

15-01-2026

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 31-12-2025.

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 2025

| I. Composition of Board of Directors | | | | | | | | | | | | |
|--------------------------------------|--------------------------------|--|---|---|---|-------------------------------|--------|----------------|---|---|---|--|
| T i t l e | Name of the direct or | PAN & DIN | Categ ory | Initia l date of appoi n tmen t | Date of reappoi ntment | Dat e of Ces satio n | Tenure | DOB | No of directo rships in listed entities | No of indepe ndent directo r ship in listed entitie s | Number of membersh ips in Audit/ Stakeholde r Committee | No of post of Chairpe rson in Audit/ Stakeh older Committee held in listed entities |
| 1 | MATHEW MUTHOO TTU | PAN- AVJPM 1609B DIN- 0178653 4 | MANAGI NG DIRECT OR (EXECU TIVE CATEGO RY) | 07/03/ 2008 | 13-02-2024 REAPPOINT ED FOR THE TENURE 30-05-2024 To 30-05-2027 | - | - | 29/08/ 1989 | 1 | 0 | 2 (MEMBER OF AUDIT COMMITTEE & STAKEHOLDE R RELATIONSHI P COMMITTEE) | 0 |
| 2 | NIZZY MATHEW | PAN- AFHP M0461 M DIN- 0168073 9 | CHAIR MAN & WHOLE TIME DIRECT OR (EXECUT IVE CATEGO RY) | 18/03/ /1998 | 30/12/2024 REAPPOINT ED 01/01/2025 TO 31/12/2027 | - | - | 30/07/ 1953 | 1 | 0 | 1 (MEMBER OF STAKEHOLDE R RELATIONSHI P COMMITTEE) | 0 |

| | | | | | | | | | | | | |
|---|--------------------------|--|---|------------|---|---|-----------|------------|---|---|-------------------------------|---|
| 3 | MANOJ KUMAR R | PAN-AGIPM 6697B DIN-09357 326 | INDEPENDENT DIRECTOR (NON EXECUTIVE) | 01/10/2021 | 13/02/2023 REAPPOINTED FOR THE FIRST TERM FROM 01/04/2023 TO 30/09/2026 | - | 51 MONTHS | 26/05/1971 | 1 | 1 | 0 | 2 (CHAIRMAN OF AUDIT COMMITTEE & STAKE HOLDER RELATIONSHIP COMMITTEE) |
| 4 | MAMPUZHA MATHEW HERBERT | PAN-AAEP H6400 P DIN-00640 728 | INDEPENDENT DIRECTOR (NON EXECUTIVE) | 01/04/2024 | 21/03/2025 REAPPOINTED FOR THE SECOND TERM FROM 01/04/2025 TO 31/03/2028 | - | 21 MONTHS | 24-05-1965 | 1 | 1 | 1 (MEMBER OF AUDIT COMMITTEE) | 0 |
| 5 | BABITA TERESA GEORGE | PAN-AKKP G1440 Q DIN: 10838 844 | NON EXECUTIVE -NON INDEPENDENT DIRECTOR | 16-11-2024 | EGM DATED 10/02/2025 | - | - | 20/12/1980 | 1 | 0 | 0 | 0 |
| 6 | VENUGOPAL KUTTAPPAN NAIR | PAN-ABFPN62 87L DIN: 06783 512 | INDEPENDENT DIRECTOR (NON EXECUTIVE) | 08-10-2024 | 23-12-2024 | - | 15 MONTHS | 21/10/1952 | 1 | 1 | 0 | 0 |

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.MANOJKUMAR R (CHAIRMAN OF THE COMMITTEE DIN-09357326 | INDEPENDENT DIRECTOR (NON-EXECUTIVE) | 17-04-2024 (Date of appointment to the committee) | - |
| | | 2.MAMPUZHA MATHEW HERBERT DIN-00640728 | INDEPENDENT DIRECTOR (NON EXECUTIVE) | 08/10/2024 (Date of appointment to the committee) | - |
| | | 3.MATHEW MUTHOOTTU DIN- 01786534 | MANAGING DIRECTOR (EXECUTIVE DIRECTOR) | 07/03/2008 | - |
| 2. NOMINATION & REMUNERATION COMMITTEE | YES | 1.MM HERBERT DIN-00640728 | INDEPENDENT DIRECTOR (NON EXECUTIVE) | 17/04/2024 | - |
| | | 2.VENUGOPAL KUTTAPPAN NAIR DIN- 06783512 | INDEPENDENT DIRECTOR (NON EXECUTIVE) | 08/10/2024 | - |
| | | 3. MANOJ KUMAR R (DIN- 09357326) (CHAIRMAN OF THE COMMITTEE) | INDEPENDENT DIRECTOR (NON EXECUTIVE) | 08/10/2024 | - |
| 3. RISK MANAGEMENT COMMITTEE (IF APPLICABLE) | YES | 1.MANOJ KUMAR R (CHAIRMAN OF THE COMMITTEE) DIN:09357326 | INDEPENDENT DIRECTOR (NON EXECUTIVE) | 08/10/2024 | - |
| | | 2.NIZZY MATHEW DIN:01680739 | DIRECTOR (EXECUTIVE DIRECTOR) | 18/03/1998 | - |
| | | 3.MATHEW MUTHOOTTU DIN- 01786534 | DIRECTOR (EXECUTIVE DIRECTOR) | 07/03/2008 | - |

| | | | | | |
|---|-----|--|--|--|-----------------------------|
| 4. STAKEHOLDERS RELATIONSHIP COMMITTEE' | Yes | 1.MANOJ KUMAR R (CHAIRMAN OF COMMITTEE) DIN- 09357326 2.NIZZY MATHEW DIN-01680739 3.MATHEW MUTHOOTTU DIN- 01786534 | INDEPENDENT DIRECTOR (NON EXECUTIVE) WHOLETEIME DIRECTOR (EXECUTIVE DIRECTOR) MANAGING DIRECTOR (EXECUTIVE DIRECTOR) | 08/10/2024 18/03/1998 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) |
|---|---|------------------------------------|------------------------------|--|---|
| 07-07-2025 | 09-10-2025 | Yes | 6 | 3 | 11 |
| 17-07-2025 | 01-11-2025 | Yes | 6 | 3 | 22 |
| 13-08-2025 | 14-11-2025 | Yes | 6 | 3 | 12 |
| 06-09-2025 | 26-11-2025 | Yes | 6 | 3 | 11 |
| 16-09-2025 | 22-12-2025 | Yes | 6 | 3 | 25 |
| 27-09-2025 | 30-12-2025 | Yes | 6 | 3 | 7 |
| | | | | | |
| | | | | | |

* 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* |
|---|--|-----------------------------|--|---|---|
| Audit Committee | | | | | |
| 14-11-2025 | Yes | 3 | 2 | 13-08-2025 | 92 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 | Yes. | | | |
| <i>Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee</i> | Yes, for all RPT, where omnibus approval is applicable | | | |

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 | Nil |

VII. Affirmations

We hereby affirm that :

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - Audit Committee
 - Nomination & Remuneration Committee
 - Stakeholders Relationship Committee
 - Risk management committee (as applicable)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- 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
Mem No: ACS 12345
Muthoottu Mini Financiers Limited

Mathew Muthoottu
Managing Director
DIN: 01786534