

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Indbank Merchant Banking Services Limited
 2. Quarter ending - 31.03.2021

i. Composition Of Board Of Director

| Title (Mr./Ms) | Name of the Director | DIN | PAN | Category (Chairperson / Executive / Non- Executive/ Independent/ Nominee) | Sub Category | Initial Date of Appointment | Date of Appointment | Date of cessation | Tenure | Date of Birth | Whether special resolution passed? | Date of passing special resolution | No. of Directorship in listed entities including this listed entity | No of Independent Directorship in listed entities including this listed entity | No of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity | Membership in Committees of the Company | Remarks |
|----------------|----------------------|------------|--------------|---|--------------|-----------------------------|---------------------|-------------------|--------|---------------|------------------------------------|------------------------------------|---|--|---|--|---|-------------------------|
| Mr. | G R Sundaravadivel | 0035355930 | AKSPSS59302R | ID | | 20-Nov-2013 | 21-Sep-2019 | | 19 | 22-Aug-1941 | Yes | 21-Sep-2019 | 2 | 2 | 3 | 2 | AC, NRC | Member of CSR Committee |

| | | | | | | | | | | | | | | | | | | |
|----------|--------------------------|-----------|--|---------------|--|---------------------|---------------------|--|--------|---------------------|----|--|---|---|---|---|-----------------------|-------------------------------|
| Mr s. | Chitra Murali | 06751105 | A C S P C 8 2 9 7 R | ID | | 20- Nov- 2013 | 21- Sep- 2019 | | 1 9 | 04- Oct- 1963 | NA | | 1 | 1 | 2 | 1 | AC ,SC ,N RC | Member of CSR Committee |
| Mr. | Vaijinath Gavarshetty | 085024844 | A B Q P G 4 4 8 4 9 2 F | ID | | 19- Jul- 2019 | 21- Sep- 2019 | | 1 9 | 18- Jun- 1958 | NA | | 1 | 1 | 1 | 0 | AC ,N RC | Member of CSR Committee |
| Mr. | K. Ramachandran | 08589628 | A B Q P R 6 0 4 5 3 F | ND,C & NED | | 11- Jun- 2020 | 29- Sep- 2020 | | 0 | 07- Jun- 1961 | NA | | 3 | 0 | 0 | 0 | | |
| Mr. | Arun Kumar Bansal | 084255 | A B X P B 3 | NED,ND | | 25- Jul- 2020 | 29- Sep- 2020 | | 0 | 01- Sep- 1970 | NA | | 2 | 0 | 4 | 0 | AC ,SC ,N RC | Member of CSR Committee |

| | | | | | | | | | | | | | | | | | | |
|-----|-------------|--------------------------------------|--|-------|--|---------------------|---------------------|--|---|---------------------|----|--|---|---|---|---|----|--|
| | | 8 2 2 | 2 0 9 N | | | | | | | | | | | | | | | |
| Mr. | A.Rajaraman | 0 8 8 5 4 1 3 4 | A F L P A I I 7 3 N | ED,ND | | 03- Sep- 2020 | 29- Sep- 2020 | | 0 | 05- May- 1964 | NA | | 2 | 0 | 4 | 0 | SC | |

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| Company Remarks | Company has not appointed chairperson of the Board. Since, the field is not allowing us to file the CG, we have selected Shri K.Ramachandran, as chairperson of the Board. |
| Whether Permanent chairperson appointed | No |
| Whether Chairperson is related to MD or CEO | No |

ii. Composition of Committees

a. Audit Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|-----------------------|----------|------------------------|------------------|----------------|
| 1 | G R Sundaravadivel | ID | Chairperson | 22-Mar-2014 | |
| 2 | Vaijinath Gavarshetty | ID | Member | 19-Jul-2019 | |
| 3 | Chitra Murali | ID | Member | 20-Nov-2013 | |
| 4 | Arun Kumar Bansal | NED,ND | Member | 25-Jul-2020 | |

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| Company Remarks | |
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| Whether Permanent chairperson appointed | Yes |
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b. Stakeholders Relationship Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1 | Chitra Murali | ID | Chairperson | 09-Aug-2014 | |
| 2 | Arun Kumar Bansal | NED,ND | Member | 25-Jul-2020 | |
| 3 | A.Rajaraman | ED,ND | Member | 03-Sep-2020 | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

c. Risk Management Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
|---------|----------------------|----------|------------------------|------------------|----------------|

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| Company Remarks | |
| Whether Permanent chairperson appointed | |

d. Nomination and Remuneration Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|-----------------------|----------|------------------------|------------------|----------------|
| 1 | G R Sundaravadivel | ID | Member | 09-Aug-2014 | |
| 2 | Vaijinath Gavarshetty | ID | Member | 19-Jul-2019 | |
| 3 | Chitra Murali | ID | Chairperson | 07-Nov-2019 | |
| 4 | Arun Kumar Bansal | NED,ND | Member | 25-Jul-2020 | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

iii. Meeting of Board of Directors

| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | Whether requirement of Quorum met | Number of Directors present | Number of Independent Directors present |
|---|---|-----------------------------------|-----------------------------|---|
| 30-Dec-2020 | 12-Jan-2021 | Yes | 6 | 3 |
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| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) | 12 |

iv. **Meeting of Committees**

| Name of the Committee | Date(s) of meeting during of the committee in the previous quarter | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Number of Directors present | Number of independent directors present |
|-------------------------------------|--|---|--|-----------------------------|---|
| Audit Committee | 30-Dec-2020 | 12-Jan-2021 | Yes | 4 | 3 |
| Stakeholders Relationship Committee | 11-Dec-2020 | 18-Jan-2021 | Yes | 3 | 1 |
| Stakeholders Relationship Committee | | 19-Feb-2021 | Yes | 3 | 1 |
| Stakeholders Relationship Committee | | 24-Mar-2021 | Yes | 3 | 1 |
| Stakeholders Relationship Committee | | 31-Mar-2021 | Yes | 3 | 1 |

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| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 12 |

v. **Related Party Transactions**

| Subject | Compliance status (Yes/No/NA) | Remark |
|--|--------------------------------------|---------------|
| Whether prior approval of audit committee obtained | Not Applicable | |
| Whether shareholder approval obtained for material RPT | Not Applicable | |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Not Applicable | |

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| Disclosure of notes on related party transactions and | |
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| Disclosure of notes of material related party transactions | |
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VI. Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. 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**
4. 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**
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **CS Balamurugan V**
Designation : **Company Secretary and Compliance Officer**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

| I. Disclosure on website in terms of Listing Regulations | | | |
|---|--------------------------------------|-----------------------|-----------------------|
| Item | Compliance status (Yes/No/NA) | Company Remark | Website |
| As per regulation 46(2) of the LODR: | | | |
| Details of business | Yes | | www.indbankonline.com |
| Terms and conditions of appointment of independent directors | Yes | | www.indbankonline.com |
| Composition of various committees of board of directors | Yes | | www.indbankonline.com |
| Code of conduct of board of directors and senior management personnel | Yes | | www.indbankonline.com |
| Details of establishment of vigil mechanism/ Whistle Blower policy | Yes | | www.indbankonline.com |
| Criteria of making payments to non-executive directors | Not Applicable | | |
| Policy on dealing with related party transactions | Yes | | www.indbankonline.com |
| Policy for determining 'material' subsidiaries | Not Applicable | | |
| Details of familiarization programs imparted to independent directors | Yes | | www.indbankonline.com |
| Email address for grievance redressal and other relevant details entity who are responsible for assisting and handling investor grievances | Yes | | www.indbankonline.com |
| Contact information of the designated officials of the listed entity who are responsible for | Yes | | www.indbankonline.com |
| Financial results | Yes | | www.indbankonline.com |
| Shareholding pattern | Yes | | www.indbankonline.com |
| Details of agreements entered into with the media companies and/or their associates | Not Applicable | | |
| Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock | Not Applicable | | |
| New name and the old name of the listed entity | Not Applicable | | |
| Advertisements as per regulation 47 (1) | Yes | | www.indbankonline.com |
| Credit rating or revision in credit rating obtained by the entity for all its outstanding | Not Applicable | | |
| Separate audited financial statements of each subsidiary of the listed entity in respect of | Not Applicable | | |
| As per other regulations of the LODR: | | | |
| Whether company has provided information under separate section on its website as per Regulation 46(2) | Yes | | www.indbankonline.com |
| Materiality Policy as per Regulation 30 | Yes | | www.indbankonline.com |
| Dividend Distribution policy as per Regulation 43A (as applicable) | Not Applicable | | |
| It is certified that these contents on the website of the listed entity are correct. | Yes | | www.indbankonline.com |

| II Annual Affirmations | | | |
|--|--------------------------|------------------------------------|-----------------------|
| Particulars | Regulation Number | Compliance status (Yes/No/) | Company Remark |
| <i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i> | 16(1)(b) & 25(6) | Yes | |
| <i>Board composition</i> | 17(1), 17(1A) & 17(1B) | Yes | |
| <i>Meeting of Board of directors</i> | 17(2) | Yes | |
| <i>Quorum of Board meeting</i> | 17(2A) | Yes | |
| <i>Review of Compliance Reports</i> | 17(3) | Yes | |
| <i>Plans for orderly succession for appointments</i> | 17(4) | Yes | |
| <i>Code of Conduct</i> | 17(5) | Yes | |
| <i>Fees/compensation</i> | 17(6) | Yes | |
| <i>Minimum Information</i> | 17(7) | Yes | |
| <i>Compliance Certificate</i> | 17(8) | Yes | |
| <i>Risk Assessment & Management</i> | 17(9) | Not Applicable | |
| <i>Performance Evaluation of Independent Directors</i> | 17(10) | Yes | |
| <i>Recommendation of Board</i> | 17(11) | Yes | |
| <i>Maximum number of directorship</i> | 17A | Yes | |
| <i>Composition of Audit Committee</i> | 18(1) | Yes | |
| <i>Meeting of Audit Committee</i> | 18(2) | Yes | |
| <i>Composition of nomination & remuneration committee</i> | 19(1) & (2) | Yes | |
| <i>Quorum of Nomination and Remuneration Committee meeting</i> | 19(2A) | Yes | |
| <i>Meeting of nomination & remuneration committee</i> | 19(3A) | Yes | |
| <i>Composition of Stakeholder Relationship Committee</i> | 20(1), 20(2) and 20(2A) | Yes | |
| <i>Meeting of stakeholder relationship committee</i> | 20(3A) | Yes | |
| <i>Composition and role of risk management committee</i> | 21(1),(2),(3),(4) | Not Applicable | |
| <i>Meeting of Risk Management Committee</i> | 22 | Not Applicable | |

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|--|----------------------------|----------------|--|
| <i>Vigil Mechanism</i> | 22 | Yes | |
| <i>Policy for related party Transaction</i> | 23(1), (1A), (5), (6), (7) | Yes | |
| <i>Prior or Omnibus approval of Audit Committee for all related party transactions</i> | 23(2), (3) | Not Applicable | |
| <i>Approval for material related party transactions</i> | 23(4) | Not Applicable | |
| <i>Disclosure of related party transactions on consolidated basis</i> | 23(9) | Yes | |
| <i>Composition of Board of Directors of unlisted material Subsidiary</i> | 24(1) | Not Applicable | |
| <i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i> | 24(2), (3), (4), (5) & (6) | Not Applicable | |
| <i>Annual Secretarial Compliance Report</i> | 24(A) | Yes | |
| <i>Alternate Director to Independent Director</i> | 25(1) | Not Applicable | |
| <i>Maximum Tenure</i> | 25(2) | Yes | |
| <i>Meeting of independent directors</i> | 25(3) & (4) | Yes | |
| <i>Familiarization of independent directors</i> | 25(7) | Yes | |
| <i>Declaration from Independent Director</i> | 25(8) & (9) | Yes | |
| <i>D & O Insurance for Independent Directors</i> | 25(10) | Not Applicable | |
| <i>Memberships in Committees</i> | 26(1) | Yes | |
| <i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i> | 26(3) | Yes | |
| <i>Disclosure of Shareholding by Non- Executive Directors</i> | 26(4) | Yes | |
| <i>Policy with respect to Obligations of directors and senior management</i> | 26(2) & 26(5) | Yes | |

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| Other Information | |
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

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| Other Information | |
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Name : **Balamurugan V**
Designation : **Company Secretary & Compliance Officer**