CORPORATE GOVERNANCE REPORT

Strong Corporate Governance is the cornerstone of sustainable banking. It has shaped our growth through integrity, transparency and accountability. Anchored in stakeholders trust, it continues to guide our path forward.

The Board of Directors present the Corporate Governance Report of the Bank for the FY 2025-26 and it is classified into below categories:

- Governance Philosophy
- Board of Directors
- Board Committees
- Affirmation and Disclosure
- Shareholders Information

This report elucidates the systems and processes followed by the Bank to ensure compliance of the Corporate Governance requirements under the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR), the Companies Act, 2013, the Banking Regulation Act, 1949 (BR Act) as amended from time to time and the governance norms issued by the Reserve Bank of India from time to time through various circulars, guidelines, notifications, etc.

GOVERNANCE PHILOSOPHY OF THE BANK

Corporate Governance refers to the system of rules, practices and processes by which an entity is operated, regulated and controlled. It establishes a framework for effective management, promotes ethical and responsible business conduct, ensures transparency, supports timely financial reports and enforces robust compliance and internal controls – safeguarding the interest of shareholders, depositors, customers, employees, community and other stakeholders.

Banks serve as critical enablers of economic growth by channelling funds from savers and depositors to productive sectors that drive enterprise and innovation. Given their systemic importance, a robust and clearly defined corporate governance framework is essential not only for the sound functioning and resilience of individual banks but also for maintaining confidence in the financial system and supporting the broader stability of the economy.

Accordingly, your Bank is firmly dedicated to upholding the transparency, integrity, fairness, timely disclosures, compliances, accountability and a strong sense of responsibility towards Customers, Shareholders, Employees, Government and other Stakeholders as integral to its operations, consistently aligning with the highest standards of Corporate Governance. Your Bank continues to evolve with the times, embracing technological advancements and regulatory reforms, while staying true to its founding values. Through a resilient governance structure, the Bank ensures effective management, responsible decision making and enduring stakeholders trust – hallmarks of its legacy since 1916. This commitment is embedded in our ethics, ensuring that every action taken is in best interest of all our stakeholders.

Your Board of Directors plays a pivotal role in overseeing the Bank's operations, ensuring governance through effective leadership and strategic oversight aligning with the regulatory guidelines as they evolve.

Corporate Governance Structure

Board of Directors

Responsible for Corporate Governance, provides strategic guidance and maintains oversight on the functioning of the Bank.

Board Committees

Acts in accordance with the terms of reference that require focused attention.

Leadership Team

Ensures effective implementation of policy & strategic decisions taken by the Board/Committees by coordinating with relevant departments, monitoring execution, and ensuring adherence to timelines and regulatory requirements. Provides regular updates to the Board/Committees on implementation status, key developments, and any issues requiring attention.

Corporate Governance Policy

The Board of Directors of your Bank has established a comprehensive Corporate Governance Policy. This Policy has been formulated in adherence to the regulatory framework outlined under the Banking Regulation Act, 1949, the Companies Act, 2013 and the SEBI LODR, along with applicable circulars and other guidelines issued by the regulatory authorities from time to time. The Corporate Governance Policy is available at the website of the Bank at https://www.kvb.bank.in/docs/corporate-governance-policy.pdf

BOARD OF DIRECTORS

Board Composition

The Board of the Bank is governed and constituted in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder, provisions of Section 10A(2) of the Banking Regulation Act, 1949, SEBI LODR, the Articles of Association of the Bank, the extant guidelines issued by the Regulators from time to time in accordance with the best practices in Corporate Governance.

Presently, Board has Nine Directors as on date of this report, with a balanced combination of Seven Independent Directors (including One Woman Independent (Part-time) Chairperson and Two women Independent Directors) and Two Whole-time Directors (including one Managing Director & CEO and one Executive Director) with diverse skills relevant for the Banking Business in tune with Board Diversity Policy of the Bank. Independent Directors constitute around Seventy-Eight percentage of Board's total strength.

Board of the Bank is chaired by Dr Meena Hemchandra, Non-Executive (Part-time) Chairperson, who is an Independent Director.

Composition of Board (as on date of this report)

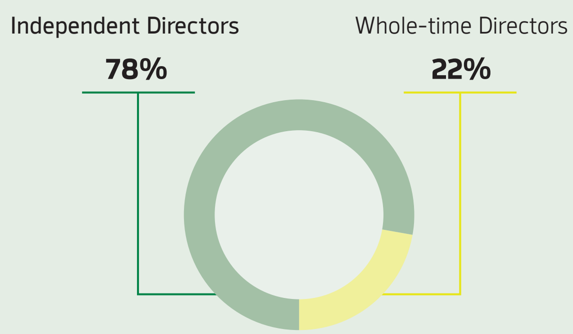
Whole-time Directors	
Shri B Ramesh Babu	Managing Director & Chief Executive Officer
Shri B Sankar	Executive Director

Independent Directors	
Dr Meena Hemchandra	Part-time Chairperson
Dr Harshavardhan R	Lead Independent Director
Shri Murali Ramaswami	
CA Dr Chinnasamy Ganesan	
Shri R Vidhya Shankar	
Smt. Srimathy Sridhar	
Dr Mythili Vutukuru	

Total no. of Board Members

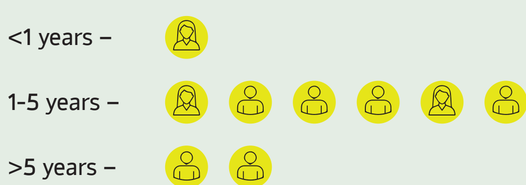
Category

Category	
Independent Directors	7
Whole-time Directors	2



Average Age of the Board of Directors	Average Experience of the Board of Directors
61 Years	36 Years

Tenure of the Directors in the Board



Policy on Board Diversity

Your Bank always acknowledges and values the significance of a diverse blend of knowledge, skill, experience, and expertise within its Board to ensure effective governance. Bank has established and implemented Board Diversity Policy, which addresses various elements of Board composition, including skill sets and diversification, in line with the requirements of the Companies Act, 2013, SEBI LODR, the Banking Regulation Act, 1949 and other applicable regulatory and business requirements.

Diversity within the Board is promoted by considering multiple dimensions including but not limited to age, gender, independence, skill set, educational and functional background, industry experience and so on. The Bank's Nomination and Remuneration Committee plays a pivotal role in ensuring that these aspects are appropriately factored into the selection and evaluation of Board Members. It also takes into consideration any other aspect that may be necessary to consider from time to time as per the requirements of Banking environment.

In line with the relevant provisions of the Banking Regulation Act, 1949, SEBI LODR, the Companies Act, 2013 and relevant circulars issued by RBI from time to time, the Board of Directors shall possess the Core Skills/Practical Expertise/Special Knowledge/ Competencies, viz.,

Accountancy	Agriculture	Audit
Business analytics	Business Management	Banking
Co-operation	Credit Recovery	Cyber Security
Credit	Economics	Fintech
Finance	Human Resources	Information Technology
Law	Marketing	Payment & Settlement Systems
Rural Economy	Risk Management	Small Scale Industry
Strategic Planning	Supervision	Taxation
Treasury Operations	Vigilance & Inspection	

Any other field of expertise as deemed appropriate for the Bank's business from time to time as per the regulator guidelines.

The details of core skills/expertise/competence and directorship in other companies possessed by the Board of Directors of the Bank as on the date of report:

Dr Meena Hemchandra — Independent (Part-time) Chairperson

- Economics
- Banking
- Agriculture
- Finance
- Rural Economy
- Business analytics
- Supervision
- Payment & Settlement Systems
- Information Technology
- Cyber Security
- Business Management
- Risk Management
- Treasury Operations

No. of Other Company Directorships - 5

Directorship in other entities and category of directorship

M/s. Triveni Engineering & Industries Limited – Independent Director

M/s. Home Credit India Finance Private Limited – Independent Director

M/s. Unified Fintech Forum (a Section 8 Company) – Independent Director

M/s. Vedanta Limited – Independent Director

M/s. DMI Finance Private Limited – Non-Independent Director

Committee membership(s)/ chairmanship(s)^

1 - (as Chairperson)

3 - (as Member)

B Ramesh Babu[1] — Managing Director and Chief Executive Officer

- Accountancy
- Banking
- Human Resources
- Payment & Settlement Systems
- Strategic Planning
- Treasury Operations

No. of Other Company Directorships - 1

Directorship in other entities and category of directorship

Indian Institute of Banking and Finance - Director

Committee membership(s)/ chairmanship(s)^

1 – (as Member)

Dr Harshavardhan R | Independent Director

- Strategic Planning
- Business Management
- Risk Management
- Payment & Settlement Systems

No. of Other Company Directorships - 2

Directorship in other entities and category of directorship

M/s. Transcorp International Limited – Independent Director

M/s. Shriram Asset Reconstruction Private Limited - Independent Director

Committee membership(s)/ chairmanship(s)^

1 - (as Member)

Murali Ramaswami[2] | Independent Director

- Banking
- Marketing
- Credit
- Payment & Settlement Systems
- Finance
- Information Technology
- Accountancy
- Treasury Operations

No. of Other Company Directorships - 1

Directorship in other entities and category of directorship

M/s. Can Fin Homes Limited - Independent Director

Committee membership(s)/ chairmanship(s)^

1 - (as Chairman)

1 - (as Member)

CA Dr Chinnasamy Ganesan[3] | Independent Director

- Accountancy
- Audit
- Finance
- Taxation
- Cyber Security
- Information Technology

No. of Other Company Directorships - 1

Directorship in other entities and category of directorship

M/s. Belstar Microfinance Limited – Independent Director

Committee membership(s)/ chairmanship(s)^

2 - (as Chairman)

2 - (as Member)

R Vidhya Shankar[4] Independent Director

- Law
- Rural Economy
- Credit Recovery
- Small Scale Industry
- Co-operation

No. of Other Company Directorships - 1

Directorship in other entities and category of directorship

M/s. Anugraha Valve Castings Limited – Independent Director

Committee membership(s)/ chairmanship(s)^

1 – (as Chairman)

2 - (as Member)

Srimathy Sridhar Independent Director

- Banking
- Credit Recovery
- Credit
- Business Management
- Finance
- Marketing
- Small Scale Industry
- Vigilance & Inspection
- Human Resources
- Treasury Operations
- Risk Management
- Strategic Planning
- Rural Economy
- Payment & Settlement Systems

No. of Other Company Directorships - 2

Directorship in other entities and category of directorship

M/s. IDBI Capital Market & Securities Limited – Independent Director

M/s. Nabfins Limited – Independent Director

Committee membership(s)/ chairmanship(s)^

1 - (as Chairperson)

2 - (as Member)

B Sankar Executive Director

- Banking
- Accountancy
- Audit
- Finance
- Credit
- Human Resources
- Small Scale Industry
- Risk Management
- Rural Economy
- Credit Recovery
- Marketing
- Strategic Management
- Business Management
- Payment & Settlement Systems
- Information Technology

No. of Other Company Directorships - Nil

Directorship in other entities and category of directorship

NA

Committee membership(s)/ chairmanship(s)^

Nil

Dr Mythili Vutukuru[5] Independent Director

- Information Technology
- Business Management
- Cyber Security
- Payment & Settlement Systems
- Small Scale Industry

No. of Other Company Directorships - Nil

Directorship in other entities and category of directorship

NA

Committee membership(s)/ chairmanship(s)^

1 – (as Member)

None of the Directors are member of more than ten Board level Committees and Chairman of more than five Committees across all listed and unlisted public limited Companies. For considering the limit of Membership and Chairpersonship in the listed and unlisted Public Limited Companies, Audit/Stakeholder Committee, have been considered as per Regulation 26(1)(b) of SEBI LODR.

^ In accordance with Regulation 26 of SEBI LODR inclusive of this Bank.

[1] Member of Managing Committee and Alternate Chairman of Corporate Credit Committee in Indian Banking Association (IBA).

[2] Advisor in M/s Chartered Finance Management Ltd, Panel of External Members - Screening Committee for scrutiny and recommendation of compromise proposal, sale to ARC/Bank/FI/NBFC in State Bank of India and Member of Settlement Advisory Committee (SAC) in Indian Overseas Bank.

[3] Managing Partner & CEO in R K C G & Associates LLP, Chartered Accountants, Chennai

[4] Executive Committee Member of the Planters Association of Tamil Nadu, also in the Management Committee of Poomulli Neelakandan Namboothiripad Memorial Bharatheeya Sasthra Vidhya Peedham Trust, Hospital & College and Trustee of a Public Charitable Trust named “PAPAMA Trust”.

[5] Independent External Person (IEP) of Standing Committee on Technology [SCOT] in NSE Clearing Limited.

PROFILE OF BOARD OF DIRECTORS

Dr Meena Hemchandra

Independent (Part-time) Chairperson

DIN: 05337181

Qualification:
M.A., (Economics), Ph.D.,(Economics), CFA (India), EDP on Advanced Risk Management - Wharton (USA), Online PG programme in Data Science and Business Analytics (University of Texas-Austin/ Great Lakes Institute Delhi), C.A.I.I.B.

Experience:
Career Central Banker with four decades of Experience & Retired Executive Director of RBI

Sectorial Representation on the Board:
Economics, Banking, Agriculture, Rural Economy, Finance, Business Management, Treasury Operations, Payment & Settlement Systems, Information Technology, Cyber Security, Risk Management, Supervision and Business Analytics ("Majority Sector")

Date of Appointment: 26th May 2022

Tenure on Board: >4 Years

No. of Shares held as on 31st March 2026: 3,000

Dr Meena Hemchandra is a career central banker with four decades of experience in various departments of Reserve Bank of India. She was an Executive Director of Reserve Bank of India in charge of Supervision of Banks, Non-Banking Finance Companies and Cooperative Banks from June 2015 till her superannuation in November 2017. Her earlier experience includes treasury management, having headed the Department of External Investment and Operations (a department that manages the country's forex reserves) between 2005 and 2011. She also has expertise in Strategic Planning, and in foreign exchange regulations having worked in the Foreign Exchange Department at various points in her career. She has in-depth understanding of Corporate Governance and corporate balance sheets, having worked in departments relating to large corporate finance, supervision over banks and from her long Board tenures. Her Board experience of over sixteen years includes Reserve Bank of India nominee directorship on the Boards of Union Bank of India, Canara Bank and ECGC. Further, she was an Independent Director on the Board of Clearing Corporation of India Limited.

She has strong skills in IT governance having established the 'Standing Committee on Cyber Security in Banks' in RBI and being its first Chairperson. She oversaw the framing of RBI guidelines on Cyber Security in June 2016.

She had also been the Principal of the Reserve Bank's College of Agricultural Banking organizing training courses in Agriculture and Rural Credit, Co-operative Banking, Financial Inclusion, Financial Literacy, etc.

She advises on banking sector regulation, financial matters and cyber-security/IT Governance in banks.

She holds Bachelor of Arts (Economics) from Calcutta University; Master of Arts (Economics) from Madurai Kamaraj University; Ph.D., in Economics from Gokhale Institute of Politics and Economics, Pune (Thesis-'An Early Warning Framework for Financial Stress'). Her executive education includes EDP on Advanced Risk Management from Wharton (USA), CFA (Chartered Financial Analyst) (India), Certified Associate of the Indian Institute of Bankers (C.A.I.I.B.), Diploma in C++ Programming from CMC, and 1-year Online PG program in Data Science and Business Analytics (University of Texas-Austin/Great Lakes Institute-Delhi).

She was appointed as Independent (Part-time) Chairperson of the Bank for a period of three (3) years from the date of taking charge as approved by Reserve Bank of India. She had taken charge on 25th July 2022.

Further, she was re-appointed as Independent Director for the second term of five years (5) with effect from 26th May 2025, not liable to retire by rotation. The said re-appointment was approved by the shareholders of the Bank on 17th May 2025 vide postal ballot notice dated 27th March 2025. Further, pursuant to RBI letter dated 9th May 2025, she was re-appointed as Part-time Chairperson of the Bank for a period of three years with effect from 25th July 2025 to 24th July 2028.

Presently, she is an Independent Director on the Board of Triveni Engineering & Industries Limited, also having directorship in Unified Fintech Forum - Section 8 Company & is an Additional Director under Independent Category in Home Credit India Finance Private Limited & Vedanta Limited and Additional Director under Non-Independent Category in DMI Finance Private Limited.

Shri B Ramesh Babu

Managing Director and
Chief Executive Officer

DIN: 06900325

Qualification:
M. Com., (with specialization in Banking); C.A.I.I.B., Diploma in International Factoring by Factors Chain International, Netherlands.

Experience:
An astute Banker with four decades of all-round experience.

Sectorial Representation on the Board:
Accountancy, Banking, Human Resources, Payment & Settlement Systems, Strategic Planning and Treasury Operations ("Majority Sector")

Date of Appointment: 29th July 2020

Tenure on Board: ~6 Years

No. of Shares held as on 31st March 2026: 1,59,437

Shri B Ramesh Babu is a Strategic planner with comprehensive managerial acumen, offering varied experience in Banking and excelled in every assignment, creating high performance organization through various successful HR initiatives and Relationship Management. He has deeper Analytical skills, Managing Crisis effectively, Strong abilities for goal setting, executing result oriented strategic initiatives even under high stress scenarios and tight timelines. He is a Postgraduate in Commerce from Andhra University, Waltair and a Certified Associate of the Indian Institute of Bankers (C.A.I.I.B.). He has expertise in "International Factoring" with hands on experience in handling Payment and Settlement Systems and passed with Distinction "Diploma in International Factoring" conducted by Factors Chain International, Netherlands.

He was Deputy Managing Director & Chief Operating Officer in State Bank of India and has experience of developing and overseeing the Retail Business and Banking Operations for more than 21,000 retail branches and 1,20,000 other touch points of the Bank (ATMs/ Customer Service Points) successfully. He has extensive experience in redressing pain points in Customer Service-related areas and furthering Financial Inclusion by actively leveraging the services of Business Correspondents in SBI.

He was actively involved in Direction setting and Policy formulation by participating in various apex committees of State Bank of India. He has successfully headed the whole business and operations of 1,300 Branches of Chennai Circle of SBI (Branches in Tamil Nadu and Pondicherry) for three years with excellent understanding of business dynamics and man management. He has also vast experience as a Director on the Boards of five Associate Banks of SBI and Invitee on to the Boards of Non-Banking Subsidiaries. He is Member of Managing Committee and Alternate Chairman of Corporate Credit Committee in Indian Banking Association (IBA) and Director in Indian Institute of Banking and Finance (IIBF).

He was appointed as Managing Director & CEO of the Bank for first term of three (3) years from the date of taking charge as approved by Reserve Bank of India. He had taken charge on 29th July 2020. He was re-appointed as Managing Director & CEO of the Bank for second term of three (3) years with effect from 29th July 2023.

Further, he was re-appointed as Managing Director & CEO of the Bank, for the third term of two (2) years, with effect from 29th July 2026 to 28th July 2028. The said re-appointment was approved by RBI vide its letter dated 24th April 2026 & the shareholders of the Bank on 17th April 2026 vide postal ballot notice dated 4th March 2026.

Dr Harshavardhan R

Independent Director

DIN: 01675460

Qualification:
B.E., (Mechanical Engineering), M.B.A., - IIM Kolkata, M.S. (Quantitative Finance), Ph.D., (Business Economics & Strategy)

Experience:
Around three decades of experience in Management Consultancy

Sectorial Representation on the Board:
Strategic Planning, Risk Management, Business Management and Payment & Settlement Systems ("Majority Sector")

Date of Appointment: 30th July 2020

Tenure on Board: ~6 Years

No. of Shares held as on 31st March 2026: 3,000

Dr Harshavardhan R is an Independent business advisor. He was Senior Advisor to leading international management consulting firm Bain & Company and led its financial services practice in India. He joined Bain in 2010 after spending over 14 years with other international consulting firms including the Boston Consulting Group and Arthur Andersen. He has also worked in the Banking industry for about 2 years as an analyst and trader. He has worked primarily in the financial services - Banking - retail & corporate, private banking and wealth management, insurance, asset management and so on, where he has advised top management of companies in India, North America, Europe, South East Asia and Greater China, on issues of strategy, operations, organization, risk management, etc. He has hands on experience in management consultancy and his key works include the areas of corporate finance, valuations, Banking/ financial services operations viz; process reengineering, cost rationalisation, Business management and Payment & Settlement Systems, etc., private equity and strategic investors, strategic due diligence, etc. He was chairman of National Commodity Clearing Limited which is responsible for clearing and settlement services of all trades executed on the exchange and provide transparent risk management platform for the collective benefit of the agri ecosystem.

He is actively involved in policy making related to financial services in India and was a member of the Banking Working Group of the Financial Services Legislative Reforms Commission (FSLRC) set up by the Government of India as well as the Dr. P J Nayak Committee on Governance in Banking set up by the RBI. He chaired the committee appointed by the RBI in 2019 to review securitisation for housing finance. He has served on CII National Committees for Private Equity, Regulatory Affairs and Commodity Markets. He regularly contributes articles and is quoted frequently in business media on important sector issues.

He is a frequently invited speaker at conferences organized by Confederation of Indian Industries (CII), the Indian Banks Association (IBA), Indian Merchants Chambers, Reserve Bank of India (RBI), etc., as well as in business schools. He regularly contributes to articles in academic and business journals. He has a Bachelor degree in Mechanical Engineering from VNIT Nagpur followed by an MBA from IIM Kolkata, and M.S. in Quantitative Finance and Ph.D., in Business Economics & Strategy from the Smith School of Business at the University of Maryland, USA.

He was appointed as Independent Director for the first term of three (3) years, with effect from 30th July 2020.

Further he was re-appointed as Independent Director, for the second term of five (5) years, with effect from 30th July 2023. The said re-appointment was approved by the shareholders of the Bank on 30th June 2023 vide postal ballot notice dated 15th May 2023.

Presently, he is an Independent Director in Transcorp International Limited and Shriram Asset Reconstruction Private Limited.

Shri Murali Ramaswami

Independent Director

DIN: 08659944

Qualification:

B.Com., M.B.A., AICWA., C.A.I.I.B., DBF(ICFAI)

Experience:

Seasoned banker having wide experience of around four decades & Retired Executive Director of Bank of Baroda.

Sectorial Representation on the Board:

Banking, Credit, Finance, Accountancy, Marketing, Payment & Settlement Systems, Information Technology and Treasury Operations ("Majority Sector")

Date of Appointment: 14th June 2022

Tenure on Board: >4 Years

No. of Shares held as on 31st March 2026: 3,120

Shri Murali Ramaswami is a seasoned banker having wide experience of around four decades. He started his career in 1984 and joined Vijaya Bank in 1989 and retired as an Executive Director of Bank of Baroda in 2020. He was involved in various facets of Banking sector essentially in Credit, Treasury, International Operations, Cash Management, Integration Management, Digital Banking and Information Technology Initiatives. He started his career in banking domain with Vijaya Bank, during the span of 30 years in Vijaya Bank, he rose to the position of Executive Director. In his career at Vijaya Bank, he held important positions in Credit, Operations and also as CFO of the Bank. He has also worked as an Executive Director in Bank of Baroda during the year 2019-2020.

He served as a Nominee Director in M/s India Infra Debt Ltd and M/s BOB Capital Markets Ltd during his tenure in Bank of Baroda. He is well versed with all areas of Banking Sector.

Shri Murali Ramaswami is a B.Com graduate from Madras University, AICWA from the Institute of Cost & Works Accountants of India, DBF from the Institute of Chartered Financial Analysts of India, Certified Associate of the Indian Institute of Bankers (C.A.I.I.B.) from the Indian Institute of Bankers, MBA from University of Madras - Specialized in Corporate Finance, Foreign Trade & Market Research.

He was appointed as Independent Director for the first term of three (3) years, with effect from 14th June 2022.

Further he was re-appointed as Independent Director, for the second term of five (5) years, with effect from 14th June 2025. The said re-appointment was approved by the shareholders of the Bank on 17th May 2025 vide postal ballot notice dated 27th March 2025.

Presently, he is also an Independent Director in Can Fin Homes Limited. He is also Advisor in M/s Chartered Finance Management Ltd, Panel of External Members - Screening Committee for scrutiny and recommendation of compromise proposal, sale to ARC/Bank/FI/NBFC in State Bank of India and Member of Settlement Advisory Committee (SAC) in Indian Overseas Bank.

CA Dr Chinnasamy Ganesan

Independent Director

DIN: 07615862

Qualification:
B.Com., FCA., DISA (ICAI).

Experience:
More than three decades of experience in the area of audit and expertise in Ind AS, IFRS and US GAAP.

Sectorial Representation on the Board:
Accountancy, Finance, Information Technology, Cyber Security, Audit and Taxation ("Majority Sector")

Date of Appointment: 25th April 2023

Tenure on Board: >3 Years

No. of Shares held as on 31st March 2026: 3,000

CA Dr Chinnasamy Ganesan is a Chartered Accountant with over three decades of extensive professional experience in the area of audit, assurance, financial reporting, taxation, and corporate advisory services. He has built a reputation for technical excellence and ethical leadership across diverse industry sectors including banking and financial services. He handled Indian and multi-national clients in automotive, auto ancillary, IT/ ITES, BPOs, KPOs, telecom, industrial markets, consumer markets, pharma/ healthcare, transport/ logistics, shipping management, BSRE, oil and gas, plantation, banking, financial services and insurance sector. He handled many Indian and multi-national companies with respect to audits, advisory on international financial reporting, taxation, due diligence and other assurance services.

He has more than 29 years of extensive knowledge and experience in carrying out bank/NBFC audits and training bank officials in financial reporting. He specializes in Financial Reporting (including Ind AS, IFRS and US GAAP), Company law matters, audit and taxation and was conferred Honorary Doctorate ("honoris causa") in International Financial Reporting Standards for his extensive contribution to Ind AS and IFRS by a renowned foreign university. He had assisted 80+ companies on transition to Ind AS (IFRS in India) which includes listed companies and large unlisted companies of big corporate group. He has authored "A Quick Referencer on IFRS with model Q&A", "The Revised Schedule VI Ready Reckoner", "The Ind AS Quick Referencer" and "Ready Reckoner for financial statements under Schedule III to the Companies Act 2013".

He is the Founder of "Expert Eye" to guide companies and audit firms to provide desktop review of financial statements and audit work papers and guides on how to respond to Audit Quality Review Reports issued by SEBI, National Financial Reporting Authority (NFRA), Financial Reports Review Board of ICAI (FRRB), Disciplinary Committee of ICAI and Ministry of Corporate Affairs.

He is/ was co-opted/ specially invited as a technical member by ICAI to the Accounting Standard Board of ICAI (the highest Standard Setting Body in India), IFRS (Ind AS) Implementation Committee of ICAI (the committee involved in the implementation of IFRS in India), Auditing and Assurance Standard Board of ICAI (the ultimate body for setting Standards on Auditing for chartered accountants in India). He is an active resource person for Accounting Standards Board, Ind AS (IFRS) Implementation Committee, Auditing and Assurance Standards Board, all regional councils of Institute of Chartered Accountants of India (ICAI), Regional Training Institute of Comptroller and Auditor General of India, Staff Training College of Reserve Bank of India and CAFRAL.

He was Independent Director in Board of Directors of RailTel Corporation of India Limited, a Mini-Ratna Public sector undertaking under the Ministry of Railways. He was awarded the prestigious Lifetime Achievement Award in Finance from Rotary International District 3233 in 2025.

He was appointed as an Independent Director for the first term of three (3) years, with effect from 25th April 2023. He was re-appointed as Independent Director, for the second term of five (5) years, with effect from 25th April 2026. The said re-appointment was approved by the shareholders of the Bank on 17th April 2026 vide postal ballot notice dated 04th March 2026.

Presently, he is an Independent Director in Belstar Microfinance Limited. He is also the Managing Partner & CEO in R K C G & Associates LLP, Chartered Accountants, Chennai.

Qualification:
B.Com., B.L.

Experience:
More than three decades of standing experience in Corporate/ General Civil Laws

Sectorial Representation on the Board:
Law, Credit Recovery, Co-operation, Rural Economy and Small Scale Industry ("Majority Sector")

Date of Appointment: 22nd April 2024

Tenure on Board: >2 Years

No. of Shares held as on 31st March 2026: 3,000

Shri R Vidhya Shankar
Independent Director
DIN: 00002498

Shri R Vidhya Shankar holds a Bachelor of Commerce and Bachelor of Law degree from Bharathiyar University, Coimbatore. He is a Gold Medalist and holds the record for a very rare first class in Law at Bharathiyar University. He is the senior partner of M/s Ramani & Shankar, one of the oldest Law Firms in Western Tamil Nadu and much sought after lawyer in western Tamil Nadu for corporate litigations, transactions and opinions.

He specialises in Corporate Law, including corporate transactions, corporate restructuring, schemes and arrangements, corporate litigations, domestic and international arbitrations, capital market, FEMA compliances, cross-border transactions and general corporate advisory services.

He has more than 100 reported decisions in the field of corporate law to his credit and he is regular speaker at the seminars and workshops of Bar Association, Chambers of Commerce and professional Institutes.

He was appointed as an Independent Director for the first term of three (3) years, with effect from 22nd April 2024. The said appointment was approved by the shareholders of the Bank on 16th July 2024 vide postal ballot notice dated 13th June 2024.

Currently he serves as an Independent Director in Anugraha Valve Casting Limited & Governing Council member of the Chamber of Commerce, Coimbatore, and Executive Committee Member of the Planters Association of Tamil Nadu. Further, he is also in the Management Committee of Poomulli Neelakandan Namboothiripad Memorial Bharatheeya Sasthra Vidhya Peedham Trust, Hospital & College and Trustee of a Public Charitable Trust named "PAPAMA Trust".

Smt. Srimathy Sridhar

Independent Director

DIN: 10627997

Qualification:

M.Com.,M.B.A.,(Banking & Finance),C.A.I.I.B.

Experience:

Veteran Banker with around four decades of extensive experience in various facets of Banking Industry.

Sectorial Representation on the Board:

Banking, Credit, Finance, Rural Economy, Small Scale Industry, Human Resources, Risk Management, Credit Recovery, Business Management, Marketing, Payment & Settlement Systems, Vigilance & Inspection, Treasury Operations and Strategic Planning ("Majority Sector")

Date of Appointment: 26th September 2024

Tenure on Board: ~ 2 Years

No. of Shares held as on 31st March 2026: 3,000

Smt. Srimathy Sridhar started her career as a probationary clerk at Andhra Bank in 1985 and moved to Canara Bank as Probationary Officer in 1986. Over a period of 34 years in Canara Bank, she rose to the level of Chief General Manager. She has exposure to various verticals in the Bank Viz; Branch operations across diverse locations from rural to metro, Retail & Corporate Credit, Mid & Large Credits, Human Resources, Internal Control & Compliance, Risk Management, Treasury, Administrative offices etc. She has headed the Large Corporate Vertical at Head Office of the bank and a large circle of Canara Bank at Chennai.

On a Deputational Assignment, she functioned as Chief Vigilance Officer of NABARD. During this tenure, she also handled additional assignments as Chief Vigilance Officer of New India Assurance Company, State Bank of India and Bank of Baroda for varying periods.

She moved up to the position of Executive Director at Indian Overseas Bank (IOB) in March 2021. She handled multiple critical portfolios like Corporate Credit, Retail Lending, Agricultural Credit and Financial Inclusion, including SLBC functions, Treasury, Risk, Internal Control & Inspection, Digital Banking etc. Upon completion of her tenure as Executive Director in IOB, she demitted office in March 2024.

She holds a postgraduate degree in Commerce, a Masters in Business Administration and is a Certified Associate of the Indian Institute of Banking & Finance (C.A.I.I.B.). She has been conferred with Alekh Foundation's W20 Women Achievers Award during 2023.

She was appointed as an Independent Director for the first term of three (3) years, with effect from 26th September 2024. The said appointment was approved by the shareholders of the Bank on 10th December 2024 vide postal ballot notice dated 17th October 2024.

Presently, she is an Additional Director under Independent Category in IDBI Capital Market & Securities Limited and Nabfins Limited.

Shri B Sankar

Executive Director

DIN: 08846754

Qualification:
B.Com (Hons.), Master of Management Studies (Finance), C.A.I.I.B.

Experience:
Tenured banker with over three and a half decades of experience

Sectorial Representation on the Board:
Banking, Accountancy, Audit, Finance, Credit, Payment & Settlement Systems, Small Scale Industry, Information Technology, Rural Economy, Credit Recovery, Marketing, Strategic Management, Business Management, Human Resources and Risk Management ("Majority Sector").

Date of Appointment: 12th March 2025

Tenure on Board: > 1 Year

No. of Shares held as on 31st March 2026: 32,240

Shri B Sankar is a tenured banker with over three and a half decades of experience. Over the years, he has held various roles with progressive responsibilities at the State Bank of India (SBI), contributing to its success and navigating through numerous challenges.

He was Deputy Managing Director - Stressed Assets, managing NPA worth ~INR 82k crores in SBI. He was CGM of SME - Corporate Centre SBI and tasked with reactivating the SBI's SME business. Further, he served as the Chief Operating Officer and managed operations for all 23,000 branches including customer service, ATMs (~65,200), and branch re-design, CRM, etc. Exposure to Risk Management, Internal Audits, Board Experience, enhancing efficiency and operations by leveraging technology. In 2019, he served as Chief General Manager (CGM) of Chennai, overseeing the entire Tamil Nadu and Pondicherry regions with 1,391 branches. Managing deposits of over INR 1,80,000 crores and advances of INR 1,22,000 crores.

He holds a graduate degree in B.Com (Hons.) from Osmania University, postgraduate degree in Master of Management Studies (Finance) from Banaras Hindu University and is a Certified Associate of the Indian Institute of Bankers (C.A.I.I.B.).

He was appointed as Executive Director of the Bank for first term of three (3) years from the date of taking charge as approved by Reserve Bank of India. He had taken charge on 12th March 2025. The said appointment was approved by the shareholders of the Bank on 17th May 2025 vide postal ballot notice dated 27th March 2025.

Dr Mythili Vutukuru

Independent Director

DIN: 10371961

Qualification:

B.Tech. (IIT Madras), M.S. and Ph.D., (Massachusetts Institute of Technology (MIT), Cambridge, MA, USA)

Experience:

Professor in the Department of Computer Science and Engineering, IIT Bombay

Sectorial Representation on the Board:

Information Technology, Business Management, Payment & Settlement Systems, Cyber Security and Small Scale Industry ("Majority Sector")

Date of Appointment: 24th September 2025

Tenure on Board: < 1 Year

No. of Shares held as on 31st March 2026: 10,000

Dr Mythili Vutukuru is a Professor in the Department of Computer Science and Engineering at IIT Bombay, where she has been a faculty member since 2013. She has obtained her B.Tech. in Computer Science and Engineering from IIT Madras in 2004, and her M.S. and Ph.D., degrees in Electrical Engineering and Computer Science from the Massachusetts Institute of Technology (MIT) – Cambridge, MA, in 2006. She worked in a startup in the telecommunication networking space after her Ph.D., for a few years, before joining IIT Bombay.

She is an accomplished professor and researcher in the broad area of computer systems, with expertise in operating systems, computer networking, virtualization, and cloud computing. She has published her research in prestigious venues and has won several fellowships from industry. She has supervised the thesis of 5 Ph.D., students and over 50 Masters students so far.

She has won awards for excellence in teaching, both at IIT Bombay and at MIT. She has experience in advising mid corporates and startups in technology domain. She is passionate about outreach, and has several popular online video lectures on platforms like YouTube and NPTEL.

She has been serving as an external expert in the Standing Committee on Technology at NSE Clearing Limited since 2021 and has experience with various aspects of technology governance. She has also served the academic community as a member of several technical and administrative committees.

She was appointed as an Independent Director for the first term of three (3) years, with effect from 24th September 2025. The said appointment was approved by the shareholders of the Bank on 20th December 2025 vide postal ballot notice dated 17th November 2025.

The brief profile of the Directors of the Bank is also available on the website of the Bank at https://www.kvb.bank.in/about-us/board-of-directors/index.html

Also, in compliance with the Regulation 17(1A), none of the Directors have attained the age of 75 years as on 31st March 2026, and none of the Directors will be attaining the age of 75 years in the current FY 2026-27.

AFFIRMATION BY INDEPENDENT DIRECTORS

Pursuant to section 149(7) read with 149(6) of the Companies Act, 2013 and regulation 25(8) read with regulation 16(1)(b) of the SEBI LODR, all Independent Directors of the Bank have submitted the declaration that they have met the criteria of Independence. Based on the declaration received from the Independent Directors, the Board of Directors have assessed and confirmed that they are independent of the management & fulfill the conditions specified in the Companies Act, 2013 and SEBI LODR.

In terms of the Companies (Creation and Maintenance of Databank of Independent Directors) Rules, 2019 read with the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to enrolling their name in the online databank of independent directors and qualifying the online proficiency self-assessment test for independent directors within a period of one year from the date of inclusion of name in the databank. All Independent Directors of the Bank have enrolled their names in the online databank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

Further, Dr Meena Hemchandra, Dr Harshavardhan R, CA Dr Chinnasamy Ganesan and Smt. Srimathy Sridhar, Independent Directors of the Bank, have qualified the online proficiency self-assessment test for Independent Director's Databank. In accordance with the above said rules, Shri Murali Ramaswami and Shri R Vidhya Shankar, have claimed exemption for online proficiency self-assessment test. Furthermore, Dr. Mythili Vutukuru has duly registered herself in the online databank of Independent Directors maintained by the Indian Institute of Corporate Affairs (IICA) and having adequate time for completion of online proficiency self-assessment test.

Terms and Conditions for Appointment of Independent Directors

A formal letter of appointment is issued by the Bank to the newly appointed Director containing, inter alia, the terms and conditions of his/her appointment. As per Regulation 46(2) of SEBI LODR, the Terms and Conditions for appointment/re-appointment of Independent Directors are available on the website of the Bank at https://www.kvb.bank.in/investor-corner/

FAMILIARISATION PROGRAMMES

Bank has adopted a structured orientation program for Independent Directors at the time of their induction, to familiarise them with the functioning of the Bank and to provide a clear understanding of their roles, rights, and responsibilities, thereby enabling them to contribute effectively to the growth of the Bank.

Bank also nominates the Directors to attend relevant external training programs which are conducted by the various/reputed Institutions. During the year Directors are offered with opportunity to attend the programmes conducted by IDRBT, CAFRAL.

Familiarisation programmes encompass various sessions covering Technology and Cyber Security, Digital Forensics, Data Protection & Data Privacy, Governance and Assurances, AI Ethics, Responsible Use & Creativity, among other relevant areas.

Also, on a need basis post obtaining feedback from the Director(s), trainings and sensitisation programs are conducted to enable them to keep track of market developments relating to banking industry, in areas such as risk management, technology, products, processes, etc.

During the FY 2025-26, Independent Directors have attended 120 hours of familiarisation Programmes. Further, newly inducted Independent Director was familiarised with policies and procedures of the Bank.

The details of such familiarisation programmes attended by the Directors are available on the website of the Bank at https://www.kvb.bank.in/docs/disclosure-on-familiarisation-programmes-for-board-of-directors.pdf

RESIGNATION OF INDEPENDENT DIRECTOR

No Independent Director resigned during the FY 2025-26.

RELATIONSHIP BETWEEN DIRECTORS INTER-SE

None of the Directors of the Bank are related to each other.

DIRECTORS AND OFFICERS INSURANCE

Pursuant to the regulation 25(10) of SEBI LODR, the Bank had undertaken Directors and Officers insurance ('D & O insurance') for all its Directors, including Independent Directors.

BOARD PROCEDURE

The meeting of the Board and its Committees are scheduled well in advance and the information including date, time and place of the meetings are circulated to all Directors as per the Secretarial Standards. The Meetings of the Board and its Committees are governed by a structured agenda. The Board agenda and Memorandum/Notes thereof backed by comprehensive background information are sent to the Board of Directors in compliance with the provisions of the Companies Act, 2013, Secretarial Standards and SEBI LODR. The Memorandum/Notes contains all complete relevant information related to the requests of the Departments to facilitate open and substantive deliberations. The respective Department Heads of the Bank are special invitees to the Meeting to provide any explanations related to the Notes and seek feedback from the Board if any. Board is briefly informed about recent activity, initiatives, key events, etc., in the Bank by the management and Chairperson of the respective Committees of the Board also present a verbal summary of key points discussed at the Committee Meetings. Further, video conferencing facility is also used effectively to facilitate participation of Directors, who are unable to attend the meetings in person, complying with the provisions of Companies Act, 2013 and SEBI LODR. The Board of Directors follows highest degree of business ethics, transparent practices, governance and cordial environment in the Board.

In cases of exigency or urgent matters, the Board and Committees may pass resolutions by circulation in accordance with the provisions of Section 175 of the Companies Act, 2013 and applicable provisions of Secretarial Standard-1 (SS-1) on Meetings of the Board of Directors. All relevant information, supporting data, and necessary clarifications are provided to the Directors to facilitate informed decision-making. The resolutions passed by circulation are thereafter noted at the subsequent meeting of the Board/Committee, in compliance with the requirements of SS-1, the Companies Act, 2013, and the corporate governance framework prescribed under the SEBI LODR.

The Minutes of the Board and its Committees are circulated to all the Board and Committee members for their comments/ confirmation within the timelines prescribed in accordance with the Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

Your Bank has established a standardized framework for post meeting follow-up procedure i.e., to follow up and report the directions and advisories issued by the Board/Board level committees till such directions and advisories are closed. Action Taken Report (ATR) and Advisory status is being placed before the Board/Board Level Committee on regular intervals. This framework has been functioning effectively, ensuring a smooth and streamlined process.

Further, the Board has established procedures to periodically review compliance report pertaining to all laws applicable to the Bank as well as steps taken by the Bank to rectify instances of non-compliance, if any.

BOARD MEETINGS

During the FY 2025-26, Thirteen (13) Board Meetings were held and the maximum time gap between any two meetings was not more than 120 days. The dates of the meetings are mentioned below:

30/04/2025	24/07/2025	08/10/2025	12/12/2025
19/05/2025	28/08/2025	17/10/2025	23/01/2026
26/06/2025	24/09/2025	17/11/2025	04/03/2026
			26/03/2026

The details of attendance of each Director at the Board meetings held during the period from 01^{st} April 2025 to 31^{st} March 2026 are mentioned below along with Attendance details at last AGM of the Bank held through VC/OAVM:

Name of the Director Sarvashri	Attendance at last AGM (21^{st} August 2025)	30/04/2025	19/05/2025	26/06/2025	24/07/2025	28/08/2025	24/09/2025	08/10/2025	17/10/2025	17/11/2025	12/12/2025	23/01/2026	04/03/2026	26/03/2026	% of Attendance	Attended / Conducted
Dr Meena Hemchandra	Yes	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	100	13/13
B Ramesh Babu	Yes	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	100	13/13
Dr Harshavardhan R	Yes	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	100	13/13
Murali Ramaswami	Yes	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	100	13/13
CA Dr Chinnasamy Ganesan	Yes	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	100	13/13
R Vidhya Shankar	Yes	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	100	13/13
Srimathy Sridhar	Yes	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	100	13/13
B Sankar	Yes	Present	Present	Present	Present	Absent	Present	Present	Present	Present	Present	Present	Present	Present	92.31	12/13
Dr Mythili Vutukuru [1]	NA	NA	NA	NA	NA	NA	NA	Present	Present	Present	Present	Present	Present	Present	100	7/7
J Natarajan [2]	NA	Present	Present	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	100	2/2
K G Mohan [3]	Yes	Present	Present	Present	Present	Present	Present	Present	NA	NA	NA	NA	NA	NA	100	7/7
R Ramkumar [4]	Yes	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	Present	100	13/13
% Attendance	100	100	100	100	100	90	100	100	100	100	100	100	100	100		

- Present - Absent NA - Not applicable

99.24% Board Attendance was recorded during the period under review.

Notes:

[1] Dr Mythili Vutukuru, was appointed as Independent Director of the Bank for a period of three years w.e.f. 24^{th} September 2025.

[2] Shri J Natarajan, Executive Director of the Bank demitted office at the close of office hours on 21^{st} May 2025, consequent to completion of his tenure.

[3] Shri K G Mohan, Independent Director of the Bank demitted office at the close of office hours on 11^{th} October 2025, consequent to completion of his tenure.

[4] Shri R Ramkumar, Non-Independent Director of the Bank demitted office at the close of office hours on 24^{th} June 2026, consequent to completion of his tenure.

BOARD COMMITTEES

COMMITTEES OF THE BOARD

Board level Committees are usually formed as per the relevant regulatory guidelines and business requirement in order to improve the board effectiveness and impart special attention in areas where more focus and specific deliberations are required. Committees facilitate efficient time management for the entire Board and allows thorough scrutiny and focused attention. Board of directors perform their advisory and oversight function through well-structured, planned, and assigned committees to take advantage of the expertise of the Directors. The Board has delegated authority to various Board Committees to enable them to oversee certain specific responsibilities based on their terms of reference in line with the Companies Act, 2013, SEBI LODR, the Banking Regulation Act, 1949 and RBI guidelines issued from time to time.

Board Committees normally function independently from each other and are provided with sufficient authority and assigned responsibilities in assisting the entire Board. The duties and responsibilities of each Committee of the Board are specified in the charter. Each Committee is guided by its terms of reference, which defines the scope, powers and composition of the Committee. The Committees deliberate issues as per their terms of reference which are fixed in line with the statutory requirement and make recommendations to the Board as and when required. All the required decisions and recommendations of the Committees are placed before the Board for information or review or approval.

Board is functioning with the following Committees as on the date of the report:

Board of Directors

Board Level Committees

Statutory Committees

- *Audit Committee*
- *Nomination & Remuneration Committee*
- *Corporate Social Responsibility (CSR) & Environmental, Social and Governance (ESG) Committee*
- *Customer Service and Stakeholders Relationship Committee*
- *IT Strategy & Digital Transaction Monitoring Committee*
- *NPA Management Committee*
- *Risk Management and Asset Liability Management Committee*
- *Special Committee of the Board for Monitoring and Follow-up of Fraud Cases*
- *Review Committee for Wilful Defaulters and Large Defaulters*

Non Statutory Committees

- *Management Committee of the Board*
- *Human Resources Committee*

Composition of various committees of Board of Directors (as on the date of report)

Chariman / Chairperson   Member

MANAGEMENT COMMITTEE OF THE BOARD

- Shri B Ramesh Babu (Chairman)
- Dr Harshavardhan R
- Shri Murali Ramaswami
- Shri B Sankar

AUDIT COMMITTEE OF THE BOARD

- CA Dr Chinnasamy Ganesan (Chairman)
- Dr Harshavardhan R
- Shri R Vidhya Shankar
- Smt. Srimathy Sridhar

NOMINATION AND REMUNERATION COMMITTEE

- Shri Murali Ramaswami (Chairman)
- Dr Meena Hemchandra
- Shri R Vidhya Shankar

CUSTOMER SERVICE AND STAKEHOLDERS RELATIONSHIP COMMITTEE

- Shri R Vidhya Shankar (Chairman)
- Shri B Ramesh Babu
- CA Dr Chinnasamy Ganesan
- Dr Mythili Vutukuru

RISK MANAGEMENT & ASSET LIABILITY MANAGEMENT COMMITTEE

- Dr Harshavardhan R (Chairman)
- Dr Meena Hemchandra
- Shri B Ramesh Babu
- Smt. Srimathy Sridhar

NPA MANAGEMENT COMMITTEE

- Smt. Srimathy Sridhar (Chairperson)
- Shri B Ramesh Babu
- Shri R Vidhya Shankar
- Dr Mythili Vutukuru

SPECIAL COMMITTEE OF THE BOARD FOR MONITORING AND FOLLOW-UP OF FRAUD CASES

- Shri Murali Ramaswami (Chairman)
- Shri B Ramesh Babu
- CA Dr Chinnasamy Ganesan
- Shri R Vidhya Shankar

IT STRATEGY & DIGITAL TRANSACTION MONITORING COMMITTEE

- Dr Mythili Vutukuru (Chairperson)
- Dr Meena Hemchandra
- Shri B Ramesh Babu
- CA Dr Chinnasamy Ganesan

Chairman / Chairperson   Member

REVIEW COMMITTEE FOR WILFUL DEFAULTERS AND LARGE DEFAULTERS

- Shri B Ramesh Babu (Chairman)
- CA Dr Chinnasamy Ganesan
- Shri R Vidhya Shankar
- Smt. Srimathy Sridhar

CORPORATE SOCIAL RESPONSIBILITY & ENVIRONMENTAL, SOCIAL AND GOVERNANCE COMMITTEE

- Shri B Ramesh Babu (Chairman)
- Dr Meena Hemchandra
- Shri Murali Ramaswami
- Dr Mythili Vutukuru

HUMAN RESOURCES COMMITTEE

- Smt. Srimathy Sridhar (Chairperson)
- Dr Meena Hemchandra
- Shri B Ramesh Babu
- Dr Harshavardhan R

Out of 11 Committees, 8 Board Committees are chaired by Independent Directors.

Executive Director is Special Invitee to the above Committees (except NRC) and inducted as member of MCB from 25th June 2026.

1. Management Committee of the Board (MCB)

Management Committee of the Board is a non-statutory Board level Committee constituted to consider various business/ credit related matters in line with Credit Policy of the Bank having material significance under superintendence of Board. This Committee aims to provide Board of Directors, qualitative time for focusing on strategic issues and brings about organisational effectiveness by helping the executives to perform their managerial functions efficiently. In line with the Bank's Risk Management framework, MCB has been delegated to consider and decide various business and credit-related matters in accordance with the provisions of Section 179 of the Companies Act, 2013, and the guidelines issued by the Reserve Bank of India (RBI) from time to time.

During the FY 2025-26, Management Committee of the Board met twelve (12) times and the date of the meetings are mentioned below:

28/04/2025	28/07/2025	07/11/2025	30/01/2026
23/05/2025	26/08/2025	10/12/2025	18/02/2026
19/06/2025	23/09/2025	29/12/2025	24/03/2026

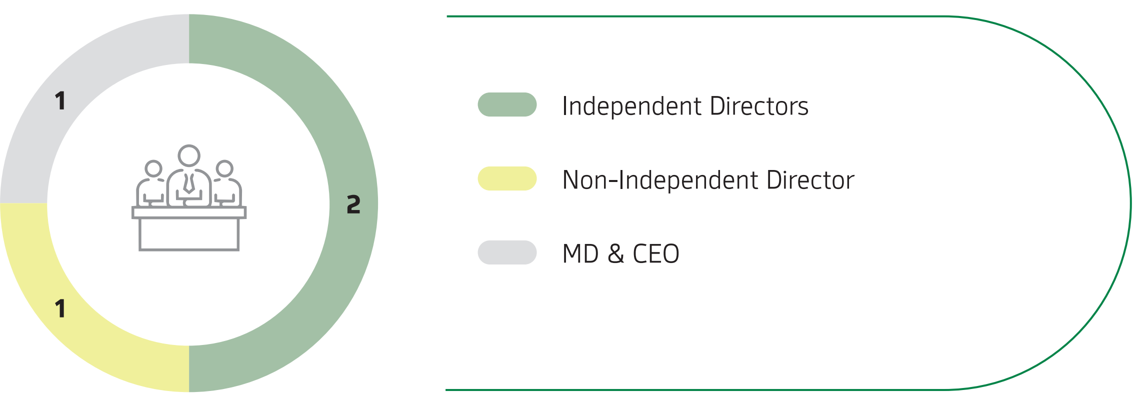
The details of attendance of each Director at the meetings held during the period from 01st April 2025 to 31st March 2026 are mentioned below:

Name of the Directors	No. of Meetings during his tenure		Percentage (%)
	Conducted	Attended	
Shri B Ramesh Babu, MD & CEO, Chairman of the Committee	12	11	91.67
Shri R Ramkumar	12	12	100
Dr Harshavardhan R	12	12	100
Shri Murali Ramaswami	12	12	100
Shri B Sankar, ED #	5	5	100
Shri J Natarajan, ED *	1	1	100

#Member of the Committee from 22nd May 2025 till 8th October 2025

**Member of the Committee till 21st May 2025*

Composition of Management Committee of the Board (MCB) as on 31st March 2026



The terms of reference of the Committee, inter-alia, include the following:

1. Sanctioning of credit proposals (Fund based & non-fund based)
    - Proposals for approval, renewal, modifications in the sanction terms and conditions.
    - Review of Executive Director Committee.
    - Turnaround time in credit sanctioning/ efficiency levels in operations.
2. Approval, review of capital and revenue expenditure budget.
3. Proposals relating to acquisition and hiring of premises including deviation of norms.
4. Review on the performance of Verticals, Divisions, Branches and Business Arrangements.
5. Review Major incidents, accidents that has monetary impact or reputation loss to the Bank.
6. Approval of CSR expenditure and Donations under Section 181 of the Companies Act, 2013.
7. Support business development initiatives viz.,
    - Approval of Business tie-ups, new products and to enter new arrangements with Companies.
    - Determining, implementing, reviewing of partnering agreements.
    - Providing direction to retail segment i.e. retail advances, retail deposits and insurance & investment, personal banking.
    - Review of new initiatives of Insurance companies, AMCs of Mutual Funds (MF), Aggregators for online payments, Fintech companies under digital payments and retail loans, Joint lending (NBFCs), Payment banks and digital marketing agencies, etc.
    - Review of business surveys results on Quantitative and Qualitative information.
    - Review of metrics and indicators for business development activities and provide direction.
8. Review of Program of Finance against Assignment of Receivables on Non-recourse Basis – Open Market Channel.

2. Audit Committee of the Board (ACB)

Audit Committee of the Board (ACB) is one of the key statutory committees and constituted in accordance with the provisions of the Companies Act, 2013, SEBI LODR, RBI Master Directions and its circulars from time to time.

As on 31st March 2026, ACB is chaired by an Independent Director. All the members are financially literate and have adequate knowledge in accounting and financial management. The Chairman of the ACB was present at the last Annual General Meeting.

During the FY 2025-26, Audit Committee met Ten (10) times and not more than 120 days lapsed between two consecutive meetings of the ACB. The date of the meetings are mentioned below:

13/05/2025	**24/07/2025**	**02/12/2025**	
19/05/2025	**13/08/2025**	**23/01/2026**	**16/03/2026**
30/06/2025	**17/10/2025**	**10/03/2026**	

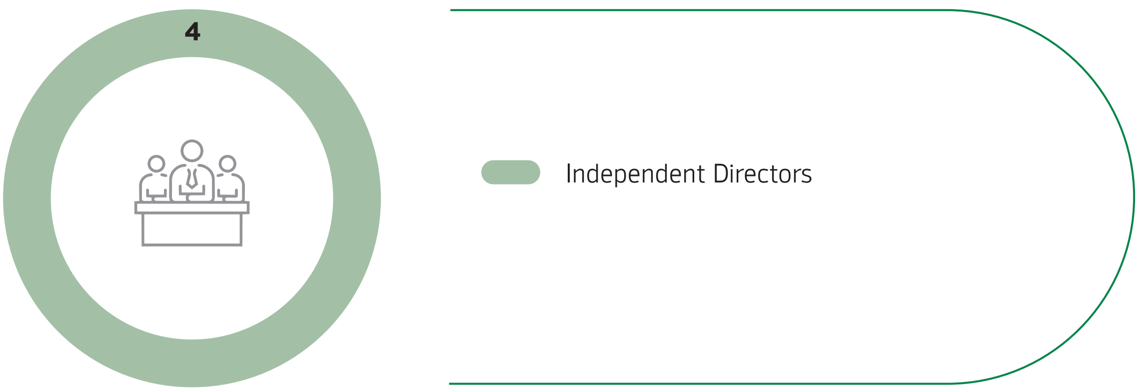
The details of attendance of each Director at the meetings held during the period from 01st April 2025 to 31st March 2026 are mentioned below:

Name of the Directors	No of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
CA Dr Chinnasamy Ganesan, Chairman of the Committee	10	10	100
Dr Harshavardhan R@	5	5	100
Shri R Vidhya Shankar@	5	5	100
Smt. Srimathy Sridhar	10	10	100
Shri R Ramkumar*	5	5	100
Shri K G Mohan*	5	5	100

@ Member of the Committee from 9th October 2025

** Member of the Committee till 8th October 2025*

Composition of the Audit Committee of the Board (ACB) as on 31st March 2026



The terms of reference of the Committee, inter-alia, the following:

1. Oversight of the Bank's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the Bank;
3. Approval of payment of fees to statutory auditors for any other services rendered by them;
4. Reviewing the quarterly, half-yearly and annual financial statements with the management and auditors report thereon before submission to the Board for approval with specific reference to:
   a. Matters required to be included in the Directors' Responsibility Statement which forms part of Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;
   b. Changes in accounting policies and practices, if any, and reasons for the same;
   c. major accounting entries involving estimates based on the exercise of judgment by management;
   d. Significant adjustments made in the financial statements arising out of audit findings;
   e. Compliance with the Listing and other legal requirements relating to financial statements;
   f. Disclosure of related party transactions;
   g. modified opinion(s) in the draft audit report;
5. Reviewing with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing the statement of application of funds raised through an issue (public, rights, preferential issue etc.,), the statement of funds utilized other than for those stated in the offer documents, report submitted by monitoring

agency on the utilization proceeds with the management and making appropriate recommendations to the Board to take steps in this regard;

7. Reviewing and monitoring the Statutory Auditor's independence, performance, and effectiveness of Audit process;
8. Approving or any subsequent modification of transactions with related parties;
9. Scrutinizing the transactions pertaining to inter-corporate loans and investments, if any;
10. Valuation of undertakings or assets of the Bank, as and when required;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of Internal Audit function, including the structure of the Internal Audit Department, staffing and seniority of the official heading the department, reporting structure coverage, frequency of Internal Audit;
14. Reviewing the findings of any internal investigations by the Internal Auditors into matters where suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
15. Discussions with Statutory Auditors before commencement of Audit, about the nature and scope of Audit as well as post-Audit discussion to ascertain any area of concern;
16. Reviewing repayment obligations of Bank, assess and review the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

17. Reviewing the Whistle Blower Policy and Vigil Mechanism;
18. Approving the appointment of CFO (i.e., the person who is heading the finance function after assessing his qualifications, experience, background and etc.,);
19. Reviewing Long Form Audit Report as prepared by Statutory Auditors;
20. Reviewing periodic inspection report submitted by RBI;
21. Reviewing of RBIA inspection reports on periodic basis.
22. Reviewing of Frauds on periodic basis.
23. Discussions and review with the internal audit and Concurrent Auditors, their reports/findings with an objective of reporting any significant/ material findings to the Board;
24. Monitoring the adequacy of the internal control environment, adequacy of checks and balances including Management Information Systems (MIS) and the adequacy of Internal Audit function, its policies, its structure, coverage and frequency of Internal Audits;
25. Reviewing the compliance function periodically;
26. Reviewing the following information:
    1) Management Discussion and Analysis of financial conditions and results of operations;
    2) Statement of significant related party transactions submitted by the management, etc;
    3) Management letters / letters of internal control weaknesses issued by the Statutory Auditors;
    4) The appointment, removal and terms of remuneration of the Chief Internal Auditor/Head of Internal Audit;
    5) Statement of deviations, annual statement of funds utilized for purposes other than those stated in the other document/prospectus/notice in case of fund raising activities.
27. Performing any other functions, duty as stipulated by the Companies Act, 2013, Reserve Bank of India, SEBI LODR, SEBI PIT Regulations and any other regulatory authority or under any applicable laws as prescribed from time to time.

3. Nomination and Remuneration Committee (NRC)

Pursuant to the provisions of the Companies Act, 2013, SEBI LODR and the extant guidelines of Reserve Bank of India, your Bank has constituted Board level Nomination & Remuneration Committee (NRC) which, inter alia, deals with the matters relating to appointments on the Board and Senior Management, performance appraisal and compensation related matters of the Bank.

NRC has formulated the criteria for determining qualifications, positive attributes and independence of a Director for the appointment/ re-appointment of Directors in tune with the 'fit and proper' criteria as per RBI guidelines issued from time to time which stipulates age, qualification, experience, track record, integrity, etc.

NRC is also reviewing and assessing the composition mix and performance of the Board as well as identifying appropriately qualified persons to confirm Board Diversity.

Chairman of the NRC was present at the last Annual General Meeting.

During the FY 2025-26, Nomination and Remuneration Committee met Eleven (11) times and the date of the meetings are mentioned below:

25/04/2025	17/07/2025	20/09/2025	27/02/2026
16/05/2025	14/08/2025	05/12/2025	23/03/2026
18/06/2025	03/09/2025	21/01/2026	

The details of attendance of each Director at the meetings held during the period from 01st April 2025 to 31st March 2026 are mentioned below:

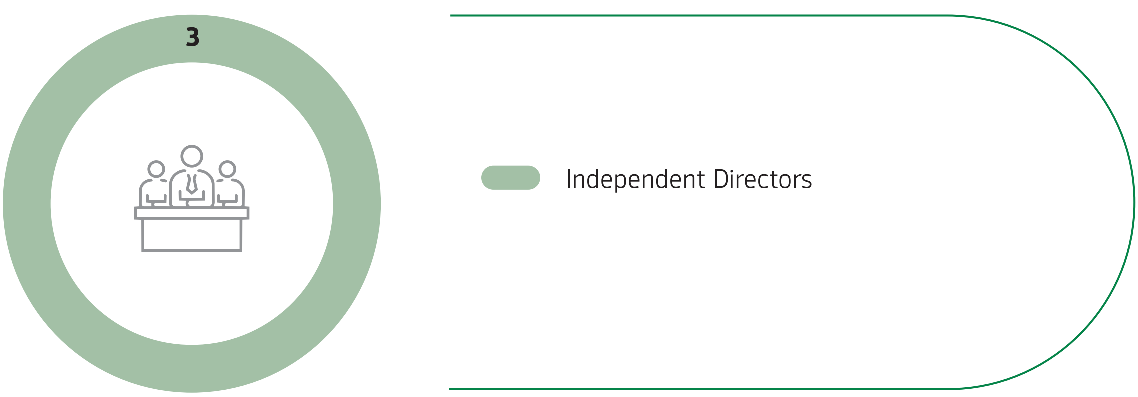
Name of the Directors	No. of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
Shri Murali Ramaswami* Chairman of the Committee	11	11	100
Dr Meena Hemchandra, Chairperson	11	11	100
Shri R Vidhya Shankar $	4	4	100
Shri K G Mohan #	7	7	100

** Member of the Committee till 8th October 2025 and appointed as Chairman of the Committee from 9th October 2025*

$ Member of the Committee from 9th October 2025

 # Member of the Committee till 8th October 2025

Composition of Nomination and Remuneration Committee (NRC) as on 31st March 2026



The terms of reference of the Committee, inter-alia, include the following:

1. Formulate criteria for determining qualifications, positive attributes and independence of a director, in terms of fit and proper criteria issued by the RBI from time to time.
2. Devise/review a Policy on Appointment and Succession Planning for Directors.
3. Devise/review a policy on Board Diversity.
4. Formulate/review criteria for evaluation of performance of Chairperson, Whole-time Directors, Independent Directors, Board of Directors, Committees of Board.
5. Recommend persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the board of directors their appointment and removal.
6. Frame/review Compensation Policy towards ensuring effective alignment between remuneration and risk. Directors and Senior Management Personnel shall be part of the Compensation Policy.
7. Formulate the criteria for variable pay and fix the thresholds for applying malus & clawback on the grant of variable pay payable to MD & CEO/ED.
8. Review and recommend to the board, all remuneration, in whatever form, payable to Directors & senior management.
9. Consider grant of stock options to employees, administer and supervise the Employee Stock Option Plans in conformity with statutory provisions and guidelines.
10. Provide inputs, if required, to Board for making disclosures regarding policies, appointments, remuneration etc. of Directors and Senior Management Personnel in the Annual Reports/ Directors Reports/Financial Statements etc. as may be required by the regulations from time to time.
11. Perform any other functions or duties as stipulated by the Companies Act, RBI, SEBI, Stock Exchanges and any other regulatory authority or under any applicable laws as may be prescribed from time to time.

Evaluation of Board's Performance

Particulars	Category	Disclosures
Evaluation of	Board as a whole	Performance evaluation of the Board as a whole, Committees, Chairperson, Managing Director & CEO / Executive Director, and Individual Directors are carried out in compliance with applicable statutory guidelines. The evaluation of Individual Directors is conducted without the participation of the Director concerned. The evaluation process is based on structured questionnaires covering both qualitative and quantitative parameters.
	Board Committees	
	Chairperson	
	Managing Director & CEO / Executive Director(s)	
	Non – Executive Directors including Independent Directors	

Evaluation Mechanism → **Method**: Internal Assessment → **Process**

- Questionnaire based on three core pillars i.e., Governance, Strategic & Operational Oversight and Regulatory Compliance
- On an effectiveness rating scale ranging from one to five

Evaluation Criteria

Nomination and Remuneration Committee re-examined the questionaries vetted by external agency during FY 2024-25 and adopted the same, in line with the applicable provisions of the Companies Act, 2013, SEBI LODR and as per the Guidance Note on Board Evaluation issued by SEBI for, evaluation framework comprehensively covers the performance assessment of the Board as a whole, its Committees, the Chairperson, the Managing Director & CEO / Executive Director, and Non-Executive Directors, including Independent Directors.

Category	Criteria
Board as a Whole	Criteria, inter-alia, includes such as composition, structure, independence, frequency of the meeting, defined roles and responsibilities, effectiveness of Board processes, familiarisation & training programs, information and functioning, management relations, strategy, risk management, integrity, sustainability, inputs from the Directors, ethical business culture, stakeholder-inclusive approach etc.,

Category	Criteria
Board's Committee	Criteria, inter-alia, includes such as composition, effectiveness, periodicity of meetings, function and duties, management relations, committee meetings and procedures, inputs on the minutes of committee meeting and chairperson of the respective committee, Independence of the Committee, effective recommendation to Board, cohesiveness in overall working etc.,
Chairperson	Criteria, inter-alia, includes such personal attributes, leadership qualities, ability to synthesise discussion, management of balance between stakeholders, maintenance of good working relationship and communication within the Board and among senior management, promoting sense of participation among the members and implementing best Corporate Governance practices, etc.,
Managing Director & CEO / Executive Director(s)	Criteria, inter-alia, includes such as leadership, strategy formulation & execution, developing and executing business plans, operational plans, risk management and maintaining collaborative working relationships with Board members and harmonious relationship with stakeholders, effective organization structure, foster innovation in process, technology and products, effective and timely decision making, maintain ethical, transparent and compliance culture etc.,
Non – Executive Directors including Independent Directors	Criteria, inter-alia, includes such as act in good faith, active participation, independent views & judgement, knowledge, expertise, skill updation, competence, candour in expressing views, quality of information to Directors etc.,

The Board of Directors in their meeting held on 7th May 2026 have carried out the annual evaluation on the performance of Board, its Committees, Chairperson, Managing Director & CEO and Independent Directors. Further Independent Directors in their Separate Meeting have carried out evaluation of Board as a whole and Non-Independent Directors. The evaluation process was initiated by putting in place, a structured questionnaire after taking into consideration of the inputs received from the Directors.

Board acknowledges that Independent Directors are having diversified expertise with competence and integrity and who express their opinions freely as well as exercise their own judgements.

Evaluation outcome | Results | Action Plans, if any

The disclosure in terms of SEBI Circular no. SEBI/HO/ CFD/CMD/CIR/P/2018/79 dated 10th May 2018, on board evaluation, is detailed as under:

1. Observations of Board evaluation carried out for the year:

- Information optimisation: recommend to refine reporting formats to be more concise, focused and executive ready.
- Diversification of Asset growth, Comprehensive liability strategy – encompassing sophisticated customer segmentation, innovative product design, and enhanced service delivery.

2. Previous year's observations and actions taken: Previous year's observations were:

1) to strengthen the talent pipeline, leadership development-develop comprehensive compensation policy considering mix of IBA and CTC models in the bank and sharpen training & development process,

   Actions taken: Bank has updated the compensation policy to incorporate the aspects of existing IBA framework and CTC-based compensation models, in line with regulatory guidelines and internal governance norms. Bank has further strengthened the training processes and leadership development processes, with a focus on succession planning and capability building across critical roles to support long-term strategic objectives.

2) review aspects pertaining to IT project management especially for the critical projects.

   Actions taken: IT projects are tracked and monitored through a Centralized Project Management Tool, which provides real-time visibility into project progress, task allocation, resource utilization, and interdependencies. The platform enables efficient execution and monitoring of project-related activities, thereby enhancing transparency, coordination, and timely decision-making.

3) to streamline further improvements in certain aspects of Board process.

Actions taken: To streamline the Board processes, the Investor Relations Cell (IRC) has taken the initiative to enhance presentation skills and apprise Senior Management of the Board's expectations. In addition, the Bank has initiated the process of collecting presentations from the respective verticals/departments for matters proposed to be placed before the Board and its Committees.

3. **Proposed action based on current year observations:** All the observations made by the Board during performance evaluation process have been conveyed to the concerned stakeholders, for appropriate action. The status of compliance with the said observations will be reviewed by the Board.

4. Customer Service and Stakeholders Relationship Committee (CS & SRC)

Reserve Bank of India vide its Master circular RBI/DOR/2025-26/170, DOR.MCS.REC.No.89/01-01-032/2025-26 dated 28th November 2025 (Erstwhile RBI/2015-16/59, DBR No.Leg. BC.21/09.07.006/2015-16 dated 1st July 2015) has suggested Banks to constitute a Customer Service Committee of the Board in compliance with the recommendations of Committee on Procedures and Performance Audit on Public Service (CPPAPS) and to include experts and representatives of customers as invitees to enable the Bank to formulate policies and assess the compliance thereof internally with a view to strengthening the Corporate Governance structure and bring about on-going improvements in the quality of customer service provided by the Banks, thereby improving the level of customer satisfaction for all categories of clientele consistently. The Committee is entrusted with the responsibility of monitoring the quality of services rendered to the customers and also ensuring the implementation of directives received from RBI in this regard.

Further, in terms of RBI Circular DOR.FIN.REC. No.75/20.16.056/2025-26 dated 28th November 2025 (Erstwhile DBOD.No.CID. BC.127/20.16.056/2013-14 dated 27th June 2014) Bank shall have a structured process of complaint redressal by constituting a Consumer Protection Committee under Board with respect to Credit Information Report submitted by the Bank. Pursuant to provisions of Section 178 of the Companies Act, 2013, a company which consists of more than one thousand shareholders, debenture-holders, deposit holders and any other security holders at any time during a financial year shall constitute a Stakeholders Relationship Committee and the SEBI LODR requires that, the Committee so constituted has to consider and resolve the grievances of investors.

In line with the above regulatory provisions, Bank has constituted a Customer Service and Stakeholders' Relationship Committee ("CS&SRC"). The Committee is chaired by a Independent Director and the Chairman of the CS&SRC was present at the last Annual General Meeting.

During the FY 2025-26, the Customer Service and Stakeholders Relationship Committee met two (2) times and the date of the meetings are mentioned below:

23/09/2025	17/02/2026

The details of attendance of each Director at the meetings held during the period from 01st April 2025 to 31st March 2026 are mentioned below:

Name of the Directors	No. of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
Shri R Vidhya Shankar, Chairman of the Committee	2	2	100
Shri B Ramesh Babu, MD & CEO	2	2	100
CA Dr Chinnasamy Ganesan *	1	1	100

Name of the Directors	No. of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
Dr Mythili Vutukuru *	1	1	100
Shri R Ramkumar #	1	1	100
Shri K G Mohan #	1	1	100
Shri B Sankar, ED $	1	1	100
Shri J Natarajan, ED ^	-	-	NA

** Member of the Committee from 9th October 2025*

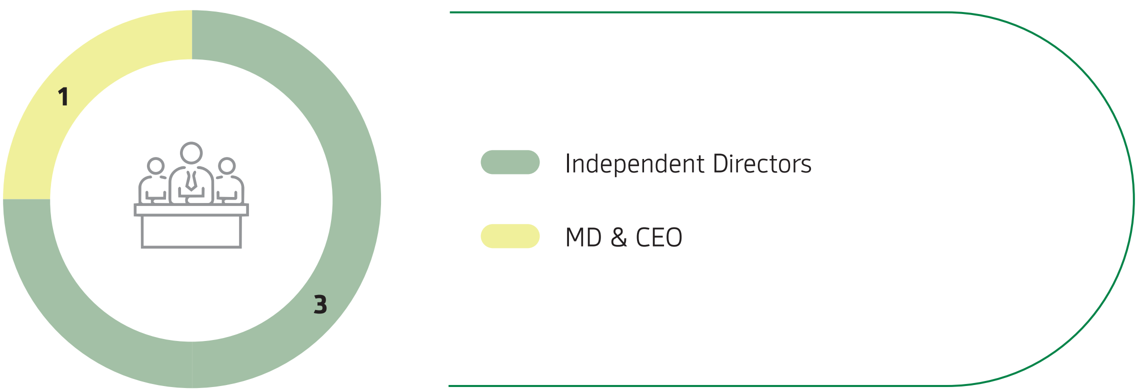
 # Member of the Committee till 8th October 2025

$ Member of the Committee from 22nd May 2025 till 8th October 2025

^ Member of the Committee till 21st May 2025 and no meeting has been scheduled during his tenure.

Shri Srinivasarao Maddirala, Company Secretary and Compliance Officer, is the Compliance Officer in terms of Regulation 6 of the SEBI LODR.

Composition of Customer Service and Stakeholders Relationship Committee (CS & SRC) as on 31st March 2026



The terms of reference of the Committee, inter-alia, include the following:

1. Formulating comprehensive Deposit Policy, incorporating the issues such as the treatment of death of a depositor (for operations of his/her account), the product approval process, annual survey of depositor satisfaction and the triennial audit of such services.

2. The Committee shall also examine any other issues which have a bearing on the quality of customer service rendered by the Bank.

3. Review the actions taken/being taken by the Bank to standardize the delivery of customer service.

4. Review the results of the surveys conducted that provide quantitative and qualitative feedback from customers' experience of the service rendered by the bank.

5. Review the updation, alteration of credit information, resolution of disputes, process of complaint redressal, with respect to Credit Information Report submitted in terms of RBI Circular.

6. Further, with a view to enhancing the effectiveness of the Customer Service Committee, banks should also:

   a) place all the awards given by the Banking Ombudsman before the Customer Service Committee to enable them to address issues of systemic deficiencies existing in banks, if any, brought out by the awards;

   b) place all the awards remaining unimplemented for more than three months with the reasons therefore before the Customer Service Committee to enable the Customer Service Committee to report to the Board such delays in implementation without valid reasons and for initiating necessary remedial action.

7. In terms of Master Circular issued by RBI on Internal Ombudsman for Regulated entities Directions requires:

   a) The Internal Ombudsman to furnish periodic reports (including the analysis of complaints) on his / her activities to the CS & SR Committee of the Board which is handling customer service and protection, preferably at quarterly intervals, but not less than half yearly intervals;

   b) To put in place a system for discussion of cases, in which the decision of the Internal Ombudsman has been rejected by the regulated entity, by the Customer Service Committee / Consumer Protection Committee of the Board of the regulated entity.

8. Review and monitor the mechanism to redressal the complaints received from security holders such as shareholders, bond holders and any other stake holders with specific reference to non-receipt of dividend, non-receipt of interest on bonds, annual report / statutory notice by the shareholders of the Bank, transfer or transmission of shares, issue of duplicate share certificate, splitting or consolidation, dematerialisation, rematerialisation, transmission of securities etc. The Bank shall seek confirmation in this regard from share transfer agents and verify adequacy and timeliness of complaint redressal received through these agents or through SCORES etc.

9. Review the adherence to the service standards adopted by the Bank in respect of various services being rendered by the Registrar & Share Transfer Agent to its shareholders;

10. Review of measures taken for effective exercise of voting rights by the shareholders and recommend measures for overall improvement in the quality of investor services.

11. Review various measures and initiatives taken by the listed entity for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants along with compliances with respect to IEPF etc.

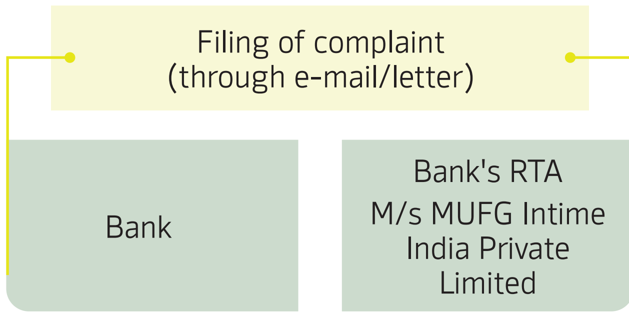
12. Review the polices related to Committee and recommend to the Board for approval.

13. Review such other matters, as the Committee may deem fit, from time to time.

Complaints Redressal Systems

Your Bank has ensured well-defined process for facilitating the redressal of investor grievances and offers multiple avenues for investors to file their complaints.

Filing of complaint



Shareholders may raise their grievances or service requests through the Bank's Registrar and Share Transfer Agent (RTA) or the Bank's Investor Relations Cell, as detailed below:

Registrar and Share Transfer Agent ("RTA"):

MUFG Intime India Private Limited,
"Surya", 35 Mayflower Avenue,
Behind Senthil Nagar,
Sowripalayam Road,
Coimbatore - 641028
Tamil Nadu.

Tel: +91 422 – 2314792/4958995/2539835/2539836
e-Mail: investor.helpdesk@in.mpms.mufg.com
Website: www.in.mpms.mufg.com
CIN: U67190MH1999PTC118368
For raising service request, visit: https://web.in.mpms.mufg.com/helpdesk/Service_Request.html
To know the outstanding dividend(s), visit: https://swayam.in.mpms.mufg.com/

Banks' Investor Relations Cell:

Investor Relations Cell,
The Karur Vysya Bank Limited,
Regd. & Central Office, No. 20, Erode Road,
Vadivel Nagar, L.N.S., Karur- 639002.
Phone: 04324-269441
e-Mail: kvb_sig@kvb.bank.in
Website: www.kvb.bank.in

As per the applicable statutory requirements, investor complaints are required to be resolved within 21 days. However, Bank has established more stringent internal service standards and endeavours to resolve investor complaints within 7 to 10 days from the date of receipt.

Further, in the event that a complaint is not redressed within the prescribed timelines or the investor is not satisfied with the resolution provided, the investor may escalate the matter through the channels indicated below:

KVB Karur Vysya Bank
Smart way to bank

SEBI Complaints Redress System (SCORES)

SEBI has formed a centralized web-based complaints redress system SEBI Complaints Redress System ("SCORES") during 2011, wherein complaints lodged by investors are forwarded to the listed entity through online. The purpose of SCORES is to provide a platform for aggrieved investors, whose grievances, pertaining to securities market, which remain unresolved by the concerned listed company or registered intermediary after a direct approach. The listed companies and SEBI registered intermediaries shall update the Action Taken Reports ("ATR") along with supporting documents, if any, electronically in SCORES. This acts as an oversight mechanism on the company's redressal system and does not allow them to shrug off their responsibilities towards investors grievances.

SEBI Online Dispute Resolution (ODR) Portal

SEBI has issued a Circular SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 Updated as on 20th December 2023, to streamline the existing dispute resolution mechanism in the Indian securities market by establishing a common Online Dispute Resolution Portal viz https://smartodr.in/login. In case the member is not satisfied with the resolution provided at Level 1 i.e., Directly writing to Bank/RTA and Level 2 i.e., SEBI SCORES portal, then the online dispute resolution process can be initiated through the SMART ODR portal.

The details of each complaints (category wise) received and redressed are furnished to the Customer Service & Stakeholders Relationship Committee of the Board on half-yearly basis.

Details of investor complaints received and resolved during FY 2025-26:

Opening as on 1st April 2025	Received during the year	Resolved during the year	Closing as on 31st March 2026
-	6	6	-

The majority of the complaints received during the period under review pertaining to dividend related aspects/request for physical annual report.

All the complaints were redressed within the prescribed timeline and the communication of the same was duly forwarded to the shareholders.

5. Risk Management and Asset Liability Management Committee (RM & ALM)

Pursuant to the guidelines of RBI on Risk Management Systems and SEBI LODR, your Bank has formed Risk Management and Asset Liability Management Committee (RM & ALM). The Committee, inter alia, review the Bank's risk management framework and ensure effective implementation of the risk management strategies in the Bank. In compliance with RBI circular guidelines, the Risk Management Department of the Bank is headed by the Chief Risk Officer. The Committee is headed by an Independent Director.

During the FY 2025-26, the Risk Management and Asset Liability Management Committee met seven (7) times and the date of the meetings are mentioned below:

08/05/2025	21/07/2025	24/11/2025	24/03/2026
12/06/2025	22/09/2025	18/02/2026	

The details of attendance of each Director at the meetings held during the period from 01st April 2025 to 31st March 2026 are mentioned below:

Name of the Directors	No. of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
Dr Harshavardhan R, Chairman of the Committee	7	7	100
Dr Meena Hemchandra, Chairperson	7	7	100
Shri B Ramesh Babu, MD & CEO	7	7	100
Shri R Ramkumar *	3	3	100

Name of the Directors	No. of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
Smt. Srimathy Sridhar *	3	3	100
Shri R Vidhya Shankar #	4	4	100
Shri B Sankar, ED @	3	3	100
Shri J Natarajan, ED ^	1	1	100

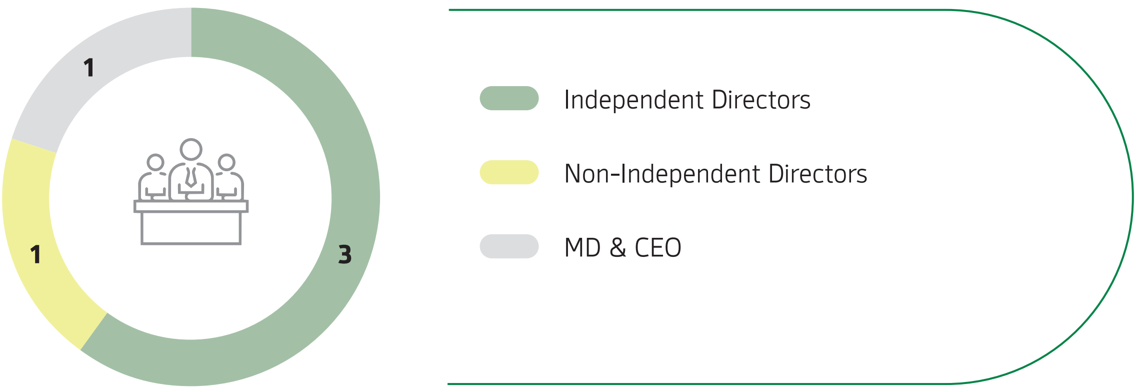
** Member of the Committee from 9th October 2025*

 # Member of the Committee till 8th October 2025

@ Member of the Committee from 22nd May 2025 till 8th October 2025

^ Member of the Committee till 21st May 2025

Composition of Risk Management and Asset Liability Management Committee (RM & ALM) as on 31st March 2026



The terms of reference of the Committee, inter-alia, include the following:

1. Assess the risk universe of the Bank and identify prioritize action plans to address the risk faced by the Bank.
2. Approves the development and implementation of risk assessment methodologies, frameworks, tools and reporting formats.
3. Identifying and regularly reporting on Key Risk indicators.
4. Facilitating and defining the definition of Risk Appetite of the Bank.
5. Monitor and oversee the implementation of the Risk Management Framework in the Bank.
6. Recommend suitable controls / mitigations for managing different risks.
7. Conduct review of stress testing and report the result.
8. Review of the Risk Management Policies related to IT related risks including cyber security risk in consultation with ITS & DTM Committee.
9. Review of IT / cyber security risk assessment on quarterly basis.
10. Review the methodologies, framework and tools for asset liability management of the Bank and report on their performance on regular basis.
11. Advise the Board on all risk matters.
12. Consider any major regulatory issues that may have a bearing on the risk profile and risk appetite of the Bank.
13. Formulate a detailed risk management policy which shall include:
    - A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
    - Measures for risk mitigation including systems and processes for internal control of identified risks.
    - Business continuity plan.

14. Approve the strategy and policies of the Bank, to ensure well integrated enterprise risk management in the Bank; and to periodically review the risk management policy, by considering the changing industry dynamics and evolving complexity.

15. Exercise oversight over the risk management function of the Bank.

16. Review regular risk management reports from management which enable the Committee to assess the risks involved in the Bank's business and how they are controlled and monitored and to give clear focus to current and forward-looking aspects of risk exposure.

17. Provide guidance and inputs to the Board and the Management on the hiring and reporting structure of the Chief Risk Officer of the Bank. The appointment, removal and terms of remuneration of the Chief Risk Officer, shall be subject to review by the Risk Management Committee.

18. Meet CRO on one-to-one basis, without the presence of the MD & CEO, at least on a quarterly basis, as CRO reports to the MD & CEO.

19. Review the Policies related to the committee and recommend to the Board for approval.

20. Review of effectiveness of the framework of EWS and status of Red Flagged Accounts on quarterly basis. The review should cover status of red flagged accounts, including the EWS alerts / triggers, remedial actions initiated by the bank, etc.

21. Approve EWS indicators identified for monitoring credit facilities / loan accounts and other banking transactions and to prescribe the TAT for examination of EWS alerts / triggers.

22. Review of Model Risk Management framework including the inputs or assumptions used in the credit risk models. Review of outcomes of the validation and suggest corrective measures, if any.

23. Review of exposure to Central Counterparties (CCPs), including exposures arising from trading through a CCP and exposures arising from CCP membership obligations such as default fund contributions on quarterly basis.

24. In terms of SEBI LODR, the Committee shall have powers to seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.

25. Any other functions as may be stipulated by SEBI, Ministry of Corporate Affairs, RBI, Stock Exchanges and any other statutory authorities from time to time.

6. NPA Management Committee

Your Bank has constituted NPA Management Committee to monitor stressed assets, review the recovery process, study quick mortality assets and review NPA Accounts and suit filed with NCLT. In order to bring down the level of NPAs, Bank takes appropriate legal actions against the borrowers to realize the assets and recovery of dues from them. The Committee is vested with powers for approving settlement proposals in respect of NPAs and to initiate legal actions against the borrowers as per the Recovery Policy of the Bank. The Committee is headed by an Independent Director.

During the FY 2025-26, the NPA Management Committee met four (4) times and the date of the meetings are mentioned below:

09/06/2025	**06/09/2025**	**03/11/2025**	**17/02/2026**

The details of attendance of each Director at the meetings held during the period from 01st April 2025 to 31st March 2026 are mentioned below:

Name of the Directors	No. of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
Smt. Srimathy Sridhar $ Chairperson of the Committee	4	4	100
Shri B Ramesh Babu, MD & CEO	4	4	100
Shri R Vidhya Shankar	4	4	100
Shri R Ramkumar *	2	2	100
Dr Meena Hemchandra, Chairperson #	2	2	100
Shri B Sankar, ED @	2	1	50
Shri J Natarajan, ED ^	-	-	NA

$ Members of the Committee till 8th October 2025 & appointed as Chairperson of the Committee from 9th October 2025

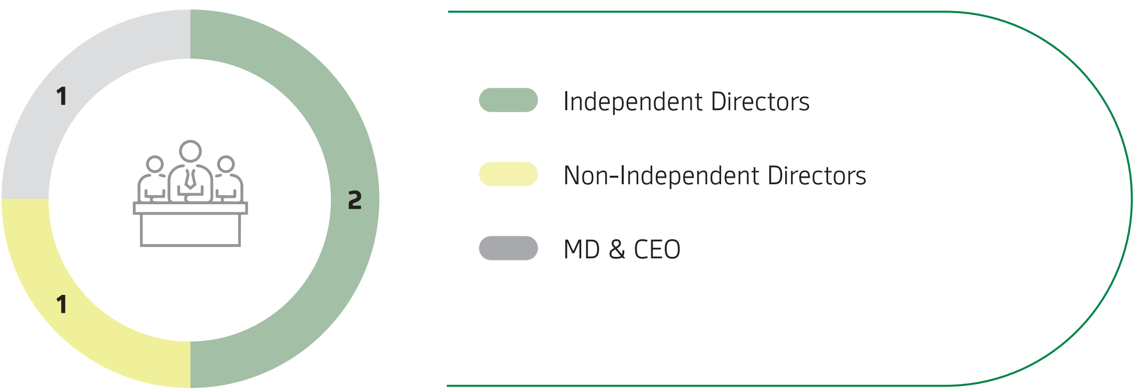
** Member of the Committee from 9th October 2025*

 # Chairperson of the Committee till 8th October 2025

@ Member of the Committee from 22nd May 2025 till 8th October 2025

^ Member of the Committee till 21st May 2025 & no meeting has been scheduled during his tenure

Composition of NPA Management Committee as on 31st March 2026



The terms of reference of the Committee, inter-alia, include the following:

1. Periodical review of the large corporate loans and advances appearing in SMA lists.
2. Periodical review of Non-Performing Assets of large value (₹ 2.5 Crore and above) and also a pool of NPAs in various categories (substandard, doubtful and loss).
3. Review the position of stressed assets (SMA 1, SMA 2) position in the Bank.
4. Review the progress of recovery and monitor the process of recovery mechanism of the Bank.
5. Review the status of SARFAESI compliance for every six months.
6. Review the trends of NPAs in the industry and direct the recovery measures.
7. Review the suits filed cases of large value (₹ 2.5 Crore and above).
8. Review the status on technical write off accounts.
9. Review the Policies related to the committee and recommend to the Board for approval.
10. To review Quick Mortality NPA and Fraud reported accounts.
11. Monitoring mechanism of the advances below and above ₹ 3 Crore.
12. Any other relevant matters identified from time to time or advised by the board/committee.

7. Special Committee of the Board for Monitoring and Follow-up of Fraud Cases (SCBMF)

Special Committee of the Board for Monitoring and Follow up of Fraud Cases is constituted in line with the RBI Master circular RBI/DOS/2024-25/118, DOS.CO.FMG.SEC. No.5/23.04.001/2024-25 dated 15th July 2024 (Erstwhile DBS.CO.CFMC.BC.No.1/23.04.001/2016-17 dated 1st July 2016 (updated on 3rd July 2017)). The main objective of the committee is to oversee investigation of frauds, conduct root cause analysis, review actions taken by the Bank against the perpetrators of such frauds and suggesting / reviewing corrective steps to plug systemic loopholes, if any.

In compliance with the RBI Master Direction, SCBMF will review all the frauds irrespective of the amount involved. However, SCBMF reviews frauds involving amount of ₹ 3 Crore and above at the earliest basis but not more than 90 days delay. The periodicity of SCBMF may be decided according to the number of cases involved. In addition, SCBMF should meet and review as and when a fraud involving an amount of ₹ 3 Crore and above comes to light. This Committee is headed by an Independent Director.

During the FY 2025-26, the Special Committee of the Board for Monitoring and Follow-up of Fraud Cases met four (4) times and the date of the meetings are mentioned below:

19/06/2025	**16/09/2025**	**21/11/2025**	**13/02/2026**

The details of attendance of each Director at the meetings held during the period from 01st April 2025 to 31st March 2026 are mentioned below:

Name of the Directors	No. of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
Shri Murali Ramaswami, Chairman of the Committee	4	4	100
Shri B Ramesh Babu, MD & CEO	4	4	100
Shri R Ramkumar *	2	2	100
CA Dr Chinnasamy Ganesan	4	4	100
Dr Harshavardhan R #	2	2	100
Shri B Sankar, ED @	2	2	100
Shri J Natarajan, ED ^	-	-	NA

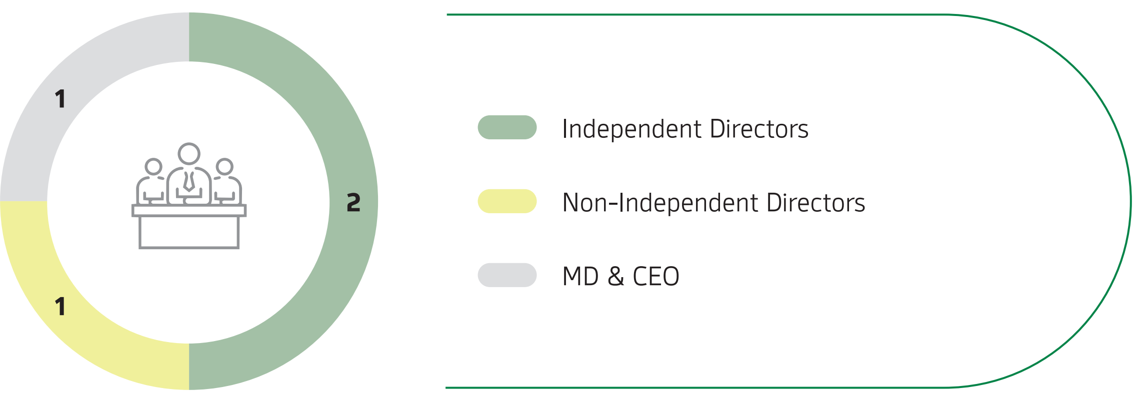
** Member of the Committee from 9th October 2025*

 # Member of the Committee till 8th October 2025

@ Member of the Committee from 22nd May 2025 and till 8th October 2025

^ Member of the Committee till 21st May 2025 & no meeting has been scheduled during his tenure

Composition of Special Committee of the Board for Monitoring and Follow-Up of Fraud Cases as on 31st March 2026



The terms of reference of the Committee, inter-alia, include the following:

The major functions of the Special Committee would be to monitor and review all the frauds to:

1. Responsible for review and monitor of frauds, including root cause analysis, and suggest mitigating measures for strengthening internal controls, risk management framework and minimizing the incidence of frauds and overseeing the effectiveness of fraud risk management in the bank.
2. Review frauds involving amount of ₹ 3 Crore and above within 90 days from the date of detection of Fraud.
3. Review frauds involving an amount of ₹ 50 Lakh and above as and when such frauds occurs.
4. A brief review covering the type of fraud, amount involved, recovery control gaps and mitigation measures taken shall be placed to SCBMF on quarterly basis covering details of frauds below ₹ 50 Lakh.
5. Identify the systemic lacunae, if any, which facilitated perpetration of the fraud and put in place measures to plug the same.
6. Identify the reasons for delay in detection, if any, reporting to top management of the bank and RBI.
7. Oversee the effectiveness of the framework for Early Warning Signals (EWS) and Red Flagged Accounts (RFA).
8. Cases remaining in red-flagged status beyond 180 days shall be reviewed by SCBMF.
9. Review the meetings of Executive Level Committees aligned to SCBMF (FMG and FIC).
10. Monitor progress of CBI/Police Investigation and recovery position.
11. Ensure that staff accountability is examined at all levels and staff-related action, if required, is completed expeditiously.

8. Information Technology Strategy and Digital Transaction Monitoring Committee (ITS & DTMC)

Your Bank has formed Information Technology Strategy and Digital Transaction Monitoring Committee (ITS & DTMC) pursuant to guidelines/circulars issued by RBI. The Committee, inter-alia, ensures that the Bank is appropriately placed in a rapidly changing technological environment and adopted the right technology at the right time to ensure continued competitiveness, safety, security, encouraging of digital transactions in line with national objectives, formulation of IT strategies and review IT investments.

The Committee shall consist of minimum of three members. The Chairperson of the Committee shall be an Independent Director with substantial expertise in Information Technology, including experience in managing or guiding IT-related initiatives. The members of the Committee shall be technically competent to effectively discharge their responsibilities.

During the FY 2025-26, the Information Technology Strategy and Digital Transaction Monitoring Committee met five (5) times, and the date of the meetings are mentioned below:

03/04/2025	11/06/2025	08/09/2025	21/11/2025	16/02/2026

The details of attendance of each Director at the meetings held during the period from 01st April 2025 to 31st March 2026 are mentioned below:

Name of the Directors	No. of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
Dr Meena Hemchandra,^ Chairperson of the Committee	5	5	100
Shri B Ramesh Babu, MD & CEO	5	5	100
CA Dr Chinnasamy Ganesan	5	5	100

Name of the Directors	No. of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
Dr Mythili Vutukuru *	2	2	100
Shri K G Mohan #	3	3	100
Shri B Sankar, ED $	2	1	50
Shri J Natarajan, ED @	1	0	-

^ Members of the Committee till 8th October 2025 & appointed as Chairperson of the Committee from 9th October 2025

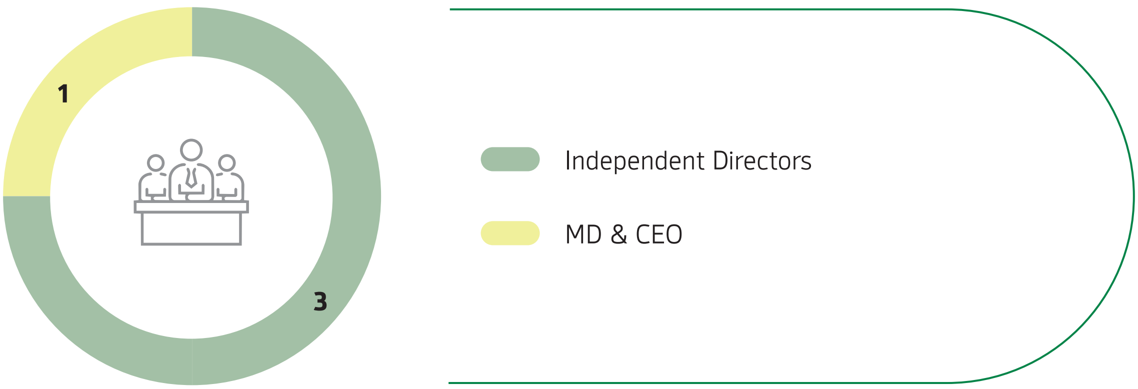
** Member of the Committee from 9th October 2025*

 # Member of the Committee till 8th October 2025

$ Member of the Committee from 22nd May 2025 to 8th October 2025

@ Member of the Committee till 21st May 2025

Composition of Information Technology Strategy and Digital Transaction Monitoring Committee (ITS & DTMC) as on 31st March 2026



The terms of reference of the Committee, inter-alia, include the following:

1. Suggest improvement and monitor the implementation of modern technology in the Bank.
2. Approving IT strategy and policy documents.
3. Ensuring that the management has put an effective strategic planning process in place.
4. Ratifying that the business strategy is indeed aligned with IT strategy.
5. Ensuring that the IT organizational structure complements the business model and its direction.
6. Ensuring that management has implemented processes and practices that ensure that the IT delivers value to the business.
7. Ensuring IT investments represent a balance of risks and benefits and that budgets are acceptable.
8. Monitoring the method that management uses to determine the IT resources needed to achieve strategic goals and provide high-level direction for sourcing and use of IT resources.
9. Ensuring proper balance of IT investments for sustaining bank's growth.
10. Understanding exposure to IT related risks; the proposed controls thereof and evaluating effectiveness of management's monitoring of IT risks.
11. Assessing Senior Management's performance in implementing IT strategies.
12. Issuing high-level policy guidance (e.g. related to risk, funding or sourcing tasks).
13. Confirming whether IT or Business Architecture has been designed, to derive the maximum business value.
14. Overseeing the aggregate funding of IT at a Bank-level and ascertaining if the management has resources to ensure the proper management of IT risks.
15. Reviewing IT performance measurement and contribution of IT to businesses (i.e., delivering the promised value).

16. Reviewing and monitoring the Bank's Digital Banking strategy i.e., penetration in market, setting of Digital transactions target, review of progress made to improve the digital transactions, review of initiatives taken for educating the customers & publicity in the front of digital transactions and providing direction on areas of focus.
17. Reviewing the Minutes of Executive Level Committees "Technology (IT Steering)" and Convener Department "Information & Technology Department (ITD)"; and "Information Security (IS)" and Convener Department "Information Security Group (ISG)".
18. Review, at least on annual basis, the adequacy and effectiveness of the Business Continuity Planning and Disaster Recovery Management of the bank.
19. Review of Senior Management and IT Steering Committee: Update ITSC and CEO periodically on the activities of IT Steering Committee. The IT Steering Committee shall meet at least on a quarterly basis.
20. Review of cyber security risks/arrangements/ preparedness of the Bank before the Board/MCB/ITSC at least on a quarterly basis.
21. To convene committee meetings with specific themes in each alternate meeting viz., Strategy, Program Management & Business Value, IT Governance and Information / Cyber Security together with external lectures on latest trends and technologies.
22. Review of the status of all ongoing IT projects through dashboard together with project management rigour.
23. Review of the status of CBS version upgrade.
24. Review of cost benefit Analysis of migrations from old to new technologies.
25. Review of observations and findings of Executive Level Steering Committee on CBS Migration project.
26. Review of Budget vs Achievement.
27. Any other terms of reference as may be included from time to time by the Board or in compliance with RBI Guidelines, IBA etc., from time to time.

9. Review Committee for Wilful Defaulters and Large Defaulters

Pursuant to the Reserve Bank of India circular letter no.RBI/2014-15/73 DBR No.CID.BC.57/20.16.003/2014-15 dated 1st July 2014 and circular letter No. RBI/2014-15/362 DBR.No.CID.BC.54/20.16.064/2014-15 dated 22nd December 2014, your Bank has constituted the Review Committee for Wilful Defaulters and Non-Cooperative Borrowers to review the orders passed by the Committee of Executives for Identification of Wilful Defaulters & Non-Cooperative Borrowers and provide final decision with regard to identified Wilful Defaulters & Non-Cooperative Borrowers. Based on the RBI vide its circular no. RBI/ DoR/2024-25/122 DoR.FIN.REC.No.31/20.16.003/2024-25 dated 30th July 2024, the name of the Committee has rechristened as "Review Committee for Wilful Defaulters and Large Defaulters". This Committee is headed by MD & CEO of the Bank.

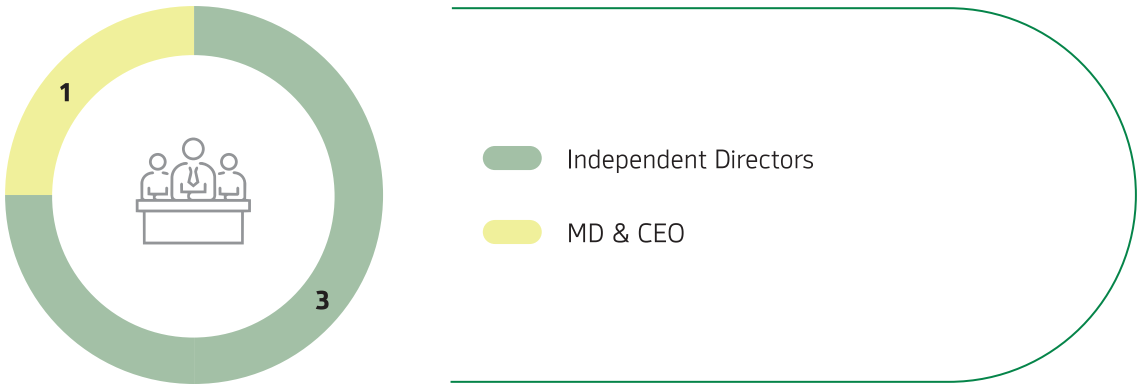
During the FY 2025-26, the Review Committee for Wilful Defaulters and Large Defaulters met three (3) times, and the date of the meetings are mentioned below:

09/06/2025	24/09/2025	16/02/2026

The details of attendance of each Director at the meetings held during the period from 01st April 2025 to 31st March 2026 are mentioned below:

Name of the Directors	No. of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
Shri B Ramesh Babu, MD & CEO, Chairman of the Committee	3	3	100
CA Dr Chinnasamy Ganesan	3	3	100
Shri R Vidhya Shankar	3	3	100
Smt. Srimathy Sridhar	3	3	100

Composition of Review Committee for Wilful Defaulters and Large Defaulters as on 31st March 2026



The terms of reference of the Committee, inter-alia, include the following:

1. Review and confirm the order of the executive committee for Classification of borrowers as "Wilful Defaulters" or "Large Defaulters".
2. The proposal of the Identification Committee along with the written representation received shall be considered by the Review Committee.
3. The Review Committee shall provide an opportunity for a personal hearing also to the borrower/ guarantor/ promoter/ director/ persons who are in charge and responsible for the management of the affairs of the entity when they express their desire to be heard.
4. Any other matters identified from time to time or as advised by the Board.

10. Corporate Social Responsibility & Environmental, Social and Governance Committee (CSR & ESG)

In line with the requirements of section 135 of the Companies Act, 2013 and rules made there under with respect to Corporate Social Responsibility and in order to have an effective governance mechanism and oversee the development & implementation of the Bank's ESG framework, your Bank has constituted Corporate Social Responsibility & Environmental, Social and Governance Committee (CSR & ESG). Your Bank has in place Board approved CSR Policy recommended by CSR & ESG Committee. CSR policy of the Bank aims at promoting education, sanitation, safe drinking water facilitation, rural healthcare, promotion of sports, promotion of arts and culture, etc. In tune with CSR policy, your Bank has been supporting various projects and causes that seek to improve the economic and social wellbeing of the community at large.

The Committee is headed by MD & CEO of the Bank.

During the FY 2025-26, the Corporate Social Responsibility & Environmental, Social and Governance Committee met four (4) times and the date of the meetings are mentioned below:

14/07/2025	11/08/2025	01/12/2025	23/03/2026

The details of attendance of each Director at the meetings held during the period from 01st April 2025 to 31st March 2026 are mentioned below:

Name of the Directors	No. of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
Shri B Ramesh Babu, MD & CEO, Chairman of the Committee	4	4	100
Dr Meena Hemchandra, Chairperson	4	4	100
Shri R Ramkumar $	2	2	100

Name of the Directors	No. of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
Shri Murali Ramaswami	4	4	100
Dr Harshavardhan R *	2	2	100
Shri B Sankar, ED #	2	2	100
Shri J Natarajan, ED ^	-	-	NA

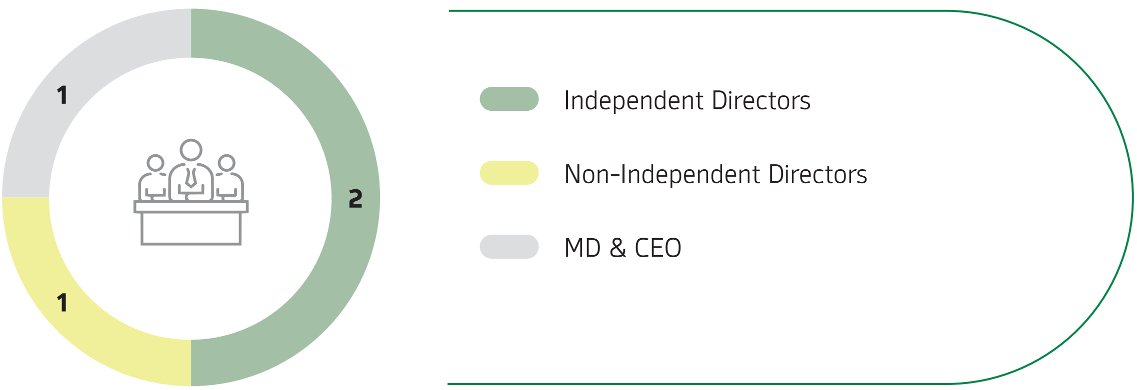
[$] Member of the Committee from 9th October 2025

** Member of the Committee till 8th October 2025*

 # Member of the Committee from 22nd May 2025 to 8th October 2025

^ Member of the Committee till 21st May 2025 & no meeting has been scheduled during his tenure

Composition of Corporate Social Responsibility & Environmental, Social and Governance Committee (CSR & ESG) as on 31st March 2026



The terms of reference of the CSR & ESG Committee, inter-alia, include the following:

1. Formulate and recommend to the Board of Directors a Corporate Social Responsibility Policy indicating the activities to be undertaken by the Bank. Further review of Policy from time to time.
2. Provide guiding principles for selection, implementation and monitoring of projects.
3. Formulation of the Annual Action Plan (AAP) & recommend to Board.
4. Review the Annual Action Plan implementation & revision, if required.
5. Recommend the amount to be spent on the CSR activities.
6. Periodically review the effectiveness of CSR spends.
7. Ensure that CSR Activities are undertaken directly or through registered Implementation Agencies who meet the eligibility criteria prescribed under the CSR Policy Rules.
8. Review the impact assessment report & internal audit reports.
9. Review Certification by the Chief Financial Officer (CFO) or the person responsible for financial management regarding the utilization of the CSR Expenditure / payments.
10. Review the Disclosures of the Bank's CSR activities stipulated in applicable CSR laws and rules.
11. Review implementation of the CSR Policy and AAP, such that the CSR Project(s) / Program(s) that are being proposed to be undertaken are aligned to the Bank's social, environmental and economic activities to the extent possible.
12. Formulate and recommend to the Board of Directors an ESG Policy. Further review of Policy from time to time.
13. Oversee the development and implementation of the Bank's ESG framework.
14. Provide strategic direction to the Bank's ESG performance taking into consideration of the relevant risks and opportunities.

15. Oversee compliance with ESG regulations applicable to the Bank.
16. Monitor progress on the ESG framework implementation from time to time.
17. Oversee reporting and disclosure of the ESG performance in accordance with appropriate regulations and standards.
18. Review periodic report placed before the Committee regarding the activities undertaken in both CSR & ESG.

11. HUMAN RESOURCES COMMITTEE (HRC)

Human Resources Committee (HRC) is a non-statutory Board level Committee constituted during the year under report to provide a focused and dedicated approach to matters relating to Human Resources (HR) of the Bank.

The Committee is responsible for addressing, reviewing, and guiding HR-related aspects, with particular emphasis on employees belonging to cadres below the Senior Management Cadre. The HRC ensures that HR policies, practices, and initiatives for these cadres are aligned with the Bank's strategic objectives, regulatory requirements, and best governance standards. The Committee is headed by Independent Director.

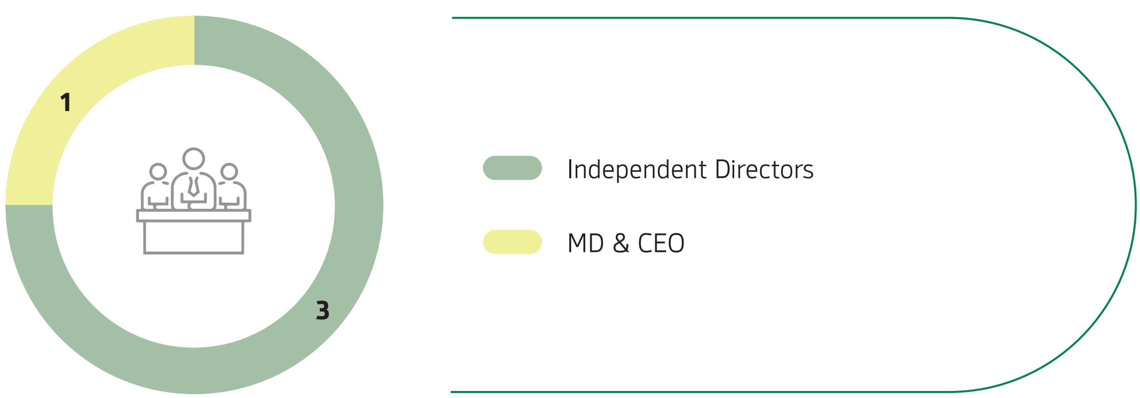
During the FY 2025-26, the Human Resources Committee met two (2) times and the date of the meetings are mentioned below:

07/11/2025	09/01/2026

The details of attendance of each Director at the meetings held during the period from 01st April 2025 to 31st March 2026 are mentioned below:

Name of the Directors	No. of Meetings during his/her tenure		Percentage (%)
	Conducted	Attended	
Smt. Srimathy Sridhar, Chairperson of the Committee	2	2	100
Dr Meena Hemchandra, Chairperson	2	2	100
Shri Ramesh Babu	2	2	100
Dr Harshavardhan R	2	2	100

Composition of Human Resources Committee (HRC) as on 31st March 2026



The terms of reference of the Human Resources Committee, inter- alia, include the following:

1. Oversight on various HR related Policies and to undertake periodic review on existing HR Policies of the Bank.
2. Review HR Strategy aligning with business strategy of the Bank.
3. Guide the Bank in Manpower Planning and Recruitment of staff below the Senior Management Cadre.
4. Guide management on engaging experts for HR related aspects.
5. Create benchmarks for evaluating performance levels of staff below Senior Management Cadre and to review their productivity levels with that of benchmarking.
6. Review skill gaps and talent pool creation by assessing learning initiatives.
7. Review and direct on employee engagement initiatives to drive organization success.
8. The regular operational level approvals to be continued within the terms of reference of MCB to have seamless functioning considering the periodicity of the MCB Meetings.
9. Any other matters identified from time to time or advised by the Board.

Other than the above Committees, Growth Strategy Committee constituted for the purpose of exploring various business development opportunities and strategic growth initiatives of the Bank. During the year under review, the Committee has met three (3) times & headed by Shri B Ramesh Babu, MD & CEO, and Independent Directors Dr Harshavardhan R and Shri Murali Ramaswami as members. The constitution of the Committee and terms of reference are in accordance with the Corporate Governance Policy of the Bank.

LEAD INDEPENDENT DIRECTOR

During the year under review, the Board of Directors have designated Dr Harshavardhan R, Senior Independent Director as Lead Independent Director of the Bank.

SEPARATE MEETINGS OF THE INDEPENDENT DIRECTORS:

Pursuant to the provision of the Companies Act, 2013 and SEBI LODR, the Independent Directors met two (2) times during the FY 2025-26 without the attendance of Non-Independent Directors and Members of the Management. The date of the meetings are mentioned below:

29/09/2025	30/03/2026

Independent Directors in the meeting held on 30th March 2026 have reviewed the performance of Non-Independent Directors and the Board as a whole after taking into account views of Executive and Non-Executive Directors. The Performance evaluation of Non-Independent Directors was on the basis of the criteria such as attendance and participation at the Board; knowledge and expertise; management of relationship with stakeholders; skillset, personal attributes, integrity and ethics, preparedness, etc., and assessed the quality, quantity and timelines of flow of information between the Bank Management and the Board. The Independent Directors expressed satisfaction about the quality, quantity and timelines of flow of information between the Senior Management and the Board.

The Independent Directors on the Board bring a diverse range of expertise and rich experience across various domains. They comprise: an experienced former Central Banker with over four decades of experience across all facets of banking; a seasoned professional with extensive experience in Strategic Planning and Risk Management, actively contributing to and overseeing the Bank's strategic planning processes; a retired Executive Director of a bank with over three decades of comprehensive experience in the banking sector; an eminent Chartered Accountant having extensive knowledge and experience in carrying out Bank/ NBFC audits, specializes in Financial Reporting (including Ind AS, IFRS and US GAAP), Company law matters, audit and taxation and contributing significantly to strengthening audit practices and internal control systems of the Bank; a distinguished expert in corporate law with recognized expertise in various legal and regulatory matters; a retired Executive Director with around four decades of extensive experience across multiple dimensions of the banking industry; a Professor from IIT Bombay with specialization in Information Technology, enabling the Board to benefit from expert guidance in a rapidly evolving technological environment, along with valuable inputs in other strategic areas.

Board recognizes that the Independent Directors comprise a diversified group of eminent professionals with high standards of competence and integrity. They contribute effectively by expressing their views independently and exercising sound and objective judgment in the decision-making process.

AFFIRMATION AND DISCLOSURE

SUCCESSION PLANNING

Succession Planning is a key element of governance, ensuring the smooth and effective functioning of the Board and Senior Management. It is a continuous process of identifying and developing talent with the necessary competencies to maintain leadership continuity in key roles. The bank maintains a progressive learning and development agenda to ensure success in this endeavor. Bank has framed a comprehensive Succession Planning Policy for the Board and a structured framework for Senior Management Personnel.

The Bank's Nomination and Remuneration Committee (NRC) oversees matters of succession planning of its Directors, Senior Management and Key Managerial Personnel. The Board of the Bank also ensures that proper plans are put in place for orderly succession of appointment to the Board and to senior management of the Bank.

SENIOR MANAGEMENT

Particulars of Senior Management of the Bank as on 31st March 2026:

Name Sarvashri	Designation	Position
Chandrasekaran M S	Chief General Manager	Chief Operating Officer
Shekhar Ramarajan*	General Manager	Head - Corporate Institutional Group
Immanuel Gnanaraj Daniel	General Manager	Chief Human Resources Officer
Ramshankar R	General Manager	Chief Financial Officer
V S R A Kumar Ravutu	General Manager	Head - Credit Monitoring & Recovery Department
Nitin Rangaswami A	General Manager	Head – Retail Assets
Jatla Sivaramakrishna	General Manager	Chief Risk Officer
Ravi S	General Manager	Head - Agricultural Banking Group
S T Gopal	General Manager	Head – Retail Liabilities
Mohan Kumar G	General Manager	Chief Compliance Officer
Saravanan S	General Manager	Chief Information Technology Officer
Ganesan R	General Manager	Head – Internal Audit
Vijayakumar P V	General Manager	Head - Operations
Muthu Kumar K P	General Manager	Head - Commercial Banking Group
Srinivasarao Maddirala	Deputy General Manager	Company Secretary
Ajin Raj	Assistant General Manager	Chief of Internal Vigilance

** Relieved on 30th June 2026 consequent to resignation.*

Changes in Senior Management during the FY 2025-26:

Employee Name Sarvashri	Designation	Remarks
Mohan Kumar G	General Manager – Chief Compliance Officer	Appointed as Chief Compliance Officer w.e.f. 01st May 2025
Saravanan S	General Manager – Chief Information Technology Officer	Elevated as General Manager and appointed as Chief Information Technology Officer w.e.f. 01st May 2025
Vijayakumar P V	General Manager – Head Operations	Designated as Head Operations w.e.f. 01st May 2025 & elevated as General Manager w.e.f. 20th May 2025
Muthu Kumar K P	General Manager – Head Commercial Banking Group	Elevated as General Manager & appointed as Head - Commercial Banking Group w.e.f. 20th May 2025
V S R A Kumar Ravutu	General Manager – Head Credit Monitoring and Recovery Department	Appointed as Head Credit Monitoring and Recovery Department w.e.f. 01st September 2025
Ganesan R	General Manager – Head Internal Audit	Appointed as Head Internal Audit w.e.f. 01st October 2025

Senior Management Personnel who demitted the office at the Bank during the FY 2025-26:

Employee Name Sarvashri	Designation	Remarks
Sudhakar K V S M	Chief General Manager – Chief Compliance Officer	Relieved on 30th April 2025 consequent to Resignation
Sekar S	General Manager – Chief Information Officer	Relieved on 30th April 2025 consequent to completion of term
Murali L	General Manager – Head Internal Audit	Superannuated on 30th September 2025
Mahendran K	General Manager – Country Head PMD	Relieved on 29th November 2025 consequent to completion of term

COMPENSATION POLICY

The Bank has in place a Comprehensive Compensation Policy in tune with the objectives as enumerated in the Companies Act, 2013, RBI guidelines and the SEBI LODR, as amended from time to time. The Compensation Policy of the Bank covers the compensation payable to all the employees including the MD&CEO/WTD, Key Managerial Personnel, Material Risk Takers, Control Function Staff as per the guidelines of RBI as also fee payable to Non-Executive Directors/Independent Directors. In terms of the said policy the compensation structure shall have fixed and variable components. The Variable pay shall be payable on the basis of achievement of performance criteria, consisting the qualitative and quantitative parameters applied by Nomination and Remuneration Committee. Such variable pay shall be subject to malus and clawback provisions and may be awarded in both cash and non-cash forms. The non-cash component shall be in the form of share-linked instruments.

The Bank is a party to Industry level Bi-partite settlement of IBA and has been following the emoluments/ compensation as arrived in the Bi-partite settlements. Remuneration to employees is defined by the IBA pay scale/CTC pay structure.

Remuneration to Non-Executive Directors

Sitting Fees

Non-Executive directors including independent directors are entitled to sitting fees for each meeting of the Board and Committees. Pursuant to the provisions of the Companies Act, 2013, sitting fees of ₹75,000/- and ₹50,000/- per meeting are paid to Non-Executive Directors for the FY 2025-26 for attending the Board and Board Level Committees respectively.

Fixed Remuneration

In accordance with the provision of the Companies Act, 2013 and RBI guidelines, Non-Executive Directors except Part-time Chairperson are eligible to receive fixed remuneration.

In order to enable the Bank to attract and retain qualified and competent individuals, the fixed remuneration payable to Non-Executive Directors (excluding the Non-Executive (Part-time) Chairperson) has been paid at 0.2% of the profits available for distribution, subject to maximum ceiling of ₹ 20,00,000/- per annum per Director for the financial year 2025-26.

The criteria of making payments to Non-Executive Directors/ Independent Directors of the Bank are contained in the Comprehensive Compensation Policy and it is available on the Bank's website at www.kvb.bank.in/docs/investor-compensation-policy.pdf

No material pecuniary relationship exists between the Non-Executive Directors vis-à-vis the Bank, other than payment of Sitting Fees for attending the Board/Committee Meetings and fixed remuneration and no stock options are granted to any of the Non-Executive Directors.

Remuneration paid to the Non-Executive Directors for the FY 2025-26 is mentioned below:

Name of the Director Sarvashri	Amount (₹ in Lakh)	
	Sitting Fees	Fixed Remuneration $
Dr Meena Hemchandra, Chairperson	26.25	NA
Dr Harshavardhan R	27.75	20.00
Murali Ramaswami	27.75	20.00
CA Dr Chinnasamy Ganesan	22.25	20.00
R Vidhya Sankar	22.75	20.00
Srimathy Sridhar	21.75	20.00
Dr Mythili Vutukuru #	7.75	10.36
K G Mohan*	13.75	10.63
R Ramkumar ^	23.25	20.00

$ *Fixed Remuneration pertaining to FY 2025-26 has been paid during May 2026.*

Appointed as Independent Director of the Bank on 24th September 2025.

* *Demitted office at the close of office hours on 11th October 2025, consequent to completion of his tenure.*

^ *Demitted office at the close of office hours on 24th June 2026, consequent to completion of his tenure.*

Remuneration to Independent (Part-time) Chairperson

In line with the approval accorded by the Reserve Bank of India (RBI), the Bank has paid remuneration to Dr. Meena Hemchandra, Independent (Part-time) Chairperson, amounting to ₹ 29,05,645.15 for the financial year 2025-26. This amount is exclusive of sitting fees paid for attending Board and Committee meetings.

Remuneration to Whole-time Directors

In line with the RBI guidelines and Compensation policy of the Bank, compensation structure of Executive Directors of the Bank, consist of both fixed pay and variable pay with deferral arrangements.

- **Managing Director & CEO**

  In terms of Compensation policy, MD & CEO is one of the Material Risk Takers. During the financial year, Shri B Ramesh Babu, Managing Director & CEO was paid sum of ₹ 2,51,51,311.70/- as fixed pay of the FY 2025-26.

  Further, during the year, deferral payment of variable pay of ₹ 10,65,821/- for the FY 2021-22, deferral payment of variable pay of ₹ 10,74,235/- for the FY 2022-23 and deferral payment of variable pay of ₹ 15,91,507/- for the FY 2023-24 and upfront payment of variable pay of ₹ 64,25,000/- for the FY 2024-25 was also paid.

  Furthermore, during the year 23,631 shares, 16,658 shares and 15,697 shares were allotted to consequent to vesting of the stock option granted under deferral arrangement of variable for the FY 2021-22, FY 2022-23 and FY 2023-24 respectively under ESOS 2018.

- **Executive Directors**

  Shri B Sankar

  Executive Director being Material risk taker, during the financial year, he was paid sum of ₹ 1,09,65,661.89/- as fixed pay for FY 2025-26.

- **Former Executive Director**

  Shri J Natarajan

  Shri J Natarajan, Ex-Executive Director being Material risk taker, during the financial year, he was paid sum of ₹ 42,45,780.65/- as fixed pay of the FY 2025-26.

  During the year, deferral payment of variable pay of ₹ 5,60,897/- for the FY 2023-24 was paid, for the position he held as President and COO of the Bank, deferral payment of variable pay of ₹ 3,30,312/- for the position he held as President and COO of the Bank in FY 2024-25 (1st April 2024 to 21st May 2024), upfront payment of variable pay of ₹ 32,76,000/- for the position he held as Executive Director of the Bank (22nd May 2024 to 21st May 2025).

  Furthermore, during the year 22,893 shares, 14,266 shares and 5,532 shares were allotted to consequent to vesting of the stock option granted under deferral arrangement of variable for the FY 2021-22, FY 2022-23 and FY 2023-24 respectively under KVB ESOS 2018, for the position he held as President and COO of the Bank.

GENERAL BODY MEETINGS:

a) Location, day, date and time, where the last three Annual General Meetings (AGM) were held:

AGM	Financial Year	Location	Day, Date and Time
106th	2024-25	The Karur Vysya Bank Limited, Regd. & Central Office, No. 20, Erode Road, Vadivel Nagar, L.N.S., Karur- 639002. (through Video Conferencing)	Thursday, 21st August 2025, 11.00 A.M. IST
105th	2023-24	The Karur Vysya Bank Limited, Regd. & Central Office, No. 20, Erode Road, Vadivel Nagar, L.N.S., Karur- 639002. (through Video Conferencing)	Wednesday, 14th August 2024, 11.00 A.M. IST

AGM	Financial Year	Location	Day, Date and Time
104th	2022-23	The Karur Vysya Bank Limited, Regd. & Central Office, No. 20, Erode Road, Vadivel Nagar, L.N.S., Karur- 639002. (through Video Conferencing)	Wednesday, 23rd August 2023, 11.00 A.M. IST

b)	Whether any special resolutions passed in the previous three Annual General Meetings (AGM)	Yes. 1. At the 106th AGM held on 21st August 2025, one special resolution "To approve Karur Vysya Bank Employees Stock Option Scheme" was passed. 2. No Special Resolutions were passed in the 105th Annual General Meeting held on 14th August 2024. 3. No Special Resolutions were passed in the 104th Annual General Meeting held on 23rd August 2023
c)	Whether any special resolution passed last year through postal ballot- details of voting pattern	Yes. During the FY 2025-26, two Special Resolutions were approved on 17th May 2025 and one Resolution was approved on 20th December 2025, with requisite majority vide Postal Ballot Notice dated 27th March 2025 and 11th November 2025 respectively as detailed below: Description of the Resolution:

1. To approve the re-appointment of Dr Meena Hemchandra (DIN: 05337181), as Non-Executive Independent Director of the Bank, for second term of five (5) years.

No. of Votes – Favour	% of Votes - Favour	No. of Votes – Against	% of Votes - Against
401274989	93.42	28266056	6.58

2. To approve the re-appointment of Shri Murali Ramaswami (DIN: 08659944), as Non-Executive Independent Director of the Bank, for second term of five (5) years.

No. of Votes – Favour	% of Votes - Favour	No. of Votes – Against	% of Votes - Against
399446861	93.00	30087342	7.00

3. To approve the Appointment of Dr Mythili Vutukuru (DIN: 10371961) as Non-Executive Independent Director of the Bank for a period of three (3) years.

No. of Votes – Favour	% of Votes - Favour	No. of Votes – Against	% of Votes - Against
494639079	99.99	54864	0.01

The aforementioned Postal Ballots were conducted through the Remote e-Voting process in accordance with the circulars issued by Ministry of Corporate Affairs, provisions of the Companies Act, 2013 and other applicable laws.

d)	Person who conducted the postal ballot exercise	Shri R K Bapulal (FCS No. 5893), Senior Partner, M/s Bapulal Yasar & Associates, Company Secretaries, Madurai
e)	Whether any special resolution is proposed to be conducted through postal ballot?	No Special Resolution requiring Postal Ballot is being proposed on or before the ensuing Annual General Meeting of the Bank.
f)	Procedure for the postal ballot	Not Applicable

Means of Communication

Pursuant to Regulation 46 of SEBI LODR and NSE Circular Ref. No: NSE/CML/2022/32 dated 4th July 2022, your Bank maintains a functional website viz., www.kvb.bank.in and having separate section viz., "Investor Corner" which contains investors information about the Bank such as details of its business, financial results, shareholding pattern, compliance with the corporate governance requirements and other Corporate Communications made to the Stock Exchanges, Notices & Annual Reports of the Bank, unpaid/unclaimed dividend details, contact details of the designated officials who are responsible for assisting and handling investor grievances, etc.

In line with SEBI LODR, the Board of Directors of the Bank reviewed and taken on record/approved the quarterly un-audited financial results within 45 days from the end of respective quarters and the audited financial results for the quarter and year ending within 60 days from the end of the financial year. The results are promptly forwarded to the stock exchanges within the stipulated time and are published in English and regional language newspapers, within 48 hours of the conclusion of the Board meeting. The results as well as other official press releases are also updated on the Bank's website at www.kvb.bank.in.

The Bank conducts con-call meeting with Institutional Investors/ Analysts every quarter, after declaration of financial results. Apart from the quarterly meeting, Bank also participates in Institutional Investors/Analysts meet on event basis. The Schedule of Meeting and Investors Presentation/Transcript/ Audio Recordings/Outcome of the meeting are promptly filed with the stock exchanges as well as displayed on the Bank's website in terms of SEBI LODR.

As a part of voluntary initiative, Bank has been sending an email to all shareholders who registered their mail id with Bank's RTA/ Depository Participant about the financial results of the Bank every quarter.

Financial Calendar for the results during the FY 2025-26:

FY 2025-26	For the **Q1** ended 30th June 2025	For the **Q2** ended 30th September 2025	For the **Q3** ended 31st December 2025	For the **Q4** ended 31st March 2026
Date of Approval	**24th July 2025**	**17th October 2025**	**23rd January 2026**	**7th May 2026**

GENERAL SHAREHOLDER INFORMATION

107th Annual General Meeting	Date: 05th August 2026
	Day: Wednesday
	Time: 11.00 A.M. IST
	Venue: Through Video Conferencing("VC")/Other Audio Visual Means ("OAVM")
Financial Year	1st April 2025 to 31st March 2026
Dividend Payment Date	On or after 06th August 2026
Listing on Stock Exchanges	Equity Shares are listed in National Stock Exchange of India Limited, Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai-400051. Listing fees payable to the National Stock Exchange where the Equity Shares are listed has been duly paid. Equity Shares of the Bank are traded under 'permitted' category in BSE under Stock Code:590003
Stock Code	NSE: KARURVYSYA
ISIN	Equity: INE036D01028

Registrar and Share Transfer Agent (RTA) (Both Physical and Demat Segments)	**Equity (INE036D01028):** MUFG Intime India Private Limited, "Surya", 35 Mayflower Avenue, Behind Senthil Nagar, Sowripalayam Road, Coimbatore -641028 Tamil Nadu. Tel: +91 422 – 2314792/4958995/2539835/2539836 e-Mail: investor.helpdesk@in.mpms.mufg.com Website: www.in.mpms.mufg.com CIN: U67190MH1999PTC118368
Share Transfer System	The Bank's shares which are in demat form are transferable through the depository system. Pursuant to Regulation 40 of the SEBI LODR, the requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form with a depository or Transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form. The Board has delegated the authority for approving transfer of Bank's securities to the Company Secretary.
Bank's address for correspondence/ Compliance Officer Address	Shri Srinivasarao Maddirala, Company Secretary & Compliance Officer, Investor Relations Cell, The Karur Vysya Bank Limited, Regd. & Central Office, No. 20, Erode Road, Vadivel Nagar, L.N.S., Karur- 639002. Phone: 04324-269441 e-Mail: kvb_sig@kvb.bank.in Website: www.kvb.bank.in
Corporate Identity Number (CIN)	L65110TN1916PLC001295

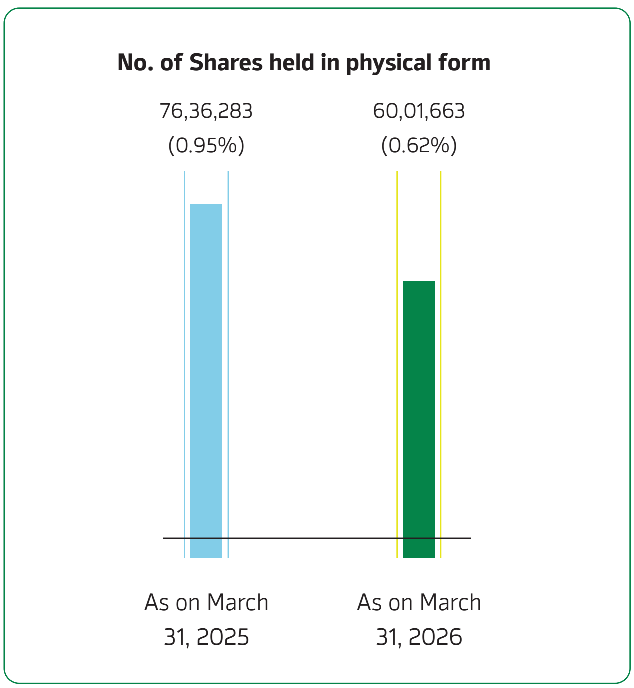
Dematerialization of shares and liquidity

Bank's Equity shares are available in both Demat and Physical form. The shares which are in Demat can be tradable and transferable through the Depository system - National Securities Depository Limited ('NSDL') and Central Depository Service (India) Limited ('CDSL'). The annual custody fees for the FY 2025-26 have been paid to NSDL and CDSL.

Particulars as on 31st March 2026	No. of Shares	% to the Total Shares
Demat	96,06,44,556	99.38
Physical	60,01,663	0.62

Out of 96,06,44,556 shares which held in Demat Mode, 85,34,30,800 are held in NSDL and 10,72,13,756 are held in CDSL.

Reduction in physical shareholders



Steps taken by the Bank for Dematerialization of Shares held by physical shareholders

In terms of the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI guidelines issued from time to time, the Bank encourages its shareholders to hold equity shares in dematerialised form. Dematerialization of shares facilitates faster transfer, eliminates risks associated with physical share certificates such as loss, theft or damage, and ensures ease of trading and settlement.

Shareholders holding shares in physical form are advised to dematerialise their shares by opening a demat account with a SEBI-registered Depository Participant (DP). The Bank and its Registrar and Share Transfer Agent (RTA) periodically communicate with shareholders to promote dematerialisation and to ensure compliance with applicable SEBI regulations.

Further, SEBI vide its master circular SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/91 dated 23rd June 2025, has stipulated that listed companies shall issue the securities in dematerialized form only while processing the following service request: i. Issue of duplicate securities certificate; ii. Claim from Unclaimed Suspense Account; iii. Renewal / Exchange of securities certificate; iv. Endorsement; v. Sub-division / Splitting of securities certificate; vi. Consolidation of securities certificates/ folios; vii. Transmission; viii. Transposition.

Awareness of importance of KYC Updations through Video at Annual General Meeting

During the Annual General Meeting held on 21st August 2025, Bank presented an awareness video of approximately four minutes, highlighting the importance of timely updation of Know Your Customer (KYC) details and aspects relating to unclaimed dividends. The initiative was undertaken to enhance shareholder awareness and facilitate compliance, thereby enabling shareholders to claim their entitlements without delay.

Bonus 2025 Escrow Account

Members of the Bank at their 106th Annual General Meeting held on 21st August 2025, have approved issue of Bonus Equity Shares in the proportion of 1 (one) fully paid-up bonus equity share of ₹ 2/- each for every 5 (five) fully paid-up equity share of ₹ 2/- each held by the members.

In accordance with Regulation 294 of SEBI ICDR Guidelines read with Section 29 of Companies Act, 2013, Bonus shares were issued in demat mode only. Bonus shares with respect to shareholders who were holding shares in physical form have been kept in the "KVB BONUS 2025 ESCROW ACCOUNT" of the Bank and the Bonus shares will be transferred to the demat account of shareholder(s) after receiving a valid claim request.

In order to claim Bonus Equity Shares from "KVB BONUS 2025 ESCROW ACCOUNT", we request you to provide us the following information / documents:

1. Duly filled in Claim Form & signed by the shareholder(s) (including joint holders) to transfer the shares.
2. Form ISR-1, ISR-2 along with related original cancelled cheque leaf, ISR-3/SH-13 and Form ISR-4 duly completed with related documents. (Including joint holders).
3. Latest Client Master List (CML) of your demat account duly certified by Depository Participant (DP) with seal, signature and the same should be self-attested by demat account holder(s).
4. Self-attested copy of PAN card of the registered holder/s (including joint holders).
5. Self-attested copy of address proof of the registered holder/s (like Aadhar Card, Voter Card, Passport, any utility bill not more than three-month old).
6. Self-attested photocopy of existing physical share certificate(s) of your shareholding (if available).

The format of said forms are available on website of the Bank's RTA at: https://www.in.mpms.mufg.com → Resource → Downloads → KYC →Formats for KYC and the Bank's website at https://www.kvb.bank.in/investor-corner/ → Share Holder FAQ.

Reconciliation of Share Capital Audit

Pursuant to Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, Reconciliation of Share Capital Audit has been carried out by a Practicing Company Secretary on quarterly basis. The Audit report confirms, inter-alia, the total issued and listed capital of the Bank with that of total share capital admitted/held in dematerialised form with NSDL and CDSL and those held in physical form. Report issued in this regard are submitted to NSE and placed before the Board of Directors for its review on quarterly basis.

List of Shareholders holding more than 1% shares in the Bank as on 31st March 2026 (PAN-Based):

Sr. No	Particulars	No. of Shares	% of Holding
1	HDFC Mutual Fund (Various Funds)	7,19,88,817	7.45
2	HSBC Mutual Fund (Various Funds)	4,21,15,979	4.36
3	Rekha Jhunjhunwala	4,01,85,019	4.16
4	Nippon Mutual Fund (Various Funds)	3,39,42,495	3.51
5	Axis Mutual Fund (Various Funds)	2,51,25,504	2.60
6	SBI Life Insurance Co. Ltd	1,68,28,858	1.74
7	HDFC Life Insurance Company Limited	1,61,70,559	1.67
8	Edelweiss Mutual Fund (Various Funds)	1,55,81,795	1.61
9	Canara Robecco Mutual Fund (Various Funds)	1,39,67,070	1.44
10	Invesco India Mutual Fund (Various Funds)	1,36,77,517	1.41
11	Axis Max Life Insurance Limited	1,36,47,094	1.42
12	Bajaj Allianz Life Insurance Company Ltd	1,18,69,502	1.23
	Total	**31,51,00,209**	**32.60**

Distribution of shareholding as on 31st March 2026

S. No	Shareholding of Shares	Number of Shareholders	% of Total Shareholders	Shares	% of Total Share Capital
1	1 to 500	2,25,234	79.76	2,12,56,078	2.20
2	501 to 1000	22,867	8.10	1,65,16,860	1.71
3	1001 to 2000	15,009	5.32	2,08,67,687	2.16
4	2001 to 3000	5,104	1.81	1,25,80,465	1.30
5	3001 to 4000	3,109	1.10	1,08,71,496	1.12
6	4001 to 5000	1,865	0.66	84,26,161	0.87
7	5001 to 10000	4,165	1.47	2,94,02,668	3.04
8	10001 & above	5,036	1.78	84,67,24,804	87.60
	Total	**2,82,389**	**100**	**96,66,46,219**	**100**

Disclosures

During the financial year ended 31st March 2026:

a) Related Party Transactions:

During the year under review, transactions entered with Related Parties were in the ordinary course of business and on arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. The Bank has not entered any materially significant related party transactions which could lead to a potential conflict with the interests of the Bank. Omnibus approval from the Audit Committee has been obtained for the transactions which are of repetitive nature and the said transactions with related parties were placed before the Audit Committee of the Board for its review as per the Regulations from time to time. Details of related party transaction under AS - 18 entered during the FY 2025-26 are given in notes to the financial statements. Board has put in place a policy on materiality of related party transactions and also on dealing with Related Party Transactions pursuant to the provisions of the Companies Act, 2013, SEBI LODR and the same has been available on the website of the Bank at https://www.kvb.bank.in/docs/related-party-transactions-policy.pdf.

b) Recommendation of Committee(s) of the Board:

During the year under review, all recommendations of the Committee(s) which are mandatorily required were accepted by the Board.

c) Strictures and Penalties:

There are no instances of non-compliance by the Bank; no penalties or strictures have been imposed by Stock

Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during last three years.

During the year under review, the Reserve Bank of India (RBI) imposed a penalty of ₹ 1,65,550/- due to deficiencies observed in soiled note remittances by currency chests, non-compliance with mutilated note exchange facilities at branches, and instances of cash-outs in ATMs. The Bank has subsequently recovered ₹ 94,150/- from service providers in connection with such deficiencies. Further, RBI has reversed a penalty of ₹ 5,000/- relating to a currency chest, pursuant to the Bank's representation.

d) Code of Conduct:

Pursuant to regulation 26(3) of SEBI LODR, all the Directors and Senior Managerial Personnel of the Bank have affirmed the compliance of the Code of Conduct laid down by the Bank. MD & CEO's affirmation that the Code of Conduct has been complied with by the persons covered under the Code is furnished at the end of this report.

e) MD & CEO/CFO Certification:

The MD & CEO and the CFO of the Bank have given certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of SEBI LODR. The said certificate is annexed and forms part of this report.

f) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Bank is committed to ensuring a safe, respectful, and inclusive workplace environment for all employees. The provisions relating to the prevention of sexual harassment at workplace are included under the Bank's Anti-Harassment Policy. The policy outlines the definition of unacceptable behaviour at workplace, the rights of employees, and the mechanism to report and resolve complaints in a time-bound and confidential manner.

Sexual harassment is treated as a major misconduct under The Karur Vysya Banks Officer Employees' (Conduct) Regulations and Bipartite settlement.

In compliance to the POSH Act 2013 the bank has a well-defined internal mechanism to address complaints related to sexual harassment. The complaints are handled with utmost sensitivity and confidentiality, ensuring fairness and adherence to legal norms. The system enables swift and impartial investigation and resolution of issues, reinforcing the Bank's Zero-Tolerance stance towards harassment.

The Bank places high priority on creating awareness about acceptable behaviour at the workplace. To this end, 'Harmony-Acceptable Behaviour at the Workplace' has been made an integral part of all training programs. Furthermore, an e-learning module on POSH Awareness has been developed and launched as a mandatory course for all employees. We sensitize employees with regards to their rights, responsibilities, and the grievance redressal mechanism available to them.

The details of complaints received, disposed and pending during the FY 2025-26 is as follows:

Number of complaints filed	Number of complaints disposed-off	Number of complaints pending
0	0	0

g) Whistle Blower Policy:

The details pertaining to Whistle Blower Policy are furnished in the Directors' Report that forms part of this Annual Report.

h) Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity:

Bank has not issued any GDRs/ADRs/Warrants or convertible instruments. Hence outstanding instruments, conversion date and likely impact on equity is not applicable.

i) Plant Locations:

The Bank is engaged in the business of Banking/ Financial Services and there are no Plant Locations. However, the Bank has 940 Branches (including Asset Recovery Branches, Corporate Business Units, Business Banking Units, OMC, Precious Metal Division and excluding three Extension Counters and four Satellite Offices), 1538 ATMs, 675 Bunch Note Recycler Machines (BNRM) and 397 Self-Service Passbook Kiosks as on 31st March 2026.

j) Disclosure on Commodity Price Risks and Foreign Exchange Risks and commodity hedging activities:

Commodity price risk arises from adverse movements in the prices of commodities such as gold and other precious metals. The Bank manages this risk within a comprehensive market risk framework governed by the Board approved Market Risk Management Policy and Integrated Treasury Policy, which together define the risk control framework for managing commodity price risk and foreign exchange risk.

The Board has prescribed a set of prudential risk limits to manage foreign exchange exposures, including the overall Net Overnight Open Position (NOOP) limit, stop loss limits for trading activities, Aggregate Gap Limit (AGL), and Value at Risk (VaR) limits. These limits are monitored on an ongoing basis to ensure that exposures remain within the approved risk appetite and control framework.

In respect of commodity linked exposures, the Bank has stipulated appropriate margin requirements for lending against commodities. A robust monitoring mechanism is in place to assess the adequacy of margins on a continuous basis, taking into account movements in prevailing commodity prices, thereby mitigating potential market driven risks.

The Bank uses derivative instruments such as forward contracts and foreign exchange swaps to hedge currency and interest rate risks arising from foreign currency balance sheet exposures, customer related transactions.

All such activities are undertaken within the overall risk limits and governance framework approved by the Board. The management of treasury products and related activities is governed by Board approved policies, ensuring prudent risk management, regulatory compliance, and effective oversight.

k) Mandatory Requirements:

The Bank has complied with all mandatory requirements under the provisions of SEBI LODR and amendments thereon from time to time.

l) Non-Mandatory Requirements:

In addition to the Mandatory Requirements, your Bank has ensured the implementation of the non-mandatory requirements as suggested in Regulation 27 of the SEBI LODR.

1. The Board:

The Bank is maintaining a Chairman's Office at its Registered & Central Office. Further, as on date, Bank has three women Independent Directors on the Board, as against the minimum requirement of one-woman Independent Director prescribed under the SEBI LODR.

2. Shareholders' Rights:

Your Bank places highest value on the shareholders and in order to enable the shareholders to be aware of their rights, bank has placed the details of Shareholders' Rights in its website at www.kvb.bank.in/investor-corner/.

The Bank discloses its financial results of every quarter to Stock Exchange within the prescribed timeline and it is available in the Stock Exchange's website. The same is also available on Bank's website at www.kvb.bank.in which is accessible to the public. The results are published in English Newspapers having wide circulation in India and a Tamil Newspaper having wide circulation in Tamil Nadu. Further, Bank has been sending an email to all shareholders who registered their mail id with Bank's RTA/Depository Participant about the financial results of the Bank on every quarter.

3. Unmodified Audit opinion/reporting:

The Auditors have expressed an unmodified opinion on the financial statement of the Bank.

4. Separate posts of Chairperson and the Managing Director (MD) or the Chief Executive Officer (CEO)

Your Bank has already separated the post of Chairperson and the MD & CEO in terms of RBI Regulations during 2008 and Bank is in compliance with SEBI LODR. Dr Meena Hemchandra, Independent Director, is the Part-time Chairperson of the Bank and she is not related to any other Directors of the Bank. Shri B Ramesh Babu is the Managing Director & CEO of the Bank.

5. Reporting of Internal Auditor:

In terms of RBI Guidelines, the Head of Internal Audit will report to MD & CEO and Audit Committee of the Board shall be reviewing the performance.

Audit Committee shall meet the Head of Internal Audit once in a quarter without the presence of the Senior Management, including the WTD.

6. Independent Directors:

During the FY 2025-26, Independent Directors has met twice on 29th September 2025 and 30th March

2026, without the presence of Non-Independent Directors and Members of the Management.

m) Disclosure on political contributions:

During the FY 2025-26, Bank has not made any political contribution.

n) Certificate under Regulation 34(3) of SEBI LODR:

Pursuant to the Regulation 34(3) read with Schedule V of the SEBI LODR, a certificate has been obtained from M/s. S.A.E. & Associates LLP, Company Secretaries confirming that none of the Directors on the Board of the Bank as on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Director of the Bank either by Securities and Exchange Board of India or the Ministry of Corporate Affairs or any other Statutory Authorities.

o) Directors E-KYC

The Ministry of Corporate Affairs (MCA) has vide amendment to the Companies (Appointment and Qualification of Directors) Rules, 2014, mandated registration of KYC of all the Directors through e-form DIR-3 KYC. All Directors of the Bank have complied with the aforesaid requirement.

p) Fees paid to Statutory Auditors (including Branch Statutory Auditors):

The total fees incurred by the Bank for services rendered by Statutory Auditors (including Branch Statutory Auditors) are given below. Further, your Bank does not have any subsidiary. There was no non-audit fees paid to Statutory Auditors for the FY 2025-26.

Particulars	FY 2025-26 (₹ in Lakh)
Audit fees/ Statutory certificates	439.02
Reimbursement of expenses*	21.88
Total (excluding GST)	**460.90**

** OPE of branch auditors included in reimbursement of expenses.*

Note: Figures are debits made to PL during the year, including provisions

q) Details of utilization of funds:

During the year under review, there was no Preferential Allotment or Qualified Institutional Placement as specified under Regulation 32(7A) of the SEBI LODR.

r) Policies of the Bank:

As a part of good Corporate Governance, the Bank has adopted various policies/codes from time to time which are hosted on the website of the Bank at https://www.kvb.bank.in/.

s) Credit Ratings and Change/Revisions in Credit Ratings for Debt Instruments and Certificate of Deposit Program during the FY 2025-26:

Credit Rating Agency	Instrument	Rating
CRISIL	Certificate of Deposits Program for ₹ 5,000 Cr	CRISIL A1+
CARE	Short Term Fixed Deposit of ₹ 12,000 Crore	CARE A1+
	Fixed Deposit	CARE AA; Stable
ICRA	Issuer Rating	[ICRA]AA (Stable)
ICRA	Certificate of Deposit Program for ₹ 10,000 Cr (Enhanced from ₹ 5,000 Cr)	[ICRA] A1+

Other than the same, there is no change /revision in Credit Ratings for Debt Instruments and Certificate of Deposit Program. More details on the Credit Ratings are disclosed in the Directors' Report which forms part of this Annual Report.

t) All disclosures in compliance with the Corporate Governance requirement specified in regulation 17 to 27 and clause (b) to (i) of sub regulation (2) of Regulation 46 to the extent applicable is available on Bank's website at www.kvb.bank.in. The Bank has obtained certificate affirming the Compliances with these regulations from M/s. S.A.E. & Associates LLP, Company Secretaries and forms part of this Report. It may be noted that their certificate confirms that the Bank has complied with the conditions of Corporate Governance as prescribed under SEBI LODR.

Compliance with SEBI (Prohibition of Insider Trading) Regulations, 2015

In compliance with the Securities and Exchange Board of India (SEBI) (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations") as amended, Bank has formulated "Internal Code of Conduct for Prevention of Insider Trading" as per Regulation 9 and also the "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" as per Regulation 8. The Code is applicable to the Directors, Designated Persons and their immediate relatives along with the Promoters and Promoter Group of the Bank. The Persons are required to ensure fullest compliance with the Internal Code at the time of trading in Bank's Securities. Company Secretary has been designated as the Compliance Officer and Chief Financial Officer (CFO) has been designated as the Chief Investor Relations Officer (CIRO) for this purpose. In terms of the PIT regulations and Bank's internal Code, Structured Digital Database is in place. The Code requires pre-clearance for dealing in the Bank securities beyond threshold limits. Further it prohibits the trade in the Bank's securities by the Directors, Designated Persons and their immediate relatives along with Promoters and Promoter Group of the Bank while in possession of UPSI in relation to the Bank and during the trading window closure period. Trading window shall be closed from the end of every quarter till two days after the declaration of financial results. The details of Trading Window closure during the period under report are mentioned below:

Trading Window Closure Period	Purpose of closure of Trading Window
1st April 2025 to 21st May 2025	Declaration of Audited Financial Results of the Bank for the quarter and Year ended March 2025
1st July 2025 to 26th July 2026	Declaration of Un-Audited Financial Results of the Bank for the quarter ended June 2025
1st October 2025 to 19th October 2025	Declaration of Un-Audited Financial Results of the Bank for the quarter and half year ended September 2025
1st January 2026 to 25th January 2026	Declaration of Un-Audited Financial Results of the Bank for the quarter and nine month ended December 2025

SHAREHOLDERS INFORMATION

Dividend

The Board of Directors of the Bank in its meeting held on 7th May 2026, has recommended dividend of ₹ 2.60/- per equity share on the face value of ₹2/- each (i.e., 130%) for the financial year ended 31st March 2026, subject to the approval of regulatory authorities, if any and shareholders at the 107th Annual General Meeting (AGM) of the Bank.

Dividend history of the Bank over the past five years

Year	Rate of Dividend	Dividend Payout ratio
2021-22	80%	19.01%
2022-23	100%	14.50%
2023-24	120%	12.03%
2024-25	130%	10.95%
2025-26	130% (Proposed)	10.01%

Dividend Distribution Policy

Pursuant to Regulation 43A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the Bank has Board approved "Dividend Distribution Policy". The Bank shall declare dividend only after ensuring compliance with the Banking Regulation Act, 1949, various regulatory guidelines on dividend declaration issued by RBI from time to time, the provisions of the Companies Act, 2013 & the rules made thereunder, SEBI LODR, as amended to the extent applicable for Banking Companies. The Policy is available on the website of the Bank at https://www.kvb.bank.in/docs/dividend-distribution-policy.pdf

Updation of KYC – Physical Shareholders

SEBI vide its Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated 6th February 2026 mandated that the shareholders (holding securities in physical form), shall update/furnish the PAN, Contact details (Postal Address with PIN and Mobile Number), Bank Account Details and Specimen Signature in their folio(s). Even though updating of Email ID and choice of nomination are optional, the shareholders are requested to register email id to avail online services and nomination to avoid legal complications.

Discontinuation of issuance of physical dividend warrants:

In terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 amendment, the provisions under Regulation 12 read with Schedule I relating to the issuance of dividend warrants have been omitted, with effect from 18th November 2025.

Due to aforesaid regulatory change:

1. All future dividend payments shall be made only through electronic mode of payment approved by the Reserve Bank of India.
2. The Bank will not be paying dividend(s) through physical mode i.e., 'Dividend Warrants'.
3. Shareholders who have not registered or updated their bank account details will not be able to receive dividends until such details are duly registered/updated.

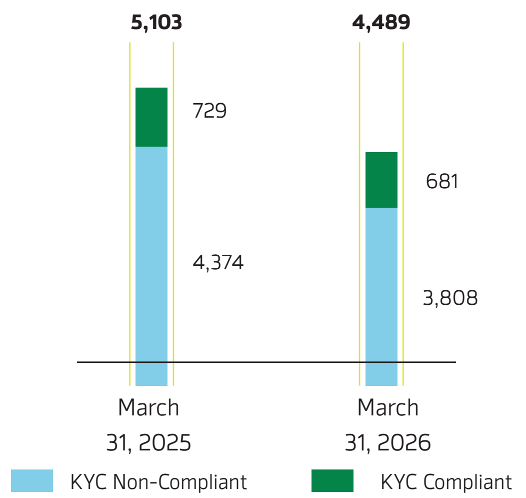
In view of the above, shareholders are requested to:

1. Ensure that bank account details are correctly registered/updated with the respective Depository Participant (for demat shareholders) or with the Registrar and Share Transfer Agent (for physical shareholders) to enable electronic credit of dividend.

2. Update their email address and mobile number for timely receipt of dividend intimations and other electronic communications.

Further, as per the Central Board of Direct Taxes (CBDT) notification, it is mandatory to link PAN with Aadhaar number. RTAs shall accept only valid PANs and the ones which are linked to the Aadhaar number. All physical security holders who are yet to link the PAN with Aadhaar number are requested to get the same done and as such folios (non-linking of PAN and Aadhaar number) would be also considered as non-KYC compliant.

Comparative status on KYC upadation Status over last year



Specimen copy of letter and prescribed forms for updating KYC and Nomination is available on the Bank's website at https://www.kvb.bank.in/investor-corner/.

Initiative taken by the Bank

To enhance the KYC compliant, your Bank has been closely following up with the Non-KYC compliant shareholders via., mails/telephonic conversation, whose data are registered with the Bank.

In order to ensure more attention, follow up are also made through the Divisional offices/Branches based on the shareholders' locations. Bank would ensure/explore other means to reach shareholders in this regard.

Further, in all the notices issued to shareholders furnished in the Newspaper having regional circulation as well as nation-wide circulation was accompanied with the procedure for KYC Updation.

The Bank is actively taking all necessary measures to significantly reduce KYC non-compliant cases.

Special Window for Transfer and Dematerialization of Physical Securities of the Karur Vysya Bank

Pursuant to SEBI Circular No. HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated 30th January 2026, another special window is open from 5th February 2026 to 4th February 2027 for re-lodgement of transfer requests of physical shares. This facility is available for transfer and dematerialization ("demat") of physical securities which were sold/purchased prior to 1st April 2019 and transfer deeds lodged prior to 1st April 2019, which were rejected, returned, due to deficiencies in documents.

The shares transferred during this special window period shall be mandatorily credited to the transferee only in demat mode and shall be under lock in period for a duration of one year from the date of registration of transfer. Such shares shall not be transferred/lien-marked/pledged during the said lock in period.

Special Window Period: 5th February 2026 to 4th February 2027

This facility is available for transfer deeds executed prior to 1st April 2019 subject to the following eligibility:

Execution Date of Transfer Deed	Lodged for transfer before 1st April 2019?	Original Security Certificate Available?	Eligible to lodge in the current window?
Before 1st April 2019	No (It is fresh lodgement)	Yes	✓
	Yes (It was rejected/returned earlier)		
	Yes	No	×
	No		×

The following cases will not be considered in the Special window:

(i) Cases involving disputes between transferor and transferee (to be settled through court/NCLT process);

(ii) Shares which have been transferred to Investor Education and Protection Fund (IEPF);

(iii) Re-lodgement/fresh lodgement of transfer requests executed prior to 1st April 2019 where original share certificate is not available.

Note: Shares re-lodged under this window shall be issued only in Demat mode after due verification of original share certificates.

Eligible investors who have missed the earlier deadline shall submit their transfer request along with the requisite documents to the Banks' RTA.

Disclosure of details of Unclaimed Shares Suspense Account under Regulation 39(4) of SEBI LODR:

Sr. No	Particulars	Number of shareholders	No. of shares
1	Aggregate number of shareholders and the outstanding shares as on 1st April 2025	1,425	2,26,438
2	Add: Bonus issued during 2025, shares pertaining to 1,023 shareholders has been credited to Unclaimed Shares Suspense Account during the FY 2025-26	-	44,153
3	Less: No. of shareholders who approached the Bank for transfer of shares and to whom shares were transferred during the FY 2025-26	22	33,087
4	Less: No. of shares pertaining to 30 shareholders transferred to the IEPF authority in terms of Section 124(6) of the Companies Act, 2013	-	11,762
5	Aggregate number of shareholders and the outstanding shares as on 31st March 2026	1,403	2,25,742

The voting rights on the above mentioned 2,25,742 shares shall remain frozen till the rightful owner of such shares claims the same.

Unpaid/Unclaimed Dividend

Pursuant to the provisions of Section 124 (5) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time, Bank is statutorily required to transfer to the Investor Education & Protection Fund ('IEPF'), established by the Central Government, all dividends remaining unpaid/unclaimed for a period of 7 years, from the date of such transfer to the unclaimed dividend account. Once such amounts are transferred to IEPF, no claim of the shareholder shall lie against the Bank.

The following table gives the unclaimed amount from the year 2018-19 with the position as on 31st March 2026 and the last date for claiming the dividend before transfer to the said Fund.

Financial Year	Date of Declaration	Div. amount per share and %	Total Amount	Unclaimed Amount (₹) and %	Last date for claiming the Dividend
			Unclaimed Dividend Warrants:		
2018-19	19th July 2019	0.60 (30%)	47,95,92,431.40	13,89,195.00 (0.29%)	18th August 2026
2019-20	Dividend was not declared as per the RBI circular dated 17th April 2020				
2020-21	11th August 2021	0.50 (25%)	39,96,60,854.00	14,57,781.00 (0.36%)	12th September 2028
2021-22	3rd August 2022	1.60 (80%)	128,01,82,040.00	46,90,540.00 (0.37%)	2nd September 2029
2022-23#	23rd August 2023	2.00 (100%)	160,51,09,532.00	57,27,691.00 (0.36%)	22nd September 2030
2023-24#	14th August 2024	2.40 (120%)	193,13,41,821.60	1,35,77,153.40 (0.70%)	17th September 2031

Financial Year	Date of Declaration	Div. amount per share and %	Total Amount	Unclaimed Amount (₹) and %	Last date for claiming the Dividend
2024-25	21st August 2025	2.60 (130%)	209,38,56,585.60	1,48,68,419.40 (0.71%)	21st September 2032
Unclaimed Refund Orders & Fractional Warrants of Bonus Issue:					
Bonus 2025 Fractional Warrant	26th September 2025	Not Applicable	Not Applicable	6,21,357.84	30th October 2032
Unclaimed Debenture Interest Warrant					
2021-22 Debenture Interest Warrant	12th March 2022	Not Applicable	58,19,65,000	11,950	10th April 2029

 # in accordance with SEBI guidelines, dividend have been withheld in respect of shareholders holding shares in physical form who have not completed the mandatory KYC requirements, including updation of PAN, Contact details (Postal Address with PIN and Mobile Number), Bank Account Details and Specimen Signature. Bank has undertaken appropriate communication initiatives and issued reminders to the concerned shareholders, as prescribed under SEBI regulations, to facilitate updation of records and release of the withheld dividend amounts.

Shareholders/Debenture holder who have not claimed their dividend/interest warrants for the period as specified above are advised to send their request letter along with supported documents to Registrars and Share Transfer Agents or Nodal Officer of the Bank Shri Srinivasarao Maddirala. The details of unpaid/unclaimed dividends and Debenture Interests are available on the website of the Bank at www.kvb.bank.in.

Pursuant to Regulation 6(2)(d) SEBI LODR, Bank has created a separate e-Mail ID for redressal of Investor Complaints and Grievances. The said e-Mail ID is kvb_sig@kvb.bank.in.

Transfer of shares to Investor Education and Protection Fund (IEPF)

In terms Section 124 (6) of the Companies Act, 2013 and read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), as amended from time to time, all shares pertaining to any shareholder in respect of which dividend/s have not been claimed for the last 7 consecutive years shall be transferred to the IEPF Authority. Subsequent to such transfer of shares to IEPF Authority, all future benefits which may accrue, on these shares, including future dividend, will be credited to the said IEPF Authority only.

As per the said Rules, Bank is required to transfer all shares in respect of which dividends remained unclaimed by the shareholders for a period of seven consecutive years (i.e., from FY 2017-18). Bank has sent individual communication to the concerned shareholders whose shares are liable to be transferred to IEPF Authority, for taking appropriate action and by submitting requisite documents to claim the unclaimed dividend amount. Subsequently, a public notice was issued in Business Standard for all India Circulation and Dinamalar in Trichy Edition covering Karur.

Pursuant to the IEPF Rules, 2,13,296 shares in respect of which unclaimed/unpaid dividends were not claimed from FY 2017-18 (Final) for seven consecutive years were transferred to IEPF Authority during October 2025 bearing demat account no IN300708-10656671.

The details of the shareholder who have not claimed the dividends for last seven years are available on the Bank's website at www.kvb.bank.in.

Saksham Niveshak – 100 Days Campaign (IEPFA Initiative)

FY 2025-26

The Saksham Niveshak – 100 Days Campaign, initiated by the Investor Education and Protection Fund Authority (IEPFA), Ministry of Corporate Affairs, aims to enhance investor awareness and facilitate the redressal of issues relating to unclaimed dividends and shares.

During the year under review, the Bank has undertaken the following initiatives in compliance with the said campaign:

- A brief write-up on the Saksham Niveshak campaign was included in the Notice convening the 106th Annual General Meeting (AGM) of the Bank.
- During the AGM held on 21st August 2025, the Bank presented an awareness video of approximately four minutes, highlighting the importance of KYC updation and issues relating to unclaimed dividends.
- Bank has created a dedicated contact number for shareholders to enquire on Unclaimed Dividends.

- An advertisement regarding the campaign was published on 3rd September 2025 in:
  - o Business Standard (English – all editions), and
  - o Dinamalar (Tamil – Trichy edition).
- A dedicated search facility, namely the KYC Status Verification System, has been developed on the Bank's corporate website exclusively for shareholders holding securities in physical form, enabling them to conveniently verify their KYC status online.
- Bank also conducted an awareness outreach through emails and SMS notifications to shareholders regarding the campaign.

FY 2026-27

Second Saksham Niveshak – 100 Days Campaign, initiated by the Investor Education and Protection Fund Authority (IEPFA), Ministry of Corporate Affairs, aims to enhance investor awareness and facilitate the redressal of issues relating to unclaimed dividends and shares.

During the year under review, the Bank has undertaken the following initiatives in compliance with the said campaign:

- An advertisement regarding the campaign was published on 29th April 2026 in:
  - o Business Standard (English – all editions), and
  - o Dinamalar (Tamil – Trichy edition).
- Bank also conducted an awareness outreach through emails and SMS notifications to shareholders regarding the campaign.
- Bank has undertaken extensive awareness initiatives for the campaign by sending email communications to shareholders, including details of unpaid dividends, wherever email IDs are available. For shareholders without registered email IDs, physical communications containing the relevant details have been dispatched, thereby ensuring broad outreach and effective communication across the shareholder base.

Initiatives taken for reduction of Unclaimed Dividends:

The Bank has implemented a series of proactive measures to assist shareholders in claiming their unclaimed dividend.

Shareholder Communication

- Bank has been regularly sending reminder communications to shareholders for encashing unclaimed dividends and to bondholders for claiming unclaimed interest, as a proactive measure to minimize the transfer of such amounts to the Investor Education and Protection Fund (IEPF). These communications are intended to ensure that shareholders and bondholders are adequately informed and are able to take timely action to claim their rightful entitlements.
- During the year, the Bank undertook a special remittance exercise to directly credit unclaimed dividends to the updated bank accounts of shareholders. This proactive initiative enabled timely receipt of dividends by shareholders and contributed to a reduction in the quantum of unclaimed dividend amounts.

Targeted Outreach Efforts

In May 2025, the bank dispatched **663 letters** to shareholders whose shares were identified for transfer to IEPF authority, out of which **344 letters** were returned due to incorrect or outdated registered addresses.

Public awareness campaigns

To broaden awareness, public notices and advertisements concerning the transfer of unclaimed dividend to the IEPF were published in:

- Business Standard (National Circulation)
- Dinamalar (Trichy Edition) covering Karur

Direct Shareholder Engagement

In order to facilitate the payment of unpaid dividends/interest and to reduce transfers to the Investor Education and Protection Fund (IEPF), Bank has initiated personal outreach efforts for shareholders and bondholders who have not yet claimed their dues, especially in cases where the unpaid dividend amount is ₹ 2,500 and above. These initiatives are being carried out through the Bank's divisional offices/branches using the addresses available in the Bank's records, encouraging the concerned shareholders/bondholders to claim their dividend/interest.

Despite these sustained efforts, the response and claim ratio remained low, primarily due to the following reasons:

- Shareholders no longer residing at the registered addresses available in the Bank's records; and
- Nonupdation of mobile numbers and/or email addresses in their folio or demat records.

Information Accessibility

The folio-wise and demat-wise details of unclaimed dividend and interest are publicly available on the Bank's website under the 'Investor Corner' section (https://www.kvb.bank.in/investor-corner/), thereby ensuring transparency and facilitating ease of access for shareholders to claim their entitlements.

Despite sustained and significant follow-up efforts undertaken over the years, certain shares, dividends, and interest amounts continue to remain unclaimed. The Bank remains committed to making proactive and continuous efforts to reduce such unclaimed amounts.

Guidelines to claim the shares/dividend transferred to Investors Education and Protection Fund (IEPF)

Pursuant to Rule 7 of IEPF Rules, the shareholders whose shares/dividend transferred to IEPF can claim the same from IEPF Authority by following the below mentioned process:

1. **Online Application vide Form IEPF-5 on MCA V3:** Claimant can claim dividends and/or shares by filing the Form IEPF-5 on MCA V3 Portal at https://www.iepf.gov.in/. All the required documents to be attached to the form.
2. **Dispatch of documents to the Nodal/Deputy Nodal Officer of the Company:** Claimant to dispatch hard copy of the self-attested Form IEPF-5 along with other requisite documents, to Shri Srinivasarao Maddirala, Nodal Officer (IEPF) of the Bank in an envelope marked "Claim for refund from IEPF Authority" at the below mentioned address.
3. **Upload of proof of dispatch on MCA V3 Portal:** Claimant to update date of dispatch and upload proof thereof, on the MCA V3 Portal.
4. **Submission of E-Verification Report by the Company:** Claim forms completed in all aspects will be verified by the Bank and within 30 days of receiving the IEPF-5 claim, the Company is required to submit E-Verification Report on MCA V3 Portal.
5. **IEPFA to release shares and/or dividends:** on the basis of Bank's verification report, refund will be released by the IEPF Authority in Favor of claimants' account through electronic transfer.

The general information about the Bank for filling the IEPF - 5 form are as under:

a)	Corporate Identification Number (CIN) of Bank	L65110TN1916PLC001295
b)	Name of the Bank	The Karur Vysya Bank Limited
c)	Address of Registered & Central Office of the Bank	The Karur Vysya Bank Limited, Investor Relations Cell, Regd. & Central Office, No. 20, Erode Road, Vadivel Nagar, L.N.S, Karur - 639002. e-Mail: kvbiepf@kvb.bank.in

Disclosure of certain types of agreements binding listed entities

The Bank has not received any intimation under clause 5A of paragraph A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding agreements made which impact the management or control of the listed entity or impose any restriction or create any liability upon the listed entity.

Declaration as required under Regulation 26(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The Members of the Board of Directors and Senior Management Personnel of the Bank have affirmed compliance with the Code of Conduct of the Bank for the year ended 31st March 2026.

B Ramesh Babu
Managing Director & Chief Executive Officer
DIN: 06900325

Place: Karur
Date: 07th July 2026

CEO / CFO CERTIFICATION

As stipulated under Regulation 17(8) of the SEBI Listing Obligations & Disclosure Requirements Regulations (LODR) 2015, we hereby certify that –

a) We have reviewed financial statements for the year ended 31st March 2026 and that to the best of our knowledge and belief these statements :

   i. do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   ii. together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the period which are fraudulent, illegal or in violation of the Company's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Bank pertaining to financial reporting and have disclosed to the auditors and the Audit Committee, that there are no significant changes in internal control over financial reporting during the year ended 31st March 2026 and deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

d) We have also indicated to the Auditors and the Audit Committee that:

   - There are no changes in accounting policies followed in the preparation of financial results for the year ended 31st March 2026 as compared to those followed for the year ended 31st March 2025 and the same has been disclosed in the notes to the financial statements;
   - The financial results do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading; and
   - There are no instances of significant fraud of which we have become aware and the involvement therein of the management or an employee having a significant role in the Company's internal control system over financial reporting.

R Ramshankar
General Manager and CFO

B Ramesh Babu
Managing Director & CEO
DIN: 06900325

Place: Karur
Date: 07th May 2026

CERTIFICATE OF COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

[Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Members
THE KARUR VYSYA BANK LIMITED
No.20, Erode Road, Vadivel Nagar,
L.N.S., Karur - 639002

We, S.A.E & Associates LLP, Company Secretaries have examined the compliance of conditions of Corporate Governance by The Karur Vysya Bank Limited ("the Bank"), having CIN L65110TN1916PLC001295 and registered office at No.20, Erode Road, Vadivel Nagar, L.N.S., Karur 639002, for the financial year ended on 31st March 2026 as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46 (2) and paragraphs C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR).

MANAGEMENT'S RESPONSIBILITY:

The compliance of conditions of Corporate Governance is the responsibility of the management. This responsibility includes design, implementation and maintenance of internal control and procedures to ensure compliance with the conditions of Corporate Governance as stipulated in LODR.

AUDITOR'S RESPONSIBILITY:

- Our responsibility is limited to a review of the procedures and implementation thereof adopted by the Bank for ensuring compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Bank.
- We have examined the records and documents of the Bank, to the extent relevant, for the purpose of providing reasonable assurance on compliance with Corporate Governance requirements by the Bank.

OPINION:

- To the best of our information and based on our examination of the relevant records and the explanations given to us and the representations provided by the directors and the management, we certify that the Bank has complied with the conditions of corporate governance as stipulated in Regulation 17 to 27 and clauses (b) to (i) of regulation 46(2) and paragraphs C, D and E of Schedule V of the LODR, during the financial year ended 31st March 2026.
- We state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **S.A.E & Associates LLP**
Company Secretaries

Sri Vidhya Kumar, Partner
FCS. No. 11114, C.P. NO. 20181
FRN: L2018TN004700
Peer Review Certificate No. 2822/2022
UDIN: F011114H000768387

Place: Chennai
Date: 07th July 2026

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(PURSUANT TO REGULATION 34(3) AND SCHEDULE V PARA C CLAUSE (10)(i) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015)

To
The Members,
The Karur Vysya Bank Limited
No.20, Erode Road, Vadivel Nagar,
L.N.S., Karur - 639002.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of The Karur Vysya Bank Limited having CIN L65110TN1916PLC001295 and registered office at No.20, Erode Road, Vadivel Nagar, L.N.S., Karur 639002 (hereinafter referred to as 'the Bank'), produced before us by the Bank for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Bank & its officers, we hereby certify that none of the Directors on the Board of the Bank as stated below as on the financial year ended 31st March 2026 have been debarred or disqualified from being appointed or continuing as Directors of Bank by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority viz., Reserve Bank of India.

Sr. No.	Name of Director	DIN	Date of appointment in the Bank
1	Dr Meena Hemchandra	05337181	26th May 2022
2	Shri B Ramesh Babu	06900325	29th July 2020
3	Shri R Ramkumar*	00275622	25th June 2018
4	Dr Harshavardhan R	01675460	30th July 2020
5	Shri Murali Ramaswami	08659944	14th June 2022
6	CA Dr Chinnasamy Ganesan	07615862	25th April 2023
7	Shri R Vidhya Shankar	00002498	22nd April 2024
8	Smt. Srimathy Sridhar	10627997	26th September 2024
9	Shri B Sankar	08846754	12th March 2025
10	Dr Mythili Vutukuru	10371961	24th September 2025

**Demitted office at the close of office hours on 24th June 2026, consequent to completion of his tenure.*

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Bank. Our responsibility is to express an opinion based on our verification of the records and disclosures. This certificate is neither an assurance as to the future viability of the Bank nor of the efficiency or effectiveness with which the management has conducted the affairs of the Bank.

For **S.A.E & Associates LLP**
Company Secretaries

Sri Vidhya Kumar, Partner
FCS. No. 11114, C.P. NO. 20181
FRN: L2018TN004700
Peer Review Certificate No. 2822/2022
UDIN: F011114H000768343

Place: Chennai
Date: 07th July 2026