



Compliance Report on Corporate Governance

(As per Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"))

1. Name of Listed Entity: **AMC Repo Clearing Limited**
2. Quarter ending: **December 31, 2025**



AMC Repo Clearing Limited

I. Composition of Board of Directors												
Title (Mr./Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson /Executive/ Non-Executive/ independent /Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure * (In months)	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity. [in reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No. of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
1	Mr. Srinivasan Varadarajan	00033882	Chairman - Public Interest Director-Independent-Non- Executive	9-Dec-2021	16-Jan-2025	-	45 months	09-Dec-1964	2*	1	1#	-
2	Mr. Krishnamurthy Vaidyanathan	00693204	Public Interest Director-Independent-Non- Executive	9-Dec-2021	16-Jan-2025	-	45 months	01-Jul-1973	1	1	1	-
3	Ms. Huzan Mistry	09208069	Public Interest Director-	8-Oct-2022	-	-	35 months	06-Jul-1970	1	1	-	2

Registered Office: Unit No. 503, Windsor, Off CST Road, Kalina, Santacruz East, Mumbai 400098

CIN: U65929MH2021PLC359108 • **GSTIN:** 27AAVCA1159N1Z0 • **Website:** www.arclindia.com



AMC Repo Clearing Limited

I. Composition of Board of Directors												
Title (Mr./Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson /Executive/ Non-Executive/ independent /Nominee) ^{&}	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure * (In months)	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No. of Independent Directorship in listed entities including this listed entity. [in reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No. of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
			Independent-Non- Executive									
4	Mr. Sumeet Kumar	10753910	Nominee Director – Non-Executive	16-Jan-2025	-	-	-	06-Mar-1972	1	-	2	-
5	Mr. Kashinath Katakdhond	07716501	Managing Director	17-Apr-2023	-	-	-	13-Feb-1969	1	-	1	-
			Whether Regular chairperson appointed: Yes									
			Whether Chairperson is related to managing director or CEO: No									

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AMC Repo Clearing Limited

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 * (In months)	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity. [in reference to proviso to regulation 17A(1)] & 17A(2)	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No. of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
			[§] PAN of any director would not be displayed on the website of Stock Exchange and Clearing Corporation ^{&} 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.									

*Resigned as Director and Non-Executive Chairman of Union Bank of India from November 6, 2025.

Resigned as a member of Stakeholders Relationship Committee of Union Bank of India.

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II. Composition of Committee					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment	Date of Cessation
Audit Committee	Yes	Ms. Huzan Mistry	Chairperson and Non-Executive - Independent (Public Interest Director)	8-Oct-2022	-
		Mr. Krishnamurthy Vaidyanathan	Non-Executive-Independent (Public Interest Director)	23-Mar-2022	-
		Mr. Sumeet Kumar	Non-Executive Director (Nominee Director)	16-Jan-2025	-
Nomination & Remuneration Committee	Yes	Ms. Huzan Mistry	Chairperson and Non-Executive-Independent (Public Interest Director)	8-Oct-2022	-
		Mr. Srinivasan Varadarajan	Non-Executive-Independent (Public Interest Director)	9-Dec-2021	-
		Mr. Krishnamurthy Vaidyanathan	Non-Executive-Independent (Public Interest Director)	9-Dec-2021	-
#Risk Management Committee (if applicable)	Yes	Mr. Krishnamurthy Vaidyanathan	Chairperson and Non-Executive-Independent (Public Interest Director)	15-Apr-2022	-
		Ms. Huzan Mistry	Non-Executive-Independent (Public Interest Director)	8-Oct-2022	-
		Mr. Srinivasan Varadarajan	Non-Executive-Independent (Public Interest Director)	15-Apr-2022	-
		Mr. Natarajan Ramasamy	Independent External Professionals	01-Apr-2025	-
Stakeholders Relationship Committee	Yes	Ms. Huzan Mistry	Chairperson and Non-Executive-Independent (Public Interest Director)	8-Oct-2022	-

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II. Composition of Committee					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment	Date of Cessation
		Mr. Sumeet Kumar	Non-Executive Director (Nominee Director)	16-Jan-2025	-
		Mr. Kashinath Katakdhond	Managing Director	12-May-2023	-

&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.

#Risk Management Committee comprises of PID's (Independent Directors) and two Independent External Person as per SCR (SECC) Regulations, 2018 applicable to AMC Repo Clearing Limited.

III. Meeting of Board of Directors					
Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum	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 (in number of days)
12-NOV-2025	Yes	5	3	08-AUG-2025	95

*To be filled in only for the current quarter meetings

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IV. Meeting of Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met*	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**
A) Audit Committee					
12-NOV-2025	Yes	3	2	08-Aug-2025	95
B) Risk Management Committee					
11-NOV-2025	Yes	3	3	07-Aug-2025	95

*To be filled in only for the current quarter meetings

**This information has to be mandatorily given for Audit Committee and Risk Management Committee, for rest of the committees giving this information is optional.

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 RPTs	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	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 LODR Regulations, "Yes" 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.	

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VI. Affirmations

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: Yes
 - 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: Yes
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: Yes
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors: The Compliance report on Corporate Governance for the quarter ended September 30, 2025, was placed before the Board of Directors of the Company. The Compliance report on Corporate Governance for the quarter ended December 30, 2025, will be placed before the Board of Directors at the ensuing Governing Board Meeting.

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the listed entity and instead a statement “same as previous quarter” may be given.

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Cyber Securities Incidence Disclosure pursuant to Regulation 27(2)(ba) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015

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 event	No cyber security incidence occurred during the quarter
Brief description of event	No cyber security incidence occurred during the quarter

Name & Designation
For AMC Repo Clearing Limited

SD/-
Ajit Phanse
Chief Regulatory & Compliance Officer
Date: January 8, 2026
Place: Mumbai