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Mangaluru – 575 002

SECRETARIAL DEPARTMENT

Policy on Appointment of Statutory Central Auditors (SCA)

1. Statutory guidelines / regulations

The Board of Directors (the "Board") of The Karnataka Bank Limited (the "Bank") has adopted this policy and procedures with regard to Appointment of Statutory Central Auditors ('Policy on Appointment of Statutory Central Auditors), in line with Section 30(1A) of Banking Regulation Act, 1949 read with RBI Circular No. DOS.CO. ARG /SEC.01/08.91.001/2021-22 dated 27.04.2021 and as per Section 139, 141 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014.

2. Appointment, re-appointment and removal

The appointment/re-appointment/removal of SCAs shall be subject to prior approval of the Reserve Bank of India and Shareholders at each Annual General Meeting. The extant guidelines issued by the Reserve Bank of India, SEBI, Companies Act, 2013 shall be applicable for such appointment/reappointment/ removal of SCAs. In the event of conflict between different regulations, the Bank will take appropriate decision in this regard in consultation with regulators/ professional consultants as may deem fit and the decision of the Bank is final.

3. Term and number of SCAs

Bank shall have Two (2) audit firms [Partnership firms/Limited Liability Partnerships (LLPs)] as its joint Statutory Central Auditors (SCAs) with a maximum permissible limit of four audit firms (i.e., as applicable for our Bank as per the extant norms of the Reserve Bank of India). The Board of Directors of the Bank, based on the recommendation of the Audit Committee (ACB), shall decide on the number of Statutory Central Auditors to be appointed from time to time and also their remuneration.

While considering the appointment of SCAs, a Committee consisting of Managing Director & CEO, Chief Operating Officer and Chief Financial Officer shall identify the suitable audit firms fulfilling the eligibility criteria as per RBI norms, Companies Act, 2013 and rules made thereunder and also listing regulations on the subject, if any, and forward the names of the shortlisted audit firms to the Audit Committee.

Joint auditors of the Bank should not have any common partners and they are not

under the same network of audit firms. The term of SCAs will be for a period of three years*, subject to the firms satisfying the eligibility norms each year and subject to para 6 below, commencing from the date of AGM in which their appointment is approved by the shareholders till the conclusion of the next AGM.

* The maximum tenure of appointment of SCAs will be for a period upto three years, subject to annual approval by the RBI and the shareholders at the AGM.

4. Eligibility criteria

Minimum no. of	Out of 'A', minimum no.	Minimum no.	Minimum no.	Minimum
full time partners	of Fellow Chartered	of full time	of yearsof	no. of
associated withthe	Accountant (FCA)	partners/ paid	audit	professional
firm for a period	partners associatedwith	CAs with	experience of	staff ⁴
of at least three	the firm for a period of at	CISA/ISA	the firm ³	Stair
years ¹	least three years	qualification ²		
5	4	2	15	18

Notes -

- 1) <u>Full time partners associated with the firm:</u> There should be at least one year continuous association of partners with the firm as on the date of application for empanelment for considering them as full time partners. At least two partners of the firm shall have continuous association with the firm for at least 10 years. Further, the full-time partner's association with the firm would mean exclusive association. The definition of 'exclusive association' will be based on the following criteria:
 - (a) The full-time partner should not be a partner in any other firm/s.
 - (b) She/He should not be employed full time / part time elsewhere.
 - (c) She/He should not be practicing in her/his own name or engaged in practice otherwise or engaged in other activity which would be deemed to be in practice under Section 2(2) of the Chartered Accountants Act, 1949.
 - (d) Board/Audit Committee of the Board shall examine and ensure that the income of the partner from the firm/LLP is adequate for considering them as full-time exclusively associated partners.
- **2)** <u>CISA/ISA Qualification:</u> There should be at least one year continuous association of paid CAs with CISA/ISA qualification with the firm as on the date of application for empanelment for considering them as paid CAs with CISA/ISA qualification for the purpose.
- 3) <u>Audit Experience</u>: Audit experience shall mean experience of the audit firm as Statutory Central/Branch Auditor of Commercial Banks (excluding RRBs)/ AIFIs. In case of merger and demerger of audit firms, merger effect will be given after two years of merger while demerger will be effected immediately for this purpose.
- **4)** <u>Professional Staff:</u> Professional staff includes audit and article clerks with knowledge of book-keeping and accountancy and who are engaged in on-site audits but excludes typists/stenos/computer operators/ secretaries/ subordinate staff etc. There should be at least one year continuous association of professional staff with the firm as on the date of application for empanelment for considering them as professional staff for the purpose.

Other relevant aspects that Bank will consider while shortlisting/ appointing/reappointing SCAs_

- 1. Compliance to Section 141 of the Companies Act, 2013 in terms of eligibility.
- 2. The audit of the Entity and any entity with large exposure to the Entity for the same reference year will be factored in while assessing independence of the auditor.
- 3. Concurrent auditors of the Bank will not be considered for appointment as SCAs.
- 4. The time gap between any non-audit works (services mentioned at Section 144 of Companies Act, 2013, Internal assignments, special assignments, etc.) by the SCAs/SAs for the Entities or any audit/non-audit works for its group entities should be at least one year, before or after its appointment as SCAs/SAs. However, during the tenure as SCA/SA, an audit firm may provide such services to the concerned Bank which may not normally result in a conflict of interest, and the Bank may take decision at its discretion, in consultation with the ACB/Board.
- 5. The restrictions as detailed in Sl No.2, 3 and 4 above, should also apply to an audit firm under the same network of audit firms or any other audit firm having common partners.
- 6. An audit firm can concurrently take up statutory audit of a maximum of:
 - i. four Commercial Banks [including not more than one Public Sector Bank or one All India Financial Institution (NABARD, SIDBI, NHB, EXIM Bank) or RBI],
 - ii. eight UCBs and eight NBFCs during a particular year, subject to compliance with required eligibility criteria and other conditions for each Entity and within overall ceiling prescribed by any other statutes or rules.
 - iii. For this purpose, a group of audit firms having common partners and/or under the same network, will be considered as one entity and they will be considered for allotment of SCA/SA accordingly.
 - iv. Shared/Sub-contracted audit by any other/associate audit firm under the same network of audit firms is not permissible.
 - v. The incoming audit firm shall not be eligible if such audit firm is associated with the outgoing auditor or audit firm under the same network of audit firms.
- 7. The audit firm should not be under debarment by any Government Agency, National Financial Reporting Authority (NFRA), the Institute of Chartered Accountants of India (ICAI), RBI or Other Financial Regulators.
- 8. The appointment of SCAs must be in line with the ICAI's Code of Ethics/any other such standards adopted and does not give rise to any conflict of interest.
- 9. If any partner of a Chartered Accountant firm is a director in the Bank, the said firm cannot be appointed as SCA of any of the group entities of the Bank.
- 10. The applicant firm should have capability and experience in deploying Computer Assisted Audit Tools and Techniques (CAATTs) and Generalized Audit Software (GAS), commensurate with the degree/complexity of computer environment of the Bank, in order to achieve audit objectives.
- 11. Concurrent auditors of the bank will not be considered for appointment as SCAs.
- 12. The audit firm empaneled for appointment as SCAs must not undertake audit of any entity (borrower) with large exposure to the bank for the period during which the firm is proposed to be appointed as SCAs, so as to ensure independence of the auditor/audit firm.
- 13. The time gap between any non-audit works (services mentioned in Section 144 of Companies Act, 2013, internal assignments, special assignments etc.) by the SCAs of the bank should be at least one year, before or after appointment as SCA.
- 14. In case any audit firm (after appointment) does not comply with any of the eligibility norms (on account of resignation, death etc. of any of the partners, employees, action by Government Agencies, NFRA, ICAI, RBI, other Financial

Regulators, etc.), it may promptly approach the Bank with full details. Further, the audit firm must take all necessary steps to become eligible within a reasonable time and in any case, the audit firm should be complying with the above norms before commencement of Annual Statutory Audit for Financial Year ending 31st March and till the completion of annual audit.

5. Procedure of selection

Bank will shortlist the profiles eligible to be considered for appointment/ reappointment as SCAs and after due diligence, submit the same to Audit Committee / Board for further shortlisting the two firms out of the profiles received and thereafter seek approval of the Reserve Bank of India.

Bank will seek RBI's prior approval for appointment of SCAs. Bank will also provide the details of the firm(s) to ICAI seeking confirmation whether any adverse remarks/disciplinary action is pending against the said firm(s), whereby the firm(s) become ineligible for appointment as SCAs of the Bank.

Upon receipt of approval from the RBI for the appointment or reappointment of the firm(s) as SCAs of the Bank, a resolution will be placed before the shareholders at the AGM to approve the appointment of the selected(s) firm as SCAs of the Bank for a period of one year (commencing from the date of AGM and upto the conclusion of the next AGM), for approval. Once resolution is approved by the shareholders, an Appointment Order is issued to the firm, indicating their role and responsibilities along with the remuneration payable for the assignment. The firm will submit their acceptance to the offer of appointment and also submit necessary documents viz., declaration of eligibility, certificate of non-indebtedness etc. as per extant RBI, SEBI and other statutory/regulatory guidelines.

6. Review of performance

Re-appointment of audit firm(s) as SCAs for their subsequent term of second and third year, as the case may be, will be undertaken by the ACB / Board, who will review their performance on annual basis and subject to their fulfilment of eligibility criteria as well as appointment terms, and recommend their reappointment as SCAs for subsequent year. Thereafter, the procedure outlined under main point '5' above will be followed.

At the time of annual review the performance of SCAs by the ACB/Board, any serious lapses/negligence in audit responsibilities or conduct issues on part of the SCAs or any other matter considered as relevant, will be reported to RBI within two months from completion of the annual audit, based on the approval/ recommendation of the ACB/Board, with the full details of the audit firm.

7. Fees payable

The remuneration payable to the SCAs shall be approved in the AGM or, the shareholders may delegate the power to the Board of Directors (based on the recommendation of the ACB) for approving the remuneration to statutory auditors by means of a resolution.

8. Resignation

Resignation of SCA will be subject to the extant RBI guidelines as well as SEBI guidelines with regard to listed entities.

9. Scope of audit

Scope of the statutory central audit/branches of the Bank will be as per the guidelines issued by the Reserve Bank of India and the SEBI and Companies Act, 2013. The audit assignment also includes issue of certificates mandated by RBI as part of the annual audit process. The details of certification to be undertaken by the SCAs and other areas of annual audit are reviewed by RBI on annual basis and necessary instructions are issued to the Bank which will be communicated to the SCA separately.

Bank will finalize the work allocation among SCAs, before the commencement of the statutory audit, in consultation with the SCAs.

10. Statutory Branch Audit:

Statutory Branch Audit shall be carried out by the joint Statutory Central Auditors (SCAs) for all branches/offices of the Bank, and the work allocation of Statutory Branch Audit will be as mutually decided by the SCAs among themselves.

11.The above norms should be read in line with the extant guidelines issued by RBI. Any amendments/additional conditions imposed/relaxations extended by the RBI post implementation/amendments made to this Policy, the same shall prevail over the conditions specified above.

ANNEXURE

Format for application by audit firms for empanelment as Statutory Central Auditors of the Bank

On the letterhead of the audit firm to be signed by the main partner/s of the audit firm proposed for appointment of SCAs/SAs of the Entities, under the seal of the said audit firm

1.	Name of the Audit Firm	
2.	Constitution [Partnership Firm/LLP]	
3.	Firm Registration Number (FRN) or (LLP No.)	
4.	PAN of the Audit Firm	
5.	RBI UCN Number	
6.	Category of the Firm / LLP	
7.	No. of Partners Produce the details of the Partners in Annexure 1	
	 Whether the Audit Firm satisfies these criteria (YES/NO) 1. Min partners should be 5 and all should be full time associated with this audit firm for at least 3 years. 	YES NO
	2. There should be at least one-year continuous association of partners with the firm as on the date of shortlisting for considering them as full time partners.	YES NO
	3. At least 2 Partners of the firms shall have continuous association with the firm for at least 10 years.	YES NO
	4. Definition of Full-time is as provided in the RBI Circular dated 27.04.2021.	YES NO
	5. Whether at least 4 Partners are FCAs since 3 years?	YES NO
8.	No. of Full Time Partners/ Paid CAs with CISA/ISA Qualification. (At least 2 Full Time Partners/Paid CAs is prescribed)	
9.	No. of years of Audit Experience of the firm.	
	(At least 15 years of Audit experience of the firm as a SCA / Branch auditor of commercial banks is prescribed. However, in case of merger and demerger of audit firms, merger effect will be given after 2 years of merger while demerger will be effected immediately for this purpose)	
10.	Professional Staff other than the listed above. (At least 18 Full Time Professional Staff associated with the audit firm for at least one year is prescribed)	
	(<u>Professional staff</u> includes audit and article clerks with knowledge of book-keeping and accountancy and who are engaged in on-site audits but excludes typists/stenos/computer operators/secretaries/ subordinate staff, etc. There should be at least one-year continuous association of professional staff with the firm as on the date of shortlisting for considering them as professional staff for the purpose)	
11.	Number of statutory audits of Commercial Banks undertaken by the audit firm (at present):	
	(One audit firm can concurrently take up statutory audit of a maximum of four Commercial Banks [including not more than one PSB or one All India Financial Institution (NABARD, SIDBI, NHB, EXIM Bank) or RBI], eight UCBs and eight NBFCs during a particular year, subject to compliance with required eligibility criteria and other conditions for each Entity and within overall ceiling prescribed by any other statutes or rules. For clarity, the limits prescribed	

	for UCBs exclude audit of other co-operative societies by the same audit firm. For the purpose of this, a group of audit firms having common partners and/or under the same network, will be considered as one entity and they will be considered for allotment of SCA/SA accordingly.	
	Shared/Sub-contracted audit by any other/associate audit firm under the same network of audit firms is not permissible. The incoming audit firm shall not be eligible if such audit firm is associated with the outgoing auditor or audit firm under the same network of audit firms.)	
2.	Whether the auditors of the firm have capability and experience in deploying Computer Assisted Audit Tools and Techniques (CAATTs) and Generalized Audit Software (GAS), commensurate with the degree / complexity of computer environment of the Entities where the accounting and business data reside in order to achieve audit objectives.	YES / NO
	Any other details relevant for considering your appointment as Statutory Auditor in terms of RBI Guidelines.	
Na: Iem RN	tered Accountants / LLP me of the Partner> abership No /LLP. No e signed by the main partner/s of the audit firm proposed for appointment of SCAs/S	As of the Entiti
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On the letterhead of the audit firm to be signed by the main partner/s of the audit firm proposed for appointment of SCAs/SAs of the Entities, under the seal of the said audit firm

CONSENT, DECLARATION & UNDERTAKING

Ref:	Date:				
To The Board of Directors The Karnataka Bank Ltd. Regd. & Head Office Mahaveer Circle Kankanady Mangaluru-575002					
Dear Sir,					
hereby give our consent to act as one of the S Ltd. for carrying out audit of the Bank for the Committee/Board/Shareholders of the Bank) having our main/ corporate office at Statutory Central Auditors (SCAs) of The Karnataka Bank the Financial Year subject to approval of the Audit and Regulators. We enclose herewith the profile of our issued by the Institute of Chartered Accountants of India				
We further hereby understand, declare and u	undertake that:				
in terms of RBI Circular Ref. No. DoS and also as per Section 141 of the Companies (Audit & Auditors) Rules, a. Our audit firm is not disqualified Chartered Accountants Act, 1949 b. the proposed appointment is as per c. the proposed appointment is with Act; d. the list of proceedings against the pending with respect to professional certificate, is true and correct.	ied for appointment under the Companies Act, 2013, the 9 and the rules or regulations made thereunder; per the term provided under the Act; ithin the limits laid down by or under the authority of the the auditor or audit firm or any partner of the audit firm ssional matters of conduct, as disclosed along with this				
	arred/disqualified by any Government Agency, National A), RBI or Other Financial Regulators in the past.				
3. Our appointment as SCAs is in line adopted and does not give rise to any	with the ICAI's Code of Ethics/any other such standards y conflict of interest.				
4. We have the capability and experience in deploying Computer Assisted Audit Tools and Techniques (CAATTs) and Generalized Audit Software (GAS), commensurate with the degree/complexity of computer environment of the Entities where the accounting and business data reside in order to achieve audit objectives.					
5. We do not have any common partner not under the same network of audit to * Proposed audit firm as disclosed to * Name of the Firm					

- 6. In terms of the extant RBI Circular Ref. No. DoS. CO.ARG/SEC.01/08.91.001/2021-22 dated April 27, 2021, the tenure of our audit will be for a period of three years, subject to the firm satisfying the eligibility norms each year for which the approval of the RBI is required to be obtained by the Bank. We also understand and agree that, Bank can remove our audit firm during the above period with the prior approval of the RBI, as applicable for prior approval for appointment.
- 7. Our audit firm will not be eligible for reappointment in your Bank for six years (two tenures) after completion of full or part of one term of the audit tenure, if appointed.
- 8. Neither our audit firm nor our partners have undertaken any non-audit works (services mentioned at Section 144 of Companies Act, 2013, Internal assignments, special assignments, etc.) in the Bank during the last one year.
- 9. Neither our audit firm nor our partners have carried out concurrent audit assignment of your Bank during the last one year.
- 10. Our audit firm has not audited any entity with large exposure to the Karnataka Bank for the same reference year (i.e. FY 2021-22).
- 11. None of the (i) 'firm under the same network of audit firms' (as defined under Rule 6(3) of the Companies (Audit & Auditors) Rules, 2014) or (ii) any other audit firm having common partners have undertaken assignments as defined under point no. 8 & 9 above.
- 12. We shall audit all the branches of the Bank together with proposed Joint Audit Firm. In the event the other proposed audit firm does not take-up the responsibility of audit of such number of branches as agreed between our audit firm and them, we undertake to audit all the branches for such fees which, otherwise would have been paid to the other Joint Audit Firm.
- 13. We shall strictly adhere to the relevant professional standards in discharge of audit responsibilities with highest diligence.
- 14. We will not share/Sub-contract the audit to any other/associate 'audit firm under the same network of audit firms'.
- 15. Neither our audit firm nor any of our partners are associated with the existing Statutory Central Auditors of the Bank or 'the audit firm under the same network of audit firms'.
- 16. In case our audit firm does not comply with any of the eligibility norms (on account of resignation, death etc. of any of the partners, employees, action by Government Agencies, NFRA, ICAI, RBI, other Financial Regulators, etc.), after the appointment, we shall promptly approach the Bank with full details. Further, we shall take all necessary steps to become eligible within a reasonable time to comply with the above norms before commencement of Annual Statutory Audit for Financial Year ending 31st March and till the completion of annual audit. However, in case of any extraordinary circumstance after the commencement of audit, like death of one or more partners, employees, etc., which makes the firm ineligible with respect to any of the eligibility norms, we agree that the RBI have the discretion to allow the concerned audit firm to complete the audit, as a special case.
- 17. The appointment, reappointment, tenure, scope of the audit etc. are subject to the guidelines issued by the Reserve Bank of India from time to time and the decision of Reserve Bank of India in the matter will be final and binding on us.
- 18. We are compliant and we will continue to comply with the eligibility norms and also other conditions as prescribed by the Reserve Bank of India under the RBI Circular Ref. No.DoS.CO. ARG/ SEC.01/08.91.001/2021-22 dated April 27, 2021 and such other guidelines/circulars issued by the Reserve Bank of India with respect to audit of Bank is concerned from time to time.
- 19. In terms of Regulation 9A(3) read with 9(1)&(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, we have put in place (we will put in place

Monitor and Report Trading by Designated Persons" in order to ensure unpublished price sensitive information shared with our partners/ representatives are protected in terms of aforesaid SEBI Regulations.
For
For Chartered Accountants / LLP
<name of="" partner="" the=""> Membership No FRN. /LLP. No</name>
[to be signed by the main partner/s of the audit firm proposed for appointment of SCAs/SAs of the Entities, under the seal of the said audit firm]

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before our appointment), the "Code conduct for Intermediaries and Fiduciaries to Regulate,

(Please submit the list in the order of column no. 4 followed by column 3 or 2 as applicable in the order of seniority)

Sin	Name of Partner	Date of Joining (to ensure at least 3 years' association in the audit firm as on the date of this declaration)	Date of rejoining the firm if any	Whether Full Time / Part Time	Whether the partner is currently associated with any other audit firm/s (YES/No)	PAN Number	Mem bership No.	Total Income of the Partner (as per latest IT Return)	Out of total income (as referred under column 8), the income earned from this firm.	Whether CISA / ISA (DISA) qualified (Y/n)
	1	declaration)	3	4	5	6	7	8	9	10
1										

Refer to note for details

Details of the Professional Staff - at least 18 persons

SI no.	Name of the Professional Staff	Designation	Date of Joining (to verify at least 1 year association in the audit firm as on the date of this declaration)	Date of rejoining the firm if any	Whether Full Time / Part Time	Member- ship No. if any	Whether CISA/ ISA (DISA) qualified (Y/n)
	1	2	2	3	4	7	10
1							

Professional staff includes audit and article clerks with knowledge of book-keeping and accountancy and who are engaged in on-site audits but excludes typists/stenos/computer operators / secretaries / subordinate staff, etc. There should be at least one-year continuous association of professional staff with the firm as on the date of shortlisting for considering them as professional staff for the purpose)

NOTES:

✓ Column no.4 & 5: **Definition of "Full Time" as per RBI Circular dated 27.04.2021**

For all Commercial Banks, with asset size above ₹ 1,000 crore, the full-time partner's association with the firm would mean exclusive association. The definition of 'exclusive association' will be based on the following criteria:

- (a) The full-time partner should not be a partner in other firm/s.
- (b) She/He should not be employed full time / part time elsewhere.
- (c) She/He should not be practicing in her/his own name or engaged in practice otherwise or engaged in other activity which would be deemed to be in practice under Section 2(2) of the Chartered Accountants Act, 1949.
- ✓ Column no. 8 & 9: Ref. Note 1 (d) Pg no. 8 of ibid. : The Board/ACB shall examine and ensure that the income of the partner from the firm/LLP is adequate for considering them as full-time exclusively associated partners, which will ensure the capability of the firm for the purpose.

FORM B

Eligibility Certificate from (Name and Firm Registration Number of the firm)

(RBI Cir. Ref.No.DoS.CO.ARG/SEC.01/08.91.001/2021-22 dated April 27, 2021)

A. Particulars of the firm:

Asset Size of	Number of Full-	Out of total FTPs,	Number of Full	Number of	Number of
Entity as on	Time partners	Number of FCA	Time Partners/	Years of Audit	Professional
31st March	(FTPs) associated*	Partners	Paid CAs with	Experience#	staff
of Previous	with the firm for a	associated with	CISA/ISA		
Year	period of three (3)	the firm for a	Qualification		
	years	period of three (3)			
		years			

^{*}Exclusively associated in case of all Commercial Banks (excluding RRBs), and UCBs/NBFCs with asset size of more than ₹ 1,000 crore

B. Additional Information:

	-0	
I.	Copy of Constitution Certificate.	
II.	Whether the firm is a member of any network of audit firms or any partner of the firm is a partner in any other audit firm? If yes, details thereof.	
III.	Whether the firm has been appointed as SCA/SA by any other Commercial Bank (excluding RRBs) and/or All India Financial Institution (AIFI)/RBI/NBFC/UCB in the present financial year? If yes, details thereof.	
IV.	Whether the firm has been debarred from taking up audit assignments by any regulator/ Government agency? If yes, details thereof.	
V.	Details of disciplinary proceedings etc. against firm by any Financial Regulator/Government agency during last three years, both closed and pending.	

C. Declaration from the firm

The firm complies with all eligibility norms prescribed by RBI regarding appointment of SCAs/SAs of Commercial Banks as applicable. It is certified that neither I nor any of our partners/members of my/their families (family will include besides spouse, only children, parents, brothers, sisters or any of them who are wholly or mainly dependent on the Chartered Accountants) or the firm/company in which I am/they are partners/directors have been declared as wilful defaulter by any bank / financial institution. It is confirmed that the information provided above is true and correct.

Signature of the Partner

(Name of the Partner) Date:

[#]Details may be furnished separately for experience as SCAs/SAs and SBAs