

General information about company		
Scrip code	543596	
NSE Symbol	TMB	
MSEI Symbol	NOTLISTED	
ISIN	INE668A01016	
Name of the entity	TAMILNAD MERCANTILE BANK LIMITED	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	Not Applicable
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	Not Applicable
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	comt00570	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		
Remarks for Exchange (not for Website Dissemination)		

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Krishnaswamy Ramachandran		08589628	Non-Executive - Independent Director	Chairperson		07-06-1961
2	Mr	Salee Sukumaran Nair		09231101	Executive Director	Not Applicable	CEO-MD	30-05-1964
3	Mr	Vincent Menachery Devassy		09850306	Executive Director	Not Applicable		10-05-1964
4	Mr	Niranjan Sankar A		00084014	Non-Executive - Non Independent Director	Not Applicable		03-05-1974
5	Mr	Ashok S R		07933713	Non-Executive - Non Independent Director	Not Applicable		24-07-1962
6	Mr	Nirranjan Kani D N		00455352	Non-Executive - Non Independent Director	Not Applicable		14-03-1960
7	Mr	Rama Moorthy K V		07034994	Non-Executive - Non Independent Director	Not Applicable		12-01-1959
8	Mr	ChiranjeeviRaj C		08730382	Non-Executive - Independent Director	Not Applicable		20-03-1976
9	Mr	Sridharan S		07205781	Non-Executive - Independent Director	Not Applicable		16-12-1955
10	Mr	Deepak Shankar R		05223027	Non-Executive - Independent Director	Not Applicable		28-11-1981
11	Mrs	Kanagavalli R		00883998	Non-Executive - Independent Director	Not Applicable		22-02-1969
12	Mr	A Shidambaranathan		02904738	Non-Executive - Independent Director	Not Applicable		01-09-1963
13	Mr	Ram Kumar C S		09777115	Non-Executive - Nominee Director	Not Applicable		20-05-1966
14	Mr	Thomas Mathew		10642487	Non-Executive - Nominee Director	Not Applicable		13-11-1965

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				
2	No				
3	No				
4	No				
5	No				
6	No				
7	No				
8	No				
9	No				
10	No				
11	No				
12	No				
13	No				
14	No				

I. Composition of Board of Directors													
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		12-06-2025	12-06-2025		3.19	1	1	0	0			
2	NA		29-08-2024				1	0	1	0			
3	NA		27-09-2024				1	0	1	0			
4	NA		28-10-2020				2	0	2	1			
5	NA		28-10-2017				1	0	1	0			
6	NA		28-10-2017				1	0	1	0			
7	NA		09-07-2024				1	0	0	0			
8	NA		16-07-2021	16-07-2021		50.15	1	1	2	1			
9	NA		27-02-2024	27-02-2024		19.04	1	1	1	0			
10	NA		09-07-2024	09-07-2024		14.22	1	1	1	0			
11	NA		19-08-2024	19-08-2024		13.13	1	1	0	0			
12	NA		01-04-2025	01-04-2025		6	1	1	1	0			
13	NA		04-10-2022				1	0	1	0			
14	NA		12-04-2024				1	0	1	0			

Text Block	
Textual Information(1)	1) As per Reg.36 AB(3) of Banking Regulation ACT, the Add.Director appointed by RBI shall not be reckoned for any proposition of the total number of Directors of the Banking Company. This section shall have effect notwithstanding anything to the contrary in the Companies Act or any other law for the time being in force. As such our total number of Directors is 14 including 2 RBI Nominee Directors(S.No.13,14). These 2 RBI Nominee Directors should not be taken into account for any calculation on composition. 2) The Reserve Bank of India vide their letter CO.DOR.HGG.No.S3873/08.55.001/2025-26 dated August 14, 2025, has accorded its approval for the appointment of Shri.K.Ramachandran (DIN - 08589628) as Non-Executive (Part- Time) Chairman of the Bank with effect from August 14, 2025 to June 11, 2028

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08730382	ChiranjeeviRaj C	Non-Executive - Independent Director	Chairperson	10-06-2022		
2	07205781	Sridharan S	Non-Executive - Independent Director	Member	12-06-2025		
3	02904738	A Shidambaranathan	Non-Executive - Independent Director	Member	24-04-2025		
4	09777115	Ram Kumar C S	Non-Executive - Nominee Director	Member	04-10-2022		Textual Information(1)
5	10642487	Thomas Mathew	Non-Executive - Nominee Director	Member	12-04-2024		Textual Information(2)

Sr Text Block	
Textual Information(1)	As per Reg.36 AB (3) of BR Act, the Add. Director appointed by RBI shall not be reckoned for any proposition of the total number of Directors of the Banking Company. This section shall have effect notwithstanding anything to the contrary in the Companies Act or any other law for the time being in force. As such, the 2 RBI Add. Directors(Shri.C.S Ram Kumar & Shri.Thomas Mathew) should not be taken into account for any calculation on composition.
Textual Information(2)	As per Reg.36 AB (3) of BR Act, the Add. Director appointed by RBI shall not be reckoned for any proposition of the total number of Directors of the Banking Company. This section shall have effect notwithstanding anything to the contrary in the Companies Act or any other law for the time being in force. As such, the 2 RBI Add. Directors(Shri.C.S Ram Kumar & Shri.Thomas Mathew) should not be taken into account for any calculation on composition.

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02904738	A Shidambaranathan	Non-Executive - Independent Director	Chairperson	24-04-2025		Textual Information(1)
2	00084014	Nirranjan Sankar A	Non-Executive - Non Independent Director	Member	10-06-2022		
3	08730382	ChiranjeeviRaj C	Non-Executive - Independent Director	Member	14-10-2022		
4	00455352	Nirranjan Kani D N	Non-Executive - Non Independent Director	Member	09-07-2024		
5	05223027	Deepak Shankar R	Non-Executive - Independent Director	Member	09-07-2024		
6	07205781	Sridharan S	Non-Executive - Independent Director	Member	28-10-2024		

Sr Text Block	
Textual Information(1)	The Board of Directors in their meeting held on 23.04.2025, reconstituted the Committees of the Board and nominated Shri.A.Shidambaranathan, Non-Executive Independent Director as the chairman of the Nomination and Remuneration Committee of the Bank w.e.f. 24.04.2025.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00084014	Niranjan Sankar A	Non-Executive - Non Independent Director	Chairperson	10-06-2022		
2	09231101	Salee Sukumaran Nair	Executive Director	Member	29-08-2024		
3	09850306	Vincent Menachery Devassy	Executive Director	Member	04-10-2024		
4	07933713	Ashok S R	Non-Executive - Non Independent Director	Member	10-06-2022		
5	00455352	Nirranjan Kani D N	Non-Executive - Non Independent Director	Member	10-06-2022		
6	08730382	ChiranjeeviRaj C	Non-Executive - Independent Director	Member	15-03-2024		
7	05223027	Deepak Shankar R	Non-Executive - Independent Director	Member	09-07-2024		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07205781	Sridharan S	Non-Executive - Independent Director	Chairperson	27-02-2024		Textual Information(1)
2	09231101	Salee Sukumaran Nair	Executive Director	Member	29-08-2024		
3	09850306	Vincent Menachery Devassy	Executive Director	Member	04-10-2024		
4	07034994	Rama Moorthy K V	Non-Executive - Non Independent Director	Member	09-07-2024		
5	08730382	ChiranjeeviRaj C	Non-Executive - Independent Director	Member	15-03-2024		
6	00883998	Kanagavalli R	Non-Executive - Independent Director	Member	19-08-2024		
7	08589628	Krishnaswamy Ramachandran	Non-Executive - Independent Director	Member	12-06-2025		
8	09777115	Ram Kumar C S	Non-Executive - Nominee Director	Member	04-10-2022		Textual Information(2)

Sr Text Block	
Textual Information(1)	The Board of Directors in their meeting held on 12.06.2025, reconstituted the Committees of the Board and nominated Shri.S.Sridharan, Non-Executive Independent Director as a Chairman of the Risk Management Committee of the Bank w.e.f. 12.06.2025.
Textual Information(2)	As per Reg.36 AB (3) of BR Act, the Add. Director appointed by RBI shall not be reckoned for any proposition of the total number of Directors of the Banking Company. This section shall have effect notwithstanding anything to the contrary in the Companies Act or any other law for the time being in force. As such, RBI Add. Director(Thiru.C.S Ram Kumar) should not be taken into account for any calculation on composition.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00084014	Nirranjan Sankar A	Non-Executive - Non Independent Director	Chairperson	10-06-2022		
2	09231101	Salee Sukumaran Nair	Executive Director	Member	29-08-2024		
3	07933713	Ashok S R	Non-Executive - Non Independent Director	Member	10-06-2022		
4	00455352	Nirranjan Kani D N	Non-Executive - Non Independent Director	Member	10-06-2022		
5	08730382	ChiranjeeviRaj C	Non-Executive - Independent Director	Member	12-06-2025		
6	05223027	Deepak Shankar R	Non-Executive - Independent Director	Member	09-07-2024		
7	02904738	A Shidambaranathan	Non-Executive - Independent Director	Member	24-04-2025		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	23-04-2025				Yes	14	14	6
2	12-06-2025		49		Yes	14	14	6
3	24-06-2025		11		Yes	14	14	6
4		08-07-2025	13		Yes	14	14	6
5		25-07-2025	16		Yes	14	14	6
6		20-08-2025	25		Yes	14	14	6
7		18-09-2025	28		Yes	14	14	6

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	23-04-2025				Yes	5	5	3	0
2	Audit Committee	12-05-2025	18			Yes	5	5	3	0
3	Audit Committee	24-06-2025	42			Yes	5	5	3	0
4	Audit Committee	08-07-2025	13			Yes	5	5	3	0
5	Audit Committee	18-07-2025	9			Yes	5	4	3	0
6	Audit Committee	25-07-2025	6			Yes	5	4	3	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Audit Committee	21-08-2025	26			Yes	5	5	3	0
8	Audit Committee	28-08-2025	6			Yes	5	5	3	0
9	Nomination and remuneration committee	17-04-2025				Yes	6	6	4	0
10	Nomination and remuneration committee	04-06-2025	47			Yes	6	6	4	0
11	Nomination and remuneration committee	10-06-2025	5			Yes	6	6	4	0
12	Nomination and remuneration committee	04-07-2025	23			Yes	6	6	4	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
13	Stakeholders Relationship Committee	23-05-2025				Yes	7	7	2	0
14	Stakeholders Relationship Committee	11-09-2025	110			Yes	7	7	2	0
15	Risk Management Committee	03-06-2025				Yes	8	8	4	0
16	Risk Management Committee	12-08-2025	69			Yes	8	7	4	0
17	Risk Management Committee	09-09-2025	27			Yes	8	8	4	0
18	Corporate Social Responsibility Committee	04-06-2025				Yes	7	7	3	0
19	Corporate Social Responsibility Committee	29-09-2025	116			Yes	7	7	3	0

Annexure 1

V. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Swapnil Yelgaonkar
2	Designation	Company Secretary and Compliance Officer

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)				
I. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III		
1	Name of signatory	Swapnil Yelgaonkar
2	Designation	Company Secretary and Compliance Officer

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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Swapnil yelgaonkar
Designation of person	Company Secretary and Compliance Officer
Place	Thoothukudi
Date	17-10-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	5
No. of investor complaints disposed off during the Quarter	5
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Reserve Bank of India	Penalty levied by RBI	16-07-2025	Non-Replenishment of Cash -ATM was not functioning due to cash-out for more than 10 hours (10,000* 2(ATM's))	Penalty Rs.20,000/-
2	Reserve Bank of India	Penalty levied by RBI	25-08-2025	Non-Replenishment of Cash -ATM was not functioning due to cash-out for more than 10 hours (10,000* 2(ATM's))	Penalty Rs.20,000/-
3	Reserve Bank of India	Penalty levied by RBI	25-09-2025	Non-Replenishment of Cash -ATM was not functioning due to cash-out for more than 10 hours (10,000* 6(ATM's))	Penalty Rs.60,000/-
4	Ministry Corporate Affairs (MCA)	Penalty levied by MCA	18-09-2025	The Bank has filed a Suo moto applications under section 454 of The Companies Act, 2013 for compounding certain offences happened under section 118 of The Companies Act 2013. The ROC vide its order dated 18.09.2025 has levied a penalty of Rs.25,000/- each for suo-moto applications filed by the Bank.	Penalty Rs.50,000/-

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Deputy Commissioner of Income Tax department, TDS Circle, Madurai.	16-10-2024	The Bank filed an appeal with Commissioner of Income Tax department on 05.11.2024 and the Bank has remitted Rs. 5,19,346 (being 20 percentage of demand) as pre-deposit on 25.11.2024 and the Bank petition for grant of stay for the remaining demand is accepted by Income Tax Department on 06.12.2024. CIT(A) has advised us to submit the supporting documents for grounds of appeal on 27.02.2025. The Bank has submitted its response on 14.03.2025. The appeal filed by the Bank was disallowed by ADDL/JCIT(A)-10 Mumbai (ITBA/APL/S/250/2024-25/1074605913(1) on 18.03.2025. The Bank has filed the appeal before Income Tax Appellate Tribunal on 22.04.2025.	ITAT dismissed our appeal on 11.08.2025. We are in the process of filing appeal before High Court. Further, Assistant Commissioner of Income Tax, TDS Circle, Madurai has issued penalty order for Rs. 11,43,976/- on 30.09.2025 u/s. 271C r.w.s 274 of Income Tax Act 1961 and raised demand notice u/s. 156 for Rs. 11,43,976/- on 30.09.2025. We are in the process of filing appeal before CIT(A).
2	Assessment Unit, Income Tax department	11-03-2025	The authority has issued a Notice of Demand under Section 156 of the Income Tax Act, 1961, pertaining to A.Y. 2017-18, wherein there is a demand of Rs.58,91,27,098/-	The Bank filed an appeal before the Commissioner of Income Tax (Appeals) on 07.04.2025. Subsequently the bank has received Show cause notice for penalty order u/s. 270A of IT Act on 25.04.2025. Subsequently the Bank has submitted its response on 06.05.2025.