

Ref. No.CO:CS:RC:2022-23:039

May 17, 2022

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 023.

National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla
Complex,Bandra (E), Mumbai – 400 051

BSE Scrip Code No.: 532772

NSE SYMBOL: DCBBANK

Dear Sirs,

Annual Secretarial Compliance Report for the Financial Year 2021-22

We enclose herewith Annual Secretarial Compliance Report dated May 07, 2022 issued by M/s. S. N. ANANTHASUBRAMANIAN & CO., Practicing Company Secretaries for the Financial Year ended March 31, 2022, in terms of Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended read with SEBI's Circular No.CIR/CFD/CMD1/27/2019 dated 8th February 2019.

Kindly take the same on your record.

Thanking you,

Yours faithfully,

Rubi Chaturvedi
Company Secretary &
Compliance Officer

Encl: as above

DCB Bank Limited



S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

10/25-26, 2nd Floor, Brindaban,
Thane (W) - 400 601
T: +91 22 25345648 | +91 22 25432704
E: snaco@snaco.net | W: www.snaco.net
ICSI Unique Code: P1991MH040400

To,
The Board of Directors,
DCB BANK LIMITED
CIN: L99999MH1995PLC089008
601 & 602, Peninsula Business Park
6th floor, Tower A, Senapati Bapat Marg,
Lower Parel, Mumbai – 400013

Sir/ Madam,

Annual Secretarial Compliance Report for the Financial Year 2021-2022

We have been engaged by **DCB BANK LIMITED** (hereinafter referred to as 'the Bank') bearing **CIN: L99999MH1995PLC089008** whose equity shares and debt securities are listed on National Stock Exchange of India Limited and BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated 08th February, 2019 and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Bank to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Bank with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose.

Annual Secretarial Compliance Report is enclosed

S. N. Ananthasubramanian

S. N. Ananthasubramanian
Partner

FCS: 4206 | COP No.: 1774

07th May, 2022 | Thane





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**ANNUAL SECRETARIAL COMPLIANCE REPORT OF DCB BANK LIMITED FOR THE
FINANCIAL YEAR ENDED 31ST MARCH 2022**

We have examined:

- (a) all the documents and records made available to us and explanations provided by **DCB Bank Limited** ('the listed entity');
- (b) 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 financial year ended 31st March, 2022 ('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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ('SCRA'), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ('SEBI').

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

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR);
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – **Not Applicable as there was no reportable event during the Financial Year under review;**





S. N. ANANTHASUBRAMANIAN & CO
Company Secretaries

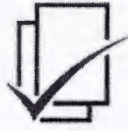
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 – **Not Applicable as there was no reportable event during the financial year under review;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (up to 12th August, 2021) and The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (with effect from 13th August, 2021);
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (up to 15th August, 2021);
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (up to 15th August 2021) – **Not Applicable as there was no reportable event during the financial year under review;**
- (h) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (with effect from 16th August, 2021);
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (j) Securities and Exchange Board of India (Bankers to an Issue) Regulations, 1994;
- (k) Securities and Exchange Board of India (Depositories And Participants) Regulations, 2018;

and circulars/ guidelines issued there under;

and based on the above examination, we hereby report that, during the review period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder.
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my/our examination of those records.





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Company Secretaries

- (c) No actions were taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under.
- (d) The listed entity has taken the following actions to comply with the observations made in previous reports – **Not Applicable.**

For S. N. ANANTHASUBRAMANIAN & Co.

Company Secretaries

ICSI Unique Code: P1991MH040400

Peer Review Cert. No.: 606/2019

S. N. Ananthasubramanian

S. N. Ananthasubramanian

Partner

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ICSI UDIN: F004206D000283474

07th May, 2022 | Thane

