Form No. MGT-7

Form language

(•) English ( ) Hindi

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

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*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN): U70101WB1995PLC073339

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY): 01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY): 31/03/2025

(c) *Type of Annual filing: (•) Original ( ) Revised

(d) SRN of MGT-7 filed earlier for the same financial years:

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	BANDHAN FINANCIAL SERVICES LIMITED	BANDHAN FINANCIAL SERVICES LIMITED
Registered office address	DN-32, Sector-V, Salt Lake City,NA,Kolkata,West Bengal,India,700091	DN-32, Sector-V, Salt Lake City,NA,Kolkata,West Bengal,India,700091
Latitude details	22.576	22.576
Longitude details	88.432	88.432

(a) *Photograph of the registered office of the Company showing external building and name prominently visible: Photograph of Registered office_BFSL.pdf

(b) *Permanent Account Number (PAN) of the company: AA******1R

(c) *e-mail ID of the company: *****nysecretary@bandhangroup.com

(d) *Telephone number with STD code: 03*******34

(e) Website | www.bandhangroup.com

iv *Date of Incorporation (DD/MM/YYYY) | 03/08/1995

v (a) *Class of Company (as on the financial year end date) | Public company

(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) | Company limited by shares

(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) | Indian Non-Government company

(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) ◉ Yes ○ No

vii (a) Whether shares listed on recognized Stock Exchange(s) ○ Yes ◉ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code

viii Number of Registrar and Transfer Agent | 1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400TG2017PLC117649	KFIN TECHNOLOGIES LIMITED	Selenium, Tower B, Plot No-31 & 32, Financial District, N anakramguda, Serili ngampally NA Hyderabad Rangareddi Telangana 500032	

ix * (a) Whether Annual General Meeting (AGM) held ◉ Yes ○ No

(b) If yes, date of AGM (DD/MM/YYYY) | 25/09/2025

(c) Due date of AGM (DD/MM/YYYY) | 30/09/2025

(d) Whether any extension for AGM granted ○ Yes ◉ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension |

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities: 1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance activities	66	Other financial activities	94.98

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given: 9

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1	U67190WB2014PLC204317		BANDHAN FINANCIAL HOLDINGS LIMITED	Subsidiary	100
2	L67190WB2014PLC204622		BANDHAN BANK LIMITED	Associate	39.98
3	U65993MH1999PLC123191		BANDHAN AMC LIMITED	Subsidiary	59.98
4	U69990MH1999PLC123190		BANDHAN MUTUAL FUND TRUSTEE LIMITED	Subsidiary	60
5	U66010MH2007PLC169110		BANDHAN LIFE INSURANCE LIMITED	Subsidiary	96.53
6		00000000C097679	Bandhan Investment Managers (Mauritius) Limited	Subsidiary	100

7	U72200KA2005PTC035621		BANDHAN TECHNOLOGIES PRIVATE LIMITED	Subsidiary	100
8		NA	Genisys Software Limited (USA)	Subsidiary	100
9		00000002866738	Genisys Software Limited (UK)	Subsidiary	100

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	150000000.00	127821101.00	127821101.00	127821101.00
Total amount of equity shares (in rupees)	1500000000.00	1278211010.00	1278211010.00	1278211010.00

Number of classes: 1

Class of shares: Equity	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	150000000	127821101	127821101	127821101
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1500000000.00	1278211010.00	1278211010	1278211010

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	0.00	0.00	0.00	0.00

Number of classes: 0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	53067	127768034	127821101.00	1278211010	1278211010	
Increase during the year	0.00	3889.00	3889.00	38890.00	38890.00	0
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify Dematerialisation of Shares	0	3889	3889.00	38890	38890	
Decrease during the year	3889.00	0.00	3889.00	38890.00	38890.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Dematerialisation of Shares	3889		3889.00	38890	38890	
At the end of the year	49178.00	127771923.00	127821101.00	1278211010.00	1278211010.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify			0			
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company | INE667M01013

ii Details of stock split/consolidation during the year (for each class of shares) | 0

Class of shares		
Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☑ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes | 0

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

0

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

0

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0.00	0.00	0.00	0.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	0.00	0.00	0.00	0.00

v Securities (other than shares and debentures) 0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover 1215200341

ii * Net worth of the Company 33144916336

VI SHARE HOLDING PATTERN

A Promoters

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian	0	0.00	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others TRUST	52061424	40.73	0	0.00
	Total	52061424.00	40.73	0.00	0

Total number of shareholders (promoters): 2

B Public/Other than promoters

S. No	**Category**	**Equity**		**Preference**	
		Number of shares	**Percentage**	**Number of shares**	**Percentage**
1	Individual/Hindu Undivided Family				
	(i) Indian	4319078	3.38	0	0.00
	(ii) Non-resident Indian (NRI)	0	0.00	0	0.00

	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	10393489	8.13	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	21350912	16.70	0	0.00
10	Others TRUST AND MULTILATER	39696198	31.06		
	Total	75759677.00	59.27	0.00	0

Total number of shareholders (other than promoters) 46

Total number of shareholders (Promoters + Public/Other than promoters) 48.00

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl.No	**Category**	
1	Individual - Female	4
2	Individual - Male	37
3	Individual - Transgender	0
4	Other than individuals	7
	Total	48.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	46	46
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	0	2	0	2	0	0
B Non-Promoter	1	2	2	2	0.02	0.00
i Non-Independent	1	0	2	0	0.02	0
ii Independent	0	2	0	2	0	0
C Nominee Directors representing	0	3	0	3	0.00	0.00
i. Banks and FIs	0	1	0	1	0	0
ii Investing institutions	0	2	0	2	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0

v Others	0	0	0	0		
Total	1	7	2	7	0.02	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 11

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	**DIN/PAN**	**Designation**	**Number of equity shares held**	**Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)**
ARUN SHRIVASTAVA	06640892	Director	0	
SUBRATA MANDAL	09196193	Director	0	
ARINDAM BANIK	09037345	Director	0	
PANKAJ SOOD	05185378	Nominee Director	0	
ARVIND AGRAWAL	02268683	Managing Director	0	
AMIT KUMAR HAZRA	09196376	Director	0	
HULYA KEFELI	08836080	Nominee Director	0	
SRIRADHA RAMANA SARIPALLI	07165124	Nominee Director	0	
CHANDRA SHEKHAR GHOSH	00342477	Whole-time director	32104	
AMRIT DAGA	AJIPD8759N	CFO	0	22/07/2025
BIPLAB KUMAR MANI	ANVPM3611K	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year: 2

Name	**DIN/PAN**	**Designation at the beginning / during the financial year**	**Date of appointment/ change in designation/ cessation (DD/MM/YYYY)**	**Nature of change (Appointment/ Change in designation/ Cessation)**
SRIRADHA RAMANA SARIPALLI	07165124	Nominee Director	04/12/2024	Appointment
ARUP KUMAR	07682113	Nominee Director	04/12/2024	Cessation

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held: 1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	30/09/2024	48	20	74.7

B BOARD MEETINGS

*Number of meetings held: 8

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	24/05/2024	8	8	100
2	28/06/2024	8	8	100
3	10/07/2024	8	6	75
4	04/09/2024	9	9	100
5	14/11/2024	9	8	88.89
6	04/12/2024	8	8	100
7	28/02/2025	9	8	88.89
8	07/03/2025	9	9	100

C COMMITTEE MEETINGS

Number of meetings held: 67

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance

				Number of members attended	% of attendance
1	Audit Committee	24/05/2024	3	2	66.67
2	Audit Committee	27/06/2024	3	3	100
3	Audit Committee	10/07/2024	3	2	66.67
4	Audit Committee	04/09/2024	3	3	100
5	Audit Committee	04/12/2024	3	3	100
6	Audit Committee	28/02/2025	3	2	66.67
7	Nomination and Remuneration Committee	10/07/2024	3	3	100
8	Nomination and Remuneration Committee	04/09/2024	3	3	100
9	Nomination and Remuneration Committee	04/12/2024	3	3	100
10	Nomination and Remuneration Committee	21/02/2025	3	3	100
11	Corporate Social Responsibility Committee	03/09/2024	3	3	100
12	Corporate Social Responsibility Committee	24/02/2025	3	3	100
13	IT Strategic Committee	04/09/2024	3	3	100
14	IT Strategic Committee	24/02/2025	3	3	100
15	Risk Management Committee	27/06/2024	3	3	100
16	Risk Management Committee	04/09/2024	3	3	100
17	Risk Management Committee	12/11/2024	3	3	100
18	Risk Management Committee	21/02/2025	3	3	100
19	Asset Liability Committee	09/04/2024	3	3	100
20	Asset Liability Committee	10/05/2024	3	3	100
21	Asset Liability Committee	12/06/2024	3	3	100

22	Asset Liability Committee	10/07/2024	3	3	100
23	Asset Liability Committee	13/08/2024	3	3	100
24	Asset Liability Committee	13/09/2024	3	3	100
25	Asset Liability Committee	08/10/2024	3	3	100
26	Asset Liability Committee	11/11/2024	3	3	100
27	Asset Liability Committee	12/12/2024	3	3	100
28	Asset Liability Committee	14/01/2025	3	3	100
29	Asset Liability Committee	10/02/2025	3	3	100
30	Asset Liability Committee	13/03/2025	3	3	100
31	Investment Committee	26/04/2024	3	3	100
32	Investment Committee	27/05/2024	3	3	100
33	Investment Committee	06/06/2024	3	3	100
34	Investment Committee	12/06/2024	3	3	100
35	Investment Committee	27/06/2024	3	3	100
36	Investment Committee	02/07/2024	3	3	100
37	Investment Committee	08/07/2024	3	3	100
38	Investment Committee	23/07/2024	3	3	100
39	Investment Committee	30/07/2024	3	3	100
40	Investment Committee	05/08/2024	3	3	100
41	Investment Committee	09/08/2024	3	3	100
42	Investment Committee	23/08/2024	3	3	100
43	Investment Committee	28/08/2024	3	3	100
44	Investment Committee	29/08/2024	3	3	100
45	Investment Committee	04/09/2024	3	3	100
46	Investment Committee	07/09/2024	3	3	100
47	Investment Committee	12/09/2024	3	3	100
48	Investment Committee	23/09/2024	3	3	100
49	Investment Committee	27/09/2024	3	3	100

50	Investment Committee	30/09/2024	3	3	100
51	Investment Committee	14/10/2024	3	3	100
52	Investment Committee	17/10/2024	3	3	100
53	Investment Committee	28/10/2024	3	3	100
54	Investment Committee	14/11/2024	3	3	100
55	Investment Committee	27/11/2024	3	3	100
56	Investment Committee	12/12/2024	3	3	100
57	Investment Committee	16/12/2024	3	3	100
58	Investment Committee	23/12/2024	3	3	100
59	Investment Committee	30/12/2024	3	3	100
60	Investment Committee	15/01/2025	3	3	100
61	Investment Committee	22/01/2025	3	3	100
62	Investment Committee	01/02/2025	3	3	100
63	Investment Committee	25/02/2025	3	3	100
64	Investment Committee	28/02/2025	3	3	100
65	Investment Committee	12/03/2025	3	3	100
66	Investment Committee	13/03/2025	3	3	100
67	Investment Committee	24/03/2025	3	3	100

D ATTENDANCE OF DIRECTORS

S. No	**Name of the Director**	**Board Meetings**			**Committee Meetings**			**Whether attended AGM held on**
		Number of Meetings which director was entitled to attend	**Number of Meetings attended**	**% of attendance**	**Number of Meetings which director was entitled to attend**	**Number of Meetings attended**	**% of attendance**	25/09/2025 (Y/N/NA)
1	ARUN SHRIVASTAVA	8	7	87	14	13	92	No
2	SUBRATA MANDAL	8	8	100	14	14	100	Yes
3	ARINDAM BANIK	8	8	100	4	4	100	No
4	PANKAJ SOOD	8	7	87	6	4	66	No

5	ARVIND AGRAWAL	8	8	100	43	43	100	Yes
6	AMIT KUMAR HAZRA	8	6	75	2	2	100	No
7	HULYA KEFELI	8	8	100	2	2	100	No
8	SRIRADHA RAMANA SARIPALLI	2	2	100	0	0	0	No
9	CHANDRA SHEKHAR GHOSH	5	5	100	0	0	0	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	ARVIND AGRAWAL	Managing Director	19729804	0	0	0	19729804.00
2	Chandra Shekhar Ghosh	Whole-time director	19142642	0	0	0	19142642.00
	Total		38872446.00	0.00	0.00	0.00	38872446.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	AMRIT DAGA	CFO	7653319	0	0	0	7653319.00
2	BIPLAB KUMAR MANI	Company Secretary	5194802	0	0	0	5194802.00
	Total		12848121.00	0.00	0.00	0.00	12848121.00

C *Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	ARUN SHRIVASTA	Director	0	0	0	620000	620000.00
2	SUBRATA MANDAL	Director	0	0	0	715000	715000.00

3	PANKAJ SOOD	Nominee Director	0	0	0	415000	415000.00
4	HULYA KEFELI	Nominee Director	0	0	0	400000	400000.00
5	ARINDAM BANIK	Director	0	0	0	445000	445000.00
6	AMIT KUMAR HAZRA	Director	0	0	0	320000	320000.00
7	ARUP KUMAR	Nominee Director	0	0	0	190000	190000.00
8	SRIRADHA RAMANA SARIPALLI	Nominee Director	0	0	0	100000	100000.00
	Total		0.00	0.00	0.00	3205000.00	3205000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

◉ Yes ◯ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS ☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES ☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder	48

XIV Attachments

(a) List of share holders, debenture holders	Details of Shareholder or Debenture holder FILLED.xlsm
(b) Optional Attachment(s), if any	List of shareholders as on 31.03.2025 Sign.pdf MGT 8_BFSL_24-25.pdf BR_Appointment of Designated person new.pdf

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of BANDHAN FINANCIAL SERVICES LIMITED as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on (DD/MM/YYYY) 31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:
1 its status under the Act;
2 maintenance of registers/records & making entries therein within the time prescribed therefor;
3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings

including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5 closure of Register of Members / Security holders, as the case may be.
6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7 contracts/arrangements with related parties as specified in section 188 of the Act;
8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by	MD SHAHNAWAZ Digitally signed by MD SHAHNAWAZ Date: 2026.07.09 13:22:33 +05'30'
Name	Md. Shahnawaz
Date (DD/MM/YYYY)	04/07/2026
Place	KOLKATA

Whether associate or fellow:

◉ Associate ○ Fellow

Certificate of practice number	1*0*6

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person	02268683
*(b) Name of the Designated Person	ARVIND AGRAWAL

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 14 dated* (DD/MM/YYYY) 26/06/2025 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**	ARVIND AGRAWAL Digitally signed by ARVIND AGRAWAL Date: 2026.07.09 13:53:50 +05'30'
*Designation *(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))*	Director
*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator	0*2*8*8*
***To be digitally signed by**	VIKASH KUMAR CHOKHANI Digitally signed by VIKASH KUMAR CHOKHANI Date: 2026.07.09 14:17:13 +05'30'

○ Company Secretary ◉ Company secretary in practice

*Whether associate or fellow:

○ Associate ◉ Fellow

Membership number	
Certificate of practice number	1*8*6

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)	AC4385273
eForm filing date (DD/MM/YYYY)	09/07/2026

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company