

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	Quarterly
Date of Report	31-12-2023
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	ABBPK7205M	07261965	Executive Director	Not Applicable	CEO-MD	26-05-1962
2	Mr	Ravindran S	AACPR4415L	09778966	Non-Executive - Independent Director	Chairperson		10-05-1962
3	Mr	Niranjan Sankar A	ABHPN3056F	00084014	Non-Executive - Non Independent Director	Not Applicable		03-05-1974
4	Mr	Ashok S R	ACKPA0287D	07933713	Non-Executive - Non Independent Director	Not Applicable		24-07-1962
5	Mr	Asok Kumar P C G	AATPA2362G	05142860	Non-Executive - Non Independent Director	Not Applicable		07-07-1959
6	Mr	Nirranjan Kani D N	AAXPN1186B	00455352	Non-Executive - Non Independent Director	Not Applicable		14-03-1960
7	Mr	Prabaharan B	ADNPP1489Q	00209875	Non-Executive - Independent Director	Not Applicable		08-07-1955
8	Mrs	Chiranjeevi Raj C	ADOPC8473E	08730382	Non-Executive - Independent Director	Not Applicable		20-03-1976
9	Mr	Ezhil Jothi S	AALPE4723F	07772888	Non-Executive - Independent Director	Not Applicable		21-06-1978
10	Mr	Nagarajan K	AAFPN1659P	02274426	Non-Executive - Independent Director	Not Applicable		13-09-1957
11	Mr	Vijayadurai B	ABPPV7995P	07403509	Non-Executive - Independent Director	Not Applicable		06-04-1974
12	Mr	Suresh Kumar S B	AHCPS2589R	08914364	Non-Executive - Nominee Director	Not Applicable		11-05-1962
13	Mr	Ram Kumar C S	ACEPR1053Q	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

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		4.29	2	2	5	3		
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		28.29	1	1	0	0		
8	NA		16-07-2021	16-07-2021		29.16	1	1	1	1		
9	NA		16-07-2021	16-07-2021		29.16	1	1	0	0		
10	NA		19-01-2018	19-01-2023		71.13	1	1	1	0		
11	NA		19-01-2018	19-01-2023		71.13	2	2	4	1		
12	NA		11-09-2020	11-09-2022			1	0	1	0		
13	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.12,13).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	08914364	Suresh Kumar S B	Non-Executive - Nominee Director	Member	11-09-2020		
5	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	Niranjana 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	Nirranjan 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		

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	Nirranjan 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								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	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*
1	10-07-2023				Yes	13	11	5
2	24-07-2023		13		Yes	13	13	6
3	26-07-2023		1		Yes	13	12	5
4	03-08-2023		7		Yes	12	12	5
5	26-08-2023		22		Yes	13	13	6
6	05-09-2023		9		Yes	13	13	6
7	28-09-2023		22		Yes	13	13	6
8		07-10-2023	8		Yes	13	13	6
9		27-10-2023	19		Yes	13	12	5
10		28-10-2023	0		Yes	13	13	6
11		22-11-2023	24		Yes	13	13	6
12		01-12-2023	8		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	24-07-2023				Yes	6	6	4	0
2	Audit Committee	02-08-2023	8			Yes	5	5	3	0
3	Audit Committee	13-09-2023	41			Yes	5	5	3	0
4	Audit Committee	20-10-2023	36			Yes	5	5	3	0
5	Audit Committee	27-10-2023	6			Yes	5	5	3	0
6	Audit Committee	06-11-2023	9			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	23-11-2023	16			Yes	5	5	3	0
8	Audit Committee	02-12-2023	8			Yes	5	5	3	0
9	Audit Committee	22-12-2023	19			Yes	5	5	3	0
10	Audit Committee	29-12-2023	6			Yes	5	5	3	0
11	Nomination and remuneration committee	10-07-2023				Yes	5	4	3	0
12	Nomination and remuneration committee	26-07-2023	15			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	03-08-2023	7			Yes	5	5	4	0
14	Nomination and remuneration committee	26-08-2023	22			Yes	5	5	4	0
15	Nomination and remuneration committee	06-10-2023	40			Yes	5	5	4	0
16	Nomination and remuneration committee	28-10-2023	21			Yes	5	5	4	0
17	Nomination and remuneration committee	02-11-2023	4			Yes	5	5	4	0
18	Nomination and remuneration committee	15-11-2023	12			Yes	5	5	4	0
19	Nomination and remuneration committee	16-11-2023	0			Yes	5	5	4	0
20	Nomination and remuneration committee	01-12-2023	14			Yes	5	5	4	0
21	Stakeholders Relationship Committee	29-09-2023				Yes	6	6	1	0
22	Stakeholders Relationship Committee	16-12-2023	77			Yes	6	5	1	0
23	Risk Management Committee	25-07-2023				Yes	6	5	3	0
24	Risk Management Committee	07-11-2023	104			Yes	6	5	3	0
25	Corporate Social Responsibility Committee	30-11-2023				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

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	18-01-2024