

Corporate Governance Report (As per Regulation 27(2) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"))

1. Name of Entity: Metropolitan Stock Exchange of India Limited (Unlisted - considered as listed for this report)

2. Quarter ending : June 30, 2021

I. Composition of Board of Directors

Title (Mr. / Ms/Mrs.)	Name of the Director	PAN & DIN \$	Category (Chairperson/Executive/Non-Executive/independent/Nominee &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No of Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Proviso of Regulation 17A(1) of Listing Regulations)	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)#
Mr.	Dinesh Kumar Mehrotra	DIN: 00142711	Public Interest & Non-Executive Director - Chairman	January 5 2017	January 5 2020	-	53 months and 26 days	May 05 1953	5	5	5	0
Mr.	Ajai Kumar	DIN: 02446976	Public Interest & Non-Executive Director	April 5 2017	October 23 2020	-	08 months and 09 days	June 26 1953	1	1	1	1
Mr.	Sonti Venkata Durga Nageswara Rao	DIN: 02105323	Public Interest & Non-Executive Director	October 04 2018	-	-	32 months and 27 days	January 12 1967	1	1	2	1
Ms.	Trishna Guha	DIN: 08200779	Public Interest & Non-Executive Director (Woman)	October 04 2018	-	-	32 months and 27 days	August 21 1957	2	2	3	0
Mr.	Vijay Sardana	DIN:01977874	Public Interest & Non-Executive Director	April 27 2019	-	-	26 months 19 days	February 18 1967	1	1	1	0
Ms.	Latika S. Kundu	DIN:08561873	Executive Director - MD & CEO	March 12 2020	-	-	15 months and 20 days	June 01 1970	1	0	1	0

Whether Regular chairperson appointed - Yes

Whether Chairperson is related to managing director or CEO - No

\$PAN number of any director would not be displayed on the website of Stock Exchange.

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen.

In order to comply with Regulation 33 of SECC Regulations inter alia mandates every recognized stock exchange to comply mutatis mutandis with the disclosure and corporate governance norms as specified for listed companies , the Exchange here has been considered as a listed entity.

*To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any coolong off period.

II. Composition of Committees						
Name of Committee	Whether Regular chairperson appointed	Name of Committee members		Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Ajai Kumar K Mehrotra Ms. Trishna Guha Mr. S.V.D. N Rao Mr. Vijay Sardana	Mr. D	Chairman-Non-Executive - Public Interest Director Non-Executive - Public Interest Director Non-Executive - Public Interest Director Non-Executive - Public Interest Director Non-Executive - Public Interest Director	11/11/2020 11/02/2017 02/11/2018 02/11/2018 07/05/2019	-
2. Nomination & Remuneration Committee	Yes	Mr.S.V.D. Nageswara Rao Ajai Kumar Mr. D K Mehrotra	Mr.	Chairman - Non-Executive - Public Interest Director Non-Executive - Public Interest Director Non-Executive - Public Interest Director	02/11/2018 11/11/2020 11/02/2017	-
3. Risk Management Committee	Yes	Mr. Vijay Sardana Ms. Trishna Guha Mr. Ajai Kumar Suresh Viswanathan	Mr.	Chairman - Non-Executive - Public Interest Director Non-Executive - Public Interest Director Non-Executive - Public Interest Director External Expert	07/05/2019 05/02/2019 11/11/2020 13/11/2019	-
4. Stakeholders Relationship Committee	Yes	Mr.S.V.D. Nageswara Rao Mr. D K Mehrotra Ms. Latika S. Kundu		Chairman - Non-Executive - Public Interest Director Non-Executive - Public Interest Director MD & CEO	02/11/2018 11/02/2017 17/03/2020	-

\$ Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

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* (YES/NO)	Number of Directors present*	Number of Independent directors present*	Maximum gap between any two consecutive (in number of days)
13-Jan-21	22-Jun-21	Yes	6	5	83
11-Feb-21					29
02-Mar-21					19
31-Mar-21					29

IV. Meeting of Committees - Audit Committee

Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met* (YES/NO)	Number of Directors present*	Number of Independent directors present*	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive (in number of days)*
22-Jun-21	Yes	5	5	11-Feb-21	83
				31-Mar-21	48

*This information has to mandatorily be given for audit committee, for rest of the committees giving this information is optional

**to be filled in only for current quarter meeting

IV. Meeting of Committees - Nomination & Remuneration Committee					
Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met* (YES/NO)	Number of Directors present*	Number of Independent directors present*	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive (in number of days)*
06-May-21	Yes	3	3	11-Jan-21	84
			3	11-Feb-21	31

*This information has to mandatorily be given for audit committee, for rest of the committees giving this information is optional

**to be filled in only for current quarter meeting

IV. Meeting of Committees - Risk Management Committee					
Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met* (YES/NO)	Number of Directors present*	Number of Independent directors present*	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive (in number of days)*
No meeting was held during the relevant quarter	NA	NA	NA	No meeting was held during the previous quarter	NA

*This information has to mandatorily be given for audit committee, for rest of the committees giving this information is optional

**to be filled in only for current quarter meeting

IV. Meeting of Committees - Stakeholders Relationship Committee					
Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met* (YES/NO)	Number of Directors present*	Number of Independent directors present*	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive (in number of days)*
22-Jun-21	NA	NA	NA	No meeting was held during the previous quarter	NA

*This information has to mandatorily be given for audit committee, for rest of the committees giving this information is optional

**to be filled in only for current quarter meeting

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

Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. SEBI vide its circular bearing reference no. SEBI/HO/CFD/CMD1/P/CIR/2021/556 dated April 29, 2021 provided relaxation for submission of financial results for the quarter and year ended March 31, 2021 upto June 30, 2021.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2018 [SECC Regulation, 2018].
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 & SECC Regulation,2018.
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
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 & SECC Regulation, 2018.
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 & SECC Regulation, 2018.
5. This report and/or the report submitted in the previous quater has been placed before the Board of Director. Any comments/observations/advice of the board of directors may be mentioned here. The Compliance Report on Corporate Governance for the quarter ended March 31, 2021 was placed before the Board of Directors of the Company. The Compliance Report on Corporate Governance for the quarter ended June 30, 2021 will be placed before the Board of Directors at the ensuing Board Meeting

Date : July 21,2021

sd/-
Manisha Thakur
Head - Legal & Company Secretary

sd/-
Saket Bhansali
Chief Financial Officer (CFO)