

Integrated filing - Governance
(For the quarter ended December 31, 2025)

General information about company	
Scrip code	542752
NSE Symbol	AFFLE
MSEI Symbol	NOTLISTED
ISIN	INE00WC01027
Name of the entity	Affle 3i Limited
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Quarterly
Date of Quarter Ending	31-12-2025
Type of company	Equity
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
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
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
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
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?	No
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?	
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	COMZ00640
Reason For No SCORE ID	
Type of Submission	Original

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Whether the listed entity has a Regular Chairperson			Yes	Disqualification of Directors under section 164 of the Companies Act, 2013													
Is there any change in information of board of directors compare to previous quarter																	
Whether Chairperson is related to MD or CEO			No														
Sr	Title (Mr / Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Initial Date of appointment	Date of Re-appointment	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr	ANUJ KHANNA SOHUM	01363666	Executive Director	Chairperson	CEO-MD	05-04-1978	No	Active	NA	25-01-2006			1	0	1	1
2	Mr	ANUJ KUMAR	01400273	Non-Executive - Non Independent Director	Not Applicable		13-05-1978	No	Active	NA	25-01-2006			1	0	1	1
3	Mr	VIVEK NARAYAN GOUR	00254383	Non-Executive - Non Independent Director	Not Applicable		10-11-1962	No	Active	NA	05-06-2025			2	1	3	1
4	Mr	CHARLES YONG JIEN FOONG	08160891	Non-Executive - Non Independent Director	Not Applicable		23-11-1974	No	Active	NA	01-10-2024			1	0	0	0
5	Mr	SANJIV KUMAR CHAUDHARY	06525007	Non-Executive - Independent Director	Not Applicable		25-04-1958	No	Active	NA	01-10-2024	01-10-2024	15.00	2	2	3	3
6	Ms	RESHMA PRASAD VIRMANI	10819204	Non-Executive - Independent Director	Not Applicable		12-01-1981	No	Active	NA	08-02-2025	08-02-2025	11.00	1	1	0	0
7	Ms	HANNY KUSNADI	10996871	Non-Executive - Independent Director	Not Applicable		28-10-1980	No	Active	NA	08-04-2025	08-04-2025	9.00	1	1	1	1
8	Mr	SIMON ARTHUR CHESTERMAN	11053943	Non-Executive - Independent Director	Not Applicable		22-07-1972	No	Active	NA	11-05-2025	11-05-2025	8.00	1	1	0	0
9	Mr	PIYUSH GUPTA	11056907	Non-Executive - Independent Director	Not Applicable		29-09-1976	No	Active	NA	11-05-2025	11-05-2025	8.00	1	1	0	0

Annexure 1
II. Composition of Committees

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	06525007	SANJIV KUMAR CHAUDHARY	Non-Executive - Independent Director	Chairperson	08-02-2025	
2	10996871	HANNY KUSNADI	Non-Executive - Independent Director	Member	01-06-2025	
3	00254383	VIVEK NARAYAN GOUR	Non-Executive - Non Independent Director	Member	05-06-2025	

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	10819204	RESHMA PRASAD VIRMANI	Non-Executive - Independent Director	Chairperson	01-06-2025	
2	10996871	HANNY KUSNADI	Non-Executive - Independent Director	Member	01-06-2025	
3	00254383	VIVEK NARAYAN GOUR	Non-Executive - Non Independent Director	Member	26-07-2025	

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	06525007	SANJIV KUMAR CHAUDHARY	Non-Executive - Independent Director	Chairperson	08-02-2025	
2	01363666	ANUJ KHANNA SOHUM	Executive Director	Member	01-06-2020	
3	01400273	ANUJ KUMAR	Non-Executive - Non Independent Director	Member	01-06-2025	

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	01363666	ANUJ KHANNA SOHUM	Executive Director	Chairperson	01-06-2020	
2	01400273	ANUJ KUMAR	Non-Executive - Non Independent Director	Member	16-06-2018	
3	11053943	SIMON ARTHUR CHESTERMAN	Non-Executive - Independent Director	Member	01-06-2025	

Corporate Social Responsibility Committee						
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	01363666	ANUJ KHANNA SOHUM	Executive Director	Chairperson	16-06-2018	
2	01400273	ANUJ KUMAR	Non-Executive - Non Independent Director	Member	01-10-2024	
3	10819204	RESHMA PRASAD VIRMANI	Non-Executive - Independent Director	Member	01-06-2025	

Other Committee					
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors
1	00254383	VIVEK NARAYAN GOUR	ESG Committee	Non-Executive - Non Independent Director	Chairperson
2	01400273	ANUJ KUMAR	ESG Committee	Non-Executive - Non Independent Director	Member
3	01363666	ANUJ KHANNA SOHUM	ESG Committee	Executive Director	Member
4	08234884	VIPUL KEDIA	ESG Committee	Chief Operating Officer - India & Emerging Markets	Member
5	01363666	ANUJ KHANNA SOHUM	Investment Committee	Executive Director	Chairperson
6	00254383	VIVEK NARAYAN GOUR	Investment Committee	Non-Executive - Non Independent Director	Member
7	00554760	KAPIL MOHAN BHUTANI	Investment Committee	Chief Financial and Operations Officer	Member
8	01363666	ANUJ KHANNA SOHUM	Capital Committee	Executive Director	Chairperson
9	08234884	VIPUL KEDIA	Capital Committee	Chief Operating Officer - India & Emerging Markets	Member
10	00554760	KAPIL MOHAN BHUTANI	Capital Committee	Chief Financial and Operations Officer	Member

Annexure 1						
III. Meeting of Board of Directors						
Sr. No.	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	26-07-2025		Yes	9	9	6
2	01-11-2025	97	Yes	9	8	6

Annexure 1									
IV. Meeting of Committees									
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	26-07-2025			Yes	3	3	2	0
2	Audit Committee	01-11-2025	97		Yes	3	2	2	0
3	Risk Management Committee	05-12-2025	33		Yes	3	3	1	0
4	Other Committee	18-11-2025		Investment Committee	Yes	2	2	0	1
5	Other Committee	26-12-2025	37	Investment Committee	Yes	2	2	0	1

Annexure 1		
V. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Parmita Choudhury
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Other details of cyber security incidence or breaches or loss of data event	NA
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	

Signatory Details	
Name of signatory	Parmita Choudhury
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	28-01-2026

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Imposition of Fine or Penalty

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

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	CGST Gurugram	Assessment order u/s 73(1) was received demanding reversal of ITC on account of non-appearance of the said ITC in GSTR 2A. We are in process of filing an appeal with Commissioner appeals against the order. A penalty of Rs. 4,93,860 has also been imposed in the order.	31-12-2025	Alleged violation – Excess availment of ITC in GSTR 3B as compared to GSTR 2A.	Based on Company's Assessment the aforesaid demand is not maintainable and the company is evaluating all options including filing an appeal. The Company do not envisage any relevant impact on financials, operations or other activities of the Company.
2	CGST Gurugram	The GST department has declared a publisher to be non-existent firm and consequently demanding reversal of ITC of Rs. 15,616 related to financial year 2018-19.	31-12-2025	Availment of input tax credit from non-existent firm.	The Company does not envisage any relevant impact on financials, operations or other activities of the Company.