

# **Karnataka Bank Ltd.**

Your Family Bank. Across India.

Regd. & Head Office  
P. B. No.599, Mahaveera Circle  
Kankanady  
Mangaluru – 575 002

Phone : 0824-2228183  
E-Mail : [comsec@ktkbank.com](mailto:comsec@ktkbank.com)  
Website : [www.karnatakabank.bank.in](http://www.karnatakabank.bank.in)  
CIN : L85110KA1924PLC001128

## SECRETARIAL DEPARTMENT

HO:SEC:41:2026-27

Date: 25.05.2026

The Manager Listing Department <b>National Stock Exchange of India Limited</b> Exchange Plaza,C-1, Block G Bandra-Kurla Complex, Bandra (E) MUMBAI - 400051	The Manager Corporate Relationship Department <b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street MUMBAI - 400001
<b>NSE Scrip Code: KTKBANK</b>	<b>BSE Scrip Code: 532652</b>

Madam / Dear Sir,

**Sub: Annual Secretarial Compliance Report of the Bank for the financial year ended March 31, 2026, as per Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 24(A)(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Secretarial Compliance Report of the Bank for the financial year ended on March 31, 2026, issued by M/s. SVJS & Associates, Practicing Company Secretaries, Bengaluru.

This is for your kind information and dissemination.

Yours faithfully,

**Sham K**  
**Company Secretary &**  
**Compliance Officer**



**SECRETARIAL COMPLIANCE REPORT OF THE KARNATAKA BANK LIMITED**  
**[CIN: L85110KA1924PLC001128]**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2026**

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **The Karnataka Bank Limited [CIN: L85110KA1924PLC001128]** (hereinafter referred as 'the listed entity'), having its Registered Office at P.B. No. 599, Mahaveera Circle, Kankanady, Mangaluru, Karnataka- 575002. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and to provide our observations thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on 31/03/2026, complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

We, SVJS & Associates, Company Secretaries in practice, Bengaluru have examined:

- all the documents and records made available to us and explanation provided by The Karnataka Bank Limited [CIN: L85110KA1924PLC001128] ("the listed entity"),
- the filings / submissions made by the listed entity to the stock exchanges in connection with the above,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this report,

for the financial year ended 31<sup>st</sup> March 2026 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; NOT APPLICABLE
- (d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; NOT APPLICABLE
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (g) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and
- (i) Such other regulations, as may be applicable;

and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period:

- I. (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	Management Response	Remarks
<b>NIL</b>										

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

Sr. No.	Observations/ Remarks Of the Practicing Company Secretary in the previous reports)	Observations made in the secretarial compliance report for the year ended ..... (the years are to be mentioned)	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
<b>NIL</b>						

II. We hereby report that, during the review period, the compliance status of the listed entity with the following requirements is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations / Remarks by PCS
	<b>Secretarial Standards:</b>		
1.	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).	Yes	Nil
	<b>Adoption and timely updation of the Policies:</b>		
2.	<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 have been reviewed and updated on time, as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	Yes	Nil
	<b>Maintenance and disclosures on Website:</b>		
3.	<ul style="list-style-type: none"> <li>• The Listed entity is maintaining a functional website</li> </ul>	Yes	Nil

	<ul style="list-style-type: none"> <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>		
4.	<p><b>Disqualification of Director:</b></p> <p>None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	Nil
5.	<p><b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b></p> <p>(a) Identification of material subsidiary companies.</p> <p>(b) Requirements with respect to disclosure of material as well as other subsidiaries.</p>	<p>NA</p> <p>Yes</p>	<p>The Listed Entity has no material subsidiaries.</p> <p>The Listed Entity has no material subsidiaries. The Listed Entity has complied with disclosure requirement of Subsidiary.</p>
6.	<p><b>Preservation of Documents:</b></p> <p>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.</p>	Yes	Nil
7.	<p><b>Performance Evaluation:</b></p> <p>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.</p>	Yes	Nil
8.	<p><b>Related Party Transactions:</b></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions;</p>	<p>(a) Yes</p> <p>(b) NA</p>	Nil

	(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		
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 thereunder.	Yes	Nil
10.	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) and 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	Nil
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.	NA	No actions were taken against the listed entity / directors / subsidiaries either by SEBI or by Stock Exchanges under SEBI Regulations and circulars / guidelines issued thereunder. The listed entity has no identifiable promoters.
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.	NA	There was no resignation of auditor during the period under review. The Listed Entity has no material subsidiaries.
13.	<b>Additional Non-compliances observed:</b> No additional non-compliances observed for any SEBI regulation/circular/guidance note etc.	NA	No additional non-compliance were observed for any SEBI

			regulation/circular/guidance note etc.
--	--	--	--

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 and Limitation of scope and Review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibility 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 (Listing Obligations and Disclosure Requirements) 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.

**For SVJS & Associates  
Company Secretaries**

ASHOK  
LEKHA

Digitally signed by  
ASHOK LEKHA  
Date: 2026.05.25  
10:32:07 +05'30'

**CS Lekha Ashok**

Partner

CP. No.: **9011**, FCS: **8152**

**Firm Unique Code:** P2008KE017901

**Peer Review Certificate No.** 6278/2024

**UDIN: F008152H000457535**

Bengaluru  
25/05/2026