

Corporate Governance Report

1. Name of Listed Entity - **Jammu & Kashmir Bank Limited**
 2. Quarter ending - **31-Mar-2022**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Members hip in Committees of the Company	Remarks
Mr.	BALDEV PRAKASH	09421701	AAQPP0237N	ED	CEO-MD	30-Dec-2021	30-Dec-2021		36	08-Jul-1967	NA		1	0	0	0		
Mr.	ATAL DULLOO	03542909	ABOPD6418L	NED,ND		01-Sep-2021	01-Sep-2021			24-Oct-1966	NA		1	0	0	0		
Mr.	NITISHWAR KUMAR	05326456	AFQPK4204F	NED		09-Oct-2020	30-Sep-2021			05-Aug-1967	NA		1	0	0	0		
Mr.	R K CHHIBBER	08190084	ABHPC8622L	NED		10-Jun-2019	30-Dec-2021			09-Oct-1959	NA		1	0	0	0		
Mr.	RAJEEV LOCHAN BISHNOI	00130335	AAOPB4855G	ID		21-Jan-2022	21-Jan-2022		36	21-Jan-1960	NA		3	3	3	2	AC,RC,NRC	
Mr.	NABA KISHORE SAHOO	07654279	AKZPS8593D	ID,C & NED		01-Mar-2020	01-Mar-2022		12	24-Feb-1959	NA		1	1	1	0	AC,RC,NRC	
Mr.	ANIL KUMAR GOEL	00672755	AAHPG3919P	ID		21-Jan-2022	21-Jan-2022		36	02-Jan-1962	NA		1	1	2	0	AC,SC	
Mr.	UMESH CHANDRA PANDEY	01185085	AAHPP2751L	ID		21-Jan-2022	21-Jan-2022		36	01-Jan-1961	NA		1	1	2	1	AC,SC,RC,NRC	
Mrs.	SUSHMITA CHADHA	02939808	AAEPC0955C	ID		31-Jan-2022	31-Jan-2022		36	13-Oct-1961	NA		1	1	0	0	RMC	
Mr.	MOHMAD ISHAQ WANI	08944038	AACPW6586D	NED		06-Nov-2020	30-Sep-2021			03-Mar-1958	NA		1	1	1	0	SC,RC	
Mr.	ANAND KUMAR	03041018	AADPK1030B	ID		03-Mar-2022	03-Mar-2022		36	23-Oct-1961	NA		1	1	0	0		

Company Remarks	For the quarter ended March, 2022, the Bank did not have a regular part time chairman of the Board. As such the Board Meetings for the said quarter were chaired by an Independent Director.
Whether Permanent chairperson appointed	No
Whether Chairperson is related to MD or CEO	No

ii. **Composition of Committees**

a. **Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	RAJEEV LOCHAN BISHNOI	ID	Chairperson	21-Jan-2022	
2	NABA KISHORE SAHOO	ID,C & NED	Member	01-Mar-2020	
3	UMESH CHANDRA PANDEY	ID	Member	21-Jan-2022	
4	ANIL KUMAR GOEL	ID	Member	21-Jan-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	UMESH CHANDRA PANDEY	ID	Chairperson	21-Jan-2022	
2	MOHMAD ISHAQ WANI	NED	Member	06-Nov-2020	
3	ANIL KUMAR GOEL	ID	Member	21-Jan-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. **Risk Management Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	SUSHMITA CHADHA	ID	Chairperson	31-Jan-2022	
2	RAJEEV LOCHAN BISHNOI	ID	Member	21-Jan-2022	
3	NABA KISHORE SAHOO	ID,C & NED	Member	01-Mar-2020	
4	MOHMAD ISHAQ WANI	NED	Member	06-Nov-2020	
5	UMESH CHANDRA PANDEY	ID	Member	21-Jan-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	NABA KISHORE SAHOO	ID,C & NED	Chairperson	01-Mar-2020	
2	RAJEEV LOCHAN BISHNOI	ID	Member	21-Jan-2022	
3	UMESH CHANDRA PANDEY	ID	Member	21-Jan-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
18-Oct-2021	21-Jan-2022	Yes	5	1
12-Nov-2021	31-Jan-2022	Yes	8	4
16-Nov-2021	08-Feb-2022	Yes	9	5
28-Dec-2021	03-Mar-2022	Yes	8	5
	17-Mar-2022	Yes	9	6

Company Remarks	
Maximum gap between any two consecutive (in number of days)	23

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	10-Nov-2021		Yes	4	3
Audit Committee	11-Nov-2021		Yes	3	2
Audit Committee	22-Dec-2021		Yes	3	3
Audit Committee		07-Feb-2022	Yes	4	4
Audit Committee		24-Mar-2022	Yes	4	4
Nomination & Remuneration Committee	16-Oct-2021		Yes	2	2
Nomination & Remuneration Committee	09-Nov-2021		Yes	2	2
Nomination & Remuneration Committee		14-Feb-2022	Yes	3	3
Nomination & Remuneration Committee		02-Mar-2022	Yes	3	3
Stakeholders Relationship Committee		25-Feb-2022	Yes	3	2
Risk Management Committee	09-Nov-2021		Yes	5	3
Risk Management Committee		28-Feb-2022	Yes	5	4

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	46

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
3. 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**
4. 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**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **Mohammad Shafi Mir**
Designation : **Company Secretary & Compliance Officer**

II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) &	Yes	

<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Not Applicable	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent Directors</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Name : **Mohammad Shafi Mir**
Designation : **Company Secretary & Compliance Officer**