

FORM NO. MGT-7

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



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

U65110TN1921PLC001908

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACT5558K

(ii) (a) Name of the company

TAMILNAD MERCANTILE BANK

(b) Registered office address

57,VICTORIA EXTENSION ROAD
THOOTHUKUDI
Tamil Nadu
628002
India

(c) *e-mail ID of the company

mdoffice@tmbank.in

(d) *Telephone number with STD code

04612321932

(e) Website

(iii) Date of Incorporation

11/05/1921

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

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 Service	K1	Banking activities by Central, Commercial and Saving banks	100

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

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

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	280,000,000	142,511,454	142,511,454	142,511,454
Total amount of equity shares (in Rupees)	2,800,000,000	1,425,114,540	1,425,114,540	1,425,114,540

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
EQUITY SHARE OF Rs.10/- EACH				
Number of equity shares	280,000,000	142,511,454	142,511,454	142,511,454
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,800,000,000	1,425,114,540	1,425,114,540	1,425,114,540

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	82,950,427	59,561,027	142511454	1,425,114,5	1,425,114,	
Increase during the year	0	2,831,326	2831326	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0

v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		2,831,326	2831326			
Physical shares converted into Demat shares						
Decrease during the year	2,831,326	0	2831326	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	2,831,326		2831326			
Physical shares Converted into Demat shares						
At the end of the year	80,119,101	62,392,353	142511454	1,425,114,5	1,425,114,	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

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

0

Class of shares		(i)	(ii)	(iii)
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

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of 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
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(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

38,338,601,945.98

(ii) Net worth of the Company

53,357,062,709.76

VI. (a) *SHARE HOLDING PATTERN - Promoters

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

6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (promoters)

0

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	96,215,857	67.51	0	
	(ii) Non-resident Indian (NRI)	1,652,517	1.16	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	42,688,032	29.95	0	
10.	Others IEPF, Trusts	1,955,048	1.37	0	

	Total	142,511,454	99.99	0	0
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Total number of shareholders (other than promoters)

22,205

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

22,205

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, 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)	21,123	22,205
Debenture holders	0	0

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	1	10	1	9	0	1.98
(i) Non-Independent	1	8	1	4	0	1.96
(ii) Independent	0	2	0	5	0	0.02
C. Nominee Directors representing	0	2	0	2	0	0
(i) Banks & 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	1	12	1	11	0	1.98

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

14

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
ANNAMALAI NIRANJAI	00084014	Director	84,168	
BALAKRISHNAN PRAE	00209875	Director	14,523	
DHANUSHKODI NITHY	00455352	Director	1,053,727	
NAGARAJAN KANDAV	02274426	Director	10,514	
ASOK KUMAR PERIYA	05142860	Director	1,599,504	
RAMA MOORTHY KUM	07034994	Managing Director	0	
BALASUBRAMANIAN \	07403509	Director	14,023	
SHIVAVEL EZHIL JOTH	07772888	Director	1,000	
PUDUR ANANTHANAF	AFMPA8971P	CFO	0	
SHANMUGAM RAJENI	07933713	Director	47,595	
GOPAL NATARAJAN	08268954	Nominee director	0	
CHANDRASEKARAN C	08730382	Director	0	
SUBRAMANIAM BABU	08914364	Nominee director	0	
PRAKASH CHANDRA F	AQXPP3171E	Company Secretar	0	

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

4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
RAMA MOORTHY KUM	07034994	Managing Director	04/09/2021	Re-appointment
SUKUMARAN CHINNA	AALPS4499N	CFO	07/05/2021	Deseased
PUDUR ANANTHANAF	AFMPA8971P	CFO	03/08/2021	Appointment
BIDALUR SEETHARAM	06965816	Director	17/08/2021	Resignation

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

0

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding

B. BOARD MEETINGS

*Number of meetings held

18

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/04/2021	13	11	84.62
2	27/04/2021	13	13	100
3	29/05/2021	13	13	100
4	23/06/2021	13	13	100
5	16/07/2021	13	13	100
6	03/08/2021	13	13	100
7	18/08/2021	12	12	100
8	07/09/2021	12	11	91.67
9	28/09/2021	12	11	91.67
10	16/10/2021	12	12	100
11	28/10/2021	12	12	100
12	10/11/2021	12	11	91.67

C. COMMITTEE MEETINGS

Number of meetings held

80

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	27/04/2021	5	5	100
2	Audit Committee	29/05/2021	5	5	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
3	Audit Committee	05/06/2021	5	5	100
4	Audit Committee	23/06/2021	5	5	100
5	Audit Committee	01/07/2021	5	5	100
6	Audit Committee	15/07/2021	5	5	100
7	Audit Committee	03/08/2021	6	6	100
8	Audit Committee	17/08/2021	6	6	100
9	Audit Committee	28/09/2021	5	4	80
10	Audit Committee	13/10/2021	5	5	100

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	09/06/2022
								(Y/N/NA)
1	ANNAMALAI I	18	18	100	25	25	100	No
2	BALAKRISHN	18	18	100	18	18	100	No
3	DHANUSHKO	18	18	100	38	38	100	No
4	NAGARAJAN	18	18	100	47	47	100	Yes
5	ASOK KUMAR	18	17	94.44	36	32	88.89	No
6	RAMA MOOR	18	17	94.44	56	55	98.21	Yes
7	BALASUBRAM	18	18	100	59	59	100	Yes
8	SHIVAVEL EZ	18	17	94.44	15	15	100	No
9	SHANMUGAM	18	18	100	47	47	100	No
10	GOPAL NATA	18	18	100	26	26	100	No
11	CHANDRASE	18	14	77.78	20	19	95	No
12	SUBRAMANIA	18	17	94.44	25	25	100	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL Nil

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAMA MOORTHY I	Managing Direct	4,327,500	0	0	1,628,607	5,956,107
	Total		4,327,500	0	0	1,628,607	5,956,107

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	PUDUR ANANTHA	CFO(KMP)	1,587,096.77	0	0	136,000	1,723,096.77
2	PRAKASH CHAND	Company Secre	1,692,404.43	0	0	677,725.12	2,370,129.55
	Total		3,279,501.2	0	0	813,725.12	4,093,226.32

Number of other directors whose remuneration details to be entered

11

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	ANNAMALAI NIRAM	Director	0	0	0	1,415,000	1,415,000
2	SHANMUGAM RAJ	Director	0	0	0	1,915,000	1,915,000
3	ASOK KUMAR PEF	Director	0	0	0	1,510,000	1,510,000
4	CHANDRASEKARA	Independent Dir	0	0	0	1,135,000	1,135,000
5	SHIVAVEL EZHIL J	Independent Dir	0	0	0	1,185,000	1,185,000
6	GOPAL NATARAJA	Director	0	0	0	1,470,000	1,470,000
7	BIDALUR SEETHA	Director	0	0	0	590,000	590,000
8	NAGARAJAN KANI	Independent Dir	0	0	0	1,955,000	1,955,000
9	DHANUSHKODI NI	Director	0	0	0	1,720,000	1,720,000
10	BALAKRISHNAN P	Independent Dir	0	0	0	1,280,000	1,280,000
11	BALASUBRAMANI	Independent Dir	0	0	0	2,205,000	2,205,000
	Total		0	0	0	16,380,000	16,380,000

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

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Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status
TAMILNAD MERC	Reserve Bank of Ir	20/05/2021	RBI Directions on C	Penalty of 1 crore	The penalty was paid on 01/06
TAMILNAD MERC	Reserve Bank of Ir	17/02/2022	RBI Scheme of Ince	Penalty of 45,600/-	The penalty was paid
TAMILNAD MERC	Reserve Bank of Ir	30/03/2022	RBI Scheme of pena	Penalty of Rs.60,0	The penalty was paid on 30/03

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

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

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. 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.

Name

P. SRIRAM

Whether associate or fellow

Associate Fellow

Certificate of practice number

3310

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 all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the 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.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

RAMAMOOR
RTHY K V
Digitally signed by
RAMAMOOR RTHY K V
Date: 2022.07.29
20:25:44 +05'30'

DIN of the director

To be digitally signed by

parthasara
thy sriram
Digitally signed by
parthasarathy sriram
Date: 2022.07.27
12:25:48 +05'30'

- Company Secretary
 Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

List of attachments

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