Date: 26th April, 2025

National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051.
NSE Symbol: SBFC

BSE Limited,
Phiroze Jeejeebhoy Towers,
21st Floor, Dalal Street,
Mumbai – 400001.
BSE Equity Scrip Code: 543959

Sub: Outcome of the Board Meeting held on 26th April, 2025

Dear Sir/Madam,

This is to inform you that in compliance with Regulations 30 and 51 read with Schedule III and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Board of Directors of the Company at its meeting held today i.e. 26th April, 2025, has inter-alia considered and approved the following:

1. **Appointment of Nominee Director:**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held today, appointed Mr. Leroy James Langeveld (DIN: 11068486) as an Additional and Nominee Director (Non- Executive), liable to retire by rotation effective from 26th April, 2025, subject to the approval of Shareholders of the Company at the ensuing 18th Annual General Meeting ("AGM") of the Company.

Pursuant to BSE Circular with ref. no. LIST/COMP/14/2018- 19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/ CML/2018/24, both dated 20th June 2018, we confirm that Mr. Leroy James Langeveld (DIN: 11068486) is not debarred from holding the office of Director by virtue of order of SEBI or any other such authority.

Disclosure of information pursuant to Regulation 30 of SEBI Listing Regulations, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 is attached as **'Annexure A'**.

SBFC

2. **Appointment of Secretarial Auditors**

Pursuant to Regulation 24A of SEBI Listing Regulations, we hereby inform you that basis recommendation of the Audit Committee, the Board of Directors of the Company at their meeting held today subject to the approval of shareholders at the ensuing 18th AGM had approved and recommended the appointment of M/s. Parikh & Associates, Company Secretaries, a peer reviewed firm, as the Secretarial Auditor of the Company to hold office for a period of five consecutive years from FY 2025-26 to FY 2029-30 for conducting Secretarial Audit of the Company and provide other allied certification/permitted services.

Disclosure of information pursuant to Regulation 30 of the Listing Regulations, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 is attached as **'Annexure B'.**

3. **Approval of amendments to the SBFC Stock Option Policy I 2018 and SBFC Stock Option Policy 2021-I**

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held today, had considered, approved and recommended to the members of the Company amendments to the SBFC Stock Option Policy I 2018 ("ESOP 2018 I Policy") and SBFC Stock Option Policy I 2021 ("ESOP 2021 I Policy") in accordance with the Companies Act, 2013 ("the Act") read with the Rules made thereunder and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SBEBSE 2021"). The proposal to amend these policies is with reference to Definition of Eligible Employee, Exercise Period, Relevant Date, SBFC Trust Deed, Vesting Period, Vesting Schedule and Exercise Price details.

4. **Fund raising by way of issuance of Non-Convertible Debentures on a Private Placement basis:**

The Board of Directors considered and recommended for Shareholders approval at the ensuing 18th AGM, raising of funds through issue of Non-Convertible Debentures upto a limit of Rs. 3,000 Crore on a private placement basis within the overall borrowing limits of the Company, as approved by the members under Section 180(1)(c) of the Companies Act 2013.

5. **Changes in Senior Management Personnel of the Company**:

Pursuant to Regulation 30 of the SEBI Listing Regulations, we enclose herewith the brief details of employees designated as Senior Management Personnel (SMP), in accordance with Regulation 30 of the SEBI Listing Regulations, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 are given in **'Annexure C'**.

6. **Authorised officials for the purpose of determining materiality of an events or information:**

Pursuant to the change in the Company's Policy for Determination of Materiality of Events or Information at this Board Meeting, the contact details of the KMPs authorised under Regulation 30(5) of SEBI Listing Regulations stand modified effective 26th April, 2025 as follows:

Sr No.	Name and designation	Contact Details
1.	Mr. Aseem Dhru Managing Director & CEO	Address: Unit No: 103, 1st Floor, C&B Square, Sangam Complex Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059 Contact Number: 022 6787 5344 Email: complianceofficer@sbfc.com
2.	Mr. Mahesh Dayani Executive Director	
3.	Mr. Narayan Barasia Chief Financial Officer	
4.	Ms. Namrata Sajnani Company Secretary & Chief Compliance Officer	

7. **Intimation of the matter placed before the Board of Directors regarding the fine levied by BSE Limited for non-submission of compliance under Regulation 50(1)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')**

This is to inform you that BSE Limited, via communication dated 28th March 2025, has levied a fine of Rs. 5,000 on the Company for non-submission of compliance under Regulation 50(1)(d) of the SEBI Listing Regulations. A formal request, along with relevant filing acknowledgements, has been submitted to BSE for withdrawal of the penalty. Accordingly, the Board has acknowledged the fine imposed by the BSE for non-submission of compliance under Regulation 50 of the SEBI Listing Regulations and also noted that the Company had replied to BSE with necessary acknowledgements. The Company is currently awaiting BSE's response to the said withdrawal request.

The Board Meeting commenced at 01.30 PM (IST) and concluded at 03.30 PM (IST) today.

This intimation is also being uploaded on Company's website and can be accessed at https://www.sbfc.com/investors

We request you to take this on record.

Thanking you,

Yours faithfully,
For **SBFC Finance Limited**

NAMRATA SAJNANI
Digitally signed by NAMRATA SAJNANI
Date: 2025.04.26 16:26:46 +05'30'

SBFC Finance Limited MUMBAI

Namrata Sajnani
Company Secretary & Chief Compliance Officer
ICSI membership no. F10030

Encl: a/a

Annexure A

Appointment of Nominee Director

Sr. No.	Requirements	Mr. Leroy James Langeveld
1.	Reason for Change viz. appointment, re appointment, resignation removal death or otherwise	Appointment as an Additional Director in the capacity of Non-Executive Nominee Director (Nominee of SBFC Holdings Pte. Ltd, Promoter of the Company)
2.	Date of appointment/ re-appointment/ cessation (as applicable) & term of appointment/re-appointment	Mr. Leroy James Langeveld (DIN: 11068486) has been appointed as an Additional and Nominee Director of the Company, subject to approval of Members at ensuing 18th AGM.
3.	Brief profile	Mr. Langeveld currently holds the position of Assistant General Counsel at The Clermont Group. He has been associated with The Clermont Group since 2018. Mr. Leroy Langeveld brings a strong academic foundation, having graduated with First Class Honors in both Bachelor of Laws and Bachelor of Management Studies (Accounting) from the University of Waikato, New Zealand, in 2007. He has been admitted to practice law in New York Bar and High Court of New Zealand. Throughout his career, he has worked with leading law firms and global investment groups, bringing a strong commercial and legal perspective to his work.
4.	Disclosure of relationships between directors	Mr. Langeveld is not inter-se related to any Director of the Company.

Annexure B

Appointment of Secretarial Auditor

Sr No.	Requirements	Disclosure
1.	Reason for change viz. appointment	Appointment of M/s. Parikh & Associates as Secretarial Auditors of the Company for a period of five consecutive years from FY 2025-26 to FY 2029-30
2.	Date of appointment / ~~cessation~~ (as applicable) & term of appointment	For a period of five consecutive years from FY 2025-26 to FY 2029-30
3.	Brief profile	M/s. Parikh & Associates is a firm of Practising Company Secretaries founded in 1987. The firm provides professional services in the field of Corporate Laws, SEBI Regulations, FEMA Regulations including carrying out Secretarial Audits, Due Diligence Audits and Compliance Audits. The firm is Peer Reviewed and Quality Reviewed by the Institute of the Company Secretaries of India. Their team consists of thirty-five members with ten partners; eleven qualified professionals and fourteen other associates and trainees.
4.	Disclosure of relationships between directors (in case of appointment of a director)	N.A.

Annexure C

Details of Senior Management Personnel

Sr No	Particulars	Mr. Pragnesh Soneji	Mr. Ashish Singh	Mr. Ish Chawla
1	Reason for change	Designated as SMP	Designated as SMP	Designated as SMP
2	Date of Appointment /~~cessation~~ and term of appointment	Date of designation as SMP: 26th April, 2025 Terms of appointment: Existing Full Time Employment	Date of designation as SMP: 26th April, 2025 Terms of appointment: Existing Full Time Employment	Date of designation as SMP: 26th April, 2025 Terms of appointment: Existing Full Time Employment
3	Brief Profile (in case of appointment)	Mr. Pragnesh Soneji is an accomplished banking professional with over 20 years of experience in strategic growth, business development, risk management, and P&L operations. He currently serves as the Business Head – Gold Loans at SBFC Finance Limited. He has been associated with the Company since March 2018.	Mr. Ashish Singh is Business Head for South and East at SBFC Finance Limited. Mr. Singh holds a Bachelor's degree from Science College, Patna and a PGDM from Xavier Institute of Management, Bhubaneswar. He has over 20 years of experience in the banking industry and has been associated with SBFC since March 2018.	Mr. Ish Chawla is the Business Head – North at SBFC Finance Limited. He holds a BE in Industrial Electronics from North Maharashtra University (2002) and an MBA in Finance & Marketing from ICFAI Bangalore (2005). He has over 20 years of experience in the banking industry and has been associated with SBFC since April 2018.
4	Disclosure of relationships between directors	The SMPs are not related to any of the Directors of the Company		