

## Corporate Governance Report

1. Name of Listed Entity -The Jammu & Kashmir Bank Limited
2. Quarter ending - 31-Mar-2016

I. Composition of Board of Directors										
Title (Mr./ Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of 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
Mr.	Mushtaq Ahmad	1226134	AACPA1874C	C	06-Oct-2013	05-Oct-2016	3	1	0	0
Mr.	J.P. Sharma	7184533	ABEPS5232K	NED	12-Mar-2015	11-Mar-2017	2	1	1	0
Mr.	R. K. Gupta	2802973	ABYPG6781B	ID	02-Aug-2014			1	2	0
Mr.	Vikrant Kuthiala	721253	ABSPK2304A	ID	02-Aug-2014	25-Sep-2017	3.1507	1	1	0
Mr.	Khaver Alam	6919567	AJRPJ4849A	ID	02-Aug-2014	01-Aug-2017	3	1	1	0
Mr.	Azhar Ul amin	7265913	AJOPA3516G	ID	22-Aug-2015			1	1	0
Ms.	Masooda Jabeen	7324834	AHNPR2947R	ID	26-Oct-2015			1	0	0
Mr.	Navin Kumar Choudhary	7218193	ABHPC8575A	NED	12-Jun-2015			1	0	0
Mr.	Dalip Kumar Kaul	3559330	AADPK4088M	ID	02-Aug-2014	01-Aug-2017	3.0000	1	0	1
Mr.	Abdul Majid Mir	2175190	ABFPM9248Q	NED	22-Aug-2015			1	2	1

## II. Composition of Committees

<b>Audit Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Dalip Kumar Kaul	ID	Chairperson
2	J.P. Sharma	ND	Member
3	Vikrant Kuthiala	ID	Member
4	Khaver Alam	ID	Member
5	Abdul Majid Mir	NED	Member

<b>Stakeholders Relationship Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Abdul Majid Mir	NED	Chairperson
2	R. K. Gupta	ID	Member
3	Azhar Ul amin	ID	Member

<b>Risk Management Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Mushtaq Ahmad	C	Chairperson
2	R. K. Gupta	ID	Member
3	Navin Kumar Choudhary	NED	Member
4	Dalip Kumar Kaul	ID	Member
5	Abdul Majid Mir	NED	Member

<b>Nomination and Remuneration Committee</b>			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	Vikrant Kuthiala	ID	Chairperson
2	Dalip Kumar Kaul	ID	Member
3	Azhar Ul amin	ID	Member

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>Maximum gap between any two consecutive meetings (in number of days)</i>
13-Nov-2015	11-Feb-2016	51
21-Dec-2015	16-Mar-2016	

IV. Meeting of Committees			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
14-Jan-2016	Yes		0
15-Mar-2016	Yes		
14-Jan-2016	Yes		
16-Mar-2016	Yes		

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status(Yes/No/NA)</i>
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

#### 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 top100 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:

NIL
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Name : Abdul Majid Bhat  
Designation : Company Secretary

**ANNEXURE II**

**Submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<i>Item</i>	<i>Compliance status(Yes/No/NA)</i>	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Not Applicable	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Not Applicable	
Details of familiarization programmes imparted to independent directors	Not Applicable	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
e-mail address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	Not Applicable	
New name and the old name of the listed entity	Not Applicable	
<b>II Annual Affirmations</b>		
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status(Yes/No/NA)</i>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence 'and /or 'eligibility'</i>	<i>16(1)(b)&amp;25(6)</i>	Yes
<i>Board composition</i>	<i>17(1)</i>	Yes
<i>Meeting of Board of directors</i>	<i>17(2)</i>	Yes
<i>Review of Compliance Reports</i>	<i>17(3)</i>	Yes
<i>Plans for orderly succession for appointments</i>	<i>17(4)</i>	Yes
<i>Code of Conduct</i>	<i>17(5)</i>	Yes
<i>Fees/compensation</i>	<i>17(6)</i>	Yes
<i>Minimum Information</i>	<i>17(7)</i>	Yes
<i>Compliance Certificate</i>	<i>17(8)</i>	Yes

<i>Risk Assessment &amp; Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination &amp; remuneration committee</i>	19(1)&(2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1)&(2)	Yes
<i>Composition and role of risk management committee</i>	21(1), (2), (3), (4)	Yes
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1), (5), (6), (7)&(8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	Yes
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2), (3), (4), (5)&(6)	Yes
<i>Maximum Directorship &amp; Tenure</i>	25(1)&(2)	Yes
<i>Meeting of independent directors</i>	25(3)&(4)	Yes
<i>Familiarization of independent directors</i>	25(7)	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 : Abdul Majid Bhat  
Designation : Company Secretary