

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

**2. Quarter ending : March 31, 2024**

**I. Composition of Board of Directors**

Title (Mr. / Ms./Mr s.)	Name of the Director	PAN & DIN \$	Category (Chairperson/Executiv e/Non- Executive/independe nt/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 (with referce to Regulation 17A(1))	No of Independent Directorship in listed entities including this listed entity (with referce to Regulation 17A(1) &	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (with referce to Regulation 26(1)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (with referce to
Mr.	Dinesh Chander Patwari	DIN: 10060352	Public Interest & Independent Director (Chairman)	May 22 2023	–	–	10 months 10 days	August 01 1962	1	1	2	2
Mr.	Ashok Kumar Dogra	DIN: 07074297	Public Interest & Independent Director	January 16, 2024	–	–	2 months 16 days	May 23, 1962	1	1	1	1
Mr.	Rakesh Kumar Srivastava	DIN: 08896124	Public Interest & Independent Director	November 18 2023	–	–	4 months 12 days	July 01 1963	1	1	1	0
Ms.	Trishna Guha	DIN: 08200779	Public Interest & Independent Director (Woman)	October 04 2018	October 04, 2021	–	65 months and 28 days	August 21 1957	2	2	3	0
Ms.	Latika S. Kundu	DIN:08561873	Executive Director - MD & CEO	March 12 2020	–	–	48 months and 20 days	June 01 1970	1	0	1	0
Mr.	Manoj Kunkalienkar	DIN:00019200	Non Independent Director	January 16, 2024	–	–	2 months 16 days	August 22, 1959	1	1	2	2
		Whether Regular chairperson appointed - Yes										
		Whether Chairperson is related to managing director or CEO - No										
		&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 cooling 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. Ashok Kumar Dogra Mr. Dinesh C. Patwari Mr. Rakesh Kumar Srivastava Manoj Kunkalienkar Ms. Trishna Guha	Mr. Chairman-Independent - Public Interest Director Independent - Public Interest Director Independent - Public Interest Director Non-Independent Director Independent - Public Interest Director	17/01/2024 23/05/2023 18/11/2023 17/01/2024 02/11/2018	-
2. Nomination & Remuneration Committee	Yes	Mr. Rakesh Kumar Srivastava Mr. Dinesh C. Patwari Ms. Trishna Guha Mr. Ashok Kumar Dogra	Chairman - Independent - Public Interest Director Independent - Public Interest Director Independent - Public Interest Director Independent - Public Interest Director	18/11/2023 23/05/2023 26/03/2022 17/01/2024	17-01-2024
3. Risk Management Committee	Yes	Mr. Dinesh C. Patwari Mr. Rakesh Kumar Srivastava Mr. Suresh Viswanathan Ashok Kumar Dogra	Mr. Chairman - Independent - Public Interest Director Independent - Public Interest Director External Expert Independent - Public Interest Director	17/06/2023 23/11/2023 13/11/2019 17/01/2024	-
4. Stakeholders Relationship Committee	Yes	Mr. Manoj Kunkalienkar Mr. Dinesh C. Patwari Ms. Latika S. Kundu	Chairman - Non-Independent Director Independent - Public Interest Director MD & CEO	17/01/2024 17/06/2023 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 meetings (in number of days)
06-Nov-23	09-Feb-24	Yes	6	4	60
20-Nov-23	11-Mar-24	Yes	6	4	31
07-Dec-23					
11-Dec-23					

\*to be filled in only for current quarter meeting

#### 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 meetings (in number of days)**
09-Feb-23	Yes	5	4	06-Nov-23	270

\*to be filled in only for current quarter meeting

\*\*to be filled in only for current quarter meeting This information has to mandatorily be given for audit committee, for rest of the committees giving this information is optional

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 meetings (in number of days)**
09-Feb-24	YES	2	2	06-Nov-23	
		3	3	07-Dec-23	
		3	3	11-Dec-23	60
*to be filled in only for current quarter meeting					
**to be filled in only for current quarter meeting This information has to mandatorily be given for audit committee, for rest of the committees giving this information is optional					
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 meetings (in number of days)**
28-Mar-24	YES	2	2	29-Sep-23	181
*to be filled in only for current quarter meeting					
**to be filled in only for current quarter meeting This information has to mandatorily be given for audit committee, for rest of the committees giving this information is optional					
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 meetings (in number of days)**
No meeting was held during the relevant quarter	NA	NA	NA	21-Dec-23	NA
*to be filled in only for current quarter meeting					
**to be filled in only for current quarter meeting This information has to mandatorily be given for audit committee, for rest of the committees giving this information is optional					
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			
<b>Note</b>					
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 quater has been placed before the Board of Director. Any comments/observations/advice of the board of directors may be mentioned here.

Date : April 18, 2024

sd/-  
**Durgesh Kadam**  
Head - Legal and Company Secretary

sd/-  
**Saket Bhansali**  
Chief Financial Officer

**ANNEX III****Format to be submitted by listed entity at the end of 6 months from the close of financial year**

<b>Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)refer note below</b>
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on Website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

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

2. If status is "No" details of non-compliance may be given here.

**3. The Registrar of Companies, Mumbai had vide its order dated September 18, 2023, extended the time period for holding the Annual General Meeting by 3 (three) months. The Company held its 15th Annual General Meeting for the Financial Year ended March 31, 2023 on December 20, 2023 and therefore, the compliance status of Annex III has been provided in the Corporate Governance Report for the quarter ended March 31, 2024.**

Sd/-

**Durgesh Kadam**  
Head - Legal and Company Secretary

Sd/-

**Saket Bhansali**  
Chief Financial Officer