

**N.B.:** Listed Bank Companies are requested to enclose, among others, the following Checklist duly filled up along with the application for the Commission's clearance/approval on appointment of independent director (s).

### Check List for Appointment of Independent Director

(In compliance with the provisions of the following conditions of the Commission's Notification No. SEC/CMRRCD/2006-158/134/Admin/44 dated August 07, 2012 on CGG)

Condition No.	Particulars	Information/Comment/ Status
1.2(i)	Whether at least one fifth ( $\frac{1}{5}$ th ) of total number of directors in the company's board are Independent Directors or not;	
1.2(ii)(a)	Whether the Independent Director holds any share in the company or holds one percent (1%) or more shares of the total paid-up shares of the company or not;	
1.2(ii)(b)	(i) Whether the Independent Director is a sponsor of the company and is connected with the company's any sponsor or director or shareholder who holds one percent (1%) or more shares of the total paid-up shares of the company on the basis of family relationship. (ii) Whether his/her family members hold above mentioned shares in the company or not:  Note that spouse, son, daughter, father, mother, brother, sister, son-in-law and daughter-in-law shall be considered as family members.	
1.2(ii)(c)	Whether the Independent Director has any other relationship, pecuniary or otherwise, with the company, its subsidiary/associated companies or not;	
1.2(ii)(d)	Whether the Independent Director is a member, director, officer of any stock exchange or not;	
1.2(ii)(e)	Whether the Independent Director is a shareholder, director, officer of any stock exchange, an intermediary of the capital market or not;	
1.2(ii)(f)	Whether the Independent Director is a partner or an executive or was a Partner or an executive during the preceding 3 (three) years of the concerned company's statutory audit firm or not;	
1.2(ii)(g)	Whether the Independent Director is an independent director in more than 3 (three) listed companies or not;	
1.2(ii)(h)	Whether the Independent Director has been convicted by a court of competent jurisdiction as a defaulter in payment of any loan to a bank, a Non-Bank Financial Institution (NBF) or not;	

1.2(ii)(i)	Whether the Independent Director has been convicted for a criminal offence involving moral turpitude or not;	
1.2(iii)	Whether the Independent Director(s) is (are) appointed by the board of directors and shall be approved by the shareholders in the Annual General Meeting (AGM) or not;	
1.2(iv)	Whether the post of Independent Director(s) remained vacant for more than 90 (ninety) days or not;	
1.2(v)	Whether the Board has laid down a code of conduct of all Board members and annual compliance of the code has been recorded or not;	
1.2(vi)	(i) Whether the tenure of office of the Independent Director is fixed for a period of 3 (three) years or not. (ii) Whether the tenure of the Independent Director has already been extended for 1 (one) term or not;	
1.3(i)	Whether the Independent Director is a knowledgeable individual with integrity, able to ensure compliance with financial, regulatory and corporate laws and can make meaningful contribution to business or not;	
1.3(ii)	(i) Whether the Independent Director is a Business Leader/Corporate Leader/ Bureaucrat/ University Teacher with Economics or Business Studies or Law background/Professionals like Chartered Accountants, Cost & Management Accountants, Chartered Secretaries or not;  (ii) Whether the Independent Director has at least 12 (twelve) years of corporate management/ professional experiences or not;	
Attachment	Whether bio-data/C.V. of Independent Director is attached or not.	

We declare that to the best of our knowledge and belief the information given in this check list and statements/documents attached/annexed herewith are correct and complete.

Independent Director  
(Proposed for appointment)

Managing Director/CEO

Chairman