



सेन्ट्रल बैंक ऑफ इंडिया  
Central Bank of India

1911 से आपके लिए "केन्द्रित" "CENTRAL" TO YOU SINCE 1911

केंद्रीय कार्यालय

INVESTORS RELATION DIVISION

Central Office

CO:IRD:2026:27:59

Date: 30<sup>th</sup> May, 2026

<b>National Stock Exchange of India Limited.</b> Listing Department, Exchange Plaza, Plot No. C/1, 'G' Block, Bandra-Kurla Complex, Bandra (East), Mumbai-400 051 <b>Scrip Code-CENTRALBK</b>	<b>BSE Limited.</b> Corporate Relationship Dept., Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400 001 <b>Scrip Code-532 885</b>
--	--

Dear Sir/Madam,

**Sub: Annual Secretarial Compliance Report of the Bank for the Financial Year ended 31<sup>st</sup> March 2026.**

We submit herewith the enclosed Annual Secretarial Compliance Report dated 29<sup>th</sup> May, 2026 issued by M/s. Ragini Chokshi & Co., Practicing Company Secretaries for the financial year ended 31<sup>st</sup> March, 2026 in the format specified by the SEBI.

The above information is submitted pursuant to Regulation 24A (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Please take the above on your record.

Thanking you.

Yours faithfully,  
For **Central Bank of India**

**CHANDRAKANT BHAGWAT**  
Company Secretary & Compliance Officer

Encl: As above



**Ragini Chokshi & Co.**

Tel. : 022-2283 1120  
022-2283 1134

**Company Secretaries**

34, Kamer Building, 5th Floor, 38 Cawasji Patel Street, Fort, Mumbai - 400 001.  
E-mail : ragini.c@rediffmail.com / mail@csraginichokshi.com  
web: csraginichokshi.com

**SECRETARIAL COMPLIANCE REPORT  
of CENTRAL BANK OF INDIA  
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026**

[Under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We have examined:

- (a) all the documents and records made available to us and explanation provided by **CENTRAL BANK OF INDIA** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended March 31, 2026 ("Review Period") in respect of compliance with the provisions of:

- (a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

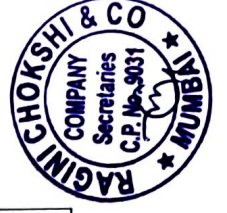
The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as amended from time to time;
  - (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and as amended from time to time;
  - (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and as amended from time to time;
  - (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable to the Bank during the Audit Period)**
  - (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and as amended from time to time; **(Not Applicable to the Bank during the Audit Period)**
  - (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
  - (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and as amended from time to time;
  - (h) Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018; **(To the extent applicable)**
- and circulars/ guidelines issued thereunder;

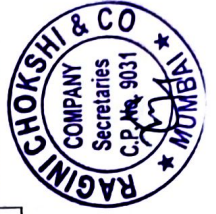


(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Regulation / Circular No.	Deviations	Action taken by	Type of action	Details of violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary (PCS)	Management Response	Remarks
1.	As per Section 9(3) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970, the Board of Bank shall have 15 Directors on its Board. As on 31-03-2026, Bank has 09 Directors on its Board (Including 03 Independent Directors).	Section 9 (3) (e), (f) and (h) of the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970,	The Bank does not have 01 Director each under Section 9(3)(e), (f) and 04 Directors under Section 9(3)(h) of the Act.	None	None	None	None	During the period under review, the position of 06 Directors on the Board of Bank were vacant as per the Banking Companies (Acquisition and Transfer of Undertakings) Act, 1970.	The power to appoint Directors against the vacant posts on Board of Bank is vested with Department of Financial Services (DFS), Govt of India except appointment of Shareholder Director. Bank is taking follow-up with DFS, Govt for filling up the vacant post of Directors on Board of Bank.	
2.	Board of directors shall have an optimum combination of executive and nonexecutive directors with at least	Regulation 17 (1) (a) of SEBI (LODR)	The Board of the Bank did not consist of at least one woman director and	None	None	None	None	During the period under review, the Board of the Bank did not have at least one woman director.	The power to appoint Directors against the vacant posts on Board of Bank is vested with	



<p>one woman director and not less than fifty per cent. of the board of directors shall comprise of non-executive directors;</p> <p>Provided that the Board of directors of the top 1000 listed entities shall have at least one independent woman director.</p>	<p>Regulations, 2015.</p>	<p>one independent women director.</p>				<p>Further, being a top 1000 listed entity, the Bank was also required to have at least one independent woman director on its Board; however, the bank has not appointed the same.</p>	<p>Department of Financial Services (DFS), Govt of India except appointment of Shareholder Director. Bank is taking follow-up with DFS, Gol for filling the vacant post of Directors on Board of Bank</p>	
<p>3. Where the chairperson of the board of directors is a non-executive director, at least one-third of the board of directors shall comprise of independent directors and where the listed entity does not have a regular non-executive chairperson, at least half of the board of directors shall comprise of independent directors.</p>	<p>Regulation 17 (1) (b) of SEBI (LODR) Regulations, 2015.</p>	<p>During the period under review, at least half of the Board of Directors did not consist of Independent Directors.</p>	<p>None</p>	<p>None</p>	<p>None</p>	<p>The Bank does not have a regular non executive chairperson. Accordingly, at least half of the Board of Directors should comprise independent directors.</p> <p>However, the Bank does not meet this requirement, as at least half of its Board is not composed of independent directors.</p>	<p>The power to appoint Directors against the vacant posts on Board of Bank is vested with Department of Financial Services (DFS), Govt of India except appointment of Shareholder Director. Bank is taking follow-up with DFS, Gol for filling the vacant post of Directors on Board of Bank</p>	



(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks of the Practicing Company Secretary (PCS) in the previous reports	Observations made in the Secretarial Compliance report for the year ended	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation and actions taken /penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments on the actions taken by the listed entity
1.	In absence of regular non executive chairperson, Bank should have 50% Independent Directors on its board as per Regulation 17(1)(b) of SEBI (LODR) Regulations, 2015 whereas the Bank has only 02 Independent Directors on its Board as on 31.03.2025. Also, Bank does not have 01 Independent Woman Director on its board. Reply on clarification sought was submitted by Bank to stock exchanges.	March 31, 2025	SEBI (LODR): The Composition of Board of Directors of Bank is not in compliance with Regulation 17 of SEBI (LODR) Regulations, 2015	In absence of regular non executive chairperson, Number of Independent Director on the board of the bank are less than 50 % of its total strength. No Independent woman director is appointed on the board of bank.	Bank is taking follow-up with DFS, GoI for filling the vacant post of Directors on Board of Bank.	As on 31-03-2026, the Bank has not complied with the minimum requirement of Independent Directors including One Woman Director and One Independent Woman Director.
2.	Delay in submission of Notice of Record Date for the payment of Annual Interest on Bond. The intimation regarding record date was submitted to Stock exchanges on 06.09.2024.	March 31, 2025	SEBI (LODR) Regulations, 2015: Regulation 60(2)	Delay in submission of Record Date for the payment of Annual Interest on Basel III Compliant Tier II Bonds Series IV (ISIN-INE483A08023)	Application dated: 06.11.2024 is submitted to BSE for waiver of penalty. As same is still under consideration.	



I. We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/Remarks by PCS
1.	<p><b>Secretarial Standards:</b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).</p>	N.A.	Central Bank of India is a corresponding bank constituted under Banking Companies (Acquisition and Transfer of Undertaking) Act, 1970. The Secretarial Standards are compiled to the extent applicable to the Bank.
2.	<p><b>Adoption and timely updation of the Policies:</b></p> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI.</li> </ul>	Yes	None
3.	<p><b>Maintenance and disclosures on Website:</b></p> <ul style="list-style-type: none"> <li>The Listed entity is maintaining a functional website</li> <li>Timely dissemination of the documents/information under a separate section on the website</li> <li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website.</li> </ul>	Yes	None
4.	<p><b>Disqualification of Director:</b></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.</p>	Yes	None
5.	<p><b>Details related to Subsidiaries of listed entities have been examined w.r.t:</b></p>	Yes	None



	(a) Identification of material subsidiary companies. (b) Disclosure requirements of material as well as other subsidiaries.		
6.	<b>Preservation of Documents:</b>  The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	Yes	None
7.	<b>Performance Evaluation:</b>  The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	None
8.	<b>Related Party Transactions:</b>  (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions.  (b) In case no prior approval obtained the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the audit committee.	Yes  NA	None
9.	<b>Disclosure of events or information:</b>  The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under.	Yes	None
10.	<b>Prohibition of Insider Trading:</b>  The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	None
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b>  No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by	Yes	None



	SEBI or by Stock Exchanges are specified in the last column.		
12.	<b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b>  In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	N.A.	No such event occurred during the period under review.
13.	<b>Additional Non-compliances, if any:</b>  No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	N.A.	No additional non-compliances were found for the period under review.

We further, report that the listed entity is in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations.

**Assumptions & limitation of scope and review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**Place: Mumbai**

**Date: 29-05-2026**



**For Ragini Chokshi & Co.  
(Company Secretaries)**

**Makarand Patwardhan  
Partner**

**ACS No.: 11872**

**CP No.: 9031**

**UDIN: A011872H000540565**

**Peer Review No. 4166/2023**

**Firm Registration No. 92897**