

Regd.Office: Kosamattam City Centre
Floor No. 4th & 5th, T.B Road
Kottayam, Kerala - 686 001

Tel: + 91 481 2586400
Email: info@kosamattam.com
www.kosamattam.com
CIN.U65929KL1987PLC004729



19.7.2024

To

BSE Limited
Listing Department
P.J. Tower, Dalal Street,
Mumbai 400 001
Maharashtra, India

Dear Sir/ Madam,

Sub.: Compliance Report on Corporate Governance for the quarter ended June 30, 2024

Ref.: Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We hereby enclosing revised Compliance Report on Corporate Governance for the quarter ended June 30, 2024, in the format prescribed by SEBI, pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take it on record.

Thanking You.

For Kosamattam Finance Limited

A handwritten signature in blue ink, appearing to read 'Mathew K. Cherian', is written over a circular blue stamp.

Mathew K. Cherian
Managing Director
DIN : 01286073



COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Annexure I

1. Name of Listed Entity : Kosamattam Finance Limited

2. Quarter ending : June 30, 2024

I. Composition of Board of Directors												
Title (Mr./Ms)	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 [in reference to Regulation 17A(1)]	No of Independent Directors in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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.	Mathew K. Cherian	ABUPC1286H&01286073	Chairman cum Managing Director(Executive)	07.05.2004	09.03.2023	NA		01.11.1955	1	0	1(Member in Stakeholders relationship committee and Audit Committee of Kosamattam Finance Limited)	0
Mrs.	Laila Mathew	AEDPM1526Q&01286176	Executive	07.05.2004	09.03.2023	NA		02.11.1957	1	0	1(Member in Stakeholders relationship Committee of Kosamattam Finance	0

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											Limited)	
Mr.	C. Thomas John^	AAQPJ1065Q&02541626	Non-executive and independent	19.08.2015	24.03.2020	21.05.2024	8 years, 9 months and 2 days	23.07.1945	1	1	1 (Member in Stakeholders relationship committee and Audit Committee of Kosamattam Finance Limited)	1 (Chairman of Stake holders Relationship)
Mr.	Paul Jose Maliakal	ANKPM7050R&07218120	Non-executive and independent	25.06.2018	24.03.2020	NA	6 years, 0 months and 5 days	21.03.1951	2	2	2 (Member in Audit Committee of Kosamattam Finance Limited and Muthoottu Mini Financiers Limited)	2(Chairman of Audit Committee of Kosamattam Finance Limited and Muthoottu Mini Financiers Limited)
Mr.	Sebastian Kurian	ASJPK4181D &09416863	Non-executive and independent	14.12.2021	NA	NA	2 years 6 months and 16 days	20.07.1956	1	1	1 (Member in Stakeholders relationship committee and Audit Committee of Kosamattam Finance Limited)	1 (Chairman of Stake holders Relationship)
		Whether Regular chairperson appointed: Yes										
		Whether Chairperson is related to managing director or CEO : Chairperson and Managing Director is the same person										
		<p>^{\$}PAN 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 * 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.</p>										

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	<p>**Total Number of directors as on date of the meeting” would be read as “Total Number of directors as on date of the meeting (all directors including Independent director)and Number of Directors (All directors including Independent director)” would be read as “Number of Directors Present (All directors including Independent director)”</p> <p>^ Resigned from the Board and Committees w.e.f.21.05.2024</p>
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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	Mathew K. Cherian, C. Thomas John, Sebastian Kurian and Paul Jose Maliakal	1. Mathew K. Cherian- Chairman and Executive, 2. C. Thomas John –Non executive and Independent and 3. Paul Jose Maliakal- Non executive and Independent 4. Sebastian Kurian- Non executive and Independent	27.02.2012 19.08.2015 25.06.2018 21.05.2024	NA 21.05.2024 NA NA
2. Nomination & Remuneration Committee	Yes	C. Thomas John, Sebastian Kurian, Laila Mathew and Paul Jose Maliakal	1. C. Thomas John- Non executive and Independent, 2. Sebastain Kurian - Non- Executive and Non- Independent 3. Paul Jose Maliakal- Non executive and Independent 4. Laila Mathew - Executive Director	19.08.2015 30.06.2023 25.06.2018 21.05.2024	21.05.2024 NA NA NA

3. Risk Management Committee(if applicable)	Yes	Mathew K. Cherian, Laila Mathew, Sebastian Kurian, C.Thomas John and Arun Kumar	1. Mathew K. Cherian- Chairman and Executive, 2. Laila Mathew- Executive, 3. C. Thomas John – Non-executive and Independent 4. Arun Kumar (Not a member of the Board) 5. Sebastian Kurian - Non executive and Independent	09.07.2011 15.02.2014 15.02.2014 30.05.2018 21.05.2024	NA NA 21.05.2024 NA NA
4. Stakeholders Relationship Committee'	Yes	Mathew K. Cherian, Laila Mathew, Sebastian Kurian, C.Thomas John	1. Mathew K. Cherian- Chairman and Executive, 2. Laila Mathew- Executive, 3. C. Thomas John- Non-executive and Independent 4. Sebastian Kurian- Non executive and Independent	16.04.2014 16.04.2014 25.06.2018 21.05.2024	NA NA 21.05.2024 NA

&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*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meetings (innumber of days)
18.01.2024	04.04.2024	Yes	5	3	6
29.01.2024	26.04.2024	Yes	5	3	22
03.02.2024	13.05.2024	Yes	5	3	17
14.02.2024	21.05.2024	Yes	4	2	8
22.02.2024	29.05.2024	Yes	4	2	8
26.02.2024	15.06.2024	Yes	4	2	17
15.03.2024	25.06.2024	Yes	4	2	10
19.03.2024	28.06.2024	Yes	4	2	3
22.03.2024					
27.03.2024					

29.03.2024**					
* to be filled in only for the current quarter meetings **This meeting is pursuant to Schedule IV of the Companies Act, 2013. Only independent directors are needs to attend.					
IV. Meetings of Committees					
Audit Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors' present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
24.04.2024	Yes	3	2	03.01.2024	37
28.05.2024	Yes	3	2	10.01.2024	34
05.06.2024	Yes	3	2	01.02.2024	8
				10.02.2024	
				18.03.2024	
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional **to be filled in only for the current quarter meetings					
V. Related Party Transactions					
Subject			Compliance status (Yes/No/NA)		
			Refer note below		
Whether prior approval of audit committee obtained			Yes		
Whether shareholder approval obtained for material RPT			NA		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee			Yes		

VI. Affirmations

We hereby affirm that :

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Regulation 17(1) (a). The Board of Directors of the Company have an optimum combination of Executive and Non-Executive Directors. The composition of the Board of Directors are as follows:

- i. One Women Director (Executive Director)
- ii. Managing Director (Executive Director)
- iii. Three fourth of the Board of Directors comprises of Non-Executive Directors (Two Independent Directors): Mr. C. Thomas John resigned from the Board with effect from 21.05.2024. The company will appoint another Independent Director within the time limit prescribed in the applicable Regulations."

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2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

- a. Audit Committee
- b. Nomination & Remuneration Committee
- c. Stakeholders Relationship Committee
- d. Risk Management Committee (as applicable)

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.

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.

5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors.

Any comments/observations/advice of the board of directors may be mentioned here.

For Kosamattam Finance Limited

A handwritten signature in blue ink, appearing to read 'Mathew K. Cherian'.

Mathew K. Cherian
Managing Director
DIN : 01286073



For Kosamattam Finance Limited

A handwritten signature in blue ink, appearing to read 'Sreenath P.'.

Sreenath P.
Company Secretary
M.No. F 10553

Place: Kottayam

Date: 19.07.2024

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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		No
Date of the event	Brief details of the event	
NA	NA	

Kindly take the above on record and acknowledge the receipt.

For Kosamattam Finance Limited


Mathew K. Cherian
Managing Director
DIN : 01286073



For Kosamattam Finance Limited


Sreenath P.
Company Secretary
M.No. F 10553

Place: Kottayam

Date: 19.07.2024