

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Muthoot Capital Services Limited**
2. Quarter ending - **31-Mar-2021**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution
Mr.	THOMAS JOHN MUTHOOT	00011618	ABNPT4694B	C,NED		18-Feb-1994	17-Jun-2019			07-Jun-1962	NA	
Mr.	THOMAS GEORGE MUTHOOT	00011552	ABNPT4693G	ED	MD	18-Feb-1994	12-Jul-2016			07-Jun-1962	NA	
Mr.	THOMAS MUTHOOT	00082099	AEAPM0424L	NED		18-Feb-1994	28-Sep-2020			15-Jul-1966	NA	
Mr.	A P KURIAN	00008022	AACPK8993Q	ID		06-Apr-1994	03-Sep-2019		60	20-Jun-1933	Yes	17-Jun-2019
Mrs.	RADHA UNNI	03242769	AAAPU1518P	ID		28-Jun-2014	03-Sep-2019		60	04-Dec-1948	NA	
Mr.	K M ABRAHAM	05178826	ADPPM7213D	ID		18-Jan-2019	17-Jun-2019		60	30-Dec-1957	NA	
Mr.	THOMAS MATHEW	01277149	AIGPM3808G	ID		01-Apr-2019	17-Jun-2019		60	20-Feb-1951	NA	

Title (Mr./Ms)	Name of the Director	DIN	PAN	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Memberships in Committees of the Company	Remarks
Mr.	THOMAS JOHN MUTHOOT	00011618	ABNPT4694B	1	0	1	0	SC	
Mr.	THOMAS GEORGE MUTHOOT	00011552	ABNPT4693G	1	0	1	0	SC	
Mr.	THOMAS MUTHOOT	00082099	AEAPM0424L	1	0	1	1	AC,SC	
Mr.	A P KURIAN	00008022	AACPK8993Q	1	1	1	0	AC,NRC	
Mrs.	RADHA UNNI	03242769	AAAPU1518P	4	4	2	1	AC,NRC	
Mr.	K M ABRAHAM	05178826	ADPPM7213D	2	2	3	0	AC,SC	
Mr.	THOMAS MATHEW	01277149	AIGPM3808G	1	1	0	1	AC,NRC	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	THOMAS MATHEW	ID	Chairperson	01-Apr-2019	
2	A P KURIAN	ID	Member	04-Aug-2014	
3	RADHA UNNI	ID	Member	04-Aug-2014	
4	THOMAS MUTHOOT	NED	Member	04-Aug-2014	
5	K M ABRAHAM	ID	Member	28-May-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	THOMAS MUTHOOT	NED	Chairperson	04-Aug-2014	
2	THOMAS JOHN MUTHOOT	C,NED	Member	04-Aug-2014	
3	THOMAS GEORGE MUTHOOT	ED	Member	04-Aug-2014	
4	K M ABRAHAM	ID	Member	28-Mar-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

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

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	A P KURIAN	ID	Chairperson	04-Aug-2014	
2	RADHA UNNI	ID	Member	04-Aug-2014	
3	THOMAS MATHEW	ID	Member	01-Apr-2019	

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
05-Nov-2020	30-Jan-2021	Yes	7	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	85

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	05-Nov-2020		Yes	5	4
Audit Committee		30-Jan-2021	Yes	5	4
Stakeholders Relationship Committee	05-Nov-2020		Yes	4	1
Stakeholders Relationship Committee		30-Jan-2021	Yes	4	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	85

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	Even though there were no material RPTs, shareholders' approval has been obtained for the transactions with Muthoot Fincorp Limited, Muthoot Bankers and Muthoot Microfin Limited.
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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 : **Abhijith Jayan**
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
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://muthootcap.com
Terms and conditions of appointment of	Yes		https://muthootcap.com
Composition of various committees of	Yes		www.muthootcap.com/
Code of conduct of board of directors and	Yes		https://muthootcap.com
Details of establishment of vigil mechanism/	Yes		https://muthootcap.com
Criteria of making payments to non-	Not		
Policy on dealing with related party	Yes		https://muthootcap.com
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted	Yes		https://muthootcap.com
Email address for grievance redressal and other relevant details entity who are	Yes		https://muthootcap.com/admin/uploads/Investor
Contact information of the designated	Yes		https://muthootcap.com
Financial results	Yes		https://muthootcap.com
Shareholding pattern	Yes		https://muthootcap.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Yes		https://muthootcap.com/investors.php
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		https://muthootcap.com
Credit rating or revision in credit rating	Yes		https://muthootcap.com
Separate audited financial statements of	Not		
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://muthootcap.com/investors.php
Materiality Policy as per Regulation 30	Yes		https://muthootcap.com
Dividend Distribution policy as per	Not		
It is certified that these contents on the	Yes		yes
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), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	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)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	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>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	22	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	

<i>Policy for related party Transaction</i>	23(1), (1A), (5), (6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<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 Annual Secretarial Compliance Report</i>	24(2), (3), (4), (5) & (6)	Not Applicable	
	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Yes	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent</i>	25(10)	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 : **Abhijith Jayan**
Designation : **Company Secretary & Compliance Officer**