

Form No. MGT-7

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L65110TN1921PLC001908

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2026

(c) *Type of Annual filing

☒ Original

☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	TAMILNAD MERCANTILE BANK LIMITED	TAMILNAD MERCANTILE BANK LIMITED
Registered office address	57,VICTORIA EXTENSION ROAD,NA,THOOTHUKUDI,Tamil Nadu,India,628002	57,VICTORIA EXTENSION ROAD,NA,THOOTHUKUDI,Tamil Nadu,India,628002
Latitude details	8.80281	8.80281
Longitude details	78.14819	78.14819

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

570768605_TMB Head Office.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****8K

(c) *e-mail ID of the company

*****TARIAL@TMB.BANK.IN

(d) *Telephone number with STD code

04*****36

(e) Website	www.tmb.bank.in									
iv *Date of Incorporation (DD/MM/YYYY)	11/05/1921									
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	Public company									
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	Company limited by shares									
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	Indian Non-Government company									
vi *Whether company is having share capital (as on the financial year end date)	☒ Yes ☐ No									
vii (a) Whether shares listed on recognized Stock Exchange(s)	☒ Yes ☐ No									
(b) Details of stock exchanges where shares are listed										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 10%;">S. No.</th> <th style="width: 50%;">Stock Exchange Name</th> <th style="width: 40%;">Code</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>National Stock Exchange (NSE)</td> <td>A1024 - National Stock Exchange (NSE)</td> </tr> <tr> <td style="text-align: center;">2</td> <td>Bombay Stock Exchange (BSE)</td> <td>A1 - Bombay Stock Exchange (BSE)</td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code	1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)	2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
S. No.	Stock Exchange Name	Code								
1	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)								
2	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)								
viii Number of Registrar and Transfer Agent	1									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 20%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 20%;">Name of the Registrar and Transfer Agent</th> <th style="width: 30%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 30%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U67190MH1999PTC118368</td> <td style="text-align: center;">MUFG INTIME INDIA PRIVATE LIMITED</td> <td>C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083</td> <td style="text-align: center;">INR000004058</td> </tr> </tbody> </table>		CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058	
CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent							
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West,),,,Mumbai,Mumbai City,Maharashtra,India,400083	INR000004058							
ix * (a) Whether Annual General Meeting (AGM) held	☒ Yes ☐ No									
(b) If yes, date of AGM (DD/MM/YYYY)	14/07/2026									
(c) Due date of AGM (DD/MM/YYYY)	30/09/2026									
(d) Whether any extension for AGM granted	☐ Yes ☒ No									

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance activities	64	Financial service activities, except insurance and pension funding	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

0

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	280000000.00	158351454.00	158351454.00	158351454.00

Total amount of equity shares (in rupees)	2800000000.00	1583514540.00	1583514540.00	1583514540.00
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Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	2800000000	158351454	158351454	158351454
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2800000000.00	1583514540.00	1583514540	1583514540

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	72300976	86050478	158351454	1583514540	1583514540	
Increase during the year	0.00	4095253.00	0	0	0	0
i Public Issues	0	0	0	0	0	
ii Rights issue	0	0	0	0	0	
iii Bonus issue	0	0	0	0	0	
iv Private Placement/ Preferential allotment	0	0	0	0	0	
v ESOPs	0	0	0	0	0	
vi Sweat equity shares allotted	0	0	0	0	0	
vii Conversion of Preference share	0	0	0	0	0	
viii Conversion of Debentures	0	0	0	0	0	
ix GDRs/ADRs	0	0	0	0	0	
x Others, specify Dematerialized		4095253				
Decrease during the year	4095253.00	0.00	0	0	0	0
i Buy-back of shares	0	0	0	0	0	
ii Shares forfeited	0	0	0	0	0	
iii Reduction of share capital	0	0	0	0	0	
iv Others, specify Dematerialized	4095253					
At the end of the year	68205723.00	90145731.00	158351454.00	1583514540.00	1583514540.00	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
(ii) Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0.00	0.00	0	0	0	0
i Issues of shares	0	0	0	0	0	
ii Re-issue of forfeited shares	0	0	0	0	0	
iii Others, specify 						
Decrease during the year	0.00	0.00	0	0	0	0
i Redemption of shares	0	0	0	0	0	
ii Shares forfeited	0	0	0	0	0	
iii Reduction of share capital	0	0	0	0	0	
iv Others, specify 						
At the end of the year	0.00	0.00	0	0.00	0.00	

ISIN of the equity shares of the company

INE668A01016

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☐ Nil

Number of transfers

314

Attachments:

1. Details of shares/Debentures Transfers

Transfer Details.xlsm

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year

Total				
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(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

66964902110.29

ii * Net worth of the Company

101101608355.91

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00

9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others 	0	0.00	0	0.00
	Total	0.00	0	0.00	0

Total number of shareholders (promoters)

0

B Public/Other than promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	97045644	61.28	0	0.00
	(ii) Non-resident Indian (NRI)	2754960	1.74	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	1152057	0.73	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	200650	0.13	0	0.00
6	Foreign institutional investors	9802086	6.19	0	0.00
7	Mutual funds	551843	0.35	0	0.00
8	Venture capital	438982	0.28	0	0.00

9	Body corporate (not mentioned above)	43913941	27.73	0	0.00
10	Others IEPF & Trusts	2491291	1.57	0	0.00
	Total	158351454.00	100	0.00	0

Total number of shareholders (other than promoters)

122963

Total number of shareholders (Promoters + Public/Other than promoters)

122963.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	Category	
1	Individual - Female	49036
2	Individual - Male	72534
3	Individual - Transgender	1
4	Other than individuals	1392
	Total	122963.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACADIAN ACWI EX US SMALL-CAP FUND LLC	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	01/01/2020	United States	12397	0.01
COMMONWEALTH OF PENNSYLVANIA PUBLIC SCHOOL EMPLOYEES RETIREMENT SYSTEM/GE328- ACADIAN ASSETMANAGEMENT INC.	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI	01/01/2020	United States	7323	0.01

VIRGINIA RETIREMENT SYSTEM	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	01/01/2020	United States	29753	0.02
AMERICAN CENTURY ICAV - AVANTIS EMERGING MARKETS EQUITY UCITS ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/01/2020	United States	2906	0.01
WISDOMTREE ISSUER ICAV - WISDOMTREE EMERGING MARKETS SMALLCAP DIVIDEND UCITS ETF	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	01/01/2020	Ireland	6816	0.01
SAMSUNG INDIA SMALL AND MID CAP FOCUS SECURITIES MASTER INVESTMENT TRUST(EQUITY)	DEUTSCHE BANK AG, DB HOUSE HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	01/01/2020	Korea, South	50000	0.03
TEACHER RETIREMENT SYSTEM OF TEXAS- SELF MANAGED 40	HSBC SECURITIES SERVICES 11TH FLOOR, BLDG 3, NESCO - IT PARK NESCO COMPLEX, W.E. HIGHWAY GOREGAON (EAST), MUMBAI	01/01/2020	United States	278	0.01
STATE STREET GLOBAL SMALL CAP EQUITY EXU. S. INDEX NONLENDING SERIES FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	01/01/2020	United States	201447	0.13
ACADIAN EMERGING MARKETS ALPHA PLUS FUND TRUST	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	01/01/2020	Canada	8245	0.01
AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS EQUITY ETF	DEUTSCHE BANK AG, DB HOUSE, HAZARIMAL SOMANI MARG, P.O.BOX NO. 1142, FORT MUMBAI	01/01/2020	United States	47341	0.03

STATE STREET ACTIVE EMERGING MARKETS NONLENDING COMMON TRUST FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	01/01/2020	United States	1811	0.001
DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/01/2020	United States	61349	0.04
VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	01/01/2020	United States	1144966	0.72
STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX SECURITIES LENDING FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	01/01/2020	United States	20037	0.01
WISDOMTREE EMERGING MARKETS SMALLCAP DIVIDEND FUND	STANDARD CHARTERED BANK SECURITIES SERVICES, 3RD FLOOR 23-25 MAHATMA GANDHI ROAD FORT, MUMBAI	01/01/2020	United States	130709	0.08
COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	01/01/2020	Mauritius	6577	0.01
STATE STREET EMERGING MARKETS ENHANCED NONLENDING COMMON TRUST FUND	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	01/01/2020	United States	35860	0.01
EMA-FONDS	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	01/01/2020	Germany	28453	0.02

ABU DHABI INVESTMENT AUTHORITY - MONSOON	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 3rd Flr,JP MORGAN TOWER,OFF CST ROAD KALINA, SANTACRUZ - EAST, MUMBAI	01/01/2020	United Arab Emirates	366975	0.23
SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS SPARTAN TOTAL INTERNATIONAL INDEX POOL	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/01/2020	United States	13979	0.01
WORLD EX U.S. CORE EQUITY PORTFOLIO OF DFA INVESTMENT DIMENSIONS GROUP INC.	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/01/2020	United States	19423	0.01
DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/01/2020	United States	21687	0.01
ISHARES IV PUBLIC LIMITED COMPANY - ISHARES MSCI EM IMI SCREENED UCITS ETF	CITIBANK N.A. CUSTODY SERVICES FIFC- 9TH FLOOR, G BLOCK PLOT C-54 AND C-55, BKC BANDRA - EAST, MUMBAI	01/01/2020	Ireland	50105	0.01
CITY OF NEW YORK GROUP TRUST	HSBC SECURITIES SERVICES 11TH FLOOR BLDG 3 NESCO IT PARK NESCO COMPLEX W E HIGHWAY GOREGAON EAST MUMBAI	01/01/2020	United States	96192	0.06
RED BAY LTD	DEUTSCHE BANK AG DB HOUSE, HAZARIMAL SOMANI MARG POST BOX NO. 1142, FORT MUMBAI	01/01/2020	Mauritius	1025	4.7

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	0	0
Members (other than promoters)	133673	122963

Debenture holders	0	0
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VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	0	0	0	0	0
B Non-Promoter	2	9	2	10	0.00	0.37
i Non-Independent	2	4	2	4	0	0.36
ii Independent	0	5	0	6	0	0.01
C Nominee Directors representing	0	2	0	2	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	2	0	2	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	2	11	2	12	0.00	0.37

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

16

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
KRISHNASWAMY RAMACHANDRAN	08589628	Director	0	
SALEE SUKUMARAN NAIR	09231101	Managing Director	1700	

VINCENT MENACHERY DEVASSY	09850306	Whole-time director	400	
NIRANJAN SANKAR ANNAMALAI	00084014	Director	84978	
RAMA MOORTHY KUMARABOMMARAJP URAM VENKATA	07034994	Director	0	
SHANMUGAM RAJENDRAN ARAVINDKUMAR	02145836	Director	443385	
RAVINDRAN KODEESWARAN	00466141	Director	39567	
ARUMUGASAMI SHIDAMBARANATHAN	02904738	Director	10970	
CHITTUR SUBRAMANIAN RAM KUMAR	09777115	Nominee Director	0	
VISVANATHAN SRINIVASAN	11444537	Nominee Director	0	
SANJOY KUMAR GOEL	ACYPG2392M	CFO	0	
SWAPNIL ASHOK YELGAONKAR	ABXPY4304P	Company Secretary	10	
CHANDRASEKARAN CHIRANJEEVIRAJ	08730382	Director	0	
SRIRENGARAJAN SRIDHARAN	07205781	Director	0	
DEEPAK SHANKAR RAMESH PRABHU	05223027	Director	400	
RAJKUMAR KANAGAVALLI	00883998	Director	3006	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

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Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
ARUMUGASAMI SHIDAMBARANATHA N	02904738	Additional Director	01/04/2025	Appointment
ARUMUGASAMI SHIDAMBARANATHA N	02904738	Director	04/06/2025	Change in designation
BALAKRISHNAN PRABAHARAN	00209875	Director	11/06/2025	Cessation
KRISHNASWAMY RAMACHANDRAN	08589628	Additional Director	12/06/2025	Appointment

KRISHNASWAMY RAMACHANDRAN	08589628	Director	14/08/2025	Change in designation
SHANMUGAM RAJENDRAN ASHOK	07933713	Director	27/10/2025	Cessation
DHANUSHKODI NITHYANANDAM NIRANJAN KANI	00455352	Director	27/10/2025	Cessation
SHANMUGAM RAJENDRAN ARAVINDKUMAR	02145836	Additional Director	19/11/2025	Appointment
SHANMUGAM RAJENDRAN ARAVINDKUMAR	02145836	Director	28/12/2025	Change in designation
RAVINDRAN KODEESWARAN	00466141	Additional Director	19/11/2025	Appointment
RAVINDRAN KODEESWARAN	00466141	Director	28/12/2025	Change in designation
THOMAS MATHEW	10642487	Nominee Director	19/12/2025	Cessation
VISVANATHAN SRINIVASAN	11444537	Nominee Director	20/12/2025	Appointment

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	08/08/2025	130962	153	1.12

B BOARD MEETINGS

*Number of meetings held

14

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance

1	23/04/2025	14	14	100
2	12/06/2025	14	14	100
3	24/06/2025	14	14	100
4	08/07/2025	14	14	100
5	25/07/2025	14	14	100
6	20/08/2025	14	14	100
7	18/09/2025	14	14	100
8	27/10/2025	14	14	100
9	19/11/2025	14	14	100
10	17/12/2025	14	14	100
11	12/01/2026	14	14	100
12	04/02/2026	14	14	100
13	23/02/2026	14	14	100
14	24/03/2026	14	14	100

C COMMITTEE MEETINGS

Number of meetings held

71

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	23/04/2025	5	5	100
2	Audit Committee	12/05/2025	5	5	100
3	Audit Committee	24/06/2025	5	5	100
4	Audit Committee	08/07/2025	5	5	100
5	Audit Committee	18/07/2025	5	4	80
6	Audit Committee	25/07/2025	5	4	80
7	Audit Committee	21/08/2025	5	5	100

8	Audit Committee	28/08/2025	5	5	100
9	Audit Committee	16/10/2025	5	5	100
10	Audit Committee	27/10/2025	5	4	80
11	Audit Committee	07/11/2025	5	5	100
12	Audit Committee	09/01/2026	5	5	100
13	Audit Committee	04/02/2026	5	5	100
14	Audit Committee	02/03/2026	5	5	100
15	Audit Committee	27/03/2026	5	4	80
16	Stakeholders relationship and customer service committee	23/05/2025	7	7	100
17	Stakeholders relationship and customer service Committee	11/09/2025	7	7	100
18	Stakeholders relationship Committee	19/12/2025	6	6	100
19	Stakeholders relationship Committee	24/02/2026	6	5	83.33
20	Nomination and remuneration committee/Compensation Committee	17/04/2025	6	6	100
21	Nomination and remuneration committee/Compensation Committee	04/06/2025	6	6	100
22	Nomination and remuneration committee/Compensation Committee	10/06/2025	6	6	100
23	Nomination and remuneration committee/Compensation Committee	04/07/2025	6	6	100
24	Nomination and remuneration committee/Compensation Committee	27/10/2025	6	6	100
25	Nomination and remuneration committee/Compensation Committee	12/11/2025	5	5	100

26	Nomination and remuneration committee/Compensation Committee	09/03/2026	5	5	100
27	Corporate Social responsibility committee	04/06/2025	7	7	100
28	Corporate Social responsibility committee	29/09/2025	7	7	100
29	Corporate Social responsibility committee	24/02/2026	7	7	100
30	Customer service committee	19/12/2025	5	5	100
31	Customer service committee	25/02/2026	5	5	100
32	Risk Management Committee	03/06/2025	8	8	100
33	Risk Management Committee	12/08/2025	8	7	87.5
34	Risk Management Committee	09/09/2025	8	8	100
35	Risk Management Committee	29/12/2025	8	8	100
36	Risk Management Committee	09/02/2026	8	7	87.5
37	Risk Management Committee	09/03/2026	8	8	100
38	Management Committee	22/04/2025	7	7	100
39	Management Committee	23/05/2025	7	7	100
40	Management Committee	25/06/2025	7	7	100
41	Management Committee	19/07/2025	7	6	85.71
42	Management Committee	01/08/2025	7	7	100
43	Management Committee	02/09/2025	7	7	100
44	Management Committee	22/09/2025	7	7	100
45	Management Committee	29/09/2025	7	7	100
46	Management Committee	18/11/2025	5	5	100
47	Management Committee	23/12/2025	6	6	100

48	Management Committee	03/02/2026	6	6	100
49	Management Committee	23/03/2026	6	6	100
50	Information technology strategy committee	04/06/2025	7	7	100
51	Information technology strategy committee	11/09/2025	7	7	100
52	Information technology strategy committee	19/12/2025	6	6	100
53	Information technology strategy committee	24/02/2026	6	6	100
54	Human Resource Committee	03/06/2025	7	7	100
55	Human Resource Committee	10/09/2025	7	7	100
56	Human Resource Committee	18/12/2025	6	6	100
57	Human Resource Committee	24/02/2026	6	5	83.33
58	NPA Monitoring Committee	02/06/2025	7	7	100
59	NPA Monitoring Committee	10/09/2025	7	7	100
60	NPA Monitoring Committee	18/12/2025	7	7	100
61	NPA Monitoring Committee	10/03/2026	7	6	85.71
62	Special committee of the Board for monitoring and follow-up of cases and frauds	02/06/2025	8	8	100
63	Special committee of the Board for monitoring and follow-up of cases and frauds	10/09/2025	8	7	87.5
64	Special committee of the Board for monitoring and follow-up of cases and frauds	18/12/2025	8	8	100
65	Special committee of the Board for monitoring and follow-up of cases and frauds	10/03/2026	8	7	87.5
66	Independent Directors committee	27/10/2025	6	6	100

67	Independent Directors committee	24/03/2026	6	6	100
68	Review committee on wilful defaulters	02/06/2025	5	5	100
69	Review committee on wilful defaulters	11/09/2025	6	6	100
70	Review committee on wilful defaulters	10/12/2025	6	6	100
71	Review committee on wilful defaulters	10/03/2026	6	5	83.33

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								08/08/2025 (Y/N/NA)
1	KRISHNASWAMY RAMACHANDRAN	13	13	100	18	18	100	Yes
2	NIRANJAN SANKAR ANNAMALAI	14	14	100	18	18	100	Yes
3	CHANDRASEKARAN CHIRANJEEVIRAJ	14	14	100	40	40	100	Yes
4	SHANMUGAM RAJENDRAN ARAVINDKUMAR	6	6	100	9	9	100	Not applicable
5	RAVINDRAN KODEESWARAN	6	6	100	10	10	100	Not applicable
6	RAJKUMAR KANAGAVALLI	14	14	100	15	15	100	Yes
7	SRIRENGARAJAN SRIDHARAN	14	14	100	54	54	100	Yes
8	CHITTUR SUBRAMANIAN RAM KUMAR	14	14	100	25	21	84	No
9	VINCENT MENACHERY DEVASSY	14	14	100	44	39	88	Yes
10	DEEPAK SHANKAR RAMESH PRABHU	14	14	100	22	22	100	Yes
11	ARUMUGASAMI SHIDAMBARANATHAN	14	14	100	42	42	100	Yes
12	SALEE SUKUMARAN NAIR	14	14	100	47	46	97	Yes
13	VISVANATHAN SRINIVASAN	4	4	100	6	6	100	Not applicable

14	RAMA MOORTHY KUMARABOMMARAJPURA M VENKATA	14	14	100	34	32	94	Yes
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X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SALEE SUKUMARAN NAIR	Managing Director	6900000	0	0	3066653	9966653.00
2	VINCENT MENACHERY DEVASSY	Whole-time director	5100000	0	0	2690449	7790449.00
	Total		12000000.00	0.00	0.00	5757102.00	17757102.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	SANJOY KUMAR GOEL	CFO	4320000	0	0	340675	4660675.00
2	SWAPNIL ASHOK YELGAONKAR	Company Secretary	2455986	0	0	328371	2784357.00
	Total		6775986.00	0.00	0.00	669046.00	7445032.00

C *Number of other directors whose remuneration details to be entered

14

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	KRISHNASWAMY RAMACHANDRAN	Director	1137097	0	0	1100000	2237097.00
2	NIRANJAN SANKAR ANNAMALAI	Director	0	0	0	1150000	1150000.00
3	SHANMUGAM RAJENDRAN ASHOK	Director	0	0	0	850000	850000.00
4	DHANUSHKODI NITHYANANDAM NIRANJAN KANI	Director	0	0	0	975000	975000.00

5	RAMA MOORTHY KUMARABOMMAR AJPURAM VENKATA	Director	0	0	0	1500000	1500000.00
6	SHANMUGAM RAJENDRAN ARAVINDKUMAR	Director	0	0	0	525000	525000.00
7	RAVINDRAN KODEESWARAN	Director	0	0	0	550000	550000.00
8	BALAKRISHNAN PRABAHARAN	Director	0	0	0	150000	150000.00
9	CHANDRASEKARAN CHIRANJEEVIRAJ	Director	0	0	0	1700000	1700000.00
10	SRIRENGARAJAN SRIDHARAN	Director	0	0	0	2050000	2050000.00
11	DEEPAK SHANKAR RAMESH PRABHU	Director	0	0	0	1250000	1250000.00
12	RAJKUMAR KANAGAVALLI	Director	0	0	0	1075000	1075000.00
13	ARUMUGASAMI SHIDAMBARANATH AN	Director	0	0	0	1750000	1750000.00
14	THOMAS MATHEW	Nominee Director	0	0	0	100000	100000.00
	Total		1137097.00	0.00	0.00	14725000 .00	15862097.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

☒ Yes

☐ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS

☐ Nil

7

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
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Tamilnad Mercantile Bank Limited	BSE Ltd	27/06/2025	Non-compliance with certain Regulation of SEBI(LODR)Regulations 2015	52000	The penalty amount was paid
Tamilnad Mercantile Bank Limited	Reserve Bank of India	18/03/2026	Non-compliance with certain directions issued by RBI	390000	The penalty amount was paid
Tamilnad Mercantile Bank Limited	Reserve Bank of India	30/04/2025	Non-compliance with certain directions issued by RBI	12250	The penalty amount was paid
Tamilnad Mercantile Bank Limited	Reserve Bank of India	13/11/2025	Non-compliance with certain directions issued by RBI	3960000	The penalty amount was paid
Tamilnad Mercantile Bank Limited	BSE Ltd	09/03/2026	Non-compliance with certain Regulation of SEBI(LODR)Regulations 2015	38000	The penalty amount was paid
Tamilnad Mercantile Bank Limited	ROC Chennai	18/09/2025	Non-compliance under section 118 of the Companies Act 2013	50000	The penalty amount was paid
Tamilnad Mercantile Bank Limited	National Securities Depository limited	09/12/2025	Deficiency in DPM system	1500	The penalty amount was paid

B *DETAILS OF COMPOUNDING OF OFFENCES

☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

122963

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder.xlsm

(b) Optional Attachment(s), if any

FII Details_2025-26.xlsx
MGT 8_FY 25-26.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

TAMILNAD MERCANTILE BANK LIMITED

 as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY)

31/03/2026

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the

provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name

D SARAVANAN

Date (DD/MM/YYYY)

18/08/2026

Place

CHENNAI

Whether associate or fellow:

☐ Associate ☒ Fellow

Certificate of practice number

2*6*8

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person

21877

*(b) Name of the Designated Person

SWAPNIL ASHOK YELGAONKAR

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* TS 6 dated*

(DD/MM/YYYY) 19/08/2024 to sign this form and declare that all the requirements of Companies Act, 2013

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

*To be digitally signed by

*Designation

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator

0*2*1*0*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

2*8*7

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)

AC5230280

eForm filing date (DD/MM/YYYY)

18/08/2026

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company