

General information about company

Scrip code	543596
NSE Symbol	TMB
MSEI Symbol	NOTLISTED
ISIN	INE668A01016
Name of the entity	Tamilnad Mercantile Bank Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							No	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Krishnan S		07261965	Executive Director	Not Applicable	CEO-MD	26-05-1962
2	Mr	Ravindran S		09778966	Non-Executive - Independent Director	Chairperson		10-05-1962
3	Mr	Nirranjan Sankar A		00084014	Non-Executive - Non Independent Director	Not Applicable		03-05-1974
4	Mr	Ashok S R		07933713	Non-Executive - Non Independent Director	Not Applicable		24-07-1962
5	Mr	Asok Kumar P C G		05142860	Non-Executive - Non Independent Director	Not Applicable		07-07-1959
6	Mr	Nirranjan Kani D N		00455352	Non-Executive - Non Independent Director	Not Applicable		14-03-1960
7	Mr	Prabakaran B		00209875	Non-Executive - Independent Director	Not Applicable		08-07-1955
8	Mrs	Chiranjeevi Raj C		08730382	Non-Executive - Independent Director	Not Applicable		20-03-1976
9	Mr	Ezhil Jothi S		07772888	Non-Executive - Independent Director	Not Applicable		21-06-1978
10	Mr	Nagarajan K		02274426	Non-Executive - Independent Director	Not Applicable		13-09-1957
11	Mr	Vijayadurai B		07403509	Non-Executive - Independent Director	Not Applicable		06-04-1974
12	Mr	Keshava Murthy B S		06965816	Non-Executive - Independent Director	Not Applicable		20-08-1954
13	Mr	Suresh Kumar S B		08914364	Non-Executive - Nominee Director	Not Applicable		11-05-1962
14	Mr	Ram Kumar C S		09777115	Non-Executive - Nominee Director	Not Applicable		20-05-1966

I. Composition of Board of Directors**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active
13	No				Active
14	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	NA		04-09-2022				1	0	1	0		
2	NA		03-08-2023	03-08-2023		1.27	2	2	2	0		
3	NA		28-10-2020	09-06-2022			1	0	1	1		
4	NA		28-10-2017	09-06-2022			1	0	1	0		
5	NA		29-02-2016	05-09-2023			1	0	1	0		
6	NA		28-10-2017	05-09-2023			1	0	1	0		
7	NA		03-08-2021	03-08-2021		25.27	1	1	0	0		
8	NA		16-07-2021	16-07-2021		26.14	1	1	1	1		
9	NA		16-07-2021	16-07-2021		26.14	1	1	0	0		
10	NA		19-01-2018	19-01-2023		68.11	1	1	1	0		
11	NA		19-01-2018	19-01-2023		68.11	2	2	4	1		
12	NA		29-02-2016	09-06-2022	30-07-2023	89.3	1	1	1	0		
13	NA		11-09-2020	11-09-2022			1	0	1	0		
14	NA		04-10-2022				1	0	1	0		

Text Block

Textual Information(1)

As per Reg.36 AB (3) of BR Act, the Add. Director appointed by RBI shall not be reckoned for any proposition of the total number of Directors of the Banking Company. This section shall have effect notwithstanding anything to the contrary in the Companies Act or any other law for the time being in force. As such our total number of Directors is 13 including 2 RBI Additional Directors / Nominee Directors (S.No.13,14).These 2 RBI Add. Directors should not be taken into account for any calculation.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08730382	Chiranjeevi Raj C	Non-Executive - Independent Director	Chairperson	10-06-2022		
2	02274426	Nagarajan K	Non-Executive - Independent Director	Member	10-06-2022		
3	07403509	Vijayadurai B	Non-Executive - Independent Director	Member	10-06-2022		
4	06965816	Keshava Murthy B S	Non-Executive - Independent Director	Member	10-06-2022	30-07-2023	
5	08914364	Suresh Kumar S B	Non-Executive - Nominee Director	Member	11-09-2020		
6	09777115	Ram Kumar C S	Non-Executive - Nominee Director	Member	04-10-2022		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02274426	Nagarajan K	Non-Executive - Independent Director	Chairperson	10-06-2022		
2	00084014	Niranjan Sankar A	Non-Executive - Non Independent Director	Member	10-06-2022		
3	07403509	Vijayadurai B	Non-Executive - Independent Director	Member	10-06-2022		
4	07772888	Ezhil Jothi S	Non-Executive - Independent Director	Member	14-10-2022		
5	08730382	Chiranjeevi Raj C	Non-Executive - Independent Director	Member	14-10-2022		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00084014	Niranjn Sankar A	Non-Executive - Non Independent Director	Chairperson	10-06-2022		
2	07261965	Krishnan S	Executive Director	Member	04-09-2022		
3	07933713	Ashok S R	Non-Executive - Non Independent Director	Member	10-06-2022		
4	05142860	Asok Kumar P C G	Non-Executive - Non Independent Director	Member	10-06-2022		
5	00455352	Nirranjan Kani D N	Non-Executive - Non Independent Director	Member	10-06-2022		
6	07403509	Vijayadurai B	Non-Executive - Independent Director	Member	10-06-2022		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07403509	Vijayadurai B	Non-Executive - Independent Director	Member	10-06-2022		
2	09778966	Ravindran S	Non-Executive - Independent Director	Member	03-08-2023		
3	07261965	Krishnan S	Executive Director	Member	04-09-2022		
4	09777115	Ram Kumar C S	Non-Executive - Nominee Director	Member	04-10-2022		
5	02274426	Nagarajan K	Non-Executive - Independent Director	Member	10-06-2022		
6	00209875	Prabakaran B	Non-Executive - Independent Director	Chairperson	10-06-2022		
7	06965816	Keshava Murthy B S	Non-Executive - Independent Director	Member	10-06-2022	30-07-2023	

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00084014	Niranjn Sankar A	Non-Executive - Non Independent Director	Chairperson	10-06-2022		
2	07261965	Krishnan S	Executive Director	Member	04-09-2022		
3	07933713	Ashok S R	Non-Executive - Non Independent Director	Member	10-06-2022		
4	00455352	Nirranjan Kani D N	Non-Executive - Non Independent Director	Member	10-06-2022		
5	00209875	Prabakaran B	Non-Executive - Independent Director	Member	10-06-2022		
6	07403509	Vijayadurai B	Non-Executive - Independent Director	Member	10-06-2022		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory			Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter						
1	24-04-2023				Yes	13	11	6
2	09-05-2023		14		Yes	13	13	6
3	22-05-2023		12		Yes	13	13	6
4	23-05-2023		0		Yes	13	13	6
5	06-06-2023		13		Yes	13	13	6
6	28-06-2023		21		Yes	13	13	6
7		10-07-2023	11		Yes	13	11	5
8		24-07-2023	13		Yes	13	13	6
9		26-07-2023	1		Yes	13	12	5
10		03-08-2023	7		Yes	12	12	5
11		26-08-2023	22		Yes	13	13	6
12		05-09-2023	9		Yes	13	13	6
13		28-09-2023	22		Yes	13	13	6

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	24-04-2023				Yes	6	5	4	0
2	Audit Committee	08-05-2023	13			Yes	6	6	4	0
3	Audit Committee	02-06-2023	24			Yes	6	6	4	0
4	Audit Committee	12-06-2023	9			Yes	6	6	4	0
5	Audit Committee	24-07-2023	41			Yes	6	6	4	0
6	Audit Committee	02-08-2023	8			Yes	5	5	3	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Audit Committee	13-09-2023	41			Yes	5	5	3	0
8	Nomination and remuneration committee	24-04-2023				Yes	5	5	4	0
9	Nomination and remuneration committee	26-06-2023	62			Yes	5	5	4	0
10	Nomination and remuneration committee	10-07-2023	13			Yes	5	4	3	0
11	Nomination and remuneration committee	26-07-2023	15			Yes	5	5	4	0
12	Nomination and remuneration committee	03-08-2023	7			Yes	5	5	4	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
13	Nomination and remuneration committee	26-08-2023	22			Yes	5	5	4	0
14	Stakeholders Relationship Committee	24-04-2023				Yes	6	6	1	0
15	Stakeholders Relationship Committee	23-05-2023	28			Yes	6	6	1	0
16	Stakeholders Relationship Committee	26-06-2023	33			Yes	6	6	1	0
17	Stakeholders Relationship Committee	29-09-2023	94			Yes	6	6	1	0
18	Risk Management Committee	06-06-2023				Yes	6	6	4	0
19	Risk Management Committee	27-06-2023	20			Yes	6	6	4	0
20	Risk Management Committee	25-07-2023	27			Yes	6	5	3	0
21	Corporate Social Responsibility Committee	26-06-2023				Yes	6	6	2	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Prakash Chandra Panda
2	Designation	Company Secretary and Compliance Officer

Annexure III**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
6				

Annexure III

1	Name of signatory	Prakash Chandra Panda
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

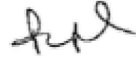
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Textual Information(1)	Nil

Details of Cyber security incidence	
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Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
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Signatory Details	
Name of signatory	Prakash Chandra Panda
Designation of person	Company Secretary and Compliance Officer
Place	Thoothukudi
Date	11-10-2023

For Tamilnad Mercantile Bank Limited



Prakash Chandra Panda
Company Secretary and Compliance Officer