

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 - **30-Sep-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	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e)	S u b C a t e g o r y	Ini t i a l D a t e o f A p p o i n t m e n t	D a t e o f A p p o i n t m e n t	D a t e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	No. o f D i r e c t o r s h i p i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	No o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e e (s) i n c l u d i n g t h i s l i s t e d e n t i t y	No o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	Rem a r k s
M r.	Shenoy Vishwana th Vittal	0 7 5 6 1 4 5 5	A D H P S 2 0 1 1 F	C & N E D		11- Feb- 2019	21- Sep- 2019			19- Ma r- 196 2	3	0	2	0	NA	
M r.	T M Nagarajan	0 0 5 1 8 0	A A C P N 9	ID		19- Jul- 2006	27- Sep- 2014	21- Sep- 2019	6 0	14- Sep - 194 2	0	0	0	0	AC	Mem ber of CSR Com

		7 4	9 4 3 R												mitte e	
M r.	P M Venkatas ubramani an	0 0 1 2 4 5 0 2 5	A A A P V 2 2 2 1 Q	ID		16- Apr- 2010	27- Sep- 2014	21- Sep- 2019	6 0	04- Oct - 196 3	2	2	2	2	AC, NRC	
M r.	G R Sundarav adivel	0 0 3 5 3 5 9 0	A K S P S 5 3 9 2 R	ID		20- Nov- 2013	21- Sep- 2019		1	22- Au g- 194 1	2	2	2	0	AC, NRC	Mem ber of CSR Com mitte e
M rs .	Chitra Murali	0 6 7 5 1 1 0 5	A C S P C 8 2 9 7 R	ID		20- Nov- 2013	21- Sep- 2019		1	04- Oct - 196 3	1	1	2	1	AC,S C	
M r.	P A Krishnan	0 7 8 9 1 7 6 2	A F M P A 8 7 9 1 P	NE D, ND		27- Jul- 2017	27- Jul- 2017			01- Jul- 196 0	2	0	4	0	AC,S C,N RC	Mem ber of CSR Com mitte e
M r.	Sesha Sai PLVK	0 8 1 9 2 8	A E M P P 8	ED, ND		06- Aug- 2018	06- Aug- 2018			07- Jul- 196 1	2	0	2	0	SC	

		9 2	7 8 0 Q													
M r.	Vaijinath Gavarshetty	0 8 5 0 2 4 8 4	A B Q P G 4 4 9 2 F	ID		19- Jul- 2019	21- Sep- 2019		1	18- Jun - 195 8	1	1	1	0	AC, NRC	Mem ber of CSR Com mitte e

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 19.07.2019).
Whether Permanent chairperson appointed	No
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	G R Sundaravadivel	ID	Member	22-Mar-2014	
2	Chitra Murali	ID	Member	20-Nov-2013	
3	T M Nagarajan	ID	Chairperson	19-Jul-2006	21-Sep-2019
4	P M Venkatasubramanian	ID	Member	16-Apr-2010	21-Sep-2019
5	P A Krishnan	NED,ND	Member	27-Jul-2017	
6	Vaijinath Gavarshetty	ID	Member	19-Jul-2019	

Company Remarks	
Whether Permanent chairperson appointed	No

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	Chitra Murali	ID	Chairperson	09-Aug-2014	
3	P A Krishnan	NED,ND	Member	27-Jul-2017	

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 M Venkatasubramanian	ID	Chairperson	09-Aug-2014	21-Sep-2019
2	G R Sundaravadivel	ID	Member	09-Aug-2014	
3	P A Krishnan	NED,ND	Member	27-Jul-2017	
4	Vaijinath Gavarshetty	ID	Member	19-Jul-2019	

Company Remarks	
Whether Permanent chairperson appointed	No

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
18-May-2019	19-Jul-2019	Yes	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	61

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	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	18-May-2019	19-Jul-2019	Yes	4	3
Nomination & Remuneration Committee		19-Jul-2019	Yes	3	2
Stakeholders Relationship Committee	01-Jun-2019	19-Jul-2019	Yes	2	0
Stakeholders Relationship Committee		06-Aug-2019	Yes	2	0
Stakeholders Relationship Committee		12-Sep-2019	Yes	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	61

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:

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

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
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Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	Shri. T M Nagarajan, Director, Chairman of the Audit Committee, who was unable to attend the Annual General meeting (AGM) due to his personal preoccupation, had authorized vide his letter dated 20.09.2019, Shri. G R Sundaravadivel to attend the AGM on his behalf. Shri. G R Sundaravadivel, Director and Member fo the Said Committee attended the AGM.
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Shri. P.M.Venkatasubramanian, Director, Chairman of the Nomination and Remuneration Committee, who was unable to attend the Annual General Meeting (AGM) due to his personal preoccupation, had authorized vide his letter dated 20.09.2019, Shri. G R Sundaravadivel to attend the AGM on his behalf. Shri. G R Sundaravadivel, Director and Member of the said Committee attended the AGM.
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	Smt.Chitra Murali, Director, Chairman of the Stakeholders Relationship Committee, who was unable to attend the Annual General Meeting (AGM) due to her personal preoccupation, had authorized vide her letter dated 20.09.2019, Shri. Sesha Sai P L V K to attend the AGM on her behalf. Shri. Sesha Sai P L V K, Director and Member of the said Committee attended the AGM.
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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