**Constitution of the Board of Directors and various**

**Committees of the Board along with their functions**

**(As on December 15, 2022)**

1. **BOARD OF DIRECTORS**

|  |  |  |
| --- | --- | --- |
| 1 | Shri Sivasubramanian Ramann | Chairman & Managing Director |
| 2 | Shri V. Satya Venkata Rao | Deputy Managing Director |
| 3 | Shri Sudatta Mandal | Deputy Managing Director |
| 4 | Shri Shailesh Kumar Singh | Government Director |
| 5 | Shri Lalit Kumar Chandel | Government Director |
| 6 | Shri K. Sampath Kumar | Nominee of State Bank of India |
| 7 | Shri Krishna Singh Nagnyal | Nominee of Life Insurance Corporation of India |
| 8 | Shri Monomoy Mukherjee | Nominee of National Bank for Agriculture & Rural Development |
| 9 | Shri G. Gopalakrishna | Co-opted Director |
| 10 | Shri Ashish Gupta | Co-opted Director |
| 11 | Smt. Nupur Garg | Co-opted Director |
| 12 | Shri Amit Tandon | Co-opted Director |

**Functions**

The general superintendence, direction and management of affairs and business of Small Industries Development Bank of India vests in the Board of Directors.

1. **EXECUTIVE COMMITTEE**

|  |  |
| --- | --- |
| 1 | Shri Sivasubramanian Ramann, Chairman |
| 2 | Shri V. Satya Venkata Rao |
| 3 | Shri Sudatta Mandal |
| 4 | Shri K. Sampath Kumar |
| 5 | Shri G. Gopalakrishna |

**Functions**

The EC considers i. proposals for approval of capital and revenue expenditure, ii. Grant of assistance, credit and investments related proposals as per credit exposure norms (under various schemes of assistance) and falling within the caps prescribed against Benchmark for Sanction (BfS) norms in the Loan Policy, iii. Sanction of Tier I & Tier II products to SFBs and any relaxations therein under Institutional Finance, iv. Sanctions, OTS, restructuring etc to Banks and SFCs under Institutional Finance, v. Proposals for approval / sanction of exposure and securitization/ assignment of specified portfolio w.r.t NBFCs under Institutional Finance, vi. Proposals involving any relaxation in benchmark norms for sanction, eligibility parameters and other parameters for sanction, vii. Sanction of commitments to SEBI registered Alternative Investment Funds on the recommendation of Venture Capital Investment Committee, viii. Sanction of grant above `50 lakh, assistance for exposures above `75 crore per entity under Micro Finance / dispensation(s) and Missing Middle Funded facility, Tier I / Tier II products and securitization / assignment of loans / portfolio buy-outs, ix. Disinvestment of equity stake in TCOs below reserve price and x. Sanction of various types of grants above certain amount under Promotion & Development.

1. **AUDIT COMMITTEE**

|  |  |
| --- | --- |
| 1 | Shri Ashish Gupta, Chairman |
| 2 | Shri V. Satya Venkata Rao |
| 3 | Shri Sudatta Mandal |
| 4 | Shri Lalit Kumar Chandel |
| 5 | Shri K. Sampath Kumar |
| 6 | Shri Krishna Singh Nagnyal |
| 7 | Smt. Nupur Garg |

**Functions**

The main functions of Audit Committee, constituted in terms of the RBI guidelines, shall be as under:

* Provide direction and to oversee audit functions in the Bank.
* Interact with Statutory Auditors before finalization of Annual / Semi-annual accounts and reports.
* Review action taken on all issues / concerns raised in the inspection reports of Reserve Bank of India and Statutory Auditors Report
* Review cases of fraud and action taken as well as major areas of housekeeping.
* Such other matters as may be delegated to it by the Board.

1. **RISK MANAGEMENT COMMITTEE**

|  |  |
| --- | --- |
| 1 | Shri Amit Tandon, Chairman |
| 2 | Shri V. Satya Venkata Rao |
| 3 | Shri Sudatta Mandal |
| 4 | Shri K. Sampath Kumar |
| 5 | Shri Monomoy Mukherjee |

**Functions**

The Risk Management Committee shall assess various risks associated with the business of the Bank and their mitigation.

1. **SPECIAL COMMITTEE TO MONITOR LARGE VALUE FRAUDS**

|  |  |
| --- | --- |
| 1 | Shri Sivasubramanian Ramann, Chairman |
| 2 | Shri V. Satya Venkata Rao |
| 3 | Shri Sudatta Mandal |
| 4 | Shri Lalit Kumar Chandel |
| 5 | Shri K. Sampath Kumar |
| 6 | Smt. Nupur Garg |

**Functions**

The major functions of the Special Committee to Monitor Large Value Frauds shall be to monitor and review all frauds of `1 crore and above to:

* Identify systemic lacunae if any that facilitated perpetration of the fraud and put in place measures to plug the same.
* Identify the reasons for delay in detection, if any, reporting to top management of the bank and RBI.
* Monitor progress of CBI/Police investigation and recovery position.
* Ensure that staff accountability is examined at all levels in all the cases of frauds and staff side action, if required, is completed quickly without loss of time.
* Review the efficacy of the remedial action taken to prevent recurrence of frauds, such as strengthening of internal controls.
* Put in place other measures as may be considered relevant to strengthen preventive measures against frauds.

1. **INFORMATION TECHNOLOGY STRATEGY COMMITTEE**

|  |  |
| --- | --- |
| 1 | Shri G Gopalakrishna, Chairman |
| 2 | Shri Sudatta Mandal |
| 3 | Shri Ashish Gupta |
| 4 | Shri Mekin Maheshwari (External Expert) |
| 5 | Shri Rajesh Doshi (External Expert) |
| 6 | Shri Pushpinder Singh (External Expert) |

**Functions**

Information Technology Strategy Committee gives direction to the Bank's IT function, especially with regard to IT vision, policy and strategy so as to align with business objectives. In addition, the Committee also guides the Bank for IT long term plan and provide oversight of IT implementation and management.

1. **CUSTOMER SERVICE COMMITTEE**

|  |  |
| --- | --- |
| 1 | Shri Sivasubramanian Ramann, Chairman |
| 2 | Shri V. Satya Venkata Rao |
| 3 | Shri Sudatta Mandal |
| 4 | Shri K. Sampath Kumar |
| 5 | Shri G Gopalakrishna |

**Functions**

The Customer Service Committee gives direction in formulation of policies and assess the compliance thereof with a view to strengthening the corporate governance structure and also to bring about ongoing improvements in the quality of customer service provided by the Bank.

1. **HR STEERING COMMITTEE**

|  |  |
| --- | --- |
| 1 | Shri Sivasubramanian Ramann, Chairman |
| 2 | Shri V. Satya Venkata Rao |
| 3 | Shri Sudatta Mandal |
| 4 | Shri Lalit Kumar Chandel |
| 5 | Shri K. Sampath Kumar |
| 6 | Dr. Chitra Rao (External Expert) |

**Functions**

The HR Steering Committee, constituted based on the recommendations of the Khandelwal Committee, provides guidance and direction to the Board in matters relating to Human Resources.

1. **RECOVERY REVIEW COMMITTEE**

|  |  |
| --- | --- |
| 1 | Shri Sivasubramanian Ramann, Chairman |
| 2 | Shri V. Satya Venkata Rao |
| 3 | Shri Sudatta Mandal |
| 4 | Shri Lalit Kumar Chandel |
| 5 | Shri G. Gopalakrishna |

**Functions**

The Recovery Review Committee, constituted in terms of the directives of GoI, reviews all the NPA cases having principal outstanding of `5 crore and above.

1. **REVIEW COMMITTEE ON WILFUL**

**DEFAULTERS & NON-COOPERATIVE BORROWERS**

|  |  |
| --- | --- |
| 1 | Shri Sivasubramanian Ramann, Chairman |
| 2 | Shri G. Gopalakrishna |
| 3 | Shri Ashish Gupta |

**Functions**

The Review Committee on Wilful Defaulters & Non-Cooperative Borrowers has been constituted to review the orders passed by the Committee for Identification of Wilful Defaulters & Non-Cooperative Borrowers identifying cases as wilful defaulters & non-cooperative borrowers. The Committee will also review, on half-yearly basis, cases of wilful default and non-cooperative borrowers and declassification, if any, thereof.

1. **DEPUTY MANAGING DIRECTOR – MANAGEMENT COMMITTEE**

|  |  |
| --- | --- |
| 1 | Shri V. Satya Venkata Rao, Chairman |
| 2 | Shri Sudatta Mandal |
| 3 | Shri K. Sampath Kumar |
| 4 | Shri Krishna Singh Nagnyal |
| 5 | Smt. Nupur Garg |

**Functions**

The Deputy Managing Director – Management Committee considers compromise/part settlement of dues in respect of Non-Performing Assets (NPAs) including Wilful Defaulters, Non-Cooperative Borrowers and Fraud as well as sale of NPAs to Asset Reconstruction Companies /Banks/ Financial Institutions/NBFCs. In addition to above, DMD-MC also considers and approves all proposals involving “connected lending” provisions of RBI, irrespective of the amount.

1. **NOMINATION & REMUNERATION COMMITTEE**

|  |  |
| --- | --- |
| 1 | Shri Lalit Kumar Chandel |
| 2 | Shri Krishna Singh Nagnyal |
| 3 | Shri G. Gopalakrishna |
| 4 | Smt. Nupur Garg |

**Functions**

Nomination & Remuneration Committee considers and approves the payment of Performance Linked Incentive to CMD and DMDs of the Bank in terms of the guidelines provided by Government of India. Further, the Committee also recommends the names of candidates for co-option as a Director on the Board of SIDBI for consideration of the Board of Directors after verifying compliance of “fit and proper” criteria by them.

1. **COMMITTEE ON SUSTAINABLE DEVELOPMENT GOALS**

|  |  |
| --- | --- |
| 1 | Shri Amit Tandon, Chairman |
| 2 | Shri V. Satya Venkata Rao |
| 3 | Shri Royston Braganza (External Expert) |
| 4 | Ms. Rekha Krishnan (External Expert) |
| 5 | Shri Shankar Venkateswaran (External Expert) |
| 6 | Shri Rajesh Gupta (External Expert) |

**Functions**

The committee on “Sustainable Development Goals” shall formulate strategy for achieving SDGs. It shall also guide and supervise development of guidelines for environmental, social, and governance (ESG), relevant for MSME Sector and monitor implementation thereof.

**XIV. STAKEHOLDERS RELATIONSHIP COMMITTEE**

|  |  |
| --- | --- |
| 1 | Shri G. Gopalakrishna, Chairman |
| 2 | Shri V. Satya Venkata Rao |
| 3 | Shri Sudatta Mandal |
| 4 | Shri K. Sampath Kumar |
| 5 | Shri Krishna Singh Nagnyal |

**Functions**

The Committee shall look into the redressal of Shareholders' and Investors' complaints regarding transfer of shares, non-receipt of annual report, nonreceipt of interest on bonds/declared dividends, etc.

\*\*\*\*\*