



JSFB/SEC/2024-25/127

10th January, 2025

National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai 400051.

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400001.

Sub: Corporate Governance Report

Ref: Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Madam,

With reference to above captioned subject, please find attached the Corporate Governance Report for the quarter ended 31st December 2024.

You are requested to kindly take the same on your record and oblige.

Thank you
Yours faithfully
For Jana Small Finance Bank Limited

Lakshmi R N
Company Secretary & Compliance Officer

JAMA KARO, JANA KARO

Registered Office:

Jana Small Finance Bank Limited
The Fairway Business Park, # 10/1, 11/2 & 12/2B, Off
Domlur, Koramangla Inner Ring Road, Next to Embassy Golf
Links, Challaghatta, Bengaluru -560071.

CIN No. L65923KA2006PLC040028

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QUARTERLY INTEGRATED FILING (GOVERNANCE)

A. Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis

1. Name of the Listed Entity: **Jana Small Finance Bank Limited**
2. Quarter ending: **December 31st 2024**

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson /Executive/Non-Executive/independent/ Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1)] & reg. 17A(2)]	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
Mr	R Ramaseshan	A***** & 00200373	Chairperson /Non-Executive - Independent Director	25-02-2016	07-02-2022	NA	106.00	04-12-1956	1	1	2	0

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Jana Small Finance Bank

A SCHEDULED COMMERCIAL BANK

Mr	Ajay Chamanlal Kanwal	A***** & 07886434	Executive Director	30-08-2017	19-10-2023	NA	18-08-1966	1	0	1	0
Mr	Krishnan Subramania Raman	A***** & 10380292	Executive Director	01-01-2024	01-01-2024	NA	03-05-1963	1	0	1	0
Mr	Ramesh Ramanathan	A***** & 00163276	Non-Executive - Non Independent Director	24-07-2006	08-02-2018	NA	07-11-1963	1	0	5	0
Mrs	Chitra Rajiv Talwar	A***** & 07156318	Non-Executive - Independent Director	31-01-2020	19-06-2024	NA	59.00 30-03-1953	1	1	1	0

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Mr	Rahul Khosla	A***** & 03597562	Non-Executive - Non Independent Director	30-09-2020	23-06-2023	NA	-	29-08-1959	1	0	0	0
Mr	Subhash Chandra Khuntia	A***** & 05344972	Non-Executive - Independent Director	28-07-2021	28-07-2021	NA	41.00	21-11-1957	1	1	0	1
Mr	Kumbla Srinivas Nayak	A***** & 09094351	Non-Executive - Independent Director	05-05-2022	05-05-2022	NA	32.00	08-12-1963	1	1	2	1
Mr	Vijaya Kumar Pammi	A***** & 07492149	Non-Executive - Independent Director	24-03-2023	24-03-2023	NA	21.00	19-05-1961	1	1	1	0

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Mr	Dinesh Chander Patwari	A***** & 10060352	Non-Executive - Independent Director	22-07-2024	22-07-2024	NA	5.00	01-08-1962	2	2	4	2
Whether Regular chairperson appointed - YES												
Whether Chairperson is related to managing director or CEO - NO												

\$PAN number of any director would not be displayed on the website of Stock Exchange
 &Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen
 * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/ Nominee) &	Date of Appointment	Date of Cessation
I. Audit Committee	Yes	Dinesh Chander Patwari	Chairman/ Non-Executive - Independent Director	10-10-2024	NA
		Kumbla Srinivas Nayak	Non-Executive - Independent Director	13-05-2022	NA
		Ramesh Ramanathan	Non-Executive - Non Independent Director	08-02-2018	NA
		R Ramaseshan	Non-Executive - Independent	08-02-2018	NA

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		Chitra Rajiv Talwar	Director Non-Executive - Independent Director	13-05-2022	NA
		Vijaya Kumar Pammi	Non-Executive - Independent Director	29-04-2023	NA
2. Nomination & Remuneration Committee	Yes	R Ramaseshan	Chairman/ Non-Executive - Independent Director	08-02-2018	NA
		Ramesh Ramanathan	Non-Executive - Non Independent Director	08-02-2018	NA
		Chitra Rajiv Talwar	Non-Executive - Independent Director	31-01-2020	NA
		Rahul Khosla	Non-Executive - Non Independent Director	10-10-2020	NA
		Subhash Chandra Khuntia	Non-Executive - Independent Director	13-05-2022	NA
		Vijaya Kumar Pammi	Non-Executive - Independent Director	29-04-2023	NA
3. Risk Management Committee (if applicable)	Yes	Vijaya Kumar Pammi	Chairman/ Non-Executive - Independent Director	29-04-2023	NA
		Ajay Chamanlal Kanwal	Executive Director	08-02-2018	NA

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		R Ramaseshan	Non-Executive - Independent Director	08-02-2018	NA
		Kumbla Srinivas Nayak	Non-Executive - Independent Director	13-05-2022	NA
		Rahul Khosla	Non-Executive - Non Independent Director	10-10-2020	NA
		Subhash Chandra Khuntia	Non-Executive - Independent Director	23-08-2021	NA
		Krishnan Subramania Raman	Executive Director	15-01-2024	NA
		Dinesh Chander Patwari	Non-Executive - Independent Director	10-10-2024	NA
4. Stakeholders Relationship Committee	Yes	Subhash Chandra Khuntia	Non-Executive - Independent Director	23-08-2021	NA
		Ajay Chamanlal Kanwal	Executive Director	16-03-2021	NA
		R Ramaseshan	Non-Executive - Independent Director	13-05-2022	NA
		Krishnan	Executive Director	15-01-2024	NA

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		Subramania Raman			
		Dinesh Chander Patwari	Non-Executive - Independent Director	10-10-2024	

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors					
Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
NA	Yes	9	5	22-07-2024	NA
NA	Yes	10	6	30-08-2024	38
NA	Yes	8	6	25-09-2024	25
21-10-2024	Yes	9	6	NA	25

* to be filled in only for the current quarter meetings

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IV. Meeting of Committees						
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Date(s) of meeting of the committee in the previous quarter	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meetings in number of days**
Audit Committee	NA	Yes	20-07-2024	4	4	NA
	NA		22-07-2024	5	4	1
	19-10-2024		NA	5	5	88
	21-10-2024		NA	5	5	1
Nomination and Remuneration committee	NA	Yes	20-07-2024	5	4	-
	NA		28-08-2024	6	4	38
	NA		30-08-2024	6	4	1
	19-10-2024		NA	5	4	49
	25-11-2024		NA	6	4	36
Risk Management Committee	-	Yes	20-07-2024	5	4	-
	19-10-2024		-	8	5	90
Corporate Social Responsibility Committee		Yes	20-07-2024	3	2	-
	19-10-2024			5	3	90

* to be filled in only for the current quarter meetings
 ** This information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the committees giving this information is optional

V. Affirmations

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1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

Name & Designation – Mrs. Lakshmi R N

Company Secretary and Compliance Officer

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the listed entity and instead a statement “same as previous quarter” may be given.

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B. INVESTOR GRIEVANCE REDRESSAL REPORT

Investor Grievance Redressal Report	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

C. DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

S. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
NIL					

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E. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

S. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
NIL					

D. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

S. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1.	Deputy Commissioner of State Tax (Maharashtra)	26-08-24	Demand disputed and decided to file appeal	Appeal filed on 29 Nov 2024
2.	Deputy Commissioner of State Tax (West Bengal)	14-08-24	Demand disputed and decided to file appeal	Appeal filed on 30 Nov 2024
3.	State Tax Officer (Gujarat)	30-08-24	Demand disputed and decided to file appeal	Appeal filed on 09 Dec 2024

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