General information about company		
Scrip code	543959	
NSE Symbol	SBFC	
MSEI Symbol	NOTLISTED	
ISIN	INE423Y01016	
Name of the entity	SBFC Finance Limited	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	During the quarter ended September 30, 2025 there have been no acquisition of shares or voting rights in unlisted Companies.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No	Not Applicable
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	During the quarter ended September 30, 2025 there have been no loans/guarantees/comfort letters/securities given to promoters/promoter group/directors (including relatives)/KMPs or any other entity controlled by them
Risk management committee	Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	COMS01905	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		
Remarks for Exchange (not for Website Dissemination)	Market Capitalisation as on 31st December, 2024 has been considered for filing Corporate Governance Report for the quarter ended 30th September, 2025.	

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory	
Whether the listed entity has a Regular Chairperson	Yes
Whether Chairperson is related to MD or CEO	No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Neeraj Swaroop	[redacted]	00061170	Non-Executive - Independent Director	Chairperson		15-07-1958
2	Ms	Surekha Marandi	[redacted]	06952573	Non-Executive - Independent Director	Not Applicable		27-07-1959
3	Mr	Rajesh Mannalal Agrawal	[redacted]	00302467	Non-Executive - Independent Director	Not Applicable		31-03-1976
4	Mr	Aseem Dhru	[redacted]	01761455	Executive Director	Not Applicable	CEO-MD	07-04-1970
5	Mr	Mahesh Dayani	[redacted]	06561389	Executive Director	Not Applicable		04-04-1974
6	Mr	John Mescall	ZZZZZ9999Z	08385575	Non-Executive - Nominee Director	Not Applicable		25-04-1981
7	Mr	Jonathan Tadeusz Tatur	ZZZZZ9999Z	08639243	Non-Executive - Nominee Director	Not Applicable		29-11-1984
8	Mr	Leroy James Langeveld	ZZZZZ9999Z	11068486	Non-Executive - Nominee Director	Not Applicable		23-02-1984
9	Mr	Koni Uttam Nayak	[redacted]	02543830	Non-Executive - Independent Director	Not Applicable		25-05-1967
10	Mr	Ravi Venkatraman	[redacted]	00307328	Non-Executive - Independent Director	Not Applicable		02-07-1959

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active

I. Composition of Board of Directors													
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		21-11-2017	21-11-2022		94	3	2	4	1			
2	NA		23-09-2022	23-09-2022		36	1	1	4	1			
3	NA		11-11-2020	11-11-2020		58	2	1	1	0			
4	NA		28-09-2017	28-09-2022			3	2	3	3			
5	NA		28-02-2025				1	0	0	0			
6	NA		29-05-2019				1	0	2	0		Textual Information(1)	
7	NA		17-12-2019				1	0	0	0		Textual Information(2)	
8	NA		26-04-2025				1	0	0	0		Textual Information(3)	
9	NA		26-03-2024	26-03-2024		19	1	1	0	0			
10	NA		21-02-2024	21-02-2024		20	6	6	10	5			

Text Block	
Textual Information(1)	Mr. John Mescall is a foreign director and hence does not have a PAN.
Textual Information(2)	Mr. Jonathan Tatur is a foreign director and hence does not have a PAN.
Textual Information(3)	Mr. Leroy James Langeveld is a foreign director and hence does not have a PAN.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00307328	Ravi Venkatraman	Non-Executive - Independent Director	Chairperson	21-02-2024		
2	08385575	John Mescall	Non-Executive - Nominee Director	Member	16-10-2022		
3	00061170	Neeraj Swaroop	Non-Executive - Independent Director	Member	20-03-2018		
4	06952573	Surekha Marandi	Non-Executive - Independent Director	Member	16-10-2022		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00302467	Rajesh Mannalal Agrawal	Non-Executive - Independent Director	Chairperson	16-10-2022		
2	00061170	Neeraj Swaroop	Non-Executive - Independent Director	Member	20-03-2018		
3	08385575	John Mescall	Non-Executive - Nominee Director	Member	29-05-2019		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06952573	Surekha Marandi	Non-Executive - Independent Director	Chairperson	16-10-2022		
2	00307328	Ravi Venkatraman	Non-Executive - Independent Director	Member	21-02-2024		
3	08385575	John Mescall	Non-Executive - Nominee Director	Member	16-10-2022		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06952573	Surekha Marandi	Non-Executive - Independent Director	Chairperson	16-10-2022		
2	00061170	Neeraj Swaroop	Non-Executive - Independent Director	Member	20-03-2018		
3	01761455	Aseem Dhru	Executive Director	Member	20-03-2018		
4	08385575	John Mescall	Non-Executive - Nominee Director	Member	29-05-2019		
5	00307328	Ravi Venkatraman	Non-Executive - Independent Director	Member	21-02-2024		
6	02543830	Koni Uttam Nayak	Non-Executive - Independent Director	Member	26-03-2024		
7	99999999	Rajiv Thakker	Chief Risk Officer	Member	06-06-2025		Textual Information(1)
8	99999999	Sanket Agrawal	Chief Strategy Officer & IR	Member	26-03-2024		Textual Information(2)

Sr Text Block	
Textual Information(1)	Mr. Rajiv Thakker is a non board member and does not have a DIN.
Textual Information(2)	Mr. Sanket Agrawal is a non board member and does not have a DIN

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06952573	Surekha Marandi	Non-Executive - Independent Director	Chairperson	16-10-2022		
2	00307328	Ravi Venkatraman	Non-Executive - Independent Director	Member	21-02-2024		
3	08385575	John Mescall	Non-Executive - Nominee Director	Member	29-05-2019		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	26-04-2025				Yes	9	8	4
2	06-06-2025		40		Yes	10	10	5
3		26-07-2025	49		Yes	10	9	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	26-04-2025				Yes	4	4	3	0
2	Audit Committee	26-07-2025	90			Yes	4	4	3	0
3	Risk Management Committee	24-04-2025				Yes	8	6	4	2
4	Risk Management Committee	25-07-2025	91			Yes	6	6	4	2
5	Nomination and remuneration committee	24-04-2025				Yes	3	2	1	0
6	Corporate Social Responsibility Committee	24-04-2025				Yes	3	3	2	0

Annexure 1

V. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Namrata Sajnani
2	Designation	Company Secretary and Compliance Officer

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)				
I. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III		
1	Name of signatory	Namrata Sajnani
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Namrata Sajnani
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	15-10-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Income Tax Department	Levy of penalty under Section 271H of the Income Tax Act, 1961	29-07-2025	Default in complying with the provisions of sub-section (3) of section 200 or the proviso to sub-section (3) of section 206C of Income Tax Act, 1961	Penalty of Rs. 10,000/- paid in Q2FY26. There is no material impact on financial, operation or other activities of the Company.