

Integrated filing - Governance
(For the quarter ended September 30, 2025)

General information about company

| | |
|---|-------------------------|
| Scrip code | 542752 |
| NSE Symbol | AFFLE |
| MSEI Symbol | NOTLISTED |
| ISIN | INE00WC01027 |
| Name of the entity | Affle 3i Limited |
| Date of start of financial year | 01-04-2025 |
| Date of end of financial year | 31-03-2026 |
| Reporting Quarter Type | Half Yearly |
| Date of Quarter Ending | 30-09-2025 |
| Type of company | Equity |
| Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity? | Yes |
| Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity? | Yes |
| Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity? | No |
| Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity? | No |
| Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity? | No |
| Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity? | No |
| Risk management committee | Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 500 listed entities |
| Is SCORE ID Available ? | Yes |
| SCORE Registration ID | COMZ00640 |
| Reason For No SCORE ID | |
| Type of Submission | Original |

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

| Whether the listed entity has a Regular Chairperson | | Yes | Disqualification of Directors under section 164 of the Companies Act, 2013 | | | | | | | | | | | | | | | | | |
|--|-----------------|-------------------------|--|--|-------------------------|-------------------------|---------------|--|----------------|---|-----------------------------|------------------------|-------------------|--------------------------------|--|---|--|--|----------------------|--|
| Is there any change in information of board of directors compare to previous quarter | | | | | | | | | | | | | | | | | | | | |
| Whether Chairperson is related to MD or CEO | | Yes | | | | | | | | | | | | | | | | | | |
| Sr | Title (Mr / Ms) | Name of the Director | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether the director is disqualified ? | Current status | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulation(s)) | No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)] | No of membership s in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Reason for Cessation | |
| 1 | Mr | ANUJ KHANNA SOHUM | 01363666 | Executive Director | Chairperson | CEO-MD | 05-04-1978 | No | Active | NA | 25-01-2006 | | | | 1 | 0 | 1 | 0 | | |
| 2 | Mr | ANUJ KUMAR | 01400273 | Non-Executive - Non Independent Director | Not Applicable | | 13-05-1978 | No | Active | NA | 25-01-2006 | | | | 1 | 0 | 1 | 0 | | |
| 3 | Mr | VIVEK NARAYAN GOUR | 00254383 | Non-Executive - Non Independent Director | Not Applicable | | 10-11-1962 | No | Active | NA | 05-06-2025 | | | | 3 | 2 | 4 | 3 | | |
| 4 | Mr | CHARLES YONG JIEN FOONG | 08160891 | Non-Executive - Non Independent Director | Not Applicable | | 23-11-1974 | No | Active | NA | 01-10-2024 | | | | 1 | 0 | 0 | 0 | | |
| 5 | Mr | SANJIV KUMAR CHAUDHARY | 06525007 | Non-Executive - Independent Director | Not Applicable | | 25-04-1958 | No | Active | NA | 01-10-2024 | 01-10-2024 | | 12.00 | 2 | 2 | 3 | 2 | | |
| 6 | Ms | RESHMA PRASAD VIRMANI | 10819204 | Non-Executive - Independent Director | Not Applicable | | 12-01-1981 | No | Active | NA | 08-02-2025 | 08-02-2025 | | 8.00 | 1 | 1 | 0 | 0 | | |
| 7 | Ms | HANNY KUSNADI | 10996871 | Non-Executive - Independent Director | Not Applicable | | 28-10-1980 | No | Active | NA | 08-04-2025 | 08-04-2025 | | 6.00 | 1 | 1 | 1 | 0 | | |
| 8 | Mr | SIMON ARTHUR CHESTERMAN | 11053943 | Non-Executive - Independent Director | Not Applicable | | 22-07-1972 | No | Active | NA | 11-05-2025 | 11-05-2025 | | 5.00 | 1 | 1 | 0 | 0 | | |
| 9 | Mr | PIYUSH GUPTA | 11056907 | Non-Executive - Independent Director | Not Applicable | | 29-09-1976 | No | Active | NA | 11-05-2025 | 11-05-2025 | | 5.00 | 1 | 1 | 0 | 0 | | |

| Annexure 1 | | | | | | |
|--|------------|---------------------------|--|-------------------------|---------------------|-------------------|
| II. Composition of Committees | | | | | | |
| Is there any change in information of committees compare to previous quarter | | | | | Yes | |
| Audit Committee Details | | | | | | |
| Whether the Audit Committee has a Regular Chairperson | | | | | Yes | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation |
| 1 | 06525007 | SANJIV KUMAR CHAUDHARY | Non-Executive - Independent Director | Chairperson | 08-02-2025 | |
| 2 | 10996871 | HANNY KUSNADI | Non-Executive - Independent Director | Member | 01-06-2025 | |
| 3 | 00254383 | VIVEK NARAYAN GOUR | Non-Executive - Non Independent Director | Member | 05-06-2025 | |

| Nomination and remuneration committee | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|
| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | | Yes | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation |
| 1 | 10819204 | RESHMA PRASAD VIRMANI | Non-Executive - Independent Director | Chairperson | 01-06-2025 | |
| 2 | 10996871 | HANNY KUSNADI | Non-Executive - Independent Director | Member | 01-06-2025 | |
| 3 | 01400273 | ANUJ KUMAR | Non-Executive - Non Independent Director | Member | 01-06-2025 | 26-07-2025 |
| 4 | 00254383 | VIVEK NARAYAN GOUR | Non-Executive - Non Independent Director | Member | 26-07-2025 | |

| Stakeholders Relationship Committee | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | Yes | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation |
| 1 | 06525007 | SANJIV KUMAR CHAUDHARY | Non-Executive - Independent Director | Chairperson | 08-02-2025 | |
| 2 | 01363666 | ANUJ KHANNA SOHUM | Executive Director | Member | 01-06-2020 | |
| 3 | 01400273 | ANUJ KUMAR | Non-Executive - Non Independent Director | Member | 01-06-2025 | |

| Risk Management Committee | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|
| Whether the Risk Management Committee has a Regular Chairperson | | | | | Yes | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation |
| 1 | 01363666 | ANUJ KHANNA SOHUM | Executive Director | Chairperson | 01-06-2020 | |
| 2 | 01400273 | ANUJ KUMAR | Non-Executive - Non Independent Director | Member | 16-06-2018 | |
| 3 | 11053943 | SIMON ARTHUR CHESTERMAN | Non-Executive - Independent Director | Member | 01-06-2025 | |

| Corporate Social Responsibility Committee | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | Yes | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation |
| 1 | 01363666 | ANUJ KHANNA SOHUM | Executive Director | Chairperson | 16-06-2018 | |
| 2 | 01400273 | ANUJ KUMAR | Non-Executive - Non Independent Director | Member | 01-10-2024 | |
| 3 | 10819204 | RESHMA PRASAD VIRMANI | Non-Executive - Independent Director | Member | 01-06-2025 | |

| Other Committee | | | | | |
|-----------------|------------|---------------------------|-------------------------|--|-------------------------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors |
| 1 | 00254383 | VIVEK NARAYAN GOUR | ESG Committee | Non-Executive - Non Independent Director | Chairperson |
| 2 | 01400273 | ANUJ KUMAR | ESG Committee | Non-Executive - Non Independent Director | Member |
| 3 | 01363666 | ANUJ KHANNA SOHUM | ESG Committee | Executive Director | Member |
| 4 | 08234884 | VIPUL KEDIA | ESG Committee | Chief Operating Officer - India & Emerging Markets | Member |
| 5 | 01363666 | ANUJ KHANNA SOHUM | Investment Committee | Executive Director | Chairperson |
| 6 | 00254383 | VIVEK NARAYAN GOUR | Investment Committee | Non-Executive - Non Independent Director | Member |
| 7 | 00554760 | KAPIL MOHAN BHUTANI | Investment Committee | Chief Financial and Operations Officer | Member |
| 8 | 01363666 | ANUJ KHANNA SOHUM | Capital Committee | Executive Director | Chairperson |
| 9 | 08234884 | VIPUL KEDIA | Capital Committee | Chief Operating Officer - India & Emerging Markets | Member |
| 10 | 00554760 | KAPIL MOHAN BHUTANI | Capital Committee | Chief Financial and Operations Officer | Member |

Annexure 1

III. Meeting of Board of Directors

| Sr. No. | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
|---------|---|---|--|---|---|---|
| 1 | 10-05-2025 | | Yes | 9 | 9 | 6 |
| 2 | 26-07-2025 | 76 | Yes | 9 | 9 | 5 |

Annexure 1

IV. Meeting of Committees

| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
|----|---|---|---|-------------------------|--|--|--|---|--|
| 1 | Audit Committee | 10-05-2025 | | | Yes | 3 | 3 | 3 | 0 |
| 2 | Corporate Social Responsibility Committee | 03-05-2025 | | | Yes | 3 | 3 | 1 | 0 |
| 3 | Risk Management Committee | 13-05-2025 | 9 | | Yes | 3 | 3 | 1 | 0 |
| 4 | Other Committee | 16-06-2025 | 33 | Investment Committee | Yes | 2 | 2 | 1 | 1 |
| 5 | Audit Committee | 26-07-2025 | 39 | | Yes | 3 | 3 | 2 | 0 |

Annexure 1

V. Affirmations

| Sr | Subject | Compliance status (Yes/No) |
|-----------|---|---------------------------------------|
| 1 | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |
| 2 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) | Yes |
| 6 | The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | Yes |
| 7 | 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. | Yes |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes |

Details of Cyber security incidence

| | |
|--|----|
| Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter | No |
| Other details of cyber security incidence or breaches or loss of data event | NA |
| Number of cyber security incidence or breaches or loss of data event occurred during the quarter | |

| Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter) | | | |
|--|--|---------------------------|-------------------------------|
| I. Affirmations | | | |
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) |
| 1 | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website | 46(2) | Yes |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes |
| 5 | Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report | 24A(1) | Yes |
| 6 | Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report | 24A(1A), 24A(1B), 24A(1C) | Yes |
| 7 | Submission of Annual Secretarial Compliance Report | 24A(2) | Yes |

| Signatory Details | |
|-----------------------|--|
| Name of signatory | Parmita Choudhury |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Gurugram |
| Date | 10-10-2025 |

| Investor Grievance Details | |
|---|---|
| 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 |