



Ref. No. NB.FD/09 /BBO/7/2023-24

17 April 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 31st May 2021.

Sub: Submission of Compliance Report on Corporate Governance for the quarter ended on 31 March 2023

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 March 2023.

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 March 2023.

राष्ट्रीयकृषिऔरग्रामीणविकासबैंक

National Bank for Agriculture and Rural Development

वित्त विभाग

प्लॉटकसी-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	Mar-23
Date of Submission of report on NEAPS	17.04.2023
Whether the Company was HVDL as on March 31, 2021.	Yes
Whether HVDL provisions have become applicable during the course of the quaters if the answer to above is NO.	-



MARCH 2023

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		26.07.1963	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.	Dr. M. P. Tangirala	ABGPT6758B	03609968	Non-Executive Director	06.01.2023	--	until further orders		25.07.1965	1	0	0	0
Mr.	Shri Ashok Barnwal	AFNPB2839Q	01279477	Non-Executive Director	20.12.2022	--	03 years or until further orders		27.01.1967	1	0	0	0
Mr.	Shri Gopal Krishna Dwivedi	ACPPD6497D	01387546	Non-Executive Director	21.02.2023	--	03 years or until further orders		24.10.1964	1	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.	Dr. B V R C Purushottam	AJAPB4221H	--	Non-Executive Director	20.12.2022	--	03 years or until further orders		01.07.1977	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.											



II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	YES	1. Smt. Revathy Iyer 2. Dr. Urvish Shah 3. Dr. Ravindra H Dholakia 4. Shri Manoj Ahuja 5. Dr. Sharat Chauhan 6. Shri Gopal Krishna Dwivedi 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 21.02.2023 21.05.2020	05.08.2024 29.12.2023 05.10.2024 31.03.2024 19.12.2024 20.02.2025 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 Gopal Krishna Dwivedi 7. Shri PVS Suryakumar	Executive Director Non-Executive Director Non-Executive Director - Chairperson 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 21.02.2023 21.05.2020	06.12.2024 05.08.2024 05.10.2024 31.03.2024 19.12.2024 20.02.2025 31.07.2023
4. Stakeholders Relationship Committee'	No such Committee exists				

⁴ 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



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>
11 November 2022	31 January 2023	YES	9	--	80 days
	09 March 2023	YES	9	--	36 days
	28 March 2023	YES	8	--	18 days
<i>* to be filled in only for the current quarter meetings</i>					



IV. Meetings of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)* (Yes / No)	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee					
30 January 2023	YES	5	--	10 November 2022	80 days
27 March 2023	YES	5	--	--	54 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					



V. Related Party Transactions		
Subject	Compliance status (Yes/No) refer note below	Detailed Reason / explanation for Non-compliance
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



VI. Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No)	Detailed Reason / explanation for Non-compliance
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	N/A	#
Board composition	17(1), 17(1A) & 17(1B)	N/A	-do-
Meeting of board of directors	17(2)	N/A	-do-
Quorum of board meeting	17(2A)	N/A	-do-
Review of Compliance Reports	17(3)	N/A	-do-
Plans for orderly succession for Appointments	17(4)	N/A	-do-
Code of Conduct	17(5)	N/A	-do-
Fees/compensation	17(6)	N/A	-do-
Minimum Information	17(7)	N/A	-do-
Compliance Certificate	17(8)	N/A	-do-
Risk Assessment & Management	17(9)	N/A	-do-
Performance Evaluation of Independent Directors	17(10)	N/A	-do-
Recommendation of board	17(11)	N/A	-do-
Maximum number of directorship	17A	N/A	-do-
Composition of Audit Committee	18(1)	N/A	-do-
Meeting of Audit Committee	18(2)	N/A	-do-
Composition of Nomination & Remuneration Committee	19(1) & (2)	N/A	-do-
Quorum of Nomination and Remuneration Committee meeting	19(2A)	N/A	-do-
Meeting of Nomination & Remuneration Committee	19(3A)	N/A	-do-
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	N/A	-do-
Meeting of Stakeholder Relationship Committee	20 (3A)	N/A	-do-
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	N/A	-do-
Meeting of Risk Management Committee	21(3A)	N/A	-do-
Vigil Mechanism	22	N/A	-do-
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	N/A	-do-
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	N/A	-do-
Approval for material related party Transactions	23(4)	N/A	-do-
Disclosure of related party transactions on consolidated basis	23(9)	N/A	-do-
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N/A	-do-
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N/A	-do-
Annual Secretarial Compliance Report	24(A)	N/A	-do-
Alternate Director to Independent Director	25(1)	N/A	-do-
Maximum Tenure	25(2)	N/A	-do-
Meeting of independent directors	25(3) & (4)	N/A	-do-
Familiarization of independent directors	25(7)	N/A	-do-
Declaration from Independent Director	25(8) & (9)	N/A	-do-
Directors and Officers insurance	25(10)	N/A	-do-
Memberships in Committees	26(1)	N/A	-do-
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel	26(3)	N/A	-do-
Disclosure of Shareholding by Non- Executive Directors	26(4)	N/A	-do-
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	N/A	-do-
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.	-	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-
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	N/A	-do-
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	N/A	-do-
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	N/A	-do-
Whether "Corporate Governance Report" disclosed in Annual Report	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

