FORM NO. MGT-7

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



Annual Return

(other than OPCs and Small Companies)

(v) Whether company is having share capital

I. REGISTRATION AND OTHER DETAILS

(i) * C	i) * Corporate Identification Number (CIN) of the company		L65923	KA2006PLC040028	Pre-fill
(Global Location Number (GLN) of t	he company			
* F	Permanent Account Number (PAN) of the company			
(ii) (a	a) Name of the company		JANA S	MALL FINANCE BANK	
(b) Registered office address				
	TheFairwayBusinessPark #10/1,11/2 gala Inner Rg Rd, Next to EGL,Cha Ila Bangalore Bangalore Karnataka			Đ	
(0	;) *e-mail ID of the company		lakshm	i.rn@janabank.com	
(0	l) *Telephone number with STD co	ode	080460	20100	
(e	e) Website		www.ja	nabank.com	
(iii)	Date of Incorporation		24/07/2	2006	
(iv)	Type of the Company	Category of the Company		Sub-category of the	Company
	Public Company	Company limited by sha	res	Indian Non-Gov	ernment company

Yes

No

 (\bullet)

(vi) *Whether shares listed on recognized Stock Exchange(s)
• Yes
• No

(a) Details of stock exchanges where shares are listed

	S. No.	Stock Exchange Na	ame		Code	
	1	BSE Limited			1	
	2	National Stock Exchange	Limited		1,024	
				· · ·		
	(b) CIN of	the Registrar and Transfer Agent		L72400TG	2017PLC117649	Pre-fill
	Name of t	he Registrar and Transfer Agent		L]
	KFIN TECH	INOLOGIES LIMITED				
	Registere	d office address of the Registrar and Tr	ansfer Agents			1
		Tower B, Plot No- 31 & 32, Financial Distri uda, Serili ngampally NA	ct, N			
(vii)	*Financial	year From date 01/04/2023] (DD/MM/YYYY)	To date	31/03/2024	(DD/MM/YYYY)
(viii)	*Whether	Annual general meeting (AGM) held	O Ye	es 🔿	No	
	(a) If yes,	date of AGM				
	(b) Due da	ate of AGM				
	. ,	er any extension for AGM granted	\bigcirc	Yes	No	
II. F	PRINCIP	AL BUSINESS ACTIVITIES OF	THE COMPAN	Y		

*Number of business activities 1

	Main Activity group code		Business Activity Code		% of turnover of the company
1	к	Financial and insurance Service	K1	Banking activities by Central, Commercial and Saving banks	100

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

*No. of Companies for which information is to be given	0	Pre-fill All
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S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

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	135,000,000	104,590,275	104,590,275	104,590,275
Total amount of equity shares (in Rupees)	1,350,000,000	1,045,902,750	1,045,902,750	1,045,902,750

Number of classes

Class of Shares Equity shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	135,000,000	104,590,275	104,590,275	104,590,275
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,350,000,000	1,045,902,750	1,045,902,750	1,045,902,750

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(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	450,000,000	450,000,000	450,000,000	450,000,000
Total amount of preference shares (in rupees)	4,500,000,000	4,500,000,000	4,500,000,000	4,500,000,000

Number of classes

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	450,000,000	450,000,000	450,000,000	450,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	4,500,000,000	4,500,000,000	4,500,000,000	4,500,000,000

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(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	0	54,978,703	54978703	549,787,03(+	549,787,03 +	

Increase during the year	0	49,611,572	49611572	496,115,720	496,115,72	0
i. Pubic Issues	0	11,159,420	11159420	111,594,200	111,594,20	
ii. Rights issue	0	14,850,632	14850632	148,506,320	148,506,32	
iii. Bonus issue	0	0	0	0	0	
iv. Private Placement/ Preferential allotment	0	2,439,607	2439607	24,396,070	24,396,070	
v. ESOPs	0	114,071	114071	1,140,710	1,140,710	0
vi. Sweat equity shares allotted	0	0	0	0	0	
vii. Conversion of Preference share	0	21,047,842	21047842	210,478,420	210,478,42	
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	_					
At the end of the year	0	104,590,275	104590275	1,045,902,7	1,045,902,	
Preference shares						
At the beginning of the year	0	270,000,000	270000000			
Increase during the year	0	124,154,044	124154044	+		
i. Issues of shares	0	124,154,044	124154044	1,241,540,4		
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	394,154,044	394154044	3,941,540,4	3,941,540.	0
i. Redemption of shares	0	0	0	0	0	

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	0	394,154,044 +	394154044	3,941,540,4 +	3,941,540, [,] +	
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE953L01027

0

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

			l	
Class o	f shares	(i)	(ii)	(iii)
Before split /	Number of shares			
Consolidation	Face value per share			
After split /	Number of shares			
Consolidation	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 [Details being provided in a CD/Digital Media]	\bigcirc	Yes	۲	No	\bigcirc	Not Applicable
Separate sheet attached for details of transfers	۲	Yes	\bigcirc	No		

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	23/06/2023
Date of registration of transfer (Date Month Yea	r)
Type of transfer	Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred	Amount per Share/ Debenture/Unit (in Rs.)

Ledger Folio of Trans	sferor					
Transferor's Name						
	Surname	middle name	first name			
Ledger Folio of Trans	sferee					
Transferee's Name						
	Surname	middle name	first name			
Date of registration c	Date of registration of transfer (Date Month Year)					
Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock						
Number of Shares/ E Units Transferred	Debentures/	Amount per Share/ Debenture/Unit (in Rs.)				
Ledger Folio of Trans	sferor					
Transferor's Name						
	Surname	middle name	first name			
Ledger Folio of Trans	sferee					
Transferee's Name						
	Surname	middle name	first name			

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

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	6,050	1000000	3,500,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Nominal value per unit	Total value
Total		3,500,000,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	-	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	3,500,000,000	0	0	3,500,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

Type of	Number of	Nominal Value of	Total Nominal	Paid up Value of	Total Paid up Value
Type of Securities	Securities	each Unit	Value	each Únit	
Securities	Securities	each Onit	value	each Onic	
Total					
rotar					
	L	<u> </u>	L		L

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

(i) Turnover

46,840,563,000

0

(ii) Net worth of the Company

3,566,499,636,674

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equ	ity	Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	

10.	Total		22.54	0	0
10.	Others	0	0	0	
9.	Body corporate (not mentioned above)	23,575,790	22.54	0	
8.	Venture capital	0	0	0	
7.	Mutual funds	0	0	0	
б.	Foreign institutional investors	0	0	0	
5.	Financial institutions	0	0	0	
4.	Banks	0	0	0	
3.	Insurance companies	0	0	0	

Total number of shareholders (promoters)

2

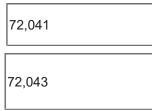
(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equi	ity	Preference		
		Number of shares	Percentage	Number of shares	Percentage	
1.	Individual/Hindu Undivided Family					
	(i) Indian	17,391,611	16.63	0		
	(ii) Non-resident Indian (NRI)	216,321	0.21	0		
	(iii) Foreign national (other than NRI)	0	0	0		
2.	Government					
	(i) Central Government	0	0	0		
	(ii) State Government	0	0	0		
	(iii) Government companies	0	0	0		
3.	Insurance companies	7,088,917	6.78	0		
4.	Banks	0	0	0		
5.	Financial institutions	0	0	0		
б.	Foreign institutional investors	29,207,084	27.93	0		
7.	Mutual funds	2,558,577	2.45	0		

8.	Venture capital	0	0	0	
	Body corporate (not mentioned above)	14,065,061	13.45	0	
10.	Others Alternate Investment Fund:	10,486,914	10.03	0	
	Total	81,014,485	77.48	0	0

Total number of shareholders (other than promoters)

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



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

Number of shares 1% of shares held Name of the FII Address Date of **Country of** Incorporation Incorporation held COPTHALL MAURITIU: JP Morgan Chase Bank N.A, INDIA S 82,354 ELARA INDIA OPPORT C/O. ICICI BANK LTD., SMS1ST FLO 8,757 + CALADIUM INVESTME CITIBANK N.A. CUSTODY SERVICES 762,608 ++ SOCIETE GENERALE - (SBI-SG GLOBAL SECURITIES SERVIC 120,457 ++ UBS PRINCIPAL CAPIT, STANDARD CHARTERED BANKSec 10,299 + HARBOURVEST ASIA PCITIBANK N.A. CUSTODY SERVICES 82,208 + +HARBOURVEST PARTN CITIBANK N.A. CUSTODY SERVICES 2,504,249 ++ HARBOURVEST PARTN CITIBANK N.A. CUSTODY SERVICES 657,676 +HIPEP VIII PARTNERSH CITIBANK N.A. CUSTODY SERVICES 202,362 ++ HARBOURVEST SKEW CITIBANK N.A. CUSTODY SERVICES 77,846 + HARBOURVEST CO-IN\CITIBANK N.A. CUSTODY SERVICES 316,193 +HIPEP VIII PARTNERSH CITIBANK N.A. CUSTODY SERVICES 303,543 ++HARBOURVEST ASIA PCITIBANK N.A. CUSTODY SERVICES 44,265 ++HARBOURVEST CO-INICITIBANK N.A. CUSTODY SERVICES 632,382 +INTEGRATED CORE ST CITIBANK N.A. CUSTODY SERVICES 9,668 + +TREE LINE ASIA MASTECITIBANK N.A. CUSTODY SERVICES 2,098,415 ++ CLIENT ROSEHILL LIMICITIBANK N.A. CUSTODY SERVICES 906,277 ++

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EAST BRIDGE CAPITAL	KOTAK MAHINDRA BANK LIMITED			603,648	
LC PHAROS MULTI STF	HDFC BANK LIMITED CUSTODY OF			296,082	
CITIGROUP GLOBAL N	CITIBANK N.A. CUSTODY SERVICES +			92,768	
TPG ASIA VI SF PTE. LT #	CITIBANK N.A. CUSTODY SERVICES			8,539,897	
DOVETAIL INDIA FUNI	DBS BANK INDIA LTDFIRST FLOOR +			593,784	
BNP PARIBAS FINANCI	BNP PARIBAS HOUSE1 NORTH AVE			18,139	
THE MAPLE FUND L.P.	CITIBANK N.A. CUSTODY SERVICES			632,382	
MANIPAL RESEARCH A	NO 22 ST GEORGES ST MAN56200			156,500	

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	48	72,043
Debenture holders	6	7

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year I			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	1	0	1	0	0	
B. Non-Promoter	1	6	2	6	0.1	0	
(i) Non-Independent	1	1	2	1	0.1	0	
(ii) Independent	0	5	0	5	0	0	
C. Nominee Directors representing	0	0	0	0	0	0	
(i) Banks & 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	1	7	2	7	0.1	0

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

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Subhash Khuntia	05344972	Director	0	
Ajay Kanwal	07886434	Managing Director	88,029	
Ramesh Ramanathan	00163276	Director	0	
R Ramaseshan	00200373	Director	0	
Chitra Talwar	07156318	Director	0	
Rahul Khosla	03597562	Director	0	
K. Srinivas Nayak	09094351	Director	0	
Pammi Vijaya Kumar	07492149	Director	0	
Krishnan Subramania F	10380292	Whole-time directo	21,413	
Abhilash Sandur	AHZPA8585G	CFO	1,919	
Lakshmi R N	ACWPN3608F	Company Secretar	182	

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

Name			Date of appointment/ change in	Nature of change (Appointment/ Change in designation/ Cessation)
BUVANESH THARA	AAAPT4209Q	CFO	20/07/2023	Cessation
K S Raman	10380292	Whole-time director	01/01/2024	Appointment
Abhilash Sandur	AHZPA8585G	CFO	21/07/2023	Appointment

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

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A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings	s held	3				
Type of meeting	g	Date of meeting	Total Number of Members entitled to	Attendance		
			attend meeting	Number of members attended	% of total shareholding	
Annual General M	eeting	23/06/2023	86	19	22.09	
Extra Ordinary Gene	eral Mee +	26/07/2023	86	19	22.09	
Extra Ordinary Gene	eral Mee	04/09/2023	88	15	17.05	

B. BOARD MEETINGS

*Number of meetings held

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S. No.	Date of meeting	Total Number of directors associated as on the date		Attendance
		of meeting	Number of directors attended	% of attendance
1	17/04/2023	8	7	87.5
2	29/04/2023	8	8	100
3	09/05/2023	8	7	87.5
4	08/06/2023	8	8	100
5	20/06/2023	8	7	87.5
6	30/06/2023	8	7	87.5
7	20/07/2023	8	6	75
8	29/07/2023	8	5	62.5
9	11/08/2023	8	7	87.5
10	19/10/2023	8	8	100
11	20/11/2023	8	7	87.5
12	21/12/2023	8	7	87.5

C. COMMITTEE MEETINGS

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S. No.	Type of meeting	Total Number of Members as			
	meeting	Date of meeting		Number of members attended	% of attendance
1	Audit Committe	29/04/2023	5	5	100
2	Audit Committe	08/05/2023	5	4	80
3	Audit Committe	20/07/2023	6	4	66.67
4	Audit Committe	29/07/2023	6	3	50
5	Audit Committe	10/08/2023	6	5	83.33
6	Audit Committe	11/08/2023	6	5	83.33
7	Audit Committe	18/10/2023	6	5	83.33
8	Audit Committe	19/10/2023	6	6	100
9	Audit Committe	20/11/2023	6	5	83.33
10			6	5	83.33

D. *ATTENDANCE OF DIRECTORS

		Board Meetings			Co	gs	Whether attended AGM	
S. No.	No. of the director		Meetings	% of attendance		Meetings	% of attendance	held on
		entitled to attend	attended		entitled to attend	attended		(Y/N/NA)
1	Subhash Khur	21	21	100		30	100	
2	Ajay Kanwal	21	21	100		20	100	
3	Ramesh Rama	21	15	71.43		21	72.41	
4	R Ramasesha	21	19	90.48		31	93.94	
5	Chitra Talwar	21	20	95.24		39	95.12	
6	Rahul Khosla	21	12	57.14		9	34.62	
7	K. Srinivas Na	21	19	90.48		24	92.31	
8	Pammi Vijaya	21	21	100		33	97.06	
9	Krishnan Subr	9	9	100		3	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

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S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ajay Kanwal	Managing Direct	55,474,134	0	0	0	55,474,134
2	K S Raman	Executive Direct	4,205,775	0	0	0	4,205,775
	Total		59,679,909	0	0	0	59,679,909

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

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Abhilash Sandur	Chief Financial (4,388,647	0	0	0	4,388,647
2	Lakshmi R N	Company Secre	5,171,374	0	0	0	5,171,374
	Total		9,560,021	0	0	0	9,560,021

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Dr. Subhash Khunti +	Part Time Chairı	1,500,000	0	0	1,850,000	3,350,000
2	R Ramaseshan	Independent Dir	0	0	0	1,775,000	1,775,000
3	Chitra Talwar	Independent Dir	0	0	0	2,050,000	2,050,000
4	Rahul Khosla	Non Executive [0	0	0	825,000	825,000
5	Srinivas Nayak	Independent Dir	0	0	0	1,550,000	1,550,000
6	P Vijaya Kumar	Independent Dir	0	0	0	1,925,000	1,925,000
7	Ramesh Ramanath	Non Executive [0	0	0	0	0
	Total		1,500,000	0	0	9,975,000	11,475,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable Yes O No provisions of the Companies Act, 2013 during the year

B. If No, give reasons/observations

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

Name of the	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished		Details of appeal (if any) including present status	
(B) DETAILS OF COMPOUNDING OF OFFENCES NII						
Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)	

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

● Yes ○ No

XIV. 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.

Name	
Whether associate or fellow	○ Associate ○ Fellow
Certificate of practice number	

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 all the provisions of the Act during the financial year.

Declaration	

I am Authorised by the Board of Directors of the company vide resolution no. .. dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled 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.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

То	be	digitally	y signed	by
10	ne	ulgitally	y signeu	L D Y

Director				
DIN of the director				
To be digitally signed by				
Company Secretary				
O Company secretary in practice				
Membership number	Certi	ificate of practice nu	umber	
Attachments				List of attachments
1. List of share holders, do	ebenture holders	A	ttach	
2. Approval letter for exter	nsion of AGM;	A	ttach	
3. Copy of MGT-8;		A	ttach	
4. Optional Attachement(s), if any	A	ttach	
				Remove attachment
Modify	Check Form		Prescrutiny	Submit

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