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Form No. MGT-7

Annual Return (other than OPCs and Small Companies)
[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]

*All fields marked in * are mandatory*

Refer instruction kit for filing the form

Form language
◉ English ○ Hindi

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN) — L65993TN1978PLC007576

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY) — 01/04/2025

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY) — 31/03/2026

(c) *Type of Annual filing — ◉ Original ○ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii

Particulars	As on filing date	As on the financial year end date
Name of the company	CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED	CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED
Registered office address	Chola Crest, C54-55 & Super B-4,, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai,Guindy Industrial Estate,Chennai City Corporation,Chennai,Tamil Nadu,India,600032	Chola Crest, C54-55 & Super B-4,, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai,Guindy Industrial Estate,Chennai City Corporation,Chennai,Tamil Nadu,India,600032
Latitude details	13.01356	13.01356
Longitude details	80.21197	80.21197

(a) *Photograph of the registered office of the Company showing external building and name prominently visible — Photo_Building_Board.pdf

(b) *Permanent Account Number (PAN) of the company — AA******6H

(c) *e-mail ID of the company — *****tarial-roc@chola.murugappa.com

(d) *Telephone number with STD code — 04*******72

(e) Website | www.cholamandalam.com

iv *Date of Incorporation (DD/MM/YYYY) | 17/08/1978

v (a) *Class of Company (as on the financial year end date) | Public company

(Private company/Public Company/One Person Company)

(b) *Category of the Company (as on the financial year end date) | Company limited by shares

(Company limited by shares/Company limited by guarantee/Unlimited company)

(c) *Sub-category of the Company (as on the financial year end date) | Indian Non-Government company

(Indian Non-Government company/Union Government Company/State Government Company/ Guarantee and association company/Subsidiary of Foreign Company)

vi *Whether company is having share capital (as on the financial year end date) ◉ Yes ○ No

vii (a) Whether shares listed on recognized Stock Exchange(s) ◉ Yes ○ No

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	Bombay Stock Exchange (BSE)	A1 - Bombay Stock Exchange (BSE)
2	National Stock Exchange (NSE)	A1024 - National Stock Exchange (NSE)

viii Number of Registrar and Transfer Agent | 1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400MH2017PLC444072	KFIN TECHNOLOGIES LIMITED	301, The Centrium, 3rd Floor, 57,, Lal Bahadur Shastri Road, Nav Pada, Kurla (West),Mumbai,Mumbai,Maharashtra,India,400070	INR000000221

ix * (a) Whether Annual General Meeting (AGM) held ◉ Yes ○ No

(b) If yes, date of AGM (DD/MM/YYYY) | 04/07/2026

(c) Due date of AGM (DD/MM/YYYY) | 30/09/2026

(d) Whether any extension for AGM granted ○ Yes ◉ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities: 2

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance activities	64	Financial service activities, except insurance and pension funding	98.53
2	K	Financial and insurance activities	66	Other financial activities	1.47

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given: 5

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/Associate/Joint Venture	% of shares held
1		TN/2025/0517897	CHOLA FOUNDATION	Associate	50
2	U65993TN1994PLC028674		CHOLAMANDALAM SECURITIES LIMITED	Subsidiary	100
3	U77305TN2000PLC045617		CHOLAMANDALAM LEASING LIMITED	Subsidiary	100
4	U72900MH2021PTC357851		VISHVAKARMA PAYMENTS PRIVATE LIMITED	Associate	21
5	U74900TG2013PTC089686		PAYSWIFF TECHNOLOGIES PRIVATE LIMITED	Joint Venture	74.63

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	1200000000.00	852720939.00	852037169.00	852037169.00
Total amount of equity shares (in rupees)	2400000000.00	1705441878.00	1704074338.00	1704074338.00

Number of classes: 1

Class of shares Equity	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	1200000000	852720939	852037169	852037169
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	2400000000.00	1705441878.00	1704074338	1704074338

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	50000000.00	0.00	0.00	0.00
Total amount of preference shares (in rupees)	5000000000.00	0.00	0.00	0.00

Number of classes: 1

Class of shares Preference Shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital

Number of preference shares	50000000	0	0	0
Nominal value per share (in rupees)	100	100	100	100
Total amount of preference shares (in rupees)	5000000000.00	0.00	0	0

(c) Unclassified share capital

Particulars	**Authorised Capital**
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	**Number of shares**			**Total Nominal Amount**	**Total Paid-up amount**	**Total premium**
	Physical	**DEMAT**	**Total**			
(i) Equity shares						
At the beginning of the year	603825	840337080	840940905.00	1681881810	1681881810	
Increase during the year	0.00	11184294.00	11184294.00	22368588.00	22368588.00	14515517672.40
i Public Issues	0	0	0.00	0	0	
ii Rights issue	0	0	0.00	0	0	
iii Bonus issue	0	0	0.00	0	0	
iv Private Placement/ Preferential allotment	0	0	0.00	0	0	
v ESOPs	0	1222137	1222137.00	2444274	2444274	835229160.4
vi Sweat equity shares allotted	0	0	0.00	0	0	
vii Conversion of Preference share	0	0	0.00	0	0	
viii Conversion of Debentures	0	9874127	9874127.00	19748254	19748254	13680288512
ix GDRs/ADRs	0	0	0.00	0	0	
x Others, specify Physical to dematarialised		88030	176060	176060	176060	
Decrease during the year	88030.00	0.00	88030.00	176060.00	176060.00	0
i Buy-back of shares	0	0	0.00	0	0	

Particulars	Number of shares			Total Nominal Amount	Total Paid-up amount	Total premium
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Physical to dematarialised	88030		88030.00	176060	176060	
At the end of the year	515795.00	851521374.00	852037169.00	1704074338.00	1704074338.00	
(ii) Preference shares						
At the beginning of the year	0	0	0.00	0	0	
Increase during the year	0.00	0.00	0.00	0.00	0.00	0
i Issues of shares	0	0	0.00	0	0	
ii Re-issue of forfeited shares	0	0	0.00	0	0	
iii Others, specify Nil	0	0	0.00	0	0	
Decrease during the year	0.00	0.00	0.00	0.00	0.00	0
i Redemption of shares	0	0	0.00	0	0	
ii Shares forfeited	0	0	0.00	0	0	
iii Reduction of share capital	0	0	0.00	0	0	
iv Others, specify Nil	0	0	0.00	0	0	
At the end of the year	0.00	0.00	0.00	0.00	0.00	

ISIN of the equity shares of the company: INE121A01024

ii Details of stock split/consolidation during the year (for each class of shares): 0

Class of shares	

Before split / Consolidation	Number of shares	
	Face value per share	
After split / consolidation	Number of shares	
	Face value per share	

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

☑ Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes: 5

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Non-convertible debentures	37746603	1000	37746603000.00
Non-convertible debentures	3099580	100000	309958000000.00
Non-convertible debentures	23100	500000	11550000000.00
Non-convertible debentures	30650	1000000	30650000000.00
Non-convertible debentures	2461	10000000	24610000000.00
Total	40902394.00	11601000.00	414514603000.00

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	336101344000	122040000000	43626741000	414514603000.00
Non-convertible debentures	0	0	0	0.00

Non-convertible debentures	0	0	0	0.00
Non-convertible debentures	0	0	0	0.00
Non-convertible debentures	0	0	0	0.00
Total	336101344000.00	122040000000.00	43626741000.00	414514603000.00

(b) Partly convertible debentures

*Number of classes: 0

Classes of partly convertible debentures	**Number of units**	**Nominal value per unit**	**Total value (Outstanding at the end of the year)**
Total			

Classes of partly convertible debentures	**Outstanding as at the beginning of the year**	**Increase during the year**	**Decrease during the year**	**Outstanding as at the end of the year**
Total				

(c) Fully convertible debentures

*Number of classes: 1

Classes of fully convertible debentures	**Number of units**	**Nominal value per unit**	**Total value (Outstanding at the end of the year)**
Compulsorily Convertible Debentures	63000	100000	6300000000.00
Total	63000.00	100000.00	6300000000.00

Classes of fully convertible debentures	**Outstanding as at the beginning of the year**	**Increase during the year**	**Decrease during the year**	**Outstanding as at the end of the year**

Compulsorily Convertible Debentures	20000000000	0	13700000000	6300000000.00
Total	20000000000.00	0.00	13700000000.00	6300000000.00

(d) Summary of Indebtedness

Particulars	**Outstanding as at the beginning of the year**	**Increase during the year**	**Decrease during the year**	**Outstanding as at the end of the year**
Non-convertible debentures	336101344000.00	122040000000.00	43626741000.00	414514603000.00
Partly convertible debentures	0.00	0.00	0.00	0.00
Fully convertible debentures	20000000000.00	0.00	13700000000.00	6300000000.00
Total	356101344000.00	122040000000.00	57326741000.00	420814603000.00

v Securities (other than shares and debentures) 0

Type of Securities	**Number of Securities**	**Nominal Value of each Unit**	**Total Nominal Value**	**Paid up Value of each Unit**	**Total Paid up Value**
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover: 309817414926

ii * Net worth of the Company: 304040164669.01

VI SHARE HOLDING PATTERN

A Promoters

S. No	**Category**	**Equity**		**Preference**	
		Number of shares	**Percentage**	**Number of shares**	**Percentage**
1	Individual/Hindu Undivided Family				

	(i) Indian	7181303	0.84	0	0.00
	(ii) Non-resident Indian (NRI)	12890	0.00	0	0.00
	(iii) Foreign national (other than NRI)	0	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	0	0.00	0	0.00
4	Banks	0	0.00	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	0	0.00	0	0.00
7	Mutual funds	0	0.00	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	407739114	47.85	0	0.00
10	Others Trusts & LLP	4706738	0.55	0	0.00
	Total	419640045.00	49.24	0.00	0

Total number of shareholders (promoters) 63

B Public/Other than promoters

S. No	**Category**	**Equity**		**Preference**	
		Number of shares	**Percentage**	**Number of shares**	**Percentage**
1	Individual/Hindu Undivided Family				

	(i) Indian	40694628	4.78	0	0.00
	(ii) Non-resident Indian (NRI)	4558030	0.53	0	0.00
	(iii) Foreign national (other than NRI)	25	0.00	0	0.00
2	Government				
	(i) Central Government	0	0.00	0	0.00
	(ii) State Government	0	0.00	0	0.00
	(iii) Government companies	0	0.00	0	0.00
3	Insurance companies	12526638	1.47	0	0.00
4	Banks	614167	0.07	0	0.00
5	Financial institutions	0	0.00	0	0.00
6	Foreign institutional investors	211934896	24.87	0	0.00
7	Mutual funds	127620804	14.98	0	0.00
8	Venture capital	0	0.00	0	0.00
9	Body corporate (not mentioned above)	4972107	0.58	0	0.00
10	Others QIB FPI AIF others	29475829	3.46		
	Total	432397124.00	50.74	0.00	0

Total number of shareholders (other than promoters) 166305

Total number of shareholders (Promoters + Public/Other than promoters) 166368.00

Breakup of total number of shareholders (Promoters + Other than promoters)

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Sl.No	Category	
1	Individual - Female	31406
2	Individual - Male	68320
3	Individual - Transgender	2
4	Other than individuals	66640
	Total	166368.00

C Details of Foreign institutional investors' (FIIs) holding shares of the company 11

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
NEW WORLD FUND INC	333 SOUTH HOPE STREET LOS ANGELES CALIFORNIA	01/01/2000	United States	13766051	1.61
GOVERNMENT PENSION FUND GLOBAL	Bankplassen 2 P O Box 1179 Sentrum Oslo 0107	01/01/2000	Norway	8934755	1.05
SMALLCAP WORLD FUND, INC	6455 IRVINE CENTER DRIVE IRVINE CALIFORNIA	01/01/2000	United States	8318773	0.98
VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	100 VANGUARD BOULEVARD MALVERN PA	01/01/2000	United States	6172025	0.72
VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERI ES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	100 VANGUARD BOULEVARD MALVERN PA	01/01/2000	United States	5818478	0.68
JPMORGAN EMERGING MARKETS EQUITY FUND	277 PARK AVENUE NEW YORK NY	01/01/2000	United States	4779015	0.56
ISHARES CORE MSCI EMERGING MARKETS ETF	400 HOWARD STREET SAN FRANCISCO CA 94105	01/01/2000	United States	4749505	0.56

ST. JAMES'S PLACE EMERGING MARKETS EQUITY UNIT TRU ST MANAGED BY WASATCH ADVISORS INC	250 BISHOPSGATE LONDON	01/01/2000	United Kingdom	4176687	0.49
GOLDMAN SACHS BANK EUROPE SE - ODI	Marienturm Taunusanlage 9-10 Frankfurt	01/01/2000	Germany	3543682	0.42
FRANKLIN TEMPLETON INVESTMENT FUNDS - FRANKLIN IND IA FUND	8A RUE ALBERT BORSCHETTE LUXEMBOURG	01/01/2000	Luxembourg	3479265	0.41
Foreign Portfolio Investors and Foreign Institutional Investors	Foreign Countries	01/01/2000	United States	148196660	17.39

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
[Details of Promoters, Members (other than promoters), Debenture holders]

Details	**At the beginning of the year**	**At the end of the year**
Promoters	64	63
Members (other than promoters)	185410	166305
Debenture holders	22296	18584

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A Composition of Board of Directors

Category	**Number of directors at the beginning of the year**		**Number of directors at the end of the year**		**Percentage of shares held by directors as at the end of year**	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	1	1	1	1	0	0.02
B Non-Promoter	1	5	1	5	0.02	0.00
i Non-Independent	1	0	1	0	0.02	0

ii Independent	0	5	0	5	0	
C Nominee Directors representing	0	0	0	0	0.00	0.00
i. Banks and FIs	0	0	0	0	0	0
ii Investing institutions	0	0	0	0	0	0
iii Government	0	0	0	0	0	0
iv Small share holders	0	0	0	0	0	0
v Others	0	0	0	0	0	0
Total	2	6	2	6	0.02	0.02

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date: 10

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	**DIN/PAN**	**Designation**	**Number of equity shares held**	**Date of cessation (after closure of financial year : If any) (DD/MM/YYYY)**
ARULSELVAN DHARMALINGAM	ACSPA7586M	CFO	167200	
P SUJATHA	AQGPS0985K	Company Secretary	164805	
VELLAYAN SUBBIAH	01138759	Whole-time director	0	
RAMESH RAJAN NATARAJAN	01628318	Director	0	
BHAMA KRISHNAMURTHY	02196839	Director	0	
M A M ARUNACHALAM	00202958	Director	165752	
ANAND KUMAR	00818724	Director	0	
MANGALAM RAMASUBRAMANIAN KUMAR .	03628755	Director	0	
RAMAMOORTHY RAMKUMAR	07936844	Director	0	
RAVINDRA KUMAR KUNDU	07337155	Managing Director	246645	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year: 2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
VELLAYAN SUBBIAH	01138759	Whole-time director	01/04/2025	Appointment
ANAND KUMAR	00818724	Director	16/03/2026	Appointment

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

*Number of meetings held: 3

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	31/07/2025	194393	138	49.69
Postal Ballot	28/04/2025	184839	1442	89.4
Postal Ballot	08/03/2026	172383	1450	90.55

B BOARD MEETINGS

*Number of meetings held: 5

S.No	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	25/04/2025	8	8	100
2	31/07/2025	8	8	100
3	06/11/2025	8	8	100
4	30/01/2026	8	8	100
5	23/03/2026	8	8	100

C COMMITTEE MEETINGS

Number of meetings held: 37

S.No	Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members as on the date of meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	24/04/2025	5	5	100
2	Audit Committee	25/04/2025	5	4	80
3	Audit Committee	30/07/2025	5	5	100
4	Audit Committee	31/07/2025	5	5	100
5	Audit Committee	05/11/2025	5	5	100
6	Audit Committee	06/11/2025	5	5	100
7	Audit Committee	29/01/2026	5	4	80
8	Audit Committee	30/01/2026	5	5	100
9	Audit Committee	24/03/2026	5	5	100
10	Nomination & Remuneration Committee	25/04/2025	3	2	66.67
11	Nomination & Remuneration Committee	31/07/2025	3	3	100
12	Nomination & Remuneration Committee	30/01/2026	3	3	100
13	Stakeholders Relationship Committee	31/07/2025	3	3	100
14	Stakeholders Relationship Committee	24/03/2026	3	3	100
15	Business Committee	06/11/2025	3	3	100
16	Business Committee	23/03/2026	3	3	100
17	Risk Management Committee	24/04/2025	4	4	100
18	Risk Management Committee	30/07/2025	4	4	100
19	Risk Management Committee	05/11/2025	4	4	100
20	Risk Management Committee	30/01/2026	4	4	100

21	Risk Management Committee	24/03/2026	4	4	100
22	Corporate Social Responsibility Committee	25/04/2025	3	3	100
23	Corporate Social Responsibility Committee	24/03/2026	3	3	100
24	IT Strategy Committee	24/04/2025	3	3	100
25	IT Strategy Committee	30/07/2025	3	3	100
26	IT Strategy Committee	05/11/2025	3	3	100
27	IT Strategy Committee	29/01/2026	3	3	100
28	IT Strategy Committee	24/03/2026	3	3	100
29	Special Committee of the Board for Monitoring and Follow-up of Fraud Cases	24/04/2025	3	3	100
30	Special Committee of the Board for Monitoring and Follow-up of Fraud Cases	30/07/2025	3	3	100
31	Special Committee of the Board for Monitoring and Follow-up of Fraud Cases	05/11/2025	3	3	100
32	Special Committee of the Board for Monitoring and Follow-up of Fraud Cases	30/01/2026	3	3	100
33	Review Committee	30/07/2025	3	3	100
34	Review Committee	05/11/2025	3	3	100
35	Customer Service Committee	30/07/2025	3	3	100
36	Customer Service Committee	05/11/2025	3	3	100
37	Customer Service Committee	29/01/2026	3	2	66.67

D ATTENDANCE OF DIRECTORS

S. No	**Name of the Director**	**Board Meetings**	**Committee Meetings**	**Whether attended AGM held on**

		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	04/07/2026 (Y/N/NA)
1	VELLAYAN SUBBIAH	5	5	100	4	4	100	Yes
2	RAMESH RAJAN NATARAJAN	5	5	100	28	28	100	Yes
3	BHAMA KRISHNAMURTHY	5	5	100	27	25	92	Yes
4	M A M ARUNACHALAM	5	5	100	6	6	100	Yes
5	ANAND KUMAR	5	5	100	17	17	100	Yes
6	MANGALAM RAMASUBRAMANIAN KUMAR .	5	5	100	17	15	88	Yes
7	RAMAMOORTHY RAMKUMAR	5	5	100	17	17	100	Yes
8	RAVINDRA KUMAR KUNDU	5	5	100	18	18	100	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	VELLAYAN SUBBIAH	Whole-time director	130106286	0	0	0	130106286.00
2	RAVINDRA KUMAR KUNDU	Managing Director	77772535	0	16294824	0	94067359.00
	Total		207878821.00	0.00	16294824.00	0.00	224173645.00

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	D Arulselvan	CFO	58219380	0	79274727	0	137494107.00

2	P Sujatha	Company Secretary	26313386	0	12476450	0	38789836.00
	Total		84532766.00	0.00	91751177.00	0.00	176283943.00

C *Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	N Ramesh Rajan	Director	0	2400000	0	1900000	4300000.00
2	Bhama Krishnamurthy	Director	0	2000000	0	1750000	3750000.00
3	M A M Arunachalam	Director	0	2000000	0	800000	2800000.00
4	Anand Kumar	Director	0	2000000	0	1350000	3350000.00
5	M R Kumar	Director	0	2000000	0	1250000	3250000.00
6	Ramkumar Ramamo	Director	0	2000000	0	1350000	3350000.00
	Total		0.00	12400000.00	0.00	8400000.00	20800000.00

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year

◉ Yes ◯ No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/ DIRECTORS/OFFICERS

☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES ☑ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder: 184952

XIV Attachments

(a) List of share holders, debenture holders: CHF - MGT - 7 Validated file 2 as on 31-03-2026.xlsm
CHF - MGT - 7 Validated file 2 as on 31-03-2026.xlsm

(b) Optional Attachment(s), if any: CHF - FPC as on 31-03-2026.xlsx

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.

(c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
(d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on

(DD/MM/YYYY) 31/03/2026

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:
A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1 its status under the Act;
2 maintenance of registers/records & making entries therein within the time prescribed therefor;
3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal , Court or other authorities within/beyond the prescribed time;
4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
5 closure of Register of Members / Security holders, as the case may be.
6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7 contracts/arrangements with related parties as specified in section 188 of the Act;
8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
15 acceptance/ renewal/ repayment of deposits;
16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

Name: R SRIDHARAN

Date (DD/MM/YYYY): 01/07/2026

Place: CHENNAI

Whether associate or fellow:

○ Associate ● Fellow

Certificate of practice number | 3*3*

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

*(a) DIN/PAN/Membership number of Designated Person | 11547

*(b) Name of the Designated Person | SUJATHA PANGURAYIRATH

Declaration

I am authorised by the Board of Directors of the Company vide resolution number* 11.1 dated* (DD/MM/YYYY) 24/03/2025 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

*Designation | Director

(Director /Liquidator/ Interim Resolution Professional (IRP)/Resolution Professional (RP))

*DIN of the Director; or PAN of the Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator | 0*3*7*5*

***To be digitally signed by**

○ Company Secretary ◉ Company secretary in practice

*Whether associate or fellow:

○ Associate ◉ Fellow

Membership number |

Certificate of practice number | 3*3*

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

For office use only:

eForm Service request number (SRN)	AC4329687
eForm filing date (DD/MM/YYYY)	06/07/2026

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company