

**Format for Compliance Report on Corporate Governance to be submitted by a listed entity (Small Industries Development Bank of India)  
at the end of the financial year (for the whole of financial year – FY 2024-25)**

<b>I. Disclosure on website in terms of LODR Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA)refer note below</b>	<b>If Yes provide link to website. If No / NA provide reasons</b>
<b>As per regulation 46(2) of the LODR:</b>		
a) Details of business	Yes	<a href="https://www.sidbi.in/en/about">https://www.sidbi.in/en/about</a>
b) Terms and conditions of appointment of independent directors	Yes	<a href="https://www.sidbi.in/en/listing-disclosure">https://www.sidbi.in/en/listing-disclosure</a>
c) Composition of various committees of board of directors	Yes	<a href="https://www.sidbi.in/en/listing-disclosure">https://www.sidbi.in/en/listing-disclosure</a>
d) Code of conduct of board of directors and senior management personnel	Yes	<a href="https://www.sidbi.in/uploads/loDrDisclosure/Code-of-Conduct-for-Directors-and-Senior-Management-scan.pdf">https://www.sidbi.in/uploads/loDrDisclosure/Code-of-Conduct-for-Directors-and-Senior-Management-scan.pdf</a>
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	<a href="https://www.sidbi.in/uploads/loDrDisclosure/Vigil-Mechanism-and-Whistle-Blower-Policy-scan.pdf">https://www.sidbi.in/uploads/loDrDisclosure/Vigil-Mechanism-and-Whistle-Blower-Policy-scan.pdf</a>
f) Criteria of making payments to non-executive directors	Yes	<a href="https://www.sidbi.in/en/listing-disclosure">https://www.sidbi.in/en/listing-disclosure</a>
g) Policy on dealing with related party transactions	Yes	<a href="https://www.sidbi.in/en/listing-disclosure">https://www.sidbi.in/en/listing-disclosure</a>
h) Policy for determining 'material' subsidiaries	Yes	<a href="https://www.sidbi.in/en/listing-disclosure">https://www.sidbi.in/en/listing-disclosure</a>
i) Details of familiarization programmes imparted to independent directors	Yes	<a href="https://www.sidbi.in/en/listing-disclosure">https://www.sidbi.in/en/listing-disclosure</a>
j) email address for grievance redressal and other relevant details	Yes	<a href="https://www.sidbi.in/listing-disclosure">https://www.sidbi.in/listing-disclosure</a>
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	<a href="https://www.sidbi.in/listing-disclosure">https://www.sidbi.in/listing-disclosure</a>
l) Financial results	Yes	<a href="https://www.sidbi.in/listing-disclosure">https://www.sidbi.in/listing-disclosure</a>
m) Shareholding pattern	Yes	<a href="https://www.sidbi.in/en/listing-disclosure">https://www.sidbi.in/en/listing-disclosure</a>
n) Details of agreements entered into with the media companies and/or their associates	N.A.	N.A
o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	N.A.	N.A
oa) audio or video recordings and transcripts of post earnings/quarterly calls		
p) New name and the old name of the listed entity	N.A.	N.A
q) Advertisements as per regulation 47(1)	Yes	<a href="https://www.sidbi.in/listing-disclosure">https://www.sidbi.in/listing-disclosure</a>
r) Credit rating or revision in credit rating obtained	Yes	<a href="https://www.sidbi.in/en/listing-disclosure">https://www.sidbi.in/en/listing-disclosure</a>

बैंक हिन्दी में पत्राचार का स्वागत करता है ।

**भारतीय लघु उद्योग विकास बैंक**



एमएसएमई विकास केन्द्र, सी - ११, जी ब्लॉक, बान्द्रा कुर्ला कॉम्प्लेक्स, बान्द्रा (पूर्व), मुंबई - 400 051. दूरभाष: +91 22 6753 1100, फैक्स: +91 22 6755 1377

**SMALL INDUSTRIES DEVELOPMENT BANK OF INDIA**

MSME Development Centre, C-11, G-Block, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051. Tel.: +91 22 6753 1100, Fax: +91 22 6755 1377

Toll Free No.: 1800 22 6753

[www.sidbi.in](http://www.sidbi.in) | [www.sidbistartupmitra.in](http://www.sidbistartupmitra.in) | [www.udyamimitra.in](http://www.udyamimitra.in)

 @sidbiofficial  SIDBIOfficial

s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	<a href="https://www.sidbi.in/en/listing-disclosure">https://www.sidbi.in/en/listing-disclosure</a>
t) Secretarial Compliance Report	Yes	<a href="https://www.sidbi.in/annualreport/AnnualReport202122/pdf/SECRETARIAL-COMPLIANCE-REPORT.pdf">https://www.sidbi.in/annualreport/AnnualReport202122/pdf/SECRETARIAL-COMPLIANCE-REPORT.pdf</a>
u) Materiality Policy as per Regulation 30(4)	N.A.	N.A.
v) Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	N.A.	N.A.
w) Disclosures under regulation 30(8)	N.A.	N.A.
x) Statements of deviation(s) or variations(s) as specified in regulation 32	N.A.	N.A.
y) Dividend distribution policy as specified in regulation 43A(1)	N.A.	N.A.
z) Annual return as provided under section 92 of the Companies Act, 2013	N.A.	N.A.
✓ Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	N.A.	N.A.
✓ Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely update	N.A.	N.A.

II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1), 17(1A), 17(1C), 17(1D) & 17(1E)	NA*
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Quorum of Board meeting</i>	17(2A)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for Appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	No*
<i>Risk Assessment &amp; Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	No*

बैंक हिन्दी में पत्राचार का स्वागत करता है।

**भारतीय लघु उद्योग विकास बैंक**

एमएसएमई विकास केन्द्र, सी - ११, जी ब्लॉक, बान्द्रा कुर्ला कॉम्प्लेक्स, बान्द्रा (पूर्व), मुंबई - 400 051. दूरभाष: +91 22 6753 1100, फैक्स: +91 22 6755 1377

**SMALL INDUSTRIES DEVELOPMENT BANK OF INDIA**

MSME Development Centre, C-11, G-Block, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051. Tel.: +91 22 6753 1100, Fax: +91 22 6755 1377

Toll Free No.: 1800 22 6753

[www.sidbi.in](http://www.sidbi.in) | [www.sidbistartupmitra.in](http://www.sidbistartupmitra.in) | [www.udyamimitra.in](http://www.udyamimitra.in)

@sidbiofficial SIDBIOfficial

Recommendation of Board	17(11)	No
Maximum number of directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the audit committee	18(3)	No*

Composition of nomination & remuneration committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of nomination & remuneration committee	19(3A)	Yes
Role of Nomination and Remuneration Committee	19(4)	No*
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of stakeholder relationship committee	20 (3A)	Yes
Role of Stakeholders Relationship Committee	20(4)	No
Composition and role of risk management committee	21(1), (2), (3), (4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Quorum of Risk Management Committee meeting	21(3B)	Yes
Gap between the meetings of the Risk Management Committee	21(3C)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(5),(6),& (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	No*
Alternate Director to Independent Director	25(1)	Yes
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	NA*
Meeting of independent directors	25(3) & (4)	No*
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	NAs*

बैंक हिन्दी में पत्राचार का स्वागत करता है ।

**भारतीय लघु उद्योग विकास बैंक**

एमएसएमडी विकास केन्द्र, सी - ११, जी ब्लॉक, बान्द्रा कुर्ला कॉम्प्लेक्स, बान्द्रा (पूर्व), मुंबई - 400 051. दूरभाष: +91 22 6753 1100, फैक्स: +91 22 6755 1377

**SMALL INDUSTRIES DEVELOPMENT BANK OF INDIA**

MSME Development Centre, C-11, G-Block, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051. Tel.: +91 22 6753 1100, Fax: +91 22 6755 1377

Toll Free No.: 1800 22 6753

[www.sidbi.in](http://www.sidbi.in) | [www.sidbistartupmitra.in](http://www.sidbistartupmitra.in) | [www.udyamimitra.in](http://www.udyamimitra.in)

@sidbiofficial SIDBIOfficial

Directors and Officers insurance	25(10)	Yes
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel	26(3)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity.	26(6)	No*

Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	N.A.*
---	-----------------	-------

**Note**

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of LODR Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

\* The provisions of corporate governance under 16-27 are applicable for high value debt listed entities on a comply or explain basis till March 31, 2025. SIDBI has been taking various steps for better corporate governance and it is expected to be fully compliant by March 31, 2025

**III Affirmations:**

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

**For Small Industries Development Bank of India**
**Name & Designation**

**Pankaj Kumar Sahu**  
Company Secretary / Compliance Officer

बैंक हिन्दी में पत्राचार का स्वागत करता है ।

**भारतीय लघु उद्योग विकास बैंक**

एमएसएमई विकास केन्द्र, सी - ११, जी ब्लॉक, बान्द्रा कुर्ला कॉम्प्लेक्स, बान्द्रा (पूर्व), मुंबई - 400 051. दूरभाष: +91 22 6753 1100, फैक्स: +91 22 6755 1377

**SMALL INDUSTRIES DEVELOPMENT BANK OF INDIA**

MSME Development Centre, C-11, G-Block, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051. Tel.: +91 22 6753 1100, Fax: +91 22 6755 1377

Toll Free No.: 1800 22 6753

www.sidbi.in | www.sidbistartupmitra.in | www.udyamimitra.in

@sidbiofficial SIDBIOfficial