Form No. MGT-7

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]

सत्यमेव जयते

Form language ◉ English ○ Hindi

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN) — L36911RJ1996PLC011381

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	AU SMALL FINANCE BANK LIMITED	AU SMALL FINANCE BANK LIMITED
Registered office address	19-A DHULESHWAR GARDEN,NA,JAIPUR,Rajasthan,India,302001	19-A DHULESHWAR GARDEN,NA,JAIPUR,Rajasthan,India,302001
Latitude details	26.914715	26.914715
Longitude details	75.796225	75.796225

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

(b) *Permanent Account Number (PAN) of the company — AA******7N

(c) *e-mail ID of the company — *****tarial@aubank.in

(d) *Telephone number with STD code — 01*******60

(e) Website — www.aubank.in

iv *Date of Incorporation (DD/MM/YYYY) 10/01/1996

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
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	INR000004058

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

(b) If yes, date of AGM (DD/MM/YYYY) 08/08/2025

(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	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: 0

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint 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	1200000000.00	744530531.00	744530531.00	744530531.00
Total amount of equity shares (in rupees)	12000000000.00	7445305310.00	7445305310.00	7445305310.00

Number of classes: 1

Class of shares: Equity	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	1200000000	744530531	744530531	744530531
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	12000000000.00	7445305310.00	7445305310	7445305310

(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	2788	669159663	669162451.00	6691624510	6691624510	
Increase during the year	0.00	75368416.00	75368416.00	753684160.00	753684160.00	594663435.50
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	1842728	1842728.00	18427280	18427280	594663435.5
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 Amalgamation & demat of shares	0	73525688	73525688.00	735256880	735256880	0
Decrease during the year	336.00	0.00	336.00	3360.00	3360.00	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 demat of shares	336		336.00	3360	3360	
At the end of the year	2452.00	744528079.00	744530531.00	7445305310.00	7445305310.00	
(ii) Preference shares						

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
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						
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						
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company: INE949L01017

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: 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	100400	100000	10040000000.00
Non-convertible Debentures	6000	1000000	6000000000.00
Non-convertible Debentures	500	10000000	5000000000.00
Total	106900.00	11100000.00	21040000000.00

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	0	10790000000	750000000	10040000000.00
Non-convertible Debentures	5000000000	1000000000	0	6000000000.00
Non-convertible Debentures	5000000000	0	0	5000000000.00
Total	10000000000.00	11790000000.00	750000000.00	21040000000.00

(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			

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	10000000000.00	11790000000.00	750000000.00	21040000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	10000000000.00	11790000000.00	750000000.00	21040000000.00

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: 185900420368

ii * Net worth of the Company: 169303229318.62

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	159469340	21.42	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)	10829072	1.45	0	0.00
10	Others	0	0.00	0	0.00
	Total	170298412.00	22.87	0.00	0

Total number of shareholders (promoters): 5

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	55422114	7.44	0	0.00
	(ii) Non-resident Indian (NRI)	2328736	0.31	0	0.00
	(iii) Foreign national (other than NRI)	20	0.00	0	0.00
2	Government				
	(i) Central Government	2886	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	30341052	4.08	0	0.00
4	Banks	250	0.00	0	0.00

5	Financial institutions	1736002	0.23	0	0.00
6	Foreign institutional investors	68367	0.01	0	0.00
7	Mutual funds	150163863	20.17	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	67165339	9.02	0	0.00
10	Others Trusts, FPI, AIF, CM	267003490	35.86	0	0.00
	Total	574232119.00	77.12	0.00	0

Total number of shareholders (other than promoters) 196914

Total number of shareholders (Promoters + Public/Other than promoters) 196919.00

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

Sl.No	**Category**	
1	Individual - Female	40808
2	Individual - Male	90879
3	Individual - Transgender	0
4	Other than individuals	65232
	Total	196919.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company 1

Name of the FII	**Address**	**Date of Incorporation**	**Country of Incorporation**	**Number of shares held**	**% of shares held**
THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS MASTER TRUST	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway,Goregaon E.	01/01/2020	United States	68367	0.01

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	5	5
Members (other than promoters)	236937	196914
Debenture holders	34	1768

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	15.74	0
B Non-Promoter	1	7	1	8	1.86	0.00
i Non-Independent	1	0	1	1	1.86	0
ii Independent	0	7	0	7	0	0
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	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	0	0
Total	2	7	2	8	17.60	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 12

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)
SANJAY AGARWAL	00009526	Managing Director	117191360	
UTTAM TIBREWAL	01024940	Whole-time director	13825212	
MANKAL SHANKAR SRIRAM	00588922	Director	0	
PUSHPINDER SINGH	08496066	Director	500	
VELLUR GOPALARAGHAVAN KANNAN	03443982	Director	825	
HARUN RASID KHAN	07456806	Director	0	
KAMLESH SHIVJI VIKAMSEY	00059620	Director	0	
MALINI THADANI	01516555	Director	0	
KAVITA VENUGOPAL	07551521	Director	0	
DIVYA SEHGAL	01775308	Director	0	
VIMAL JAIN	AFMPJ7254G	CFO	123588	10/09/2025
MANMOHAN PARNAMI	AHFPP5775R	Company Secretary	138399	

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)
DIVYA SEHGAL	01775308	Additional Director	01/04/2024	Appointment
DIVYA SEHGAL	01775308	Director	30/05/2024	Change in designation

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	26/07/2024	201175	95	23.42

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	01/04/2024	9	9	100
2	24/04/2024	10	9	90
3	27/05/2024	10	10	100
4	27/06/2024	10	10	100
5	24/07/2024	10	10	100
6	25/07/2024	10	10	100
7	17/08/2024	10	10	100
8	23/10/2024	10	9	90
9	26/11/2024	10	10	100
10	24/01/2025	10	10	100
11	07/03/2025	10	9	90

C COMMITTEE MEETINGS

Number of meetings held | 57

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	18/04/2024	4	4	100
2	Audit Committee	23/04/2024	4	4	100
3	Audit Committee	24/04/2024	4	4	100
4	Audit Committee	15/05/2024	4	4	100
5	Audit Committee	27/05/2024	4	4	100
6	Audit Committee	16/07/2024	4	4	100
7	Audit Committee	25/07/2024	4	4	100
8	Audit Committee	17/08/2024	4	4	100
9	Audit Committee	19/10/2024	4	4	100
10	Audit Committee	23/10/2024	4	4	100
11	Audit Committee	17/01/2025	4	4	100
12	Audit Committee	24/01/2025	4	4	100
13	Committee for Financial Inclusion	14/06/2024	4	4	100
14	Committee for Financial Inclusion	14/09/2024	4	4	100
15	Committee for Financial Inclusion	22/11/2024	4	4	100
16	Committee for Financial Inclusion	20/03/2025	4	4	100
17	Committee of Directors	21/08/2024	4	4	100
18	Corporate Social Responsibility	22/10/2024	5	4	80
19	Corporate Social Responsibility	29/03/2025	5	4	80
20	Customer Service Committee	14/06/2024	5	5	100
21	Customer Service Committee	29/09/2024	5	5	100
22	Customer Service Committee	22/11/2024	5	5	100
23	Customer Service Committee	23/01/2025	5	5	100
24	Disciplinary Committee	20/04/2024	5	5	100

25	Disciplinary Committee	22/10/2024	5	5	100
26	IT Strategy & Information Systems Security Committee	13/06/2024	5	4	80
27	IT Strategy & Information Systems Security Committee	06/09/2024	4	4	100
28	IT Strategy & Information Systems Security Committee	20/11/2024	4	4	100
29	IT Strategy & Information Systems Security Committee	24/02/2025	4	4	100
30	Management Committee	14/06/2024	4	3	75
31	Management Committee	14/09/2024	4	4	100
32	Management Committee	23/01/2025	4	4	100
33	Nomination and Remuneration Committee	26/06/2024	4	4	100
34	Nomination and Remuneration Committee	17/08/2024	4	4	100
35	Nomination and Remuneration Committee	28/09/2024	4	4	100
36	Nomination and Remuneration Committee	25/11/2024	4	4	100
37	Nomination and Remuneration Committee	19/02/2025	4	4	100
38	Nomination and Remuneration Committee	25/02/2025	4	4	100
39	Review of Classification of Willful Defaulters Committee	14/06/2024	4	3	75
40	Review of Classification of Willful Defaulters Committee	14/09/2024	4	4	100
41	Review of Classification of Willful Defaulters Committee	19/02/2025	4	4	100
42	Risk Management Committee	20/04/2024	5	5	100

43	Risk Management Committee	23/04/2024	5	5	100
44	Risk Management Committee	14/05/2024	5	5	100
45	Risk Management Committee	26/06/2024	5	5	100
46	Risk Management Committee	19/07/2024	5	5	100
47	Risk Management Committee	17/08/2024	5	5	100
48	Risk Management Committee	17/10/2024	5	4	80
49	Risk Management Committee	22/10/2024	5	5	100
50	Risk Management Committee	18/01/2025	5	5	100
51	Risk Management Committee	23/01/2025	5	5	100
52	Special Committee of the Board for Monitoring and Follow-Up of Cases of Frauds	19/02/2025	5	5	100
53	Stakeholders Relationship Committee	14/06/2024	4	3	75
54	Stakeholders Relationship Committee	14/09/2024	5	4	80
55	Stakeholders Relationship Committee	25/11/2024	5	4	80
56	Stakeholders Relationship Committee	19/03/2025	5	5	100
57	Sustainability Committee	25/11/2024	5	5	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	08/08/2025 (Y/N/NA)
1	SANJAY AGARWAL	11	11	100	16	12	75	Yes
2	UTTAM TIBREWAL	11	11	100	15	15	100	Yes

3	MANKAL SHANKAR SRIRAM	11	11	100	36	36	100	Yes
4	PUSHPINDER SINGH	11	11	100	31	31	100	Yes
5	VELLUR GOPALARAGHAVAN KANNAN	11	11	100	34	34	100	Yes
6	HARUN RASID KHAN	11	11	100	31	31	100	Yes
7	KAMLESH SHIVJI VIKAMSEY	11	11	100	30	29	96	Yes
8	MALINI THADANI	11	11	100	19	19	100	Yes
9	KAVITA VENUGOPAL	11	11	100	34	34	100	Yes
10	DIVYA SEHGAL	10	7	70	6	3	50	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	Sanjay Agarwal	Managing Director	25145400	0	0	11426253	36571653.00
2	UTTAM TIBREWAL	Whole-time director	22777836	0	3646339	4088843	30513018.00
	Total		47923236.00	0.00	3646339.00	15515096.00	67084671.00

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	VIMAL JAIN	CFO	11958796	0	6277320	3166666	21402782.00
2	MANMOHAN PARNAMI	Company Secretary	8155910	0	0	1500000	9655910.00
	Total		20114706.00	0.00	6277320.00	4666666.00	31058692.00

C *Number of other directors whose remuneration details to be entered: 7

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	HARUN RASID KHAN	Director	0	2477260		2535000	5012260.00
2	MANKAL SHANKAR SRIRAM	Director	0	1800000		2765000	4565000.00
3	PUSHPINDER SINGH	Director	0	1800000		2560000	4360000.00
4	KANNAN GOPALARAGHAVAN VELLUR	Director	0	1800000		2680000	4480000.00
5	KAMLESH SHIVJI VIKAMSEY	Director	0	1800000		2380000	4180000.00
6	MALINI THADANI	Director	0	1800000		1935000	3735000.00
7	KAVITA VENUGOPAL	Director	0	1800000		2640000	4440000.00
	Total		0.00	13277260.00	0.00	17495000.00	30772260.00

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: 198687

XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder_till 1.5 Lac.xlsm
Details of Shareholder_Rest.xlsm
Details of Debenture holder.xlsm

(b) Optional Attachment(s), if any

MGT-8.pdf
Clarification Letter.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 AU 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	Manoj Maheshwari
Date (DD/MM/YYYY)	05/10/2025
Place	Jaipur

Whether associate or fellow:

○ Associate ◉ Fellow

Certificate of practice number	1*7*

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

*(a) DIN/PAN/Membership number of Designated Person	AHFPP5775R
*(b) Name of the Designated Person	MANMOHAN PARNAMI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 07 dated* (DD/MM/YYYY) 13/04/2017 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*0*4*4*

***To be digitally signed by**

(●) Company Secretary ( ) Company secretary in practice

*Whether associate or fellow:

( ) Associate (●) Fellow

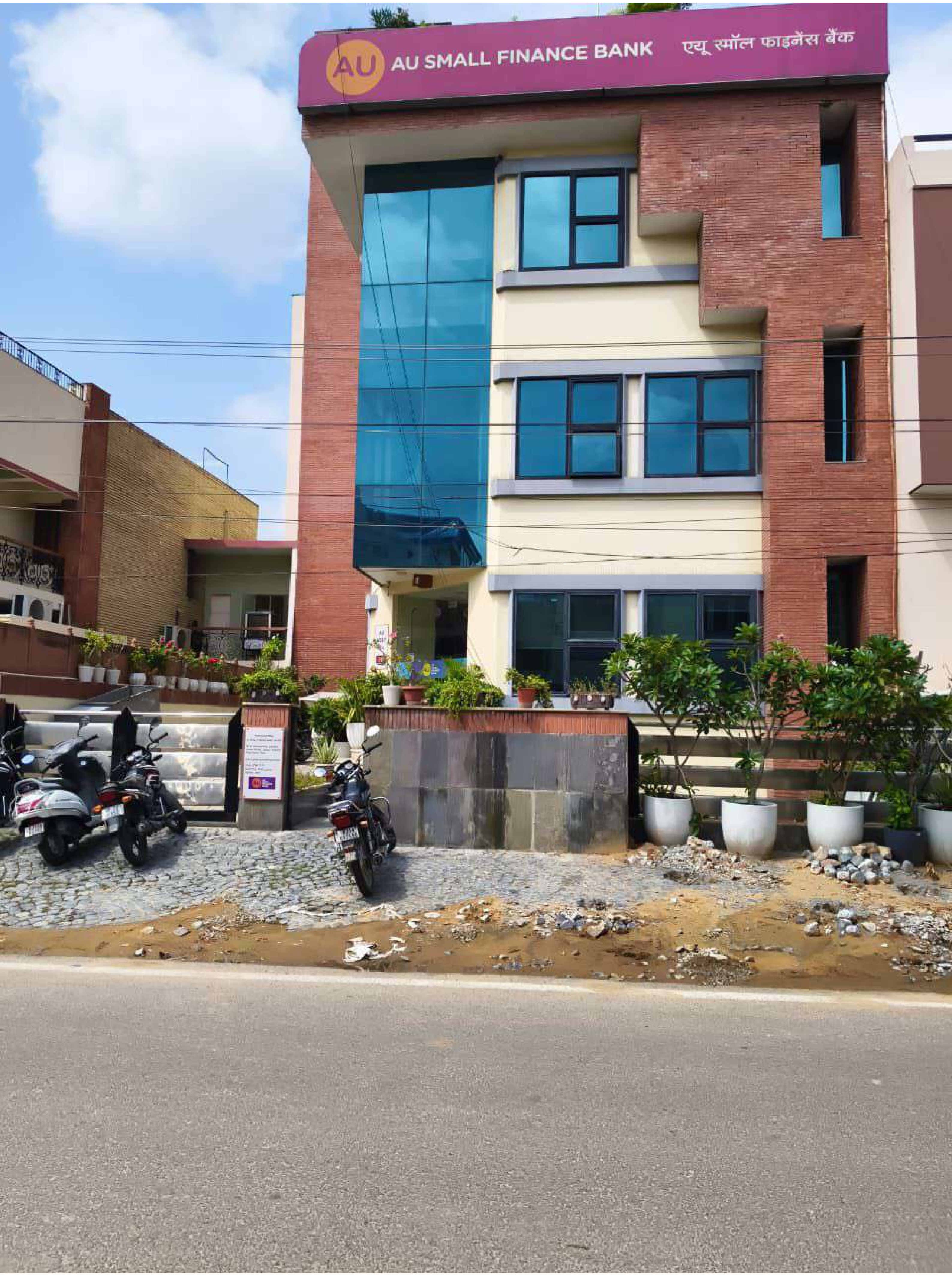
Membership number	9*9*
Certificate of practice number	

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)	AB7955935
eForm filing date (DD/MM/YYYY)	05/10/2025

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


AU
AU SMALL FINANCE BANK
एयू स्मॉल फाइनेंस बैंक


AU
NEEV
19A
Registered Office
AU SMALL FINANCE BANK LIMITED
19-A, Dhuleshwar Garden,
Ajmer Road, Jaipur-302001
Rajasthan, India
CIN: L36911RJ1996PLC011381
19-A, धुलेश्वर गार्डन,
अजमेर रोड, जयपुर-302001
राजस्थान, भारत
AU SMALL FINANCE BANK

V. M. & ASSOCIATES
COMPANY SECRETARIES

403, ROYAL WORLD
SANSAR CHANDRA ROAD
JAIPUR—302 001 (RAJASTHAN)

Phone: 0141 - 4075010
E-mail: cs.vmanda@gmail.com

Form No. MGT-8
[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **AU Small Finance Bank Limited** ("the Bank") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made thereunder for the financial year ended on **March 31, 2025**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Bank, its officers and agents, 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 Bank 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 Bank 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 **(Not Applicable during the year under review)**;
   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, right shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act **(Not Applicable during the year under review)**;

MANOJ MAHESHWARI
Digitally signed by MANOJ MAHESHWARI
Date: 2025.10.05 16:25:16 +05'30'

V. M. & ASSOCIATES

COMPANY SECRETARIES

403, ROYAL WORLD
SANSAR CHANDRA ROAD
JAIPUR—302 001 (RAJASTHAN)

Phone: 0141 - 4075010
E-mail: cs.vmanda@gmail.com

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, wherever applicable;
13. appointment/reappointment/filing 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 **(Not Applicable since the company is a Banking Company registered with RBI)**;
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 **(Not Applicable since the company is a Banking Company registered with RBI)**;
18. alteration of the provisions of the Memorandum and/or Articles of Association of the Bank **(Not Applicable during the year under review).**

Place: Jaipur
Date: October 05, 2025
UDIN: F003355G001453870

For V. M. & Associates
Company Secretaries
(ICSI Unique Code P1984RJ039200)
PR 5447/ 2024

MANOJ MAHESHWARI
Digitally signed by MANOJ MAHESHWARI
Date: 2025.10.05 16:25:47 +05'30'

CS Manoj Maheshwari
Partner
Membership No.: FCS 3355
C P No.: 1971

AU SMALL FINANCE BANK
A SCHEDULED COMMERCIAL BANK

Ref no.: AUSFB/SEC/2025-26/236
Date: October 05, 2025

To
The Registrar of Companies
Ministry of Corporate Affairs
C/6-7, 1st Floor, Residency Area,
Civil Lines, Jaipur - 302001

Subject: Clarification regarding disclosures in Form MGT-7 for the Financial Year 2024-25

Dear Sir/Madam,

This is to submit the following clarifications in respect of the information provided in **Form MGT-7** for the financial year 2024-25:

1. **Point IV: Debentures (Outstanding as at the end of financial year):**

The disclosure of debentures in Form MGT-7 have been provided by clubbing the debentures based on their nominal value. We are also submitting a detailed breakdown of the debentures based on their respective ISIN as below:

S. No.	Classes of NCD	Outstanding at the beginning of the year	Increase during the year	Decrease during the year	Outstanding at the end of the year
1	INE949L08442	3,500,000,000	-	-	3,500,000,000
2	INE949L08434	1,000,000,000	-	-	1,000,000,000
3	INE949L08426	500,000,000	-	-	500,000,000
4	INE949L08418	5,000,000,000	-	-	5,000,000,000
5	INE949L08459	-	7,700,000,000	-	7,700,000,000
6	INE519Q08137	-	380,000,000	380,000,000	-
7	INE519Q08145	-	370,000,000	370,000,000	-
8	INE519Q08160	-	490,000,000	-	490,000,000
9	INE519Q08178	-	750,000,000	-	750,000,000
10	INE519Q08186	-	500,000,000	-	500,000,000
11	INE519Q08194	-	600,000,000	-	600,000,000
12	INE519Q08152	-	1,000,000,000	-	1,000,000,000
	Total	**10,000,000,000.00**	**11,790,000,000.00**	**750,000,000.00**	**21,040,000,000.00**

Note: *INE949L08459 is shown in increase during the year on account of issuance of debenture during the year.*
Erstwhile Fincare Small Finance Bank Limited ("FSFB") has been merged into and with AU Small Finance Bank Limited ("AUSFB"). Hence, INE519Q08137, INE519Q08145, INE519Q08160, INE519Q08178, INE519Q08186, INE519Q08194, INE519Q08152 have been included as increase during the year as these ISIN were related to NCD issuance by the FSFB before the said merger.

2. **Point VI: Share Holding Pattern:**

- The details of shareholders and their holding disclosed in Point VI(A) & VI(B) is folio based data received from Registrar and Transfer Agenda ("RTA") and may differ from the Shareholding Pattern filed with the stock exchanges.

- The gender-wise details of shareholders disclosed under Point VI(B) have been compiled based on the information provided by RTA. Shareholders for whom gender information was available have been categorized under "Male" or "Female" accordingly. In cases where gender details were not available in the RTA records, such shareholders have been grouped under the "Others" category.

AU SMALL FINANCE BANK LTD. JAIPUR

Registered Office
AU SMALL FINANCE BANK LIMITED
19-A Dhuleshwar Garden, Ajmer Road,
Jaipur - 302001, Rajasthan, India
Phone: +91 141 4110060/61. Fax: +91 141 4110090
CIN: L36911RJ1996PLC011381

3. **Point VI(c): Details of Foreign Institutional Investors (FIIs):**

The RTA does not have the date of incorporation and country of incorporation details of the FIIs. As these fields are mandatory for filing, values have been entered on the basis of information available on best effort basis to enable the processing of the form.

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
THE BOEING COMPANY EMPLOYEE RETIREMENT PLANS MASTER TRUST	JP Morgan Chase Bank N.A, INDIA SUB CUSTODY 9th Floor, Tower A Block 9, NKP, Western Express Highway, Goregaon E.	-	-	68367	0.01

4. **Point VII: Number of Promoters, Members, Debenture Holders:**

The details provided of shareholders in the table below are folio-based records as per provided by the RTA.

Details	at the beginning of the year	at the end of the year
Promoters	5	5
Members (other than promoters)	236937	196914
Debenture Holders	34	1768

5. **Point IX(C): Committee Meetings:**

We wish to clarify that the meeting of the IT Strategy & Information Systems Security Committee, commenced on February 24, 2025 and continued on February 25, 2025. As the form does not permit entry of multiple dates for a single meeting, we have reported the date of meeting as February 24, 2025 in the form. All the members were present the meeting.

6. **Point XIII: Details of Shareholders/Debenture Holders:**

As on March 31, 2025, the total number of shareholders and debenture holders are 1,96,919 and 1,768 respectively. The number mentioned in this section of form represents the total number of shareholders and debenture holders i.e. 1,98,687.

These clarifications are being submitted to ensure transparency and to avoid any misinterpretation of the data filed.

We request you to kindly take the above on record.

Thanking you,
Yours faithfully,

For AU SMALL FINANCE BANK LIMITED

AU SMALL FINANCE BANK LTD. JAIPUR

Manmohan Parnami
Company Secretary and Compliance Officer
Membership No.: F9999
investorrelations@aubank.in