



Secretarial Department

Ref: FEDFINA/CS/69/2024-25

Date: August 25, 2025

To, National Stock Exchange of India Ltd., Listing Department Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 SYMBOL : FEDFINA	To, BSE Limited, The Corporate Relationship Dept. Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001 BSE NCD Company Code: 12337 ISIN: INE007N08023, INE007N07041, INE007N08015 and INE007N07033 SCRIP CODE - 544027
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Subject: Outcome of the Board meeting held on August 25, 2025 pursuant to the provisions of the SEBI (LODR) Regulations, 2015

Dear Sir/Madam,

Pursuant to the provision of Regulation 30 and Regulation 51 together read with Schedule III of the SEBI (Listing Obligations and Disclosure requirements) 2015 (“SEBI Regulations”) and other applicable regulations, if any, we hereby inform you that the Board of Directors in their meeting held today i.e. August 25, 2025 has inter- alia, considered and approved the following:

1. Subject to Shareholders approval, to offer, issue, create and/or invitation(s) to eligible persons to subscribe to all the kinds and types of Non-Convertible Debentures (“NCDs”) including but not limited to secured or unsecured, redeemable, listed or unlisted, cumulative or non-cumulative, fixed rate or market linked and/or hybrid instruments (not in nature of equity shares) including but not limited to non-convertible debentures/bonds qualifying as subordinated Tier II debts, Perpetual debt instruments which may or may not be classified as being additional Tier I or Tier II capital under the provisions of the RBI Master Directions- NBFC on a private placement basis, in one or more tranches and/or series, not exceeding Rs. 2500 Crores (Rupees Two Thousand Five Hundred Crores Only) during a period of one year from the date of approval of the shareholders in their general meeting to banks, financial institutions, non-banking financial companies, corporates, Foreign Institutional Investors (FIIs), High Net-worth Individuals (HNIs), Qualified Foreign Investors (QFIs), Qualified Institutional Buyers (QIBs), Foreign Portfolio Investors (FPIs), Insurance Companies and any other eligible investor authorised to invest in the securities on such terms and conditions including coupon, premium/discount, tenor etc., as the Board (which term shall deem to include Committee of Directors(Operations)) may from time to time determine and consider proper and most beneficial to the Company.



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The details regarding the issuance of securities as required pursuant to SEBI Circular-SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 13,2023, are set out in **Annexure I** to this intimation.

2. The appointment of DKJ & Associates as Secretarial Auditors of the Company for an initial term of 3 (Three) consecutive years commencing from April 1, 2025 till March 31, 2028 (i.e. for FY 2025-26, to FY 2027-28) subject to approval of the shareholders of the Company at the ensuing Annual General Meeting.

The detailed disclosures as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 13,2023 is enclosed as **Annexure II**.

3. The Notice of 30th Annual General Meeting of the Shareholders of the Company scheduled to be held on Monday, 29th September, 2025 at 12.00 noon (IST) through Video Conferencing/Other Audio-Visuals Means (OAVM) facility. The Notice of the 30th AGM and Annual Report for the FY 2024-25 will be sent only through electronic mode to those shareholders whose email addresses are registered with the Company/Registrar & Share Transfer Agents of the Company and with their respective DP's.

The Board meeting commenced at 02.00 p.m. and concluded at 3.32 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
Mem. No: A21472

Encl – As above



ANNEXURE –I

Details pursuant to SEBI Circular- SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 13, 2023 on the issuance of Non-Convertible Debentures ('NCDs') -

Type of securities proposed to be issued	Fresh Issuance of Non-Convertible Debentures (NCDs) including but not limited to secured or unsecured, redeemable, listed or unlisted, cumulative or non-cumulative, fixed rate or market linked and/or hybrid instruments (not in nature of equity shares) including but not limited to non-convertible debentures/bonds qualifying as subordinated Tier II debts, Perpetual debt instruments which may or may not be classified as being additional Tier I or Tier II capital under the provisions of the RBI Master Directions- NBFC
Type of issuance (further public offering, rights issue, depository receipts(ADR/GDR), qualified institutions placement, preferential allotment etc.)	Fresh Issuance on Private Placement basis to one or more prospective eligible investors.
Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately);	Subject to Shareholders approval, fresh Issuance of Non-convertible Debentures (NCDs) including but not limited to secured or unsecured, redeemable, listed or unlisted, cumulative or non-cumulative, fixed rate or market linked and/or hybrid instruments (not in nature of equity shares) including but not limited to non-convertible debentures/bonds qualifying as subordinated Tier II debts, Perpetual debt instruments which may or may not be classified as being additional Tier I or Tier II capital under the provisions of the RBI Master Directions- NBFC on a private placement basis, in one or more tranches and/or series, not exceeding Rs. 2500 Crores (Rupees Two Thousand Five Hundred Crores Only) during a period of one year from the date of approval of the shareholders in their general meeting
Size of the issue	



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Whether proposed to be listed? If yes, name of the stock exchange(s)	Yes. The NCDs are proposed to be listed on Bombay Stock Exchange (BSE)
Tenure of the instrument - date of allotment and date of maturity	Not Applicable
Coupon / interest offered, schedule of payment of coupon/interest and Principal	Not Applicable
Charge / security, if any, created over the assets	Not Applicable
Special right / interest / privileges attached to the instrument and changes thereof	Not Applicable
Delay in payment of interest / principal amount for a period of more than three months from the due date or default in payment of interest / principal	None
Details of any letter or comments regarding payment/non-payment of interest, principal on due dates, or any other matter concerning the security and / or the assets along with its comments thereon, if any	None
Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures;	None



ANNEXURE –II

Details pursuant to SEBI Circular- SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 13, 2023 on the Appointment of the secretarial auditors of the Company -

Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise	Appointment of DKJ & Associates as Secretarial Auditors of the Company for an initial term of 3 (Three) consecutive years commencing from April 1, 2025 till March 31, 2028 (i.e. for FY 2025-26, to FY 2027-28) subject to approval of the shareholders of the Company at the ensuing Annual General Meeting.
Date of appointment/ re-appointment/ cessation (as applicable) & term of appointment /reappointment	Appointment as Secretarial Auditors to hold office for a period of Three consecutive years commencing from April 1, 2025 till March 31, 2028 (i.e. for FY 2025-26, to FY 2027-28) subject to approval of the shareholders of the Company at the ensuing Annual General Meeting.
Brief profile (in case of appointment)	<p>A brief profile of the partners of DKJ & Associates is provided hereunder -</p> <p>Mr. Dinesh Kumar Deora - Senior partner is the founding pillar of the firm “DKJ & Associates” and is the overall in-charge of the operations of the firm. He is also IBBI Approved Regd. Valuer for Securities & Financial Assets and is also registered Insolvency Resolution Professional. He is also an Independent Director and Chairman of Audit Committee in Arcelor Mittal Group. He has around three decades of professional experience and expertise in the fields of NCLT, M&A, Finance and Accounting, Secretarial, Company Law Matters, Legal etc.</p> <p>Mr. Thomas Fernandes – Senior Partner of the firm and will be the signing partner, if appointed. Mr. Thomas is a seasoned professional who brings with him an enriched, distilled experience of a corporate career of over 35+ years in leading Indian conglomerates as Group Head - Secretarial, Compliance & Governance particularly in Raymond group of companies for more than two decades.</p> <p>There are two more partners who are associated with the firm actively in the day-to-day operations of the firm.</p>



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	<p>Some of their major clients include, BSE, Fino Payments, JSW Cements, Raymond, Oriental Bank of Commerce, Punjab & Sind Bank.</p> <p>The Firm has a valid Peer Review certificate.</p>
Disclosure of relationships between directors (in case of appointment of a director).	Not Applicable