

**Secretarial Section**

Head Office, 57- V.E. Road,  
Thoothukudi – 628 002.

☎: 0461-2325136

e-mail : [secretarial@tmbank.in](mailto:secretarial@tmbank.in)

CIN: L65110TN1921PLC001908



Ref.No.TMB.SE.26/2024-25

12.06.2025

The Manager,  
National Stock Exchange of India Ltd,  
Exchange Plaza, 5th Floor, Plot No. C/1,  
'G' Block, Bandra - Kurla Complex,  
Bandra (East), Mumbai - 400 051.

The Manager,  
Bombay Stock Exchange limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street.  
Mumbai – 400 001.

**Ref: Symbol: TMB / Scrip Code: 543596**

Dear Sir/Madam,

**Sub: Appointment of Shri.K.Ramachandran (DIN - 08589628) as an Additional (Non-Executive Independent) Director and Part-Time Chairman of the Bank**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform you that, the Board of Directors in their meeting held today i.e., Thursday, June 12, 2025, has inter-alia, considered the recommendation of the Nomination and Remuneration Committee and approved the appointment of Shri.K.Ramachandran (DIN - 08589628) as an Additional (Non-Executive Independent) Director of the Bank, for a period of three years, with effect from June 12, 2025, subject to the approval of the Shareholders.

We wish to further inform you that, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Bank at their meeting held today i.e., Thursday, June 12, 2025, have also approved the appointment of Shri.K.Ramachandran (DIN - 08589628), Additional (Non-Executive Independent) Director as the Non-Executive Part-Time Chairman of the Bank, subject to the approval of RBI. His appointment as Non-Executive Part-Time Chairman, will be effective from the date of approval of RBI up to June 11, 2028.

In terms of Section 149(13) of the Companies Act, 2013, he shall not be liable to retire by rotation during his tenure as an Independent Director of the Bank.

Shri.K.Ramachandran is not related to any of the Directors or Key Managerial Personnel of the Bank. Further, in line with the Stock Exchange Circular dated June 20, 2018, it is hereby confirmed that he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

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The requisite disclosure, as required, as per the requirements of Regulation 30, read with Schedule III - Para A (7) of Part A of the SEBI Listing Regulations (as applicable) and SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is provided in “**Annexure – A**”.

The Board meeting commenced at 10.00 a.m. IST and concluded at 08:15 p.m. IST.

Kindly take the information on record.

Yours faithfully,

**For Tamilnad Mercantile Bank Limited**

**Swapnil Yelgaonkar**

**Company Secretary & Compliance Officer**

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**Annexure – A**

**The brief profile of Shri.K.Ramachandran (DIN - 08589628) along with the disclosures as per SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is as under:**

S.No	Particulars	Description
1.	Reason for change	Shri.K.Ramachandran is appointed as an Additional (Non-Executive Independent) Director of the Bank, subject to approval of the Shareholders.
2.	Date of Appointment	w.e.f. June 12, 2025.
3.	Term of Appointment	3 years i.e., June 12, 2025 to June 11, 2028.
4.	Brief Profile	 <p>He is a veteran Banker over three decades of extensive experience across various domains of Banking. He began his career as an officer and rose through the ranks to become a Whole-Time Director.</p> <p>He has served as Executive Director at Allahabad Bank and Indian Bank. Additionally, he held directorial positions at Indbank Merchant Banking services and Indbank Housing Finance. He was also nominated by Allahabad Bank as a nominee Director at Universal Sompo General Insurance Ltd.</p> <p>During his tenure as Executive Director, he led several strategic initiatives, including Total Branch Automation, Core Banking Implementation with electronic delivery channels and the centralisation of several key banking operations such as Retail Loan Processing, Centralised KYC and Centralised Account Opening for ensuring uniformity and better operational control.</p> <p>He also played a prominent role in the successful amalgamation of Allahabad Bank with Indian Bank.</p>
5.	Disclosure of relationships between directors (in case of appointment of a director)	Shri.K.Ramachandran is not related to any Director of the Bank.