

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]

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

U67190MH2006PLC159411

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	CREDILA FINANCIAL SERVICES LIMITED	CREDILA FINANCIAL SERVICES LIMITED
Registered office address	2nd Floor, AllCargo House,CST Road, Kalina, Santacruz (East),Vidyanagari,Mumbai,Mumbai,Maharashtra,India,400098	B - 301, Citi Point, Next To Kohinoor Continental Andheri - Kurla Road, Andheri (East), Mumbai, Maharashtra, India, 400059
Latitude details	19.072618	19.112403
Longitude details	72.864531	72.86831

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

merged photo of registered office.pdf

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

AA*****9P

(c) *e-mail ID of the company

*****tor@credila.com

(d) *Telephone number with STD code

02*****01

(e) Website

www.credila.com

iv *Date of Incorporation (DD/MM/YYYY)

01/02/2006

v (a) *Class of Company (as on the financial year end date)
(Private company/Public Company/One Person Company)

Public company

(b) *Category of the Company (as on the financial year end date)
(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)
(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government 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

2

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
U67190MH1994PTC079160	ADROIT CORPORATE SERVICES P LTD	18-20, JAFERBHOY INDUSTRIAL ESTATE, MAKWANA ROAD MAROL NAKA, ANDHERI (E),, Mumbai,Mumbai City,Maharashtra,India,400059	INR000002227
L72400MH2017PLC444072	ADROIT CORPORATE SERVICES P LTD	18-20, JAFERBHOY INDUSTRIAL ESTATE, MAKWANA ROAD MAROL NAKA, ANDHERI (E),, Mumbai,Mumbai City,Maharashtra,India,400059	INR000000221

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

Yes

No

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

26/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

Yes

No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

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

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

1

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance activities	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		86129368	Kopvoorn B.V.	Holding	63.96

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	300000000.00	218787715.00	218787715.00	218787715.00
Total amount of equity shares (in rupees)	3000000000.00	2187877150.00	2187877150.00	2187877150.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	300000000	218787715	218787715	218787715
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3000000000.00	2187877150.00	2187877150	2187877150

(b) Preference share capital

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

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in				

rupees)

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year	0	179169225	179169225.00	1791692250	1791692250	
Increase during the year	0.00	39618490.00	39618490.00	396184900.00	396184900.00	26603816035.00
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	13650331	13650331.00	136503310	136503310	9166197266.5
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	25968159	25968159.00	259681590	259681590	17437618768.5
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 <input type="text"/>						
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	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
iv Others, specify <input type="text"/>			0			
At the end of the year	0.00	218787715.00	218787715.00	2187877150.00	2187877150.00	
(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 <input type="text"/>			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 <input type="text"/>			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)

Class of shares		<input type="text"/>
Before split / Consolidation	Number of shares	
	Face value per share	

After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

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

(a) Non-convertible debentures

*Number of classes

3

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non Convertible debentures with FV 1 lakh Rupees	217500	100000	21750000000.00
Non Convertible debentures with FV 10 lakh Rupees	27250	1000000	27250000000.00
Non Convertible debentures with FV 1 crore Rupees	675	10000000	6750000000.00
Total	245425.00	11100000.00	55750000000.00

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 with FV 1 lakh Rupees	6650000000	15100000000	0	21750000000.00
Non Convertible debentures with FV 10 lakh Rupees	34250000000	0	7000000000	27250000000.00
Non Convertible debentures with FV 1 crore Rupees	6750000000	0	0	6750000000.00
Total	47650000000.00	15100000000.00	7000000000.00	55750000000.00

(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	47650000000.00	15100000000.00	7000000000.00	55750000000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	0.00	0.00	0.00	0.00
Total	47650000000.00	15100000000.00	7000000000.00	55750000000.00

v Securities (other than shares and debentures)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Commercial Paper	41000	500000	20500000000	500000	20500000000
Total	41000		20500000000		20500000000

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

i *Turnover

47197312647

ii * Net worth of the Company

86945055179

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)	139936441	63.96	0	0.00
10	Others <input type="text"/>				
	Total	139936441.00	63.96	0.00	0

Total number of shareholders (promoters)

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	1445352	0.66	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	3957887	1.81	0	0.00
4	Banks	39909277	18.24	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)	33538758	15.33	0	0.00
10	Others <input type="text"/>				
	Total	78851274.00	36.04	0.00	0

Total number of shareholders (other than promoters)

9

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

10.00

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

Sl.No	Category	
1	Individual - Female	0
2	Individual - Male	3
3	Individual - Transgender	0
4	Other than individuals	7
	Total	10.00

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	1	1
Members (other than promoters)	10	9
Debenture holders	1888	1878

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	4	0	4	0	0
B Non-Promoter	1	5	1	6	0.00	0.00
i Non-Independent	1	1	1	2	0	0
ii Independent	0	4	0	4	0	0
C Nominee Directors representing	0	1	0	1	0.00	0.00
i. Banks and FIs	0	1	0	1	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		
Total	1	10	1	11	0.00	0.00

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

14

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)
SUNDARAM DAMODARANNAIR	00016304	Director	0	
ARIJIT SANYAL	08386684	Managing Director	1	
ABHIJIT SEN	00002593	Director	0	
BHARAT DHIRAJLAL SHAH	00136969	Director	0	
ANURANJITA KUMAR	05283847	Director	0	
SRINIVASA RANGAN VEDANTHACHARI	00030248	Nominee Director	0	
JIMMY LACHMANDAS MAHTANI	00996110	Director	0	
ASHISH AGRAWAL	00163344	Director	0	
RAJNISH KUMAR	05328267	Director	0	
SATISH KUMAR PILLAI	03511106	Director	0	
SEUNG HYO HAN	10686686	Director	0	
ANKIT SINGHAL	09776472	Director	0	
MANJEET PAWANKUMAR BIJLANI	ACEPB0453C	CFO	1	
KARISHMA PRANAV JHAVERI	AOKPP3847E	Company Secretary	0	

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

10

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)
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AKANKSHA KANDOI	ATCPK7386G	Company Secretary	25/06/2024	Cessation
KARISHMA PRANAV JHAVERI	AOKPP3847E	Company Secretary	17/09/2024	Appointment
SATISH KUMAR PILLAI	03511106	Director	28/06/2024	Change in designation
SEUNG HYO HAN	10686686	Director	28/06/2024	Change in designation
ANKIT SINGHAL	09776472	Director	23/12/2024	Change in designation
SATISH KUMAR PILLAI	03511106	Additional Director	28/06/2024	Appointment
SEUNG HYO HAN	10686686	Additional Director	28/06/2024	Appointment
KOSMAS KALLIAREKOS	03642933	Director	28/06/2024	Cessation
ANKIT SINGHAL	09776472	Additional Director	12/11/2024	Appointment
SANJAY KUKREJA	00175427	Director	11/11/2024	Cessation

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

8

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	05/09/2024	13	5	100
Extra-Ordinary General Meeting	20/06/2024	13	5	100
Extra-Ordinary General Meeting	28/06/2024	14	5	89.06
Extra-Ordinary General Meeting	09/10/2024	13	6	100
Extra-Ordinary General Meeting	30/10/2024	14	7	100
Extra-Ordinary General Meeting	23/12/2024	14	7	100
Extra-Ordinary General Meeting	26/12/2024	14	7	100

Extra-Ordinary General Meeting	05/03/2025	9	7	100
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B BOARD MEETINGS

*Number of meetings held

11

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	02/04/2024	11	7	63.64
2	01/05/2024	11	10	90.91
3	28/06/2024	11	9	81.82
4	24/07/2024	12	10	83.33
5	17/09/2024	12	12	100
6	11/11/2024	12	11	91.67
7	19/12/2024	12	9	75
8	24/12/2024	12	9	75
9	16/01/2025	12	10	83.33
10	22/01/2025	12	9	75
11	25/02/2025	12	11	91.67

C COMMITTEE MEETINGS

Number of meetings held

27

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	01/05/2024	6	5	83.33

2	Audit Committee Meeting	24/07/2024	6	5	83.33
3	Audit Committee Meeting	11/11/2024	6	6	100
4	Audit Committee Meeting	24/12/2024	6	4	66.67
5	Audit Committee Meeting	22/01/2025	6	4	66.67
6	Nomination & Remuneration Committee Meeting	20/06/2024	6	6	100
7	Nomination & Remuneration Committee Meeting	18/12/2024	6	4	66.67
8	Nomination & Remuneration Committee Meeting	16/01/2025	6	4	66.67
9	Nomination & Remuneration Committee Meeting	31/03/2025	6	4	66.67
10	Risk Management Committee Meeting	03/05/2024	7	5	71.43
11	Risk Management Committee Meeting	01/08/2024	7	5	71.43
12	Risk Management Committee Meeting	22/10/2024	6	5	83.33
13	Risk Management Committee Meeting	20/01/2025	6	5	83.33
14	Stakeholders Relationship Committee Meeting	05/03/2025	4	4	100
15	CSR & Sustainability Committee Meeting	30/05/2024	3	3	100
16	CSR & Sustainability Committee Meeting	05/03/2025	3	3	100
17	IT Strategy Committee Meeting	18/06/2024	4	4	100
18	IT Strategy Committee Meeting	24/09/2024	4	3	75
19	IT Strategy Committee Meeting	11/12/2024	4	3	75
20	IT Strategy Committee Meeting	18/03/2025	4	4	100
21	Asset Liability Management Committee Meeting	27/06/2024	6	6	100

22	Asset Liability Management Committee Meeting	06/09/2024	6	6	100
23	Asset Liability Management Committee Meeting	23/10/2024	8	5	62.5
24	Asset Liability Management Committee Meeting	28/12/2024	8	5	62.5
25	Asset Liability Management Committee Meeting	06/03/2025	8	8	100
26	Allotment Committee Meeting	08/10/2024	3	2	66.67
27	Fund Raising Committee Meeting	26/12/2024	4	4	100

D ATTENDANCE OF DIRECTORS

S. No	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 26/09/2025 (Y/N/NA)
		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	ANKIT SINGHAL	5	3	60	6	5	83	No
2	JIMMY LACHMANDAS MAHTANI	11	5	45	5	3	60	No
3	SUNDARAM DAMODARANNAIR	11	9	81	18	16	88	Yes
4	ARIJIT SANYAL	11	10	90	11	11	100	Yes
5	ABHIJIT SEN	11	11	100	13	13	100	Yes
6	BHARAT DHIRAJLAL SHAH	11	9	81	11	7	63	Yes
7	ANURANJITA KUMAR	11	9	81	15	9	60	Yes
8	SRINIVASA RANGAN VEDANTHACHARI	11	10	90	16	12	75	Yes
9	ASHISH AGRAWAL	11	11	100	9	9	100	Yes
10	RAJNISH KUMAR	11	10	90	4	4	100	Yes

11	SATISH KUMAR PILLAI	8	7	87	3	3	100	Yes
12	SEUNG HYO HAN	8	7	87	0	0	0	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

1

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	ARIJIT SANYAL	Managing Director	41394229	32500000	38790830	2631350	115316409.00
	Total		41394229.00	32500000.00	38790830.00	2631350.00	115316409.00

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	MANJEET BIJLANI	CFO	19194860		4989259	105046	24289165.00
2	KARISHMA JHAVERI	Company Secretary	4127609		568489	51458	4747556.00
3	AKANKSHA KANDOLI	Company Secretary	3883068			14944	3898012.00
	Total		27205537.00	0.00	5557748.00	171448.00	32934733.00

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	D. Sundaram	Director	0			2500000	2500000.00
2	Abhijit Sen	Director	0			2400000	2400000.00
3	Bharat Shah	Director	0			1600000	1600000.00
4	Anuranjita Kumar	Director	0			1800000	1800000.00
5	Rajnish Kumar	Director	0			1400000	1400000.00

6	Satish Pillai	Director	0			1000000	1000000.00
	Total		0.00	0.00	0.00	10700000.00	10700000.00

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

1888

XIV Attachments

(a) List of share holders, debenture holders

4.1 Details of Shareholder_310325_KFIN.xlsm
4.3 Details of Debenture holders_310325_Adroit.xlsm
4.2 Details of Debenture holder_310325_KFIN.xlsm

(b) Optional Attachment(s), if any

Explanation Letter -MGT
7_letterhead_signed.pdf
Credila MGT-8_24-25_compressed.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

CREDILA 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) 31/03/2025

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;

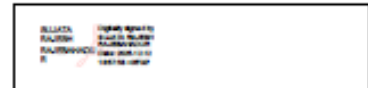
15 acceptance/ renewal/ repayment of deposits;

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

Sujata Rajebahadur

Date (DD/MM/YYYY)

12/12/2025

Place

Nashik

Whether associate or fellow:

Associate

Fellow

Certificate of practice number

4*4*

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

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

25932

*(b) Name of the Designated Person

KARISHMA PRANAV JHAVERI

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 7A dated*
(DD/MM/YYYY) 17/09/2024 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

Arijit Sanyal

*Designation

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

Director

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

0*3*6*8*

*To be digitally signed by

KARISHMA A. PRASAD JHAVERI

Company Secretary Company secretary in practice

*Whether associate or fellow:

Associate Fellow

Membership number

2*9*2

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)

AB9560178

eForm filing date (DD/MM/YYYY)

12/12/2025

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



Sujata R. Rajebahadur

B.Com., F.C.S.

Company Secretary

'Gokul', 199, M.G. Road, Nashik - 422 001.

Phone: (0253) 2502561 Cell: 9922420220.

E-mail: cssujata.rajebahadur@gmail.com

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 Companies (Management and Administration) Rules, 2014]

I have examined the registers, records and books and papers of **CREDILA FINANCIAL SERVICES LIMITED** (Formerly known as HDFC Credila Financial Services 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 31 March 2025. 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 applicable provisions of the Act & Rules made there under in respect of:

1. Status of the Company under the Act:

The Company is Unlisted Public Limited Company, in terms of section 2(52) of the Companies Act, 2013. The Company has its debt securities listed on BSE Limited.

The category of the Company is Company limited by shares.

2. The Company has maintained registers/ records and made entries therein within the prescribed time thereof.

3. The Company has filed forms and returns during the financial year with the Registrar of Companies within / beyond the prescribed time. The Company was not required to file any form during the year with the Regional Director, Central Government, the Tribunal, Court or other authorities.

4. The Company has duly complied with the provisions of the Act with respect to calling/ convening/ holding meetings of the Board of Directors and its Committees as stated in the Annual Return. The provision of passing of resolutions by postal ballot was not applicable to the Company during the year. The Company has passed circular resolutions during the year.

The proceedings of the meetings have been properly recorded in the Minutes Book maintained for the purpose and the same have been signed.





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5. The Company was not required to close its register of Members or other security-holders.
6. The Company has not made/ given loans to its directors and or/ persons or firms or Companies referred in section 185 of the Act.
7. The contracts or arrangements with related parties, entered into by the Company were within the omnibus approval granted by the Audit Committee / approved by the Audit Committee. Further, specific contracts or arrangements with related parties, entered into by the Company were with prior approval of the Audit Committee and the Board of Directors.
8. During the financial year, the Company has issued and allotted following securities in Demat mode and complied with the provisions of the Act:

Issuance of Equity Shares:

Sr. No.	Nature of Security	No of Securities	Nominal Amount Per Security	Premium Amount per Security	Date of Allotment
1	Equity Shares issued pursuant to a preferential issue on Private Placement basis.	2,20,10,272	Rs. 10.00/-	Rs. 671.50/-	28 June 2024
2	Equity Shares issued on Rights issue	1,36,50,331	Rs. 10.00/-	Rs. 671.50/-	24 July 2024
3	Equity Shares issued pursuant to a preferential issue on Private Placement basis.	39,57,887	Rs. 10.00/-	Rs. 671.50/-	14 October 2024

Issue and allotment of Non-Convertible Debentures ('NCDs') on private placement basis:

During the financial year, the Company issued secured listed NCDs aggregating to Rs. 1,510 crore.

Details of redemption of NCDs during the year are as follows: During the period under review the Company redeemed listed NCDs amounting to Rs. 600 crore, pursuant to maturity, and Perpetual Debt Instruments (PDIs) amounting to Rs. 100 crore, pursuant to exercise of call option upon receipt of approval from Reserve Bank of India.





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Issuance and repayment of Commercial Paper:

During the financial year, the Company issued Commercial Papers aggregating to Rs. 3,350 crore, which are listed on BSE and repaid Commercial Papers aggregating to Rs. 2,500 crore.

The transfers of securities were in demat form during the financial year. There was no transmission of securities or buyback of securities or alteration or reduction of share capital. The Company has not issued preference shares, hence, there was no redemption of preference shares during the financial year.

9. The Company was not required to keep in abeyance the rights to dividend, rights shares, and bonus shares, pending registration of transfer of shares in accordance with the provisions of the Act.

10. No dividend declared for the financial year ended 31 March 2025.

The Company has no balance of unpaid / unclaimed dividend / other amounts as applicable to the Investor Education and Protection Fund ("Fund") in accordance with section 125 of the Act, hence was not required to transfer any amount to the Fund.

11. The audited financial statements are signed as per the provisions of section 134 of the Act. The director's report has been duly prepared and signed by the Chairman in accordance with the provisions of 134(3), 134(4) and 134(5) of the Act.

12. During the year, the following changes took place in the composition of the Board of Directors and Key Managerial Personnel (KMPs):





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Name	DIN/PAN	Date of appointment/ change in designation/ cessation	Nature of change(Appointment/ Change in designation/ Cessation)
Seung Hyo Han	10686686	28/06/2024	Appointment as Director of the Company
Satish Kumar Pillai	03511106	28/06/2024	Appointment as Director of the Company
Kosmas Kalliarekos	03642933	28/06/2024	Cessation as Director of the Company
Sanjay Kukreja	00175427	11/11/2024	Cessation as Director of the Company
Ankit Singhal	09776472	12/11/2024	Appointment as Director of the Company
Arijit Sanyal	08386684	17/01/2025	Re-appointment as the Managing Director & CEO of the Company
Akanksha Kandoi	ATCPK7386G	25/06/2024	Cessation as Company Secretary
Karishma Pranav Jhaveri	AOKPP3847E	17/09/2024	Appointment as Company Secretary

Mr. Jimmy Mahtani (DIN: 00996110) and Mr. Rajnish Kumar (DIN: 05328267), Non-Executive Directors retiring at the 20th Annual General Meeting held on 26 September 2025, were reappointed at the 20th Annual General Meeting.

The Directors have duly made the disclosures to the Company. The remuneration to Directors and other Key Managerial Personnel was paid in accordance with the provisions of the Act. There was no filling up of casual vacancies.





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13. During the year under review, M/s. Shah Gupta & Co., Chartered Accountants, one of the Joint Statutory Auditors of the Company completed their tenure of three consecutive years and accordingly ceased to hold office with effect from conclusion of the 19th Annual General Meeting held on 5 September 2024.

The Company at its Extra-ordinary General Meeting held on 30 October 2024, had appointed Price Waterhouse LLP, Chartered Accountants ("PW") (Firm Registration No. - 301112E/E300264) as one of the Joint Statutory Auditors of the Company from 30 October 2024 until the conclusion of 20th AGM of the Company to be held in the financial year 2025-26.

Further, the Board at their Meeting held on 16 May 2025, approved reappointment of Price Waterhouse LLP for a second term of two consecutive years, subject to approval of shareholders. The Shareholders at their 20th Annual General Meeting (AGM) held on 26 September 2025, approved reappointment of PW for a second term of two consecutive years with effect from the date of passing of the shareholders resolution until the conclusion of the 22nd AGM of the Company to be held in the financial year 2027-28.

M/s Gokhale & Sathe, Chartered Accountants (Firm Registration No.103264W), one of the Joint Statutory Auditors of the Company will continue to hold office till the conclusion of 21st Annual General Meeting to be held in FY 2026-27.

14. No approvals were required to be taken from Tribunal, and Registrar, Court or such other authorities under the provision of the Act.

15. The Company has not accepted or renewed any deposits.

16. The borrowings made by the Company from its members, public financial institutions and Banks do not exceed the borrowing limit of the Company u/s 180(1)(c) of the Act.

The charges created by the Company in respect of the secured loans availed by it have been duly registered with ROC.

17. Being a Non-Banking Finance Company, the provisions of section 186 except subsection (1) are not applicable to the Company. The Company has complied with provisions of section 186(1) of the Companies Act 2013.

18. During the year, the Company has altered its Articles of Association (AOA) by passing special resolutions as follows -





Sujata R. Rajebahadur

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E-mail: cssujata.rajebahadur@gmail.com

- At the Extra-ordinary General Meeting ("EGM") held on 28 June 2024 - by adoption of amended and restated Articles of Association of the Company to incorporate the relevant amendments to the (i) shareholders' agreement dated 19 June 2023 executed by and amongst Kopvoorn B.V., Moss Investments Limited, Defati Investments Holding B.V. and Infinity Partners (collectively, the Investors), HDFC Bank Limited, Housing Development Finance Corporation Limited (now merged with and into HDFC Bank Limited) (HDFC Bank) and the Company read with letter agreement dated 18 March 2024 by and amongst Investors, HDFC Bank, and the Company and (ii) the Deed of Adherence to the Shareholders Agreement dated 19 June 2023 by and amongst the Investors, HDFC Bank, Shinhan Bank Co., Ltd and the Company executed on 3 April 2024.
- At the 19th Annual General Meeting held on 5 September 2024 - Changed the name of the Company from "HDFC Credila Financial Services Limited" to "Credila Financial Services Limited".
- At EGM held on 30 October 2024 - adopted amended Articles of Association of the Company to incorporate the relevant clauses of the Second Deed of Adherence to the Shareholders' Agreement dated 19 June 2023 executed on 14 October 2024.
- At EGM held on 26 December 2024 - substituted the set of existing Articles of Association with a restated set of Articles of Association, in order to align the Articles of Association with the requirements of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and the listing requirements of the stock exchange(s) where the securities of the Company are proposed to be listed to ensure that the AOA is aligned prior to filing of the pre-filed draft red herring prospectus with the Securities and Exchange Board of India and the relevant stock exchanges.



Signature:

Sujata R. Rajebahadur

Name of Company Secretary in practice: Sujata R. Rajebahadur

C.P. No: 4241 Membership No. F 5728

Peer Review Cert. No. 2592/2022

UDIN: F005728G001492488

Place: Nashik

Date: 8 October 2025

To,
Registrar of Companies
100, Everest Marine Drive,
Mumbai – 400092
Maharashtra

Dear Sir/Madam,

Sub: Explanatory Statement in relation to Form MGT -7 for the financial year March 31, 2025.

This is with reference to the filing of Form MGT -7 for the financial year (FY) ended March 31, 2025, by Credila Financial Services Limited (Formerly known as HDFC Credila Financial Services Limited) bearing CIN: U67190MH2006PLC159411.

We would like to bring following clarifications to your kind attention, as these cannot be captured within the prescribed structure of Form MGT -7:

- **Item No. IV(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)**

All Equity Shares and Debentures of the Company are in dematerialised form. Accordingly, recording of details of transfer of individual equity share/debenture is not applicable to the Company and for the purpose of this return.

- **Item No. X – Remuneration of Directors and Key Managerial Personnel**

The remuneration reported in Form MGT -7 pertains only to the amounts actually paid during the FY 2024-25, as required under the form's instructions.

- ***Item No. X(A) - Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered***

Remuneration details of Mr. Arijit Sanyal, Managing Directors & CEO includes commission paid in FY24-25 for FY23-24. During FY 24-25, Mr. Sanyal was granted 22,04,837 Options under Credila Financial Services Limited Employee Stock Option Plan – 2024 (“ESOP 2024”) and the overall valuation of said Options is also included in the remuneration details. This includes 30,000 options granted earlier, which were re-allocated back into the ESOP 2024 pool pursuant to the resolution passed by the Nomination & Remuneration Committee on May 30, 2025. Further, 2,50,000 Options as vested under ESOP - 2022 are yet to be exercised.

This clarification is provided to ensure accurate interpretation of the disclosed figures.

CREDILA FINANCIAL SERVICES LIMITED

(Formerly known as HDFC Credila Financial Services Limited)

Corporate Identity Number: U67190MH2006PLC159411

Regd. Office: 2nd Floor, AllCargo House, Kalina, CST Road, Santacruz (East), Mumbai - 400 098, India



Phone No.: 022-6827 6501



Email: investor.relations@credila.com

➤ **Item No. X(A) - Number of other directors whose remuneration details to be entered**

Details of commission paid to following Directors during FY 2024-25 for FY2023-24 is provided in the Form MGT-7, while commission approved for FY 2024-25 but paid in the subsequent financial year i.e. FY25-26, has not been included in Form MGT-7, as under :

Name	Sitting fees paid (INR)	Commission Paid/ Payable (INR)
Mr. V. S. Rangan	-	-
Mr. Biswamohan Mahapatra#	-	15,00,000 [^]
Mr. Sunil Shah#	-	15,00,000 [^]
Mr. Rajesh Gupta#	-	15,00,000 [^]
Ms. Madhumita Ganguli#	-	15,00,000 [^]
Mr. D. Sundaram	25,00,000	30,00,000 ^{^^}
Mr. Abhijit Sen	24,00,000	20,00,000 ^{^^}
Mr. Bharat Shah	16,00,000	20,00,000 ^{^^}
Ms. Anuranjita Kumar	18,00,000	20,00,000 ^{^^}
Mr. Rajnish Kumar	14,00,000	20,00,000 ^{^^}
Mr. Ashish Agrawal	-	-
Mr. Jimmy Mahtani	-	-
Mr. Kosmas Kalliarekos*	-	-
Mr. Satish Pillai**	10,00,000	20,00,000 ^{^^}
Mr. Seung Hyo Han**	-	-
Mr. Sanjay Kukreja***	-	-
Mr. Ankit Singhal****	-	-

#Ceased to be Directors with effect from March 20, 2024.

*Ceased to be a Director with effect from June 28, 2024.

** Appointed as Directors with effect from June 28, 2024.

*** Ceased to be a Director with effect from November 11, 2024.

**** Appointed as a Director with effect from November 12, 2024.

[^]Commission paid in FY 24-25 for FY23-24 included in Form MGT-7

^{^^} Commission paid in FY 25-26 for FY24-25 not included in Form MGT-7

This clarification is provided to ensure accurate interpretation of the disclosed figures.

▪ **Item No. XIV - List of shareholders and debenture holders**

The list of shareholders and debenture holders have been uploaded as per the data provided by the Registrar and Transfer Agent (RTA) of the Company. The information is true and correct to the best of our knowledge. The identification number available in the RTA data is PAN/Folio number, which have been provided accordingly in the attachments.

▪ **Item No. XV - compliance of sub-section (2) of section 92, in case of listed companies 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**

CREDILA FINANCIAL SERVICES LIMITED

(Formerly known as HDFC Credila Financial Services Limited)

Corporate Identity Number: U67190MH2006PLC159411

Regd. Office: 2nd Floor, AllCargo House, Kalina, CST Road, Santacruz (East), Mumbai - 400 098, India



Phone No.: 022-6827 6501



Email: investor.relations@credila.com

The list of compliances / certifications in the Form MGT-8 generated in the Form are as per the standard format prescribed and offer no scope for reporting as per the Company's records.

Therefore, we are attaching a signed MGT-8 form for the Company, based on the events to be reported for the financial year and the same is to be treated as the PCS Certification in Form MGT-8.

For Credila Financial Services Limited
(Formerly known as HDFC Credila Financial Services Limited)

Karishma Jhaveri
Company Secretary
Membership No.: A25932

Date: December 12, 2025
Place: Mumbai

CREDILA FINANCIAL SERVICES LIMITED

(Formerly known as HDFC Credila Financial Services Limited)

Corporate Identity Number: U67190MH2006PLC159411

Regd. Office: 2nd Floor, AllCargo House, Kalina, CST Road, Santacruz (East), Mumbai - 400 098, India