

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]



सत्यमेव जयते

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

U65923KA2006PLC040028

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCJ7024M

(ii) (a) Name of the company

JANA SMALL FINANCE BANK LI

(b) Registered office address

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

(c) *e-mail ID of the company

lakshmi.rn@janabank.com

(d) *Telephone number with STD code

08039912600

(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

(b) CIN of the Registrar and Transfer Agent

L72400TG2017PLC117649

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, N
anakramguda, Serili ngampally NA

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM 23/06/2023

(b) Due date of AGM 30/09/2023

(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	100,000,000	54,978,703	54,978,703	54,978,703
Total amount of equity shares (in Rupees)	1,000,000,000	549,787,030	549,787,030	549,787,030

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	100,000,000	54,978,703	54,978,703	54,978,703
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	1,000,000,000	549,787,030	549,787,030	549,787,030

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	450,000,000	270,000,000	270,000,000	270,000,000
Total amount of preference shares (in rupees)	4,500,000,000	2,700,000,000	2,700,000,000	2,700,000,000

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Share Capital				
Number of preference shares	450,000,000	270,000,000	270,000,000	270,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of preference shares (in rupees)	4,500,000,000	2,700,000,000	2,700,000,000	2,700,000,000

(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	51,411,564	51411564	514,115,640	514,115,640	
Increase during the year	0	3,567,139	3567139	35,671,390	35,671,390	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	3,303,306	3303306	33,033,060	33,033,060	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	258,115	258115	2,581,150	2,581,150	

v. ESOPs	0	5,718	5718	57,180	57,180	
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	54,978,703	54978703	549,787,030	549,787,030	
Preference shares						
At the beginning of the year	0	150,000,000	150000000	1,500,000,000	1,500,000,000	
Increase during the year	0	120,000,000	120000000	1,200,000,000	1,200,000,000	0
i. Issues of shares	0	120,000,000	120000000	1,200,000,000	1,200,000,000	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 <div></div>						
At the end of the year	0	270,000,000	270000000	2,700,000,000	2,700,000,000	

ISIN of the equity shares of the company

INE953L01019

(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			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			

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

Ledger Folio of Transferee	<input type="text"/>
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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	6,850	1000000 (3550) and Rs. 22	4,300,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			4,300,000,000

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	4,560,000,000	0	260,000,000	4,300,000,000
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

30,750,103,000

(ii) Net worth of the Company

17,972,552,000

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	0
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	0	0	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0

6.	Foreign institutional investors	0	0	0	0
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	23,575,790	42.88	0	0
10.	Others	0	0	0	0
	Total	23,575,790	42.88	0	0

Total number of shareholders (promoters)

2

(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	522,661	0.95	150,000,000	55.56
	(ii) Non-resident Indian (NRI)	0	0	0	0
	(iii) Foreign national (other than NRI)	0	0	0	0
2.	Government				
	(i) Central Government	0	0	0	0
	(ii) State Government	0	0	0	0
	(iii) Government companies	0	0	0	0
3.	Insurance companies	3,219,584	5.86	0	0
4.	Banks	0	0	0	0
5.	Financial institutions	0	0	0	0
6.	Foreign institutional investors	20,190,434	36.72	120,000,000	44.44
7.	Mutual funds	0	0	0	0
8.	Venture capital	0	0	0	0
9.	Body corporate (not mentioned above)	1,719,343	3.13	0	0
10.	Others Private Equity Fund, Overse	5,750,891	10.46	0	0

	Total	31,402,913	57.12	270,000,000	100
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Total number of shareholders (other than promoters)

48

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

50

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

20

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
Treeline Asia Master F	III B, Amoy Street, Level 3, Singapore			1,652,101	
Client Rosehill Limited	IFS Court, Twenty Eight, Cybercity,			1,757,755	
CVCIGP II Employee Re	IFS Court, Twenty Eight, Cybercity,			984,455	
North Haven Private E	10, Changi Business Park Central 2			4,147,427	
Alpha TC Holdings Pte	80, Robinson Road, # 02-00, Singa			1,748,975	
Global Financial Includ	20, rue de la Poste, L-2346, Luxem			141,285	
TPG AISA VI SF PTE LTI	#80, Raffles Place, #15-01, UOB Pla			5,457,125	
Caladium Investment	168 Robinson Road, #37-01 Capita			762,608	
HarbourVest Partners	Corporation Trust Center, 1209 Or			2,504,249	
HarbourVest Partners	50 Lothian Road, Festival Square, E			657,676	
HarbourVest Skew Bas	50 Lothian Road, Festival Square, E			77,846	
HIPEP VIII Partnership	190 Elgin Avenue, George Town, C			303,543	
HIPEP VIII Partnership	50 Lothian Road, Festival Square, E			202,362	
HarbourVest Asia Paci	190 Elgin Avenue, George Town, C			44,265	
HarbourVest Asia Paci	50 Lothian Road, Festival Square, E			82,208	
HarbourVest Co-Inves	Corporation Trust Center, 1209 Or			316,193	
HarbourVest Co-Inves	190 Elgin Avenue, George Town, C			632,382	
The Maple Fund L.P.	Corporation Trust Center, 1209 Or			632,382	
Manipal Research & M	22, St. Georges Street, Port Louis, M			156,500	
Amansa Holdings Pte	250 North Bridge Road #12-03, Raf			3,679,988	

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)	46	48
Debenture holders	8	6

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	1	6	1	6	0	0
(i) Non-Independent	1	1	1	1	0	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	1	7	0	0

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

10

(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)
RAMESH RAMANATHA	00163276	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAMALINGAM RAMAS	00200373	Director	0	
RAHUL KHOSLA	03597562	Director	0	
SUBHASH CHANDRA K	05344972	Director	0	
CHITRA RAJIV TALWA	07156318	Director	0	
VIJAYA KUMAR PAMM	07492149	Director	0	
AJAY CHAMANLAL KA	07886434	Managing Director	0	
KUMBLA SRINIVAS NA	09094351	Director	0	
BUVANESH THARASH	AAAPT4209Q	CFO	0	20/07/2023
LAKSHMI RAJA NARA	ACWPN3608F	Company Secretar	0	

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

5

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)
KUMBLA SRINIVAS NA	09094351	Additional director	05/05/2022	Appointment
KUMBLA SRINIVAS NA	09094351	Director	30/05/2022	Change in designation
VIKRAM GANDHI	05168309	Director	07/02/2023	Cessation
VIJAYA KUMAR PAMM	07492149	Director	30/03/2023	Appointment
EUGENE EMMANUEL	08743508	Director	09/04/2022	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

3

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	30/05/2022	50	14	64.34
ExtraOrdinary General Meeting	01/08/2022	50	15	64.34
ExtraOrdinary General Meeting	30/03/2023	50	17	69.69

B. BOARD MEETINGS

*Number of meetings held

10

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	17/05/2022	8	7	87.5
2	31/05/2022	8	8	100
3	24/06/2022	8	5	62.5
4	27/07/2022	8	7	87.5
5	05/08/2022	8	7	87.5
6	05/08/2022	8	7	87.5
7	10/11/2022	8	7	87.5
8	07/02/2023	8	5	62.5
9	24/02/2023	7	5	71.43
10	29/03/2023	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

32

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 and Compliance	16/05/2022	6	5	83.33
2	Audit and Compliance	17/05/2022	6	5	83.33
3	Audit and Compliance	04/08/2022	6	4	66.67

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
4	Audit and Com	05/08/2022	6	5	83.33
5	Audit and Com	09/11/2022	6	4	66.67
6	Audit and Com	10/11/2022	6	5	83.33
7	Audit and Com	06/02/2023	6	2	33.33
8	Audit and Com	07/02/2023	6	3	50
9	Nomination an	16/05/2022	5	5	100
10	Nomination an	04/08/2022	5	4	80

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	23/06/2023
								(Y/N/NA)
1	RAMESH RAM	10	9	90	17	16	94.12	No
2	RAMALINGAM	10	10	100	23	23	100	No
3	RAHUL KHOS	10	6	60	22	6	27.27	No
4	SUBHASH CH	10	10	100	21	21	100	Yes
5	CHITRA RAJI	10	9	90	27	22	81.48	Yes
6	VIJAYA KUMA	1	1	100	0	0	0	No
7	AJAY CHAMA	10	10	100	15	15	100	Yes
8	KUMBLA SRII	10	8	80	20	15	75	No

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	AJAY CHAMANLAL	Managing Director	56,222,440			7,278,354	63,500,794
	Total		56,222,440			7,278,354	63,500,794

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	Lakshmi R.N.	CS	3,562,475	0	0	175,088	3,737,563
2	BUVANESH THAR	CFO	14,564,082	0	0	1,344,396	15,908,478
	Total		18,126,557	0	0	1,519,484	19,646,041

Number of other directors whose remuneration details to be entered

7

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUBHASH CHAND	Director	0	0	0	2,575,000	2,575,000
2	VIKRAM GANDHI	Director	0	0	0	175,000	175,000
3	RAMALINGAM RAM	Director	0	0	0	1,075,000	1,075,000
4	CHITRA RAJIV TAL	Director	0	0	0	1,000,000	1,000,000
5	VIJAYA KUMAR PA	Director	0	0	0	50,000	50,000
6	KUMBLA SRINIVAS	Director	0	0	0	775,000	775,000
7	Rahul Khosla	Director	0	0	0	225,000	225,000
	Total		0	0	0	5,875,000	5,875,000

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

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. ...

04

dated

29/04/2023

(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:

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.

To be digitally signed by

Director

AJAY
CHAMANLA
L. KANWAL
Digitally signed by
AJAY CHAMANLA
KANWAL
Date: 2023.08.18
18:34:48 +05'30'

DIN of the director

07886434

To be digitally signed by

NAGENDRA
DATTATHIR
EYA RAO
Digitally signed by
NAGENDRA
DATTATHREYA-RAO
Date: 2023.08.18
18:35:14 +05'30'

- ☐ Company Secretary
- ☒ Company secretary in practice

Membership number

5553

Certificate of practice number

7731

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

list of security holders.pdf

MGT-8_JSIF_2023_PDF.pdf

Details of Committee Meetings_.pdf

UDIN_MGT-7.pdf

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