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]

Refer instruction kit for filing the form

All fields marked in * are mandatory

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN): U67120MH1992PLC068060

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY): 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY): 31/03/2026

(c) *Type of Annual filing: Original

(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	AVANSE FINANCIAL SERVICES LIMITED	AVANSE FINANCIAL SERVICES LIMITED
Registered office address	4th Floor, E-Wing, Times Square, Andheri-Kurla Road,Gamdevi, Marol, Andheri East,Marol Naka,Mumbai,Mumbai,Maharashtra,India,400059	4th Floor, E-Wing, Times Square, Andheri-Kurla Road,Gamdevi, Marol, Andheri East,Marol Naka,Mumbai,Mumbai,Maharashtra,India,400059
Latitude details (as on filing date)	72.880995	72.880995
Longitude details (as on filing date)	19.109468	19.109468

(b) *Permanent Account Number (PAN) of the company: AAACA4267A

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

(d) *Telephone number with STD code: 02268599999

(e) Website: www.avanse.com

iv *Date of Incorporation (DD/MM/YYYY): 07/08/1992

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): 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

vii (a) Whether shares listed on recognized Stock Exchange(s): No

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 Ma	INR000004058

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

(b) If yes, date of AGM (DD/MM/YYYY): [redacted]

(c) Due date of AGM (DD/MM/YYYY): 30/09/2026

(d) Whether any extension for AGM granted: 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):

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	
2		#N/A		#N/A	
3		#N/A		#N/A	
4		#N/A		#N/A	
5		#N/A		#N/A	
6		#N/A		#N/A	
7		#N/A		#N/A	
8		#N/A		#N/A	
9		#N/A		#N/A	
10		#N/A		#N/A	
11		#N/A		#N/A	
12		#N/A		#N/A	
13		#N/A		#N/A	
14		#N/A		#N/A	
15		#N/A		#N/A	

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

i *No. of Companies for which information is to be given: 1

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/ Associate/Joint Venture	% of shares held
1	U65900GJ2023PTC138316		Avanse Global Finance IFSC Private Limited	Subsidiary	100

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorized Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	300000000	251823232	251823232	251823232
Total amount of equity shares (in rupees)	1500000000.00	1259116160.00	1259116160.00	1259116160.00

Number of classes: 1

Class of shares	Authorized Capital	Issued capital	Subscribed Capital	Paid Up capital
EQUITY				
Number of equity shares	300000000	251823232	251823232	251823232
Nominal value per share (in rupees)	5	5	5	5
Total amount of equity shares (in rupees)	1500000000.00	1259116160.00	1259116160.00	1259116160.00

(b) Preference share capital

Particulars	Authorized Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	50000000	31743514	31743514	31743514
Total amount of preference shares (in rupees)	500000000.00	317435140.00	317435140.00	317435140.00

Number of classes: 1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
PREFERENCE				
Number of preference shares	50000000	31743514	31743514	31743514
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	500000000.00	317435140.00	317435140.00	317435140.00

(c) Unclassified share capital

Particulars	Authorized 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	251823232	251823232.00	1259116160	1259116160	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0.00
i Public Issues	0	0	0.00	0	0	0
ii Rights issue	0	0	0.00	0	0	0
iii Bonus issue	0	0	0.00	0	0	0
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	0
v ESOPs	0	0	0.00	0	0	0
vi Sweat equity shares allotted	0	0	0.00	0	0	0
vii Conversion of Preference share	0	0	0.00	0	0	0
viii Conversion of Debentures	0	0	0.00	0	0	0
ix GDRs/ADRs	0	0	0.00	0	0	0
x Others, specify	0	0	0.00	0	0	0
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0.00
i Buy-back of shares	0	0	0.00	0	0	0
ii Shares forfeited	0	0	0.00	0	0	0
iii Reduction of share capital	0	0	0.00	0	0	0
iv Others, specify	0	0	0.00	0	0	0
At the end of the year	0.00	251823232.00	251823232.00	1259116160.00	1259116160.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	31743514.00	31743514.00	317435140.00	12000000597.42	11682565457.42
i Issues of shares	0	31743514	31743514.00	317435140	12000000597.42	11682565457.42
ii Re-issue of forfeited shares	0	0	0.00	0	0	0
iii Others, specify	0	0	0.00	0	0	0
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0.00
i Redemption of shares	0	0	0.00	0	0	0
ii Shares forfeited	0	0	0.00	0	0	0
iii Reduction of share capital	0	0	0.00	0	0	0
iv Others, specify	0	0	0.00	0	0	0
At the end of the year	0.00	31743514.00	31743514.00	317435140.00	12000000597.42	

ISIN of the equity shares of the company: INE087P01025

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

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)

No

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

(a) Non-convertible debentures

*Number of classes: 2

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
FV100000	285500	100000	28550000000.00
FV1000000	500	1000000	500000000.00
Total	286000.00	1100000.00	29050000000.00

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
FV100000	29300900000	1500000000	2250900000	28550000000.00
FV1000000	5400000000	0	4900000000	500000000.00
Total	34700900000.00	1500000000.00	7150900000.00	29050000000.00

(b) Partly convertible debentures

*Number of classes | 0

(c) Fully convertible debentures

*Number of classes | 0

(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	34700900000.00	1500000000.00	7150900000.00	29050000000.00
Total	34700900000.00	1500000000.00	7150900000.00	29050000000.00

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	0.00		0.00		0.00

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

i *Turnover | 28889165165

ii * Net worth of the Company | 60108425418

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)	149394074	59.32	21569031	67.95
10	Others	0	0.00	0	0.00
	Total	149394074.00	59.32	21569031.00	67.95

Total number of shareholders (promoters) | 1

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	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	2875630	1.14	0	0.00
9	Body corporate(not mentioned above)	70471744	27.98	10174483	32.05
10	Others IFC	29081784	11.55	0	0.00
	Total	102429158.00	40.67	10174483.00	32.05

Total number of shareholders (other than promoters) | 10

Total number of shareholders (Promoters + Public/Other than promoters) | 11.00

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

Sl. No	Category	
1	Individual - Female	0
2	Individual - Male	5
3	Individual - Transgender	0
4	Other than individuals	6
	Total	11.00

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

Name of the FII	Address	Date of Incorporation(DD/MM/YYYY)	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	1	1
Members(Other than Promoters)	10	10
Debenture Holders	346	102

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	5	1	5	0.00	0.00
i Non-Independent	1	0	1	0	0	0
ii Independent	0	5	0	5	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	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	2	0	2	0	0
Total	1	9	1	9	0.00	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/YYY)
NEERAJ SWAROOP	00061170	Director	0	
VIJAYALAKSHMI IYER	05242960	Director	0	
SAVITA MAHAJAN	06492679	Director	0	
NARENDRA OSTAWAL	06530414	Director	0	
RAVI VENKATRAMAN	00307328	Director	0	
RAKESH INDUPRASAD BHATT	02531541	Director	0	
AMIT GAINDA	09494847	Managing Director	0	
HEMANT OMPRAKASH MUNDRA	08192978	Nominee Director	0	
SUNISH SHARMA	00274432	Nominee Director	0	
LUCA MOLINARI	10615114	Nominee Director	0	
SHAILENDRA DHUPIYA	[redacted]	CFO	0	
RAJESH PRAVINKUMAR GANDHI	[redacted]	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year: 3

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)
RAKESH INDUPRASAD BHATT	02531541	Director	29/04/2025	Appointment
VIKRANT VIRENDRA GANDHI	[redacted]	CFO	08/03/2026	Cessation
SHAILENDRA DHUPIYA	[redacted]	CFO	08/03/2026	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: 4

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
Extra Ordinary General Meeting	29/04/2025	11	9	95.20
Extra Ordinary General Meeting	13/11/2025	11	9	95.20
Extra Ordinary General Meeting	19/12/2025	11	8	96.34
Annual General Meeting	27/06/2025	11	10	96.34

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	29/04/2025	10	10	100.00
2	12/08/2025	10	8	80.00
3	15/10/2025	10	7	70.00
4	17/12/2025	10	8	80.00
5	20/01/2026	10	9	90.00
6	09/02/2026	10	8	80.00
7	05/03/2026	10	9	90.00
8	18/03/2026	10	6	60.00

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	29/04/2025	6	6	100.00
2	Audit Committee	12/08/2025	6	5	83.33
3	Audit Committee	15/10/2025	6	5	83.33
4	Audit Committee	17/12/2025	6	5	83.33
5	Audit Committee	20/01/2026	6	5	83.33
6	Audit Committee	05/03/2026	6	6	100.00
7	Audit Committee	18/03/2026	6	4	66.67
8	Nomination, Remuneration and Com	30/04/2025	3	3	100.00
9	Nomination, Remuneration and Com	12/08/2025	3	3	100.00
10	Nomination, Remuneration and Com	15/10/2025	3	3	100.00
11	Nomination, Remuneration and Com	20/01/2026	3	2	66.67
12	Nomination, Remuneration and Com	05/03/2026	3	3	100.00
13	Corporate Social Responsibility Comr	29/04/2025	3	3	100.00
14	Corporate Social Responsibility Comr	15/10/2025	3	3	100.00
15	IT Strategy Committee	29/04/2025	9	9	100.00
16	IT Strategy Committee	12/08/2025	9	9	100.00
17	IT Strategy Committee	15/10/2025	9	9	100.00
18	IT Strategy Committee	17/12/2025	9	9	100.00
19	IT Strategy Committee	18/03/2026	10	10	100.00
20	Risk Management Committee	29/04/2025	12	12	100.00
21	Risk Management Committee	13/08/2025	12	10	83.33
22	Risk Management Committee	15/10/2025	12	11	91.67
23	Risk Management Committee	20/01/2026	12	11	91.67
24	Stakeholders Relationship Committe	16/10/2025	3	3	100.00
25	IPO Committee	15/10/2025	6	5	83.33
26	Customer Service Committee	12/08/2025	4	4	100.00
27	Customer Service Committee	16/10/2025	4	4	100.00
28	Customer Service Committee	20/01/2026	4	4	100.00

D ATTENDANCE OF DIRECTORS

S.No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGMheld 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	16/07/2026
1	NEERAJ SWAROOP	8	8	100.00	21	21	100.00	
2	VIJAYALAKSHMI IYER	8	8	100.00	16	15	93.75	
3	SAVITA MAHAJAN	8	8	100.00	15	15	100.00	
4	NARENDRA OSTAWAL	8	4	50.00	17	13	76.47	
5	RAVI VENKATRAMAN	8	7	87.50	14	14	100.00	
6	RAKESH INDUPRASAD BHATT	8	8	100.00	12	12	100.00	
7	AMIT GAINDA	8	8	100.00	13	13	100.00	
8	HEMANT OMPRAKASH MUNDRA	8	8	100.00	16	16	100.00	
9	SUNISH SHARMA	8	3	37.50	8	3	37.50	
10	LUCA MOLINARI	8	3	37.50	4	2	50.00	

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL Yes

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered 1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Amit Gainda	Managing director	63360748	0	0	0	63360748.00
2							0.00
3							0.00
4							0.00
5							0.00
6							0.00
7							0.00
8							0.00
9							0.00
10							0.00
11							0.00
12							0.00
13							0.00
14							0.00
15							0.00
	Total		63360748.00	0.00	0.00	0.00	63360748.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered 3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Shailendra Dhupiya	CFO	609325	0	0	0	609325.00
2	Rajesh Gandhi	Company Secretary	4244140	0	0	0	4244140.00
3	Vikrant Gandhi	CFO	27930634	0	0	0	27930634.00
4							0.00
5							0.00

6							0.00
7							0.00
8							0.00
9							0.00
10							0.00
11							0.00
12							0.00
13							0.00
14							0.00
15							0.00
	Total		32784099.00	0.00	0.00	0.00	32784099.00

C *Number of other directors whose remuneration details to be entered 5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Neeraj Swaroop	Director	0	2616000	0	1853000	4469000.00
2	Vijayalakshmi Iyer	Director	0	1308000	0	1526000	2834000.00
3	Savita Mahajan	Director	0	1308000	0	1471500	2779500.00
4	Ravi Venkatraman	Director	0	1308000	0	1335250	2643250.00
5	Rakesh Bhatt	Director	0	1313918	0	1308000	2621918.00
6							0.00
7							0.00
8							0.00
9							0.00
10							0.00
11							0.00
12							0.00
13							0.00
14							0.00
15							0.00
	Total		0.00	7853918.00	0.00	7493750.00	15347668.00

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

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS/OFFICERS No

Number Of Penalties/Punishment imposed on company/directors/officers

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 No

Number of compounding of offences

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 Shareholder / Debenture holder details

Number of shareholder/ debenture holder 113

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 AVANSE 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) 31/03/2026

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 timeprescribed 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 DSC BOX

Name

Date (DD/MM/YYYY)

Place

Whether associate or fellow:

Certificate of practice number

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

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

(b) Name of the Designated Person

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 there under 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** DSC BOX

*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 09494847

***To be digitally signed by** DSC BOX

Company Secretary

*Whether associate or fellow: Associate

*Membership number 19086

Certificate of practice number

Form No. MGT-8

Certificate by a Company Secretary in Practice

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of the Companies (Management and Administration) Rules, 2014]

CERTIFICATE

I have examined the registers, records, books and papers of **AVANSE FINANCIAL SERVICES LIMITED** (the company) having CIN **U67120MH1992PLC068060 and** registered office at 4th floor, E-Wing, Times Square, Andheri -Kurla Road, Gamdevi, Marol Naka, Mumbai, Maharashtra 400 059 as required to be maintained under the Companies Act, 2013 and the rules made thereunder for the financial year ended on **31/03/2026.**

In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I 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 the provisions of the act and Rules made thereunder (wherever applicable) in respect of

1 Its status under the Act; Public Limited Company, Limited by Shares;

2 Maintenances 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 have

Shivani

been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;

5 Closures of Register of Members / Security holders is not required by the company.

6 No Advances, loans to its directors and/or persons or firms or companies were given which is referred in section 185 of the Act;

7 All the Contracts, arrangements, transactions entered into by the Company with related parties ("Related Party Transactions" or "RPTs") were in the ordinary course of business and all such RPTs were on arm's length basis The companies has not entered into any material contract with related parties as specified in section 188 of the Act;

8 All the provisions for 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 were complied;

9 The Company has not kept 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 The company has not declared any dividend for the FY 2025-26 and there was no transfer of unpaid/ unclaimed dividend/other amounts as applicable or required 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 No approvals were 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 The company has not accepted/ renewed/ repaid of deposits during the FY 2025-26,

Shivani

16 No amount is Borrowed from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;

17 The company being NBFC registered with RBI and engaged in the business of giving loan is exempt from the provision of section 186 of the Act, Further the Company did not make any investment, give guarantee or provide security which is other than ordinary course of business and required to be disclosed pursuant to Section 186 of the Act.

18 The company have altered the provisions of the Memorandum and/ or Articles of Association of the Company in compliance with the applicable provision of the companies act, 2013 and rules made under.

For SHIVANI JAIN & ASSOCIATES

Practicing Company Secretary

For Shivani Jain & Associates

Shivani

Proprietor

Place: Jaipur

Date: 17/07/2026

UDIN: A063432H000867246

Shivani Jain

Company Secretary

Mem: 63432

COP: 27219