

Secretarial Department

Ref: FEDFINA/CS/96/2025-26

Date: October 17, 2025

To, National Stock Exchange of India Limited Listing Department Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Symbol: FEDFINA	To, BSE Limited The Corporate Relationship Department Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001 Scrip Code: 544027 BSE NCD Company Code: 12337 ISINs: INE007N08023, INE007N07041, INE007N08015 and INE007N07033
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Subject: Outcome of the Board Meeting held on October 17, 2025 and submission of the Unaudited Financial Results under the Ind AS for the quarter and half year ended September 30, 2025 pursuant to the provisions of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

Pursuant to the provisions of Regulations 30, 33, 52 and 54 read with Schedule III of the SEBI Listing Regulations and other applicable regulations, if any, we hereby inform you that the Board of Directors in their meeting held today i.e. October 17, 2025 have inter- alia, considered and approved the following:

1. Unaudited Financial Results including Cash Flow Statement of the Company under the IND AS for the quarter and half year ended September 30, 2025. The said results were reviewed and recommended by the Audit Committee in its meeting held today prior to the Board Meeting. In this regard, please find enclosed the following:
 - a. Unaudited Financial results including Cash flow statement of the Company under the IND AS for the quarter and half year ended September 30, 2025 which was duly approved and taken on record by the Board of Directors.
 - b. Limited Review Report issued by M/s. KKC & Associates, LLP, Statutory Auditors, on the Unaudited Financial Results for the quarter and half year ended September 30, 2025. Further, M/s. KKC & Associates, LLP, Statutory Auditors of the Company have issued unmodified opinion on the Unaudited Financial results for the quarter and half year ended September 30, 2025.
 - c. Disclosure of ratios and prescribed line items in accordance with Regulation 52(4) of SEBI Listing Regulations.
 - d. Disclosure of Security cover in accordance with Regulation 54 of SEBI Listing Regulations as Annexure- I



Secretarial Department

- e. Statement of Deviation/variation in use of funds raised through IPO issued by the CFO of the Company and Monitoring Agency Report issued by ICRA Limited, Monitoring agency, pursuant to Regulation 32 of the SEBI Listing Regulations as **Annexure- II**
- f. Disclosure of related party transactions for the half year ended September 30, 2025 pursuant to Reg 23(9) of SEBI Regulations as **Annexure -III**

Furthermore, in accordance with Regulations 47 and 52 of the SEBI Listing Regulations, the Company would be publishing the Unaudited Financial Results for the quarter and half year ended September 30, 2025 in Business Standard (English) newspaper (all India editions) and Pratahkal (Marathi) newspaper within the prescribed timelines.

The Board meeting commenced at 02:30 p.m. and concluded at 03:31 p.m.

The above is submitted for your kind information and appropriate dissemination.

Thanking you,

For Fedbank Financial Services Limited



Parthasarathy Iyengar
Company Secretary & Compliance Officer
Membership No.:A21472



Encl – As above

kkc & associates llp

Chartered Accountants

(formerly Khimji Kunverji & Co LLP)

Independent Auditor's Review Report on unaudited financial results for the quarter ended 30 September 2025 and year to date results for the period from 01 April 2025 to 30 September 2025 of Fedbank Financial Services Limited under Regulation 33 and Regulation 52(4) read with Regulation 63 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

To
The Board of Directors of
Fedbank Financial Services Limited

Introduction

1. We have reviewed the accompanying statement of unaudited financial results of Fedbank Financial Services Limited ('the Company') for the quarter ended 30 September 2025 and year to date results for the period from 01 April 2025 to 30 September 2025 ('the Statement'), being submitted by the Company pursuant to the requirements of Regulation 33 and Regulation 52(4) read with Regulation 63 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations'). We have initialled the Statement for identification purpose only.
2. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors of the Company, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard ('Ind AS') 34 'Interim Financial Reporting' specified in section 133 of the Companies Act, 2013, read with relevant rules issued thereunder the circulars, guidelines and directions issued by Reserve Bank of India ('RBI') from time to time ('RBI guidelines') and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52(4) read with Regulation 63 of the Listing Regulations. Our responsibility is to express a conclusion on the Statement based on our review.

Scope of Review

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements ('SRE') 2410 - 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India ('the ICAI'). This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company's personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Conclusion

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the Ind AS and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 and Regulation 52(4) read with Regulation 63 of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement or that it has not been prepared in accordance with the relevant prudential norms issued by Reserve Bank of India in respect of income recognition, asset classification, provisioning and other related matters

For **KKC & Associates LLP**
Chartered Accountants
(formerly Khimji Kunverji & Co LLP)
Firm Registration Number: 105146W/W100621



Hasmukh B Dedhia

Partner

ICAI Membership No: 033494

UDIN: 25033494BMJK1C6812



Place: Mumbai

Date: 17 October 2025

Statement of Unaudited Financial Results for the Quarter and Half year ended September 30, 2025

(INR in Lakhs)

Sl.No.	Particulars	For the Quarter ended			For the Half year ended		For the Year ended
		Sep 30, 2025	June 30, 2025	Sep 30, 2024	Sep 30, 2025	Sep 30, 2024	Mar 31, 2025
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
	Revenue from Operations						
	(a) Interest Income	50,770	48,613	47,911	99,383	93,112	1,92,458
	(b) Fee and Commission Income	2,259	2,516	3,262	4,775	4,981	11,171
	(c) Net Gain on fair value changes	509	531	661	1,040	1,472	2,558
	I Total Revenue from Operations	53,538	51,660	51,834	1,05,198	99,566	2,06,187
	II Other Income	61	65	75	126	1,443	1,795
	III Total Income (I + II)	53,599	51,725	51,909	1,05,324	1,01,008	2,07,982
	Expenses						
	(a) Finance cost	21,384	21,797	21,424	43,181	41,665	85,378
	(b) Fees and commission expenses (Refer Note 8)	(42)	3	610	(39)	1,062	1,850
	(c) Impairment on financial instruments and other receivable	3,152	2,472	3,986	5,624	7,504	21,636
	(d) Employee benefit expense	10,523	9,249	9,981	19,772	19,163	39,030
	(e) Depreciation and amortisation expense	1,306	1,237	1,177	2,543	2,277	4,885
	(f) Other expenses	6,529	6,932	6,089	13,461	11,332	24,828
	IV Total Expenses	42,852	41,690	43,267	84,542	83,003	1,77,607
	V Profit/(Loss) before tax (III-IV)	10,747	10,035	8,642	20,782	18,005	30,375
	VI Tax expense	2,732	2,534	2,187	5,266	4,527	7,857
	Current tax	2,568	2,768	2,185	5,336	4,589	10,122
	Short / (Excess) provision for earlier years	-	-	-	-	-	47
	Deferred tax	164	(234)	2	(70)	(62)	(2,312)
	VII Net Profit/(Loss) for the period/year (V-VI)	8,015	7,501	6,455	15,516	13,478	22,518
	VIII Other Comprehensive Income	(1,237)	700	861	(537)	(738)	4,159
	(a) Items that will not be reclassified to profit or loss						
	(i) Re-measurement of net defined benefit plan	-	(107)	94	(107)	(17)	12
	(ii) Income tax related to items that shall not be reclassified to profit and loss	-	27	(24)	27	4	(3)
	Total	-	(80)	70	(80)	(13)	9
	(b) Items that will be reclassified to profit or loss						
	(i) Fair value gain / (loss) - OCI - Loans	(2,005)	1,222	1,045	(783)	(969)	5,609
	(ii) Fair value gain / (loss) - OCI - Investment in Government Securities	-	-	11	-	4	-
	(iii) The effective portion of gain on hedging instruments in a cash flow hedge	352	(179)	-	173	-	(2)
	(iv) Tax effect on above (i), (ii) and (iii)	416	(263)	(265)	153	240	(1,457)
	Total	(1,237)	780	791	(457)	(725)	4,160
	IX Total Comprehensive Income (VII+VIII)	6,778	8,201	7,317	14,979	12,740	26,677
	X Paid-up equity share capital	37,367	37,308	37,192	37,367	37,192	37,272
	XI Reserves (excluding Revaluation Reserve)						2,17,464
	XII Earnings Per Share (Face Value of Rs. 10/- each)#						
	- Basic (Rs.)	2.15	2.01	1.74	4.16	3.64	6.06
	- Diluted (Rs.)	2.13	2.01	1.73	4.12	3.61	6.04

EPS for the period is not annualised



Statement of Assets and Liabilities as at September 30, 2025

(INR in Lakhs)

Particulars		As at Sept 30, 2025 (Unaudited)	As at March 31, 2025 (Audited)
I.	ASSETS		
(1)	Financial assets		
	(a) Cash and cash equivalents	49,822	72,460
	(b) Bank balances other than cash and cash equivalents	40	11,009
	(c) Derivative financial instruments	4,333	58
	(d) Receivables		
	(i) Trade receivables	4,308	1,931
	(ii) Other receivables	43	-
	(e) Loans	11,57,143	11,64,637
	(f) Investments	54,571	40,419
	(g) Other financial assets	38,973	8,671
	Total Financial assets	13,09,233	12,99,185
(2)	Non-financial assets		
	(a) Current tax assets (net)	-	-
	(b) Deferred tax assets (net)	1,320	1,070
	(c) Property, Plant and Equipment	3,537	3,191
	(d) Right Of Use Assets	14,520	15,395
	(e) Capital work in progress	250	28
	(f) Intangible assets under development	64	64
	(g) Other Intangible assets	323	292
	(h) Other non- financial assets	6,987	5,745
	Total Non-financial assets	27,001	25,785
	TOTAL ASSETS	13,36,234	13,24,970
II.	LIABILITIES & EQUITY		
(1)	Financial liabilities		
	(a) Derivative financial instruments	-	123
	(b) Payables		
	Trade payables		
	(i) total outstanding dues of micro enterprises and small enterprises	-	24
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	1,490	849
	Other payables		
	(i) total outstanding dues of micro enterprises and small enterprises	-	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	157
	(c) Debt securities	77,143	50,022
	(d) Borrowings (other than debt securities)	9,00,324	9,29,237
	(e) Subordinated Liabilities	45,505	47,607
	(f) Lease Liability	16,118	16,854
	(g) Other financial liabilities	17,723	20,229
	Total Financial liabilities	10,58,303	10,65,102
(2)	Non-financial liabilities		
	(a) Current tax liabilities (net)	1,531	1,161
	(b) Provision	1,793	1,381
	(c) Other non-financial liabilities	3,630	2,590
	Total Non-financial liabilities	6,954	5,132
	Equity		
	(a) Equity share capital	37,367	37,272
	(b) Other equity	2,33,610	2,17,464
		2,70,977	2,54,736
	TOTAL LIABILITIES AND EQUITY	13,36,234	13,24,970



Statement of Cash Flow for the Half Year ended September 30, 2025

For the period ended
September 30, 2025
(Unaudited)

(INR In Lakhs)
For the period ended
September 30, 2024
(Unaudited)

A. CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before tax	20,782	18,005
Adjustments for:		
Finance cost	43,181	41,665
Share based payment to employee	553	146
Depreciation	2,543	2,277
Interest income from Investment	(968)	(972)
Interest on Fixed Deposit	(825)	(775)
Loss on sale of tangible assets	(0)	3
Loss on sale of NCD	542	-
Profit on Sale Of Mutual Fund units (Net) - realised	(1,042)	(1,449)
Gain/(Loss) on fair valuation of mutual fund - unrealised	2	(23)
Security deposit - Fair Valuation	2	3
Effective interest rate (EIR) impact on Loans	971	(273)
Excess interest spread on Direct Assignment Transaction (net)	(116)	(4,292)
Impairment on financial instrument	5,082	7,504
Operating profit before working capital changes	70,707	61,819
Adjustments for working capital:		
- (Increase)/decrease in loans	169	(1,36,860)
- (Increase)/decrease in financial asset and non financial asset	(35,371)	(519)
- (Increase)/decrease in trade and other receivables	(2,441)	(817)
- Increase/(decrease) in trade payables	461	(374)
- Increase/(decrease) in provisions	305	304
- Increase/(decrease) in financial liabilities and non financial liabilities	(1,589)	(29,758)
Cash generated from / (used in) operating activities	32,241	(1,06,204)
Direct taxes paid (net of refund)	(4,966)	(4,042)
Net cash generated from / (used in) operating activities	27,275	(1,10,246)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of tangible assets	(1,243)	(936)
Sale of tangible assets	0	40
Purchase of intangible assets	(127)	(24)
Investment in Government securities	-	(41,206)
Redemption of Government securities	-	33,293
Redemption / (Investment) of NCD	291	-
Investment in Mutual Fund	(9,19,154)	(9,98,850)
Redemption / (Investment) of SR's	(1,454)	-
Sale of Mutual Fund	9,07,294	10,15,040
Redemption of fixed deposit	10,264	5,006
Investment in fixed deposit	(10)	(10,309)
Interest on fixed deposits	1,268	629
Interest income from Investment	959	601
Net cash generated from / (used in) investing activities	(1,912)	3,284
C. CASH FLOW FROM FINANCING ACTIVITIES		
Debt Securities availed	40,000	77,000
Debt Securities repaid	(12,750)	(16,250)
Borrowings availed	3,13,789	3,71,431
Borrowings repaid	(3,43,660)	(2,68,965)
Finance Cost	(43,812)	(42,617)
Lease Payment (principal)	(1,635)	(1,296)
Lease Payment (interest)	(641)	(577)
Share application money pending allotment	167	-
Equity Shares Issued	95	253
Share Premium net of Share Issue Expenses	446	1,019
Net cash generated from / (used in) financing activities	(48,001)	1,19,998
Net increase / (decrease) in cash and cash equivalents	(22,638)	13,036
Cash and cash equivalents as at the beginning of the period	72,460	18,554
Closing balance of cash and cash equivalents (A+B+C)	49,822	31,590
Components of cash and cash equivalents:		
Cash on hand	602	443
Balances with banks		
- in current accounts	10,205	11,127
- in fixed deposit with maturity less than 3 months	39,015	20,020
Cash and cash equivalents	49,822	31,590



Notes:

- 1 The Company is a Systemically Important Non Deposit taking Non Banking Finance Company (NBFC-ND-SI) registered with Reserve Bank of India (RBI) classified as an investment and Credit Company
- 2 The aforesaid unaudited financial results have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standards (Ind AS), prescribed under section 133 of the Companies Act, 2013 (the "Act"), as amended, from time to time and other recognised accounting practices generally accepted in India and are in compliance with Regulation 33, Regulation 52(4) read with Regulation 63 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 as amended (the "Listing Regulations"), as prescribed in Securities and Exchange Board of India operational circular SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021. Any application guidance / clarification / directions issued by RBI or other regulators are implemented as and when they are issued / applicable.
- 3 The aforesaid unaudited financial results have been approved by the Board of Directors at its meeting held on Oct 17, 2025 after review and recommendation by the Audit Committee.
- 4 Security cover available: The Company has secured NCDs of Rs 33.375 Lakhs outstanding at September 30, 2025 which are secured by way of first ranking pari passu charge over the eligible receivables and current assets to the extent of security cover of minimum 1 10 times of the obligations.
- 5 During the quarter ended September 30, 2025, The Company has not granted any options in accordance with the company's Employee Stock Option Scheme(s) (ESOS 2024) and Employee Stock Option Scheme(s) (ESOS 2018) respectively.
- 6 During the quarter ended September 30, 2025, the Company has allotted 5,90,965 equity shares of INR 10 each fully paid up, on exercise of options by employees, in accordance with the company's Employee Stock Option Scheme(s).
- 7 The Company does not have any subsidiary/associate/joint venture company as on September 30, 2025
- 8 During the Current Financial Year, the Company ceased its Distribution vertical which used to source business for Federal Bank for which fees and commission expenses were incurred by the Company. During the quarter under review, actual invoices came in lesser than the accruals taken in previous period which led to release of excess provision no longer required being reversed in Fees and Commission Expenses resulting into a negative amount.
- 9 The Company's business comprise of lending loans, by way of offering different products and across geographies, that constitute the only segment considering internal reporting to Chief Operating Decision Maker (CODM). Hence there are no reportable segments.
- 10 Disclosure In compliance with RBI circular 2020-21/16 DOR.No.BP.BC/3/21.04.048/2020-21

Format B

(INR in Lakhs)

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year (A)	Of (A), aggregate debt that slipped into NPA during the half-year	Of (A) amount written off during the half-year	Of (A) amount paid by the borrower during the half-year	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year
Personal Loans	6,710	215	-	526	5,968
Corporate persons*	-	-	-	-	-
Of which MSMEs	-	-	-	-	-
Others	-	-	-	-	-
Total	-	-	-	-	-

* As defined in Section 3(7) of the Insolvency and Bankruptcy Code, 2016

Disclosure in compliance with RBI circular 2020-21/17 DOR.No.BP.BC/4/21.04.048/2020-21 (INR in Lakhs)

No. of accounts restructured	Amount outstanding as at March 31, 2025
4	309



Notes (continued):

11 Disclosure as per Regulation 52(4) of SEBI (Listing Obligation & Disclosure Requirement) Regulation, 2015 as amended

Particulars	As at	As at	As at	As at
	Sep 30, 2025	June 30, 2025	Mar 31, 2025	Sep 30, 2024
Debt-Equity Ratio ²	3.78	3.89	4.03	4.09
Debt Service Coverage Ratio	NA	NA	NA	NA
Interest Service Coverage Ratio	NA	NA	NA	NA
Outstanding redeemable preference shares (quantity and value)	NA	NA	NA	NA
Capital redemption reserve (INR in Lakhs)	200	200	200	200
Debenture redemption reserve	NA	NA	NA	NA
Current liability ratio ³	0.36	0.39	0.44	0.44
Total debts to total assets	0.77	0.77	0.78	0.78
Net worth ⁴ (INR In Lakhs)	2,70,977	2,63,440	2,54,736	2,40,241
Sector specific equivalent ratios				
- CRAR	21.64%	22.40%	21.92%	21.40%
- Gross Non Performing Assets (GNPA) ⁵	1.90%	1.99%	2.02%	1.87%
- Net Non Performing Assets (NNPA) ⁶	1.30%	1.24%	1.22%	1.47%
- Liquidity Coverage ratio	140.04%	130.55%	149.77%	164.00%
- Provision Coverage Ratio (PCR) ⁷	31.99%	38.27%	39.95%	21.85%

Particulars	Quarter ended			Half year ended		Year ended
	Sep 30, 2025	June 30, 2025	Sep 30, 2024	Sep 30, 2025	Sep 30, 2024	Mar 31, 2025
Net profit margin (%)	14.95%	14.50%	12.44%	14.73%	13.34%	10.83%
Net Profit after tax (INR in Lakhs)	8,015	7,501	6,455	15,516	13,478	22,518
Earning Per Share ("EPS")*						
- Basic	2.15	2.01	1.74	4.16	3.64	6.06
- Diluted	2.13	2.01	1.73	4.12	3.61	6.04

* EPS for the period is not annualised

1 Debt service coverage ratio, Interest service coverage ratio, Current ratio, Long term debt to working capital ratio, Bad debts to accounts receivable ratio, Debtors turnover, Inventory turnover and Operating margin are not applicable to the Company

2. Debt equity ratio = (Debt Securities + Borrowings (Other than Debt Securities) + Subordinated Liabilities) / (Equity Share capital + Other equity)

3 Current Liability Ratio = (Current Liabilities) / (Total Assets minus Total Net worth)

4. Net worth = (Equity share capital + Other equity)

5 GNPA % = Stage 3 Loans / Total Gross Loans

6. NNPA % = (Gross Stage 3 Loans - Impairment allowance for Stage 3 Loans) / (Total Gross Loans - Impairment allowance for Stage 3 Loans)

7. PCR = (Total Impairment allowance for Stage 3 Loans) / (Total Stage 3 Loans)

12 Disclosure pertaining to RBI Master Direction - RBI/DOR/2021-22/86 DOR STR.REC 51/21 04 048/2021-22 Reserve Bank of India (Transfer of Loan Exposures) Directions, 2021 dated September 24, 2021.

(i) The Company has transferred following non-performing assets ("NPA" including written-off loans) during the quarter ended September 30, 2025.

Details of NPA loans (including written-off loans) transferred during the Quarter	
Particular	To ARCs
Number of accounts	617
Aggregate principal outstanding of loans transferred	7,945
Weighted average residual tenor of the loans transferred	-
Net book value of loans transferred (at the time of transfer)*	2,734
Aggregate consideration	3,257
Additional consideration realized in respect of accounts	-

* includes principal outstanding and interest thereof

During the quarter ended Sep 30, 2025, provisions of Rs 1.720 lakhs reversed to the profit and loss account on accounts of sale of NPA loans.

(ii) Details of transfer through assignment in respect of loans not in default during the quarter ended September 30, 2025:

Particulars	Value
Aggregate amount of Loan transferred (Rs. in lakhs)	62,864
Weighted average residual maturity (in months)	164
Weighted average holding period by originator (in months)	20
Retention of beneficial economic interest	0% - 10%
Coverage of tangible security coverage	82%
Rating-wise distribution of rated loans	NA

(iii) The Company has not acquired any loans through assignment during the quarter ended September 30, 2025.

(iv) The Company has not acquired any stressed loan during the quarter ended September 30, 2025.

13 Previous period / year figures have been regrouped / reclassified to make them comparable with those of current period / year.

For and on behalf of Board of Directors
Fedbank Financial Services Limited

Place: Mumbai
Date : 17/10/2025



[Signature]
Parvez Mulla
Managing Director & CEO
DIN: 08026994



Certificate No.1023/2025/MeSo

To,
Board of Directors
Fedbank Financial Services Limited

Independent Auditor's Certificate on the Statement of maintenance of security cover and compliance with covenants in respect of listed non-convertible debt securities as at 30 September 2025.

- 1 This Certificate is issued in accordance with the terms of our engagement letter dated 23 September 2024 with Fedbank Financial Services Limited ('the Company') having its Registered office at Unit No. 1101, 11th Floor, Cignus Plot No. 71A, Powai, Paspoli, Mumbai, Maharashtra 400087 ('the Company') and pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular: SEBI/HO/MIRSD/MIRSD_CRADT/CIR/P/2022/67 dated 19 May 2022 (Collectively referred to as "Regulations").
- 2 We, KKC & Associates LLP (Formerly known as Khimji Kunverji & Co LLP), statutory auditors of the Company, have examined the details given in the Statement consisting of Annexure I & II (herein after referred to as the 'Statement') prepared by the management, stamped by us for identification purpose.

Management's Responsibility

- 3 The Compliance with the Regulations, the terms & covenants of the Non-Convertible Debentures ("NCD") as per the information memorandum ("IM") and Debenture Trust Deeds and computation of security cover as given in the attached Statement is the responsibility of the Company's management. This responsibility includes the design, implementation, and maintenance of internal controls relevant to the preparation and presentation of the Statement. The management is also responsible for ensuring that the Company complies with the requirements, including those given in the Regulations and provides all relevant information to the Debenture Trustee.

Auditor's Responsibility

- 4 Our responsibility for the purpose of this certificate is to express limited assurance as to whether anything has come to our attention that causes us to believe that the financial information contained in the Statement have not been accurately extracted from the unaudited financial information as at/for the quarter and period ended 30 September 2025, other relevant records and documents maintained by the Company or that the computation thereof is arithmetically inaccurate.
- 5 The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement; and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. The procedures selected depend on the auditor's judgment, including the assessment of the areas where a material misstatement of the subject matter information is likely to arise.
- 6 For the purpose of our examination, we have relied on the representation received from the management for completeness of information and records provided to us and carried out following procedures:
 - 6.1. Obtained the unaudited financial information of the Company as at and for the quarter and period ended 30 September 2025.
 - 6.2. Traced the amounts in the Statement, in relation to the computation of Security cover, to the unaudited financial information of the Company as at and for the quarter and period ended 30 September 2025.
 - 6.3. Ensured arithmetical accuracy of the computation of security cover in the Statement.
 - 6.4. Obtained the list of listed non-convertible debt securities outstanding as at 30 September 2025.



kkc & associates llp

Chartered Accountants

(formerly Khimji Kunverji & Co LLP)

- 6.5. Performed necessary Inquires with the management and on a test check basis, ensured that the Company made timely payments of interest and principal due, if any, during the quarter and period ended 30 September 2025.
 - 6.6. On test check basis, checked the compliance with the covenants stated in the Debenture Trust deed;
 - 6.7. Performed necessary inquiries with the management regarding any instances of non-compliance with covenants or communications received from the Trustee indicating any breach of covenants during the quarter and period ended 30 September 2025.
 - 6.8. Obtained necessary representations from the management.
- 7 We have performed verification procedures, in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes issued by the Institute of Chartered Accountants of India ("ICAI"). We have complied with the relevant applicable requirements of the Standard on Quality Control ("SQC") 1, on Quality Control for Firms that perform Audits and Reviews of Historical Financial Information, and other Assurance and Related Service Engagements.

Conclusion

- 8 Based on the procedures performed mentioned in paragraph 6, evidence obtained, and the information and explanations given to us, along with the representations provided by the management, nothing has come to our attention that causes us to believe that:
- a. The financial information as contained in the Statement have not been accurately extracted from the unaudited financial information as at and for the quarter and period ended 30 September 2025 or that the computation thereof is arithmetically inaccurate.
 - b. The Company during the quarter and period ended 30 September 2025 has not complied, in all material respects, with the covenants in respect of the listed NCDs of the Company outstanding as at 30 September 2025 as mentioned in the Statement.

Restriction on Use

- 9 This certificate is issued for the purpose of submission by the Company to the Debenture Trustee pursuant to the Regulations and should not be used, referred to or distributed for any other purpose or by any person other than the addressees of this report. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For KKC & Associates LLP

Chartered Accountants

(formerly Khimji Kunverji & Co LLP)

ICAI Firm Registration No. 105146W/W100621



Hasmukh B Dedhia

Partner

ICAI Membership No.: 033494

UDIN: 25033494BMJKIE7521



Place: Mumbai

Date: 17 October 2025

Annexure II: Quarterly compliance with respect to listed debt securities outstanding as at 30 Sep 2025

Part A- Financial Covenant
Secured Non-Convertible Debentures
ISIN: INE007N07041
Date of Trustdeed: 23 June 2023

Sr.No	Covenant Name	Covenant Description	Actual Ratio	Covenant Compliance Status
1	Capital to risk weighted assets ratio ("CRAR")	The company shall maintain a minimum Capital Risk Adequacy Ratio of 16% (Sixteen Percent) at all times, until the Final Settlement Date.	21.84%	Complied
2	Net Non performing Asset ("NNPA")	Net NPA on the standalone basis not to exceed 4% during the tenor of the debentures	1.30%	Complied
3	Gross Non performing Asset ("GNPA")	Gross NPA on the standalone basis not to exceed 5% during the tenor of the debentures	1.90%	Complied
4	Total outstanding liability to Adjusted tangible net worth *	Total outstanding liability to Adjusted tangible net worth is not more than 7.0.	4.05	Complied

* Calculated based on audited figures for For 31 March 2025

Secured Non-Convertible Debentures -Market Linked Debentures
ISIN: INE007N07033
Date of Trustdeed: 04 January 2023

Sr.No	Covenant Name	Covenant Description	Actual Ratio	Covenant Compliance Status
1	Capital to risk weighted assets ratio ("CRAR")	The Company shall maintain capital adequacy ratio (Tier I capital and Tier II capital) as per the requirement of RBI.	21.84%	Complied
2	Net Non performing Asset ("NNPA")	Net NPA on the standalone basis not to exceed 5% of the assets under management (book value of the assets only) during the tenor of the debentures	1.30%	Complied
3	Debt to Equity Ratio	Total Debt to Equity ratio to be within 6.5	3.78	Complied
4	Rating	Rating Should be Maintained at least at A+ or above throughout tenor of said facility	AA+	Complied

Above ratios are calculated based on figures as on 30th Sep 2025

Unsecured Non-Convertible Debentures
ISIN: INE007N08015
Date of Trustdeed: 24 December 2020

Unsecured Non-Convertible Debentures
ISIN: INE007N08023
Date of Trustdeed: 26 May 2023

There are no financial covenant

Part B - Other Covenants

Compliance of all the covenants/terms of the issue in respect of listed debt securities outstanding as at 30 Sep 2025 of the listed entity

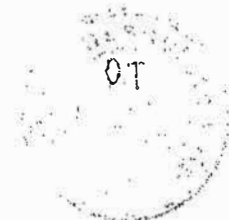
The management of the listed entity has ensured compliance in respect of other covenants for the listed debt securities (NCD's) and certify that such covenants have been complied by the listed entity.

For Fedbank Financial Services Limited.

CHATTAPURAM
VENKATRAMAN
GANESH

C.V.Ganesh

(Chief Financial Officer)



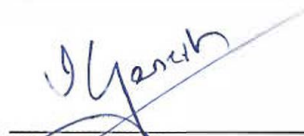
STATEMENT ON DEVIATION OR VARIATION OF PROCEEDS OF PUBLIC ISSUE

Statement on deviation / variation in utilization of funds raised

Name of listed entity	Fedbank Financial Services Limited					
Mode of Fund Raising	Public Issue					
Date of Raising Funds	29 th November 2023					
Amount Raised	INR 1092.26 Crores					
Report filed for Quarter ended	September 30, 2025					
Monitoring Agency	Applicable – ICRA Limited					
Is there a Deviation / Variation in use of funds raised	No					
If yes, whether the same is pursuant to change in terms of a contract or objects, which was approved by the shareholders	Not applicable					
If Yes, Date of shareholder Approval	Not applicable					
Explanation for the Deviation / Variation	Not applicable					
Comments of the Audit Committee after review	-					
Comments of the auditors, if any	Not applicable					
Objects for which funds have been raised and where there has been a deviation, in the following table	<p>The Net Proceeds are proposed to be utilized towards augmentation of our Company's Tier I capital base to meet the company's future capital requirements which is expected to arise out of growth in the Company's business and assets.</p> <p>There has been no deviation in utilization of net proceeds</p>					
Original Object	Modified Object, if any	Original Allocation	Modified allocation, if any	Funds Utilised	Amount of Deviation/Variation for the quarter according to applicable object	Remarks if any
Not applicable - There has been no deviation in utilization of net proceeds						

Deviation or variation could mean:

- Deviation in the objects or purposes for which the funds have been raised or
- Deviation in the amount of funds actually utilized as against what was originally disclosed or
- Change in terms of a contract referred to in the fund raising document i.e. prospectus, letter of offer, etc.


 Name- CV Ganesh
 Designation: Chief Financial Officer

Date: - 09-10-2025



ICRA

ICRA Limited

Date: October 13, 2025

Mr. C.V. Ganesh
Chief Financial Officer
Fedbank Financial Services Limited
Unit no.: 1101, 11th Floor, Cignus,
Plot No. 71A, Powai,
Mumbai – 400 087
Maharashtra

Dear Sir,

Re: Final Monitoring Agency report of Fedbank Financial Services Limited for Q2 FY2026

Please refer to agreement dated November 16, 2023, appointing ICRA Limited as the Monitoring Agency (MA) for Fedbank Financial Services Limited's IPO Issue.

After due consideration, ICRA has prepared the attached final Monitoring Agency report as per SEBI (Issue of Capital and Disclosure Requirements) Regulations for Q2 FY2026.

Please note that the Monitoring Agency report does not constitute a commentary on the quality of the objects of the issue, appropriateness or reasonableness of costs or spending by Fedbank Financial Services Limited against any objects / heads or assurance on outcome of such spending.

We thank you for your kind cooperation extended during the course of Q2 FY2026. Should you require any clarification, please do not hesitate to get in touch with us,

We look forward to your communication and assure you of our best services,

With kind regards

For ICRA Limited

PARUL GOYAL NARANG
Digitally signed
by PARUL
GOYAL NARANG
Date:
2025.10.13
15:42:06 +05'30'

Parul Goyal Narang
Vice President & Head- Process Excellence
Parul.goyal@icraindia.com

Building No. 8, 2nd Floor, Tower A
DLF Cyber City, Phase II
Gurgaon – 122002, Haryana

Tel.: +91 124 4545300
CIN : L749999DL1991PLC042749

Website: www.icra.in
Email: info@icraindia.com
Helpdesk: +91 9354738909

Registered Office: B-710, Statesman House, 148, Barakhamba Road, New Delhi 110001. Tel. :+91 11 23357940-41

RATING • RESEARCH • INFORMATION

Sensitivity Label : Restricted.

MONITORING AGENCY REPORT

Name of the Issuer: Fedbank Financial Services Limited

For quarter ended: September 30, 2025

Name of the Monitoring Agency: ICRA Limited

(a) Deviation from the objects of the issue:

No deviation - The utilization of the issuance proceeds is in line with the objects of the issue.

(b) Range of deviation:

Not Applicable

Declaration:

We declare that this report provides an objective view of the utilization of the issue proceeds in relation to the objects of the issue based on the information provided by the Issuer and information obtained from sources believed by it to be accurate and reliable. The MA does not perform an audit and undertakes no independent verification of any information/ certifications/ statements it receives. This Report is not intended to create any legally binding obligations on the MA which accepts no responsibility, whatsoever, for loss or damage from the use of the said information. The views and opinions expressed herein do not constitute the opinion of MA to deal in any security of the Issuer in any manner whatsoever. Nothing mentioned in this report is intended to or should be construed as creating a fiduciary relationship between the MA and any issuer or between the agency and any user of this report. The MA and its affiliates also do not act as an expert as defined under Section 2(38) of the Companies Act, 2013. The MA or its affiliates may have credit rating or other commercial transactions with the entity to which the report pertains and may receive separate compensation for its ratings and certain credit related analyses. We confirm that we do not perceive any conflict of interest in such relationship/ interest while monitoring and reporting the utilization of the issue proceeds by the issuer. We have submitted the report herewith in line with the format prescribed by SEBI, capturing our comments, where applicable. There are certain sections of the report under the title "Comments of the Board of Directors", that shall be captured by the issuer's Management / Audit Committee of the Board of Directors subsequent to the MA submitting their report to the issuer and before dissemination of the report through stock exchanges. These sections have not been reviewed by the MA, and the MA takes no responsibility for such comments of the issuer's Management/Board.

Signature:

PARUL Digitally signed
by PARUL
GOYAL GOYAL NARANG
NARANG Date: 2025.10.13
15:39:45 +05'30'

Parul Goyal Narang

Vice President & Head-Process Excellence

Analyst: Adrita Sadhukhan

Quality Analyst: Parul Narang

1. Issuer Details

Name of the Issuer: Fedbank Financial Services Limited

Name(s) of the promoters:

Promoters
<i>The Federal Bank Limited</i>
<i>Mr. Shyam Srinivasan Jointly with The Federal Bank Ltd</i>
<i>Mr. Ashutosh Khajuria Jointly with The Federal Bank Ltd</i>
<i>Mr. Ajith Kumar K K Jointly with The Federal Bank Ltd</i>
<i>Mr. Lakshmanan Venkateswaran Jointly with The Federal Bank Ltd</i>
<i>Mrs. Shalini Warriar Jointly with The Federal Bank Ltd</i>
<i>Mr. Divakar Dixit Jointly with The Federal Bank Ltd</i>
<i>Mr. Sreekanth I V Jointly with The Federal Bank Ltd</i>
<i>Mr. Samir Pravinchandra Rajdev jointly with The Federal Bank Limited</i>

Source: BSE

Industry/ sector to which it belongs:

- Non-Banking Financial Company (NBFC)

2. Issue Details

Issue Period: Opening date- November 22, 2023

Closing date- November 24, 2023.

Type of Issue: Initial Public Offer

Type of specified securities: Equity shares

IPO Grading, if any: No credit rating agency registered with SEBI has been appointed in respect of obtaining grading for the offer.

Issue Size (Rs. Crore): 1,092.264 Crore

With OFS portion: 1,092.264 Crore

Excluding OFS portion: INR 600.000 Crore.

Net proceeds as per prospectus document: 573.910 (Excluding Issue Related Expenses)

Note: ICRA will be monitoring the revised net proceeds of INR 574.498 for Q2FY26 crore, as Issue related expenses (IRE) incurred were lower than the estimated by INR 0.588 Crore.

3. Details of the arrangement made to ensure the monitoring of issue proceeds.

Particulars	Reply	Source of information, certifications considered by the Monitoring Agency for the preparation of report	Comments of the Monitoring Agency	Comments of the Issuer's Board of Directors
Whether all utilization is as per the disclosures in the Offer Document?	Yes	-Peer Reviewed CA-Certificate -Confirmation from management -Bank statement of the proceeds account	No deviation observed	No Comments
Whether shareholder approval has been obtained in case of material deviations" from expenditures disclosed in the Offer Document?	Not Applicable	As confirmed by the Issuer's management	No comments	No comments
Whether the means of finance for the disclosed objects of the issue has changed?	Not applicable	As confirmed by the Issuer's management	No deviation observed.	No comments
Is there any major deviation observed over the earlier monitoring agency reports?	No	No deviation observed.	No comments	No comments
Whether all Government/ statutory approvals related to the object(s) have been obtained?	Not Applicable	As confirmed by the Issuer's management	As understood from the Issuer's management	No comments
Whether all arrangements pertaining to technical assistance/ collaboration are in operation?	Not Applicable	As confirmed by the Issuer's management	As understood from the Issuer's management	No comments
Are there any favorable events improving the viability of these object(s)?	Not Applicable	As confirmed by the Issuer's management	As understood from the Issuer's management	No comments
Are there any unfavorable events affecting the viability of the object(s)?	No	As confirmed by the Issuer's management	As understood from the Issuer's management	No comments
Is there any other relevant information that may	No	As confirmed by the Issuer's management	As understood from the Issuer's management	No comments

<p>Particulars</p> <p>materially affect the decision making of the investors?</p>	<p>Reply</p> <p>Source of information, certifications considered by the Monitoring Agency for the preparation of report</p>	<p>Comments of the Monitoring Agency</p>	<p>Comments of the Issuer's Board of Directors</p>
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4. Details of the object(s) to be monitored.
(j) Cost of object(s)

S.N.	Item Head	Source of information, certifications considered by the Monitoring Agency for the preparation of report	Original cost (as per the offer document) [Rs. Crore]	Revised cost [Rs. Crore]	Comments of the Monitoring Agency	Comments of the Issuer's Board of Directors		
						Reason for cost revision	Proposed financing option	Particulars of firm arrangements made
1	For augmentation of Company's Tier - I capital base	Prospectus	573.910	574.498	Revision in augmentation is on account of actual offer related expenditure being lower than estimated by INR 0.588 Crore	N.A.	N.A.	N.A.
	Total		573.910	574.498				



(ii) Progress in the object(s)

S.N.	Item Head*	Source of information, certifications considered by the Monitoring Agency for the preparation of report	Amount as proposed in the offer document [Rs. Crore]	Amount utilized [Rs. Crore]		Total unutilized amount [Rs. Crore]	Comments of the Monitoring Agency.	Comments of the Issuer's Board of Directors		
				As at the beginning of the quarter	During the quarter			At the end of the quarter	Reasons for idle funds	Proposed course of action
1	For augmentation of Company's Tier – I capital base	-Peer Reviewed CA-Certificate -Bank statement of the proceeds account/corresponding bank account statements	573.910 (574.498) *	574.498	-	574.498	0.000	No comments	No comments	No comments
	Total		574.498	574.498		574.498	0.000			

*Revised Cost as per point no 4(i) above.



(iii) Deployment of unutilized proceeds

S.N.	Type of instrument and name of the entity invested in	Amount invested. [Rs. Crore]	Maturity date	Earning [Rs. Crore]	Return on Investment [%]	Market Value as at the end of quarter [Rs. Crore]
1	Balance lying in Public Issue account as on 30 th September 2025	0.250	-	-	-	0.250
	Total	0.250*				0.250

*Includes INR 0.250 Crore pertaining to unutilized issue related expenses. As confirmed by the management, the excess amount after settlement of all issue expenses shall be augmented to Net proceeds, for utilization under Object 1, in the subsequent quarters.

Source: As certified by Gokhale & Sathe



(iv) Delay in the implementation of the object(s)

Object(s)	Completion date		Delay [Number of days or months]	Comments of the Issuer's Board of Directors	
	As per the offer document	Actual		Reason for delay	Proposed course of action
For augmentation of Company's Tier – I capital base	FY24 - FY25	On Schedule	N.A.	No Comments	No Comments

Source: As confirmed by the Issuer's management

5. Details of utilization of proceeds stated as General Corporate Purpose (GCP) amount in the offer document

S.N.	Item Head	Amount [Rs. Crore]	Source of information, certifications considered by the Monitoring Agency for the preparation of report	Comments of the Monitoring Agency	Comments of the Issuer's Board of Directors
			Not applicable		

ANNEXURE - III

Fedbank Financial Services Limited
CIN : L65910MH1995PLC364635
Related party transactions for the half year ended Sept 30, 2025

(INR in Lakhs)

Sl no.	Details of the party (Listed entity / Subsidiary) entering into the transaction	Details of the Counterparty		Type of Related Party Transactions	Value of the related party transaction as approved by the audit committee	Value of the transaction during the reporting period (III 2024-2025)	In case monies are due to either party as a result of the transaction	
		Name	Name				Relationship of the counterparty with the listed entity or its subsidiary	Opening balance for the half year ended
1	Fedbank Financial Services Limited	The Federal Bank Limited	Promoter	Income from Distribution business	2,500.00	316.16	156.71	49.65
2	Fedbank Financial Services Limited	The Federal Bank Limited	Promoter	Interest received in Fixed Deposits/Current Account	1,250.00	-	15,378.75	5,143.46
3	Fedbank Financial Services Limited	The Federal Bank Limited	Promoter	Interest paid - Term Loan	-	3,817.35	1,03,083.33	90,027.76
4	Fedbank Financial Services Limited	The Federal Bank Limited	Promoter	Interest on WC'DL	7,500.00	215.82	6,000.00	6,000.00
5	Fedbank Financial Services Limited	The Federal Bank Limited	Promoter	Interest on Non Convertible Debentures	-	1,164.95	23,470.00	23,470.00
6	Fedbank Financial Services Limited	The Federal Bank Limited	Promoter	Servicing Fee Income on Securitisation	14.12	14.12	-	-
7	Fedbank Financial Services Limited	The Federal Bank Limited	Promoter	Brand usage charges	161.06	161.06	-	160.77
8	Fedbank Financial Services Limited	The Federal Bank Limited	Promoter	Bank Charges paid	9.72	9.72	-	-
9	Fedbank Financial Services Limited	Parvez Mulla	MD & CEO	Remuneration to MD & CEO	215.56	215.56	-	-
10	Fedbank Financial Services Limited	Ganesh Venkatraman Chattapuram	Chief Financial Officer	Remuneration to CFO	136.75	136.75	-	-
11	Fedbank Financial Services Limited	Rajaraman Sundaresan	Company Secretary (till July 31, 2025)	Remuneration to Company Secretary	19.53	19.53	-	-
12	Fedbank Financial Services Limited	Rajaraman Sundaresan	Company Secretary	Exercise of ESOP	5.43	5.43	-	-
13	Fedbank Financial Services Limited	Parthasarathy Rajagopal Ivensar	Company Secretary (w.e.f July 1, 2025)	Remuneration to Company Secretary	18.75	18.75	-	-
14	Fedbank Financial Services Limited	Gauri Shah	Independent Director (till February 12, 2025)	Remuneration to Director	5.07	5.07	-	-
15	Fedbank Financial Services Limited	Ramesh Sundararajan	Independent Director	Remuneration to Director	18.95	18.95	-	-
16	Fedbank Financial Services Limited	Sunil Gulati	Independent Director	Remuneration to Director	15.95	15.95	-	-
17	Fedbank Financial Services Limited	Shyam Srinivasan	Non-Executive Director	Remuneration to Director	16.49	16.49	-	-
18	Fedbank Financial Services Limited	Sonal Dave	Independent Director	Remuneration to Director	17.15	17.15	-	-
19	Fedbank Financial Services Limited	Mona Bhide	Independent Director	Remuneration to Director	13.11	13.11	-	-
20	Fedbank Financial Services Limited	Muralidharan Rajamani	Independent Director	Remuneration to Director	13.08	13.08	-	-

For Fedbank Financial Services Limited

CHATTAPURAM
VENKATRAMAN
GANESH

Authorised Signatory

