



13-07-2023

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 30-06-2023

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: 30th June 2023

| 1.Composition of Board of Directors | | | | | | | | | | | | |
|-------------------------------------|----------------------|---------------------------------------|--|-----------------------------|-----------------------|-------------------|--------|------------|--|---|--|---|
| Title | 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 MUTHOTTU | 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) | 18/03 /1998 | 07/02/2022 | - | - | 30/07/1953 | 1 | 0 | Member of Stakeholder Relationship committee in Muthoottu Mini Financiers Ltd | 0 |

Registered & Corporate Office

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



| | | | 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 | - | 1 st Tenure- 18-11- 2019 to 31-03- 2021 2 nd Tenure- 01/04/2 021 to 31-03- 2024 | 21/03/ 1951 | 2 | 2 | Member of Audit Committee in Muthoottu Mini Finance Limited Member of Audit Committee in Kosamattam Finance Limited | Chairm an of Audit Commit tee in Muthoo ttu Mini Financ 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 | - | 1 st Tenure- 01-10- 2020 to 30-09- 2021 2 nd Tenure 01/10/2 021 to 30/09/2 024 | 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 | INDE PEND ENT DIREC TOR(Non Execu tive) | 01-10- 2021 | 24-03- 2023 | - | 1 st Tenure 01/04/2 023 to 30/09/2 026 (42 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 | | | | | | | | | | |

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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 2.Rajagopal DIN-08114376 3. Mathew Muthoottu DIN- 01786534 | Independent Director (Non Executive) Independent Director (Non Executive) Managing Director (Executive Director) | 18/11/2019 08/10/2018 07/03/2008 | - - - |
| 2. Nomination & Remuneration Committee | | 1.MJ Paul DIN-07218120 2.Rajagopal DIN-08114376 3. MANOJ KUMAR R (DIN-09357326) | Independent Director (Non Executive) Independent Director (Non Executive) Independent Director (Non Executive) | 18/11/2019 08/10/2018 01/10/2021 | - - - |
| 3. Risk Management Committee(if applicable) | | 1.Rajagopal DIN-08114376 2.Nizzy Mathew DIN-01680739 | Independent Director (Non Executive) Wholtime Director (Executive Director) | 08/10/2018 18/03/1998 | - - |

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| | | | | | |
|--|--|------------------------------------|--|---|---|
| | | 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 | - |
| III. Meeting of Board of Directors | | | | | |
| <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) |
| 13/02/2023 | 13-04-2023 | Yes | 5 | 3 | 31 days |
| 13/03/2023 | 17-05-2023 | Yes | 5 | 3 | 33 days |
| | 10-06-2023 | Yes | 5 | 3 | 26 days |
| * to be filled in only for the current quarter meetings | | | | | |
| IV. Meetings of Committees | | | | | |
| <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* |
| Audit Committee | | | | | |
| 17/05/2023 | Yes | 3 | 2 | 13/02/2023 | 93 days |
| | | | | | |

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*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-

| 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 except for corporate guarantee obtained from M/s. Muthoottu Mini Hotels Pvt Ltd, for which members approval is already obtained. | | | |
| 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
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

Kindly take the above on record and acknowledge the receipt.

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