

18-01-2024

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 31-12-2023

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: 31<sup>st</sup> December 2023

1.Composition of Board of Directors												
Sl No	Name of the director	PAN & DIN	Category	Initial date of appointment	Date of reappointment	Date of Cessation	Tenure	DOB	**No of directorships in listed entities	No of independent directorship in listed entities	Number of memberships in Audit/ Stakeholder Committee	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities
1	MATHEW MUTHOOTTU	PAN-AVJPM 1609B  DIN-01786 534	MANAGING DIRECTOR (Executive Category)	07/03/2008	03/05/2021	-	-	29/08/1989	1	0	Member of Audit Committee, & Stakeholder Relationship committee in Muthoottu Mini Financiers Ltd	0
2	NIZZY MATHEW	PAN-AFHP M0461 M  DIN-01680 739	CHAIRMAN & WHOLE TIME DIRECTOR (Executive Category)	18/03/1998	07/02/2022	-	-	30/07/1953	1	0	Member of Stakeholder Relationship committee in Muthoottu Mini Financiers Ltd	0
3	PAUL JOSE MALIAKAL	PAN-ANKP M7050 R	INDEPENDENT DIRECTOR (Non	18/11/2019	30/09/2021	-	1 <sup>st</sup> Tenure- 18-11-2019 to 31-03-2021	21/03/1951	2	2	Member of Audit Committee in Muthoottu Mini Financiers Limited	Chairman of Audit Committee in Muthoottu Mini

		DIN-07218120	Executive)				2 <sup>nd</sup> Tenure-01/04/2021 to 31-03-2024 (Running Continuity 49 months)				Member of Audit Committee in Kosamattam Finance Limited	Finance Limited  Chairman of Audit Committee in Kosamattam Finance Limited
4	MS RAJAGOPAL	PAN-AWPPS6808R  DIN-08114376	INDEPENDENT DIRECTOR(Non Executive)	08/10/2018	30/09/2021	-	1 <sup>st</sup> Tenure-01-10-2020 to 30-09-2021  2 <sup>nd</sup> Tenure 01/10/2021 to 30/09/2024  (Running Continuity 63 months)	31/05/1976	1	1	Member of Audit Committee & Stakeholder Relationship committee in Muthoottu Mini Financiers Ltd	Chairman of Stakeholder Relationship Committee of Muthoottu Mini Financiers Limited
5	MANOJ KUMARR	PAN-AGIPM6697B  DIN-09357326	INDEPENDENT DIRECTOR(Non Executive)	01-10-2021	24-03-2023	-	1 <sup>st</sup> Tenure 01/04/2023 to 30/09/2026  (Running continuity 27 months)	26-05-1971	1	1	-	-
		Whether Regular chairperson appointed- Yes										
		Whether Chairperson is related to managing director or CEO- Chairperson Mrs.Nizzy Mathew is the mother of Mr.Mathew Muthoottu, Managing Director										

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

\* 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 Cessation
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 Muthootu DIN- 01786534	Managing Director (Executive Director)	07/03/2008	-
2. 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)	Independent Director (Non Executive)	01/10/2021	-
3. 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 (Executive Director)	07/03/2008	-

4. 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	Managing Director (Executive Director)	07/03/2008	-
<b>III. Meeting of Board of Directors</b>					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
10-08-2023	18-10-2023	Yes	5	3	64 days
14-08-2023	10-11-2023	Yes	5	3	21 days
	14-11-2023	Yes	5	3	3 days
	05-12-2023	Yes	5	3	20 days
	30-12-2023	Yes	5	3	25 days
* to be filled in only for the current quarter meetings					
<b>IV. Meetings of Committees</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	Number of Directors present	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
<b>Audit Committee</b>					
14-11-2023	Yes	3	2	10-08-2023	94 days
<b>Nomination &amp; Remuneration Committee</b>					
30-12-2023	NA	NA	NA	Nil	NA
<b>Stakeholder Relationship Committee</b>					
18-10-2023	3	3	1	10-07-2023	99 days
*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.					
<b>V. Related Party Transactions-</b>					
<b>Subject</b>		Compliance status (Yes/No/NA) refer note below			

Whether prior approval of audit committee obtained	yes			
Whether shareholder approval obtained for material RPT	NA during the quarter period			
<i>Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee</i>	yes			

#### VI. Details of Cyber Security Independence

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

Date of the event	Brief details of the event
No events	NA

#### VII. Affirmations

We hereby affirm that :

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015
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.

Kindly take the above on record and acknowledge the receipt.

#### Name & Designation

KS Smitha  
Company Secretary & Compliance Officer  
ACS : 12345  
Muthoottu Mini Financiers Limited