Appendix 1 - Questionnaire

Name of the Bank: ________________________________

Corporate Governance Initiatives

1. Does the Bank follow Corporate Governance practices?
   - [ ] Yes  [ ] No

2. Does the Bank have a written Code of Corporate Governance?
   - [ ] Yes  [ ] No

3. Has the Bank been rated by an external agency for Corporate Governance?
   - [ ] Yes  [ ] No

4. Does the Bank organize programmes for Directors in matters relating to Corporate Governance?
   - [ ] Yes  [ ] No

5. Do you feel that Corporate Governance would bring about the desired level of fairness, transparency and accountability in banks?
   - [ ] Yes  [ ] No

6. In your opinion, has the adoption of Corporate Governance practices in banks made any difference with regard to the overall functioning of banks in the following areas?
   - [ ] Increasing Transparency and Accountability
   - [ ] Increasing Shareholder’s value
   - [ ] Increasing the Responsibility of the Board of Directors
   - [ ] Increasing the Internal Control exercised in the Bank
7. Has the Bank formulated its own policies for Corporate Governance? If yes, Please specify
________________________________________________________________________
________________________________________________________________________
________________________________________________________________________
________________________________________________________________________
8. According to you, what are the areas of disparity between Indian corporate governance practices and international corporate governance practices in the banking sector?
________________________________________________________________________
________________________________________________________________________
________________________________________________________________________

Board Independence and Procedures

9. What is the composition of Board of Directors in the bank?

Executive Directors: ______  Non-Executive Directors: ______

Independent Directors: ______

10. Does the Bank have a written policy for induction of Independent Directors?

☐ Yes  ☐ No

11. How would you rate the degree of transparency in your bank:

A. Excellent  B. Good  C. Fair  D. Poor

12. How do you perceive the ‘extent of corporate governance’ practiced in your bank

A. Excellent  B. Good  C. Fair  D. Poor

13. Does the bank hold Orientation programs for directors before their induction into the board?

☐ Yes  ☐ No

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14. Does the Bank disclose conditions of appointment for Independent Directors in the Annual Report?
   □ Yes    □ No

15. Does the Bank take any undertaking from the Director which explains their duties & responsibilities, before he/she accepts the post?
   □ Yes    □ No

16. In your opinion, are inadequate levels of remuneration responsible for not attracting professional qualified talent on boards of banks?
   □ Yes    □ No

17. Does the Bank conduct Training programs or workshops for directors to acquaint them with the latest developments in the banking sector?
   □ Yes    □ No

18. Does that Bank send regular communication to all Non-Executive Directors to update them on business related issues?
   □ Yes    □ No

19. Please specify, if the following were normally circulated in respect of Board/Committee meetings?
   □ Notice and Agenda   □ Full Notes on Agenda

20. Was the time gap between any of the two Board meetings more than four months?
   □ Yes    □ No

21. Please specify whether any director of the Bank was re-appointed even if he/she remained absent for fifty percent or more of the Board Meetings during his/her tenure?
   □ Yes    □ No

   If yes, was an alternate director appointed in his/her place?
   □ Yes    □ No
22. What is the Bank’s policy on Accountability and Responsibility of the Board of Directors?

23. Does the Bank have a qualified Company Secretary to look into Company Law related matters?
   □ Yes □ No

24. Is the Board informed of the statutory compliances of the various laws applicable to the Bank at its meeting by way of tabling statutory compliance certificate(s)?
   □ Yes □ No

25. Does the Bank have a written Code of Conduct for:
   - Directors  □ Yes  □ No
   - Senior Management  □ Yes  □ No
   - Employees  □ Yes  □ No

26. Does the Bank have a Whistle-Blower Policy?
   □ Yes □ No

27. Which of the following committees have been set up in the bank?
   □ Supervisory  □ Audit  □ Remuneration
   □ Nomination  □ Risk Management  □ Investors Redressal
28. Does the Internal Auditor report directly to the Audit Committee?

☐ Yes    ☐ No

**Stakeholder and Shareholder Development**

29. Was the Chairperson of the Shareholder’s Grievance Committee present in the recent Annual General Meeting?

☐ Yes    ☐ No

30. Does the Bank give periodic reminders to shareholders who have not encashed their dividend?

☐ Yes    ☐ No

31. Please specify whether the Bank has conducted any survey to know the level of Customer Satisfaction?

☐ Yes    ☐ No

32. Has the Bank presented the results of its financial performance on its website?

☐ Yes    ☐ No

33. Does the Bank have a Management Information System?

☐ Yes    ☐ No

34. What policy does the Bank follow with respect to Unclaimed Dividend?

__________________________________________________________

35. Has the Bank appointed an Investor Relation Officer

☐ Yes    ☐ No

36. What policy does the Bank follow to encourage employee participation in the bank?

__________________________________________________________

__________________________________________________________
Your valued opinions or suggestions regarding Corporate Governance in Banks are requested.
Appendix 2- Secondary Data Questionnaire

Name of the Bank:

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<th>GENERAL INFORMATION</th>
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<tr>
<td>1) Statement on Bank’s Philosophy on Corporate Governance</td>
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<td>2) Disclosure of definition of Independent Director</td>
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<td>3) Disclosure of Selection Criteria of BOD including independent directors</td>
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<td>4) Proper Disclosure-Restriction on chairmanship of</td>
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<td>7) Proper Disclosure - Nature of Board of Directors</td>
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<td>Proper Disclosure-Board Meeting conducted (At least four)</td>
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<td>Information on Code of Conduct</td>
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<td>Proper Disclosure – Location &amp; Time of last three AGMs</td>
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15) **Proper Disclosure** – Special Resolutions passed during the AGM

16) **Proper Disclosure** – Details of Voting Pattern i.e. Physical and Postal Ballot

**AUDIT COMMITTEE**

17) Transparency in composition of the committee

18) Information about the expertise of the Committee Members

19) Information on number of meetings held
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<td>21) Information of participation of all members in the meetings</td>
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<td>22) Information on the attendance of the head of finance, statutory auditor and the chief internal auditor in the committee meeting</td>
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<td>23) Publishing of Committee Report</td>
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<td><strong>REMUNERATION COMMITTEE</strong></td>
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<td>24) Transparency in composition of the committee</td>
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<td>25) Proper Disclosure- Remuneration Policy</td>
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<td>28) Information of participation of all members in the meetings</td>
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<td>29) Compliance of provision of Independent Director as Chairman of the Committee</td>
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<td>32) Proper Disclosure - Nature of complaints received and disposed</td>
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<td>38) Proper Disclosure Share Transfer System</td>
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<td>Proper Disclosure – Market Price Data</td>
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<td>47) Transparency in composition of the committee</td>
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<td>48) Information on number of meetings held</td>
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<td>50) ETHICS COMPLIANCE COMMITTEE</td>
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<td>51) Related Party Transactions</td>
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<td>52) Accounting Treatment</td>
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<td>53) Appointment /Re-appointment of Directors</td>
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<td>54) Director’s Responsibility Statement</td>
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<td>55) Training of Board Members</td>
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<td>56) Shareholder’s Information</td>
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<td>59) Proper Disclosure – Risk Management</td>
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<td>60) Management Discussion and Analysis</td>
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<td>61) Proper Disclosure – Whistle Blower Policy</td>
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### Nationalised Banks

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<th>Name of the Bank</th>
<th>Net NPA Ratio</th>
<th>ROE Ratio</th>
<th>Capital Adequacy Ratio</th>
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<tr>
<td>Bank of Maharashtra</td>
<td>1.32</td>
<td>10.23</td>
<td>13.35%</td>
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<tr>
<td>Bank of Baroda</td>
<td>0.35</td>
<td>20.20</td>
<td>14.52%</td>
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<tr>
<td>DENA Bank</td>
<td>1.22</td>
<td>17.68</td>
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<td>Central Bank of India</td>
<td>0.65</td>
<td>21.45</td>
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<td>Union Bank of India</td>
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<td>18.79</td>
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<td>Oriental Bank of Commerce</td>
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<td>14.71</td>
<td>14.23%</td>
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<td>Canara Bank</td>
<td>1.11</td>
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<td>Corporation Bank</td>
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<td>19.79</td>
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<td>Vijaya Bank</td>
<td>1.52</td>
<td>12.91</td>
<td>13.88%</td>
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### Private Banks

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<th>ROE Ratio</th>
<th>Capital Adequacy Ratio</th>
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<tr>
<td>HDFC Bank</td>
<td>0.19</td>
<td>15.47</td>
<td>16.20%</td>
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<tr>
<td>ICICI Bank</td>
<td>24.58</td>
<td>9.35</td>
<td>19.50%</td>
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<tr>
<td>IDBI Bank</td>
<td>1.06</td>
<td>13.02</td>
<td>13.64%</td>
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<td>Indus Ind Bank</td>
<td>0.28</td>
<td>15.12</td>
<td>15.89%</td>
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<td>Axis Bank</td>
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<td>17.83</td>
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<td>Kotak Mahindra Bank</td>
<td>0.59</td>
<td>11.97</td>
<td>19.50%</td>
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<tr>
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<td>19.16</td>
<td>16.50%</td>
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<td>Ratnakar Bank</td>
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<td>56.41%</td>
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<td>DCB Bank</td>
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<td>3.80</td>
<td>3.25%</td>
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### Foreign Banks

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<th>Capital Adequacy Ratio</th>
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<td>Bank of America</td>
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<tr>
<td>Standard Chartered Bank</td>
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<tr>
<td>Deutsche Bank</td>
<td>16.45%</td>
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<tr>
<td>BNP Paribas Bank</td>
<td>10.50%</td>
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<td>Bank</td>
<td>Percentage</td>
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<tr>
<td>ANZ Bank</td>
<td>14.15%</td>
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<td>JP Morgan Chase Bank</td>
<td>13.12%</td>
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<td>Barclays Bank</td>
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<td>HSBC Bank</td>
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<td>ADC Bank</td>
<td>11.90%</td>
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