

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

2. Quarter ending : March 31, 2022

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**	PAN:ADQPM6804K DIN: 00142711	Public Interest & Non-Executive Director - Chairman	January 5 2017	January 5 2020	March 14 2022	62 months and 36 days	May 05 1953	5	5	5	0
Mr.	Ajai Kumar	PAN:AILPK2079C DIN: 02446976	Public Interest & Non-Executive Director	April 5 2017	October 23 2020	-	17 months and 9 days	June 26 1953	3	3	2	1
Mr.	Sonti Venkata Durga Nageswara Rao	PAN: AJSPS2902G DIN: 02105323	Public Interest & Non-Executive Director	October 04 2018	October 04, 2021	-	41 months and 28 days	January 12 1967	1	1	2	0
Ms.	Trishna Guha	PAN: ACWPG2765L DIN: 08200779	Public Interest & Non-Executive Director (Woman)	October 04 2018	October 04, 2021	-	41 months and 28 days	August 21 1957	2	2	3	0
Mr.	Vijay Sardana	PAN:AKWPS8262N DIN:01977874	Public Interest & Non-Executive Director	April 27 2019	-	-	35 months 4 days	February 18 1967	1	1	1	0
Mr.	Raghunathan Srinivasa	PAN:AFBPR2646M DIN: 07615088	Shareholder Director Non- Executive Director	January 6 2022	-	-	2 months 26 days	April 21, 1959	1	1	2	1
Ms.	Latika S. Kundu	PAN:AHCPK0733B DIN:08561873	Executive Director - MD & CEO	March 12 2020	-	-	24 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.

** Mr. Dinesh Kumar Mehrotra resigned w.e.f.March 14, 2022

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 Ms. Trishna Guha Mr. S.V.D. N Rao Mr. Vijay Sardana Mr. Raghunathan Srinivasa	Chairman-Non-Executive - Public Interest Director Non-Executive - Public Interest Director Non-Executive - Public Interest Director Non-Executive - Public Interest Director Shareholder Director	11/11/2020 02/11/2018 02/11/2018 07/05/2019 14/02/2022	-
2. Nomination & Remuneration Committee	Yes	Mr.S.V.D. Nageswara Rao Mr. Ajai Kumar Ms. Trishna Guha	Chairman - Non-Executive - Public Interest Director Non-Executive - Public Interest Director Non-Executive - Public Interest Director	02/11/2018 11/11/2020 26/03/2022	-
3. Risk Management Committee	Yes	Mr. Vijay Sardana Ms. Trishna Guha Mr. Ajai Kumar Mr. Suresh Viswanathan	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. Raghunathan Srinivasa Mr. S.V.D. Nageswara Rao Ms. Latika S. Kundu	Chairman - Shareholder Director Non-Executive - Public Interest Director MD & CEO	14/02/2022 02/11/2018 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)
09-Nov-21	14-Feb-22	Yes	7	5	94
12-Nov-21	25-Feb-22	Yes	6	4	11

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)*
14-Feb-22	Yes	5	5	12-Nov-21	31
				13-Dec-21	17
				30-Dec-21	46

*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)*
10-Feb-22	YES	3	3	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 - 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)*
30-Mar-22	YES	3	3	No meeting was held during the releavant 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)*
NA	NA	NA	NA	12-Nov-21	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.

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 1000 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 quarter has been placed before the Board of Director. Any comments/observations/advice of the board of directors may be mentioned here.

Date : April 21, 2022

sd/-

Durgesh Kadam

Head - Legal and Company Secretary

sd/-

Saket Bhansali

Chief Financial 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 (Yes/No/NA) <small>refer note below</small>	
Details of business	YES	
Terms and conditions of appointment of independent directors	YES	
Composition of various committees of board of directors	YES	
Code of conduct of board of directors and senior management personnel	YES	
Details of establishment of vigil mechanism/ Whistle Blower policy	YES	
Criteria of making payments to non-executive directors	YES	
Policy on dealing with related party transactions	YES	
Policy for determining 'material' subsidiaries	YES	
Details of familiarization programmes imparted to independent directors	NO	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	YES	
email address for grievance redressal and other relevant details	YES	
Financial results	YES	
Shareholding pattern	YES	
Details of agreements entered into with the media companies and/or their associates		
New name and the old name of the listed entity	NA	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
<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)	YES
<i>Meeting of Board of directors</i>	17(2)	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>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>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	YES
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	YES
<i>Vigil Mechanism</i>	22	YES
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	YES
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	NA
<i>Approval for material related party transactions</i>	23(4)	NA
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	YES
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	YES
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	YES
<i>Meeting of independent directors</i>	25(3) & (4)	YES

<i>Familiarization of independent directors</i>	25(7)	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
<p>Note</p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p>III Affirmations:</p> <p>The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.</p>		
<p>Name & Designation –</p> <p>Sd/- Durgesh Kadam, Head – Legal and Company Secretary</p>		