

<b>General information about company</b>	
Scrip code	543720
NSE Symbol	KFINTECH
MSEI Symbol	NOTLISTED
ISIN	INE138Y01010
Name of the entity	KFin Technologies Limited
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

**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																							
		Disqualification of Directors under section 164 of the Companies Act, 2013																							
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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Vishwanathan Mavila Nair	██████████	02284165	Non-Executive - Non Independent Director	Chairperson		03-03-1952	No				Active	NA		22-11-2018				1	0	1	0		
2	Mr	Venkata Satya Naga Sreekanth Nadella	██████████	08659728	Executive Director	Not Applicable	CEO-MD	07-11-1978	No				Active	NA		12-06-2020				1	0	1	0		
3	Mr	Sandeep Achyut Naik	██████████	02057989	Non-Executive - Nominee Director	Not Applicable		29-10-1972	No				Active	NA		16-11-2018				1	0	0	0		
4	Mr	Shantanu Rastogi	██████████	06732021	Non-Executive - Nominee Director	Not Applicable		26-03-1979	No				Active	NA		16-11-2018				2	0	2	0		

## I. Composition of Board of Directors

### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Srinivas Peddada	██████████	08755240	Non-Executive - Nominee Director	Not Applicable		01-07-1967	No				Active	NA		02-07-2020				1	0	0	0		
6	Mr	Jaideep Hansraj	██████████	02234625	Non-Executive - Nominee Director	Not Applicable		14-07-1965	No				Active	NA		10-11-2021				1	0	0	0		
7	Mr	Prashant Saran	██████████	08747512	Non-Executive - Independent Director	Not Applicable		24-06-1951	No				Active	NA		26-05-2020	26-05-2020		34.05	1	1	2	1		
8	Ms	Sonu Halan Bhasin	██████████	02872234	Non-Executive - Independent Director	Not Applicable		28-09-1963	No				Active	NA		16-11-2018	16-11-2018		52.15	6	6	5	1		

### I. Composition of Board of Directors

#### Disclosure of notes on composition of board of directors explanatory

#### Whether the listed entity has a Regular Chairperson

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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	Kaushik Mazumdar	[REDACTED]	00397815	Non-Executive - Independent Director	Not Applicable		08-07-1964	No				Active	NA		16-11-2018	16-11-2018		52.15	1	1	1	1		

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	00397815	Mr. Kaushik Mazumdar	Non-Executive - Independent Director	Chairperson	05-02-2019		
2	02872234	Sonu Halan Bhasin	Non-Executive - Independent Director	Member	05-02-2019		
3	06732021	Shantanu Rastogi	Non-Executive - Nominee Director	Member	10-07-2020		
4	08747512	Mr. Prashant Saran	Non-Executive - Independent Director	Member	10-07-2020		

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	02872234	Ms. Sonu Halan Bhasin	Non-Executive - Independent Director	Chairperson	05-02-2019		
2	00397815	Mr. Kaushik Mazumdar	Non-Executive - Independent Director	Member	05-02-2019		
3	02057989	Mr. Sandeep Achyut Naik	Non-Executive - Nominee Director	Member	05-02-2019		

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	08747512	Mr. Prashant Saran	Non-Executive - Independent Director	Chairperson	24-03-2022		
2	02284165	Mr. Vishwanathan Mavila Nair	Non-Executive - Non Independent Director	Member	24-03-2022		
3	08659728	Mr. Venkata Satya Naga Sreekanth Nadella	Executive Director	Member	24-03-2022		

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	08747512	Mr. Prashant Saran	Non-Executive - Independent Director	Chairperson	24-03-2022		
2	00397815	Mr. Kaushik Mazumdar	Non-Executive - Independent Director	Member	24-03-2022		
3	08659728	Mr. Venkata Satya Naga Sreekanth Nadella	Executive Director	Member	17-08-2022		



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	02872234	Ms. Sonu Halan Bhasin	Non-Executive - Independent Director	Chairperson	05-02-2019		
2	08747512	Mr. Prashant Saran	Non-Executive - Independent Director	Member	10-07-2020		
3	02057989	Mr. Sandeep Achyut Naik	Non-Executive - Nominee Director	Member	05-02-2019		

<b>Other Committee</b>						
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	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	17-11-2022				Yes	9	9	3
2	28-11-2022		10		Yes	9	8	3
3	10-12-2022		11		Yes	9	8	3
4	15-12-2022		4		Yes	9	7	3
5	22-12-2022		6		Yes	9	9	3
6		10-02-2023	49		Yes	9	9	3
7		22-02-2023	11		Yes	9	9	3
8		31-03-2023	36		Yes	9	8	3

**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	17-11-2022				Yes	4	4	3	0
2	Audit Committee	14-12-2022	26			Yes	4	4	3	0
3	Audit Committee	10-02-2023	57			Yes	4	3	2	0
4	Audit Committee	31-03-2023	48			Yes	4	4	3	0
5	Nomination and remuneration committee	12-12-2022				Yes	3	3	2	0
6	Nomination and remuneration committee	21-03-2023	98			Yes	3	2	2	0

**Annexure 1**

**IV. Meeting of Committees**

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)
7	Risk Management Committee	13-12-2022				Yes	3	3	2	0
8	Risk Management Committee	23-03-2023	99			Yes	3	2	2	0
9	Stakeholders Relationship Committee	24-03-2023	0			Yes	3	3	1	0
10	Corporate Social Responsibility Committee	13-12-2022				Yes	3	2	2	0
11	Corporate Social Responsibility Committee	21-03-2023	97			Yes	3	2	2	0

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

**Annexure 1****VI. 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	Alpana Uttam Kundu
2	Designation	Company Secretary and Compliance Officer



**Annexure II****Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="https://www.kfintech.com/">https://www.kfintech.com/</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://investor.kfintech.com/wp-content/uploads/2022/11/KFintech_TC-of-Appointment-of-Independent-Directors-1.pdf">https://investor.kfintech.com/wp-content/uploads/2022/11/KFintech_TC-of-Appointment-of-Independent-Directors-1.pdf</a>
3	Composition of various committees of board of directors	Yes		<a href="https://investor.kfintech.com/board-and-committees/">https://investor.kfintech.com/board-and-committees/</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://investor.kfintech.com/wp-content/uploads/2022/07/KFintech_Code-of-Conduct-for-Directors-and-Senior-Management.pdf">https://investor.kfintech.com/wp-content/uploads/2022/07/KFintech_Code-of-Conduct-for-Directors-and-Senior-Management.pdf</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://investor.kfintech.com/wp-content/uploads/2022/07/KFintech_Whistle-Blower-and-Vigil-Mechanism-Policy.pdf">https://investor.kfintech.com/wp-content/uploads/2022/07/KFintech_Whistle-Blower-and-Vigil-Mechanism-Policy.pdf</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="https://investor.kfintech.com/wp-content/uploads/2022/07/KFintech_Remuneration-Policy.pdf">https://investor.kfintech.com/wp-content/uploads/2022/07/KFintech_Remuneration-Policy.pdf</a>
7	Policy on dealing with related party transactions	Yes		<a href="https://investor.kfintech.com/wp-content/uploads/2022/11/KFintech_RPT-Policy.pdf">https://investor.kfintech.com/wp-content/uploads/2022/11/KFintech_RPT-Policy.pdf</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="https://investor.kfintech.com/wp-content/uploads/2022/07/KFintech_Material-Subsidiaries-Policy.pdf">https://investor.kfintech.com/wp-content/uploads/2022/07/KFintech_Material-Subsidiaries-Policy.pdf</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://investor.kfintech.com/familiarization-programmes/">https://investor.kfintech.com/familiarization-programmes/</a>

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://investor.kfintech.com/investor-information-resources/">https://investor.kfintech.com/investor-information-resources/</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="https://investor.kfintech.com/investor-information-resources/">https://investor.kfintech.com/investor-information-resources/</a>
12	Financial results	Yes		<a href="https://investor.kfintech.com/financials/">https://investor.kfintech.com/financials/</a>
13	Shareholding pattern	Yes		<a href="https://investor.kfintech.com/stock-exchange-filings/">https://investor.kfintech.com/stock-exchange-filings/</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		<a href="https://investor.kfintech.com/investor-analyst-meet/">https://investor.kfintech.com/investor-analyst-meet/</a>
16	New name and the old name of the listed entity	Yes		<a href="https://investor.kfintech.com/previous-names-of-the-company/">https://investor.kfintech.com/previous-names-of-the-company/</a>
17	Advertisements as per regulation 47 (1)	Yes		<a href="https://investor.kfintech.com/newspaper-notices-advertisements/">https://investor.kfintech.com/newspaper-notices-advertisements/</a>
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="https://investor.kfintech.com/subsidiaries/">https://investor.kfintech.com/subsidiaries/</a>
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="https://investor.kfintech.com/disclosures-under-regulation-46-of-the-lodr/">https://investor.kfintech.com/disclosures-under-regulation-46-of-the-lodr/</a>
21	Materiality Policy as per Regulation 30	Yes		<a href="https://investor.kfintech.com/wp-content/uploads/2022/11/KFintech_Policy-on-determining-materiality-of-events-and-information.pdf">https://investor.kfintech.com/wp-content/uploads/2022/11/KFintech_Policy-on-determining-materiality-of-events-and-information.pdf</a>
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		<a href="https://investor.kfintech.com/wp-content/uploads/2022/11/KFintech_Dividend-Distribution-Policy.pdf">https://investor.kfintech.com/wp-content/uploads/2022/11/KFintech_Dividend-Distribution-Policy.pdf</a>
23	It is certified that these contents on the website of the listed entity are correct	Yes		Certified

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6), (7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

**Annexure II**

**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

**Annexure II**

1	Name of signatory	Alpana Uttam Kundu
2	Designation	Company Secretary and Compliance Officer

**Annexure II**

**III. Affirmations**

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	



**Annexure II**

1	Name of signatory	Alpana Uttam Kundu
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

<b>Text Block</b>	
Textual Information(1)	No such loans / guarantees / comfort letters etc., were provided by the Company

<b>Signatory Details</b>	
Name of signatory	Alpana Kundu
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	18-04-2023

