

Form No. MGT-7**Annual Return (other than OPCs and Small Companies)**

[Pursuant to sub-section (1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Management and Administration) Rules, 2014]



Form language

☒ English☐ Hindi

All fields marked in * are mandatory

Refer instruction kit for filing the form

I REGISTRATION AND OTHER DETAILS

i *Corporate Identity Number (CIN)

L65990DL1994PLC408172

ii (a) *Financial year for which the annual return is being filed (From date) (DD/MM/YYYY)

01/04/2024

(b) *Financial year for which the annual return is being filed (To date) (DD/MM/YYYY)

31/03/2025

(c) *Type of Annual filing

☒ Original☐ Revised

(d) SRN of MGT-7 filed earlier for the same financial years

iii.

Particulars	As on filing date	As on the financial year end date
Name of the company	Affle 3i Limited	Affle (India) Limited
Registered office address	A47 Lower Ground Floor, Off Amar Bhawan Hauz Khas, New Delhi, South Delhi-110016	A47 Lower Ground Floor, Off Amar Bhawan Hauz Khas, New Delhi, South Delhi-110016
Latitude details	28.5495	28.5495
Longitude details	77.2036	77.2036

(a) *Photograph of the registered office of the Company showing external building and name prominently visible

Max 2 MB

Choose File

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(b) *Permanent Account Number (PAN) of the company

(c) *e-mail ID of the company

kapil@affle.com

(d) *Telephone number with STD code

0124-4598749

(e) Website

www.affle.com

iv *Date of Incorporation (DD/MM/YYYY)

18/08/1994

v (a) *Class of Company (as on the financial year end date)

(Private company/Public company/One Person Company)

Public Company

(b) *Category of the Company (as on the financial year end date)

(Company limited by shares/Company limited by guarantee/Unlimited company)

Company limited by shares

(c) *Sub-category of the Company (as on the financial year end date)

(Indian Non-Government company/Union Government Company/State Government Company/
Guarantee and association company/Subsidiary of Foreign Company)

Indian Non-Government Compa

☒ Yes

☐ No

vi *Whether company is having share capital (as on the financial year end date)

☒ Yes

☐ No

vii (a) Whether shares listed on recognized Stock Exchange(s)

(b) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock exchange of India Limited	1,024

viii Number of Registrar and Transfer Agent

1

CIN of the Registrar and Transfer Agent	Name of the Registrar and Transfer Agent	Registered office address of the Registrar and Transfer Agents	SEBI registration number of Registrar and Transfer Agent
L72400TG2017PLC117649	KFIN TECHNOLOGIES LIMITED	Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally NA, Hyderabad, Rangareddi Telangana-500032	INR000000221

ix *(a) Whether Annual General Meeting (AGM) held

☒ Yes

☐ No

(b) If yes, date of AGM (DD/MM/YYYY)

23/09/2025

(c) Due date of AGM (DD/MM/YYYY)

30/09/2025

(d) Whether any extension for AGM granted

☐ Yes

☒ No

(e) If yes, provide the Service Request Number (SRN) of the GNL-1 application form

filed for extension

(f) Extended due date of AGM after grant of extension (DD/MM/YYYY)

(g) Specify the reasons for not holding the same

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

i *Number of business activities

S. No.	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	J	Information and communication	63	Other information & communication service activities	100

III PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

i *No. of Companies for which information is to be given

S. No.	CIN /FCRN	Other registration number	Name of the company	Holding/ Subsidiary/ Associate/Joint Venture	% of shares held
1.			Affle Holdings Pte. Limited	Holding	40.72
2.			Affle International Pte. Ltd	Subsidiary	100
3.			PT. Affle Indonesia	Subsidiary	100
4.			Affle MEA FZ-LLC	Subsidiary	100
5.			Affle Iberia S.L (earlier known as Mediasmart Mobile S.L.)	Subsidiary	100
6.			Appnext Pte. Ltd.	Subsidiary	100
7.			Appnext Technologies Limited	Subsidiary	100
8.			Jampp (Ireland) Ltd	Subsidiary	100
9.			Atommica LLC	Subsidiary	100
10.			Jampp EMEA GmbH	Subsidiary	100
11.			Jampp APAC Pte. Ltd.	Subsidiary	100
12.			Jampp HQ S.A., Argentina (earlier known as Deveg S.A.)	Subsidiary	100
13.			Affle (UK) Ltd. (earlier known as Jampp Ltd.)	Subsidiary	100
14.			Affle Brazil Ltda. (earlier known as Jampp Veiculacao de Publicidade Limitad)	Subsidiary	100
15.			Affle Inc., USA (earlier known as YouAppi Inc.)	Subsidiary	100
16.			Affle Israel Limited (earlier known as YouAppi Limited)	Subsidiary	100
17.			YouAppi Japan Co. Ltd.	Subsidiary	100
18.			Affle Inc. Korea Branch	Subsidiary	100
19.			YouAppi India Private Limited	Subsidiary	100
20.			YouAppi GmbH	Subsidiary	100

IV SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

i SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of equity shares	150,000,000	140,496,310	140,496,310	140,496,310
Total amount of equity shares (in rupees)	300,000,000	280,992,620	280,992,620	280,992,620

Number of classes

1

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of equity shares	150,000,000	140,496,310	140,496,310	140,496,310
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	300,000,000	280,992,620	280,992,620	280,992,620

(b) Preference share capital

Particulars	Authorised Capital	Issued capital	Subscribed capital	Paid Up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised Capital	Issued capital	Subscribed Capital	Paid Up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Particulars	Number of shares			Total Nominal Amount	Total Paid- up amount	Total premium
	Physical	DEMAT	Total			
(i) Equity shares						
At the beginning of the year		140,209,060	140,209,060	280,418,120	280,418,120	
Increase during the year		2,87,250	287250	5,74,500	5,74,500	304041000
i Public Issues						
ii Rights issue						
iii Bonus issue						
iv Private Placement/ Preferential allotment						
v ESOPs		2,87,250	287250	5,74,500	5,74,500	304041000
vi Sweat equity shares allotted						

vii Conversion of Preference share						
viii Conversion of Debentures						
ix GDRs/ADRs						
x Others, specify						
Decrease during the year						
i Buy-back of shares						
ii Shares forfeited						
iii Reduction of share capital						
iv Others, specify						
At the end of the year		140496310	140496310	280992620	280992620	304041000
(ii) Preference shares						
At the beginning of the year						
Increase during the year						
i Issues of shares						
ii Re-issue of forfeited shares						
iii Others, specify						
Decrease during the year						
i Redemption of shares						
ii Shares forfeited						
iii Reduction of share capital						
iv Others, specify						
At the end of the year						

ISIN of the equity shares of the company

INE00WC01027

ii Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / consolidation	Number of shares			
	Face value per share			

iii Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company)

● Nil

Number of transfers

Attachments:

1. Details of shares/Debentures Transfers

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iv Debentures (Outstanding as at the end of financial year)

(a) Non-convertible debentures

*Number of classes

Classes of non-convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of non-convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(b) Partly convertible debentures

*Number of classes

Classes of partly convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of partly convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(c) Fully convertible debentures

*Number of classes

Classes of fully convertible debentures	Number of units	Nominal value per unit	Total value (Outstanding at the end of the year)
Total			

Classes of fully convertible debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Total				

(d) Summary of Indebtedness

Particulars	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures				
Partly convertible debentures				
Fully convertible debentures				
Total				

v Securities (other than shares and debentures)

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V Turnover and net worth of the company (as defined in the Companies Act, 2013)

i *Turnover

7,143,860,000

ii * Net worth of the Company

18,804,830,000

VI SHARE HOLDING PATTERN**A Promoters**

S. No	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family				
	(i) Indian				
	(ii) Non-resident Indian (NRI)	160	0.00		
	(iii) Foreign national (other than NRI)				
2	Government				
	(i) Central Government				
	(ii) State Government				
	(iii) Government companies				
3	Insurance companies				
4	Banks				
5	Financial institutions				
6	Foreign institutional investors				
7	Mutual funds				
8	Venture capital				
9	Body corporate (not mentioned above)	77305020	55.02		
10	Others				
	Total	77305180	55.02		

Total number of shareholders (promoters)

3

B Public/Other than promoters

S. No	Category		Equity		Preference	
			Number of shares	Percentage	Number of shares	Percentage
1	Individual/Hindu Undivided Family					
	(i) Indian		13,696,817	9.74		
	(ii) Non-resident Indian (NRI)		916,143	0.65		
	(iii) Foreign national (other than NRI)					
2	Government					
	(i) Central Government					
	(ii) State Government					
	(iii) Government companies					
3	Insurance companies		3,106,536	2.21		
4	Banks					
5	Financial institutions					
6	Foreign institutional investors		22,607,633	16.09		
7	Mutual funds		18,002,562	12.81		
8	Venture capital					
9	Body corporate (not mentioned above)		4,266,679	3.04		
10	Others	AIF+Trust+Clearing members+KMP+Director and their relative+Employee benefit trust+Shareholding by Companies or Bodies Corporate where Central / State Government is a promoter	594,760	0.43		
	Total		63,191,130	44.98		

Total number of shareholders (other than promoters)

282067

Total number of shareholders (Promoters + Public/Other than promoters)

282070

Breakup of total number of shareholders (Promoters + Other than promoters)

Sl. No	Category	
1	Individual - Female	60428
2	Individual - Male	139267
3	Individual - Transgender	0
4	Other than individuals	82375
	Total	282070

C Details of Foreign institutional investors' (FIIs) holding shares of the company

140

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS

[Details of Promoters, Members (other than promoters), Debenture holders]

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	308,467	282,067
Debenture holders	0	0

VIII DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A Promoter	1	0	1	0	0	0
B Non-Promoter	1	6	0	7	0	0
i. Non-Independent	1	2	0	2	0	0
ii. Independent	0	4	0	5	0	0
C Nominee Directors representing	0	0	0	0	0	0
i. Banks and FIs	0	0	0	0	0	0
ii. Investing institutions	0	0	0	0	0	0
iii. Government	0	0	0	0	0	0
iv. Small share holders	0	0	0	0	0	0
v. Others	0	0	0	0	0	0
Total	2	6	1	7	0	0

*Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

11

B (i) Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity shares held	Date of cessation (after closure of financial year: If any) (DD/MM/YYYY)
Anuj Khanna Sohum	01363666	Managing Director	160	
Anuj Kumar	01400273	Director	5	
Charles Yong Jien Foong	08160891	Director	0	
Bijynath	08160918	Director	0	01/06/2025
Vivek Narayan Gour	00254383	Director	12000	01/06/2025
Sumit Mamak Chadha	05207581	Director	0	01/06/2025
Sanjiv Kumar Chaudhary	06525007	Director	0	
Reshma Prasad Virmani	10819204	Director	0	
Anuj Khanna Sohum		CEO	160	

Kapil Mohan Bhutani		CFO	40,510	
Parmita Choudhury		Company Secretary	0	

B (ii) *Particulars of change in director(s) and Key managerial personnel during the year

6

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation (DD/MM/YYYY)	Nature of change (Appointment/ Change in designation/ Cessation)
Noelia Amoedo Casqueiro	09636776	Director	01/07/2024	Cessation
Vipul Kedia	08234884	Director	01/10/2024	Cessation
Sanjiv Kumar Chaudhary	06525007	Director	01/10/2024	Appointment
Charles Yong Jien Foong	08160891	Director	01/10/2024	Appointment
Lay See Tan	09203616	Director	09/02/2025	Cessation
Reshma Prasad Virmani	10819204	Director	08/02/2025	Appointment

IX MEETINGS OF MEMBERS/CLASS OF MEMBERS/ BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**A MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS**

*Number of meetings held

1

Type of meeting	Date of meeting (DD/MM/YYYY)	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	23/09/2024	291875	51	55.12

B BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting (DD/MM/YYYY)	Total Number of directors as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1.	24/05/2024	8	8	100
2.	03/08/2024	7	7	100
3.	29/08/2024	7	7	100
4.	09/11/2024	8	8	100
5.	08/02/2025	8	8	100

C COMMITTEE MEETINGS

Number of meetings held

12

S. No.	Type of meeting	Date of	Total Number of	Attendance
--------	-----------------	---------	-----------------	------------

		meeting (DD/MM/YYYY)	Members as on the date of meeting	Number of members attended	% of attendance
1.	Audit Committee meeting	24/05/2024	3	3	100
2.	Audit Committee meeting	03/08/2024	3	3	100
3.	Audit Committee meeting	09/11/2024	3	3	100
4.	Audit Committee meeting	08/02/2025	3	3	100
5.	Risk Management Committee Meeting	09/04/2024	4	3	75
6.	Risk Management Committee Meeting	17/10/2024	3	3	100
7.	Corporate Social Responsibility Committee Meeting	31/08/2024	3	3	100
8.	Nomination and Remuneration Committee Meeting	29/08/2024	3	3	100
9.	Nomination and Remuneration Committee Meeting	09/11/2024	3	3	100
10.	Stakeholders' Relationship Committee Meeting	29/03/2025	3	3	100
11.	ESG Committee Meeting	29/03/2025	5	5	100
12.	Investment Committee - Domestic	24/06/2024	3	3	100

D ATTENDANCE OF DIRECTORS

S. No.	Name of the Director	Board Meetings			Committee Meetings			Whether attended AGM held on 23/09/2025 (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Anuj Khanna Sohum	5	5	100	6	5	83.33	Yes
2	Anuj Kumar	5	5	100	3	3	100	Yes
3	Bijynath	5	5	100	3	3	100	NA
4	Vivek Narayan Gour	5	5	100	8	8	100	Yes
5	Sumit Mamak Chadha	5	5	100	8	8	100	NA
6	Sanjiv Kumar Chaudhary	2	2	100	1	1	100	Yes
7	Charles Yong Jien Foong	2	2	100	0	0	0	Yes
8	Reshma Prasad Virmani	0	0	0	0	0	0	Yes

X REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
☐ Nil

A *Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Anuj Khanna Sohum	Managing Director	253,200				253,200
2	Vipul Kedia	Executive Director	4,249,998		3,379,165	217,081	7,846,244
	Total		4,503,198		3,379,165	217,081	8,099,444

B *Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Kapil Mohan Bhutani	Chief Financial officer	22,489,030	0	0	0	22,489,030
2	Parmita Choudhury	Company Secretary	2,240,687	0	0	0	2,240,687
	Total		24729717.00	0	0	0	24729717.00

C *Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross salary	Commission	Stock Option/ Sweat equity	Others	Total amount
1	Bijynath	Independent Director				9,00,000	9,00,000
2	Vivek Narayan Gour	Independent Director				14,00,000	14,00,000
3	Sumit Mamak Chaddha	Independent Director				14,00,000	14,00,000
4	Lay See Tan	Independent Director				11,00,000	11,00,000
5	Sanjiv Kumar Chaudhary	Independent Director				4,00,000	4,00,000
6	Reshma Prasad Virmani	Independent Director				1,00,000	1,00,000
	Total					53,00,000	53,00,000

XI MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

A *Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year



Yes



No

B If No, give reasons/observations

XII PENALTY AND PUNISHMENT – DETAILS THEREOF

A *DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/
DIRECTORS/OFFICERS



Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

B *DETAILS OF COMPOUNDING OF OFFENCES

● Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order (DD/MM/YYYY)	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in rupees)

XIII Details of Shareholder / Debenture holder

Number of shareholder/ debenture holder

282,070

XIV Attachments

(a) List of share holders, debenture holders

Excel Template

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Max 15 files 20 MB each

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Max 2 MB

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(b) Optional Attachment(s), if any

XV COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this return, the Company has complied with applicable provisions of the Act during the financial year.
- (c) The company has not, since the date of the closure of the last financial year with reference to which the last return was submitted or in the case of a first return since the date of incorporation of the company, issued any invitation to the public to subscribe for any securities of the company.
- (d) Where the annual return discloses the fact that the number of members, (except in case of one person company), of the company exceeds two hundred, the excess consists wholly of persons who under second proviso to clause (ii) of sub-section (68) of section 2 of the Act are not to be included in reckoning the number of two hundred.

I/ We have examined the registers, records and books and papers of

Affle 3i Limited

as required to be

maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on
(DD/MM/YYYY)

31/03/2025

In my/ our opinion and to the best of my information and according to the examinations carried out by me/ us and explanations furnished to me/ us by the company, its officers and agents, I/ we certify that:

A The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

- 1 its status under the Act;
- 2 maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3 filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time;
- 4 calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the

- proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
- 5 closure of Register of Members / Security holders, as the case may be.
- 6 advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7 contracts/arrangements with related parties as specified in section 188 of the Act;
- 8 issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances;
- 9 keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act
- 10 declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act;
- 11 signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- 12 constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- 13 appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act;
- 14 approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;
- 15 acceptance/ renewal/ repayment of deposits;
- 16 borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable;
- 17 loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act ;
- 18 alteration of the provisions of the Memorandum and/ or Articles of Association of the Company;

To be digitally signed by

DSC BOX

Name

Kiran Sharma

Date (DD/MM/YYYY)

Place

Whether associate or fellow:

☐ Associate☒ Fellow

Certificate of practice number

XVI Declaration under Rule 9(4) of the Companies (Management and Administration) Rules, 2014

* (a) DIN/PAN/Membership number of Designated Person

*(b) Name of the Designated Person

Parmita Choudhury

DeclarationI am authorised by the Board of Directors of the Company vide resolution number*
dated*

15

(DD/MM/YYYY)
2013

10/05/2025

to sign this form and declare that all the requirements of Companies Act,

and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form.

***To be digitally signed by**

DSC BOX

*Designation

(Director/Liquidator/Interim Resolution Professional (IRP)/Resolution Professional (RP))

Director

*DIN of the Director; or PAN of the Interim Resolution
Professional (IRP) or Resolution Professional (RP) or Liquidator***To be digitally signed by**

DSC BOX

☒ Company Secretary☐ Company secretary in practice

*Whether associate or fellow:

☒ Associate☐ Fellow

Membership number

Certificate of practice number

Note: Attention is drawn to provisions of Section 448 and 449 of the Companies Act, 2013 which provide for punishment for false statement / certificate and punishment for false evidence respectively.

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AFFLE 3i LIMITED

(Formerly known as Affle (India) Limited)

ऐफल 3 आई लिमिटेड

(पूर्व नाम ऐफल (इंडिया) लिमिटेड)

पंजीकृत कार्यालय

ए47 निचला भूतल,

हौज खास,

अमर भवन के बाहर,

नई दिल्ली-110016

Registered Office:

A47 Lower Ground Floor,

Hauz Khas, Off Amar Bhawan,

New Delhi-110016

CIN: L65990DL1994PLC408172

GSTIN: 06AABCT4713F1Z0

Shareholding Pattern
(as on March 31, 2025)

General information about company	
Scrip code	542752
NSE Symbol	AFFLE
MSEI Symbol	NOTLISTED
ISIN	INE00WC01027
Name of the company	AFFLE (INDIA) LIMITED
Whether company is SME	No
Class of Security	Equity Shares
Type of report	Quarterly
Quarter Ended / Half year ended/Date of Report (For Prelisting / Allotment)	31-03-2025
Date of allotment / extinguishment (in case Capital Restructuring selected) / Listing Date	
Shareholding pattern filed under	Regulation 31 (1) (b)
Whether the listed entity is Public Sector Undertaking (PSU)?	No

Table I - Summary Statement holding of specified securities

Category	Category of Shareholder	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total no of shares (As a % of (A+B+C2))	Number of Voting Rights held in each class of securities			No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form	
								No of Voting Rights			Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	
								Class X	Class Y	Total								
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)			(X)	(XI)	(XII)		(XIII)		(XIV)	
(A)	Promoter & Promoter Group	3	77305180	0	0	77305180	55.02	77305180	0	77305180	55.02	0	55.02	0	0.00	0	0.00	77305180
(B)	Public	276038	63047788	0	0	63047788	44.88	63047788	0	63047788	44.88	0	44.88	0	0.00	NA	NA	63047788
(C)	Non Promoter-Non Public																	
(C1)	Shares underlying DRs	0	0	0	0	0	NA	0	0	0	0.00	0	NA	0	0.00	NA	NA	0
(C2)	Shares held by Employees Trusts	1	143342	0	0	143342	0.10	143342	0	143342	0.10	0	0.10	0	0.00	NA	NA	143342
	Total:	276042	140496310	0	0	140496310	100.00	140496310	0	140496310	100.00	0	100.00	0	0.00	0	0.00	140496310

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Category	Category & Name of the Shareholder	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (calculated as per SCRR, 1957 (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities			No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (VII)+(X) As a % of	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form	
								No of Voting Rights		Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held		
								Class X	Class Y	Total								
	(I)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)			(X)	(XI)	(XII)		(XIII)		(XIV)	
(1)	Indian																	
(a)	Individuals/Hindu undivided Family	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(b)	Central Government/State Government(s)	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(c)	Financial Institutions/Banks	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Any Other	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Sub-Total (A)(1)	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(2)	Foreign																	
(a)	Individuals (Non-Resident Individuals/Foreign Individuals	1	160	0	0	160	0.00	160	0	160	0.00	0	0.00	0	0.00	0	0.00	160
	ANUJ KHANNA SOHUM	1	160	0	0	160	0.00	160	0	160	0.00	0	0.00	0	0.00	0	0.00	160
(b)	Government	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(c)	Institutions	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Foreign Portfolio Investor	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(e)	Any Other	2	77305020	0	0	77305020	55.02	77305020	0	77305020	55.02	0	55.02	0	0.00	0	0.00	77305020
	AGPL PTE LTD*	1	20089555	0	0	20089555	14.30	20089555	0	20089555	14.30	0	14.30	0	0.00	0	0.00	20089555
	AFFLE HOLDINGS PTE LTD	1	57215465	0	0	57215465	40.72	57215465	0	57215465	40.72	0	40.72	0	0.00	0	0.00	57215465
	Sub-Total (A)(2)	3	77305180	0	0	77305180	55.02	77305180	0	77305180	55.02	0	55.02	0	0.00	0	0.00	77305180
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	3	77305180	0	0	77305180	55.02	77305180	0	77305180	55.02	0	55.02	0	0.00	0	0.00	77305180

Notes

*The name of the Promoter Group company has been changed from Affle Global Pte Ltd to AGPL Pte Ltd.

Table III - Statement showing shareholding pattern of the Public shareholder

Category	Category & Name of the Shareholder	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities			No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form	Sub-categorization of shares		
								No of Voting Rights			Total as a % of (A+B+C)		No.	As a % of total Shares held	No.	As a % of total Shares held		Shareholding (No. of shares) under		
								Class X	Class Y	Total								Sub category (i)	Sub category (ii)	Sub category (iii)
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)			(X)	(XI)	(XII)		(XIII)		(XIV)			
(1)	Institutions (Domestic)																			
(a)	Mutual Funds	27	18002562	0	0	18002562	12.81	18002562	0	18002562	12.81	0	0	0.00	NA	NA	18002562	0	0	0
	ICICI PRUDENTIAL MIDCAP FUND	1	4645411	0	0	4645411	3.31	4645411	0	4645411	3.31	0	0	0.00	NA	NA	4645411	0	0	0
	NIPPON LIFE INDIA TRUSTEE LTD-A/C NIPPON INDIA NIF	1	4292737	0	0	4292737	3.06	4292737	0	4292737	3.06	0	0	0.00	NA	NA	4292737	0	0	0
	SUNDARAM MUTUAL FUND A/C SUNDARAM ELSS TAX SAVER F	1	2226617	0	0	2226617	1.58	2226617	0	2226617	1.58	0	0	0.00	NA	NA	2226617	0	0	0
(b)	Venture Capital Funds	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(c)	Alternate Investment Funds	9	400948	0	0	400948	0.29	400948	0	400948	0.29	0	0	0.00	NA	NA	400948	0	0	0
(d)	Banks	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(e)	Insurance Companies	7	3106536	0	0	3106536	2.21	3106536	0	3106536	2.21	0	0	0.00	NA	NA	3106536	0	0	0
	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED	1	2398028	0	0	2398028	1.71	2398028	0	2398028	1.71	0	0	0.00	NA	NA	2398028	0	0	0
(f)	Provident Funds/Pension Funds	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(g)	Asset Reconstruction Companies	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(h)	Sovereign Wealth Funds	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(i)	NBFC Registered with RBI	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(j)	Other Financial Institutions	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(k)	Any Other																			
	Sub Total (B)(1)	43	21510046	0	0	21510046	15.31	21510046	0	21510046	15.31	0	0	0.00	NA	NA	21510046	0	0	0
(2)	Institutions (Foreign)																			
(a)	Foreign Direct Investment	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(b)	Foreign Venture Capital	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(c)	Sovereign Wealth Funds	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(d)	Foreign Portfolio Investors Category I	124	20862115	0	0	20862115	14.85	20862115	0	20862115	14.85	0	0	0.00	NA	NA	20862115	0	0	0
	FRANKLIN TEMPLETON INVESTMENT FUNDS - FRANKLIN IND	1	1481064	0	0	1481064	1.05	1481064	0	1481064	1.05	0	0	0.00	NA	NA	1481064	0	0	0
	GAMNAT PTE. LTD.	1	6900000	0	0	6900000	4.91	6900000	0	6900000	4.91	0	0	0.00	NA	NA	6900000	0	0	0
	MONETARY AUTHORITY OF SINGAPORE	1	1616856	0	0	1616856	1.15	1616856	0	1616856	1.15	0	0	0.00	NA	NA	1616856	0	0	0
(e)	Foreign Portfolio Investors Category II	16	1745518	0	0	1745518	1.24	1745518	0	1745518	1.24	0	0	0.00	NA	NA	1745518	0	0	0
(f)	Overseas Depositories (holding DRs) (balancing figure)	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(g)	Any Other																			
	Sub Total (B)(2)	140	22607633	0	0	22607633	16.09	22607633	0	22607633	16.09	0	0	0.00	NA	NA	22607633	0	0	0
(3)	Central Government/State Government(s)/President of India																			
(a)	Central Government / President of India	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(b)	State Government / Governor	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(c)	Shareholding by Companies or Bodies Corporate where Central / State Government is a promoter	1	83	0	0	83	0.00	83	0	83	0.00	0	0	0.00	NA	NA	83	0	0	0
	Sub Total (B)(3)	1	83	0	0	83	0.00	83	0	83	0.00	0	0	0.00	NA	NA	83	0	0	0
(4)	Non-Institutions																			
(a)	Associate companies / Subsidiaries	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(b)	Directors and their relatives (excluding independent directors and nominee directors)	1	5	0	0	5	0.00	5	0	5	0.00	0	0	0.00	NA	NA	5	0	0	0
(c)	Key Managerial Personnel	1	40525	0	0	40525	0.03	40525	0	40525	0.03	0	0	0.00	NA	NA	40525	0	0	0
(d)	Relatives of promoters (other than 'immediate relatives' of promoters disclosed under 'Promoter and Promoter Group' category)	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(e)	Trusts where any person belonging to 'Promoter and Promoter Group' category is 'trustee', 'beneficiary', or 'author of the trust'	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(f)	Investor Education and Protection Fund (IEPF)	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(g)	Resident Individuals holding nominal share capital up to Rs. 2 lakhs	266260	13241165	0	0	13241165	9.42	13241165	0	13241165	9.42	0	0	0.00	NA	NA	13241165	0	0	0
(h)	Resident Individuals holding nominal share capital in excess of Rs. 2 lakhs	1	112112	0	0	112112	0.08	112112	0	112112	0.08	0	0	0.00	NA	NA	112112	0	0	0
(i)	Non Resident Indians (NRIs)	5899	916143	0	0	916143	0.65	916143	0	916143	0.65	0	0	0.00	NA	NA	916143	0	0	0
(j)	Foreign Nationals	0	0	0	0	0	0.00	0	0	0	0.00	0	0	0.00	NA	NA	0	0	0	0
(k)	Foreign Companies	1	3468279	0	0	3468279	2.47	3468279	0	3468279	2.47	0	0	0.00	NA	NA	3468279	0	0	0
	MALABAR INDIA FUND LIMITED	1	3468279	0	0	3468279	2.47	3468279	0	3468279	2.47	0	0	0.00	NA	NA	3468279	0	0	0
(l)	Bodies Corporate	910	798400	0	0	798400	0.57	798400	0	798400	0.57	0	0	0.00	NA	NA	798400	0	0	0
(m)	Any Other																			
	CLEARING MEMBERS	6	700	0	0	700	0.00	700	0	700	0.00	0	0	0.00	NA	NA	700	0	0	0
	H U F	2767	343540	0	0	343540	0.24	343540	0	343540	0.24	0	0	0.00	NA	NA	343540	0	0	0
	TRUSTS	8	9157	0	0	9157	0.01	9157	0	9157	0.01	0	0	0.00	NA	NA	9157	0	0	0
	Sub Total (B)(4)	275854	18930026	0	0	18930026	13.47	18930026	0	18930026	13.47	0	0	0.00			18930026	0	0	0
	Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)+(B)(4)	276038	63047788	0	0	63047788	44.88	63047788	0	63047788	44.88	0	0	0.00			63047788	0	0	0

Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public Shareholder

Category	Category & Name of the Shareholder	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C 2)	Number of Voting Rights held in each class of securities			No of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form	
								No of Voting Rights		Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held		
								Class X	Class Y	Total								
	(I)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)			(X)	(XI)	(XII)		(XIII)		(XIV)	
(1)	Custodian/DR Holder	0	0	0	0	0	0.00	0	0	0	0	0.00	0	0.00	NA	NA	0	
(2)	Employee Benefit Trust (under SEBI(Share based Employee Benefit Regulations 2014)	1	143342	0	0	143342	0.10	143342	0	143342	0.10	0	0.10	0	0.00	NA	NA	143342
	Total Non-Promoter-Non Public Shareholding (C) = (C)(1)+(C)(2)	1	143342	0	0	143342	0.10	143342	0	143342	0.10	0	0.10	0	0.00			143342

Table VI - Statement showing foreign ownership limits		
Particular	Approved limits (%)	Limits utilized (%)
As on shareholding date	100.00	16.09
As on the end of previous 1st quarter	100.00	16.50
As on the end of previous 2nd quarter	100.00	15.55
As on the end of previous 3rd quarter	100.00	15.30
As on the end of previous 4th quarter	100.00	14.79
Notes :- 1) "Approved Limits (%)" means the limit approved by Board of Directors / shareholders of the Listed entity. In case the listed entity has no Board approved limit, provide details of sectoral / statutory cap prescribed by Government / Regulatory Authorities 2) Details of Foreign ownership includes foreign ownership / investments as specified in Rule 2(s) of the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, made under the Foreign Exchange Management Act, 1999.		

AFFLE 3i LIMITED (FORMERLY KNOWN AS AFFLE (INDIA) LIMITED)						
LIST OF FOREIGN INSTITUTIONAL INVESTORS AS ON MARCH 31, 2025						
Sno	Dpid	Folio/Clientid	Name	Shares	% Equity	Total no. of shares
1	IN300167	10150969	VANGUARD INVESTMENTS FUNDS ICVC-VANGUARD FTSE GLOBAL ALL CAP INDEX FUND	15075	0.01	15075
2	IN300054	10109264	ISHARES MSCI EMERGING MARKETS SMALL-CAP ETF	17567	0.01	17567
3	IN300054	10128321	CUSTODY BANK OF JAPAN, LTD. AS TRUSTEE FOR SMBCTB INDIA SMALL CAP EQUITY MOTHER FUND	2583	0.00	2583
4	IN303786	10000359	VARANIUM INDIA OPPORTUNITY LTD	1405	0.00	1405
5	IN300142	20774000	TRANS EXT GLOBAL EMRG MKTS	549	0.00	39372
6	IN301799	10090515	ASK INVESTMENT FUNDS ICAV - ASK INDIAN ENTREPRENEUR FUND	163966	0.12	163966
7	IN300054	10121029	MONETARY AUTHORITY OF SINGAPORE	1616856	1.15	1616856
8	IN300167	10156689	EMERGING MARKETS CORE EQUITY FUND OF DIMENSIONAL FUNDS ICVC	3643	0.00	3643
9	IN300054	10104566	LAZARD ASSET MANAGEMENT LLC	367	0.00	367
10	IN300167	10121406	SSGA SPDR ETFS EUROPE I PUBLIC LIMITED COMPANY - SPDR MSCI ACWI IMI UCITS ETF	2138	0.00	2138
11	IN300054	10106088	ISHARES IV PUBLIC LIMITED COMPANY- ISHARES MSCI EMIMI ESG SCREENED UCITS ETF	33616	0.02	33616
12	IN303438	10018480	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST	68938	0.05	68938
13	IN301799	10075844	ABRDN ASIA FOCUS PLC	1046985	0.75	1046985
14	IN303438	10017116	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND	106908	0.08	106908
15	IN300142	10808138	SPDR S&P EMERGING MARKETS EX-CHINA ETF	153	0.00	153
16	IN301524	30051270	GALILEO ASIA FUND	130000	0.09	130000
17	IN300167	10169081	AMERICAN CENTURY ETF TRUST-AVANTIS RESPONSIBLE EMERGING MARKETS EQUITY ETF	8	0.00	8
18	IN300054	10104130	PGIM GLOBAL SMALL & MID CAP FUND	5496	0.00	5496
19	IN303438	10023233	CITADEL SECURITIES SINGAPORE PTE. LIMITED	2807	0.00	2807
20	IN300142	20772422	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX NON-LENDING COMMON TRUST FUND	15750	0.01	15750
21	IN300142	20772107	SPDR S AND P EMERGING ASIA PACIFIC ETF	7975	0.01	7975
22	IN300167	10049693	COLLEGE RETIREMENT EQUITIES FUND - STOCK ACCOUNT	502748	0.36	502748
23	IN300054	10120479	MERCER QIF FUND PLC-MERCER INVESTMENT FUND 1	10305	0.01	10305

24	IN300142	10788946	C WORLDWIDE EMERGING MARKETS	19567	0.01	19567
25	IN300142	10806606	TSP CUSTOM EMERGING MARKETS SECURITIES LENDING FUND	33630	0.02	33630
26	IN303438	10028497	THRIFT SAVINGS PLAN	154472	0.11	154472
27	IN301348	20117782	AVIATOR EMERGING MARKET FUND	2000	0.00	2000
28	IN300054	10038629	NORTHERN TRUST COMMON ALL COUNTRY WORLD EX-US INVESTABLE MARKET INDEX FUND-NON LENDING	1982	0.00	1982
29	IN300167	10112575	BNYM MELLON DB SL ACWI EX-U.S. SMALL CAP FUND	1528	0.00	1528
30	IN300167	10142985	NUVEEN QUANT INTERNATIONAL SMALL CAP EQUITY FUND	313890	0.22	313890
31	IN300142	20772061	SPDR PORTFOLIO MSCI GLOBAL STOCK MARKET ETF	585	0.00	585
32	IN301524	30063570	WISDOMTREE INDIA INVESTMENT PORTFOLIO, INC.	47373	0.03	47373
33	IN300142	10798395	CALIFORNIA STATE TEACHERS RETIREMENT SYSTEM - NORTHERN TRUST INVESTMENTS, INC.	29508	0.02	29508
34	IN300054	10128356	CUSTODY BANK OF JAPAN, LTD. AS TRUSTEE FOR SMTB GLOBAL EMERGING QUALITY GROWTH MOTHER FUND	650	0.00	650
35	IN303438	10019550	FRANKLIN TEMPLETON INVESTMENT FUNDS - FRANKLIN INDIA FUND	1481064	1.05	1481064
36	IN300054	10114291	ISHARES CORE MSCI TOTAL INTERNATIONAL STOCK ETF	145968	0.10	145968
37	IN300054	10110233	SPARTAN GROUP TRUST FOR EMPLOYEE BENEFIT PLANS SPARTAN TOTAL INTERNATIONAL INDEX POOL	3518	0.00	3518
38	IN303438	10024357	INVESTERINGSFORENINGEN DANSKE INVEST	87201	0.06	87201
39	IN300054	10013410	EMERGING MARKETS CORE EQUITY PORTFOLIO (THE PORTFOLIO) OF DFA INVESTMENT DIMENSIONS GROUP INC. (DFAIDG)	109107	0.08	109107
40	IN303786	10007557	SOCIETE GENERALE - ODI	29	0.00	29
41	IN303438	10019613	FRANKLIN TEMPLETON INVESTMENT FUNDS - TEMPLETON ASIAN SMALLER COMPANIES FUND	834045	0.59	834045
42	IN301799	10088827	BNP PARIBAS FINANCIAL MARKETS - ODI	7641	0.01	7641
43	IN303173	20200665	INDIA CAPITAL GROWTH FUND LIMITED	60000	0.04	60000
44	IN300054	10056127	KUWAIT INVESTMENT AUTHORITY FUND 226	390270	0.28	390270
45	IN300054	10109545	BOFA SECURITIES EUROPE SA - ODI	112	0.00	112
46	IN300167	10159933	AMERICAN CENTURY ETF TRUST-AVANTIS EMERGING MARKETS EQUITY ETF	3390	0.00	3390
47	IN300054	10076881	GOVERNMENT PENSION FUND GLOBAL	625604	0.45	625604
48	IN303438	10026166	INQQ INDIA INTERNET & ECOMMERCE ESG-S UCITS ETF	11861	0.01	11861
49	IN300142	20774585	CALIFORNIA PUBLIC EMPLOYEES' RETIREMENT SYSTEM	120818	0.09	120818

50	IN303438	10020249	VANGUARD FIDUCIARY TRUST COMPANY INSTITUTIONAL TOTAL INTERNATIONAL STOCK MARKET INDEX TRUST II	413232	0.29	413232
51	IN303438	10018375	VANGUARD ESG INTERNATIONAL STOCK ETF	10011	0.01	10011
52	IN300054	10016882	UNITED NATIONS FOR AND ON BEHALF OF THE UNITED NATIONS JOINT STAFF PENSION FUND	20888	0.01	20888
53	IN300142	10772917	VANGUARD INVESTMENT SERIES PLC - VANGUARD ESG EMERGING MARKETS ALL CAP EQUITY INDEX FUND	6604	0.00	6604
54	IN300142	10779541	PUBLIC EMPLOYEES RETIREMENT SYSTEM OF OHIO	13922	0.01	13922
55	IN300054	10118856	DIMENSIONAL EMERGING MARKETS CORE EQUITY 2 ETF OF DIMENSIONAL ETF TRUST	16027	0.01	16027
56	IN301524	30058191	FLORIDA RETIREMENT SYSTEM - WELLINGTON MANAGEMENT COMPANY LLP	27600	0.02	27600
57	IN300054	10132623	ASCENSION HEALTHCARE MASTER PENSION TRUST - LAZARD ASSET MANAGEMENT LLC	5687	0.00	5687
58	IN300142	10764976	THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE OF FUJITSU PENSION FUND MTBJ400030467	941	0.00	941
59	IN300054	10090210	FIDELITY SALEM STREET TRUST FIDELITY TOTAL INTERNATIONAL INDEX FUND	31767	0.02	31767
60	IN301524	30058870	VIRGINIA RETIREMENT SYSTEM	2913	0.00	2913
61	IN300054	10128364	CUSTODY BANK OF JAPAN, LTD. AS TRUSTEE FOR SMTB GLOBAL EMERGING EX CHINA QUALITY GROWTH MOTHER FUND	1100	0.00	1100
62	IN300054	10112036	DIMENSIONAL EMERGING CORE EQUITY MARKET ETF OF DIMENSIONAL ETF TRUST	18698	0.01	18698
63	IN300054	10126694	ABRDN SICAV I - GLOBAL INNOVATION EQUITY FUND	206581	0.15	206581
64	IN301524	10090603	GOLDMAN SACHS INVESTMENTS (MAURITIUS) I LTD	2047	0.00	2047
65	IN300142	20772406	STATE STREET MSCI ACWI EX USA IMI SCREENED NON-LENDING COMMON TRUST FUND	340	0.00	340
66	IN303438	10016687	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX NON-LENDABLE FUND	233588	0.17	233588
67	IN300142	20773291	NEUBERGER BERMAN EUROPE HOLDINGS LLC	1430	0.00	1430
68	IN301524	30060543	VANGUARD FTSE ALL-WORLD EX-US SMALL-CAP INDEX FUND	187361	0.13	187361
69	IN300167	10175027	VANECK DIGITAL INDIA ETF	7782	0.01	7782
70	IN300142	10774183	INVESTERINGSFORENINGEN C WORLDWIDE AFDELING INDIENKL	41420	0.03	41420

71	IN303438	10019576	FRANKLIN TEMPLETON INVESTMENT FUNDS - TEMPLETON EMERGING MARKETS SMALLER COMPANIES FUND	174375	0.12	174375
72	IN303438	10006451	ISHARES EMERGING MARKETS IMI EQUITY INDEX FUND	1847	0.00	1847
73	IN300054	10128119	LEGAL & GENERAL EMERGING MARKETS EX CHINA SMALL CAP COLLECTIVE INVESTMENT TRUST FUND	15241	0.01	15241
74	IN300142	20772391	STATE STREET GLOBAL SMALL CAP EQUITY EX-U.S. INDEX NON-LENDING SERIES FUND	155944	0.11	155944
75	IN300054	10121326	INQQ THE INDIA INTERNET ETF	89562	0.06	89562
76	IN303438	10006932	STICHTING SHELL PENSIOENFONDS	3111	0.00	3111
77	IN303438	10004432	TEMPLETON GLOBAL INVESTMENT TRUST - TEMPLETON EMERGING MARKETS SMALL CAP FUND	171938	0.12	171938
78	IN303438	10016679	EMERGING MARKETS SMALL CAPITALIZATION EQUITY INDEX FUND B	8925	0.01	8925
79	IN300167	10146165	THE REGENTS OF THE UNIVERSITY OF CALIFORNIA - STATE STREET GLOBAL ADVISORS	33434	0.02	33434
80	IN300142	10800842	HSBC ETFS PLC - HSBC S&P INDIA TECH UCITS ETF	4314	0.00	4314
81	IN300142	10812047	AMBIT INDIA ASCENSION FUND	112480	0.08	112480
82	IN300054	10004986	LEGAL AND GENERAL ASSURANCE (PENSIONS MANAGEMENT) LIMITED	1055	0.00	1055
83	IN303438	10011537	FLEXSHARES MORNINGSTAR EMERGING MARKETS FACTOR TILT INDEX FUND	1168	0.00	1168
84	IN303438	10003257	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	798841	0.57	798841
85	IN300054	10118395	TM CERNO PACIFIC FUND	28659	0.02	28659
86	IN300167	10121932	GLOBAL MACRO CAPITAL OPPORTUNITIES PORTFOLIO	99927	0.07	99927
87	IN301348	20550135	EBISU GLOBAL OPPORTUNITIES FUND LIMITED	10000	0.01	10000
88	IN303438	10021081	UNIVERSAL - INVESTMENT - GESELLSCHAFT MBH ON BEHALF OF FOVERUKA PENSION UNIVERSAL	3788	0.00	3788
89	IN300167	10164609	BRIDGEWAY EMERGING MARKETS SMALL CAP FUND (MASTER), LTD	733	0.00	733
90	IN300054	10108737	STATE OF ALASKA RETIREMENT AND BENEFITS PLANS MANAGED BY DIMENSIONAL FUND ADVISORS LP	3038	0.00	3038
91	IN300167	10047358	VANGUARD TOTAL WORLD STOCK INDEX FUND	35569	0.03	35569
92	IN300054	10123938	ISHARES CORE MSCI EMERGING MARKETS IMI INDEX ETF	9044	0.01	9044
93	IN300167	10121383	SSGA SPDR ETFS EUROPE I PUBLIC LIMITED COMPANY - SPDR MSCI EMERGING MARKETS SMALL CAP UCITS ETF	18816	0.01	18816
94	IN300142	10788920	C WORLDWIDE INDIA	35393	0.03	35393
95	IN300054	10130945	WILSHIRE INTERNATIONAL EQUITY FUND	2543	0.00	2543

96	IN301524	30051010	GOLDMAN SACHS (SINGAPORE) PTE. - ODI	780	0.00	780
97	IN300167	10179862	ISHARES CORE MSCI EM IMI UCITS ETF	157859	0.11	157859
98	IN300054	10126725	ABERDEEN STANDARD SICAV I - EMERGING MARKETS SMALLER COMPANIES FUND	158768	0.11	158768
99	IN300167	10128284	STATE STREET GLOBAL ALL CAP EQUITY EX-US INDEX PORTFOLIO	11294	0.01	11294
100	IN303173	20030045	INDIA EMERGING OPPORTUNITIES FUND LIMITED	83224	0.06	83224
101	IN300054	10121772	JOHN HANCOCK TRUST COMPANY COLLECTIVE INVESTMENT TRUST - JOHN HANCOCK EMERGING MARKETS EQUITY TRUST	4691	0.00	4691
102	IN300054	10116699	NEUBERGER BERMAN STRATEGIC INDIA EQUITY MASTER FUND L.P.	2306	0.00	2306
103	IN300167	10179731	AMERICAN CENTURY ETF TRUST - AVANTIS EMERGING MARKETS EX-CHINA EQUITY ETF	14	0.00	14
104	IN303438	10014327	BVK PERSONALVORSORGE DES KANTONS ZURICH	9875	0.01	9875
105	IN303438	10013442	STICHTING DEPOSITARY APG EMERGING MARKETS EQUITY POOL	140166	0.10	140166
106	IN303438	10015452	PUB EQUITIES EMERGING MARKETS 1	5045	0.00	5045
107	IN300142	20774198	EMERGING MARKETS SMALLER COMPANIES FUND, A SERIES OF THE ABRDN INSTITUTIONAL COMMINGLED FUNDS,LLC	60601	0.04	60601
108	IN300054	10099934	THE BOEING COMPANY EMPLOYEE SAVINGS PLANS MASTER TRUST	25816	0.02	25816
109	IN303438	10006004	ABU DHABI INVESTMENT AUTHORITY - MONSOON	297448	0.21	297448
110	IN300054	10121973	UTI GOLDFINCH FUNDS PLC - UTI INDIA INNOVATION FUND	136250	0.10	136250
111	IN300167	10145919	TEXAS MUNICIPAL RETIREMENT SYSTEM	13569	0.01	13569
112	IN300142	10749784	INVESTERINGSFORENINGEN C WORLDWIDE AFDELING EMERGING MARKETS KL	7693	0.01	7693
113	IN300142	20772439	STATE STREET MSCI EMERGING MARKETS SMALL CAP INDEX SECURITIES LENDING FUND	20062	0.01	20062
114	IN300142	20771085	FUNDPARTNER SOLUTIONS (SUISSE) SA- TURICUM - AKTIEN - UND IMMOBILIENWERTSCHRIFTEN	4191	0.00	4191
115	IN300054	10077067	MORGAN STANLEY ASIA (SINGAPORE) PTE. - ODI	144429	0.10	144429
116	IN303438	10016654	VANGUARD EMERGING MARKETS STOCK INDEX FUND, A SERIES OF VANGUARD INTERNATIONAL EQUITY INDEX FUNDS	700013	0.50	700013
117	IN303719	11054037	NUVAMA INDIA OPPORTUNITIES FUND - CLASS C	969	0.00	969
118	IN300142	20771052	FUNDPARTNER SOLUTIONS (SUISSE) SA - MIGROS-PENSIONS KASSE FONDS - AKTIEN WELT	97510	0.07	97510
119	IN300054	10123673	DIMENSIONAL EMERGING MARKETS SUSTAINABILITY CORE 1 ETF OF DIMENSIONAL ETF TRUST	2610	0.00	2610

120	IN300142	10743446	THE MASTER TRUST BANK OF JAPAN, LTD. AS TRUSTEE OF FUJITSU PENSION FUND MUTB400038708	869	0.00	869
121	IN303438	10000062	COPTHALL MAURITIUS INVESTMENT LIMITED - ODI ACCOUNT	646	0.00	646
122	IN300142	10749266	MALABAR SELECT FUND	541534	0.39	541534
123	IN303438	10014255	ALLIANZ GLOBAL INVESTORS GMBH ACTING ON BEHALF OF ALLIANZGI-FONDS DSPT	1193	0.00	1193
124	IN300054	10105132	ISHARES MSCI EM SMALL CAP UCITS ETF	15508	0.01	15508
125	IN300142	10789795	VANGUARD FUNDS PLC - VANGUARD ESG EMERGING MARKETS ALL CAP UCITS ETF	286	0.00	286
126	IN300054	10085015	NORTHERN TRUST COLLECTIVE EMERGING MARKETS SMALL CAP INDEX FUND- NON LENDING	48704	0.03	48704
127	IN300142	10779605	VISIONFUND EMERGING MARKETS EQUITY	53857	0.04	53857
128	IN300142	10804151	M&G FUNDS (1) FRANKLIN TEMPLETON INDIA EQUITY FUND	77665	0.06	77665
129	IN300054	10126678	ABERDEEN STANDARD SICAV I - ASIAN SMALLER COMPANIES FUND	256519	0.18	256519
130	IN300142	10777921	VANGUARD FUNDS PLC / VANGUARD ESG GLOBAL ALL CAP UCITS ETF	160	0.00	160
131	IN303173	20064664	ICG Q LIMITED	330000	0.23	330000
132	IN300142	20772123	SPDR PORTFOLIO EMERGING MARKETS ETF	30615	0.02	30615
133	IN300054	10109289	ISHARES CORE MSCI EMERGING MARKETS ETF	745747	0.53	745747
134	IN300054	10112315	INTERNATIONAL MONETARY FUND	1166	0.00	1166
135	IN300054	10109248	ISHARES MSCI INDIA SMALL-CAP ETF	142518	0.10	142518
136	IN300054	10088843	ASCENSION ALPHA FUND, LLC	11921	0.01	11921
137	IN300054	10097678	EMERGING MARKETS SUSTAINABILITY CORE 1 PORTFOLIO	10674	0.01	10674
138	IN300054	10112930	LAZARD/WILMINGTON COLLECTIVE TRUST	2012	0.00	2012
139	IN301524	30063980	WISDOMTREE EMERGING MARKETS EX-CHINA FUND	698	0.00	698
140	IN300054	10098271	GAMNAT PTE. LTD.	6900000	4.91	6900000
		Total:		15707633	11.18	15707633.00

Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2015]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records, books and papers of **Affle 3i Limited** (formerly known as Affle (India) Limited) having **CIN: L65990DL1994PLC408172 (the "Company")** as required to be maintained under the Companies Act, 2013 (**the "Act"**) and the rules made there-under for the financial year ended as at 31st March, 2025.

In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents we certify that:

- A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act & applicable Rules as detailed hereunder in respect of:
 1. Its status under the Act;
 2. The Company has maintained registers/records & made entries therein within the prescribed time;
 3. The Company has filed all forms and returns as stated in the annual return, with the Registrar of Companies, Central Government, Regional Director, the Tribunal, Court or other authorities (SEBI, NSE & BSE) within the prescribed time or with additional fee wherever required as prescribed under the Act and the rules made there under during the financial year ending as at 31st March 2025;
 4. The Company has called/ convened/ held meetings of Board of Directors or its Committees, and meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minutes Book maintained for the purpose and the same have been signed;
 5. The Company was not required to close its Register of Members during the financial year ending as at 31st March, 2025 ;
 6. The Company has not advanced any loan to its Directors and/or persons or firms or Companies referred in section 185 of the Act, during the financial year ending as at 31st March, 2025;;
 7. The Company has entered into transactions with related parties after complying with the provisions of Section 188 of the Act read with rules, during the financial year ended 31st March 2025 and these transactions were in the ordinary course of business and at arm's length basis;
 8. The Company had issued and allotted
 - i. 2,87,250 (Two lakh eighty-seven thousand two hundred fifty) fully paid-up equity shares to Affle (India) Limited Employees' Welfare Trust under Affle (India) Limited Employee Stock Option Scheme – 2021.

The shares were credited to respective Demat account of the shareholders, and we are further report that there were no instances of buy back of securities/ redemption of preference shares or debentures/conversion of shares/ securities during the financial year ending as at 31st March, 2025;

9. There were no transactions necessitating the Company to keep in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares during the financial year ending as at 31st March, 2025;
10. The Company has not declared/paid any dividend and hence there was no need to transfer unpaid/ unclaimed dividend/other amounts to the Investor Education and Protection Fund in accordance with section 125 of the Act and other applicable provisions, during the financial year ending as at 31st March, 2025;
11. The Company has complied with the provisions of section 134 of the Act for signing of audited financial statement and has also complied with the provisions of sub - sections (3), (4) and (5) of section 134 for report of directors during the financial year ending as at 31st March, 2025;
12. The Board of Directors of the Company is duly constituted and has complied with the provisions related to:
 - a) Appointment/ re-appointment/ resignation/ ~~retirement/ filling up casual vacancies~~ of Board of Directors and key managerial personnel during the financial year
 - b) Disclosures by the directors and key managerial personnel pursuant to provisions of Section 184 of the Act and the rules made there under and remuneration paid to director(s) is in compliance of the act during the financial year ending as at 31st March, 2025;
13. There was no appointment/re-appointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act during the financial year ending as at 31st March, 2025; as the existing Auditors were appointed for a five year term till the conclusion of the 33rd Annual General Meeting of the Company to be held in the year 2028.
14. The Company was not required to obtain approval from Registrar of Companies, Central Government, Tribunal, Regional Director, Register Court or any other authorities including NCLT (National Company Law Tribunal), during the financial year ending as at 31st March, 2025; However post closure of the financial year the name of the company was changed from Affle (India) Limited to Affle 3i Limited, after complying all the provisions of the Companies act 2013 and any other law for the time being in force.
15. The Company has not invited nor accepted any deposits, during the financial year ending as at 31st March, 2025;
16. The Company has a sanctioned working capital limit from Axis Bank Limited during the financial year ending as at 31st March, 2025. However, the Company has not availed any amount against this limit and the borrowings of the Company is nil as on March 31, 2025. Further the Company has not borrowed any funds from its directors, members or any other person during the financial year ending as at 31st March, 2025;
17. During the period under review, the Company has made an investment of 1 equity share of face value INR 10 at a premium of INR 3,07,019 & in 25 series D1 CCPS of INR 100 each at a premium of INR 3,06,929 of Talent Unlimited Online Services Private Limited, in compliance with the applicable provisions of the Companies act 2013 and all other laws Applicable to the company.

18. During the financial year ending as at 31st March, 2025, the Company has not altered any provisions of the memorandum and articles of association of the Company. However, post closure of the financial year the Company has altered the name clause of the Memorandum of Association and Articles of Association in compliance with the provisions of the Act.

**For Kiran Sharma & Co.
Company Secretaries**

**Kiran Sharma
Proprietor
FCS: 4942
COP: 3116
UDIN:**

Date:

Place: New Delhi