

Secretarial Section

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CIN: L65110TN1921PLC001908



Ref.No.TMB.SE.50/2025-26

24.07.2025

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: Intimation of In - principle approval received for listing of upto a maximum number of 15,83,514 Equity Shares of Rs. 10/- each to be issued under Tamilnad Mercantile Bank Ltd Employee Stock Option Plan 2024 (“TMB ESOP 2024”)

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, BSE Limited and National Stock Exchange of India Limited(NSE) has issued In-principle approval letter vide ref no: DCS/AMAL/AK/IP/3719/2025-26 dated July 24, 2025 and NSE/LIST/49088 dated July 24, 2025 for the listing of upto a maximum number of 15,83,514 Equity Shares of Rs. 10/- each to be allotted to the employees of the Bank (Company) under “TMB ESOP 2024”.

The In-principle approval letters received from the BSE Limited and National Stock Exchange (NSE) of India Limited are enclosed.

Kindly take the information on record.

Yours faithfully,

For Tamilnad Mercantile Bank Limited

Swapnil Yelgaonkar
Company Secretary & Compliance Officer

DCS/AMAL/AK/IP/3719/2025-26

July 24,2025

The Company Secretary
Tamilnad Mercantile Bank Ltd
No. 57, Victoria Extension Road,
Thoothukudi, Null,
Tamil Nadu,628002

Dear Sir/Madam,


Re: Application of In-principle approval for 15,83,514 Equity shares of Rs. 10/- each to be issued under "TAMILNAD MERCANTILE BANK LTD EMPLOYEE STOCK OPTION PLAN 2024 (TMB ESOP 2024)"

We acknowledge the receipt of your letter on the captioned matter regarding in-principle approval for issue and allotment of 15,83,514 Equity shares of Rs. 10/- each to be allotted by the Company, upon exercise of stock options in terms of Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, together with copy of statement under Reg 10(b) and other enclosures and subsequent submissions by the company. In this regard, the Exchange is pleased to grant in-principle approval for issue and allotment of a maximum of 15,83,514 Equity shares, which are likely to arise out of exercise of options as and when exercised under the Scheme subject to the company fulfilling the following conditions:

1. The company shall notify the Exchange as per the format prescribed under Reg 10(c) of Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 together with listing application after the shares were allotted and the same are credited to the beneficiaries account or share certificates have been dispatched, as may be applicable.
2. Payment of fees as may be prescribed from time to time.
3. Receipt of statutory and other approvals and compliance of guidelines issued by the statutory authorities including SEBI, RBI, and MCA etc.
4. Compliance to all guidelines/regulation/directions of the Exchange or any statutory authorities, documentary requirements from time to time.
5. Compliance of all conditions of Listing Agreement as on date of Listing.
6. Compliance to the Companies Act, 1956 / 2013 and other applicable laws.
7. Submissions of documents as given in the Checklist available on the BSE website under link <http://www.bseindia.com/static/about/downloads.aspx?expandable=2>

The Exchange reserves its right to withdraw its in-principle approval at any later stage if the information submitted to the Exchange is found to be incomplete/incorrect/misleading/false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines/Regulations issued by statutory authorities etc. Kindly note that the Exchange will issue trading permission from time to time upon receipt of notification under Reg. 10(c) and subject to the compliance of the conditions as stated above.

Yours faithfully,


Ashok Kumar Singh
Deputy Vice President


Tanmayi Lele
Deputy Manager

Ref: NSE/LIST/49088

July 24, 2025

The Company Secretary
Tamilnad Mercantile Bank Limited.

Dear Madam,

Sub: In - Principle approval for listing upto a maximum of 15,83,514 equity shares of Rs. 10/- each of Tamilnad Mercantile Bank Limited to be issued under TAMILNAD MERCANTILE BANK LTD EMPLOYEE STOCK OPTION PLAN 2024 (TMB ESOP 2024).

We are in receipt of your letter along with Statement under Regulation 10(b) as required under SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and subsequent correspondences thereto, seeking in - principle approval for listing of a maximum of 15,83,514 equity shares of Rs. 10/- each to be allotted to the employees of the Company under the TAMILNAD MERCANTILE BANK LTD EMPLOYEE STOCK OPTION PLAN 2024 (TMB ESOP 2024) of the Company. In this regard, the Exchange is pleased to grant in-principle approval for the above equity shares to be allotted on exercise of options as and when exercised subject to fulfilling the following listing conditions:

1. Notification to the Exchange as per Regulation 10 (c) together with listing application only after allotment of securities and credit to the beneficiaries account or dispatch of share certificates, as may be applicable.
2. Receipt of statutory and other approvals and compliance of guidelines issued by the statutory authorities including SEBI, RBI, MCA, etc.
3. Compliance with all the guidelines, regulations, directions of the Exchange or any statutory authorities, documentary requirements from time to time.
4. Compliance of all conditions of SEBI (LODR) Regulations, 2015 as on date of listing.
5. Compliance to the Companies Act, 1956, Companies Act, 2013 and other applicable laws.
6. Submissions of documents as given in the enclosed list (as per annexure).

The Exchange reserves its right to withdraw its in-principle approval at any later stage if the information submitted to the Exchange is found to be incomplete/incorrect/ misleading/false or in contravention of any Rules, Bye-laws and Regulations of the Exchange, Listing Regulations, Guidelines/ Regulations issued by statutory authorities, etc.

Kindly note that the Exchange will issue approval for listing and trading of equity shares subject to the compliances as stated above.

Yours faithfully,
For National Stock Exchange of India Limited

Dipti Chinchkhede
Senior Manager

P.S. Checklist of all the further issues is available on website of the exchange at the following URL:
http://www.nseindia.com/corporates/content/further_issues.htm

Regd. Office: Exchange Plaza, Plot No. C/1, G-Block, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051, India CIN: U67120MH1992PLC069769 Tel: +91 22 26598235/36, 26598346, 26598459/26598458 Web site: www.nseindia.com

Annexure:

1. Part I – Letter of application.
2. Certified true copy of statement under Regulation 10(c) as per the format prescribed in SEBI (Share Based Employee Benefits) Regulations, 2014.
3. NSDL/CDSL credit and/or dispatch of physical certificate confirmation by the R & T agent.
4. Certified true copy of Board resolution of allotment of shares.
5. Certificate from Company Secretary or any other authorized signatory for receipt of money.
6. List of allottees specifying the name of the allottee, number of shares allotted for the same.
7. Confirmation from Company for any shares allotted to NRIs.
8. Details of employees who have been granted options / shares in excess of 1% of shares capital (in case of ESOPs) or 5% (in case of ESPS) of options / shares issued in one year.
9. Confirmation as to whether any Directors have been issued shares pursuant to ESOP/ESPS. If so, details of the issue to the Directors.
10. Statement of the Compliance Officer/Company Secretary/ Authorized signatory showing number, of shares for which the in-principle approved was taken and no. of shares allotted, date of allotment and the balance outstanding.