



24th January, 2026

National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400051
NSE Symbol: SBFC

BSE Limited
Phiroze Jeejeebhoy Towers,
21st Floor, Dalal Street,
Mumbai – 400001
BSE Scrip Code: 543959

Dear Sir/Madam,

Sub: Outcome of Board Meeting
Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

This is to inform you that in compliance with Regulation 30 read with Schedule III and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Board of Directors of the Company at its meeting held today i.e. 24th January, 2026, has inter-alia considered the following:

- a) Mr. Aseem Dhru (DIN: 01761455) ceases to be the Managing Director & CEO of the Company with effect from close of business hours of 31st March, 2026, on account of his resignation considered at the Company's Board Meeting held today, and based on the recommendation of the Nomination and Remuneration Committee, the Board has approved his re-designation as a Non-Executive Non-Independent Director designated as Vice-Chairman of the Company, liable to retire by rotation, effective 1st April, 2026, subject to such approvals as may be required.

The Board placed on record its appreciation for the contributions made by Mr. Dhru, in his capacity as Managing Director & CEO, in steering the Company to creating significant value.

- b) Mr. Mahesh Dayani (DIN: 06561389), Executive Director of the Company has been re-designated as 'Managing Director & CEO' of the Company for a term of five consecutive years effective from 1st April, 2026 to 31st March, 2031, liable to retire by rotation, subject to approval of shareholders of the Company.

The Company would be seeking the approval of the shareholders by Postal Ballot in accordance with Sections 110 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') read with the Companies (Management and Administration) Rules, 2014. The Company has fixed 30th January, 2026 as the cut-off date for ascertaining the list of Members to whom the Postal Ballot Notice will be sent and also for reckoning the voting rights.

SBFC Finance Limited

Registered Office: Unit No. 103, 1st Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059
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CIN No : L67190MH2008PLC178270



- c) Mr. Sai Prashant Menon, Chief Collections Officer of the Company vide his letter dated 24th January, 2026, has tendered his resignation from the services of the Company, to pursue new professional opportunities and his last working day is 31st January, 2026.

The Company would like to place on record its sincere appreciation for the valuable services provided by Mr. Sai Prashant Menon during his association with the Company.

The disclosures as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, regarding the aforesaid changes are enclosed as Annexure A1 & Annexure A2 and copy of the resignation letters tendered by Mr. Aseem Dhru (from the position of Managing Director & CEO) and Mr. Sai Prashant Menon are attached as Annexure B to this intimation.

The Board Meeting commenced at 1.30 PM (IST) and concluded at 3.15 PM (IST) today.

This intimation is also being uploaded on the website of the Company at <https://www.sbfc.com/investors>.

Kindly take the above on record.

Thanking You,

Yours faithfully,

For SBFC Finance Limited



Namrata Sajnani

Company Secretary & Chief Compliance Officer

Encl: as above

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Annexure A1

| Sr No | Details of Events that need to be provided | Mr. Aseem Dhru (DIN: 01761455) | Mr. Mahesh Dayani (DIN: 06561389) |
|--------------|--|---|--|
| 1 | Reason for Change viz. appointment, reappointment, Resignation, removal, death or otherwise | The Board of Directors, has approved the re-designation of Mr. Aseem Dhru (DIN: 01761455), Managing Director & CEO of the Company, as the 'Non-Executive Non-Independent Director designated as Vice-Chairman' of the Company, with effect from 1 st April, 2026, liable to retire by rotation, subject to such approvals as may be required, consequent to him ceasing to be the Managing Director & CEO of the Company with effect from close of business hours of 31 st March, 2026. | The Board of Directors subject to approval of shareholders, has approved the re-designation of Mr. Mahesh Dayani (DIN: 06561389), Executive Director of the Company as the 'Managing Director & CEO' of the Company for a period of five consecutive years effective from 1 st April, 2026 to 31 st March, 2031, liable to retire by rotation. |
| 2 | Date of appointment/re-appointment/cessation (as applicable) & term of appointment/reappointment | The Board of Directors, has approved the re-designation of Mr. Aseem Dhru (DIN: 01761455), Managing Director & CEO of the Company, as the 'Non-Executive Non-Independent Director designated as Vice-Chairman' of the Company, with effect from 1 st April, 2026, liable to retire by rotation, subject to such approvals as may be required consequent to him ceasing to be the Managing Director & CEO of the Company with effect from close of business hours of 31 st March, 2026. | Re-designated as Managing Director & CEO for a term of five consecutive years with effect from 1 st April, 2026 to 31 st March, 2031, liable to retire by rotation, subject to the approval of the shareholders of the Company. |

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| 3 | Brief profile (in case of appointment) | <p>Mr. Aseem Dhru is the Managing Director and CEO of the Company. He holds a bachelor's degree in commerce from Gujarat University. He is a member of the Institute of Chartered Accountants of India and has been certified by the Institute of Cost and Works Accountants of India.</p> <p>He has more than 27 years of extensive experience in the banking industry and has been associated with the Company since September 28, 2017. He has played a pivotal role in steering the Company to creating significant value and strengthening its overall business.</p> <p>Prior to joining the Company, he was associated with HDFC Bank Limited as a group head – business banking working capital & retail agri business, HDFC Securities Limited as managing director and chief executive officer and was a director on the board of HDB Financial Services Limited.</p> | <p>Mr. Mahesh Dayani is the Executive Director of the Company. He had been the Chief Business Officer of the Company from November 1, 2017 until his appointment as Executive Director effective from 28th February, 2025. Mr. Dayani holds a Bachelor's degree in Commerce from the University of Calcutta and a Post Graduate Diploma in Business Administration from ICFAI Business School, Hyderabad. He is also an Associate Member of the Indian Institute of Bankers. With over 26 years of experience across Wholesale, Commercial, Transaction and Retail Banking, Mr. Dayani has successfully built businesses in both commercial and retail assets with prominent banks such as HDFC Bank, ING Vysya Bank and Kotak Mahindra Bank. Additionally, Mr. Dayani is also a Rank Holder in CAIIB and served as part of the Key Managerial Personnel and Key Leadership Team at both ING Vysya Bank and Kotak Mahindra Bank, as well as the Key Leadership Team with ING Global.</p> <p>During his tenure at SBFC Finance Limited, Mr. Dayani has showcased exceptional leadership and has been at the forefront of the Company's growth and transformation. Over the past eight plus years, he has</p> |
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| | | | played a pivotal role in refining the Company's strategies, strengthening its market presence and driving key initiatives that have propelled Company's growth in a highly competitive financial sector. He has also played a key role in the success of the Company's Initial Public Offering (IPO). |
| 4 | Disclosure of relationships between directors (in case of appointment of a director) | Mr. Dhru is not related to any of the Directors of the Company. | Mr. Dayani is not related to any of the Directors of the Company. |
| 5 | Information as required pursuant to BSE Circular No. LIST/COMP/14/2018-19 and NSE Circular No. NSE/CML/2018/24 dated 20 th June 2018 | Mr. Aseem Dhru (DIN: 01761455) and Mr. Mahesh Dayani (DIN: 06561389) are not debarred from holding the office of Director by virtue of order of SEBI or any other such authority. | |

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Annexure A2

| Sr. No. | Requirements | Mr. Sai Prashant Menon, Chief Collections Officer |
|---------|---|--|
| 1. | Reason for Change viz. appointment, re-appointment, Resignation, removal/death or otherwise | Resignation |
| 2. | Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment | Effective from the close of business hours of 31 st January, 2026 |
| 3. | Brief profile (in case of appointment) | Not Applicable |
| 4. | Disclosure of relationships between directors (in case of appointment of a director) | Not Applicable |

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To:
The Chairman
Board of Directors
SBFC Finance Ltd

Dear Neeraj,

I think time has come for me to step away from my current role as MD & CEO of SBFC Finance Ltd from the close of business hours of 31st March, 2026 and subject to the Board and Shareholders approval, continue to be on the Board of the company in a non-executive capacity as Vice Chairman w.e.f 1st April, 2026.

Being a part of the journey from where the company was an idea on a few excel sheets to its current size and scale and ringing the stock exchange listing bell along with the entire team will always be a day where every hoop of the Circus we jumped over to get this far was worth it!

Along with Marquee Institutional Investors, we got over 2 million retail applications and their trust is something I will always treasure and value.

As we have discussed, the ultimate test of a CEO is succession and I think the time has come to put that in place.

Mahesh Dayani with whom I started the company is at this point of time in my opinion even better placed than me to take the company forward on our laid out path. The next few years will demand a lot of energy, singular focus and execution for us to achieve our potential. The transition at this time is in the best interest of the company to deliver on its promise.

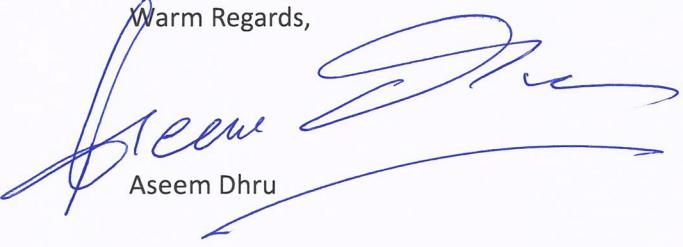
SBFC will always remain closest to my heart. While this is a handing over of the baton, it is by no means walking into the sunset. I will continue to be a friend of the company in which I have so many dear friends and my involvement in crafting strategy, governance, risk and culture building at the company will continue with the same zeal.

I will endeavour to work with Mahesh and the team to make the transition as smooth as possible. Companies have to live way longer than individuals with finite life and energy cycles if they are to become Institutions and that has always been our North Star.

Titles are inconsequential, the commitment remains - Building a financial institution that delivers societal value with profits, through the cycles.

I thank everyone who has trusted me and assure you that I will continue to do my best to keep that trust.

Warm Regards,



Aseem Dhru

Annexure B

Date: 24th January 2026

Sub: Tendering of resignation from the post of Chief Collections Officer

Dear Sir,

Please accept this letter as a formal notification of my resignation from my position as Chief Collections Officer at SBFC Finance Ltd with my last working day concluding on 31st January 2026.

I have decided to pursue a new professional opportunity that aligns with my long-term career goals. I am grateful for the opportunity to have worked at SBFC Finance Ltd for the past 5.8 years. I have learned a great deal during my time here and appreciate the support and guidance provided. I am happy to assist in any way I can with the transition process, and I will do my best to ensure a smooth handover of my responsibilities.

Thank you again for the opportunity to work here. I wish you and the company all the best in the future

Regards,

Sai Prashant Menon

