



Transcript of the 16th Annual General Meeting of Abans Financial Services Limited (Formerly known as Abans Holdings Limited) held on August 21, 2025

Sheela Gupta – Company Secretary and Compliance Officer

Good afternoon, everyone. I, Sheela Gupta, Company Secretary and Compliance Officer of Abans Financial Services Limited, formerly known as Abans Holdings Limited, extend a warm welcome to each one of you for the 16th Annual General Meeting of the company being conducted virtually.

This meeting is being recorded via video conference in accordance with the circular issued by the Ministry of Corporate Affairs. The company has taken all the requisite steps to ensure that all the necessary arrangements are in place to facilitate your participation and voting during the meeting in a seamless manner.

I'm pleased to inform you that the requisite forum is present through a video conference to validly conduct the proceeding of this meeting.

The quorum being present, I call this meeting to order.

I would now like to introduce our Board members and key managerial personnel present with us today:-

- Mr. Abhishek Bansal, Chairman and Managing Director and Chairman of the Risk Management Committee of the Company.
- Mr. Chintan Mehta, Whole Time Director and Chief Executive Officer.
- Mr. Nirbhay Vassa, Whole Time director and Chief Financial Officer.
- Mr. Naresh Tejwani, Non-Executive Director and Chairman of the Stakeholder Relationship Committee of the company.

Our esteemed independent directors:-

- Mr. Kumud Chandra Patnaik, Chairman of Audit Committee of the Company.
- Mr. Hariharan Iyer, Chairman of Nomination, Remuneration and Compensation Committee of the company.
- Miss Ashima Chatwal.
- Mr. Parmod Kumar Nagpal.

Thank you all for joining us for this meeting. Apart from directors and key managerial personnel, we also have with us Mr. Manish Sampat, Statutory Auditor, representing M/s CNK and Associates LLP. Mr. Mitesh Dhabliwala, Secretarial Auditor and Scrutinizer, representing M/s Parikh and Associates.

Before we proceed further, I would like to take you through certain key points regarding the participation at the meeting for the smooth conduct for this meeting.

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(Formerly known as Abans Holdings Limited)

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Please note that as per the statutory requirement, the proceeding of this meeting are being recorded and transcript will be made available on the website of the company post conclusion of this meeting.

I request you to not disclose any sensitive personal information or personally identifiable information belonging to you or any other person that has no bearing on this meeting. Since this AGM is through VC, provision for appointment of proxies are not available.

The facility for joining the meeting through video conference and other audio visual means is being made available to all the members.

Facility of joining the meeting through video conferencing and other audio-visual means is being made available to all the members. All the members who have joined this meeting are by default placed on mute to avoid any disturbance arising from any background noise, and ensure the smooth and seamless conduct of this matter.

We have received representation from 5 corporate shareholder to attend the meeting on their behalf, constituting 11.3% paid up capital of the company.

The annual report containing the Board reports, corporate governance report, business responsibility and sustainability report, management discussion and analysis, the stand-alone and consolidated financial statement along with the auditor's report and the notice of this AGM has already been sent to the shareholder.

Electronically at their registered e-mail address. Additionally, the physical letter providing the web link and the QR code of the annual report consists of notice of AGM was sent to those members who have not registered their e-mail address with the company RTA and depositories. These documents have also been made available on the company's website.

Considering the above, the notice is being taken as read.

The auditor's report does not have any qualification, observations or comments on financial transactions or a matter which have adverse effect on the function of the company

With your permission, I would like to take the auditor's report along with the annexures as well as the secretary audit report as read.

The facility to cast the vote electronically on all the resolution set for in set for in the notice was kept open for period of four days, which was commenced on Sunday, August 17, 2025 at 9:00 AM and concluded on Wednesday, August 20, 2025 at 5:00 PM. The voting right were reckoned on the shares held by the member as on cut off date that is Thursday, August 14, 2025.

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The e-voting facility is also available at the AGM and detailed instructions are provided in the notes to the notice of AGM. In case if you have not exercised your voting right through the remote e-voting facility, you are requested to cast your vote during the meeting. The e-voting will remain open until 15 minutes from the conclusion of the meeting. Since the E voting facility has already been provided, there is a no requirement to propose or second the resolution as well as to vote by show of hand at the meeting.

Members who have already casted their vote through remote E voting are eligible to participate in this meeting but are not eligible to cast their vote again during the meeting.

The company has appointed Mr. Mitesh Dhabliwala from Parikh and Associates, practicing company secretary, to act as a scrutinizer for this meeting and to scrutinize the process of remote E voting and E voting during the meeting in a fair and transparent manner. The result of the voting on the resolution will be declared within two working days based on scrutinizer's report and the same also be displayed on the website of the company, NSDL post intimation to the stock exchanges.

Statutory registers and the document referred in the AGM notice will be made available during the meeting for inspection as per the request, if any, made by the members.

The relevant document required to be kept open at the AGM would remain open and accessible to all the members of the company for inspection in electronic mode if they are so desired until the conclusion of the meeting who wish to inspect this document can write to us at compliance@abansfinserv.com We will facilitate the inspection.

Now I request our Chairman, Mr. Abhishek Bansal, to address the shareholder. Over to you, Sir.

Abhishek Bansal – Chairman and Managing Director

Thank you, Sheela, for your kind introduction.

Dear shareholders, I welcome you all to this annual 16th Annual General Meeting and it is my honour to have you all present here for the AGM through video conferencing mode. This has been a defining year for us.

In January this year, we rebranded ourselves from Abans Holdings to Abans Financial Services. This change was not cosmetic. It was a strategic rebirth, making our evolution from a holding company. Into a focused, future ready financial institution designed for scale, resilience and global relevance.

Over the past year, our AUM scaled to over ₹3200 crores. With our flagship global arbitrage fund crossing \$100 million in offshore assets, we achieved ₹109 crores in profit after tax and ₹191 crores in EBIT. Maintaining industry leading margins, we have continued to secure critical licenses in the UK, Mauritius, China and the US, positioning Abans Financial Services Limited as one of the few Indian

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origin firms. With multi-jurisdictional capabilities, our balance sheet remains conservative with strong liquidity and low gearing, giving us the strength to grow without fragility, but beyond the numbers.

What defines us is purpose. Our philosophy is simple. Take care of clients, people and reputation and capital will follow.

Looking ahead, our priorities are clear. Expand fee-based income, making growth more predictable. And annuity driven. Strengthen lending with asset back products like gold and structured credit. Use technology intelligently to scale across geographies with precision and control. Pursue inorganic growth. Acquiring quality platforms in India and overseas.

We are building the financial infrastructure India will need tomorrow with the governance of a bank, the mindset of a fintech and the soul of a fiduciary.

Thank you for your trust, which is our greatest currency. Together we will navigate new frontiers, mitigate risk with foresight, and accelerate growth with purpose. Now I would request.

Our CEO, Chintan Mehta to address the shareholders.

Chintan, I suppose you are mute.

Chintan Mehta – Whole Time Director and Chief Executive Officer

Yeah, Thank you, Abhishek.

Dear shareholder, it is my privilege to share with you the progress of AFSL during financial year 24-25, a year of deliberate growth and operational discipline.

Our guiding principle has been intentional action. Our every decision we took, whether in expanding into new market, embedding technology or launching product, was tested again. One question will this make AFSL a stronger future ready institution? I'm pleased to share that answer has been resounding 'Yes'. Some key milestone I would like to share. Our asset management has crossed ₹3200 crore as just spoken by Abhishek. Led by a strong inflow into our Global Arbitrage Fund, which has now scaled over \$100 billion, our PMS strategies continue to demonstrate high conviction positioning growing 22% year on year, providing that differential strategies. When executed with discipline, build long term investor confidence. Our AI structure in Gulf City and Mauritius have gained tractions because it's offering tax efficient, globally benchmark investment options for both Indian and offshore allocations.

Our subsidiary Abans Investment Manager secured a valuation of ₹142 crore in the unlisted market, a reflection of the creditability and the growth prospect of our investment platform, managing the risk

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with effectiveness. So scale without control is fragile. That is why every asset class we manage, whether alternative PMS or credit is governed by a risk first framework. This include real time surveillance and analytics to monitor liquidity, concentration and counterparty exposure. Stress testing and scenario analysis to prepare the volatility, embedded compliance that ensure alignment with SEBI, RBI, IMCA and global regulators.

Result is resilience.

Our Global Arbitrage Fund has delivered 8% USD CAGR return since inception, maintaining stability across the market cycle. Our lending business continue with 0 NPAs. A clean book backed by a conservative underwriting, treasury allocation driven, disciplined, acting as growth capital without compromising balance sheet safety, sharpening the future of asset management.

We recognize that the financial ecosystem is evolving rapidly with investor demanding transparency, predictability and efficiency. At AFSL, we are responding by deepening fee based income through PMS, AIF and distribution LED growth, ensuring recurring. Getting use institutionalizing our investment processes, making them less about individual decision and more about systematic scalable frameworks. Expanding product innovation from arbitrage to structure debt, giving investor strategies that are relevant in the world of volatilities. Strengthening our research and technology integration, embedding data-driven decision making into every profile. People and governance.

Behind every rupee of AUM is the conviction of our team. With a young and dynamic workforce supported by a seasoned leadership, we are building a culture where risk is respected, compliance is celebrated and the performance is measured by durability and not just the scale. The road ahead as we step into for FY 25 26, our focus is clear to grow AUM with the quality over quantity, maintain risk adjusted performance as our differentiator. And position AFSL as trusted partner for investor across the cycle and geographies.

We are not here to chase headlines. We are here to deliver sustainable performance where every asset we manage, every portfolio we construct and every strategy we design is. Guided by clarity, discipline and responsibility. Thank you very much for your trust in AFSL. Together, we are shaping an institution where assets are not just managed, but nurtured with care, resilience and foresight.

Thank you very much. And now I would like to hand over to our CFO, Mr. Nirbhay Vassa.

Nirbhay Vassa – Whole Time Director and Chief Financial Officer

Thank you, Chintan.

Dear shareholders, Good afternoon. It is my privilege to present to you the Financial Performance and

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Governance Highlights of Abans Financial Services Limited for the financial year ended 31st March 2025.

This year marked the decisive step in transforming AFSL into a high growth fee LED platform. Our results reflected both scale and resilience. Our fee income grew 65% year on year, reaching ₹165 crores annually. I'm sorry, there's some construction noise behind me, sorry.

EBITDA rose 26% to ₹191 crores, among the best in a peer group of listed AMCs Profit after tax increased 22% to ₹109 crores, translating to an EPS of ₹21.44 rupees per share. AUM expanded by. More than 25% this year again to approximately ₹3200 crores. Our lending business maintained a net interest margin of 8.6%, backed by zero NPA's and a CRAR of 24%.

In brief, we deliver growth that is profitable, capital efficient and risk mitigated. The regulatory landscape keeps evolving around us and hence what differentiates AFSL is not just a financial performance, but the breadth of our regulatory architecture. In India, we operate under SEBI, RBI and IFSCA. Internationally, we are governed by FCA in the UK, FSC in Mauritius, certain regulation, deregistration norms in the US and QI norms in China.

Few Indian origin financial institutions can claim this level of multi jurisdictional oversight. Each license is more than just a permission. It is a mark of credibility, allowing us to design cross-border products that meets the highest global standards.

At AFSL, we try not to treat compliance as a tick box. It is an operating principle. This year we took decisive steps to strengthen our governance fabric globally. We introduced a Global Compliance Scorecard, A framework that integrates regulatory readiness.

AML controls other compliances and board oversight in one transparent dashboard. Our goal is to move from reactive monitoring to predictive compliance with full automation on reporting and surveillance by FY28. Independent committees and strong board participation ensured that. Appliance is not just ceremonial, but active and embedded in every decision. Looking ahead, as the group CFO, my focus is on balancing growth with resilience. In the years ahead, we will expand annuity driven fee income through PMS, AIF and other asset management platforms. Maintain conservative capital allocation, ensuring liquidity and low gearing even as we scale. Leverage compliance as a competitive edge, giving regulators, investors and partners confidence in our operations and invest wisely in technology for governance.

Including automation, ERP backed controls and real time surveillance for compliance to our shareholders and other stakeholders. Your trust enables us to act with clarity and conviction. AFSL today is not just stronger in numbers.

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It is stronger in structure, discipline and governance. We remain committed to building an institution that endures cycles, earns global credibility and delivers sustainable value in the long term. Thank you.

Sheela Gupta – Company Secretary and Compliance Officer

Thank you, Sir. So we will now proceed with the agenda and thereafter we will invite the query from the shareholder who have registered themselves as a speaker shareholder.

So the first two agenda of the notice convening the 16th Annual General Meeting are the ordinary business and the remaining are the special business.

Resolution #1 of the notice is to receive, consider and adopt the audited standalone financial statement of the company for financial year ended 31st March 2025 together with the report thereon. The audited consolidated financial statement of the company for financial year ended 31st March 2025 together with the report there on are required as a ordinary resolution.

Resolution #2 is to appoint director in place of Mr. Abhishek Bansal, who retired by rotation and being eligible and offer himself for the reappointment approval required as an ordinary resolution.

Moving on.

We will now be considering the special business of the notice.

Resolution #3 is to appoint fix remuneration and the terms of appointment of secretary auditor of the company for a period of five years. Approval required as an ordinary resolution.

Resolution #4 is to consider and note certificate from CNK and Associate Chartered Accountant, Statutory Auditor of the Company stating the compliance of the SEBI regulation approval required as a special resolution. The text of the resolution, along with the explanatory statement, is provided in the notice of the meeting and circulated to the members.

So before we go live with the Q&A session, here are some point to note for your convenience.

Once the Q&A session starts, the name of the shareholder who have registered as a speaker will be announced 1 by 1. Speaker shareholder will be announced in the audio video mute mode and I mean the Compliance officer will unmute their connection after announcing their name during Q&A session.

If a speaker shareholder cannot join video on, they cannot join to a video mode for any reason, like then he or she can continue to speak in the audio mode. While speaking, we would request a speaker shareholder to use earphones or microphones so that he or she can be clearly audible. Minimize any noise in the background and ensure that the Wi-Fi or the Internet is properly connected with the device.

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No other background applications are running in the device. And there is a proper lighting to have a video, good video and audio experience for all of us if it is observed that there is any connectivity problem at the speaker shareholders end.

We will ask the other speaker to join and later when connectivity improves, we will call out those speaker shareholder who could not connected earlier to try again. We would request shareholder to limit their speech to two minutes each. Members are requested to mention their name and introduce themselves before raising any question. Members are requested to restrict their questions to the matter being transacted at this meeting. We will now move to the question and answer session. I will invite the shareholder who have registered themselves as a speaker who address the meeting and share their queries or comments. All speaker shareholders are kindly requested to be ready.

The first shareholder we have with us today is Mr. Bimal Kumar Agarwal.

I request you to go ahead with your question.

Mr. Bimal Agarwal.

Can you unmute yourself?

Mr. Bimal Agarwal, we have unmuted you.

Let's, move to the next speaker shareholder.

So the next shareholder is Mr. Anil Mehta.

I request to go ahead with your question.

He's not present in the meeting.

Let's move to the next speaker shareholder.

Miss Lekha Shah.

She's not present in the meeting. Let's move to the next speaker shareholder.

The next speaker shareholder is Mr. Vinod Agarwal.

Oh. He's also not present.

The next speaker shareholder is Mr. Manjit Singh.

Mr. Manjit, can you please go ahead with your question?

Manjit Singh – Speaker Shareholder

Hello.

Am I audible? Am I audible?

Sheela Gupta - Company Secretary and Compliance Officer

Yes, Sir, you are audible.

Manjit Singh - Speaker Shareholder

Company key Management team, Secretarial team aur my Co shareholder, main sabhi ka swagat karta hu. Company jis tarah se Chairman Speech ho rahi thi and uske baad CFO Sahab ne aage bataya, Aage company isi hisaab se tarakki karein jis hissab se bata rahe hai, Iski hum aapse umeed kartein hain aur

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bhagwaan se prarthana karte hain. Hamari company ka EPS aane wale teen quarters mein growth ke kya plan hai, thoda app ne bataya hai, aage growth aaye, earning per share badhe, iske baarein mein aap thoda agar batayenge toh hum aur accha lagega.

Hamari Company ka joh total asset hai iss saal ₹ 155 crore 18 lakh pichle saal ₹120 crore 83 lakh, So sir , ye total asset ki value hai vo badhi hai ya kahi humne naya nivesh kiya hai? Thoda aap iss baarein mein batayein. Reserves and surplus bhi hamare badhe hai pehle ke muqabla iski main aapko mukarak baad dena chahunga. Sir, current investment jo thi pichle saal, 17 crore 31 lakh rupaiya iss saal 31 crore 32 lakh rupaiya, toh yeh kin mado par hum invest kartein hain aur unse return kis tarah ki aati hai thoda iss barein mein agar humein avagat karenge toh humein Company ke barein mein aur accha pata chalega. Baaki adhura rahega who paksh agar zikr na karein secretarial department, jinki wajah se, jinki mehnat se hum aapse jud paaye hai. Hamari Company BSE NSE par listed company hai. Aur hamara BSE ka Code 543712 AFSL symbol hai, uska pura maan samman kartein huye, secretarial department ne well in time balance sheet banayi hai, aur hamare board ko hamare rubaroo karaya hai. Aage ke aane wale time mein appko aur bulundiyan tak pohuche iski hum aapse asha karte hai aur bhagwaan se prarthana karte hai. Thank you for the management team. Thank you for the CS team. Thank you, Sir. Thank you.

Nirbhay Vassa - Whole Time Director and Chief Financial Officer
I'll take that, Sheela.

Sheela Gupta - Company Secretary and Compliance Officer
Sure.

Nirbhay Vassa - Whole Time Director and Chief Financial Officer
Manjit Ji, thank you for your questions. Mai koshish karunga ek ek karke unka jawab dene ke liye. Pehle aapne EPS growth ke baare me bola toh already Meri speech me aur Abhishek ki speech me humne bola ki, we are focusing on increasing Asset Management Infrastructure. So jaise-jaise infrastructure aur AUM badega toh waise waise earnings badegi aur EPS badega and iska koi guaranteed formula nahi hota asset management business.

Dusri bat app ne kaha ki, total assets bade hai toh total assets bade hai kyun ki joh reserves and surplus aapke annual profits reserve and surplus badhta hai toh reserve and surplus waapis investments main deploy ho jata jaise hamare CEO ne kaha ke hamara Treasury Department risk free assets main invest karta hai toh jab spare capital hota hai toh hum unko G sec, Liquid funds, ya cash and carry instruments made daalte hai ke kabhi business ko paise ki zarurat pade toh who turant liquidate ho jaye or teesri baat aapne kaha ke I think I answered all three right. One is total assets, dusra asset types aur teesra EPS. So or koi question ho Manjit Ji toh bataye. I hope I have answered your queries.

Manjit Singh - Speaker Shareholder
Current investment Joh thi humaari who badhiya hai pehle se aur kin mado par hum invest karte hai aur unse return kis tarah ka milta hai.

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Nirbhay Vassa - Company Secretary and Compliance Officer

Current investments joh hamari badhi hai compared to last year, kuyki humara borrowings bhi bada hai toh jabhi liquidity available hoti hai toh mainly yeh government securities main invest hoti hai.

Manjit Singh - Speaker Shareholder

Thank you. Ji

Nirbhay Vassa - Whole Time Director and Chief Financial Officer

Thank you. Thank you, Manjit Ji. Sheela

Sheela Gupta - Company Secretary and Compliance Officer

Yes, Sir. So let's visit to the speaker shareholder who were not there in the meeting. Let's check if they have joined. The first was the Bimal Agarwal.

Nirbhay Vassa - Whole Time Director and Chief Financial Officer

Sheela.

Sheela Gupta - Company Secretary and Compliance Officer

So I think he's on hold and. Let's check for the next speaker, Anil Mehta. He's also not in the meeting. Next is Lekha Shah. She's also not here. The last is Vinod Agarwal. So since there is a no other speaker shareholder, now I request our Chairman Abhishek Sir. To proceed further to conclude the meeting with the vote of thanks to the shareholder.

Abhishek Bansal - Chairman and Managing Director

Thank you, Sheela, for conducting this meeting. Dear shareholders, as we come to the close of today's proceedings, I wish to extend my heartfelt gratitude to all our esteemed shareholders. For your active participation and continued trust in Abans Financial Services Ltd. Your confidence in our vision empowers us to push boundaries and deliver excellence. The year gone by has been a defining one for us, marked by strategic transformation, innovation and strong governance. We have laid a solid foundation for sustainable growth and global expansion.

While staying committed to the highest standards of integrity, transparency and compliance, as we move forward, our focus remains on creating long term value for all stakeholders. Leveraging technology, expanding our asset management capabilities and strengthening our global footprint. The opportunities ahead are immense and with your support, we are confident of navigating the path with agility and resilience. On behalf of the Board and the management team, I express my sincere appreciation to our regulators, clients, employees and partners for their unwavering support, most importantly. I thank you, our shareholders, for standing by us in this journey. With this, I declare the 16th Annual General Meeting of Abans Financial Services Limited as concluded. The e-voting facility will remain open for the next 15 minutes and the results will be declared within two working

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days on the company's website and notified to the stock exchanges. Thank you once again for joining us today. Stay safe and stay connected. We look forward to meeting you at our next annual general meeting. Thank you.

Nirbhay Vassa - Whole Time Director and Chief Financial Officer

Thank you, Sheela.

Sheela Gupta - Company Secretary and Compliance Officer

Yes, thank you all. Please note that the e-voting will be remain open for the next 15 minutes. Whoever wants to vote can vote on the resolution of the notice.

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