

QUARTERLY INTEGRATED FILING (GOVERNANCE)

A. Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis

Name of the Listed Entity: ESAF Small Finance Bank Limited

Quarter Ending: September 30, 2025

Scrip code	544020
NSE Symbol	ESAFSFB
MSEI Symbol	NOTLISTED
ISIN	INE818W01011
Name of the entity	ESAF SMALL FINANCE BANK LIMITED
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Quarterly
Date of Quarter Ending	30-09-2025
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes

Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	Yes
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	COMZ00217
Reason For No SCORE ID	
Type of Submission	Original

I. Composition of Board

1.	Whether listed entity has a Regular chairperson	Yes
2.	Whether Chairperson is related to MD or CEO	No

Title	Name of the Director	DIN	Category (Chairperson /Executive /Non-Executive/in dependent/ Nominee) &	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A (1)] & reg. 17A(2)]	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulation)	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)
Mr	Ravimohan Periyakavil Ramakrishnan	08534931	Non-Executive - Independent Director-Chairperson	21-12-2019	21-12-2022	-	69.11	29-05-1958	1	1	0	0

Mr	Kadambelil Paul Thomas	0019 9925	Executive Director - Managing Director and CEO	01-10-2018	01-10-2024	-	84	21-05-1963	1	0	1	0
Mr	Thomas Jacob Kalappila	0081 2892	Non-Executive - Independent Director	10-03-2020	10-03-2023	-	66.22	13-06-1953	1	1	1	1
Mr	Vinod Vijayalekshmi Vasudevan	0250 3201	Non-Executive - Independent Director	22-12-2021	22-12-2024	-	45.10	25-05-1967	1	1	0	0
Mr	Ravi Venkatraman	0030 7328	Non-Executive - Independent Director	13-12-2022	13-12-2022	-	33.19	02-07-1959	4	4	6	3
Mrs	Kolasseril Chandramohan Ranjani	0173 5529	Non-Executive - Independent Director	13-12-2022	13-12-2022	-	33.19	09-05-1958	1	1	2	1
Mr	Biju Varkkey	0129 8281	Non-Executive - Independent Director	17-08-2023	17-08-2023	-	25.15	22-12-1965	2	2	1	0
Mr	Joseph Vadakkekara Antony	0018 1554	Non-Executive - Non-Independent Director	18-11-2023	18-11-2023	-	22.14	24-05-1951	1	0	0	0

Joy of Banking

Mr	Ajayan Mangalath Gopalakrishnan Nair	0978 2416	Non-Executive - Nominee Director	13-12-2022	13-12-2022	-	33.19	30-05-1958	1	0	1	0
Mr	Gabriel John Samuel	0772 5212	Non-Executive - Nominee Director	13-12-2022	13-12-2022	-	33.19	03-01-1955	1	0	1	0
Mr	George Kalaparambil John	0069 4646	Executive Director	18-05-2024	18-05-2024	-	16.14	09-08-1973	1	0	1	0

II. Composition of Committees

1. AUDIT COMMITTEE OF THE BOARD

Whether Regular chairperson appointed: Yes				
SI No	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee)	Date of Appointment	Date of Cessation
1	Thomas Jacob Kalappila	Non-Executive - Independent Director - Chairperson	10-03-2020	-
2	Ravi Venkatraman	Non-Executive - Independent Director Member	13-12-2022	-
3	Kolasseril Chandramohanan Ranjani	Non-Executive - Independent Director Member	13-12-2022	-
4	Ajayan Mangalath Gopalakrishnan Nair	Non-Executive - Nominee Director Member	18-11-2023	-

2. NOMINATION AND REMUNERATION COMMITTEE

Whether Regular chairperson appointed: Yes				
SI No	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee)	Date of Appointment	Date of Cessation
1	Biju Varkkey	Non-Executive - Independent Director - Chairperson	11-08-2023	-
2	Ravimohan Periyakavil Ramakrishnan	Non-Executive - Independent Director-Member	23-12-2019	-
3	Kolasseril Chandramohanan Ranjani	Non-Executive - Independent Director - Member	13-12-2022	-
4	Joseph Vadakkekara Antony	Non-Executive - Non-Independent Director- Member	18-11-2023	-

3. STAKEHOLDERS RELATIONSHIP COMMITTEE

Whether Regular chairperson appointed: Yes				
SI No	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee)	Date of Appointment	Date of Cessation
1	Kolasseril Chandramohanan Ranjani	Non-Executive - Independent Director Chairperson	13-12-2022	-
2	Kadambelil Paul Thomas	Executive Director - Member	11-12-2019	-
3	Ravi Venkatraman	Non-Executive - Independent Director-Member	13-12-2022	-
4	Gabriel John Samuel	Non-Executive - Nominee Director - Member	22-06-2023	-
5	George Kalaparambil John	Executive Director- Member	18-05-2024	-

4. RISK MANAGEMENT COMMITTEE

Whether Regular chairperson appointed: Yes				
SI No	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee)	Date of Appointment	Date of Cessation
	Ravi Venkatraman	Non-Executive - Independent Director - Chairperson	13-12-2022	
	Ravimohan Periyakavil Ramakrishnan	Non-Executive - Independent Director-Member	23-12-2019	
	Kadambelil Paul Thomas	Executive Director- Member	29-05-2020	
	Thomas Jacob Kalappila	Non-Executive - Independent Director-Member	10-03-2020	
	Ajayan Mangalath Gopalakrishnan Nair	Non-Executive - Nominee Director-Member	13-12-2022	

5. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Whether Regular chairperson appointed: Yes				
SI No	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee)	Date of Appointment	Date of Cessation
1	Gabriel John Samuel	Non-Executive - Nominee Director - Chairperson	13-12-2022	
2	Kadambelil Paul Thomas	Executive Director - Member	03-10-2018	
3	Kolasseril Chandramohanan Ranjani	Non-Executive - Independent Director - Member	13-12-2022	
4	Joseph Vadakkekara Antony	Non-Executive - Non-Independent Director - Member	18-11-2023	

III. Meetings of Board of Directors					
Date(s) of Meeting in the previous quarter	Date(s) of Meeting in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors' present*
16-05-2025			Yes	11	6
18-06-2025		-	Yes	11	6
	24-07-2025	-	Yes	10	5
	08-08-2025	-	Yes	11	6
	14-08-2025	-	Yes	10	5
	20-09-2025	-	Yes	11	6
<i>*to be filled in only for the current quarter meetings</i>					

IV. Meetings of Committees						
Name of the Committee	Date(s) of Meeting in the previous quarter	Date(s) of Meeting in the relevant quarter	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors' present*
Audit Committee	15-05-2025			Yes	4	3
Audit Committee		07-08-2025		Yes	4	3
Nomination and remuneration committee	16-05-2025			Yes	4	3
Nomination and remuneration committee		23-07-2025		Yes	4	3
Nomination and remuneration committee		06-08-2025		Yes	4	3
Nomination and remuneration committee		14-08-2025		Yes	4	3
Risk Management Committee	17-06-2025			Yes	5	3
Risk Management Committee		24-07-2025		Yes	5	3

Risk Management Committee		19-09-2025		Yes	5	<i>Joy of Banking</i> 3
Stakeholders Relationship Committee	16-05-2025			Yes	5	2
Stakeholders Relationship Committee		07-08-2025		Yes	5	2
Corporate Social Responsibility Committee	16-05-2025			Yes	4	1
Corporate Social Responsibility Committee		07-08-2025		Yes	4	1

V. Affirmations		
SI No	Subject	Compliance status (Yes/No)
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 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
Name: Ranjith Raj. P		
Designation: Company Secretary and Compliance Officer		

Details of Cyber Security Incidence	
Subject	Details
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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	
Date of the event	
Brief details of the event	

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)

I. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Annexure III

1	Name of signatory	RANJITH RAJ P
2	Designation	Company Secretary and Compliance Officer

B. Investor Grievance Redressal Report

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	7
No. of investor complaints disposed off during the Quarter	7
No. of investor complaints those remaining unresolved at the end of the Quarter	0

C. Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies

S. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% Shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
NOT APPLICABLE					

D. Disclosure of Imposition of Fine or Penalty

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

SI No	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
NIL					

E. Disclosure of Updates to Ongoing Tax Litigations or Disputes

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

S. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Income Tax Department	22-09-2022	Based on the Return of Income filed by the Bank for the Assessment Year 2020-21, a demand notice and notice for penalty, each dated September 22, 2022 was issued by Assessment Unit, Income Tax Department under	There is no change in the status of the litigation/dispute. - Based on the Return of Income filed by the Bank for the Assessment Year 2020-21, a demand notice and notice for penalty, each dated September 22, 2022

			<p>Sections 156 and 274 read with Section 270 A of the IT Act, respectively, to the Bank demanding to pay a sum aggregating to ₹217.99 million and to show cause as to why an order imposing penalty under Section 270A of the IT Act should not be passed. This matter is currently pending with Commissioner of Income Tax (Appeals).</p>	<p>was issued by Assessment Unit, Income Tax Department under Sections 156 and 274 read with Section 270 A of the IT Act, respectively, to the Bank demanding to pay a sum aggregating to ₹217.99 million and to show cause as to why an order imposing penalty under Section 270A of the IT Act should not be passed. This matter is currently pending with Commissioner of Income Tax (Appeals).</p>
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