

PLACEMENT MEMORANDUM
 (Confidential & for Private Circulation Only)

A Government of India Undertaking

Constituted under The Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970

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PLACEMENT MEMORANDUM | Date: 12.02.2024

PRIVATE PLACEMENT BY CANARA BANK ("ISSUER" OR "BANK") OF UPTO 2000 BONDS OF FACE VALUE Rs. 1 CRORE EACH AND COUPON OF 8.40% PAYABLE ANNUALLY IN THE NATURE OF NON CONVERTIBLE, TAXABLE, PERPETUAL, SUBORDINATED, FULLY PAID UP, UNSECURED BASEL III COMPLIANT ADDITIONAL TIER 1 BONDS (IN THE NATURE OF DEBENTURES) (HEREINAFTER REFERRED TO AS THE "SERIES II BOND") FOR INCLUSION IN ADDITIONAL TIER 1 CAPITAL OF THE BANK, ("BONDS") AT PAR AGGREGATING TO TOTAL ISSUE SIZE NOT EXCEEDING RS 2000 CRORE ("OFFER"). THE OFFER COMPRISES A BASE ISSUE OF 500 BONDS AGGREGATING TO RS 500 CRORES WITH A GREEN SHOE OPTION TO RETAIN OVERSUBSCRIPTION UP TO 1500 BONDS AGGREGATING TO RS 1500 CRORES.

BACKGROUND

This Placement Memorandum is neither a prospectus nor a statement in lieu of prospectus. This Placement Memorandum is prepared in conformity with the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 ("SEBI NCS Regulations, 2021" as amended by the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) (Second Amendment) Regulations, 2023 and as modified and amended from time to time.

This Placement Memorandum is related to the Bonds to be issued by the Issuer on a private placement basis and contains relevant information and disclosures required for the purpose of issuing of the Bonds. The Issue has been authorized through a resolution passed by the Board of Directors of the Issuer on Jun 28, 2023.

GENERAL RISK

For taking an investment decision, investors must rely on their examination of the Issue including the risks involved in it. The Bonds are capital instruments and not deposits of the Bank and they cannot be used as collateral for any loan made by the Bank or any of its Subsidiaries or Affiliates. The Bonds are different from fixed deposits and are not covered by deposit insurance. Unlike fixed deposits where deposits are repaid at the option of deposit holder, the Bonds are not redeemable at the option of the Bondholders or without the prior consent of RBI. The Bonds are subject to features (including Coupon Discretion, write-down at Pre-Specified Trigger level or write-off at the Bank's PONV, as determined by RBI), which may impact the payment of interest and principal.

CREDIT RATING

The Bonds proposed to be issued by the Bank have been assigned a rating of "CRISIL AA+/Stable" by CRISIL Limited vide its letter dated 05, February 2024, and "ICRA AA+/Stable" by ICRA Limited vide its letter dated 02, February 2024.

The rating(s) are not a recommendation to buy, sell or hold securities and investors should take their own decisions. The rating may be subject to revision or withdrawal at any time by the assigning Rating Agency on the basis of new information. Each rating should be evaluated independent of any other rating. Please refer to the annexure with this placement memorandum for rating letters for the above ratings.

LISTING





The Bonds are proposed to be listed on the Wholesale Debt Market ("WDM") segment of the National Stock Exchange of India Limited ("NSE").

COMPLIANCE CLAUSE OF EBP

This offer is made on the Electronic Book Building Mechanism of NSE in compliance with SEBI Debt regulations and circulars issued by NSE. A draft of this Placement Memorandum has been uploaded on the EBP of NSE on 08.02.2024

ELIGIBLE INVESTORS

The offer is made to only those eligible investors who are categorized as "Qualified Institutional Buyers" as per SEBI Debt Regulation. For details please refer Summary Term Sheet. The current issue is not being underwritten. Neither the issuer nor any of its directors is willful defaulter. For further details, please refer this Placement Memorandum.

ARRANGER TO THE ISSUE	DEBENTURE TRUSTEE	REGISTRAR TO THE ISSUE	CREDIT RATING AGENCY	CREDIT RATING AGENCY
Page no. 16-20	 Catalyst Trusteeship Limited 901, 9 TH Floor, Tower B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai-400013 Tel : 022 49220555 Email: dt@ctltrustee.com Website- www.catalysttrustee.com	 Cameo Corporate Services Limited Subramanian Building No.1, Club House Road Chennai - 600 002 Tel. No: 044 - 2846 0425 (D), 2846 0390 (5 lines) Contact: Mr. R.D.Ramasamy E-mail: cameo@cameoindia.com Website: https://cameoindia.com/	 CRISIL An S&P Global Company CRISIL Ratings Limited CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai -400076 Contact: Mr Ajit Velonie Tel No: 022 33423000 Fax No: 022 40405800 Email: crisilratingdesk@crisil.com Website: www.crisil.com	 ICRA ICRA Limited B-710, Statesman House, 148, Barakhamba Road, New Delhi-110001 Telephone No.: +91.11.23357940-45 Contact: Debashis Das Tel No. 022-61693355

ISSUE SCHEDULE

Bid Open/Bid Close on	Issue Open /Issue Close On	Deemed Date of Allotment	Pay In Date
12.02.2024	12.02.2024	14.02.2024	14.02.2024

The issue of bonds shall be subject to the applicable provisions of SEBI Debt Regulations, SEBI LODR Regulations and other SEBI Guidelines, the terms and conditions of this Placement Memorandum filed with the Designated Stock Exchange, the Application Form, the Debenture Trust Deed and other Transaction Documents in relation to such Issue. Capitalized terms used here have the meaning ascribed to them in this Placement Memorandum.

The Bank reserves its sole and absolute right to modify (Pre-Pone/Postpone) the above issue schedule without giving any reasons or prior notice. The Bank also reserves its sole and absolute right to change the Deemed Date of Allotment/Pay in date of the above issue without giving any reasons or prior notice.

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ISSUER'S ABSOLUTE RESPONSIBILITY

The issuer, having made all reasonable inquiries, accepts responsibility for and confirms that this placement memorandum contains all information with regard to the issuer and the issue which is material in the context of the issue, that the information contained in the placement memorandum is true and correct in all material aspects and is not misleading, that the opinions and intentions expressed herein are honestly stated and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading.

DISCLAIMERS

General disclaimer

This Placement Memorandum is neither a prospectus nor a statement in lieu of a prospectus and should not be construed to be a prospectus or a statement in lieu of prospectus under the Companies Act, 2013. This placement memorandum is prepared in conformity with the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 ("SEBI NCS REGULATIONS, 2021") as may be amended from time to time and the Basel III Regulations.

The SEBI NCS REGULATIONS were notified pursuant to merger and repeal of the erstwhile Securities and Exchange Board of India (Issue and Listing of Debt Securities) regulations, 2008 ("erstwhile SEBI ILDS REGULATIONS") and erstwhile securities and exchange board of India (issue and listing of non-convertible redeemable preference shares) regulations, 2013 ("erstwhile SEBI NCRPS regulations").

It is to be noted that pursuant to the notification of the SEBI NCS REGULATIONS, the SEBI has issued a single operational circular - "Operational Circular For Issue And Listing Of Non-Convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities And Commercial Paper" bearing ref SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 and revised by SEBI Circular bearing ref SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/00139 dated October 10, 2022 ("SEBI NCS OPERATIONAL Circular") as amended from time to time, which supersedes all circulars issued previously under the erstwhile SEBI ILDS REGULATIONS and erstwhile SEBI NCRPS REGULATIONS.

The issue is being made strictly on a private placement basis. Multiple copies hereof given to the same entity shall be deemed to be given to the same person and shall be treated as such. This placement memorandum does not constitute and shall not be deemed to constitute an offer or an invitation to subscribe to the bonds to the public in general. This placement memorandum is not intended to be circulated to more than 200 (two hundred) investors eligible under the laws of India to invest in these bonds ("ELIGIBLE INVESTORS"). It is the responsibility of investors to ensure that they will sell these bonds in strict accordance with this placement memorandum and other applicable laws so that the sale does not constitute an offer to the public. Apart from this placement memorandum no other offer document or prospectus has been prepared in connection with this issue nor is such a prospectus required to be registered under the applicable laws.

Under the applicable provisions of the SEBI NCS REGULATIONS, it is not necessary for a copy of this placement memorandum to be filed or submitted to SEBI for its review and/or approval accordingly, this placement memorandum has neither been delivered for registration nor is it intended to be registered with SEBI.

The bond issue will be under the electronic book mechanism as required in terms of Regulation 12 of the SEBI NCS REGULATIONS and chapter VI of the SEBI NCS OPERATIONAL circular read with "Operational Guidelines for NSE Electronic Bidding Platform" issued by NSE vide their circular Ref No. 16/2022 (download ref no. NSE/DS/55017) dated December 28, 2022 ("NSE EBP OPERATING GUIDELINES") and any amendments thereto. (The SEBI NCS OPERATIONAL circular and the NSE EBP operating guidelines shall hereinafter be collectively referred to as the "Operational Guidelines").

This placement memorandum and the contents hereof are restricted only for the intended recipient(s) who have been addressed directly and specifically through a communication by the issuer and only such recipients are eligible to apply for the bonds. All investors are required to comply with the relevant regulations / guidelines applicable to them for investing in this issue. The contents of this placement memorandum are intended to be used only by those investors to whom it is issued. It is not intended for distribution to any other person and should not be reproduced by the recipient.

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Each copy of this placement memorandum is serially numbered and the person to whom a copy of the placement memorandum is sent is alone entitled to apply for the bonds. No invitation is being made to any persons other than those to whom application forms along with this placement memorandum have been sent. Any application by a person to whom the placement memorandum has not been sent by the issuer shall be rejected without assigning any reason.

The person who is in receipt of this placement memorandum shall maintain utmost confidentiality regarding the contents of this placement memorandum and shall not reproduce or distribute in whole or part or make any announcement in public or to a third party regarding the contents hereof without the consent of the issuer. The recipient agrees to keep confidential all information provided (or made available hereafter), including, without limitation, the existence and terms of the issue, any specific pricing information related to the issue or the amount or terms of any fees payable in connection with the issue. This placement memorandum may not be photocopied, reproduced, or distributed to others at any time without the prior written consent of the issuer. Upon request, the recipients shall promptly return all material received from the issuer and/or any of its affiliates (including this placement memorandum) without retaining any copies hereof. If any recipient of this placement memorandum decides not to participate in the issue, that recipient must promptly return this placement memorandum and all reproductions whether in whole or in part and any other information statement, notice, opinion, memorandum, expression or forecast made or supplied at any time in relation thereto or received in connection with the issue, to the issuer.

Disclaimer in respect of jurisdiction

This issue is being made in India to the eligible investors, who shall be specifically approached by the issuer. The distribution of the placement memorandum or the application forms and the offer, sale, pledge or disposal of the bonds may be restricted or prohibited by law in certain jurisdictions. Recipients are required to observe such restrictions and this placement memorandum does not constitute an offer to sell or an invitation to subscribe to bonds offered hereby to any person to whom it is not specifically addressed. Any disputes arising out of this issue will be subject to the exclusive jurisdiction of the courts of Bengaluru, Karnataka. This placement memorandum does not constitute an offer to sell or an invitation to subscribe to the bonds herein, in any other jurisdiction and to any person to whom it is unlawful to make an offer or invitation in such jurisdiction. The sale or transfer of these bonds outside India may require regulatory approvals in India, including without limitation, the approval of the RBI.

Disclaimer of the issuer

This placement memorandum has been prepared by the issuer solely to provide general information about the issuer and setting out the key terms upon which the bonds are being issued, to eligible investors to whom it is addressed and who are willing and eligible to subscribe to the bonds. This placement memorandum does not purport to contain all the information that any eligible investor may require. Further, this placement memorandum has been prepared for information purposes relating to this transaction only and upon the express understanding that it will be used only for the purposes set forth herein.

This placement memorandum is not intended to form the basis of evaluation for the prospective subscribers to whom it is addressed and who are willing and eligible to subscribe to the bonds issued by the issuer. This placement memorandum has been prepared to give general information regarding the bonds, to parties proposing to invest in this issue of bonds and it does not purport to contain all the information that any such party may require. The issuer believes that the information contained in this placement memorandum is true and correct as of the date hereof.

The issuer does not undertake to update the placement memorandum to reflect subsequent events after the date of the placement memorandum and thus it should not be relied upon with respect to such subsequent events without first confirming its accuracy with the issuer. The issuer accepts no responsibility for statements made in any advertisement or any other material and anyone placing reliance on any other source of information would be doing so at his own risk and responsibility. Prospective subscribers must make their own independent evaluation and judgment before making the investment and are believed to be experienced in investing in debt markets and are able to bear the economic risk of investing in bonds. It is the responsibility of the prospective subscriber to have obtained all consents, approvals or authorizations required by them to make an offer to subscribe for, and purchase the bonds. It is the responsibility of the prospective subscriber to verify if they have necessary power and competence to apply for the bonds under the relevant laws and regulations in force.

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Neither the delivery of this placement memorandum nor any issue of bonds made hereunder shall, under any circumstances, constitute a representation or create any implication that there has been no change in the affairs of the issuer since the date hereof.

Disclaimer of SEBI

This placement memorandum has not been filed with or submitted to SEBI. The bonds have not been recommended or approved by SEBI nor does SEBI guarantee the accuracy or adequacy of this placement memorandum. It is to be distinctly understood that this placement memorandum should not in any way be deemed or construed to have been approved or vetted by SEBI. SEBI does not take any responsibility either for the financial soundness of any proposal for which the bonds issued hereof is proposed to be made or for the correctness of the statements made or opinions expressed in this placement memorandum. The issue of bonds being made pursuant to the SEBI NCS REGULATIONS 2021, filing of this document with SEBI is not required. However, SEBI reserves the right to take up at any point of time, with the issuer, any irregularities or lapses in this placement memorandum.

Disclaimer of the trustee

- I) The trustee does not undertake to review the financial condition or affairs of the issuer during the life of the arrangements contemplated by this placement memorandum and does not have any responsibility to advise any investor or prospective investor in the bonds of any information available with or subsequently coming to the attention of the trustee, its agents or advisors except as specifically provided for in the bond trust deed.
- II) The trustee has not separately verified the information contained in this placement memorandum. Accordingly, no representation, warranty or undertaking, express or implied, is made and no responsibility is accepted by the trustee as to the accuracy or any other information provided by the issuer. Accordingly, the trustee associated with the issue shall have no liability in relation to the information contained in this placement memorandum or any other information provided by the issuer in connection with the issue.
- III) The trustee is neither a principal debtor nor a guarantor of the bonds.

Disclaimer of the stock exchange

A copy of this placement memorandum has been submitted to the National Stock Exchange of India Ltd, (herein after referred to as ("NSE"/ "stock exchange") for seeking in-principle approval for listing of the bonds. It is to be distinctly understood that such submission of the placement memorandum with NSE or hosting the same on its website should not in any way be deemed or construed that the placement memorandum has been cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this placement memorandum; nor does it warrant that this issuer's securities will be listed or continue to be listed on the exchange; nor does it take responsibility for the financial or other soundness of this issuer, its promoters, its management or any scheme or project of the issuer.

Every person who desires to apply for or otherwise acquire any securities of this issuer may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the NSE whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/ acquisition whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever.

Disclaimer of the Reserve Bank of India

The bonds have not been recommended or approved by the RBI nor does RBI guarantee the accuracy or adequacy of this placement memorandum. It is to be distinctly understood that this placement memorandum should not, in any way, be deemed or construed that the bonds have been recommended for investment by the RBI. RBI does not take any responsibility either for the financial soundness of the issuer, or the bonds being issued by the issuer or for the correctness of the statements made or opinions expressed in this placement memorandum. The potential investors may make investment decision in respect of the bonds offered in terms of this placement memorandum solely on the basis of their own analysis and RBI does not accept any responsibility about servicing/repayment of such investment.

Disclaimer of the Rating agencies:

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CRISIL

CRISIL Ratings Limited (CRISIL Ratings) has taken due care and caution in preparing the Material based on the information provided by its client and / or obtained by CRISIL Ratings from sources which it considers reliable (Information). A rating by CRISIL Ratings reflects its current opinion on the likelihood of timely payment of the obligations under the rated instrument and does not constitute an audit of the rated entity by CRISIL Ratings. CRISIL Ratings does not guarantee the completeness or accuracy of the information on which the rating is based. A rating by CRISIL Ratings is not a recommendation to buy, sell, or hold the rated instrument; it does not comment on the market price or suitability for a particular investor. The Rating is not a recommendation to invest / disinvest in any entity covered in the Material and no part of the Material should be construed as an expert advice or investment advice or any form of investment banking within the meaning of any law or regulation. CRISIL Ratings especially states that it has no liability whatsoever to the subscribers / users / transmitters/ distributors of the Material. Without limiting the generality of the foregoing, nothing in the Material is to be construed as CRISIL Ratings providing or intending to provide any services in jurisdictions where CRISIL Ratings does not have the necessary permission and/or registration to carry out its business activities in this regard. [Add client name] will be responsible for ensuring compliances and consequences of non-compliances for use of the Material or part thereof outside India. Current rating status and CRISIL Ratings' rating criteria are available without charge to the public on the website, www.crisil.com. For the latest rating information on any instrument of any company rated by CRISIL Ratings, please contact Customer Service Helpdesk at 1800-267-1301.

ICRA

ICRA ratings should not be treated as recommendation to buy, sell or hold the rated debt instruments. ICRA ratings are subject to a process of surveillance, which may lead to revision in ratings. An ICRA rating is a symbolic indicator of ICRA's current opinion on the relative capability of the issuer concerned to timely service debts and obligations, with reference to the instrument rated. Please visit our website www.icra.in or contact any ICRA office for the latest information on ICRA ratings outstanding. All information contained herein has been obtained by ICRA from sources believed by it to be accurate and reliable, including the rated issuer. ICRA however has not conducted any audit of the rated issuer or of the information provided by it. While reasonable care has been taken to ensure that the information herein is true, such information is provided 'as is' without any warranty of any kind, and ICRA in particular, makes no representation or warranty, express or implied, as to the accuracy, timeliness or completeness of any such information. Also, ICRA or any of its group companies may have provided services other than rating to the issuer rated. All information contained herein must be construed solely as statements of opinion, and ICRA shall not be liable for any losses incurred by users from any use of this publication or its contents.

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FORWARD LOOKING STATEMENTS

The Bank has included statements in this Placement Memorandum which contain words or phrases such as “will”, “would”, “aim”, “aimed”, “will likely result”, “is likely”, “are likely”, “believe”, “expect”, “expected to”, “will continue”, “will achieve”, “anticipate”, “estimate”, “estimating”, “intend”, “plan”, “contemplate”, “seek to”, “seeking to”, “trying to”, “target”, “propose to”, “future”, “objective”, “goal”, “project”, “should”, “can”, “could”, “may”, “will pursue”, “our judgment” and similar expressions or variations of such expressions, that are “forward-looking statements”. Actual results may differ materially from those suggested by the forward looking statements due to certain risks or uncertainties associated with the Bank’s expectations with respect to, but not limited to, the actual growth in demand for banking and other financial products and services, its ability to successfully implement its strategy, including its use of the Internet and other technology and its rural expansion, its ability to integrate future mergers or acquisitions into its operations, its ability to manage the increased complexity of the risks the Bank faces following its rapid international growth, future levels of impaired loans, its growth and expansion in domestic and overseas markets, the adequacy of its allowance for credit and investment losses, technological changes, investment income, its ability to market new products, cash flow projections, the outcome of any legal, tax or regulatory proceedings in India and in other jurisdictions the Bank is or will become a party to, the future impact or new accounting standards, its ability to implement its dividend policy, the impact of changes in banking regulations and other regulatory changes in India and other jurisdictions on the Bank, including on the assets and liabilities of Bank, a former financial institution not subject to Indian Banking regulations, its ability to roll over its short term funding sources and its exposure to credit, market and liquidity risks. By their nature certain of the market risk disclosures are only estimates and could be materially different from what actually occurs in the future. As a result, actual future gains, losses or impact on net interest income and net income could materially differ from those that have been estimated.

In addition, other factors that could cause actual results to differ materially from those estimated by the forward looking statements contained in this Placement Memorandum include, but are not limited to, the monetary and interest rate policies of India and the other markets in which the Bank operates, natural calamities, general economic, financial or political conditions, instability or uncertainty in India, southeast Asia or any other country, caused by any factor including terrorist attacks in India or elsewhere, military armament or social unrest in any part of India, inflation, deflation, unanticipated turbulence in interest rates, changes or volatility in the value of the rupee, instability in the subprime credit market and liquidity levels in the foreign exchange rates, equity prices or other market rates or prices, the performance of the financial markets in general, changes in domestic and foreign laws, regulations and taxes, changes in the competitive and pricing environment in India, and general or regional changes in asset valuations.

Particulars	Date
Issue Open Date	12-02-2024
Issue Closing Date	12-02-2024
Pay In Date	14-02-2024
Deemed Date of Allotment	14-02-2024

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I. DEFINITIONS AND ABBREVIATIONS

Allotment/Allot/ Allotted	The issue and allotment of the Bonds to the successful Applicants in the Issue.
Allottee	A successful Applicant to whom the Bonds are allotted pursuant to the Issue, either in full or in part.
ALM	Asset Liability Management
Applicant/ Investor	A person who makes an offer to subscribe the Bonds pursuant to the terms of this Placement Memorandum and the Application Form.
Application Form	The form in terms of which the Applicant shall make an offer to subscribe to the Bonds and which will be considered as the application for allotment of Bonds in the Issue.
ASBA	Application Supported by Blocked Amount
Additional Tier I Instrument (AT1)	The Capital Instruments issued by the Bank forming part of its Additional Tier I Capital (as stipulated in the Basel III Regulations).
AUM	Asset Under Management
Basel III Regulations or RBI Guidelines	The term Basel III Regulations or RBI Guidelines in the Placement Memorandum, the Term Sheet and the notes to the Term Sheet refers to the RBI Master Circular on 'Basel III Capital Regulations' issued vide circular no. DOR.CAP.REC.15/21.06.201/2023-24 dated May 12, 2023, as amended from time to time (BASEL III Guidelines).
Bondholder(s)	Any person or entity holding the Bonds and whose name appears in the list of Beneficial Owners provided by the Depositories.
Beneficial Owner(s)	Bondholder(s) holding Bond(s) in dematerialized form (Beneficial Owner of the Bond(s) as defined in clause (a) of sub-section (1) of Section 2 of the Depositories Act, 1996).
Board/ Board of Directors	The Board of Directors of Canara Bank or a committee constituted thereof, unless otherwise specified.
Bond(s)	Unsecured, Subordinated, Perpetual, Non-convertible, Fully Paid up, Taxable, Basel III compliant Additional Tier I Bonds- Series II capital of the Bank, in the nature of debentures of face value of Rs 1,00,00,000 (Rupees One Crore only) each to be issued at par aggregating up to Rs.2000,00,00,000 (Rupees Two Thousand Crores only) with a base issue size of Rs. 500,00,00,000 (Rupees Five Hundred Crores only) and a green shoe option to retain oversubscription up to Rs.1500,00,00,000 (Rupees One Thousand Five Hundred Crores only) by the Issuer through private placement route under the terms of this Placement Memorandum.
BPS	Basis points
BTI	Banker to an Issue
CAR	Capital Adequacy Ratio.
CAGR	Compounded Annual Growth Rate
CBSL	Canara Bank Securities Limited
CAMEO	CAMEO Corporate Services Limited
CD	Certificate of Deposit
CDSL	Central Depository Services (India) Limited.
CEO	Chief Executive Officer
CFL	Canbank Factors Limited.

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CFO	Chief Financial Officer
CFHL	Can Fin Homes Limited.
CIBL	Commercial Indo Bank LLC.
CIN	Corporate Identity Number
CP	Commercial Paper
CRA	Credit Rating Agency
CRAMC	Canara Robeco Asset Management Company Limited.
CRAR	Capital to Risk weighted Assets Ratio.
CS	Company Secretary
CSR	Corporate Social Responsibility.
CVCFL	Canbank Venture Capital Fund Limited.
Canfina	Canbank Financial Services Limited.
Companies Act	The Companies Act, 1956 as amended (without reference to the sections thereof that have ceased to have effect upon notification of sections of the Companies Act, 2013) read with applicable provisions of the Companies Act, 2013, to the extent notified and in effect.
Debenture Trustee Regulations	Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, as amended from time to time.
Deemed Date of Allotment	The cut-off date declared by the Bank from which all benefits under the Bonds including interest on the Bonds shall be available to the Bondholder(s). The actual allotment of Bonds (i.e. approval from the Board of Directors or a Committee thereof) may take place on a date other than the Deemed Date of Allotment.
Depository	A Depository registered with SEBI under the SEBI (Depositories and Participants) Regulations, 1996, as amended from time to time.
Depositories Act	The Depositories Act, 1996, as amended from time to time.
Depository Participant	A depository participant as defined under Depositories Act.
DIN	Director Identification Number
Placement Memorandum or Information Memorandum	Placement Memorandum dated 08/02/2024 in relation to the private placement of Unsecured, Subordinated, Non-Convertible, Perpetual, Fully Paid up, Taxable, Basel III compliant Additional Tier I Bonds-Series II, in the nature of debentures of face value Rs.1,00,00,000 (Rupees One Crore only) each at par aggregating up to Rs.2,00,00,00,000 (Rupees Two Thousand Crores only) with a base issue size of Rs. 500,00,00,000 (Rupees Five Hundred Crores only) and a green shoe option to retain oversubscription up to Rs.1,500,00,00,000 (Rupees One Thousand Five Hundred Crores only) by the Issuer through private placement route under the terms of this Placement Memorandum.
DP	Depository Participant as defined under the Depositories Act.
DRR	Bond/ Debenture Redemption Reserve.
DT	Debenture Trustee
EBP	Electronic Book Provider
ECGC	Export Credit & Guarantee Corporation of India.
ECS	Electronic Clearing Service
EGM	Extraordinary General Meeting

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EOD	End of Day
EPS	Earnings Per Share.
FAQ	Frequently Asked Questions
FIs	Financial Institutions.
Financial Year/ FY	Period of twelve months ending March 31, of that particular year.
FPI	Foreign Portfolio Investor
GDP	Gross Domestic Product
GIR	General Index Registration Number
GOI	Government of India/ Central Government.
G-Sec	Government Securities
HFC	Housing Finance Company
IBA	Indian Bank Association
IBC	Insolvency and Bankruptcy Code
IM	Information Memorandum
IPO	Initial Public Offering.
ISIN	International Securities Identification Number
Issue	Private placement of Unsecured, Subordinated, Non-Convertible, Perpetual, Fully Paid up, Taxable, Basel III compliant Additional Tier I Capital-Series II of the Bank, in the nature of debentures of face value Rs.1,00,00,000 (Rupees One Crore only) each at par aggregating up to Rs.2,000,00,00,000 (Rupees Two Thousand Crores only) with a base issue size of Rs.500,00,00,000 (Rupees Five hundred Crores only) and a green shoe option to retain oversubscription up to Rs.1500,00,00,000 (Rupees One Thousand Five Hundred Crores only) by the Issuer through private placement route under the terms of this Placement Memorandum.
Issuer/ Bank	Canara Bank, constituted under the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1969 and having its Head Office at 112, J. C. Road, Bengaluru - 560 002.
IT Act	The Income Tax Act, 1961, as amended from time to time.
JV	Joint Venture
KYC	Know Your Client
KRA	KYC Registration Agency
LEI	Legal Entity Identifier
Listing Agreement	Listing Agreement entered into/to be entered into by the Issuer with the NSE, in relation to the listing of the Bonds, as per the format issued by Securities and Exchange Board of India in its circular dated October 13, 2015 (bearing reference CIR/CFD/CMD/6/2015) read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations (Listing Regulations), as amended from time to time.
LTV	Loan to Value
MCCIL	Metropolitan Clearing Corporation of India Limited
MCLR	Marginal Cost of Funds based Lending Rate
MD & CEO	Managing Director and Chief Executive Officer of the Issuer.
MF	Mutual Fund

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MFI	Micro Finance Institutions
MIBOR	Mumbai Interbank Offer Rate
MLD	Market Linked Debt Securities
MSEI	Metropolitan Stock Exchange of India Limited
MSME	Micro Small and Medium Enterprises
NBFC	Non-Banking Finance Company
NCD	Non-Convertible Debentures
NCLAT	National Company Law Appellate Tribunal
NCLT	National Company Law Tribunal
NCRPS	Non-Convertible Redeemable Preference Shares
NCS	Non-convertible Securities
NECS	National Electronic Clearing Service.
NEFT	National Electronic Funds Transfer.
NPA	Non-performing asset.
NPCI	National Payments Corporation of India
NRI	Non-Resident Indian.
NSCCL	National Securities Clearing Corporation Limited
NSDL	National Securities Depository Limited
NSE	National Stock Exchange of India Limited, being the stock exchange on which the Bonds are proposed to be listed.
OTC	Over the Counter
PAN	Permanent Account Number.
PCPS	Perpetual Cumulative Preference Shares
PDI	Perpetual Debt Instrument
PFI	Public Financial Institution
PM	Placement Memorandum
PNCPS	Perpetual Non-Cumulative Preference Shares
PONV	Point of Non-Viability.
PONV Trigger	<p>The Bonds are issued subject to Basel III Guidelines on PONV as amended from time to time (including all claims, demands on the Bonds and interest thereon, whether accrued or contingent), and at the option of the RBI, can be permanently written-off upon the occurrence of the trigger event, called “Point of Non-Viability Trigger” (“PONV Trigger”).</p> <p>The PONV Trigger event is the earlier of:</p> <ol style="list-style-type: none"> decision that a full and permanent write-off without which the Bank would become non-viable, is necessary, as determined by the Reserve Bank of India; and the decision to make a public sector injection of capital, or equivalent support, without which the Bank would have become non-viable, as determined by the relevant authority. <p>The amount of non-equity capital to be written-off will be determined by RBI.</p>

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The write-off of any Common Equity Tier 1 capital shall not be required before the write-off of any Non-equity (Additional Tier 1 and Tier 2) regulatory capital instrument. The order of write-off of the Bonds shall be as specified in the order of seniority as per this Placement Memorandum and any other regulatory norms as may be stipulated by the RBI from time to time.

The Bonds can be written off in case the Bank hits the PONV Trigger. The Bonds which have been written off (full and permanent write-off) shall not be written up.

Such a decision would invariably imply that the write-off consequent upon the trigger event must occur prior to any public sector injection of capital so that the capital provided by the public sector is not diluted. The Bondholders shall not have any residual claims on the Bank (including any claims which are senior to ordinary shares of the Bank), following any trigger event.

In any case it should be noted that following writing-off of the Bonds and claims and demands as noted above neither the Bank, nor any other person on the Bank's behalf shall be required to compensate or provide any relief, whether absolutely or contingently, to the Bondholder or any other person claiming for or on behalf of or through such holder and all claims and demands of such persons, whether under law, contract or equity, shall stand permanently and irrevocably extinguished and terminated. Unless otherwise specified in this Placement Memorandum, the write-off of any common equity or any other regulatory capital (as understood in terms of the aforesaid circular or any replacement/amendment thereof), whether senior or pari-passu or subordinate, and whether an Additional Tier 1 capital or otherwise shall not be required before the write-off of any of the Bonds and there is no right available to the Bondholder hereof or any other person claiming for or on behalf of or through such holder to demand or seek that any other regulatory capital be subject to prior or simultaneous write-off or that the treatment offered to holders of such other regulatory capital be also offered to the Bondholders.

For these purposes, the Bank may be considered as non-viable if:

The Bank which, owing to its financial and other difficulties, may no longer remain a going concern on its own in the opinion of the RBI unless appropriate measures are taken to revive its operations and thus, enable it to continue as a going concern. The difficulties faced by the Bank should be such that these are likely to result in financial losses and raising the Common Equity Tier 1 capital of the Bank should be considered as the most appropriate way to prevent the Bank from turning non-viable. Such measures would include write-off / conversion of non-equity regulatory capital into common shares in combination with or without other measures as considered appropriate by the RBI.

The Bank facing financial difficulties and approaching a PONV will be deemed to achieve viability if within a reasonable time in the opinion of RBI; it will be able to come out of the present difficulties if appropriate measures are taken to revive it. The measures including augmentation of equity capital through write off of Bonds/ public sector injection of funds are likely to:

- Restore depositors'/investors' confidence;
- Improve rating /creditworthiness of the Bank and thereby improve its borrowing capacity and liquidity and reduce cost of funds; and
- Augment the resource base to fund balance sheet growth in the case of fresh injection of funds.

The trigger at PONV will be evaluated both at consolidated and solo level and breach at either level will trigger write-off.

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PSU	Public Sector Undertaking
QIB	Qualified Institutional Buyer
Record Date	Reference date for payment of interest/ repayment of principal.
Rs./INR/ ₹	Indian National Rupee
RBI	Reserve Bank of India
RCPS	Redeemable Cumulative Preference Shares
RFQ	Request for Quote
RNCPS	Redeemable Non-Cumulative Preference Shares
RRB	Regional Rural Bank
RTGS	Real Time Gross Settlement
Registrar	Registrar to the Issue, in this case being CAMEO Corporate Services Limited.
SB	Stock Broker
SCORES	SEBI Complaints Redress System
SCSB	Self-Certified Syndicate Bank
SDI	Secured Debt Instruments
SEBI	The Securities and Exchange Board of India, constituted under the Securities and Exchange Board of India Act, 1992.
SEBI NCS Regulations	Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 issued vide notification no. SEBI/LAD-NRO/GN/2021/39 dated August 09, 2021.
SEBI NCS Operational Circular	Operational Circular for Issue and Listing of Non-Convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial Paper issued vide circular bearing ref. SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021
TDS	Tax Deducted at Source
Trustee/ Bond Trustee/ Debenture Trustee	Trustee for the Bondholders in this case being Catalyst Trusteeship Ltd
USD/ US\$/ \$	United States Dollar
WDM	Wholesale Debt Market
y-o-y	Year over year
YTC	Yield to Call
YTM	Yield to Maturity
YTP	Yield to Put

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A. ISSUER INFORMATION:

Name and Address of the Issuer

Name of the Issuer	Canara Bank
Head Office	No. 112, J C Road, Bengaluru - 560002 Tel No.: 080 2210 0250, Fax No.: 080 2224 8831 Website: www.canarabank.com <u>Treasury & Investments Division</u> Integrated Treasury Wing, Canara Bank Building, 6th Floor, Plot No. C-14, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051. Tel No.: 022 2672 5038, Fax No.: 022 2672 5250 E-mail: tidmum@canarabank.com
Compliance Officer for the Issue	Shri Santosh Kumar Barik Company Secretary, Secretarial Department, Head Office, 112, J.C. Road, Bengaluru - 560 002 Phone: 080- 2210 0250 Fax 080- 2224 8831 E-mail: hosecretarial@canarabank.com
Chief Financial Officer of the Issuer	Shri S K Majumdar Chief General Manager & Chief Financial Officer Canara Bank Head Office, Bengaluru - 560 002 Tel: 080 - 22130274 E Mail: fmwing@canarabank.com
Trustees to the Bondholders	 CATALYST <small>Building on Trust - Trust on Us</small> <small>CIN: U74999PN1997PLC110262</small> Mr. Umesh Salvi 901, 9TH Floor, Tower B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai- 400013 Tel : 022 49220555 Email: dt@ctltrustee.com Website-www. catalysttrustee.com
Registrar to the Issue	 Cameo Corporate Services Limited Mr. R. D. Ramasamy Director Cameo Corporate Services Ltd Subramanian Building No.1, Club House Road Chennai - 600 002 Tel. No: 044 - 2846 0425 (D), 2846 0390 (5 lines) E-mail: cameo@cameoindia.com Website: https://cameoindia.com

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Credit Rating Agencies	 An S&P Global Company MrAjit Velonie CRISIL Ratings Limited CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai - 400076 Tel No: 022 33423000 Fax No: 022 40405800	 ICRA Limited B-710, Statesman House, 148, Barakhamba Road, New Delhi-110001 Telephone No.: +91.11.23357940-45 Contact: Debashis Das Tel No. 022-61693355
Legal Counsel for the present issue of AT 1 Bonds	 ALMT Legal ADVOCATES AND SOLICITORS	Mr. Rajat Bhopaiah ALMT Legal 2 Lavelle Road Bengaluru - 560 001 Contact No.080- 4016 0007 https://almtlegal.com
Auditor for the Issue	 SARATH & ASSOCIATES CHARTERED ACCOUNTANTS	M/s Sarath & Associates Contact Person: CA S Srinivas 4th Floor, Maas Heights, 8-2-577/B, Road No. 8, Banjara Hills, Hyderabad - 500 034. Phone: +91-40-23354322,+91-40-23357090 Email: ss@sarathcas.in Website: www.sarathcas.in/

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Name and Addresses of the Arrangers:

Sr No.	Arrangers to the Issue	
1	Name of the Arranger	PNB GILTS LTD
	Logo	
	Address	PNB House 4 th Floor, Sir PM Road Fort, Mumbai 400 001
	Website URL	www.pnbgilts.com
	Email Id	mumbai.sales@pnbgilts.com
	Telephone Number	022-22693315
	Contact Person	Prasad Deshpande
2	Name of the Arranger	UNION BANK OF INDIA
	Logo	
	Address	Union Bank of India, Treasury Branch, 3rd Floor, 239, Vidhan Bhawan Marg, Union Bank Bhawan, Nariman Point, Mumbai
	Website URL	www.unionbankofindia.co.in
	Email Id	nonslr.fo@unionbankofindia.bank , nonslrbackoffice@unionbankofindia.bank
	Telephone Number	022-22892139
	Contact Person	Mr. Paritosh Kumar

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3	Name of the Arranger	SBI Capital Markets Limited
	Logo	
	Address	1501, 15th Floor, A & B Wing, Parinee Crescenzo G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
	Website URL	www.sbicaps.com
	Email Id	dcm@sbicaps.com
	Telephone Number	+91 22 4196 8583
	Contact Person	Mr. Kamlesh Biyani
4	Name of the Arranger	Axis Bank Limited
	Logo	
	Address	8th Floor, Axis House, North Wing, Wadia International Centre, P.B.Marg, Worli, Mumbai - 400025
	Website URL	www.axisbank.com
	Email Id	premanshu.sharma@axisbank.com , vikas.shinde@axisbank.com
	Telephone Number	(022) 4202 6692 (022) 2425 3803
	Contact Person	Mr. Vikas Shinde/Mr.Premanshu Sharma
5	Name of the Arranger	ICICI Securities Primary Dealership Limited
	Logo	
	Address	ICICI Centre, H T Parekh Marg, Churchgate, Mumbai 400020
	Website URL	https://www.icicisecuritiespd.com/
	Email Id	sachin.bhosale@isecpd.com
	Telephone Number	+91 22-66377187
	Contact Person	Mr. Sachin Bhosale
6	Name of the Arranger	AUM Capital Market Pvt. Ltd.
	Logo	
	Address	Mount Chambers Building, Door No-D, 2nd Floor Old no 758 Anna Salai (Vasan Avenue), Chennai-600002
	Website URL	https://aumcap.com/
	Email Id	mahesh@aumcap.com
	Telephone Number	94443 71332
	Contact Person	Mr. Mahesh Kumar Agarwal
7	Name of the Arranger	STCI Primary Dealer Ltd
	Logo	

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	Address	A/B1-801, A Wing, 8th Floor, Marathon Innova, Marathon Nextgen Compound, Off G K Marg, Lower Parel (West), Mumbai - 400013
	Website URL	www.stcipd.com
	Email Id	sandhya@stcipd.com, gurudatta@stcipd.com
	Telephone Number	022-66202227 / 28 / 29
	Contact Person	Sandhya Shashi
8	Name of the Arranger	Capitalsquare Advisors Pvt Ltd
	Logo	
	Address	208, 2nd Floor, Aarpee Centre, Midc Road No.11, Andheri East, Mumbai-400093
	Website URL	www.capitalsquare.in
	Email Id	sunil.manocha@capitalsquare.in
	Telephone Number	+91 9867009713
	Contact Person	Sunil Kumar Manocha
9	Name of the Arranger	LKP Securities Ltd
	Logo	
	Address	203 Embassy Centre, Nariman Point, Mumbai - 400021
	Website URL	www.lkpsec.com
	Email Id	anand_mehta@lkpsec.com
	Telephone Number	022-66306555 / +91-8879665017
	Contact Person	Mr. Anand Mehta
10	Name of the Arranger	Trust Investment Advisors Private Limited
	Logo	
	Address	109/110, 1st Floor, Balarama, Bandra Kurla Complex, Bandra (East), Mumbai - 400051.
	Website URL	www.trustgroup.in
	Email Id	mbd.trust@trustgroup.in, trust.Origination@trustgroup.in
	Telephone Number	+91 022 4084 500
	Contact Person	Sanjeev Jain ,Senior Vice President
11	Name of the Arranger	JM Financial Limited
	Logo	
	Address	7 th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi Mumbai - 400025
	Website URL	www.jmfl.com
	Email Id	ajay.manglunia@jmfl.com
	Telephone Number	022-62241771
	Contact Person	Mr. Ajay Manglunia

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12	Name of the Arranger	A. K. Capital Services Limited
	Logo	
	Address	204-206, 2nd Floor, Plot No. D-1, Salcon Rasvilas, Saket District Centre, Saket, New Delhi - 110017, India
	Website URL	www.akgroup.co.in
	Email Id	pankaj.agrawal@akgroup.co.in ; akcapitals@gmail.com
	Telephone Number	Board: +91-11-47340685 Mobile: +91 9999305903
	Contact Person	Mr. Pankaj Agrawal, Director
13	Name of the Arranger	HDFC Bank Limited
	Logo	
	Address	HDFC Bank House, Senapati Bapat Marg, Lower Parel, Mumbai 400013 Corporate Address: HDFC Bank, Sandoz House, Shiv Sagar, Dr. Annie Besant Road, Worli, Mumbai - 400 018
	Website URL	www.hdfcbank.com
	Email Id	gaurav.shah2@hdfcbank.com ; niranjan.kawatkar@hdfcbank.com ; trops.investments@hdfcbank.com
	Telephone Number	022 66521006 / 022 66521455
	Contact Person	Gaurav Shah
14	Name of the Arranger	YES Bank Limited
	Logo	
	Address	YES Bank Limited, Financial Markets, Yes Bank House, 2nd Floor, South Wing, Prabhat Nagar, Off Western Express Highway, Santacruz (East), Mumbai-400055.
	Website URL	www.yesbank.in
	Email Id	dcm@yesbank.in
	Telephone Number	022 50919948 / +919967565601
	Contact Person	Mr. Abhishek Iyer
15	Name of the Arranger	IDBI Capital Markets and Securities Limited
	Logo	
	Address	5 th and 6 th Floor, IDBI Tower, WTC Complex, Cuff Parade, Mumbai - 400 005
	Website URL	https://idbicapital.com/index.asp
	Email Id	hiral.shah@idbicapital.com , gurpreet.kalsi@idbicapital.com , sumit.bansal@idbicapital.com
	Telephone Number	022-68361256/68361259
	Contact Person	Ms. Hiral Shah/ Mr. Sumit Bansal
16	Name of the Arranger	ICICI Bank Limited
	Logo	

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	Address	ICICI Bank Limited, ICICI Bank Towers, Bandra Kurla Complex, Mumbai - 400 051
	Website URL	www.icicibank.com
	Email Id	gmgfixedincome@icicibank.com
	Telephone Number	022 4008 8980
	Contact Person	Mr Sanket Jain
17	Name of the Arranger	Tipsons Consultancy Services Private Limited
	Logo	
	Address	401, Sheraton House, Opposite Ketav Petrol Pump, Polytechnic Road Ambawadi, Ahmedabad Gujarat 380015
	Website URL	www.tipsons.com
	Email Id	sandeep.bhansali@tipsons.com
	Telephone Number	9099933611
	Contact Person	Sandeep Bhansali

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B. BRIEF SUMMARY OF THE BUSINESS ACTIVITIES OF THE ISSUER AND ITS LINE OF BUSINESS

i. Overview and History:

Your Bank steps into its 118th fruitful year of service and rich legacy. I extend my gratitude to each one of you for your continued patronage and support. Your valuable partnership has helped this esteemed institution to remain resilient through challenges and achieve remarkable milestones in FY 2022-23 with strengthened core fundamentals. I wish each one of you good health and spirit.

Before discussing on Bank's financial performance, I would like to brief you on the macroeconomic conditions of last financial year. The global macroeconomic conditions remained fragile in FY 2022-23 due to continued geopolitical tensions and steep rate hikes by global central banks to control inflation, that led to tightening of monetary conditions as well as slowdown in global growth momentum. Considering the heightened uncertainty in the global macroeconomic conditions, IMF has revised downwards the global growth projection to 2.8% for 2023, down from its January 2023 projection of 2.9% in its latest World Economic Outlook for April 2023.

The global macro-economic scenario had its bearing on the domestic economy as well. As per second advance estimate of national income, India's real GDP growth for FY 2022-23 is estimated at 7.0% as compared to 9.1% in FY 2021-22.

However, India's growth story remains as resilient as ever. The aggregate demand side is supported by investment up-cycle while the consumption demand still holding its momentum. On the sectoral front, agriculture and services activity have shown resilience with manufacturing activity supported by higher capacity utilization amid government policy thrust. Taking into consideration the domestic and global macroeconomic developments, RBI has projected real GDP growth at 6.5% for FY 2023-24.

In this backdrop, turning the possibilities into opportunities during FY 2022-23, your Bank has achieved the key milestone of crossing ₹20.42 lakh crore global business with healthy growth in both deposits and advances. It is a moment of pride that your Bank has achieved the five-digit Net Profit of ₹10,604 crores, for the first time ever, during FY 2022-23 with a y-o-y growth of 86.76%. Further, the Board of Directors of the Bank have recommended a dividend of ₹12/- per equity share (i.e. 120%) of face value of ₹10/- each to the Shareholders for the year 2022-23, subject to the approval of the Shareholders at the AGM. This is as compared to the dividend of ₹6.5/- per equity share distributed for FY 2021-22 and is testimony to our commitment to value creation for our esteemed shareholders.

I am also happy to announce that as per the 11th bipartite settlement, performance linked incentive (PLI) of 15 days' salary has been credited to staff accounts on 8th May 2023 as the Bank has recorded operating profit of 20.04% y-o-y as per the mandatory criteria of above 15% y-o-y with operating profit of ₹27,716 crores for FY 2022- 23, for the third consecutive year.

It gives me immense pleasure to place before you the highlights of your Bank's performance during FY 2022- 23, along with the details of the achievements and initiatives taken by your Bank.

KEY PERFORMANCE OF THE BANK

BUSINESS

During FY 2022-23, the global business of the Bank increased to ₹20,42,001 crores, up by 11.73% y-o-y with global deposits growing at a pace of 8.54% y-o-y to ₹11,79,219 crores and global advances growing by 16.41% y-o-y to ₹8,62,782 crores. The enhanced thrust on domestic business resulted in the growth of 9.99% y-o-y to ₹19,12,508 crores with domestic deposits growing by 6.52% y-o-y to ₹10,94,746 crores and domestic advances growing by 15.01% y-o-y to ₹8,17,762 crores. As at March 2023, Retail Term deposits registered a growth of 4.52% y-o-y to ₹4,61,737 crores. Also, as at March 2023, CASA deposits are at ₹3,66,472 crores with savings deposits at ₹3,18,818 crore and current deposits at ₹47,654 crores. The domestic CASA ratio of Bank stood at 33.48% as on March 2023 while maintaining a strong deposits clientele base of around 10.77 crores.

The Bank is always keen on maintaining a well-balanced asset mix, encompassing sectors such as Agriculture and Micro, Small and Medium Enterprises (MSMEs) as well as keeping a focus on retail assets, including Housing, Education, and Vehicle loans. This year your Bank's core retail portfolio grew by 10.91% y-o-y to ₹1,40,051 crores

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with Housing loans growing by 14.27% y-o-y to ₹84,364 crores, vehicle loans growing by 7.26% y-o-y to ₹15,129 crores and education loan growing by 13.65% y-o-y to ₹14,746 crores.

Advances to Agriculture and allied activities recorded a growth of 21.24% y-o-y to ₹2,13,327 crore and advances to MSME segment stood at ₹1,23,627 crore, a y-o-y growth of 3.87% as at March 2023. In order to increase credit flow to this segment, in FY 2022-23 the Bank has launched various need based schemes and products catering to the needs of specific segments. The number of borrowal clientele stood at 1.13 crore as at March 2023.

FINANCIAL PERFORMANCE

For FY 2022-23, the total Income of the Bank increased by 20.11% y-o-y to ₹1,03,187 crores and non-Interest Income increased by 13.73% y-o-y to ₹18,762 crores. The net interest income, the difference between interest paid and interest earned by the Bank, grew by 19.14% y-o-y to ₹31,435 crores as at March 2023. In terms of ratios, the cost to income ratio for Bank improved by 137 bps to 44.79% in March 2023 from 46.16% in March 2022. Also, the yield on advances have gone up by 48 bps, increasing from 7.22% in March 2022 to 7.70% in March 2023. The Gross NPA ratio declined by 216 bps y-o-y to 5.35% this year and Net NPA declined by 92 bps y-o-y to 1.73%. Provision Coverage Ratio (PCR) improved by 314 bps y-o-y to 87.31% as at March 2023.

PROFITABILITY

The Bank has recorded robust growth of 86.76% y-o-y in net profit to ₹10,604 crores in FY 2022-23 with operating profit growing by 20.04% y-o-y to ₹27,716 crores. NIM stood at 2.95% and Yield on Advances at 7.70%. Your Bank has a comfortable capital cushioning with Capital Adequacy Ratio, under Basel III at 16.68% as at March 2023 against the regulatory requirement of 11.5%.

During the Financial Year 2022-23, Bank has raised capital via Basel III compliant Additional Tier 1 Bond amounting to ₹4000 crores and Tier 2 Bond amounting to ₹2000 crore and thereby the Government of India shareholding in the Bank is 62.93% as on 31.03.2023.

PRIORITY SECTOR AND FINANCIAL INCLUSION

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Your Bank is committed towards reorienting its strategies to meet various goals under national priorities. Under various national priorities, your Bank has credibly achieved the mandated targets as follows:

- ✓ 49.23% of the adjusted net bank credit against 40% norm in total priority.
- ✓ 22.80% of the adjusted net bank credit against 18% norm in lending to agriculture.
- ✓ 17.44% of the adjusted net bank credit against 9.50% norm in lending to small and marginal farmers.
- ✓ 23.50% of the adjusted net bank credit against 11.50% norm in lending to weaker section.

The Bank has sold PSLC to the tune of ₹64,075 crores in FY 2022-23 encompassing 2,56,300 units.

These achievements indeed speak of your Bank's commitment to the inclusive nation building and supporting the revival of the critical sectors of the economy towards sustainable growth.

The highlights of your Bank's performance for the year FY 2022-23 have been given in the Annual Report.

KEY STRATEGIC INITIATIVES BY THE BANK:

During FY 2022-23, your Bank has undertaken multiple initiatives to achieve its mission of providing State-of-the-Art Banking solutions, leveraging technology, aiding Ease of Doing business and enhancing value for all stakeholders. Some of the important initiatives are as under:

- ✓ In a significant step towards furthering Digital Banking initiatives of the Bank, your Bank has launched "Canara ai1" mobile banking app, a one-stop solution with 250+ features to cater to the Banking needs of our valued customers in 11 different languages.

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- ✓ Your Bank is at the forefront of both financial and digital inclusion. In this respect, Bank has established 6 Digital Banking Units at Virudhunagar, Kavarati, Ernakulam, Coimbatore, Raichur and Devanahalli, besides existing 8 Candi branches, taking the total number of Digital branches to 14.
- ✓ Canara Bank is the first Public Sector Bank to provide Sound Box facility to its Merchants for voice Notification for confirmation of the successful QR Code transactions.
- ✓ Bank is further strengthening its end-to-end Digital lending system whereby applying for and giving out loan or credit to borrowers by financial services happens through completely online or digital platform journey. In this respect, besides personal loans and MSME Shishu Loans, automation of e-Stamp amount and Digital Document Execution Charges for Gold Loans along with Digital Documentation Facility has been implemented for Gold Loans.
- ✓ In the major thrust towards ensuring Ease of Doing Business, your Bank has implemented Global Trade Processing Centre (GTPC) with an aim to handle all operational risks effectively and to improve efficiency in processing of domestic (trade) and forex transactions.
- ✓ Bank has introduced Electronic Payment advice (ePA) in Public Financial Management System (PFMS).
- ✓ Bank has introduced Vahan portal in SAS Module (Bank's Single Authentication Service) for online Addition, Continuation and Termination of Vehicle Loan Hypothecation to Parivahan Sewa Portal (Ministry of Road Transport & Highways, Government of India) for Delhi and Kerala States.
- ✓ Further to ensure ease of banking, bank has actively taken initiatives to strengthen our digital platforms and ensure seamless migration of our valuable customers to those digital platforms.
- ✓ As a part of Bank's resolve to drive country's economic growth by being providers of responsible and sustainable finance, Bank has constituted ESG Desk to deal with emerging Environmental, Social & Governance (ESG) risks.
- ✓ As part of its green financing initiatives, Bank has various sustainable financing segments viz. Renewable Energy Projects, Compressed Biogas & Energy Conservation scheme, Solar Pump scheme under PM-KUSUM and Canara Green Wheels scheme for E-vehicles.

Key Initiatives Implemented in FY 2023-24 so far:

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In continuation with Bank's focus on optimizing business growth while providing best in industry services to our valued customers, Bank has announced a host of products/services in the current financial year 2023-24 as listed below;

- With a view to boost CASA from Payroll Accounts of Corporate employees, Bank has introduced three new variants along with revamping existing product under "New Canara SB Premium Payroll Package" with competitive features. Our Bank is pioneer amongst Public & Private Sector Banks in providing "TERM LIFE INSURANCE" at free of cost to the Salaried Account Holders.
- Bank has introduced a new product, "API Banking" for Corporate Customers. Application Programming Interface (API) technology enables seamless communication between software applications making it easier to share information and data. API Banking aims to leverage API Technology to deliver Digital Banking Services to our Corporate Customers in a seamless and secured manner.
- In this regard Bank has signed an MoU for API integration with Kerala Government's 'Life Mission Project'.
- Corporate customers can visit our API banking developer portal to explore 50+ API list for account related or reconciliation related services and more APIs are being planned to be integrated to this list for optimum services to our valued Corporate customers.
- To further streamline and improve the account opening process, Bank has introduced instant account opening at branch level on a pilot basis.
- Bank has introduced the concept of relationship officials, a single point contact for all financial needs of the customer, for our HNI clients.
- Bank has collaborated with MESCOM for easy submission of Electricity Bill through QR Code.
- In continued focus for seamless Banking services to our valued customers, Bank has introduced the facility to submit FORM 15-G / H for FY 2023-24 easily by SMS for Customers.

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- With continued focus to provide optimum services to our Senior Citizen customers at the comfort of their homes, Bank has waived service charges under Door Step Banking for a maximum of 3 services per month to all Senior Citizens aged above 75 years w.e.f 03.04.2023.
 - Bank has undertaken the initiative of having “One Bank One Number”, i.e. one unique new Toll Free Number (TFN) “18001030” for the convenience of our customers across India to resolve their queries and avail services on a single Toll Free Number.
- Your Bank is committed for many more initiatives for customer convenience and operational efficiency.

CORPORATE SOCIAL RESPONSIBILITY

We are a responsible Corporate Social citizen and the principles of Corporate Social Responsibility (CSR) are deeply embedded in our business processes. Under CSR, the Bank aims to integrate environmental, social and governance objectives, established in line with national priorities for inclusive development. CSR initiatives of the Bank are multifarious, covering activities like training unemployed rural youth, scholarship to meritorious SC / ST Girl students, renovation of schools and providing of other infrastructural facilities to the needy educational institutes, providing primary health care, drinking water, community development, empowerment of women, Swachh Bharat, sports and other social initiatives. Besides this, the Bank has implemented green initiatives, such as installation of solar panels, solar power plants, grids etc. to promote environment protection.

WAY FORWARD

The outlook for FY 2023-24 is positive with Indian economy showing resilience despite global headwinds. The drivers for growth will be robust domestic demand along with revival in investment activities supported by Government’s focus on infrastructure development and on priority sectors of the economy. In line with economic growth, credit growth momentum may continue to remain strong in FY 2023-24.

Going ahead, Bank aims at improving the bottom-line further with balanced thrust on retail, MSME and corporate advances, coupled with increased adoption of digitalization for efficiency improvement. The Bank expects a substantial improvement in low cost deposits base in FY 2023-24 by increasing customer base, rolling out innovative and customized products and by leveraging technology to provide best in the industry Banking services to our valued customers. Bank’s endeavor will be to keep reinventing itself by building on its strengths as per emerging industry landscape and changing customer needs. Our endeavor is to ensure a ‘customer-centric’ Banking model that creates long term value for all its stakeholders.

The Bank’s management is highly confident about achieving augmented growth across all business segments by leveraging the digital technology with robust capital base in financial year 2023-24 and beyond, in line with the vision to be the “Best Bank to Bank with”. Bank will continue its focus on asset quality and capital conservation.

The Bank is poised to translate these possibilities into opportunities for sustainable business growth with a strong commitment in providing Banking solutions to our valued customers while contributing towards inclusive growth of the economy.

A snapshot of Bank’s financial performance is given below:

(₹ in Crore)

Particulars	Mar-22	Mar-23	Growth (%)
Global Business	1827556	2042001	11.73%
<i>of which - Domestic Business</i>	1738813	1912508	9.99%
Overseas Business	88743	129493	45.92%
Global Deposits	1086409	1179219	8.54%
<i>of which - Domestic Deposits</i>	1027767	1094746	6.52%
Overseas Deposits	58642	84473	44.05%
Domestic Deposits	1027767	1094746	6.52%
Current Account Deposits	52816	47654	(9.77%)
Savings Bank Deposits	315916	318818	0.92%
CASA Deposits	368732	366472	(0.61%)
Domestic CASA to Domestic Deposits (%)	35.88	33.48	--
Global Advances	741147	862782	16.41%

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of which - Domestic Advances	711046	817762	15.01%
Overseas Advances	30101	45020	49.56%
Total Assets	1228105	1345732	9.58%
Net Interest Income (NII)	26384	31435	19.14%
Other Income	16497	18762	13.73%
<i>of which - Fee Income</i>	6113	6814	11.47%
Forex Income	2813	2245	(20.19%)
Trading Gains	2593	1893	(27.00%)
Recovery from Written-off Accounts	2747	5110	86.02%
NII + Other Income	42881	50197	17.06%
Operating Expenses	19792	22481	13.59%
Operating Profit	23089	27716	20.04%
Provisions	14128	13543	(4.14%)
of which-Provisions for NPAs & Bad Debts Written-off	9848	9737	(1.13%)
Profit Before Tax	8961	14173	58.16%
Provision for Tax	3283	3569	8.71%
Net Profit	5678	10604	86.76%

The global business of the Bank increased to ₹20,42,001 crore, up by 11.73% y-o-y, out of which domestic business grew by 9.99% y-o-y to ₹19,12,508 crore as at March 2023. Domestic CASA deposits are at ₹3,66,472 crore with Savings Account growing at ₹3,18,818 crore and Current Account at ₹47,654 crore and domestic CASA ratio is at 33.48% as at March 2023.

Bank took various steps in respect of monitoring, control and maintaining asset quality. The sustained efforts of the Bank have yielded results on the asset quality front which showed a commendable fall in Gross NPA by 216 bps y-o-y to 5.35% and Net NPA to 1.73%, down by 92 bps y-o-y. Further the provision coverage ratio has improved to 87.31% from 84.17% in the previous year. The healthy CRAR of 16.68%, up by 178 bps, highlights that the bank is well cushioned for an organic growth in the coming quarters. In FY 2022-23, operating profit of the Bank stood at ₹27,716 crore and net profit at ₹10,604 crore.

Dividend

The Board of Directors of the Bank has recommended a dividend of ₹12.0 per equity share (i.e. 120%) of face value ₹10/- each to the Shareholders for the year 2022-23, subject to the approval of the Shareholders at the AGM.

MANAGEMENT DISCUSSION AND ANALYSIS

GLOBAL ECONOMY

The global economy remained volatile in FY 2022-23. The first half of the financial year witnessed multi-decade high level of inflation rates across countries due to supply chain disruptions and elevated energy prices following Russia's invasion of Ukraine. This resulted in aggressive monetary policy tightening by global Central Banks prioritizing price stability over growth. As a spill-over, the emerging market economies were affected by trade downturn, capital outflows, heightened pressures on currency, elevated inflation, steeper rate actions and eventually a growth slowdown. Apart from these, sporadic news of resurgence of Covid-19 variants in different parts of the globe kept the global economy on the edge.

In the second half of FY 2022-23, the global economic outlook turned somewhat positive amid moderation in inflation imprints on normalisation of supply chain mechanism, easing in energy prices and strengthening demand outlook from reopening of Chinese economy. However, continued geo-political tensions, still high inflation levels and concerns over possible global slowdown due to lagged impact of monetary tightening continue to weigh on global growth outlook. Taking into consideration these prevailing global economic conditions, in April 2023, International Monetary Fund (IMF) has revised downwards the global growth projection for 2023 to 2.8% from earlier estimate of 2.9%.

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INDIAN ECONOMY

Indian economy remained resilient in FY 2022-23, on the back of robust domestic demand conditions, rebound in contact-intensive services sector, revival of manufacturing and investment activities amid Government focus on capex and a resilient agricultural sector with support from synchronized fiscal & monetary policy measures. However, the slowdown in the global growth momentum had a reflection in domestic economy also and India's real GDP growth for FY 2022-23 is estimated at 7.0% as compared to 9.1% in FY 2021-22, as per second advance estimate of national income.

Sector wise, agricultural sector remained resilient while improvement was observed in manufacturing sector and investment activities. Services sector witnessed a strong rebound in the second half of FY 2022-23 driven by pent-up demand for contact intensive activities such as tourism, retail trade, hotel, entertainment and recreation. However, growth momentum moderated in the external sector due to global headwinds.

The headline inflation eased in the later part of FY 2022-23 to 5.66% y-o-y as on March 2023 from the high of 7.79% in April 2022 on easing in food inflation and moderation in fuel & light inflation. For the year as a whole, headline inflation stood at 6.7% for FY 2022-23 and RBI has projected headline inflation at 5.2% for FY 2023-24, with risks evenly balanced amid expectation of robust Rabi food grains production and easing cost conditions.

Noting resilience of growth momentum of Indian economy along with Govt.'s focus on capex, many multinational organisations have projected Indian economy to be the fastest growing major economy in the global arena and to be a key driver of global growth in FY 2023-24. IMF has noted India to remain a relative "bright spot" in the world economy with a growth rate of 5.9% in FY 2023-24. On the other hand, RBI has projected a growth rate of 6.5% for the domestic economy for FY 2023-24.

OUTLOOK FOR 2023-24

Growth outlook for Indian economy remains positive in FY 2023-24 supported by favourable domestic factors like resilient domestic demand conditions, easing inflationary pressures, revival of investment activities, capex-led growth driven by Production-Linked Incentive schemes and rebound in services sector along with a resilient agricultural sector. Though downside risk remains from weakening external demand, fading of pent up consumer spending and lagged impact of policy rate hikes on aggregate demand. However, the fiscal and monetary policy measures by the Government of India and RBI are expected to remain growth supportive in FY 2023-24.

From credit growth perspective, there is a positive outlook as well, in line with expected resilience of the domestic economy and favourable domestic factors. Credit growth is expected to remain in double digits amid sufficient capital buffers, improving asset quality of Banks and deleveraged corporate balance sheets.

The Bank will continue to focus on achieving greater growth in business along with profitability. On the deposits front, the Bank is giving thrust on shoring up of CASA while consciously reducing the reliance on bulk deposits. On the advances front, Bank focuses on a balanced advances portfolio with proper mix of retail, agriculture, MSME and corporate credit. Need is to focus on best-in-class customer service, be it in retail segment or in Corporate Banking. Strategic focus will also be on strengthening risk management framework with focus on compliance & proper implementation of systems and procedures.

The Bank takes adequate efforts for NPA management with ardent credit monitoring, containing fresh slippages and strengthening recovery efforts. The Bank will continue to strive for process and product improvements in view of changing customers' and industry requirements. In the coming years, Bank envisions to be the "Best Bank to Bank with" in the Banking sector, both in terms of optimum business growth and excellent customer service by leveraging technology and creating value for all stakeholders through inclusive growth.

CANARA BANK IN 2022-23

Canara Bank has recorded robust business growth in FY 2022-23 with record 86.76% y-o-y growth in net profit to ₹10,604 crore with major thrust on balanced growth, optimal resource mobilization, robust fee income, expanding retail assets, including agriculture, housing and other retail segments, and improving asset quality.

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BUSINESS PERFORMANCE

During FY 2022-23, the global business of the Bank stood at ₹20,42,001 crore with a growth of 11.73% y-o-y from ₹18,27,556 crore, with global deposits at ₹11,79,219 crore with a growth of 8.54% y-o-y and global advances at ₹8,62,782 crore with a growth rate of 16.41%.

A snapshot of business growth in FY 2022-23

(₹in Crore)

Particulars	Mar-22	Mar-23	Growth (%) y-o-y
Global Deposits	1086409	1179219	8.54
of which- Domestic Deposits	1027767	1094746	6.52
Overseas Deposits	58642	84473	44.05
Domestic Deposits	1027767	1094746	6.52
Current Account Deposits	52816	47654	(9.77)
Savings Bank Deposits	315916	318818	0.92
CASA Deposits	368732	366472	(0.61)
Domestic CASA to Domestic Deposits (%)	35.88	33.48	--
Global Advances	741147	862782	16.41
of which- Domestic Advances	711046	817762	15.01
Overseas Advances	30101	45020	49.56
Total Assets	1228105	1345732	9.58

Deposits

Total Deposits grew by 8.54% y-o-y from ₹10,86,409 crore as on March 2022 to ₹11,79,219 crore as on March 2023. Domestic CASA deposits of the Bank are at ₹3,66,472 crore as on March 2023 with Savings deposits at ₹3,18,818 crore and Current deposits at ₹47,654 crore. The Bank's domestic CASA deposits share to domestic deposits stood at 33.48%. Total deposit clientele of the Bank stood at 10.77 crore as at 31st March 2023.

Advances

The Bank expanded its asset base in a well-diversified manner encompassing sectors such as Agriculture and Micro, Small and Medium Enterprises (MSMEs) as well as keeping a focus on retail assets, including Housing, Education, and Vehicle loans.

Advances (Gross) of the Bank reached ₹8,62,782 crore as at March 2023. The number of borrowal clientele stood at 1.13 crore as at March 2023. Total business of the Bank increased to ₹20,42,001 crore for the year ended March 2023.

FINANCIAL PERFORMANCE

Operating profit of the Bank stood at ₹27,716 crore for FY 2022-23. Bank reported a net Profit of ₹10,604 crore for FY 2022-23. Net Interest income of the Bank stood at ₹31,435 crore. NIM stood at 2.95% and Yield on Advances at 7.70%.

Key Financial Ratios (%)	Mar-22	Mar-23
Cost of Funds	3.60	4.03
Yield on Funds	5.82	6.42
Cost of Deposits	3.95	4.38
Yield on Advances	7.22	7.70
Net Interest Margin (NIM)	2.82	2.95
Return on Assets (RoA)	0.48	0.81
Return on Equity (RoE)	12.82	19.49
Cost to Income Ratio	46.16	44.79

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Income and Expenditure Analysis

Total income of the Bank stood at ₹1,03,187 Crore for the FY 2022-23, comprising ₹61,357 crore interest from advances, ₹19,532 crore interest from investments, ₹18,762 crore from non-interest income and ₹3,536 crore from other interest income.

Operating performance of the Bank

(₹in Crore)

Particulars	Mar-22	Mar-23
Interest Earned	69410	84425
Interest Expended	43026	52989
Net Interest Income (NII)	26384	31435
Other Income	16497	18762
of which - Fee Income	6113	6814
Forex Income	2813	2245
Trading Gains	2593	1893
Recovery from Written Off Account	2747	5110
Operating Income (NII + Other Income)	42881	50197
Operating Expenses	19792	22481
Employee Expenses	12704	13744
Other Operating Expenses	7088	8737
Operating Profit	23089	27716
Provisions	14128	13543
of which - Provisions for NPAs & Bad debts written off	9848	9737
Provision for Standard Advances	(233)	336
Provision for Depreciation on Investment	979	2802
Other Provisions	2180	667
Profit Before Tax	8961	14173
Provision for Tax	3283	3569
Net Profit	5678	10604

In line with the thrust areas for the Bank, non-interest income (Excl. Trading profit) is at ₹16,869 crore. Apart from trading profit, other major sources of non-interest income, like, service charges (₹3,539 crore), commission and exchange (₹1,284 crore), recovery from written off accounts (₹5,110 crore) and Profit from exchange transaction (₹2,245 crore) contributed to the noninterest income of the Bank. The share of non-interest income to total income stood at 18.18%.

Total expenditure of the Bank stood at ₹75,471 crore in FY 2022-23. Interest expenses of the Bank is at ₹52,989 crore. Operating expenses is at ₹22,481 crore, comprising staff cost of ₹13,744 crore and other operating expenses of ₹8,737 crore.

The net interest income, the difference between interest paid and interest earned by the Bank stood at ₹31,435 crore.

Capital and Reserves

Net worth of the Bank, as at March 2023 stood at ₹60,195 crore. While the total paid-up capital of the Bank stood at ₹1,814.13 crore, the reserves and surplus stood at ₹64,362 crore (excl. Revaluation Reserve and FCTR).

Composition of Capital (₹in Crore)	March 2022 Basel III	March 2023 Basel III
Risk Weighted Asset	538283	567763
CET I	55247	65814
CET I (%)	10.26%	11.59%
AT I	8886	12422
AT I (%)	1.65%	2.19%
Tier I Capital	64133	78236

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CRAR (%) (Tier I)	11.91%	13.78%
Tier II Capital	16083	16466
CRAR (%) (Tier II)	2.99%	2.90%
Total Capital	80216	94703
CRAR (%)	14.90%	16.68%

Capital Adequacy Ratio, under Basel III was 16.68% as at March 2023 against the regulatory requirement of 11.50%, including capital conservation buffer of 2.50%. Within the capital adequacy ratio, CET I ratio was at 11.59% and Tier I capital ratio was at 13.78%.

During the Financial Year 2022-23, Bank has raised capital via Basel III compliant additional Tier 1 Bond amounting to ₹4,000 crore, Tier 2 Bonds amounting to ₹2,000 crore. Government of India shareholding in the Bank is 62.93% as on 31.03.2023.

RETAIL LENDING OPERATIONS

For the FY 2022-23, Retail Lending as one of the thrust areas of the Bank had shown a considerable growth of 10.91% y-o-y. The Core Retail Portfolio of the Bank increased to ₹1,40,051 Crore as on March 31, 2023 with Housing Loans at ₹84,364 crore and ₹15,129 crore under Vehicle Loans. The share of Retail Loans stood at 17.13% as of March 31, 2023 of Domestic Advances (₹8,17,762 crore). The initiatives taken in the hassle-free credit delivery of Retail Portfolio resulted in the growth of 10.91% over the previous year.

(₹ in Crore)

Retail Segments	As at March	
	2022	2023
1. Housing	73828	84364
2. Vehicle	14105	15129
3. Other Personal	25369	25812
4. Education	12975	14746
Core Retail Loans (1+2+3+4)	126277	140051

EDUCATION LOAN

Over the years, the Bank has assisted substantial number of promising students to pursue higher education in India and abroad. The Bank's education loan portfolio increased to ₹14,746 crore as at March 2023. The Bank has financed around 3.67 lakh students as at March 2023. During FY 2022-23, the Bank has disbursed education loans worth ₹3,847.55 crore and sanctioned 51498 number of accounts amounting to ₹6,089.21 crore through online Vidya Lakshmi portal.

Among all Nationalized Banks, our Bank is in the forefront in extending education loans. Further, considering the huge thrust on skill development in recent years, "IBA Skill Loan Scheme" has been implemented to support skill development initiatives of Department of Financial Services (DFS).

The Bank has a special education loan scheme namely "Vidya Turant", Collateral-free Education loans for the meritorious students who are admitted to premier institutes such as IITs, IIMs, ISB etc. up to a limit of ₹50 Lakh with concessional rate of Interest; Bridge Loan Scheme namely "Vidya Sahay" to assist the needy and meritorious students who are in need of the down payment to be made to the CET / Counselling Authorities at the time of selection / counselling and "Vidya Shakthi" education loan scheme for the PwD category of students including expenses for specially designed equipment's for differently abled persons with concessional interest rate.

Our bank has recently integrated Jan Samarth (National) portal with our loan origination system as a part of DFS initiative for sourcing the credit subsidy linked education loan applications under Central Sector Interest Subsidy Scheme (CSIS), ACSISEBCOBC*, Padho Pardesh under education loan Central Sector subsidy schemes.

*Dr. Ambedkar Central Sector Scheme of Interest Subsidy on Educational Loans for Other Backward Classes (OBCs) & Economically Backward Classes (EBCs).

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PRIORITY SECTOR ADVANCES

The Bank continues to accord importance to varied goals under national priorities, including agriculture, micro, small and medium enterprises, education, housing, social infrastructure, renewable energy, microcredit, credit to weaker sections and specified minority communities.

Priority Sector Advances of the Bank as at March 2023 reached ₹3,82,595 crore and achieved 49.23% to Adjusted Net Bank Credit (ANBC) against 40% mandated norm.

Priority Sector

Priority Sector Advances	As at March	
	2022	2023
Total Priority Sector	339039	382595
Agriculture (Priority)	175238	211562

- With a focus on credit delivery to Agriculture, the Bank's advances under agriculture portfolio increased by 20.73% to ₹2,11,562 crore on Y-O-Y basis, covering over 1.23 crore accounts.
- Under agriculture lending, the Bank achieved 22.80% to ANBC against 18% mandated norm.
- During FY 2022-23, the Bank's Agriculture Credit Disbursal is ₹2,01,425 crore.
- Advances to Small & Marginal Farmers achieved 17.44% to ANBC as against the mandatory target of 9.5% (Net of PSLC-SF / MF sale) as at March 2023.
- During the year 2022-23, Bank has issued 25.04 Lakh Kisan Credit Cards (KCCs), amounting to ₹42,377 crore.
- The credit outstanding under KCCs reached ₹50,540 Crore as at March 2023.
- 13.52 lakh Kisan RuPay Cards were issued against eligible accounts of 26.81 lakh, with an achievement of 50.43%.
- Advances to Micro Enterprises stood at ₹66,916 crore achieving 10.34% to ANBC as against the mandatory target of 7.5%.
- The Bank actively participated in various Government Sponsored Schemes, such as, Prime Minister's Employment Generation Programme (PMEGP), National Rural Livelihood Mission (NRLM), National Urban Livelihood Mission (NULM), Differential Rate of Interest (DRI) Scheme, Stand-Up India, Pradhan Mantri Mudra Yojana (PMMY).
- As at March 2023, the outstanding advances under the following Government Schemes aggregated to ₹47,596 Crore, involving around 24.21 Lakh beneficiaries.

Performance under various Government Sponsored Schemes:

(Accounts in Actuals & Amount in ₹crore)

Scheme	Mar-23	
	Accounts	Amount
Prime Minister's Employment Generation Programme (PMEGP)	64682	3030
Deendayal Antyodaya Yojana-National Rural Livelihoods Mission (DAY-NRLM)	342832	14053
Deendayal Antyodaya Yojana-National Urban Livelihoods Mission (DAY-NULM)	15057	219
Differential Rate of Interest	87992	73
Stand-Up India	7083	1072
Pradhan Mantri Mudra Yojana (PMMY)	1918635	29368
Total	2421224	47596

- Advances to DRI stood at ₹73 crore, consisting of 0.88 Lakh beneficiaries, of which, advances by rural and semi-urban branches amounted to ₹56 crore.

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- In support of the underprivileged sections of the society, the Bank's Advances to SCs / STs beneficiaries amounted to ₹16,396 crore as at March 2023, covering 9.01 lakh borrowers.
- The advances to SCs / STs comprised 4.29% of total priority sector advances.
- Advances to weaker sections reached ₹2,16,119 crore, constituting 23.50% to ANBC against mandated norm of 11.5%.

Various components of advances to Weaker Sections as at March 2023:

(Accounts in actuals & Amount in ₹Crore)

Sector Name	Outstanding	
	Accounts	Amount
Small & Marginal Farmers, Landless Labourers, Tenant Farmers and Share Croppers	11838137	176921
SC / ST Beneficiaries	901437	16396
DRI Loan	87992	73
Self Help Group	342832	14053
Joint Liability Group	64325	1431

As at March 2023, advances to specified minority communities aggregated to ₹60,016 Crore, accounting for 5.71% of the actual priority sector advances against the stipulated 15% norm.

MICRO, SMALL & MEDIUM ENTERPRISES (MSMEs)

Advances to MSMEs increased to ₹1,23,627 crore as at March 2023, with a y-o-y growth of 3.87%. Credit to MSE segments increased to ₹1,05,453 crore, with a 3.67% y-o-y growth. Advances to Micro Enterprises recorded a growth of 9.39%:

ü **GECL Schemes (GECL 1.0, GECL 2.0, GECL 3.0, GECL 4.0, GECL Extension)** - To existing Business Enterprises / MSMEs / PMMY Customers to build up current assets and to meet operational liabilities and restart the business as per communication received from M/s NCGTC Ltd from time to time. The validity of the scheme expired on 31.03.2023.

GECL SCHEME - CUMULATIVE PERFORMANCE TILL 31.03.2023

Scheme	Sanction		Disbursement	
	Accounts	Amount (Cr)	Accounts	Amount (Cr)
GECL 1.0	475420	9973	451613	9697
GECL 2.0	691	1511	689	1366
GECL 3.0	3572	285	3572	232
GECL 4.0 (Incl. Addl. 10%)	1923	217	1923	204
GECL (ECLGS) Extension	144003	8336	144003	7431
Total	625609	20322	601800	18930

- ✓ **CGSSD** - CGSSD (Credit Guarantee Scheme for Subordinate Debt) has been launched on 31.07.2020 to provide guarantee coverage for the Credit Guarantee Scheme for Subordinate Debt to provide Sub-Debt support in respect of restructuring of MSMEs. The scheme was valid till 31.03.2023. Bank has opened 150 accounts to the tune of ₹16.64 crore under the scheme till 31.03.2023.
- ✓ **PM SVANidhi** - This scheme has been introduced during July 2020 for all street vendors engaged in vending in urban areas as on or before 24.03.2020 as per identification criteria stipulated in scheme guidelines of MoHUA. Small Industries Development Bank of India (SIDBI) is the implementation partner of the MoHUA. Under **PM SVANidhi**, the Bank sanctioned 326546 accounts amounting to ₹425 crore, since inception till 31.03.2023.

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- ✓ Based on RBI Notification DOR.STR.REC.11/ 21.04.048 / 2020-21 dated 05-05-2021, Wing has extended Resolution Framework 2.0 (R.F. 2.0) Scheme to MSME loans under standard asset category as at 31.03.2021 with exposure up to ₹50 crore, where restructuring is invoked by 30.09.2021 and is implemented within 90 days from the date of invocation. Under Resolution Framework 2.0 Scheme (Accounts restructured under RBI Circular dated 05.05.2021) 236484 accounts have been restructured amounting to ₹9,587.14 crore till 31.12.2021 (i.e. Last date for implementation of the scheme). Outstanding accounts and amount as on 31.03.2023 are 180537 accounts amounting to ₹6,176 crore.
- ✓ In line with the Government guidelines, Bank has formulated various schemes for supporting healthcare infrastructure and tourism sector to tide over the pandemic situation, such as:
 - a) **LGSCAS** (Loan Guarantee Scheme for Covid Affected Sectors), wherein loans up to ₹100 crore. is extended for financing Brownfield and Greenfield projects for setting up of/ modernization / expansion of Covid related healthcare infrastructure and services in the non-metropolitan areas, at concessional ROI, under partial credit guarantee coverage of M/s. NCGTC.
 - b) **LGSCATSS** (Loan Guarantee scheme for Covid affected Tourism Service Sector) has been implemented by the Bank, to finance registered eligible tourist guides and Travel & Tourism stakeholders in terms of credit facilities at concessional ROI and no processing charges, restricted to maximum of ₹10.00 lakh each in case of recognized / approved Travel & Tourism Stakeholders and up to ₹1.00 lakh each for registered Tourist Guides, under 100% Credit Guarantee coverage of M/s. NCGTC, for discharging liabilities and restarting their businesses affected due to Covid-19 pandemic.
- ✓ Bank has sanctioned 122 accounts to the tune of ₹310 crore under LGSCAS scheme and sanctioned 284 accounts to the tune of ₹2.14 crore under LGSCATSS scheme till 31.03.2023. The validity of the scheme has expired on 31.03.2023.
- ✓ Under Pradhan Mantri Mudra Yojana (PMMY), the Bank has disbursed an amount of ₹19,147.82 crore against the Disbursement target of ₹18,400 crore during FY 2022-23. Sanctions and disbursements under different categories of Mudra Yojana are as under:

Category	FY 2022-23 (₹in Crore)			
	No. of Accounts	Sanctioned Amount	Disbursement Amount	Cumulative Outstanding Amount as on 31.03.2023
Shishu (< `50,000)	586540	963.07	960.40	1658.49
Kishore (Above `50,000- `5 Lakhs)	317852	8104.04	8051.26	14225.85
Tarun (Above `5 Lakh to `10 Lakhs)	119357	10167.34	10136.16	13484.03
Total	1023749	19234.45	19147.82	29368.36

Major Highlights

- Under Stand-Up India scheme, the Bank Sanctioned 3810 accounts to the tune of ₹856 crore during FY 2022-23 as against sanction of 4314 accounts and sanction amount of ₹984 crore during FY 2021-22.
- Bank including sponsored RRBs has achieved ₹30,869 crore (99.58%) against the mandatory Disbursement target of ₹31,000 Crore under PMMY.
- During FY 2022-23, under PMEGP the Bank sanctioned 14488 proposal amounting to ₹1,593 crore, with Total Margin Money claimed stood at ₹356 crore, as against sanction of 11191 accounts, sanction amount of ₹1,099 crore and Margin Money claim of ₹345.00 crore during FY 2021-22.
- With respect to PSB Loans in 59 minutes, the Bank is one of the top performers on this portal with 37195 in-principle sanctions since the inception till 31.03.2023.
- Under TReDS Platform, our Bank has discounted 11584 Bills amounting to ₹1,553 crore during FY 2022-23.

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- Bank has entered into co-lending arrangement with M/s India Bulls Commercial Credit Limited and M/s Lendingkart Finance Limited and has already sanctioned loans to the tune of ₹445.09 crore to MSMEs as on 31.03.2023.
- Bank has implemented 3 Government Sponsored MSME Schemes (PMMY, Stand-Up India and Weavers Mudra) under unified portal called National Portal (also known as Jansamarth Portal) - an initiative by DFS, Ministry of Finance.
- Canara Bank has on-boarded on Account Aggregator network to facilitate exchange of information as Financial Information Provided (FIP) and Financial Information User (FIU) between the Bank / FIs.

DIGITAL BANKING & ALTERNATE DELIVERY CHANNELS

The Bank has 12,130 number of ATMs / Recyclers. The Average Uptime of ATMs & Cash Recyclers stood at 91.21% with ATM HITs of 121 as on March 2023. The Bank's Debit Card base reached to 5.13 crore and Credit Card base to 6.24 lakhs as on March 2023. The number of registered users under Mobile Banking is at 166.87 lakhs and Net Banking users is at 243.92 lakhs as at March 2023. The number of merchant on-boarding in POS stands at 62,557 terminals. The total issuance under BHIM QR reached 24.02 Lakhs. Bank has achieved MeitY digital transaction target for FY 2022-23.

New functionalities introduced in Debit & Credit Cards

- Processing, sanction and review of fresh corporate & secured credit card application through LAPS (Loan Application Processing System).
- Processing, sanction and review of individual credit card limit modification through LAPS.
- Implementation to apply credit card requested through IB / MB.
- Enabling UPI transactions using Canara Bank Rupay Credit Card.
- Instant EMI conversion at POS machine powered by PINE Labs through Credit Card.
- Enhancing Card Transaction Daily Limit on ATM Cash, PoS and E-Commerce transaction on different variants of Debit Cards.
- Centralized Credit Card issuance for pre-approved customers.
- Contactless Card issuance for Debit / Credit Card.
- NCMC virtual wallet implementation in CBS for Debit Card.
- Advance protocol 3DS 2.0 implementation for VISA / MasterCard E-Commerce transactions.

Compliance of RBI guidelines for Cards during FY 2022-23

- RBI master direction on debit / credit card issuance and conduct.
- Enabling the Card on File tokenization at card network level for securing the card transaction on E-Commerce merchant wherever merchants are enabled.
- Enhancement of Limits for e-Mandate on Recurring Card Transactions and Product Enhancement of SiHub (Standing Instruction Hub) Solution.

Tie-up with Online Retailers for providing discounts to customers on using of Debit Card & Credit Card

Bank had tied-up with Myntra, Goibibo, MakeMyTrip, Kalyan Jewellers & Pinelabs during FY 2022-23 for providing discounts to customers on use of Debit / Credit card for e-commerce transactions and is in the process of more tie-ups in future. It helps to increase the customer delight & spends, enhance the per card spend, ensure activation of more number of cards with these offers and with higher spends, Interchange earned will also increase.

Security measures taken for Card transaction security for avoiding online frauds

As per RBI guideline, Enhancing Security of Card transactions for Debit Card & Credit Card, enabling and disabling card for online and international transactions is enabled in all channels like Internet Banking, Mobile Banking, ATM and branch channel.

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Security features to arrest ATM frauds & Compliance of RBI guidelines

- Safety measures mandated by RBI (i.e. **Terminal Security Solution, Anti-skimming Devices, EMV compliance**) have been successfully implemented in all our operational ATMs within the timelines.
- Implementation of **Transport Layer Security (TLS)** to mitigate risk arising from Man in The Middle attack in ATM ecosystem is completed in ATMs & Cash Recyclers.
- LAN / Power Cable connections are concealed and not accessible to public to avoid Cyberattack on ATMs.
- Cassette swap for Cash replenishment is under implementation in ATMs & Cash Recyclers.
- As a part of strengthening security control in ATMs, RBI has directed Banks to implement e-surveillance in ATMs and same is under progress.
- All ATMs are migrated for centralized reconciliation.
- Implemented Card-less Cash Withdrawal and OTP for cash withdrawal above ₹10,000/.
- Bank is implementing Block Shaft to mitigate the possibility of a false plate being installed in the ATMs.
- Bank has taken several measures to comply with the directives of RBI on Monitoring of Availability of Cash in ATMs and ensuring availability of cash at all times to avoid penalty.

New Features Added in Internet Banking in FY 2022-23:

- The revamped Internet Banking (OBDX) was launched.
- Email ID Updation and Verification. □ Offline OTP App with Device Binding and Sim Binding Functionality.
- ReKYC facility for Retail Users.
- Shop at ease.
- ASBA Facility for HUF customers.
- OTP Over call.
- Bulk Beneficiary addition for Corporate Users.
- Cheque Book request status tracking.
- LEI (For transactions beyond ₹50.00 crore LEI number is Mandatory as per RBI Guidelines).
- Beneficiary Validation.
- Synchronizing of Mobile Banking Beneficiaries with IB.
- Beneficiary Limit setting.

New features Added in Mobile Banking application (CANARA ai1) in FY 2022-23:

- Provided Re-KYC facility through “ai1 app”.
- Mobile Banking admin portal is enabled for NRI customers.
- Enabled Load against Deposit option.
- Enabled Push notifications.
- Green appreciation certificate is enabled for Term Deposits.
- Provided E-insurance account opening facility in “ai1 app”.

ONGOING PROJECTS:

- **Digital Lending End-to-End:** Bank is in the process of launching end-to-end Digital lending system. It is the new-age practice of applying for and giving out loan or credit to borrowers by financial services through the completely online or digital platform journey. The advantages are: simplified loan process, quicker decision making, reduced Turn Around Time, consistency Power of Analytics, improved lead conversion, cost reduction, additional revenue, customized loans, Swift payback, improved Business efficiency and optimized Loan Life Cycle etc.
- **Customer Feedback in ATMs:** Bank is providing an option to customers to provide feedback in ATM Channels.
- **Cassette Swapping in ATMs:** Cassette swap for Cash replenishment is under implementation in ATMs & Cash Recyclers.

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- **Onboard UPI through Aadhaar OTP:** Acquirer customers will be able to register for UPI using Aadhaar number registered in the account. Presently it is available through Debit Card only.
- **UPI International Acquirer:** Using this functionality the customer will be able to make the Merchant Payment in identified International countries (The countries identified by NPCI).
- **Display of virtual debit card phase I :** The customer can view the debit card complete details such as CVV, Card number, expiry date etc.
- **UPI Lite Acquirer:** UPI Lite Acquirer on Device Wallet for making small value payments presently up to ₹200 in offline mode in absence of CBS also.
- **Mobile Banking Activation code through Internet Banking.**
- **Enabling OD facility Canara SB Premium Payroll Package:** Enabling OD facility in “ai1 app” for new Canara SB Premium Payroll Package.
- **Mobile App for Corporate users:** Bank is in the process of launching Mobile App for Corporate users.
- **CHEGGOUT:** The Cheggout integration will provide compare and shop facility. The Personalized offers to merchant based on transaction pattern and analytics and various other offers to be integrated in “ai1 app”.
- **UPI 123 Pay Feature Phone:** This feature will enable the customers to use UPI payment facility even in the absence of a smart phone and even when mobile network is not good.
- **UPI-Pay Now - Cross Border Transaction:** NPCIPay now together has arranged the foreign inward remittance and foreign outward remittance through UPI / mobile number.
- **Credit Information Report integration:** To improve engagement with customers, the mobile application will be enabled with a feature to generate the CIR with tie-up arrangement with multiple Credit Rating Agencies. Based on the usage, the credit history data will be received and Bank can prepare pre-approved offers.
- **PKI integration with OBDX:** This project is with a view towards additional Layer of Security for high value transactions.
- **The project on Cheque Book status,** for End to End tracking of check book delivery.

FINANCIAL INCLUSION

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As a part of financial inclusion drive, the Bank makes its products and services available to financially excluded and marginalized sections of the society. As per the Government of India and the Reserve Bank of India directions, the Bank has been proactive in financial inclusion efforts, with key interventions, viz., expanding banking infrastructure, offering appropriate financial products, making extensive & intensive use of technology and advocacy of financial literacy.

- The Bank has engaged 12,918 Business Correspondent Agents (BCAs) under Business Correspondents (BC) model. Bank has covered 5,267 SSA, 153 SLBC and 7,498 NON SSA locations.
- Bank formed ‘Canara Financial Advisory Trust’ to take care of the affairs of the Financial Literacy Centres (FLCs) of the Bank as well as the FLCs promoted by the Regional Rural Banks (RRBs) sponsored by the Bank. The Bank has 152 FLCs in districts & blocks level across the country, managed by the Counsellors (retired bankers).
- Bank has opened 177.34 lakh accounts under PMJDY, having total outstanding balance of ₹9,259.21 crore in those accounts with average balance of ₹5,220.21 per account.

Scheme Enrolments including Renewals as at March 2023

(₹In Lakhs)	
Scheme Enrolments including Renewal	As at March 2023
Pradhan Mantri Jeevan Jyoti Bima Yojana (PMJJBY)	77.50
Pradhan Mantri Suraksha Bima Yojana (PMSBY)	191.43
Atal Pension Yojana (APY)	25.65

Under Sukanya Samridhi Yojana, the outstanding number of accounts as on 31st March 2023 is 185634 accounts.

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AADHAAR Enrolments Updation Centres

The Bank is a Registrar and Enrolment Agency for Aadhaar Enrolment. As per UIDAI guidelines, the Bank has to establish ASKs at 10% of the Bank branch premises. Accordingly, Bank has established 1268 ASKs, comprising of 972 centres for the Bank and 296 centres for the 4 sponsored RRBs (KAGB 116, KGB 62, KVGB 63 & APGB 55).

Empowering Women

Women Empowerment Section at Head office and Centre for Entrepreneurship Development for Women (CEDW) at 24 Circle Offices and 176 Regional offices across the country are working relentlessly towards economic empowerment of women. These CEDWs have reached potential entrepreneurs, undertaken counselling, supported their training needs, provided finance and arranged marketing facilities. A total of 674 Programmes were organized by the CEDWs during FY 2022-23.

Lead Bank Responsibility:

As on 31.03.2023, Our Bank has been assigned with:

- State Level Bankers Committee (SLBC) convenorship in two states i.e. Karnataka & Kerala and Union Territory Level Banker's Committee (UTLBC) convenorship in Lakshadweep.
- Lead Bank Responsibility in 61 districts across 8 states and 2 Union Territories viz. Andhra Pradesh (6), Bihar (1), Delhi (3), Haryana (3), Lakshadweep (1), Karnataka (15), Kerala (7), Tamil Nadu (7), Telangana (4) & Uttar Pradesh (14).

INTERNATIONAL OPERATIONS AND BUSINESS

The Bank has 3 overseas branches, viz., London (UK), New York (USA) and Dubai International Financial Center - DIFC (UAE). Besides the above 3 branches, the Bank has a Representative Office at Sharjah (UAE) and a wholly owned subsidiary - Canara Bank (Tanzania) Limited at Dar Es Salaam (Tanzania).

Total Business of the overseas branches aggregates to ₹1,29,493 crore comprising of deposits to the tune of ₹84,473 crore and advances to the tune of ₹45,020 crore as at March 2023. Overseas business constituted 6.34% of the Bank's global business. As per the rationalization plan for overseas branches, Bank has sold its entire shareholding (40%) in its joint venture in Russia, Commercial Indo Bank LLC, Moscow to majority shareholder State Bank of India. Further, during the year, Bank has also initiated steps towards divestment / winding up of Canara Bank (Tanzania) Limited, a wholly owned subsidiary in Tanzania.

ASSET QUALITY

Gross NPA of the Bank stood at ₹46,160 crore, accounting for 5.35% of Gross Advances and Net NPA stood at ₹14,349 crore, accounting for 1.73% of Net Advances as at March 2023. The cumulative Cash Recovery including Recovery in written off accounts during FY 2022-23 was at ₹13,107 crore. Upgradation for FY 2022-23 was at ₹1,465 crore. Provision Coverage Ratio (PCR) was at 87.31% as at March 2023. Recovery in written off accounts for FY 2022-23 was ₹5,372 crore. Slippage has been contained during the year to ₹9,941 crore.

During FY 2022-23, 1997 properties were sold amounting ₹1,489.75 crore and 4882 accounts were settled / closed / upgraded amounting ₹1,678.92 crore on account of initiating actions under the SARFAESI ACT. The Bank conducted 5415 Recovery Meets during FY 2022- 23 that has resulted in recovery of ₹1,211.22 crore. In FY 2022-23, 436215 cases were settled, covering a liability of ₹5,088.99 crore. In FY 2022-23, 397577 cases were referred to LOK ADALAT, out of which, 32842 cases were settled, covering an amount of ₹376.37 crore. Besides, the Bank took several initiatives to contain slippages and speed up recovery from overdue loan accounts. These include, conduct of Can Adalats at Branch level, cluster adalats at Regional level and Mega Adalats at Circle level for one time settlements (OTS), Lok Adalats at district level, regular follow-up of overdue in loan accounts through Call Centre, conduct of e-auctions for sale of seized assets and initiation of stringent recovery measures against wilful Defaulters. As on March 2023, there were 1628 wilful defaulters with an outstanding amount of ₹15,394.12 crore.

The Bank has initiated resolution process in respect of 371 cases by referring to NCLT / Filing our claim for ₹40,916 crore as at 31.03.2023 and is expecting substantial recovery through resolution during FY 2023-24. In FY 2022-23

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recoveries amounting to ₹1,775 crore were done in NCLT referred accounts. The Bank has also formulated various special OTS Schemes for settlement of small value NPAs in Agriculture NPA, Education Loans, Tractor loans and other Farm mechanization.

As on March 2023, the outstanding Stressed Assets Portfolio (including Restructured Standard Accounts) stood at ₹49,663 crore, accounting for 5.76% of Gross Advances.

RISK MANAGEMENT

Bank's Risk Management ensures identification, measurement, monitoring and mitigation of all pertinent risks and aligns its function for comprehensive solutions. It acts as decision-enabler for effective resource allocation based on the risk impact ranking and risk appetite. Strategic decisions are taken after careful consideration of risks and opportunities.

The guiding principles to manage risk in the Bank is compliance of regulatory and legal requirements and achieving balance between risk and return, while ensuring independence of risk and business functions.

Risk Management Policies are approved by the Board duly encompassing business strategies, capital strength, risk appetite, laws & regulation in order to function efficiently and effectively in analyzing all pertinent and emerging risks.

Board of Directors is the highest governing body and is duly assisted by the Risk Management Committee of the Board and various executive level risk management committees- ALCO, CRMC, ORMC, MRMC, GRMC etc. To meet the goal of making risk governance and culture more pervasive all across the Bank, local risk management committees are also formed at administrative units throughout the country with active involvement of field functionaries.

While the Bank follows standardized approach to measure its risks, it is actively pursuing in moving towards advanced approach to identify and measure all its material risks (credit, market and operational risk) under Pillar I of Basel III framework.

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Bank has put in place Credit Policy and Credit Risk Management Policy which articulates Bank's approach to identify, measure, monitor & control / mitigate and actively manage Credit risk. Bank also has in place a robust system for internal rating (internally developed models) of the borrowers, appraisal of loan / credit proposals, credit approval process and credit monitoring. The entire process of the Loan review and monitoring is duly administered by the Credit Administration & Monitoring Wing.

Market risk is managed through a well-defined Board approved Market Risk Management Policy and Integrated Treasury Policy that captures risk through limits / triggers. Mid Office of Risk Management Wing monitors the limits on a daily basis. A reporting framework has been put in place for effective and timely monitoring of market risk limits and triggers.

Operational Risk Management framework in the Bank is based on ethics, organization culture and strong operating procedures, involving corporate values, internal control culture, effective internal reporting and contingency planning. The Bank has adopted policy for management of Operational Risk, which covers aspects, such as, Operational Risk Management framework, Outsourcing Activities and Business Continuity Plan, Key Risk Indicators (KRI), Risk Control & Self-Assessment (RCSA) workshops to measure and manage Operational Risks.

Environmental, Social and Governance (ESG) risk is one of the emerging concern areas for Banks. Envisaging the importance, Bank has initiated ESG related compliance & has formed a ESG Committee (GM / CGM level) & ESG Working Group (AGM / DGM level) for overall implementation of ESG practices and Board Level Sub Committee is overseeing the same. Bank has in place the Board approved ESG Policy- the Sustainability Framework and ESG Statement which is a synopsis of the Bank's commitment, initiatives & actions, built around its Founding Principles, in alignment with the United Nation's Sustainable Development Goals (SDGs).

Bank also analyses other imminent risks like liquidity & interest rate risk, concentration, reputational, strategic, compliance, group risk and other key risks both qualitatively and / or quantitatively as part of its Internal Capital Adequacy Assessment Process (ICAAP) under Pillar II of Basel III framework.

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The Bank has put in place a Board approved Policy on Group Risk Management to assess, identify and monitor risks at consolidated group level. The Group Chief Risk Officer (GCRO) of the Bank is supervising the risk management activities of the Group Entities.

Bank follows responsible and transparent approach while disclosing all relevant risks and mitigation plan to its stakeholders for meaningful insight into the functioning of the Bank.

Fully appreciable of the facts that the advance risk management practices are all about seamless data flow and its integrity, leveraged by technology for effective and timely management action - the Bank has embarked upon automation of its risk management system and processes.

ASSET LIABILITY MANAGEMENT COMMITTEE

Based on RBI directives, the Bank has set up an internal Asset Liability Management Committee (ALCO) headed by MD&CEO or ED of the Bank. The other members of the Committee include the Senior Executives of the Bank.

The scope of ALCO functions includes Liquidity Risk management, Interest Rate Risk management, Funding Strategy, Product Pricing and maturity profile of assets and liabilities. The ALCO deliberates in detail over the liquidity position and the impact of changes in the interest rates of both assets and liabilities on the Net-Interest Income.

COMPLIANCE TO INTERNATIONAL STANDARDS

Bank has been certified with ISO 27001:2013 for Data Centre, Near Data Center, Disaster Recovery site and Information Technology Wing (Department of Information Technology Vertical & Technology Operations Vertical) and the certification is valid for a period of 3 years from 11/04/2023 till 10/04/2026. It is certified that the Information Security management system of the organization has been assessed and found to be in accordance with the requirements of the ISO 27001:2013 standard.

INTEGRATED TREASURY

Aggregate investments Domestic (net) of the Bank stood at ₹3,16,448.94 crore as at March 2023. Modified duration of the investment portfolio and Available for Sale (AFS) portfolio stood at 4.49 and 2.16 as at March 2023 respectively. The yield on investments stood at 6.69% as at 31st March 2023. The trading profit under domestic treasury operations during financial year is ₹913.24 crore on account of active churning of the investment portfolio.

The Bank continues to be an active player in Government securities market as a Primary Dealer. The total amount of bids submitted for underwriting was ₹2,95,324.00 crore out of which the underwriting commitment accepted by RBI was ₹1,06,438.00 crore. With regard to treasury bills under PD business as against minimum success ratio of 40% to be achieved in each half year, the Bank has achieved 45.31% during the first half and 42.21% for second half of Financial Year 2022-23.

Foreign Business Turnover of the Bank aggregated to ₹2,01,506.00 crore, comprising of ₹76,842 crore under exports, ₹49,911 crore under imports and ₹74,753 crore under remittances during the year ended March 2023.

OTHER SERVICES

Merchant Banking

During the Financial year 2022-23 Merchant Banking Division of the Bank:

- Handled 164 Equity Issues and 33 Debt Issues and Bank got float fund benefit for 4-7 days through ASBA. The Bank collected commission of ₹1.51 crore (including LIC commission of ₹79.75 Lakhs) in respect of ASBA and Syndicate ASBA forms.
- Under 54EC Capital Gain Bonds, Bank is getting 0.20% (upto Brokerage Annual collection of ₹125 crore) and 0.22% (above Brokerage Annual collection of ₹125 crore) of the amount mobilized (plus applicable GST) from February 2023 and floating fund for one day.
- Rural Electrification Corporation Ltd (REC), National Highways Authority of India (NHAI) (discontinued from 03.09.2022), Indian Railway Finance Corporation Ltd (IRFC) and Power Finance Corporation (PFC) have

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entrusted the Bank to continue to act as “Arrangers and Collecting Bankers” for the Private Placement Capital Gain Bond Issues.

- During the year, funds mobilized / collected by our Bank are ₹477.06 crore as collecting banker and ₹184.29 crore as arranger. We have received an Arranger fee of ₹53.74 Lakhs.
- During the year, Bank has prepared 3 valuation reports of the companies.
- We also initiated the work as arranger for AT1 Bonds, Tier II Bonds and NCDs. During the year we have earned ₹18.63 Lakhs on account of arranger fees.
- Bank has introduced new ASBA package for customers to apply for IPO / Rights / Debt which is more user friendly for customers as well as staff.

BANCASSURANCE AND MUTUAL FUNDS

The Bank is having tie-up arrangements with life and non-life insurance segments under its ‘Bancassurance’ arm. During the year FY 2022-23, Bank earned a commission income of ₹300.11 crore from its joint venture, M/s Canara HSBC Life Insurance Company Ltd. A commission income of ₹83.93 crore was earned under Non-Life (General Insurance & Health Insurance) business from all the three GI Partners namely, The New India Assurance Co. Ltd, M/s Bajaj Allianz General Insurance Co. Ltd and M/s TATA AIG General Insurance Co. Ltd. Under the Mutual Fund business, the Bank has earned a commission of ₹41.75 crore from its joint venture, M/s Canara Robeco Asset Management Company Ltd. In Social Security Schemes (SSS), Bank has earned commission of ₹10.25 crore under PMJJBY & ₹1.44 crore under PMSBY.

GOVERNMENT BUSINESS

The Bank undertakes Government Business, comprising Direct and Indirect Tax collections, payment of Central Government and State Government Pensions, Handling of Postal Transactions and State Government Treasury Transactions, Public Provident Fund Scheme and Senior Citizens’ Saving Scheme, issuing Sovereign Gold Bonds and Sukanya Samridhi Scheme. These products have contributed towards collection of fee income of ₹214 crore during FY 2022-23 and also enhancing Bank’s goodwill and convenience to Bank’s customers.

The Bank has been authorized as the accredited Banker for Ministry of Human Resources Development (MHRD), Ministry of Culture, Ministry of Youth Affairs & Sports, Archaeological Survey of India, Ministry of Shipping, Ministry of Road Transport and Highways, Lakshadweep Administration and Unique Identification Authority of India (UIDAI), New Delhi. The Bank was implementing the National Pension System for Unorganised Sectors under Swavalamban Scheme and All Citizen Model. The Government of India has launched Atal Pension Yojana (APY) to unorganised sector. The Bank could mobilise 756632 accounts under APY during the FY 2022-23.

NEW INITIATIVES DURING THE FINANCIAL YEAR

1. TAX INFORMATION NETWORK 2.0 (TIN 2.0) is implemented w.e.f. 01.10.2022 in our Bank for Direct Tax Collection. TIN 2.0 has replaced the erstwhile OLTAS with enhanced features. Our Bank was among first few Banks in implementation of TIN 2.0 for collection of Direct Taxes which enabled taxpayers to make payment through various modes.

Number of challans under TIN 2.0 (From 01/10/2022 till 31/03/2023) was 3284717 against previous year OLTAS transactions during the same period was 787337.

2. Central Nodal Account under Central Sector Scheme (CNA): CNA has been implemented w.e.f. April 2022. Our Bank has mobilized 158 CNA accounts as on 31/03/2023 with an outstanding balance of ₹2077 crore. New SNA accounts opened during the Financial Year was 47. Total accounts under SNA as on 31/03/2023 was 275 with an outstanding balance of ₹12,501 crore. Total outstanding balance under both CNA & SNA as on 31/03/2023 was ₹14,578 crore.

3. State Treasury Receipt Business: Wing has canvassed for State Treasury Receipt business with all the states. Request has already been received from 5 states for full integration. The same is under process with DIT.

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ORGANISATION AND SUPPORT SERVICES

Branch Network - Expanding Pan India Presence

In a bid to expand the reach, the Bank added 79 domestic branches during the year. As at March 2023, the Bank has 9706 domestic branches, including Specialized Branches.

Composition of Branch Network

Category	No. of Branches		Opened during the year
	31.03.2022	31.03.2023	
Metropolitan	1957	1925	11
Urban	1978	1991	38
Semi-urban	2757	2742	12
Rural	3042	3048	18
Overseas	3	3	--
Total domestic Branches	9734	9706	79

Note: 107 domestic branches were merged during the year. The total Specialized Branches of the Bank stood at 823 as at March 2023.

MANPOWER PROFILE

As at March 2023, the Bank had 84978 employees on its roll. The cadre-wise break-up of manpower is as follows:

Cadre	March 2021	March 2022	March 2023
Officer	48912	50929	52241
Clerk	26427	23686	21509
Sub Staff*	12874	12304	11228
Total	88213	86919	84978

*includes Part-time Employees (PTEs)

Total staff strength of the Bank comprised of 61.48% Officers, 25.31% Clerks and 13.21% Sub Staff. The Women staff strength of the Bank was 26894, constituting 31.65% of the employees. The total number of ex-servicemen staff as at March 2023 stood at 5241. There were 2474 Differently abled persons on the rolls of the Bank.

RESERVATION POLICY

The Bank has been strictly adhering to the Reservation Policy in respect of Scheduled Castes, Scheduled Tribes, Other Backward Classes and Differently Abled Persons, EWS as per the Government of India guidelines.

The representation of SCs / STs / OBCs / EWS / DAPs employees as at March 2023 was as under:

Grade	SCs	STs	OBCs	EWS	DAPs
Officer	9259	4193	16404	421	1382
Clerk	3971	1391	6706	126	771
Sub Staff*	4318	803	3238	-	321
Total	17548	6387	26348	547	2474

*includes Part Time Employees (PTEs)

Reservation Cell is functioning in the Bank to Implement and monitor the Reservations and other provisions related to SC / ST / OBC / DAPs / Ex-Servicemen & EWS employees. Further Bank has nominated Executives in the rank of GMs as Chief Liaison Officer for SC / ST / Ex-Servicemen / DAPs and also for EWS, OBC employees respectively, who ensure compliance of various Govt. Guidelines pertaining to Reservations.

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RECRUITMENT

During the FY 2022-23 the Bank recruited 1822 persons in various cadres, out of which 284 belonged to Scheduled Castes (SCs) and 177 to Scheduled Tribes (STs), 575 belonged to Other Back Ward (OBC), 192 EWS category, 59 ex-servicemen and 53 DAPs in various cadres and 650 were women employees.

HR INITIATIVES

- Performance Linked Incentive (PLI) for the FY 2022-23 has been disbursed.
- Introduced online application in HRMS requesting for granting Signing Power.
- Facility for online submission of Minutes of Monthly Staff Meeting through SAS was introduced.
- Digitalization of various IR statements such as income erosion, overtime expenses, sexual harassment etc.
- Digitalization of various Staff Accountability statements.
- Introduced online application for family pension in HRMS.
- Online portal for Holiday Home Booking (both for active & ex-employees).
- Quantum of Housing loan for sub staff has enhanced from ₹25 lakhs to ₹45 lakhs, and enhanced for clerks from ₹50 lakhs to ₹60 lakhs, Scale II: ₹75 lakhs to ₹80 lakhs, Scale III: ₹75 lakhs to ₹85 lakhs and Scale VIII: ₹125 lakhs to ₹130 lakhs.
- Reimbursement of Quarters rent for officer employees has been enhanced.
- Enhancement in reimbursement of lodging expenses to Officers upto Scale III.
- Enhancement in limit for providing livery / uniform & other accessories to all the Sub-ordinate cadre employees.
- Enhancement of petrol reimbursement for workmen employees.
- Timely disposal of Charge sheet and Suspension cases (max. period of 5 months).
- Voluntary learning program called "Canara Nurture" where the sessions are conducted on topics of Banking importance through webinar.
- Frequently Asked Questions are being prepared for every Circular issued by the Bank to clear doubts and perceptions, to bridge the gap, if any, between the Corporate Office and the field.
- A podcast is being released every fortnightly on important circulars issued by the Bank in which the salient points of the Circulars are discussed threadbare.
- Tied up with institutes of repute like NIBM, IIBF, for joint certification on Capacity Building for the employees working in specialized areas i.e. Credit, Risk, Accounting, Treasury & Cash Management.

SKILL DEVELOPMENT & TALENT MANAGEMENT

Human Resources are the most valued assets and success lies in developing, retaining and transforming them to act as strategic business partners. Treating people as resources, rewarding them equitably and integrating their goals with that of the organization through suitable HR policies are the present mantras to "Organizational Excellence". Accordingly, the HR functions of the Bank are getting tuned in this direction and are moving ahead to do this new transformational role.

Bank has adopted the new 52 / 26-week induction training module as recommended by the CVC for the newly recruited POs & SWOs respectively. In addition to this, mentoring concept is in place for the benefit of the newly recruited POs to help them to get acclimatized with Bank's culture, tradition and ethos.

Bank is conducting Advaita, a future ready Women Leadership Program to enhance and empower women employees to take future leadership responsibilities and ensure gender equality and also Women Mentoring has been introduced to equalise leadership in the workplace for Women Employees.

Bank is imparting training in various functional areas to build and upgrade competencies. Through the 02 Centre of Excellence (CIBM Manipal & COE Gurugram) supported by 24 Regional Learning & Development Centres established across the country, functional trainings are imparted to staff members in various cadres by drawing training calendars in consultation with Circle offices. For the FY 2022-23, 1981 internal training programmes, 385 external training programmes were conducted where 65098 employees were imparted.

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In order to acclimatize them with their new roles and responsibilities, Executive Development Programs (EDPs), Management Development Programs (MDPs) and Leadership Development Programs (LDPs) are provided to Executives upon their promotion at institutes of repute like IIMs, ASCI Hyderabad, MDI Gurugram. During FY 2022-23 around 636 executives have attended EDP & MDP. 55 Executives have undergone the RBI mandated Certificate program in IT & Cyber Security at IDRBT.

Bank is grooming its top leadership through the Financial Services Institution Bureau (FSIB) Flagship Leadership Development program. In addition to this, around 71 Top Management Executives were given Foreign Training Programmes which includes Leadership Development programme for the FY 2022-23.

Conducted Competency Assessment and created Individual Development Plans for all Executives in Scale 5 and above followed by one-on-one behavioral coaching with the institutes of repute.

Bank is providing focused training programme for the Business Outlet Heads so as to equip them well to focus on future challenges. Further, Bank is constantly striving to build effective Management and Leadership traits among its Officers, by conducting Officers' Development Program (ODP) and Managerial Development Program (MDP) for promotee Officers and Managers respectively.

Following training programmes were conducted covering effective management and Leadership Development Programmes.

Sl. No	Programme Name	No. of Officers attended
1	Managerial Development Program (MDP)	1331
2	Officers' Development Program (ODP)	1754
3	Role And Responsibility - First Time Branch Head	908
4	1st Time Regional / MCB / LCB / MSME Sulabh / RAH Heads Training Programme	348

Bank has a e-Learning portal - "CanDLE" (Canara Digital Learning Experience) facilitating effective online learning for our employees for enhancing their knowledge and skills. Bank has designed Regional Language Acclimatization Program to bridge the communication gap between the regional customers and the frontline staff of the Bank making the customer relationship more effective and smoother. In this direction Bank has introduced language learning modules for all the 11 Regional Languages in Bank's eLearning Package.

CUSTOMER ORIENTATION

Bank has taken several initiatives to remain customer focused through provision of fast service, offering diversified products & services, responding to customers' queries in shortest possible time and redressal of customer complaints within the timelines stipulated.

- ✓ As per the instructions of IBA and RBI, Bank has adopted Customer Rights Policy in July 2015, which spells out the Rights of the Customers and also responsibilities of the Banker.
- ✓ To assess the quality of customer service rendered by the Branches and to get feedback an online "Annual Survey of Customer Satisfaction" was conducted from 04.07.2022 to 23.07.2022 with 15 predefined questionnaires. A total of 4225 customers participated in the survey.
- ✓ Bank's overall services was rated as above average by 94% of customers.
- ✓ Under Digital products also 94% of customers rated Bank as Average & Above.
- ✓ Bank has introduced an ongoing feedback on customer service which is available in home page of Bank's Corporate Website.
- ✓ Customers can provide their rating in Net Banking & Mobile Banking.
- ✓ As per Damodaran Committee recommendations, Bank has appointed a Chief Customer Service Officer (CCSO), who acts as an Internal Ombudsman of the Bank.
- ✓ In order to enhance customer convenience, Bank has popularized 24/7 Self Service Functions on IVRS (Missed Call facility) for various services like Balance enquiry, Mini Statement (last 5 transactions), Hot Listing of Cards etc.

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- ✓ Bank introduced a single toll free number for its customers - 1800 1030. The existing Toll Free numbers are also available for customers to contact within India - 1800 425 0018, 1800 103 0018, 1800 208 3333 & 1800 3011 3333.
- ✓ Non toll free number for customers calling from Abroad is +91 80 2206 4232.
- ✓ Call centers are functioning 24X7 & catering to customers in 10 regional languages, viz., Assamese, Bengali, Gujarati, Kannada, Malayalam, Marathi, Oriya, Panjabi, Tamil, and Telugu and besides Hindi and English for redressal of grievances.
- ✓ Bank has implemented online grievance redressal facility for customers to lodge their grievances in Bank's website www.canarabank.com under Canara Public Grievance Redressal System (CPGRS) Portal. The complaints received at the Call Centres of the Bank are also integrated with CPGRS package.
- ✓ The Predefined Turnaround Time (TAT) for resolution of complaint at Branch Level is 6 days and on 7th day the grievances are auto escalated to next higher authority.
- ✓ On redressal of grievance an SMS with web link is pushed to the customers to submit his / her feedback regarding resolution.
- ✓ Bank has introduced 'VCIP - Video based Customer Identification Process' for submission of Life Certificate by pensioners.
- ✓ Online Re-KYC submission is made available to the customers (If there is no change in KYC, Customer can give Re-KYC by: (i) Customer's Email-id / Mobile number registered with the Bank, (ii) ATM, (iii) Digital channels (such as Online Banking / Internet Banking, Mobile Banking), (iv) Letter.
- ✓ Facility of filing Form 15G / 15H through Net Banking is enabled for the convenience of customers. Customers can also file Form 15G / 15H through Bank's corporate website.
- ✓ For the benefit of customers, "ai1 Mobile Banking App" has been revamped with more than 250 features.
- ✓ Seven Central Processing Centers are established at Bhubaneswar, Ernakulam, Manipal, Patna, Ranchi, Vijayawada & Vishakapatnam for CASA (Current Account & Savings Bank Account) account opening purposes.
- ✓ Our Bank is a partner in the PSB Alliance, which has floated Door Step Banking Services (DSB). Door Step Banking is popularized in 100 identified centers PAN-India for the benefit of all the individual customers including senior citizens & differently abled persons. Customers can book the major Banking services by downloading the Mobile App, website or Call Centres.
- ✓ Bank has made 3 Door Step Banking Services per month absolutely free for customers aged above 75 years at the select 100 centers.
- ✓ Bank has introduced an online death claim portal where nominee / legal heir of customer can lodge death claim.

Bank has complied with the New Integrated Ombudsman Scheme, 2021 introduced by RBI. A copy of the new scheme, salient features and the contact details of the Principal Nodal Officer are displayed in our corporate website www.canarabank.com under the head Customer Service.

INTERNAL OMBUDSMAN

In terms of the Reserve Bank of India guidelines, the Bank has appointed an Internal Ombudsman (IO) as an independent authority to review complaints that are partly or wholly rejected by the Bank. The IO submits periodical reports on her activities to the Customer Service Committee of the Board analyzing the pattern of complaints, for taking action to address the root cause of complaints. Changes where necessitated on the procedures / guidelines have also been carried out based on the IO's recommendations.

Reserve Bank of India has introduced new Integrated Ombudsman Scheme 2021 with effect from 12.11.2021.

Ms. Manorama K N has taken over as Internal Ombudsman with effect from 25.02.2022 on expiry of the term of the earlier IO.

INTERNAL CONTROL AND AUDIT

Risk based Internal Audits (RBIA) numbering 7447 were conducted along with Information System audit (IS Audit) across branches / service units as per the program for onsite RBIA for the FY 2022-23. Monthly concurrent /

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continuous audits were conducted in branches / service units, of which 229 branches / service units were subjected to concurrent / continuous audit by Internal Auditors and 1436 branches / service units were subjected to concurrent audit by External Auditors, covering 70% of advances and corresponding deposits of the total business of the Bank. 3500 branches were subjected to income / revenue audit on Quarterly basis.

- ✓ The Bank has been continuously going for upgradation of audit packages, duly revising the checklists to include latest developments and trends in the Bank. Further, the Concurrent Audit System version upgradation was effected duly revising the checklist in line with the RBI directions.
- ✓ Audit Package has been revamped with the new version named “C#” has been introduced during the FY 2022-23 and incorporated all type of audits in Audit Package.
- ✓ Bank has shown NIL tolerance on frauds and in that process the Inspection / Audit policy of the Bank has been revised and accordingly the branches where fraud has been detected or serious irregularities were observed, the gradation was reassigned as “High Risk” to have more control on such branches / units and concurrent audit will be conducted until upgradation of Risk Rating.
- ✓ To give more focus on branches which are continuously risk rated as moderate for more than 3 times in successive RBIA's are treated as “Special Moderate Risk Branches” and Special KRA shall be assigned to RO executives for upgradation of such Branches, a special review shall be undertaken during ZACE meetings and before commencement of next RBIA.
- ✓ During the FY 2022-23, Bank has introduced the concept of Pre Audit Exercise to strengthen the Internal Control in Branches. The main objective behind the Pre- Audit Exercise is that branches shall ensure compliances in all areas and avoid observations that would increase the control risk perceptions.
- ✓ During the FY 2022-23, Bank has introduced Mid Term Audit of Currency chest to minimize the irregularities and to avoid the adverse remarks by the regulators during their visit. Midterm Audit has to be conducted within 6 months after the completion of RBIA of respective currency chest.
- ✓ Regional Offices are brought under the Concurrent Audit in addition to RBIA during the FY 2022-23. Audit has to be conducted on monthly basis and main objective behind the audit is to strengthen the internal control of the Regional Offices.
- ✓ Bank has enabled the CBS access to External Concurrent Auditors to verify various transactions in CBS Viz, entries pertaining to loans, verification of Income leakage, OD Limit maintenance, entries in GLs, Internal accounts etc. during the audit and remark deviations if any.

RISK BASED SUPERVISION

The Bank was brought under Risk Based Supervision (RBS) regime by RBI, in lieu of Annual Financial Inspection (AFI) from FY 2013-14. Presently, the Bank has completed the 9th cycle of RBS. RBS framework is named as Supervisory Programme for Assessment of Risk and Capital (SPARC). Under SPARC, a detailed qualitative and quantitative assessment of the Bank's risks is made by RBI on an on-going basis through a combination of offsite analysis of the data and information furnished by the Bank as well as the findings of the on-site Inspection for supervisory Evaluation (ISE).

KNOW YOUR CUSTOMERS (KYC) / AML / CFT

The Bank is committed to implement the KYC / AML / CFT norms in its completeness and has zero tolerance towards non-compliance. To ensure this, the Bank has put robust systems and processes in place. Advisories issued by the regulators with respect to designated individuals / entities are scrupulously followed. Regular training is provided to staff members to increase their awareness on matters regarding KYC / AML / CFT.

IMPLEMENTATION OF OFFICIAL LANGUAGE

Our Bank is ensuring compliance of OL Implementation as per OL Act 1963, OL Rules 1976, recommendations of Parliamentary Committee on Official Language, Annual programme of Department of Official Language, Ministry of Home Affairs and also as per the guidelines issued by DFS, MoF, GoI. OL Implementation encompasses teaching & training of Employees to learn and understand Hindi and use it in day to day Banking activities. Employees who do not possess working knowledge in Hindi are nominated for Prabodh, Praveen and Banking Pragya examinations conducted by HTS, New Delhi and they are also incentivized on passing it. Incentives are also provided to employees

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for passing Parangat examination who aspires to obtain proficiency in Hindi. Bank provides cash incentives to motivate employees for obtaining Hindi Degrees like Graduation, PG, M.Phil. and PhD in Hindi and also for creative writing in Hindi whose literary work is recognized by institutes of repute.

Bank has made available forms in Bilingual in Region 'A' and Trilingual in 'B' & 'C' Regions branch counters for the use of customers. OL Section, HR wing provides translation in Hindi & English and vice versa to meet the requirements of all the Wings in HO. OL cells established at COs & ROs are also providing the requisite translations in Hindi & English apart from ensuring implementation of OL in their respective areas.

OLICs are constituted at all levels, where quarterly meetings are conducted promptly and review of status of OL implementation is effectuated. A Hindi intertranslator system has been introduced in CBS through which pass book / pass sheets could be generated in Hindi, including generation of Deposit receipts and DDs. CBS Screens (in Hindi) have been created and a facility to generate reports in Hindi are now made available. Salary slips of employees could now be generated in Hindi with a provision for them to view the same via our Enterprise Resource Planning portal - HRMS package. Provision has been made in ATM Screen to view the transactions in 11 Regional Languages. Standard greetings and messages to customers are being sent through SMS in Hindi & Regional Languages also. Customers can also now opt to receive SMS in their opted language.

An online package has been made live (in SAS portal) for submission of QPR i.e., STR 18 by all branches and administrative offices. Hindi Workshops and Unicode trainings are being organized for staff. Existing manual branch visit report by OL Officers has been digitalised. Branch visits by OL Officers is helpful for branches to face visit / inspection by Govt. Depts. and Parliamentary Committees, etc. Hindi workshop and conference for Official Language Officers' are conducted annually to ensure effective implementation of Hindi.

Our Bank's Head Office is the convenor of TOLIC (Banks) meetings at Bengaluru. Our Bank is also the convener of 22 TOLICs at various cities / towns. Bank has secured numerous Shields and Certificates, PAN-India, awarded by various TOLIC committees for the best implementation of OL. TOLIC (Bank) Bengaluru has been adjudged 3rd for commendable performance in implementing the OL policy of the Union.

Our Bank has secured 5 prizes from Regional Implementation Office for commendable performance in implementation of Official Language during the year. In order to accelerate OL implementation, Shields are being awarded to Offices and Branches under 'Rajbhasha Akshay Yojana'. 'Rajbhasha Puraskar Yojana' has also been conceptualized and put in place to motivate the employees towards effective OL implementation.

Canara bank has been awarded with "Rajbhasha Dingat" puraskar and "Rajbhasha Sopaan" puraskar for outstanding performance in the field of Official Language.

Banking related news in Hindi under the title "Aaj Ke Samachar" are included in Today's Tidings, a daily news brief. 'HRD (e) light's, 'NRI Bulletin' & 'Staff Meeting Literature' are being brought out in Hindi as well on a monthly basis. "Canara Jyoti", a quarterly Hindi House Magazine to showcase the literary talent of our staff members in Hindi has received many accolades.

Regional Language Cells i.e., Kannada cell, Tamil cell, Telugu cell, Marathi cell etc., are formed in Circle offices located in Region 'B' & 'C'. Regional Language Cell under OL Section, HR Wing has been formed as the Nodal Cell for coordinating the usage of Regional Languages. "Hindi Mein Paricharcha", an innovative Discussion programme in Hindi on contemporary Banking subjects is being organized by all administrative units of the Bank on a quarterly basis.

Bank has established Hindi library at HO, COs & ROs for motivating employees to read books in Hindi. A Digital Library portal has also been initiated and made available to all employees. Bank is committed for better OL implementation

VIGILANCE SETUP

Vigilance set up at Head Office level comprises of Chief Vigilance Officer, who is assisted by the Executives and staff of Vigilance Department at HO. The Chief Vigilance Officer is also assisted by Vigilance Officers at Circles/ HO / RRBs / other subsidiaries of the Bank in Vigilance administration. The Vigilance Management in the Bank under the supervision / guidance of CVO administers various functions on preventive, participative, proactive and punitive aspects of vigilance with more emphasis on preventive vigilance measures to eliminate / minimise factors which

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provide opportunities for frauds, corruption and malpractices in the organization and also to take punitive action as a deterrent measure to check recurrence of such instances.

Vigilance Awareness Week was observed in our Bank from 31st October 2022 to 6th November 2022 with the theme “भ्रष्टाचारमुक्तभारत- विकसितभारत” / “Corruption free India for a developed Nation”. All the Branches / Offices have actively participated in conducting various activities such as administering Integrity Pledge, Seminars, Workshops, Customer Grievance Redressal Meetings, Awareness Sabhas in Gram Panchayats, Panel Discussions, Competitions in Schools / Colleges (viz. Essay Writing, Debate & Quiz Competitions) etc. to bring awareness in society about the ill effects of Corruption. Social Media Platforms / FM Radio stations have been used to create awareness in General Public and popularize the Vigilance Awareness Week theme of the year. Various competitions were also organized in Circle Offices and Regional Offices level for the Bank Staff / general public. Moreover, a five-days Online quiz and Essay Writing & Cartoon Drawing competitions were also conducted for employees of the Bank.

We have advised all the Learning & Development centres to have a session on “Preventive Vigilance” aspect to the newly recruited probationary officers during their induction training programme.

To bridge the knowledge gap at the operational level, a compendium on Preventive Vigilance and Case studies on Fraud & unethical practices by concerned wings (monthly basis) are made available in the CANNET for the benefits of all Canarites. Systemic improvements are periodically suggested based on the lapses observed while determining vigilance angle in respect of IACs

Implementation of Indian Accounting Standards

As per RBI guidelines, the Bank is in the process of implementing the Indian Accounting Standards (Ind AS). A Project Steering Committee headed by Executive Director has been formed to take the required steps on a continuous basis for smooth convergence. RBI, vide its communication ref: DBR.BP.BC.No.29/ 21.07.001/2018- 19 dated 22nd March, 2019 has deferred implementation of Ind AS for all Scheduled Commercial Banks till further notice. Bank is submitting Pro-Forma Financial Statements to RBI on Half-yearly basis as per the guidelines of RBI.

FINANCIAL SUPERMARKET

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Canara Bank, with an objective of offering ‘One Stop Banking’ facilities for the customers, forayed into diversified business activities by opening subsidiaries during late 1980s. Today, the Bank functions as a ‘Financial Supermarket’, with eight Domestic Subsidiaries, one overseas subsidiary, five associates and one joint venture. All the Domestic Subsidiaries / Associate / Joint Venture of the Bank recorded satisfactory performance during the year 2022-23. RBI has identified Canara Group as a Bank led Financial Conglomerate and Canara Bank as the designated entity for the group.

CANFIN HOMES LIMITED (CFHL)

M/s Canfin Homes Limited, a sponsored entity of Canara Bank is one of the premier housing finance entities in the country. The Bank holds 29.99% stake with the company. The loans outstanding of the Company as at March 2023 were ₹31,563 crore. The Company earned a Net Profit of ₹621.21 crore as against ₹471.09 crore in the previous year, with y-o-y growth of 31%. Gross NPAs of the Company was ₹173.84 crore (0.55%) and Net NPA was ₹82.94 crore (0.26%) as on 31.03.2023. The Company has provided interim dividend of 75% and also proposed final dividend of 100% for FY 2022-23.

CANARA HSBC LIFE INSURANCE COMPANY LIMITED

M/s Canara HSBC Life Insurance Company Ltd (CHLIC) is a Life Insurance Joint Venture floated by the Bank in association with HSBC Insurance (Asia Pacific) Holding Limited and Punjab National Bank in the year 2007. The JV commenced its business operations with effect from 16.06.2008, with majority shareholding of 51% by Canara Bank, followed by HSBC (26%) and Punjab National Bank (23%). The Company recorded gross premium of ₹7,029.7 crore during the year. The Company registered Net Profit of ₹91.2 crore for FY 2022-23. The company also proposed 3% final dividend for the year 2022-23 same as that of previous year.

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CANARA ROBECO ASSET MANAGEMENT CO LIMITED (CRAMC)

M/s Canara Robeco Asset Management Company Limited is a joint venture (JV) with M/s Orix Corporation, Japan with the Bank's holding of 51% Stake. This JV was formed in 2007 divesting 49% Stake held by the Bank in M/s Can Bank Mutual Fund in favour of M/s Robeco Group N V (now Orix Corporation, Japan). The Company is currently managing 21 Mutual Fund Schemes with a mix of equity, balanced and debt schemes. The Company has registered a Net Profit of ₹78.85 crore and has provided interim dividend of 25% and also declared final dividend of 25% for FY 2022-23.

CANARA BANK SECURITIES LIMITED (CBSL)

M/s Canara Bank Securities Limited is a wholly owned subsidiary of the Bank. CBSL has taken over the Depository participant services from Canara Bank w.e.f. 01.04.2017. M/s Canara Bank Securities Ltd. Is extending Demat Services (Depository Participant), Online Trading, e-Insurance and distribution of Financial products. The Company offers stock broking services to both institutional and retail clients. The Company has registered a Net Profit of ₹7.55 crore and has provided interim dividend of 15% (₹2.40 crore) for the year 2022-23.

CANBANK FACTORS LIMITED (CFL)

M/s Canbank Factors Limited is a factoring Subsidiary of the Bank with 70% stake held by the Bank. During 2022-23, the Company had a total business turnover of ₹2338.70 crore, registering Net Profit of ₹5.02 crore.

CANBANK VENTURE CAPITAL FUND LIMITED (CVCFL)

M/s Canbank Venture Capital Fund Limited is a wholly owned Subsidiary of the Bank and the Trustee and Manager of Canbank Venture Capital Fund Trust. The company is presently managing 4 funds including Fund of Fund with present total AUM of ₹368.00 crore. CVCFL has been appointed by the Ministry of Electronics and Information Technology (MeitY) to manage the Electronic Development Fund (EDF) with a corpus of ₹2,206 crore and contributed corpus by the contributors is ₹222.46 crore (MeitY - ₹216.46 crore, Canara Bank - ₹5.00 crore, CVCFL - ₹1.00 crore).

The Company recorded a Net Profit of ₹1.28 crore during the year 2022-2023 and has declared dividend of 200%.

CANBANK COMPUTER SERVICES LIMITED (CCSL)

M/s Canbank Computer Services Limited is the only Software Company promoted by a Public Sector Bank in the country, with a 69.14% shareholding by the Bank. CCSL is mainly engaged in IT and Software development services, BPO services, ATM / Any Time Payment services, Training, Consultancy and R&T agent. The Company has posted Net Profit of ₹16.25 crore for FY 2022-23. The Company has provided interim dividend of 75% and also proposed final dividend of 75% for FY 2022-23.

CANBANK FINANCIAL SERVICES LIMITED (CANFINA)

M/s Canbank Financial Services Limited is confining its activities to legal matter arising out of past transactions in securities and recovery of dues under decreed accounts. Company has posted a profit of ₹2.79 crore for the year 2022-23 by way of receipt of dividends and amount pertaining to pending litigations.

SYNDBANK SERVICES LIMITED (SBSL)

The Board of the Bank vide order dated 27.01.2022 has accorded permission for winding up of SyndBank Services Ltd., Bank's wholly owned Subsidiary. The Company is non-functional and is under voluntary liquidation. The petition for voluntary liquidation of the Company has been filed before NCLT on 15.02.2023.

HIGHER EDUCATION FINANCING AGENCY (HEFA)

Higher Education Financing Agency (HEFA), is a not-for-profit organization, set up by the Bank under a joint venture shareholder agreement with the Ministry of Education (MoE), Government of India.

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HEFA has been set up for developing the educational infrastructure, including R&D infrastructure, thereby enabling the institutions to reach top rankings globally. As on 31.03.2022, MoE has infused Capital of ₹4,812.50 crore and Canara Bank has contributed ₹481.25 crore respectively. The total loans sanctioned as on 31.03.2023 is ₹36,091.66 crore and disbursement stood at ₹16,845.21 crore. HEFA has disbursed ₹2,909.84 crore of loans to different institutions during FY 2022-23 and Bank has received ₹29.09 crore of Management Fee from HEFA.

REGIONAL RURAL BANKS (RRBs)

As at March 2023, the Bank had four sponsored RRBs, viz., Kerala Gramin Bank (KeGB) in Kerala, Karnataka Gramin Bank (KaGB) and Karnataka Vikas Grameena Bank (KVGB) in Karnataka and Andhra Pragathi Grameena Bank (APGB) in Andhra Pradesh.

Andhra Pragathi Grameena Bank (APGB) operates in 10 districts of Andhra Pradesh with 552 branches and 98 ATMs. Total business of the Bank as at March 2023 is ₹41,656 crore. (Deposits: ₹19,792 crore Advances: ₹21,864 crore).

Kerala Gramin Bank (KeGB) operates in all 14 districts of Kerala with 634 branches & 269 ATMs. The total business of the Bank as at March 2023 is ₹43,839 crore. (Deposits: ₹21,954 crore, Advances: ₹21,885 crore).

Karnataka Gramin Bank (KaGB) operates in 22 districts of Karnataka with 1121 branches & 170 ATMs. The total business of the Bank as at March 2023 is - ₹61,203 crore. (Deposits: ₹33,905 crore, Advances: ₹27,298 crore).

Karnataka Vikas Grameena Bank (KVGB) operates in 9 districts of Karnataka with 629 branches & 50 ATMs. The total business of the Bank as at March 2023 is ₹33,151 crore. (Deposits: ₹18,710 crore, Advances: ₹14,440 crore).

Aggregate business of the RRBs increased to ₹1,79,849 crore as at March 2023 comprising of Deposits of ₹94,361 Crore and Advances of ₹85,488 Crore. Through the Bank's infrastructure support, the RRBs are extending facilities, like, ATM cum Debit Card services. The sponsored RRBs are 100% CBS compliant and are ahead of their peer RRBs under technology front, by extending IT based products, like Internet Banking, Mobile Banking, RuPay Debit Card services, Account Aggregator and also Aadhaar enabled services and remittance facilities through NEFT / RTGS to their customers.

CORPORATE SOCIAL RESPONSIBILITY

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Following the founding principles and century old tradition, the Bank is engaged in varied Corporate Social Responsibility (CSR) activities. CSR initiatives of the Bank are multifarious, covering activities like training unemployed rural youth, scholarship to meritorious SC/ ST Girl students, renovation of schools and providing of other infrastructural facilities to needy educational institutes, providing primary health care, drinking water, community development, empowerment of women, environment protection, Swatch Bharat and other social initiatives. A few social initiatives are outlined below:

- ✓ Cumulatively, the Bank has sponsored / co-sponsored 74 training institutes, which have trained more than 11.86 lakh unemployed youth so far, with a settlement rate of 77%.
- ✓ The Bank has donated 4 hi-tech custom-built solar powered 'Retail Mobile Marketing Van' to assist women entrepreneurs, SHGs and artisans to market their products.
- ✓ Canara Vidya Jyothi Scholarship scheme to meritorious SC / ST Girl Students. During FY 2022-23, 10620 students have been benefitted utilizing a total amount of ₹4.00 crore.
- ✓ **Education:** Bank has taken up initiatives to promote education and skill development in the country. Our Bank has contributed towards providing infrastructure to schools, books and school essentials for students, setting up of Digital classrooms, computer labs, libraries etc.
- ✓ **Health:** Bank has financed in providing Hi tech ambulances, in rural areas. Supported in providing basic healthcare facilities like hemodialysis unit in Ameni Island, supported Indian Red Cross Societies, Civil Hospitals, Sankara Eye hospital, Polyclinics etc. with ambulances, ultrasound machines, surgical Equipments. Bank has also provided affordable and quality ATR drugs for AIDS treatment to District hospital in rural areas.
- ✓ **Poverty and Nutrition:** Bank has undertaken various initiatives to alleviate poverty and improve nutrition in the country. Taken initiatives to provide food and nutrition to underprivileged children through Akshaya Patra Foundation. Also has taken initiative in providing food packets, groceries, Medical Kits and distribution of blankets through our Circle offices.

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- ✓ **Environmental Protection:** Bank has undertaken initiatives to protect the environment and promote sustainability. Bank has implemented green initiatives, such as installation of solar panels, solar power plants, grids etc. in Govt schools, Padmanabha Swamy temple, Rumtek Monastery etc. to promote environment protection. Bank has also assisted Zilla Panchayat, Kolar for Bund and Channel development works under Mission Amrit Sarovar.
- ✓ **Swachh Bharat:** Bank has taken up initiatives to support the Swachh Bharat Mission, such as building toilets in rural areas, providing water purifiers in schools etc. Under Swachh Bharat Abhiyan Bank has provided E garbage collectors and jetting machines to Municipal Corporations and Gram Panchayats.
- ✓ **Persons with Disabilities (PWD):** Bank has taken initiatives to empower PWDs by providing tactile devices for visually impaired customers, foot abduction braces for Club foot, providing transportation van to children with special needs.
- ✓ **Rural Development:** Bank has undertaken initiatives to promote rural development and create employment opportunities through pre recruitment training in Siddipet district, providing free bicycles to girl students, construction of bus shelters, livelihood generation for women entrepreneurs etc. Bank has set up training institutes like Rural Self Employment Training Institutes (RSETIs) to provide training and credit to rural entrepreneurs.
- ✓ During the FY 2022-23, under the Sustainable & Development Corporate Social Responsibility (SD & CSR) initiatives of the Bank, the Bank has spent to the tune of ₹47.51 crore to various sectors like Skill Development, Financial Inclusion, Women Empowerment activities, Education, Environment Protection, Health, Poverty & Nutrition, Persons with Disability, Rural Development, Swachh Bharat & Sports & other Sectors.

Visits by Standing Committee

During the year 2022-23, following Standing Committees conducted Study visits and reviewed the Bank's performance: Committee on Industry, Committee on subordinate Legislation, Committee on Personnel Public Grievances law & Justice, Committee on Education Women, Children, Youth & sports, PFMS, Committee on finance, Committee on Official Language, Study Visit of House Committee, Committee on Welfare of SC/ ST, Committee on Rural Development & Panchayat Raj, Committee on Petitions, Committee on Labour, Textile & Skill Development, Committee on Government Assurances and Committee on Communications and Information Technology.

AWARDS / ACCOLADES & ACHIEVEMENTS

- ✓ Canara Bank was adjudged winner under Best Technology Talent and has received special prizes under the categories of Best Technology Bank, Best Digital Engagement and Best Financial Inclusion during the 18th IBA Technology Conference, Expo and Awards in December, 2022.
- ✓ Canara Bank was adjudged as winner of "Bank of the Year 2022- India" award by The Banker, a monthly international finance magazine, owned by Financial Times Ltd based in London, United Kingdom. The award is for the Bank's performance during the previous three financial years, strategic initiatives, technological upgradation and social service.
- ✓ Canara Bank has been ranked 1st amongst 44 Banks by Ministry of Electronics & Information Technology (MeitY) under the Digital Payment performance as on 31.03.2022 (i.e. FY 2021-22), as per balanced scorecard released during Oct 2022.
- ✓ Canara Bank is awarded 3rd Rank under the prestigious EASE Reforms Index Award 2022 (EASE 4.0 Awards) in an event organized by IBA in Mumbai. The Bank is awarded 1st prize under the theme Institutionalizing Prudent Banking.
- ✓ The Learning and Development vertical of Canara Bank has been awarded the 'Golden Globe Tigers Awards' for Excellence & Leadership Training and Development and Best training initiative for Banking Sector.
- ✓ Canara Bank received 2nd prize for overall performance under Animal Husbandry Infrastructure Development Fund (AHIDF) Department of Animal Husbandry and Dairying, Ministry of Fisheries, Animal Husbandry & Dairying, Government of India.
- ✓ Canara Bank received 2nd prize for Campaign period Target Achievers and 3rd prize for valuable contribution by Banks during Agri Infra Fund Award Ceremony.

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CHANGE IN DIRECTORS, INCLUDING MANAGING DIRECTOR / WHOLE-TIME DIRECTOR

Sl No.	Name	Designation	Date of Appointment	Date of Cessation
1	Shri Vijay Srirangan	Non- Executive Chairman	07.11.2022	06.11.2025
2	Shri L V Prabhakar	MD & CEO	01.02.2020	31.12.2022
3	Shri K. Satyanarayana Raju	MD & CEO	07.02.2023	31.12.2025
4	Shri K. Satyanarayana Raju	Executive Director	10.03.2021	06.02.2023
5	Ms A Manimekhalai	Executive Director	11.02.2019	02.06.2022
6	Shri Debashish Mukherjee	Executive Director	19.02.2018 (extension for 2 Years till 18.02.2023 and further Extension until further orders / superannuation)	31.05.2025
7	Shri Ashok Chandra	Executive Director	21.11.2022	20.11.2025
8	Shri Hardeep Singh Ahluwalia	Executive Director	07.02.2023	06.02.2026
9	Shri Venkatachalam Ramakrishna Iyer	Shareholder Director	27.07.2016 to 26.07.2019 Re-elected on 27.07.2019	26.07.2022
10	Shri Bimal Prasad Sharma	Shareholder Directo	27.07.2019 to 26.07.2022 Re-elected on 27.07.2022	26.07.2025
11	Ms Abha Singh Yaduvanshi	Shareholder Director	27.07.2022	26.07.2025

Board of Directors

(APPOINTMENT / CESSATION OF DIRECTORS DURING THE YEAR 2022-23)

Appointments

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1. **Shri Vijay Srirangan** was appointed as Part-time Non-Official Director w.e.f. 07.11.2022, Clause (h) of Sub-Section (3) and Section 9 of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, read with paragraph 5(1) and 9(2)(b) of the Nationalised Banks (Management and Miscellaneous Provisions) Scheme, 1970, for a term of three years from the date of notification, or until further orders, whichever is earlier.

2. **Shri L V Prabhakar** was appointed as MD & CEO of the Bank w.e.f. 01.02.2020, by the Central Government u/s 9 (3) (a) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, up to the date of his attaining the age of superannuation (i.e. 31.12.2022), or until further orders, whichever is earlier. He is superannuated on 31.12.2022.

3. **Shri K. Satyanarayana Raju** was appointed as MD & CEO of the Bank w.e.f. 07.02.2023, by the Central Government u/s 9 (3) (a) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, up to the date of his attaining the age of superannuation (i.e. 31.12.2025), or until further orders, whichever is earlier. (Note: Shri K. Satyanarayana Raju was serving as ED w.e.f. 10.03.2021 for a period of three years or until further orders to which he tendered his resignation as ED on account of appointment as MD & CEO in Canara Bank as on 07.02.2023 as per Sl No.4), thus date of cessation as ED in Canara Bank recorded as 06.02.2023.

4. **Ms A Manimekhalai** was appointed as Executive Director w.e.f. 11.02.2019, by the Central Government u/s 9 (3) (a) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 for a period of three years with effect from the date of assumption of office or until further orders, whichever is earlier to which on account of appointment as MD & CEO in Union Bank of India as on 03.06.2022 she tendered her resignation as ED, thus date of cessation is recorded as 02.06.2022.

5. **Shri Debashish Mukherjee** was appointed as Executive Director w.e.f. 19.02.2018, by the Central Government u/s 9 (3) (a) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 for a period of three years with effect from the date of assumption of office or until further orders, whichever is earlier to which his tenure was extended for 2 years till 18.02.2023 which was further extended until further orders or superannuation i.e. till 31.05.2025.

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6. **Shri Ashok Chandra** was appointed as Executive Director w.e.f. 21.11.2022, by the Central Government u/s 9 (3) (a) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 for a period of three years with effect from the date of assumption of office or until further orders, whichever is earlier.

7. **Shri Hardeep Singh Ahluwalia** was appointed as Executive Director w.e.f. 07.02.2023, by the Central Government u/s 9 (3) (a) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 for a period of three years with effect from the date of assumption of office or until further orders, whichever is earlier.

8. **Shri Venkatachalam Ramakrishna Iyer** was elected as Shareholder Director w.e.f. 27.07.2016, under clause (i) of Sub Section (3) of Section 9 of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970/1980, read with Sub clause (1) of Clause 3 of the Nationalised Banks (Management Miscellaneous Provisions) Scheme 1970 / 1980, Canara Bank (Shares and Meetings) Regulations, 2000 for a period of three years i.e. till 26.07.2019 and was further re-elected on 27.07.2019 for a period of next three years till 26.07.2022, thus date of cessation recorded as 26.07.2022.

9. **Shri Bimal Prasad Sharma** was elected as Shareholder Director w.e.f. 27.07.2019, under clause (i) of Sub Section (3) of Section 9 of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 / 1980, read with Sub clause (1) of Clause 3 of the Nationalised Banks (Management Miscellaneous Provisions) Scheme 1970 / 1980, Canara Bank (Shares and Meetings) Regulations, 2000 for a period of three years i.e. 26.07.2022 to which he was reelected as Shareholder Director on 27.07.2022 for a further period of three years i.e. 26.07.2025.

10. **Ms Abha Singh Yaduvanshi** was elected as Shareholder Director w.e.f. 27.07.2022, under Clause (i) of Sub Section (3) of Section 9 of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 / 1980, read with Sub clause (1) of Clause 3 of the Nationalised Banks (Management Miscellaneous Provisions) Scheme 1970 / 1980, Canara Bank (Shares and Meetings) Regulations, 2000 for a period of three years i.e. 26.07.2025.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors, in preparation of the annual accounts for the year ended March 31, 2023, confirm the following:

- That in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures.
- That they had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Bank at the end of the financial year and of the profit or loss of the Bank for the period.
- That they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of applicable laws governing Banks in India for safeguarding the assets of the Bank and for preventing and detecting fraud and other irregularities.
- That they had prepared the annual accounts on a going concern basis.
- Internal financial controls followed by the Bank are in accordance with guidelines and that such internal financial controls are adequate and were operating effectively.
- The directors had devised proper systems to ensure compliance with the provision of all applicable laws and that such systems were adequate and operating effectively.

SECRETARIAL AUDIT FOR FINANCIAL YEAR 2022-23

Pursuant to the requirements of Regulation 24A of the SEBI (LODR) Regulations, 2015 & SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019, the Bank has appointed S. KEDARNATH & ASSOCIATES, Practicing Company Secretary (CP No. 4422) as the Secretarial Auditor for 2022-23 and their report addressed to the members of the Bank which forms part of this Annual Report is attached as an annexure to the Board's report.

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Business Responsibility & Sustainability Reporting (BRSR)

I. Details of the listed entity

1	Corporate Identity Number (CIN) of the Listed Entity	Not applicable
2	Name of the Listed Entity	Canara Bank
3	Year of Incorporation	1906
4	Registered Office Address	Corporate Address Canara Bank, Head Office, 112 J C Road, Bengaluru- 560 002
5	Corporate Address	Canara Bank, Head Office, 112 J C Road, Bengaluru- 560 002
6	E-mail	hosecretarial@canarabank.com
7	Telephone	080-22221581
8	Website	www.canarabank.com
9	Financial Year for which reporting is being done	April 2022-March 2023
10	Name of the Stock Exchange(s) where Shares are Listed	BSE Limited National Stock Exchange of India Limited
11	Paid-up Capital	INR 1814.13 Crores
12	Name and contact details (telephone, e-mail address) of the person who may be contacted in case of any queries on the BRSR report	Shri. Santosh Kumar Barik, Company Secretary, Secretarial Department, 112 J C Road, Head office, Bengaluru - 560 002. Phone: 080-22100250 E-mail ID: hosecretarial@canarabank.com
13	Reporting boundary Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)	Disclosures made in this report are on a standalone basis The Report presents information about the pan-India operations of the Bank across various business verticals

II. Products/Services

14. Details of business activities (accounting for 90% of the turnover):

S. no	Description of main activity	Description of business activity	% of turnover of the entity (FY2022-23)
1	Financial Services, mainly Banking Activity - Acceptance of Deposit Activity - Acceptance of Deposit	Saving Deposit, Current Deposit, Term Deposit, Recurring Deposit etc.	100%
2	Banking Activity - 100% Credit Finance	Agriculture Lending, MSME Lending, Retail Lending, Corporate Lending and Others	

15. Products / Services sold by the entity (accounting for 90% of the entity's Turnover):

S.no	Product/Service	NIC Code	% of total turnover contributed
1	Financial Services- Acceptance of Deposit and lending thereon	64191	100%
2	Wholesale Banking	-	
3	Retail Banking	-	
4	Rural and Agri Banking	-	

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III. Operations

16. Number of locations where plants and/or operations/ offices of the entity are situated:

Location	Number of Branches	Number of offices	Total
National	9706	278 + 12130 ATMs	9984+12130 ATMs
International	3	2	5*

*Canara Bank has 3 foreign branches namely, New York, London and DIFC Dubai, which are wholesale banking branches. Bank also has a wholly owned subsidiary, Canara Bank Tanzania Ltd at Dar Es Salaam, Tanzania and a representative office at Sharjah, UAE.

17. Markets served by the entity:

a. Number of locations

Locations	Number
National (No. of States)	28 States and 8 union Territories
International (No. of Countries)	4*

*Canara Bank has operations in 4 foreign countries namely, United States of America, United Kingdom, United Arab Emirates and Republic of Tanzania.

b. What is the contribution of exports as a percentage of the total turnover of the entity?

Not Applicable

c. A brief on types of customers

Bank caters services to various types of customers including Individuals, Corporates, Farmers, Government, Start-ups, MSMEs etc. and has a wide array of products and services for each segment. The Bank's customer base spread across the country was approx. 10.90 crore till March 2023. With the changing needs of the customers, the company is working towards improving its processes and products to provide customer-centric banking services and ensure inclusive growth.

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Our diversified products and services include the following:

- **Personal Banking:** Includes depository services, mutual funds, ancillary services, technology products, retail loan products, MSME loan products, card services among others
- **Depository Services:** Canara Bank also provides depository services. Similar to Savings Bank, Current Bank accounts, Investors DEMAT accounts are maintained by Depository Participants. The DEMAT account can be used to buy and sell securities. Canara Bank Securities Limited (CBSL), a wholly owned subsidiary of Canara Bank provides the Depository services.
- **Corporate Banking:** Includes accounts and deposits, supply chain finance management, syndication services, Technology Upgradation Fund Schemes among others. The unbanked rural people are provided with Basic Savings Deposit Accounts, PMJDY Overdraft Facilities and credit facilities under products like Differential Rate of Interest Scheme, Kisan Credit Card Scheme, Debt Swapping Scheme, SHG and various other credit products.

IV. Employees

18. Details as at the end of Financial Year:

a. Employees and Workers (Including Differently-abled):

S.No	Particulars	Total* (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
EMPLOYEES						
1	Permanent (D	84978	58083	68.35%	26894	31.65%
2	Other than Permanent (E)	NIL	NIL	NIL	NIL	NIL

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3	Total Employees (D + E)	84978	58083	68.35%	26894	31.65%
WORKERS						
4	Permanent (F)	Not applicable				
5	Other than Permanent (G)					
6	Total workers (F + G)					

*We have one transgender employee working with us.

b. Differently-abled Employees and Workers:

S.No	Particulars	Total*(A)	Male		Female	
			No.(B)	%(B/A)	No (C)	%(C/ A)
DIFFERENTLY- ABLED EMPLOYEES						
1	Permanent (D)	2474	1915	77.40%	559	22.60%
2	Other than Permanent (E)					
3	Total Differently-abled Employees (D + E)	2474	1915	77.40%	559	22.60%
DIFFERENTLY- ABLED WORKERS						
4	Permanent (F)		Not applicable			
5	Other than Permanent (G)					
6	Total Workers (F + G)					

19. Participation/Inclusion/Representation of Women

	Total (A)	No. and Percentage of Females	
		No.(B)	%(B/A)
Board of Directors	13	2	15.38%
Key Management Personnel	5	0	0

20. Turnover Rate for Permanent Employees and Workers

	FY 2022-23			FY 2021-22			FY 2020-21		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	4.37%	4.03%	4.26%	5.27%	4.15%	4.92%	5.40%	3.97%	4.95%
Permanent Workers	Not applicable								

V. Holding, Subsidiary and Associate Companies (including Joint Ventures)

21. (a) Names of Holding / Subsidiary / Associate Companies / Joint Ventures

Sl.No	Name of the Holding / Subsidiary / Associate Companies / Joint Ventures (A)	Indicate whether Holding/ Subsidiary / Associate / Joint Venture	% of Shares held by Listed Entity	Does the Entity indicated at column A, participate in the Business Responsibility initiatives of the Listed Entity? (Yes/No)
1	Canara HSBC Life Insurance Company Ltd.	Subsidiary	51%	NO
2	Canara Robeco Asset Management Co. Ltd.	Subsidiary	51%	NO
3	Canara Bank Securities Ltd.	Subsidiary	100%	NO
4	Canbank Venture Capital Fund Ltd.	Subsidiary	100%	NO
5	Canbank Computer Services Ltd.	Subsidiary	69.14%	NO
6	Canbank Factors Ltd.	Subsidiary	70%	NO
7	Canbank Financial Services Ltd.	Subsidiary	100%	NO
8	Can Fin Homes Ltd.	Subsidiary	29.99%	NO
9	Higher Education Financing Agency	Joint Venture	9.09%	NO
10	Canara Bank Tanzania Limited	Subsidiary	100	NO
11	Andhra Pragathi Grameena Bank (APGB)	Associate	35	NO
12	Kerala Gramin Bank (KeGB)	Associate	35	NO
13	Karnataka Gramin Bank (KaGB)	Associate	35	NO

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14	Karnataka Vikas Grameena Bank (KVGB)	Associate	35	NO
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VI. CSR Details

22. (i) Whether CSR is applicable as per Section 135 of Companies Act, 2013: (Yes/No)

CSR is not applicable to Canara Bank as per Section 135 of Companies Act. However, as a responsible organization, Canara Bank has adopted a strategic approach towards CSR and contributes to the upliftment of the society and Environment

(ii) Turnover (in `) - Turnover (Total Income) of the Bank for the Period ended INR 830672.55 Crores

(iii) Net worth (in `) - INR 48692.46 Crores

23. Transparency and Disclosures Compliances Complaints / Grievances on any of the Principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then Provide web -link for grievance redress policy)	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Web link	NIL	NIL	NIL	NIL	NIL	NIL
Investors (other than Shareholders)	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Shareholders	Web link	111	111		421	421	
Employees and Workers	Web link	142	0	NIL	82	0	NIL
Customers	Web link	714022	3024	All complaints closed within the TAT	208960	1837	All complaints closed within the TAT
Value Chain Partners	Web link	NIL	NIL	NIL	NIL	NIL	NIL
Other (please specify)	Web link	NIL	NIL	NIL	NIL	NIL	NIL

24. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along with its financial implications, as per the following format.

Sl No	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for Identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Regulatory compliance	Opportunity	Regulatory compliance is very important to any business and especially the banking sector.	--	By adhering to the compliance, the Company maintains its reputation among the stakeholders which

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			Successful implementation of compliance, in business can reduce risks like security breaches and data loss, as well as avoid reputational damage, lost business, financial penalties and losses.		further add value to the brand image of the business Adhering to compliances also helps the Company to avoid litigations, penalties and undue financial losses.
2	Data privacy and cybersecurity	Risk	The technical infrastructure of the business is crucial to the way it operates. The vast majority of transactions are digital, which increases the risk to information and cyber security. Additionally, the business has access to the personal information needed for financial transactions, making it important to ensure data security.	The Bank has a framework on cybersecurity. The business makes sure the regulations are followed at the organizational level. To prevent any instances of customer privacy and data security leakage, breaches, several awareness seminars, internal newsletters, and simulated drills are undertaken. Additionally, a warning notice titled Consumer Awareness - Cyber Threats and Frauds is accessible on the website.	Negative reputational due to incidents of data breaches or leakages. Financial due to loss of customers due to instances of data security and privacy. Litigation in case of cases filed by customers due to data leakage instances.
3	Customer relations and satisfaction	Opportunity risk	The success of any company rests on its ability to satisfy its customers. A good customer experience helps with loyalty, customer retention, and brand advocacy. Millions of client's use the company's financial goods and services; thus any negative customer experience might drive away customers or possibly hurt the company's brand.	The business has various mechanisms in place for the customer's t file complaints. The Bank has appointed a Chief Customer Service Officer (CCSO), who acts as an Internal Ombudsman of the Bank. The Bank maps and tracks the resolution time for complaints, then mentors the frontline workers to deal with client issues. (more initiatives provided in P9-E10)	Good customer service and relations improve the brand image. It can also improve the financial performance of the bank. Loss of reputation can lead to customer attrition which can thereby affect the business.
4	Financial inclusion	Opportunity	The reach of financial products and services is still shallow in India, especially in the mass	Canara Bank has its operations Pan-India and through its	We have specially designed products, for socially and economically weaker

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	(social impact in lending)		segment and semi-urban / rural parts of India. With a large population of India comprising of youth and demand for financial products and services being on the rise in urban, rural and semi-urban locations, it is important to ensure good outreach.	distribution network reaches to unbanked and rural customers. The products and services and the digital literacy awareness programmes of the Bank is driving and support the agenda of financial inclusion (more details in P4- L3)	sections of society. This enables us to serve underprivileged customers and underserved markets and thereby enhance coverage of households and penetration in the country (more details in P9-L1). We have various products and services aligned to the Government schemes to ensure financial inclusion and the positive impact on the society.
5	Carbon emissions & resource efficiency in the Bank's own operations	Risk	Carbon emissions are inevitable. They are generated by the business operations and the entire value chain. The financing provided to the borrowers, particularly through its commercial lending vertical, could be detrimental to the environment, society, and Government. Initiatives and disclosures related to emissions generated are important to monitor.	The bank is taking steps to ensure it starts monitoring the GHG emissions. Once the baseline assessment is complete, the Bank intends to identify initiatives and develop a roadmap to reduce the GHG emissions on a year-on-year basis	Conforming with environment related standards could result in increased expenses/ loss of business.
6	Exposure of the Bank to climate-related risks in its loan portfolio	Risk	Risks associated with climate change are increasingly manifesting in the banking industry as physical risks, transitional risks. If these risks are not properly managed, they could negatively impact the operations and profitability. Extreme weather events brought on by climate change put the company's operations, as well as the security and well-being of its employees, at risk. Additionally, economic disruptions brought on by transition risks may have an effect on the expansion and profitability of the business.	The Bank is planning to increase scrutiny of environmental and social (E&S) risks in the portfolio. The Bank also intends to assess the physical risks due to climate change to develop an action plan for mitigation and/or adaptation.	If the corporation cannot satisfy stakeholder demands for financial disclosures related to climate change, there are reputational risks and rise in operating costs as a result of environmental standards.

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SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Sl.No	Principle Description
P1	Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.
P2	Businesses should provide goods and services in a manner that is sustainable and safe.
P3	Businesses should respect and promote the well-being of all employees, including those in their value chains.
P4	Businesses should respect the interests of and be responsive to all its stakeholders.
P5	Businesses should respect and promote human rights.
P6	Businesses should respect and make efforts to protect and restore the environment.
P7	Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.
P8	Businesses should promote inclusive growth and equitable development.
P9	Businesses should engage with and provide value to their consumers in a responsible manner.

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
Policy and management processes									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Yes								
c. Web link of the policies, if available	Link details of here								
2. Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Not applicable								
4. Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) mapped to each principle.									
Principle 1	-								
Principle 2	-								
Principle 3	-								
Principle 4	-								
Principle 5	-								
Principle 6	-								
Principle 7	-								
Principle 8	-								
Principle 9	Bank has been certified with ISO: 27001:2013 for Data Centre, Near Data Centre, Disaster Recovery center and Department of Information Technology Wing / Technology Operations Wings. Information Security management system of the organization has been assessed and found to be in accordance with the requirements of the ISO 27001: 2013 standard.								
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.									

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6. Performance of the entity against the specific commitments, goals and targets along with reasons in case the same are not met.	
Governance, leadership and oversight	
7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure) The Directors, in preparation of the annual accounts for the year ended March 31, 2023, confirm the following: <ul style="list-style-type: none"> That in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures. That they had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Bank at the end of the financial year and of the profit or loss of the Bank for the period. That they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of applicable laws governing banks in India for safeguarding the assets of the Bank and for preventing and detecting fraud and other irregularities. That they had prepared the annual accounts on a going concern basis. Internal financial controls followed by the Bank are in accordance with guidelines and that such internal financial controls are adequate and were operating effectively. The directors had devised proper systems to ensure compliance with the provision of all applicable laws and that such systems were adequate and operating effectively. 	
8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy/policies	Shri K. Satyanarayana Raju, MD & CEO
9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	<p style="text-align: right;">Yes</p> <p>Board of Directors is the highest governing body while the affairs of the Bank are managed / governed through the Board and its Committees of the Board.</p> <p>All the policies are approved by the Board and various sub-committees of Board like:</p> <ul style="list-style-type: none"> Audit Committee of Board (ACB) Management Committee of Board (MCB) Customer Service Committee of Board (CSCB) Risk Management Committee of the Board (RMCB) Sub-committee - Sustainable Development Corporate Social Responsibility (SC SDCSR) Stakeholder Relationship Committee of Board <p>All the sustainability related issues are governed by Sub-committee- Sustainable Development Corporate Social Responsibility (SC-SDCSR).</p>

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board / Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other - please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow-up action	Yes Committees of the Board									Annually								
Compliance with statutory	Yes Committees of the Board The Company is in compliance with									Annually								

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requirements of relevance to the principles, and, rectification of any non-compliances	the regulations, as applicable.																		
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	<table><tr><td>P1</td><td>P2</td><td>P3</td><td>P4</td><td>P5</td><td>P6</td><td>P7</td><td>P8</td><td>P9</td></tr><tr><td colspan="9">No. All policies and processes, however, are subject to audits and internal reviews conducted by the Company from time to time.</td></tr></table>	P1	P2	P3	P4	P5	P6	P7	P8	P9	No. All policies and processes, however, are subject to audits and internal reviews conducted by the Company from time to time.								
P1	P2	P3	P4	P5	P6	P7	P8	P9											
No. All policies and processes, however, are subject to audits and internal reviews conducted by the Company from time to time.																			

12. If answer to question (1) above is “No” i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	-	-	-	-	-	-	-	-	-
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	-	-	-	-	-	-	-	-	-
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	-	-	-	-	-	-	-	-	-
It is planned to be done in the next financial year (Yes/No)	-	-	-	-	-	-	-	-	-
Any other reason (please specify)	-	-	-	-	-	-	-	-	-

SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as “Essential” and “Leadership”. While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally, and ethically responsible

Principle 1:

Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.

Essential Indicators			
1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:			
Segment	Total number of training and awareness programmes held	Topics / principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	3	Awareness programme on IT and Cyber Security for Board of Directors, Directors Development Programme, Program on Governance and Assurance for Directors on Boards of Banks.	61.53% (6 attended)
Key Managerial Personnel	3	Awareness programme on IT and Cyber Security for Board of Directors, Directors Development Programme, Program on Governance and Assurance for Directors on Boards of Banks.	60% (3 attended)
Employees other than	2,366	Ethics & Business Conduct, Prevention of Sexual Harassment, Compliance Culture in Banks, Customer	76.60%

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BoD and KMPs	Service & Grievance Redressal Mechanism, KYC, Preventive Vigilance & Fraud Management, Work-Life Balance and Leadership Development, Climate Change & Green Finance, Leadership Development Programme for Women, IT & Cyber Security	
Workers	Not applicable	

*During FY2022, various presentations were made at the Board and committee meetings. Board of Directors in their capacity as members of various committees of the Board were informed on diverse topics pertaining to topics on environmental, economic or regulatory changes. Board of Directors and KMPs were briefed on their roles and responsibilities, including those pertaining to corporate governance. They were also apprised of the latest developments on IT and cybersecurity, products and services, regulatory requirements etc.

Further, updates on performance review, strategy and key regulatory developments are presented at the quarterly board meetings. Board of Directors who are members of various committees are presented with the necessary information to enable them to review and grant approvals as per the terms of reference of the respective committees. Presentations are made at committee meetings which inter-alia cover specific industry overview, customer service, technology and digital initiatives, risk management, sustainability etc.

The training and awareness programmes were organized by Canara Bank and in few cases the Board of Directors, KMPs, employees attended external webinars or training sessions relevant to the business function.

Training in various categories were provided to the employees covering various topics.

Select topics of trainings covered under the various principles are provided below:

- **Principle 1:** Webinar on organizational ethics, developing Good Risk, Compliance and Audit Culture, Ethics and Business Conduct, Governance, Risk & Compliance in Banks, Preventive Vigilance, Forensic, Preventive Vigilance & Fraud Management, Program on Financial Frauds and Forensic Audit etc.
- **Principle 3:** Workshop on Work-Life Balance and Leadership Development, Stress Management, Human Resource Management in Banks and Financial Institutions, Labour Laws & HR Compliance.
- **Principle 6:** Climate Change and Sustainable Finance, Emerging Landscape and Crosscountry Perspectives, Green Finance and Investments, IBAs Introductory seminar on Environment, Social and Governance (ESG), programme on basics of Green Bond, programme on Climate Risk Management: implications for Credit and Investment portfolios etc.
- **Principle 8:** Advait Future Ready Leadership Programme, Soft Skill Training for Differently-abled.
- **Principle 9:** Certification Program in IT & Cyber Security for CXO, Cert. Program in IT & Cyber Security for senior management, Customer Delight, Digital Awareness and Cyber Security, Types of Customers, Customer Service & Grievance, Workshop on Digital Awareness and Customer Service.

Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

Monetary					
	NGRBC Principle	Name of the Regulatory / Enforcement Agencies / Judicial Institutions	Amount (in INR)	Brief of the Case	Has an Appeal been Preferred? (Yes / No)
Penalty / Fine	NIL	NIL	NIL	NIL	NIL
Settlement	NIL	NIL	NIL	NIL	NIL
Compounding Fee	NIL	NIL	NIL	NIL	NIL

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Non-Monetary					
	NGRBC Principle	Name of the Regulatory / Enforcement Agencies / Judicial Institutions			Has an Appeal been Preferred? (Yes/No)
Imprisonment	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL

Of the instances disclosed in Question 2 above, details of the Appeal / Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the Regulatory/ Enforcement Agencies / Judicial Institutions
Not applicable	Not applicable

Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes, Canara Bank has an anti-corruption and anti-bribery policy as part of Whistle Blower Policy.

To ensure good governance, Canara Bank has a Whistle Blower mechanism in place which helps to ensure that unethical practices and frauds are reported by the employees. The policy clearly outlines the process of reporting unethical practices, the mechanisms in place to ensure the action is taken in a timely manner based on the investigation report. The objective of having the policy in place is to achieve greater transparency in the operational area, protect the interest of the bank and adhere to the statutory and regulatory requirements.

Web link of the policy can be accessed here.

Number of Directors / KMPs / employees / workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery / corruption.

	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Directors	NIL	NIL
KMPs	NIL	NIL
Employees	NIL	NIL
Workers	Not applicable	Not applicable

Details of complaints with regard to conflict of interest:

	FY 2022-23 Current Financial Year		FY 2021-22 Previous Financial Year	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	NIL	NIL	NIL	NIL
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	NIL	NIL	NIL	NIL

Provide details of any corrective action taken or underway on issues related to fines / penalties/ action taken by regulators/ law enforcement agencies / judicial institutions, on cases of corruption and conflicts of interest.

Not applicable

Leadership Indicators		
1. Awareness programmes conducted for value chain partners on any of the principles during the financial year:		
Total Number of Awareness	Topics / Principles Covered	% age of Value Chain

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Programmes Held	Under the Training	Partners covered (by value of business done with such partners) under the Awareness Programmes
NIL	NIL	NIL

2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

Yes

To address any potential conflict of interest, the Bank has laid down a detailed Model Code of Conduct ('Code') for its Directors on the Board and its Core Management (individual bank will decide on the composition of Core Management), as per the Clause 49 of the Listing Agreement entered with the Stock Exchanges. The Code elaborates on the aspects of Conflict of Interest and the responsibilities for avoiding it. The detailed Code of Conduct can be accessed here.

Principle 2:

Businesses should provide goods and services in a manner that is sustainable and safe

Essential Indicators			
1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.			
	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year	Details of improvements in environmental and social impacts
R&E	Not applicable	Not applicable	Canara Bank being an environmentally and socially conscious organisation, has taken various initiatives towards installation of rooftop Solar Plants in Bank's own and long leased properties pan-India with the idea to reduce consumption of power generated from fossil fuels. This is an important step taken by the bank as the subsequent reduction of GHG emissions is linked to a healthy environment which is beneficial for the society. For this purpose, the Bank has invested INR 0.85 crores and 11.20 crores in FY 2021-22 and FY2022-23 respectively.
Capex	Not applicable	Not applicable	

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

Yes.

Canara Bank being part of the service industry, consumption of resources is limited. However, the company puts efforts to ensure it purchases sustainable products from local suppliers and at a fair price. Some of the key initiatives the bank has taken in this direction are as follows:

- For new construction projects, the bank ensures minimum 3-star rating as per Green Rating for Independent Habitat Assessment (GRIHA) norms.
- The bank considers energy efficiency standards while purchasing equipment. The star rated equipment such as air-conditioners, laptops, computers, lighting devices are considered as part of assessment criteria in all branches and offices by the procurement team.

To locally procure the tangible items, Canara Bank has taken a step towards procurement from MSME and 'Make in India' firms as per guidelines issued by the Government from time to time. Bank is also complying with DFS mandate of procurement through GeM portal for all items available on the portal. The bank is also in the process of obtaining Indian Green Building Council (IGBC) certification of branches. IGBC certified buildings preferably use recycled and reuse materials and avoid the use of virgin materials. Canara Bank is also working towards

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using only the standard approved materials from the list specified by IGBC which includes wood, eco-certified interior furniture and usage of green consumables (such as recycled paper, minimal plastics etc.).

c. If yes, what percentage of inputs were sourced sustainably?

As covered in the (a) response, the Bank is committed to procure products and services sustainably, but given the nature of our business this aspect is not applicable.

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste. **Being a part of the service industry, the bank does not generate huge quantities of wastes and therefore, the scope of reusing, recycling and disposing is limited.**

- **e-waste:** As part of the ongoing practice, the bank is disposing the e-wastes by issuing limited tender/RFP among empaneled e-waste vendors, who possess valid certificate from Central Pollution Control Board/State Pollution Control Board to collect and dispose the e-waste. The bank has received e-waste recycling certificates from the vendors.

- **Plastic Waste:** Usage of Single Use Plastics (SUP) is discouraged in the branches and offices. Further, the bank uses biodegradable dustbin bags for collecting garbage.

- **Paper waste:** Paper usage has been reduced by use of duplex printer settings and usage of document management system (DMS) and soft copies of documents wherever possible.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No).

Not applicable

If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Not Applicable

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Leadership Indicators					
1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?					
NIC Code	Name of Product / Service	% of total Turnover Contributed	Boundary for which the Life Cycle Perspective / Assessment was Conducted	Whether Conducted by Independent External Agency (Yes/No)	Results Communicated in Public Domain (Yes/No) If yes, provide the web link
Not applicable					

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of Product / Service	Description of the Risk / Concern	Action Taken
Not applicable		

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate Input Material	Recycled or re-used input material to total material	
	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Not applicable		

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4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed of.

	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics including Packaging	Not applicable					
e-waste						
Hazardous Waste						
Other Waste						

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
Not applicable	

Principle 3:

Businesses should respect and promote the well-being of all employees, including those in their value chains.

Essential Indicators											
1. a. Details of measures for the well-being of employees											
Category	% of Employees Covered by										
	Total* (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Male	58083	58083	100%	58083	100%	-	-	58083	68.35%	314	0.54%
Female	26894	26894	100%	26894	100%	26894	31.65 %	-	-	123	0.46%
Total	84978*	84978	100%	84978*	100%	26894	100%	58083	100%	437	0.51%
Male	Not applicable										
Female											
Total											

*We have one transgender employee working with us.

b. Details of measures for the well-being of workers:

Details of Measures for the Well-Being of Workers:											
Category	Category % of Workers Covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D/A)	Number (E)	% (E/A)	Number (F)	% (F/A)
Permanent Workers											
Male	Not applicable										
Female											
Total											
Other than Permanent Workers											
Male	Not applicable										
Female											
Total											

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2. Details of Retirement Benefits

Benefits	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	No. of Employees covered as a % of Total Employees	No. of Workers covered as a % of Total Workers	Deducted and Deposited with the Authority (Y/N/N.A.)	No. of Employees covered as a % of Total Employees	No. of Workers covered as a % of Total Workers	Deducted and Deposited with the Authority (Y/N/N.A.)
PF	22%	NIL	Y	24.53%	NIL	Y
Gratuity	100%	NIL	Y	100%	NIL	Y
ESI	NIL	NIL	Not Applicable	NIL	NIL	Not Applicable
Others Please specify	78%	NIL	Y	75.47%	NIL	Y

3. Accessibility of Workplaces

Are the premises / offices of the entity accessible to differently-abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

Canara Bank is an Equal Opportunity employer and has zero tolerance towards discrimination. To suit the needs of the differently-abled employees, ramps are provided at all feasible branches and ATMs for ease of access. As of now, 6565 branches and 6432 ATMs are provided with ramps.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes, the Bank has Equal Opportunity Policy.
 Weblink to the policy can be accessed here.

5. Return to Work and Retention Rates of Permanent Employees and Workers that took Parental Leave.

	Permanent Employees		Permanent Workers	
	Return to Work Rate	Retention Rate	Return to Work Rate	Retention Rate
Male	100%	100%	Not applicable	
Female	100%	100%		
Total	100%	100%		

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief.

Permanent Workers	Not applicable
Other than Permanent Workers	Not applicable
Permanent Employees	<p>The Bank has an Employees' Grievance (s) Redressal Policy with a defined process to address the grievances of the employees in a timely manner. The policy has details on the stipulated time of redressal and the governance structure.</p> <p>The Bank is committed to address the concerns and grievances of the employees in a transparent and just manner. It has therefore introduced 'Canarite Grievance Redressal System' on the intranet so that the employees can raise concerns anonymously. It is also a paperless and employee friendly approach with reduce TAT of redressal.</p>
Other than Permanent Employees	Not applicable

7. Membership of Employees and Workers in association(s) or Unions recognised by the Listed Entity:

Category	FY 2022-23	FY 2021-22
	Current Financial Year	Previous Financial Year

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	Total* Employees / Workers in Respective Category (A)	No. of Employees/ Workers in Respective Category, who are part of Association(s) or Union (B)	% (B/A)	Total Employees / Workers in Respective Category (C)	No. of Employees/ Workers in Respective Category, who are part of Association(s) or Union (D)	% (D/C)
Total Permanent Employees*	84978	65976	77.63%	86919	63083	72.57%
- Male	58083	44114	75.95%	59562	42194	70.84%
- Female	26894	21861	81.28%	27356	20888	76.35%
Total Permanent Workers	Not applicable					
- Male						
- Female						

8. Details of Training given to Employees and Workers:

Category	FY 2022-23 Current Financial Year					FY 2021-22 Previous Financial Year				
	Total* (A)	On Health and Safety Measures		On Skill Upgradation		Total (D)	On Health and Safety Measures		On Skill Upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Male	58083			46286	100%	59562	-		42202	100%
Female	26894			18811	100%	27356	-		18332	100%
Total	84978	1558	1.83%	65098	100%	56919	-		60535	100%
*We have one transgender employee working with us.										
Workers										
Male	Not applicable									
Female										
Total										

9. Details of Performance and Career Development Reviews of Employees and Workers:

	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
Male	58083	58083	100%	59562	59562	100%
Female	26894	26894	100%	27356	27356	100%
Total*	84978	84978	100%	86919	86919	100%
*There is one transgender employee						
Workers						
Male	Not applicable					
Female						
Total						

10. Health and Safety Management System:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, what is the coverage of such a system?

Yes

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Canara Bank prioritizes the health and safety of its employees. The fire extinguishers, fire exits, first aid boxes, etc. are monitored and evaluated on a regular basis.

We adopt a top down approach at each branch and office to ensure periodic electrical and fire safety parameters are checked and necessary action is taken in a timely manner. The employee benefits on group term insurance and health insurance also provides additional safety in case of unforeseen incidents.

We conduct sessions with expert speakers and as part

of wellness programs for employees, we encourage employees to adopt a healthy lifestyle. Further as part of COVID-19 prevention initiatives, we have ensured the employees use masks, hand sanitizers and provide support in case an employee notices symptoms.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

Given the nature of business, this is not directly applicable to the bank.

c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks.

Not applicable

d. Do the employees/ workers of the entity have access to non-occupational medical and healthcare services?

Yes. All employees of the Bank are covered under the company's health insurance policy. Employees and their families are covered for hospitalization through Mediclaim cover and annual health check-up is also facilitated for eligible employees. Further, first aid box, ambulances are also available for employees.

As COVID-19 was a difficult time for everyone, the Bank ensured to provide Doctor on Call, COVID-leave, exemption from attending office for employees with high health risk.

11. Details of Safety Related Incidents, in the following format:

Safety Incident/Number	Category	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	-	-
	Workers	-	-
Total Recordable Work-related Injuries	Employees	-	-
	Workers	-	-
No. of Fatalities	Employees	-	-
	Workers	-	-
High Consequence Work-related Injury or Ill-health Excluding Fatalities)	Employees	-	-
	Workers	-	-

12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

Canara Bank emphasizes the significance of ensuring a healthy and safe working environment for all of its employees and contractors. Branch offices hold regular fire drills to educate all employees. Preventive maintenance schedule for electrical equipment is performed on a regular basis to ensure compliance with fire safety standards. As a result, the Bank has taken the following steps to ensure a healthy and safe workplace.

- The fire extinguishers, fire exits, first aid boxes, etc. are monitored and evaluated on a regular basis.
- We have adopted a top down approach at each branch and office to ensure periodic electrical and fire safety parameters are checked and necessary action is taken in a timely manner.
- The employee benefits on group term insurance and health insurance also provides additional safety in case of unforeseen incidents.

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- We conduct sessions with expert speakers and as part of wellness programs for employees, we encourage employees to adopt a healthy lifestyle.
- Further as part of COVID-19 prevention initiatives, we have ensured the employees use masks, hand sanitizers and provide support in case an employee notices symptoms. Employees are exempted from attending office during COVID. Employees were provided with COVID vaccination, work from home, COVID special leave, Doctor on Call, etc.
- The Bank also conducts regular talks to health experts for the employees.

13. Number of Complaints on the following made by Employees and Workers

	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Filed during the Year	Pending Resolution at the End of Year	Remarks	Filed during the Year	Pending Resolution at the End of Year	Remarks
Working Conditions	NIL	-	-	NIL	-	-
Health & Safety	NIL	-	-	NIL	-	-

14. Assessments for the Year

	% of your Plants and Offices that were assessed (By entity or statutory authorities or third parties)
Health and Safety Practices	-
Working Conditions	-

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

Not applicable

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Leadership Indicators

- 1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).**

Yes

Our Employees are covered under Group Term Life Insurance (GTLI) Policy.

In the event of an employee's death, the company provides assistance to their family through various insurance plans. Employees receive gratuity as applicable.

- 2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

Not applicable

- 3. Provide the number of employees / workers having suffered high consequence work related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

	Total No. of Affected Employees/ Workers		No. of Employees/Workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Employees	Not applicable			

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Workers	
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4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment?

(Yes/ No)

No

5. Details on Assessment of Value Chain Partners:

	% of Value Chain Partners (by value of business done with such partners) that were assessed	
Health and Safety Conditions	Not applicable	Not applicable
Working Conditions	Not applicable	Not applicable

6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.

Not applicable

Principle 4:

Businesses should respect the interests of and be responsive to all its stakeholders

Essential Indicators

1. Describe the processes for identifying key stakeholder groups of the entity.

A bank operates in an inter-connected world. It is important to identify the stakeholder groups to understand the impact of the activities of the bank on its stakeholders and vice versa. Regular interactions with the stakeholders are very important in the fastchanging world and with evolving expectations. Canara Bank has adopted a transparent procedure to identify the stakeholder groups by considering the impact of the stakeholder groups on the business performance, bank operations and their value addition to the business.

The stakeholder groups comprise of regulatory bodies, employees, customers, suppliers, community groups etc. The Bank's role is to facilitate consultation and engage with the stakeholders in areas relevant to the business functions. The business functions discuss internally and identify stakeholder groups based on the level of influence of stakeholder and interest of bank. For example, employees are an important stakeholder group as they help us to create value for the customers and the company.

In case of communities, the bank conducts need assessment studies for its CSR projects. For a given project and the geography selected, the communities of the vicinity are an important stakeholder group. Their support for conducting a project, identifying the beneficiaries, and creating measurable impact is crucial.

The Bank ensures that it engages with the stakeholder groups on a regular basis to ensure their expectations are evaluated and addressed in a responsible manner.

The Bank identifies stakeholders as groups/ individuals who are important to the business and the entire value chain or who may impact the business directly or indirectly in present or in the future.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of Communication (E-mail, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings,	Frequency of Engagement (Annually/ Half Yearly/ Quarterly/ others - please specify)	Purpose and Scope of Engagement including Key Topics and Concerns raised during such Engagement
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		Notice Board, Website), Others		
Government and Regulatory Authorities	No	Meetings, circulars, notice, website, e-mails	Others: need-based/ as required	Latest regulatory statutory requirements and for representation purposes
Media	No	Newspaper, pamphlets, social media, website	Others: need-based/ as required	Latest developments of the company
Employees	No	Circulars, memos, special communications	Quarterly	Staff welfare measures, new developments, vision, strategy, performance
Customers	Partly yes	Newspaper, e-mails, SMS	Quarterly	Customer services, grievances, etc.
Suppliers	No	E-mails, notice board		Procurement, enhancing services of the company
Local Community/NGOs	Yes	Newspaper, community meetings	Quarterly	Engagement on CSR projects
Investors	NO	Website, meetings, e-mails	Quarterly	Providing relevant information, progress, strategic initiatives and performances, future action plans
Shareholders	NO	E-mails, shareholder meetings	Quarterly	Providing relevant information, progress, strategic initiatives and performances, future action plans

Leadership Indicators

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

The Bank continuously engages with the stakeholders to improve performance and create value.

• **Investors and shareholders:** Engagement with investors and shareholders is mainly conducted through grievance channels, quarterly meetings, conferences. The discussions are focused on the bank's performance and strategy while recently the discussions have also been undertaken on the topics of sustainability and the process to embed the same. The minutes of the meetings are recorded and discussed subsequently with the Board for necessary action.

• **Regulators:** The regulators are our key stakeholders and based on new guidelines or requirements, the bank discusses during the meetings, conference and via e-mails. The topics include economic, social and environment and the minutes are recorded and discussed with the Board for appropriate action.

• **Customers:** The Bank engages with the customers on grievance related aspects and also through surveys and social media platforms. The topics for such consultations are widespread (complaints, new products and services, community engagement, customer care etc.)

• **Employees:** Employees are the asset for any organization and to ensure continuous engagement, the Bank has various platforms and communication channels and processes in place. This includes address grievances and concerns of employees, employee feedback and appraisals, new products and services, developments and news via internal newsletters and e-mails, town hall meetings, awareness programmes. The feedback through these modes are recorded in the minutes of the meetings and discussed at different levels to incorporate the suggestions accordingly.

• **Suppliers:** The bank ensures that the suppliers are aware of the processes adopted by the bank. Their feedback is recorded during supplier meets and other techno-commercial sessions.

• **Communities:** Communities are an important stakeholder group and our CSR team communicates with them regularly to understand their grievances and obtain feedback on the projects pertaining to social and environmental topics.

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2. **Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.**

Yes

- Mode of engagement with socially and economically weaker customers: Service representatives at branches.
- The CSR team and the employees engaged with communities as part of volunteering programs obtained inputs from communities and provided suggestions to the committee. Various CSR initiatives were designed based on the inputs received and also included in the policy.

Refer response on P4, L3 below.

3. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

As per RBI master circular RBI/FIDD/2020-21/72 Master Directions FIDD.CO.Plan.BC.5/04.09.01/2020-21 dated September 04, 2020, bank has a target of 9.5% over Adjusted Net Bank Credit (ANBC) for FY22-23 and 10% for FY2023-24. As on December 2022, bank has achieved 15.34% ANBC which is 5.84% higher than the set target. Bank is ensuring lending to small and marginal farmers on priority with considerate basis.

Some initiatives taken by Canara Bank to improve digital literacy and to empower customers through cashless payments modes are as follows:

- Establishment of Digital Banking Units.
- Digital awareness campaigns by various units/ officers of the Bank.
- Issuance of Virtual Debit/Credit Card.
- Enrollment of Merchants with Bank's QR code.
- Popularization of UPI transactions through ai1 app options
- Monthly customer service meetings are conducted in branches to ensure the grievances and concerns of customers are addressed and also provide support to customers to explain about products and services. To ensure good quality customer service is rendered, the bank also conducts survey on customer satisfaction.

The continuous engagement with the communities in the areas of implementation of the CSR programme helped the bank to address the concerns of the community (100% vulnerable / marginalized).

Select examples of instances of engagement after which concerns of vulnerable / marginalized were addressed:

- Pre-recruitment training/coaching to poor unemployed youth in Siddipet District, to District Collector, Siddipet.
- Purchase of furniture and equipment for VC Room at Govt. Higher Secondary School, Munderi.
- Development works at Kamaraj Park, Theni to Municipal Commissioner, Theni Allinagaram.
- EECO Van to school for transportation of students Govt. higher primary school at Tumakuru.
- Financial assistance to Government PU College Byndoor, Udupi for construction of a Common Hall, for better facility to the students.

Other CSR initiatives aimed at marginalised communities.

- As part of Corporate Social Responsibility initiatives, the Bank has set up a Women Empowerment Section at Head office. The Bank has also formed the Centre for Entrepreneurship for Women, at 24 of its Circle Offices, throughout India. The main objectives of these Centres is to offer counselling services to Women, both existing and prospective entrepreneurs, organise seminars on important topics related to Women's issues, conduct various Skill Development and Entrepreneurship Development Training programmes, Entrepreneurship Awareness programmes and also organise exhibition-cum-sale of products manufactured by Women Entrepreneurs.

- Budget allotted for the FY2022-23 is ₹100.00 lakh and utilization of Budget till 31.12.2022 was ₹58.54 lakh.
- Total Number of CED Programmes conducted: 417 and Number of Women Benefited during FY 2022-23 till 31.03.2023 was 28596.

- **Canara Vidya Jyothi Scheme [CVJ]:** The Scheme is formulated to provide Scholarship to meritorious SC/ST girl students and the same has been in existence from the year 2014-15.

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- The Scheme is implemented through the Rural, Semi-Urban and Urban branches of the Bank.
- The scholarship amount is ₹2500/- each for students from class 5th 6th & 7th and ₹5000/- each for students from class 8th 9th & 10th standard.
- Budget allotted for the FY 2022-23 was ₹400 lakh.
- Budget utilised as on 31.03.2023 was ₹400 lakh.
- Total number of SC/ST girl students benefitted during FY2022-23 till 31.03.2023 was 10620.
- **Financial Literacy Centres:** Bank has set up Canara Financial Advisory Trust (CFAT) in 2010 for spreading financial literacy through Financial Literacy Centers across the Country.
- During the CFY 2023-2023, our FLCs have conducted 22,095 camps and 17.58 lakhs persons were educated.
- Out of which, benefitted women and SC / ST are 9.17 lakhs and 6.31 lakhs respectively.
- **Rural Development - As part of Corporate Social Responsibility initiatives,** our bank has set up Self-Employment Training Institutes for Skill Development. (38 RSETIs, 3 ATIs & 5 CBIITs) across the country for skill & entrepreneurship development of people from marginalised section of society. RSETIs impart free skill development training to poor people and build their capacity for gaining sustainable livelihood. Apart from this, our bank is also co-sponsoring 27 RUDSETIs across the country.
- Budget allotted for the FY 2022-23 was ₹7100 lakh.
- Budget utilised as on 31.03.2023 was ₹1576 lakh.
- **The CSR initiatives of Canara Bank are focused mainly at the grassroots development of underprivileged/ under served / under developed population.** The Bank is involved in organizing various activities under our Corporate Social Responsibility, under different sectors, like, Health, Education, Poverty Eradication, Rural Development, Environmental Protection, Swachh Bharat etc.
- Budget allotted for the FY 2022-23 was ₹2660 lakh.
- Budget utilized as on 31.03.2023 was ₹2660 lakh.

Annexure 3 can be referred for details on major CSR projects for the year 2022-23, above ₹30 lakh.

Principle 5:

Businesses should respect and promote human rights.

Essential Indicators

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2022-23			FY 2021-22		
	Total (A)	No. of Employees/ Workers Covered (B)	% (B/A)	Total (C)	No. of Employees/ Workers Covered (D)	% (D/C)
Employees						
Permanent	84978	0	0	86919	0	0
Other than Permanent	Not applicable					
Total Employees	84978	0	0	86919	0	0
Workers						
Permanent	Not applicable					
Other than Permanent						
Total Workers						

2. Details of minimum wages paid to employees and workers, in the following format:

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Category	FY 2022-23					FY 2021-22				
	Total (A)*	Equal to Minimum Wage		More than Minimum Wage		Total* (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Permanent	84978*	0	0	84978	100%	86919*	0	0	86919*	100%
Male	58083	0	0	58083	100%	59562	0	0	59562	100%
Female	26894	0	0	26894	100%	27356	0	0	27356	100%
Other than Permanent	Not applicable									
Total Employees	84978-	0	0	84978-	100%	86979*	0	0	86919*	100%
Workers										
Permanent	Not applicable									
Other than Permanent										
Total Workers										

3. Details of Remuneration/Salary/Wages, in the following format:

	Male		Female		Other	
	Number	Median Remuneration / Salary / Wages of Respective Category	Number	Median Remuneration / Salary / Wages of Respective Category	Number	Median Remuneration / Salary / Wages of Respective Category
Board of Directors (BoD)	6	2215000	2	1910000	0	8
Key Managerial Personnel	5	3976235	0	0	0	0
Employees other than BoD and KMP	60771	839452	27889	819024	1	1042384
Workers	0	0	0	0	0	0

4. Do you have a focal point (Individual / Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

Yes

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Bank has appointed two Chief Liaison Officers (CLO) in the rank of General Manager, one for SCs/STs/ Differently-abled Persons/Ex-Servicemen and another for OBC/Economically Weaker Section (EWS) at Head Office. The Bank has set up an exclusive Reservation Cell at the Head Office and appointed a Liaison Officer. Representations/grievances received from SCs/STs/ OBCs/ Differently-abled Persons, EWS and Minorities are being looked into by the Liaison Officer. Wherever required, necessary enquiries are conducted & appropriate action is taken.

In addition to above, Bank has set up an Internal Grievance Committee consisting of Senior Officials of the Bank including CLO for redressal of employment / service grievances of SC/ST employees. To redress grievances related to Sexual Harassment of Women at workplace, "Internal Complaints Committee" has been constituted at all Circle levels in accordance with the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Further, any other concerns or grievances on discrimination, harassment, unethical behavior or dealings can be reported by the employees in accordance with the process explained in Whistleblower Policy, human resource manual and the Code of Conduct.

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6. Number of Complaints on the following made by Employees and Workers:

	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
	Filed during the Year	Pending Resolution at the End of Year	Remarks	Filed during the Year	Pending Resolution at the End of Year	Remarks
Sexual Harassment	4	2	Nil	6	0	NIL
Discrimination at Workplace						
Child Labour						
Forced Labour/ Involuntary Labour						
Wages						
Other Human Rights Related Issues						

7. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.

Canara Bank strictly adheres to the policies and the procedures explained with reference to discrimination and harassment. There are various sub-committees and internal committees to address the complaints raised and resolve them in a timely manner.

a) Internal Complaints Committee at Circle Office level to handle with Sexual Harassment Cases is formed at all Circle Offices. The full details of the constitution of the committee is furnished to every branch / office coming under the respective circles for being displayed on the notice board of the branch / office for the information of all customers/ public / employees.

b) Reservation Cell at Head Office to handle representations/grievances received from SCs/ STs/OBCs/Differently-abled Persons, EWS and Minorities.

c) Internal Grievance Committee consisting of Senior Officials of the Bank including CLO for redressal of employment/ service grievances of SC/ST employees.

8. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Not applicable

9. Assessments of the Year

	% of your Plants and Offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	Not applicable
Forced / Involuntary Labour	
Sexual Harassment	
Discrimination at Workplace	
Wages	
Others - please specify	

10. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.

NIL

Leadership Indicators

1. Details of a business process being modified / introduced as a result of addressing Human Rights grievances/complaints.

Not applicable

2. Details of the scope and coverage of any Human Rights due-diligence conducted.

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Not applicable

3. Is the premise/office of the entity accessible to differently-abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Canara Bank values its customers and visitors. To suit the needs of the differently-abled, ramps are provided at all feasible branches and ATMs for ease of access. As of now, 6565 branches and 6432 ATMs are provided with ramps.

4. Details on Assessment of Value Chain Partners

	% of Value Chain Partners (by value of business done with such partners) that were assessed
Sexual Harassment	-
Discrimination at Workplace	-
Child Labour	-
Forced / Involuntary Labour	-
Wages	-
Others - please specify	-

5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

Not applicable

Principle 6:

Businesses should respect and make efforts to protect and restore the environment.

Essential Indicators

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
Total Electricity Consumption (A)	1243071.18 GJ	-
Total Fuel Consumption (B)	165408.78 GJ	-
Energy Consumption through Other Sources (C)	NIL	-
Total Energy Consumption (A+B+C)	1408479.96 GJ	-
Energy Intensity per Rupee of Turnover (Total Energy Consumption/ Turnover in Rupees)	1.69 GJ / INR Crore	-
Energy Intensity (Optional) - the relevant metric may be selected by the entity	-	-

*The data for energy consumption was not monitored in the last FY but since the scale of the Bank's physical infrastructure and branch operations has not undergone any major change in the last, we assume, data would be similar with minor deviation. The Bank is committed to reducing our environmental impact and has taken proactive measures on the same. The Bank's CAPEX investment for mitigating environmental impact is discussed in Principle 2, Question 1.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

2. Does the entity have any sites / facilities identified as Designated Consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not applicable

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3. Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
Water Withdrawal by Source (in kilolitres)		
(i) Surface Water	-	-
(ii) Groundwater	-	-
(iii) Third Party Water (Municipal Water Supplies)	-	-
(iv) Seawater / Desalinated Water	-	-
(v) Others	-	-
Total Volume of Water Withdrawal (in kilolitres) (i + ii + iii + iv + v)	-	-
Total Volume of Water Consumption (in kilolitres)	-	-
Water Intensity per Rupee of Turnover (Water Consumed / Turnover)	-	-
Water Intensity (Optional) - the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N)

If yes, name of the external agency.

The Company's water usage is restricted to the purpose of staff and customers' consumption only. The Banks is a service-based industry and therefore not monitoring the quantity. There are 9984 branches and administrative offices, a majority of them are in rented premises and we have no mechanism to track water utilization. However, efforts have been made to ensure that water is utilized judiciously.

4. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

Not applicable

5. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please Specify Unit	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
NOx	-	-	-
SOx	-	-	-
Particulate Matter (PM)	-	-	-
Persistent Organic Pollutants (POP)	-	-	-
Volatile Organic Compounds (VOC)	-	-	-
Hazardous Air Pollutants (HAP)	-	-	-
Others - Ozone Depleting Substances (HCFC - 22 or R-22)	-	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

6. Provide details of Greenhouse Gas emissions (Scope 1 & Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 2022-23 (Current Financial year)	*FY 2021-22 (Previous Financial Year)
Total Scope 1 Emissions (Break-up of the GHG into CO₂, CH₄, N₂O, HFCs,	tCO ₂	11741.85	-

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PFCs, SF6, NF3, if available)			
Total Scope 2 Emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	tCO2	272722.94	-
Total Scope 1 and Scope 2 Emissions per Rupee of turnover	tCO2 / INR Crore	0.34	-
Total Scope 1 and Scope 2 Emission Intensity Optional) - the relevant metric may be selected by the entity	-	-	-

*The data for emissions was not monitored in the last FY, but since the scale of the Bank's physical infrastructure and branch operations has not undergone any major change in the last, we assume data would be similar with minor deviation. The Bank is committed to reducing our environmental impact and has taken proactive measures on the same. The Bank's efforts for mitigating GHG emissions are discussed in Principle 6, Question 7.

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

7. Does the entity have any project related to reducing Greenhouse Gas emission? If yes, then provide details.

Yes, the following are adopted by the bank to reduce their GHG emissions.

- In the current financial year, our Bank has installed Rooftop Solar Power Installations of 2121 KWp capacity spread across 54 locations. Further, installations at 8 sites with capacity of 122.5KWp are underway and will be completed by 31st March 2023, enhancing the total capacity of installations to 2.5MWp.
- DG sets provided in branches are being replaced by inverters in a phased manner based on power outage in the area.
- Phasing out AC units that are over 10 years old with 5* rated AC units and eco-friendly refrigerants.
- Installation of LED lights and LED glow sign boards in key branches.
- Optimisation of natural light usage.
- Video conferencing to reduce contributory emissions as a result of air travel.

8. Provide details related to waste management by the entity, in the following format:

Parameter	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
Total Waste generated (in Metric Tonnes)		
Plastic Waste (A)		
E-waste (B)		
Bio-medical Waste (C)		
Construction & Demolition Waste (D)		
Battery Waste (E)		
Radioactive Waste (F)		
Other Hazardous Waste. Please specify, if any. (G)		
Other Non-hazardous Waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)		
Total (A+B + C + D + E + F + G + H)		
For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
Category of Waste		
(i) Recycled		
(ii) Re-used		
iii) Other Recovery Operations		
Total		
For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
Category of waste		

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(i) Incineration		
(ii) Landfilling		
(iii) Other Disposal Operations		
Total		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

9. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your organisation to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

Being a part of the service industry, the bank does not generate huge quantities of wastes and therefore, the scope of reusing, recycling and disposing is limited.

• **e-waste:** As part of the ongoing practice, the bank is disposing e-wastes by issuing limited tender/ RFP among empaneled e-waste vendors, who possess valid certificate from Central Pollution Control Board / State Pollution Control Board to collect and dispose the e-waste. The bank has received e-waste recycling certificates from the vendors.

As per e-waste policy described under IT Procurement Policy 2022-2023 Version No.4.0, e-wastes are disposed of by the bank. The day-to-day wastes are disposed through Municipal agencies. e-Waste (old UPS and batteries) are disposed of through original manufacturers under buyback.

10. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspotAs, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:

S.NO	Location of Operations/Offices	Type of Operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
Not applicable, however, all our offices are in premises which have the requisite building permissions and are compliant with local municipal norms.			

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and Brief Details of Project	EIA Notification No.	Date	Whether Conducted by Independent External Agency (Yes / No)	Results Communicated in Public Domain (Yes / No)	Relevant Weblink
Not applicable					

12. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
All applicable activities are in compliance with prevailing Government guidelines				

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Leadership Indicators

1. Provide break-up of the total energy consumed (in Joules or multiples) from renewable and non-renewable sources, in the following format:

Parameter	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
From renewable sources		
Total Electricity Consumption (A)	Note: Renewable energy: Rooftop solar power plants of 262KWp capacity were functional during the FY 2021-22. Actual consumption will be added at the end of the Financial Year.	
Total Fuel Consumption (B)		
Energy Consumption through Other Sources (C)		
Total Energy Consumed from Renewable Sources (A+B+C)		
From Non-renewable Sources		
Total Electricity Consumption (D)	1243071.18 GJ	
Total Fuel Consumption (E)	165408.78 GJ	
Energy Consumption through Other Sources (F)	Not applicable	
Total Energy Consumed from Non-renewable Sources (D+E+F)	1408479.96 GJ	

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No.

2. Provide the following details related to water discharged:

Parameter	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
Water discharge by destination and level of treatment (in kilolitres)		
(i) To Surface Water		
- No Treatment		
- With Treatment - please specify level of treatment		
ii) To Groundwater		
- No Treatment		
- With Treatment - please specify level of treatment		
iii) To Seawater		
- No Treatment		
- With Treatment - please specify level of treatment		
(iv) Sent to Third Parties		
- No Treatment		
- With Treatment - please specify level of treatment		
(v) Others		
- No Treatment		
- With Treatment - please specify level of treatment		
Total Water Discharged (in kilolitres)		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

3. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

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For each facility / plant located in areas of water stress, provide the following information:

- (i) Name of the Area: - Not applicable
- (ii) Nature of Operations: - Not applicable
- (iii) Water Withdrawal, Consumption and Discharge in the following format: - Not applicable

Parameter	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
Water withdrawal by source (in kilolitres)		
(i) Surface Water	-	-
(ii) Groundwater	-	-
(iii) Third Party Water	-	-
(iv) Seawater / Desalinated Water	-	-
(v) Others	-	-
Total Volume of Water Withdrawal (in kilolitres)	--	-
Total Volume of Water Consumption (in kilolitres)	-	-
Water Intensity per Rupee of Turnover (Water Consumed / Turnover)	-	-
Water Intensity (Optional) - the relevant metric may be selected by the entity	-	-
Water Discharge by Destination and Level of Treatment (in kilolitres)		
(i) Into Surface Water		
- No Treatment		
- With Treatment - please specify level of treatment		
(ii) Into Groundwater		
- No Treatment		
- With Treatment - please specify level of treatment		
(iii) Into Seawater		
- No Treatment		
- With Treatment - please specify level of treatment		
(iv) Sent to Third Parties		
- No Treatment		
- With Treatment - please specify level of treatment		
(v) Others		
- No Treatment		
- With Treatment - please specify level of treatment		
Total Water Discharged (in kilolitres)		

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Being a service-based organization, water-based discharge is not applicable.

4. Please provide details of total Scope 3 emissions & its intensity, in the following format:

Parameter	Unit	FY 2022-23 (Current Financial Year)	FY 2021-22 (Previous Financial Year)
Total Scope 3 Emissions (Break-up of the GHG into CO ₂ , CH ₄ , N ₂ O, HFCs, PFCs, SF ₆ , NF ₃ , if available)			
Total Scope 3 Emissions per Rupee of Turnover		-	
Total Scope 3 Emissions intensity (Optional) - the relevant metric may be selected by the entity			

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No.

5. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.

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Not applicable

6. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

S.No	Initiative Undertaken	Details of the Initiative (Web link, if any, may be provided along with summary)	Outcome of the Initiative
1	DG sets provided in branches are being replaced by inverters based on power outage in the area	DG sets provided in branches are being replaced by inverters based on power outage in the area.	10KVA DG set consumes 2.5 litres diesel/ hour at 75% load. Per litre diesel- 2.68 kg of CO2 is emitted. Assuming 4 hrs run for 300 days = 2.5litres* 4h/d *300 days *2.68kg = 8040kg of CO2 emissions p.a. is emitted. For inverters, there is only power consumption and no emission of pollutants. In India, 0.91-0.95Kg of CO2 is emitted per Kwh of power consumption. Hence, there is a significant reduction in carbon emissions by switching over to inverters.
2	Replacement of CFL lights with LED.	Replacement of CFL lights with LED.	Estimation: For 3600 lumens lighting, in place of a 60W CFL light, a 36W LED Light is provided. This has reduced electricity consumption by 57.6 units / light/ annum. There is reduction in carbon emission of 47kg/light/annum. A typical branch of 2500sft is provided with 25 such LED lights.
3	Providing 5* split AC units in cabins and banking halls in place of 2* AC units	Providing 5* split AC units in cabins and banking halls in place of 2* AC units	This has reduced electricity consumption by 360 units/ TR/ annum. There is reduction in carbon emission of 295 kg per TR per annum.
4	Renewable Energy	Rooftop solar power plants of 262 KWp capacity were functional during the FY 2021-22.	Use of RE to the total energy mix helped in reducing the grid based energy consumption and therefore the Scope 2 emissions.

7. Does the entity have a business continuity and disaster management plan? Give details in 100 words / web link.

Canara Bank has Business Continuity Management (BCM) Plan which highlights the “preparedness of the Bank” to deal with disaster situations. It includes people, policies, standards, and procedures to ensure continuity, resumption, and recovery of critical business processes, limit the impact of the disaster on people, processes and infrastructure and minimize the operational, financial, legal & regulatory and reputational consequences arising from the disaster. The plans include systems and processes for management of risk, including use of disaster recovery sites and business continuity plan for critical processes which are tested periodically. BCM plan includes loss or damage due to unforeseen events such as natural disasters, health emergency (eg: COVID -19 outbreak), ransomware attacks etc. It also covers the aspects of time required to resume business operations,

The Business Continuity Management System (BCMS) for Bank has been designed based on the ISO 22301: 2019 standard, which is an international framework for establishing, implementing, operating, monitoring, reviewing, maintaining, and improving business continuity requirements.

8. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

Not applicable

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9. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.

Not applicable

Principle 7:

Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent

Essential Indicators

1. a. Number of affiliations with trade and industry chambers / associations.

b. List the top 10 trade and industry chambers / associations (determined based on the total members of such a body) the entity is a member of / affiliated to.

S.No	Name of the Trade and Industry Chambers / Associations	Reach of Trade and Industry Chambers/ Associations (State/National)
1	Indian Bank's Association	National
2	Indian Institute of Banking and Finance	National
3	Institute of Banking Personnel Selection	National
4	National Institute of Bank Management	National
5	The Clearing Corporation of India	National
6	National Payments Corporation of India	National

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities

Name of Authority	Brief of the Case	Corrective Action Taken
	NIL	

Leadership Indicators

1. Details of Public Policy Positions Advocated by the Entity:

Sl.No	Public Policy Advocated	Method Resorted for Such Advocacy	Whether Information Available in the Public Domain? (Yes/No)	Frequency of Review by Board (Annually/ Half Yearly/ Quarterly /Others - please specify)	Web link, if available

Principle 8:

Businesses should promote inclusive growth and equitable development

Essential Indicators

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results Communicated in public domain (Yes / No)	Relevant Web link
Skill Development Initiatives for Rural Poor Youth through Rural Self Employment Training Institutes (RSETIs) in the district of Uttara Kannada,					

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Karnataka State implemented by Canara Bank Centenary Rural Development Trust.					
Skill Development Initiatives for Rural Poor Youth through Rural Self Employment Training Institutes (RSETIs) in the district of Uttar Belgaum, Karnataka State implemented by Canara Bank Centenary Rural Development Trust					

Annexure 1: All the CSR projects have been listed

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

S No	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs Covered by R&R	Amounts paid to PAFs in the FY (In INR)

3. Describe the mechanisms to receive and redress grievances of the community.

Communities: Communities are an important stakeholder group and our CSR team communicates with them regularly to understand their grievances and obtain feedback on the projects pertaining to social and environmental topics. In many cases, the NGO partners act as facilitators and discuss the grievances of the communities and communicate it to the CSR team of Canara Bank.

4. Percentage of Input Material (inputs to total inputs by value) Sourced from Suppliers:

	FY 2022-23 Current Financial Year	FY 2021-22 Previous Financial Year
Directly Sourced from MSMEs / Small Producers		
Sourced directly from within the District and Neighboring Districts		

Leadership Indicators

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):

Details of Negative Social Impact Identified	Corrective Action Taken
-	-

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by Government bodies:

S.No	State	Aspirational District	Amount Spent (In INR)	Type of CSR Project
1	Bihar	Sheikhpura RSETI	3743238	Rural Development and Self Employment Training Institute (RDSETI) and Rural Self Employment Training Institutes (RSETI)
2	Jharkhand	Ranchi RUDSETI	8870424	
3	Andhra Pradesh	Kadapa (YSR) RSETI	4909726	
4	Haryana	Mewat RSETI	2941819	
5	Rajasthan	Baran RUDSETI	7358434	
6	Andhra Pradesh	Kadapa	245713	Financial Literacy Centres
7	Karnataka	Raichur	289472	
8	Bihar	Sheikhpura	305680	
9	Mewat	Nuh(Mewat)	733622	
10	Kerala	Wayanad	302028	
11	Karnataka	Kalaburagi	895000	Others

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)

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(b) From which marginalized /vulnerable groups do you procure?

(c) What percentage of total procurement (by value) does it constitute?

Not applicable

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

Sl.No	Intellectual Property based on Traditional Knowledge	Owned / Acquired (Yes/No)	Benefit Shared (Yes / No)	Basis of Calculating Benefit Share
Not applicable				

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of Authority	Brief of the Case	Corrective Action Taken
Not applicable		

6. Details of Beneficiaries of CSR Projects:

Sl.No	CSR Project	No. of Persons Benefited from CSR Projects	% of Beneficiaries from Vulnerable and Marginalized Groups*
1	RUDSETI, RSETI	54802	100%
2	Financial Literacy Centres	1757634	41%
3	Others	Various	100%

Annexure 2: Provides details of the beneficiaries

PRINCIPLE 9:

Businesses should engage with and provide value to their consumers in a responsible manner

Essential Indicators

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

Customer can lodge complaint / give feedback through the following modes:

- Hard copy complaint at Branches / Circles / Head Office.
- Banks CPGRS (Canara Public Grievance Redressal System) portal.
- INGRAMS (Integrated Grievance Redressal & Monitoring System) portal of Ministry of Consumer Affairs.
- CPGRAMS (Centralised Public Grievance Redressal & Monitoring System).
- Portal of Ministry of Finance.
- CMS (Complaints Management System) portal of RBI Banking Ombudsman.
- PMO Prime Minister's Office.
- 24/7 through Call Canara i.e. Call Centre catering to customers in various regional languages besides Hindi and English. The complaints received at the Branches & Call Centres of the Bank are also integrated with the CPGRS package.
- Customers can also send e-mail to bank regarding the service related complaints.
- Toll Free numbers are available for customers to contact.
- 24/7 Self Service Functions on IVRS (Missed Call facility) for various services like Balance enquiry, Mini Statement(last 5 transactions), Hot Listing of Cards etc.
- The Bank has appointed a Chief Customer Service Officer (CCSO), who acts as an Internal Ombudsman of the Bank.
- The bank has a system in place to collect customer feedback. Customer satisfaction levels at branches can be measured using this SMS based Customer Service Feedback mechanism.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

Environmental and Social Parameters Relevant to the Product	As a Percentage to Total Turnover
	-

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Safe and Responsible Usage	-
Recycling and/or Safe Disposal	-

3. Number of Consumer Complaints in respect of the following:

	FY 2022-23 (Current Financial Year)		Remarks	FY 2021-22 (Previous Financial Year)		Remarks
	Received Remarks During the Year	Pending Resolution at End of Year		Received During the Year	Pending Resolution at End of Year	
Data Privacy	Nil	Nil		Nil	Nil	
Advertising	-	-	-	-	-	-
Cyber Security						-
Delivery of Essential Services	714022	3024	-	208960	1837	-
Restrictive Trade Practices	-	-	-	-	--	-
Unfair Trade Practices	-	-	-	-	-	-
Others	-	-	-	-	-	--

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for Recall
Voluntary Recalls	Not applicable	
Forced Recalls		

5. Does the entity have a framework / policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

Leadership Indicators

1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

Information relating to all the loan products and services provided by the Bank are available on the Company's website. In addition, the Bank actively uses various social media and digital platforms to disseminate information on its loans and deposits. Additionally, customers can also obtain details directly from the branches or administrative offices. The information about the products and services are also available via pamphlets and brochures in the branches. Further, as part of the Green Banking initiatives, the bank has opened high-techCANDI branches for paperless banking, e-lounges in branches and e-governance for its staff and administrative areas.

To ensure equitable growth and better outreach, the bank has implemented brick and mortar model and business correspondent model where the agents provide support related to banking services to the customers. The hybrid kiosk model introduced by the bank has agents working for 4 hours in villages and provide doorstep banking services to the senior citizens.

Link of Website: Access here

The details of our select products and services can be accessed from the link provided below:

Personal Banking

- Technology Products
- Mutual Funds
- Insurance Business
- International Services

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- Card Services
- Depository Services
- Savings and Deposits (Savings Bank Account)
- Recurring Deposits
- Canara Bank Champ Deposit Scheme
- Current Account
- Canara NSIGSE Savings Bank Deposit Account
- Canara JEEVANDHARA - SB Account for Senior Citizens
- Canara Dhanvarsha - a Flexi-recurring Deposit Scheme
- Canara Payroll Package Savings Bank Account
- SB Canara Galaxy
- Canara Privilege Current Account
- Canara Junior Saving Account
- Canara SB Power Plus
- Canara Elite Current Account

Corporate Banking

- TUF Schemes
- Accounts and Deposits
- Supply Chain Management
- IPO Monitoring Activity
- Merchant Banking Services
- Application Supported By Blocked Amount (ASBA)
- ASBA - Physical Application

2. Steps taken to inform and educate consumers about safe and responsible usage of products and / or services.

The important Terms and Conditions provide extensive information and ensure transparency on lending products.

3. Mechanisms in place to inform consumers of any risk of disruption / discontinuation of essential services.

SMS is sent to customers in advance for planned maintenance activities. For any unplanned disruption, SMS is sent for intimating the Customers. Further, Bank's Branches are informed of disruptions through internal mechanism for guiding Customers approaching Branches.

4. a. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief.

b. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

a. Not applicable

b. Customer Satisfaction Survey was conducted in July 2022. 83% of customers rated Bank as Excellent in Service of the Branches. 82% of customers has rated the Bank's digital products as Excellent. Further a live link has been initiated in March 2023 to receive feedback and inputs from customers round-the-clock and 24*7.

5. Provide the following information relating to data breaches:

a. Number of instances of data breaches along with impact.

NIL

b. Percentage of data breaches involving personally identifiable information of customers.

NIL

Annexure 1: All the CSR projects have been listed]

Other CSR Activities	CSR Project
1	Providing of Mobile Medical Van to Sevabharati, Chennai
2	Support for Establishing 10 Book Banks in 10 Government Schools under CBJEF (Canara Bank Jubilee Education Fund)
3	For CCTV Camera Surveillance for Police to Deputy Superintendent of Police, Hassan
4	Purchase of One Fire Tender to Additional Deputy Commissioner, Lungla, Tawang
5	Purchase of Tractor and Tanker and Tiller to Central University of Karnataka, Kalaburagi

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6	Suzuki Eeco 5 Seater for Taluk Homeo Hospital, Quilandy
7	Purchase of a Bus for Transportation of Girl Students for V V Giri Government Kalasala, Dumpagadapa, Akividu
8	Pre-recruitment Training / Coaching to Poor Unemployed Youth in Siddipet District, to District Collector, Siddipet
9	Construction of a Bus Shelter at Aranthangi
10	Purchase of Furniture and Equipment for VC Room at Govt. Higher Secondary School, Munderi
11	Braille Resources Centre under Canara Bank Relief & Welfare Society, [CBRWS]
12	Development Works at Kamaraj Park, Theni to Municipal Commissioner, Theni Allinagaram
13	Purchase of Anti Retro Viral Therapy (ART) Drugs to District Administration Pune for ART Centres in Pune
14	8 Self-balancing Electric Scooters for Patrolling for Cochin Smart Mission Limited (CSML)
15	Eeco Van to School for Transportation of Students, Govt. Higher Primary School at Tumakuru
16	Providing Interactive White Boards for Ramakrishna School, Chennai
17	Purchase of Ambulance to Rural Development Trust, Sri Sathya Sai District
18	Purchase of One Bus and Medical Equipment at Sankara Eye Hospital, Bengaluru
19	Purchase of Voluson P 8 Ultra Sound Machine to Dharmasthala Manjunatheshwara University
20	Installation of Solar Power Plant, Rumtek Monastery
21	Financial Assistance for Purchase of an Ambulance to Rajiv Gandhi University of Knowledge and Technology, Srikakulam
22	Financial Assistance for Purchase of 8 Computers to M/s .Dr. B R Ambedkar School of Economics [BASE] University, Bengaluru
23	Independence Day Celebrations - for Purchase of Auto Rickshaw, Refrigerator, Washing Machine to Prerna Resource Centre
24	Financial Assistance of Five Smart Televisions, Five Home Theaters and Equipment for Internet Connectivity to ZPP High School, Pennamaluru
25	Financial Assistance to Government PU College Byndoor, Udupi for Construction of a Common Hall, for Better Facility to the Students
26	Financial Assistance to M/s. Government Higher Primary School, Kallya, Karkala Taluk, Udupi for Construction and Installation of Kindergarten Project of Playing Ground Area
27	Construction and Renovation of Free Students Home (FSH) at All India Movement (AIM) for Seva, Jaipur
28	Financial Assistance for Purchase of Ambulance to K.L.E.S. Dr. Prabhakar Kore Hospital and Medical Research Centre, Belagavi
29	Purchase of Tractor with a Tanker for Watering of Tree Saplings in the Kothagadu Reserve Forest, Kondapur
30	Erection of Park and Exercising Equipment in the Park at Periyakulam
31	Furniture to District Library of Kamareddy for District Collector
32	Library-cum-Small Auditorium and Books for the Library to Anurag Middle School, Aurangabad
33	Under Mission Amrit Sarovar - Renovation of 3 Tanks in Kolar District to Zilla Panchayat, Kolar
34	E-garbage Collector - 15 Nos. for Rudrapur & Kashipur Municipalities
35	One Classroom along with 25 Desks, for Better Facility to the Students to Sri Saraswati Inter-College, Risiya
36	Purchase of a Mahindra Bolero Vehicle to Integrated Tribal Development Project (ITDP), Madikeri for Transportation to Tribal Villages
37	Construction of One Digital Classroom for - SchoolZ PSS, Yerragunta Government School
38	Jetting and Sucking Machine for Cleaning of Drains and Sewage for Anneshwara Gram Panchayat
39	Purchase & Installation of 15 KWP Grid Connected Solar Power Plant in the School as a Renewable Source of Energy
40	For Construction of Shed at the Entrance of the Temple for the Public to Bhadrakali Devasthanam, Warangal, Telangana
41	Purchase and Installation of 50 KWP Rooftop Solar Electricity Unit to Promote Usage of Renewable Energy to Anegudde Sri Vinayaka Temple, Manipal
42	Purchase of a Maruti Eeco 5 Star Std Van for Transportation of School Children to Deendayal Janaseva Pratishthan Trust, Bicholim, North Goa
43	IT Infrastructure Development by Providing 9 Desktops and 5 Laptops to the Organization for Social Justice and Empowerment Department, Jaipur

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44	Construction of "Sri Krishna Chatra" to Support Financially Weaker Sections of the Society for Affordable Accommodation and to Conduct Ceremonies and Functions at Paryaya Shree Krishnapura Matha, Udupi
45	Purchase and Installation of 8 KW Solar Ongrid System to ZPP High School, Penamaluru, Krishna District
46	Construction of 15 Sheds for Oyster Mushroom Cultivation as Livelihood Generation for Women to Nirman Bahu Uddheshiya Sanstha, Aurangabad
47	For Setting up of Haemodialysis Unit at Ameni Island, Thanal Charitable Organization, Kavaratti Island
48	Construction of a Cycle Shed at Mandal Parishad Upper Primary School (MPUP School), at Kuppanapudi, Akividu
49	Construction of a Cycle Shed at Mandal Parishad Upper Primary School (MPUP School), Kalingapalem at Akividu
50	Purchase of Solar Primary Inverter SDM , ITI, Ujire
51	Foot Abduction Braces - 540 Nos. for 270 Children with Club Foot for Cure International India Trust
52	TATA MAGIC BUS (9+D) for the Centre for Transportation of Children for Chiranthana, a Bengaluru-based NGO
53	Purchase of a Mahindra Bolero Vehicle for Transportation inside the Wildlife Sanctuary at Bhadra Tiger Reserve, Chikkamagaluru
54	RO of Sheathing of the Pathway to the Peetam with Plastic Sheets for Hassle-free Movement for the Public at Sri Kanchi Kamakoti Peetam, Kancheepuram
55	Purchase of Study Essentials like Printers, Projectors, Chairs and Tables for Improving the Learning Facilities at Government LP School, Elangavam, Ernakulam
56	Purchase of Mahindra Supro Ambulance BS 6 (Mobile Health Clinic Van) to Samarpan Foundation Trust
57	Funding towards Establishment of 15 Model Schools in 15 Districts and Centre for Academic Excellence to the State Project Director, Samagraha Shiksha Abhiyan
58	Sponsoring the Education of 100 Poor Students at a cost of `30,000/- , per student at Bal Vihar School, New Delhi
59	Sponsoring towards Construction and Operationalization of Rice-based Kitchen, for providing Mid-Day Meals to 5,000 Children on Daily Basis in Government Schools of Bengaluru City to Akshaya Patra Foundation
60	Purchase of Desks and Benches for Improving the Learning Facilities at College to Canara Excellence P U College, Kumta, Karwar
61	Construction of Waiting Hall in the Temple for the purpose of Annadhanam
62	Purchase of 20KVA Generator to HZT Syed Shaheed Aulia (RH), Dargah, Pedakakani
63	TATA ACE Vehicle for Transportation of Medical Equipment Inside the Campus between Different Departments to Koppal Institute of Medical Sciences, Koppal
64	Construction of One Classroom at Government Model Higher Primary School, Brahmavar, Udupi
65	Installation of 50 KW Solar Power System at Sree Padmanabha Swamy Temple, Thiruvananthapuram
66	Financial Assistance for Construction of Two Classrooms at K E Boards School, Malmaddi Dharwad
67	Middle School Bakmandal, Patna for Setting up a Smart Class for the Students
68	Saradha Vidya Nikethan English Premium Higher Secondary School, Patna for Purchase of Computers, Setting up of Library (Racks, Books), Water Coolers etc.
69	Financial Assistance to Kashi Viswanath Dham Transformation Project
70	Canara Vidya Jyothi Scheme, for Promoting the Education of Underprivileged Girl Children from the Backward SC/ST Community. The Scheme is Implemented through all its Branches in Rural/Semi Urban and Urban Branches. 3 Girl Children from Class 5 to 7 and 3 Children from 8th to 10th, Studying in Government Schools in their Areas and who are Toppers are Identified by the Branches and are given Scholarship of ₹2500/- and ₹5000/- each respectively, every year
71	Financial Assistance to Govt. B C Hostel, Ishukathota ,Visakhapatnam, for renovation of Hostel Building
72	Financial Assistance for Upgrading K G Section of STVS Temple English Medium School, Managed by Sri Thirumala Venkatramana Swamy Temple, Bantwal
73	Financial Assistance to Child Development Project Office, Arabhavi, Belagavi District for Construction of Model Anganwadi at Hallur Village, Mudalgi Taluk, Belagavi District
74	Financial Assistance to Indian Red Cross Society, Nellore District, Andhra Pradesh for purchase of Blood Donor Couch (4 Units)

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75	Financial Assistance to M/s Adhaar Creative and Supportive Centre for Specially-abled School - Registered Under the Name of M/s Vinay Foundation for Excellence and Enlightened Life (V Feel) for Sponsoring Towards Establishment of Physical Training Area with Training Equipment under CSR Activity
76	Purchase of Prosthetics, Sports Kits and Equipment for Para Athletes to Paralympic Committee of India, New Delhi
77	Financial Assistance to M/s. Parvathi Mahabala Shetty Charitable Trust for Purchase of Laser Equipment with Accessories to Parvathi Mahabala Shetty Memorial Eye Hospital
78	Financial Assistance to Khrist Raja Educational Association, Bettiah, Bihar for purchase of Desktop Computers, V Cloud Point Hardware, Key Boards & Mouse and Port Switch for Setting up of a Computer Lab for Khrist Raja Higher Secondary School
79	Financial Assistance to Government High School for Girls, Madanapalle, Chittoor Dist for Construction of Dining Hall for Mid-Day Meal Programme for Students under CSR Activity
80	Purchase of Solar Power Panel and Inverter in the Premises of School at Singaram Pillai Girls Higher Secondary School, Villivakkam
81	Financial Assistance for Purchase of Medical Equipment at Vivekananda Polyclinic & Institute of Medical Sciences, Lucknow under CSR Activity
82	Financial Assistance to Bhalopahar School, Purulia, West Bengal for Purchase of a School Bus for Transportation of Tribal Students
83	District Rural Development Agency [DRDA] Madurai, for Financial Support for Undertaking Various Infrastructural Activities in Government Schools of Rural Areas under "Namakku Namme Thittam (NNT) FY 2022-2023"
84	Financial Assistance to International Society for Krishna Consciousness (ISKCON) towards Purchase of Bolero Camper for Transportation and Distribution of Food to the Children under CSR Activity
85	Financial Assistance to Lions Club International Region IV of District 316G, West Godavari District, Andhra Pradesh for Purchase of 160 Bicycles to Girl Students under CSR Activity for FY 22-23
86	Financial Assistance to Govt. ITI Bhimavaram IMC Society, West Godavari District for purchase of Furniture Items like Student Bench (100 Units), Faculty Tables (15 Units), S Chairs (20 Units) and Electronic Items like Desktops (4 Units) and Monitor (4 Units), UPS(4 Units)
87	Financial Assistance for the Procurement of Integrated Dashboard Application for Tiruchirappalli District Collector, Tamil Nadu
88	Financial Assistance to M/s Chayadevi Temple under Kalpataru Sri Shaneshwara Swamy Devalaya Seva Samithi Trust, Hosakere, Bengaluru for Purchase of Commercial Water Purifier for Providing Clean Drinking Water
89	Financial Assistance of ₹15,73,232/- (Fifteen Lakh Seventy Three Thousand Two Hundred and Thirty Two Only) to St. Paul's Mission School, Scott Lane, Kolkata, West Bengal for Infrastructural Development like Computer Lab, Ceiling Fans, Single Desk with Chairs, Dual Desks, Green Board, Soft Board etc for the New Block of the School
90	Financial Assistance of ₹5,35,000/- (Rupees Five Lakhs Thirty Five Thousand Only) to Civil Hospital, Ahmedabad for Purchase of a 4 Seater with Stretcher Buggy
91	Financial Assistance of ₹8,50,580/- (Rupees Eight Lakhs Fifty Thousand Five Hundred and Eighty Only) to Government Senior Secondary School - Jhira, Govindgarh Block, Jaipur for Construction of Smart Classrooms with Smart Classroom Essentials
92	Financial Assistance to Inter-College Campierganj, Gorakhpur, Uttar Pradesh for Establishment of Library to Provide Education to Underprivileged Students under CSR Activity
93	Financial Assistance to SRM Government Girls Higher Secondary School, Shenkottai, Tirunelveli, Tamil Nadu for Completion of the Roof Repair Works for the School under CSR Activity
94	Financial Assistance to Bishnupriya Govt. High school, Kendukhunta, Orissa for Purchase and Installation of Solar Power System for the School
95	Financial Assistance of ₹6,96,750 (Rupees Six Lakh Ninety Six Thousand Seven Hundred Fifty Only) to DAV (+2) High School, Gopalganj, Bihar for Purchase and Installation of 10 KW Solar Off Grid System
96	Financial Assistance of ₹7,88,505/- (Rupees Seven Lakh Eighty Eight Thousand Five Hundred and Five Only) to Govt. Middle school Balor, Darbhanga, Bihar for Construction of 8 Toilets and Providing 5 Almirahs, 25 Chairs and 5 Tables to School
97	Financial assistance of Rs.6,37,480/- (Six Lakhs Thirty Seven Thousand Four Hundred and eighty Only) to M/s Holy Family Higher Secondary School, Cherthala, Kerala for providing school computer lab establishment
98	Financial Assistance of ₹10,00,000 (Rupees Ten Lakhs Only) for Construction of One Classroom at

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	Raijharan High School, Raijharan, Angul, Bhubaneswar
99	Financial Assistance to Uchha Sikshashram, Arua, Kadalibana, Kendrapara, Odisha for Providing Computer Lab Establishment & CCTV Surveillance System
100	Financial Assistance to Baruraj Middle School, Motipur, Dist. Muzaffarpur, Bihar for Establishing Computer Lab and Library with Sitting Arrangement under CSR Activity
101	Financial Assistance for Construction of Smart Classroom at Government Primary School, Baloh (District Hamirpur), Himachal Pradesh under CSR Activity
102	Financial Assistance to Mantri Mandir Railway School, Samastipur, Bihar for Construction of Two Classrooms and Two Toilets
103	Financial Assistance for Establishment of Library-cum-Reading Room at Zilla Parishad High School, Markapur, Andhra Pradesh under CSR Activity

Annexure 2: Provides Details of the Beneficiaries

Other CSR Activities	CSR Project	No. of Persons Benefitted from CSR Projects	% of Beneficiaries from Vulnerable and Marginalized Groups
1	Providing of Mobile Medical Van to Sevabharati, Chennai	80 Persons on an Average Per Day	100
2	Support for Establishing 10 Book Banks in 10 Government Schools under CBJEF (Canara Bank Jubilee Education Fund)	1000 Students will be Benefitted	100
3	For CCTV Camera Surveillance for Police to Deputy Superintendent of Police, Hassan	General Public	100
4	Purchase of One Fire Tender to Additional Deputy Commissioner, Lungla, Tawang	General Public	100
5	Purchase of Tractor and Tanker and Tiller to Central University of Karnataka, Kalaburagi	3000 Students in the University	100
6	Suzuki Eco 5 Seater for Taluk Homeo Hospital, Quilandy	General Public	100
7	Purchase of a Bus for Transportation of Girl Students for V V Giri Government Kalasala, Dumpagadapa, Akividu	200 Students	100
8	Pre-recruitment Training/Coaching to Poor, Unemployed Youth In Siddipet District, to District Collector, Siddipet	1200 Candidates	100
9	Construction of a Bus Shelter at Aranthangi	General Public	100
10	Purchase of Furniture and Equipment for VC Room at Govt. Higher Secondary School Munderi	1000 Students will be Benefitted	100
11	Braille Resources Centre under Canara Bank Relief & Welfare Society, [CBRWS]	3000 Visually Challenged People	100
12	Development Works at Kamaraj Park Theni to Municipal Commissioner, Theni Allinagaram	General Public	100
13	Purchase of Anti Retro Viral Therapy (ART) Drugs to District Administration, Pune for ART Centres in Pune	310 HIV Patients	100
14	8 Self-balancing Electric Scooters for Patrolling for Cochin Smart Mission Limited (CSML)	General Public	100
15	EEO Van to School for Transportation of Students of Govt. Higher Primary School at Tumakuru	School Children Attending the School	100
16	Providing Interactive White Boards for Ramakrishna School, Chennai	3000 Students in the School	100
17	Purchase of Ambulance to Rural Development Trust, Sri Sathya Sai District	1200 Patients Per Day	100
18	Purchase of One Bus and Medical Equipment at Sankara Eye Hospital, Bengaluru	General Public	100
19	Purchase of Volusion P 8 Ultra Sound Machine to Dharmasthala Manjunatheshwara University	60 Pregnant Women on an Average Per Day	100
20	Installation of Solar Power Plant, Rumtek Monastery	General Public	100
21	Financial Assistance for Purchase of an Ambulance to	General Public	100

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	Rajiv Gandhi University of Knowledge and Technology, Srikakulam		
22	Financial Assistance for Purchase of 8 Computers to M/s. Dr.B R Ambedkar School of Economics [BASE] University, Bengaluru	SC/ST Students	100
23	Independence Day Celebrations - Purchase of Auto Rickshaw, Refrigerator, Washing Machine to Prerna Resource Centre	200 Women in the Centre	100
24	Financial Assistance of Five Smart Televisions, Five Home Theaters and Equipment for Internet Connectivity to ZPP High School, Pennamaluru	School Children Attending the School	100
25	Financial Assistance to Government PU College Byndoor, Udupi for Construction of a Common Hall, for Better Facility to the Students	School Children Attending the School	100
26	Financial Assistance to M/s. Government Higher Primary School, Kallya, Karkala taluk, Udupi for Construction and Installation of Kindergarten Project of Playing Ground Area	School Children Attending the School	100
27	Construction and Renovation of Free Students Home (FSH) at All India Movement(AIM) for Seva ,Jaipur	School Children Attending the School	100
28	Financial Assistance for purchase of Ambulance to K.L.E.S. Dr. Prabhakar Kore Hospital and Medical Research Centre, Belagavi	General Public	100
29	Purchase of Tractor with a Tanker for Watering of Tree Saplings in the Kothagadu Reserve Forest, Kondapur	More than 1000 Trees in the Campus	100
30	Erection of Park and Exercising Equipment in the Park at Periyakulam	General Public	100
31	Furniture to District Library of Kamareddy for District Collector	General Public	100
32	Library-cum-Small Auditorium and Books for the Library to Anurag Middle School, Aurangabad	School Children Attending the School	100
33	Under Mission Amrit Sarovar - Renovation of 3 Tanks in Kolar District to Zilla Panchayat, Kolar	General Public	100
34	E-garbage Collector 15 Nos. for Rudrapur & Kashipur Municipalities	General Public	100
35	One Classroom along with 25 Desks, for Better Facility to the Students to Sri Saraswati Inter-College, Risiya	School Children Attending the School	100
36	Purchase of a Mahindra Bolero Vehicle to Integrated Tribal Development Project (ITDP), Madikeri for Transportation to Tribal Villages	General Public, Flora and Fauna	100
37	Construction of One Digital Classroom for SchoolZ - PSS Yerragunta Government School	School Children Attending the School	100
38	Jetting and Sucking Machine for Cleaning of Drains and Sewage for Anneshwara Gram Panchayat	General Public	100
39	Purchase & Installation of 15 KWP Grid Connected Solar Power Plant in the School as a Renewable Source of Energy	School Children Attending the School	100
40	For Construction of Shed at the Entrance of the Temple for the Public to Bhadrakali Devasthanam, Warangal, Telangana	General Public	100
41	Purchase and Installation of 50 KWP Rooftop Solar Electricity Unit to Promote Usage of Renewable Energy to Anegudde Sri Vinayaka Temple, Manipal	General Public	100
42	Purchase of Maruti Eeco 5 Star Std Van for Transportation of School Children to Deendayal Janaseva Pratishthan Trust, Bicholim, North Goa	School Children Attending the School	100

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	Higher Primary School, Brahmavar, Udupi	Attending the School	
65	Installation of 50 KW Solar Power System at Sree Padmanabha Swamy Temple - Thiruvananthapuram	General Public	100
66	Financial Assistance for Construction of Two Classrooms at K E Boards School, Malmaddi, Dharwad	School Children Attending the School	100
67	Middle School Bakmandal, Patna for Setting up a Smart Class for Students	School Children Attending the School	100
68	Saradha Vidya Nikethan English Premium Higher Secondary School, Patna - for Purchase of Computers, Setting up of Library (Racks, Books), Water Cooler etc	School Children Attending the School	100
69	Financial Assistance of Kashi Viswanath Dham Transformation Project	General Public	100
70	Canara Vidya Jyothi Scheme, for Promoting Education of Underprivileged Girl Children from Backward SC/ST Community. The Scheme is Implemented through all its Branches in Rural/Semi Urban and Urban Branches. 3 Girl Children from Class 5 to 7 and 3 Children from 8th to 10th, Studying in Government School in their Area and Who Are Toppers are Identified by the Branches and are Given Scholarship of `2500/- and `5000/- each Respectively, Every Year	8106 girl children from the backward SC/ST community	100
71	Financial Assistance to Govt B C Hostel, Ishukathota, Visakhapatnam, for renovation of Hostel Building	SC /ST Students	100
72	Financial Assistance for Upgrading K G Section of STVS Temple English Medium School Managed by Sri Thirumala Venkatramana Swamy Temple, Bantwal	School Children Attending the School	100
73	Financial Assistance to Child Development Project Office, Arabhavi, Belagavi District for Construction of Model Anganwadi at Hallur Village, Mudalgi Taluk, Belagavi District in Karnataka under CSR Activity	General Public	100
74	Financial Assistance to Indian Red Cross Society, Nellore District, Andhra Pradesh for Purchase of Blood Donor Couch (4 Units)	General Public	100
75	Financial Assistance to M/s Adhaar Creative and Supportive Centre for Specially-abled School - Registered Under the Name of M/s Vinay Foundation for Excellence and Enlightened Life (V Feel) for Sponsoring Towards Establishment of Physical Training Area with Training Equipment under CSR Activity	Mentally Disabled Children Attending the School	100
76	Purchase of Prosthetics, Sports Kits and Equipment for Para Athletes to Paralympic Committee of India, New Delhi	Para Athletes	100
77	Financial Assistance to M/s Parvathi Mahabala Shetty Charitable Trust for the Purchase of Laser Equipment with Accessories to Parvathi Mahabala Shetty Memorial Eye Hospital	General Public	100
78	Financial Assistance to Khrist Raja Educational Association, Bettiah, Bihar for Purchase of Desktop Computers, V Cloud Point Hardware, Key Boards & Mouse and Port Switch for Setting up of a Computer Lab for Khrist Raja Higher Secondary School	School Children Attending the School	100
79	Financial Assistance to Government High School for Girls, Madanapalle, Chittoor Dist for Construction of Dining Hall for Mid-Day Meal Programme for Students under CSR Activity	School Children Attending the School	100
80	Purchase of Solar Power Panel and Inverter in the Premises of School at Singaram Pillai Girls Higher Secondary School, Villivakkam	School Children Attending the School	100

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81	Financial Assistance for Purchase of Medical Equipment at Vivekananda Polyclinic & Institute of Medical Sciences, Lucknow under CSR Activity	General Public	100
82	Financial Assistance to Bhalopahar School, Purulia, West Bengal for Purchase of a School Bus for Transportation of Tribal Students	School Children Attending the School	100
83	District Rural Development Agency [DRDA] Madurai, for Financial Support for Undertaking Various Infrastructural Activities in Government Schools of Rural Areas under "Namakku Namme Thittam(NNT) FY 2022-2023"	General Public	100
84	Financial Assistance to International Society for Krishna Consciousness (ISKCON) towards Purchase of Bolero Camper for Transportation and Distribution of Food to the Children under CSR Activity	General Public	100
85	Financial Assistance to Lions Club International Region IV of District 316G, West Godavari District, Andhra Pradesh for Purchase of 160 Bicycles to Girl Students under CSR Activity for FY 22-23	General Public	100
86	Financial Assistance to Govt. ITI Bhimavaram, IMC Society, West Godavari District for Purchase of Furniture items like Student Bench (100 Units), Faculty Tables (15 Units), S Chairs (20 Units) and Electronic Items like Desktops (4 Units) and Monitor (4 Units), UPS (4 Units)	School Children Attending the School	100
87	Financial Assistance for the Procurement of Integrated Dashboard Application for Tiruchirappalli District Collector, Tamil Nadu	General Public	100
88	Financial Assistance to M/s. Chayadevi Temple under Kalpataru Sri Shaneshwara Swamy Devalaya Seva Samithi Trust, Hosakere, Bengaluru for Purchase of Commercial Water Purifier for Providing Clean Drinking Water	General Public	100
89	Financial Assistance to St. Paul's Mission School, Scott Lane, Kolkata, West Bengal for Infrastructural Development like Compute Lab, Ceiling Fans, Single Desk with Chairs, Dual Desks, Green Board, Soft Board etc for the New Block of the School	School Children Attending the School	100
90	90 Financial Assistance to Civil Hospital, Ahmedabad for Purchase of a 4 Seater with Stretcher Buggy	General Public	100
91	Financial Assistance to Government Senior Secondary School - Jhira, Govindgarh Block, Jaipur for Construction of Smart Classrooms with Smart Classroom Essentials	School Children Attending the School	100
92	Financial Assistance to Inter-College Campierganj, Gorakhpur, Uttar Pradesh for Establishment of Library to Provide Education to Underprivileged Students under CSR Activity	School Children Attending the School	100
93	Financial Assistance to SRM Government Girls Higher Secondary School, Shenkottai, Tirunelveli, Tamil Nadu for Completion of Roof Repair Works for the School Under CSR Activity	School Children Attending the School	100
94	Financial Assistance to Bishnupriya Govt High school, Kendukhunta, Odisha for Purchase and Installation of Solar Power System for the School	School Children Attending the School	100
95	Financial Assistance of `6,96,750/- (Rupees Six Lakh Ninety Six Thousand Seven Hundred Fifty Only) to DAV (+2) High School, Gopalganj, Bihar for Purchase and Installation of 10 KW Solar Off grid System	School Children Attending the School	100
96	Financial Assistance of `7,88,505/- (Rupees Seven Lakh Eighty Eight Thousand Five Hundred and Five Only to Govt. Middle school Balor, Darbhanga, Bihar for	School Children Attending the School	100

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	Construction of 8 Toilets and Providing 5 Almirahs, 25 Chairs and 5 Tables to School		
97	Financial Assistance of `6,37,480/- (Six Lakh Thirty Seven Thousand Four Hundred and eighty Only) to M/s. Holy Family Higher Secondary School, Cherthala, Kerala for Providing School Computer Lab Establishment	School Children Attending the School	100
98	Financial Assistance of `10,00,000 (Rupees Ten Lakhs Only) for Construction of One Classroom at Rajjharan High School, Rajjharan, Angul, Bhubaneswar	School Children Attending the School	100
99	Financial Assistance to Uchha Sikshashram, Arua, Kadalibana, Kendrapara, Odisha for providing Computer Lab Establishment, CCTV Surveillance System	School Children Attending the School	100
100	Financial Assistance to Baruraj Middle School, Motipur, Dist. Muzaffarpur, Bihar for Establishing Computer Lab and Library with Sitting Arrangement under CSR Activity	School Children Attending the School	100
101	Financial Assistance for Construction of Smart Classroom at Government Primary School, Baloh (District Hamirpur), Himachal Pradesh under CSR Activity	School Children Attending the School	100
102	Financial Assistance to Mantri Mandir Railway School Samastipur, Bihar for Construction of Two Classrooms and Two Toilets.	School Children Attending the School	100
103	Financial Assistance for Establishment of Library-cum-Reading Room at Zilla Parishad High School, Markapur, Andhra Pradesh under CSR Activity	School Children Attending the School	100

Annexure 3: Major CSR projects for the year 2022-23 above ₹30 lakh

SL No	CO Name	Beneficiary	Restricted Purpose	Amount Sanctioned (in INR Lakh)
1	Bengaluru	M/s. Akshaya Patra, Foundation	Sponsoring towards construction and operationalization of rice-based kitchen, for providing Mid-Day Meal to 5000 children on daily basis in Government schools of Bengaluru City	30,000,000.00
2	Lucknow	Kashi Viswanath Temple	Financial Assistance for Kashi Viswanath Dham Transformation Area	17,700,000.00
3	Bengaluru	Zilla Panchayat, Kolar	Under Amrit Sarovar Mission - Renovation of 3 Tanks in Kolar District	12,200,000.00
4	Manipal	M/s. Paryaya Shree Krishnapura Matha, Udupi	Construction of "Sri Krishna Chatra" to Support Financially Weaker Sections of Society for Affordable Accommodation and to Conduct Ceremonies and Functions	9,000,000.00
5	Chennai	Sankara Eye Foundation	Purchase of One Bus and Medical Equipment at Sankara Eye Hospital, Bengaluru	7,840,000.00
6	Trivandrum	GHSS Munderi	Purchase of Furniture and Equipment for VC Room	4,820,000.00
7	Kolkata	Rumtek Monastery	Installation of Solar Power Plant	4,720,342.00
8	Hyderabad	District Collector, Siddipet	Pre-recruitment Training / Coaching to Poor Unemployed Youth in Siddipet District	3,000,000.00
9	Jaipur	M/s. All India Movement (AIM) for Seva	Construction and Renovation of Free Students Home (FSH) at Jaipur	3,000,000.00
10	Hubballi	M/s. K.L.E.S Dr. Prabhakar Kore Hospital	Financial Assistance for Purchase of Ambulance	3,000,000.00

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		and Medical Research Centre, Belagavi		
11	Chennai	The State Project Director, Samagraha Shiksha Abhiyan	Funding towards Establishment of 15 Model Schools in 15 Districts and Centre for Academic Excellence	3,000,000.00
12	Delhi	Vidya Integrated Development for Youth and Adults [VIDYA], Bal Vihar	Sponsoring the Education of 100 Poor Students at a Cost of ₹30,000/-, per Student at Bal Vihar School, New Delhi	3,000,000.00
13	Trivandrum	Sree Padmanabha Swamy Temple, Thiruvananthapuram	Installation of 50 KW Solar Power System	3,000,000.00
14	Manipal	M/s. Parvathi Mahabala Shetty Charitable Trust	Financial Assistance of ₹ 30,00,000/- (Rupees Thirty Lakhs only) to M/s. Parvathi Mahabala Shetty Charitable Trust for the Purchase of Laser Equipment with Accessories to Parvathi Mahabala Shetty Memorial Eye Hospital	3,000,000.00

Report on Corporate Governance

1) Bank's philosophy on Corporate Governance

"Corporate Governance is the application of best management practices, compliance of law in true letter and spirit and adherence to ethical standards for effective management and distribution of wealth and discharge of social responsibility for sustainable development of all stakeholders."

The vision of Canara Bank is to emerge as a World-Class Bank with best practices in the realms of Asset Portfolio, Customer Orientation, Product Innovation, Profitability and enhanced value for stakeholders. In its endeavour to attain the goal visualized, the bank is laying maximum emphasis on the effective system of Corporate Governance. The interaction between the Board, Senior Management and the Executives is so configured as to have a distinctly demarcated role so as to derive enhanced value to its stakeholders in particular and society in general.

The overall objective is to optimize sustainable value to all stakeholders - depositors, shareholders, customers, borrowers, employees and society through adherence to Corporate Values, Codes of Conduct and other standards of appropriate behaviour.

2) Board of Directors

The Board of the Bank has been constituted under Section 9(3) of the Banking Companies {Acquisition & Transfer of undertaking} Act 1970 (as amended) and Nationalized Bank (Management & Miscellaneous Provision) Scheme 1970 (as amended).

The Board of the Bank consists of eminent personalities, who through their rich and varied experiences in banking and other related fields have made significant contribution towards the progress of the bank.

- The composition of members of the Board and the details of attendance at the meetings are given in appendix A & B.
- Skills / Expertise / Competencies of the Board of Directors:

The following are the list of core skills / expertise / competencies identified as required in the context of the Bank's business. The said skills are available with the Board Members:

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- i. Knowledge on Bank's businesses (especially loans, advances and deposits), policies and culture (including the Mission, Vision and Values) major risks / threats and potential opportunities and knowledge of the industry in which the Bank operates.
 - ii. Business Strategy, Credit & Risk Management, Information Technology/ Digitization, Efficiency of Capital Use, Growth of Business, NPA Management, Financial Inclusion, Improvement in External Credit Rating, Initiative to Improve Asset Quality, to Conserve Capital and HR Initiatives for Skill Development and Talent Management.
 - iii. Behavioral skills - attributes and competencies to use their knowledge and skills to contribute effectively to the growth of the Bank.
 - iv. Financial and Management skills.
 - v. Technical / Professional skills and specialized knowledge in relation to banking business.
- c) None of the Directors of the Bank has any relationships inter-se, as on 31.03.2023.
- d) In the opinion of the Board, independent directors fulfill the conditions specified in these regulations and are independent of the management.
- e) The details of familiarization programmes imparted to directors during FY 2022-2023 is available on Bank's website at the following link: https://canarabank.com/User_page.aspx?othlink=405.

Board / Director Evaluation:

The provisions of the Companies Act and the SEBI Listing Regulations require that the performance evaluation of the Board, the committees and the directors to be carried out on an annual basis. The Composition & terms of reference of Board of Directors of Canara Bank is governed through "Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970", i.e., the Act, meaning thereby the provision of the Companies Act, 1956/2013 in this regard are Not Applicable.

All the Directors, except 3 directors elected amongst the Shareholders other than Central Government pursuant to Section 9(3)(i) of the Act, are appointed / nominated by Government of India pursuant to the provisions under Section 9(3) of the Act. The Bank is regulated by Reserve Bank of India / GOI guidelines. The three Shareholder Directors (Independent Directors) & Nonofficial Directors nominated under Clauses (g) and (h) of section 9(3) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970/1980 (Act) (Independent Directors), fulfill the necessary conditions as per the RBI/GOI guidelines and are also independent of the Management.

The Board evaluates the performance of whole-time directors using an evaluation matrix as per the key performance indicators (KPIs) for the assessment of Quantitative & Qualitative parameters as advised by Department of Financial Services, Ministry of Finance, GOI ("Ministry") vide their letter No.F.No.12/1/2014-BOA dated 18.08.2015 along with the weightage of marks for implementation of the PSB Reforms Agenda under Enhanced Access & Service Excellence (EASE). The KPI indicators broadly cover efficiency of capital use, growth of business, NPA management, financial inclusion, improvement in external credit rating, initiative to improve asset quality, to conserve capital and HR initiatives for skill development and talent management.

Government of India with a view to improve corporate governance in PSBs notified PSB Governance Reforms vide notification F.No.6/20/2019-BO.I dated 30.08.2019. The Government referred the non-official directors nominated under Clauses (g) and (h) of section 9(3) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970/1980 (Act), including nonexecutive chairman appointed under clause 5(1) of the Nationalised Banks (Management and Miscellaneous Provisions) Scheme, 1970/1980 to be similar in nature to "Independent Directors" defined under Companies Act and instituted the performance evaluation measures to improve the corporate governance in PSBs.

The evaluation of shareholder directors / independent directors is being done on annual basis. Transparency and independence in functioning of the Board is ensured.

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3) Audit Committee:

The Audit Committee of the Board (ACB) is constituted by the Bank as per guidelines of Reserve Bank of India / Government of India.

ACB provides directions and also oversees the operation of the total audit function of the Bank.

The major functions of the committee are as under

a.	To oversee the Bank's financial reporting process and ensuring correct, adequate and credible disclosure of financial information.
b.	To review with the management, the financial statements with special emphasis on accounting policies and practices, compliance with accounting standards and other legal requirements, concerning financial statements and
c.	To review the adequacy, quality and effectiveness of external and internal audit, internal control system, interaction with external auditors before finalization of Annual accounts and reports.
d.	To review Bank's finance and risk management policies.

ACB also reviews the position with regard to issues raised in the Long Form Audit Report (LFAR), follow-up on the issues / concerns raised in the Inspection Report of RBI, and also makes a review of reports received from Compliance Cell, Inter-Branch Account Reconciliation (IBAR) Section, etc.

The Reserve Bank of India, vide their letter RBI/2010- 11/269-DBS.ARS.BC.NO. 4/08.91.20/2010-11, dated 10.11.2010, conveyed the Calendar of Reviews to be followed by the Audit Committee of the Board. These items have been incorporated in the Corporate Governance Policy of the Bank for periodical review and are duly placed before the Audit Committee as per Calendar of Reviews.

The composition of members of Audit Committee and the details of attendance at the meetings are given in Appendix A & B.

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4) Nomination and Remuneration Committee:

In terms of orders of the Board of Directors on 30.09.2019 based on DFS, MoF, GoI communication Ref.No. F.No.16/19/2019-BO.I dated 30.08.2019.

Board's evaluation of performance of non-official director is based on the following parameters:

Professional and ethical conduct observed:

Sl.No	Attribute
1	Acting in accordance with provisions of laws, rules and regulations
2	Acting in the best interest of the Bank
3	Exercise of due and reasonable care, skill, diligence and independent judgement
4	Avoidance of direct or indirect conflicts of interest
5	Avoidance of undue gain or advantage either to self or relatives, partners or associates
6	Maintaining confidentiality of information, including commercial secrets and unpublished market - sensitive information

Contribution:

Sl.No	Attribute
1	Striving to attend all Board and committee meetings
2	Seeking appropriate clarification or amplification of information where necessary
3	Display of requisite knowledge and expected level of awareness of the Bank and external environment in meetings and comments
4	Contribution in terms of constructive ideas, guidance and knowledge of better decision making and management of Bank's affairs
5	Timeliness of feedback on decisions being taken by the Bank

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Major Function of the Committee:

- a) Determine the “Fit and Proper” status of the existing elected directors / proposed candidates based on the broad criteria as mentioned hereunder:
 - Educational Qualification
 - Experience and Field of Expertise
 - Track Record and Integrity
 (The above list is only illustrative and not exhaustive)
- b) The committee should see whether the non-adherence to any of the above criteria would hamper the existing elected director / proposed candidate from discharging the duties as a director on the Board of the Bank.
- c) Further, the candidate coming to the adverse notice of any authority / regulatory agency or insolvency or default of any loan from any bank or financial institution would make the candidate unfit and improper to be a director on the Board of the Bank.
- d) Performance Linked Incentives to Whole-time Directors of Public Sector Banks

The composition of members of Nomination and Remuneration Committee and the details of attendance at the meetings are given in appendix A & B.

5) Remuneration to Directors

a) Remuneration to Directors is paid as per Government of India guidelines. The details of salary paid to the whole-time directors of the Bank, during the year 2022-23 are as under:

NAME	DESIGNATION	PERIOD	TOTAL (₹)
Shri K. Satyanarayana Raju	MD & CEO	MD & CEO from 07.02.2023 -31.03.2023 ED from 01.04.2022 - 06.02.2023	39,76,235.79
Shri Debashish Mukherjee	ED	01.04.2022 - 31.03.2023	42,67,509.00
Shri Brij Mohan Sharma	ED	01.04.2022 - 31.03.2023	40,48,869.70
Shri Ashok Chandra	ED	21.11.2022 - 31.03.2023	12,46,952.00
Shri Hardeep Singh Ahluwalia	ED	07.02.2023 - 31.03.2023	4,67,257.15
Shri L V Prabhakar	Ex- MD & CEO	MD & CEO (Till 31.12.2022)	71,21,435.00
Ms. A Manimekhalai	Ex-ED	Executive Director (Till 02.06.2022)	12,86,885.20
Shri Matam Venkata Rao	Ex-ED	Executive Director (Till 28.02.2021)	96,577.13
Shri Krishnan S	Ex-ED	Executive Director (From 01.04.2020 to 03.09.2020)	1,18,694.71
TOTAL			2,26,30,415.68

b) Non-Executive Directors are not being paid any other remuneration except sitting fees as fixed by Government of India. The sitting fee is paid as per the provisions of Nationalized Banks (Management & Miscellaneous Provisions) Scheme 1970, read with Government guidelines for attending Board and Board Committee meetings. Details of sitting fee paid to directors during the Year 2022-23 is given in the Appendix C. (No sitting fee is payable to Wholetime Directors and Directors representing Government of India & RBI).

6) Stakeholder’s Relationship Committee

The committee monitors the redressal of the grievances of the security holders of the Bank including complaints related on transfer of shares, non-receipt of balance sheet, non-receipt of declared dividend warrants.

Shareholder’s Grievance Statistics:	
Complaints / Representations Received during the year	394

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Complaints not solved to the satisfaction of shareholders	Nil
Pending complaints	NIL

In terms of Regulation 6(1) of SEBI (LODR) Regulations, 2015, Shri. Vinay Mohta, Company Secretary is the Compliance Officer of the Bank as on 31.03.2023.

In terms of Regulation 6(1) of SEBI (LODR) Regulations, 2015, Shri. Santosh Kumar Barik, Company Secretary has been appointed as the Compliance Officer of the Bank with effect from 21.04.2023

The composition of members of Stakeholders Relationship Committee and details of attendance at the meeting are given in appendix A & B.

Other Important Committees / Sub committees:

(a) Management Committee:

The Management Committee of the Board is constituted as per the Clause 13 of the Nationalized Banks (Management and Miscellaneous Provisions) Scheme, 1970 (as amended). The Management Committee exercises all the powers vested with the committee in respect of sanctioning of credit proposals, compromise / settlement of loans, writeoff proposals, approval of capital and revenue expenditure, acquisition and hiring of premises, filing of suits / appeals, investment, donations and any other matter referred to or delegated to the committee by the Board.

The composition of members of Management Committee and the details of attendance at the meetings are given in appendix A & B.

(b) Risk Management Committee:

The Bank has evolved suitable risk management policies consistent with the size of the Bank, level of complexity, risk profile and scope of operations of the Bank.

A Board level Risk Management Committee has been formed, with the responsibility of devising policy and strategy for integrated risk management system for the Bank.

As the risk management system is required to be implemented through a committee approach, four high level committees viz. Credit Risk Management Committee, Market Risk Management Committee, Operational Risk Management Committee and Group Risk Management Committee are in place to deal with the issues relating to Risk Management covering all generic risks. The MD&CEO or ED of the Bank is the Chairman for all the four committees, assisted by the Senior Level Executives of the Bank.

The composition of members of Risk Management Committee of the Board and the details of attendance at the meetings are given in appendix A & B.

(c) Asset Liability Management Committee:

Based on RBI directives, the Bank has set up an internal Asset Liability Management Committee (ALCO) headed by MD&CEO or ED of the Bank. The other members of the Committee include the Senior Executives of the Bank.

The scope of ALCO functions is as follows:

- i) Liquidity risk management
- ii) Management of market risk
- iii) Trading risk management
- iv) Funding and capital planning
- v) Profit planning & growth planning

The ALCO deliberates in detail over the liquidity position and the impact of changes in the interest rates of both assets and liabilities on the Net- Interest Income.

(d) Information Technology - Strategy Committee (ITSC) (erstwhile SCIT):

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The Board, vide orders dated 18.09.2017 permitted the formation of Sub-Committee for monitoring the progress of achievement in digital transactions (SC-DT) based on the recommendations of IBA and Ministry of Electronics and Telecommunications (MeitY) to monitor the progress of achievement in digital transactions allotted to the Bank.

Similarly, the Board, vide orders dated 07.06.2003 permitted the formation of sub-committee of the Board for monitoring the progress in implementation of information technology (SCIT) to monitor the progress, provide guidance and suggestions to implement Information Technology in the Bank. As the functions of above committees are similar, the Bank has merged both the sub committees on 25.09.2019.

The functions of the Committee will be of an advisory nature and wherever new policy guidelines or change in systems and procedures are suggested / recommended by the Committee, the same will be placed to the appropriate authority for approval, before implementation.

(e) Sub-Committee of the Board for Capital Planning Process:

Functions of Sub-Committee of the Board for Monetization of Non-core Assets, Sub-Committee of the Board for Rights Issue (SC-RI), Sub-Committee of the Board to decide on Modalities of Qualified Institutional Placement (SC-QIP) and Sub-Committee of the Board for Voting for Shareholder Directors in other Institutions (SC-SH) are related to the Capital Raising activities. Hence Board of Directors has permitted to merge said Committees with Sub-Committee of the Board for Capital Planning Process (SC-CP).

7. General Body Meetings:

The details of last three Annual General Meetings held are furnished here below:

AGM (After IPO)	Date	Time	Venue
18 th AGM	10.08.2020	11.00 AM	Held through Video Conferencing/Audio Visual means
19 th AGM	03.08.2021	11.00 AM	Held through Video Conferencing/Audio Visual means
20 th AGM	23.06.2022	11.00 AM	Held through Video Conferencing/Audio Visual means

Details of attendance of Directors at the 20th Annual General Meeting are given in Appendix B.

One special resolution each was put through in last two Annual General Meetings (i.e., 18th AGM and 19th AGM of the Bank) to create / offer / issue and allot equity shares and / or Preference Shares in accordance with the applicable guidelines. No Special Resolution was passed in the 20thAGM.

Details of Special Resolutions passed in the previous three annual general meeting / Postal Ballot:

Nature of Meeting	Day & Date	Purpose / Special Resolution
18 th Annual General Meeting	Monday 10 th August 2020	To create, offer, issue and allot such number of equity / preference shares for aggregate amount not exceeding ₹5,000 crore (inclusive of premium) in one or more tranches by way of follow-on public issue, rights issue, private placement / qualified institutional placement, ESPS or any other mode approved by GOI / RBI.
19 th Annual General Meeting	Tuesday 3 rd August, 2021	To create, offer, issue and allot such number of equity / preference shares for aggregate amount not exceeding ₹2,500 crore (inclusive of premium) in one or more tranches by way of follow-on public issue, rights issue, private placement / qualified institutional placement, ESPS or any other mode approved by GOI/RBI. Appropriation of accumulated losses ₹18,495.30 from share premium account of the Bank.
Extra Ordinary General Meeting (EGM)	Proposed 10 th December 2021 and was cancelled	EGM was called for election of one shareholder director; however, EGM was cancelled on account of only one valid nomination received by the bank and Shri. Karunakara Shetty was elected as shareholder director w.e.f. 30.11.2021.
At present, the Bank has no plans to pass special resolution through Postal Ballot. The shareholders will be intimated as and when it will be planned.		

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8) Means of Communication:

Canara Bank provides information relating to Bank through its Annual Report which contains Report of the Board of Directors on Corporate Governance, the Directors Report, Audited Accounts, Cash Flow Statements, etc. The shareholders are also intimated of its performances through publication in newspapers, intimation to Stock Exchanges, press releases, presentations to Analysts and through website at www.canarabank.com. The Bank also displays official news releases, presentations made to institutional investors, analysts on its website.

In terms of SEBI (LODR) Regulations, 2015, Financial Results and other price sensitive information are furnished to Stock Exchanges.

Publication of Results

Quarter Ended	Date of Publication	Newspaper	
		Vernacular	National
31.03.2022 (Standalone & Consolidated Audited Financial Results)	07.05.2022	Vijayavani (Kannada) Kannada Prabha (Kannada) Andhra Jyoti (Telugu)	Financial Express (English) Business Standard (English) The Economic Times, (English) The Times of India (English) Business Line (English) Hindustan (Hindi) Rajasthan Patrika (Hindi)
30.06.2022 (Unaudited Reviewed Financial Results)	26.07.2022	Udayavani (Kannada) Eenadu (Telugu)	The Times of India (English) Business Line (English) Business Standard (English) The Economic Times (English) Financial Express (English) Mint (English) Jan Satta (Hindi) Hindustan (Hindi)
30.09.2022 (Unaudited Reviewed Financial Results)	21.10.2022	Udayavani (Kannada)	Financial Express (English) Business Line (English) Rajasthan Patrika (Hindi)
31.12.2022 (Unaudited Reviewed Financial Results)	24.01.2023	Udayavani (Kannada)	Business Standard (English) Rajasthan Patrika (Hindi)
31.03.2023 (Standalone & Consolidated Audited Financial Results)	09.05.2023	Vijayavani (Kannada) Eenadu (Telugu)	Business Standard (English) Financial Express (English) The Economic Times (English) Business Line (English) The Hindu Bengaluru (English) Mint (English) Rajasthan Patrika (Hindi)

9) General Shareholders' Information:

• **Financial Calendar**

Financial year	2022-2023
Last Date for Receipt of Authorised Representative	23.06.2023
e-voting Cut-Off Date	21.06.2023
Record date for payment of dividend, if any	23.06.2023
Date of Annual General Meeting	28.06.2023
Date of Dividend Credit	Within 30 days from the Date of Declaration of Dividend
Time of Annual General Meeting	10.30 AM
Venue of Annual General Meeting	VC / OAVM

• **Listing on Stock Exchanges:**

Canara Bank shares are listed at the following Stock Exchanges. Stock Codes of respective Stock Exchanges are furnished against their names.

1	BSE Limited Phiroze Jeejeebhoy Towers	532483
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	Dalal Street MUMBAI - 400 001	
2	National Stock Exchange of India Limited Exchange Plaza Bandra-Kurla Complex, Bandra [E] MUMBAI - 400 051	CANBK

Annual Listing Fee to Stock Exchanges for the year 2023- 24 has been paid within the prescribed due date.

• **Non-compliance**

Non-compliance of any requirement of corporate governance report of sub-para (2) to (10) of Annexure-V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: NIL

• **Market Price Data**

Month	Year	BSE Ltd.			National Stock Exchange of India Limited		
		High (₹)	Low (₹)	Volume No.	High (₹)	Low (₹)	Volume No.
April	2022	252.50	226.35	6426044	252.55	226.25	146732006
May	2022	235.80	183.70	12499802	235.85	183.70	256789308
June	2022	215.95	171.70	6724232	216.00	171.75	165268711
July	2022	234.45	178.50	10490839	234.50	178.45	238238850
August	2022	244.50	219.10	9542771	244.55	218.95	211521027
September	2022	257.55	207.45	10863398	257.65	207.50	210968114
October	2022	293.70	220.50	17314764	293.80	220.40	293968693
November	2022	334.00	288.00	8424089	333.95	288.15	237389713
December	2022	336.65	288.20	10463883	336.70	287.90	244769366
January	2023	341.60	283.75	7633248	341.70	283.70	209202616
February	2023	309.00	268.85	6069994	309.00	268.80	173623972
March	2023	313.75	272.30	10536079	313.70	272.35	173789428

PAYMENT OF DIVIDEND / RECORD DATE:

The Board of Directors of the Bank has recommended a dividend of `12.00 per equity share (i.e. 120%) of face value of `10/- each to the Shareholders for the year 2022-23, subject to the approval of the Shareholders at the AGM. It has been decided to pay the dividend to the Shareholders whose names appear on the Register of Shareholders / Beneficial owners as furnished by NSDL / CDSL as on Wednesday, 14th June 2023 (hereinafter referred to as Record Date). The dividend will be paid to the shareholders within 30 days from the date of declaration at the Annual General Meeting (28th June 2023).

UNCLAIMED DIVIDEND, IF ANY:

The shareholders who have not encashed their Dividend Warrants / received dividend of previous periods i.e., for the years from 2016-17 & 2021-22 are requested to contact the Share Transfer Agent of the Bank for revalidation / issue of duplicate dividend warrants. The Bank has posted the details of the unclaimed/ unpaid dividend warrants on its site i.e., www.canarabank.com to enable the shareholders to claim by contacting the Share Transfer Agent / or the Bank at hosecretarial@canarabank.com.

• **Other Disclosures:**

The Bank went for IPO in 2002-03 and issued 41 Crore Equity Shares of face value of `10/- to the investors both under Physical mode and Demat modes. In terms of Item F of Schedule V of SEBI (LODR) Regulations, 2015 the unclaimed shares of the Bank in respect of physical shares shall be credited to a demat suspense account opened by the issuer with one of the depository participants. The details are as under:

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Name of the Account	DPID / Client ID	Balance as on 31.03.2023
Canara Bank - Unclaimed Suspense A/c Shares	301356 / 20552606	10351
SyndicateBank - Unclaimed Suspense Account - Physical Shares	1305060000006721	14523
SyndicateBank - Unclaimed Suspense Account - Demat Shares	1305060000006734	3207

Performance in Comparison to Broad Based Indices

• **Registrar and Transfer Agent**

KFin Technologies Limited

Unit: Canara Bank

Selenium Tower B, Plot No. 31-32

Gachibowli, Financial District, Nanakramguda,

Hyderabad - 500 032

• **Share Transfer System**

(a) Physical Shares

SEBI vide notification No. SEBI/LAD-NRO/ GN/2018/24 dated June 8, 2018, amended Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) 2015, mandating transfer of securities to be carried out only in dematerialised form with effect from December 5, 2018. However, on the basis of representations received from shareholders for extension of the date of compliance for transfer of securities only in Demat Form, SEBI vide its "Press Release" PR. No. 49/2018 dated December 3, 2018, extended the deadline till April 1, 2019 to comply with the requirement of transfer of securities only in Demat Form. All the investors who are holding shares in physical form, should consider opening a Demat account at the earliest and submit request for dematerialization of their shares in order to protect the liquidity of the shares.

Only the requests for transmission and transposition of securities in physical form, will be accepted. The Original Share Certificates along with Transmission / Transposition request should be forwarded to M/s KFin Technologies Ltd, Hyderabad, the Registrar and Share Transfer Agents of the Bank for transmission / transposition of shares.

(b) Shares in Demat form:

In case the shares are in demat form, Delivery Instructions are to be given to the concerned Depository Participant (DP) for transfer of shares.

• **Distribution of Shareholding (31.03.2023)**

Category	Total Shares	% To Equity
PRESIDENT OF INDIA	1,14,17,09,678	62.93
MUTUAL FUNDS	8,22,17,566	4.53
ALTERNATIVE INVESTMENT FUND	1,39,97,399	0.77
BANKS	50,14,301	0.28
INSURANCE COMPANIES	16,24,32,300	8.95
QUALIFIED INSTITUTIONAL BUYER	2,95,99,676	1.63
QUALIFIED INSTITUTIONAL BUYER	5,35,871	0.03
NBFC	4,20,102	0.02
FOREIGN PORTFOLIO - CORP	16,14,27,422	8.91
FOREIGN PORTFOLIO - CORP	9,22,362	0.05
DIRECTORS (Excluding Independent Directors and Nominee Directors)	500	0.00
KEY MANAGEMENT PERSONNEL	2291	0.00
EMPLOYEES	1,32,79,785	0.73
RESIDENT INDIVIDUALS	17,41,21,729	9.61
NON-RESIDENT INDIAN NONREPATRIABLE	12,36,757	0.07
NON-RESIDENT INDIANS	2521574	0.14
BODIES CORPORATES	2,00,09,819	1.10
LIMITED LIABILITY PUBLIC MEMBER	2434	0.00
TRUSTS	3,87,474	0.02

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DIRECTORS AND THEIR RELATIVES	1601	0.00
H U F	34,90,605	0.19
CLEARING MEMBERS	7,99,006	0.04
Total	1,81,41,30,252	100.00

Nominal value of each share is ₹ 10/-

Value wise:

(31.03.2023)

Shareholding Nominal Value (₹)	No. of Shareholders	%	No. of Shares	%
1-5000	5,98,700	93.090151	4,49,60,403	2.478345
5001- 10000	25,871	4.022608	1,95,83,283	1.079486
10001- 20000	10,528	1.636969	1,51,39,510	0.834533
20001- 30000	3,675	0.571415	94,26,177	0.519598
30001- 40000	1,218	0.189383	42,42,017	0.233832
40001- 50000	743	0.115527	34,90,093	0.192384
50001- 100000	1,126	0.175079	82,18,957	0.453052
100001 & above	1,279	0.198868	1,70,90,69,812	94.208771
Total	6,43,140	100.00	181,41,30,252	100.00

• Dematerialisation of Shares and Liquidity:

The Bank's shares are traded in dematerialized form only. The Bank has entered into agreement with National Securities Depository Limited (NSDL) and Central Depositories Services (India) Limited (CDSL) for Dematerialisation of the Bank's shares. The ISIN allotted to the Bank's shares is INE476A01014. Dematerialisation of the shares ensures easy liquidity.

Since the shares of the Bank are traded in demat mode, the shareholders holding shares in physical form, have to open Demat Accounts with any of the Depository Participant (DP) and surrender their original share certificates to the concerned Depository Participant (DP) for onward transmission to KFin Technologies Limited, Hyderabad, the R & T Agents of the Bank, for conversion of shares in demat form.

Demat / Physical Holding (31.03.2023)

Summary of Shareholding As on 31-03-2023			
Category	No. of Holders	Total Shares	% to Equity
PHYSICAL	1,10,779	67,98,409	0.374748
N S D L	2,53,946	59,70,99,634	32.913824
C D S L	2,78,415	1,21,02,32,209	66.711429
Total	6,43,140	1,81,41,30,252	100.00

- There are no outstanding GDRs / ADRs / Warrants or any convertible instruments.
- Address for Correspondence

CANARA BANK
SECRETARIAL DEPARTMENT
COMPLIANCE & RBS WING
HEAD OFFICE, 112, J C ROAD
BENGALURU - 560 002
E-MAIL ID: hosecretarial@canarabank.com

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Sl.No	ISIN	DEBENTURE SERIES	AMOUNT IN CRORES ₹	REDEMPTION DATE	CRISIL RATING DATED 29.08.2022	ICRA RATING DATED 19.08.2022	INDIA RATING DATED 18.08.2022	CARE RATING DATED 07.09.2022
1	INE476A09249	BASEL III TIER II SER I	1,500.00	03-Jan-24	CRISIL AAA/ Stable	ICRA (AAA) Stable		
2	INE476A08043	BASEL III TIER II SERIES II - 2015-16	900.00	07-Jan-26	CRISIL AAA/ Stable	ICRA (AAA) Stable	IND AAA/ Stable	
3	INE476A08118	BASEL III AT I S-IV FY 2020-21	120.00	Perpetual	CRISIL AA+/ Stable		IND AA+/ Stable	
4	INE476A08159	BASEL III AT I 2021-22 SR III	1,000.00	Perpetual	CRISIL AA+/ Stable		IND AA+/ Stable	
5	INE476A08035	BASEL III AT I 2014-15	1,500.00	Perpetual		ICRA (AA+) / Stable	IND AA+/ Stable	
6	INE476A08076	BASEL III TIER II Series I 2019-20]	3,000.00	11-Mar-30			IND AAA/ Stable	CARE AAA/ Stable
7	INE667A08021	BASEL III TIER II	400.00	23-Mar-25	CRISIL AAA/ Stable			CARE AAA/ Stable
8	INE476A09256	BASEL III TIER II SER II	1,000.00	27-Mar-24	CRISIL AAA/ Stable	ICRA (AAA) Stable		
9	INE476A08050	BASEL III TIER II 2016-17	3,000.00	27-Apr-26	CRISIL AAA/ Stable	ICRA (AAA) Stable	IND AAA/ Stable	
10	INE476A08167	BASEL III AT I 2022-23	2,000.00	Perpetual	CRISIL AA+/ Stable		IND AA+/ Stable	
11	INE476A08175	BASEL III TIER II SERIES I	2,000.00	26-Aug-32		ICRA (AAA) Stable	IND AAA/ Stable	
12	INE476A08084	BASEL III AT I Bonds S-1 2020-21	1,012.00	Perpetual	CRISIL AA+/ Stable		IND AA+/ Stable	
13	INE476A08183	BASEL III AT I SERIES II	2,000.00	Perpetual	CRISIL AA+/ Stable		IND AA+/ Stable	
14	INE667A08039	BASEL III TIER II	1,000.00	28-Sep-25	CRISIL AAA/ Stable			CARE AAA/ Stable
15	INE476A08092	BASEL III AT I Bonds S-2 2020-21	169.10	Perpetual	CRISIL AA+/ Stable		IND AA+/ Stable	
16	INE476A08126	BASEL III AT I 2021 S1	1,500.00	Perpetual	CRISIL AA+/ Stable		IND AA+/ Stable	
17	INE667A08013	BASEL III TIER II	750.00	02-Dec-24	CRISIL AAA/ Stable			CARE AAA/ Stable
18	INE476A08134	BASEL III AT I 2021-22 SR II	1,500.00	Perpetual	CRISIL AA+/ Stable		IND AA+/ Stable	
19	INE667A08047	BASEL III TIER II	750.00	18-Dec-25	CRISIL AAA/ Stable			CARE AAA/ Stable
20	INE476A08142	BASEL III TIER II S 1	2,500.00	24-Dec-36			IND AAA/ Stable	CARE AAA/ Stable
21	INE476A09264	BASEL III TIER II SERIES I - 2015-16	1,500.00	31-Dec-25	CRISIL AAA/ Stable	ICRA (AAA) Stable	IND AAA/ Stable	
22	INE476A08100	BASEL III AT I Bonds S-3 2020-21	1,635.00	Perpetual	CRISIL AA+/ Stable		IND AA+/ Stable	
Total			30,736.10					
Certificate of Deposit			50,000.00		CRISIL A1+			

The Details of the Trustee for Bonds Issued by Bank are as under

Name of The Bond Trustee	Address	ISIN Number
SBICAP Trustee Company Ltd.	Mistry Bhavan, 4th Floor, 122, Dinshaw Vachha Road, Churchgate, Mumbai - 400 020	All the ISIN except INE667A09177 & INE476A08142
Axis Trustee Services Limited	The Ruby, 2nd Floor, SW, 29, Senapati Bapat Marg, Dadar West, Mumbai - 400 028	INE667A09177 & INE476A08142

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10) Disclosures

- a) The Related Party Transactions of the Bank are disclosed in the notes on accounts schedule 18 of the Balance Sheet as on 31.03.2023. Further, there are no materially significant related party transactions during the financial year 2022-23.
- b) The Bank has complied with all matters related to Capital Market since its listing of shares. There are no penalties or strictures imposed on the Bank by the stock exchanges or SEBI or any other statutory authorities on any matter related to Capital Markets, during the last three years.
- c) The Bank has drawn a Whistle Blower Policy as per the GOI guidelines and the protection has been extended to the Whistle Blower(s). Further, no personnel have been denied access to the Audit Committee of the Bank.
- d) The Bank has complied with all the mandatory requirements prescribed by Regulatory Authorities. The details of penalties levied by RBI / Statutory authorities have been disclosed in the notes to accounts.
- e) The policies related to the provisions of Corporate Governance (Corporate Governance Policy and Policy for Related Party Transactions and for determining 'Material' Subsidiaries), have been uploaded on the site of the Bank and the same can be viewed at the following link: www.canarabank.com →Investor Relations→Acts/Statutory Policies / Schemes. There are no material subsidiaries of the Bank as on 31.03.2023.
- f) Disclosure of Commodity price risks and commodity hedging activities: Subject to Foreign Exchange and other market related Risk.
- g) Details of utilization of funds raised through Qualified Institutional Placement: Not applicable for the Financial Year 2022-23
- h) ACS S. Kedarnath, Practicing Company Secretary has certified that none of the Directors on the Board of the Bank have been debarred or disqualified from being appointed or continuing as the Directors of Canara Bank, by the Board (SEBI) or any such statutory authority as on 31.03.2023. The said Certificate is provided after the APPENDIX C to the report.
- i) During the FY 2022-23, there were no such instances, where the Board did not accept recommendations of the Committee of the Board which are mandatorily required. All the recommendations that are mandatorily required were approved by the Board.
- j) Details of total fees (consolidated) paid to Statutory Auditors
- a. Total Professional Fee and other expenses paid to statutory Auditors for the Financial Year 2022-23: ₹73.30 Crore.
- b. Total professional fee and other related expenses paid and made provision for financial year 2022-23: ₹67.05 Crore.
- k) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:
- a. Number of complaints filed during the financial year - 4
- b. Number of complaints disposed of during the financial year - 2
- c. Number of complaints pending at the end of the financial year - 2

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The extent of implementation of Discretionary Requirements of Regulation 27(1) of SEBI (LODR) Regulations, 2015 is as under:

Sl No	Discretionary Requirements	Status of Implementation
A	The Board A Non-executive Chairman may be entitled to maintain a Chairman's office at the listed entity's expense and also allowed reimbursement of expenses incurred in performance of his duties.	Yes
B	Shareholder Rights	The Bank has sent Annual Financial Results along with the summary of significant developments during the year, to all the shareholders. The financial results are also updated on the website of the Bank.
C	Modified Opinion(s) in Audit Report	The Audit Report for the year 2022-23 is submitted with UNMODIFIED OPINION. There is no qualification in Auditors report of the Bank.
D	Separate Posts of Chairman and CEO	The Government of India has nominated / appointed separate person to the post of Chairperson and MD & CEO The non-executive Chairman, Mr Vijay Srirangan has been appointed on the Board of the Bank w.e.f. 07.11.2022. The MD & CEO Mr. K. Satyanarayana Raju has been appointed on the Board of the Bank w.e.f. 07.02.2023.
E	Reporting of Internal Auditor	The General Manager, Inspection Wing (Internal Audit) and the officials nominated by him have unrestricted access to all records, assets, functions and personnel & have full and free access to the Audit Committee of the Board and Senior Management

• The Constitution of Board of Directors, Audit Committee / other Committees, Remuneration of Directors, Board procedures / Related Party Transactions / Whistle Blower / Management and compliance in respect of our Bank are governed under the provisions of Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, Banking Regulation Act, 1949, Nationalised Banks (Management and Miscellaneous Provisions) Scheme 1970 and RBI Directives / GOI Guidelines / ICAI-Accounting Standards in this regard. The Bank complies with corporate governance requirements specified in regulation 17 to 27 and Clause (b) to (l) of Sub-Regulation (2) of Regulation 46 to the extent it does not violate the provisions of aforesaid guidelines / regulations.

• **CEO and GCFO Certification:**

The MD & CEO and the Group Chief Financial Officer (CFO) of the Bank have given certification on financial reporting and internal controls of Bank for the financial year 2022-23 to the Board of Directors as required under regulation 17(8) of SEBI (LODR), Regulations, 2015.

• **Code of Conduct :**

The Bank has adopted the 'Code of Conduct' which is applicable to the Bank and its employees, including the Managing Director & Chief Executive Officer and Executive Directors and also the Non-Executive / Independent / Shareholder Director / Govt. Nominee/ RBI Nominee. The Code of Conduct is posted on the Bank's website at www.canarabank.com.

• **Dividend Distribution Policy:-**

As required under Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements), 2015, the Bank has a dividend distribution policy in place which sets out the parameters and circumstances that will be taken into account by Board in determining distribution of dividend to its shareholders. The policy is given in this Annual

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Report and is also available at Bank's website www.canarabank.com at the link: Investor Relations → Acts / Statutory Policies / Schemes.

• **Secretarial Audit for Financial Year 2022-23:**

Pursuant to the requirements of Regulation 24A of the SEBI (LODR) Regulations, 2015 & SEBI Circular CIR/CFD/CMDI/27/2019 dated February 08, 2019, the Bank has appointed Mr. S. Kedarnath, Practicing Company Secretary (CP No. 4422) as the Secretarial Auditor for FY 2022-23. The report addressed to the Members of the Bank which forms part of this Annual Report is attached as an annexure to the Board's report.

Appendix A

i. COMPOSITION OF BOARD OF DIRECTORS (31.03.2023)

Sl no	NAME	EDUCATIONAL QUALIFICATION	TERM OF OFFICE	NO. OF CHAIRMAN/ MEMBERSHIP IN ACB / SRC OF LISTED ENTITIES (INCLUDING BANK)	CHAIRMANSHIP / DIRECTORSHIPS / MEMBERSHIP OF OTHER BOARD COMMITTEES
1	Shri. Vijay Srirangan	B. Tech., PG-DBM	07.11.2022 - 06.11.2025	-	1. Indian Federation against Software Theft
2	Shri. K. Satyanarayana Raju, MD & CEO	B.Sc., MBA (Bkg & Fin), CAIIB	07.02.2023- 31.12.2025	1	1. Canara HSBC Life Insurance Company Limited 2. Electronics Development Fund (EDF)
3	Shri. Debashish Mukherjee, Executive Director	MBA, CAIIB, B.Sc., B.A.	19.02.2018- 31.05.2025	3	1. Canara HSBC Life Insurance Company Limited 2. Canara Robeco Asset Management Company Limited 3. CAN FIN Homes Limited 4. Canara Bank Securities Limited
4	Shri. Brij Mohan Sharma, Executive Director	M.Com, B.Com Gold Medalist, CAIIB	19.05.2021- 30.06.2023	1	1. M/s Canbank Factors Ltd. 2. M/s Canara Robeco Mutual Fund Trust 3. M/s Higher Education Financing Agency 4. M/s Canbank Venture Capital Fund Ltd. 5. M/s Canbank Venture Capital Fund (CVCFL) Trust 6. Bharath Nirman Fund (BNF)- Fourth Fund of CVCFL 7. Emerging India Growth Fund (EIGF) - Fifth Fund of CVCFL 8. Empower India Fund (EIF) - Sixth Fund of CVCFL 9. Electronics Development Fund (EDF) Board (of Canbank Venture Capital Fund Ltd.)
5	Shri. Ashok Chandra	M.A. (Economics), CAIIB	21.11.2022 - 20.11.2025	1	1. Canara HSBC Life Insurance Company Limited
6	Shri. Hardeep Singh Ahluwalia	B.Sc. (Agriculture), CAIIB	07.02.2023 - 06.02.2026	1	1. Canbank Computer Service Limited
7	Shri Suchindra Misra, Government of India Nominee	B.Sc., PGDM	14.06.2016 Till further orders	2	1. Management Development Institute 2. EXIM Bank 3. International Financial Services Centers Authority 4. Insurance Regulatory and Development Authority 5. Life Insurance Corporation of India

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8	Shri. R Kesavan RBI Nominee Director	M.A., M.Cj, CAIIB	26.04.2019 Till further orders	1	NIL
9	Ms. Nalini Padmanabhan, Part-time Non- Official Director (NED)	B.Com, FCA, DISA, CISA	21.12.2021 - 19.12.2024	1	1. Prerana Educational Media Private Limited 2. Information Systems Audit and Solutions Private Limited 3. Indradhanush Gas Grid Limited 4. Mangalore SEZ Limited
10	Shri. Dibakar Prasad Harichandan Part-time Non-Official Director (NED)	M.Com, FCA, LLB	21.03.2022 - 20.03.2025	1	NIL
11	Shri. Bimal Prasad Sharma, Share Holder Director	B.Sc. (HONS), M.A, LLB	27.07.2022- 26.07.2025	1	NIL
12	Shri. Karunakara Shetty, Share Holder Director	B.Com, FCA	30.11-2021- 29.11.2024	1	NIL
13	Ms. Abha Singh Yaduvanshi	M.A. (Economics) Hons., PGDBA	27.07.2022- 26.07.2025	1	NIL

ii. PARTICULARS OF DIRECTORS WHOSE TERM HAS ENDED DURING 2022-23:

Sl no	NAME	EDUCATIONAL QUALIFICATION	TERM OF OFFICE	DATE OF CESSATION OF OFFICE
1	Ms A Manimekhalai	B.A., MBA (Mktg), CAIIB	11.02.2019 - 02.06.2022	02.06.2022
2	Shri Venkatachalam Ramkrishna Iyer	B.Sc (Hons), CAIIB	27.07.2016 - 26.07.2022 (Re elected on 27.07.2019)	26.07.2022
3	Shri L V Prabhakar	M.Sc. (Agri), CAIIB	01.02.2020 - 31.12.2022	31.12.2022

KEY

Managing Director & Chief Executive Officer
Executive Director
Government of India
Reserve Bank of India
Officer Director
Non-Executive Director
Shareholder Director
Workmen Director
Not Applicable

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COMPOSITION OF COMMITTEES OF THE BOARD (As on 31.03.2023)

COMMITTEE	CHAIRMAN	MEMBERS
Management Committee	Shri K. Satyanarayana Raju	Shri. Debashish Mukherjee Shri. Brij Mohan Sharma Shri. Ashok Chandra Shri. Hardeep Singh Ahluwalia Shri. R Kesavan Shri. Karunakara Shetty
Risk Management Committee	Shri Bimal Prasad Sharma	Shri. K. Satyanarayana Raju Shri. Brij Mohan Sharma Ms. Nalini Padmanabhan Shri. Dibakar Prasad Harichandan Shri. Karunakara Shetty Ms. Abha Singh Yaduvanshi
Audit Committee	Ms Nalini Padmanabhan	Shri. Suchindra Misra Shri. R Kesavan Shri. Dibakar Prasad Harichandan Shri. Bimal Prasad Sharma Ms. Abha Singh Yaduvanshi
Stakeholders Relationship Committee	Ms. Abha Singh Yaduvanshi	S Shri. Brij Mohan Sharma Shri. Debashish Mukherjee Shri. Ashok Chandra Shri. Hardeep Singh Ahluwalia Shri. Bimal Prasad Sharma Shri. Karunakara Shetty
Nomination and Remuneration Committee	Shri Karunakara Shetty	Shri. Dibakar Prasad Harichandan Ms. Abha Singh Yaduvanshi

DETAILS OF ATTENDANCE OF DIRECTORS

Sl no	NAME	BOARD MEETING	MANAGEMENT COMMITTEE MEETING	AUDIT COMMITTEE MEETING	SRC MEETING	RISK MANAGEMENT COMMITTEE MEETING	NRC MEETING	LAST ANNUAL GENERAL MEETING	NO. OF SHARES HELD
		Attended/ Held	Attended/ Held	Attended/ Held	Attended/ Held	Attended/ Held	Attended/ Held	Attended/ Held	
1	SHRI. VIJAY SRIRANGAN#	6/6	NA	NA	NA	NA	NA	NA	993
2	SHRI. K. SATYANARAYANA RAJU*	3/3	3/3	NA	1/1	3/3	NA	1/1	
3	SHRI. DEBASHISH MUKHERJEE%	12/12	16/19	NA	2/2	1/1	NA	1/1	500
4	SHRI. BRIJ MOHAN SHARMA	11/12	17/19	NA	2/2	8/9	NA	1/1	-
5	SHRI. ASHOK CHANDRA^	5/6	8/8	NA	0/1	1/1	NA	NA	-
6	SHRI. HARDEEP SINGH AHLUWALIA	3/3	3/3	NA	1/1	NA	NA	NA	
7	SHRI. SUCHINDRA MISRA	8/12	NA	5/10	NA	NA	NA	1/1	-
8	SHRI. R KESAVAN	11/12	17/19	10/10	NA	NA	NA	1/1	131
9	MS. NALINI PADMANABHAN	12/12	NA	10/10	NA	9/9	NA	NA	-
10	SHRI. DIBAKAR PRASAD HARICHANDAN	12/12	NA	10/10	NA	9/9	1/1	1/1	-
11	SHRI. BIMAL PRASAD SHARMA	12/12	NA	9/10	2/2	9/9	NA	1/1	125
12	SHRI. KARUNAKARA SHETTY@	12/12	14/14	5/5	2/2	9/9	1/1	1/1	108
13	MS. ABHA SINGH YADUVANSHI\$	8/8	NA	5/5	2/2	7/7	NA	NA	200

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Shri. Vijay Srirangan, Chairman of the Bank was inducted to the Board of the Bank on 07.11.2022

* Shri. K. Satyanarayana Raju was elevated as MD & CEO of the Bank on 07.02.2023

% Shri. Debashish Mukherjee, Executive Director, in absence of MD & CEO from 01.01.2023 to 06.02.2023 was the Chairman of the Risk Management Committee of the Board.

@ Shri Karunakara Shetty, Shareholder Director was Member in Audit Committee of the Board till 02.08.2022. On reconstitution of the Board Level Committees on 03.08.2022, Shri Karunakara Shetty inducted as member in Management Committee of the Board w.e.f. from 03.08.2022. \$ Ms Abha Singh Yaduvanshi, Shareholder Director was inducted to the Board of the Bank on 27.07.2022.

^ Shri Ashok Chandra, Executive Director attended the Risk management Committee of the Board dated 27.02.2023 as Concurrent overseeing Executive Director of Risk Management Wing.

Appendix - B

I. DETAILS OF ATTENDANCE OF DIRECTORS WHOSE TERM HAS ENDED DURING 2022-23

SL NO	NAME OF THE DIRECTOR	BOARD OF DIRECTORS	MANAGEMENT COMMITTEE OF THE BOARD	AUDIT COMMITTEE OF THE BOARD	STAKEHOLDER RELATIONSHIP COMMITTEE OF THE BOARD	RISK MANAGEMENT COMMITTEE OF THE BOARD	NOMINATION AND REMUNERATION COMMITTEE OF THE BOARD
1	MS MANIMEKHALAI*	2/2	2/2	NA	NA	NA	NA
2	SHRI VENKATACHALAM RAMAKRISHNA IYER#	4/4	5/5	NA	NA	2/2	1/1
3	SHRI L V PRABHAKAR@	7/7	14/14	NA	NA	5/5	NA
4	SHRI K. SATYANARAYANA RAJU\$	9/9	16/16	NA	1/1	NA	NA

* Ms Manimekhalai, Executive Director was elevated as MD & CEO of Union Bank of India on 02.06.2022

Shri Venkatachalam Ramakrishna Iyer, Shareholder Director's tenure ended on 26.07.2022

@ Shri L.V. Prabhakar, MD & CEO was Superannuated on 31.12.2022

\$ Shri K. Satyanarayana Raju, Executive Director was elevated as MD & CEO of the Bank on 07.02.2023

DATES OF VARIOUS MEETINGS							
BOARD MEETING	MANAGEMENT COMMITTEE MEETING	AUDIT COMMITTEE MEETING	SRC* MEETING	RISK MANAGEMENT COMMITTEE MEETING	NRC MEETING	LAST ANNUAL GENERAL MEETING	EGM
04.04.2022	05.05.2022	21.04.2022	26.08.2022	05.05.2022	10.06.2022	23.06.2022	NA
06.05.2022	30.05.2022	06.05.2022	10.02.2023	24.06.2022			
24.06.2022	13.06.2022	30.05.2022		26.08.2022			
25.07.2022	24.06.2022	25.07.2022		19.10.2022			
03.08.2022	11.07.2022	02.08.2022		19.12.2022			
20.10.2022	03.08.2022	20.10.2022		13.01.2023			
20.12.2022	26.08.2022	20.12.2022		10.02.2023			
13.01.2023	14.09.2022	13.01.2023		27.02.2023			
23.01.2023	23.09.2022	23.01.2023		29.03.2023			
10.02.2023	21.10.2022	07.03.2023					
07.03.2023	10.11.2022						
30.03.2023	28.11.2022						
	09.12.2022						
	21.12.2022						
	13.01.2023						
	03.02.2023						
	13.02.2023						
	07.03.2023						
	27.03.2023						

KEY:

SRC : Stakeholder's Relationship Committee Meeting

NRC : Nomination & Remuneration Committee

NA : Not Applicable

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APPENDIX - C
SITTING FEES PAID TO DIRECTORS FOR THE YEAR 2022-23

SL.NO	Name of the Director	Sitting Fees paid (₹)
1	Shri Vijay Srirangan	9,45,000/-
2	Ms Nalini Padmanabhan	23,40,000/-
3	Shri Dibakar Prasad Harichandan	21,35,000/-
4	Shri Venkatachalam Ramakrishna Iyer	8,00,000/-
5	Shri Bimal Prasad Sharma	22,95,000/-
6	Shri Karunakara Shetty	24,95,000/-
7	Ms. Abha Singh Yaduvanshi	14,90,000/-
	Total	1,24,90,000/-

CERTIFICATE REGARDING
DISCLOSURES PERTAINING TO DISQUALIFICATION OF DIRECTORS PURSUANT TO SEBI
[(Listing Obligations and Disclosure Requirements)
(Amendment) Regulations, 2018 - Schedule V(C)(10)(i)]

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of CANARA BANK having CIN (Not Applicable) and having Registered Office/ Head Office at 112, JC Road, Town Hall, Bengaluru, Karnataka -560 002 (hereinafter referred to as 'the Bank'), produced before me 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 my opinion and to the best of my information and according to the verifications [including Directors Identification Number (DIN)] as considered necessary and explanations furnished to me by the Bank & its officers, I hereby certify that none of the Directors on the Board of the Bank as stated below for the Financial Year ending on 31st March, 2023 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.

SL NO	Name of Director	Designation	DIN	Date of Appointment
1	Shri Vijay Srirangan	Non-Executive Chairman - Independent Director	01813891	07.11.2022
2	Shri K. Satyanarayana Raju	MD & CEO	08607009	10.03.2021
3	Shri Debashish Mukherjee	Executive Director	08193978	19.02.2018
4	Shri Brij Mohan Sharma	Executive Director	09646943	19.05.2021
5	Shri Ashok Chandra	Executive Director	09322823	21.11.2022
6	Shri. Hardeep Singh Ahluwalia	Executive Director	09690464	07.02.2023
7	Shri Suchindra Misra	GOI - Nominee Director	01873568	14.06.2016
8	Shri R Kesavan	RBI - Nominee Director	NA	26.04.2019
9	Ms. Nalini Padmanabhan	Part time Non Official Director - Independent Director	01565909	21.12.2021
10	Shri Dibakar Prasad Harichandan	Part time Non Official Director - Independent Director	02533662	21.03.2022
11	Shri Bimal Prasad Sharma	Shareholder Director - Independent Director	06370282	27.07.2019
12	Shri Karunkara Shetty	Shareholder Director - Independent Director	08994933	30.11.2021
13	Ms. Abha Singh Yaduvanshi	Shareholder Director - Independent Director	09608526	27.07.2022

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 on these based on our verification. 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.

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List of Key Positions, Functional Heads & Chief General Managers / General Managers as on 31.03.2023

Sl No	Name	DESIGNATION	QUALIFICATION
1	S K MAJUMDAR	Group Chief Financial Officer (CGM)	BCom (Hons), CA, ICWA
2	PUSHKAR SINHA	Chief Information Officer (GM)	BA (Hons), CAIIB
3	A NARAYANAN	Chief Technology Officer (GM)	MA, MCA, CAIIB
4	JAGDISH CHANDER	Group Chief Risk Officer (GM)	BCom, CAIIB
5	P RAMASUBRAMANIAN	Head Internal Audit (GM)	BCom, CAIIB
6	AJITH JOSE	Group Chief Compliance Officer	BA (Economics)
7	RAVIKRISHNAN M K	Board Secretary (GM)	MSc (Agri), CAIIB
8	A RAMESH BABU	Chief Information Security Officer (DGM)	AMIE, CISM, CISA, CAIIB
9	VINAY MOHTA	Company Secretary (AGM)	MCom, ACS, FCA, DISA, CAIIB
Sl No	Name	DESIGNATION	QUALIFICATION
1	P SANTHOSH	Chief General Manager	MSc (Agri), CAIIB
2	S J GAWARE	Chief General Manager	BSc, CAIIB
3	A V RAMA RAO	Chief General Manager	BSc, MBA, Dip Tr Ris, CAIIB
4	BHAVENDRA KUMAR	Chief General Manager	BA (Hons), CAIIB
5	DEBANANDA SAHOO	Chief General Manager	MSc (Agri), MBA, CAIIB
6	NAIR AJIT KRISHNAN	Chief General Manager	BCom, LLB, MBA CAIIB
7	K H PATNAIK	Chief General Manager	BSc, BGL, MA, MBA, CAIIB
8	SHANKAR S	Chief General Manager	MCom, ICWA, CAIIB
9	B P JATAV	Chief General Manager	BSc (Agri), CAIIB
10	UDAY SANKAR MAJUMDER	Chief General Manager	MCom, MBA, ICWA, JAIIB
11	S JAYAKUMAR	Chief General Manager	MBA, CAIIB
12	JANARDHANA RAO P V	Chief General Manager	BSc, BGL, CAIIB
13	K J SRIKANTH	Chief General Manager	MCom, CAIIB
Sl No	Name	DESIGNATION	QUALIFICATION
1	SHREEKANTA MOHAPATRA	General Manager	BSc (Agri), MBA, LLB, CAIIB
2	ASHOK KUMAR DASH	General Manager	MSc (Agri), CAIIB
3	RAMA NAIK	General Manager	MCom, JAIIB
4	RAJESH KUMAR SINGH	General Manager	BSc (Hons), MA, CAIIB
5	Dr. A K PANDEY	General Manager	MA, MBA, CAIIB, PhD
6	ABHAY KUMAR	General Manager	BA, MBA, CAIIB
7	RAHUL BHAVE	General Manager	MSc, CAIIB
8	SUBODH KUMAR	General Manager	MSc (Chem), MBA, CAIIB
9	RAKESH KASHYAP	General Manager	MSc (Agri), CAIIB
10	JAYAPRAKASH C	General Manager	BSc (Fisheries), CAIIB
11	R ANURADHA	General Manager	MA, CAIIB
12	P GOPIKRISHNA	General Manager	BA, MBA (BK/FI), CAIIB
13	ALOK KUMAR AGARWAL	General Manager	MCom, CFA, MBA, CAIIB
14	BABULAL MEENA	General Manager	MCom, LLB, CAIIB
15	VIJAYALAKSHMI C S	General Manager	BSc, B.Ed., MA (Hindi), MPhil, CAIIB - Part I
16	SANJAY KUMAR SENAPATI	General Manager	MA, MBA (BK/FI), CAIIB
17	M G PANDIT	General Manager	MCom, CAIIB
18	R KANNAN	General Manager	MCom, CAIIB
19	R P JAISWAL	General Manager	BCom, MA (Hindi)
20	K KALYANI	General Manager	MCom, CAIIB
21	PRANAY RANJAN DEO	General Manager	MA (Hindi), MBA, LLB, CAIIB
22	B CHANDRASEKHARA RAO	General Manager	MSc, CAIIB
23	UMESH KUMAR BHALLA	General Manager	MA, CAIIB
24	H SESHAGIRIDAS	General Manager	BSc, CAIIB
25	D SURENDRAN	General Manager	BSc (Agri), MSc, CAIIB

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26	SHREEKANT M BHANDIWAD	General Manager	MSc (Agri), CAIIB
27	SHREENATH H JOSHI	General Manager	BSc (Agri), MBA, CAIIB
28	HITESH CHANDER GOEL	General Manager	MCom, CAIIB
29	T K VENU GOPAL	General Manager	BCom, ICWA, CAIIB
30	G S RAVISUDHAKAR	General Manager	BCom, CAIIB
31	MAHESH M PAI	General Manager	BSc, CAIIB
32	PURSHOTTAM CHAND	General Manager	BSc, CAIIB
33	B CHANDRA SEKHARA	General Manager	MSc (Agri), CAIIB
34	SHAMBHU LAL	General Manager	MCom, CAIIB
35	B SUDHAKAR KOTARY	General Manager	MA, CAIIB
36	S PREM KUMAR	General Manager	MSc (Agri), CAIIB
37	JOGINDER SINGH GHANGAS	General Manager	MA, JAIIB
38	K A SINDHU	General Manager	BSc (Agri), CAIIB
39	A MURALI KRISHNA	General Manager	BA, MBA (BK/FI), CAIIB
40	SALINA GOYAL	General Manager	BA, CAIIB
41	VIKRAM DUGGAL	General Manager	CA, ICWA, CAIIB
42	KALYAN MUKHERJEE	General Manager	BSc (Agri), CAIIB
43	BHASKARA CHAKRAVARTHY M	General Manager	MSc (Agri), CAIIB
44	BISMAY SAMAL	General Manager	BSc (Agri), CAIIB
45	GEETIKA SHARMA	General Manager	MA
46	RANJEEV KUMAR	General Manager	MSc (Maths), CAIIB
47	PRABHAT KIRAN	General Manager	BA (Hons), CAIIB
48	JAGDISH CHANDER	General Manager	BCom, CAIIB
49	RAKESH NAINWAL	General Manager	BSc, MA (Hindi), CAIIB
50	P RAVI VARMA	General Manager	MCom, LLB, CAIIB
51	MANOJ KUMAR DAS	General Manager	BSc (H) Phy, CAIIB
52	T V K MOHAN	General Manager	BA, JAIIB
53	ARUN KUMAR MISHRA	General Manager	BSc (Nursing), JAIIB
54	H T BAVISKAR	General Manager	MA (Economics), CAIIB

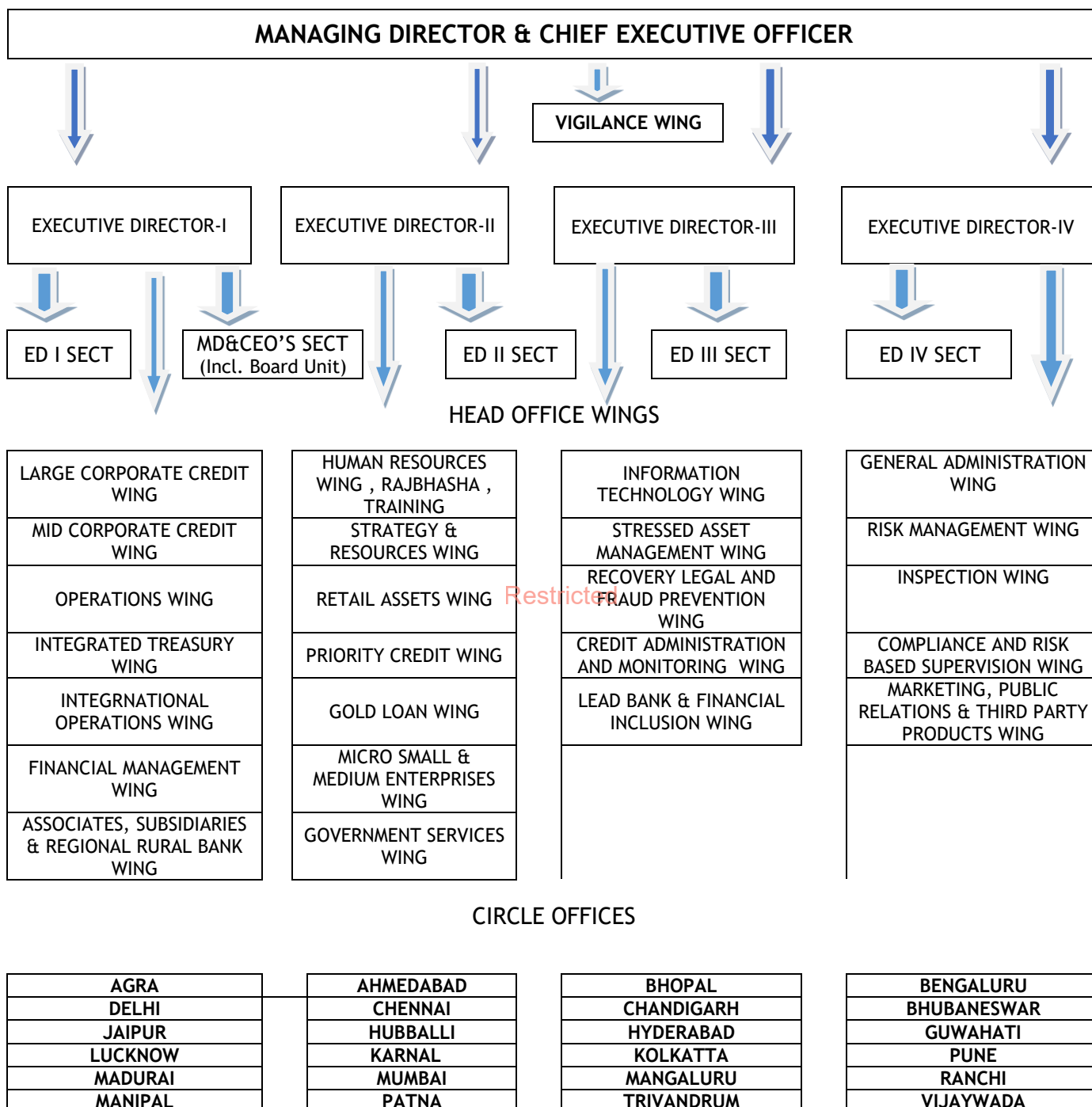
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II. Corporate Structure:

Organizational chart
HEAD OFFICE ORGANISATIONAL STRUCTURE



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III. Risk Factors

Investors should carefully consider the risks described below, together with the risks described in the other sections of this Placement Memorandum before making any investment decision relating to the Bonds. The occurrence of any of the following events could have a material adverse effect on the Bank's business including the quality of its assets, its liquidity, its financial performance, its ability to implement its strategy and its ability to repay the interest or principal on the Bond in a timely fashion or at all.

Before making an investment decision, prospective investors should carefully consider all of the information contained in this Placement Memorandum, including the financial statements included in this Placement Memorandum.

RISKS RELATING TO THE BANK'S BUSINESS

The Bank's business is particularly vulnerable to interest rate risk, and volatility in interest rates could adversely affect its net interest margin, the value of its fixed income portfolio, its income from treasury operations and its financial performance.

The Bank could be adversely impacted by a rise in generally prevailing interest rates on deposits, especially if the rise were to be sudden or sharp. If such a rise in interest rates were to occur, the Bank's net interest margin could be adversely affected because the interest paid by the Bank on its deposits could increase at a higher rate than the interest received by the Bank on its advances and other investments. The requirement that the Bank maintain a portion of its assets in fixed income government securities could also have a negative impact on its treasury income because the Bank typically earns interest on this portion of its assets at rates that are generally less favourable than those typically received on its other interest-earning assets. In addition, other members of the Group carrying on banking and / or lending operations are subject to similar risks.

The Bank is also exposed to interest rate risk through its treasury operations, its other Subsidiaries. A rise in interest rates or greater interest rate volatility could adversely affect the Bank's income from treasury operations or the value of its fixed income securities trading portfolio. Sharp and sustained increases in the rates of interest charged on floating rate home loans, which are a material proportion of its loan portfolio, would result in extension of loan maturities and higher monthly instalments due from borrowers, which could result in higher rates of default in this portfolio.

An increase in the Bank's portfolio of NPAs and provisioning requirements mandated by the RBI may adversely affect its business.

The Bank's NPAs have generally been on the rise historically. The Bank's NPAs may continue to increase in the future and any significant increase in NPAs may have a material adverse effect on the Bank's financial condition and results of operations. The Bank's NPAs can be attributed to several factors, including increased competition, slow industrial and business growth in recent years, high levels of debt involved in financing of projects, and significant borrowings by companies in India at relatively high interest rates.

Although the Bank's loan portfolio includes loans to a wide range of businesses and industries, financial difficulties experienced by the Bank's customers or by particular sectors of the Indian economy, such as the infrastructure sector, the real estate sector and the agriculture sector, to which the Bank has significant exposure, could significantly increase the Bank's level of NPAs and materially and adversely affect its business, future financial performance. Economic downturns experienced in priority sectors would likely have a material and direct adverse effect on the Bank's NPA levels.

There can be no assurance that the percentage of NPAs that the Bank will be able to recover will be similar to the Bank's past experience of recoveries of NPAs. The Bank's retail loan portfolio has grown over the years, but there is limited data on historical loss ratios in retail loans, especially in the event of an economic slowdown. Furthermore, the global economic slowdown, inconsistent industrial growth and the impact of global and Indian economic conditions on equity and debt markets may also lead to an increase in the level of NPAs in the Bank's corporate loan portfolio.

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While the Bank has already made provisions for NPAs, there can also be no assurance that the RBI will not further increase provisioning requirements in the future. Any future increases in provisions mandated by the RBI or other regulatory changes could lead to an adverse impact on the Bank's business and future financial performance.

The Bank is required to maintain its capital adequacy ratio at the minimum level required by the RBI for Indian banks. There can be no assurance that the Bank will be able to maintain this ratio in the future

The RBI required Indian banks to maintain a minimum Tier I capital adequacy ratio and a minimum risk weighted total capital adequacy ratio under the Basel III framework. The Bank is also required to maintain an additional buffer in the form of CET 1. The Bank is exposed to the risk of the RBI increasing the applicable risk weight for different asset classes from time to time. There can be no assurance that the Bank will be able to maintain this ratio in the future.

In addition, there can be no assurance that the GoI will provide additional capital infusions or that the Bank will be able to raise adequate additional capital from other sources in the future on terms favourable to it or at all. Moreover, if the Basel Committee on Banking Supervision (the "Basel Committee") releases additional or more stringent guidance on capital adequacy norms which are given the effect of law in India in the future, the Bank may be forced to raise or maintain additional capital in a manner which could materially adversely affect its business, financial condition and results of operations.

The level of restructured loans in the Bank's portfolio may increase and the failure of its restructured loans to perform as expected could affect the Bank's business

The Bank's assets include restructured standard loans. As a result of slowing economic activity and the limited ability of corporations to access capital due to volatility in global markets, there has been an increase in restructured loans in the banking system in the recent past, including within the Bank's portfolio. The loan portfolio of the Bank's international branches and Subsidiaries also includes foreign currency loans to Indian companies for their Indian operations as well as for their international Private & operations, including cross border acquisitions. This exposes the Bank to specific additional risks including the failure of the acquired entities to perform as expected and the Bank's inexperience in various aspects of the economic and legal framework in international jurisdictions. Furthermore, the quality of the Bank's long-term project finance loan portfolio may be adversely impacted by several factors. Economic and project implementation challenges, in India and internationally, could result in additions to restructured loans and the Bank may not be able to control or reduce the level of restructured loans in its project and corporate finance portfolio.

The Bank restructures assets based on a borrower's potential to restore its financial health. However, certain assets classified as restructured may subsequently be classified as delinquent or non-performing in the event a borrower fails to restore its financial viability and honor its loan servicing commitments to the Bank. There can be no assurance that the debt restructuring criteria approved by the Bank will be adequate or successful and that borrowers will ultimately be able to meet their obligations under restructured loans.

The combination of changes in regulations regarding restructured loans, provisioning, and any substantial increase in the level of restructured assets and the failure of these structured loans to perform as expected could materially adversely affect the Bank's business and future financial performance.

The Bank is exposed to various industry sectors. Deterioration in the performance of any of these industry sectors where the Bank has significant exposure may adversely impact the Bank's business

The Bank is exposed to risk of significant deterioration in the performance of a particular sector which may be driven by events not within the Bank's control. For instance, regulatory action or policy announcements by the GoI or state government authorities, may adversely impact the ability of borrowers in that industry to service their debt obligations to the Bank. While the Bank's portfolio contains loans to a wide variety of businesses, there can be no assurance that financial difficulties in any of these industrial sectors will not increase the level of NPAs and restructured assets, and will therefore adversely affect the Bank's business and its future financial performance.

If the Bank fails to maintain desired levels of customer deposits or loans, its business operations may be materially and adversely affected

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Customer deposits are the Bank's primary source of funding. However, many factors affect the growth of deposits, some of which are beyond the Bank's control, such as economic and political conditions, availability of investment alternatives and retail customers' changing perceptions toward savings. For example, retail customers may reduce their deposits and increase their investment in securities for a higher return, while SMEs and mid-corporate customers may reduce their deposits in order to fund projects in a favourable economic environment. In the event of a decrease in deposits, the Bank may be required to pay higher interest rates to attract deposits, which could adversely affect the Bank's performance. If the Bank fails to maintain its desired level of deposits, the Bank's liquidity position, financial condition and results of operations may be materially and adversely affected. In such an event, the Bank may need to seek more expensive sources of funding, and it is uncertain whether the Bank will be able to obtain additional funding on commercially reasonable terms as and when required. The Bank's ability to raise additional funds may be impaired by factors over which it has little or no control, such as deteriorating market conditions or severe disruptions in the financial markets.

Conversely, the Bank may not be able to reduce its deposits if it experiences surplus liquidity. The Bank must find ways to lend surplus funds to existing or new borrowers in order to earn interest income and protect its net interest margin. If the Bank cannot secure sufficient loan volumes or earn sufficient interest on its lending, due to economic conditions or other factors, its ability to earn income and maintain and increase its net interest margin may be materially adversely affected.

The Bank may experience delays in enforcing its collateral when borrowers default on their obligations to the Bank, which may result in failure to recover the expected value of collateral security, exposing it to a potential loss

A substantial portion of the Bank's loans to corporate customers are secured by real assets, including property, plant and equipment. The Bank's loans to corporate customers also include working capital credit facilities that are typically secured by a first charge on inventory, receivables and other current assets. In some cases, the Bank may have taken further security of a first or second charge on fixed assets and a pledge of financial assets including marketable securities, corporate guarantees and personal guarantees. A substantial portion of the Bank's loans to retail customers is also secured by the financed assets, predominantly property and vehicles. Although the Bank's loans are typically adequately collateralized, an economic downturn could result in a fall in the values of relevant collateral for the Bank.

In India, foreclosure on immovable property generally requires a written petition to an Indian court or tribunal. An application, when made, may be subject to delays and administrative requirements that may result, or be accompanied by, a decrease in the value of the immovable property. Security created on shares of a borrower can be enforced without court proceedings. However, there can be delays in realization in the event that the borrower challenges the enforcement in an Indian court. The Bank may not be able to realize the full value on its collateral as a result of, among other factors, delays in bankruptcy and foreclosure proceedings, any defects in the registration of collateral and any fraudulent transfers by borrowers. A failure to recover the expected value of collateral security could expose the Bank to a potential loss. Any unexpected losses could adversely affect the Bank's business and its future financial performance.

Significant fraud, system failure or calamities would disrupt the Bank's revenue generating activities in the short-term and could harm its reputation and adversely impact its revenue-generating capabilities.

The Bank's business is highly dependent on its ability to efficiently and reliably process a high volume of transactions across numerous locations and delivery channels. It places heavy reliance on its technology infrastructure for processing this data and therefore ensuring system security and availability is of paramount importance. The Bank's systemic and operational controls may not be adequate to prevent adverse impact from frauds, errors, hacking and system failures. A significant system breakdown or system failure caused due to intentional or unintentional acts would have an adverse impact on the Bank's revenue-generating activities and lead to financial loss.

The Bank's reputation could be adversely affected by fraud committed by employees, customers or outsiders, or by its perceived inability to properly manage fraud-related risks. The Bank's inability or perceived inability to manage these risks could lead to enhanced regulatory oversight and scrutiny.

The Bank has established a geographically remote disaster recovery site to support critical applications, and it believes that it will be able to restore data and resume processing. However, it is possible the disaster recovery site may also fail or it may take considerable time to make the system fully operational and achieve complete business

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resumption using the alternate site. Therefore, in such a scenario, where the primary site is completely unavailable, there may be significant disruption to the Bank's operations, which could materially adversely affect its reputation and financial condition.

The Bank has a large portfolio of government securities that may limit its ability to deploy funds in higher yield investments.

As a result of reserve requirements under applicable laws in India, the Bank is more structurally exposed to interest rate risk than banks in many other jurisdictions. Under applicable RBI regulations, the Bank's liabilities are subject to the SLR requirement, which requires that a minimum specified percentage of a bank's net demand and term liabilities be invested in approved securities. The SLR requirements are subject to increase by the RBI in order to curb inflation or absorb excess liquidity. The Bank earns interest on such government securities at rates which are less favourable than those which it typically receives in respect of its retail and corporate loan portfolio, and this adversely impacts the Bank's net interest income and net interest margin. In addition, the market and accounting value of such securities could be adversely affected by overall rising interest rates.

Although many of these government securities are short-term in nature, the market value of the Bank's holdings could decrease if interest rates increase. In such cases, the Bank may have to choose between liquidating its investments and incurring losses, or holding the securities and potentially being required to recognize an accounting loss upon marking to market the value of such investments, and either outcome may adversely impact its financial condition.

The Bank is subject to credit, market and liquidity risk which may have an adverse effect on its credit ratings and its cost of funds

To the extent any of the instruments and strategies the Bank uses to hedge or otherwise manage its exposure to market or credit risk are not effective, the Bank may not be able to mitigate effectively its risk exposures, in particular to market environments or against particular types of risk. The Bank's balance sheet growth will be dependent upon economic conditions, as well as upon its determination to sell, purchase, securitize or syndicate particular loans or loan portfolios. The Bank's trading revenues and interest rate risk exposure are dependent on its ability to properly identify, and mark to market, changes in the value of financial instruments caused by changes in market prices or rates. The Bank's earnings are dependent upon the effectiveness of its management of migrations in credit quality and risk concentrations, the accuracy of its valuation models and its critical accounting estimates and the adequacy of its allowances for loan losses. To the extent its assessments, assumptions or estimates prove inaccurate or not predictive of actual results, the Bank could suffer higher than anticipated losses. The successful management of credit, market and operational risk is an important consideration in managing its liquidity risk because it affects the evaluation of its credit ratings by rating agencies. Rating agencies may reduce or indicate their intention to reduce the ratings at any time. The rating agencies can also decide to withdraw their ratings altogether, which may have the same effect as a reduction in its ratings. Any reduction in the Bank's ratings (or withdrawal of ratings) may increase its borrowing costs, limit its access to capital markets and adversely affect its ability to sell or market its products, engage in business transactions, particularly longer-term and derivatives transactions, or retain its customers. This, in turn, could reduce its liquidity and negatively impact its operating results and financial condition.

If the Bank is unable to adapt to rapid technological changes, its business could suffer. Implementation of new information technology systems may result in technical difficulties

The Bank's future success will depend in large part on its ability to respond to technological advances and to emerging banking industry standards and practices on a cost-effective and timely basis. The development and implementation of such technology entail significant technical and business risks. There can be no assurance that the Bank will successfully implement new technologies effectively or adapt its transaction processing systems to meet customer requirements or emerging industry standards. Such technology updates may result in significant costs of the Bank. If the Bank is unable, for technical, legal, financial or other reasons, to adapt in a timely manner to changing market conditions, customer requirements or technological changes, its business and the future financial performance of the Bank could be materially affected.

As the Bank implements additional IT platforms which become integral to the Bank's product offering, unforeseen technical difficulties may cause disruption in the Bank's operations. The Bank has significantly upgraded its technology infrastructure in the recent past. The Bank has, in the past, experienced disruptions such as the

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disruption of uploading of bulk transactions for a day. Such disruptions could significantly affect the Bank's operations and quality of its customer service and could result in business and financial losses. As the Bank's risk management systems evolve and as its operations become more reliant upon technology to manage and monitor its risk, any failure or disruption could materially and adversely affect its operations and financial position.

Any inadequacy in complying with the regulatory requirements and standards specified by regulatory authorities in the various jurisdictions in which the Bank operates may attract penalties or other punitive action against the Bank

The international branches of the Bank are required to ensure compliance with applicable regulatory requirements and standards applicable to such operations in the relevant jurisdiction. These requirements include monitoring systems and controls, risk management infrastructure and processes and other related regulatory requirements. The failure to introduce any such measures, infrastructure or processes in a timely manner may lead to regulatory action including potential penalties and other punitive measures. Any adverse action initiated by such international regulatory authorities may adversely affect the Bank's business, financial performance and reputation.

The Bank is exposed to fluctuations in foreign exchange rates which could adversely affect the Bank's business and future financial performance.

As a financial institution with operations in various countries, the Bank is exposed to significant exchange rate risks. The Bank complies with regulatory limits upon its unhedged foreign currency exposure by making foreign currency loans on terms that are generally similar to its foreign currency borrowings and thereby transferring the foreign exchange risk to the borrower or through active use of cross-currency swaps and forwards to generally match the currencies of its assets and liabilities. However, the Bank is exposed to fluctuations in foreign currency rates for its unhedged exposure. Any adverse movement in foreign currency exchange rates may also impact the Bank's borrowers adversely, which may in turn impact the quality of its exposure to these borrowers. Volatility in foreign exchange rates could adversely affect the Bank's business and future financial performance.

There are operational risks associated with the banking and financial services industry which may have an adverse impact on the Bank's business.

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The Bank, like all financial institutions, is exposed to many types of operational risks, including the risk of fraud or other misconduct by employees or outsiders, unauthorized transactions by employees and third parties (including violation of regulations for prevention of corrupt practices, and other regulations governing its business activities), or operational errors, including clerical or record keeping errors or errors resulting from faulty computer or telecommunications systems. The Bank outsources some functions to other agencies, such as certain data entry, ATM management and rural outreach bank correspondent functions. Given its high volume of transactions, certain errors may be repeated or compounded before they are discovered and successfully rectified. In addition, its dependence upon automated systems to record and process transactions may further increase the risk that technical system flaws or employee tampering or manipulation of those systems will result in losses that are difficult to detect. The Bank may also be subject to disruptions of its operating systems arising from events that are wholly or partially beyond its control (including, for example, computer viruses or electrical or telecommunication outages, cyber-attacks, and natural calamities), which may give rise to a deterioration in customer service and to loss or liability to the Bank. The Bank is further exposed to the risk that external vendors may be unable to fulfil their contractual obligations to the Bank (or will be subject to the same risk of fraud or operational errors by their respective employees as the Bank is), and to the risk that its (or its vendors') business continuity and data security systems prove not to be sufficiently adequate. The Bank also faces the risk that the design of its controls and procedures may prove inadequate, or are circumvented, thereby causing delays in detection or errors in information. Although the Bank maintains a system of controls designed to keep operational risk at appropriate levels, like all banks, the Bank has suffered losses from operational risk and there can be no assurance that the Bank will not suffer losses from operational risks in the future that may be material in amount, and its reputation could be adversely affected by the occurrence of any such events involving its employees, customers or third parties.

The Bank's hedging strategies and other risk management techniques may not be fully effective in mitigating its risk exposure in all market environments or against all types of risks, including risks that are unidentified or unanticipated. Some methods of managing risk are based upon observed historical market behaviour. As a result, these methods may not predict future risk exposures, which could be greater than the historical measures indicated. Other risk management methods depend upon an evaluation of information regarding markets, clients or other matters. This information may not in all cases be accurate, complete, up to date or properly evaluated. Management

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of operational, legal or regulatory risk requires, among other things, policies and procedures to properly record and verify a large number of transactions and events. Although the Bank has established these policies and procedures, these policies may not be fully effective, which could adversely affect the Bank's business or result in losses.

In addition, although the Bank maintains insurance coverage for certain risks, there can be no assurance that if the Bank suffers material losses, Bank's insurance arrangements will be sufficient to cover those losses. If the Bank's losses are more than the Group's insurance coverage or cannot be recovered through insurance, Bank's business and results of operations could be materially adversely affected.

The Group may not be able to renew or maintain its statutory and regulatory permits and approvals required to operate its business.

The Group is required to obtain various statutory and regulatory permits and approvals to operate its business which requires the Group to comply with certain terms and conditions to continue its banking operations. In the event that it is unable to renew or maintain such statutory permits and approvals or comply with any or all of these terms and conditions, or seek waivers or extensions of time for complying with these terms and conditions, may result in the interruption of all or some of the Group's operations, imposition of penalties and could materially and adversely affect its business, financial results and reputation.

The Bank is involved in various litigation matters. Any final judgment awarding material damages against the Bank could have a material adverse impact on its future financial performance

The Bank is involved in certain litigation matters in the ordinary course of its business. These matters generally arise because the Bank seeks to recover from borrowers or because customers seek counter claims against it. Although it is the Bank's policy to make provisions for probable loss, the Bank does not make provisions or disclosures in its financial statements where its assessment is that the risk is insignificant. The Bank cannot guarantee that the judgments in any of the litigation in which the Bank is involved would be favourable to it and if its assessment of the risk changes, its view on provisions will also change. Increased provisioning for such potential losses could have a material adverse effect on the Bank's results of operations and financial condition. If the Bank's provisioning is inadequate relative to actual losses on final judgment, such additional losses could have an adverse impact on the Bank's business.

Risk related to unaudited financial information

This Placement Memorandum includes unaudited financial information, which has been subjected to limited review, in relation to the Bank. Reliance on such information should, accordingly, be limited.

This Placement Memorandum includes last three years Balance Sheet (audited) and quarterly(Unaudited /limited) Review of Financial Results.Any financial results published in the future may not be consistent with past performance. Accordingly, prospective investors should rely on their independent examination of our financial position and results of operations, and should not place undue reliance on, or base their investment decision solely on the financial information included in this Placement Memorandum.

RISK RELATING TO THE BONDS

Risk factors pertaining to the Issue:

The Bonds are essentially non-equity regulatory instruments, forming part of Bank's capital, governed by Basel III Guidelines and SEBI Regulations. These Bonds have certain unique features which, inter-alia, grant the Issuer (in consultation with RBI) a discretion in terms of writing down the principal / interest, to skip Coupon payments, to make an early recall etc. Without commensurate right for investors to legal recourse, even if such actions of the issuer might result in potential loss to investors.

Payment of Coupon on the Bonds is subject to the terms of Placement Memorandum, including clauses on Coupon Discretion, Dividend Stopper, Loss Absorption Features, Loss Absorption at Pre-Specified Trigger Level and Write Down on PONV of the Summary Term Sheet as contained in the Placement Memorandum. The Bonds are subject to loss absorption features as more particularly described in Summary Term Sheet herein and required of Additional Tier 1 instruments at PONV as provided for in Annex 15 of the Basel III Guidelines.

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Any default in compliance with the material covenants under the outstanding debt instruments or deposits or borrowings (such as default in payment of interest, default in redemption or repayment, default in payment of penal interest) may have a negative impact on the repayment capability of the Bank and / or performance of the Bank's material obligations under the Transaction Documents (as used in the Summary Term Sheet)

All Bonds being offered under this Placement Memorandum are unsecured and the RBI prescribes certain restrictions in relation to the terms of these Bonds

All Bonds being issued under this Placement Memorandum are unsecured in nature. The claims of the Bondholders shall (i) be superior to the claims of investors in equity shares and perpetual non-cumulative preference shares issued by the Bank; (ii) be subordinated to the claims of all depositors, general creditors and subordinated debt of the Bank other than any subordinated debt qualifying as Additional Tier 1 Capital; (iii) neither be secured nor covered by any guarantee of the Issuer or its related entity or other arrangement that legally or economically enhances the seniority of the claim vis -à-vis creditors of the Bank; (iv) Unless the terms of any subsequent issuance of bonds/debentures by the Bank specifies that the claims of such subsequent bond holders are senior or subordinate to the Bonds issued under this Placement Memorandum or unless the RBI specifies otherwise in its guidelines, the claims of the Bondholders shall be pari passu with claims of holders of such subsequent debentures/bond issuances of the Bank; (v) rank pari passu without preference amongst themselves and other Additional Tier 1 Bonds issued for inclusion in Additional Tier 1 Capital. The Bonds are not redeemable at the option of the Bondholders or without the prior consent of RBI. The Bonds are not redeemable at the option of the Bondholders or without the prior consent of RBI.

The Bonds (including all claims, demands on the Bonds and interest thereon, whether accrued or contingent) are issued subject to loss absorbency features applicable for non-equity capital instruments issued in terms of Basel III Guidelines including in compliance with the requirements of Annex 4 thereof and are subject to certain loss absorbency features as described herein and required of Additional Tier 1 capital instruments at the Pre-Specified Trigger level and at the Point of Non Viability as provided for in Annex 15 of the Basel III Guidelines as amended from time to time.

The Bonds may be subject to write off on the occurrence of a PONV Trigger Event or a CET1 Trigger Event

The RBI Basel III circular include a requirement that these bonds may be written-off, in whole or in part, upon the occurrence of the following trigger events: (i) Pre-Specified Trigger Level; and (ii) Point of Non-Viability ("PONV").

If the Common Equity Tier 1 of the Bank falls below 6.125% of risk weighted assets ("RWA") is referred to hereinabove is called the "Pre-Specified Trigger Level". A write-off of the Bonds may have the following effects:

- a) Reduce the claim of the Bond (Up to nil) in liquidation;
- b) Reduce the amount to be re-paid on the Bond when call is exercised (Up to nil);
- c) Partially or fully reduce Coupon payments on the Bond.

Bondholders may lose all or some of their investment as a result of a Write-Down. During the period of any Write-Down, interest will accrue on the outstanding face value of the Bonds, which shall be lower than their issued face value.

The write-down of any Common Equity Tier 1 capital shall not be required before a write-down of any AT1 instruments (including the Bonds). The Bank shall have full discretion to determine the amount of AT1 Instruments (including the Bonds) to be written down. The Bank shall have the discretion to write-down the Bonds multiple times in case the Bank hits Pre-Specified Trigger Level subsequent to the first write-down. The Bonds which have been written down can be written up (partially or full) at the absolute discretion of the Bank and subject to compliance with extant regulations. There can be no assurance that the Issuer will, or will be able to, exercise its discretion to reinstate any principal amount of Bonds which has been Written-Down.

When a paid-up instrument is fully and permanently written-down, it ceases to exist resulting in extinguishment of a liability of a bank (a non-common equity instrument) and creates CET1. A temporary write-down is different from a conversion and a permanent write-down i.e., the original instrument may not be fully extinguished. Generally, the par value of the instrument is written-down (decrease) on the occurrence of the trigger event and which may be written-up (increase) back to its original value in future depending upon the conditions prescribed in the terms and conditions of the instrument.

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In addition to the above, the Bonds can be permanently written off upon the occurrence of the PONV Trigger (as per the section “Write-down on PONV Trigger Event” below). PONV trigger event shall be as defined in the Basel III Guidelines and shall be determined by the RBI. In the event of a Write-off, investors may lose the entire amount of their investment in these Bonds. In the event that a PONV Trigger Event or Pre-Specified Trigger Level occurs, all or some of the rights of holders of Bonds and the receipts and coupons relating to them shall be subject to Write-off. This may not result in the same outcome for Bondholders as would have occurred upon the occurrence of any winding-up proceedings of the Bank.

The Bonds can be written off in case the Bank hits the PONV Trigger. The Bonds which have been written off (full and permanent write-off) shall not be written up.

It will be difficult to predict when, if at all, a principal write-down of Bonds will occur. The RBI has provided limited guidance as to how it would determine non-viability. It is possible that the RBI’s position on these matters may change over time. Non-viability may be significantly impacted by a number of factors, including factors which affect the business, operation and financial condition of the Bank. For instance, systemic and non-systemic macroeconomic, environmental and operational factors, domestically or globally, may affect the viability of the Bank. Accordingly, trading behaviour in respect of these Bonds may not follow the trading behaviour associated with other types of securities. Potential investors in these Bonds should consider the risk that a holder may lose all of its investment, including the principal amount plus any accrued interest, if such regulatory loss absorption measures are acted upon.

Furthermore, there can be no assurance that RBI will not further amend the existing guidelines. There can be no assurance that SEBI will not impose further restriction on these Bonds. Further changes in law and guidelines after the date hereof may affect the rights of holders of the Bonds as well as the market value of the Bonds.

Coupon on the Bonds are not cumulative. Coupons may be cancelled at the Bank’s discretion and must not be paid in certain circumstances.

Coupon on these Bonds are discretionary and non-cumulative. The Bank may elect at its full discretion not to pay and, in the circumstances outlined below, must not pay, all or some of the interest falling due on these Bonds on any Coupon Payment Date. Any coupon not so paid on any such Coupon Payment Date shall be cancelled and shall no longer be due and payable by the Bank. A cancellation of coupon pursuant to Coupon Discretion of the Summary Term Sheet does not constitute a default under these Bonds for any purpose.

Further, pursuant to Coupon Discretion of Summary Term Sheet, the Bank may only pay coupon on the Additional Tier 1 Notes to the extent that such payment of coupon is permitted to be paid under the RBI Guidelines. Where the current year’s profits are not sufficient and such payment needs to be made out of revenue reserves, such payments are subject to the Bank meeting its minimum regulatory capital requirements at all times including the requirements of capital buffer frameworks (i.e. capital conservation buffer, countercyclical capital buffer and Domestic Systemically Important buffers) as set out in the RBI Guidelines. A failure to meet these requirements will result in a mandatory cancellation of coupon payments.

Coupon Discretion of the Summary Term Sheet sets out the circumstances in which the Bank is required to cancel coupon payments on these Bonds pursuant to the RBI Guidelines. Investors should be aware that any change to the RBI Guidelines requiring the Bank to cancel coupon payments in other or additional circumstances could be complied with by the Bank through its general discretion to cancel coupon payments under Coupon Discretion.

In addition, if the Bank’s total Common Equity Tier 1 capital does not exceed the amount required to fulfil its capital buffer requirement (including the capital conservation buffer and any countercyclical capital buffer and D-SIBs buffer), the Bank will be required to conserve a percentage of its earnings (including through cancellation of coupon payments on these Bonds).

Any actual or anticipated cancellation of coupon on these Bonds will likely have an adverse effect on the market price of these Bonds. In addition, as a result of the coupon cancellation provisions of the Additional Tier 1 Bonds, the market price of the Additional Tier 1 Bonds may be more volatile than the market prices of other debt securities on which interest accrues that are not subject to such cancellation and may be more sensitive generally to adverse changes in the Bank’s financial condition.

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These Bonds have no fixed maturity date and investors have no right to call for redemption of the Bonds.

These Bonds are perpetual unless the Bank elects to redeem these Bonds to the extent allowed by the Summary Term Sheet of this Placement Memorandum and the applicable RBI Guidelines. Accordingly, these Bonds have no fixed final redemption date. In addition, holders of these Bonds have no right to call for the redemption of these Bonds. Although the Bank may redeem the Bonds at its option on the Call Option Date or at any time following the occurrence of certain tax and regulatory events, there are limitations on redemption of the Additional Tier 1 Bonds, including obtaining the prior written approval of the RBI and satisfaction of any conditions that the RBI and other relevant authorities may impose at the time of such approval.

There is no assurance that the holders of these Bonds will be able to reinvest the amount received upon redemption at a rate that will provide the same rate of return as their investment in these Bonds. Potential investors should consider re-investment risk in light of other investments available at that time.

Decisions may be made on behalf of all Bondholders that may be adverse to the interests of individual Bondholders

The terms and conditions of the Bonds contain provisions for calling meetings of Bondholders to consider matters affecting their interests generally. These provisions permit defined majorities to bind all Bondholders, including Bondholders who did not attend and vote at the relevant meeting and Bondholders who voted in a manner contrary to the majority.

There is no assurance that the Bonds to be issued under this Placement Memorandum will not be downgraded

The Rating agencies i.e. CRISIL Ratings Ltd and ICRA Ltd have rated the Bonds to be issued under this Placement Memorandum. In the event of deterioration of the financial health of the Issuer or due to other reasons, the rating of the Bonds to be issued under this Placement Memorandum may be downgraded. In such a scenario, Bond holders may incur losses on their investment.

There is no assurance that the Bonds issued pursuant to this Issue will be listed on Stock Exchanges in a timely manner, or at all.

In accordance with Indian law and practice, permissions for listing and trading of the Bonds issued pursuant to this Issue will not be granted until after the Bonds have been issued and allotted. Approval for listing and trading will require all relevant documents to be submitted and carrying out of necessary procedures with the stock exchanges. There could be a failure or delay in listing the Bonds on the Stock Exchanges for reasons unforeseen.

There may be no active market for the Bonds on the platform of the Stock Exchanges. As a result, the liquidity and market prices of the Bonds may fail to develop and may accordingly be adversely affected.

Any issue of Bonds carried out hereunder will be a new issue of bonds and the Bonds have no established trading market. There is no assurance that a trading market for the Bonds will exist and no assurance as to the liquidity of any trading market. Although an application will be made to list the Bonds on the NSE and/or BSE, there can be no assurance that an active market for the Bonds will develop, and if such a market were to develop, there is no obligation on us to maintain such a market. The liquidity and market prices of the Bonds can be expected to vary with changes in market and economic conditions, Bank's financial condition and prospects and other factors that generally influence market price of such instruments. Such fluctuations may significantly affect the liquidity and market price of the Bonds, which may trade at a discount to the price at which you purchase the Bonds.

The Bonds are not guaranteed by the Government of India

The Bonds are not the obligations of, or guaranteed by, the Government. Although the Government own majority of the Bank's issued share capital as of the date of this Placement Memorandum, the Government is not providing a guarantee in respect of the Bonds. In addition, the Government is under no obligation to maintain the solvency of the Bank. Therefore, investors should not rely on the Government ensuring that the Bank fulfils its obligations under the Bonds.

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We are not required to and will not create or maintain a Debenture Redemption Reserve (DRR) for the Bonds issued under this Placement Memorandum.

As per the Ministry of Companies Affairs GOI Notification dt.31.03.2014 and Companies (Share Capital and Debentures) Rules 2014 no debenture redemption reserve is required for debentures issued by Banking Companies for both public as well as privately placed debentures.

REFUSAL OF LISTING OF ANY SECURITY OF THE ISSUER DURING LAST THREE YEARS BY ANY OF THE STOCK EXCHANGES IN INDIA OR ABROAD

NIL

IN CASE OF OUTSTANDING DEBT INSTRUMENTS OR DEPOSITS OR BORROWINGS, ANY DEFAULT IN COMPLIANCE WITH THE MATERIAL COVENANTS SUCH AS CREATION OF SECURITY AS PER TERMS AGREED, DEFAULT IN PAYMENT OF INTEREST, DEFAULT IN REDEMPTION OR REPAYMENT, NONCREATION OF DEBENTURE REDEMPTION RESERVE, DEFAULT IN PAYMENT OF PENAL INTEREST WHEREVER APPLICABLE.

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IV. Key Operational and Financial Parameters in columnar format for the last three audited years is mentioned here below.

a. Standalone

(Rs in crores)

Parameters	FY 2021 (Audited)	FY2022 (Audited)	FY2023 (Audited)	30.06.2023 (Unaudited)	30.09.2023 (Unaudited)	31.12.2023 (Unaudited)
Net Worth	39814.26	48692.46	60195.34	63787.04	67479.91	70893.01
Total Debt : of which	1060858.14	1132694.21	1237308.4		1313280.45	1351420.72
Non-Current Maturities of Long Term Borrowings	35049.50	34265.36	35,469.69			35467.47
Short Term Borrowing	12004.06	11435.42	20120.09			41058.99
Current Maturities of Long Term Borrowings	2930.00	1950.00	2500.00			2500.00
Net Fixed Assets	11206.53	11356.30	10230.67	10189.38	10154.03	10207.21
Non Current Assets	713166.86	755657.07	847548.64			934738.53
Cash and Cash Equivalents	178408.04	182054.31	141422.75	141174.11	134079.7	144117.99
Current Investments	31121.87	28101.76	27805.61			14637.60
Current Assets	440508.18	471322.61	4,98,183.61			534346.96
Current Liabilities	470543.28	4,38,131.31	463369.73			563875.63
Assets Under Management	NA	NA	NA	NA	NA	NA
Off Balance Sheet Assets	NA	NA	NA	NA	NA	NA
Interest Income	69239.79	69410.24	84424.78	25004.07	51841.75	79880.57
Interest Expense	45177.62	43026.26	52989.49	16338.42	34273.11	52894.85
Provisioning & Write-offs	17451.69	17410.56	17112.25	4069.18	8078.62	11228.04
PAT	2557.58	5678.41	10603.76	3534.84	7140.98	10797.07
Gross NPA (%)	8.93%	7.51%	5.35%	5.15%	4.76%	4.39%
Net NPA (%)	3.82%	2.65%	1.73%	1.57%	1.41%	1.32%
Tier 1 Capital Adequacy Ratio (%)	10.08%	11.91%	13.78%	13.58%	13.60%	13.38%
Tier 2 Capital Adequacy Ratio (%)	3.10%	2.99%	2.90%	2.66%	2.60%	2.40%

b. Consolidated

(Rs in crores)

Parameters	FY 2021 (Audited)	FY2022 (Audited)	FY2023 (Audited)	30.06.2023 (Unaudited)	30.09.2023 (Unaudited)	31.12.2023 (Unaudited)
Net Worth	43344.83	52552.11	64556.51		72198.71	75691.28
Total Debt : of which	1060997.82	1132625.91			-	
Non-Current Maturities of Long Term Borrowings	35049.50	34265.36			-	

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Parameters	FY 2021 (Audited)	FY2022 (Audited)	FY2023 (Audited)	30.06.2023 (Unaudited)	30.09.2023 (Unaudited)	31.12.2023 (Unaudited)
Short Term Borrowing	12033.30	11435.42			-	
Current Maturities of Long Term Borrowings	2930.00	1950.00				
Net Fixed Assets	11271.17	11449.70	10333.97			
Non Current Assets	735980.3	780361.11				
Cash and Cash Equivalents	178866.38	182391.42	141702.82			
Current Investments	33645.52	33645.52				
Current Assets	443559.57	477302.42				
Current Liabilities	470667.80	4,38,028.71				
Assets Under Management	NA	NA	NA	NA		
Off Balance Sheet Assets	NA	NA	NA	NA		
Interest Income	70253.27	70613.78	858843.73	25450.79	27289.61	28492.24
Interest Expense	45182.50	43035.47	52990.06	16336.97	8250.34	18620.26
Provisioning & Write-offs	17170.07	17502.62	17166.48	4079.03	2608.58	3169.33
PAT	2890.60	6124.82	11254.75	3738.93	3797.67	3790.21
Gross NPA (%)	8.94%	7.51%	5.35%	5.16%	4.76%	4.39%
Net NPA (%)	3.82%	2.65%	1.76%	1.57%	1.41%	1.32%
Tier 1 Capital Adequacy Ratio (%)	10.18%	11.99%	13.84%	13.64%	13.66%	13.43%
Tier 2 Capital Adequacy Ratio (%)	3.09%	2.98%	2.89%	2.66%	2.59%	2.39%

c. Gross Debt Equity Ratio of the Issuer

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(Rs in crores)

Particulars	Pre-Issue (as on December 31, 2023)	Post Issue of Bonds of Rs 2000 Crore
TOTAL LONG TERM DEBT *	42139.10	44139.10
Total Long Term Debt	42139.10	44139.10
SHAREHOLDERS' FUNDS **	70893.01	70893.01
Share Capital	1814.13	1814.13
Reserve & Surplus (excluding FCT Revaluation Reserve)	75207.30	75207.30
Net Worth**	70893.01	70893.01
GROSS DEBT/ EQUITY RATIO	0.59	0.62

* Excludes Refinance (Domestic) and Borrowings from Banks (overseas)

** Includes Share Capital plus Reserve (Excluding Revaluation Reserve & FCT Reserve) Minus Intangible Assets i.e. Deferred Tax Assets.

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- d. Details of any other contingent liabilities of the issuer based on the last audited financial statements including amount and nature of liability

The details of contingent liabilities of the issuer on a standalone basis as on 31.12.2023 is as follows:

Sr. No.	Particulars	Rs in crore
1	Claims against the bank not acknowledged as debts	17782.72
2	Liability for partly paid investments	0.44
3	Guarantees given on behalf of constituents - a) in India b) Outside India	53774.56 191.34
4	Liability on account of outstanding forward exchange contracts & currency options	107344.07
5	Acceptances, endorsements and other obligations	20156.80
6	Other items for which the bank is contingently liable/capital commitments	6432.64
	TOTAL	205682.57

The details of contingent liabilities of the issuer on a consolidated basis as on 31.12.2023 is as follows:

Sr. No.	Nature of Liability	Rs in Crore
1	Claims against the bank not acknowledged as debts	17849.51
2	Liability for partly paid investments/ Venture Funds	0.44
3	Liability on account of outstanding forward exchange contracts	107344.57
4	Guarantees given on behalf of constituents	53978.14
	(a) In India	53778.61
	(b) Outside India	199.53
5	Acceptances, endorsements and other obligations	20156.80
6	Other items for which the bank is contingently liable Bill of Exchange Rediscounted	6871.30
	TOTAL	206200.76

V. Project Cost and Means of Financing, in case of funding of new projects

The funds being raised by the Bank through present issue of Bonds are not meant for financing any particular project. The Bank shall utilize the proceeds of the Issue for its regular business activities and other associated business objectives such as discharging existing debt obligations which were generally undertaken for business operations. The Bank has to shore up its Capital base to match the growth in Assets and maintain level of CAR higher than the minimum level prescribed by RBI.

VI. Subsidiaries/Associates/Joint Ventures of the Bank as on 31.12.2023 is as follows:

SI No	NAME OF THE COMPANY	CIN NUMBER	LEI NUMBER	Nature of Relationship
1	Canbank Computer Services Ltd	U85110KA1994PLC016174	335800SVKS73UTWPK743	Subsidiary
2	Canbank Venture Capital Fund Ltd	U85110KA1995PLC017248	NA	Subsidiary
3	Canbank Securities Ltd	U67120MH1996GOI097783	9845002C638CD83FC657	Subsidiary

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4	Canfin Homes Ltd	L85110KA1987PLC008699	335800EJ9Y3XDP5ZDH81	Associate
5	Canara Hsbc Life Insurance Company Ltd	U66010DL2007PLC248825	213800FTUDKX8V8DYP74	Subsidiary
6	Canara Robeco Asset Management Co Ltd	U65990MH1993PLC071003	335800MMCMT4ZYJMM121	Subsidiary
7	Canbank Factors Ltd	U85110KA1991PLC011960	335800BZ6I2IATJA2J81	Subsidiary
8	Canbank Financial Services Ltd	U85110KA1987PLC008381	NA	Subsidiary
9	Higher Education Financing Agency	U74999KA2017NPL103474	984500DB0605E5D5B063	Joint Venture

C. BRIEF HISTORY SINCE INCORPORATION WITH DETAILS OF ACTIVITIES INCLUDING REORGANISATION, RECONSTRUCTION OR AMALGAMATION, CHANGES IN CAPITAL STRUCTURE, (AUTHORIZED, ISSUED AND SUBSCRIBED) AND BORROWINGS, IF ANY.

History of the Bank

Sri Ammembal Subba Rao Pai founded CANARA BANK (hereinafter referred to as “The Bank”) in 1906 at Mangalore in the name of Canara Permanent Hindu Fund. It became a Public Ltd. Company in 1910 and the name was changed to Canara Bank Ltd.

In July 1969, Canara Bank Ltd, along with 13 other major banks, was nationalized and is now a Public Sector Bank constituted under the Banking Companies (Acquisition & Transfer of Undertakings) Act, 1970. Under the provisions of the Banking Regulations Act, 1949, in addition to the business of banking, the Bank can undertake the business as specified under Section 6 of the above Act.

Changes in the Organizational Setup

The Bank brought out further changes in its organizational/operational set-up to facilitate smooth functioning and effective results. The Organizational design and structure are continuously revisited and studied to make inroads for further functional excellence.

The Bank has completely moved towards a 4 tier structure comprising Head Office, Circle Offices, Regional Offices and Branches. The Organizational Structure has been reworked to enable better execution of strategy and ensure smooth functioning. Our Bank has a network of 24 circle Offices, 176 Regional Offices and more than 9706 branches as at 31.03.2023, spread over all States & 8 Union Territories of the country. Bank has also its presence overseas.

CAPITAL STRUCTURE OF THE BANK

i. **Details of Share Capital as on December 31, 2023**

(Rs in crores)

Particulars		Amount
1.	SHARE CAPITAL	
a.	Authorized Equity Share Capital	
	300,00,00,000 Equity Shares of Rs.10/- each	3,000.00
b.	Issued & Subscribed Equity Share Capital	
	1,81,41,30,252 Equity Shares of Rs.10/- each fully paid up	1814.13
c.	Paid-up Equity Share Capital	
	1,81,41,30,252 Equity Shares of Rs.10/- each fully paid up	1814.13

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	Add: Amount of Equity Shares forfeited	--	
	Total Paid-up Equity Share Capital		1814.13
2.	SHARE PREMIUM ACCOUNT		13919.01

The Issue will not have any impact on the paid-up capital.

ii. Changes in the capital structure as on last quarter end, for the last five years:

Particulars of change	Amount (Rs. in crore)	Date of change (AGM/ EGM)
Authorized Capital of the Bank increased from Rs. 1,500 crore to Rs. 3,000 crore	3,000.00	By notification F. No. 11/4/2009-BOA dated November 27, 2009 of Government of India
QIP Mode - During the month of March, 2011	33.00 (Issued and allotted 3.30 Crore Equity Shares through QIP Mode at an Issue price of Rs. 604/-)	Date of AGM - 19.07.2010 Allotment was made on : 15.03.2011
Preferential Allotment to Government of India (Equity Shares)	18.26 (allotment of 1,82,58,837 equity shares of Rs. 10/- each)	Date of EGM - 30.12.2013 Date of Allotment - 31.12.2013
Preferential Allotment to Government of India (Equity Shares)	13.94 (allotment of 1,39,38,134 equity shares of Rs. 10/- each)	Date of EGM - 27.03.2015 Date of Allotment - 31.03.2015
Preferential Allotment to Life Insurance Corporation of India	40.00 (allotment of 4,00,00,000 equity shares of Rs. 10/- each)	Date of EGM - 30.04.2015 Date of Allotment - 12.05.2015
Preferential Allotment to Government of India (Equity Shares)	27.79 (allotment of 2,77,94,083 equity shares of Rs. 10/- each)	Date of EGM - 29.09.2015 Date of Allotment - 30.09.2015
Rights Issue	54.29 (allotment of 5,42,99,105 equity shares of Rs.10/- each)	Date of AGM - 26.07.2016 Date of Allotment - 27.03.2017
Preferential Allotment to Government of India	135.95 (allotment of 13,59,54,616 equity shares of Rs. 10/- each)	Date of EGM - 01.03.2018 Date of Allotment - 27.03.2018
Canara Bank - Employee Share Purchase Scheme	20 (Allotment of 2 crore equity shares to eligible employees of Rs.10 each)	Date of AGM - 26.07.2018 Date of Allotment - 06.02.2019
Preferential Allotment to Government of India	276.98 (Allotment of 27,69,88,576 equity shares of Rs 10/- each)	Date of Allotment - 04.12.2019
On account of amalgamation of Syndicate Bank into Canara Bank w.e.f. 01.04.2020	Allotment of 42,32,68, 155 equity shares of Rs 10/- each on account of amalgamation of Syndicate Bank into Canara Bank w.e.f 01.04.2020	Date of Allotment - 01.04.2020

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Particulars of change	Amount (Rs. in crore)	Date of change (AGM/ EGM)
QIP Mode - During the month of December 2020	193.24 (Issued and allotted 19,32,36,714 Equity Shares of Rs 10/- each through QIP Mode at an Issue price of Rs.103.50)	Date of AGM - 10.08.2020 Allotment was made on : 11.12.2020
QIP Mode - During the month of August 2021	167.39 (Issued and allotted 16,73,92,032 Equity Shares of Rs 10/- each through QIP Mode at an Issue price of Rs.149.35)	Date of AGM - 03.08.2021 Allotment was made on : 24.08.2021

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iii. Equity Share Capital History of the Bank as on the last quarter end, for the last five years:

Sl No	Date/Year of allotment	No of equity share	Face value (Rs)	Issue price (Rs)	Consideration (Cash, Other than cash etc)	Nature of Allotment	Cumulative share capital		
							No of equity share	Equity share capital (Rs. In cr)	Equity share premium (Rs. In cr)
1	14.12.2002 along with IPO allotment in the year 2002-03	30,00,00,000	10.00	--	Held by Government of India	---	30,00,00,000	300.00	-----
2	14.12.2002 (IPO 2002-03)	11,00,00,000 (to public)	10.00	35.00	Initial Public Officer (IPO) Placement of Equity Shares	IPO	41,00,00,000	410.00	275.00
3	15.03.2011 (2010-11)	3,30,00,000	10.00	604.00	Qualified Institutional Placement (QIP)	Allotment to QIBs	44,30,00,000	443.00	2235.20
4	2013-14	1,82,58,837	10.00	273.84	Preferential Allotment to Government of India	Preferential Allotment to GOI	46,12,58,837	461.26	2716.94
5	31.03.2015 (2014-15)	1,39,38,134	10.00	408.95	Preferential Allotment to Government of India	Preferential Allotment to GOI	47,51,96,971	475.20	3273.01
6	(June 2015) 2015-16	4,00,00,000	10.00	380.08	Preferential Allotment to LIC of India / Schemes of LIC	Preferential Allotment to LIC of India / Schemes of LIC	51,51,96,971	515.20	4753.33
7	30.09.2015 (2015-16)	2,77,94,083	10.00	340.72	Preferential Allotment to Government of India	Preferential Allotment to GOI	54,29,91,054	542.99	5672.54

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Sl No	Date/Year of allotment	No of equity share	Face value (Rs)	Issue price (Rs)	Consideration (Cash, Other than cash etc)	Nature of Allotment	Cumulative share capital		
							No of equity share	Equity share capital (Rs. In cr)	Equity share premium (Rs. In cr)
8	27.03.2017 (2016-17)	5,42,99,105	10.00	207		Right Issue	59,72,90,159	597.29	6742.22
9	27.03.2018 (2017-18)	13,59,54,616	10.00	357.84	Preferential Allotment to Government of India	Preferential Allotment to GOI	73,32,44,775	733.24	11471.27
10	06.02.2019 (2018-19)	2,00,00,000	10	186 (Issued at discount of 33.33% = Rs.92.64/Share)	Canara Bank - Employee Share Purchase Scheme (Tranche-i)	Allotment to Eligible Employees under Canara Bank Employee Share	75,32,44,775	753.24	12008.54
11	04.12.2019 (2019-2020)	27,69,88,576	10	237.23	Preferential Allotment to Government of India	Preferential Allotment to GOI	1,03,02,33,351	1030.23	18302.55
12	01.04.2020 (2020-2021)	42,32,68,155	10	NA	On account of amalgamation of Syndicate Bank into Canara Bank w.e.f. 01/04/2020	Approved Swap Ratio - 158 shares each of Canara Bank for every 1000 shares of Syndicate Bank	1,45,35,01,506	1453.50	-
13	11.12.2020 (2020-2021)	19,32,36,714	10	103.50	Qualified Institutional Placement (QIP)	Allotment to QIBs	1,64,67,38,220	1646.74	20109.32
14	24.08.2021 (2021-2022)	16,73,92,032	10	149.35	Qualified Institutional Placement (QIP)	Allotment to QIBs	1,81,41,30,252	1814.13	22441.93

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iv. Details of any acquisition or amalgamation in the last 1 year

NIL

v. Details of any Re Organization or Reconstruction in the last one year (01.04.2022 to till Date)

Type of Event	Date of Announcement	Date of Completion	Details
To update the function of FM Wing in tune with their present functionality.	21.04.2022	21.04.2022	MD&CEO, vide orders dated 21.04.2022, had permitted to update the function of FM Wing in tune with their present functionality.
To Rename MIS Wing as Business Analytics & Information System (BA&IS) Wing.	21.04.2022	21.04.2022	MD&CEO, vide orders dated 21.04.2022, had permitted to Rename MIS Wing as Business Analytics & Information System (BA&IS) Wing.
Formation Govt. Services Wing by carving relevant functions from GA Wing, MPR Wing & PC wing along with Govt. Services Branch Delhi, Govt. Link Cell Nagpur	25.04.2022	25.04.2022	MD&CEO, vide orders dated 25.04.2022, had permitted formation Govt. Services Wing by carving relevant functions from GA Wing, MPR Wing & PC wing along with Govt. Services Branch Delhi, Govt. Link Cell Nagpur
To Rename RBS & Compliance Wing as Compliance & RBS Wing	05.05.2022	05.05.2022	MD&CEO, vide orders dated 25.04.2022, had permitted to Rename RBS & Compliance Wing as Compliance & RBS Wing
Permitted closure of Corporate Communication & investors relation Section under SP&D Wing and map the relevant function to Economic research Section SP&D Wing, Secretarial Department Compliance & RBS wing, BS&CA Section FM Wing.	30.05.2022	30.05.2022	MD&CEO, vide orders dated 30.05.2022, permitted closure of Corporate Communication & investors relation Section under SP&D Wing and map the relevant function to Economic Research Section SP&D Wing, Secretarial Department Compliance & RBS wing, BS&CA Section FM Wing.
Permitted to shift the work of designing/printing of Annual Report from Development Section, SP&D Wing to Secretarial Department, Compliance & RBS Wing.	08.06.2022	08.06.2022	MD&CEO, vide orders dated 08.06.2022, permitted to shift the work of designing/printing of Annual Report from Development Section, SP&D Wing to Secretarial Department, Compliance & RBS Wing.
Permitted to Form a Start-up Section under FI Wing, Move the functions pertaining to Aadhar enabled payment System (AePS) from Online Banking section, DBS Wing by to Business Correspondent Cell, FI Wing, Move functions pertaining to PMJJBY & PMSBY from M&PR Wing to Financial Inclusion Section, FI Wing and Reorganize functions of various sections under M & PR Wing in tune with the present functionality.	18.06.2022	18.06.2022	MD&CEO, vide orders dated 18.06.2022, permitted to Form a Start-up Section under FI Wing, Move the functions pertaining to Aadhar enabled payment System (AePS) from Online Banking section, DBS Wing by to Business Correspondent Cell, FI Wing, Move functions pertaining to PMJJBY & PMSBY from M&PR Wing to Financial Inclusion Section, FI Wing and Reorganize functions of various

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			sections under M & PR Wing in tune with the present functionality.
Permitted to form Environmental Social Governance (ESG) Section under RM Wing	06.07.2022	06.07.2022	MD&CEO, vide orders dated 06.07.2022, permitted to form Environmental Social Governance (ESG) Section under RM Wing to develop & monitor the actionable since in the field of ESG.
Permitted to Dissolve Core Banking Customization & development Group and Payment Gateway Group also form a Strategic Governance & Compliance Group under DIT Wing.	11.08.2022	11.08.2022	MD&CEO, vide orders dated 11.08.2022, permitted to Dissolve Core Banking Customization & development Group and Payment Gateway Group also form a Strategic Governance & Compliance Group under DIT Wing. • Update/delete few functions of TM Wing in tune with their present functionality.
Permitted to form a Separate HO Field Inspection Section under Inspection Wing, HO	12.08.2022	12.08.2022	MD&CEO, vide orders dated 12.08.2022, permitted to form a Separate HO Field Inspection Section under Inspection Wing, HO
Permitted to allot the following functions to Credit Policy Section - RM Wing, in tune with the observations made by the RBI Officials during the recently concluded on-site Risk Based Supervision:	08.09.2022	08.09.2022	MD&CEO, vide orders dated 08.09.2022, has permitted to allot the following functions to Credit Policy Section - RM Wing, in tune with the observations made by the RBI Officials during the recently concluded on-site Risk Based Supervision: Considering the data provided by the user Wing <ul style="list-style-type: none"> • Computation / monitoring of exposure norms and limits fixed by the Bank as a whole • Exposure Clearance to be obtained wherever stipulated
Permitted to update the functions of Marketing & Public Relations (M&PR) Wing, HO	29.09.2022	29.09.2022	MD&CEO, vide orders dated 29.09.2022, permitted to update the functions of Marketing & Public Relations (M&PR) Wing, HO
Permitted to update the objectives of Central Processing Wing in tune with the RBI comments on pendency in KYC/CKYC/Re-KYC.	15.10.2022	15.10.2022	MD&CEO, vide orders dated 15.10.2022, permitted to update the objectives of Central Processing Wing in tune with the RBI comments on pendency in KYC/CKYC/Re-KYC.
Permitted to update the functions of General Administration (GA) Wing, HO	09.11.2022	09.11.2022	MD&CEO, vide orders dated 09.11.2022, permitted to update the functions of General Administration (GA) Wing, HO
Permitted to update the functions of Integrated Treasury (ITW) Wing & Strategic Planning & Development Wing (SP&D) Wing, HO	09.11.2022	09.11.2022	MD&CEO, vide orders dated 09.11.2022, permitted to update the functions of Integrated Treasury (ITW) Wing & Strategic Planning & Development Wing (SP&D) Wing, HO

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Permitted to form 02 new Sections i.e Model Validation Section & Model Development Section under RM Wing, HO.	10.03.2023	10.03.2023	MD&CEO, vide orders dated 10.03.2023, permitted to form 02 new Sections i.e Model Validation Section & Model Development Section under RM Wing, HO.
Permitted the formation of operations wing by merging the existing Cash Management, Central Processing, Reconciliation, Transaction Monitoring Wing & carving out Organisation & Methods Section, Customer Service Section (including internal ombudsman related functions) from existing Strategic Planning & Development Wing. Rename Strategic Planning & Development Wing as Strategy & Resources Wing.	24.03.2023	24.03.2023	MD&CEO, vide orders dated 24.03.2023, permitted the formation of operations wing by merging the existing Cash Management, Central Processing, Reconciliation, Transaction Monitoring Wing & carving out Organisation & Methods Section, Customer Service Section (including internal ombudsman related functions) from existing Strategic Planning & Development Wing. Rename Strategic Planning & Development Wing as Strategy & Resources Wing.
<p>Permitted to:</p> <ul style="list-style-type: none"> Shift the functions pertaining to Monitoring of RRBs from Lead Bank & Regional Rural Bank (LB&RRB) Wing and Monitoring of Overseas Subsidiary M/s Canara Bank (Tanzania) Ltd (CBTL) from Internal Operations (IO) Wing to Associates & Subsidiaries (A&S) Wing Delete functions related to monitoring of M/s Commercial Indo Bank LLC, Moscow (a Joint Venture with SBI) from IO Wing. Shift Centralised NRI Hub (including functions related to Representative Office at Sharjah) from IO Wing to Strategy & Resources (S&R) Wing. Shift Mutual Funds Section from A&S Wing to Marketing & Public Relations (M&PR) Wing Shift functions related to monitoring of Call Centres of the Bank from (M&PR) Wing to Operations Wing. Dissolve LB&RRB Wing and shift the functions related to monitoring of Lead Bank & SLBC to Financial Inclusion (FI) Wing. Shift the function of on- Boarding of Business Correspondents (BCs) from DBS Wing to FI Wing 	12.04.2023	12.04.2023	<p>MD&CEO, (NOTE NO: MDCEO:21:2023) vide orders dated 18.04.2023, permitted to:</p> <ul style="list-style-type: none"> Shift the functions pertaining to Monitoring of RRBs from Lead Bank & Regional Rural Bank (LB&RRB) Wing and Monitoring of Overseas Subsidiary M/s Canara Bank (Tanzania) Ltd (CBTL) from Internal Operations (IO) Wing to Associates & Subsidiaries (A&S) Wing Delete functions related to monitoring of M/s Commercial Indo Bank LLC, Moscow (a Joint Venture with SBI) from IO Wing. Shift Centralised NRI Hub (including functions related to Representative Office at Sharjah) from IO Wing to Strategy & Resources (S&R) Wing. Shift Mutual Funds Section from A&S Wing to Marketing & Public Relations (M&PR) Wing Shift functions related to monitoring of Call Centres of the Bank from (M&PR) Wing to Operations Wing. Dissolve LB&RRB Wing and shift the functions related to

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<ul style="list-style-type: none"> Accordingly change the nomenclature of: <ul style="list-style-type: none"> ➤ Associate & Subsidiaries Wing as Associates, Subsidiaries & RRB Wing ➤ Financial Inclusion Wing as Lead Bank & Financial Inclusion Wing ➤ Marketing & Public Relations Wing as Marketing, Public Relations & Third Party Products Wing 			<ul style="list-style-type: none"> monitoring of Lead Bank & SLBC to Financial Inclusion (FI) Wing. Shift the function of on-Boarding of Business Correspondents (BCs) from DBS Wing to FI Wing Accordingly change the nomenclature of: <ul style="list-style-type: none"> ➤ Associate & Subsidiaries Wing as Associates, Subsidiaries & RRB Wing ➤ Financial Inclusion Wing as Lead Bank & Financial Inclusion Wing ➤ Marketing & Public Relations Wing as Marketing, Public Relations & Third Party Products Wing
<p>Permitted to reorganize/modify the function of:</p> <ol style="list-style-type: none"> 1. Operations Wing 2. S&R Wing 3. Compliance & RBS Wing 4. FM Wing 5. CAM Wing 	26.04.2023	26.04.2023	<p>MD&CEO, (vide note No: MD CEO: 32: 2023) orders dated 05.05.2023, permitted to reorganize/modify the function of:</p> <ol style="list-style-type: none"> 1. Operations Wing 2. S&R Wing 3. Compliance & RBS Wing 4. FM Wing 5. CAM Wing
<p>Permitted for formation of Digital Innovation Hub at Mumbai (Note directly place by DBS vertical, IT Wing).</p>	24.05.2023	24.05.2023	<p>MD&CEO (Vide orders No DBS:807/ESTCS-16/MDCEO-3/ESTB/2023, permitted for formation of Digital Innovation Hub at Mumbai (Note directly place by DBS vertical, IT Wing).</p>
<p>Permitted to reorganize/update the functions</p> <ol style="list-style-type: none"> 1. Risk Management Wing. 1. New section - Group risk management section 2. Renaming ESG desk to ESG & RIH. 3. RM functions update 4. LCCW WING functions update 5. FM Wing functions update 6. DBS vertical IT Wing functions update 7. Compliance & RBS Wing functions update. 	12.06.2023	12.06.2023	<p>MD&CEO (Vide note No: MD CEO:71: KRD:2023 F-301) orders dated 15.06.2023, permitted to reorganize/update the functions</p> <ol style="list-style-type: none"> 1. Risk Management Wing. 1. New section - Group risk management section 2. Renaming ESG desk to ESG & RIH. 3. RM functions update 4. LCCW WING functions update 5. FM Wing functions update 6. DBS vertical IT Wing functions update 7. Compliance & RBS Wing functions update.
<p>Permitted to modify the existing function of AML/CFT section, Transaction Monitoring Vertical, Operations Wing.</p>	19.06.2023	19.06.2023	<p>MD&CEO (Vide note No: MD CEO:75:KRD:2023 F-301) orders dated 19.06.2023, permitted to modify the existing function of AML/CFT section, Transaction</p>

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			Monitoring Vertical, Operations Wing.
Permitted to form 5 new section under DIT vertical as below by carving out the function of Data Center Management Section & Network Operations Section. 1. Data Center Administration Section 2. Data center Operations Section (ITI) 3. Network Administration Section 4. Network Operations Section (ITI) 5. Command Center Section.	27.06.2023	27.06.2023	MD&CEO (Vide note No: MD CEO:79:KRD:2023 F-301) orders dated 30.06.2023, permitted to form 5 new section under DIT vertical as below by carving out the function of Data Center Management Section & Network Operations Section. 1. Data Center Administration Section 2. Data center Operations Section (ITI) 3. Network Administration Section 4. Network Operations Section (ITI) 5. Command Center Section.
Permitted to form new section by name Compliance & Follow up section under Customer Service vertical, Operations Wing.	14.07.2023	14.07.2023	MD&CEO (Vide note No: MD CEO:92:KRD:2023 F-301) orders dated 15.07.2023, permitted to form new section by name Compliance & Follow up section under Customer Service vertical, Operations Wing.
Permitted to form new section by name Corporate Cash Management Services (CCMS) Section under Large corporate Credit Wing (LCCW).	15.07.2023	15.07.2023	MD&CEO (Vide note No: MD CEO:90:KRD:2023 F-301) orders dated 15.07.2023, permitted to form new section by name Corporate Cash Management Services (CCMS) Section under Large corporate Credit Wing (LCCW).
Permitted to update the functions of Credit Monitoring Section, CA&M Wing	28.07.2023	28.07.2023	MD&CEO (Vide note No: MD CEO:100:KRD:2023 F-301) orders dated 01.08.2023, permitted to update the functions of Credit Monitoring Section, CA&M Wing.
Permitted to update the functions of Credit Monitoring Section, CA&M Wing	27.09.2023	27.09.2023	MD&CEO (Vide note No: MD CEO:122:KRD:2023 F-301) orders dated 17.10.2023, permitted to update the functions of Credit Monitoring Section, CA&M Wing
Permitted to update the functions of Integrated Treasury Wing, Global Trade Processing Centre (GTPC) Vertical & Formation of Sections under GTPC Vertical.	13.10.2023	13.10.2023	MD&CEO (Vide note No: MD CEO:130:KRD:2023 F-301) orders dated 17.10.2023, permitted to update the functions of Integrated Treasury Wing, Global Trade Processing Centre (GTPC) Vertical & Formation of Sections under GTPC Vertical.
Permitted to form a link cell in the Bank - Single point of Contact for Ex-Whole Time Directors.	30.10.2023	30.10.2023	MD&CEO (Vide note No: MD CEO:134:KRD:2023 F-301) orders dated 31.10.2023, permitted to form a link cell in the Bank - Single

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			point of Contact for Ex-Whole Time Directors.
Permitted to update the functions of Operations & MSME Wing. - Shifting of Account Aggregator functions from MSME Wing to Operational Income & Expenditure Section, Transaction Monitoring Vertical, Operations Wing.	14.12.2023	14.12.2023	MD&CEO (Vide note No: MD CEO:154: KRD:2023 F-301) orders dated 14.12.2023, permitted to update the functions of Operations & MSME Wing. - Shifting of Account Aggregator functions from MSME Wing to Operational Income & Expenditure Section, Transaction Monitoring Vertical, Operations Wing.
Permitted to rename "Non CBS Application Maintenance Section" as "Software Project Management Section" under DIT Vertical, IT Wing.	14.12.2023	14.12.2023	MD&CEO (Vide note No: MD CEO:142:KRD:2023 F-301) orders dated 16.12.2023, permitted to rename "Non CBS Application Maintenance Section" as "Software Project Management Section" under DIT Vertical, IT Wing.
Permitted to shift monitoring of ATM functions, E Surveillance mechanism from DBS Vertical, IT Wing to Central Security Cell, General Administration Wing.	03.01.2024	03.01.2024	MD&CEO (Vide note No: MD CEO:01:KRD:2024 F-301) orders dated 05.01.2024, permitted to shift monitoring of ATM functions, E Surveillance mechanism from DBS Vertical, IT Wing to Central Security Cell, General Administration Wing.
Permitted to form Information Security Wing at Head Office w.e.f 01.04.2024.	03.01.2024	03.01.2024	MD&CEO (Vide note No: MD CEO:02:KRD:2024 F-301) orders dated 05.01.2024, permitted to form Information Security Wing at Head Office w.e.f 01.04.2024.

D. Details of shareholding of the Bank as on 31.12.2023.

I. Shareholding pattern of the Bank as on December 31, 2023

Sl No	Particulars	Total No. of Equity Shareholders	No. of Equity Shares	Total Shareholding as % of total no of equity shares
1	PRESIDENT OF INDIA	1	1141709678	62.93
2	MUTUAL FUNDS	32	94510468	5.21
3	ALTERNATIVE INVESTMENT FUND	10	15840462	0.87
4	BANKS	20	4986401	0.27
5	INSURANCE COMPANIES	6	116112750	6.40
6	QUALIFIED INSTITUTIONAL BUYER	12	5806655	1.54
7	NBFC	7	11205	0.00
8	FOREIGN PORTFOLIO - CORP	325	203317495	11.21
9	DIRECTORS	1	250	0.00

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10	KEY MANAGEMENT PERSONNEL	1	1337	0.00
11	EMPLOYEES	32854	11720813	0.65
12	RESIDENT INDIVIDUALS	597205	172853913	9.53
13	NON RESIDENT INDIAN NON REPATRIABLE	3009	1262911	0.07
14	NON RESIDENT INDIANS	3990	3362989	0.19
15	BODIES CORPORATES	1888	16271572	0.90
16	TRUSTS	37	383151	0.02
17	DIRECTORS AND THEIR RELATIVES	4	1601	0.00
18	H U F	5348	3821148	0.21
19	CLEARING MEMBERS	20	41081	0.00

Notes: The promoters have not pledged or encumbered their shareholding in the Bank

II. List of top 10 holders of equity shares of the Bank as on December 31, 2023

Sl. No.	Name of Shareholder	Total number of Equity Shares held	Number of Equity Shares held in demat form	Total shareholding as a percentage of total number of Equity Shares
1	PRESIDENT OF INDIA	1141709678	1,14,17,09,678	62.93
2	LIFE INSURANCE CORPORATION OF INDIA	114367331	13,21,17,831	6.30
3	BNP PARIBAS FINANCIAL MARKETS - ODI	37274679	3,81,47,680	2.05
4	REKHA RAKESH JHUNJHUNWALA	26597400	2,65,97,400	1.47
5	SMALLCAP WORLD FUND, INC	26212776	2,62,12,776	1.44
6	VISHAL GUPTA	18000000	1,80,00,000	0.99
7	NEW WORLD FUND INC	16580176	1,65,80,176	0.91
8	REKHA JHUNJHUNWALA	9750200	97,50,200	0.54
9	VOLRADO VENTURE PARTNERS FUND II	9125700	91,25,700	0.50
10	SBI LIFE INSURANCE CO. LTD	7237822	74,62,721	0.40
	Total	1,40,68,55,762	1,40,68,55,762	77.55

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E. Details regarding the Directors of the Bank:

i. Details of Current Directors of the Bank as on 31.12.2023:

Sl. No.	Name, Designation and DIN	Age (in Years)	Address	Director of the Bank since	Details of other Directorship/s
1.	Shri Vijay Srirangan DIN 01813891	67	Canara Bank, Head Office 112, J.C. Road Bengaluru-560 002	07.11.2022	1. Cornerstone Venture Partners Investment Advisers LLP (Partner)- Active 2. Indian Federation Against Software Theft- Director (Inactive Company). 3. Triton Mentors and Advisers LLP (Partner) Inactive Company Filed for Closure)
2	Shri K Satyanarayana Raju DIN 08607009	56	Canara Bank, Head Office 112, J.C. Road Bengaluru -560 002 Restricted	10.03.2021 to 06.02.2023 as Executive Director. On 07.02.2023. Elevated as MD & CEO of the Bank	1. Canara HSBC Life Insurance Company 2. Canara Robeco Asset Management Company 3. CanFin Homes Ltd. 4. Electronics Development Fund (EDF) Management Board (of Canbank Venture Capital Fund Ltd.).
3	Shri Debashish Mukherjee Executive Director DIN: 08193978	57	Canara Bank, Head Office 112, J.C. Road Bengaluru -560 002	19.02.2018	1. Canara HSBC Life Insurance Co. Ltd. 2. Canara Robeco Asset Management Company Limited 3. Canfin Homes 4. Canara Bank Securities Limited.
4	Shri Ashok Chandra DIN 09322823	54	Canara Bank, Head Office 112 J.C. Road Bengaluru -560 002	21.11.2022	1. Canara HSBC Insurance Company 2. Higher Education Financing Agency. 3. Canbank Venture Capital Fund Ltd. 4. PSB Alliance Private Limited

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5	Hardeep Singh Ahluwalia DIN 09690464	56	Canara Bank, Head Office 112 J.C.Road Bengaluru -560 002	07.02.2023	1. Canbank Computer Services Ltd. 2. Canbank Factors Ltd. 3. Canara Robeco MutualFund Trust
6	Shri Bhavendra Kumar	56	Canara Bank, Head Office 112 J.C.Road Bengaluru -560 002		Nil
7	Shri Parshant Kumar Goyal GovtNominee Director DIN:08652921	44	JointSecretary, Department of FinancialServices, Ministry ofFinance (GODJeevan Deep Building,Sansad Marg New Delhi 110011	25.10.2023	Nil
8	Shri R Kesavan RBI Nominee Director DIN	53	Regional Director, Reserve Bank of India, Regional Office, 15, Netaji Subhas Rd, Fairley Place, B.B.D. Kolkata, West Bengal 700001	26.04.2019	Nil
9	Ms Nalini Padmanabhan Part-time Non-Official Director DIN 01565909	57	No.5, Sreshta Sastha Apartments, 37 Sir Madhavan Nair Road, Nungambakam Chennai - 600034	21.12.2021	1. Prerana Educational Media Private Limited. 2. Information Systems Audit and Solutions Private Limited. 3. Indradhanush Gas Grid Limited 4. Mangalore Sez Limited 5. R K Swamy Limited
10	Shri Dibakar Prasad Harichandan Part-time Non-Official Director DIN 02533662	51	Plot No.5, Gopabandhu Lane, Niladri Vihar , PO Sailashree Vihar, PS Chandrasekharapur, Bhubaneswar Dist Khurda, Odisha- 751021	21.03.2022	Nil
11	Shri. Bimal Prasad Sharma Shareholder Director DIN 06370282	65	47/A, Pristine Green, Pokhariput, Bhubaneshwar- 751020	27.07.2019 (Re-elected on 27.07.2022)	NIL
12	Shri Karunakara Shetty Shareholder Director DIN 08994933	53	Flat no 103, R V Apartment, West of chord road No -81, LIC Colony , Bangalore North, Bangalore 560079	30.11.2021	Nil

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13	Ms Abha Singh Yaduvanshi Shareholder Director DIN 09608526	60	Villa F 9, SS Hibiscus Sector 50, Gurugram 122018	27.07.2022	Nil
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None of the current directors are appearing in the RBI defaulter list and/ or ECGC default list.

ii. Details of change in directors in the last three years (01.01.2020 to 31.12.2023)

Sl. No	Name	Designation	Date of Appointment	Date of Cessation	Director of the Company Since (in case of resignation)	Remarks
1	Shri. T N Manoharan DIN:01186248	Chairman	14.08.2015 (Reappointed W.e.f. 14.08.2018)	13.08.2020	Not Applicable	Nil
2	Shri Suchindra Misra DIN: 01873568	GOI Nominee Director	14.06.2016	24.10.2023	Not Applicable	Tenure on the Board ended on 24.10.2023
3	Shri Venkatachalam Ramakrishna Iyer DIN 02194830	Shareholder Director	27.07.2016	26.07.2022	Not Applicable	Re-elected from 27.07.2019 to 26.07.2022
4	Shri Matam Venkata Rao DIN: 06930826	Executive Director	09.10.2017	28.02.2021	Not Applicable	Elevated as MD & CEO of Central Bank of India
5	Shri Debashish Mukherjee DIN: 0893978	Executive Director	19.02.2018	31.05.2025	Not Applicable	Extended till 31.05.2025 from current term that is going to end on 18.02.2023.
6	Ms A Manimekhalai	Executive Director	11.02.2019	03.06.2022	Not Applicable	Elevated as MD & CEO of Union Bank of India.
7	Shri R A Sankara Narayanan DIN 05230407	Managing Director & CEO	15.04.2019	31.01.2020	Not Applicable	Superannuation
8	Shri R Kesavan	RBI Nominee Director	26.04.2019		Not Applicable	Until further orders
9	Shri. Bimal Prasad Sharma	Shareholder Director	27.07.2019		Not Applicable	(Tenure on the Board ending on 26.07.2022) Reappointed on 27.07.2022 for 3 years i.e 26.07.2025
10	Shri. S Raghunath	Part-time Non official Director	21.10.2019	31.03.2020	Not Applicable	Until amalgamation of the Bank i.e. 31.03.2020

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Sl. No	Name	Designation	Date of Appointment	Date of Cessation	Director of the Company Since (in case of resignation)	Remarks
11	Shri L V Prabhakar	Managing Director & CEO	01.02.2020	31.12.2022	Not Applicable	Tenure on the Board till superannuation i.e. 31.12.2022
12	Shri Krishnan S	Executive Director	01.04.2020	03.09.2020	Not Applicable	Elevated as MD & CEO of Punjab and Sind bank
13	Shri K Satyanarayana Raju	Executive Director	10.03.2021	06.02.2023	Not Applicable	Elevated as MD & CEO of Canara Bank on 07.02.2023
14	Shri Brij Mohan Sharma	Executive Director	19.05.2021	30.06.2023	Not Applicable	Tenure on the Board till superannuation i.e. 30.06.2023
15	Shri Karunakara Shetty	Shareholder Director	30.11.2021		Not Applicable	Tenure on the Board ending on 29.11.2024
16	Ms Nalini Padmanabhan	Part-time Non-Official Director	21.12.2021		Not Applicable	Tenure on the Board ending on 20.12.2024
17	Shri Dibakar Prasad Harichandan	Part-time Non-Official Director	21.03.2022		Not Applicable	Tenure on the Board ending on 20.03.2025
18	Ms Abha Singh Yaduvanshi	Shareholder Director	27.07.2022		Not Applicable	Tenure on the Board ending on 26.07.2025
19	Shri Vijay Srirangan	Non-Executive Chairman	07.11.2022		Not Applicable	Tenure on the Board ending on 06.11.2025
20	Shri Ashok Chandra	Executive Director	21.11.2022		Not Applicable	Tenure on the Board ending on 20.11.2025
21	Shri K Satyanarayana Raju	Managing Director & CEO	07.02.2023		Not Applicable	Tenure on the Board till superannuation i.e 31.12.2025 (resigned as ED of our Bank on 06.02.2023 on account of appointment as MD & CEO of our Bank w.e.f. 07.02.2023 Ref Point No 13)
22	Shri Hardeep Singh Ahuwalia	Executive Director	07.02.2023		Not Applicable	Tenure on the Board ending on 06.02.2026

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Sl. No	Name	Designation	Date of Appointment	Date of Cessation	Director of the Company Since (in case of resignation)	Remarks
23	Shri Bhavendra Kumar	Executive Director	09.10.2023		Not Applicable	Tenure on the Board ending on 08.10.2026
24	Shri Parshant Kumar Goyal	GOI Nominee Director	25.10.2023		Not Applicable	Until further orders

F. Details regarding the auditors of the bank.

i. Details of the Statutory auditors of the Issuer.

Sl No	Name of the Audit firm	FRN	Category	Name of the Senior Partners	Year of Establishment	Office Tel. No/ Email	Audit or Since
1	M/S P A & ASSOCIATES 12 Govinda Vihar Bamikhil Bhubaneswar-751010	313085 E	I	S.S.Poddar P.S. Panda D.K.Agrawalla	15.10.1980	P:067-42571065 E:prashanthpanda55@gmail.com	Sept'21
2	/S ARUN AGARWAL & ASSOCIATES 105,First Floor, South Ex. Plaza I 389A,Masjid Moth South Extension Part II New Delhi-110049	003917 N	I	Arun Kumar Agarwal Rajesh Surolia Vimal Kumar Jain	18.07.1983	P:011-26251200 E:arun1960@gmail.com	Sept'21
3	M/S SARATH & ASSOCIATES 8-2-577/B, 4th Floor Maas Heights Road No 8 Banjara Hills Hyderabad-500034	005120 S	I	Sri Sarath Kumar P Sri Srinivas Sri Rao Lakshmi R	01.04.1990	P:040-23354322 E:sarat9@gmail.com	Sept'21
4	M/s K Venkatachalam Aiyer & Co. No. 41/3647B, First floor,	004610 S	I	Sri Gopalakrishnan. A Sri Ramachandran.V Sri Mohan.B	28.08.1960	P:0484-2396511 E:cochin@kvaier.com	Sept'23

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	Blue Bird towers Providence road, Ernakulam Kochi - 682018						
5	M/s Rodi Dabir & Co. 282, Kapish House, 2nd Floor, Opposite Punit Super Bazar, Khare Town, Dharampeth Nagpur - 440010	108846 W	I	Sri Dilip Govind Rodi Sri Sudhir Diwakar Dabir Smt Sharadha Suresh	22.02.1990	P:0712-2542108 E: rodidabir@rodidabir.com	Sept'23

ii. Details of changes in statutory auditors of the Issuer in the last three years

Sr No.	Name	Address	Date of Appointment	Date of Cessation	Auditor of the Issuer since	Remarks
1.	M/s D K Chhajjer & Co	Nihat House, Ground Floor, 11 R N Mukherjee Road, Kolkata- 700 001	15.12.2018	June 2021	December 2018	Nil
2.	M/s S N K & Co	SNK House, 31-A, Adarsh Society, Athwalines, Surat - 395 001	15.12.2018	June 2021	December 2018	Nil
3.	M/s N K Bhargava & CO	C-31, 1st Floor Acharya NiketenPhase-1, Mayur Vihar, New Delhi-110091	23.12.2020	June 2023	December 2020	Nil
4.	M/s Rao & Emmar	No. 204 and 205, 2nd Floor, "Ramanashree Arcade" Near Trinity Circle, M.G. Road, Bengaluru - 560 001.	23.12.2020	June 2023	December 2020	Nil

G. Details of Borrowings of the Bank as on 31.12.2023.

i. Details of secured loan facilities as on 31.12.2023.

Borrowings as on 31 December 2023 (Rs. crores):	Amount	Amount
I. Borrowings in India		
(i) Reserve Bank of India	0.00	
(ii) Other Banks	3387.77	
(iii) Other Institutions and Agencies	35632.03	
(iv) Capital Instruments	0.00	

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a. Innovative Perpetual Debt Instruments (IPDI)	12436.10	
b. Hybrid debt capital instruments issued asbonds/debentures	0.00	
c. Perpetual Cumulative Preference Shares (PCPS)	0.00	
d. Redeemable Non-Cumulative Preference Shares(RNCPS)	0.00	
e. Redeemable Cumulative Preference Shares (RCPS)	0.00	
f. Subordinated Debt	23300	
TOTAL (I)		74755.90
II. Borrowings outside India		
(i) Borrowings and Refinance outside India	6309.55	
(ii) Capital Instruments	0.00	
a. Innovative Perpetual Debt Instruments (IPDI)	0.00	
b. Hybrid debt capital instruments issued asbonds/debentures	0.00	
c. Perpetual Cumulative Preference Shares (PCPS)	0.00	
d. Redeemable Non-Cumulative Preference Shares(RNCPS)	0.00	
e. Redeemable Cumulative Preference Shares (RCPS)	0.00	
f. Subordinated Debt	0.00	
TOTAL (II)		6309.55
GRAND TOTAL		81065.39
Secured borrowings included in I & II above		

ii. Details of Deposits as on 31.12.2023:

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Sr No	Particulars	Amount (Rs. crores)
A	Demand Deposits	
i	From Banks	329.33
ii	From Others	44528.34
B	Savings Bank Deposits	323021.55
C	Term Deposits	
i	From Banks	88390.45
ii	From Others	775945.39
	Total	827905.48
	Deposits of Branches in India	1143393.79
	Deposits of Branches outside India	88821.27
	Total	1232215.06

The Bank has not availed any secured borrowings from any of the creditors.

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iii. Details of unsecured loan facilities / deposit as on December 31, 2023.

(Rs. In crore)									Repayment Date/Schedule
Lender's Name	Type of Facility	Amount Sanctioned (Rs. In crore)	Principal Amount Outstanding as on 31.03.2021 (Rs. In crore)	Principal Amount Outstanding as on 31.03.2022 (Rs. In crore)	Principal Amount Outstanding as on 31.03.2023 (Rs. In crore)	Principal Amount Outstanding as on 30.06.2023 (Rs. In crore)	Principal Amount Outstanding as on 30.09.2023 (Rs. In crore)	Principal Amount Outstanding as on 30.09.2023 (Rs. In crore)	
From Banks	Demand Deposits	Not Applicable	533.79	424.76	665.95	875.11	329.33	234.65	On Demand
	Term Deposits	Not Applicable	49529.85	58771.81	85113.40	87899.91	88390.45	95450.08	On Maturity
From Others	Demand Deposits	Not Applicable	48839.58	52493.77	47095.64	43060.33	44528.34	45088.83	On Demand
	Term Deposits	Not Applicable	630442.99	658802.44	727524.51	740005.57	775945.39	798129.61	On Maturity
Depositors	Saving Banks Deposits	Not Applicable	281528.37	315916.47	318819.10	320629.02	323021.55	324027.43	On Demand
Reserve Bank of India	Borrowings	Not Applicable	2408.00	850.00	850.00	0	0	5282.00	On Demand
Others	Borrowings	Not Applicable	84.84	-	10.26	4101.56	3387.76	521.22	On Demand
*Other Institutions & Agencies	Borrowings	Not Applicable	16369.10	9729.08	20215.03	43767.16	35632.03	34841.49	On Demand
Outside India	Borrowings	Not Applicable	8005.52	9019.77	6278.39	6309.55	6309.49	5706.30	-
Banks/ Institutions	Bills Payable#	Not Applicable	2067.24	2366.29	2189.39	1965.67	0	0	-

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Various Bondholders	BASEL III TIER II - INE476A09249	1500.00	1500.00	1500.00	1500.00	1500.00	1500.00	1500.00	03-Jan-24
Various Bondholders	BASEL III TIER II SER II - INE476A09256	1000.00	1000.00	1000.00	1000.00	1000.00	1000.00	1000.00	27-Mar-24
Various Bondholders	BASEL III TIER II Bonds - INE476A09264	1500.00	1500.00	1500.00	1500.00	1500.00	1500.00	1500.00	31-Dec-25
Various Bondholders	BASEL III TIER II Bonds 2015-16(Series II) INE476A08043	900.00	900.00	900.00	900.00	900.00	900.00	900.00	07-Jan-26
Various Bondholders	BASEL III TIER II Bonds 2016-17 INE476A08050	3000.00	3000.00	3000.00	3000.00	3000.00	3000.00	3000.00	27-Apr-26
Various Bondholders	BASEL III TIER II Bonds 2019-20 INE476A08076	3000.00	3000.00	3000.00	3000.00	3000.00	3000.00	3000.00	11-Mar-30 & Call option 11-Mar-2025
Various Bondholders	BASEL III COMPLIANT ADDITIONAL TIER 1 INE476A08035	1500.00	1500.00	1500.00	1500.00	1500.00	1500.00	1500.00	Perpetual/ Call option - 05-Mar-2025
Various Bondholders	BASEL III COMPLIANT ADDITIONAL TIER 1 INE476A08126	1500.00	1500.00	1500.00	1500.00	1500.00	1500.00	1500.00	Perpetual/ Call option - 25-Oct-2026
Various Bondholders	BASEL III COMPLIANT ADDITIONAL TIER 1 INE476A08084	1012.00	1012.00	1012.00	1012.00	1012.00	1012.00	1012.00	Perpetual/ Call option - 11-Sep-2025
Various Bondholders	BASEL III COMPLIANT ADDITIONAL TIER 1 INE476A08092	169.10	169.10	169.10	169.10	169.10	169.10	169.10	Perpetual/ Call option - 29-Sep-2025

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Various Bondholders	BASEL III COMPLIANT ADDITIONAL TIER 1 INE476A08100	1635.00	1635.00	1635.00	1635.00	1635.00	1635.00	1635.00	Perpetual/ Call Option- 31-Dec-2025
Various Bondholders	BASEL III COMPLIANT ADDITIONAL TIER 1 INE476A08118	120.00	120.00	120.00	120.00	120.00	120.00	120.00	Perpetual/ Call Option- 02-Feb-2026
Various Bondholders	BASEL III TIER II INE667A08013	750.00	750.00	750.00	750.00	750.00	750.00	750.00	02-Dec-2024
Various Bondholders	BASEL III TIER II INE667A08021	400.00	400.00	400.00	400.00	400.00	400.00	400.00	23-Mar-2025
Various Bondholders	BASEL III TIER II INE667A08039	1000.00	1000.00	1000.00	1000.00	1000.00	1000.00	1000.00	28-Sep-2025
Various Bondholders	BASEL III TIER II INE667A08047	750.00	750.00	750.00	750.00	750.00	750.00	750.00	18-Dec-2025
Various Bondholders	BASEL III COMPLIANT ADDITIONAL TIER 1 SERIES IV INE476A08134	1500.00	1500.00	1500.00	1500.00	1500.00	1500.00	1500.00	Perpetual/ Call option - 2-Dec-2026
Various Bondholders	BASEL III TIER II INE476A08142	2500.00	2500.00	2500.00	2500.00	2500.00	2500.00	2500.00	24 Dec-2031/24-dec-2031
Various Bondholders	BASEL III AT I INE476A08159	1000.00	1000.00	1000.00	1000.00	1000.00	1000.00	1000.00	Perpetual/ Call option - 04-Mar-2027
Various Bondholders	BASEL III AT 1 2022-23 SR 1 INE476A08167	2000.00	2000.00	2000.00	2000.00	2000.00	2000.00	2000.00	PERPETUAL with Call option from 19/Jul/27
Various Bondholders	BASEL III TIER II SR I INE476A08175	2000.00	2000.00	2000.00	2000.00	2000.00	2000.00	2000.00	26-Aug-32

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Various Bondholders	BASEL III AT I SR II INE476A08183	2000.00	2000.00	2000.00	2000.00	2000.00	2000.00	2000.00	PERPETUAL with Call option from 15/Sep/27
Various Bondholders	LTB INFRA 2023-1 INE476A08191	5000.00	5000.00	5000.00	5000.00	5000.00	5000.00	5000.00	27- Sep-2033
Various Bondholders	LTB - INFRA 2023-2 INE476A08209	5000.00	5000.00	5000.00	5000.00	5000.00	5000.00	5000.00	29-Nov-33
Various Bondholders	BASEL III AT I 2023-24 Series I INE476A08217	1403.00	1403.00	1403.00	1403.00	1403.00	1403.00	1403.00	Perpetual with call option from 11-DEC- 2028

*Excluding borrowings of Rs.42139.10 crore i.e. Unsecured redeemable Bonds

Bills Payable as per Other Liabilities

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iv. Details of outstanding Non-Convertible-Debentures issued by the Bank as on December 31, 2023

SR NO	ISIN NO.	TYPE	Tenor/ Period of Maturity (in Months)	Coupon %	TOTAL AMT IN CRORES	ALLOTMENT DATE	MATURITY DATE/Option Date	Call option FY	Credit Rating as on 05.06.2023	Security	Security Details
1	INE476A09249	TIER 2	120.00	9.73	1,500.00	03-Jan-2014	03-Jan-2024	NA	AAA/Stable by CRISIL & ICRA (AAA)/Stable	Unsecured	NA
2	INE476A08043	TIER 2	120.00	8.40	900.00	07-Jan-2016	07-Jan-2026	NA	AAA/Stable by CRISIL, ICRA (AAA)/Stable & IND AAA/Stable	Unsecured	NA
3	INE476A08118	TIER I	PERPETUAL	8.30	120.00	02-Feb-2021	Perpetual/ 02.02.2026	2025-2026	CRISIL AA+/Stable by CRISIL & IND AA +/Stable by India Ratings	Unsecured	NA
4	INE476A08159	TIER I	PERPETUAL	8.07	1,000.00	04-Mar-2022	Perpetual/ 04.Mar.2027	2026-2027	CRISIL AA+/Stable by CRISIL & IND AA +/Stable by India Ratings	Unsecured	NA
5	INE476A08035	TIER I	PERPETUAL	9.55	1,500.00	05-Mar-2015	perpetual/ 05.Mar.2025	2024-2025	ICRA AA+/(Stable) & IND AA +/ Stable	Unsecured	NA
6	INE476A08076	TIER 2	120.00	7.18	3,000.00	11-Mar-2020	11-Mar-2030/ 11-Mar-2025	2024-2025	IND AAA/Stable & CARE AAA/Stable	Unsecured	NA

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7	INE667A08021	TIER 2	120.00	8.75	400.00	23-Mar-2015	23-Mar-2025	NA	AAA/Stable by CRISIL & CARE (AAA)/Stable write	Unsecured	NA
8	INE476A09256	TIER 2	120.00	9.70	1,000.00	27-Mar-2014	27-Mar-2024	NA	AAA/Stable by CRISIL & ICRA (AAA)/Stable	Unsecured	NA
9	INE476A08050	TIER 2	120.00	8.40	3,000.00	27-Apr-2016	27-Apr-2026	NA	AAA/Stable by CRISIL, ICRA (AAA)/Stable & IND AAA/Stable	Unsecured	NA
10	INE476A08167	TIER I	PERPETUAL	8.24	2,000.00	19-Jul-2022	Perpetual/ 19.07.2027	2027- 2028	CRISIL AA+/Stable by CRISIL & IND AA +/Stable by India Ratings	Unsecured	NA
11	INE476A08175	TIER 2	120.00	7.48	2,000.00	26-Aug-2022	26-Aug-2032	2027- 2028	AAA/Stable by IND & ICRA (AAA)/Stable	Unsecured	NA
12	INE476A08084	TIER I	PERPETUAL	8.30	1,012.00	11-Sep-2020	Perpetual/ 11.09.2025	2025- 2026	CRISIL AA+/Stable by CRISIL & IND AA +/Stable by India Ratings	Unsecured	NA
13	INE476A08183	TIER I	PERPETUAL	7.99	2,000.00	15-Sep-2022	Perpetual/ 15-09-2027	2027- 2028	CRISIL AA+/Stable by CRISIL & IND AA +/Stable by India Ratings	Unsecured	NA
14	INE667A08039	TIER 2	120.00	8.58	1,000.00	28-Sep-2015	28-Sep-2025	NA	AAA/Stable by CRISIL & CARE (AAA)/Stable	Unsecured	NA
15	INE476A08092	TIER I	PERPETUAL	8.30	169.10	29-Sep-2020	Perpetual/ 29-Sep-2025	2025- 2026	CRISIL AA+/Stable by CRISIL & IND AA +/Stable by India Ratings	Unsecured	NA
16	INE476A08126	TIER I	PERPETUAL	8.40	1,500.00	25-Oct-2021	Perpetual/ 25.Oct.2026	2026- 2027	CRISIL AA+/Stable by CRISIL & IND AA +/Stable by India Ratings	Unsecured	NA
17	INE667A08013	TIER 2	120.00	8.95	750.00	02-Dec-2014	02.12.2024	NA	AAA/Stable by CRISIL & CARE (AAA)/Stable	Unsecured	NA
18	INE476A08134	TIER I	PERPETUAL	8.05	1,500.00	02-Dec-2021	Perpetual/ 02-DEC-2026	2026- 2027	CRISIL AA+/Stable by CRISIL & IND AA +/Stable by India Ratings	Unsecured	NA
19	INE667A08047	TIER 2	120.00	8.62	750.00	18-Dec-15	18.Dec.2025	NA	AAA/Stable by CRISIL & CARE (AAA)/Stable	Unsecured	NA
20	INE476A08142	TIER 2	180.00	7.09	2,500.00	24-Dec-21	24-DEC-2036/ 24-DEC-2031	2031- 32	AAA/Stable by IND & CARE (AAA)/Stable	Unsecured	NA
21	INE476A09264	TIER 2	120.00	8.40	1,500.00	31-Dec-15	31-Dec-25	NA	AAA/Stable by CRISIL, ICRA (AAA)/Stable & IND AAA/Stable	Unsecured	NA
22	INE476A08100	TIER I	PERPETUAL	8.50	1,635.00	31-Dec-20	Perpetual/ 31-Dec-2025	2025- 2026	CRISIL AA+/Stable by CRISIL & IND AA +/Stable by India Ratings	Unsecured	NA
23	INE476408191	LTB - INFRA 2023-1	120.00	7.54	5000.00	27-Sep-23	27-sep-2033		IND AAA/STABLE & CARE AAA/Stable	Unsecured	NA
24	INE476A08209	LTB - INFRA 2023-2	120	7.68	5000.00	29-Nov-23	29-Nov-2033		IND AAA/Stable & CARE AAA/Stable	Unsecured	Not Applicable

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25	INE476A08217	BASEL III AT I 2023-24 Series I	PERPETUAL	8.40	1,403.00	11-Dec-23	Perpetual with call option from 11-Dec-2028		CRISIL AA+/Stable by CRISIL & ICRA AA +/Stable by ICRA Limited	Unsecured	Not Applicable
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v. Certificate of Deposits issued by the Issuer as on 31st Dec, 2023 -

Rs. 42360,00,00,000/-

vi. Details of other borrowings (if any, including hybrid debt like FCCB, optionally convertible debentures/preference shares):

NIL

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vii. LIST OF TOP 10 BOND-HOLDERS AS ON 31-12-2023

Sr. No.	NAME OF THE HOLDER	Rs in Crore
1	CBT-EPF-05-F-DM	5873.80
2	CBT-EPF-05-E-DM	5555.00
3	LIFE INSURANCE CORPORATION OF INDIA	4349.00
4	CBT-EPF-11-E-DM	2528.40
5	COAL MINES PROVIDENT FUND ORGANISATION	2360.90
6	STATE BANK OF INDIA EMPLOYEES PENSION FUND	1776.00
7	LIFE INSURANCE CORPORATION OF INDIA - P & GS Fund	1200.00
8	CBT-EPF-11-F-DM	1123.80
9	NPS TRUST- A/C SBI PENSION FUND SCHEME - STATE GOVT	1047.00
10	THE SINGARENI COLLIERIES COMPANY LIMITED	1000.00

viii. The amount of corporate guarantee issued by the issuer:

Nil

ix. Details of Outstanding Commercial Paper as at the end of the last quarter end December 31,2023:

Nil

x. Details of other borrowings (if any, including hybrid debt like FCCB, optionally convertible debentures/preference shares):

Nil

xi. Details of all defaults/ delays in payments of interest and principal of any kind of term loans, debt securities and other financial indebtedness including corporate guarantee issued by the Issuer, in the past five years

- The main constituents of the Issuer's borrowings are generally in the form of deposits, loans from Reserve Bank of India, other banks and institutions, bonds, certificate of deposits etc.
- The Issuer has been servicing all its principal and interest liabilities on time and there has been no instance of delay or default since inception.
- The Issuer has neither defaulted in repayment/ redemption of any of its borrowings nor affected any kind of roll over against any of its borrowings in the past.
- The Issuer has not defaulted in any of its payment obligations arising out of any corporate guarantee issued by it to any counter party including its joint entities, group companies etc in the past.

xii. Details of any Outstanding Borrowings taken/ Debt Securities issued for consideration other than cash at premium or at discount or in pursuance of an Option

The Issuer confirms that other than and to the extent mentioned elsewhere in this Placement Memorandum, it has not issued any debt securities or agreed to issue any debt securities or availed any borrowings for a consideration

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other than cash, whether in whole or in part or at a premium or discount or in pursuance of an option since inception.

H. DETAILS OF PROMOTERS OF THE BANK AS ON DECEMBER 31, 2023.

S. No.	Name of Shareholders	Total number of equity shares	Number of shares held in demat form	Total shareholding as % of total No of equity share	No of equity shares pledged	% of equity shares pledged with respect to shares owned
1.	President of India	1,14,17,09,678	1,14,17,09,678	62.93	Nil	Not Applicable

I. ABRIDGED VERSION OF THE AUDITED STANDALONE & CONSOLIDATED FINANCIAL INFORMATION OF THE ISSUER FOR THE LAST THREE YEARS AND AUDITORS QUALIFICATION/KEY OPERATIONAL AND FINANCIAL PARAMETERS

a. Standalone:

Parameters	FY 2021	FY 2022	FY 2023	30.06.2023	30.09.2023	31.12.2023
	(Audited)	(Audited)	(Audited)	(Unaudited)	(Unaudited)	Unaudited
Net Worth	39814.26	48692.46	60195.34	63787.04	67479.91	70893.01
Total Debt : of which	1060858.14	1132694.21	1237308.4		1313280.45	1351420.72
Non-Current Maturities of Long Term Borrowings	35049.50	34265.36	35,469.69			35467.47
Short Term Borrowing	12004.06	11435.42	20120.09			41058.99
Current Maturities of Long Term Borrowings	2930.00	1950.00	2500.00			2500.00
Net Fixed Assets	11206.53	11356.30	10230.67	10189.38	10154.03	10207.21
Non Current Assets	713166.86	755657.07	847548.64			934738.53
Cash and Cash Equivalents	178408.04	182054.31	141422.75	141174.11	134079.7	144117.99
Current Investments	31121.87	28101.76	27805.61			14637.60
Current Assets	440508.18	471322.61	4,98,183.61			534346.96
Current Liabilities	470543.28	4,38,131.31	463369.73			563875.63
Assets Under Management	NA	NA	NA	NA	NA	NA
Off Balance Sheet Assets	NA	NA	NA	NA	NA	NA
Interest Income	69239.79	69410.24	84424.78	25004.07	51841.75	79880.57
Interest Expense	45177.62	43026.26	52989.49	16338.42	34273.11	52894.85
Provisioning & Write-offs	17451.69	17410.56	17112.25	4069.18	8078.62	11228.04
PAT	2557.58	5678.41	10603.76	3534.84	7140.98	10797.07

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Parameters	FY 2021	FY2022	FY2023	30.06.2023	30.09.2023	31.12.2023
	(Audited)	(Audited)	(Audited)	(Unaudited)	(Unaudited)	Unaudited
Gross NPA (%)	8.93%	7.51%	5.35%	5.15%	4.76%	4.39%
Net NPA (%)	3.82%	2.65%	1.73%	1.57%	1.41%	1.32%
Tier 1 Capital Adequacy Ratio (%)	10.08%	11.91%	13.78%	13.58%	13.60%	13.38%
Tier 2 Capital Adequacy Ratio (%)	3.10%	2.99%	2.90%	2.66%	2.60%	2.40%

b. Consolidated

(Rs in crores)

Parameters	FY 2021	FY2022	FY2023	30.06.2023	30.09.2023	31.12.2023
	(Audited)	(Audited)	(Audited)	(Unaudited)	(Unaudited)	Unaudited
Net Worth	43344.83	52552.11	64556.51		72198.71	75691.28
Total Debt : of which	1060997.82	1132625.91			-	
Non-Current Maturities of Long Term Borrowings	35049.50	34265.36			-	
Short Term Borrowing	12033.30	11435.42			-	
Current Maturities of Long Term Borrowings	2930.00	1950.00				
Net Fixed Assets	11271.17	11449.70	10333.97			
Non Current Assets	735980.3	780361.11				
Cash and Cash Equivalents	178866.38	182391.42	141702.82			
Current Investments	33645.52	33645.52				
Current Assets	443559.57	477302.42				
Current Liabilities	470667.80	4,38,028.71				
Assets Under Management	NA	NA	NA	NA		
Off Balance Sheet Assets	NA	NA	NA	NA		
Interest Income	70253.27	70613.78	858843.73	25450.79	27289.61	28492.24
Interest Expense	45182.50	43035.47	52990.06	16336.97	8250.34	18620.26
Provisioning & Write-offs	17170.07	17502.62	17166.48	4079.03	4029.21	3169.33
PAT	2890.60	6124.82	11254.75	3738.93	3797.67	3790.21
Gross NPA (%)	8.94%	7.51%	5.35%	5.16%	4.76%	4.39%
Net NPA (%)	3.82%	2.65%	1.73%	1.57%	1.41%	1.32%
Tier 1 Capital Adequacy Ratio (%)	10.18%	11.99%	13.84%	13.64%	13.66%	13.43%
Tier 2 Capital Adequacy Ratio (%)	3.09%	2.98%	2.89%	2.66%	2.59%	2.39%

c. Gross Debt Equity Ratio of the Issuer (Rs in crores)

Particulars	Pre-Issue (as on December 31, 2023)	Post Issue of Bonds of Rs 2000 Crore
TOTAL LONG TERM DEBT *	42139.10	44139.10

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Total Long Term Debt	42139.10	44139.10
SHAREHOLDERS' FUNDS **	70893.01	70893.01
Share Capital	1814.13	1814.13
Reserve & Surplus (excluding FCT Revaluation Reserve)	75207.30	75207.30
Net Worth**	70893.01	70893.01
GROSS DEBT/ EQUITY RATIO	0.59	0.62

* Excludes Refinance (Domestic) and Borrowings from Banks (overseas)

** Includes Share Capital plus Reserve (Excluding Revaluation Reserve & FCT Reserve) Minus Intangible Assets i.e. Deferred Tax Assets.

i. Standalone Statement of Profit & Loss

Rs. in Crore

Sr No	Parameters				FY	FY	FY
		31.12.2023	30.09.2023	30.06.2023	2022-23	2021-22	2020-21
		Unaudited (9M)	(Unaudited) (6M)	(Unaudited) (Quarter)	(Audited)	(Audited)	(Audited)
I	Income						
a.	Interest Earned	79880.58	51841.75	25004.07	84424.78	69410.24	69280.46
b.	Other Income	13748.61	9453.51	4819.01	18762.20	16496.90	14924.31
	Total Income	93629.19	61295.26	29823.08	103186.98	85907.14	84204.77
II	EXPENDITURE						
a.	Interest Expended	52894.84	34273.11	16338.42	52989.49	43026.26	45177.62
b.	Operating Expenses	18709.22	11802.55	5880.64	22481.48	19791.91	19338.18
c.	Provisions and Contingencies	11228.03	8078.62	4069.18	17112.25	17410.56	17131.39
	Total Expenditure	82832.09	54154.28	26288.24	92583.22	80228.73	81647.19
III	PROFIT FOR THE YEAR	10797.10	7140.98	3534.84	10603.76	5678.41	2557.58
	Profit brought forward						
IV	APPROPRIATIONS						
	Transfer to Statutory Reserves	-	-	-	2650.94	1419.60	639.39
	Transfer to Revenue & Other Reserves	-	-	-	-	-	-
	Transfer to Investment Reserve Account	-	-	-	549.86	118.79	-
	Transfer to Investment Fluctuation Reserve	-	202.88	-	74.44	-	755.48
	Transfer from/to Special Reserves- Currency Swap	-	-	-	--	-	

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Sr No	Parameters				FY	FY	FY
		31.12.2023	30.09.2023	30.06.2023	2022-23	2021-22	2020-21
		Unaudited (9M)	(Unaudited) (6M)	(Unaudited) (Quarter)	(Audited)	(Audited)	(Audited)
	Transfer to Special reserve U/s 31(1) (viii) of Income tax Act, 1961	-	-	-	2000	-	
	Transfer to Capital Reserve	-	-	-	80.10	540.96	1162.71
	Proposed Dividend	-		-	2176.96	1179.18	-
	Tax on Dividend	-			-	-	-
	Balance Carried over to Balance Sheet	10797.10	6938.10	3534.84	3071.47	2419.88	-
	TOTAL	10797.10	7140.98	3534.84	10603.76	5678.41	2557.58
	Earnings Per Share (Basic & Diluted) (in Rs.)	59.52	39.36	19.49	58.45	32.49	16.91

ii. Consolidated Statement of Profit & Loss

Rs. in Crore

Sr No	Parameters				FY	FY	FY
		31.12.2023	30.09.2023	30.06.2023	2022-23	2021-22	2020-21
		Unaudited (9M)	(Unaudited) (6M)	(Unaudited) (Quarter)	(Audited)	(Audited)	(Audited)
I	Income						
a.	Interest Earned	81232.64	52740.40	25450.79	85884.73	70613.78	70212.60
b.	Other Income	20548.16	13410.22	6808.62	25325.04	23643.10	23447.15
	Total Income	101780.80	66150.62	32259.41	111209.76	94256.88	93659.75
II	EXPENDITURE						
a.	Interest Expended	52891.50	34271.24	16336.97	52990.06	43035.47	45182.50
b.	Operating Expenses	26622.55	16520.25	8269.91	30245.42	27923.70	28284.90
c.	Provisions and Contingencies	7227.25	8108.24	4079.03	17116.48	17502.62	17490.37
	Total Expenditure	79514.05	58899.73	28685.91	100401.97	88461.79	90957.77
	Share of Earnings/(Loss) in Associates	421.07	332.78	181.32	536.79	363.33	254.58
	Consolidated Net Profit/(Loss) for the Year before deducting	10989.15	7583.67	3754.82	11344.59	6158.42	2956.56
	Minorities Interest						
	Less: Minorities Interest	83.41	47.07	15.89	89.84	33.60	65.96
III	PROFIT FOR THE YEAR attributable to the Group	11326.81	7536.60	3738.93	11254.75	6124.82	2890.60
	Profit brought forward					-	-
	TOTAL	11326.81	7536.60	3738.93	11254.75	6124.82	2890.60

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IV	APPROPRIATIONS						
	Transfer to Statutory Reserves			-	2650.94	1419.60	639.39
	Transfer to Revenue & Other Reserves			-			-
	Transfer to Investment Reserve Account			-	549.86	118.79	-
	Transfer to Investment Fluctuation Reserve		202.88	-	74.44		755.48
	Transfer from/to Special Reserves-Currency Swap		-	-	-	-	-
	Transfer to Special reserve U/s 31(1) (viii) of Income tax Act, 1961		-	-	2000		-
	Transfer to Capital Reserve		-	-	80.10	540.96	1162.71
	Proposed Dividend		-	-	2176.96	1179.18	-
	Tax on Dividend		-	-			-
	Balance Carried over to Balance Sheet	11326.81	7333.72	3738.93	3722.45	2866.29	333.02
	TOTAL	11326.81	7333.72	3738.93	11254.75	6124.82	2890.60
	Earnings Per Share (Basic & Diluted) (in Rs.)	62.44	41.54	20.61	62.04	35.04	19.11

iii. Standalone Balance Sheet

Restricted

(Rs. in crore)

Sr no	Parameters			As on	AS ON	AS on	As on
		31.12.2023	30.09.2023	30.06.2023	31.03.2023	31.03.2022	31.03.2021
		Unaudited	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)
I	CAPITAL & LIABILITIES						
a.	Capital	1814.13	1814.13	1814.13	1814.13	1814.13	1646.74
b.	Reserves & Surplus	82565.68	78909.71	75302.44	71793.05	64297.18	57238.19
c.	Deposits	1262930.61	1232215.06	1192469.94	1179218.61	1086409.25	1010874.58
d.	Borrowings	88490.11	81065.39	84914.36	58089.79	46284.96	49983.56
e.	Other Liabilities and Provisions	33284.97	32057.85	30971.75	34816.67	28174.15	33931.96
	Total	1469085.50	1426062.14	1385472.62	1345732.25	1226979.67	1153675.03
II	ASSETS						
a.	Cash & Balances with Reserve Bank of India	66239.37	60346.33	55253.46	54988.45	51602.91	43111.62
b.	Balances with Banks and Money at Call & Short Notice	77878.63	73733.37	85920.65	86434.75	130451.39	135296.41
c.	Investments	343376.26	344337.58	331809.50	319038.45	282012.90	261690.39

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Sr no	Parameters			As on	AS ON	AS on	As on
		31.12.2023	30.09.2023	30.06.2023	31.03.2023	31.03.2022	31.03.2021
		Unaudited	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)
d.	Advances	920646.67	892310.13	855142.28	830672.55	703601.82	639048.99
e.	Fixed Assets	10207.22	10154.03	10189.38	10230.67	11356.30	11206.53
f.	Other Assets	50737.35	45180.70	47157.35	44367.37	47954.35	63321.09
	Total	1469085.50	1426062.14	1385472.62	1345732.25	1226979.67	1153675.03

iv. Consolidated Balance Sheet

(Rs. in crore)

Sr No	Parameters	As on	As on	As on	As on	As on	As on
		31.12.2023	30.09.2023	30.06.2023	31.03.2023	31.03.2022	31.03.2021
		Unaudited	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)
I	CAPITAL & LIABILITIES						
a.	Capital	1814.13	1814.13	1814.13	1814.13	1814.13	1646.74
b.	Reserves & Surplus	87474.85	83715.18	79966.70	76239.62	68147.19	60762.85
c.	Minority Interest	961.49	925.15	893.97	903.79	824.69	793.38
d.	Deposits	1262735.49	1232110.09	1192434.68	1179086.48	1086340.95	1010985.02
e.	Borrowings	88486.79	81061.23	84869.61	58073.17	46284.96	50012.80
f.	Other Liabilities and Provisions	68478.44	65025.45	62696.56	64912.37	54251.61	55338.81
	Total	1509951.18	1464651.23	1422675.65	1381029.56	1257663.53	1179539.60
II	ASSETS						
a.	Cash & Balances with R B of India	66254.24	60359.16	55270.09	55045.29	51637.07	43115.94
b.	Balances with Banks and Money at Call & Short Notice	78003.36	73896.92	86195.31	86657.53	130754.35	135750.44
c.	Investments	382897.42	381559.80	367659.03	352892.65	311347.24	286191.25
d.	Advances	920879.24	892541.94	855363.19	830929.18	703864.05	639286.54
e.	Fixed Assets	10312.71	10262.88	10294.29	10333.97	11449.70	11271.17
f.	Other Assets	51604.21	46030.53	47893.74	45170.95	48611.12	63924.26
	Total	1509951.18	1464651.23	1422675.65	1381029.56	1257663.53	1179539.60

v. Standalone Cash Flow Statement

(Rs. in crore)

Particulars	As on	As on	As on	Year ended	Year ended	Year ended
	31.12.2023	30.09.2023	30.06.2023	31.03.2023	31.03.2022	31.03.2021
	Unaudited	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)
A. Cash Flow from Operating Activities:						
Net Profit after Taxes	NA	7140.98	NA	10603.76	5,678.41	2557.58
Adjustments for:						
Provision for income tax		2751.74		3569.24	3,283.17	1149.64

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Particulars	As on	As on	As on	Year ended	Year ended	Year ended
	31.12.2023	30.09.2023	30.06.2023	31.03.2023	31.03.2022	31.03.2021
	Unaudited	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)
Transfer From Other Reserves						2515.98
Depreciation on Fixed Assets		354.12		992.96	815.58	820.17
Profit/ (Loss) on sale of Fixed Asset		(18.09)		-308.80	-14.42	-28.70
Provision for Other Items		251.69		935.33	3,084.21	1761.13
Interest on Tier 1 and Tier 2 Bonds		1270.29		2435.97	2,024.73	2019.04
Provision for NPA		4556.06		9470.08	10,297.61	14113.79
Profit/Loss on revaluation of Investments		134.19		979.75	226.62	-1.68
Provision for Standard Assets		83.80		335.89	-233.12	0.42
Income from Investment in Subsidiaries		(41.47)		-69.07	-55.88	-71.54
Income from Investment (Appreciation)/Depreciation		435.33		2801.72	978.69	106.39
Sub total		7026.22		21143.07	20407.19	22384.64
Adjustments for:						
Increase / (Decrease) in Deposits		52996.45		92809.35	75,534.67	105350.73
Increase / (Decrease) in Borrowings		22975.60		7754.53	-7,268.60	-13373.07
Increase / (Decrease) in Other Liabilities and Provisions		(3094.31)		4373.53	-9,788.08	2717.14
(Increase) / Decrease in Investments		(25868.65)		-40834.75	-21,359.80	-10591.59
(Increase) / Decrease in Advances		(66193.64)		-136540.81	-74,850.45	-36588.80
(Increase) / Decrease in Other Assets		205.46		4154.30	15,883.20	-12408.91
Taxes (Paid) / Refund		(3774.11)		-4139.65	-3,968.44	-1514.49
Sub total				-72423.50	-25817.50	33270.69
Net Cash Flow from Operating Activities (A)		(5834.26)		-40676.37	268.10	58533.22
B. Cash Flow from Investing Activities :						
Net Inflow / Outflow from Sale / Purchase of Fixed Assets		(280.42)		-486.40	-545.14	-737.38
Investment in Subsidiaries/ Joint Ventures/		-		27.74	-168.02	-
Disposal of Investment in Jv, Subsidiaries etc		-		-	-	-
Income from Investment in Subsidiaries		41.47		69.08	55.88	71.54

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Particulars	As on	As on	As on	Year ended	Year ended	Year ended
	31.12.2023	30.09.2023	30.06.2023	31.03.2023	31.03.2022	31.03.2021
	Unaudited	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)
Net Cash Flow from Investing Activities (B)		(238.95)		-389.58	-657.28	-665.84
C. Cash Flow from Financing Activities:						
Payment on redemption of Bonds / Sub. Debts		(1270.29)		-1950.00	-2930.00	-2620.00
Dividend (Interim & Final) Paid		-		-1179.18	0	0
Interest Paid on IPDI, Sub.&, Upper Tier 2 Bonds		-		-2435.97	-2,024.73	-2019.04
Increase in paid up capital		-		0	167.39	193.24
Share Premium recd. on new issue of share capital		-		0	2,322.79	1797.99
Share Application Money pending for Allotment		-				
Amount paid to e-SB shareholders (for fraction part)		-				-4.30
Proceeds from Issue of Upper Tier 2 bonds		-				-
Proceeds from Issue of Perpetual Bonds				6000.00	6500.00	2936.00
Net Cash Flow from Financing Activities (C)		(1270.29)		434.85	4035.45	283.89
Net Increase in Cash & Cash Equivalents (A)+(B)+(C)		(7343.50)		-40631.10	3646.27	58151.28
Cash /Equivalents as at the beginning of the year		141423.20		182054.30	178408.03	120256.75
Cash / Equivalents as at the end of the year		134079.70		141423.20	182054.31	178408.03

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vi. Consolidated Cash Flow Statement

Note: We are preparing Cash flow statement on half year basis only.

(Rs. in crore)

Particulars	As on	As on	As on	Year Ended	Year ended	Year ended
	31.12.2023	30.09.2023	30.06.2023	31.03.2023	31.03.2022	31.03.2021
	Unaudited	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)
A. Cash Flow from Operating Activities:	NA		NA			
Net Profit after Taxes		7536.60		11254.75	6124.83	2890.60
Adjustments for:						
Provision for income tax		2780.02		3618.86	3349.91	1179.57
Depreciation on Fixed Assets		370.37		1020.96	841.05	838.04
Profit/ (Loss) on sale of Fixed Asset		(18.09)		-308.80	-14.42	-28.70
Provision for Other Items		251.69		935.33	3543.15	1707.62
Interest on Tier 1 and Tier 2 Bonds		1270.29		2425.46	2024.73	2013.65
Provision for NPA		-		9471.70	9868.07	14174.20
Less: Amount Drawn from the Other Reserves		-		0	0	2515.99
Profit/Loss on revaluation of Investments		4555.97		401.50	346.58	2543.76
Provision for Standard Assets		85.23		338.87	-233.42	2.28
Profit on sale of Investment		(787.65)		-1437.18	-3748.56	-4066.17
Provision for (Appreciation)/Depreciation on Investment		435.33		2801.72	974.90	106.39
Sub total		7393.80		19268.42	16951.99	20986.63
Adjustments for:						
Increase / (Decrease) in Deposits		53023.61		92745.53	75355.93	105418.13
Increase / (Decrease) in Borrowings		22988.06		7738.22	-7297.85	-13344.62
Increase / (Decrease) in Other Liabilities and Provisions		(223.84)		8385.40	-12670.52	-5290.86
(Increase) / Decrease in Investments		(29232.87)		-42733.78	-24962.42	-15225.16
(Increase) / Decrease in Advances		(66168.73)		-136536.83	-64577.51	-22484.38
(Increase) / Decrease in Other Assets		153.05		4018.59	16113.28	-12301.06
Increase / (Decrease) Minority Interest		21.36		79.10	31.31	63.28

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Particulars	As on	As on	As on	Year Ended	Year ended	Year ended
	31.12.2023	30.09.2023	30.06.2023	31.03.2023	31.03.2022	31.03.2021
	Unaudited	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)
Direct Taxes (Paid) / Refund		(3792.66)		-4197.27	-4150.05	-1594.90
Sub total		5521.60		-70501.04	-22157.83	35240.43
Net Cash Flow from Operating Activities (A)				-39977.87	918.99	59117.68
B. Cash Flow from Investing Activities :						
Net Inflow / Outflow from Sale / Purchase of Fixed Assets		(339.91)		-613.45	-821.02	-922.72
Investment in Subsidiaries/ Joint Ventures/		(312.60)		-577.67	-540.15	-222.35
(Increase) /Decrease in other reserves		-		-46.68	105.29	115.93
Net Cash Flow from Investing Activities (B)		(652.51)		-1237.80	-1255.88	-1029.14
C. Cash Flow from Financing Activities:						
Share Capital		-		-	167.39	193.24
Share Premium		-		-	2322.79	1797.99
Increase / (Decrease) of Bonds including subordinated Debts		-		4050.00	3570.00	316.80
Share Application Money Pending for Allotment		-		0	0	0
Dividend (Interim & Final) Paid		-		-1179.18	0	0
Interest Paid on IPDI, Subordinated Bonds, Upper Tier 2 Bonds		(1270.29)		-2425.46	-2024.73	-2013.65
Amount paid to e-SB shareholders (for fraction part)		-		0	0	-4.30
Net Cash Flow from Financing Activities (C)		(1270.29)		445.36	4035.45	290.08
Cash flow on account of exchange fluctuation (D)		(2.34)				
Cash generated on account of exchange fluctuation				81.70	-173.50	-87.33
Net Increase in Cash & Cash Equivalents (A)+(B)+©+(D)		(7446.74)		-40688.61	3525.06	58291.27
Cash and Cash Equivalents as at the beginning of the year		141702.82		182391.43	178866.37	120575.10
Cash and Cash Equivalents as at the end of the year		134256.08		141702.82	182391.43	178866.37

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vii. Auditors' Qualifications

Financial Year	Auditors' Qualifications
2023-24	Nil
2022-23	Nil
2021-22	Nil
2020-21	Nil

J. REVIEW OF STANDALONE FINANCIAL INFORMATION OF THE ISSUER AS OF December 31, 2023

Sr. No.	Particulars	9M	6M	Quarter	Year ended	Year ended	Year ended
		31.12.2023	30.09.2023	June 2023	31.03.2023	31.03.2022	31.03.2021
		Unaudited	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)
1.	Interest Earned (a+b+c+d)	79880.58	51841.75	25004.07	84424.78	69410.24	69280.46
a)	Interest/ discount on advances/ bills	57324.75	37431.19	18064.24	61356.58	49862.11	50405.00
b)	Income from Investments	16770.60	10995.55	5349.02	19532.08	16972.27	16899.87
c)	Interest on balances with Reserve Bank of India and other Inter Bank Funds	3234.05	2266.00	1105.19	2950.20	2155.12	1851.53
d)	Others	2551.18	1149.00	485.62	585.92	420.74	124.06
2.	Other Income	13748.61	9453.51	4819.01	18762.20	16496.90	14924.32
3.	Total Income (1+2)	93629.19	61295.25	29823.08	103186.98	85907.14	84204.78
4.	Interest Expended	52894.84	34273.11	16338.42	52989.49	43026.26	45177.62
5.	Operating Expenses (i)+(ii)+(iii)	18709.22	11802.55	5880.64	22481.48	19791.91	19338.19
(i)	Employees Cost	11975.77	7442.44	3651.03	13743.83	12703.64	12756.48
(ii)	Rent, Taxes and Lighting	854.16	561.21	261.90	1108.91	1126.62	1120.15
(iii)	Other Operating Expenses	5879.29	3798.90	1967.71	7628.74	5961.65	5528.08
6.	Total Expenditure (4)+(5) (excluding Provisions and Contingencies)	71604.06	46075.66	22219.06	75470.97	62818.17	64515.81
7.	Operating Profit before provisions & contingencies (3-6)	22025.13	15219.59	7604.01	27716.01	23088.97	19688.97
8.	Provisions (other than tax) and Contingencies	7225.79	5326.88	2718.92	13543.01	12772.49	15981.75
9.	Exceptional Items	0	0	0.00	0.00	1354.90	-
10.	Profit (+)/ Loss (-) from Ordinary Activities before Tax (7-8-9)	14799.34	9892.72	4885.09	14173.00	8961.58	3707.22
11.	Tax Expense- Current Year	4002.24	2751.74	1350.25	3569.24	3283.17	1149.64
12.	Profit (+)/ Loss (-) from Ordinary Activities after Tax (10-11)	10797.10	7140.98	3534.84	10603.76	5678.41	2557.58

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Sr. No.	Particulars	9M	6M	Quarter	Year ended	Year ended	Year ended
		31.12.2023	30.09.2023	June 2023	31.03.2023	31.03.2022	31.03.2021
		Unaudited	(Unaudited)	(Unaudited)	(Audited)	(Audited)	(Audited)
13.	Extraordinary Items (net of tax expense)	0	0	0	0	0	0
14.	Net Profit (+)/ Loss (-) for the period (12-13)	10797.10	7140.98	3534.84	10603.76	5678.41	2557.58
15.	Paid-up Equity Share Capital (Face Value of each share- Rs.10/-)	1814.13	1814.13	1814.13	1814.13	1814.13	1646.74
16.	Reserves excluding revaluation reserves	75159.55	71488.06	67864.41	64318.00	55790.95	48953.95

K. MATERIAL EVENT/ DEVELOPMENT OR CHANGE AT THE TIME OF ISSUE

The Issuer hereby confirms that there has been no material event, development or change having implications on the financials/ credit quality of the Issuer (e.g. any material regulatory proceedings against the Issuer/ promoters of the Issuer, tax litigations resulting in material liabilities, corporate restructuring event etc) at the time of Issue which may affect the Issue or the investor's decision to invest/ continue to invest in the Non-convertible redeemable preference shares of the Issuer.

L. NAME OF THE BOND TRUSTEE

Catalyst trusteeship ltd has given the consent for appointment as Trustee for the Issue vide its letter dated 21ST November 2023. Copy of letter from Catalyst trusteeship ltd conveying their consent to act as Trustees for the current issue of Bonds is enclosed as Annexure III in this Placement Memorandum.

M. DETAILED RATING RATIONALE(S) ADOPTED / CREDIT RATING LETTER ISSUED

Please refer to Annexure I (for rating letter issued by CRISIL Limited) and II (for rating letter issued ICRA Limited) of the Placement Memorandum.

N. IF THE SECURITY IS BACKED BY A GUARANTEE OR LETTER OF COMFORT OR ANY OTHER DOCUMENT/ LETTER WITH SIMILAR INTENT, A COPY OF THE SAME SHALL BE DISCLOSED.
Not applicable.

O. COPY OF CONSENT LETTER FROM THE DEBENTURE TRUSTEE

Please refer to Annexure III of the Placement Memorandum.

P. NAMES OF ALL STOCK EXCHANGES WHERE THE DEBT SECURITIES ARE PROPOSED TO BE LISTED

The Bonds are proposed to be listed on the Debt segment of NSE

Q. ANY LITIGATION OR LEGAL ACTION PENDING OR TAKEN BY A GOVERNMENT DEPARTMENT OR A STATUTORY BODY DURING THE LAST THREE YEARS IMMEDIATELY PRECEDING THE YEAR OF THE ISSUE OF PROSPECTUS AGAINST THE PROMOTER OF THE BANK

President of India is the Promoter of the Issuer and hence the details of litigation or legal action pending or taken by a Government Department or a statutory body during the last three years immediately preceding the year of the issue are not applicable.

R. DETAILS OF DEFAULT AND NON-PAYMENT OF STATUTORY DUES

There is no default and non-payment of statutory dues.

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S. OTHER DETAILS

i.DRR Creation

As per the Ministry of Companies Affairs GOI Notification dt.31.03.2014 and Companies (Share Capital and Debentures) Rules 2014 no debenture redemption reserve is required for debentures issued by Banking Companies for both public as well as privately placed debentures. The Bank has appointed a trustee to protect the interest of the Bondholders.

ii.Issue/instrument specific regulation

Basel III Regulations and SEBI NCS Regulations. The definitions, abbreviations or terms wherever used shall have the same meaning as defined in the RBI circulars applicable to the issue of these bonds.

iii. Delay in allotment of securities

The allotment of securities shall be made within the timelines stipulated under SEBI Operational Circular.

T. DISCLOSURE OF CASH FLOW WITH DATE OF INTEREST AND REDEMPTION PAYMENT AS PER DAY COUNT CONVENTION

As per Chapter III of SEBI Operational Circular No: SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021, illustrative cash flow for bonds is as under:

ILLUSTRATION:

Name of the Issuer	Canara Bank
Face Value (per bond)	Rs. 1,00,00,000/-
Deemed Date of Allotment	14.02.2024
Call option Date	14.02.2029 (or any anniversary date thereafter, subject to Tax Call/ Regulatory Call, For details refer Term sheet)
Redemption Date	Perpetual
Coupon Rate	8.40% p.a.
Frequency of Interest Payment	Annually
Day Count Convention	Actual/Actual

Scenario 1: Call Option not exercised

Cash Flows	Original Coupon Payment dates and Illustrative Call Option Due date	Modified Coupon Payment Dates and Illustrative Call Option Due Date	No of Days for Denominator	Amount Payable per Bond (in Rs)
1 st Coupon Payment	Friday, 14 February, 2025	Friday, 14 February, 2025	366	8,40,000
2 nd Coupon Payment	Saturday, 14 February, 2026	Monday, 16 February, 2026	365	8,40,000
3 rd Coupon Payment	Sunday, 14 February, 2027	Monday, 15 February, 2027	365	8,40,000
4 th Coupon Payment	Monday, 14 February, 2028	Monday, 14 February, 2028	365	8,40,000
5 th Coupon Payment	Wednesday, 14 February, 2029	Wednesday, 14 February, 2029	366	8,40,000
Upto Perpetual....				

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Notes:

1. The above example is for illustration purpose only. The actual payment will be made as per provisions of summary term sheet.
2. Business day shall be the day on which money on which commercial banks are open for business in the city of Bengaluru, Karnataka and when the money market in functioning in Mumbai. If the interest payment date / redemption date does not fall on a Business day, then payment of interest / principal amount shall be made in accordance with SEBI operational circular No. SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 as amended from time to time.
3. If any coupon payment date, other than the ones falling on the redemption date falls on a day that is not a business day, the payment shall be made by the issuer on the immediately succeeding business day which becomes the coupon payment date for that coupon. However, the future coupon payment dates would be as per the schedule originally stipulated at the time of issuing the bonds.
4. If the redemption date of the bonds falls on a day that is not a business day, the redemption amount shall be paid by the issuer on the immediately preceding business day which becomes the new redemption date, along with interest accrued on the bonds until but excluding the date of such payment.
5. It is clarified that interest / redemption with respect to debentures, interest / redemption payments shall be made only on the days when commercial banks are open for business in the city of Bengaluru, Karnataka and when the money market in functioning in Mumbai.
6. Interest payments will be rounded off to the nearest rupee as per the FIMMDA Handbook on market practices.

Scenario 2: Assuming Call Option is exercised at the end of the 5th anniversary of the Deemed Date of Allotment.

Cash Flows	Original Coupon Payment dates and Illustrative Call Option Due date	Modified Coupon Payment Dates and Illustrative Call Option Due Date	No of Days for Denominator	Amount Payable per Bond (in Rs)
1 st Coupon Payment	Friday, 14 February, 2025	Friday, 14 February, 2025	366	8,40,000
2 nd Coupon Payment	Saturday, 14 February, 2026	Monday, 16 February, 2026	365	8,40,000
3 rd Coupon Payment	Sunday, 14 February, 2027	Monday, 15 February, 2027	365	8,40,000
4 th Coupon Payment	Monday, 14 February, 2028	Monday, 14 February, 2028	365	8,40,000
5 th Coupon Payment	Wednesday, 14 February, 2029	Wednesday, 14 February, 2029	366	8,40,000
Redemption of Principal on account of exercise of Call Option*.	Wednesday, 14 February, 2029	Wednesday, 14 February, 2029	366	1,00,00,000

Notes:

1. The above example is for illustration purpose only. The actual payment will be made as per provisions of summary term sheet.
2. Business day shall be the day on which money on which commercial banks are open for business in the city of Bengaluru, Karnataka and when the money market in functioning in Mumbai. If the interest payment date / redemption date does not fall on a Business day, then payment of interest / principal amount shall be made in accordance with SEBI operational circular No. SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 as amended from time to time.

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3. If any coupon payment date, other than the ones falling on the redemption date falls on a day that is not a business day, the payment shall be made by the issuer on the immediately succeeding business day which becomes the coupon payment date for that coupon. However, the future coupon payment dates would be as per the schedule originally stipulated at the time of issuing the bonds.
4. If the redemption date of the bonds falls on a day that is not a business day, the redemption amount shall be paid by the issuer on the immediately preceding business day which becomes the new redemption date, along with interest accrued on the bonds until but excluding the date of such payment.
5. It is clarified that interest / redemption with respect to debentures, interest / redemption payments shall be made only on the days when commercial banks are open for business in the city of Bengaluru, Karnataka and when the money market is functioning in Mumbai.
6. Interest payments will be rounded off to the nearest rupee as per the FIMMDA Handbook on market practices.

ADDITIONAL DISCLOSURES

1. Number of persons to whom allotment on preferential basis/ private placement/ rights issue has already been made during the year, in terms of securities as well as price.

NIL

2. Proposed time schedule for which the placement memorandum is valid.

Please refer to Issue Schedule in the Placement Memorandum.

3. Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects -

NIL

4. Pre-issue and post-issue shareholding pattern of the company

There is no change in shareholding pattern due to this Issue. Please refer to Details of Shareholding Pattern of the Bank in the Placement Memorandum for details of the shareholding of the Bank.

5. Summary of reservations or qualifications or adverse remarks of auditors in the last five financial years immediately preceding the year of circulation of offer letter and of their impact on the financial statements and financial position of the company and the corrective steps taken and proposed to be taken by the company for each of the said reservations or qualifications or adverse remark.

NIL

6. Project details: gestation period of the project; extent of progress made in the project; deadlines for completion of the project; the summary of the project appraisal report (if any), schedule of implementation of the project. NOT APPLICABLE

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U. TERMS OF ISSUE

1. Date of passing of board resolution authorizing the offer of securities

June 28, 2023

2. Details of the bonds proposed to be issued and listed

Non-Convertible, Perpetual, Taxable, Subordinated, fully paid-up, Unsecured Basel III Compliant Additional Tier 1 Bonds in the nature of debentures of Face value of Rs 1 Crore each in dematerialized form made in compliance with the applicable regulations specified by SEBI, the RBI guidelines and other applicable laws.

3. Applicable Regulation

The present issue of Bonds is being made in pursuance of Master circular no. DOR.CAP.REC.15/21.06.201/2023-24 dated May 12, 2023 which consolidates all instructions on the matter of the Basel III Capital Regulations ("Master Circular") covering terms and conditions for issue of Perpetual Debt Instruments ("PDIs") for inclusion in Additional Tier 1 Capital (Annex 4 of the Master Circular) and minimum requirements to ensure loss absorbency of Additional Tier 1 instruments at pre-specified trigger and of all non-equity regulatory capital instruments at the point of non-viability (Annex 15 of the Master Circular) as amended or replaced from time to time. In the event of any inconsistency in terms of the Bonds as laid down in any of the transaction document(s) and terms of the Master Circular, the provisions of the Master Circular shall prevail.

The issue of Bonds and the terms and conditions of the Bonds will be subject to the applicable guidelines issued by the Reserve Bank of India and the Securities and Exchange Board of India (SEBI) from time to time.

The bank can issue the bonds proposed by it in view of the present approvals and no further internal and external permission/approval(s) is/are required to undertake the proposed activity.

4. Objects of the Issue

The proposed Issue is being made for augmenting Additional Tier I Capital (As per the terms defined in Basel III guidelines) and overall capital of the Bank for strengthening its capital adequacy and for enhancing its long-term resources in accordance with RBI Guidelines.

5. Price at which the security is being offered including the premium, if any

Each of the Bonds have a face value of Rs. 1,00,00,000 (Rupees One Crore only), with no premium.

6. Name and address of the valuer who performed valuation of the security offered

Not applicable, as the Bonds being offered are unsecured and are being issued at par.

7. Amount intended to be raised

Aggregate Total Issue size not exceeding Rs 2,000 crore through private placement.

8. Authority for the Issue

The present issue of Bonds is being made pursuant to the resolution of the Board of Directors of the Bank dated 28/June/2023 authorizing issue of Bonds offered under terms of this Placement Memorandum.

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The bank can issue the bonds proposed by it in view of the present approvals and no further internal and external permission/approval(s) is/are required to undertake the proposed activity.

9. Terms of raising securities

Non-Convertible, Perpetual, Taxable, Subordinated, Fully paid-up, Unsecured Basel III Compliant Additional Tier 1 Bonds in the nature of debentures in dematerialized form for inclusion in Additional Tier I Capital.

10. Paid in status

Fully paid in

11. Maturity period

Perpetual i.e. there is no maturity date and there are no step-ups or other incentives to redeem.

12. Rate of interest

The Bonds have been issued with a fixed rate of interest.

13. Put and Call Option

in pursuance of Master circular no. DOR.CAP.REC.15/21.06.201/2023-24 dated May 12, 2023 which consolidates all instructions on the matter of Basel III Capital Regulations ("Master Circular") covering terms and conditions for issue of Perpetual Debt Instruments ("PDIs") for inclusion in Additional Tier 1 Capital (Annex 4 of the Master Circular) and minimum requirements to ensure loss absorbency of Additional Tier 1 instruments at pre-specified trigger and of all non-equity regulatory capital instruments at the point of non-viability (Annex 15 of the Master Circular) as amended or replaced from time to time, the Bonds shall not have any "Put Option".

The Bonds may have "Call Option" exercisable at the initiative of the Bank only after a minimum of five years, subject to compliance with the terms specified in the RBI Regulations.

Therefore, (i) the Bondholder(s) shall not have any right to exercise Put Option; and (ii) the Issuer shall not have right to exercise Call Option to redeem the Bonds, in whole or in part, prior to the Redemption Date subject to RBI regulations.

14. Minimum Subscription

1 Bond (One Bond i.e. Rs. 1 crore) and in multiples of 1 Bond i.e. Rs. 1 crore thereafter.

15. Underwriting

The present Issue of Bonds is on a Private Placement basis and has not been underwritten.

16. Status of Bondholders/ Seniority of Claim

The order of claims/ write-down/write-off of various types of regulatory capital instruments issued by the Bank or may be issued by the Bank in future shall be in accordance with the order of seniority and as per usual legal provisions governing priority of charges. The claims of Bondholders (investors in Perpetual Debt Instruments for inclusion as Additional Tier 1 Capital) shall be:

- a) superior to the claims of investors in equity/ common shares, perpetual non-cumulative preference shares and other regulatory capital instruments eligible for inclusion in Tier 1 capital of the Bank. However, claims of Perpetual Debt Instruments eligible for inclusion in Additional Tier 1 capital shall be on paripassu basis amongst themselves irrespective of the date, amount or terms of issue;

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- b) subordinated to the claims of (i) all depositors; (ii) general creditors; (iii) subordinated debt other than subordinated debt qualifying as Additional Tier 1 capital (as defined in the Basel III Guidelines);
- c) neither secured nor covered by a guarantee of the Bank or its related entity or any other arrangement that legally or economically enhances the seniority of the claims of Bondholders vis-à-vis creditors of the Bank;
- d) unless the terms of any subsequent issuance of the bonds/ debentures by the Bank specifies that the claims of such subsequent bondholders are senior or subordinate to the bonds issued under the Placement Memorandum or unless the RBI specifies otherwise in its guidelines or regulations, the claims of the Bondholders shall be pari-passu claims of holders of such subsequent debentures / bond issuances of the Bank;
- e) rank pari-passu without preference amongst themselves and other subordinated debt classifying as Additional Tier 1 Capital in terms of Basel III Guidelines

Notwithstanding anything to the contrary stipulated herein, the claims of the Bondholders shall be subject to the provisions of Coupon Discretion, Loss Absorbency and Other Events mentioned in this Placement Memorandum.

The Bonds shall not contribute to liabilities exceeding assets of the Bank if such a balance sheet test forms part of a requirement to prove insolvency under any law or otherwise.

If the Bank goes into liquidation, after the Basel III Compliant Additional Tier 1 instruments have been written down, the Bondholders shall have no claim on the proceeds of liquidation.

17. Loss Absorption Features

The Bonds may be classified as liabilities for accounting purposes. The Bonds (including all claims, demands on the Bonds and interest thereon, whether accrued or contingent) are issued subject to loss absorbency features applicable for non-equity capital instruments issued in terms of Basel III Guidelines including in compliance with the requirements of Annex 4 thereof and are subject to certain loss absorbency features as described herein and required of Additional Tier 1 instruments at Pre-Specified Trigger Level and at the Point of Non Viability as provided for in Annex 15 of the aforesaid circular as amended from time to time.

Accordingly, the Bonds and any claims or demands of any Bondholder or any other person claiming for or on behalf of or through such Bondholder, against the Bank, may be written-down (temporary or permanent), in whole or in part in case event of Pre-Specified Trigger Level or written-off in case of event of Point of Non-Viability (PONV)

18. Pre-specified Trigger Level

If the Common Equity Tier 1 of the Bank falls below 6.125% of risk weighted assets ("RWA"), each of the trigger levels referred to hereinabove is called the "Pre-Specified Trigger Level"

A write-down of the Bonds may have the following effects:

- (i) Reduce the claim of the Bond (up to nil) in liquidation;
- (ii) Reduce the amount to be re-paid on the Bond when a call is exercised (up to nil);
- (iii) Partially or fully reduce Coupon payments on the Bond.

In relation to Loss Absorption at Pre-Specified Trigger Level, the following may be noted:

- a) The pre-specified trigger for loss absorption through conversion/write down of the Bonds must be at least common equity tier 1 capital of 6.125% of the risk weighted assets. The write down of common equity tier 1. The write-down of any Common Equity Tier 1 capital shall not be required before a write-down of any AT1 Instrument (including the Bonds).
- b) The conversion/write-down mechanism (temporary or permanent) which allocates losses to the Bonds will generate CET 1 under applicable Indian Accounting Standards (i.e. net of contingent liability recognised under the Indian Accounting Standards, potential tax liabilities, etc., if any.). The Bonds will receive recognition in AT1 capital only upto the extent of minimum level of CET1 generated (i.e., net of contingent liability recognised under the Indian Accounting Standards, potential tax liabilities etc., if any) by a full write down/conversion of the instrument.

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- c) The Bank will obtain and keep on its records a certificate from the statutory auditors clearly stating that the conversion/write-down mechanism chosen by the Bank for the Bonds is able to generate CET1 under the prevailing accounting standards. Further, the Bank must also obtain and keep on their records an external legal opinion confirming that the conversion or write down of the Bonds at a pre-specified trigger by the Bank is legally enforceable.
- d) The aggregate amount to be written-down/converted for all AT1 Instruments on breaching the Pre-Specified Trigger Level shall be at least the amount needed to immediately return the Bank's CET1 ratio to the trigger level or, if this is not possible, the full principal value of the instruments. Further, the Bank shall have full discretion to determine the amount of AT1 Instruments (including the Bonds) to be written down subject to the amount of write-down not exceeding the amount which would be required to bring the CET1 ratio to 8% of RWAs (minimum CET1 of 5.5% + capital conservation buffer of 2.5%).
- e) When the Bank breaches a Pre-Specified Trigger Level of Loss Absorbency of AT1 and the equity is replenished either through conversion or write-down, such replenished amount of equity will be excluded from the total equity of the Bank for the purpose of determining the proportion of earnings to be paid out as dividend in terms of rules laid down for maintaining capital conservation buffer (as described in Basel III Guidelines). However, once the Bank has attained total common equity ratio of 8% without counting the replenished equity capital that point onwards, the Bank may include the replenished equity capital for all purposes.
- f) The conversion / write-down may be allowed more than once in case a bank hits the pre-specified trigger level subsequent to the first conversion / write-down which was partial.
- g) The conversion/write-down of AT1 instruments are primarily intended to replenish the equity in the event it is depleted by losses. Therefore, the Bank will not use write-down of AT1 instruments to support expansion of balance sheet by incurring further obligations / booking assets. Accordingly, if CET1 ratio slips below 8% due to losses and is still above 6.125% i.e., trigger point, the Bank will seek to expand its balance sheet further only by raising fresh equity from its existing shareholders or market and the internal accruals. However, fresh exposures can be taken to the extent of amortization of the existing ones. If any expansion in exposures, such as due to draw down of sanctioned borrowing limits, is inevitable, this will be compensated within the shortest possible time by reducing other exposures. The Bank will maintain proper records to facilitate verification of these transactions by its internal auditors, statutory auditors and Inspecting Officers of RBI.
- h) When a paid-up instrument is fully and permanently written-down, it ceases to exist resulting in extinguishment of a liability of a bank (a non-common equity instrument) and creates CET1. A temporary write-down is different from a conversion and a permanent write-down i.e., the original instrument may not be fully extinguished. Generally, the par value of the instrument is written-down (decrease) on the occurrence of the trigger event and which may be written-up (increase) back to its original value in future depending upon the conditions prescribed in the terms and conditions of the instrument.
- i) The Bonds which have been written down can be written up (partially or fully) at the absolute discretion of the Bank and subject to compliance with extant guidelines.

19. PONV Trigger

The Bonds can be permanently written off upon the occurrence of the PONV Trigger (as per the section "Write-off on Trigger Event" below). PONV trigger event shall be as defined in the aforesaid Basel III Guidelines and shall be determined by the RBI.

RBI may in its imminence alter or modify the PONV trigger whether generally or in relation to the Bank or otherwise. In any case it should be noted that following writing-off of the Bonds and claims and demands as noted above neither the Bank, nor any other person on the Bank's behalf shall be required to compensate or provide any relief, whether absolutely or contingently, to the Bondholder or any other person claiming for or on behalf of or through such holder and all claims and demands of such persons, whether under law, contract or equity, shall stand permanently and irrevocably extinguished and terminated.

Unless otherwise specified in this Placement Memorandum, the write-off of any common equity or any other regulatory capital (as understood in terms of the aforesaid circular or any replacement/amendment thereof), whether senior or paripassu or subordinate, and whether Additional Tier 1 capital or otherwise shall not be required before the write-off of any of the Bonds and there is no right available to the Bondholder hereof or any other person claiming for or on behalf of or through such holder to demand or seek that any other regulatory capital be subject

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to prior or simultaneous write-off or that the treatment offered to holders of such other regulatory capital be also offered to the Bondholders.

The Bonds are issued subject to Basel III Guidelines on PONV as amended from time to time (including all claims, demands on the Bonds and interest thereon, whether accrued or contingent), and at the option of the RBI, can be permanently written off upon the occurrence of the trigger event, called "Point of Non-Viability Trigger" ("PONV Trigger").

The PONV Trigger event is the earlier of:

- decision that a full and permanent write-off without which the Bank would become non-viable, is necessary, as determined by the Reserve Bank of India; and
- the decision to make a public sector injection of capital, or equivalent support, without which the Bank would have become non-viable, as determined by the relevant authority.

The amount of non-equity capital to be written-off will be determined by RBI.

The write-off of any Common Equity Tier 1 capital shall not be required before the write-off of any Non-equity (Additional Tier 1 and Tier 2) regulatory capital instrument. The order of write-off of the Bonds shall be as specified in the order of seniority as per this Placement Memorandum and any other regulatory norms as may be stipulated by the RBI from time to time.

The Bonds can be written off in case the Bank hits the PONV Trigger. The Bonds which have been written off (full and permanent write-off) shall not be written up.

Such a decision would invariably imply that the write-off or issuance of any new shares as a result of conversion consequent upon the trigger event must occur prior to any public sector injection of capital so that the capital provided by the public sector is not diluted. The Bondholders shall not have any residual claims on the Bank (including any claims which are senior to ordinary shares of the Bank), following a trigger event and when conversion or write-off is undertaken.

In any case it should be noted that following writing-off of the Bonds and claims and demands as noted above neither the Bank, nor any other person on the Bank's behalf shall be required to compensate or provide any relief, whether absolutely or contingently, to the Bondholder or any other person claiming for or on behalf of or through such holder and all claims and demands of such persons, whether under law, contract or equity, shall stand permanently and irrevocably extinguished and terminated. Unless otherwise specified in this Placement Memorandum, the write-off of any common equity or any other regulatory capital (as understood in terms of the aforesaid circular or any replacement/amendment thereof), whether senior or paripassu or subordinate, and whether an Additional Tier 1 capital or otherwise shall not be required before the write-off of any of the Bonds and there is no right available to the Bondholder hereof or any other person claiming for or on behalf of or through such holder to demand or seek that any other regulatory capital be subject to prior or simultaneous write-off or that the treatment offered to holders of such other regulatory capital be also offered to the Bondholders.

For these purposes, the Bank may be considered as non-viable if:

The Bank which, owing to its financial and other difficulties, may no longer remain a going concern on its own in the opinion of the RBI unless appropriate measures are taken to revive its operations and thus, enable it to continue as a going concern. The difficulties faced by the Bank should be such that these are likely to result in financial losses and raising the Common Equity Tier 1 capital of the Bank should be considered as the most appropriate way to prevent the Bank from turning non-viable. Such measures would include write-off / conversion of non-equity regulatory capital into common shares in combination with or without other measures as considered appropriate by the RBI.

The Bank facing financial difficulties and approaching a PONV will be deemed to achieve viability if within a reasonable time in the opinion of RBI, it will be able to come out of the present difficulties if appropriate measures are taken to revive it. The measures including augmentation of equity capital through write off of Bonds/ public sector injection of funds are likely to:

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- a. Restore depositors' /investors' confidence;
- b. Improve rating /creditworthiness of the Bank and thereby improve its borrowing capacity and liquidity and reduce cost of funds; and
- c. Augment the resource base to fund balance sheet growth in the case of fresh injection of funds.

The trigger at PONV will be evaluated both at consolidated and solo level and breach at either level will trigger write-off.

20. Purchase/ funding of bonds by the Bank

Neither the Bank nor any related party over which the Bank exercises control or significant influence (as defined under relevant Accounting Standards) shall purchase the Bonds, nor would the Bank directly or indirectly fund the purchase of the Bonds. The Bank shall also not grant advances against the security of the Bonds issued by it.

21. Terms of Payment

The full face value of the Bonds applied for is to be paid along with the Application Form. Applicant(s) need to send in the Application Form and the application amount through RTGS for the full value of Bonds applied for.

Face Value per Bond	Minimum Application Size	Amount Payable on Application per Bond
Rs.1 Crore	1 Bond and in multiples of 1 Bond thereafter	Minimum is Rs 1 crore and in multiples of Rs 1 crore

22. Deemed Date of Allotment

Interest on Bonds shall accrue to the Bondholders on the Deemed date of allotment. All benefits under the Bonds including payment of interest will accrue to the Bondholders from and including 14-02-2024, which shall be the Deemed Date of Allotment. All benefits relating to the Bonds will be available to the applicants from the Deemed Date of Allotment. The actual allotment of Bonds may take place on a date other than the Deemed Date of Allotment. The Bank reserves the right to keep multiple allotment date(s)/ date(s) of allotment at its sole and absolute discretion without any notice. If the issue closing date/ pay in dates is/are changed (pre-poned / postponed), the Deemed Date of Allotment may also be changed (pre-poned / postponed) by the Bank at its sole and absolute discretion.

23. Trading of Bonds

The marketable lot for the purpose of trading of Bonds shall be 1 (one) Bond of face value of Rs.1 Crore each. Trading of Bonds would be permitted in Demat mode only in standard denomination of 1 bond of Rs.1 Crore and such trades shall be cleared and settled in recognized stock exchange(s) subject to conditions specified by SEBI. In case of trading in Bonds which has been made over the counter, the trades shall be reported on a recognized stock exchange having a nation-wide trading terminal or such other platform as may be specified by SEBI.

24. Mode of Transfer of Bonds

The Bonds shall be transferred subject to and in accordance with the rules/ procedures as prescribed by the NSDL/ CDSL/ Depository Participant of the transferor/ transferee and any other applicable laws and rules notified in respect thereof. The normal procedure followed for transfer of securities held in dematerialized form shall be followed for transfer of these Bonds held in electronic form. The seller should give delivery instructions containing details of the buyer's DP account to his depository participant. The transferee(s) should ensure that the transfer formalities are completed prior to the Record Date. In the absence of the same, interest will be paid/ redemption will be made to the person, whose name appears in the records of the Depository. In such cases, claims, if any, by the transferee(s) would need to be settled with the transferor(s) and not with the Bank.

Transfer of Bonds to and from NRIs/ OCBs, in case they seek to hold the Bonds and are eligible to do so, will be governed by the then prevailing guidelines of RBI.

25. Common Form of Transfer

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The Bank undertakes that it shall use a common form/ procedure for transfer of Bonds issued under terms of this Placement Memorandum.

26. Interest on the Bonds

The face value of the Bonds, after adjustments and write-off on account of Loss absorbency and other events mentioned in the Summary Term Sheet, shall carry interest at the coupon rate (subject to deduction of income tax under the provisions of the Income Tax Act, 1961, or any other statutory modification or re enactment thereof, as applicable) are mentioned in the Summary Term Sheet.

In pursuance of Master Circular No. DOR.CAP.REC.15/21.06.201/2023-24 dated May 12, 2023 read along with circular no. RBI/2015-16/58 DBR.No.BP.BC.1/21.06.201/2015-16 dated July 01, 2015, issued by the Reserve Bank of India on Basel III capital regulations covering criteria for inclusion of debt capital instruments as Additional Tier 1 Capital, the Bonds shall not have any step-ups or any other incentives to redeem. Further, the Bonds shall not have a credit sensitive coupon feature, i.e. a coupon that is reset periodically based in whole or in part on Bank's credit standing.

The interest will be paid to those bondholders whose name appears on the record of the Depositories as on the Record Date. Interest will be paid by RTGS/NEFT/ Pay Orders/ Demand Drafts.

27. Deduction of Tax at Source

Tax as applicable under the IT Act or any other statutory modification or re-enactment thereof will be deducted at source out of interest payable on Bonds. Tax exemption certificate/documents, under section 193 of the income tax act 1961 if any must be lodged at the registered office of the bank or at such other place as may be notified by the bank in writing, at least 30 calendar working days before the interest payment days.

The tax exemption certificate/declaration of non-deduction of tax at source on interest on application money should be submitted along with application form. Where any deduction of income tax is made at source, the bank shall send to the bond holders a certificate of tax deduction at source. Regarding deduction of tax at source and the requisite declaration forms to be submitted, prospective investors are advised to consult their own tax consultants.

Tax deducted at source will be paid to income tax authorities on accrual or payment whichever is earlier.

28. Redemption/Maturity:

Redemption date	Not Applicable
Redemption amount	Not Applicable. However, in case of Redemption on account of exercise of Call Option or Otherwise, in accordance with RBI Guidelines, the Bonds shall be redeemed at par along with interest accrued till one day prior to the redemption date subject to adjustments and write off on account of "loss absorbency" and "other events" mentioned in this Term sheet

29. Settlement/ Payment on Redemption

Payment of interest and repayment of principal shall be made by way of cheque(s)/ interest/ redemption warrant(s)/ demand draft(s)/ credit through direct credit/ NECS/ RTGS/ NEFT mechanism in the name of the Bondholders whose name appear on the List of Beneficial Owners given by Depository to the Bank as on the Record Date.

30. Effect of Holidays

If any coupon payment date, other than the ones falling on the redemption date, falls on a day that is not a business day, the payment shall be made by the issuer on the immediately succeeding business day, which becomes the coupon payment date for that coupon. However, the future coupon payment dates would be as per the schedule originally stipulated at the time of issuing the debentures. In other words, the subsequent coupon payment dates

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would not be changed merely because the payment date in respect of one particular coupon payment has been postponed earlier because of it having fallen on a non-business day.

If the Call Option Due Date (also being the last Coupon Payment Date, in case call option is exercised) of the Bonds falls on a day that is not a Business Day, the Call Option Price shall be paid by the Bank on the immediately preceding Business Day along with interest accrued on the Bonds until but excluding the date of such payment.

In the event the Record Date falls on a day which is not a Business Day, the immediately succeeding Business Day shall be considered as the Record Date.

31. List of Beneficial Owners

The Bank shall request the Depository to provide a list of Beneficial Owners as at the end of the Record Date. This shall be the list, which shall be considered for payment of interest or repayment of principal amount on due date/ exercising of call option, as the case may be. In case, the beneficial owner is not identified by the Depository on the Record Date due to any reason whatsoever, the Issuer shall keep in abeyance the payment of interest or other benefits, till such time the beneficial owner is identified by the depository and intimated to the Issuer. On receiving such intimation, the Issuer shall pay the interest or other benefits to the beneficiaries identified, within a period of 15 days from the date of receiving such intimation.

32. Succession

In the event of the demise of the sole/first holder of the Bond(s) or the last survivor, in case of joint holders for the time being, the Bank shall recognize the executor or administrator of the deceased Bondholder, or the holder of succession certificate or other legal representative as having title to the Bond(s). The Bank shall not be bound to recognize such executor or administrator, unless such executor or administrator obtains probate, wherever it is necessary, or letter of administration or such holder is the holder of succession certificate or other legal representation, as the case may be, from a Court in India having jurisdiction over the matter. The Bank may, in its absolute discretion, where it thinks fit, dispense with production of probate or letter of administration or succession certificate or other legal representation, in order to recognize such holder as being entitled to the Bond(s) standing in the name of the deceased Bondholder on production of sufficient documentary proof or indemnity. Where a non-resident Indian becomes entitled to the Bond by way of succession, all such procedures and compliances as may be required under Foreign Exchange Management Act, 1999 as amended from time to time. the following steps have to be complied:

- a. Documentary evidence to be submitted to the Legacy Cell of the RBI to the effect that the Bond was acquired by the NRI as part of the legacy left by the deceased holder.
- b. Proof that the NRI is an Indian National or is of Indian origin.

Such holding by the NRI will be on a non-repatriation basis.

33. Who Can Apply

In terms of SEBI circular no. SEBI/HO/DDHS/CIR/P/2020/199 dated October 6, 2020, only Qualified Institutional Buyers (QIBs) are allowed to participate in the issuance of AT1 instruments.

Only those investors who are permitted to invest in this issue as per RBI guidelines and SEBI NCS Regulations 2021, applicable for issuance and listing of these bonds.

The following class of investors who fall under the definition of Qualified Institutional Buyers under Regulation 2 (ss) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, are eligible to participate in the offer (being Eligible Investors);

- i. a mutual fund, venture capital fund, alternative investment fund and foreign venture capital investor registered with SEBI;
- ii. a foreign portfolio investor (FPI)* other than individuals, corporate bodies and family offices;
- iii. a public financial institution;

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- iv. a scheduled commercial bank;
- v. a multilateral and bilateral development financial institution;
- vi. a state industrial development corporation;
- vii. an insurance company registered with the Insurance Regulatory and Development Authority of India;
- viii. a provident fund with minimum corpus of twenty five crore rupees;
- ix. a pension fund with minimum corpus of twenty five crore rupees;
- x. National Investment Fund set up by resolution no. F. No. 2/3/2005-DDII dated November 23, 2005 of the Government of India published in the Gazette of India;
- xi. insurance funds set up and managed by army, navy or air force of the Union of India; and
- xii. insurance funds set up and managed by the Department of Posts, India; and
- xiii. Systemically important non-banking financial companies.

This being a private placement Issue, the eligible investors who have been addressed through this communication directly and are allowed to participate in terms of Chapter XIII of the SEBI NCS Operational Circular, are only eligible to participate.

This Issue is restricted only to the above investors. Prospective subscribers must make their own independent evaluation and judgment regarding their eligibility to invest in the issue.

Prior to making any investment in these Bonds, each investor should satisfy and assure himself/herself/itself that he/she/it is authorized and eligible to invest in these Bonds. The Bank shall be under no obligation to verify the eligibility/authority of the investor to invest in these Bonds. Further, mere receipt of this Placement Memorandum (and/or any Transaction Document in relation thereto and/or any draft of the Transaction Documents and/or the Placement Memorandum) by a person shall not be construed as any representation by the Bank that such person is authorized to invest in these Bonds or eligible to subscribe to these Bonds. If after applying for subscription to these Bonds and/or allotment of Bonds to any person, such person becomes ineligible and/or is found to have been ineligible to invest in/hold these Bonds, the Bank shall not be responsible in any manner.

Investment by FIIs in instruments raised in Indian Rupees shall be outside the ECB limit for rupee denominated corporate debt, as fixed by the Govt. of India from time to time, for investment by FIIs in corporate debt instruments. Investment in these instruments by FIIs and NRIs shall be within an overall limit of 49% and 24% of the issue, respectively, subject to the investment by each FII not exceeding 10% of the issue and investment by each NRI not exceeding 5% of the issue.

*Investment by FPIs in the bonds raised in Indian Rupees shall be subject to compliance with terms and conditions stipulated by the RBI, SEBI or any other regulatory authorities on investment in these Bonds.

The issuance being a private placement through the Electronic Bidding Platform of NSE, the investors who have bid on their own account or through their arrangers, if any, appointed by Issuer, in the issue through the said platform and in compliance with the SEBI NCS Operational Circular on the above subject and NSE EBP Operating Guidelines are only eligible to apply.

Notwithstanding any acceptance of bids by the bank on and /or pursuant to the bidding process, on the electronic book platform, (a) if a person, in the bank's view, is not an eligible investor, the Bank shall have the right to refuse allotment of Bonds to such person and reject such person's application; (b) If after applying for subscription to these bonds and / or allotment of bonds to any person, such person(S) becomes ineligible and /or is found to have been ineligible to invest in / hold these bonds , the issuer shall not be responsible in any manner.

34. How to Apply

This being a private placement offer, investors who are established/ resident in India and who have been addressed through this communication directly only are eligible to apply.

All eligible investors should refer the operating guidelines for issuance of debt securities on private placement basis

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through an Electronic Book Mechanism as available on the website of NSE. Investors will also have to complete the mandatory know your customer verification process. Investors should refer to the Operational Guidelines in this respect. The application form will be filled in by each investor and uploaded in accordance with the SEBI regulatory and Operational Guidelines. Application for the bonds must be in the prescribed forms (enclosed) and completed in BLOCK letters in English as per the instructions contained therein.

- (a) The details of the issue shall be entered on the NSE - EBP platform by the Issuer at least 2 (two) business days prior to the issue opening date, in accordance with the Operational Guidelines,
- (b) The issue will be opened for the bidding for the duration of the bidding window that would be communicated through the issuers bidding announcement in the NSE- EBP platform at least 1 (One) business day before the start of the issue opening date.

Some of the key guidelines in the terms of current Operational Guidelines on issuance of securities on private placement basis through an EBP mechanism, are as follows:

(a) Modification of Bid:

Investors may note that modification of bid is allowed during the bidding period/ window. However, in the last 10 (ten) minutes of the bidding period/ window, revision of bid is allowed only for improvement of coupon/ yield and upward revision of the bid amount placed by the investor.

(b) Cancellation of Bid:

Investors may note that cancellation of bid is allowed during the bidding period/ window. However, in the last 10 minutes of the bidding period/window, no cancellation of bids is permitted.

(c) Multiple Bids:

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Investors are permitted to place multiple bids on the EBP platform in line with Chapter VI of the SEBI NCS Operational Circular read with the NSE EBP Operating Guidelines.

However, investors should refer to the Operational Guidelines prevailing as on the date of the bid.

Payment Mechanism:

Applicants shall make remittance of application money by way of electronic transfer of funds through RTGS/ electronic fund mechanism for credit by the pay-in time in the Bank account of the NSE Clearing Ltd appearing on the NSE EBP platform in accordance with the timelines set out in the Operational Guidelines and the relevant rules and regulations specified by SEBI in this regard. All payment must be made through RTGS as per the Bank details mentioned in the application form/ NSE EBP platform.

The Bank assumes no responsibility for any applications lost in mail. The entire amount of Rs 1 Crore per bond is payable on application.

1. Funds payout on 14-02-2024 would be made by NSE clearing limited to the following Bank account of the issuer:

Name of the Banker	Canara Bank
Beneficiary Account Name	CANARA BANK TIER 1 BONDS
Beneficiary Account No.	1589201001258
IFSC Code	CNRB0001589
Address of the Branch	Ground Floor Canara Bank Building C-14 G Block Bandra Kurla Complex, Bandra (E) Mumbai-400 051
Narration	Application Money for the Bond Issue

2. Cash, Money Orders, Demand Draft, and Postal Orders shall not be accepted. The issuer assumes no responsibility for any applications lost in mail. The entire amount of Rs 1 Crore per bond is payable on application.

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3. All application forms duly completed (along with all necessary documents as detailed in this Placement Memorandum) must be delivered before the closing of the Issue to the Issuer. While forwarding the application form, applicants must ensure that the relevant UTR number/ any other evidence of having remitted the application money is obtained. Detailed instructions of filling up the application form are provided elsewhere in the Placement Memorandum.
4. Applications for the bond must be in the prescribed form (enclosed) and completed in BLOCK LETTERS in English and as per the instructions contained therein. Applications should be for the number of bonds applied by the applicant. Applications not completed in the prescribed manner are liable to be rejected. The name of the applicant's bank, type of account and account number must be filled in the application form. This is required for the applicant's own safety and these details will be printed on the refund orders and interest/redemption warrants.
5. The applicant or in the case of an application in joint names, each of the applicant, should mention his/her PAN allotted under the income tax act, 1961 or where the same has not been allotted, the GIR number and the income tax circle/ward/district. As per the provisions of section 139 A(5A) of the income tax act, PAN/GIR number needs to be mentioned on the TDs certificates. Hence, the applicant should mention his PAN/GIR number if the investor does not submit Form 15 G/15AA/other evidence, as the case may be for non deduction of tax at source. IN case neither the PAN nor the GIR number has been allotted. The applicant shall mention "applied for" and in case the applicant is not assessed to income tax, the applicant shall mention "not applicable" (stating reasons for non applicability) in the appropriate box provided for the purpose. Application form without this information will be considered incomplete and are liable to be rejected.
6. All applicants are requested to tick the relevant columns "category of investors" in the application form. Public/private/religious/charitable trusts, provident funds and other superannuation trusts and other investors requiring "approved security" status for making investments. No separate receipts shall be issued for the application money. However, the issuer receiving the duly completed application form(s) will acknowledge the receipt of the applications by stamping and returning the acknowledgment slip to the applicant. Applications shall be deemed to have been received by the issuer only when submitted to it or on receipt by the registrar as detailed above and not otherwise.
7. For further instructions about how to make an application for applying for the Bonds and procedure for remittance of application money, please refer to the Term Sheet and the Application form carefully.

PROCESS FLOW OF SETTLEMENT:

Successful bidders shall make pay-in of funds towards the allocation made to them, in the Bank account of the NSE Clearing Ltd, on or before 10:30 A.M on the Deemed Date of Allotment. The fund pay-in by the successful bidders will be made only from the Bank accounts, which have been provided/ updated in electronic book mechanism system. Upon the transfer of funds into the aforesaid account and the Issuer confirming its decision to proceed with the allotment of the Debentures in favour of the Debenture Holder(s) to the NSE Clearing Ltd, the R&T Agent shall provide the corporate action file along with all requisite documents to the depositories by 12:00 hours and subsequently, the pay-in funds shall be released into the Issuer's Bank account.

35. Force Majeure

The Bank reserves the right to withdraw the issue prior to the Issue Closing Date in the event of any unforeseen development adversely affecting the economic and regulatory environment.

36. Applications Under Power of Attorney

A certified true copy of the power of attorney or the relevant authority as the case may be along with the names and specimen signature(s) of all the authorized signatories and the tax exemption certificate/ document, if any, must be lodged along with the submission of the completed Application Form. Further modifications/ additions in the power of attorney or authority should be notified to the Bank or to the Registrars or to such other person(s) at

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such other address(es) as may be specified by the Bank from time to time through a suitable communication.

37. Application by Mutual Funds

In case of applications by Mutual Funds, a separate application must be made in respect of each scheme of an Indian Mutual Fund registered with SEBI and such applications will not be treated as multiple applications, provided that the application made by the Asset Management Company/ Trustees/ Custodian clearly indicate their intention as to the scheme for which the application has been made.

38. PAN/GIR Number

All applicants should mention their Permanent Account Number or the GIR Number allotted under Income Tax Act, 1961 and the Income Tax Circle/ Ward/ District. In case where neither the PAN nor the GIR Number has been allotted, the fact of such a non-allotment should be mentioned in the Application Form in the space provided.

39. Signatures

Signatures should be made in English or in any of the Indian Languages. Thumb impressions must be attested by an authorized official of a Bank or by a Magistrate/ Notary Public under his/her official seal.

40. Right of Bondholder(s)

Bondholder is not a shareholder. The Bondholders will not be entitled to any other rights and privilege of shareholders other than those available to them under statutory requirements. The Bond(s) shall not confer upon the holders the right to receive notice, or to attend and vote at the General Meeting of the Bank. The principal amount and interest on the Bonds will be paid to the registered Bondholders only, and in case of Joint holders, to the one whose name stands first.

Besides the above, the Bonds shall be subject to the provisions of the Banking Regulation Act, 1949, as amended, the terms of this Bond Issue and the other terms and conditions as may be incorporated in the Debenture Trusteeship Agreement and other documents that may be executed in respect of these Bonds.

41 . Modification of Rights

The rights, privileges, terms and conditions attached to the Bonds may be varied, modified or abrogated with the consent, in writing, of those holders of the Bonds who hold at least three fourth of the outstanding amount of the Bonds or with the sanction accorded pursuant to a resolution passed at a meeting of the Bondholders, provided that nothing in such consent or resolution shall be operative against the Bank where such consent or resolution modifies or varies the terms and conditions of the Bonds, if the same are not acceptable to the Bank.

42. Future Borrowings

The Bank shall be entitled to borrow/ raise loans or avail of financial assistance in whatever form as also issue Bonds/ Debentures/ Notes/ other securities in any manner with ranking as pari-passu basis or otherwise and to change its capital structure, including issue of shares of any class or redemption or reduction of any class of paid up capital, on such terms and conditions as the Bank may think appropriate, without the consent of, or intimation to, the Bondholder(s) or the Trustees in this connection.

43. Notices

All notices required to be given by the Bank or by the Trustees to the Bondholders shall be deemed to have been given if sent by ordinary post/ courier to the original sole/ first allottees of the Bonds and/ or if published in one All India English daily newspaper and one regional language newspaper.

All notices required to be given by the Bondholder(s), including notices referred to under "Payment of Interest" and "Payment on Redemption" shall be sent by registered post or by hand delivery to the Bank or to such persons at such address as may be notified by the Bank from time to time.

44. Joint-Holders

Where two or more persons are holders of any Bond(s), they shall be deemed to hold the same as joint tenants with

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benefits of survivorship subject to provisions contained in the Companies Act, 1956 and the Companies Act, 2013.

45. Disputes & Governing Law

The Bonds are governed by and shall be construed in accordance with the existing laws of India. Any dispute arising thereof shall be subject to the jurisdiction of district courts of Bengaluru, Karnataka.

46. Investor Relations and Grievance Redressal

Arrangements have been made to redress investor grievances expeditiously as far as possible, the issuer endeavors to resolve the investor's grievances within 30 days of its receipt. All grievances related to the issue quoting the Application Number (including prefix), number of Bonds applied for, amount paid on application and details of collection centre where the Application was submitted, may be addressed to the Compliance Officer at registered office of the issuer. All investors are hereby informed that the Bank has appointed a Compliance Officer who may be contacted in case of any pre-issue/ post-issue related problems such as non-credit of letter(s) of allotment/ bond certificate(s) in the Demat account, non-receipt of refund order(s), interest warrant(s)/ cheque(s) etc. Contact details of the Compliance Officer are given elsewhere in this Placement Memorandum.

47. Credit Rating for the Bonds

CRISIL Limited (CRISIL) have vide their letter no. RL/CANBANK/328152/TIBUBIII/0224/78736/95039821 & RL/CANBANK/328152/TIBUBIII/0224/78735/162770968 dated February 05, 2024 has assigned a credit rating "CRISIL AA+/Stable" by CRISIL Ratings. Pronounced as "CRISIL AA Plus with Stable outlook" Instruments with this rating are considered to have the highest degree of safety regarding timely servicing of financial obligations. Such instruments have high degree of safety regarding servicing of debt obligations and carry very low credit risk. A copy of rating letter from CRISIL Limited is enclosed in Annexure 1 of this Placement Memorandum.

ICRA LIMITED have vide their letter no ICRA/Canara Bank/02022024 dated February 02,2024, have assigned 'ICRA AA+/Stable'; by ICRA Ltd. Pronounced as "ICRA AA Plus with Stable outlook" Such instruments have high degree of safety regarding servicing of debt obligations and carry very low credit risk. A copy of rating letter from CRISIL Limited is enclosed in Annexure 2 of this Placement Memorandum.

Other than the credit rating mentioned hereinabove, the Bank has not sought any other credit rating from any other credit rating agency (ies) for the Bonds offered for subscription under the terms of this Placement Memorandum.

The above rating is not a recommendation to buy, sell or hold securities and applicants should take their own decision. The rating may be subject to revision or withdrawal at any time by the assigning rating agency. The rating obtained is subject to revision at any point of time in the future. The rating agency has the right to suspend, withdraw the rating at any time on the basis of new information etc.

48. Trustees for the Bondholders

In accordance with the provisions of (i) Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021 issued vide circular no. SEBI/LAD-NRO/GN/2021/39 dated August 09, 2021, as amended (ii) Section 117B of the Companies Act, 1956 (1 of 1956) and Section 71 of the Companies Act, 2013 to the extent in force and notified respectively and (iii) Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993, the Bank has appointed Catalyst trusteeship ltd to act as Trustees ("Trustee") for and on behalf of the holder(s) of the Bonds. The address and contact details of the Trustees are as under:

Catalyst Trusteeship Limited

901, 9TH Floor, Tower B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai- 400013

Tel : 022 49220555 Email: dt@ctltrustee.com Website-www.catalysttrustee.com

A copy of letter from Catalyst trusteeship ltd vide their letter conveying their consent to act as Trustees for the current issue of Bonds is enclosed elsewhere in this Placement Memorandum.

The Bank hereby undertakes that a Debenture Trusteeship Agreement shall be executed by it in favour of the Trustees within three months permissible under applicable laws. The Debenture Trusteeship Agreement shall

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contain such clauses as may be prescribed under section 71 of the Companies Act, 2013 and those mentioned in Schedule IV of the Securities and Exchange Board of India (Debenture Trustees) Regulations. Further, the Debenture Trusteeship Agreement shall not contain a clause which has the effect of (i) limiting or extinguishing the obligations and liabilities of the Trustees or the Bank in relation to any rights or interests of the holder(s) of the Bonds, (ii) limiting or restricting or waiving the provisions of the Securities and Exchange Board of India Act, 1992 (15 of 1992); Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; Securities and Exchange Board of India (Issue and Listing of Debt Securities) (Amendment) Regulations, 2012 and circulars, regulations or guidelines issued by SEBI and (iii) indemnifying the Trustees or the Bank for loss or damage caused by their act of negligence or commission or omission.

The Bondholder(s) shall, without further act or deed, be deemed to have irrevocably given their consent to the Trustees or any of their agents or authorized officials to do all such acts, deeds, matters and things in respect of or relating to the Bonds as the Trustees may in their absolute discretion deem necessary or require to be done in the interest of the Bondholders. Any payment made by the Bank to the Trustees on behalf of the Bondholder(s) shall discharge the Bank pro tanto to the Bondholder(s). The Trustees shall protect the interest of the Bondholders in the event of default by the Bank in regard to timely payment of interest and repayment of principal and shall take necessary action at the cost of the Bank. No Bondholder shall be entitled to proceed directly against the Bank unless the Trustees, having become so bound to proceed, fail to do so.

The Trustees shall perform its duties and obligations and exercise its rights and discretions, in keeping with the trust reposed in the Trustee by the holder(s) of the Bonds and shall further conduct itself, and comply with the provisions of all applicable laws, provided that, the provisions of Section 20 of the Indian Trusts Act, 1882, shall not be applicable to the Trustees. The Trustees shall carry out its duties and perform its functions as required to discharge its obligations under the terms of SEBI NCS Regulations, the Securities and Exchange Board of India (Debenture Trustees) Regulations (1993), the Debenture Trusteeship Agreement, Placement Memorandum and all other related transaction documents, with due care, diligence and loyalty.

The Trustees shall be vested with the requisite powers for protecting the interest of holder(s) of the Bonds including but not limited to the right to appoint a nominee director on the Board of the Bank in consultation with institutional holder(s) of such Bonds, in accordance with applicable laws. The Trustees shall ensure disclosures of all material events on an ongoing basis.

The Bank shall, till the redemption of Bonds, submit its latest audited/ limited review half yearly consolidated (wherever available) and standalone financial information such as Statement of Profit & Loss, Balance Sheet and Cash Flow Statement and auditor qualifications, if any, to the Trustees within the timelines as mentioned in Listing Agreements amended. Besides, the Bank shall within 180 days from the end of the financial year, submit a copy of the latest annual report to the Trustees and the Trustees shall be obliged to share the details so submitted with all "Qualified Institutional Buyers" (QIBs) and other existing Bondholder(s) within two working days of their specific request.

49. Stock Exchange Where Bonds Are Proposed to be Listed

The Bonds are proposed to be listed on the Wholesale Debt Market (WDM) segment of National Stock Exchange of India Limited ("NSE"). The Bank made an application to NSE for seeking its in-principle approval for listing of Bonds offered under the terms of this Placement Memorandum and received an in-principle approval from the NSE vide letter Ref No: NSE/LIST/7267 Dated 06.02.2024.

In pursuance of SEBI NCS Regulations 2021, the Bank shall make listing application to NSE within 03 days from the date of closure of issue and seek listing permission within 3 days from the date of closure of issue. In the event of delay in listing of Bonds beyond 3 days from the date of closure of issue the Bank shall pay penal interest of 1.00% p.a. over the Coupon Rate from the expiry of 3 days from the date of allotment till the listing of Bonds to the Bondholder(s).

50. Material Contracts & Agreements Involving Financial Obligations of the Issuer

By very nature of its business, the Bank is involved in a large number of transactions involving financial obligations and therefore it may not be possible to furnish details of all material contracts and agreements involving financial obligations of the Bank. However, the contracts referred to in Para A below (not being contracts entered into in

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the ordinary course of the business carried on by the Bank) which are or may be deemed to be material have been entered into by the Bank. Copies of these contracts together with the copies of documents referred to in Para B may be inspected at the Head Office of the Bank between 10.00 a.m. and 2.00 p.m. on any working day until the issue closing date.

A. Material contracts

- a. Letter appointing Registrars and Agreement entered into between the Bank and the Registrars.
- b. Letter appointing Trustees to the Bondholders.

B. Documents

The Issuer has executed/ shall execute the documents including but not limited to the following in connection with the Issue:

- a. The Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970 as amended from time to time.
- b. Board resolution dated Jun 28, 2023, authorizing issue of Bonds offered under terms of this Placement Memorandum.
- c. Letter of consent from the Trustees for acting as trustees for and on behalf of the holder(s) of the Bonds.
- d. Letter of consent from the Registrars for acting as Registrars to the Issue.
- e. Application made to the NSE for grant of in-principle approval for listing of Bonds.
- f. Letter from CRISIL Rating Limited conveying the credit rating for the Bonds.
- g. Letter from ICRA Limited conveying the credit rating for the Bonds.
- h. Tripartite Agreement between the Bank, NSDL and Registrars for issue of Bonds in dematerialized form.
- i. Tripartite Agreement between the Bank, CDSL and Registrars for issue of Bonds in dematerialized form.

U. DISCLOSURE PERTAINING TO WILLFUL DEFAULT

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a) Name of the Bank declaring the entity as a willful defaulter	NIL
b) The year in which the entity is declared as a willful defaulter	Not Applicable
c) Outstanding amount when the entity is declared as a willful defaulter	Not Applicable
d) Name of the entity declared as a willful defaulter	Not Applicable
e) Steps taken, if any, for the removable from the list of willful defaulter	Not Applicable
f) Other disclosures, as deemed fit by the Issuer in order to enable investors to take informed decisions	NIL
g) Any other disclosure as specified by SEBI	NIL

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V. SUMMARY TERM SHEET

1	Security Name	8.40% CANARA BANK Basel III Additional Tier I Bond 2023-24
	Series	Series - II
2	Issuer/Bank	Canara Bank ("CB"/ the "Bank"/ the "Issuer")
3	Issue Size	Aggregate Total Issue size not exceeding Rs. 2000 crore with a base issue size of Rs 500 crore
4 a	Option to retain oversubscription	Rs 1500 crore
4 b	Accepted Amount	2000.00
5	Type of Instrument	Non-Convertible, Perpetual, Taxable, Subordinated, Fully paid-up, Unsecured Basel III Compliant Additional Tier 1 Bonds in the nature of debentures of Face value of Rs 1 Crore each
6	Nature of Instrument	<p>Unsecured, Subordinated Basel III Compliant Additional Tier I Bonds</p> <p>The bonds are neither secured nor covered by a guarantee of the Bank nor related entity or other arrangements that legally or economically enhances the seniority of the claim of the bondholder vis-à-vis other creditors of the Bank.</p> <p>The instrument has certain unique features which, inter-alia, grant the Bank, in consultation with RBI discretion in terms of writing down the principal / interest, to skip interest payments, to make an early recall etc. without commensurate right for investors to legal recourse, even if such actions of the Bank might result in potential loss to investors.</p>
7	Objects of the Issue	<p>Augmenting Additional Tier I Capital (As per the terms defined in Basel III guidelines) and overall capital of the Bank for strengthening its capital adequacy and for enhancing its long-term resources in accordance with RBI Guidelines.</p> <p>The instrument has certain unique features which, inter-alia, grant the Bank, in consultation with RBI a discretion in terms of writing down the principal / interest, to skip interest payments, to make an early recall etc. without commensurate right for investors to legal recourse, even if such actions of the Bank might result in potential loss to investors.</p>
8	Utilization of the Proceeds of the Issue	<p>The funds being raised by the Bank through the present Issue are not meant for financing any particular project. The Bank shall utilize the proceeds of the issue for augmenting Additional Tier 1 Capital and overall capital of the Bank for strengthening its capital adequacy and for enhancing its long term resources in accordance with RBI/ SEBI/ Stock Exchange(s) Guidelines.</p> <p>The Bank undertakes that proceeds of the issue shall not be used for any purpose which may be in contravention of the regulations/ guidelines/ norms issued by RBI/SEBI/Stock Exchanges.</p>
9	Status of Bonds / Seniority of Claims	<p>The Claims of the Bondholders in respect of the bonds shall:</p> <ol style="list-style-type: none"> 1. Be superior to the claims of investors in equity shares and perpetual non-cumulative preference shares issued by the Bank, if any of the issuer; 2. Be subordinated to the claims of depositors, general creditors & subordinated debt of the Bank, other than any subordinated debt qualifying as Additional Tier 1 Capital (as defined in the Basel III Guidelines); 3. Neither be secured nor covered by a guarantee of the Issuer nor related entity or any other arrangements that legally or economically enhances the seniority of the claim vis-à-vis creditors of the Bank;

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		<p>4. Unless the terms of any subsequent issuance of bonds/debentures (in the nature of AT1 instruments) by the Bank specifies that the claims of such subsequent bond holders are senior or subordinate to the bonds issued under this Placement Memorandum or unless the RBI specifies otherwise in its guidelines or regulations, the claims of the Bond holders shall be pari-passu with claims of holders of such subsequent debentures/bond issuances of the Bank;</p> <p>5. Rank pari-passu without preference amongst themselves and other subordinated debt classifying as Additional Tier 1 Capital in terms of Basel III Guidelines.</p> <p>Additional Tier 1 Capital shall have the meaning ascribed to such terms under Basel III Guidelines.</p> <p>Notwithstanding anything to the contrary stipulated herein, the claims of the Bondholders shall be subject to the provisions of “coupon discretion”, “loss absorbency”, permanent “write-off on PONV Trigger event” and “other events” mentioned in the Placement Memorandum and this Summary Term sheet.</p> <p>The instrument cannot contribute to liabilities exceeding assets if such a balance sheet test forms part of a requirement to prove insolvency under any law or otherwise.</p>
10	Listing	<p>Proposed on the Wholesale Debt Market (WDM) segment of National Stock Exchange of India Limited (“NSE”).</p> <p>The issuer shall make listing application to NSE and seek listing permission within 3 working days from the issue closure date (being the date on which bids are accepted on the electronic bidding platform) of bonds. Restricted</p>
11	Credit Rating	<p>“CRISIL AA+/Stable” by CRISIL Ratings Ltd; “ICRA AA+/Stable” by ICRA Ltd</p>
12	Mode of Issue	Private Placement <u>through Electronic Bidding Platform (EBP).</u>
13	Issuance Mode	Only in dematerialized form
14	Type of Bidding	Closed Bidding; on Electronic Bidding Platform (EBP) of NSE (National Stock Exchange)
15	Manner of allotment	Uniform Coupon/Yield
16	Eligible Investors	<p>In terms of Chapter XIII of the SEBI NCS Operational Circular, only Qualified Institutional Buyers (QIBs) are allowed to participate in the issuance of AT1 instruments.</p> <p>Only those investors who are permitted to invest in this issue as per RBI guidelines and SEBI NCS regulation, applicable for issuance and listing of these bonds.</p> <p>The following class of investors who fall under the definition of Qualified Institutional Buyers under Regulation 2 (ss) of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended from time to time, are eligible to participate in the offer (being Eligible Investors);</p> <p>i. A mutual fund, venture capital fund, alternative investment fund and foreign venture capital investor registered with SEBI;</p> <p>ii. A foreign portfolio investor* other than individuals, corporate bodies and family offices;</p>

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	<p>iii. A public financial institution;</p> <p>iv. A scheduled commercial bank;</p> <p>v. A multilateral and bilateral development financial institution;</p> <p>vi. A state industrial development corporation;</p> <p>vii. An insurance company registered with the Insurance Regulatory and Development Authority of India;</p> <p>viii. A provident fund with minimum corpus of twenty five crore rupees;</p> <p>ix. A pension fund with minimum corpus of twenty five crore rupees;</p> <p>x. National Investment Fund set up by resolution no. F. No. 2/3/2005-DDII dated November 23, 2005 of the Government of India published in the Gazette of India;</p> <p>xi. Insurance Funds set up and managed by Army, Navy or Air Force of the Union of India; and</p> <p>xii. Insurance Funds set up and managed by the Department of Posts, India; and</p> <p>xiii. Systemically important non-banking financial companies.</p> <p>This being a private placement Issue, the eligible investors who have been addressed through this communication directly and are allowed to participate in terms of Chapter XIII of the SEBI NCS Operational Circular, are only eligible to participate.</p> <p>This Issue is restricted only to the above investors. Prospective subscribers must make their own independent evaluation and judgment regarding their eligibility to invest in the issue.</p> <p>Prior to making any investment in these Bonds, each investor should satisfy and assure himself/herself/itself that he/she/it is authorized and eligible to invest in these Bonds. The Bank shall be under no obligation to verify the eligibility/authority of the investor to invest in these Bonds. Further, mere receipt of this Placement Memorandum (and/or any Transaction Document in relation thereto and/or any draft of the Transaction Documents and/or the Placement Memorandum) by a person shall not be construed as any representation by the Bank that such person is authorized to invest in these Bonds or eligible to subscribe to these Bonds. If after applying for subscription to these Bonds and/or allotment of Bonds to any person, such person becomes ineligible and/or is found to have been ineligible to invest in/hold these Bonds, the Bank shall not be responsible in any manner.</p> <p>Investment by FIIs in instruments raised in Indian Rupees shall be outside the ECB limit for rupee denominated corporate debt, as fixed by the Govt. of India from time to time, for investment by FIIs in corporate debt instruments. Investment in these instruments by FIIs and NRIs shall be within an overall limit of 49% and 24% of the issue, respectively, subject to the investment by each FII not exceeding 10% of the issue and investment by each NRI not exceeding 5% of the issue.</p> <p>*Investment by FPIs in the bonds raised in Indian Rupees shall be subject to compliance with terms and conditions stipulated by the RBI, SEBI or any other regulatory authorities on investment in these Bonds.</p>
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		<p>The issuance being a private placement through the Electronic Bidding Platform of NSE, the investors who have bid on their own account or through their arrangers, if any, appointed by Issuer, in the issue through the said platform and in compliance with the SEBI NCS Operational Circular on the above subject and NSE EBP Operating Guidelines are only eligible to apply.</p> <p>Notwithstanding any acceptance of bids by the bank on and /or pursuant to the bidding process, on the electronic book platform, (a) if a person, in the bank's view, is not an eligible investor, the Bank shall have the right to refuse allotment of Bonds to such person and reject such person's application; (b) If after applying for subscription to these bonds and / or allotment of bonds to any person, such person(S) becomes ineligible and /or is found to have been ineligible to invest in / hold these bonds, the issuer shall not be responsible in any manner.</p>
17	Trading Mode	Only in dematerialized form
18	a. Security	Unsecured
	b. Undertaking on creation of Security	Not Applicable. The Bonds are unsecured in nature and hence no permission or consent from any earlier creditor is required for security creation.
19	c. Convertibility	Non-Convertible
20	d. Face Value	Rs.1,00,00,000/- (Rupees One Crore only)
	e. Trading Lot	The minimum trading lot size shall be as required under Chapter XIII of the SEBI NCS Operational Circular as amended from time to time.
21	Issue Premium	Nil
22	Issue Discount	Nil
23	Issue Price	At par i.e. Rs 1,00,00,000 (Rupees One Crore Only) per Bond.
24	Minimum Application	1 Bond (i.e. Rs 1 crore) and in multiples of 1 bond thereafter
25	Tenor	Perpetual i.e. there is no maturity date and there are no step-ups or other incentives to redeem.
26	Redemption date	Not applicable as the Bonds are perpetual and there shall be no redemption date.
27	Redemption Premium	Nil
28	Redemption Discount	Nil
29	Redemption Amount	<p>Not applicable.</p> <p>However, in case of Redemption on account of exercise of Call Option or Otherwise, in accordance with RBI Guidelines, the Bonds shall be redeemed at Par along with Interest accrued till one day prior to the call option date, subject to adjustments and / Write Off on account of "Coupon Discretion", "Loss Absorbency", "Write-off on PONV Trigger event" and Other Events as mentioned in this Summary Term Sheet.</p>
30	Mode of Redemption	Not Applicable
31	Coupon Rate	8.40% per annum subject to "Coupon Discretion", "Loss absorbency", "Write-off on PONV Trigger event" and "Other Events" mentioned in this Summary Term Sheet.
32	Coupon Reset	Not Applicable
33	Coupon Type	Fixed
34	Coupon Payment Frequency	Annual subject to "Coupon Discretion" and / or "Loss Absorbency" (as the case may be)
35	Cumulative or Non-Cumulative	Non-Cumulative subject to "Coupon Discretion", "Loss Absorbency", "Write-off on PONV Trigger Event" and "Other Events" mentioned in this Summary Term Sheet

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36	Coupon Payment Dates	On the Anniversary of Deemed Date of Allotment i.e 14.02.2024 each year, subject to RBI regulations (up to Call option date, in case Call option is exercised by the Bank)
37	Computation of Interest/Day count Basis	<p>The Interest for each of the interest periods shall be computed as per Actual/ Actual day count convention on the face value/ principal outstanding at the coupon rate rounded-off to the nearest rupee. (As per SEBI NCS Operational Circular dated August 10, 2021 bearing Reference No SEBI/HO/DDHS/P/CIR/2021/613) on the face value / Principal Outstanding after adjustments and write off on account of "Loss absorbency", "Write-off on PONV Trigger Event" and "Other events" mentioned in this Summary Term Sheet, at the Coupon rate Rounded off to the Nearest Rupee.</p> <p>The Interest period means each period beginning on (and including) the deemed date of allotment or any coupon payment date and ending on (but excluding) the next coupon payment date/ Issuer Call date, tax call date or regulatory call date (as defined later) (if exercised).</p> <p>In case of a leap year, if February 29 falls during the tenor of the bonds, then the number of days shall be reckoned as 366 days (actual/ actual day count convention) for a whole 1-year period.</p>
38	Step up /Step down Coupon rate	Not applicable
39	Coupon Discretion	<p>a) The Bank shall have full discretion at all times to cancel Coupon either in part or full. On cancellation of payment of Coupon, these payments shall be extinguished and the Bank shall have no obligation to make any distribution/Coupon payment in cash or kind.</p> <p>b) The Bonds do not carry a 'dividend pusher' feature i.e. if the Bank makes any payment (coupon/dividend) on any other capital instrument or share, the Bank shall not be obligated to make Coupon payment on the Bonds.</p> <p>c) Cancellation of Coupon/discretionary payments shall not be an event of default.</p> <p>d) Bank shall have full access to cancelled Coupons/ payments to meet obligations as they fall due.</p> <p>e) Cancellation of Coupon/distributions/payments shall not impose restrictions on the Bank except in relation to distributions to common stakeholders.</p> <p>f) Coupons, unless cancelled by the bank, shall be paid out of distributable items. In this context, coupon may be paid out of current year profits. However, if current year profits are not sufficient, coupon may be paid subject to availability of:</p> <p>(i) Profit brought forward from previous years and/ or</p> <p>(ii) Reserves representing appropriation of net profits including statutory reserves and excluding share premium, revaluation reserve, foreign currency translation reserve, investment reserve and reserves created on amalgamation.</p> <p>The accumulated losses and deferred revenue expenditure, if any, shall be netted off from (i) and (ii) to arrive at the available balances for payment of coupon.</p> <p>If the aggregate of (a) profits in the current year; (b) profits brought forward from the previous years and (c) permissible reserves as at (ii) above, excluding statutory reserves, net of accumulated losses and deferred revenue expenditure are less than the amount of coupon, only then the bank shall make appropriation from the statutory reserves. In</p>

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		<p>such a case, the Banks shall be required to report to the Reserve Bank of India within 21 days from the date of such appropriation in compliance with Section 17(2) of the Banking Regulation Act, 1949.</p> <p>However, payment of coupons on the Bonds from the reserves shall be subject to the Bank meeting minimum regulatory requirements for CET1, Tier 1 and Total Capital ratios including the additional capital requirement for Domestic Systemically Important Banks at all times and subject to the restrictions under capital buffer frameworks (i.e. capital conservation buffer, countercyclical capital buffer in terms of paragraph 15 and 17 respectively of the Basel III guidelines).</p> <p>g) The Coupon on the Bonds shall not be cumulative. If Coupon is cancelled or not paid or paid at a rate lesser than the Coupon Rate, such unpaid and/or cancelled Coupon will not be paid in future years. Non-payment of coupon will not constitute an event of default in respect of the bonds.</p> <p>h) If Coupon is paid at a rate lesser than the prescribed rate, the unpaid amount will not be paid in future years, even if adequate profit is available and the level of CRAR conforms to the regulatory minimum.</p> <p>In the event the issuer determines that it shall not make a payment of coupon on the bonds, the issuer shall notify the trustee not less than 21 (twenty one) calendar days prior to the relevant coupon payment date of that fact and of the amount that shall not be paid.</p>
40	Dividend Stopper Clause	<p>The Bonds shall have a “dividend stopper arrangement” which shall oblige the Bank to stop dividend payments on equity/ common shares in the event of Bondholders not being paid Coupon If any interest is cancelled, then from the date of which such cancellation has first been notified (a “Dividend Stopper Date”) the Bank will not:</p> <p>1) Declare or pay any discretionary distribution or dividend or make any other payment on, or directly or indirectly redeem, purchase, cancel, reduce or otherwise acquire its Common Equity Tier I Capital (other than to the extent that any such distribution, dividend or other payment is declared before such Dividend Stopper Date or where the terms of the instrument do not at the relevant time enable the bank to cancel or defer such payment); or</p> <p>2) Pay discretionary interest of any other discretionary distribution on, or directly or indirectly redeem, purchase, cancel, reduce or otherwise acquire, any of its instruments or security ranking, as to the right of payment of dividend, distributions or similar payments, pari-passu with the bonds (excluding securities the terms of which stipulate mandatory redemption).</p> <p>In each case unless or until 1) The occurrence of next coupon payment date, following the Dividend Stopper Date, on which payment of the coupon amount has resumed and such coupon (payable on such coupon payment date) has been paid in full, or 2) The prior approval of the bond holder has been obtained via an extraordinary resolution (as per the mechanism stipulated in the debenture trust deed). It is hereby clarified that coupon on the bonds shall not be cumulative. If coupon is cancelled or not paid or paid at a rate lesser than the coupon rate, such unpaid and/or cancelled coupon will not be paid in the future years.</p> <p>For avoidance of doubt, the dividend stopper will not:</p>

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		<p>a) Stop payment on another instrument where the payments on such an instrument are not fully discretionary;</p> <p>b) Prevent distribution to share holder for a period that extends beyond the point in time at which interest on the bonds is resumed;</p> <p>c) Impede the normal operation of the bank, including actions in connection with employee share plans or any restructuring activity, including acquisitions and disposals; or</p> <p>d) Impede the full discretion that the bank has, at all times, to cancel the distributions or payments on the bonds nor act in a way that could hinder the recapitalization of the Bank.</p> <p>Dividend stopper clause will be applicable to these bonds and it will stop dividend payments on common shares in the events the holders of these are not paid coupon.</p> <p>In the event the holders of these bonds are not paid coupon, they shall not impede the full discretion that issuer has at all times to cancel distributions/payments on the bonds, nor will they impede/ hinder:</p> <p>a) The re-capitalization of the issuer.</p> <p>b) The issuer's right to make payments on other instruments, where the payments on this other instruments were not also fully discretionary.</p> <p>c) The issuer's right to making distributions to share holders for a period that extends beyond the point in time that coupon/ dividends on the bonds are resumed.</p> <p>d) The normal operation of the issuer or any restructuring activity (including acquisitions/disposals)</p> <p>A stopper may act to prohibit actions that are equivalent to the payment of a dividend, such as the bank undertaking discretionary share buybacks, if otherwise permitted.</p>
41	Record Date	<p>Reference date/ Record date for payment of coupon/ principal which shall be the date falling 15 (fifteen) days prior to</p> <ul style="list-style-type: none"> Each Coupon Payment Date on which coupon amount is due and payable and Call Option Due Date on which the Call Option is due and payable, if Call Option is exercised by the Bank.
42	Interest on Application Money	<p>This shall be paid at the coupon rate (subject to deduction of Income Tax as per the provisions of the Income Tax Act, 1961, or any other statutory modification or re-enactment thereof, as applicable) will be paid to the applicants on the Application Money for the Bonds for the period starting from and including the date of realization of application money in Bank's Account up to one day prior to the Deemed Date of Allotment.</p> <p>The Bank shall not be liable to pay interest in case of invalid applications or applications liable to be rejected including application made by a person who is not an eligible Investor.</p> <p>If the pay-in date and deemed date of allotment fall on the same day, the interest on application money shall not be applicable. Further, no interest on application money will be payable in case the issue is</p>

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		<p>withdrawn by the issuer in accordance with Operational Guidelines.</p> <p>The interest on Application Money will be computed as per Actual/ Actual day count convention. Such interest would be paid on all valid applications, including the refunds. Where the entire subscription amount has been refunded, the interest on Application Money will be paid along with the refund orders. Where an applicant is allotted lesser number of Bonds than applied for, the excess amount paid on application will be refunded to the applicant along with the interest on refunded money.</p> <p>Income Tax at Source (TDS) will be deducted at the applicable rate on interest on Application Money.</p>
43	Put Option	Not Applicable
44	Call Option Price	At par, along with interest accrued till one day prior to the Call Option Date subject to adjustments and/ or write-off on account of "Coupon Discretion", "Loss Absorbency", "Write-off on PONV Trigger Event" & "Other Events" mentioned in this Summary Term Sheet.
45	Call Option date	<p>On the fifth anniversary from the deemed date of allotment or any anniversary date thereafter with prior approval of RBI subject to Tax call/ Regulatory call.</p> <p>In case of Tax call or Regulatory call, the date may be specified in the notice to debenture trustees.</p>
46	Call Notification Time	21 (Twenty One) calendar days prior to the date of exercise of Call Option.
47	Condition for exercise of call option	<p>The Call Option may be exercised subject to following conditions:</p> <p>i) Such Call Option, if exercised, shall only be after the expiry of 5 (five) years from the Deemed Date of Allotment;</p> <p>ii) To exercise the Call Option, the Bank must receive prior approval of RBI (Department of Banking Regulation);</p> <p>iii) The Bank shall not exercise Call Option unless:</p> <p>a) The Bond is replaced with capital of the same or better quality and the replacement of this capital is done at conditions which are sustainable for the income capacity of the Bank; or</p> <p>b) The Bank demonstrates that its capital position is well above the minimum capital requirements after the call option is exercised.</p> <p>Minimum refers to Common Equity Tier 1 of 8% of RWAs (including capital conservation buffer of 2.5% of RWAs) and Total capital of 11.5% of RWAs including additional capital requirements identified under Pillar 2.</p>
48	Issuer Call Option	<p>The Issuer may, at its sole discretion, with prior approval of the RBI, and having notified the Debenture Trustee not less than 21 calendar days prior to the date of exercise of Call Option (which notice shall specify the date fixed for exercise of Call Option) may exercise Call Option on the outstanding Bonds.</p> <p>The Call Option, which shall be exercisable at the sole discretion of the Bank, may or may not be exercised on the Fifth anniversary of the Deemed Date of Allotment or any Coupon Payment Date thereafter.</p>
49	Tax Call	If there is any change in, or amendment to, the laws affecting taxation (or regulations or rulings promulgated there under) in India or any change in the official application of such laws, regulations or rulings (a "Tax Event") like the Issuer will no longer being entitled to claim a deduction in respect of computing its taxation liabilities with respect to

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		<p>coupon on the Bonds, Issuer may, at its option, redeem the Bonds, in whole but not in part, at a redemption price equal to outstanding principal amount subject to adjustment on account of "Loss Absorbency", "Write-off on PONV trigger event" and other events mentioned in the Term Sheet, together with any accrued but unpaid interest (subject to Coupon Discretion) to (but excluding) the date fixed for exercising call option on such Bonds. Any redemption upon the occurrence of a Tax Event will be subject to the provisions described under "Call Notification Time" and conditions (ii) and (iii) enumerated under "Condition for exercise of Call Option"</p> <p>RBI may permit the Issuer to exercise the Tax Call only if the RBI is convinced that the Issuer was not in a position to anticipate the Tax Call at the time of issuance of the Bonds and if the Bank demonstrates to the satisfaction of RBI that the Bank's capital position is well above the minimum capital requirements after the call option is exercised.</p>
50	Regulatory Call	<p>If there is a change in the regulatory classification of the Bonds that occurs on or after the issue date of the Bonds (a "Regulatory Event"), Issuer may, at its option, redeem the Bonds, in whole but not in part, at a redemption price equal to outstanding principal amount subject to adjustment on account of "Loss Absorbency" and Other Events mentioned in this Summary Term Sheet, together with any accrued but unpaid interest (subject to Coupon Discretion) to (but excluding) the date fixed for exercising call option on such Bonds. Any redemption upon the occurrence of a Regulatory Event will be subject to the provisions described under "Call Notification Time" and conditions (ii) and (iii) enumerated under "Condition for exercise of Call Option".</p> <p>RBI may permit the Issuer to exercise the Regulatory Call only if the RBI is convinced that the Issuer was not in a position to anticipate the Regulatory Call at the time of issuance of the Bonds and if the Bank demonstrates to the satisfaction of RBI that the Bank's capital position is well above the minimum capital requirements after the call option is exercised.</p> <p>A Regulatory Event is also deemed to have occurred if there is a downgrade of the bonds in regulatory classification i.e. Bonds is excluded from the consolidated Tier 1 Capital of the Issuer.</p>
51	Repurchase / Redemption / Buy-Back	<p>The outstanding Principal amount of the Bonds may be repaid (e.g. through repurchase or redemption) subject to prior approval of RBI. (This repurchase/buy-back/redemption of the principal amount shall be in a situation other than in the event of exercise of call option by the bank).</p> <p>a) The Bank may repurchase/ buy-back/ redeem the Bonds only if:</p> <p>(i) It replaces the Bonds with capital of the same or better quality and the replacement of this capital is done at conditions which are sustainable for the income capacity of the Bank; or</p> <p>(ii) The Bank demonstrates that its capital position is well above the minimum capital requirements after the repurchase/ buy-back/ redemption.</p> <p>b) The issuer has not assumed or created any market expectations that RBI approval for such repurchase/ redemption/ buy-back shall be given.</p> <p>c) Any other preconditions specified in the Basel III guidelines at such time have been satisfied.</p>

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		Such bonds may be held, reissued, resold, extinguished or surrendered, at the option of the Issuer.
52	Depository	National Securities Depository Ltd (NSDL) & Central Depository Services (India) Ltd (CDSL)
53	Cross Default	Not Applicable
54	Settlement	Payment of interest and repayment of principal shall be made by way of credit through direct credit/ National Electronic Clearing Service/ RTGS/ NEFT mechanism or any other permitted method at the discretion of the Issuer. The pay-in of subscription money for the Bonds shall be made as per EBP guidelines through clearing corporation.
55	Settlement cycle for EBP	T+2 (Issuance)
56	Transaction Documents	The Bank has executed / shall execute the documents including but not limited to the following in connection with the issue: 1. Letter appointing M/s Catalyst Trusteeship Ltd as Trustees to the Bond Holders; 2. Debenture Trusteeship Agreement/ Bond Trusteeship agreement/Debenture Trust Deed; 3. Rating letter from Rating Agencies namely CRISIL Rating Ltd and ICRA Ltd; 4. Letter appointing Registrar and agreement entered into between the Issuer and the Registrar; 5. Tripartite agreement between the Issuer, Registrar to the Issue and NSDL for issue of Bonds in dematerialized form; 6. Tripartite agreement between the Issuer, Registrar to the Issue and CDSL for issue of Bonds in dematerialized form; 7. Application made to NSE for seeking its in-principle approval for listing of bonds; 8. Listing Agreement with NSE. 9. Placement Memorandum.
57	Conditions precedent to subscription of Bonds	The subscription from investors shall be accepted for allocation and allotment by the Issuer, subject to the following: 1. Letter from the Trustees conveying their consent to act as Trustees for the Bondholder(s); 2. Letter from NSE conveying its In-principle approval for listing and trading of Bonds. 3. Rating Letters from rating agencies not more than one month old from the date of issuance. 4. Letter from the Registrar conveying its consent to act as registrar to issue. 5. Any other document customary for this transaction.
58	Conditions subsequent to subscription of Bonds	The Bank shall ensure that the following documents are executed/ activities are completed as per terms mentioned in this Placement Memorandum: 1. Credit of demat account(s) of the allottee(s) by number of Bonds allotted within 2 working days from the Deemed Date of Allotment, 2. Making listing application to NSE within 3 days from the issue date (being the date on which bids are accepted on the electronic bidding platform) in pursuance of SEBI NCS Regulations 2021; 3. Besides, the issuer shall perform all the activities, whether mandatory or otherwise, as mentioned elsewhere in this Placement Memorandum.
59	Recapitalization	The Bonds shall not have any features that hinder re-capitalization, such as provisions which require the Bank to compensate investors if a new instrument is issued at a lower price during a specified time frame
60	Reporting of Non-payment of Coupons	All instances of non-payment of coupon shall be notified by the Bank to the Chief General Managers-in-Charge of Department of Banking

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		Regulation and Department of Banking Supervision of the Reserve Bank of India, Mumbai.
61	Compliance with Reserve Requirements	The total amount of Bonds issued by the Bank shall not be reckoned as liability for calculation of net demand and time liabilities for the purpose of reserve requirements and, as such, shall not attract CRR / SLR requirements.
62	Conditions for breach of Covenants	The Bondholders shall have no rights to accelerate the repayment of future scheduled payments (coupon or principal) except in bankruptcy and liquidation of the Issuer.
63	Default Interest Rate	In case of default in payment of Interest and / or principal redemption on the due dates, additional interest at 2% per annum over the Coupon Rate will be payable by the Issuer for the defaulting period. If the Bank fails to execute the trust deed within prescribed timeline from the closure of the issue, the Bank shall pay additional interest at 2% p.a. to the debenture holders, over and above the agreed coupon rate, till the execution of the trust deed. However any non payment of interest and / or principal on account of RBI guidelines on Basel III capital regulations, Coupon discretion, Loss absorbency, Write off on PONV Trigger and other events of this Summary term sheet, no such default interest shall be payable.
64	Issue Schedule: 1. Opening Date and time* 2. Closing Date and time *	12-02-2024
65	Pay-In-Date*	14-02-2024
66	Deemed Date of Allotment*	14-02-2024

* The Bank reserves its sole and absolute right to modify (pre-pone/ post-pone) the above issue schedule without giving any reasons or prior notice. In such a case, applicants shall be intimated about the revised time schedule by the Bank. The Bank also reserves the right to keep multiple Date(s) of Allotment at its sole and absolute discretion without any notice. In case if the Issue Closing Date/ Pay in Dates is/are changed (pre-poned/ post-poned), the Deemed Date of Allotment may also be changed (pre-poned/ post-poned) by the Bank at its sole and absolute discretion. Consequent to change in Deemed Date of Allotment, the Coupon Payment Dates may also be changed at the sole and absolute discretion of the Bank.

Loss absorption features of Additional Tier 1 (AT1) Instruments at the Pre-Specified Trigger and/or PONV

67	Loss Absorption/ Loss Absorbency	The Bonds may be classified as liabilities for accounting purposes. The Bonds (including all claims, demands on the Bonds and interest thereon, whether accrued or contingent) are issued subject to loss absorbency features applicable for non-equity capital instruments issued in terms of Basel III Guidelines including in compliance with the requirements of Annex 4 thereof and are subject to certain loss absorbency features as described herein and required of Additional Tier 1 instruments at Pre-Specified Trigger Level and at the Point of Non Viability as provided for in Annex 15 of the aforesaid circular as amended from time to time. Accordingly, the Bonds and any claims or demands of any Bondholder or any other person claiming for or on behalf of or through such Bondholder, against the Bank, may be written-down (temporary or permanent), in whole or in part in case event of Pre-Specified Trigger Level or written-off in case of event of Point of Non-Viability (PONV).
68	Loss Absorption at Pre-Specified Trigger Level	If the Common Equity Tier 1 of the Bank falls below 6.125% of risk weighted assets ("RWA"), each of the trigger levels referred to hereinabove is called the "Pre-Specified Trigger Level" i) Reduce the claim of the Bond (up to nil) in liquidation;

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	<p>ii) Reduce the amount to be re-paid on the Bond when call is exercised; and</p> <p>iii) Partially or fully reduce Coupon/dividend payments on the instrument.</p> <p>In relation to Loss Absorption at Pre-Specified Trigger Level, the following may be noted:</p> <p>a) The pre-specified trigger for loss absorption through conversion/write down of the Bonds must be atleast common equity tier 1 capital of 6.125% of the risk weighted assets. The write down of common equity tier 1. The write-down of any Common Equity Tier 1 capital shall not be required before a write-down of any AT1 Instrument (including the Bonds).</p> <p>b) The conversion/write-down mechanism (temporary or permanent) which allocates losses to the Bonds will generate CET 1 under applicable Indian Accounting Standards (i.e. net of contingent liability recognised under the Indian Accounting Standards, potential tax liabilities, etc., if any.). The Bonds will receive recognition in AT1 capital only upto the extent of minimum level of CET1 generated (i.e., net of contingent liability recognised under the Indian Accounting Standards, potential tax liabilities etc., if any) by a full write down/conversion of the instrument.</p> <p>c) The Bank will obtain and keep on its records a certificate from the statutory auditors clearly stating that the conversion/write-down mechanism chosen by the Bank for the Bonds is able to generate CET1 under the prevailing accounting standards. Further, the Bank must also obtain and keep on their records an external legal opinion confirming that the conversion or write down of the Bonds at a pre-specified trigger by the Bank is legally enforceable.</p> <p>d) The aggregate amount to be written-down/converted for all AT1 Instruments on breaching the Pre-Specified Trigger Level shall be at least the amount needed to immediately return the Bank's CET1 ratio to the trigger level or, if this is not possible, the full principal value of the instruments. Further, the Bank shall have full discretion to determine the amount of AT1 Instruments (including the Bonds) to be written down subject to the amount of write-down not exceeding the amount which would be required to bring the CET1 ratio to 8% of RWAs (minimum CET1 of 5.5% + capital conservation buffer of 2.5%).</p> <p>e) When the Bank breaches a Pre-Specified Trigger Level of Loss Absorbency of AT1 and the equity is replenished either through conversion or write-down, such replenished amount of equity will be excluded from the total equity of the Bank for the purpose of determining the proportion of earnings to be paid out as dividend in terms of rules laid down for maintaining capital conservation buffer (as described in Basel III Guidelines). However, once the Bank has attained total common equity ratio of 8% without counting the replenished equity capital that point onwards, the Bank may include the replenished equity capital for all purposes.</p> <p>f) The conversion / write-down may be allowed more than once in case a bank hits the pre-specified trigger level subsequent to the first conversion / write-down which was partial.</p> <p>g) The conversion/write-down of AT1 instruments are primarily intended to replenish the equity in the event it is depleted by losses. Therefore, the Bank will not use write-down of AT1 instruments to support expansion of balance sheet by incurring</p>
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		<p>further obligations / booking assets. Accordingly, if CET1 ratio slips below 8% due to losses and is still above 6.125% i.e., trigger point, the Bank will seek to expand its balance sheet further only by raising fresh equity from its existing shareholders or market and the internal accruals. However, fresh exposures can be taken to the extent of amortization of the existing ones. If any expansion in exposures, such as due to draw down of sanctioned borrowing limits, is inevitable, this will be compensated within the shortest possible time by reducing other exposures. The Bank will maintain proper records to facilitate verification of these transactions by its internal auditors, statutory auditors and Inspecting Officers of RBI.</p> <p>h) When a paid-up instrument is fully and permanently written-down, it ceases to exist resulting in extinguishment of a liability of a bank (a non-common equity instrument) and creates CET1. A temporary write-down is different from a conversion and a permanent write-down i.e., the original instrument may not be fully extinguished. Generally, the par value of the instrument is written-down (decrease) on the occurrence of the trigger event and which may be written-up (increase) back to its original value in future depending upon the conditions prescribed in the terms and conditions of the instrument.</p> <p>i) The Bonds which have been written down can be written up (partially or fully) at the absolute discretion of the Bank and subject to compliance with extant guidelines.</p>
69	Loss Absorption at the Point of Non-Viability (PONV)	<p><u>Permanent Write Off on PONV Trigger Event</u></p> <p>The Bonds can be permanently written-off upon the occurrence of the PONV Trigger (as per the section "Write-off on Trigger Event" below). PONV trigger event shall be as defined in the aforesaid Basel III Guidelines and shall be determined by the RBI.</p> <p>RBI may in its imminence alter or modify the PONV trigger whether generally or in relation to the Bank or otherwise. In any case it should be noted that following writing-off of the Bonds and claims and demands as noted above neither the Bank, nor any other person on the Bank's behalf shall be required to compensate or provide any relief, whether absolutely or contingently, to the Bondholder or any other person claiming for or on behalf of or through such holder and all claims and demands of such persons, whether under law, contract or equity, shall stand permanently and irrevocably extinguished and terminated.</p> <p>Unless otherwise specified in this Placement Memorandum, the write-off of any common equity or any other regulatory capital (as understood in terms of the aforesaid circular or any replacement/amendment thereof), whether senior or pari passu or subordinate, and whether Additional Tier 1 capital or otherwise shall not be required before the write-off of any of the Bonds and there is no right available to the Bondholder hereof or any other person claiming for or on behalf of or through such holder to demand or seek that any other regulatory capital be subject to prior or simultaneous write-off or that the treatment offered to holders of such other regulatory capital be also offered to the Bondholders.</p>
70	Write-off on Point of Non-Viability ("PONV") Trigger	<p>The Bonds are issued subject to Basel III Guidelines on PONV as amended from time to time (including all claims, demands on the Bonds and interest thereon, whether accrued or contingent), and at the option of the RBI, can be permanently written-off upon the occurrence of the trigger event, called "Point of Non-Viability Trigger" ("PONV Trigger").</p>

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	<p>The PONV Trigger event is the earlier of:</p> <ol style="list-style-type: none"> decision that a full and permanent write-off without which the Bank would become non-viable, is necessary, as determined by the Reserve Bank of India; and The decision to make a public sector injection of capital, or equivalent support, without which the Bank would have become non-viable, as determined by the relevant authority. <p>The amount of non-equity capital to be written-off will be determined by RBI.</p> <p>The Bonds can be written off in case the Bank hits the PONV Trigger. The Bonds which have been written off (full and permanent write-off) shall not be written up.</p> <p>The write-off of any Common Equity Tier 1 capital shall not be required before the write-off of any Non-equity (Additional Tier 1 and Tier 2) regulatory capital instrument. The order of write-off of the Bonds shall be as specified in the order of seniority as per this Placement Memorandum and any other regulatory norms as may be stipulated by the RBI from time to time.</p> <p>Such a decision would invariably imply that the write-off or issuance of any new shares as a result of conversion consequent upon the trigger event must occur prior to any public sector injection of capital so that the capital provided by the public sector is not diluted. The Bondholders shall not have any residual claims on the Bank (including any claims which are senior to ordinary shares of the Bank), following a trigger event and when conversion or write-off is undertaken.</p> <p>In any case it should be noted that following writing-off of the Bonds and claims and demands as noted above neither the Bank, nor any other person on the Bank's behalf shall be required to compensate or provide any relief, whether absolutely or contingently, to the Bondholder or any other person claiming for or on behalf of or through such holder and all claims and demands of such persons, whether under law, contract or equity, shall stand permanently and irrevocably extinguished and terminated. Unless otherwise specified in this Placement Memorandum, the write-off of any common equity or any other regulatory capital (as understood in terms of the aforesaid circular or any replacement/amendment thereof), whether senior or paripassu or subordinate, and whether an Additional Tier 1 capital or otherwise shall not be required before the write-off of any of the Bonds and there is no right available to the Bondholder hereof or any other person claiming for or on behalf of or through such holder to demand or seek that any other regulatory capital be subject to prior or simultaneous write-off or that the treatment offered to holders of such other regulatory capital be also offered to the Bondholders.</p> <p>For these purposes, the Bank may be considered as non-viable if: The Bank which, owing to its financial and other difficulties, may no longer remain a going concern on its own in the opinion of the RBI unless appropriate measures are taken to revive its operations and thus, enable it to continue as a going concern. The difficulties faced by the Bank should be such that these are likely to result in financial losses and raising the Common Equity Tier 1 capital of the Bank should be</p>
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		<p>considered as the most appropriate way to prevent the Bank from turning non-viable. Such measures would include write-off / conversion of non-equity regulatory capital into common shares in combination with or without other measures as considered appropriate by the RBI.</p> <p>The Bank facing financial difficulties and approaching a PONV will be deemed to achieve viability if within a reasonable time in the opinion of RBI, it will be able to come out of the present difficulties if appropriate measures are taken to revive it. The measures including augmentation of equity capital through write off of Bonds/ public sector injection of funds are likely to:</p> <ol style="list-style-type: none"> Restore depositors' /investors' confidence; Improve rating /creditworthiness of the Bank and thereby improve its borrowing capacity and liquidity and reduce cost of funds; and Augment the resource base to fund balance sheet growth in the case of fresh injection of funds. <p>The trigger at PONV will be evaluated both at consolidated and solo level and breach at either level will trigger write-off.</p>
71.	Criteria to determine the PONV	<ol style="list-style-type: none"> The above framework under Basel III Guidelines shall be invoked when the Bank is adjudged by the RBI to be approaching the point of non-viability, or has already reached the point of non-viability, but in the views of RBI: <ol style="list-style-type: none"> there is a possibility that a timely intervention in form of capital support, with or without other supporting interventions, is likely to rescue the Bank; and if left unattended, the weaknesses would inflict financial losses on the Bank and, thus, cause decline in its common equity level. The purpose of write-off and/or conversion of non-equity regulatory capital elements will be to shore up the capital level of the Bank. RBI shall follow a two-stage approach to determine the non-viability of the Bank. The Stage 1 assessment would consist of purely objective and quantifiable criteria to indicate that there is a prima facie case of the Bank approaching non-viability and, therefore, a closer examination of the Bank's financial situation is warranted. The Stage 2 assessment would consist of supplementary subjective criteria which, in conjunction with the Stage 1 information, would help in determining whether the Bank is about to become non-viable. These criteria would be evaluated together and not in isolation. <p>Once the PONV is confirmed, the next step would be to decide whether rescue of the Bank would be through write-off alone or in conjunction with a public sector injection of funds.</p> <p>The trigger at PONV will be evaluated both at consolidated and solo level and breach at either level will trigger conversion/write-off.</p> <p>As the capital adequacy is applicable both at solo and consolidated levels, the minority interests in respect of the capital instruments issued by the subsidiaries of the Bank including the overseas subsidiaries can be included in the consolidated capital of the banking group only if these instruments have pre-specified triggers (in case of AT1 capital</p>

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		<p>instruments)/loss absorbency at the PONV (for all non-common equity capital instruments). In addition, where the Bank wishes the instruments issued by its subsidiary to be included in the consolidated group's capital in addition to its solo capital, the terms and conditions of that instrument must specify an additional trigger event.</p> <p>The additional trigger event is the earlier of:</p> <ol style="list-style-type: none"> (1) A decision that a conversion or write-off, without which the Bank or its subsidiary would become non-viable, is necessary, as determined by the RBI; and (2) The decision to make a public sector injection of capital, or equivalent support, without which the Bank or its subsidiary would have become non-viable, as determined by the RBI, such a decision would invariably imply that the write-off or issuance of any new shares as a result of conversion consequent upon the trigger event shall occur prior to any public sector injection of capital so that the capital provided by the public sector is not diluted. <p>In such cases, the subsidiary should obtain its regulators approval/no-objection for allowing the capital instrument to be converted/written off at the additional trigger point referred to above.</p> <p>Any common shares paid as compensation to the holders of the instrument must be common shares of either the issuing subsidiary or the Bank (including any successor in resolution).</p>
72.	Treatment of AT1 Instruments in the event of Winding-Up, Amalgamation, Acquisition, Re-Constitution, etc. of the Bank ("Other Events")	<ol style="list-style-type: none"> a) If the Bank goes into liquidation before the AT1 instruments have been written-down, these instruments shall absorb losses in accordance with the order of seniority indicated in the Placement Memorandum and as per usual legal provisions governing priority of charges b) If the Bank goes into liquidation after the AT1 instruments have been written-down, the holders of these instruments shall have no claim on the proceeds of liquidation. c) Amalgamation of a banking company: (Section 44 A of BR Act, 1949 as amended from time to time) <ol style="list-style-type: none"> (i) If the Bank is amalgamated with any other bank before the AT1 instruments have been written-down, these instruments will become part of the corresponding categories of regulatory capital of the new bank emerging after the merger. (ii) If the Bank is amalgamated with any other bank after the AT1 instruments have been written-down temporarily, the amalgamated entity can write-up these instruments as per its discretion. (iii) If the Bank is amalgamated with any other bank after the non-equity regulatory capital instruments have been written-down permanently, these cannot be written-up by the amalgamated entity. d) Scheme of reconstitution or amalgamation of a banking company: (Section 45 of BR Act, 1949) <p>If the relevant authorities decide to reconstitute the Bank or amalgamate the Bank with any other bank under the Section 45 of BR Act, 1949, then the Bank will be deemed as non-viable or approaching non-viability and both the pre-specified trigger and the trigger at the point of non-viability for write-off of AT1 Instruments will be activated. Accordingly, the Bonds will be fully written-off permanently before amalgamation / reconstitution in accordance with these rules.</p>
73.	Order of claim of AT 1	The order of claims/ write-down of various types of regulatory capital instruments issued by the Bank or may be issued by the Bank in future

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	instruments at the event of Gone concern situation	<p>shall be in accordance with the order of seniority and as per usual legal provisions governing priority of charges. The claims of Bondholders (investors in Perpetual Debt Instruments for inclusion as Additional Tier 1 Capital) shall be:</p> <p>a) Superior to the claims of investors in equity/ common shares, perpetual non-cumulative preference shares and other regulatory capital instruments eligible for inclusion in Tier 1 capital of the Bank. However, claims of Perpetual Debt Instruments eligible for inclusion in Additional Tier 1 capital shall be on paripassu basis amongst themselves irrespective of the date, amount or terms of issue;</p> <p>b) Subordinated to the claims of</p> <ul style="list-style-type: none"> (i) all depositors; (ii) general creditors; (iii) subordinated debt other than subordinated debt qualifying as Additional Tier 1 capital; (iv) subordinated debt eligible for inclusion in hybrid Tier 1 capital under the then prevailing Basel III guidelines (to the extent permitted under the RBI guidelines); (v) Debt Capital Instruments eligible for inclusion in Tier 2 capital issued and to be issued in future by the Bank; (vi) perpetual cumulative preference shares; (vii) redeemable non-cumulative preference shares; (viii) redeemable cumulative preference shares eligible for inclusion in Tier 2 capital issued and to be issued in future by the Bank. <p>c) Neither secured nor covered by a guarantee of the Bank or its related entity or any other arrangement that legally or economically enhances the seniority of the claims of Bondholders vis-à-vis creditors of the Bank;</p> <p>d) Claims of holders of perpetual non-cumulative preference shares shall be superior to the claims of holders of equity/ common shares;</p> <p>Notwithstanding anything to the contrary stipulated herein, the claims of the Bondholders shall be subject to the provisions of Coupon Discretion, Loss Absorbency and Other Events mentioned in this Placement Memorandum.</p> <p>The Bonds shall not contribute to liabilities exceeding assets of the Bank if such a balance sheet test forms part of a requirement to prove insolvency under any law or otherwise.</p> <p>Once the Basel III Compliant Additional Tier 1 instruments are written-down, the Bondholders shall have no claim on the proceeds of liquidation.</p>
74	Treatment in Bankruptcy/ Liquidation/Insolvency	The Bond will not contribute to liabilities exceeding assets of the Bank if such a balance sheet test forms part of a requirement to prove insolvency under any law or otherwise
75	Prohibition on Purchase/ Funding of Bonds	Neither the Bank nor its related parties over which the Bank exercises control or significant influence (as defined under relevant Accounting Standards) shall purchase the Bonds, nor shall the Bank directly or indirectly fund the purchase of the Bonds. The Bank shall also not grant advances against the security of the Bonds issued by it.
OTHER GENERAL TERMS		
76	Governing Law and Jurisdiction	The Bonds are governed by and shall be construed in accordance with the existing laws of India. Any dispute arising thereof shall be subject to the jurisdiction of District Courts of Bengaluru, Karnataka.
77	Applicable RBI Guidelines	The present issue of Bonds is being made in pursuance of Master circular no. DOR.CAP.REC.15/21.06.201/2023-24 dated May 12, 2023 ANNE which

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		<p>consolidates all instructions on the matter of Basel III Capital Regulations (“Master Circular”) covering terms and conditions for issue of Perpetual Debt Instruments (“PDIs”) for inclusion in Additional Tier 1 Capital (Annex 4 of the Master Circular) and minimum requirements to ensure loss absorbency of Additional Tier 1 instruments at pre-specified trigger and of all non-equity regulatory capital instruments at the point of non-viability (Annex 15 of the Master Circular) as amended or replaced from time to time.</p> <p>In the event of any inconsistency in terms of the Bonds as laid down in any of the transaction document(s) and terms of the Master Circular, supremacy of the provisions of the Master Circular over the IM shall prevail.</p> <p>The issue of Bonds and the terms and conditions of the Bonds will be subject to the applicable guidelines issued by the Reserve Bank of India and the Securities and Exchange Board of India (SEBI) from time to time.</p>
78	Events of Default	<p>The Bondholders shall have no rights to accelerate the repayment of future scheduled payments (coupon or principal) except in bankruptcy and liquidation of the Issuer. It is further clarified that cancellation of discretionary payments or any exercise of Coupon Discretion, Write-off on PONV Trigger Event, Loss Absorbency and Other Events shall not be deemed to be an event of default.</p> <p>The Issuer or the Debenture Trustee may call for meeting of Bondholders as per the terms of the Debenture Trust Deed (to be executed). E-voting facility may be provided, if applicable subject to compliance with regulatory guidelines. In case of any decision that requires a special resolution at a meeting of the Bondholders duly convened and held in accordance with provisions contained in Debenture Trust Deed (to be executed) and applicable law, the decision shall be passed by a majority consisting of not less than three-fourths of the persons voting thereat upon a show of hands or if a poll is demanded or e-voting facility is used, by a majority representing not less than three-fourths in value of the votes cast on such poll. Notwithstanding anything contained above, if any regulations/ circular/ guidelines issued by SEBI/RBI or any other relevant regulator require the voting to be held in a particular manner, the provisions contained in such regulations/ circular/ guidelines shall prevail. The Debenture Trust Deed (to be executed) shall contain the provisions for the meetings of the Bondholders and manner of voting. Subject to applicable law and regulatory guidelines, a meeting of the Bondholders, may consider the proposal for joining the inter creditor agreement, if applicable, and the conditions for joining such inter creditor agreement, if applicable, will be made part of the meeting agenda and the Trustee will follow the process laid down vide SEBI circular SEBI/HO/MIRSD/CRADT/CIR/P/2020/203 dated October 13, 2020.</p> <p>In case of default in payment of Coupon and/or principal redemption on the due dates as per the terms set out under this Placement Memorandum, additional interest at 2% p.a. over the Coupon Rate will be payable by the Issuer for the defaulting period. However, it is clarified that any non-payment of interest and / or principal on account of Basel III Guidelines, Coupon Discretion, Loss Absorbency and other events of this Summary Term Sheet, shall not be deemed to be an event of default and no such default interest shall be payable.</p> <p>If the trust deed in relation to the Issue is not executed within SEBI prescribed timelines, without prejudice to any liability arising on account of violation of the provisions of the SEBI Act and all other</p>

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		applicable SEBI regulations, the Issuer shall also pay interest of two percent per annum to the Bondholders, over and above the Coupon Rate, till the execution of the trust deed. The Bondholders shall have no rights to accelerate the repayment of future scheduled payments (Coupon or principal) except in bankruptcy and liquidation of the Issuer.
79	Trustees	Catalyst Trusteeship Limited
80	Registrars	CAMEO Corporate Services Limited
81	Compliance Officer	Company Secretary of the Bank
82	Roles and Responsibilities of Trustees	<p>The Trustees shall perform its duties and obligations and exercise its rights and discretions, in keeping with the trust reposed in the Trustees by the holder(s) of the Bonds and shall further conduct itself, and comply with the provisions of all applicable laws, provided that, the provisions of Section 20 of the Indian Trusts Act, 1882, shall not be applicable to the Trustees. The Trustees shall carry out its duties and perform its functions as required to discharge its obligations under the terms of SEBI NCS Regulations, the Securities and Exchange Board of India (Debentures Trustees) Regulation, 1993, the Debenture Trusteeship Agreement, Placement Memorandum and all other related transaction documents, with due care, diligence and loyalty.</p> <p>The Issuer shall, till the redemption of Bonds, submit its latest audited/limited review half yearly consolidated (wherever available) and standalone financial information such as Statement of Profit & Loss, Balance Sheet and Cash Flow Statement and auditor qualifications, if any, to the Trustees within the timelines as mentioned in Listing Agreement issued by SEBI as amended. Besides, the Issuer shall within 180 days from the end of the financial year, submit a copy of the latest annual report to the Trustees and the Trustees shall be obliged to share the details so submitted with all "Qualified Institutional Buyers"(QIBs) within two working days of their specific request.</p> <p>The Debenture Trustee shall be vested with the requisite powers for protecting the interest of the Bondholders. The Debenture Trustee shall ensure disclosure of all material events on an ongoing basis. The Debenture Trustee shall disclose the information to the Bondholders and the general public by issuing a press release and placing on the websites of the Debenture Trustee, the Bank and NSE in the following events:</p> <p>(a) Non-payment of interest on the Bonds by the Bank (whether in pursuance of RBI Regulations or otherwise);</p> <p>(b) Revision in credit rating assigned to the Bonds.</p>
83	Risk factors pertaining to the Issue	The Bonds issued are subject to the "Coupon Discretion", "Loss Absorbency", "Write-off on PONV Trigger Event" and "Other Events" mentioned in this Summary Term Sheet.
84	Convention	"Business Day" shall be all days (excluding Sundays, Public Holidays and Saturdays on which the Bank is not open) on which commercial banks are open for business in the city of Bengaluru, Karnataka and when the money market is functioning in Mumbai.
85	Effect of Holiday	If any coupon payment date, other than the ones falling on the redemption date, falls on a day that is not a business day, the payment shall be made by the issuer on the immediately succeeding business day, which becomes the coupon payment date for that coupon. However, the future coupon payment dates would be as per the schedule originally stipulated at the time of issuing the debentures. In other words, the subsequent coupon payment dates would not be changed merely because the payment date in respect of one particular coupon payment has been postponed earlier because of it having fallen on a non business day.

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		<p>If the Call Option Due Date (also being the last Coupon Payment Date, in case call option is exercised) of the Bonds falls on a day that is not a Business Day, the Call Option Price shall be paid by the Bank on the immediately preceding Business Day along with interest accrued on the Bonds until but excluding the date of such payment.</p> <p>In the event the Record Date falls on a day which is not a Business Day, the immediately succeeding Business Day shall be considered as the Record Date.</p>
86	Additional (Covenants) Only	<p>Delay in Listing: The Issuer shall complete all formalities and seek listing permission within 3 trading days from the issue closure date (being the date on which bids are accepted on the electronic bidding platform). In the event of delay in listing of Bonds beyond 3 days from the issue closure date, the Issuer shall pay penal interest of 1.00% per annum over the Coupon Rate from the Deemed Date of Allotment till the listing of Bonds to the Bondholder(s).</p> <p>Refusal of Listing: If listing permission is refused before the expiry of the 4 days from the date of closure of issue, the Issuer shall forthwith repay all monies received from the applicants in pursuance of the Placement Memorandum along with penal interest of 1.00% per annum over the Coupon Rate from the expiry of 3 days from the Deemed Date of Allotment. If such monies are not repaid within 8 days after the Issuer becomes liable to repay it (i.e. from the date of refusal or 4 days from the date of closure of issue, whichever is earlier), then the Issuer and every director of the Issuer who is an officer in default shall, on and from the expiry of 8 days, will be jointly and severally liable to repay the money with interest at the rate of 15 per cent per annum on application money.</p>
87	Basis of Allocation/ Allotment	The Bank reserves the right to reject any/ all applications fully or partially at its sole discretion, without assigning any reason whatsoever.
88	Issue Procedure	In pursuance of Chapter VI of the SEBI NCS Operational Circular dealing with Electronic Book Provider Platform, it is mandatory that a private placement of debt securities of over Rs. 50 crore, including green shoe option, be undertaken through the EBP Platform.
89	Recovery Expense Fund	The issuer shall create a recovery expense fund in the manner and use it for the purpose as maybe specified by SEBI from time to time.
90	Payment Mode	The remittance of application money should be made by electronic transfer of funds through RTGS/NEFT mechanism for credit to an Account as mentioned in the allotment letter from the EBP platform.

Note: The Issuer reserves its sole and absolute right to modify (pre-pone/ postpone) the Issue schedule without giving any reasons or prior notice. In such a case, investors shall be intimated about the revised time schedule by the Issuer. The Issuer also reserves the right to keep multiple Deemed Date(s) of Allotment at its sole and absolute discretion without any notice. Incase if the Issue Closing Date/ Pay in Date is/are changed (pre-poned/ postponed), the Deemed Date of Allotment may also be changed (pre-poned/ postponed) by the Issuer at its sole and absolute discretion. Consequent to change in Deemed Date of Allotment, the Coupon Payment Dates and/or Redemption Date may also be changed at the sole and absolute discretion of the Issuer.

DISCLOSURES PERTAINING TO WILFUL DEFAULT

- Name of the bank declaring the entity as a willful defaulter: NIL
- The year in which the entity is declared as a willful defaulter: Not Applicable
- Outstanding amount when the entity is declared as a willful defaulter: Not Applicable
- Name of the entity declared as a willful defaulter: Not Applicable

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- e. Steps taken, if any, for the removal from the list of willful defaulters: Not Applicable
- f. Other disclosures, as deemed fit by the issuer in order to enable investors to take informed decisions: NIL
- g. Any other disclosure as specified by the Board: NIL

DISCLOSURES ALONGWITH THE LISTING APPLICATION TO THE STOCK EXCHANGE

The issuer shall ensure that it files the following disclosures along with the listing application to the stock exchange:

- a. The Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, as amended from time to time and necessary resolutions for allotment of the Debentures.
- b. Copies of audited annual reports of the last three years.
- c. Statement containing particulars of, dates of, and parties to all material contracts and agreements.
- d. Copy of the Board Resolution authorizing the borrowing and list of authorized signatories.
- e. Any other particulars or documents that the Stock Exchange may call for as it deems fit.

DISCLOSURES TO THE TRUSTEE

The issuer shall submit the following disclosures to the trustee in electronic form (softcopy) at the time of allotment of the Bonds:

- a. The Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, as amended from time to time and necessary resolution(s) for the allotment of the Bonds.
- b. Copy of last three years' audited annual reports.
- c. Statement containing particulars of, dates of, and parties to all material contracts and agreements.
- d. Latest Audited / Limited Review Half Yearly Consolidated (wherever available) and Standalone Financial Information (profit & loss statement, balance sheet and cash flow statement) and auditor qualifications, if any.
- e. An undertaking to the effect that the Issuer would, till the redemption of the Bonds, submit the details mentioned in point (d) above to the Debenture Trustee within the timelines as mentioned in the Simplified Listing Agreement issued by SEBI vide circular No. SEBI/IMD/BOND/1/2009/11/05 dated May 11, 2009 as amended from time to time, for furnishing / publishing its half yearly/ annual result. Further, the Issuer shall within 180 days from the end of the financial year, submit a copy of the latest annual report to the Debenture Trustee and the Debenture Trustee shall be obliged to share the details submitted under this clause with all 'Qualified Institutional Buyers' (QIBs) and other existing Bondholder within two working days of their specific request.

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W. UNDERTAKING BY THE ISSUER

- i) "Investors are advised to read the risk factors carefully before taking an investment decision in this issue. For taking an investment decision, investors must rely on their own examination of the issuer and the offer including the risks involved. The securities have not been recommended or approved by the any regulatory authority in India, including the Securities and Exchange Board of India (SEBI) nor does SEBI guarantee the accuracy or adequacy of this document. Specific attention of investors is invited to the statement of 'Risk factors' given on page number 1 under the section 'General Risks'."
- ii) "The Issuer, having made all reasonable inquiries, accepts responsibility for, and confirms that this Offer Document contains all information with regard to the issuer and the issue, that the information contained in the offer document is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect."
- iii) "The issuer has no side letter with any debt securities holder except the one(s) disclosed in the offer document/placement memorandum. Any covenants later added shall be disclosed on the stock exchange website where the debt is listed.
- iv) The Issuer declares that the PAN, Aadhaar Number, Driving License Number, Bank Account Number(s) and Passport Numbers of the promoters and PAN of Directors have been submitted to the stock exchanges on which the non-convertible securities are proposed to be listed, at the time of filing the draft offer document/Placement Memorandum.

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X.DECLARATION

General Risk


Investment in non-convertible securities involves a degree of risk and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under Section Risk Factors of this Placement Memorandum. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities.

The Issuer confirms that:

- (i) The Issuer is in compliance with the provisions of Securities Contracts (Regulation) Act, 1956 and the Securities and Exchange Board of India Act, 1992, Act, and the rules and regulations made thereunder.
- (ii) The compliance with the Act and the rules does not imply that payment of interest or coupon or repayment of these bonds, is guaranteed by the Central Government.
- (iii) The monies received under the offer shall be used only for the purposes and objects indicated in the Offer document;
- (iv) whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained.

Signed pursuant to internal authority granted.

For Canara Bank


Mahesh M Pai
General Manager, Authorized Signatory
Place: Bengaluru, Karnataka
Date: 12.02.2024



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ANNEXURE-I
RATING LETTER & RATIONALE FROM CRISIL LIMITED

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CRISIL
Ratings

RL/CANBANK/328152/TIBUBIII/0224/78735/162770968
February 05, 2024

Shri Janardhana Rao P V
Chief General Manager
Canara Bank
Canara Bank Building, 6th Floor, B Wing,
C-14, G Block, Bandra Kurla Complex
Bandra East
Mumbai City - 400051



Dear Shri Janardhana Rao P V,

Re: CRISIL rating on the Rs. 2000 Crore Tier I Bonds (Under Basel III) of Canara Bank.

All ratings assigned by CRISIL Ratings are kept under continuous surveillance and review.

Please refer to our rating letter dated January 09, 2024 bearing Ref. no: RL/CANBANK/328152/TIBUBIII/0124/76891/162770968

Rating outstanding on the captioned debt instruments is "CRISIL AA+/Stable" (pronounced as "CRISIL double A plus rating" with Stable outlook). Securities with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such securities carry very low credit risk..

In the event of your company not making the issue within a period of 180 days from the above date, or in the event of any change in the size or structure of your proposed issue, a fresh letter of revalidation from CRISIL Ratings will be necessary.


As per our Rating Agreement, CRISIL Ratings would disseminate the rating along with outlook through its publications and other media, and keep the rating along with outlook under surveillance for the life of the instrument. CRISIL Ratings reserves the right to withdraw, or revise the rating / outlook assigned to the captioned instrument at any time, on the basis of new information, or unavailability of information, or other circumstances which CRISIL Ratings believes may have an impact on the rating. Please visit www.crisilratings.com and search with the name of the rated entity to access the latest rating/s.

As per the latest SEBI circular (reference number: CIR/IMD/DF/17/2013; dated October 22, 2013) on centralized database for corporate bonds/debentures, you are required to provide international securities identification number (ISIN; along with the reference number and the date of the rating letter) of all bond/debenture issuances made against this rating letter to us. The circular also requires you to share this information with us within 2 days after the allotment of the ISIN. We request you to mail us all the necessary and relevant information at debtissue@crisil.com. This will enable CRISIL Ratings to verify and confirm to the depositories, including NSDL and CDSL, the ISIN details of debt rated by us, as required by SEBI. Feel free to contact us for any clarifications you may have at debtissue@crisil.com

Should you require any clarifications, please feel free to contact us.

With warm regards,

Yours sincerely,


Aesha Maru
Associate Director - CRISIL Ratings


Nivedita Shibu
Associate Director - CRISIL Ratings



Disclaimer: A rating by CRISIL Ratings reflects CRISIL Ratings' current opinion on the likelihood of timely payment of the obligations under the rated instrument, and does not constitute an audit of the rated entity by CRISIL Ratings. Our ratings are based on information provided by the issuer or obtained by CRISIL Ratings from sources it considers reliable. CRISIL Ratings does not guarantee the completeness or accuracy of the information on which the rating is based. A rating by CRISIL Ratings is not a recommendation to buy / sell or hold the rated instrument; it does not comment on the market price or suitability for a particular investor. CRISIL Ratings has a practice of keeping all its ratings under surveillance and ratings are revised as and when circumstances so warrant. CRISIL Ratings is not responsible for any errors and especially states that it has no financial liability whatsoever to the subscribers / users / transmitters / distributors of its ratings. CRISIL Ratings' criteria are available without charge to the public on the web site, www.crisilratings.com. CRISIL Ratings or its associates may have other commercial transactions with the company/entity. For the latest rating information on any instrument of any company rated by CRISIL Ratings, please visit www.crisilratings.com or contact Customer Service Helpdesk at CRISILratingsdesk@crisil.com or at 1800-267-1301

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Registered Office: CRISIL House, Central Avenue, Hirsanandani Business Park, Powai, Mumbai- 400 076. Phone: +91 22 3342 3000 | Fax: +91 22 3342 3001
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RL/CANBANK/328152/TIBUBIII/0224/78736/95039821
February 05, 2024

Shri Janardhana Rao P V
Chief General Manager
Canara Bank
Canara Bank Building, 6th Floor, B Wing,
C-14, G Block, Bandra Kurla Complex
Bandra East
Mumbai City - 400051



Dear Shri Janardhana Rao P V,

Re: CRISIL rating on the Tier I Bonds (Under Basel III) Aggregating Rs.12500 Crore of Canara Bank.

All ratings assigned by CRISIL Ratings are kept under continuous surveillance and review.

Please refer to our rating letter dated January 09, 2024 bearing Ref. no: RL/CANBANK/328152/TIBUBIII/0124/76892/95039821

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In the event of your company not making the issue within a period of 180 days from the above date, or in the event of any change in the size or structure of your proposed issue, a fresh letter of revalidation from CRISIL Ratings will be necessary.

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Should you require any clarifications, please feel free to contact us.

With warm regards,

Yours sincerely,


Aesha Maru
Associate Director - CRISIL Ratings


Nivedita Shibu
Associate Director - CRISIL Ratings



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Rating Rationale

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Ratings

Rating Rationale

November 23, 2023 | Mumbai

Canara Bank

'CRISIL AA+/Stable' assigned to Tier I Bonds (Under Basel III)

Rating Action

Rs.2000 Crore Tier I Bonds (Under Basel III)	CRISIL AA+/Stable (Assigned)
Rs.2900 Crore Tier II Bonds (Under Basel III) ^{&}	CRISIL AAA/Stable (Reaffirmed)
Rs.60000 Crore Certificate of Deposits	CRISIL A1+ (Reaffirmed)
Tier I Bonds (Under Basel III) Aggregating Rs.12500 Crore	CRISIL AA+/Stable (Reaffirmed)
Tier II Bonds (Under Basel III) Aggregating Rs.7900 Crore	CRISIL AAA/Stable (Reaffirmed)

& Originally issued by erstwhile Syndicate Bank

Note: None of the Directors on CRISIL Ratings Limited's Board are members of rating committee and thus do not participate in discussion or assignment of any ratings. The Board of Directors also does not discuss any ratings at its meetings.

1 crore = 10 million

Refer to Annexure for Details of Instruments & Bank Facilities

Detailed Rationale

CRISIL Ratings has assigned its 'CRISIL AA+/Stable' rating to Rs 2,000 Tier I bonds (under Basel III) and reaffirmed its ratings on the existing debt instruments of Canara Bank at 'CRISIL AAA/CRISIL AA+/Stable/CRISIL A1+'.

The ratings continue to reflect the expectation of strong support from the majority stakeholder, the Government of India, and the bank's healthy market position. These strengths are partially offset by modest, albeit improving, asset quality and earnings profile.

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The rating on the Tier I bonds (under Basel III) meets 'CRISIL's rating criteria for BASEL III-compliant instruments of banks'. CRISIL Ratings evaluates the bank's (i) reserves position (adjusted for any medium-term stress in profitability) and (ii) cushion over regulatory minimum Common Equity Tier I (CET1; including capital conservation buffer [CCB]) capital ratios. Also evaluated is the demonstrated track record and management philosophy regarding maintenance of sufficient CET1 capital cushion above the minimum regulatory requirement.

Analytical Approach

CRISIL Ratings has combined the business and financial risk profiles of Canara Bank and its subsidiaries and associates. This is because of majority shareholding, business and financial linkages and shared brand. CRISIL Ratings has also factored in the strong support the bank is expected to receive from its majority shareholder, the Government of India, on an ongoing basis and in the event of distress.

Please refer Annexure - List of entities consolidated, which captures the list of entities considered and their analytical treatment of consolidation.

Key Rating Drivers & Detailed Description

Strengths:

• **Expectation of strong support from the government**

The ratings continue to factor in the expectation of strong government support, both on an ongoing basis and in the event of distress. This is because government is a majority shareholder in public sector banks (PSBs) and the guardian of India's financial system. While government shareholding declined to 62.93% as on September 30, 2023, from 78.55% as on September 30, 2020, after the Rs 2,000 crore qualified institutional placement (QIP) in December 2020 and Rs 2,500 crore QIP in August 2021, it still remains the majority shareholder. Stability of the banking sector is of prime importance to the government given its criticality to the economy, strong public perception of sovereign backing for PSBs and severe implications of any PSB failure in terms of political fallout, systemic stability and investor confidence. The majority ownership creates a moral obligation on the government to support PSBs, including Canara Bank.

As a part of the Indradhanush framework, the government had pledged to infuse at least Rs 70,000 crore in PSBs over fiscals 2015-2019, of which Rs 25,000 crore each was infused in fiscals 2016 and 2017. Furthermore, in October 2017, the government had outlined a recapitalisation package of Rs 2.11 lakh crore over fiscals 2018 and 2019; Canara Bank and eSyndicate Bank (erstwhile, Syndicate Bank) combined received Rs 7,704 crore and Rs 3,963 crore, respectively, in fiscals 2018 and 2019 under this package. The government allocated another Rs 70,000 crore in fiscal 2020, of which Canara

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Rating Rationale

Bank (combined entity) received Rs 6,571 crore. Thus, over the past fiscals, government has infused around Rs 18,238 crore into the combined entity. There has been no infusion since fiscal 2021 as the capital position of the bank improved and it raised capital from the market as well.

Networth of Rs 80,724 crore as on September 30, 2023 (Rs 73,607 crore as on March 31, 2023), is also supported by Rs 2,000 crore equity raised via QIP during fiscal 2021 and Rs 2,500 crore equity raised in fiscal 2022. CET1, Tier-I capital adequacy ratio (CAR) and overall CAR stood at 11.6%, 13.6%, and 16.2%, respectively, on September 30, 2023 (11.6%, 13.8% and 16.7%, respectively, as on March 31, 2023).

• **Healthy market position**

Canara Bank is one of India's larger PSBs, with gross advances and deposits of Rs 9.2 lakh crore and Rs 12.3 lakh crore, respectively, as on September 30, 2023. The merger of Syndicate Bank has also strengthened the market position of Canara Bank. It had a market share of more than 6% in advances and deposits as on September 30, 2023. The bank has pan-India presence, with around 9,518 domestic branches and 10,553 automated teller machines (ATMs) across the country. It also has overseas branches at three locations. Revenue is diversified across businesses, products and geographies, thereby augmenting the strong overall market position. The bank has a robust franchise in the large and mid-sized corporate banking segments.

Weakness:

• **Modest, albeit improving, asset quality and earnings profile**

Asset quality, with gross non-performing assets (NPAs) of 4.8% as on September 30, 2023 (5.4% as on March 31, 2023 and 7.5% as on March 31, 2022) remains modest, albeit on an improving trend. The improvement over the years is driven both by lower slippages and high write-offs. The bank witnessed very high slippages in fiscals 2019 and 2020 at Rs 27,072 crore and Rs 24,107 crore, respectively. These were primarily from its large corporate exposure to companies in vulnerable sectors, such as iron and steel, infrastructure and construction, and finance. The micro and small enterprises exposure has also experienced elevated levels of stress. There was improvement visible in fiscal 2021 with lower slippages of Rs 17,885 crore, which further reduced to Rs 12,707 crore for fiscal 2022. For fiscal 2023, slippages were at levels similar to fiscal 2022. Slippages for the first quarter of fiscal 2024 stood at Rs 3,428 crore, 13% lower than the same period previous fiscal. The bank's asset quality has been supported by various schemes launched by the Government of India and the Reserve Bank of India (RBI), such as Emergency Credit Line Guarantee Scheme, which has benefitted the micro, small and medium enterprises (MSMEs). The restructuring schemes have also benefitted the reported NPA metrics. Canara Bank had restructured portfolio of around 2.35% of its advances as on June 30, 2023. The bank has written off a total of Rs 63,549 crore through fiscals 2019-2023, of which Rs 12,311 crore was written off in fiscal 2023. Cumulatively, this also brought down gross NPA ratio by 431 basis points.

The traction in slippages, especially in the current challenging macro environment, will continue to be monitored. Nevertheless, with the bank's focus on recoveries, also supported by recoveries through the Insolvency and Bankruptcy Code route, gross NPAs have seen an improving trend. Gross NPAs from the corporate segment stood at around 6.4%, followed by MSMEs (9.6%), agriculture (3.5%) and retail (1.4%) as on March 31, 2023.

While earnings profile had been impacted over the last few fiscals because of high credit costs, it has improved since fiscal 2021. As against substantial losses incurred over the last couple of years (loss of Rs 5,839 crore for fiscal 2020), the bank has been reporting profits since fiscal 2021. It reported a profit after tax (PAT) of Rs 10,604 crore during fiscal 2023 (return on assets (RoA) of 0.8%), against Rs 5,678 crore during fiscal 2022 (RoA of 0.5%). Profit during first half ended September 30, 2023, was Rs 7,141 crore (annualised RoA of 1.0%).

Nevertheless, earnings profile remains constrained by lower proportion of current account savings account deposits impacting net interest margin and the pre-provisioning operating profit. Furthermore, while the provisioning coverage ratio (excluding technical write-offs) increased substantially to 71.4% as on September 30, 2023 (68.9% as on March 31, 2023, and 66.5% as on March 31, 2022), it remains moderate.

Nevertheless, CRISIL Ratings will continue to monitor the traction in asset quality and its consequent impact on profitability.

Liquidity: Superior

Liquidity continues to be superior, supported by a sizeable retail deposit base that forms a significant part of the total deposits. Liquidity coverage ratio was 132.4% as on September 30, 2023, as against the regulatory requirement of 100%. The bank had excess statutory liquidity ratio of 6.58% of net demand and time liabilities (NDTL) as on March 31, 2023. Liquidity also benefits from access to systemic sources of funds, such as the liquidity adjustment facility from the RBI, access to the call money market and refinance limits from sources such as the National Housing Bank and National Bank for Agriculture and Rural Development.

ESG profile

CRISIL Ratings believes the environment, social, and governance (ESG) profile of Canara Bank supports its already strong credit risk profile.

The ESG profile for financial sector entities typically factors in governance as a key differentiator. The sector has reasonable social impact because of its substantial employee and customer base and can play a key role in promoting financial inclusion.

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Rating Rationale

While the sector does not have direct adverse environmental impact, the lending decisions may have a bearing on the environment.

Canara Bank has an ongoing focus on strengthening the various aspects of its ESG profile.

Key ESG highlights of the bank:

- ESG-related criteria are considered while making lending decisions wherein borrowers (above a certain ticket size) are assessed on the basis of their performance on various ESG parameters
- Canara Bank gives due weightage and preference to environment-friendly green projects (such as solar power projects), which earn carbon credits. The bank has schemes of extending preferential credits to green and clean technology projects.
- The bank has installed roof top solar system capacity of 262 KWp (kilowatt 'peak'). It has donated four hi-tech, custom-built, solar-powered retail mobile marketing van to assist women entrepreneurs, self-help groups and artisans to market their products.
- Of the total workforce, around 31% comprised of women as on March 31, 2023. The bank has also taken initiatives to promote gender equality within the organisation.
- Nearly 38% of the board members are independent directors, and none of them has a tenure exceeding 10 years. The bank also has a dedicated investor grievance redressal mechanism. The disclosures put out by the bank are extensive.

There is growing importance of ESG among investors and lenders. The bank's commitment to ESG will play a key role in enhancing stakeholder confidence, given shareholding by foreign portfolio investors and access to domestic capital markets.

Outlook: Stable

Canara Bank should continue to benefit from the strong government support and maintain a healthy market share.

Rating Sensitivity factors

Downward factors

- Material change in shareholding and/or expectation of support from the government
- Substantial deterioration in asset quality because of increasing slippages, thereby impacting earnings profile
- Decline in capital adequacy ratios below minimum regulatory requirements (including capital conservation buffer, which is Tier I of 9.5% and overall CAR of 11.5%) for an extended period

About the Company

Set up in 1906, Canara Bank is one of the larger PSBs. It made its initial public offering in 2002. As on September 30, 2023, government ownership in the bank stood at 62.93%.

Amalgamation of Syndicate Bank into Canara Bank was effective from April 1, 2020. The merged entity enjoys the benefits of a larger balance sheet, optimised capital utilisation, and wider geographic reach leading to deeper penetration. Domestic network comprises 9,553 branches and 10,553 ATMs. Additionally, it has international presence via three overseas branches (New York, London and Dubai).

Besides banking, it undertakes factoring, asset management, insurance and retail and institutional broking services through its subsidiaries and associates.

Key Financial Indicators

As on / for the period March 31,		2023	2022
Total assets	Rs crore	13,45,732	12,28,105
Total income (net of interest expense)	Rs crore	50,198	42,881
PAT	Rs crore	10,604	5,678
Gross NPA	%	5.35	7.51
Overall CAR	%	16.68	14.90
RoA	%	0.82	0.48

As on / for the period September 30,		2023	2022
Total assets	Rs crore	14,26,062	12,97,657
Total income (net of interest expense)	Rs crore	27,022	24,219
PAT	Rs crore	7,141	4,548
Gross NPA	%	4.76	6.37
Overall CAR	%	16.20	16.51
RoA	%	1.01	0.71

Any other information: Not applicable

Note on Tier II instruments (under Basel III)

The distinguishing feature of tier II capital instruments under Basel III is the existence of the point of non-viability (PONV) trigger, the occurrence of which may result in loss of principal to the investors and hence, to default on the instrument by the issuer. According to the Basel III guidelines, the PONV trigger will be determined by RBI. CRISIL Ratings believes the PONV

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Rating Rationale

trigger is a remote possibility in the Indian context, given the robust regulatory and supervisory framework and systemic importance of the banking sector. The inherent risk associated with the PONV feature is adequately factored into the rating on the instrument.

Note on non-equity Tier 1 capital instruments (Under Basel III)

The distinguishing features of non-equity tier I capital instruments (under Basel III) are the existence of coupon discretion at all times, high capital thresholds for likely coupon non-payment, and principal write-down (on breach of a pre-specified trigger). These features increase the risk attributes of non-equity tier I instruments over those of tier II instruments under Basel III, and capital instruments under Basel II. To factor in these risks, CRISIL Ratings notches down the rating on these instruments from the corporate credit rating of the bank.

The factors that could trigger a default event for non-equity tier I capital instruments (under Basel III), resulting in non-payment of coupon, are: i) the bank exercising coupon discretion; ii) inadequacy of eligible reserves to honor coupon payment if the bank reports a loss or low profit; or iii) the bank breaching the minimum regulatory CET I (including CCB) ratio. Moreover, given the additional risk attributes, the rating transition for non-equity tier I capital instruments (under Basel III) can potentially be higher and faster than that for tier II instruments.

Note on complexity levels of the rated instrument:

CRISIL Ratings' complexity levels are assigned to various types of financial instruments. The CRISIL Ratings' complexity levels are available on www.crisil.com/complexity-levels. Users are advised to refer to the CRISIL Ratings' complexity levels for instruments that they consider for investment. Users may also call the Customer Service Helpdesk with queries on specific instruments.

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Note on complexity levels of the rated instrument:

CRISIL Ratings' complexity levels are assigned to various types of financial instruments and are included (where applicable) in the 'Annexure - Details of Instrument' in this Rating Rationale.

CRISIL Ratings will disclose complexity level for all securities - including those that are yet to be placed - based on available information. The complexity level for instruments may be updated, where required, in the rating rationale published subsequent to the issuance of the instrument when details on such features are available.

For more details on the CRISIL Ratings' complexity levels please visit www.crisilratings.com. Users may also call the Customer Service Helpdesk with queries on specific instruments.

Annexure - Details of Instrument(s)

ISIN	Name of instrument	Date of allotment	Coupon rate (%)	Maturity date	Issue size (Rs crore)	Complexity	Rating assigned with outlook
INE476A08084	Tier I Bonds (under Basel III)	11-Sep-20	8.30%	Perpetual	1012	Highly complex	CRISIL AA+/Stable
INE476A08092	Tier I Bonds (under Basel III)	29-Sep-20	8.30%	Perpetual	169.1	Highly complex	CRISIL AA+/Stable
INE476A08100	Tier I Bonds (under Basel III)	31-Dec-20	8.50%	Perpetual	1635	Highly complex	CRISIL AA+/Stable
INE476A08118	Tier I Bonds (under Basel III)	02-Feb-21	8.30%	Perpetual	120	Highly complex	CRISIL AA+/Stable
INE476A08126	Tier I Bonds (under Basel III)	25-Oct-21	8.40%	Perpetual	1500	Highly complex	CRISIL AA+/Stable
INE476A08134	Tier I Bonds (under Basel III)	2-Dec-21	8.05%	Perpetual	1500	Highly complex	CRISIL AA+/Stable
INE476A08159	Tier I Bonds (under Basel III)	4-Mar-22	8.07%	Perpetual	1000	Highly complex	CRISIL AA+/Stable
INE476A08167	Tier I Bonds (under Basel III)	19-Jul-22	8.24%	Perpetual	2000	Highly complex	CRISIL AA+/Stable
INE476A08183	Tier I Bonds (under Basel III)	15-Sep-22	7.99%	Perpetual	2000	Highly complex	CRISIL AA+/Stable
NA	Tier I Bonds (under Basel III)^	NA	NA	NA	3563.9	Highly complex	CRISIL AA+/Stable
INE476A09264	Tier II Bonds (under	31-Dec-15	8.40%	31-Dec-25	1500	Complex	CRISIL

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	Basel III)						AAA/Stable
INE476A08043	Tier II Bonds (under Basel III)	07-Jan-16	8.40%	07-Jan-26	900	Complex	CRISIL AAA/Stable
INE476A08050	Tier II Bonds (under Basel III)	27-Apr-16	8.40%	27-Apr-26	3000	Complex	CRISIL AAA/Stable
INE476A09249	Tier II Bonds (under Basel III)	03-Jan-14	9.73%	03-Jan-24	1500	Complex	CRISIL AAA/Stable
INE476A09256	Tier II Bonds (under Basel III)	27-Mar-14	9.70%	27-Mar-24	1000	Complex	CRISIL AAA/Stable
NA	Certificate of Deposit	NA	NA	7-365 days	60000	Simple	CRISIL A1+
INE667A08021	Tier II Bonds (Under Basel III)*	23-Mar-15	8.75%	23-Mar-25	400	Complex	CRISIL AAA/Stable
INE667A08039	Tier II Bonds (Under Basel III)*	28-Sep-15	8.58%	28-Sep-25	1,000	Complex	CRISIL AAA/Stable
INE667A08013	Tier II Bonds (Under Basel III)*	02-Dec-14	8.95%	02-Dec-24	750	Complex	CRISIL AAA/Stable
INE667A08047	Tier II Bonds (Under Basel III)*	18-Dec-15	8.62%	18-Dec-25	750	Complex	CRISIL AAA/Stable

*yet to be issued

*Originally issued by erstwhile Syndicate Bank

Annexure – List of entities consolidated

Names of Entities Consolidated	Extent of Consolidation	Rationale for Consolidation
Canbank Venture Capital Fund Ltd	Full	Subsidiary
Canbank Financial Services Ltd	Full	Subsidiary
Canara Bank Securities Ltd (formerly GILT Securities Trading Corp. Ltd)	Full	Subsidiary
Canbank Factors Ltd	Full	Subsidiary
Canbank Computer Services Ltd	Full	Subsidiary
Canara Robeco Asset Management Company Ltd	Full	Subsidiary
Canara HSBC Oriental Bank of Commerce Life Insurance Company Ltd	Full	Subsidiary
Canara Bank (Tanzania) Ltd	Full	Subsidiary
Synd Bank service Ltd	Full	Subsidiary
Canfin Homes Ltd	Proportionate	Associate
Karnataka Gramin Bank (Erstwhile Pragathi Krishna Gramin Bank)	Proportionate	Associate
Kerala Gramin Bank (Erstwhile South Malabar Gramin Bank)	Proportionate	Associate
Karnatak Vikas Grameena Bank	Proportionate	Associate
Andra Pragathi Grameena Bank	Proportionate	Associate
Commercial Indo Bank LLC	Proportionate	Joint venture

Annexure - Rating History for last 3 Years

Instrument	Type	Current		2023 (History)		2022		2021		2020		Start of 2020
		Outstanding Amount	Rating	Date	Rating	Date	Rating	Date	Rating	Date	Rating	Rating
Certificate of Deposits	ST	60000.0	CRISIL A1+	25-08-23	CRISIL A1+	29-08-22	CRISIL A1+	28-09-21	CRISIL A1+	21-12-20	CRISIL A1+	CRISIL A1+
			--		--	08-07-22	CRISIL A1+	01-07-21	CRISIL A1+	07-12-20	CRISIL A1+	--
			--		--		--	02-03-21	CRISIL A1+	29-08-20	CRISIL A1+	--
			--		--		--		--	03-06-20	CRISIL A1+	--
Lower Tier-II Bonds (under Basel II)	LT		--		--	29-08-22	CRISIL AAA/Stable	28-09-21	CRISIL AAA/Stable	21-12-20	CRISIL AAA/Negative	Withdrawn
			--		--	08-07-22	CRISIL AAA/Stable	01-07-21	CRISIL AAA/Stable	07-12-20	CRISIL AAA/Negative	--
			--		--		--	02-03-21	CRISIL AAA/Stable	29-08-20	CRISIL AAA/Negative	--

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			--		--		--		--	03-08-20	CRISIL AAA/Watch Developing	--
Perpetual Tier-I Bonds (under Basel II)	LT		--		--		--		--	29-08-20	Withdrawn	Withdrawn
			--		--		--		--	03-08-20	CRISIL AAA/Watch Developing	--
Tier I Bonds (Under Basel III)	LT	14500.0	CRISIL AA+/Stable	25-08-23	CRISIL AA+/Stable	29-08-22	CRISIL AA+/Stable	28-09-21	CRISIL AA+/Stable	21-12-20	CRISIL AA/Negative	CRISIL AA/Watch Developing
			--		--	08-07-22	CRISIL AA+/Stable	01-07-21	CRISIL AA/Stable	07-12-20	CRISIL AA/Negative	--
			--		--		--	02-03-21	CRISIL AA/Stable	29-08-20	CRISIL AA/Negative	--
			--		--		--		--	03-08-20	CRISIL AA/Watch Developing	--
Tier II Bonds (Under Basel III)	LT	10800.0	CRISIL AAA/Stable	25-08-23	CRISIL AAA/Stable	29-08-22	CRISIL AAA/Stable	28-09-21	CRISIL AAA/Stable	21-12-20	CRISIL AAA/Negative	CRISIL AAA/Watch Developing
			--		--	08-07-22	CRISIL AAA/Stable	01-07-21	CRISIL AAA/Stable	07-12-20	CRISIL AAA/Negative	--
			--		--		--	02-03-21	CRISIL AAA/Stable	29-08-20	CRISIL AAA/Negative	--
			--		--		--		--	03-08-20	CRISIL AAA/Watch Developing	--
Upper Tier-II Bonds (under Basel II)	LT		--		--		--	02-03-21	Withdrawn	21-12-20	CRISIL AAA/Negative	CRISIL AAA/Watch Developing
			--		--		--		--	07-12-20	CRISIL AAA/Negative	--
			--		--		--		--	29-08-20	CRISIL AAA/Negative	--
			--		--		--		--	03-08-20	CRISIL AAA/Watch Developing	--

All amounts are in Rs.Cr.

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Criteria Details

Links to related criteria

[Rating Criteria for Banks and Financial Institutions](#)

[Rating criteria for Basel III - compliant non-equity capital instruments](#)

[Criteria for Notching up Stand Alone Ratings of Entities Based on Government Support](#)

[CRISIL's Criteria for Consolidation](#)

[CRISIL's Criteria for rating short term debt](#)

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ANNEXURE-II
RATING LETTER & RATIONALE FROM ICRA LIMITED



ICRA

ICRA Limited

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Ref: ICRA/Canara Bank /02022024
Date: February 02, 2024

Mr. S. K. Majumdar
Chief Financial Officer
Canara Bank
112, J C Road
Bengaluru – 560002

Dear Sir,

Re: Revalidation of ICRA Credit Rating for Rs. 5,000 Crore Basel III Tier I Bond Programme of Canara Bank
(outstanding Rs. 2,903 crore, yet to be placed – Rs. 2,097 crore)

This is with reference to your request for re-validating the rating for the captioned programme.

We hereby confirm that the "[ICRA]AA+ (Stable)" assigned to the captioned programme and last communicated to you vide our letter dated November 23, 2023, stands. The Outlook on the long-term rating is Stable. Instruments with this rating are considered to have high degree of safety regarding timely servicing of financial obligations. Such instruments carry low credit risk. Within this category modifiers ("+" (plus) / "-" (minus)) can be used with the rating symbols. The modifiers reflect the comparative standing within the category.

This rating is specific to the terms and conditions of the proposed issue as was indicated to us by you and any change in the terms or size of the issue would require the rating to be reviewed by us. If there is any change in the terms and conditions or size of the instrument rated, as above, the same must be brought to our notice before the issue of the instrument. If there is any such change after the rating is assigned by us and accepted by you, it would be subject to our review and may result in change in the rating assigned.

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ICRA reserves the right to review and/ or, revise the above rating at any time on the basis of new information or unavailability of information or such other circumstances, which ICRA believes, may have an impact on the rating assigned to you.

The rating, as aforesaid, however, should not be treated as a recommendation to buy, sell or hold the bonds, debentures and/ or other instruments of like nature to be issued by you.

You are also requested to forthwith inform us about any default or delay in repayment of interest or principal amount of the instrument rated, as above, or any other debt instruments/ borrowing and keep us informed of any other developments which may have a direct or indirect impact on the debt servicing capability of the company including any proposal for re-scheduling or postponement of the repayment programmes of the dues/ debts of the company with any lender(s) / investor(s). Further, you are requested to inform us immediately as and when the borrowing limit for the instrument rated, as above, or as prescribed by the regulatory authority(ies) is exceeded.

We thank you for your kind cooperation extended during the course of the rating exercise. Please let us know if you need any clarification.

We look forward to further strengthening our existing relationship and assure you of our best services.

With kind regards,
Yours faithfully,
For ICRA Limited

ANIL GUPTA

Digitally signed
by ANIL GUPTA
Date: 2024.02.02
18:39:40 +05'30'

Anil Gupta
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ICRA

ICRA Limited

Annexure:

ISIN No.	Name of Instrument	Amount (Rs. Crore)	Current Rating and Outlook
INE476A08035	Basel III Tier I Bonds	1,500.00	[ICRA]AA+ (Stable)
INE476A08217	Basel III Tier I Bonds	1,403.00	[ICRA]AA+ (Stable)
Unplaced	Basel III Tier I Bonds	2,097.00	[ICRA]AA+ (Stable)
	Total	5,000.00	

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November 28, 2023

Canara Bank: [ICRA]AA+ (Stable) assigned; ratings reaffirmed

Summary of rating action

Instrument*	Previous Rated Amount (Rs. crore)	Current Rated Amount (Rs. crore)	Rating Action
Basel III Tier I Bonds		3,500.00	[ICRA]AA+ (Stable); Assign
Basel III Tier I Bonds	1,500.00	1,500.00	[ICRA]AA+ (Stable); reaffirmed
Basel III Tier II Bonds	11,400.00	11,400.00	[ICRA]AAA (Stable); reaffirmed
Total	12,900.00	16,400.00	

*Instrument details are provided in Annexure I

Rationale

The ratings factor in Canara Bank's (Canara) sovereign ownership and strong franchise with a market share of 6.2% in advances and 6.5% in total deposits as on June 30, 2023. It is the fourth-largest public sector bank (PSB) and the sixth-largest bank in the Indian financial system in terms of total business (cumulative advances and deposits) as on June 30, 2023. The ratings are further supported by Canara's strong deposit franchise, resulting in a well-developed retail franchise and a strong liquidity profile.

The ratings factor in the improvement in the bank's profitability and solvency¹ profile, which is expected to be maintained going forward, while the overall capitalisation profile remains comfortable. Further, the ratings remain supported by Canara's sovereign ownership and the demonstrated track record of capital support from the Government of India (GoI).

ICRA expects the bank to remain self-sufficient for its capital requirements for absorbing incremental stress as well as for growth requirements while keeping the desired cushion on the capital well above the regulatory levels (including capital conservation buffers, CCB), driving the Stable outlook on the ratings. However, the impact of transitioning to provisioning, based on the expected credit loss (ECL) framework, on the capital and profitability levels will remain a monitorable.

While the headline asset quality indicators have improved, the ratings take note of the residual vulnerable book, comprising overdue and standard restructured advances, although it has witnessed a sustained moderation from the comparatively higher level a year back. Given the high provision cover for the legacy stressed assets, ICRA expects that Canara's internal capital generation will remain comfortable along with its asset quality and solvency position. Furthermore, the rating for the Tier I (AT-I) bonds factors in the healthy level of distributable reserves (DRs), which can be used to service the coupon on these bonds in the unforeseeable event of a loss.

Key rating drivers and their description

Credit strengths

Sovereign ownership with demonstrated capital support from GoI – The GoI remains the bank's largest shareholder, accounting for a 62.93% equity stake as on September 30, 2023, down from 69.33% as on March 31, 2021 after two rounds of equity capital raising of Rs. 4,500 crore from the market in FY2021 and FY2022. The GoI has not infused any capital into Canara in the last three fiscals as its capital position remained comfortable and it raised capital from the market. Earlier, Canara and erstwhile Syndicate Bank (e-SB), which merged with Canara, had received sizeable equity capital support from the GoI,

¹ Solvency defined as (Net NPAs + Net security receipts + Net non-performing investments) / Core capital)

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amounting to Rs. 18,234 crore during FY2018-FY2020. Recapitalisation and improving internal accruals over the years have helped the bank reduce its net non-performing advances (NNPAs) substantially. ICRA believes that Canara is adequately capitalised and likely to remain self-sufficient for its capital requirements and expects it to continue receiving support from the GoI, if required.

Comfortable capital position and solvency – The bank's core equity capital (CET-I) and Tier I capital stood at 11.58%² and 13.60%, respectively, as on September 30, 2023 (11.14% and 13.40%, respectively, as on September 30, 2022), supported by internal accruals (return on assets (RoA) of 1.0% (annualised) in H1 FY2024 and 0.8% in FY2023). Given the current capital cushions, the bank is expected to be well positioned to sustain the growth momentum in the near to medium term while maintaining a buffer over the regulatory ratios. With the improved capital position and the decline in the NNPA level, NNPA/core capital improved to 17.6% as on September 30, 2023 from 28.2% as on September 30, 2022. With the expectation of a decline in the NNPAs and the overall net stressed assets and an improvement in internal capital generation, the solvency profile is expected to improve even in the absence of further capital raising. Furthermore, the impact stemming from the recent regulatory measures towards lending to consumer credit and banking credit to NBFCs is largely expected to remain at manageable levels.

Notwithstanding the improvement in the capitalisation profile, the Reserve Bank of India (RBI) recently issued a discussion paper for transitioning to the expected loss framework for credit exposures. As highlighted by ICRA, banks with a high share of overdue/restructured loans could see a one-time impact on their capital position upon transitioning. While the RBI has proposed that these provisions should be spread over a five-year period for the computation of the regulatory capital ratios, the impact on the capital position (without taking regulatory forbearance) will remain a monitorable.

Profitability levels improve – Canara's overall profitability continued to improve, largely driven by a combination of factors including higher net interest margins (NIMs) along with the relatively steady operating expenses and non-interest income. Canara's reported operating profit of 2.1% of average total assets (ATA) in H1FY2024 (2.0% in FY2023), an improvement from the operating profits reported by the bank in the past. With the moderation in the pace of fresh NPA additions and the high provision coverage on legacy NPAs, the credit costs have moderated. Accordingly, credit costs/ATA remained range-bound at 0.8% in H1 FY2023 (1.1% in FY2023) which is at a much lower level compared to previous years.

With the continued improvement in the core operating profit, driven by the improving NIMs and the lower credit costs in FY2023, the bank was able to report an RoA of 0.8% in FY2023 (0.5% in FY2022), which further improved to 1.0% (annualised) in H1 FY2024. Going forward, ICRA expects the bank to maintain its profitability levels, supported by the high provision cover on legacy stressed assets, leading to lower credit costs compared to the past.

Well-developed deposit franchise – Canara has a well-developed deposit franchise and draws support from its extensive network of 9,518 domestic branches as on September 30, 2023, with a strong footprint across South India. Its current account and savings account (CASA) base stood at 32.2% of the total deposits as on September 30, 2023 (34.0% as on September 30, 2022) and it was lower than the PSB average of ~40-41% as on September 30, 2023. Canara continues to offer a higher rate on its term deposits compared to some other PSBs as it has to compete with a few other banks based in South India. The higher term deposit rates and lower share of low-cost CASA deposits have kept Canara's overall cost of funds historically above the PSB average. The bank's cost of funds stood at 5.20% compared to the PSBs' average of 4.70% in Q1 FY2024.

The depositor concentration level has moderated with the share of the top 20 depositors to total deposits declining to 10.2% of the total deposits as on March 31, 2023 from 15.0% (Canara standalone) as on March 31, 2020. ICRA expects the bank to continue maintaining a strong liquidity profile on account of its healthy core deposit base and widespread branch network.

² Including Interim Profits



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Credit challenges

Asset quality remains a monitorable – The annualised gross fresh NPA generation eased to 1.57% in H1 FY2024 from 1.75% in FY2023 (2.26% in FY2022), which was materially lower than the elevated levels seen in the past (~4-8% over FY2017-FY2020). The provision cover ratio also improved significantly, leading to a moderation in the NNPA. Thus, the bank's headline asset quality metrics improved with the gross NPA (GNPA) and NNPA moderating to 4.76% and 1.41%, respectively, as on September 30, 2023 (6.37% and 2.19%, respectively, as on September 30, 2022) on the back of meaningfully high recoveries, upgrades and write-offs.

However, the overall standard restructured book of ~Rs. 14,000 crore (1.6% of standard advances), as on September 30, 2023, as well as the special mention account (SMA-1³ and SMA-2) loan book together remains a monitorable. Given the relatively high (though moderating) share of the vulnerable book in relation to the core capital, its performance as well as the bank's ability to limit slippages will remain a near-to-medium-term monitorable. Further, the impact of the weakening macro-economic factors could affect the debt-servicing ability of borrowers and remains a monitorable.

Environmental and social risks

While banks like Canara do not face material physical climate risks, they are exposed to environmental risks indirectly through their portfolio of assets. If the entities or businesses, to which banks and financial institutions have an exposure, face business disruptions because of physical climate adversities or if such businesses face climate transition risks because of technological, regulatory or customer behaviour changes, it could translate into credit risks for banks. However, such risk is not material for Canara as it benefits from adequate portfolio diversification. Further, the lending is typically short-to-medium term, allowing it to adapt and take incremental exposure to businesses that face relatively fewer downside environmental risks.

With regard to social risks, data security and customer privacy are among the key sources of vulnerability for banks as material lapses could be detrimental to their reputation and invite regulatory censure. Canara has not faced material lapses over the years. Customer preferences are increasingly shifting towards digital banking, which provides an opportunity to reduce the operating costs. Canara has been making the requisite investments to enhance its digital interface with its customers. While it contributes to promoting financial inclusion by lending to the underserved segments, its lending practices remain prudent as reflected in the healthy asset quality numbers in this segment compared with its peers.

Liquidity position: Strong

Canara's strong liquidity profile is supported by its excess statutory liquidity ratio (SLR) holding of 6.6% as on March 31, 2023, resulting in a liquidity coverage ratio of 132% and a net stable funding ratio of 123% for the quarter ending September 30, 2023, which remains well above the regulatory requirement of 100%. ICRA expects Canara to maintain its liquidity profile, given the large proportion of retail deposits and the high portfolio of liquid investments. It can also avail liquidity support from the RBI (through reverse repo against excess SLR investments and marginal standing facility mechanism) in case of urgent liquidity requirements.

Rating sensitivities

Positive factors – Not applicable as all the ratings are at the highest level for the respective instruments.

Negative factors – The ratings will be reassessed in case of a change in the sovereign ownership. ICRA could also change the outlook to Negative or downgrade the ratings if the bank's solvency profile weakens with net stressed assets/core capital exceeding 40% on a sustained basis. Further, an RoA of less than 0.3% and/or a decline in the capital cushions over the

³ SMA is defined as a special mention account (SMA), which is an account exhibiting signs of incipient stress resulting in the borrower defaulting in the timely servicing of their debt obligations though the account has not yet been classified as an NPA as per the extant RBI guidelines; SMA1 accounts are overdue by 31-60 days while SMA-2 accounts are overdue by 61-90 days

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regulatory levels to less than 100 basis points (bps) on a sustained basis will remain negative triggers. A sharp deterioration in the profitability and weakening of the distributable reserves (DRs) eligible for the coupon payment on the additional tier I (AT-I) bonds will be a negative trigger for the rating on these bonds.

Analytical approach

Analytical Approach	Comments
Applicable rating methodologies	ICRA Rating Methodology for Banks and Financial Institutions Impact of Parent or Group Support on an Issuer's Credit Rating Rating Approach – Consolidation
Parent/Group support	The ratings factor in Canara's sovereign ownership and the demonstrated track record of capital infusions by the GoI. ICRA expects the GoI to support the bank with capital infusions, if required.
Consolidation/Standalone	For arriving at the ratings, ICRA has considered the standalone financials of Canara Bank. However, in line with ICRA's consolidation approach, the capital/funding requirement of the Group's various subsidiaries/joint ventures, going forward, has been factored in.

About the company

Canara was incorporated in 1906 and nationalised in 1969, along with 13 other major commercial banks of India, by the GoI. The bank is headquartered in Bangalore.

Canara Bank was merged with erstwhile Syndicate Bank (e-SB) on April 1, 2020 with a total asset base of Rs. 14.2 lakh crore as on September 30, 2023. The bank has a market share of 6.2% and 6.5% in net advances and total deposits, respectively, as on June 30, 2023, with the GoI holding a majority stake (62.93% as on September 30, 2023). It had a network of 9,518 domestic branches and 10,553 ATMs as on September 30, 2023.

Key financial indicators (standalone)

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Canara Bank	FY2022	FY2023	H1 FY2023	H1 FY2024
Net interest income	26,384	31,435	14,219	17,569
Profit before tax	8,962	14,173	6,185	9,893
Profit after tax	5,678	10,604	4,548	7,141
Net advances (Rs. lakh crore)	7.04	8.31	7.89	8.92
Total assets (Rs. lakh crore)	12.18	13.36	12.89	14.19
CET-I	10.26%	11.59%	11.14%*	11.58%*
Tier I	11.91%	13.78%	13.40%*	13.60%*
CRAR	14.90%	16.68%	16.51%*	16.20%*
Net interest margin / Average total assets	2.23%	2.46%	2.27%^	2.55%^
Net profit / Average total assets	0.48%	0.83%	0.73%^	1.04%^
Return on net worth	9.86%	16.03%	15.19%^	20.49%^
Gross NPAs	7.51%	5.35%	6.37%	4.76%
Net NPAs	2.65%	1.73%	2.19%	1.41%
Provision coverage excl. technical write-offs	66.46%	68.91%	67.06%	71.44%
Net NPA / Core equity capital	33.79%	21.80%	28.20%	17.62%

Total assets and net worth exclude revaluation reserves; ^ Annualised

*including H1 Profits

Source: Canara Bank, ICRA Research; Amount in Rs. crore unless mentioned otherwise

All calculations as per ICRA Research

Status of non-cooperation with previous CRA: Not applicable

Any other information: None

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Rating history for past three years

	Instrument	Type	Current Rating (FY2024)				Chronology of Rating History for the Past 3 Years		
			Amount Rated	Amount Outstanding	Date & Rating in FY2024		Date & Rating in FY2023	Date & Rating in FY2022	Date & Rating in FY2021
			(Rs. crore)	(Rs. crore)	Nov-28-2023	Aug-17-2023	Aug-19-2022	Nov-03-2021	Nov-13-2020
1.	Basel III Tier I Bonds	LT	1,500.00	1,500.00	[ICRA]AA+ (Stable)	[ICRA]AA+ (Stable)	[ICRA]AA+ (Stable)	[ICRA]AA+ (Stable)	[ICRA]AA(hyb) (Stable)
2.	Basel III Tier I Bonds	LT	3,500.00	-	[ICRA]AA+ (Stable)	-	-	-	-
3.	Basel III Tier II Bonds	LT	7,900.00	7,900.00	[ICRA]AAA (Stable)	[ICRA]AAA (Stable)	[ICRA]AAA (Stable)	[ICRA]AAA (Stable)	[ICRA]AA+(hyb) (Stable)
4.	Basel III Tier II Bonds	LT	3,500.00	2,000.00 ^A	[ICRA]AAA (Stable)	[ICRA]AAA (Stable)	[ICRA]AAA (Stable)	-	-

LT – Long term; ST – Short term; ^A Balance yet to be issued;

In compliance with the circular issued by the Securities and Exchange Board of India (SEBI) on July 16, 2021 for standardising the rating scales used by credit rating agencies, ICRA has discontinued its practice of affixing the (hyb) suffix alongside the rating symbols for hybrid instruments

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Complexity level of the rated instrument

Instrument	Complexity Indicator
Basel III Tier I Bonds	Highly Complex
Basel III Tier II Bonds	Highly Complex

The Complexity Indicator refers to the ease with which the returns associated with the rated instrument could be estimated. It does not indicate the risk related to the timely payments on the instrument, which is rather indicated by the instrument's credit rating. It also does not indicate the complexity associated with analysing an entity's financial, business, industry risks or complexity related to the structural, transactional or legal aspects. Details on the complexity levels of the instruments are available on ICRA's website: [Click Here](#)

Annexure I: Instrument details

ISIN	Instrument Name	Date of Issuance / Sanction	Coupon Rate	Maturity Date	Amount Rated (Rs. crore)	Current Rating and Outlook
INE476A08035	Basel III Tier I Bonds	Mar-05-2015	9.55%	Perpetual ⁴	1,500.00	[ICRA]AA+ (Stable)
Unplaced	Basel III Tier I Bonds	-	-	-	3,500.00	[ICRA]AA+ (Stable)
INE476A08050	Basel III Tier II Bonds	Apr-27-2016	8.40%	Apr-27-2026	3,000.00	[ICRA]AAA (Stable)
INE476A08043	Basel III Tier II Bonds	Jan-07-2016	8.40%	Jan-07-2026	900.00	[ICRA]AAA (Stable)
INE476A09264	Basel III Tier II Bonds	Dec-31-2015	8.40%	Dec-31-2025	1,500.00	[ICRA]AAA (Stable)
INE476A09256	Basel III Tier II Bonds	Mar-27-2014	9.70%	Mar-27-2024	1,000.00	[ICRA]AAA (Stable)
INE476A09249	Basel III Tier II Bonds	Jan-03-2014	9.73%	Jan-03-2024	1,500.00	[ICRA]AAA (Stable)
INE476A08175	Basel III Tier II Bonds	Aug-26-2022	7.48%	Aug-26-2032	2,000.00	[ICRA]AAA (Stable)
Unplaced	Basel III Tier II Bonds	-	-	-	1,500.00	[ICRA]AAA (Stable)

⁴The instrument has a first call option date of March 05, 2025 and annually on the coupon payment dates thereafter

Source: Canara Bank

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Key features of rated debt instruments

The servicing of the Basel III Tier II bonds is not subject to any capital ratios and profitability. However, the Basel III Tier II bonds and Basel III Tier I bonds (AT-I bonds) are expected to absorb losses once the point of non-viability (PONV) trigger is invoked by RBI. These Basel III Bonds have equity-like loss-absorption features. Such features may translate into higher loss severity vis-à-vis conventional debt instruments.

Further, the exercise of the call option on the Basel III Tier I bonds is contingent upon the prior approval of the RBI. Moreover, the bank will need to demonstrate that the capital position is well above the minimum regulatory requirement, post the exercise of the said call option.

The rated Tier I bonds have the following loss-absorption features that make them riskier:

- Coupon payments are non-cumulative and discretionary, and the bank has full discretion at all times to cancel coupon payments. Cancellation of discretionary payments shall not be an event of default.
- Coupons can be paid out of the current year's profits. If the current year's profit is not sufficient or if the payment of the coupon is likely to result in a loss, the coupon payment can be made through the reserves and surpluses⁴ created via the appropriation of profits (including statutory reserves). However, the coupon payment is subject to the bank meeting the minimum regulatory requirements for CET-I, Tier I and total capital ratios (including CCB) at all times as prescribed by the RBI under the Basel III regulations.

⁴ Calculated as per the amendment in Basel III capital regulations for Tier I bonds by the RBI, vide its circular dated February 2, 2017. As per the amended definition, DRs include all reserves created through appropriations from the profit and loss account



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These Tier I bonds are expected to absorb losses through the write-down mechanism at the objective prespecified trigger point fixed at the bank's CET I) ratio as prescribed by the RBI, i.e. 6.125% of the total risk-weighted assets (RWAs) of the bank or when the PONV trigger is breached in the RBI's opinion.

Given the above distinguishing features of the Tier I bonds, ICRA has assigned a one notch lower rating to these than the rating on the Tier II instruments. The DRs that can be used for servicing the coupon in a situation of inadequate profit or a loss during the year stood at a comfortable 8.56% of RWAs as on September 30, 2023.

The rating on the Tier I bonds continues to be supported by the bank's capital profile, which is likely to remain comfortable, given the outlook on Canara's profitability. However, the transition to the ECL framework and its impact on the capital and DRs remain monitorable.

Annexure II: List of entities considered for consolidated analysis

Company Name	Ownership*	Consolidation Approach
Canbank Financial Services Ltd.	100.00%	Full Consolidation
Canbank Venture Capital Fund Ltd.	100.00%	Full Consolidation
Canara Bank Securities Ltd.	100.00%	Full Consolidation
Canara Bank (Tanzania) Ltd.	100.00%	Full Consolidation
Canbank Factors Ltd.	70.00%	Full Consolidation
Canbank Computer Services Ltd.	69.14%	Full Consolidation
Canara HSBC Life Insurance Company Ltd.	51.00%	Full Consolidation
Canara Robeco AMC Ltd.	51.00%	Full Consolidation
Andhra Pragathi Grameena Bank	35.00%	Full Consolidation
Karnataka Gramin Bank	35.00%	Full Consolidation
Karnataka Vikas Grameena Bank	35.00%	Full Consolidation
Kerala Gramin Bank	35.00%	Full Consolidation
Can Fin Homes Ltd.	29.99%	Full Consolidation
Higher Education Financing Agency	9.09%	Full Consolidation

Source: Canara Bank, ICRA Research; As on September 30, 2023



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MEDIA AND PUBLIC RELATIONS CONTACT

Ms. Naznin Prodhani
Tel: +91 124 4545 860
communications@icraindia.com

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Helpline for business queries

+91-9354738909 (open Monday to Friday, from 9:30 am to 6 pm)
info@icraindia.com

About ICRA Limited:

ICRA Limited was set up in 1991 by leading financial/investment institutions, commercial banks and financial services companies as an independent and professional investment Information and Credit Rating Agency.

Today, ICRA and its subsidiaries together form the ICRA Group of Companies (Group ICRA). ICRA is a Public Limited Company, with its shares listed on the Bombay Stock Exchange and the National Stock Exchange. The international Credit Rating Agency Moody's Investors Service is ICRA's largest shareholder.

For more information, visit www.icra.in

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ICRA Limited



Registered Office

B-710, Statesman House, 148 Barakhamba Road, New Delhi-110001
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Branches



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ANNEXURE-III
Consent Letter from Debenture Trustee

CATALYST
Believe in yourself... Trust us!



CL/DEB/23-24/1309

Date: 21-Nov-2023

To,
Canara Bank,
Integrated Treasury Wing, C 14, G Block, VI Floor, Canara Bank Building,
Bandra Kurla Complex, Mumbai, Maharashtra, India 400051.

Dear Sir/ Madam,

Re: Consent to act as a Debenture Trustee for Private Placement of Fully Paid, Rated, Listed, Redeemable, Transferable, UnSecured, Non-Convertible Debentures of ₹ 3500 Crores

We refer to your letter dated 21.11.2023, requesting us to convey our consent to act as the Debenture Trustee for captioned issue of Debentures.

We hereby convey our acceptance to act as Debenture Trustees for the said issue Debentures, subject to execution of Debenture Trustee Agreement as per Regulation 13 of SEBI (Debenture Trustee) Regulations, 1993, thereby agreeing to execute Debenture Trust Deed and to create the security if applicable within the timeline as per relevant Laws / Regulations and in the Offer Document / Information Memorandum / Disclosure Document / Placement Memorandum and company agreeing / undertaking to comply with the provisions of SEBI (Debenture Trustee) Regulations, 1993, SEBI (Issue and Listing of Non-Convertible Securities) Regulations 2021, SEBI (Listing Obligations & Disclosure Requirements) Regulation 2015, Companies Act, 2013 and Rules thereunder and other applicable laws as amended from time to time.

Fee Structure for the proposed transaction will be as per annexure A.

Assuring you of the best professional services.

Thanking you.

Yours faithfully,

Husain



Name: Husain Pittalwala

Designation: Manager

CATALYST TRUSTEESHIP LIMITED (FORMERLY CDA TRUSTEESHIP LIMITED)

An ISO 9001 Company

Mumbai Office Windsor, 6th Floor, Office No. 604, C.S.T. Road, Kalina, Santacruz (East), Mumbai 400 098 Tel +91 (022) 4922 0555 Fax +91 (022) 4922 0505
Regd. Office CDA House, Plot No. 85, Bhamburda Colony (Right), Paud Road, Pune 411 038 Tel +91 (020) 25280081 Fax +91 (020) 25280275
Delhi Office Office No. 81C, 8th Floor, Kallash Building, 26, Kasturba Gandhi Marg, New Delhi - 110001 Tel 11 450 29101/02.
CIN No. U74999PN9999PLC10262 Email: dt@catlysttrustee.com Website: www.catlysttrustee.com
Pune | Mumbai | Bangalore | Delhi | Chennai



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ANNEXURE-IV
Consent Letter from Registrar & Transfer Agent



CAMEO CORPORATE SERVICES LIMITED

Ref: CAM/DIR/CNB /Debentures/2023-24

28th Nov,2023

The Senior Manager,
Corporate Bonds Desk,
Domestic Dealing-Front Office,
Integrated Treasury Wing,
Canara Bank Circle Office Building,
6th Floor, C-14, G Block,
Bandra Kurla Complex, Bandra East,
Mumbai- 400 051

Dear Sirs,

Sub: Issue of Private Placement Basel - Tier I Bonds

We understand that our client Canara Bank had appointed us as Registrar and Transfer Agent for their proposed issue of Basel III compliant Additional Tier I Bonds of Rs. 3,500 crores.

We have no objection for the company including our name as Registrar and Transfer Agents in the information Memorandum.

For Cameo Corporate Services Ltd


Sreepriya.K
VP & Company Secretary

"Subramanian Building", 1, Club House Road, Chennai - 600 002.
Ph : 28460390 (5 Lines), 40020700
Online Investor Portal : <https://wisdom.cameoindia.com>,
Website : www.cameoindia.com CIN No. : U67120TN1998PLC041613

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ANNEXURE-V
Application Form



Addressed to: Canara Bank
(A Government of India Undertaking)

T & I Division, Integrated Treasury Wing, Canara Bank Building, 6th Floor, C-14, G-Block,
Bandra Kurla Complex, Bandra (E), Mumbai - 400 051.
Tel No: (022) 26725056 / 26725053; Fax No: (022) 26725250
E-mail: tidmum@canarabank.com ; Website: www.canarabank.com

Application Form Serial No : XX

DATE OF RECEIPT OF APPLICATION
(For office use only)

--	--	--	--	--	--

APPLICATION FORM FOR NON CONVERTIBLE, TAXABLE, PERPETUAL, SUBORDINATED, FULLY PAID UP, UNSECURED BASEL III COMPLIANT ADDITIONAL TIER 1 SERIES II BONDS, IN THE NATURE OF DEBENTURES OF RS.1,00,00,000 (RUPEES ONE CRORE) EACH

To,

CANARA BANK

Dear Sir,

Having read, understood and agreed to the contents and terms and conditions of CANARA BANK's Placement Memorandum dated 12.02.2024, I/we hereby apply for allotment to us, of the unsecured, non convertible, taxable, perpetual, subordinated, fully paid up, Basel III Additional Tier 1 Series II bonds in the nature of debentures of Rs. 1,00,00,000 (Rupees One Crore) each (hereinafter referred to as "Bonds"), out of the Private Placement Issue. I/We irrevocably give my/ our authority and consent to Catalyst Trusteeship Ltd to act as my/our Trustees and for doing such acts and signing such documents as are necessary to carry out their duties in such capacity. The amount payable on application as shown below is remitted herewith. On allotment please place our name on the register of bondholders. I/We bind ourselves to the terms and conditions as contained in the Placement Memorandum for private placement. I/We note that the Bank is entitled in its absolute discretion to accept or reject this application in whole or in part without assigning any reason whatsoever.

(PLEASE READ CAREFULLY THE INSTRUCTION ON THE NEXT PAGE BEFORE FILLING UP THE FORM)

I/We confirm that I/we have not received and shall not receive any commission or brokerage or any other incentive in any form, directly or indirectly, for subscribing to the Issue.

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Investment Details

DP Details

Face Value/ Issue price	Rs. 1,00,00,000/- (Rupees One Crore only)	Depository Name (Please Tick)	NSDL / CDSL
Minimum Application	1 Bonds and in multiple of 1 thereafter	Depository Participant Name	
Tenure	Perpetual	DP ID	
Coupon Rate		Client ID	
Interest Payment	Annual, subject to "Coupon discretion: and/or "Loss Absorbency" (as the case may be)	Beneficiary Account Number	
Amount Payable per Bond (i)	Rs. 1,00,00,000/-	Applicant Category (Tick whichever is applicable)	
No. of Bonds applied for (ii)		Scheduled Commercial bank	Mutual Fund
Total Amount Payable (Rs.) (in Fig.)		Financial Institution	Company/Body Corporate
Total Amount Payable (Rupees in words)		Insurance Company	Provident/Gratuity/ Super Annuation/ Pension Fund
		Primary/ State/ District/Central cooperative Bank	Regional Rural Bank
		Others (please specify)	

APPLICANT'S DETAILS (To be filled in BLOCK LETTERS)

Sole/First Applicant's Name in Full

Signature/Authorized signatory

[illegible]

Second Applicant's Name

[illegible]

Third Applicant's Name

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[illegible]

an Address (Do not Repeat Name)																												
Pin Code															E Mail Id													
Telephone Number															Fax Number													
Applicant's Income Tax Details & Bank Details																												
					Applicant 1							Applicant 2							Applicant 3									
PAN / GIR NO (Enclose Copy)																												
I.T Circle/ Ward/ District no																												
Bank Name, Branch, City & IFSC CODE																												
Type of account (SB/CA/OD)																												
Bank Account Number																												
RTGS Details																												
RTGS Date															UTR Number													
Name of the Bank																												
Branch Name & Address																												

Tax Deduction Status (Please Tick)		Applicant signature (To be filled in only if applicant is institution)		
Fully exempt (Please furnish exemption certificate)	Tax to be deducted	Name of the authorized signatory(ies)	Designation	Signature

Date:-- / -- / 2024

----- (Tear here) -----

Acknowledgment Slip

Application Form Serial No.: []

<p>CANARA BANK T & I Division, Integrated Treasury Wing, Canara Bank Building, 6th Floor, C-14, G-Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Tel No: (022) 26725061 / 26725062; Fax No: (022) 26725250 Email ID: tidmum@canarabank.com; Website: www.canarabank.com</p>	<p>Application Form Serial No.: []</p>
<p>(To be filled in by the Applicant) Received from _____ Address _____ _____ an application for _____ Bonds vide UTR No. _____ Drawn on _____</p>	<p>All future communication in connection with this application should be made to M/s Cameo Corporate Services Ltd (RTA), Subramanian Building, No.1, Club House Road, Chennai - 600 002, Tel. No: 044 - 2846 0425 (D), 2846 0390 (5 lines), E-mail: cameo@cameoindia.com Website: https://cameoindia.com/ addressed to the Registrars: quoting full name of Sole/ First Applicant. Application No., Number of</p>

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Dated _____ amounting to Rs. _____.	Bonds applied for, Date, Bank and Branch where the application was submitted
-------------------------------------	--

INSTRUCTIONS

1. Application forms must be completed in full in BLOCK LETTERS IN ENGLISH. A blank space must be left between two or more parts of the name.

--	--	--	--	--	--	--	--	--	--

Signature should be made in English or in any of the Indian languages. Thumb impressions must be attested by an authorized official of a Bank or by a Magistrate / Notary Public under his / her official seal.

2. Application forms duly completed in all respects must be submitted with the Bank.
3. The remittance of allotment amount should be made by electronic transfer of funds through RTGS/NEFT Mechanism for credits as per allotment letter received from EBP Platform.
4. Cheques, Demand Draft, Cash, Money Orders, Postal Orders shall not be accepted.
5. As a matter of precaution against possible fraudulent encashment of interest warrants due to loss / misplacement, applicants are requested to mention the full particulars of their bank account, as specified in the Application Form. Interest warrants will then be made out in favour of the bank for credit to the applicants account. In case the full particulars are not given, cheques will be issued in the name of the applicant at his/ her risk.
4. Receipt of applications shall be acknowledged by the Bank in the “Acknowledgment Slip”, appearing below the Application Form. No separate receipt will be issued.
5. All applicants should mention their Permanent Account Number (PAN) or the GIR number allotted under Income-Tax Act, 1961 and the Income-Tax Circle/Ward/District and encloses a copy of the same.
6. The application would be accepted as per the terms outlined in the Placement Memorandum dated 07.12.2023
7. Documents to be provided by applicants: Applicants need to submit the following documentation, along with the application form, as applicable:
 - Memorandum and Article of Association / Constitutional Documents / Bye-laws / Trust Deed;
 - Board Resolution authorizing the investment and containing operating instructions;
 - Power of Attorney / relevant resolution / authority to make application;
 - Specimen signatures of the authorized signatories (ink signed), duly certified by an appropriate authority;
 - Government Notification (in case of Primary Co-operative Bank and RRBs);
 - Copy of Permanent Account Number Card (“PAN Card”) issued by the Income Tax Department; Copy of a cancelled cheque for ECS payments;
 - Necessary forms for claiming exemption from deduction of tax at source on interest on application money, wherever applicable.

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ANNEXURE-VI
In Principle Listing Approval from NSE



National Stock Exchange Of India Limited

Ref. No.:NSE/LIST/7267

February 06, 2024

The Company Secretary
Canara Bank
112, J.C. Road,
Bengaluru-560002.

Kind Attn.: Shri Santosh Kumar Barik

Dear Sir,

Sub.: In-principle approval for listing of Non-Convertible Bonds in the nature of Debentures on private placement basis

This is with reference to your application dated February 06, 2024, requesting for in-principle approval for the proposed listing unsecured, taxable, perpetual, subordinated, basel III compliant, additional Tier 1 of non-convertible bonds in the nature of debentures of face value of Rs. 10000000/- each, for base issue size of Rs. 50000 lakhs, with a green shoe option of Rs. 150000 lakhs, aggregating to total issue size of Rs. 200000 lakhs, to be issued by Canara Bank on a private placement basis. In this regard, the Exchange is pleased to grant in-principle approval for the said issue, subject to adequate disclosures to be made in the Offer Document in terms of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 as amended from time to time, applicable SEBI Circulars and other applicable laws in this regard and provided the Company includes the following Disclaimer Clause as given below in the Offer Document after the SEBI disclaimer clause:

“As required, a copy of this Offer Document has been submitted to National Stock Exchange of India Limited (hereinafter referred to as NSE). It is to be distinctly understood that the aforesaid submission or in-principle approval given by NSE vide its letter Ref.: NSE/LIST/7267 dated February 06, 2024 or hosting the same on the website of NSE in terms of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 as amended from time to time, should not in any way be deemed or construed that the offer document has been cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this offer document; nor does it warrant that this Issuer's securities will be listed or will continue to be listed on the Exchange; nor does it take any responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of this Issuer.

Every person who desires to apply for or otherwise acquire any securities of this Issuer may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Exchange whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription /acquisition whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever”

This Document is Digitally Signed
National Stock Exchange of India Limited | Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051,
India +91 22 25598100 | www.nseindia.com | CIN U67120MH1992PLC069769

Signer: PRAKASH DEVIDAS KELKAR
Date: Tue, Feb 6, 2024 15:10:12 IST
Location: NSE



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ANNEXURE-VII
Illustration of Cash Flow

Disclosure of Cash flow with date of interest and redemption payment as per day count convention

As per Chapter III of SEBI Operational Circular No: SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021, illustrative cash flow for bonds is as under:

ILLUSTRATION:

Name of the Issuer	Canara Bank
Face Value (per bond)	Rs. 1,00,00,000/-
Deemed Date of Allotment	14-02-2024
Call option Date	14-02-2029 (Or any anniversary date thereafter, subject to Tax Call/Regulatory Call, For details refer Term sheet)
Redemption Date	Perpetual
Coupon Rate	8.40% p.a.
Frequency of Interest payment	Annually
Day Count Convention	Actual/Actual

Scenario 1: Call Option not exercised

Cash Flows	Original Coupon Payment dates and Illustrative Call Option Due date	Modified Coupon Payment Dates and Illustrative Call Option Due Date	No of Days for Denominator	Amount Payable per Bond (in Rs)
1 st Coupon Payment	Friday, 14 February, 2025	Friday, 14 February, 2025	366	8,40,000
2 nd Coupon Payment	Saturday, 14 February, 2026	Monday, 16 February, 2026	365	8,40,000
3 rd Coupon Payment	Sunday, 14 February, 2027	Monday, 15 February, 2027	365	8,40,000
4 th Coupon Payment	Monday, 14 February, 2028	Monday, 14 February, 2028	365	8,40,000
5 th Coupon Payment	Wednesday, 14 February, 2029	Wednesday, 14 February, 2029	366	8,40,000
Upto Perpetual....				

Notes:

- The above example is for illustration purpose only. The actual payment will be made as per provisions of summary term sheet.
- Business day shall be the day on which money on which commercial banks are open for business in the city of Bengaluru, Karnataka and when the money market in functioning in Mumbai. If the interest payment date / redemption date does not fall on a Business day, then payment of interest / principal amount shall be made in accordance with SEBI operational circular No. SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 as amended from time to time.
- If any coupon payment date, other than the ones falling on the redemption date falls on a day that is not a business day, the payment shall be made by the issuer on the immediately succeeding business day which becomes the coupon payment date for that coupon. However, the future coupon payment dates would be as per the schedule originally stipulated at the time of issuing the bonds.
- If the redemption date of the bonds falls on a day that is not a business day, the redemption amount shall be paid by the issuer on the immediately preceding business day which becomes the new redemption date, along with interest accrued on the bonds until but excluding the date of such payment.

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5. It is clarified that interest / redemption with respect to debentures, interest / redemption payments shall be made only on the days when commercial banks are open for business in the city of Bengaluru, Karnataka and when the money market is functioning in Mumbai.
6. Interest payments will be rounded off to the nearest rupee as per the FIMMDA Handbook on market practices.

Scenario 2: Assuming Call Option is exercised at the end of the 5th anniversary of the Deemed Date of Allotment.

Cash Flows	Original Coupon Payment dates and Illustrative Call Option Due date	Modified Coupon Payment Dates and Illustrative Call Option Due Date	No of Days for Denominator	Amount Payable per Bond (in Rs)
1 st Coupon Payment	Friday, 14 February, 2025	Friday, 14 February, 2025	366	8,40,000
2 nd Coupon Payment	Saturday, 14 February, 2026	Monday, 16 February, 2026	365	8,40,000
3 rd Coupon Payment	Sunday, 14 February, 2027	Monday, 15 February, 2027	365	8,40,000
4 th Coupon Payment	Monday, 14 February, 2028	Monday, 14 February, 2028	365	8,40,000
5 th Coupon Payment	Wednesday, 14 February, 2029	Wednesday, 14 February, 2029	366	8,40,000
Redemption of Principal on account of exercise of Call Option*.	Wednesday, 14 February, 2029	Wednesday, 14 February, 2029	366	1,00,00,000

Notes:

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1. The above example is for illustration purpose only. The actual payment will be made as per provisions of summary term sheet.
2. Business day shall be the day on which money on which commercial banks are open for business in the city of Bengaluru, Karnataka and when the money market is functioning in Mumbai. If the interest payment date / redemption date does not fall on a Business day, then payment of interest / principal amount shall be made in accordance with SEBI operational circular No. SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 as amended from time to time.
3. If any coupon payment date, other than the ones falling on the redemption date falls on a day that is not a business day, the payment shall be made by the issuer on the immediately succeeding business day which becomes the coupon payment date for that coupon. However, the future coupon payment dates would be as per the schedule originally stipulated at the time of issuing the bonds.
4. If the redemption date of the bonds falls on a day that is not a business day, the redemption amount shall be paid by the issuer on the immediately preceding business day which becomes the new redemption date, along with interest accrued on the bonds until but excluding the date of such payment.
5. It is clarified that interest / redemption with respect to debentures, interest / redemption payments shall be made only on the days when commercial banks are open for business in the city of Bengaluru, Karnataka and when the money market is functioning in Mumbai.
6. Interest payments will be rounded off to the nearest rupee as per the FIMMDA Handbook on market practices.

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Annexure - VIII

Audited Financial Statement on Standalone and Consolidated basis for a period of three completed years with Auditor's Report along with the requisite schedules, foot notes, summary etc.

ANNUAL REPORT 2022-23

https://canarabank.com/UploadedFiles/Pdf/01-CB_Annual_Report2022-20231109.pdf

ANNUAL REPORT 2021-22

<https://canarabank.com/UploadedFiles/Pdf/Annual-Report-2021-22.pdf>

ANNUAL REPORT 2020-21

<https://canarabank.com/UploadedFiles/Pdf/ANNUALREPORT2020-21.pdf>

December quarter 2023 financial Statements links:

<https://www.canarabank.com/UploadedFiles/Pdf/Investors%20Presentation-Dec%202023.pdf>

September quarter 2023 financial Statements links:

<https://canarabank.com/UploadedFiles/Pdf/Q2RESULTS-2610202339.pdf>

June Quarter 2023 Financial Statements links:

https://canarabank.com/UploadedFiles/Pdf/CANBK_24072023124857_Q1RESSIGN-2407202351.pdf

Last three years financial Statements links:

2022-23

<https://canarabank.com/UploadedFiles/Pdf/ResultsQ4FY23-08052023.pdf>

2021-22

<https://canarabank.com/UploadedFiles/Pdf/OBM75221.pdf>

2020-21

<https://canarabank.com/UploadedFiles/Pdf/Results3103.pdf>

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