JANA HOLDINGS

JANA HOLDINGS LIMITED
CIN: U74900TZ2016PLC033423

Corp Office: #19/4, Sair Bagh'' Building, 4th Floor, Cunningham Road, Vasanth Nagar, Dr.Ambedkar Veedhi
Bengaluru, Karnataka- 560001

Dated: August 10, 2026

To
Listing Operations,
BSE Limited,
P J Towers, Dalal Street,
Mumbai - 400001.

Dear Sir/Madam,

Sub: Proceedings of 10th Annual General Meeting of Jana Holdings Limited ("the Company")

Pursuant to Regulation 51(2) read with Part B of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed, the summary of proceedings of the AGM of the Company held today i.e. on August 10, 2026.

Request you to take the same in your records.

For **Jana Holdings Limited**

KRISHI SHANTIL AL JAIN
Digitally signed by KRISHI SHANTILAL JAIN
Date: 2026.08.10 19:25:27 +05'30'

Krishi Jain
Company Secretary and Compliance Officer
ICSI Mem. No. A57527

SUMMARY OF PROCEEDINGS OF THE 10TH ANNUAL GENEFRAL MEETING OF JANA HOLDINGS LIMITED HELD ON MONDAY, AUGUST 10, 2026 AT, 11.00 A.M.

The 10th Annual General Meeting ("AGM" / "Meeting") of the Members of Jana Holdings Limited ("the Company") was held on Monday August 10, 2026 through Video Conferencing ("VC") and the venue was deemed to be the registered office of the Company situated at 3rd Floor, Sri Krishna Towers, Sy. No./25B1, Krishnagiri Bye-Pass Road, Hosur East, Hosur, Krishnagiri – 635109, Tamil Nadu which commenced at 11.00 a.m. and concluded at 11.20 a.m. IST.

Mr. Abraham Chacko, Chairman, chaired the Meeting.

The requisite quorum being present, the Chairman called the Meeting to order and welcomed all the Members to the AGM of the Company.

The Meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs ('MCA') and circulars issued by the Securities and Exchange Board of India ('SEBI') and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Directors in attendance:

Name of the Director	Designation	Mode of attendance
Mr. Abraham Chacko	Non-executive Chairman (Independent Director)	via video conference from Cochin
Mr. Rajamani Muthuchamy	Managing Director and CEO	via video conference from Bengaluru
Mr. S.V.Ranganath	Independent Director	via video conference from Bengaluru

In attendance:

Name of the Official	Designation	Mode of attendance
Ms. Krishi Jain	Company Secretary and Compliance Officer	via video conference from Bengaluru
Mr. Srinivas NR	Chief Financial Officer	via video conference from Bengaluru

The Representatives of the Statutory Auditors also attended this AGM. The Secretarial Auditors, citing preoccupation, had requested for exemption from attending the meeting, which had been granted.

The relevant statutory registers and documents as referred to in the Notice were made available for inspection. With the consent of the Members present, the Notice of the AGM along with the Statutory Auditors Report and Secretarial Audit Report was taken as read. Thereafter, the Chairman initiated the proceedings of the Meeting and briefed the Members on the objectives and implications of the Resolutions set out in the Notice, which were proposed to be passed at the AGM. The Chairman invited queries / suggestions from the Members on the businesses to be transacted at the AGM. No queries / suggestions were received from the Members.

The Company had received Authorised Representation for 2,29,09,846 Equity Shares of the Face Value of Rs. 10 each, representing 100% of its total paid-up Equity Share Capital from Jana Capital Limited, the holding company

Thereafter, the following item of Ordinary & Special business as mentioned in the Notice of the AGM was transacted at the Meeting and the Resolution was approved with requisite majority by the Members of the Company on show of hands:

Item No.	Item Description	Resolution Type
Ordinary Business		
1	To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Board's Report and Auditors' Reports thereon.	Ordinary Resolution
2.	Appointment of Mr. Rajamani Muthuchamy (DIN: 08080999) who retires by rotation in terms of section-152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment	Ordinary Resolution
Special Business		
4.	Re-appointment of Mr. Rajamani Muthuchamy, MD and CEO for a period of 3 years and approval of remuneration.	Special Resolution
5.	Fixing an overall limit of the remuneration payable per annum to Mr. Rajamani Muthuchamy, MD and CEO, till the completion of his tenure.	Special Resolution

The Chairman then declared the meeting as closed.

The meeting concluded at 11.20 a.m. with a vote of thanks to the Chair.

JANA HOLDINGS LIMITED

10TH ANNUAL GENERAL MEETING

Monday, August 10, 2026 at 11.00 A.M.

Krishi Jain – Company Secretary:

Dear Members, Good Afternoon. I welcome you all to the Annual General Meeting ("AGM" / "Meeting") of Jana Holdings Limited.

This AGM is being held at a shorter notice based on the consent for shorter notice received from 100% of the Members entitled to vote at the Meeting. The Company has received all the resolutions required under Section 113 wherever corporate representations are made.

In accordance with the framework provided by the Ministry of Corporate Affairs for conducting general meetings, this AGM of the Company is being held through Video Conferencing via Microsoft Teams.

All the participants of this meeting have joined through VC and the same is counted for the purpose of quorum.

As the requisite quorum is present, I call this Meeting to order.

Request all participants to have their video on for the duration of the meeting. Additionally, please mute your microphone when not speaking and unmute it when you wish to contribute.

We have Mr. Abraham Chacko, Mr. Rajamani Muthuchamy and Mr. S.V. Ranganath, Directors of the Company attending this Meeting. Ms. Rajalakshmi Ambady, Director, is unable to attend the AGM owing to pre-occupation.

We also have the Representatives of the Statutory Auditors, Secretarial Auditors, and the Chief Financial Officer of the Company present at this AGM.

The notice of the meeting and the explanatory statement were circulated to all the Members, Statutory Auditors, Secretarial Auditors, Directors and the Debenture trustees and the same is taken as read with your permission.

The Company has received Authorised Representation for 22,909,846 Equity Shares of the Face Value of Rs. 10 each, representing 100% of its total paid-up Share Capital of the Company, from Jana Capital Limited, the holding company.

The relevant documents referred to in the Notice are made available for inspection through electronic mode during the meeting. The Members can inspect the same by sending a request at the designated e-mail address mentioned in the Notice.

Voting will be done through show of hands, and you are requested raise your hand and state whether you are voting for or against the resolution, while voting, when the same is called for by the Chairman.

I would like to hand over to the Chairman for continuing with the proceedings and the Business to be transacted at the meeting.

Abraham Chacko – Chairman:

Thank you, Krishi. Let me warmly welcome all the Shareholders of Jana Holdings Limited, also our Independent Director and representatives of Statutory Auditors and Secretarial Auditors of the Company. I am grateful to Mr. Ranganath and Ms. Ambady for their support and commitment to the Company for having stayed as Independent Director and involved in all the challenging times.

I am grateful to Mr. Rajamani for having been MD and CEO of the Company and ensured compliance with all the regulatory and statutory aspects in close coordination and support of the management team. I want to say that your Company has been handled well with the highest standards of Governance and transparency, and we can only be proud to be associated with this Company. With that background, there are a few items that we need to cover as terms of business for the AGM. Let me go through those and seek your approval or comments as we go through them.

With the permission of the Members, I wish to take the Notice convening this Meeting, which has already been circulated, as read.

All Members:

Yes.

Abraham Chacko – Chairman:

Thank you. I take the Notice as read. The objectives and implications of the Resolution set out in the said Notice and proposed to be passed at this AGM, are as under:

Item No. 1:

To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2026, together with the Board's Report and Auditors' Reports thereon.

I would request Mr. Rajamani Muthuchamy to brief the Members through the qualifications made by the Statutory and Secretarial Auditors of the Company.

Rajamani Muthuchamy:

I would like to inform the Members that the Secretarial Auditors have issued an unqualified Report.

Further, the Statutory Auditors have issued a qualified report stating:

i. The Company is required to maintain the prescribed Net Owned Fund (NOF) under Section 45-IA of the Reserve Bank of India Act, 1934 and the applicable RBI Master Directions. As on March 31, 2026, the Company's NOF is negative at ₹8,25,00,00,000 which is below the regulatory minimum requirement of ₹5,00,00,000. The consequential impact of this non-compliance on the Standalone Financial Statements is presently unascertainable. (Refer Note 6 to the Standalone Financial Results).
ii. The Company, being the Non-Operative Financial Holding Company (NOFHC) of Jana Small Finance Bank Limited, is required to comply with the RBI guidelines applicable to NOFHCs, including maintenance of the prescribed leverage ratio on a standalone basis. As on March 31, 2026, the Company's leverage ratio stood at 247.09 times, significantly exceeding the regulatory threshold of 1.25 times. The consequential impact of this non-compliance on the financial results is presently unascertainable. (Refer Note 7 to the Financial Results).

iii. The Company, as the Non-Operative Financial Holding Company (NOFHC) of Jana Small Finance Bank Limited, is required to maintain a minimum consolidated Capital Adequacy Ratio (CAR) of 15% as prescribed by the RBI. As on March 31, 2026, the Company's consolidated CAR was 9.56%, which is below the regulatory requirement. The consequential impact of this non-compliance, if any, on the accompanying financial statements is presently unascertainable. (Refer Note 12 to the Financial Statements).

iv. The company has arrived at the Fair value of Investments based on the basis of the share value of Jana Small Finance Bank. Accordingly, the Liabilities of the company are re-adjusted to the realisable value of the investments without considering the available Cash and Bank balances. Such reduction of balances of the Liabilities in the form of Non-Convertible debentures are not expressly restructured by the NCD holders or the trust, except for a mail note obtained from the Debenture trustee company.

v. The loss of debenture holders and shareholders investments in the company seems a simple commercial investment loss where in the valuation of shares and debentures at its initial stages are high in comparison to the present valuations of the company. However, whether it becomes any provable violation of any laws will depend on the actual valuation, evidence, disclosures, approvals, and fund-flow trail during the initial recognition of the transactions which we are unable to comment upon as on date.

vi. The Consolidated Financial Statements regarding the Group's investment in its associate, Jana Small Finance Bank Limited ("JSFB"). As on 31 March 2026, the carrying value of the investment amounts to ₹7,57,43,59,610, determined in accordance with Ind AS 28 after considering the Group's shareholding of 21.85% in the net worth of JSFB amounting to ₹3,46,65,26,10,000 as on 31 March 2026. The investment is subject to periodic impairment assessment in accordance with applicable Indian Accounting Standards.

vii. The Company has not deducted tax at source under the provisions of the Income-tax Act, 1961 on accrued interest relating to Non-Convertible Debentures (NCDs) during the year, resulting in an unprovided TDS liability of ₹17,76,25,000 as on March 31, 2026. Further, consequential interest and penalty, if any, arising from such non-compliance have not been recognised and their impact has not been ascertained. Accordingly, the profit for the year and other equity are understated to that extent.

Mr. Rajamani Muthuchamy handed over the proceedings to the Chairman.

Abraham Chacko – Chairman:

Thank you, Mr. Rajamani. I propose to move the resolution as an Ordinary Resolution in Item No.1 of the AGM Notice. I request a Member to second the Resolution at Item No.1 of the AGM Notice.

Rajamani Muthuchamy:

I second the Resolution at Item No.1 of the AGM Notice.

Abraham Chacko – Chairman:

Thank You. The Resolution has been proposed by Myself and seconded by Mr. Rajamani Muthuchamy.

Before I put the resolutions to vote, I would like to throw this session open to the Members for any questions or suggestions.

I now put the following Resolution at Item No. 1 of the Notice to vote on a show of hands, as an Ordinary Resolution:

THOSE IN FAVOUR, please raise your hands.

Mr. Rajamani Muthuchamy, Ms. Krishi Jain, Mrs. Girija.N and Mr. Pradeep Kumara, and Mr. Ramesh Ramanathan voted for the resolution

THOSE AGAINST, please raise your hands.

Resolution passed with requisite majority.

Item No. 2:

Appointment of **Mr. Rajamani Muthuchamy** (DIN: 08080999) who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers himself for re-appointment.

<u>Abraham Chacko – Chairman:</u>

I propose to move the resolution as an Ordinary Resolution in Item No.2 of the AGM Notice. I request a Member to second the Resolution at Item No.2 of the AGM Notice.

<u>Pradeep Kumar:</u>

I second the Resolution at Item No. 2 of the AGM Notice.

<u>Abraham Chacko – Chairman:</u>

Thank You. The Resolution has been proposed by Myself and seconded by Mr. Pradeep Kumar.

Before I put the resolutions to vote, I would like to throw this session open to the Members for any questions or suggestions.

I now put the following Resolution at Item No. 2 of the Notice to vote on a show of hands, as an Ordinary Resolution:

THOSE IN FAVOUR, please raise your hands.

Mr. Rajamani Muthuchamy recused himself from voting as he is an interested party

Ms. Krishi Jain, Mrs. Girija.N and Mr. Pradeep Kumara, and Mr. Ramesh Ramanathan voted for the resolution.

THOSE AGAINST, please raise your hands.

Resolution passed with requisite majority.

Item No. 3:

Re-appointment of Mr. Rajamani Muthuchamy, MD and CEO for a period of 3 years and approval of remuneration.

<u>Abraham Chacko – Chairman:</u>

Mr. Rajamani Muthuchamy was appointed as the Managing Director and Chief Executive Officer ("MD & CEO") of the Company with effect from October 1, 2018, for a term of five years, which concluded on September 30, 2023. Upon successful completion of his initial tenure, he was re-appointed for a further term of three years commencing from October 1, 2023, up to September 30, 2026.

The current tenure of Rajamani Muthuchamy is due to expire on September 30, 2026. Considering his continued leadership, contribution towards regulatory, strategic and governance matters of the Company, and his overall performance during his tenure, it is proposed to re-appoint him as the MD & CEO of the Company for a further period of three years commencing from October 1, 2026, up to September 30, 2029, liable to retire by rotation, on such terms and conditions as approved by the Board of the Company.

I propose to move the resolution as a Special Resolution in Item No. 3 of the AGM Notice. I request a Member to second the Resolution at Item No.3 of the AGM Notice.

Krishi Jain:

I second the Resolution at Item No. 3 of the AGM Notice.

Abraham Chacko – Chairman:

Thank You. The Resolution has been proposed by Myself and seconded by Ms. Krishi Jain.

Before I put the resolutions to vote, I would like to throw this session open to the Members for any questions or suggestions.

No queries or suggestions were received from the Members of the Company.

I now put the following Resolution at Item No. 3 of the Notice to vote on a show of hands, as an Special Resolution:

THOSE IN FAVOUR, please raise your hands.

Mr. Rajamani Muthuchamy recused himself from voting as he is an interested party.

Ms. Krishi Jain, Mrs. Girija.N and Mr. Pradeep Kumara, and Mr. Ramesh Ramanathan voted for the resolution.

THOSE AGAINST, please raise your hands.

Resolution passed with requisite majority.

Item No. 4:

Fixing an overall limit of the remuneration payable per annum to Mr. Rajamani Muthuchamy, MD and CEO, till the completion of his tenure.

Abraham Chacko – Chairman:

Mr. Rajamani Muthuchamy (DIN: 08080999) is serving as the Managing Director and Chief Executive Officer ("MD & CEO") of the Company and has been instrumental in driving the strategic growth, governance and overall operations of the Company.

Considering his leadership, experience, professional expertise, industry knowledge and the responsibilities entrusted to him, and based on the recommendation of the Nomination and Remuneration Committee ("NRC"), it is proposed to revise the overall limit on the remuneration payable to Mr. Rajamani Muthuchamy at Rs. 2,25,00,000/- (Rupees Two Crores Twenty Five Lakhs only) per annum until September 30, 2029, on the same terms and conditions as previously approved, subject to the approval of the Members of the Company

I propose to move the resolution as a Special Resolution in Item No. 4 of the AGM Notice. I request a Member to second the Resolution at Item No.4 of the AGM Notice.

Krishi Jain:

I second the Resolution at Item No.4 of the AGM Notice.

Abraham Chacko – Chairman:

Thank You. The Resolution has been proposed by Myself and seconded by Ms. Krishi Jain.

Before I put the resolutions to vote, I would like to throw this session open to the Members for any questions or suggestions.

No queries or suggestions were received from the Members of the Company

I now put the following Resolution at Item No. 4 of the Notice to vote on a show of hands, as a Special Resolution:

THOSE IN FAVOUR, please raise your hands.

Mr. Rajamani Muthuchamy recused himself from voting as he is an interested party.

Ms. Krishi Jain, Mrs. Girija.N and Mr. Pradeep Kumara, and Mr. Ramesh Ramanathan voted for the resolution

THOSE AGAINST, please raise your hands.

Resolution passed with requisite majority.

I want to thank all the Members for their support. All the items of business as mentioned in the Notice of the AGM have been taken up. I now declare the proceedings of the AGM as completed. Once again, I convey our sincere thanks to all the Members for attending and participating at this meeting. Please stay healthy and stay safe.

All Members and Directors present:

Thank you.

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