

Ref. No.: CIFL/SE/2025-26/45

Wednesday, August 13, 2025

To,
The Manager-Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

The Chief Manager-Listing
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E) Mumbai - 400 051

BSE Scrip Code: 530879

NSE Symbol: CIFL

Sub.: Disclosure pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 || Capital India Finance Limited

Dear Sir/ Madam,

In compliance with the Regulations 30, 51 and other applicable provisions of the Securities and Exchange Board of India ("**SEBI**") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), we, Capital India Finance Limited ("**Company**"), would like to inform that the Board of the Directors ("**Board**") of the Company, in its meeting held today viz. August 13, 2025, which commenced at 10:00 A.M. and concluded at 12:05 P.M. through video conferencing, *inter-alia*, considered the following matters:

1. Re-appointment of Managing Director

Approved and recommended to the shareholders, the re-appointment of Mr. Keshav Porwal (DIN: 06706341) whose term as the Managing Director of the Company is ending on November 26, 2025, as the Managing Director on the Board of the Company for a further period of 3 (three) years effective from November 27, 2025.

Mr. Keshav Porwal has submitted the affirmation with the Company that he is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The details in relation to the re-appointment of Mr. Keshav Porwal as Managing Director, in compliance with Listing Regulations read with Master Circular no.: SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (as amended by SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024), are as under:

S. No.	Particulars	Information
1.	Name of the Director / KMP	Mr. Keshav Porwal
2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Re-appointment
3.	Date of appointment/ re-appointment/ cessation (as applicable) & term of appointment/ re-appointment	The Board in its meeting held on August 13, 2025, approved the re-appointment of Mr. Keshav Porwal as Managing Director of the Company for a further period of 3 (three) years w.e.f. November 27, 2025, subject to the approval of the members at the ensuing Annual General Meeting.

Corporate office :
Level - 20, Birla Aurora,
Dr. Annie Besant Road,
Worli, Mumbai,
Maharashtra - 400030

P : +91 22 45036000
E : info@capitalindia.com
CIN No: L74899DL1994PLC128577
(Capital India Finance Limited)

Registered office :
701, 7th Floor, Aggarwal Corporate Tower,
Plot No 23, District Centre,
Rajendra Place, New Delhi- 110008.

P : +91 11 6914 6000
W : www.capitalindia.com

4.	Brief profile (in case of appointment)	Mr. Keshav Porwal is an industry veteran with over two decades of experience in the finance and real estate sector. He has successfully closed large, complex real estate transactions involving leading developers across the country as well as PE investments. He has worked across all aspects of real estate financing ranging from risk management to new product launches. Mr. Keshav has also been involved in the restructuring and re-engineering of medium-sized enterprises in the auto and hospitality sectors.
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Keshav Porwal is not related to any other director of the Company.

2. Appointment of Secretarial Auditors of the Company

Pursuant to Regulation 24A of the Listing Regulations and basis the recommendation of the Audit Committee, approved the appointment of M/s. Arun Gupta & Associates, Company Secretaries (CP No.: 8003) as Secretarial Auditor of the Company for a term of 5 (five) consecutive years commencing from April 01, 2025 to March 31, 2030, subject to approval of members at the ensuing Annual General Meeting of the Company.

The details pursuant to the Listing Regulations read with Master Circular no.: SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 (as amended by SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024), are as under:

S. No.	Particulars	Information
1.	Name of Auditor	M/s. Arun Gupta & Associates
2.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of M/s. Arun Gupta & Associates, Company Secretaries (CP No.: 8003) as Secretarial Auditors of the Company.
3.	Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment	Appointed by the Board on August 13, 2025, for a term of 5 (five) consecutive years commencing from April 01, 2025, to March 31, 2030, subject to the approval of Members at the ensuing Annual General Meeting of the Company.
4.	Brief profile (in case of appointment)	M/s. Arun Gupta & Associates is a Peer Reviewed Company Secretaries firm set up in the year 2008, and provides services relating to Corporate Laws, Financial & Taxation matters and other Legal & procedural matters. The firm is having business presence throughout India by way of strategic alliances and networking with fellow professional firms.
5.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

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3. Amendment in Memorandum of Association

Approved the amendment in Object Clause the Memorandum of Association of the Company by inserting new sub-clause, for carrying out the business of corporate agent for insurance companies and/or to carry out insurance intermediation, subject to the approval of shareholders and such other regulatory/statutory approvals as may be required in this regard.

4. Annual General Meeting, Record Date & Book Closure

Approved the following in relation to the 31st (Thirty First) Annual General Meeting (“**AGM**”) of the Company:

- a) The 31st (Thirty First) AGM of the members of the Company is scheduled to be held on Thursday, September 25, 2025, through Video Conferencing/Other Audio-Visual Means (VC/OAVM).
- b) The record date for the purpose of determining the eligibility of the shareholders to receive dividend, if declared, at the ensuing AGM shall be Friday, September 19, 2025 (“**Record Date**”). The dividend, if declared, shall be paid to the shareholders whose name appears in the register of members of the Company and in the record of depositories as on the Record Date.
- c) The register of members and share transfer books of the Company shall remain closed from Saturday, September 20, 2025, to Thursday, September 25, 2025 (both days inclusive) for the purpose of the ensuing AGM.

Kindly take the above information on records.

Thanking You
For **Capital India Finance Limited**

Sulabh Kaushal
Chief Compliance Officer & Company Secretary
M. No.: ACS 34674

Encl.: as above

