ANNEXURE 3

6. Sr. No.	Particulars	Amount (in ₹)
a.	Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)	65,125,672
b.	Amount spent on Administrative Overheads	1,709,935
c.	Amount spent on Impact Assessment, if applicable	800,000
d.	Total amount spent for the Financial Year (6a+6b+6c)	67,635,607

e. CSR amount spent or unspent for the Financial Year:

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of Section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of Section 135		
	Amount	Date of Transfer	Name of the fund	Amount	Date of Transfer
67,635,607	Nil			Nil	

f. Excess amount for set off, if any:

Sr. No.	Particulars	Amount (in ₹)
i.	Two percent of average net profit of the company as per sub-section (5) of Section 135	67,583,000
ii.	Total amount spent for the Financial Year	67,635,607
iii.	Excess amount spent for the Financial Year [(ii)-(i)]	52,607
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	0
v.	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	52,607

7. DETAILS OF UNSPENT CSR AMOUNT FOR THE PRECEDING THREE FINANCIAL YEARS

(1)	(2)	(3)	(4)	(5)	(6)		(7)	(8)
Sr. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of Section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of Section 135 (in ₹)	Amount spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub- section (5) of Section 135, if any		Amount remaining to be spent in succeeding Financial Years(in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
Not Applicable								

8. WHETHER ANY CAPITAL ASSETS HAVE BEEN CREATED OR ACQUIRED THROUGH CSR AMOUNT SPENT IN THE FINANCIAL YEAR

No

9. SPECIFY THE REASON(S), IF THE COMPANY HAS FAILED TO SPEND TWO PERCENT OF THE AVERAGE NET PROFIT AS PER SUB-SECTION (5) OF SECTION 135

Not Applicable

On Behalf of the Corporate Social Responsibility Committee of the Board of Directors of KFin Technologies Limited

Radha Rajappa
Chairperson of the CSR Committee
DIN: 08530439

June 10, 2026 | Bangalore

Venkata Satya Naga Sreekanth Nadella
Managing Director and CEO
DIN: 08659728

June 10, 2026 | Hyderabad

CORPORATE GOVERNANCE REPORT

KFINTECH'S PHILOSOPHY ON CODE OF GOVERNANCE

KFin Technologies Limited ("KFintech" or the "Company") remains steadfast in its commitment to adopting and upholding the highest standards of Corporate Governance, which are deeply embedded in the Company's core values and organisational ethos. These principles are reflected through the Company's Code of Business Conduct, Corporate Governance Policy, and the charters of various Committees of the Board. The Company's value system serves as a guiding framework for its conduct, decision-making processes, and interactions with all stakeholders. Anchored in integrity, transparency, accountability, and compliance with applicable laws, KFintech continues to conduct its affairs responsibly and ethically, while remaining committed to creating sustainable value for all stakeholders.

The Company consistently endeavours to ensure adherence to the evolving requirements and best practices of Corporate Governance and considers such compliance to be an integral part of its fiduciary responsibility. In this regard, the Company remains committed to safeguarding the interests and rights of its stakeholders by ensuring timely, adequate, and accurate disclosures relating to its financial position, operational performance, leadership, and governance framework.

The Board of Directors provides strategic oversight to ensure sustainable growth of the Company while fostering a culture of compliance and ethical governance. The Board also ensures compliance with all applicable laws, regulations, statutory requirements, and governance standards, and has established appropriate systems and processes to effectively monitor and strengthen compliance across the organisation.

This Report provides an overview of the Corporate Governance philosophy, framework, and practices followed by the Company during the FY 2025-26.

BOARD OF DIRECTORS

The Board of Directors of the Company is responsible for overseeing the Corporate Governance framework. The Board adopts strategic plans and policies, monitoring the operational performance, establishing policies and processes that ensure integrity of the Company's internal controls and risk management. The Board establishes clear roles and responsibilities in discharging its fiduciary and leadership functions and also ensures that the management actively cultivates a culture of ethical conduct and sets the values to which the organisation will adhere.

COMPOSITION OF THE BOARD

The Company recognises and embraces the importance of a diverse Board for its success. As on March 31, 2026, the Board consists of ten Directors comprising of a Managing Director, two Non-Executive Non-Independent Director, four Independent Directors, one of whom is a woman Director, and three Non-Executive Nominee Directors. The Chairperson of the Board is a Non-Executive Non-Independent Director who is neither related to any promoter or person occupying management positions at the level of the Board of Directors or at one level below the Board of Directors. There is no "inter se" relationship amongst the Directors.

During the year under review, Mr. Shankar Iyer (DIN: 02134073) was appointed by the Board of Directors as an Independent Director (Non-Executive) with effect from April 28, 2025, for a term of 5 (five) consecutive years up to April 27, 2030, not liable to retire by rotation. The said appointment was subsequently approved by the members through a special resolution passed by way of postal ballot through remote e-voting on June 07, 2025.

Mr. Chetan Savla (DIN: 10213435) ceased to be the Nominee Director of Kotak Mahindra Bank Limited with effect from October 27, 2025 and Mr. Devang Gheewalla (DIN: 07480378) was appointed in his place on the same date, liable to retire by rotation.

Further, Mr. Vishwanathan Mavila Nair (DIN: 02284165) was re-appointed as a Non-Executive Director and Chairperson of the Board of Directors of the Company for a period of one year from October 01, 2025, not liable to retire by rotation. Mr. Prashant Saran (DIN: 08747512) Independent Director of the Company, retired upon completion of his term of five consecutive years with effect from May 25, 2025.

Pursuant to the communication dated October 09, 2025 received from General Atlantic Singapore Fund Pte. Ltd. withdrawing the nomination of Mr. Alok Chandra Misra (DIN: 01542028) as its Nominee Director on the Board of the Company, the Board of Directors considering Mr. Misra's vast experience as well as his contribution to the Board during tenure as a Nominee Director, with the consent of Mr. Misra, changed his designation to a Non-Executive Director with effect from October 27, 2025, liable to retirement by rotation. The said change in designation was subsequently approved by the members through a special resolution by way of Postal Ballot on December 18, 2025.

Except for the aforesaid, there were no changes in the composition of the Board of Directors during the year.

Subsequent to the close of the financial year under review, the Board of Directors appointed Mr. Dinesh Khara (DIN: 06737041) as an Additional Director (Non Executive, Independent) of the Company with effect from April 29, 2026, for a term of five (5) consecutive years, i.e., up to April 28, 2031 (both days inclusive), not liable to retire by rotation. The Board further approved his appointment as Chairperson of the Board with effect from October 01, 2026.

The Board also appointed Mr. Vivek Narayan Mathur (DIN: 07928470) presently serving as the Chief Financial Officer of the Company, as an Additional Director (Whole time Director) with effect from April 29, 2026, for a term of two (2) consecutive years, i.e., up to April 28, 2028 (both days inclusive).

The aforesaid appointments are being placed before the Members of the Company for their approval at the ensuing Annual General Meeting ("AGM"), as set out in the Notice of the AGM.

The composition of the Board of Directors of the Company is in conformity with the provisions of the Companies Act, 2013 **("Act")** and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("LODR Regulations")**. The Board periodically evaluates the need for a change in its composition and size. Detailed profiles of the Directors are available on the website of the Company at https://investor.kfintech.com/board-and-committees/

The composition of the Board, category of Directors, attendance of Directors at the meetings of Board and the last Annual General Meeting, number of other Board of Directors or Committees in which a Director is a member or chairperson, shares held by Directors, as on March 31, 2026, are as under:

Name of Director	Board Meetings during the year		Attendance at the last AGM	Directorships in other Companies		Membership(s) of other Board Committees		Shareholding in KFintech
	Held and Entitled	Attended		Chairperson	Member	Chairperson	Member	
Non-Executive Director (Chairperson)								
Mr. Viswanathan Mavila Nair	10	10	Yes	1	1	0	1	1,99,422 Equity Shares
Executive Director (Managing Director and CEO)								
Mr. Venkata Satya Naga Sreekanth Nadella	10	10	Yes	0	0	0	0	735 Equity Shares
Non-Executive Director								
Mr. Alok Chandra Misra	10	10	Yes	0	3	2	2	NIL
Independent Directors								
Mr. Prashant Saran *(ceased w.e.f. May 25, 2025)*	2	2	NA	0	0	0	0	NIL
Mr. Kaushik Mazumdar	10	10	Yes	0	0	0	0	NIL
Ms. Radha Rajappa	10	9	Yes	0	2	0	2	NIL
Mr. Chengalath Jayaram	10	10	Yes	0	0	0	0	NIL
Mr. Shankar Iyer *(appointed w.e.f. April 28, 2025)*	8	8	Yes	0	0	0	0	NIL
Non-Executive Nominee Directors representing General Atlantic Singapore Fund Pte. Ltd., Equity Investor								
Mr. Shantanu Rastogi	10	8	No	0	2	0	1	NIL
Mr. Srinivas Peddada	10	10	Yes	0	0	0	0	1,517 Equity Shares
Non-Executive Nominee Director representing Kotak Mahindra Bank Limited, Equity Investor								
Mr. Chetan Savla *(ceased w.e.f. October 27, 2025)*	7	7	Yes	0	0	0	0	NIL
Mr. Devang Gheewalla *(appointed w.e.f. October 27, 2025)*	3	1	NA	0	0	0	0	NIL

Notes:

1. *For the purpose of reckoning Directorships in other Companies, public limited companies, whether listed or not, have been included and other Companies including private limited Companies, deemed public Companies, foreign Companies, and Companies under Section 8 of the Act, have been excluded.*
2. *Membership(s) of other Board Committees include membership/chairpersonship of Audit Committee and Stakeholders' Relationship Committee of public limited Companies, whether listed or not.*
3. *No Director of the Company holds any preference shares issued by the Company and the Company has not issued any convertible instruments.*

Names of other listed entities where a Director of the Company is a Director and the category of Directorship as on March 31, 2026, is as under:

Name of Director	Name of other Listed Entity	Category of Directorship
Mr. Viswanathan Mavila Nair	Dam Capital Advisors Limited	Non-Executive Independent Director-Chairperson
Mr. Venkata Satya Naga Sreekanth Nadella	None	–
Mr. Shankar Iyer	None	–
Mr. Kaushik Mazumdar	None	–
Ms. Radha Rajappa	Bata India Ltd.	Non-Executive Independent Director
	Zensar Technologies Limited	Non-Executive Independent Director
Mr. Chengalath Jayaram	None	–
Mr. Alok Chandra Misra	Hexaware Technologies Limited	Non-Executive Independent Director
	Wakefit Innovations Limited	Non-Executive Independent Director
Mr. Shantanu Rastogi	TBO Tek Limited	Non-Executive - Nominee Director
	Rubicon Research Limited	Non-Executive - Non-Independent Director
Mr. Srinivas Peddada	None	–
Mr. Devang Gheewalla	None	–

BOARD MEETINGS

The Board meets at least once a quarter to review the quarterly financial results and discuss other business and statutory items on the agenda. Additional meetings are held, as and when necessary. Committees of the Board also meet at least once a quarter before the Board meeting or whenever the need arises for transacting the business. The recommendations of the Committees are placed before the Board for necessary approval and/or noting, as the case may be. The Board periodically reviews updates on IT projects, proposed acquisitions, cyber security measures, business plans and performance, risk management, and other key areas related to the business, as well as the HR initiatives for attracting and retaining talent, employee well-being, and succession planning for senior management *etc.*

During the financial year under review, ten meetings of the Board were duly convened and held on April 16, 2025, April 28, 2025, June 24, 2025, June 25, 2025, July 24, 2025, October 14, 2025, October 27, 2025, February 02, 2026, February 13, 2026, and March 23, 2026 respectively.

INDEPENDENT DIRECTORS AND FAMILIARISATION PROGRAMMES

The Independent Directors of the Company are Non-Executive Directors in terms of the provisions of the Companies Act, 2013 ("Act") and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"). The Company has received the necessary declarations from all the Independent Directors confirming that they meet the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the LODR Regulations and that they are independent of the management of the Company.

Based on the declarations received and after undertaking due assessment of the veracity of the same, the Board of Directors is of the opinion that the Independent Directors possess the requisite integrity, expertise, experience, proficiency and fulfil the conditions specified under the Act and the LODR Regulations for being appointed and continuing as Independent Directors of the Company.

The Independent Directors have also confirmed compliance with the provisions of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, relating to inclusion of their names in the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs ("IICA"). They have further confirmed that they have either successfully completed the online proficiency self-assessment test conducted by IICA or are exempt from undertaking the same in accordance with the applicable provisions.

In the opinion of the Board, all the Independent Directors of the Company continue to fulfil the conditions of independence and are in compliance with the Code for Independent Directors prescribed under Schedule IV to the Act. The Company has issued formal letters of appointment to the Independent Directors and their appointments are in compliance with the provisions of the Act and LODR Regulations. The terms

Corporate Governance Report

and conditions of appointment of Independent Directors including their role, responsibilities and duties are available on the website of the Company at https://investor.kfintech.com/policies-and-codes/

In compliance with the provisions of the Act and LODR Regulations, a separate meeting of the Independent Directors was held on January 23, 2026 without the presence of non-Independent Directors and members of the management to evaluate the performance of non-Independent Directors, the Chairperson of the Board and the Board as a whole, and to assess the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The Company has adopted a framework, duly approved by the Board of Directors for Familiarisation Programmes for Independent Directors. The objective of the framework is to ensure that the Independent Directors have a greater insight into the business of the Company, enabling them to contribute more effectively in decision making. The details of the familiarisation programmes conducted by the Company are available the website of the Company at https://investor.kfintech.com/policies-and-codes/

SKILLS/EXPERTISE/COMPETENCE MATRIX

Following is the matrix of core skills/expertise/competence as recognised by the Board as required in the context of its businesses and sector(s) for it to function effectively and those actually available with the Board as on the date of this report:

Skills/Expertise/Competencies	Mr. Viswanathan Mavila Nair	Mr. Sreekanth Nadella	Mr. Kaushik Mazumdar	Ms. Radha Rajappa	Mr. C Jayaram	Mr. Shankar Iyer	Mr. Alok Misra	Mr. Shantanu Rastogi	Mr. Srinivas Peddada	Mr. Devang Gheewalla	Mr. Dinesh Khara	Mr. Vivek Narayan Mathur
Business and Strategic Leadership	✓	✓	✓	✓	✓	✓	✓	✓	✓		✓	✓
Business Strategies and Mergers and Amalgamations	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓
Information Technology		✓	✓	✓	✓	✓		✓	✓		✓	
Global Business Exposure	✓	✓		✓	✓	✓	✓	✓	✓		✓	✓
Industry Expertise	✓	✓	✓	✓	✓	✓	✓	✓		✓	✓	✓
Risk Management	✓	✓	✓	✓	✓	✓	✓			✓	✓	✓
Financial Expertise	✓	✓	✓	✓	✓	✓	✓	✓		✓	✓	✓
Human Resource	✓	✓	✓	✓	✓	✓	✓	✓			✓	✓
Board Governance and Regulatory Compliance	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓	✓

COMMITTEES OF THE BOARD

The Committees of the Board have been constituted with specific terms of reference as prescribed in the Act, LODR Regulations and other applicable laws. The key proceedings of the meetings of the Committees are briefed to the Board by the respective chairpersons of the Committees, at the subsequent meeting of the Board. The minutes of the meetings of the Committees are also placed before the Board for noting.

The Board has constituted the following statutory Committees in accordance with the Act, LODR Regulations and the Cyber Security and Cyber Resilience framework for Qualified RTAs:

Audit Committee	Nomination and Remuneration Committee	Corporate Social Responsibility Committee
Risk Management Committee	Stakeholders' Relationship Committee	IT Strategy Committee

The Board has also constituted the following non-statutory Committees with specific purpose:	
Business Development and Strategy Committee	Investment Committee

AUDIT COMMITTEE

Brief description of terms of reference

The terms of reference of the Audit Committee are in line with the provisions of the Act and LODR Regulations and *inter-alia* includes oversight of the Company's financial reporting process; examination of the financial statement and the auditors' report thereon and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible; reviewing, with the management, the quarterly, half-yearly and annual financial statements and auditor's report thereon before submission to the Board for approval; approval or any subsequent modification of transactions of the Company with related parties; scrutiny of inter-corporate loans and investments; evaluation of internal financial controls and risk management systems; discussion with internal auditors of any significant findings and follow up thereon; reviewing the functioning of the whistle blower mechanism; reviewing the utilisation of loans and/or advances from/investment by the holding company in the subsidiary exceeding the prescribed thresholds *etc.*

The Committee mandatorily reviews information such as statement of related party transactions on a quarterly basis; internal audit reports on a quarterly basis and other matters as prescribed in the Act and LODR Regulations. The Committee reviews the tracker on compliance calendar of the terms of reference of the Committee periodically.

The Committee frame suitable policies, procedures and systems to ensure that there is no violation of securities laws, as amended from time to time, including the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.

In accordance with the circular dated January 7, 2026 issued by the National Financial Reporting Authority and upon recommendation of the Audit Committee in consultation with the Statutory Auditors, the Board has identifies persons who will be designated as Those Charged with Governance' ("TCWG") and has documented a way to ensure effective two way communication between TCWG and the Statutory Auditor.

Composition and Attendance of members at the meetings of the Committee

As on March 31, 2026, the Committee comprised of four members (including two Independent Directors), all of whom are financially literate and have experience in financial matters. The Chairperson of the Committee isa Non-Executive Director. During the financial year under review, the Committee met seven times on April 28, 2025, June 24, 2025, July 24, 2025, October 14, 2025, October 27, 2025, February 02, 2026, and February 13, 2026 respectively.

The members of the Committee as on March 31, 2026, and the attendance of the members at the meetings of the Committee held during the financial year under review is as under:

Name of Director	Category	Meetings	
		Held and Entitled	Attended
Mr. Kaushik Mazumdar Independent Director	Chairperson	7	7
Mr. Prashant Saran *Independent Director (ceased w.e.f. May 25, 2025)*	Member	1	1
Mr. Chengalath Jayaram *Independent Director (Inducted w.e.f. May 26, 2025)*	Member	6	5
Ms. Radha Rajappa Independent Director	Member	7	6
Mr. Alok Chandra Misra Non-Executive Director	Member	7	7

The Chairperson of the Audit Committee was present at the last Annual General Meeting of the Company.

NOMINATION AND REMUNERATION COMMITTEE

Brief description of terms of reference

The terms of reference of the Nomination and Remuneration Committee are in line with the provisions of the Act and LODR Regulations and *inter-alia* includes formulation of the criteria for determining qualifications, positive attributes and independence of a Director; evaluating the balance of skills, knowledge and experience on the Board; formulation of criteria for evaluation of performance of independent Directors and the Board; devising a policy on Board diversity; reviewing performance, compensation and development related matters for MD & CEO, KMP and senior management team; performing such functions as are required to be performed by the Compensation Committee as per the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, *etc.* The Committee reviews the tracker on compliance calendar of the terms of reference of the Committee periodically.

Corporate Governance Report

Composition and Attendance of members at the meetings of the Committee

As on March 31, 2026, the Committee comprised of four members (including three Independent Directors). The Chairperson of the Committee is an Independent Director. During the financial year under review, the Committee met six times on April 25, 2025, June 24, 2025, September 09, 2025, October 27, 2025, December 30, 2025 and January 22, 2026.

The members of the Committee as on March 31, 2026, and the attendance of the members at the meetings of the Committee held during the financial year under review is as under:

Name of Director	Category	Meetings	
		Held and Entitled	Attended
Mr. Chengalath Jayaram Independent Director	Chairperson	6	6
Mr. Kaushik Mazumdar Independent Director	Member	6	6
Mr. Shantanu Rastogi Non-Executive Nominee Director	Member	6	4
Mr. Shankar Iyer Independent Director *(Inducted w.e.f. April 28, 2025)*	Chairperson	5	5

The Chairperson of the Nomination and Remuneration Committee was present at the last Annual General Meeting of the Company.

Performance Evaluation Framework

The evaluation framework for the Board of Directors has been designed in accordance with the requirements of the Act and LODR Regulations and in consonance with the guidance note on Board evaluation issued by SEBI. The framework has been approved by the Board based on the recommendation of the Nomination and Remuneration Committee. The objective of the framework is to ensure corporate governance standards are maintained; to facilitate the identification of areas of concern and the areas to be focused upon for enhancing the functioning of the Board; to create awareness about the role of the Directors of the Company individually, and collectively, as a Board; and to steer the Board in direction of achieving the Company's mission and vision.

The Nomination and Remuneration Committee is primarily responsible for framing the criteria of evaluation (including for evaluation of the Board, and the Independent Directors). Such criteria may vary for different categories of individuals/groups depending on the functions, responsibilities, competencies required *etc.* The evaluation criteria for the Board as a whole include aspects such as the structure of the Board, management and functions of the Board *etc.* The evaluation criteria for the Committees of the Board includes aspects such as composition of the Committee, effectiveness of the Committee, contributions to decisions of the Board *etc.* The evaluation criteria for Directors and chairperson includes aspects such as fulfilment of functions, knowledge and competency, effectiveness of leadership and ability to steer meetings *etc.* The evaluation criteria for Independent Directors includes aspects such as participation at Board/Committee meetings, managing relationship, knowledge and skill, personal attributes, *etc.*

The Board carried out an annual evaluation of its own performance, Board's committees, and individual Directors pursuant to the provisions of the Act and LODR Regulations. This exercise was carried out through a structured questionnaire prepared separately for the Board, Committees, Chairperson of the Board, and individual Directors. The questionnaires were uploaded on the online tool for the Directors to carry out the evaluation for the financial year under review. The outcome of the evaluation process forms a part of the Report of the Board of Directors.

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Brief description of terms of reference

The terms of reference of the Corporate Social Responsibility Committee are in line with the provisions of the Act and *inter-alia* includes formulation and recommendation of Corporate Social Responsibility Policy to the Board; recommendation of the amount of CSR expenditure to be incurred on the CSR activities; monitoring the CSR Policy including monitoring the progress of CSR projects or programmes *etc.* The Committee reviews the tracker on compliance calendar of the terms of reference of the Committee periodically.

Composition and Attendance of members at the meetings of the Committee

As on March 31, 2026, the Committee comprised of three members (including one Independent Directors). The Chairperson of the Committee is an Independent Director. During the financial year under review, the Committee met three times on June 09, 2025, October 13, 2025, and January 28, 2026 respectively.

The members of the Committee as on March 31, 2026, and the attendance of the members at the meetings of the Committee held during the financial year under review is as under:

Name of Director	Category	Meetings	
		Held and Entitled	Attended
Ms. Radha Rajappa Independent Director	Chairperson	3	3
Mr. Chetan Savla Non-Executive Nominee Director *(Ceased w.e.f. October 27, 2025)*	Member	2	2
Mr. Alok Chandra Misra Non-Executive Director	Member	3	3
Mr. Devang Gheewalla Non-Executive Nominee Director *(Inducted w.e.f. October 27, 2025)*	Chairperson	1	1

The Chairperson of the Corporate Social Responsibility Committee was present at the last Annual General Meeting of the Company.

RISK MANAGEMENT COMMITTEE

Brief description of terms of reference

The terms of reference of the Risk Management Committee are in line with the provisions of the LODR Regulations and *inter-alia* includes formulation of a Risk Management Policy including framework for identification of internal and external risks specifically faced by the Company, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk, measures for risk mitigation including systems and processes for internal control of identified risks, business continuity plan; monitoring and overseeing implementation of the Risk Management Policy, including evaluating the adequacy of risk management systems *etc.* The Committee reviews the tracker on compliance calendar of the terms of reference of the Committee periodically.

Composition and Attendance of members at the meetings of the Committee

As on March 31, 2026, the Committee comprised of four members (including two Independent Directors). The Chairperson of the Committee is a Non-Executive Director. During the financial year under review, the Committee met four times on June 10, 2025, October 06, 2025, January 27, 2026, and February 16, 2026.

The members of the Committee as on March 31, 2026, and the attendance of the members at the meetings of the Committee held during the financial year under review is as under:

Name of Director	Category	Meetings	
		Held and Entitled	Attended
Mr. Alok Chandra Misra Non-Executive Director *(Inducted w.e.f. May 26, 2025)*	Chairperson	4	4
Mr. Kaushik Mazumdar Independent Director	Member	4	4
Mr. Venkata Satya Naga Sreekanth Nadella Managing Director and CEO	Member	4	4
Mr. Chengalath Jayaram Independent Director	Member	4	1

The Chairperson of the Risk Management Committee was present at the last Annual General Meeting of the Company.

STAKEHOLDERS' RELATIONSHIP COMMITTEE

Brief description of terms of reference

The terms of reference of the Stakeholders' Relationship Committee are in line with the provisions of the Act and LODR Regulations and *inter-alia* includes reviewing of measures taken for effective exercise of voting rights by shareholders; investigating complaints relating to allotment of shares, approval of transfer or transmission of shares, debentures or any other securities; Redressal of all security holders' and investors' grievances such as complaints related to transfer of shares, including non-receipt of share certificates and review of cases for refusal of transfer/ transmission of shares; reviewing the adherence to the service standards by the Company with respect to various services rendered by the registrar and transfer agent of the Company and to recommend measures for overall improvement in the quality of investor services *etc.* The Committee reviews the tracker on compliance calendar of the terms of reference of the Committee periodically.

Composition and Attendance of members at the meetings of the Committee

As on March 31, 2026, the Committee comprised of three members (including one Independent Director). The Chairperson of the Committee is an Independent Director. During the financial year under review, the Committee met twice on September 04, 2025 and January 23, 2026.

Corporate Governance Report

The members of the Committee as on March 31, 2026, and the attendance of the members at the meeting of the Committee held during the financial year under review is as under:

Name of Director	Category	Meetings	
		Held and Entitled	Attended
Mr. Chengalath Jayaram Independent Director (*Inducted w.e.f. May 26, 2025*)	Chairperson	2	2
Mr. Viswanathan Mavila Nair Non-Executive Director	Member	2	2
Mr. Venkata Satya Naga Sreekanth Nadella Managing Director and CEO	Member	2	2

The Chairperson of the Stakeholders' Relationship Committee was present at the last Annual General Meeting of the Company.

Compliance Officer and Shareholders' Complaints

Ms. Alpana Uttam Kundu, Company Secretary and Compliance Officer is the Compliance Officer for resolution of shareholders' complaints. The details of shareholders' complaints received during the financial year under review are as under:

Particulars	No. of Complaints
No. of shareholders' complaints pending at the beginning of the year	NIL
No. of shareholders' complaints received during the financial year under review	5
No. of shareholders' complaints disposed off during the financial year under review	5
No. of shareholders' complaints pending at the end of the financial year	NIL

IT STRATEGY COMMITTEE

Brief description of terms of reference

The terms of reference of the IT Strategy Committee are in line with the provisions of the Cyber Security and Cyber Resilience framework for Qualified RTAs and *inter-alia* includes providing insight and advice to the Board in areas related to developments in IT, scalability of operations; reviewing fintech blueprint, IT partners strategy, competitive strategy/positioning and IT annual plan and goals; SAAS, API, forward and backward integration and platform strategy and pricing, for both domestic and international markets; monitoring to ensure that, at all times, the Company maintains adequate technical capacity to process twice the peak transaction load encountered during past six months; monitoring to ensure implementation of Data Access and Data Protection Policy; monitoring and review of system audits related to the business operations, *etc.* The Committee reviews the tracker on compliance calendar of the terms of reference of the Committee periodically.

Composition and Attendance of members at the meetings of the Committee

As on March 31, 2026, the Committee comprised of five members (including three Independent Directors). The Chairperson of the Committee is a Non-Executive Director. During the financial year under review, the Committee met three times on June 11, 2025, September 09, 2025, and January 28, 2026 respectively.

The members of the Committee as on March 31, 2026, and the attendance of the members at the meetings of the Committee held during the financial year under review is as under:

Name of Director	Category	Meetings	
		Held and Entitled	Attended
Mr. Srinivas Peddada Non-Executive Nominee Director	Chairperson	3	3
Mr. Kaushik Mazumdar Independent Director	Member	3	3
Mr. Venkata Satya Naga Sreekanth Nadella Managing Director and CEO	Member	3	3
Ms. Radha Rajappa Independent Director (*Inducted w.e.f. May 26, 2025*)	Member	3	3
Mr. Shankar Iyer Independent Director (*Inducted w.e.f. May 26, 2025*)	Member	3	3

The Chairperson of the IT Strategy Committee was present at the last Annual General Meeting of the Company.

Business Development and Strategy Committee

The Business Development and Strategy Committee has been constituted by the Board to review and oversee the business development and implementation of the Company's growth strategies and make recommendations to the Board with respect to potential acquisition, joint venture, or divestment opportunities for which the Board's approval is required. The terms of reference of the Business Development and Strategy Committee *inter-alia* includes reviewing and overseeing the business development and implementation of the Company's organic and inorganic growth strategies; review and make recommendations to the Board with respect to potential investment, acquisition, joint venture, mergers or divestment strategies of the Company; analyzing the principal trends in relation to the Company's activities and communicating relevant information to the Board; develop and update the Company's customer pricing framework; ensuring that the pricing framework adequately contributes to the long-term financial viability and profitability of the Company *etc.*

As on March 31, 2026, the Committee comprised of six members (including two Independent Directors). The Chairperson of the Committee is a Non-Executive Nominee Director.

During the financial year under review, the Committee met two times on June 12, 2025, and January 29, 2026 respectively.

The members of the Committee as on March 31, 2026, and the attendance of the members at the meetings of the Committee held during the financial year under review is as under:

Name of Director	Category	Meetings	
		Held and Entitled	Attended
Mr. Shantanu Rastogi Non-Executive Nominee Director	Chairperson	2	2
Mr. Viswanathan Mavila Nair Non-Executive Director	Member	2	2
Mr. Venkata Satya Naga Sreekanth Nadella Managing Director and CEO	Member	2	2
Mr. Srinivas Peddada Non-Executive Nominee Director	Member	2	2
Mr. Chengalath Jayaram Independent Director	Member	2	2
Mr. Shankar Iyer Independent Director (*Inducted w.e.f. May 26, 2025*)	Member	2	2

SENIOR MANAGEMENT

The particulars of the Senior Management Personnel of the Company including changes therein during the FY 2025-26 and up to the date of this Report are as under:

Sr. No.	Name	Designation
01	Mr. Vivek Narayan Mathur	Whole Time Director and Chief Financial Officer*
02	Ms. Alpana Uttam Kundu	Company Secretary and Compliance Officer
03	Mr. Amit Murarka	Chief Financial Officer – International Business and Head – M&A
04	Mr. Anish Kumar	Chief Compliance Officer
05	Mr. Giridhar G	Chief Business Officer
06	Ms. Hanisha Vadlamani	Chief Branding Officer
07	Mr. Mario S Roche	Chief Operating Officer – Alternatives & Wealth Solutions
08	Mr. Marudheri Shankaran Chandrasekhar	Chief of Fund Accounting Platform
09	Mr. Muralidharan Sivaramakrishnan	Senior Vice President – Global Fund Services & National Pension System
10	Mr. Nazish Hussain Mir	Chief Technology Officer
11	Mr. Praveen Shankaran	Chief Operating Officer – Domestic Fund Services
12	Mr. Rajesh Khandagale	Principal Officer – PFRDA
13	Mr. Ramesh Ramchandran	Senior Vice President – Customer Relationship Management
14	Mr. Ravi Seshadri	Chief Operating Officer – Fund Accounting Platform
15	Mr. Saijo Menachery	Head – Fund Accounting Solutions
16	Mr. Senthil Gunasekaran	Chief Business Development Officer
17	Ms. Shailaja V	Chief Risk Officer and Data Protection Officer
18	Mr. Srinivas Yadav Karri	Chief Information Security Officer
19	Mr. Sujay Puthran	Chief People Officer
20	Mr. Sunil Parchuri	Head – AIF – Global Operations
21	Mr. Vignesh Kumaran	Head of Products

**subject to the approval of members of the Company*

Changes during the financial year and up to the date of this Report

Sr. No.	Name	Description of Change
01	Mr. AK Sridhar	Retirement as the Chief Business Officer – Fund Accounting Platform with effect from July 07, 2025
02	Mr. Amit Murarka	Enhancement of role and change in designation as the Chief Financial Officer – International Business and Head – IR, M&A with effect from September 12, 2025 and Chief Financial Officer – International Business and Head – M&A with effect from May 09, 2026
03	Mr. Muralidharan Sivaramakrishnan	Appointment as the Senior Vice President – International Business of the Company with effect from September 12, 2025 and further change in role and designation as Senior Vice President - Global Fund Services & National Pension System of the Company with effect from May 09, 2026
04	Mr. Santosh Kalavagunta	Reclassification as Non-Senior Management Personnel of the Company, effective from October 14, 2025.
05	Ms. Manju Anand	Resigned as the Chief Compliance Officer and Legal Head of the Company with effect from January 31, 2026
06	Mr. Anish Kumar	Change in role and designation from Chief Risk Officer to Chief Compliance Officer of the Company with effect from February 09, 2026
07	Ms. Shailaja V	Appointment as the Chief Risk Officer & Data Protection Officer of the Company, with effect from February 09, 2026
08	Mr. Venkatagiri Vonkayala	Resigned as the Chief Technology Officer of the Company with effect from February 15, 2026
09	Mr. Nazish Hussain Mir	Appointed as the Chief Technology Officer of the Company with effect from April 01, 2026
10	Mr. Vivek Narayan Mathur	Appointment as Whole-Time Director of the Company w.e.f. April 29, 2026. This appointment is subject to approval of the members.

REMUNERATION OF DIRECTORS

The Remuneration Policy has been approved by the Board of Directors based on the recommendation of the Nomination and Remuneration Committee with the objective that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the Company successfully; that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks; that the remuneration of Directors, Key Managerial Personnel, and Senior Management Personnel involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals; to determine remuneration based on the Company's size and financial position and trends and practices on remuneration prevailing in peer Companies, in the industry; to ensure there is a principle of proportionality while determining the remuneration; to retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create a competitive advantage.

The Nomination and Remuneration Committee recommends the remuneration/compensation/profit-linked commission *etc.* to be paid to the Directors, to the Board of Directors, for its approval. The Remuneration Policy is available on the website of the Company at https://investor.kfintech.com/policies-and-codes/

Except for the remuneration and sitting fees, as applicable, payable to the Non-Executive Directors annually as mentioned below, in accordance with the applicable laws and with the approval of the Board and shareholders, there is no pecuniary or business relationship between the Non-Executive Directors and the Company. The remuneration structure and criteria for determining performance-based compensation are provided in the Remuneration Policy.

The details of remuneration of Directors for the financial year under review, are as under

Amounts in INR Millions

Name of Director	Salary and Allowances	Share based payment	Commission/ Bonus/ Performance-based Incentive	Sitting Fees	Total
Non-Executive Director (Chairperson)					
Mr. Viswanathan Mavila Nair	NIL	14.29	15.00	NIL	29.29
Executive Director (Managing Director and CEO)					
Mr. Venkata Satya Naga Sreekanth Nadella	31.47	NIL	24.30	NIL	55.77
Non-Executive Director					
Mr. Alok C Misra	NIL	NIL	1.09	0.38	1.47
Independent Directors					
Mr. Shankar Iyer	NIL	NIL	4.16	0.20	4.36
Mr. Prashant Saran *(ceased w.e.f. May 25, 2025)*	NIL	NIL	0.34	NIL	0.34
Mr. Kaushik Mazumdar	NIL	NIL	2.55	0.38	2.93
Ms. Radha Rajappa	NIL	NIL	2.38	0.30	2.68
Mr. Chengalath Jayaram	NIL	NIL	2.55	0.30	2.85
Non-Executive Nominee Directors					
Mr. Shantanu Rastogi	NIL	NIL	NIL	NIL	NIL
Mr. Srinivas Peddada	NIL	NIL	NIL	NIL	NIL
Mr. Devang Gheewalla *(Appointed w.e.f. October 27, 2025)*	NIL	NIL	NIL	NIL	NIL
Mr. Chetan Savla *(ceased w.e.f. October 27, 2025)*	NIL	NIL	NIL	NIL	NIL

There is no separate provision for payment of Severance Fees.

During the financial year under review, no options were granted to the Directors under the KFin Employee Stock Option Plan 2020 (**"ESOP Plan 2020"**); 5,00,000 options were granted to Mr. Sreekanth Nadella under KFin Employee Stock Option Plan 2024 (**"ESOP Plan 2024"**). The details of options previously granted to Directors, as on March 31, 2026, are as under:

Name of Director	Scheme	Options granted	Options vested and exercised	Options vested and not yet exercised	Options unvested
Non-Executive Director (Chairperson)					
Mr. Viswanathan Mavila Nair – ESOP Plan 2020	Scheme A	51,715	51,715	NIL	NIL
	Scheme B	38,786	38,786	NIL	NIL
	Scheme C	38,786	38,786	NIL	NIL
	Scheme D	54,053	54,053	NIL	NIL
	Scheme E	40,541	40,541	NIL	NIL
	Scheme F	40,541	40,541	NIL	NIL
	Scheme G	NIL	N/A	N/A	N/A
Executive Director (Managing Director and CEO)					
Mr. Venkata Satya Naga Sreekanth Nadella – ESOP Plan 2020	Scheme A	4,47,457	4,47,457	NIL	NIL
	Scheme B	3,35,592	3,35,592	NIL	NIL
	Scheme C	3,35,592	3,35,592	NIL	NIL
	Scheme D	1,20,000	83,942	58	36,000
	Scheme E	90,000	90,000	NIL	NIL
	Scheme F	90,000	90,000	NIL	NIL
	Scheme G	NIL	N/A	N/A	N/A
Mr. Venkata Satya Naga Sreekanth Nadella – ESOP Plan 2024	Scheme A	5,00,000	NIL	NIL	NIL

Corporate Governance Report

Name of Director	Scheme	Options granted	Options vested and exercised	Options vested and not yet exercised	Options unvested
Non-Executive Director					
Mr. Alok C Misra	N/A	N/A	N/A	N/A	N/A
Independent Directors					
Mr. Chengalath Jayaram	N/A	N/A	N/A	N/A	N/A
Mr. Kaushik Mazumdar	N/A	N/A	N/A	N/A	N/A
Ms. Radha Rajappa	N/A	N/A	N/A	N/A	N/A
Mr. Shankar Iyer	N/A	N/A	N/A	N/A	N/A
Non-Executive Nominee Directors					
Mr. Shantanu Rastogi	N/A	NIL	N/A	N/A	N/A
Mr. Srinivas Peddada	Scheme A	1,38,879	NIL	1,38,879	NIL
	Scheme B	1,04,159	67,358	36,801	NIL
	Scheme C	1,04,159	1,04,159	NIL	NIL
	Scheme D	20,000	NIL	20,000	NIL
	Scheme E	15,000	NIL	15,000	NIL
	Scheme F	15,000	NIL	15,000	NIL
	Scheme G	NIL	N/A	N/A	N/A
Mr. Devang Gheewalla	N/A	NIL	N/A	N/A	N/A

Under ESOP Plan 2020, the vested options may be exercised within seven years from the date of listing of the Company's shares on the stock exchanges, i.e., December 29, 2022, in case of continuing employees, deceased employees, or employees who have superannuated. In case of ex-employees, the vested options may be exercised within three years from the date of listing of shares or grant, as applicable, unless otherwise decided by the Board/ Committee.

The vesting conditions under the schemes are as follows:

- Options granted under Scheme A and Scheme D are time-based and vest over a period of 48 months from the date of grant.
- Options granted under Scheme B and Scheme E are performance-linked and vest upon achievement of the prescribed EBITDA criteria.

Options granted under Scheme C and Scheme F are event-based and vest upon occurrence of the specified event(s).

GENERAL BODY MEETINGS

Annual General Meeting

Details of last three Annual General Meetings and the summary of special resolutions passed therein are as under:

Financial Year ended	Date and Time	Venue/Mode	Special Resolution(s) passed
March 31, 2025	August 28, 2025 at 03:00 p.m.	Through Video Conferencing/Other Audio-Visual Means Deemed Venue: Registered Office of the Company situated at 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai – 400070, Maharashtra, India.	i. Re-appointment of Mr. Vishwanathan Mavila Nair (DIN: 02284165) as a Non-Executive Director and Chairperson of the Board of Directors of the Company and approve his remuneration thereof ii. Approval of the payment of remuneration to Mr. Vishwanathan Mavila Nair (DIN: 02284165), Non-Executive Director and Chairperson of the Board of Directors of the Company, in excess of the limits prescribed in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations iii. Approval of the revision in remuneration of Mr. Venkata Satya Noga Sreekanth Nadella (DIN: 08659728), Managing Director and CEO of the Company
March 31, 2024	August 29, 2024 at 04:00 p.m.	Through Video Conferencing/Other Audio-Visual Means Deemed Venue: Registered Office of the Company situated at Selenium, Tower B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Telangana – 500032	No Special Resolution was passed at this meeting
March 31, 2023	September 25, 2023 at 03:00 p.m.		Approval of the payment of remuneration to Mr. Vishwanathan Mavila Nair (DIN: 02284165), Non-Executive Director and Chairperson, in excess of the limits prescribed in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Postal Ballot

During the financial year under review, following special resolutions were passed by the Company through Postal Ballot:

Date of Passing of Resolution	Special Resolution(s) passed	Voting Pattern	
		% of Votes in Favour	% of Votes Against
June 07, 2025	a. Appointment of Mr. Shankar Iyer (DIN: 02134073) as Independent Director of the Company and approve his remuneration thereof.	99.5477%	0.4523%
December 18, 2025	a. Change in designation of Mr. Alok Chandra Misra (DIN: 01542028) from Non-Executive Nominee Director to Non-Executive Director of the Company and payment of remuneration thereof	97.3248%	2.6752%
	b. Remuneration payable to Non-Executive Independent Directors of the Company	99.9827%	0.0173%

PROCEDURE FOR POSTAL BALLOT

In accordance with the provisions of Sections 108 and 110 of the Companies Act, 2013 **("Act")** read with the Companies (Management and Administration) Rules, 2014 **("Rules")**, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, **("LODR Regulations")**, and Circulars issued by the Ministry of Corporate Affairs **("MCA Circulars")** and other applicable provisions, if any, of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force), the Postal Ballot Notice dated May 08, 2025 and November 18, 2025 were issued respectively to the members.

In compliance with the applicable provisions of the Act, Rules, LODR Regulations read with the MCA Circulars, the Company provided e-voting facility only to its members to enable them to cast their votes electronically. For this purpose, the Company had engaged the services of National Securities Depository Limited **("NSDL")** as the agency to provide e-voting facility. The instructions for e-voting were appended to the respective Notice. The Board of Directors of the Company **("Board")** appointed Ms. Aparna Gadgil, Practising Company Secretary (ACS: 14713, COP No. 8430), or failing her Ms. Ashwini Vartak, Practising Company Secretary (ACS: 29463, COP No. 16723), Partners of M/s. S. N. Ananthasubramanian & Co., Company Secretaries, as the Scrutiniser, for conducting the Postal Ballots through e-voting process in a fair and transparent manner and in accordance with the provisions of the Act and the rules made thereunder. The e-voting period was open for thirty days.

Based on the Scrutiniser's Report, the outcome of the Postal Ballot was declared, and the voting results along with the Scrutiniser's Report was submitted to the stock exchanges as well as uploaded on the website of the Company at https://investor.kfintech.com/general-meetings-postal-ballot/ and the website of NSDL at www.evoting.nsdl.com.

MEANS OF COMMUNICATION

The Company regularly utilises various means of communication to keep its stakeholders informed about its financial results, announcements, updates *etc.*

Financial Results

The quarterly financial results are intimated to the stock exchanges, and also circulated to all the shareholders of the Company whose email addresses are registered with Company/Depositories. The results are also uploaded on the website of the Company at https://investor.kfintech.com/financials/ and are published in leading newspapers such as Financial Express (all editions) and Navshakti.

Investor Calendar and Presentation

The Company regularly conducts/participates in Investor Conferences, Analysts/Institutional Investors' Meet, Investor Roadshow to discuss its performance. The schedule of the same is intimated to the stock exchanges, and also available on the website of the Company at https://investor.kfintech.com/investor-analyst-meet/along with the Investor calendar on https://investor.kfintech.com/news-and-events/

The presentations made at such conferences, meets, roadshows, are submitted to the stock exchanges in advance and are available on the website of the Company at https://investor.kfintech.com/financials/

Press Release

The Company issues press releases for dissemination of its financial performance, business development updates, product launch *etc*. The press releases are intimated to the stock exchanges in advance, and are also available on the website of the Company at https://investor.kfintech.com/press-releases/

Website

The Company's website https://www.kfintech.com/ provides detailed information regarding its business segments, products, and highlights its key numbers including scale and leadership, apart from the quarterly key performance indicators.

GENERAL SHAREHOLDER INFORMATION

9th Annual General Meeting

Day, Date and Time	Wednesday, July 22, 2026, at 11:30 a.m. (IST)
Venue/Mode	Annual General Meeting through Video Conferencing/Other Audio-Visual Means Deemed Venue: 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai – 400 070, Maharashtra.
Book Closure Dates	None

Financial Year

The Company follows the financial year as per the provisions of the Act i.e., a period of twelve months from April 01 to March 31.

Dividend

The Board of Directors has at their meeting held on April 29, 2026, recommended a Final Dividend of INR 12.00 per equity share of face value INR 10/- each for the financial year ended March 31, 2026. The payment of dividend is subject to the approval of members at the 9th Annual General Meeting and deduction of income tax at source. Upon approval, the dividend will be paid on or after July 22, 2026.

Listing on Stock Exchanges and Stock Code

The equity shares of the Company are listed on the following stock exchanges with effect from December 29, 2022:

Name of Stock Exchange	Address	Stock Code
BSE Limited	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001	543720
National Stock Exchange of India Limited	Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051	KFINTECH

The ISIN of the Equity Shares of the Company is INE138Y01010. The Company has paid the annual listing fee for the financial year under review and the financial year 2026-27 to both the stock exchanges.

During the financial year under review, the equity shares of the Company have not been suspended from trading on any of the stock exchanges on which they are listed.

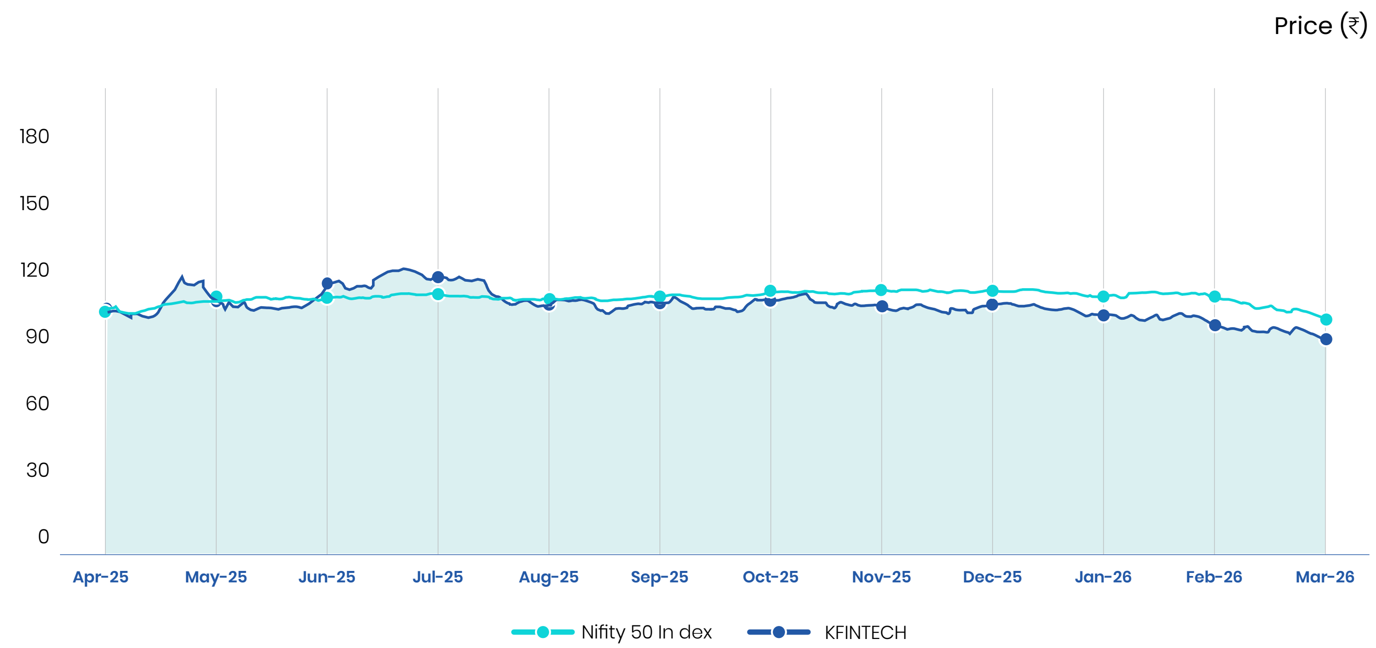
Market Price Data

Market price data for the period April 01, 2025, to March 31, 2026, is as under:

Month	BSE Limited		National Stock Exchange of India Limited	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April, 2025	1286.40	998.35	1286.60	996.20
May, 2025	1134.95	1040.90	1131.50	1041.00
June, 2025	1348.00	1125.15	1347.70	1124.40
July, 2025	1333.50	1082.65	1333.80	1082.90
August, 2025	1128.50	1022.45	1128.90	1021.20
September, 2025	1149.40	1052.15	1149.90	1051.70
October, 2025	1174.35	1033.15	1174.80	1033.50
November, 2025	1112.10	1046.00	1111.00	1045.50
December, 2025	1101.30	1025.00	1101.80	1025.90
January, 2026	1090.75	1001.15	1090.00	1000.40
February, 2026	1039.35	957.00	1039.30	956.70
March, 2026	945.15	875.70	944.70	876.55

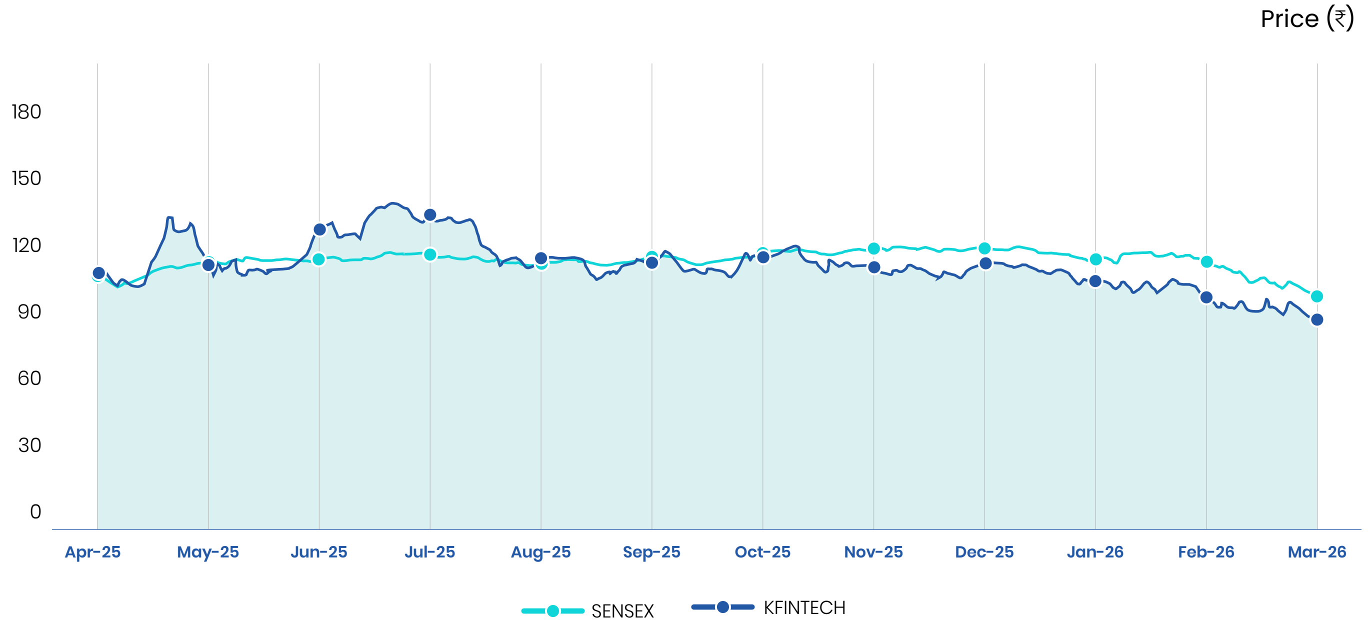
Performance of the Company's shares in comparison to BSE Sensex and Nifty 50

KFINTECH vs NIFTY50



Corporate Governance Report

KFINTECH VS SENSEX



Registrar and Share Transfer Agents

Name	Bigshare Services Private Limited
Address	Office No. S6-2, 6th Floor, Pinnacle Business Park, next to Ahura Centre, Mahakali Caves Road, Andheri East, Mumbai – 400 093
Investor Grievance Email ID	investor@bigshareonline.com
Website	www.bigshareonline.com

Share Transfer System

In terms of the LODR Regulations, transfer of securities in physical form shall not be processed. Transfers can be processed only if held in the dematerialised mode with a depository participant.

Distribution of Shareholding

Distribution of shareholding by size as on March 31, 2026, is as under:

Categories (Shares)	No. of shareholders	No. of shares	Percentage of total shares
1 to 500	246,407	10,835,675	6.28%
501 to 1,000	2,683	1,982,155	1.15%
1,001 to 2,000	1.015	1,472,179	0.86%
2,001 to 3,000	331	824,751	0.47%
3,001 to 4,000	149	528,392	0.32%
4,001 to 5,000	109	508,693	0.29%
5,001 to 10,000	177	1,260,503	0.73%
10,001 and above	361	155,111,706	89.90%

Distribution of shareholding by category as on March 31, 2026, is as under:

Categories	No. of shareholders	No. of shares	Percentage of total shares
Promoter/Promoter Group	2	39,434,603	22.90%
Mutual Funds	96	22,621,361	13.10%
Banks, Insurance & Other DIIs	26	20,898,968	12.10%
Foreign Portfolio Investors	204	45,300,562	26.30%
Others	2,50,904	44,268,560	25.70%
Total	**2,51,232**	**172,524,054**	**100%**

Dematerialisation of shares and liquidity

As on March 31, 2026, 99.99% equity shares of the Company are in dematerialised form. The equity shares of the Company are liquid and traded on BSE Limited and National Stock Exchange of India Limited.

Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and likely impact on equity

The Company has not issued any GDRs /ADRs/Warrants or any convertible instruments.

Commodity price risk or foreign exchange risk and hedging activities

The Company is exposed to foreign currency risk on certain transactions that are denominated in a currency other than entity's functional currency, hence exposure to exchange rate fluctuations arises. As the Company is not into trading any commodity, there's no commodity price risk and there are no hedging activities undertaken by the Company during FY 2025-26.

Plant locations

Considering the nature of the Company's business activities, which primarily involve rendering of services, the Company does not have any manufacturing plants or plant locations.

Address for Correspondence

Registered Office	301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai – 400 070, Maharashtra
Email ID	investorrelations@kfintech.com
Website	www.kfintech.com

Credit Ratings

During the financial year under review, the Company has not obtained any credit ratings, whether in India or abroad.

OTHER DISCLOSURES

Related Party Transactions

The Company has entered into various Related Party Transactions during the financial year which were in the ordinary course of business and made on terms equivalent to those that prevail in arm's length transactions. During the year, the Company had not entered into any contract/arrangement/ transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions or which is required to be reported in Form No. AOC-2 in terms of Section 134(3) (h) read with Section 188 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.

The Company has formulated a policy on dealing with Related Party Transactions. The same is available on the Company's website at https://investor.kfintech.com/wp-content/uploads/2025/06/KFintech_RPT-Policy.pdf

Corporate Governance Report

The details of all the transactions with Related Parties are provided in the accompanying financial statements. Members may refer to Note No. 38 to the Financial Statements which sets out related party disclosures pursuant to IND AS-24.

Penalties/Strictures

There has not been any non-compliance, penalties or strictures imposed on the Company by the Stock Exchanges, SEBI or any other statutory authority, on any matter relating to the capital markets during the last three years.

Vigil Mechanism/Whistle Blower Policy

The Company has established a Whistle Blower (Vigil) Mechanism and formulated a Whistle Blower/ Vigil Mechanism Policy. The details of the Policy is explained in the Corporate Governance Report, which forms part of this Annual Report and also hosted on the website of the Company at https://investor.kfintech.com/wp-content/uploads/2026/06/KFintech_Whistle-Blower-Policy.pdf.

Details of utilisation of funds raised through preferential allotment or qualified institutions placement

During the financial year under review, the Company has not raised funds through preferential allotment or qualified institutions placement.

Certificate from Company Secretary in Practice

Certificate from D V Rao & Associates, Practicing Company Secretaries certifying that none of the Directors of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Company by SEBI or MCA or such other statutory authority, is enclosed as Annexure – 1 to this Report.

Recommendation by Committees

During the financial year under review, all recommendations made by the Committees of the Board as mandatorily required have been accepted by the Board.

Consolidated Fees to Auditors

The total fees for all services (including out-of-pocket expenses) availed by the Company and its subsidiaries from M/s. B S R and Co. Chartered Accountants, Statutory Auditors for the FY 2025-26 is ₹ 11.45 Million (₹ 8.53 Million for F.Y. 2024-25).

Prevention of Sexual Harassment

The Company has in place a Policy for Prevention, Prohibition and Redressal of Sexual Harassment at work place which is in line with the requirements of the Sexual Harassment of women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013 and Rules made thereunder ("POSH"). All employees (permanent, contractual, temporary and trainees) are covered under this Policy. The Company has constituted an Internal Committee for its Head Office and branches under Section 4 of the captioned Act. There were six complaints filed, and which were disposed off by these committee during the year under review. The Company has filed an Annual Report with the concerned Authority.

Loans and Advances

During the financial year under review, no loans or advances were made by the Company or its subsidiaries in the nature of loans to firms/Companies in which Directors are interested except the transaction between following ascent group entities with common directors:

S. No	Name of the Person	Nature of Relationship	Entity 1	Entity 2	Type of transactions (loans/ advance)	*Amount outstanding at the beginning of F.Y	Aggregate Transaction during the F.Y	Amount outstanding at the end of F. Y	Remarks (Tenure of loans/ advance)
1	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Corporate Solutions Pte. Ltd.	Ascent Fund Services (Singapore) Pte. Ltd.	Loan	-	52.63	221.99	There is no fixed tenure
2	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Corporate Solutions Pte. Ltd.	Ascent Fund Services (Singapore) Pte. Ltd.	Loan	-	(25.92)	-	There is no fixed tenure
3	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (Hong Kong) Limited	Ascent Fund Services (Singapore) Pte. Ltd.	Loan	-	(42.55)	(55.47)	There is no fixed tenure
4	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (Mauritius) Ltd.	Ascent Fund Services Management (Mauritius) Ltd.	Loan	-	3.10	-	There is no fixed tenure
5	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (Mauritius) Ltd.	Ascent Fund Services Management (Mauritius) Ltd.	Loan	-	(19.89)	3.41	There is no fixed tenure
6	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (Singapore) Pte. Ltd.	Ascent Fund Services (Hong Kong) Limited	Loan	-	(42.62)	55.47	There is no fixed tenure
7	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (Singapore) Pte. Ltd.	Ascent Fund Services (Japan) Ltd.	Loan	-	0.62	38.25	There is no fixed tenure
8	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (Singapore) Pte. Ltd.	Ascent Fund Services (Mauritius) Ltd.	Loan	-	17.54	(10.55)	There is no fixed tenure
9	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (Singapore) Pte. Ltd.	Ascent Fund Services (UK) Ltd.	Loan	-	15.85	83.69	There is no fixed tenure
10	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (Singapore) Pte. Ltd.	Ascent Fund Services (USA) LLC	Loan	-	12.17	87.31	There is no fixed tenure
11	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (Singapore) Pte. Ltd.	Ascent Fund Services Ltd.	Loan	-	6.66	72.03	There is no fixed tenure
12	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (Singapore) Pte. Ltd.	Ascent Global Fintech Solutions Pte. Ltd.	Loan	-	51.02	273.12	There is no fixed tenure
13	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (Singapore) Pte. Ltd.	Ascent Global Fintech Solutions Pte. Ltd.	Loan	-	(15.36)	-	There is no fixed tenure
14	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (Singapore) Pte. Ltd.	Ascent Global SDN.BHD.	Loan	-	108.59	76.69	There is no fixed tenure
15	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (UK) Ltd.	Ascent Fund Services (Singapore) Pte. Ltd.	Loan	-	15.90	85.72	There is no fixed tenure
16	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (USA) LLC	Ascent Fund Services (Singapore) Pte. Ltd.	Loan	-	6.84	87.31	There is no fixed tenure
17	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services Ltd.	Ascent Fund Services (DIFC) Ltd.	Loan	-	7.10	5.37	There is no fixed tenure
18	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services Ltd.	Ascent Fund Services (DIFC) Ltd.	Loan	-	(7.46)	-	There is no fixed tenure

Corporate Governance Report

S. No	Name of the Person	Nature of Relationship	Entity 1	Entity 2	Type of transactions (loans/ advance)	*Amount outstanding at the beginning of F.Y	Aggregate Transaction during the F.Y	Amount outstanding at the end of F.Y	Remarks (Tenure of loans/ advance)
19	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services Ltd.	Ascent Fund Services (Singapore) Pte. Ltd.	Loan	-	6.66	-	There is no fixed tenure
20	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services Ltd.	Ascent Management Consulting	Loan	-	6.31	67.33	There is no fixed tenure
21	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services Management (Mauritius) Ltd.	Ascent Fund Services (Mauritius) Ltd.	Loan	-	(19.42)	(3.41)	There is no fixed tenure
22	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services Management (Mauritius) Ltd.	Ascent Fund Services (Mauritius) Ltd.	Loan	-	2.63	-	There is no fixed tenure
23	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Global Fintech Solutions Pte. Ltd.	Ascent Fund Services (Singapore) Pte. Ltd.	Loan	-	35.66	-	There is no fixed tenure
24	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Global SDN.BHD.	Ascent Fund Services (Singapore) Pte. Ltd.	Loan	-	106.53	(75.64)	There is no fixed tenure
25	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Management Consulting	Ascent Fund Services Ltd.	Loan	-	0.27	(67.33)	There is no fixed tenure
26	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Corporate Solutions Pte. Ltd.	Ascent Fund Services (India) LLP	Loan	-	(46.23)	(3.83)	There is no fixed tenure
27	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Fund Services (Singapore) Pte. Ltd.	Ascent Fund Services (India) LLP	Loan	-	26.43	22.11	There is no fixed tenure
28	Kaushal Mandalia/ Jaideep Mukhariya/ Samuel Chen	Directorship	Ascent Global Fintech Solutions Pte. Ltd.	Ascent Fund Services (India) LLP	Loan	-	(37.69)	(85.83)	There is no fixed tenure

** Due to the acquisition of the Ascent Group effective October 13, 2026, the opening outstanding balance as on April 01, 2025 is not applicable and has been treated as NIL*

Material Subsidiaries

In accordance with the LODR Regulations, the Company has adopted the policy on material subsidiaries and the same is available on the website of the Company at https://investor.kfintech.com/policies-and-codes/

None of the subsidiaries of the Company is considered to be a material subsidiary in terms of the said policy and the LODR Regulations.

MD & CEO/CFO Certification

As required under Regulation 17(8) of the Listing Regulations, the MD & CEO and the CFO of the Company have certified to the Board confirming that the Financial Statements for the year ended on March 31, 2026 do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading and the Financial Statements present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

DISCRETIONARY REQUIREMENTS

The status of adoption of the discretionary requirements as specified in Part E of Schedule II to the LODR Regulations is as under:

The Board

The Non-Executive Chairperson of the Board does not maintain a separate office at the expense of the Company.

Shareholder Rights

The quarterly financial results are intimated to the stock exchanges, and also circulated to all the shareholders of the Company whose email addresses are registered with Company/Depositories. The results are also uploaded on the website of the Company at https://investor.kfintech.com/financials/ and is published in leading newspapers such as Financial Express (all editions) and Navshakti.

Modified opinion(s) in audit report

The Statutory Auditor as well as the Secretarial Auditor have expressed an unmodified opinion in their report on the financial statements of the Company

Separate posts of Chairperson and the Managing Director or the Chief Executive Officer

During the financial year under review, the positions of the Chairperson and the Managing Director or the Chief Executive Officer are separate. Mr. Vishwanathan Mavila Nair, Non-Executive Non-Independent Director is the Chairperson of the Board and is not related to the Mr. Venkata Satya Naga Sreekanth Nadella, Managing Director and Chief Executive Officer of the Company.

Reporting of Internal Auditor

The Internal Auditor reports to the Audit Committee and presents quarterly updates on the audit along with a summary of audit observations, if any and follow-up actions thereon.

Independent Directors

During the financial year under review, all the independent directors met once, without the presence of non-independent directors and executive management.

CORPORATE GOVERNANCE REQUIREMENTS

During the financial year under review, the Company has complied with the corporate governance requirements specified in Regulation 17 to 27 and clauses (aa), (ab), (b) to (i) and (t) of sub-regulation (2) of Regulation 46 of the LODR Regulations.

DECLARATION BY THE CHIEF EXECUTIVE OFFICER

A declaration signed by the Chief Executive Officer stating that the members of Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct for Directors and Senior Management and the Policy on Code of Conduct and Business Ethics, respectively, as on March 31, 2026, is enclosed as Annexure – 2 to this Report.

CERTIFICATE ON CORPORATE GOVERNANCE

Certificate from D V Rao & Associates, Practicing Company Secretaries certifying the compliance of conditions of Corporate Governance, is enclosed as Annexure – 3 to this Report.

DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT

As on March 31, 2026, the Company does not have any shares in the demat suspense account or unclaimed suspense account.

INFORMATION DISCLOSED UNDER CLAUSE 5A OF PARAGRAPH A OF PART A OF SCHEDULE III

Based on the information made available to the Board of Directors, there were no agreements entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the listed entity or of its holding, subsidiary or associate company, among themselves or with the listed entity or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the listed entity or impose any restriction or create any liability upon the listed entity.

ANNEXURE 1 TO THE CORPORATE GOVERNANCE REPORT

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C Clause (10) (i) of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members,
KFin Technologies Limited
301, The Centrium, 3rd Floor,
57, Lal Bahadur Shastri Road,
Nav Pada, Kurla (West), Mumbai, Maharashtra - 400 070

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **KFin Technologies Limited** having **(CIN: L72400MH2017PLC444072)** and having Registered Office at 301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai, Maharashtra, India, 400 070 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

Sr. No.	Name of Director	DIN	Date of Appointment in Company
1.	Mr. Vishwanathan Mavila Nair	02284165	22/11/2018
2.	Mr. Venkata Satya Naga Sreekanth Nadella	08659728	12/06/2020
3	Mr. Chengalath Jayaram	00012214	24/05/2024
4	Mr. Kaushik Mazumdar	00397815	16/11/2018
5.	Ms. Rajappa Radha	08530439	11/10/2023
6.	Mr. Shankar Iyer	02134073	28/04/2025
7.	Mr. Shantanu Rastogi	06732021	16/11/2018
8.	Mr. Alok Chandra Misra	01542028	28/07/2023
9.	Mr. Srinivas Peddada	08755240	02/07/2020
10.	Mr. Devang Chandrakant Gheewalla	07480378	27/10/2025

Ensuring the eligibility for appointment/continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **D V Rao & Associates**
Company Secretaries

CS Devaki Vasudeva Rao
Practicing Company Secretary
FCS # 8888 | COP # 12123
Peer Review No.: 2132/2022
UDIN: F008888H000360481

Date: 14-05-2026
Place: Hyderabad

ANNEXURE 2 TO THE CORPORATE GOVERNANCE REPORT

DECLARATION BY THE CHIEF EXECUTIVE OFFICER

(Pursuant to Regulation 34(3) and Schedule V Para D of the SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

I, Venkata Satya Naga Sreekanth Nadella, Managing Director & Chief Executive Officer of the Company hereby confirm that all members of Board of Directors and Senior Management Personnel have affirmed their compliance with the Code of Conduct for Directors and Senior Management and the Policy on Code of Conduct and Business Ethics, respectively, for the financial year ended March 31, 2026.

Venkata Satya Naga Sreekanth Nadella
Managing Director and CEO | DIN: 08659728
June 10, 2026 | Place: Hyderabad

MD & CEO/CFO CERTIFICATE

To,
The Audit Committee/Board of Directors,
KFin Technologies Limited

We, the undersigned, in our respective capacities as the Chief Executive Officer and Chief Financial Officer of KFin Technologies Limited (**"the Company"**), hereby certify for the quarter and Financial Year ended March 31, 2026 (**"reporting period"**) that:

a. we have reviewed the financial statements and the cash flow statement of the Company for the reporting period and state that, to the best of our knowledge and belief:
   i. these statements do not contain any materially untrue statement or omit any material fact, in light of the circumstances under which such statements were made, or contain statements that might be misleading;
   ii. these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

b. there are, to the best of our knowledge and belief, no transactions entered into by the Company during the reporting period which are fraudulent, illegal or violative of the Company's Code of Conduct.

c. we accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the Company's internal control systems pertaining to financial reporting. We have not come across any reportable deficiencies in the design or operation of such internal controls.

d. we have indicated to the Auditors and the Audit Committee that:
   i. there are no significant changes in internal control over financial reporting during the reporting period;
   ii. there are no significant changes in accounting policies during the reporting period;
   iii. there are no instances of significant fraud of which we have become aware.

Venkata Satya Naga Sreekanth Nadella
Managing Director & CEO
DIN: 08659728

Vivek Narayan Mathur
Chief Financial Officer

ANNEXURE 3 TO THE CORPORATE GOVERNANCE REPORT

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
KFin Technologies Limited
301, The Centrium, 3rd Floor,
57, Lal Bahadur Shastri Road,
Nav Pada, Kurla (West) Mumbai, Maharashtra - 400 070

1. I have examined the compliance of the conditions of Corporate Governance by **KFin Technologies Limited** ('the Company') for the financial year ended March 31, 2026, as stipulated under Regulations 17 to 27, clauses (aa), (ab), (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").
2. The compliance of the conditions of Corporate Governance is the responsibility of the management. My examination was limited to the review of procedures and implementation thereof, as adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
3. I conducted my examination of the compliance of the conditions of Corporate Governance in accordance with the established systems and procedures selected by me depending on my judgement, including assessment of the risks associated in compliance of the conditions of Corporate Governance with the applicable criteria. The procedures include, but are not limited to, verification of secretarial records and other information of the Company, as I deem necessary to arrive at an opinion.
4. Based on the procedures performed by me as mentioned above and according to the information and explanations provided to me, I certify that the Company has complied with the conditions of Corporate Governance as stipulated under Regulations 17 to 27, clauses (aa), (ab), (b) to (i) and (t) of sub-regulation (2) of Regulation 46 and para C, D & E of Schedule V of SEBI Listing Regulations as applicable for the financial year ended March 31, 2026.
5. I further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **D V Rao & Associates**
Company Secretaries

CS Devaki Vasudeva Rao
Practicing Company Secretary
FCS # 8888 | COP # 12123
Peer Review No.: 2132/2022
UDIN: F008888H000360791

Date: 16-05-2026
Place: Hyderabad

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

SECTION A: GENERAL DISCLOSURES

Details of the listed entity

1.	Corporate Identity Number (CIN) of the Listed Entity	L72400MH2017PLC444072
2.	Name of the Entity	KFin Technologies Limited (KFin)
3.	Year of Incorporation	2017
4.	Registered office address	301, The Centrium, 3rd Floor, 57, Lal Bahadur Shastri Road, Nav Pada, Kurla (West), Mumbai – 400070, Maharashtra
5.	Corporate address	Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi - 500032, Telangana, India
6.	E-mail	compliance.corp@kfintech.com
7.	Telephone	+91 22 49620337
8.	Website	http://www.kfintech.com/
9.	Financial year for which reporting is being done	April 01, 2025 to March 31, 2026
10.	Name of the Stock Exchange(s) where shares are listed	1. National Stock Exchange of India Limited (NSE) 2. BSE Limited (BSE)
11.	Paid-up Capital	INR 1,725.24 million
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report	Mr. Anish Kumar, Chief Compliance Officer +91 22 49620337 compliance.corp@kfintech.com
13.	Reporting boundary Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e., for the entity and all the entities which form a part of its consolidated financial statements, taken together).	The disclosures made in this report are made on as standalone basis and pertain only to the business operations of KFin Technologies Limited. Please note: The disclosures made under Principle 6 cover data for KFin offices across 5 locations, which collectively account for approximately 73% of the total carpet area.
14.	Name of assurance provider	SGS India Pvt Ltd.
15.	Type of assurance obtained	Reasonable Assurance on core indicators only

Products/services

16. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% Of Turnover of the Entity (FY 2025-26)
1	Fund Administrator and Qualified Registrar and Transfer Agent	Technology driven financial services platform providing comprehensive services and solutions to the capital markets ecosystem including asset managers and corporate issuers across asset classes in India and other global locations. We are also a Central Recordkeeping Agency for the National Pension Scheme in India	99.51%

17. Products/Services sold by the entity (accounting for 90% of the entity's Turnover)

S. No.	Product/Service	NIC Code	% Of Total Turnover Contributed
1	Service (Fund Administrator and Qualified Registrar and Transfer Agent)	62099	99.51%