

Quarterly Compliance Report on Corporate Governance

Name of the Company : IDBI Bank Limited

Quarter ended on : September 30, 2011

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49(I)	Yes	
(A) Composition of Board	49(I)(A)	Yes	
(i) Combination of Executive/Non-Executive Directors	49(I)(A)(i)	Yes	
(ii) Number of Independent Directors	49(I)(A)(ii)	No	Presently 1(one) independent director is short on the Board of Directors. Notification from Govt. of India, Ministry of Finance for appointment of 2 independent professional directors is awaited.
(B) Non-executive Directors' compensation & disclosures	49(I)(B)	Yes	
(C) Other provisions as to Board and Committees	49(I)(C)	Yes	
(i) Frequency of Board Meetings	49(I)(C)(i)	Yes	
(ii) Directors' Membership of Committees	49(I)(C)(ii)	Yes	
(iii) Periodical Review of Compliance Certificates	49(I)(C)(iii)	Yes	
(iv) Filling vacancy of Independent Directors	49(I)(C)(iv)	Yes	As mentioned at I.A(ii) above
(D) Code of Conduct	49(I)(D)	Yes	
(i) Code of Conduct on website	49(I)(D)(i)	Yes	
(ii) Affirmation of compliance with Code of Conduct	49(I)(D)(ii)	Yes	
II. Audit Committee (ACB)	49(II)	Yes	
(A) Qualified & Independent Audit Committee	49(II)(A)	Yes	
(i) Constitution of Audit Committee	49(II)(A)(i)	Yes	
(ii) Members of ACB to be financially literate	49(II)(A)(ii)	Yes	
(iii) Chairman of ACB to be independent director	49(II)(A)(iii)	Yes	
(iv) Chairman of ACB to be present in AGM	49(II)(A)(iv)	Yes	



(v) Invitees to ACB	49(II)(A)(v)	Yes	
(vi) Company Secretary to be Secretary of ACB	49(II)(A)(vi)	Yes	
(B) Frequency and quorum of Audit Committee Meetings	49(II)(B)	Yes	
(C) Powers of Audit Committee	49(II)(C)	Yes	
(D) Role of Audit Committee	49(II)(D)	Yes	
(E) Review of Information by Audit Committee	49(II)(E)	Yes	
III. Subsidiary Companies	49(III)	Yes	
(i) Independent Director to be on the Board of Material Unlisted Subsidiary	49(III)(i)	N.A.	No subsidiary company is a material unlisted subsidiary
(ii) Audit Committee to review financial statements of unlisted subsidiary	49(III)(ii)	Yes	
(iii) Board minutes of unlisted subsidiary to be placed at the Board Meeting of listed holding company	49(III)(iii)	Yes	
IV. Disclosures	49(IV)	Yes	
(A) Basis of related party transactions	49(IV)(A)	Yes	
(i) to Audit Committee to review (iii) transactions with related parties	49(IV)(A) (i) to (iii)	Yes	
(B) Disclosure of Accounting Treatment	49(IV)(B)	Yes	
(C) Board Disclosures - Risk Management	49(IV)(C)	Yes	
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IV)(D)	Yes	
(E) Remuneration of Directors	49(IV)(E)	Yes	
(i) to Remuneration of directors, their (v) shareholdings, etc. to be disclosed in the Annual Report, Corporate Governance Report, etc.	49(IV)(E)(i) to (v)	Yes	
(F) Management	49(IV)(F)	Yes	
(i) Management discussion and analysis report to form part of Annual Report	49(IV)(F)(i)	Yes	
(ii) Senior Management to disclose material transactions to Board	49(IV)(F)(ii)	Yes	



(G) Shareholders	49(IV)(G)	Yes	
(i) Directors' resume to be disclosed to shareholders at the time of appointment / reappointment	49(IV)(G)(i)	Yes	
(ia) Disclosure of inter-se relationships of directors	49(IV)(G)(ia)	Yes	
(ii) Quarterly results, etc. to be put on website	49(IV)(G)(ii)	Yes	
(iii) Constitution of Shareholders' Grievance Committee	49(IV)(G)(iii)	Yes	
(iv) Expedite share transfer process	49(IV)(G)(iv)	Yes	
V. CEO/CFO Certificate to be submitted to the Board every year	49(V)	Yes	
VI. Report on Corporate Governance	49(VI)	Yes	
(i) Separate Section on Corporate Governance in the Annual Report	49(VI)(i)	Yes	
(ii) Quarterly Compliance Report on Corporate Governance to SEs	49(VI)(ii)	Yes	
VII. Compliance	49(VII)	Yes	
(1) Auditors' Certificate regarding compliance of Corporate Governance Code	49(VII)(1)	Yes	
(2) Disclosure of compliance with Corporate Governance Code to be made in Annual Report	49(VII)(2)	Yes	

Signature



Name : Pawan Agrawal

Designation : Company Secretary

Place : Mumbai

Dated : October 4, 2011

