

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]

All fields marked in * are mandatory

Refer instruction kit for filing the form



Form language

☒ English ☐ Hindi**I REGISTRATION AND OTHER DETAILS**

i *Corporate Identity Number (CIN)

U65921MH1995PLC212675

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	AXIS FINANCE LIMITED	AXIS FINANCE LIMITED
Registered office address	Axis House, Ground Floor, Wadia International Centre ,Worli,NA,Mumbai,Maharashtra,India,400025	Axis House, Ground Floor, Wadia International Centre ,Worli,NA,Mumbai,Maharashtra,India,400025
Latitude details	19.00737169851146	19.00737169851146
Longitude details	72.82917853207434	72.82917853207434

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

Photograph of the registered Office_AFL.pdf

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

AA*****0F

(c) *e-mail ID of the company

*****rate.secretarial@axisfinance.in

(d) *Telephone number with STD code

18*****94

(e) Website	<div style="border: 1px solid black; padding: 2px;">https://www.axisfinance.in/</div>										
iv *Date of Incorporation (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">27/04/1995</div>										
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	<div style="border: 1px solid black; padding: 2px;">Public company</div>										
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	<div style="border: 1px solid black; padding: 2px;">Company limited by shares</div>										
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	<div style="border: 1px solid black; padding: 2px;">Indian Non-Government company</div>										
vi *Whether company is having share capital (as on the financial year end date)	<input checked="" type="radio"/> Yes <input type="radio"/> No										
vii (a) Whether shares listed on recognized Stock Exchange(s)	<input type="radio"/> Yes <input checked="" type="radio"/> No										
(b) Details of stock exchanges where shares are listed											
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 15%;">S. No.</th> <th style="width: 55%;">Stock Exchange Name</th> <th style="width: 30%;">Code</th> </tr> </thead> <tbody> <tr> <td style="height: 30px;"></td> <td></td> <td></td> </tr> </tbody> </table>				S. No.	Stock Exchange Name	Code					
S. No.	Stock Exchange Name	Code									
viii Number of Registrar and Transfer Agent	<div style="border: 1px solid black; padding: 2px; width: 100px;">1</div>										
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 25%;">Name of the Registrar and Transfer Agent</th> <th style="width: 25%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 25%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">L72400TG2017PLC117649</td> <td style="text-align: center;">KFIN TECHNOLOGIES LIMITED</td> <td>Selenium, Tower B, Plot No-31 & 32, Financial District, Nanakramguda, Serilingampally NA Hyderabad Rangareddi Telangana 500032</td> <td style="text-align: center;">INR000000221</td> </tr> </tbody> </table>				CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent	L72400TG2017PLC117649	KFIN TECHNOLOGIES LIMITED	Selenium, Tower B, Plot No-31 & 32, Financial District, Nanakramguda, Serilingampally NA Hyderabad Rangareddi Telangana 500032	INR000000221
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ix * (a) Whether Annual General Meeting (AGM) held	<input checked="" type="radio"/> Yes <input type="radio"/> No										
(b) If yes, date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">24/06/2025</div>										
(c) Due date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">18/09/2025</div>										
(d) Whether any extension for AGM granted	<input type="radio"/> Yes <input checked="" type="radio"/> No										
(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension	<div style="border: 1px solid black; height: 20px;"></div>										

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

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance activities	66	Other financial activities	100

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/Jo int Venture	% of shares held
1	L65110GJ1993PLC020769		AXIS BANK LIMITED	Holding	100

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	1000000000.00	693570539.00	693570539.00	693570539.00
Total amount of equity shares (in rupees)	10000000000.00	6935705390.00	6935705390.00	6935705390.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares with Voting Rights				
Number of equity shares	1000000000	693570539	693570539	693570539
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	10000000000.00	6935705390.00	6935705390	6935705390

(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
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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	627063775	627063775.00	6270637750	6270637750	
Increase during the year	0.00	66506764.00	66506764.00	665067640.00	665067640.00	5320541120.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	66506764	66506764.00	665067640	665067640	5320541120
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	0	0.00	0	0	
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	0	0.00	0	0	
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify <div></div>						
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 <div></div>			0			
At the end of the year	0.00	693570539.00	693570539.00	6935705390.00	6935705390.00	
(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 <div></div>			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 <div></div>			0			
At the end of the year	0.00	0.00	0.00	0.00	0.00	0.00

ISIN of the equity shares of the company

INE891K01013

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

0

Class of shares		<div></div>
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)
NCD Maturing after one year	935820	100000	93582000000.00
NCD Maturing after one year	31190	1000000	31190000000.00
NCD Maturing after one year	1015	10000000	10150000000.00
Total	968025.00	11100000.00	134922000000.00

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
NCD Maturing after one year	60870000000	32712000000	0	93582000000.00
NCD Maturing after one year	52840000000	0	21650000000	31190000000.00
NCD Maturing after one year	8650000000	1500000000	0	10150000000.00
Total	122360000000.00	34212000000.00	21650000000.00	134922000000.00

(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	122360000000.00	34212000000.00	21650000000.00	134922000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	122360000000.00	34212000000.00	21650000000.00	134922000000.00

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

41006351350

ii * Net worth of the Company

53040736987

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	693570474	100.00	0	0.00

5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others	65	0.00	0	0.00
	Nominee Shareholders				
	Total	693570539.00	100	0.00	0

Total number of shareholders (promoters)

7

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	0	0.00	0	0.00
9	Body corporate (not mentioned above)	0	0.00	0	0.00
10	Others <div></div>	0	0.00	0	0.00
	Total	0.00	0	0.00	0

Total number of shareholders (other than promoters)

0

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

7.00

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

Sl.No	Category	
1	Individual - Female	1
2	Individual - Male	5
3	Individual - Transgender	0
4	Other than individuals	1
	Total	7.00

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	8	7
Members (other than promoters)	0	0
Debenture holders	535	673

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	0	0	0	0	0
B Non-Promoter	2	6	1	8	0.00	0.00
i Non-Independent	2	2	1	3	0	0
ii Independent	0	4	0	5	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	6	1	8	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/YYYY)
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AMITABH CHAUDHRY	00531120	Director	0	
DEEPAK MAHESHWARI	08163253	Director	0	
PRAVIN UDHYAVARA BHADYA RAO	06782450	Director	0	
BABURAO BUSI	00425793	Director	0	
NARASIMHA KUMMAMURI	00023046	Director	0	
PALLAVI KANCHAN	07545615	Director	0	
SAI GIRIDHAR	10757486	Managing Director	0	
SAI GIRIDHAR	AFJPS1844Q	CEO	0	
AMITH RANGAN IYER	AAJPI3172J	CFO	0	
RAJNEESH KUMAR	APYPK3831J	Company Secretary	0	
PUNEET MAHENDRA SHARMA	06964749	Director	0	
NARASIMHAN RAJASHEKARAN	02313710	Director	0	

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

7

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)
SAI GIRIDHAR	10757486	CEO	01/01/2025	Appointment
NARASIMHAN RAJASHEKARAN	02313710	Director	26/06/2024	Appointment
PUNEET MAHENDRA SHARMA	06964749	Director	26/06/2024	Appointment
BIJU RADHAKRISHNAN PILLAI	08604963	Whole-time director	06/09/2024	Cessation
BIPIN SARAF KUMAR	06416744	Managing Director	31/12/2024	Cessation
BIPIN SARAF KUMAR	06416744	CEO	31/12/2024	Cessation
SAI GIRIDHAR	10757486	Managing Director	01/01/2025	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

2

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	18/09/2024	8	7	100
Annual General Meeting	19/06/2024	8	6	100

B BOARD MEETINGS

*Number of meetings held

7

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	18/04/2024	8	8	100
2	09/07/2024	10	9	90
3	31/08/2024	10	10	100
4	12/10/2024	9	9	100
5	13/01/2025	9	9	100
6	28/01/2025	9	7	77.78
7	13/03/2025	9	9	100

C COMMITTEE MEETINGS

Number of meetings held

47

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance
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				Number of members attended	% of attendance
1	Audit Committee	17/04/2024	5	5	100
2	Audit Committee	14/05/2024	5	5	100
3	Audit Committee	19/06/2024	5	5	100
4	Audit Committee	08/07/2024	5	5	100
5	Audit Committee	09/08/2024	6	6	100
6	Audit Committee	10/10/2024	6	6	100
7	Audit Committee	29/11/2024	6	6	100
8	Audit Committee	13/01/2025	6	6	100
9	Audit Committee	24/02/2025	6	6	100
10	Risk Management Committee	16/04/2024	4	4	100
11	Risk Management Committee	18/06/2024	4	4	100
12	Risk Management Committee	30/07/2024	4	4	100
13	Risk Management Committee	03/10/2024	4	4	100
14	Risk Management Committee	08/10/2024	4	4	100
15	Risk Management Committee	23/12/2024	4	4	100
16	Risk Management Committee	10/01/2025	4	3	75
17	Nomination & Remuneration Committee	03/04/2024	5	5	100
18	Nomination & Remuneration Committee	16/04/2024	5	5	100
19	Nomination & Remuneration Committee	19/06/2024	5	5	100
20	Nomination & Remuneration Committee	26/08/2024	4	4	100
21	Nomination & Remuneration Committee	11/10/2024	4	4	100
22	Nomination & Remuneration Committee	23/01/2025	4	4	100

23	Nomination & Remuneration Committee	13/03/2025	4	4	100
24	IT STRATEGY COMMITTEE	15/04/2024	5	5	100
25	IT STRATEGY COMMITTEE	18/06/2024	5	4	80
26	IT STRATEGY COMMITTEE	24/09/2024	4	4	100
27	IT STRATEGY COMMITTEE	23/12/2024	4	4	100
28	Corporate Social Responsibility Committee	17/04/2024	4	4	100
29	Corporate Social Responsibility Committee	19/06/2024	4	4	100
30	Stakeholders Relationship Committee	17/04/2024	3	3	100
31	Committee of Directors	13/05/2024	3	3	100
32	Committee of Directors	06/06/2024	3	3	100
33	Committee of Directors	16/07/2024	3	3	100
34	Committee of Directors	12/09/2024	3	3	100
35	Committee of Directors	26/09/2024	3	3	100
36	Committee of Directors	29/10/2024	3	3	100
37	Committee of Directors	19/12/2024	3	3	100
38	Committee of Directors	28/12/2024	3	3	100
39	Committee of Directors	24/01/2025	3	3	100
40	Committee of Directors	29/01/2025	3	3	100
41	Committee of Directors	10/02/2025	3	3	100
42	Committee of Directors	24/02/2025	3	3	100
43	Committee of Directors	25/03/2025	3	3	100
44	Customer Grievance Redressal Committee	15/04/2024	3	3	100
45	Customer Grievance Redressal Committee	18/06/2024	3	3	100
46	Customer Grievance Redressal Committee	24/09/2024	5	5	100
47	Customer Grievance Redressal Committee	23/12/2024	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	24/06/2025 (Y/N/NA)
1	SAI GIRIDHAR	3	3	100	1	1	100	Yes
2	PUNEET MAHENDRA SHARMA	6	5	83	5	5	100	No
3	NARASIMHAN RAJASHEKARAN	6	6	100	14	14	100	No
4	AMITABH CHAUDHRY	7	7	100	0	0	0	Yes
5	DEEPAK MAHESHWARI	7	6	85	34	34	100	No
6	PRAVIN UDHYAVARA BHADYA RAO	7	6	85	25	24	96	No
7	BABURAO BUSI	7	7	100	35	35	100	Yes
8	NARASIMHA KUMMAMURI	7	7	100	24	24	100	No
9	PALLAVI KANCHAN	7	7	100	31	31	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

3

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	BIPIN SARAF KUMAR	Managing Director	40016794	0	0	0	40016794.00
2	BIJU RADHAKRISHNAN PILLAI	Whole-time director	103330508	0	0	0	103330508.00
3	SAI GIRIDHAR	Managing Director	6248526	0	0	13500000	19748526.00
	Total		149595828.00	0.00	0.00	13500000.00	163095828.00

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	AMITH RANGAN IYER	CFO	18098913	0	0	0	18098913.00
2	RAJNEESH KUMAR	Company Secretary	8824766	0	0	0	8824766.00
	Total		26923679.00	0.00	0.00	0.00	26923679.00

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

6

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	DEEPAK MAHESHWARIMaheshwari	Director	0	1000000	0	3900000	4900000.00
2	BABURAO BUSI	Director	0	1000000	0	4100000	5100000.00
3	NARASIMHA KUMMAMURI	Director	0	1000000	0	2800000	3800000.00
4	PALLAVI KANCHAN	Director	0	1000000	0	3750000	4750000.00
5	PRAVIN UDHYAVARA BHADYA RAO	Director	0	1000000	0	2650000	3650000.00
6	NARASIMHAN RAJASHEKARAN	Director	0	764383.56	0	1900000	2664383.56
	Total		0.00	5764383.56	0.00	19100000.00	24864383.56

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

680

XIV Attachments

(a) List of share holders, debenture holders

List of Shareholder and
Debentureholder.xlsm.xlsm

(b) Optional Attachment(s), if any

AFL_Meetings_FY 2025.pdf
Clarification Letter AFL AGM
(1).pdf
MGT-8 AFL_Signed.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 AXIS FINANCE 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

TARLIC SHAH

Date (DD/MM/YYYY)

19/08/2025

Place

Pune

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

2*5*3

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

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

31230

*(b) Name of the Designated Person

RAJNEESH KUMAR

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 7 dated* (DD/MM/YYYY) 22/05/2015 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

1*7*7*8*

***To be digitally signed by**

☒ Company Secretary ☐ Company secretary in practice

***Whether associate or fellow:**

☒ Associate ☐ Fellow

Membership number

3*2*0

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)

AB5923420

eForm filing date (DD/MM/YYYY)

21/08/2025

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

AXIS FINANCE
Axis Finance Ltd.
 Registered Office:
 Ground Floor, Axis House, Wadia International Centre
 Pandurang Buti kai Marg, Worli, Mumbai 400025
 CIN: L26502MH1995PLC212675
 GST: 27AAACK3010F126

एक्सिस फायनान्स लिमिटेड
 नोंदणीकृत कार्यालय:
 100 मंजल, एक्सिस हाऊस, वाडिया इंटरनॅशनल सेंटर
 पांडुरंग बुध्कर मार्ग, वरली, मुंबई 400025
 CIN: L26502MH1995PLC212675
 GST: 27AAACK3010F126

नॉंदणीकृत
"त्रिशुल", ति
समर्थेश्वर मंदि
लॉ गार्डन, ए
अहमदाबाद -

AX
Registered
Trishul", 3rd f
op. Samarth
w Garden, E
nedabad - 3

एक्सि
जीकृत कार्याल
"त्रिशुल", तिसरी मं
समर्थेश्वर मंदिर के स
लॉ गार्डन, एलिस पूल
अहमदाबाद - 360 0

TR
A Joint Venture of Axis Bank and
Registered Office: Axis House, C-2, Wadia
75, Worli, Mumbai - 400025
CIN: L26502MH1995PLC212675
Mumbai, www.axisfinance.com

ट्रेडर
एक्सिस फायनान्स लिमिटेड
अहमदाबाद - 360 0

Type	Degree	DMS
Latitude	19.00737169851146	19°0'27" N
Longitude	72.82917853207434	72°49'45" E



Clear
 33 °C
 91.4 °F



Type	Degree	DMS
Latitude	19.007816123776138	19°0'28" N
Longitude	72.8238963894546	72°49'26" E

23-Apr-2019 03:11 pm

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS
C. COMMITTEE MEETINGS

Sr. No.	Type of Meeting	Date of meeting	Total number of members as on the date of the Meeting	Attendance	
				Number of members attended	% of Attendance
1.	Annual General Meeting	19-06-2024	8	6	100
2.	Extra Ordinary General Meeting	18-09-2024	8	7	100
3.	Board Meeting	18-04-2024	8	8	100
		09-07-2024	10	9	90
		31-08-2024	10	10	100
		12-10-2024	9	9	100
		13-01-2025	9	9	100
		28-01-2025	9	7	77.78
		13-03-2025 & 14-03-2025	9	9	100
4.	Audit Committee	17-04-2024	5	5	100
		14-05-2024	5	5	100
		19-06-2024	5	5	100
		08-07-2024	5	5	100
		09-08-2024	6	6	100
		10-10-2024 & 11-10-2024	6	6	100
		29-11-2024 & 19-11-2024 (Adjourned Meeting)	6	6	100
		13-01-2025	6	6	100
		24-02-2025 & 08-03-2025 (Adjourned Meeting)	6	6	100
5.	Risk Management Committee	16-04-2024	4	4	100
		18-06-2024 & 19-06-2024 (Adjourned Meeting)	4	4	100
		30-07-2024	4	4	100
		03-10-2024	4	4	100
		08-10-2024	4	4	100
		23-12-2024	4	4	100
		10-01-2025	4	3	75
6.	Nomination and Remuneration Committee	03-04-2024	5	5	100
		16-04-2024	5	5	100
		19-06-2024	5	5	100
		26-08-2024	4	4	100
		11-10-2024	4	4	100
		23-01-2025	4	4	100
7.	Corporate Social Responsibility Committee	17-04-2024	4	4	100
		19-06-2024	4	4	100
8.	Customer Grievance Redressal Committee	15-04-2024	3	3	100
		18-06-2024	3	3	100
		24-09-2024	5	5	100
		23-12-2024	5	5	100
9.	Committee of Directors	13-05-2024	3	3	100
		06-06-2024	3	3	100
		16-07-2024	3	3	100



		12-09-2024	3	3	100
		26-09-2024	3	3	100
		29-10-2024	3	3	100
		19-12-2024	3	3	100
		28-12-2024	3	3	100
		24-01-2025	3	3	100
		29-01-2025	3	3	100
		10-02-2025	3	3	100
		24-02-2025	3	3	100
		25-03-2025	3	3	100
10.	IT Strategy Committee	15-04-2024	5	5	100
		18-06-2024	5	4	80
		24-09-2024	4	4	100
		23-12-2024	4	4	100
9	Stakeholders Relationship Committee	17-04-2024	3	3	100

D. ATTENDANCE OF DIRECTORS

S.No	Name of Director	Board Meetings			Committee Meetings		
		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.	Amitabh Chaudhry	7	7	100	-	-	-
2.	Bipin Saraf [#]	4	4	100	14	14	100
3.	Biju Pillai [^]	3	3	100	6	6	100
4.	Deepak Maheshwari	7	6	85.71	34	34	100
5.	Baburao Busi	7	7	100	35	35	100
6.	U B Pravin Rao	7	6	85.71	25	24	96
7.	Pallavi Kanchan	7	7	100	31	31	100
8.	K Narasimha Murthy	7	7	100	24	24	100
9.	N. Rajashekar [*]	6	6	100	14	14	100
10.	Puneet Sharma [*]	6	5	83.33	5	5	100
11.	Sai Giridhar ^{\$}	3	3	100	1	1	100

*-Appointed w.e.f. June 26, 2024

[#]-Ceased to be a Managing Director & CEO effective from the closure of business hours of December 31, 2024

[^]-Ceased to be a Whole-Time Director (Deputy Managing Director) effective September 06, 2024

^{\$}-Appointed as a Managing Director & CEO effective January 01, 2025



AFL/CO/2025-26/94

Date: August 08, 2025

To,
Registrar of Companies Mumbai,
100, Everest Building,
Marine Drive,
Mumbai –
400002

Subject: Clarification Regarding Adjournment and Conduct of the 30th Annual General Meeting of Axis Finance Limited

Dear Sir/Ma'am,

This is with reference to the 30th Annual General Meeting ('AGM') of Axis Finance Limited, we wish to inform you that the Notice of the 30th AGM was duly dispatched on 26th May, 2025 to the members.

The AGM was originally scheduled to be held on 17th June 2025 at 09:00 a.m. at the registered office of the Company. However, for want of quorum, the meeting was adjourned.

The adjourned 30th AGM was subsequently held on 24th June 2025 at the same venue and time, and the businesses as per the original notice dated 26th May 2025 were transacted.

We request you to kindly take the above clarification on record and oblige.

Thanking you,
Yours faithfully,

For **Axis Finance Limited**

RAJNEESH Digitally signed by
KUMAR RAJNEESH KUMAR
Date: 2025.08.08
18:04:03 +05'30'

Rajneesh Kumar
Company Secretary

ACS 31230

Email id – Rajneesh.kumar@axisfinance.in

Add: Axis House, Gr. Floor,
Wadia International Centre,
Worli, Mumbai 400 025





KTS & ASSOCIATES

COMPANY SECRETARIES

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 A COMPANY SECRETARY IN PRACTICE

We have examined the soft copies of secretarial registers, records, books and papers of **M/s. AXIS FINANCE LIMITED** ("the Company") as required to be maintained under the Companies Act, 2013 ("the Act") and the rules made there under for the financial year ended on 31st March, 2025 ("the Financial Year"). In our opinion and to the best of our knowledge and the information provided to us and according to the examinations carried out by us and explanations furnished to us by the Company, 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 Company has complied with the provisions of the Act & Rules made there under in respect of:
 - 1. Its status under the Act i.e. Non-Banking Financial Company (NBFC); Public Limited;
 - 2. Maintenance of registers/records & making entries therein within the time prescribed as stated therein;
 - 3. Filing of forms and returns with the Registrar of Companies within the prescribed time. However, there were no instances of filing of forms and returns under the Act with the Regional Director, Central Government, the Tribunal, Court or other authorities;
 - 4. Calling/convening/holding meetings of Board of Directors and its committees 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 been properly recorded in the minutes book/registers maintained for the purpose and the same have been duly signed;

However, no resolutions were passed by postal ballot during the reporting period.

**Address: Office No 401 Rama Equators Near City International School
Morwadi Chowk Pimpri Pune 411018.
Email: office@kts.cs.in Contact: +91 – 7588847396, +91- 7741069810**



KTS & ASSOCIATES

COMPANY SECRETARIES

5. Closure of Register of Members/Security holders, as the case may be;
6. The Company has not entered into transactions under the provisions of section 185 of the Act.
7. The Company has entered into any contracts or arrangements with related parties requiring approval under Section 188 of the Companies Act, 2013, which were in the ordinary course of business and on an arm's length basis.
8. The Company has (a) issued and allotted Equity Shares on a rights basis to its existing shareholder in accordance with applicable provisions of law; and (b) issued, allotted, and redeemed Debentures during the financial year.

There were no instances of transmission of shares/securities, buy-back of securities, redemption of preference shares, alteration or reduction of share capital, or conversion of shares/securities. However, there were transfer of shares between registered members, wherein the beneficial ownership remained unchanged and continued to be held by Axis Bank Limited, the Holding Company.

8. There was no instance of keeping in abeyance the rights to dividend, shares and pending registration of transfer of shares in compliance with the provisions of the Act.
9. There was no declaration and payment of dividend. The Company was not required to transfer any amount to the Investor Education and Protection Fund under section 125 of the Act.
10. The Company has complied with respect to signing of audited financial statement as per the provisions of Section 134 of the Act and report of Directors is as per subsections (3), (4) and (5) thereof.
11. The Company has complied with respect to constitution, appointment, reappointments, resignation of Directors and Key Managerial Personnel (KMP) and remuneration paid to them as applicable. There were no instances of retirement of Directors and Key Managerial Personnel.
12. The Company has complied with respect to appointment of Statutory Auditors as per the provisions of Section 139 of the Act. There were no instances of casual vacancy caused due to resignation of Statutory Auditors;



KTS & ASSOCIATES COMPANY SECRETARIES

13. There were no activities / events requiring approval from the Central Government, Tribunal, Registrar or Court under the various provisions of the Act.
14. The Company, being a Non-Banking Financial Company – Systemically Important Non-Deposit Taking Company (NBFC-ND-SI), is prohibited from accepting public deposits in accordance with applicable RBI regulations. Accordingly, the Company has not accepted any deposits during the financial year under review.
15. During the financial year under review, the Company has availed borrowings from banks and other financial institutions. The creation, modification, and satisfaction of charges in respect of such borrowings have been duly complied with, wherever applicable, as per the provisions of the Companies Act, 2013 and relevant rules. The Company has not borrowed any funds from its Directors, their relatives, or its Members.
16. The Company being Non-Banking Financial Company, provisions of section 186 of the Act relating to providing loans and investments or giving guarantees or providing of securities to other bodies corporate are not applicable to the Company.
17. During financial year under the review the Company has not altered the clauses of Memorandum of Association & Articles of Association of the Company.

Place: Pune

Date: 29th July, 2025

FOR KTS AND ASSOCIATES

Tarlic
Bharat
Shah

Digitally signed by
Tarlic Bharat Shah
Date: 2025.07.29
18:25:03 +05'30'

TARLIC SHAH

FCS No.: F13578

CP No.: 20503

UDIN : F013578G000888881

PR No : 6539/2025

**Address: Office No 401 Rama Equators Near City International School
Morwadi Chowk Pimpri Pune 411018.**

Email: office@kts.cs.in Contact: +91 – 7588847396, +91- 7741069810



KTS & ASSOCIATES

COMPANY SECRETARIES

Annexure to MGT 8

Our certificate on the Annual Return (Form MGT-8) of even date is to be read in conjunction with this letter.

Management's Responsibility Statement

1. The maintenance of secretarial records and ensuring compliance with applicable laws is the responsibility of the management of the Company. Our responsibility is to express an opinion based on our audit of these records.

Auditor's Responsibility Statement

Auditor's Responsibility Statement

2. We have adopted audit practices and procedures that we consider appropriate to obtain reasonable assurance about the accuracy and integrity of the contents of the secretarial records. Our verification was conducted on a test-check basis to ensure that the information presented in the Annual Return (Form MGT-7) is accurate. We believe that the audit procedures and practices followed by us provide a reasonable basis for our opinion.
3. We have not verified the accuracy or appropriateness of the financial records and books of account of the Company.
4. Wherever required, we have obtained management representations regarding compliance with applicable laws, rules, regulations, and the occurrence of relevant events.

Disclaimer

5. The responsibility for compliance with the provisions of corporate and other applicable laws, rules, regulations, and standards lies with the management. Our examination is limited to verification of records and procedures followed on a test-check basis.



KTS & ASSOCIATES COMPANY SECRETARIES

6. This report should not be construed as an assurance regarding the future viability of the Company or the efficiency or effectiveness with which the management has conducted its affairs.

Place: Pune

Date: 29th July, 2025

FOR KTS AND ASSOCIATES

Tarlic

Bharat Shah

Digitally signed by
Tarlic Bharat Shah
Date: 2025.07.29
18:25:37 +05'30'

TARLIC SHAH

FCS No.: F13578

CP No.: 20503

UDIN : F013578G000888881

PR No : 6539/2025