

INTEGRATED REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity	:	5paisa Capital Limited (NSE SYMBOL: 5PAISA, BSE Scrip Code: 540776, ISIN: INE618L01018)
2. Quarter ending on	:	June 30, 2025

Sr. No.	Particulars	Applicability
1.	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
2.	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
3.	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
4.	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?	Yes
5.	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?	Yes
6.	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?	Yes

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

I. Composition of Board of Directors:

Title (Mr. / Ms.)	Name of the Director	DIN	Category (Chairperson / Executive / Non- Executive / independent / Nominee)	Date of Birth	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure in Months	No. of Directorship in listed entities including this listed entity. [in reference to proviso to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity. [in reference to proviso to Regulation 17A(1)]	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)

5paisa Capital Limited

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Tel.: +91 22 41035000 | E-mail: support@5paisa.com | Website: www.5paisa.com | CIN: L67190MH2007PLC289249

Dr.	Archana Hingorani	00028037	Chairperson and Non-Executive - Independent Director	09-09-1965	07-06-2017	07-06-2022	-	96.24	6	6	6	3
Ms.	Nirali Sanghi	00319389	Non-Executive - Independent Director	14-05-1968	11-01-2018	11-01-2023	-	89.20	1	1	2	1
Mr.	Milin Mehta	01297508	Non-Executive - Independent Director	08-09-1964	01-04-2020	01-04-2025	-	63.00	3	3	8	5
Mr.	Ravindra Garikipati	00984163	Non-Executive - Independent Director	01-07-1965	03-09-2020	-	-	57.28	3	3	2	0
Mr.	Gaurav Seth	10415364	Executive Director & CEO	08-07-1976	17-01-2025	-	-	NA	1	0	1	0
Mr.	Gourav Munjal	06360031	Executive Director & CFO	16-06-1988	16-01-2020	16-01-2023	-	NA	1	0	0	0
Mr.	Ameya Agnihotri	07680132	Executive Director & CTO	22-05-1982	13-07-2024	-	-	NA	1	0	1	0

Notes:

Tenure of Ms. Archana Hingorani is 96 Months 24 days, calculated from the date of appointment i.e. 07/06/2017 till June 30, 2025.
 Tenure of Ms. Nirali Sanghi is 89 Months 20 days, calculated from the date of appointment i.e. 11/01/2018 till June 30, 2025.
 Tenure of Mr. Milin Mehta is 63 Months, calculated from the date of appointment i.e. 01/04/2020 till June 30, 2025.
 Tenure of Mr. Ravindra Garikipati is 57 Months 28 days, calculated from the date of appointment i.e. 03/09/2020 till June 30, 2025.

Whether Regular chairperson appointed – Yes

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Whether Chairperson is related to managing director or CEO - No

In the column of Membership of Director, the total membership of Director as a member of the Audit and Stakeholders Relationship Committee is considered irrespective of him/her being a Chairperson of that particular Committee. Similarly in the column of Chairperson, the Director is counted as a Chairperson irrespective of being him / her considered as member of the Committee.

II. Composition of Committees:

Name of Committee	Name of Committee members	Date of Appointment	Date of Cessation	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)
Audit Committee	Mr. Milin Mehta	03-09-2020	-	Chairman & Non-Executive - Independent Director
	Ms. Nirali Sanghi	11-01-2018	-	Non-Executive - Independent Director
	Dr. Archana Hingorani	03-09-2020	-	Non-Executive - Independent Director
	Mr. Ravindra Garikipati	13-07-2023	-	Non-Executive - Independent Director
Nomination & Remuneration Committee	Ms. Nirali Sanghi	11-01-2018	-	Chairperson & Non-Executive - Independent Director
	Dr. Archana Hingorani	07-06-2017	-	Non-Executive - Independent Director
	Mr. Ravindra Garikipati	03-09-2020	-	Non-Executive - Independent Director
Risk Management Committee	Dr. Archana Hingorani	20-04-2021	-	Chairperson & Non-Executive - Independent Director
	Mr. Milin Mehta	13-07-2023	-	Non-Executive - Independent Director
	Mr. Gourav Munjal	20-04-2021	-	Executive Director
	Mr. Yogesh Maroli	12-11-2024	-	Chief Information Security Officer
	Mr. Ameya Agnihotri	10-11-2023	-	Executive Director
	Mr. Gaurav Seth	17-01-2025	-	Executive Director
	Mr. Lalit Babu Lathe	03-12-2024	-	Chief Risk Officer
Stakeholders Relationship Committee	Ms. Nirali Sanghi	11-01-2018	-	Chairperson & Non-Executive - Independent Director
	Dr. Archana Hingorani	13-10-2017	-	Non-Executive - Independent Director
	Mr. Ameya Agnihotri	13-07-2024	-	Executive Director
	Mr. Gaurav Seth	17-01-2025	-	Executive Director
Corporate Social Responsibility Committee	Dr. Archana Hingorani	13-07-2023	-	Chairperson & Non-Executive - Independent Director
	Ms. Nirali Sanghi	13-07-2023	-	Non-Executive - Independent Director

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	Mr. Gourav Munjal	20-04-2021	-	Executive Director
	Mr. Ameya Agnihotri	13-07-2024	-	Executive Director
	Mr. Gaurav Seth	17-01-2025	-	Executive Director
Environmental, Social and Governance (ESG) Committee	Ms. Nirali Sanghi	06-12-2022	-	Chairperson & Non-Executive - Independent Director
	Mr. Gaurav Seth	17-01-2025	-	Executive Director
	Mr. Gourav Munjal	06-12-2022	-	Executive Director
	Ms. Namita Godbole	06-12-2022	-	Company Secretary & Chief Compliance Officer
	Mr. Ameya Agnihotri	13-07-2024	-	Executive Director
Independent Directors (ID) Committee	Mr. Ravindra Garikipati	06-12-2022	-	Chairman & Non-Executive - Independent Director
	Ms. Nirali Sanghi	06-12-2022	-	Non-Executive - Independent Director
	Dr. Archana Hingorani	06-12-2022	-	Non-Executive - Independent Director
	Mr. Milin Mehta	06-12-2022	-	Non-Executive - Independent Director
Finance Committee	Mr. Gourav Munjal	13-01-2021	-	Chairman & Executive Director
	Mr. Gaurav Seth	17-01-2025	-	Executive Director
	Mr. Ameya Agnihotri	13-07-2024	-	Executive Director
Information Technology (IT) Committee	Mr. Ravindra Garikipati	01-05-2023	-	Chairman & Non-Executive - Independent Director
	Mr. Milin Mehta	01-05-2023	-	Non-Executive - Independent Director
	Mr. Gaurav Seth	17-01-2025	-	Executive Director
	Mr. Ameya Agnihotri	10-11-2023	-	Executive Director
	Mr. Yogesh Maroli	24-04-2024	-	Chief Information Security Officer
Cyber Security Committee	Mr. Ravindra Garikipati	01-05-2023	-	Chairman & Non-Executive - Independent Director
	Mr. Milin Mehta	01-05-2023	-	Non-Executive - Independent Director
	Mr. Gaurav Seth	17-01-2025	-	Executive Director
	Mr. Ameya Agnihotri	10-11-2023	-	Executive Director
	Mr. Yogesh Maroli	24-04-2024	-	Chief Information Security Officer

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III. Meeting of Board of Directors:

Date (s) of Meeting (if any) in the previous quarter	Date (s) of Meeting (if any) in the relevant quarter ended June 30, 2025	Maximum gap between any two consecutive meetings (in numbers of days)
January 14, 2024	-	-
January 17, 2024	-	2 Days
-	May 01, 2025	103 Days

IV. Meeting of Committees:

Name of Committee	Date(s) of meeting of the committee in the relevant quarter.	Whether requirement of Quorum met (Yes/No)	Date (s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in numbers of days.
Audit Committee	May 01, 2025	Yes	January 17, 2025	103 Days
Nomination & Remuneration Committee	May 01, 2025	Yes	January 14, 2025 January 17, 2025	2 Days 103 Days
Stakeholders Relationship Committee	-	-	March 24, 2025	-
Corporate Social Responsibility Committee	May 01, 2025	Yes	-	-
Risk Management Committee	May 01, 2025	Yes	January 17, 2025	103 Days
Independent Directors (ID) Committee	-	-	March 24, 2025	-
Environmental, Social and Governance (ESG) Committee	April 28, 2025	Yes	March 24, 2025	35 Days
Information Technology (IT) Committee	April 25, 2025	Yes	January 17, 2025	98 Days
Cyber Security Committee	April 25, 2025	Yes	January 17, 2025	98 Days

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V. Affirmations:

Annexure I		
Sr. No.	Affirmations	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 b) Nomination & Remuneration Committee c) Stakeholder relationship Committee d) Risk management committee (applicable to the top 1,000 listed entities)	Yes
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.	Yes
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.	Yes
5.	This report and/or the report submitted in the previous quarter have been placed before Board of Directors.	Yes

VI. Details of Cyber Security Incidents:

Particulars	Remarks
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

INVESTOR GRIEVANCE REDRESSAL REPORT

Sr. No.	Particulars	Remarks
1.	No. of investor complaints pending at the beginning of Quarter	0
2.	No. of investor complaints received during the Quarter	0
3.	No. of investor complaints disposed off during the Quarter	0
4.	No. of investor complaints those remaining unresolved at the end of the Quarter	0

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DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES

"Disclosure 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"					
Sr. 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
Not Applicable					

DISCLOSURE OF IMPOSITION OF FINE OR PENALTY

"Disclosure of Imposition of Fine or Penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III"					
Sr. 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
1.	CDSL	A monetary penalty of Rs. 300/-	03-04-2025	Delivery Instruction Slip (DIS) was not scanned and uploaded in the system provided by Depositories for February 2025.	-
2.	NSE	Cautioned to ensure non-recurrence of the observation	07-04-2025	Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on October 28, 2024.	-
3.	NSE	Cautioned to ensure non-recurrence of the observation	09-04-2025	Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on November 5, 2024.	-
4.	NSE	1. A monetary penalty of Rs. 10,100/- was levied and advised to ensure non-recurrence of the observation. 2. Cautioned to ensure non-recurrence of the observation.	09-04-2025	1. Incorrect reporting of margin collected from clients to Exchange; and 2. Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on September	-

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				17, 2024.	
5.	NSE	Cautioned to ensure non-recurrence of the observation	15-04-2025	Non-settlement of clients' account for October 04, 2024.	-
6.	NSE	Advised for the deficiency observed by the Exchange	16-04-2025	1. Wrongly pledging of clients' securities in favour of CUSPA account even though clients were in credit for October 30, 2024. 2. Communications (Email/SMS) were not sent to the clients informing them about their fund's obligations and also rights of the members to sell such securities in event of failure by client to fulfil their obligation.	-
7.	NSE	Cautioned to ensure non-recurrence of the observation	21-04-2025	Invocation of clients' securities in excess of debit balance of the clients for the month of October 2024.	-
8.	NSE	Cautioned to ensure non-recurrence of the observation	24-04-2025	Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on November 25, 2024.	-
9.	NSE	Cautioned to ensure non-recurrence of the observation	05-05-2025	Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on November 11, 2024.	-
10.	NSE	Advised for the deficiency observed by the Exchange	05-05-2025	Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on October 22, 2024.	-
11.	CDSL	A monetary penalty of Rs. 2,714/-	06-05-2025	Delay in submission of Concurrent Audit Report for January 2025.	-
12.	BSE	Warned to ensure compliance	16-05-2025	Incorrect data reporting towards daily Holding Securities Statement from December 01, 2023 to January 27, 2024.	-

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13.	NSE	Cautioned to ensure non-recurrence of the observation	19-05-2025	Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on November 29, 2024.	-
14.	NSE	A monetary penalty of Rs. 2,500/-	10-06-2025	Delayed submission of the Internal Audit Report for half year ended March 31, 2025.	-
15.	NSE	Cautioned to ensure non-recurrence of the observation	17-06-2025	Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on January 06, 2025.	-
16.	NSE	Cautioned to ensure non-recurrence of the observation	19-06-2025	Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on January 27, 2025.	-
17.	NSE	1. A monetary penalty of Rs. 2,200/- 2. Cautioned to ensure non-recurrence of the observation	20-06-2025	1. Incorrect reporting of margin collected from clients to Exchange as on January 13, 2025. 2. Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on January 13, 2025.	-
18.	NSE	Cautioned to ensure non-recurrence of the observation	20-06-2025	1. Wrongly pledging of clients' securities in favour of CUSPA account even though clients were in credit for December 31, 2024. 2. Delay in releasing the securities pledged under CUSPA within 5 trading days from payout date. 3. Communications (Email/SMS) were not sent to the clients informing them about their fund's obligations and also rights of the members to sell such securities in	-

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				event of failure by client to fulfil their obligation.	
19.	NSE	Cautioned to ensure non-recurrence of the observation	24-06-2025	Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on January 20, 2025.	-
20.	NSE	Cautioned to ensure non-recurrence of the observation	24-06-2025	Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on January 31, 2025.	-
21.	NSE	Cautioned to ensure non-recurrence of the observation	24-06-2025	Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on December 31, 2024.	-
22.	NSE	Cautioned to ensure non-recurrence of the observation	27-06-2025	Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on December 30, 2024.	-
23.	NSE	Cautioned to ensure non-recurrence of the observation	30-06-2025	Incorrect reporting of data towards Segregation and Monitoring of Collateral at Client Level to Clearing Member / Clearing Corporation as on February 24, 2025.	-

DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES

"Disclosure of Updates to Ongoing 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"				
Sr. 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.	GST	13-06-2024	Ongoing	Appeal to be filed with Tribunal
2.	Income Tax Department	18-03-2025	Ongoing	CIT (A) Appeal Filed
3.	Income Tax Department	23-06-2025	Ongoing	Pending for hearing before the Jurisdiction Officer
4.	Income Tax Department	21-06-2025	Ongoing	Pending for hearing before the Jurisdiction Office
5.	Income Tax Department	25-06-2025	Ongoing	Pending for hearing before the Jurisdiction Office

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6.	Income Tax Department	28-06-2025	Ongoing	Pending for hearing before the Jurisdiction Office
7.	Income Tax Department	28-06-2025	Ongoing	Pending for hearing before the Jurisdiction Office

For 5paisa Capital Limited

Gourav Munjal
Whole Time Director and Chief Financial Officer
DIN: 06360031
Date: July 31, 2025
Place: Thane

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