

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **TVS Credit Services Limited**
 2. Quarter ending - **31st March 2022**

i. Composition Of Board Of Directors

Title	Name of the Director	PAN	DIN	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-Appointment)	Date of Cessation	Tenure of Director (In Months)	No of Directorships in Listed Entities including this Listed entity	No of Independent Directorships in listed entities	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr	Venu Srinivasan	AACPS3217K	00051523	Non-executive Director, Chairperson	21 Jun 2010	-	-	-	3	0	1	-
Mr	Sudarshan Venu	BKVPS7035P	03601690	Non-executive Director	01 Feb 2013	-	-	-	3	1	1	-
Mr	T K Balaji	AAFPB7797J	00002010	Non-executive Director	03 May 2010	-	04 Feb 2022	-	1	0	1	-
Mr	K N Radhakrishnan	AABPR5474L	02599393	Non-executive Director	17 Feb 2010	-	-	-	1	0	2	-
Mr	R Gopalan	AAEPG4034A	01624555	Non-executive Independent Director	20 Jul 2019	-	-	32	3	3	6	1
Mr	V Srinivasa Rangan	ADIPV5480A	00030248	Non-executive Independent Director	26 Sep 2011	14 Jul 2019	-	32	3	0	6	-
Mr	B Sriram	ASNPS0172J	02993708	Non-executive Independent Director	12 Oct 2019	-	-	30	3	3	7	-
Mrs	Kalpana Unadkat	AAAPU1982B	02490816	Non-executive Independent Director	28 Jul 2021	-	-	8	2	2	4	-



Company Remarks	-
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

i. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	R Gopalan	ID	Chairperson	20-Jul-2019	-
2	V Srinivasa Rangan	ID	Member	26-Sep-2011	-
3	K N Radhakrishnan	NED	Member	03-May-2010	-

Company Remarks	-
Whether Permanent Chairperson Appointed	Yes

b. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/ Membership	Appointment Date	Cessation Date
1	K N Radhakrishnan	NED	Chairperson	22-Oct-2018	-
2	V Srinivasa Rangan	ID	Member	04-Feb-2020	-
3	Kalpana Unadkat	ID	Member	28-Jul-2021	-

Company Remarks	-
Whether Permanent Chairperson Appointed	Yes

c. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Kalpan Undakat	ID	Chairperson	04-Feb-2022	-
2	B. Sriram	ID	Member	04-Feb-2022	-
3	Sudarshan Venu	NED	Member	04-Feb-2022	-
4	KN Radhakrishnan	NED	Member	16-Dec-2013	04-Feb-2022
5	R Gopalan	ID	Chairperson	20-Jul-2019	04-Feb-2022
6	V Srinivasa Rangan	ID	Member	27-Mar-2015	04-Feb-2022

Company Remarks	-
Whether Permanent Chairperson Appointed	Yes

d. Corporate Social Responsibility Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Venu Srinivasan	NED	Chairperson	27-Mar-2015	
2	KN Radhakrishnan	NED	Member	27-Mar-2015	
3	R Gopalan	ID	Member	20-Jul-2019	

Company Remarks	-
Whether Permanent Chairperson Appointed	Yes



e. Stakeholders relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	KN Radhakrishnan	NED	Chairperson	04-Feb-2022	
2	R Gopalan	ID	Member	04-Feb-2022	
3	Kalpan Undakat	ID	Member	04-Feb-2022	

Company Remarks	-
Whether Permanent Chairperson Appointed	Yes

ii 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	Number of Directors present (All Directors including Independent Directors)	Number of Independent Directors present
19 th October 2021	19 th October 2021	Yes	8	4
	4 th February 2022	Yes	8	4

Company Remarks	-
Maximum gap between any two consecutive (in number of days)	108

iii Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present (All Directors including Independent Directors)	Number of independent directors present
Audit Committee	19th October 2021	4th February 2022	Yes	3	2
Risk Management Committee	24th December 2021	28th March 2022	Yes	3	2

Company Remarks	-
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	108

Related Party Transactions

Subject	Compliance Status (Yes/No/NA)	Remark
Whether the prior approval of audit committee obtained	Yes	-
Whether shareholder approval obtained for material RPT	Not Applicable	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	-

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	-
--	---



ANNEXURE-II

Disclosure on the website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.tvscredit.com/
2	Terms and conditions of appointment of independent directors	Yes		https://www.tvscredit.com/
3	Composition of various committees of board of directors	Yes		https://www.tvscredit.com/
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.tvscredit.com/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.tvscredit.com/
6	Criteria of making payments to non-executive directors	Yes		https://www.tvscredit.com/
7	Policy on dealing with related party transactions	Yes		https://www.tvscredit.com/
8	Policy for determining 'material' subsidiaries	Yes		https://www.tvscredit.com/
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.tvscredit.com/
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.tvscredit.com/
11	email address for grievance redressal and other relevant details	Yes		https://www.tvscredit.com/
12	Financial results	Yes		https://www.tvscredit.com/
13	Shareholding pattern	Yes		https://www.tvscredit.com/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.tvscredit.com/
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	NA		
18	Credit rating or revision in credit rating obtained	Yes		https://www.tvscredit.com/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.tvscredit.com/
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	NA		
21	Materiality Policy as per Regulation 30	NA		
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.tvscredit.com/



Affirmations

I. Affirmations		
Sr	Subject	Compliance Status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 b. Nomination & Remuneration Committee	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 c. Stakeholders Relationship Committee	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 d. Risk Management Committee (applicable to the top 500 listed entities)	No*
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015 .	Yes
7	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	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors .	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here: The Company is in the process of nominating an Independent Director as Chairman of Nomination & Remuneration Committee and constituting Stakeholders Relationship Committee.	

* Risk Management Committee was constituted by the Company, based on the RBI Master Directions



II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
2	Board composition	17(1), 17(1A) & 17(1B)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of Directorships	17A	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
23	Meeting of Risk Management Committee	21(3A)	NA
24	Vigil Mechanism	22	Yes
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
27	Approval for material related party transactions	23(4)	Yes
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
31	Annual Secretarial Compliance Report	24(A)	Yes
32	Alternate Director to Independent Director	25(1)	NA
33	Maximum Tenure	25(2)	Yes
34	Meeting of independent directors	25(3) & (4)	Yes



35	Familiarization of independent directors	25(7)	Yes
36	Declaration from Independent Director	25(8) & (9)	Yes
37	D & O Insurance for Independent Directors	25(10)	Yes
38	Memberships in Committees	26(1)	Yes
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA

Additional Half yearly Disclosures

Applicability of disclosure	Applicable		
Reason for Non Applicability			
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	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(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	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(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	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00



Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00

(D) Additional Information

II. Affirmations

Affirmations	Compliance Status	Company Remarks
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) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	NA	As there are no transactions with the Promoter, Promoter Group, Directors & KMPs, the disclosures are not applicable.
Name	V Gopalakrishnan	
Designation	CFO	
Place	Chennai	
Date	20-04-2022	

Name
Designation

V Gopalakrishnan
Chief Financial Officer

