

17-07-2024

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 30-06-2024

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: 30<sup>th</sup> June 2024

1.Composition of Board of Directors													
Ti tl e	Name of the direct or	PAN & DIN	Category	Initial date of appoi ntme nt	Date of reap point ment	Date of Cess ation	Tenu re	DOB	**No of direct orshi ps in listed entiti es	No of inde pende nt direct orshi p in listed entiti es	Number of member ships in Audit/ Stakeho lder Committ ee	No of post of Chairper son in Audit/ Stakeho lder Committ ee held in listed entities	Whether Director is disqualif ied
1	MATHE W MUTH OOTTU	PAN- AVJPM1 609B  DIN- 017865 34	MANAGIN G DIRECTO R (Executive Category)	07/0 3/20 08	13- 02- 2024  Reap point ed for the tenur e 30- 05- 2024 to 30- 05- 2027	-		29/08/ 1989	1	0	Member of Audit Committ ee, & Stakeho lder Relation ship committ ee in Muthoot tu Mini Financie rs Ltd	0	No
2	NIZZY MATH EW	PAN- AFHPM0 461M  DIN- 016807 39	CHAIRMA N& WHOLE TIME DIRECTO R(Executi	18/0 3/19 98	18/1 2/20 21  Reap point ed	-		30/07/ 1953	1	0	Member of Stakeho lder Relation ship committ	0	No

			ve Category)		01/01/2023 to 31/12/2024						ee in Muthoottu Mini Financiers Ltd		
3	MS RAJAGOPAL	PAN-AWPPS6808R  DIN-08114376	INDEPENDENT DIRECTOR(Non Executive)	08/10/2018	30/09/2021	-	69 months (He is in his second tenure)	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	No
4	MANOJ KUMAR R	PAN-AGIPM6697B  DIN-09357326	INDEPENDENT DIRECTOR(Non Executive)	01-10-2021	24-03-2023	-	33 months	26-05-1971	1	1	Member of Audit Committee in Muthoottu Mini Financiers Ltd	Chairman of Audit Committee in Muthoottu Mini Financiers Ltd	No
5	MM Herbert	PAN-AAEPH6400P  DIN-00640728	INDEPENDENT DIRECTOR(Non Executive)	01-04-2024	-	-	3 months	24-05-1965	1	1	0	0	No

Whether Regular chairperson appointed- Yes

Whether Chairperson is related to managing director or CEO- Chairperson Mrs.Nizy 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.Manojkumar R (Chairman of the Committee)	Independent Director (Non Executive)	01/10/2021	-

		DIN-09357326			
		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	Yes	MM Herbert DIN-00640728	Independent Director (Non Executive)	01/04/2024	-
		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)	Yes	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'	Yes	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					
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*	Maximum gap between any two consecutive (in number of days)
12-01-2024	17-04-2024	Yes	5	3	19 days
13-02-2024	25-04-2024	Yes	5	3	7 days
28-02-2024	07-05-2024	Yes	5	3	11 days
11-03-2024	17-05-2024	Yes	5	3	9 days
18-03-2024	27-05-2024	Yes	5	3	9 days
28-03-2024	11-06-2024	Yes	5	3	14 days
	19-06-2024	Yes	5	3	7 days
	21-06-2024	Yes	5	3	1 day
* 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	Maximum gap between any two consecutive meetings in number of days*
<b>Audit Committee</b>					
17-04-2024	Yes	3	2	13-02-2024	63 days
27-05-2024	Yes	3	2		39 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.					

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 and Muthoottu Mini Theatres Pvt Limited 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			
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#### VI. Details of Cyber Security Incidence

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
Nil	Nil

#### 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. Nil

#### Name & Designation

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