

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

2. Quarter ending : Sept 30, 2024

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 (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 | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (with referce to |
|------------------------|-------------------------|---|---|-----------------------------|------------------------|-------------------|-----------------------|-----------------|--|---|---|---|
| Mr. | Dinesh Chander Patwari | PAN: AALPP8274C DIN: 10060352 | Public Interest & Independent Director (Chairman) | May 22 2023 | - | - | 16 months 10 days | August 01 1962 | 1 | 1 | 2 | 0 |
| Mr. | Ashok Kumar Dogra | PAN: AGEPD0681N DIN: 07074297 | Public Interest & Independent Director | January 16, 2024 | - | - | 8 months 16 days | May 23, 1962 | 1 | 1 | 1 | 1 |
| Mr. | Rakesh Kumar Srivastava | PAN: ABFPS4897K DIN: 08896124 | Public Interest & Independent Director | November 18 2023 | - | - | 10 months 12 days | July 01 1963 | 1 | 1 | 1 | 0 |
| Ms. | Trishna Guha | PAN: ACWPG2765L DIN: 08200779 | Public Interest & Independent Director (Woman) | October 04 2018 | October 04, 2021 | - | 71 months and 28 days | August 21 1957 | 2 | 2 | 3 | 0 |
| Ms. | Latika S. Kundu | PAN:AHCPK0733B DIN:08561873 | Executive Director - MD & CEO | March 12 2020 | - | - | - | June 01 1970 | 1 | 0 | 1 | 0 |
| Mr. | Manoj Kunkalienkar | PAN: AABPK8249E DIN:00019200 | Non Independent Director | January 16, 2024 | - | - | - | August 22, 1959 | 1 | 1 | 2 | 1 |
| | | 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 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 Ms. Trishna Guha Mr. Manoj Kunkalienkar | Chairman-Independent - Public Interest Director Independent - Public Interest Director Independent - Public Interest Director Independent - Public Interest Director Non-Independent Director | 17/01/2024 23/05/2023 18/11/2023 02/11/2018 17/01/2024 | - |
| 2. Nomination & Remuneration Committee | Yes | Mr. Rakesh Kumar Srivastava Mr. Dinesh C. Patwari Mr. Ashok Kumar Dogra Mr. Manoj Kunkalienkar | Chairman - Independent - Public Interest Director Independent - Public Interest Director Independent - Public Interest Director Non-Independent Director | 18/11/2023 23/05/2023 17/01/2024 06/09/2024 | - |
| 3. Risk Management Committee | Yes | Mr. Ashok Kumar Dogra Mr. Dinesh C. Patwari Mr. Manoj Kunkalienkar Mr. Avinash Gupta | Chairman - Independent - Public Interest Director Independent - Public Interest Director Non-Independent Director External Expert | 17/01/2024 17/06/2023 06/09/2024 06/09/2024 | - |
| 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) |
|---|---|---|------------------------------|--|--|
| 23-May-24 | 11-Jul-24 | Yes | 6 | 4 | 22 |
| 11-Jun-24 | 29-Jul-24 | Yes | 6 | 4 | 18 |
| 19-Jun-24 | 12-Aug-24 | Yes | 5 | 4 | 14 |
| - | 11-Sep-24 | Yes | 6 | 4 | 30 |
| - | 26-Sep-24 | Yes | 6 | 4 | 15 |

*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)** |
|---|---|------------------------------|--|---|--|
| 29-Jul-24 | Yes | 5 | 4 | 19-Jun-24 | 40 |

*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)** |
| 11-Jul-24 | YES | 3 | 3 | 11-Jun-24 | 30 |
| 12-Aug-24 | YES | 3 | 3 | - | 32 |
| 11-Sep-24 | YES | 4 | 3 | - | 30 |

*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)** |
| 26-Sep-24 | YES | 3 | 2 | No meeting was held during the relevant quarter | 182 |

*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 | - | - | - | 28-Jun-24 | - |

*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 |

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 quater has been placed before the Board of Director. Any comments/observations/advice of the board of directors may be mentioned here- **There were no comments/observations/advice on the compliance report on Corporate Governance for the quarter ended March 31, 2024. The Compliance Report on Corporate Governance for the quarter ended June 30, 2024 will be placed before the Board of Directors at the ensuing Board Meeting.**

Date : October 18, 2024

sd/-
Durgesh Kadam
Head - Legal and Company Secretary

sd/-
Saket Bhansali
Chief Financial Officer

Cyber Security Incidence Disclosure
Quarter ended September 30, 2024

| 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 (Yes / No) | NA |
| Other details of cyber security incidence or breaches or loss of data event | NA |
| Number of cyber security incidence or breaches or loss of data event occurred during the quarter | NA |

| ANNEX 5 | | |
|---|--|--|
| Format to be submitted by listed entity at the end of 6 months from the close of financial year | | |
| Affirmations | Regulation Number | Compliance status (Yes/No/NA)refer note below |
| 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) | NA |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | NA |
| Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting | 19(3) | NA |
| Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting | 20(3) | NA |
| Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report | 24A(1) | NA |
| Submission of Annual Secretarial Compliance Report | 24A(2) | NA |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | 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. | | |
| 2. 2 If status is "No" details of non-compliance may be given here. | | |
| 3. The Registrar of Companies, Mumbai has vide its order dated September 29, 2024 extended the time period for holding the Annual General Meeting by 3 (three) months. Therefore, the compliance status of Annex 5 shall be provided with the Corporate Governance Report for the quarter ended December 31, 2024. | | |
| | | |
| Sd/- Durgesh Kadam Head - Legal and Company Secretary | Sd/- Saket Bhansali Chief Financial Officer | |

ANNEX 6

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending - September 30, 2024

I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below

| (A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to: | | | |
|--|---|--|--|
| Entity | Aggregate amount advanced during six months | Balance outstanding at the end of six months | |
| Promoter or any other entity controlled by them | NA | NA | |
| Promoter Group or any other entity controlled by them | NA | NA | |
| Directors (including relatives) or any other entity controlled by them | NA | NA | |
| KMPs or any other entity controlled by them | NA | NA | |

Note: (1) The Company does not have any Promoters/ Promoter Group.

| (B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by: | | | |
|---|---------------------------------------|--|---|
| Entity | Type (guarantee, comfort letter etc.) | Aggregate amount of issuance during six months | Balance outstanding at the end of six months (taking into account any invocation) |
| Promoter or any other entity controlled by them | NA | NA | NA |
| Promoter Group or any other entity controlled by them | NA | NA | NA |
| Directors (including relatives) or any other entity controlled by them | NA | NA | NA |
| KMPs or any other entity controlled by them | NA | NA | NA |

Note: (1) The Company does not have any Promoters/ Promoter Group.

| (C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by: | | | |
|--|--------------------------------------|--|--|
| Entity | Type of security (cash, shares etc.) | Aggregate value of security provided during six months | Balance outstanding at the end of six months |
| Promoter or any other entity controlled by them | NA | NA | NA |
| Promoter Group or any other entity controlled by them | NA | NA | NA |
| Directors (including relatives) or any other entity controlled by them | NA | NA | NA |
| KMPs or any other entity controlled by them | NA | NA | NA |

Note: (1) The Company does not have any Promoters/ Promoter Group.

II. Affirmations:
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s)

Sd/-
Mr. Saket Bhansali
Chief Financial Officer

Note
1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.