

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Indbank Merchant Banking Services Limited**
 2. Quarter ending - **31-Mar-2019**

i. Composition Of Board Of Director

T i t l e (M r / M s)	Name of the Director	DI N	P A N	Cate gory (Chai rpers on /Execu tive/No n- Execut ive/ Indepe ndent/ Nomin ee)	S u b C a t e g o r y	Dat e of App oint ment	Dat e of ces sati on	T e n u r e	No of Dir ect ors hip in list ed enti ties incl udi ng this list ed enti ty	No of me mb ers hips in Au dit/ Sta keh old er Co mm itte e(s) incl udi ng this list ed enti ty	No of post of Chai rper son in Audi t/ Stak ehol der Co mmi ttee held in liste d entit ies incl udi ng this liste d entit y	Me mbe rshi p in Co mmi ttee s of the Co mpa ny	Remarks
Mr	Shenoy Vishwanath Vittal	0 7 5 6 1 4 5 5	AD HP S20 11F	C & NED		11- Feb- 2019			3	2	0		
Mr	T M Nagarajan	0 0 5 1 8 0 7 4	AA CP N9 943 R	ID		27- Sep- 2014		5 4	2	2	2	AC	

Mr .	P M Venkatasubramanian	00124505	AA AP V2 221 Q	ID		27-Sep-2014		54	6	6	3	AC,N RC	
Mr .	G R Sundaravadivel	003533590	AK SP S53 92 R	ID		27-Sep-2014		54	2	2	0	AC,N RC	
Mr s.	Chitra Murali	06751105	AC SP C8 297 R	ID		27-Sep-2014		54	1	2	1	AC,SC	
Mr .	P A Krishnan	07891762	AF MP A8 791 P	NED, ND		27-Jul-2017			2	4	0	AC,SC ,NRC	
Mr .	Sesha Sai PLVK	08192892	AE MP P87 80 Q	ED,ND		06-Aug-2018			2	2	0	SC	

Company Remarks	Company has not appointed chairperson of the Board. Since, the field is not allowing us to file the CG, We have selected Shri Shenoy Vishwanath Vittal as chairperson of the Board. (He was the Chairman of the Board Meeting held on 11.02.2019)
Whether Permanent chairperson appointed	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	P A Krishnan	NED,ND	Member	27-Jul-2017	
2	Chitra Murali	ID	Member	20-Nov-2013	
3	G R Sundaravadivel	ID	Member	22-Mar-2014	
4	P M Venkatasubramanian	ID	Member	16-Apr-2010	
5	T M Nagarajan	ID	Chairperson	19-Jul-2006	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Sesha Sai PLVK	ED,ND	Member	06-Aug-2018	
2	P A Krishnan	NED,ND	Member	27-Jul-2017	
3	Chitra Murali	ID	Chairperson	09-Aug-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	P A Krishnan	NED,ND	Member	27-Jul-2017	
2	G R Sundaravadivel	ID	Member	09-Aug-2014	
3	P M Venkatasubramanian	ID	Chairperson	09-Aug-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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
23-Oct-2018	11-Feb-2019

Company Remarks	
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Maximum gap between any two consecutive (in number of days)	110
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iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	23-Oct-2018	11-Feb-2019		Yes
Nomination & Remuneration Committee	23-Oct-2018	11-Feb-2019		Yes
Stakeholders Relationship Committee	20-Dec-2018	28-Jan-2019		Yes
Stakeholders Relationship Committee		18-Feb-2019		Yes
Stakeholders Relationship Committee		15-Mar-2019		Yes
Stakeholders Relationship Committee		30-Mar-2019		Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	110

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015

- a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not 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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
- b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **Balamurugan V**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
Details of business	Yes		www.indbankonline.com
Terms and conditions of appointment of independent directors	Yes		www.indbankonline.com
Composition of various committees of board of directors	Yes		www.indbankonline.com
Code of conduct of board of directors and senior management personnel	Yes		www.indbankonline.com
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.indbankonline.com
Criteria of making payments to non-executive directors	Not Applicable		
Policy on dealing with related party transactions	Yes		www.indbankonline.com
Policy for determining 'material' subsidiaries	Not Applicable		
Details of familiarization programs imparted to independent directors	Yes		www.indbankonline.com
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.indbankonline.com
email address for grievance redressal and other relevant details	Yes		www.indbankonline.com
Financial results	Yes		www.indbankonline.com
Shareholding pattern	Yes		www.indbankonline.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
New name and the old name of the listed entity	Not Applicable		
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	

<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Not Applicable	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) &	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Not Applicable	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Not Applicable	
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Other Information	
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Name : **Balamurugan V**
Designation : **Company Secretary & Compliance Officer**