General information about company						
Scrip code	543386					
NSE Symbol	FINOPB					
MSEI Symbol	NA					
ISIN	INE02NC01014					
Name of the entity	FINO PAYMENTS BANK LIMITED					
Date of start of financial year	01-04-2023					
Date of end of financial year	31-03-2024					
Reporting Quarter	Yearly					
Date of Report	31-03-2024					
Risk management committee	Applicable					
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities					

					Annexure I			
		A	nnexure I to b	e submitt	ed by listed entity on qua	rterly basis		
				I. Composi	tion of Board of Directors			
				Dis	sclosure of notes on composition	of board of direct	tors explanatory	
				W	hether the listed entity has a Reg	gular Chairperson	Yes	
					Whether Chairperson is relate	ed to MD or CEO	No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Rajat Kumar Jain	AAAPJ2678M	00046053	Non-Executive - Independent Director	Chairperson		13-09- 1963
2	Mr	Suresh Kumar Jain	ABPPJ6016P	05103064	Non-Executive - Independent Director	Not Applicable		05-05- 1954
3	Mrs	Deena Asit Mehta	AABPM6683L	00168992	Non-Executive - Independent Director	Not Applicable		18-02- 1961
4	Mr	Rakesh Bhartia	ADGPB7715C	00877865	Non-Executive - Independent Director	Not Applicable		26-02- 1969
5	Mrs	Anita Sudhir Pai	AACPP8700E	07651059	Non-Executive - Independent Director	Not Applicable		28-03- 1968
6	Mrs	Neeta Ananda Mukerji	AAPPM4157P	00056010	Non-Executive - Independent Director	Not Applicable		16-10- 1965
7	Mr	Pankaj Kumar	AFCPK8851L	07245781	Non-Executive - Nominee Director	Not Applicable		22-11- 1966
8	Mr	Prateek Roongta	ADWPR9439B	00622797	Non-Executive - Nominee Director	Not Applicable		28-05- 1977
9	Mr	Rishi Gupta	AAPPG6986J	01433190	Executive Director	Not Applicable	CEO-MD	26-01- 1969

	I. Composition of Board of Directors										
	Disqua	lification of Directors under s	ection 164 of the Companies	Act, 2013							
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status						
1	No				Active						
2	No				Active						
3	No				Active						
4	No				Active						
5	No				Active						
6	No				Active						
7	No				Active						
8	No				Active						
9	No				Active						

					I.	Composi	tion of Boar	d of Directo	rs				
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Reappointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships 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	Notes for not providing PAN	Notes for not providing DIN
1	NA		02-11- 2020	02-11- 2020		40.29	2	2	2	0			
2	NA		16-01- 2019	16-01- 2019	15-01- 2024	60	2	2	4	1	Tenure Completion		
3	NA		19-03- 2020	19-03- 2020		48.12	3	2	4	4			
4	NA		27-07- 2022	27-07- 2022		20.04	2	2	3	3			
5	NA		11-01- 2024	11-01- 2024		2.2	1	1	1	0			
6	NA		05 <b>-</b> 03- 2024	05-03- 2024		0.26	1	1	1	0			
7	NA		11-04- 2023	11-04- 2023			1	0	2	0			
8	NA		31-10- 2022	31-10- 2022			1	0	3	0			
9	NA		23 <b>-</b> 06- 2007	23-06- 2007			1	0	1	0			

Αι	ıdit Committ	ee 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	Remarks	
1	00168992	Deena Asit Mehta	Non-Executive - Independent Director	Chairperson	15-05-2020			
2	07651059	Anita Sudhir Pai	Non-Executive - Independent Director	Member	21-01-2024			
3	05103064	Suresh Kumar Jain	Non-Executive - Independent Director	Member	22-05-2019	15-01-2024		
4	07245781	Pankaj Kumar	Non-Executive - Nominee Director	Member	24-07-2023			

No	mination and	l remuneration commit	tee				
	Whet						
Sr	or DIN Name of Committee Mumber Number Category 1 of directors		Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	
1	00877865	Rakesh Bhartia	Non-Executive - Independent Director	Chairperson	09-12-2022		
2	00046053	Rajat Kumar Jain	Non-Executive - Independent Director	Member	11-05-2022		
3	00622797	Prateek Roongta	Non-Executive - Nominee Director	Member	09-12-2022		

Sta	ikeholders Ro	elationship Committee					
	W	hether the Stakeholders I	Relationship Committee has a l	Regular Chairperson	Yes		
Sr	Sr DIN Name of Committee Category 1 of director members		Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00877865	Rakesh Bhartia	Non-Executive - Independent Director	Chairperson	09-12-2022		
2	05103064	Suresh Kumar Jain	Non-Executive - Independent Director	Member	11-11-2020	15-01-2024	
3	07245781	Pankaj Kumar	Non-Executive - Nominee Director	Member	24-07-2023		
4	01433190	Rishi Gupta	Executive Director	Member	02-05-2017		

Ri	sk Managemo	ent Committee					
		Whether the Risk Man	agement Committee has a R	egular Chairperson	No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07651059	Anita Sudhir Pai	Non-Executive - Independent Director	Chairperson	21-01-2024		Textual Information(1)
2	05103064	Suresh Kumar Jain	Non-Executive - Independent Director	Chairperson	22-05-2019	15-01-2024	Textual Information(2)
3	00168992	Deena Asit Mehta	Non-Executive - Independent Director	Member	15-05-2020		
4	00877865	Rakesh Bhartia	Non-Executive - Independent Director	Member	24-07-2023		
5	00622797	Prateek Roongta	Non-Executive - Nominee Director	Member	09-12-2022		
6	01433190	Rishi Gupta	Executive Director	Member	02-05-2017		

Sr Text Block						
Textual Information(1)	The Risk and Asset Liability Management Committee (R&ALM) meeting held on January 30, 2024 was chaired by Mrs. Anita Sudhir Pai on account of non - avaibility of regular chairperson of the R&ALM Committee.					
Textual Information(2)	Ceased to be Chairperson and member of the Risk and Asset Liability Management Committee w.e.f. January 15, 2024 on account of completion of his tenure as an Independent Director of the Bank.					

	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	Remarks	
1	01433190	Rishi Gupta	Executive Director	Chairperson	12-05-2022			
	00168992	Deena Asit Mehta	Non-Executive - Independent Director	Member	03-01-2022			
	00877865	Rakesh Bhartia	Non-Executive - Independent Director	Member	09-12-2022			

Ot	her Committee	:				
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

	Annexure 1										
An	Annexure 1										
Ш	III. Meeting of Board of Directors										
Di	isclosure of not of boar	es on meeting ed of directors explanatory									
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	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	01-11-2023				Yes	7	7	4			
2		11-01-2024	70		Yes	8	7	4			
3		31-01-2024	19		Yes	7	7	4			
4		08-03-2024	36		Yes	8	7	5			

Annexure 1	l
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-	TW. According of Committees									
		Disclos	sure of notes o	n meeting of	committee	s explanatory				
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	Reson for not providing date	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	01-11-2023				Yes	3	3	2	0
2	Audit Committee	31-01-2024	90			Yes	3	3	2	0
3	Nomination and remuneration committee	31-10-2023				Yes	3	3	2	0
4	Nomination and remuneration committee	13-12-2023	42			Yes	3	3	2	0
5	Nomination and remuneration committee	11-01-2024	28			Yes	3	3	2	0
6	Nomination and remuneration committee	30-01-2024	18			Yes	3	3	2	0

Annexure 1	l
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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	Reson for not providing date	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)
7	Nomination and remuneration committee	04-03-2024	33			Yes	3	3	2	0
8	Stakeholders Relationship Committee	31-10-2023				Yes	4	4	2	0
9	Stakeholders Relationship Committee	30-01-2024	90			Yes	3	3	1	0
10	Risk Management Committee	31-10-2023				Yes	5	5	3	0
11	Risk Management Committee	30-01-2024	90			Yes	5	5	3	0
12	Corporate Social Responsibility Committee	31-10-2023				Yes	3	3	2	0

	Annexure 1								
V.	V. Related Party Transactions								
Sr Subject Compliance status (Yes/No/NA) If status is "No" details of non-compliance may be given here.									
1	Whether prior approval of audit committee obtained	Yes							
2	Whether shareholder approval obtained for material RPT	NA							
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes							

	Annexure 1								
VI	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							

	Annexure 1					
Sr	Subject	Compliance status				
1	Name of signatory	Basavraj Loni				
2	Designation	Company Secretary and Compliance Officer				

## Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

## I. Disclosure on website in terms of Listing Regulations

1. 1	Disclosure on we	ebsite in terms	of Listing Re	egulations
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address
1	Details of business	Yes		https://web4.finobank.com/investors
2	Terms and conditions of appointment of independent directors	Yes		https://web4.finobank.com/uploads/pages/corporate-governance/1661757639_letterofappointment.pdf
3	Composition of various committees of board of directors	Yes		https://web4.finobank.com/investors/corporate-governance#code-policies
4	Code of conduct of board of directors and senior management personnel	Yes		https://web4.finobank.com/uploads/pages/corporate-governance/1707214756_CodeofConductforMembersoftheBoardandSeniorManagement.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://web4.finobank.com/uploads/pages/corporate-governance/1700629946_VigilanceandWhistleBlowerPolicy.pdf
6	Criteria of making payments to non-executive directors	Yes		https://web4.finobank.com/uploads/pages/corporate-governance/1709538575_CompensationPolicyFeb262024.pdf
7	Policy on dealing with related party transactions	Yes		https://web4.finobank.com/uploads/pages/corporate-governance/1707217148_RPTPolicy2023.pdf
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		https://web4.finobank.com/uploads/pages/corporate-governance/1661869067_FinalFPBFamiliarisationID.pdf
10	Email address for grievance redressal and other relevant details	Yes		https://web4.finobank.com/investors
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://web4.finobank.com/investors

12	Financial results	Yes	https://web4.finobank.com/investors/quarterly-results
13	Shareholding pattern	Yes	https://web4.finobank.com/investors/annualhalf-yearly-quarterly-compliances
14	Details of agreements entered into with the media companies and/or their associates	NA	

## Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

## I. Disclosure on website in terms of Listing Regulations

1. 1713	sciosure on website	III terms or Li	sting Kegula	
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	Web address
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://web4.finobank.com/investors/investor-analysts-meet-disclosures
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		https://web4.finobank.com/investors/quarterly-results
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://web4.finobank.com/investors/quarterly-results
18	Credit rating or revision in credit rating obtained	Yes		https://web4.finobank.com/uploads/pages/investors/1713607075_CreditRating.pdf
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		https://web4.finobank.com/investors/financials#annual-report
21	Materiality Policy as per Regulation 30 (4)	Yes		https://web4.finobank.com/uploads/pages/corporate-governance/1713426471_PolicyforDeterminationofMaterialityofEventsorInformation.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	_	https://web4.finobank.com/uploads/pages/corporate-governance/1713426471_PolicyforDeterminationofMaterialityofEventsorInformation.pdf
23	Disclosures under regulation 30(8)	Yes		https://web4.finobank.com/investors
24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		https://web4.finobank.com/investors/quarterly-results
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://web4.finobank.com/uploads/pages/corporate-governance/1707214811_FinalDIVIDENDDISTRIBUTIONPOLICY.pdf

26	Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://web4.finobank.com/investors/financials#annual-report
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	https://web4.finobank.com/investors
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	https://web4.finobank.com/investors

		Annexure II		
II.	Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

	Annexure II				
II.	Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.	
11	Risk Assessment & Management	17(9)	Yes		
12	Performance Evaluation of Independent Directors	17(10)	Yes		
13	Recommendation of Board	17(11)	Yes		
14	Maximum number of Directorships	17A	Yes		
15	Composition of Audit Committee	18(1)	Yes		
16	Meeting of Audit Committee	18(2)	Yes		
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes		
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes		
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes		
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes		

	Annexure II				
II.	Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	
21	Role of Nomination and Remuneration Committee	19(4)	Yes		
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes		
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes		
24	Role of Stakeholders Relationship Committee	20(4)	Yes		
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes		
26	Meeting of Risk Management Committee	21(3A)	Yes		
27	Quorum of Risk Management Committee meeting	21(3B)	Yes		
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes		
29	Vigil Mechanism	22	Yes		
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes		

	A	nnexure II		
II.	Annual Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

	Annexure II				
II.	Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	
41	Declaration from Independent Director	25(8) & (9)	Yes		
42	Directors and Officers insurance	25(10)	Yes		
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes		
44	Memberships in Committees	26(1)	Yes		
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes		
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes		
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes		
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA		
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA		
	Any other information to be provided - Add Notes				

Annexure II		
1	Name of signatory	Basavraj Loni
2	Designation	Company Secretary and Compliance Officer

	Annexure II			
Ш	III. Affirmations			
Sr	Particulars	Compliance status (Yes/No/NA)		
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA		
	Any other information to be provided			

Annexure II		Annexure II
1	Name of signatory	Basavraj Loni
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure	
Applicability of disclosure	Not Applicable
Reason for Non Applicability	Textual Information(1)

Text Block			
	As per SEBI Circular SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated May 31, 2021 these disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;		
	a) by a government company to/ for the Government or government company		
Textual Information(1)	b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.		
	c) by a banking company or an insurance company; and		
	d) by the listed entity to its employees or directors as a part of the service conditions		
	Fino Payments Bank Limited is a Payments Bank, accordingly above circular is not applicable to Fino Payments Bank Limited.		

	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			
Number of cyber secur	Number of cyber security incidence or breaches or loss of data event occurred during the quarter			
Sr.	Date of the event	Brief details of the event		

Signatory Details			
Name of signatory	Basavraj Loni		
Designation of person	Company Secretary and Compliance Officer		
Place	Navi Mumbai		
Date	20-04-2024		