



Ref. No. NB.FD/ 2832 /BBO/7/2022-23

18 Jan 2023

To,

**The General Manager- Listing CRD  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001**

**Manager-Listing Compliance Department  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra Kurla Complex, Bandra East  
Mumbai-400051**

**Ref: Regulation 27 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Circular No. SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated 31<sup>st</sup> May 2021.**

**Sub: Submission of Compliance Report on Corporate Governance for the quarter ended on 31 December 2022**

Dear Sir(s),

This is with reference to the captioned subject matter. In this regard, we are enclosing herewith the Compliance Report on Corporate Governance, pertaining to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the quarter ended on 31 December, 2022.

This is for your kind information and record.

Yours Sincerely,

**For NATIONAL BANK FOR AGRICULTURE AND RURAL DEVELOPMENT**



(G. Immanuel)  
Compliance Officer

**Enclosure:**

**Annexure I- Corporate Governance report for the quarter ended on 31 Decemeber 2022.**

**राष्ट्रीयकृषिऔरग्रामीणविकासबैंक**

**National Bank for Agriculture and Rural Development**

**वित्त विभाग**

प्लॉटक्रसी-24, 'जी' ब्लॉक, बांद्रा-कुर्लाकॉम्प्लेक्स, बांद्रा (पूर्व), मुंबई - 400 051. टेली: +91 22 2653 0095 • फ़ैक्स: +91 22 2653 0099 • ईमेल: fd@nabard.org  
**Finance Department**

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## Corporate Governance Report - High Value Debt Listed Entities

Name of the Listed Entity	NABARD
Quarter Ended	Dec-22
Date of Submission of report on NEAPS	18.01.2023
Whether the Company was HVDL as on <b>March 31, 2021.</b>	Yes
Whether HVDL provisions have become applicable during the course of the quaters if the answer to above is NO.	-



DECEMBER 2022

I. Composition of Board of Directors													
Title (Mr./ Ms.)	Name of the Director	PAN\$ & DIN		Category (Chairperson /Executive/ Non-Executive/ Independent / Nominee)&	Initial date of Appointment	Date of Reap-appointment	Date of Cessation	Tenure*	Date of Birth	No. Of directorship in listed entities including this listed entity  [in reference to Regulation 17A(1)]	No of Independent directorship in listed entities including this listed entity  [in reference to proviso to regulation 17A(1)]	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)
Mr.	Shri Shaji K V	AJKPK4881E	07691350	Chairman	07.12.2022	--	05 years or until further orders		30.05.1970	1	0	0	0
Mr.	P V S Suryakumar	ACLPP5373L	06694864	Executive Director	21.05.2020	--	31.07.2023		28.07.1963	1	0	1	0
Mr.	Urvish Shah	APLPS7936M	07149879	Non-Executive Director	30.12.2021	--	03 years or until further orders		09.10.1979	1	0	1	0
Mr.	Dr. M D Patra	AAFPP0858G	--	Non-Executive Director	13.03.2020	--	03 years or until further orders		29.09.1960	1	0	0	0
Smt.	Revathy Iyer	AAAPI3975L	--	Non-Executive Director	06.08.2019	--	until further orders		28.05.1954	1	0	1	1
Mr.	Dr. Ravindra H Dholakia	AAJPD4880G	00069396	Non-Executive Director	06.10.2022	--	03 years or until further orders		02.04.1953	1	0	1	0
Mr.	Manoj Ahuja	--	--	Non-Executive Director	01.04.2022	--	until further orders		24.12.1964	1	0	1	0
Mr.	Shri Shailesh Kumar Singh	AMSPS7686Q	--	Non-Executive Director	01.12.2022	--	until further orders		28.03.1966	1	0		
Mr.	Shri Bhushan Kumar Sinha	ALJPS0644L	08135512	Non-Executive Director	22.06.2022	--	until further orders		20.07.1964	1	0	0	0
Mr.	Dr. B V R C Purushottam	--	--	Non-Executive Director	20.12.2022	--	03 years or until further orders		01.07.1977	1	0	0	0
Mr.	Shri Ashok Barnwal	--	--	Non-Executive Director	20.12.2022	--	03 years or until further orders		27.01.1967	1	0	0	0
Mr.	Dr. Sharat Chauhan	AAFPC5751R	0009512080	Non-Executive Director	20.12.2022	--	03 years or until further orders		17.11.1968	1	0	0	0
Mr.	Shri Y Madhusudhana Reddy	--	--	Non-Executive Director	20.12.2022	--	03 years or until further orders		04.11.1963	1	0	0	0
				Whether Regular chairperson appointed									
				Whether Chairperson is related to managing director or CEO									
				SPAN of any director would not be displayed on the website of Stock Exchange									
				&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen									
				* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.									

<b>II. Composition of Committees</b>					
<b>Name of Committee</b>	<b>Whether Regular chairperson appointed</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee) &amp;</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee	YES	1. Smt. Revathy Iyer 2. Shri Urvish Shah 3. Dr. Ravindra H Dholakia 4. Shri Manoj Ahuja 5. Dr. Sharat Chauhan 6. Shri Y Madhusudhana Reddy 7. Shri PVS Suryakumar	Non-Executive Director - Chairperson Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director Executive Director	06.08.2022 30.12.2021 06.10.2022 01.04.2022 20.12.2022 20.12.2022 21.05.2020	05.08.2024 29.12.2023 05.10.2024 31.03.2024 19.12.2024 19.12.2024 31.07.2023
2. Nomination & Remuneration Committee	No such Committee exists				
3. Risk Management Committee(if applicable)	YES	1. Shri Shaji K. V. 2. Smt. Revathy Iyer 3. Dr. Ravindra H Dholakia 4. Shri Manoj Ahuja 5. Dr. Sharat Chauhan 6. Shri Y Madhusudhana Reddy 7. Shri PVS Suryakumar	Executive Director - Chairperson Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director Non-Executive Director Executive Director	07.12.2022 06.08.2022 06.10.2022 01.04.2022 20.12.2022 20.12.2022 21.05.2020	06.12.2027 05.08.2024 05.10.2024 31.03.2024 19.12.2024 19.12.2024 31.07.2023
4. Stakeholders Relationship Committee'	No such Committee exists				
<i>&amp; Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</i>					



**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>Whether requirement of Quorum met* (Yes / No)</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
27 July 2022	--	--	--	--	--
23 September 2022	11 November 2022	YES	9	--	48 days

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



<b>IV. Meetings of Committees</b>					
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)* (Yes / No)</b>	<b>Number of Directors present*</b>	<b>Number of independent directors present*</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days*</b>
<b>Audit Committee</b>					
--	--	--	--	26 July 2022	--
10 November 2022	YES	5	--	21 September 2022	49 days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional					
**to be filled in only for the current quarter meetings					



<b>V. Related Party Transactions</b>		
<b>Subject</b>	<b>Compliance status (Yes/No) refer note below</b>	<b>Detailed Reason / explanation for Non-compliance</b>
Whether prior approval of audit committee obtained	NA	NA
Whether shareholder approval obtained for material RPT	NA	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	NA	NA



<b>VI. Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No)</b>	<b>Detailed Reason / explanation for Non-compliance</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'</i>	16(1)(b) & 25(6)	N/A	#
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	N/A	-do-
<i>Meeting of board of directors</i>	17(2)	N/A	-do-
<i>Quorum of board meeting</i>	17(2A)	N/A	-do-
<i>Review of Compliance Reports</i>	17(3)	N/A	-do-
<i>Plans for orderly succession for Appointments</i>	17(4)	N/A	-do-
<i>Code of Conduct</i>	17(5)	N/A	-do-
<i>Fees/compensation</i>	17(6)	N/A	-do-
<i>Minimum Information</i>	17(7)	N/A	-do-
<i>Compliance Certificate</i>	17(8)	N/A	-do-
<i>Risk Assessment &amp; Management</i>	17(9)	N/A	-do-
<i>Performance Evaluation of Independent Directors</i>	17(10)	N/A	-do-
<i>Recommendation of board</i>	17(11)	N/A	-do-
<i>Maximum number of directorship</i>	17A	N/A	-do-
<i>Composition of Audit Committee</i>	18(1)	N/A	-do-
<i>Meeting of Audit Committee</i>	18(2)	N/A	-do-
<i>Composition of Nomination &amp; Remuneration Committee</i>	19(1) & (2)	N/A	-do-
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	N/A	-do-
<i>Meeting of Nomination &amp; Remuneration Committee</i>	19(3A)	N/A	-do-
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	N/A	-do-
<i>Meeting of Stakeholder Relationship Committee</i>	20 (3A)	N/A	-do-
<i>Composition and role of Risk Management Committee</i>	21(1),(2),(3),(4)	N/A	-do-
<i>Meeting of Risk Management Committee</i>	21(3A)	N/A	-do-
<i>Vigil Mechanism</i>	22	N/A	-do-
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	N/A	-do-
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	N/A	-do-
<i>Approval for material related party Transactions</i>	23(4)	N/A	-do-
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	N/A	-do-
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	N/A	-do-
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	N/A	-do-
<i>Annual Secretarial Compliance Report</i>	24(A)	N/A	-do-
<i>Alternate Director to Independent Director</i>	25(1)	N/A	-do-
<i>Maximum Tenure</i>	25(2)	N/A	-do-
<i>Meeting of independent directors</i>	25(3) & (4)	N/A	-do-
<i>Familiarization of independent directors</i>	25(7)	N/A	-do-
<i>Declaration from Independent Director</i>	25(8) & (9)	N/A	-do-
<i>Directors and Officers insurance</i>	25(10)	N/A	-do-
<i>Memberships in Committees</i>	26(1)	N/A	-do-
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel</i>	26(3)	N/A	-do-
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	N/A	-do-
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	N/A	-do-
<i>The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.</i>	-	N/A	-do-
The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.	-	N/A	-do-
The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	-	N/A	-do-
a. Audit Committee		N/A	-do-
b. Nomination & Remuneration Committee		N/A	-do-
c. Stakeholders Relationship Committee		N/A	-do-
d. Risk management committee (as applicable)		N/A	-do-
The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	-	N/A	-do-





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.	-	N/A	-do-
This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.	-	N/A	-do-
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	N/A	-do-
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting</i>	19(3)	N/A	-do-
<i>Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting</i>	20(3)	N/A	-do-
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	53	N/A	-do-

# NABARD is formed by the Act of Parliament via. THE NATIONAL BANK FOR AGRICULTURE AND RURAL DEVELOPMENT ACT, 1981. The Composition of Board and other committees are specified in the NABARD Act and NABARD General Regulations. NABARD complies with the governance structure prescribed under the NABARD Act, 1981 and NABARD General Regulations,1984.

**For NATIONAL BANK FOR AGRICULTURE AND RURAL DEVELOPMENT**

(G. Immanuel)  
Compliance Officer

