

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]

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L65990KL2016PLC045669

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	ESAF SMALL FINANCE BANK LIMITED	ESAF SMALL FINANCE BANK LIMITED
Registered office address	BUILDING NO.VII/83/8,ESAF BHAVAN, THRISSUR-PALAKKAD NATIONAL HIGHWAY, MANN,UTHY,,NA,THRISSUR,Thrissur,Kerala,India ,680651	BUILDING NO.VII/83/8,ESAF BHAVAN, THRISSUR-PALAKKAD NATIONAL HIGHWAY, MANN,UTHY,,NA,THRISSUR,Thrissur,Kerala,India ,680651
Latitude details	10.5284873	10.5284873
Longitude details	76.2681791	76.2681791

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

ESAF_Registered Office.pdf

(b) *Permanent Account Number (PAN) of the company

AA*****9Q

(c) *e-mail ID of the company

*****tarial@esafbank.com

(d) *Telephone number with STD code

04*****56

(e) Website

iv *Date of Incorporation (DD/MM/YYYY)

05/05/2016

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

(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)

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

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)

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

Indian Non-Government 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
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

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
U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West),,,Mumbai,Mumbai City,Maharashtra,India,400083	

ix * (a) Whether Annual General Meeting (AGM) held

Yes

No

(b) If yes, date of AGM (DD/MM/YYYY)

24/09/2025

(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

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	64	Financial service activities, except insurance and pension funding	100

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

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

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held

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	600000000.00	515427452.00	515427452.00	515427452.00

Total amount of equity shares (in rupees)	6000000000.00	5154274520.00	5154274520.00	5154274520.00
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Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Share				
Number of equity shares	600000000	515427452	515427452	515427452
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	6000000000.00	5154274520.00	5154274520	5154274520

(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	0	514779858	514779858.00	5147798580	5147798580	
Increase during the year	0.00	647594.00	647594.00	6475940.00	6475940.00	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	647594	647594.00	6475940	6475940	
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	
x Others, specify						
<input type="text" value="0"/>	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	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						
<input type="text" value="0"/>	0	0	0.00	0	0	
At the end of the year	0.00	515427452.00	515427452.00	5154274520.00	5154274520.00	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
(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						
<input type="text" value="0"/>	0	0	0.00	0	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						
<input type="text" value="0"/>	0	0	0.00	0	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

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

Class of shares		<input type="text"/>
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

3

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non-Convertible Debentures	28000	100000	2800000000.00
Non-Convertible Debentures	880	1000000	880000000.00
Non-Convertible Debentures	20	10000000	200000000.00
Total	28900.00	11100000.00	3880000000.00

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
Non-Convertible Debentures	2800000000	0	0	2800000000.00
Non-Convertible Debentures	1730000000	0	850000000	880000000.00
Non-Convertible Debentures	200000000	0	0	200000000.00
Total	4730000000.00	0.00	850000000.00	3880000000.00

(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			
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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	4730000000.00	0.00	850000000.00	3880000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	4730000000.00	0.00	850000000.00	3880000000.00

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

43293083504

ii * Net worth of the Company

19450119758

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	31186785	6.05	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)	272548396	52.88	0	0.00
10	Others <input type="text"/>	0	0.00	0	0.00
	Total	303735181.00	58.93	0.00	0

Total number of shareholders (promoters)

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	86322901	16.75	0	0.00
	(ii) Non-resident Indian (NRI)	44599145	8.65	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	25770180	5.00	0	0.00
4	Banks	0	0.00	0	0.00

5	Financial institutions	25000	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)	53974544	10.47	0	0.00
10	Others	1000501	0.19	0	0.00
	Trust and others				
	Total	211692271.00	41.06	0.00	0

Total number of shareholders (other than promoters)

119481

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

119483.00

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

Sl.No	Category	
1	Individual - Female	24551
2	Individual - Male	61433
3	Individual - Transgender	0
4	Other than individuals	33499
	Total	119483.00

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)	102112	119481
Debenture holders	1174	2578

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	1	0	1	0	6.05	0
B Non-Promoter	0	7	1	7	0.00	0.00
i Non-Independent	0	1	1	1	0	0
ii Independent	0	6	0	6	0	0
C Nominee Directors representing	0	2	0	2	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	1	0	1	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others		1		1		
Total	1	9	2	9	6.05	0.00

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

13

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)
JOHN SAMUEL	07725212	Nominee Director	0	12/12/2025
BIJU VARKKEY .	01298281	Director	0	
GIREESH CHANDRATHIL PARAMESWARAN NAIR	ABDPN1435C	CFO	3347	
AJAYAN MANGALATH GOPALAKRISHNAN NAIR	09782416	Nominee Director	3335	12/12/2025
GEORGE KALAPARAMBIL JOHN	00694646	Whole-time director	53309	
RAVIMOHAN PERIYAKAVIL RAMAKRISHNAN	08534931	Director	0	20/12/2025
RANJITH RAJ PARAMESWARAN NAMBISAN	BHZPR4853F	Company Secretary	4735	
RAVI VENKATRAMAN	00307328	Director	0	12/12/2025
KOLASSERIL CHANDRAMOHANAN RANJANI	01735529	Director	0	
PAUL THOMAS KADAMBELIL	00199925	Managing Director	31186785	
THOMAS JACOB KALAPPILA	00812892	Director	0	
VINOD VIJAYALEKSHMI VASUDEVAN	02503201	Director	0	
JOSEPH VADAKKEKARA ANTONY	00181554	Director	0	17/11/2025

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

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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)
GEORGE KALAPARAMBIL JOHN	00694646	Additional Director	18/05/2024	Appointment
GEORGE KALAPARAMBIL JOHN	00694646	Whole-time director	14/08/2024	Change in designation

PAUL THOMAS KADAMBELIL	00199925	Managing Director	01/10/2024	Appointment
VINOD VIJAYALEKSHMI VASUDEVAN	02503201	Director	22/12/2024	Appointment

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	14/08/2024	110609	91	63.45

B BOARD MEETINGS

*Number of meetings held

11

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	08/05/2024	10	10	100
2	18/05/2024	10	10	100
3	14/06/2024	11	10	90.91
4	26/07/2024	11	10	90.91
5	31/08/2024	11	11	100
6	24/09/2024	11	11	100
7	13/11/2024	11	11	100
8	20/12/2024	11	11	100

9	22/01/2025	11	10	90.91
10	10/02/2025	11	11	100
11	21/03/2025	11	11	100

C COMMITTEE MEETINGS

Number of meetings held

28

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 Meeting	07/05/2024	4	4	100
2	Audit Committee Meeting	14/06/2024	4	4	100
3	Audit Committee Meeting	25/07/2024	4	4	100
4	Audit Committee Meeting	18/09/2024	4	4	100
5	Audit Committee Meeting	11/11/2024	4	4	100
6	Audit Committee Meeting	20/12/2024	4	4	100
7	Audit Committee Meeting	22/01/2025	4	4	100
8	Audit Committee Meeting	07/02/2025	4	4	100
9	Audit Committee Meeting	19/03/2025	4	4	100
10	Nomination, Remuneration and Compensation Committee Meeting	06/05/2024	4	4	100
11	Nomination, Remuneration and Compensation Committee Meeting	18/05/2024	4	4	100
12	Nomination, Remuneration and Compensation Committee Meeting	13/06/2024	4	4	100

13	Nomination, Remuneration and Compensation Committee Meeting	25/07/2024	4	4	100
14	Nomination, Remuneration and Compensation Committee Meeting	24/09/2024	4	4	100
15	Nomination, Remuneration and Compensation Committee Meeting	12/11/2024	4	4	100
16	Nomination, Remuneration and Compensation Committee Meeting	07/02/2025	4	4	100
17	Stakeholders Relationship Committee	08/05/2024	4	4	100
18	Stakeholders Relationship Committee	24/07/2024	5	5	100
19	Stakeholders Relationship Committee	13/11/2024	5	5	100
20	Stakeholders Relationship Committee	07/02/2025	5	5	100
21	Risk Management Committee Meeting	13/06/2024	5	5	100
22	Risk Management Committee Meeting	18/09/2024	5	5	100
23	Risk Management Committee Meeting	19/12/2024	5	5	100
24	Risk Management Committee Meeting	20/03/2025	5	5	100
25	Corporate Social Responsibility and Sustainability Committee Meeting	07/05/2024	4	4	100
26	Corporate Social Responsibility and Sustainability Committee Meeting	13/06/2024	4	4	100
27	Corporate Social Responsibility and Sustainability Committee Meeting	12/11/2024	4	4	100
28	Corporate Social Responsibility and Sustainability Committee Meeting	21/03/2025	4	4	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 24/09/2025 (Y/N/NA)
		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	
1	KOLASSERIL CHANDRAMOHANAN RANJANI	11	11	100	24	24	100	Yes
2	JOHN SAMUEL	11	10	90	8	8	100	Yes
3	BIJU VARKEY	11	11	100	7	7	100	Yes
4	AJAYAN MANGALATH GOPALAKRISHNAN NAIR	11	11	100	13	13	100	Yes
5	THOMAS JACOB KALAPPILA	11	11	100	13	13	100	Yes
6	VINOD VIJAYALEKSHMI VASUDEVAN	11	9	81	0	0	0	Yes
7	RAVI VENKATRAMAN	11	11	100	17	17	100	Yes
8	JOSEPH VADAKKEKARA ANTONY	11	11	100	11	11	100	Yes
9	GEORGE KALAPARAMBIL JOHN	9	9	100	3	3	100	Yes
10	RAVIMOHAN PERIYAKAVIL RAMAKRISHNAN	11	11	100	11	11	100	Yes
11	PAUL THOMAS KADAMBELIL	11	11	100	12	12	100	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	PAUL THOMAS KADAMBELIL	Managing Director	25973588	0	0	0	25973588.00
2	GEORGE KALAPARAMBIL JOHN	Whole-time director	9581325	0	0	0	9581325.00
	Total		35554913.00	0.00	0.00	0.00	35554913.00

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	GIREESH CHANDRATHIL PARAMESWARAN NAIR	CFO	7833318	0	0	0	7833318.00
2	RANJITH RAJ PARAMESWARAN NAMBISAN	Company Secretary	3101255	0	0	0	3101255.00
	Total		10934573.00	0.00	0.00	0.00	10934573.00

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

9

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	RAVIMOHAN PERIYAKAVIL RAMAKRISHNAN	Director	0			2210000	2210000.00
2	THOMAS JACOB KALAPPILA	Director	0			2010000	2010000.00
3	VINOD VIJAYALEKSHMI VASUDEVAN	Director	0			1290000	1290000.00
4	RAVI VENKATRAMAN	Director	0			1660000	1660000.00
5	KOLASSERIL CHANDRAMOHANA N RANJANI	Director	0			2110000	2110000.00
6	BIJU VARKEY	Director	0			1260000	1260000.00
7	JOSEPH VADAKKEKARA ANTONY	Director	0			2310000	2310000.00
8	AJAYAN MANGALATH GOPALAKRISHNAN NAIR	Nominee Director	0			2710000	2710000.00
9	JOHN SAMUEL	Nominee Director	0			1300000	1300000.00
	Total		0.00	0.00	0.00	16860000 .00	16860000.00

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

3

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
ESAF Small Finance Bank Limited	BSE Limited	30/10/2024	Record Date under Regulation 60(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	BSE Limited had levied a fine of Rs. 11,800/- (including GST)	NIL
ESAF Small Finance Bank Limited	Deputy Commissioner of State Tax, Bhopal, Madhya Pradesh	17/02/2025	Allegation of E-way bills wrongly generated by vendor and Non-cancellation of the same and reversal as per GSTR-9 and reconciliation statement difference.	A penalty to Rs. 5,30,794 along with tax and interest imposed for Financial Year 2020-21.	Appeal filed on 14-05-2025, pending with appellate authority.
ESAF Small Finance Bank Limited	Deputy Commissioner of State Tax, Bhopal, Madhya Pradesh	17/02/2025	Allegation of E-way bills wrongly generated by vendor and Non-cancellation of the same, reversal as per GSTR-9 and reconciliation statement difference.	A penalty to Rs. 2,49,639 along with tax and interest imposed for Financial Year 2021-22.	Appeal filed on 15-05-2025, pending with appellate authority.

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

122061

XIV Attachments

(a) List of share holders, debenture holders

MGT7 Data_Revised(1).xlsm

(b) Optional Attachment(s), if any

Clarification regarding non-availability of certain details of Foreign Portfolio.pdf
ESAF_Details of penalty and punishments.pdf
MGT-8_ESAF_S.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

ESAF SMALL FINANCE
BANK 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

Name

PUZHANKARA SIVAKUMAR

Date (DD/MM/YYYY)

31/12/2025

Place

ERNAKULKAM

Whether associate or fellow:

Associate Fellow

Certificate of practice number

2*1*

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

* (a) DIN/PAN/Membership number of Designated Person

00199925

* (b) Name of the Designated Person

PAUL THOMAS KADAMBELIL

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* dated*
(DD/MM/YYYY) 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**

***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*1*9*2*

***To be digitally signed by**

Company Secretary Company secretary in practice

***Whether associate or fellow:**

Associate Fellow

Membership number

3*3*8

Certificate of practice number

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)

AC0361170

eForm filing date (DD/MM/YYYY)

31/12/2025

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