Form No. MGT-7

Form language

(•) English ( ) Hindi

Annual Return (other than OPCs and Small Companies)

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

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*All fields marked in * are mandatory*

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN): U67190MH2014PLC253944

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 ( ) 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	NIIF INFRASTRUCTURE FINANCE LIMITED	NIIF INFRASTRUCTURE FINANCE LIMITED
Registered office address	North Wing, 3rd Floor, UTI Tower, GN Block, Bandra Kurla Complex,NA,Mumbai,Mumbai City,Maharashtra,India,400051	North Wing, 3rd Floor, UTI Tower, GN Block, Bandra Kurla Complex,NA,Mumbai,Mumbai City,Maharashtra,India,400051
Latitude details	19.0654	19.0654
Longitude details	72.8598	72.8598

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

(b) *Permanent Account Number (PAN) of the company: AA******0Q

(c) *e-mail ID of the company: *****.sheth@niifl.in

(d) *Telephone number with STD code: 02*******00

(e) Website

https://niifl.in/

iv *Date of Incorporation (DD/MM/YYYY) 07/03/2014

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

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)

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

(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

The AGM shall be held on September 28, 2026

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: 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	1815000000.00	1375280631.00	1375280631.00	1375280631.00
Total amount of equity shares (in rupees)	18150000000.00	13752806310.00	13752806310.00	13752806310.00

Number of classes: 1

Class of shares: Equity Shares of Rs. 10/- each	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	1815000000	1375280631	1375280631	1375280631
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	18150000000	13752806310	13752806310	13752806310

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	347504497.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	23849999991.00	0.00	0.00	0.00

Number of classes: 3

Class of shares: CCPS of Rs. 21/- each	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	88095238	0	0	0
Nominal value per share (in rupees)	21	21	21	21
Total amount of preference shares (in rupees)	1849999998	0	0	0

Class of shares CCPS of Rs. 27/- each	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	259259259	0	0	0
Nominal value per share (in rupees)	27	27	27	27
Total amount of preference shares (in rupees)	6999999993	0	0	0

Class of shares Preference Shares of Rs. 100000/- each	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares	150000	0	0	0
Nominal value per share (in rupees)	100000	100000	100000	100000
Total amount of preference shares (in rupees)	15000000000.00	0.00	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	1375280631	1375280631.00	13752806310	13752806310	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Public Issues	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
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	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 0	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Buy-back of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify 0	0	0	0.00	0	0	
At the end of the year	0.00	1375280631.00	1375280631.00	13752806310.00	13752806310.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify 0	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
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 0	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

ii Details of stock split/consolidation during the year (for each class of shares) 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 2

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non-Convertible Debentures of Rs. 1000000 each	118890	1000000	118890000000.00
Non-Convertible Debentures of Rs. 100000 each	1540200	100000	154020000000.00
Total	1659090.00	1100000.00	272910000000.00

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 of Rs. 1000000 each	132580000000	0	13690000000	118890000000.00
Non-Convertible Debentures of Rs. 100000 each	95040000000	58980000000	0	154020000000.00
Total	227620000000.00	58980000000.00	13690000000.00	272910000000.00

(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	227620000000.00	58980000000.00	13690000000.00	272910000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	227620000000.00	58980000000.00	13690000000.00	272910000000.00

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 25256050774.37

ii * Net worth of the Company 49059967347.45

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)	0	0.00	0	0.00
10	Others	0	0.00	0	0.00
	Total	0.00	0	0.00	0

Total number of shareholders (promoters) 0

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	344997165	25.09	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	60000000	4.36	0	0.00
5	Financial institutions	423932487	30.83	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 Trust	546350979	39.73		
	Total	1375280631.00	100	0.00	0

Total number of shareholders (other than promoters)	8
Total number of shareholders (Promoters + Public/Other than promoters)	8.00

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

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	0
3	Individual - Transgender	0
4	Other than individuals	8
	Total	8.00

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	0	0
Members (other than promoters)	8	8
Debenture holders	210	237

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	0	3	0	3	0.00	0.00
i Non-Independent	0	0	0	0	0	0
ii Independent	0	3	0	3	0	0
C Nominee Directors representing	0	2	0	3	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	2	0	3	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	0	5	0	6	0.00	0.00

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 9

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)**
CHARI ALWARTHIRUNAGARI KUPPUSWAMY THIRUVENKATA	00746153	Nominee Director	0	20/04/2026
ASHWANI KUMAR	02870681	Director	0	
ROSEMARY SEBASTIAN	07938489	Director	0	
PRASHANT GHOSE	00034945	Director	0	
SAURABH JAIN	02052518	Nominee Director	0	22/05/2026
NILESH SHRIVASTAVA	09632942	Nominee Director	0	
AJAY CHAUDHARY	ACIPC3472C	CEO	0	

SUDEEP BHATIA	ADQPB9745G	CFO	0	
ANKIT RAMESHCHANDRA SHETH	BFPPS8108Q	Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year 6

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)
SAURABH JAIN	02052518	Additional Director	06/08/2025	Appointment
RAJARAMAN SHIVA	AMOPS4303E	CEO	25/08/2025	Cessation
DEBABRATA MUKHERJEE	ABDPM9042N	CEO	26/08/2025	Appointment
SAURABH JAIN	02052518	Nominee Director	29/09/2025	Change in designation
DEBABRATA MUKHERJEE	ABDPM9042N	CEO	08/12/2025	Cessation
AJAY CHAUDHARY	ACIPC3472C	CEO	08/12/2025	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 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	04/06/2025	8	6	74.9
Annual General Meeting	29/07/2025	8	5	70.2
Extra-Ordinary General Meeting	29/09/2025	8	6	74.9
Extra-Ordinary General Meeting	20/01/2026	8	5	74.9

B BOARD MEETINGS

*Number of meetings held | 9

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	17/04/2025	5	5	100
2	30/04/2025	5	5	100
3	07/07/2025	5	5	100
4	06/08/2025	5	5	100
5	09/10/2025	6	5	83.33
6	04/11/2025	6	6	100
7	08/12/2025	6	6	100
8	04/02/2026	6	5	83.33
9	17/03/2026	6	6	100

C COMMITTEE MEETINGS

Number of meetings held | 28

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee Meeting	30/04/2025	4	4	100
2	Audit Committee Meeting	07/07/2025	4	4	100
3	Audit Committee Meeting	06/08/2025	4	4	100
4	Audit Committee Meeting	04/11/2025	4	4	100
5	Audit Committee Meeting	04/02/2026	4	4	100

6	Corporate Social Responsibility Committee Meeting	29/04/2025	3	3	100
7	Corporate Social Responsibility Committee Meeting	20/06/2025	3	3	100
8	Corporate Social Responsibility Committee Meeting	17/11/2025	3	3	100
9	Corporate Social Responsibility Committee Meeting	28/01/2026	3	3	100
10	Risk Management Committee Meeting	29/04/2025	6	6	100
11	Risk Management Committee Meeting	06/08/2025	6	5	83.33
12	Risk Management Committee Meeting	03/11/2025	6	6	100
13	Risk Management Committee Meeting	03/02/2026	6	6	100
14	Nomination and Remuneration Committee Meeting	29/04/2025	3	3	100
15	Nomination and Remuneration Committee Meeting	07/07/2025	3	3	100
16	Nomination and Remuneration Committee Meeting	06/08/2025	3	3	100
17	Nomination and Remuneration Committee Meeting	09/10/2025	3	3	100
18	Nomination and Remuneration Committee Meeting	08/12/2025	3	3	100
19	Nomination and Remuneration Committee Meeting	03/02/2026	3	3	100
20	Stakeholder Relationship Committee Meeting	06/08/2025	3	3	100
21	Stakeholder Relationship Committee Meeting	03/02/2026	3	3	100
22	IT Strategy Committee Meeting	17/04/2025	7	7	100
23	IT Strategy Committee Meeting	28/07/2025	7	6	85.71
24	IT Strategy Committee Meeting	04/11/2025	7	7	100

25	IT Strategy Committee Meeting	03/02/2026	7	7	100
26	IT Strategy Committee Meeting	16/03/2026	7	7	100
27	Independent Directors	29/04/2025	3	3	100
28	Independent Directors	07/07/2025	3	3	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**	(Y/N/NA)
1	CHARI ALWARTHIRUNAGARI KUPPUSWAMY THIRUVENKATA	9	9	100	11	11	100	
2	ASHWANI KUMAR	9	9	100	23	23	100	
3	ROSEMARY SEBASTIAN	9	9	100	22	22	100	
4	PRASHANT GHOSE	9	9	100	16	16	100	
5	SAURABH JAIN	5	3	60	0	0	0	
6	NILESH SHRIVASTAVA	9	9	100	21	21	100	

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: 0

S. No.	**Name**	**Designation**	**Gross salary**	**Commission**	**Stock Option/ Sweat equity**	**Others**	**Total amount**
	Total		0.00	0.00	0.00	0.00	0.00

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

5

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Shiva Rajaraman	CEO	16543828				16543828.00
2	Debabrata Mukherjee	CEO	8322072				8322072.00
3	Ajay Chaudhary	CEO	7233873				7233873.00
4	Sudeep Bhatia	CFO	22222662				22222662.00
5	Ankit Sheth	Company Secretary	6828235				6828235.00
	Total		61150670.00	0.00	0.00	0.00	61150670.00

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

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	CHARI ALWARTHIRUNAGARI KUPPUSWAMY THIRUVENKATA	Nominee Director	0	1000000	0	1380000	2380000.00
2	ASHWANI KUMAR	Director	0	1000000	0	2100000	3100000.00
3	PRASHANT GHOSE	Director	0	1000000	0	1680000	2680000.00
4	ROSEMARY SEBASTIAN	Director	0	1000000	0	2040000	3040000.00
	Total		0.00	4000000.00	0.00	7200000.00	11200000.00

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: 245

XIV Attachments

(a) List of share holders, debenture holders: Details of Shareholder or Debenture holder.xlsm

(b) Optional Attachment(s), if any

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 NIIF INFRASTRUCTURE 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) 31/03/2026

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 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: NEHA LAHOTY

Date (DD/MM/YYYY): 11/09/2026

Place: MUMBAI

Whether associate or fellow:

○ Associate ● Fellow

Certificate of practice number: 1*2*6

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

*(a) DIN/PAN/Membership number of Designated Person: 27521

*(b) Name of the Designated Person: ANKIT RAMESHCHANDRA SHETH

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 3 dated* (DD/MM/YYYY) 28/03/2024 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

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator: 0*8*0*8*

***To be digitally signed by**

◉ Company Secretary ○ Company secretary in practice

*Whether associate or fellow:

◉ Associate ○ Fellow

Membership number	2*5*1
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)	AC6266589
eForm filing date (DD/MM/YYYY)	25/09/2026

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