

FORM NO. MGT-7

[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]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L65923KA2006PLC040028

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

JANA SMALL FINANCE BANK

(b) Registered office address

TheFairwayBusinessPark #10/1,11/2,12/2B,Off Domlur Koraman
gala Inner Rg Rd, Next to EGL,Cha Ilaghatta NA
Bangalore
Bangalore
Karnataka
560071

(c) *e-mail ID of the company

lakshmi.rm@janabank.com

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

24/07/2006

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

Pre-fill

Name of the Registrar and Transfer Agent

KFIN Technologies Limited

Registered office address of the Registrar and Transfer Agents

Selenium, Tower B, Plot No-31 & 32, Financial District, Nanakramguda, Serilingamapally NA

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☐ Yes ☐ No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2025

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*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 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

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	200,000,000	105,056,523	105,056,523	105,056,523
Total amount of equity shares (in Rupees)	2,000,000,000	1,050,565,230	105,056,523	105,056,523

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	200,000,000	105,056,523	105,056,523	105,056,523
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,000,000,000	1,050,565,230	105,056,523	105,056,523

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

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

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	104,590,275	104590275	1,045,902,7	1,045,902,	

Increase during the year	0	466,248	466248	4,662,480	4,662,480	127,052,242
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	466,248	466248	4,662,480	4,662,480	127,052,242
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify <div></div>						
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 <div></div>						
At the end of the year	0	105,056,523	105056523	1,050,565,2	1,050,565,2	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify <div></div>						
Decrease during the year	0	0	0	0	0	0
i. Redemption 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	0	0	0	0	

ISIN of the equity shares of the company

INE953L01027

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

0

Class of shares		(i)	(ii)	(iii)
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

[Details being provided in a CD/Digital Media]

☐ Yes ☐ No ☒ Not Applicable

Separate sheet attached for details of transfers

☐ Yes ☐ 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		
Date of registration of transfer (Date Month Year)		
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)

Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>		
	Surname		middle name		first name		
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>		
	Surname		middle name		first name		

Date of registration of transfer (Date Month Year)				<input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock					
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>			
Ledger Folio of Transferor				<input type="text"/>			
Transferor's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>		
	Surname		middle name		first name		
Ledger Folio of Transferee				<input type="text"/>			
Transferee's Name	<input type="text"/>		<input type="text"/>		<input type="text"/>		
	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
Fully convertible debentures	0		0

Particulars	Number of units	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	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(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

54,856,548,577

(ii) Net worth of the Company

40,916,033,547

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		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	

3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	23,409,790	22.28	0	
10.	Others	0	0	0	
	Total	23,409,790	22.28	0	0

Total number of shareholders (promoters)

1

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	22,689,843	21.6	0	
	(ii) Non-resident Indian (NRI)	469,108	0.45	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	4,953,812	4.72	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	28,853,273	27.46	0	
7.	Mutual funds	5,580,875	5.31	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	12,567,421	11.96	0	
10.	Others AIF, others	6,532,401	6.22	0	
	Total	81,646,733	77.72	0	0

Total number of shareholders (other than promoters)

54,110

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

54,111

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

35

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
BARCLAYS MERCHANT BANK PLC +	Standard Chartered Bank, Securities Services (India) Private Limited +			42,600	
GOLDMAN SACHS (INDIA) PRIVATE LIMITED +	Standard Chartered Bank, Securities Services (India) Private Limited +			216,088	
WISDOMTREE INDIA EQUITABLE FUND +	Standard Chartered Bank, Securities Services (India) Private Limited +			41,419	
SOCIETE GENERALE - (CSBI-SG GLOBAL SECURITIES SERVICES) PRIVATE LIMITED +				7,115	
CARNELIAN INDIA AMBITION FUND +	ICICI BANK LTD, 1ST FLOOR EMPIRE CENTRE +			9,251	
BNP PARIBAS FINANCIAL MARKETS +	BNP PARIBAS HOUSE			933	
VEMF - A, L.P.	HSBC SECURITIES SERVICES			116,241	
NORTH HAVEN PRIVATE EQUITY FUND +	HSBC SECURITIES SERVICES			4,147,427	
AMERICAN CENTURY EQUITY FUND +	HSBC SECURITIES SERVICES			9,150	
CALADIUM INVESTMENT FUND +	HSBC SECURITIES SERVICES			762,608	
SPDR S&P EMERGING MARKETS FUND +	HSBC SECURITIES SERVICES			15,497	
RED BAY LTD	DEUTSCHE BANK AG			8,588	
DOVETAIL INDIA FUND +	DBS BANK INDIA LTD			984	
DOVETAIL INDIA FUND +	DBS BANK INDIA LTD			593,784	
COPTHALL MAURITIUS +	JP Morgan Chase Bank N.A.,			10	
QUADRATURE CAPITAL +	JP Morgan Chase Bank N.A.,			423,906	
CITADEL SECURITIES S +	JP Morgan Chase Bank N.A.,			368	

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
MANIPAL RESEARCH A +	NO 22 ST GEORGES ST MAN562				
TREE LINE ASIA MASTE +	CITIBANK N.A. CUSTODY SERVICES +				
TREE LINE ASIA MASTE +	CITIBANK N.A. CUSTODY SERVICES +				
MORGAN STANLEY AS +	CITIBANK N.A. CUSTODY SERVICES +				
AMANSA HOLDINGS P +	CITIBANK N.A. CUSTODY SERVICES +				
TPG ASIA VI SF PTE. LT +	CITIBANK N.A. CUSTODY SERVICES +				
HIPEP VIII PARTNERSH +	CITIBANK N.A. CUSTODY SERVICES +				
HARBOURVEST ASIA P +	CITIBANK N.A. CUSTODY SERVICES +				

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)	72,300	52,411
Debenture holders	7	435

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	1	0	1	0	0
B. Non-Promoter	2	6	2	7	0.31	0
(i) Non-Independent	2	1	2	1	0.31	0
(ii) Independent	0	5	0	6	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	2	7	2	8	0.31	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 12

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

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Ramalingam Ramases 	00200373	Director	0	
Ajay Kanwal	07886434	Managing Director	297,680	
Krishnan Subramania F 	10380292	Whole-time director	29,413	
Ramesh Ramanathan	00163276	Director	0	
Chitra Talwar	07156318	Director	0	
Rahul Khosla	03597562	Director	0	
Subhash C Khuntia	05344972	Director	0	
Kumbla Srinivas Nayak 	09094351	Director	0	
Vijaya Kumar Pammi	07492149	Director	0	
Dinesh C Patwari	10060352	Director	0	
Abhilash Sandur	AHZPA8585G	CFO	3,419	
Lakshmi R N	ACWPN3608F	Company Secretar	182	

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

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Dinesh C Patwari	10060352	Additional director	22/07/2024	Appointment
Dinesh C Patwari	10060352	Director	17/10/2024	Change in designation

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

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	19/06/2024	51,276	56	14.93

B. BOARD MEETINGS

*Number of meetings held

9

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	29/04/2024	9	9	100
2	27/05/2024	9	8	88.89
3	26/06/2024	9	9	100
4	22/07/2024	9	9	100
5	30/08/2024	10	10	100
6	25/09/2024	10	8	80
7	21/10/2024	10	9	90
8	21/01/2025	10	10	100
9	06/03/2025	10	10	100

C. COMMITTEE MEETINGS

Number of meetings held

42

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit & Compliance	27/04/2024	5	4	80
2	Audit & Compliance	29/04/2024	5	5	100
3	Audit & Compliance	27/05/2024	5	5	100
4	Audit & Compliance	20/07/2024	5	4	80

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
5	Audit & Compliance	19/10/2024	6	5	83.33
6	Audit & Compliance	21/10/2024	6	5	83.33
7	Audit & Compliance	20/01/2025	5	5	100
8	Audit & Compliance	21/01/2025	5	5	100
9	Risk Management	27/04/2024	7	6	85.71
10	Risk Management	25/06/2024	7	6	85.71

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	Ramalingam F	9	9	100	27	27	100	
2	Ajay Kanwal	9	9	100	23	22	95.65	
3	Krishnan Subr	9	9	100	12	7	58.33	
4	Ramesh Rama	9	7	77.78	20	12	60	
5	Chitra Talwar	9	9	100	36	36	100	
6	Rahul Khosla	9	7	77.78	12	7	58.33	
7	Subhash C Kh	9	9	100	27	27	100	
8	Kumbla Sriniva	9	9	100	22	22	100	
9	Vijaya Kumar	9	9	100	30	30	100	
10	Dinesh C Patw	5	5	100	14	14	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ajay Kanwal	Managing Director	66,704,396	0	21,144,408	1,875,600	89,724,404
2	Krishnan Subramanian	Whole Time Director	19,121,988	0	696,960	160,892	19,979,840
	Total		85,826,384	0	21,841,368	2,036,492	109,704,244

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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Abhilash Sandur	CFO	8,404,143	0	130,680	0	8,534,823
2	Lakshmi R N	Company Secretary	6,412,971	0	0	0	6,412,971
	Total		14,817,114	0	130,680	0	14,947,794

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Ramalingam Ramaswamy	Part Time Chairman	1,202,447	0	0	1,620,000	2,822,447
2	Ramesh Ramanathan	Director	0	0	0	0	0
3	Chitra Talwar	Director	1,000,000	0	0	1,980,000	2,980,000
4	Rahul Khosla	Director	416,667	0	0	0	416,667
5	Subhash Khuntia	Director	1,850,232	0	0	1,620,000	3,470,232
6	K Srinivas Nayak	Director	1,000,000	0	0	1,420,000	2,420,000
7	Pammi Vijayakumar	Director	1,000,000	0	0	1,740,000	2,740,000
8	Dinesh C Patwari	Director	694,067	0	0	860,000	1,554,067
	Total		7,163,413	0	0	9,240,000	16,403,413

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	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	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

(In case of 'No', submit the details separately through the method specified in instruction kit)

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

Nagendra D Rao

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

7731

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 complied with. I further declare that:

- 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.
- 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.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

- ☐ Company Secretary
☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

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