

## Form No. MGT-7

### 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



Form language

☒ English ☐ Hindi

#### I REGISTRATION AND OTHER DETAILS

i \*Corporate Identity Number (CIN)

U64910MH1984PLC032639

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	PIRAMAL FINANCE LIMITED	PIRAMAL FINANCE LIMITED
Registered office address	601,6th Floor,Amiti Bldg,Agastya Corporate Park Kamani Junction,Opp.Fire Station,LBS Mar,g,Kurla(W),NA,Mumbai,Mumbai City,Maharashtra,India,400070	601,6th Floor,Amiti Bldg,Agastya Corporate Park Kamani Junction,Opp.Fire Station,LBS Mar,g,Kurla(W),NA,Mumbai,Mumbai City,Maharashtra,India,400070
Latitude details	19.08575	19.08575
Longitude details	72.88656	72.88656

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

Photo\_ Registered Office (1).pdf

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

AA\*\*\*\*\*7A

(c) \*e-mail ID of the company

\*\*\*\*\*rate.secretarial@piramal.com

(d) \*Telephone number with STD code

22\*\*\*\*\*00

(e) Website	<div style="border: 1px solid black; padding: 2px;">www.piramalfinance.com</div>								
iv *Date of Incorporation (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">11/04/1984</div>								
v (a) *Class of Company (as on the financial year end date) <i>(Private company/Public Company/One Person Company)</i>	<div style="border: 1px solid black; padding: 2px;">Public company</div>								
(b) *Category of the Company (as on the financial year end date) <i>(Company limited by shares/Company limited by guarantee/Unlimited company)</i>	<div style="border: 1px solid black; padding: 2px;">Company limited by shares</div>								
(c) *Sub-category of the Company (as on the financial year end date) <i>(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)</i>	<div style="border: 1px solid black; padding: 2px;">Non-government company</div>								
vi *Whether company is having share capital (as on the financial year end date)	<input checked="" type="radio"/> Yes <input type="radio"/> No								
vii (a) Whether shares listed on recognized Stock Exchange(s)	<input type="radio"/> Yes <input checked="" type="radio"/> No								
(b) Details of stock exchanges where shares are listed									
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 15%;">S. No.</th> <th style="width: 55%;">Stock Exchange Name</th> <th style="width: 30%;">Code</th> </tr> </thead> <tbody> <tr> <td style="height: 30px;"></td> <td></td> <td></td> </tr> </tbody> </table>		S. No.	Stock Exchange Name	Code					
S. No.	Stock Exchange Name	Code							
viii Number of Registrar and Transfer Agent	<div style="border: 1px solid black; padding: 2px;">1</div>								
<table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 25%;">CIN of the Registrar and Transfer Agent</th> <th style="width: 25%;">Name of the Registrar and Transfer Agent</th> <th style="width: 25%;">Registered office address of the Registrar and Transfer Agents</th> <th style="width: 25%;">SEBI registration number of Registrar and Transfer Agent</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">U67190MH1999PTC118368</td> <td style="text-align: center;">MUFG INTIME INDIA PRIVATE LIMITED</td> <td>C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ), NA, Mumbai, Mumbai City, Maharashtra, India, 400083</td> <td style="text-align: center;">INR000004058</td> </tr> </tbody> </table>		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	U67190MH1999PTC118368	MUFG INTIME INDIA PRIVATE LIMITED	C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West, ), NA, Mumbai, Mumbai City, Maharashtra, India, 400083	INR000004058
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ix * (a) Whether Annual General Meeting (AGM) held	<input checked="" type="radio"/> Yes <input type="radio"/> No								
(b) If yes, date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">07/07/2025</div>								
(c) Due date of AGM (DD/MM/YYYY)	<div style="border: 1px solid black; padding: 2px;">30/09/2025</div>								
(d) Whether any extension for AGM granted	<input type="radio"/> Yes <input checked="" type="radio"/> No								
(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension	<div style="border: 1px solid black; height: 20px;"></div>								

(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

6

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Jo int Venture	% of shares held
1	L24110MH1947PLC005719		PIRAMAL ENTERPRISES LIMITED	Holding	100
2	U67100MH2022PLC381717		PIRAMAL PAYMENT SERVICES LIMITED	Subsidiary	0
3	U74999MH2017PLC291108		DHFL INVESTMENTS LIMITED	Subsidiary	0
4	U45201MH2006PTC165659		PIRAMAL AGASTYA OFFICES PRIVATE LIMITED	Subsidiary	0
5	U65991MH2005PTC153886		DHFL VENTURES TRUSTEE COMPANY PRIVATE LIMITED	Associate	45
6	U66000HR2007PLC052028		PRAMERICA LIFE INSURANCE LIMITED	Joint Venture	50

**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	25840390024	24964691751	24964691751	24964691751
Total amount of equity shares (in rupees)	258403900240.00	249646917510.00	249646917510.00	249646917510.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Equity Shares				
Number of equity shares	25840390024	24964691751	24964691751	24964691751
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees )	258403900240.00	249646917510.00	249646917510.00	249646917510.00

**(b) Preference share capital**

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	2500000	0	0	0
Total amount of preference shares (in rupees)	2500000000.00	0.00	0.00	0.00

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Preference Shares				
Number of preference shares	2500000	0	0	0
Nominal value per share (in rupees)	1000	1000	1000	1000
Total amount of preference shares (in rupees )	2500000000.00	0.00	0.00	0.00

**(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			
<b>(i) Equity shares</b>						
<b>At the beginning of the year</b>	0	23364691751	23364691751.00	233646917510	233646917510	
<b>Increase during the year</b>	0.00	1600000000.00	1600000000.00	16000000000.00	16000000000.00	
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	1600000000	1600000000.00	16000000000	16000000000	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
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	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
x Others, specify <div></div>			0.00			
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	
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	
iv Others, specify <div></div>			0.00			
<b>At the end of the year</b>	0.00	24964691751.00	24964691751.00	24964691751.00	24964691751.00	
<b>(ii) Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0.00	0	0	
<b>Increase during the year</b>	0.00	0.00	0.00	0.00	0.00	
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 <div></div>			0.00			
<b>Decrease during the year</b>	0.00	0.00	0.00	0.00	0.00	
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 <div></div>			0.00			
<b>At the end of the year</b>	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company

INE202B01020

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

0

Class of shares		
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

5

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non Convertible Debentures	184828062	825	152483151150.00
Non Convertible Debentures	2457369	1000	2457369000.00
Non Convertible Debentures	130000	100000	13000000000.00
Non Convertible Debentures	0	500000	0.00
Non Convertible Debentures	68076	1000000	68076000000.00
<b>Total</b>	187483507.00	1601825.00	236016520150.00

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	161724554250	0	9241403100	152483151150.00
Non Convertible Debentures	4013776000	0	1556407000	2457369000.00
Non Convertible Debentures	68326000000	0	250000000	68076000000.00
Non Convertible Debentures	900000000	0	900000000	0.00
Non Convertible Debentures	260000000000	11000000000	24000000000	13000000000.00
<b>Total</b>	260964330250.00	11000000000.00	35947810100.00	236016520150.00

**(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)
<b>Total</b>			

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
<b>Total</b>				

**(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)
<b>Total</b>			

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
<b>Total</b>				

**(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	260964330250.00	11000000000.00	35947810100.00	236016520150.00
Partly convertible debentures				
Fully convertible debentures				
<b>Total</b>	260964330250.00	11000000000.00	35947810100.00	236016520150.00

**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
Senior Secured Sustainability Notes due 2028 under the U.S.\$1,000,000,000 Secured Euro Medium Term Note Programme	450000	85480	38466000000	85480	38466000000
<b>Total</b>	450000.00		38466000000.00		38466000000.00

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

i \*Turnover

81794743682

ii \* Net worth of the Company

129081750473

**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)	24964691745	100.00	0	0.00

10	Others	6	0.00	0	0.00
	Nominee of PEL				
	<b>Total</b>	24964691751.00	100.00	0.00	0.00

Total number of shareholders (promoters)

7

#### 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	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)	0	0.00	0	0.00

10	Others <input type="text"/>	0	0.00	0	0.00
	<b>Total</b>	0.00	0.00	0.00	0.00

Total number of shareholders (other than promoters)

0

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

7.00

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

Sl.No	Category	
1	Individual - Female	2
2	Individual - Male	4
3	Individual - Transgender	0
4	Other than individuals	1
	<b>Total</b>	7.00

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

0

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	7	7
Members (other than promoters)	0	0
Debenture holders	16684	12683

## 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
<b>A Promoter</b>	0	3	0	3	0	0
<b>B Non-Promoter</b>	1	4	1	4	0.00	0.00
i Non-Independent	1	0	1	0	0	0
ii Independent	0	4	0	4	0	0
<b>C Nominee Directors representing</b>	0	0	0	0	0.00	0.00
i. Banks and 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
<b>Total</b>	1	7	1	7	0.00	0.00

\*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 shares held	Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)
AJAY GOPIKISAN PIRAMAL	00028116	Director	1	
SWATI AJAY PIRAMAL	00067125	Director	1	
ANAND AJAY PIRAMAL	00286085	Director	0	
JAIRAM SRIDHARAN	05165390	Managing Director	0	
SUHAIL AMIN NATHANI	01089938	Director	0	

GAUTAM BHAILAL DOSHI	00004612	Director	0	
PUNEET YADU DALMIA	00022633	Director	0	
KUNAL BAHL	01761033	Director	0	
URMILA MAHADEV RAO	BNJPR1899D	Company Secretary	0	
VIKASH SINGHLA	BAFPS2900F	CFO	0	

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

3

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)
KUNAL BAHL	01761033	Director	18/04/2024	Change in designation
BIPIN SINGH	AAVPS1109H	Company Secretary	16/10/2024	Cessation
URMILA MAHADEV RAO	BNJPR1899D	Company Secretary	23/10/2024	Appointment

**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 (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	08/07/2024	7	6	85.71
Extra Ordinary General Meeting	18/04/2024	7	7	100
Extra Ordinary General Meeting	12/03/2025	7	6	85.71

**B BOARD MEETINGS**

\*Number of meetings held

6

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	08/05/2024	8	7	87.50
2	13/08/2024	8	7	87.50
3	23/10/2024	8	7	87.50
4	20/12/2024	8	8	100.00
5	27/01/2025	8	7	87.50
6	28/03/2025	8	8	100.00

### C COMMITTEE MEETINGS

Number of meetings held

20

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	08/05/2024	3	3	100.00
2	Audit Committee	13/08/2024	3	3	100.00
3	Audit Committee	23/10/2024	3	3	100.00
4	Audit Committee	27/01/2025	4	3	75.00
5	Audit Committee	18/03/2025	4	4	100.00
6	Nomination and Remuneration Committee	07/05/2024	3	3	100.00
7	Nomination and Remuneration Committee	24/07/2024	3	3	100.00
8	Nomination and Remuneration Committee	18/03/2025	3	3	100.00
9	Corporate Social Responsibility Committee	08/05/2024	3	3	100.00

10	Corporate Social Responsibility Committee	18/03/2025	3	2	66.67
11	Risk Management Committee	03/05/2024	3	2	66.67
12	Risk Management Committee	12/08/2024	3	3	100.00
13	Risk Management Committee	22/10/2024	3	2	66.67
14	Risk Management Committee	24/01/2025	3	3	100.00
15	Stakeholders Relationship Committee	18/03/2025	3	3	100.00
16	Information Technology Strategy Committee	03/05/2024	3	3	100.00
17	Information Technology Strategy Committee	24/07/2024	3	3	100.00
18	Information Technology Strategy Committee	22/10/2024	3	3	100.00
19	Information Technology Strategy Committee	24/01/2025	3	3	100.00
20	Special Committee of Board for Monitoring and Follow up of Cases of Frauds Committee	24/01/2025	3	3	100.00

#### 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	
								07/07/2025 (Y/N/NA)
1	AJAY GOPIKISAN PIRAMAL	6	6	100.00	5	5	100.00	Yes
2	SWATI AJAY PIRAMAL	6	6	100.00	0	0	0.00	No
3	ANAND AJAY PIRAMAL	6	5	83.33	2	1	50.00	Yes
4	JAIRAM SRIDHARAN	6	6	100.00	15	15	100.00	Yes
5	SUHAIL AMIN NATHANI	6	5	83.33	16	14	87.50	No



6	GAUTAM BHAILAL DOSHI	6	6	100.00	14	14	100.00	No
7	PUNEET YADU DALMIA	6	5	83.33	6	5	83.33	No
8	KUNAL BAHL	6	5	83.33	4	4	100.00	No

#### 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	Mr. Jairam Sridharan	Managing director	69220193	0	186416885	15000000	270637078.00
	<b>Total</b>		69220193.00	0.00	186416885.00	15000000.00	270637078.00

B \*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	Mr. Vikash Singhla	CFO	32397902	0	4285050	3168000	39850952.00
2	Ms. Urmila Rao	Company Secretary	562689	0	0	0	562689.00
	<b>Total</b>		32960591.00	0.00	4285050.00	3168000.00	40413641.00

C \*Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Mr. Gautam Doshi	Director	0	0	0	1050000	1050000.00
2	Mr. Suhail Nathani	Director	0	0	0	1000000	1000000.00
3	Mr. Puneet Dalmia	Director	0	0	0	550000	550000.00
4	Mr. Kunal Bahl	Director	0	0	0	500000	500000.00
	<b>Total</b>		0.00	0.00	0.00	3100000.00	3100000.00

## 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

7

## XIV Attachments

(a) List of share holders, debenture holders

Details of Shareholder or  
Debenture holder\_Equity.xlsm  
Details of Shareholder or  
Debenture  
holder\_INE516Y07014.xlsm  
Details of Shareholder or  
Debenture  
holder\_INE516Y07527.xlsm  
Details of Shareholder or  
Debenture  
holder\_INE641O07185.xlsm  
Details of Shareholder or  
Debenture  
holder\_INE516Y07246.xlsm  
Details of Shareholder or  
Debenture  
holder\_INE516Y07501.xlsm  
Details of Shareholder or  
Debenture  
holder\_INE516Y07535.xlsm  
Details of Shareholder or  
Debenture  
holder\_INE516Y07519.xlsm  
Details of Shareholder or  
Debenture  
holder\_INE516Y07329.xlsm  
Details of Shareholder or  
Debenture  
holder\_INE516Y07261.xlsm  
Details of Shareholder or  
Debenture holder\_Remaining  
ISINs.xlsm  
Details of Shareholder or  
Debenture  
holder\_INE516Y07279.xlsm  
Details of Shareholder or  
Debenture  
holder\_INE516Y07063.xlsm  
Details of Shareholder or  
Debenture  
holder\_INE516Y07295.xlsm  
Details of Shareholder or  
Debenture  
holder\_INE641O07144.xlsm

(b) Optional Attachment(s), if any

MGT 7\_Clarification \_Letter dt  
31.03.2025\_signed.pdf  
PFL\_ MGT 8\_24-25.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 PIRAMAL FINANCE 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

Bharat Upadhyay

Date (DD/MM/YYYY)

05/09/2025

Place

Mumbai

Whether associate or fellow:

☐ Associate

☒ Fellow

Certificate of practice number

4\*5\*

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

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

52228

\*(b) Name of the Designated Person

URMILA MAHADEV RAO

**Declaration**

I am authorised by the Board of Directors of the Company vide resolution number\* 04 dated\*

(DD/MM/YYYY) 01/10/2021 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

\*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\*1\*5\*9\*

**\*To be digitally signed by**

☒ Company Secretary      ☐ Company secretary in practice

**\*Whether associate or fellow:**

☒ Associate      ☐ Fellow

Membership number

5\*2\*8

Certificate of practice number

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**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)

AB6198331

eForm filing date (DD/MM/YYYY)

05/09/2025

**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**

5<sup>th</sup> September 2025

To,  
**Registrar of Companies, ('ROC')**  
**Ministry of Corporate Affairs**  
100, Everest Building,  
Marines Drive, Mumbai – 400 002

Dear Sir / Madam,

**Sub.: Clarification letter**

This is to inform you that, Piramal Finance Limited (formerly known as Piramal Capital & Housing Finance Limited) ['PFL / the Company'] is in the process of filing Form MGT-7. On Page No. 3, point no. III(i), the Company has provided the details of its Holding Company, Subsidiary, Associate and Joint Venture Companies with their % of holding in the respective subsidiary companies. However, while uploading the form, we are facing the below error:

*Invalid for Sum of % of shares held for Subsidiary type under section III(i). Please review the entries and ensure that the sum of percentages for Subsidiary should not be greater than 100.*

Understand that there is some technical glitch and that the form doesn't provide an option to choose Wholly Owned Subsidiary. Hence, we have mentioned 0% in the column % of shares held for its subsidiary companies i.e., DHFL Investments Limited, Piramal Payment Services Limited and Piramal Agastya Offices Private Limited (Formerly Known as PRL Agastya Private Limited).

Please find below the correct details of Company's holding in its subsidiary companies:

Sr. No	CIN / FRN	Name of the Company	Holding / Subsidiary / Associate / Joint Ventures	% shares held
1	U67100MH2022PLC381717	Piramal Payment Services Limited	Wholly Owned Subsidiary	100%
2	U74999MH2017PLC291108	DHFL Investment Limited	Wholly Owned Subsidiary	100%
3	U45201MH2006PTC165659	Piramal Agastya Offices Private Limited (Formerly Known as PRL Agastya Private Limited)	Wholly Owned Subsidiary	100%

**Piramal Finance Limited** (Formerly known as Piramal Capital & Housing Finance Limited)

Registered Office Address: 601, 6<sup>th</sup> Floor, Amity Building, Agastya Corporate Park, Kamani Junction, Opp. Fire Station, LBS Marg, Kurla (West), Mumbai- 400070 | CIN: U64910MH1984PLC032639

Secretarial Department: 5<sup>th</sup> Floor, Amity Building, Agastya Corporate Park, Kamani Junction, Opp. Fire Station, LBS Marg, Kurla (West), Mumbai - 400070, Maharashtra, India

[www.piramalfinance.com](http://www.piramalfinance.com) | EMAIL ID: corporate.secretarial@piramal.com | TEL: +91-22-6918 1200; FAX: +91-22-6835 9780

In addition to the above, the details of Securities provided on Page no. 9 point no. V are converted into Indian Rupees (INR) using rate of 85.48 as on 31<sup>st</sup> March 2025.

Kindly take the above on record and oblige.

Thanking you.

Yours faithfully,

For **Piramal Finance Limited**

*(Formerly known as Piramal Capital & Housing Finance Limited)*

URMILA  
MAHADEV  
RAO

Digitally signed by  
URMILA MAHADEV  
RAO  
Date: 2025.09.05  
19:21:34 +05'30'

**Urmila Rao**

**Company Secretary**

**Membership No.: – A52228**

**Place: Mumbai**

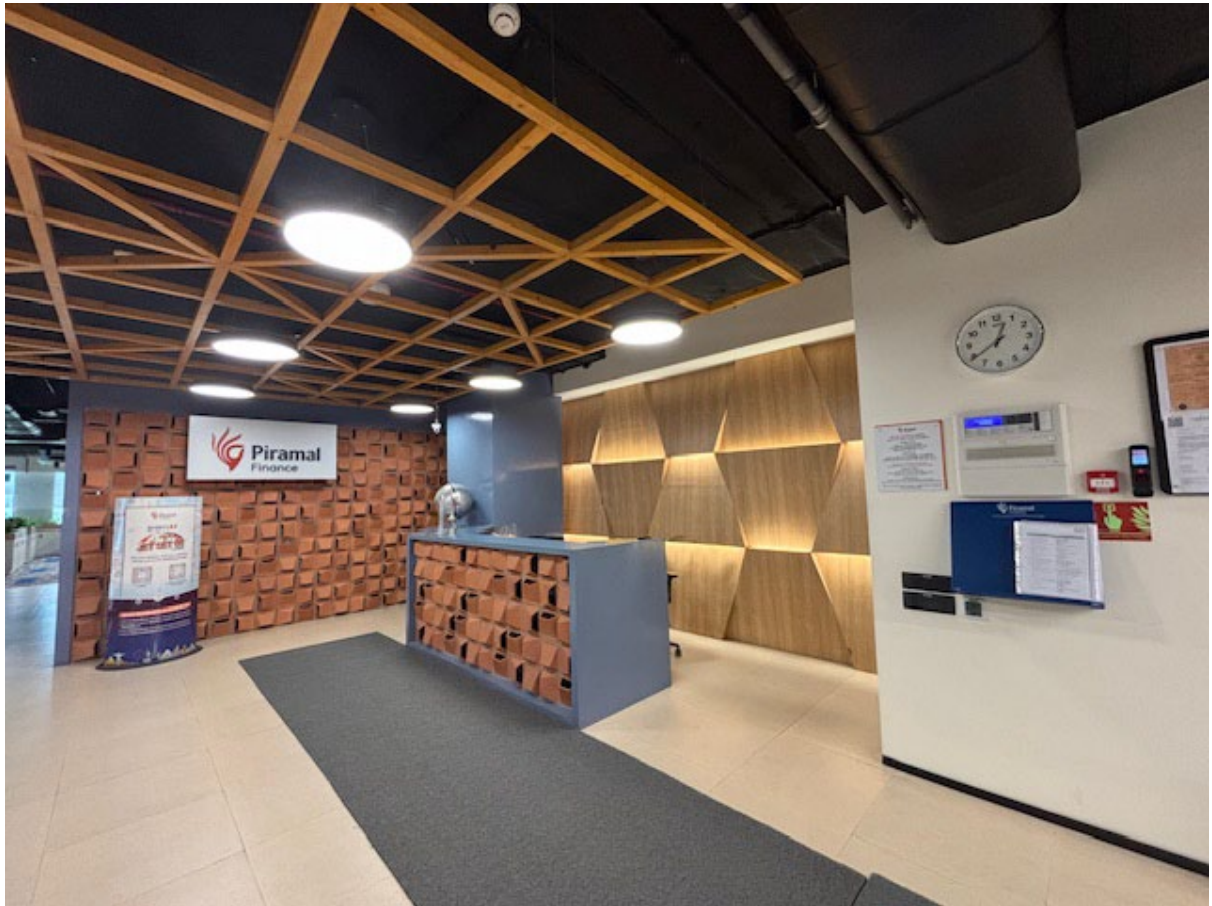
**Piramal Finance Limited** (Formerly known as Piramal Capital & Housing Finance Limited)

Registered Office Address: 601, 6<sup>th</sup> Floor, Amity Building, Agastya Corporate Park, Kamani Junction, Opp. Fire Station,  
LBS Marg, Kurla (West), Mumbai- 400070 | CIN: U64910MH1984PLC032639

Secretarial Department: 5<sup>th</sup> Floor, Amity Building, Agastya Corporate Park, Kamani Junction, Opp. Fire Station,  
LBS Marg, Kurla (West), Mumbai - 400070, Maharashtra, India

[www.piramalfinance.com](http://www.piramalfinance.com) | EMAIL ID: [corporate.secretarial@piramal.com](mailto:corporate.secretarial@piramal.com) | TEL: +91-22-6918 1200; FAX: +91-22-6835 9780









# N L BHATIA & ASSOCIATES

## PRACTISING COMPANY SECRETARIES

Tel. : 91-022-2510 0718  
Tel. : 91-022-2510 0698  
E-mail : navnitlb@hotmail.com  
brupadhyay@hotmail.com  
Website : www.nlba.in

**FORM NO. MGT-8**  
**CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE**  
For the financial year ended March 31, 2025  
*[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies*  
*(Management and Administration) Rules, 2014]*

**CIN: U64910MH1984PLC032639**

**Company Name: Piramal Finance Limited**

*(Formerly known as Piramal Capital & Housing Finance Limited)*

**Paid-up Capital as on March 31, 2025 - Rs. 249,64,69,17,510**

We have examined the registers, records and books and papers of **Piramal Finance Limited** (formerly known as **Piramal Capital & Housing Finance 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 **March 31, 2025** ("year under review / financial year"). In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents,

**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 and the Rules made there under in respect of:
  1. The Company has its status under the Act being listed Public Limited Company which is active;
  2. The Company has maintained proper registers/ records and has made entries therein within the time prescribed;
  3. The Company has filed all the forms and returns as stated in the annual return, with the Registrar of Companies ('ROC') and/ or with any other authority within the prescribed time;
  4. The Company has called/ convened/ held meetings of the Board of Directors and its Committees, and the meetings of the members of the Company on due dates as stated in the annual return and in respect of which proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minutes book maintained in accordance with provisions of the Act and the Rules made thereunder and the same have been signed;



**Page 1 of 3**



5. The Company was not required to close its register of Members/ security holders during the financial year 2024-25;
6. During the year under review, the Company being Housing Finance Company, the provision of Section 185 is not applicable to the Company pursuant to clause (b) of sub-section 3 of Section 185 of the Act;
7. The Company has entered into transactions with their Related Parties. All transactions with related party were entered in the ordinary course of business and at arm's length basis;
8. The Company has complied with all the provisions with respect to issue or allotment ~~or transfer or transmission or buyback of securities/~~ redemption of ~~preference shares or~~ debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of letter of confirmation in all instances;
9. There were no instances requiring the Company to keep 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. During the year under review the Company has not declared any dividend. However, the Company has transferred unpaid/unclaimed dividend aggregating to Rs. 22, 26,396.00 to the IEPF in accordance with Section 124, 125 of the Act.
11. Signing of audited financial statement as per the provisions of Section 134 of the Act and report of the Directors is as per sub-sections (3), (4) and (5) thereof;
12. During the year under review, the ~~change in the constitution of the Board, appointment /re-appointment /retirement/ filing of casual vacancies /~~ disclosures regarding ~~directors /~~ key managerial personnel and the remuneration paid to them, as applicable, were in compliance with the provisions of the Act;

During the year under review, Ms. Urmila Rao was appointed as Company Secretary of the company with effect from October 23, 2024 in place of Mr. Bipin Singh.

13. The Company has complied with the provisions of Section 139 of the Companies Act 2013;
14. The Company was not required to obtain approvals from the Central Government, Regional Director, Registrar or Court as applicable under the various provisions of the Act;
15. During the year under review, the Company has neither accepted nor renewed deposits and therefore no repayment is required to be made;



16. The Company has borrowed funds from various banks under the aggregate limits prescribed under Section 180 of the Act and complied with creation/modification and satisfaction of charges and other provisions during the year under review;
17. During the year under review, the Company being a Housing Finance Company the provisions of Section 186 of the Act, except sub-section (1) is not applicable to the Company;
18. During the year under review, the shareholders at the Extraordinary General Meeting of the Company held on March 12, 2025, approved the change in name of the Company from Piramal Capital & Housing Finance Limited to Piramal Finance Limited and adopted new set of Objects Clause in the Memorandum of Association. Consequently, the Articles of Association and Memorandum of Association of the Company was also altered to reflect the aforesaid changes.

**For N L Bhatia & Associates**  
**Practising Company Secretaries**  
**UIN: P1996MH055800**  
**PR no. 6392/2025**



*[Handwritten signature in blue ink]*

**Date: September 05, 2025**  
**Place: Mumbai**

**Bharat Upadhyay**  
**Partner**  
**FCS No.5436**  
**C.P. No. 4457**  
**UDIN: F005436G001185881**