not Applicable	CEO/MD	02-07-1964	No			01-01-2019	01-01-2019			1	0	0		0	
3	Mr.	S. Vihanaathan	ABPV2473J	02255828	Non-Executive - Independent Director	Not Applicable		30-04-1954	No			11-02-2015	11-02-2020		14	2	2	5		2	
4	Mrs.	Seethi Bhagwati	ABNWB105H	07567868	Non-Executive - Independent Director	Not Applicable		26-01-1964	No			19-01-2016	19-01-2021		2	2	2	1		0	
5	Mr.	Stephen Pajulra	ZZZZ9999Z	07995547	Non-Executive - Nominee Director	Not Applicable		14-01-1955	No			19-12-2017	19-12-2017			1	0	0		0	163
6	Mr.	Girish Paranjape	ABKPP837Z	03172725	Non-Executive - Independent Director	Not Applicable		20-03-1958	No			02-11-2018	02-11-2018		29	2	2	1		2	
7	Mr.	Thayyapatt Chandrasekharan Suseenthum	ABVPS306L	04453310	Non-Executive - Nominee Director	Not Applicable		01-02-1961	No			01-07-2020	01-07-2020			2	0	2		1	
8	Mrs.	Meena Ganesh	ABPVC145G	00578252	Non-Executive - Independent Director	Not Applicable		31-08-1963	No			01-08-2020	01-08-2020		8	1	1	1		0	
9	Mr.	Gopalaram Padmanabhan	AAEP7738C	07130908	Non-Executive - Independent Director	Not Applicable		29-05-1955	No			28-10-2020	28-10-2020		5	2	2	1		0	
10	Mr.	Adish Kotesha	AACPK2756B	02384614	Non-Executive - Nominee Director	Not Applicable		12-01-1976	No			01-11-2020	01-11-2020			1	0	0		0	
11	Mrs.	Vasantha Govindan	ACAPV2541D	02230959	Non-Executive - Nominee Director	Not Applicable		27-05-1978	No			27-01-2021	27-01-2021			1	0	1		0	
12	Mr.	Ravi Anand	AAKPA0997A	02541753	Executive Director	Not Applicable		03-01-1966	No			04-08-2016	04-08-2019			1	0	2		0	
13	Mr.	Rajesh Dahiya	ADKPD316Q	07508488	Executive Director	Not Applicable		22-08-1967	No			04-08-2016	04-08-2019			1	0	1		0	
14	Mr.	Rohit Bhagat	ACAPB6287E	02988574	Non-Executive - Independent Director	Not Applicable		03-04-1964	No			16-01-2013	01-04-2019	16-01-2021	22	1	1	0		0	
15	Mr.	B. Babu Rao	ACEPB1735F	00425793	Non-Executive - Nominee Director	Not Applicable		05-12-1958	No			19-01-2016	26-07-2017	22-03-2021		1	0	3		2	

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, 2020.  
 3. Date of Cessation must be for the current quarter only, i.e. July 31/20 in September '20 2020.

Annexure 1							
II. Composition of Committees							
Disclosure of status on composition of committee explanatory							Add Rows
<small>Note: Please enter DIN After entering DIN, Name of Committee members and Category 1 of Directors shall be populated automatically.</small>							
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.	12121225	Gurh Sharanjit	Non-Executive - Independent Director	Chairperson	20-01-2019		
2.	02258828	L. Vishwanathan	Non-Executive - Independent Director	Member	11-01-2015		
3.	00117692	Rakesh Mishra	Non-Executive - Independent Director	Member	19-01-2016		
4.	10425793	B. Balu Rao	Non-Executive - Nominee Director	Member	17-10-2017	22-01-2021	
5.							
6.							
7.							
8.							
9.							
10.							

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.	00220212	Meha Ganesk	Non-Executive - Independent Director	Chairperson	25-08-2020		
2.	00117692	Rakesh Mishra	Non-Executive - Independent Director	Member	12-10-2016		
3.	12121225	Gurh Sharanjit	Non-Executive - Independent Director	Member	20-01-2019		
4.	02080174	Rishi Shagat	Non-Executive - Independent Director	Chairperson	24-07-2015	16-01-2021	
5.							
6.							
7.							
8.							
9.							
10.							

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.	02258828	L. Vishwanathan	Non-Executive - Independent Director	Chairperson	20-10-2018		
2.	10219059	Vinodh Sridhar	Non-Executive - Nominee Director	Member	16-01-2021		
3.	10219059	Rakesh Mishra	Non-Executive - Independent Director	Member	12-10-2016		
4.	00257793	B. Balu Rao	Non-Executive - Nominee Director	Chairperson	19-01-2016	22-01-2021	
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.	02080174	Rishi Shagat	Non-Executive - Independent Director	Chairperson	19-01-2016		
2.	01127725	Gurh Sharanjit	Non-Executive - Independent Director	Member	20-08-2020		
3.	01120008	Sankaranarayanan Padmanabhan	Non-Executive - Independent Director	Member	14-12-2009		
4.	00101190	Ramesh Chaudhry	Executive Director	Member	01-01-2019		
5.	02080174	Rishi Shagat	Non-Executive - Independent Director	Member	21-08-2014	16-01-2021	
6.							
7.							
8.							
9.							
10.							

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 Mishra	Non-Executive - Independent Director	Chairperson	16-09-2019		
2.	02080174	Rishi Shagat	Executive Director	Member	12-10-2016		
3.	02541793	Paju Arand	Executive Director	Member	24-10-2016		
4.	10443310	Thiruvananthapuram Suresh	Non-Executive - Nominee Director	Member	14-12-2020		
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.						
10.						

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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*	No. of Independent Directors attending the meeting*
	<a href="#">Add</a>	<a href="#">Delete</a>				
1	28-10-2020			Yes	13	7
2	12-01-2021	75		Yes	12	7
3	27-01-2021	14		Yes	12	6
4	25-02-2021	28		Yes	12	6
5	26-03-2021	28		Yes	12	6

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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*	No. of Independent Directors attending the meeting*
<a href="#">Add</a> <a href="#">Delete</a>								
1	Audit Committee	28-10-2020				Yes	4	3
2	Audit Committee	25-11-2020				Yes	4	3
3	Audit Committee	21-12-2020				Yes	4	3
4	Audit Committee	27-01-2021	36			Yes	3	3
5	Audit Committee	15-02-2021	18			Yes	3	3
6	Audit Committee	23-03-2021	35			Yes	3	3
7	Nomination and remuneration committee	26-10-2020				Yes	5	4
8	Nomination and remuneration committee	25-01-2021				Yes	3	3
9	Nomination and remuneration committee	06-03-2021				Yes	3	3
10	Nomination and remuneration committee	22-03-2021				Yes	3	3
11	Stakeholders Relationship Committee	20-10-2020				Yes	3	1
12	Risk Management Committee	23-10-2020				Yes	4	3
13	Risk Management Committee	15-12-2020				Yes	5	4
14	Risk Management Committee	20-01-2021				Yes	4	3
15	Corporate Social Responsibility Committee	10-12-2020				Yes	3	1
16	Corporate Social Responsibility Committee	15-03-2021				Yes	4	1

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\* 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			<a href="#">Add Notes</a>
Disclosure of notes of material transaction with related party			<a href="#">Add Notes</a>

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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		<a href="#">Shareholders Corner (axisbank.com)</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
3	Composition of various committees of board of directors	Yes		<a href="#">Corporate Profile - Third-Largest Private Sector Bank in India</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
7	Policy on dealing with related party transactions	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
12	Financial results	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
13	Shareholding pattern	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
14	Details of agreements entered into with the media companies and/or their associates	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
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		<a href="#">Shareholders Corner (axisbank.com)</a>
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
18	Credit rating or revision in credit rating obtained	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="#">Quarterly Reports - Shareholder's corner - Axis Bank</a>
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
21	Materiality Policy as per Regulation 30	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
23	It is certified that these contents on the website of the listed entity are correct	Yes		<a href="#">Shareholders Corner (axisbank.com)</a>
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		<a href="#">Add Notes</a>	

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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 <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. <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. <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. <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		
Sr	Subject	Compliance status
1	Name of signatory	Girish V. Koliyote
2	Designation	Company Secretary and Compliance Officer

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## 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)	Yes	
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)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				<a href="#">Add Notes</a>

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## Annexure II

1	Name of signatory	Girish V. Koliyote
2	Designation	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	Yes
Any other information to be provided		<a href="#">Add Notes</a>

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### Annexure II

1	Name of signatory	Girish V. Koliyote
2	Designation	Company Secretary and Compliance Officer

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### Signatory Details

Name of signatory	Girish V. Koliyote
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	08-04-2021

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