



12-01-2023

The Manager
Listing Department, Whole Sale Debt Market,
The BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai – 400 001

Dear Sir,

Sub: Quarterly Disclosure – Corporate Governance for the quarter ended 31-12-2022

Ref: Regulation 27 of Securities and Exchange Board of India (Listing obligations and Disclosure requirements) 2015.

#### Annexure I

- 1. Name of Listed Entity: Muthoottu Mini Financiers Limited
- 2. Quarter ending: 31st December 2022

1.C	ompositio	n of Board	d of Direc	tors								
Ti tl e	Name of the directo r	PAN & DIN	Categ	Initial date of appoin tment	Date of reappoi ntment	Date of Cess ation	Tenure	DOB	**No of directo rships in listed entities	No of indepe ndent director ship in listed entities	Number of memberships in Audit/ Stakeholder Committee	No of post of Chairpe rson in Audit/ Stakeh older Commit tee held in listed entities
1	MATHEW MUTHO OTTU	PAN- AVJPM 1609B DIN- 01786 534	MANA GING DIREC TOR (Exec utive Categ ory)	07/03 /2008	03/05/2 021	-	3 years from 30/5/20 21	29/08/ 1989	1	0	Member of Audit Committee, & Stakeholder Relationship committee in Muthoottu Mini Financiers Ltd	0
2	NIZZY MATHE W	PAN- AFHP M0461 M DIN- 01680 739	CHAI RMAN & WHO LE TIME DIREC TOR( Execu	18/03 /1998	07/02/2 022	-	3 years from 01/01/2 022	30/07/ 1953	1	0	Member of Stakeholder Relationship committee in Muthoottu Mini Financiers Ltd	0

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# Muthoottu Mini Financiers Ltd

			Categ ory)									
3	PAUL JOSE MALIAK AL	PAN- ANKP M7050 R DIN- 07218 120	INDE PEND ENT DIREC TOR (Non Execu tive)	18/11 /2019	30/09/2 021	-	3 years from 01/04/2 021	21/03/ 1951	2	2	Member of Audit Committee in Muthoottu Mini Finance Limited	Chairm an of Audit Commit tee in Muthoo ttu Mini Financ
											Member of Audit Committee in Kosamattam Finance Limited	e Limited Chairm an of Audit Commit tee in Kosam attam Financ
												e Limited
4	MS RAJAGOP AL	PAN- AWPPS 6808R DIN- 08114 376	INDE PEND ENT DIREC TOR( Non Execu tive)	08/10 /2018	30/09/2 021	-	3 years from 01/10/2 021.	31/05/ 1976	1	1	Member of Audit Committee & Stakeholder Relationship committee in Muthoottu Mini Financiers Ltd	Chairm an of Stakeh older Relatio nship Commit tee of Muthoo ttu Mini Financi ers Limited
5	MANOJ KUMA R R	PAN- AGIPM 6697B DIN- 093573 26	Non Execu itve Direct or	01-10- 2021	-	-	-	26-05- 1971	1	-	-	-
		Whether	Regular	chairper	son appoin	ted- Ye	3					
		100	- Ol- 1		1.41.4		.P /	050 0		. N.A N.P.	. N.A. alle anno 2 - C	. 41
					lated to ma naging Dir		director or	CEO- Ch	aırpersoı	n Mrs.Nizzy	Mathew is the m	otner of
		ivii.iviath	ew wuth	oollu, Ma	naging Dir	CCIOI						

PAN of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

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<sup>\*</sup> to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.





\*\*Total Number of directors as on date of the meeting" would be read as "Total Number of directors as on date of the meeting (all directors including Independent director) and Number of Directors (All directors including Independent director)" would be read as "Number of Directors Present (All directors including Independent director)

# **II. Composition of Committees**

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category	Date of Appointment	Date of Cessat on
1. Audit Committee	Yes	1.MJ Paul (Chairman of the Committee) DIN-07218120	Independent Director (Non Executive)	18/11/2019	-
		2.Rajagopal DIN- 08114376	Independent Director (Non Executive)	08/10/2018	-
		3. Mathew Muthoottu DIN- 01786534	Managing Director (Executive Director)	07/03/2008	-
Nomination & Remuneration     Committee		1.MJ Paul DIN-07218120	Independent Director (Non Executive)	18/11/2019	-
		2.Rajagopal DIN- 08114376	Independent Director (Non Executive)	08/10/2018	-
		3. MANOJ KUMAR R (DIN- 09357326)	Non- Executive Director	01/10/2021	-
Risk Management Committee(if applicable)		1.Rajagopal DIN- 08114376	Independent Director (Non Executive)	08/10/2018	-
		2.Nizzy Mathew DIN-01680739	Wholetime Director (Executive Director)	18/03/1998	-
		3.Mathew Muthootu DIN- 01786534	Managing Director	07/03/2008	-

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			(Executive Director)		
Stakeholders Relationship     Committee'		1.Rajagopal DIN- 08114376	Independent Director (Non Executive)	08/10/2018	-
		2.Nizzy Mathew DIN-01680739	Wholetime Director (Executive Director)	18/03/1998	-
		3.Mathew Muthootu DIN- 01786534	·	07/03/2008	
		01/00334	Managing Director (Executive Director)		-
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*	Maximu m gap betwee n any two consec utive (in number of days)
13/08/2022 * to be filled in only for the current quart	12/11/2022	Yes	5	2	91 days

<sup>\*</sup> to be filled in only for the current quarter meetings

# IV. Meetings of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximu m gap betwee n any two consec utive meetin gs in number of days*
Audit Committee					
12/11/2022	Yes	3	2	13/08/2022	91 days

<sup>\*</sup>This information has to be mandatorily be given for Audit Committee, for rest of the committees giving this information is optional \*\* To be filled in only for the current quarter meetings.

# V. Related Party Transactions-

Registered & Corporate Office 65/623 K, Muthoottu Royal Towers, Kaloor, Kochi, Ernakulam, Kerala- 682017, India Tel: +91484 2912100, E-mail:info@muthoottumini.com





Subject	Compliance status (Yes/No/NA) refer note below			
Whether prior approval of audit committee obtained	Yes			
Whether shareholder approval obtained for material RPT	No material RPT during the quarter.			
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes for all RPT, where omnibus approval is applicable			

#### VI. Affirmations

We hereby affirm that:

- 1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 Regulation 17(1) (a). The Board of Directors of the Company have an optimum combination of Executive and Non-Executive Directors. The composition of the Board of Directors are as follows:
- (i) One Woman Director (Executive Chairperson)
- (ii) Managing Director (Executive)
- (iii) Three fourth of the Board of Directors comprises of Non-Executive Directors (Two Independent Directors & One Non Executive Director);

The Company will be appointing Independent Director pursuant to Regulation 17(1) (b) at the earliest and in any case before April 1,2023.

- 2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- a. Audit Committee
- b. Nomination & Remuneration Committee
- c. Stakeholders Relationship Committee
- d. Risk management committee (as 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.
- 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.
- 5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.

Any comments/observations/advice of the board of directors may be mentioned here.

#### Name & Designation

KS Smitha Company Secretary & Compliance Officer ACS: 12345

Muthoottu Mini Financiers Limited

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Kindly take the above on record and acknowledge the receipt.

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