



3rd February, 2026

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

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

Dear Sir/Madam,

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

We refer to our earlier intimation dated 24th January, 2026, regarding the resignation of Mr. Aseem Dhru (DIN: 01761455) from position of Managing Director & CEO with effect from close of business hours of 31st March, 2026 and his re-designation as Non-Executive Non-Independent Director, designated as Vice-Chairman of the Company effective 1st April, 2026.

The Board of Directors has since noted that Mr. Dhru will continue to be actively involved in the affairs of the Company on its path to becoming a market leader serving the small business segment in small towns across India. Accordingly, to appropriately reflect the nature and continuity of his involvement, the Board of Directors of the Company at its meeting held today i.e. 3rd February, 2026, based on the recommendation of the Nomination and Remuneration Committee, has considered and approved the re-designation of Mr. Aseem Dhru (DIN: 01761455) as Executive Vice-Chairman for a term of five consecutive years effective from 1st April, 2026 to 31st March, 2031, liable to retire by rotation, subject to approval of shareholders of the Company.

The Company would be seeking the approval of the shareholders by Postal Ballot in accordance with Sections 110 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') read with the Companies (Management and Administration) Rules, 2014.

As earlier intimated vide our disclosure dated 24th January, 2026, the Company has fixed 30th January, 2026 as the cut-off date for ascertaining the list of Members to whom the Postal Ballot Notice will be sent and also for reckoning the voting rights.

The disclosures as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026, regarding the aforesaid change is enclosed as 'Annexure A' and letter from Mr. Aseem Dhru is enclosed as 'Annexure B' to this intimation.

SBFC Finance Limited

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



The Board Meeting commenced at 8.15 AM (IST) and concluded at 8.35 AM (IST) today.

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

Kindly take the above on record.

Thanking You,
Yours faithfully,

For SBFC Finance Limited



Namrata Sajnani
Company Secretary & Chief Compliance Officer

Encl: as above

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**Annexure A**

Sr No	Details of Events that need to be provided	Mr. Aseem Dhru (DIN: 01761455)
1	Reason for Change viz. appointment, reappointment, Resignation, removal, death or otherwise	The Board of Directors has approved the re-designation of Mr. Aseem Dhru (DIN: 01761455) as Executive Vice-Chairman for a term of five consecutive years effective from 1 st April, 2026 to 31 st March, 2031, liable to retire by rotation, subject to approval of shareholders of the Company.
2	Date of appointment/ re appointment/cessation (as applicable) & term of appointment/ reappointment	Re-designated as Executive Vice-Chairman for a term of five consecutive years with effect from 1 st April, 2026 to 31 st March, 2031, liable to retire by rotation, subject to the approval of the shareholders of the Company.
3	Brief profile (in case of appointment)	<p>Mr. Aseem Dhru is the Managing Director and CEO of the Company. He holds a bachelor's degree in commerce from Gujarat University. He is a member of the Institute of Chartered Accountants of India and has been certified by the Institute of Cost and Works Accountants of India.</p> <p>He has more than 27 years of extensive experience in the banking industry and has been associated with the Company since September 28, 2017. He has played a pivotal role in steering the Company to creating significant value and strengthening its overall business.</p> <p>Prior to joining the Company, he was associated with HDFC Bank Limited as a group head – business banking working capital & retail agri business, HDFC Securities Limited as managing director and chief executive officer and was a director on the board of HDB Financial Services Limited.</p>
4	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Dhru is not related to any of the Directors of the Company.
5	Information as required pursuant to BSE Circular No. LIST/COMP/14/2018-19 and NSE Circular No. NSE/CML/2018/24 dated 20 th June 2018	Mr. Aseem Dhru (DIN: 01761455) is not debarred from holding the office of Director by virtue of order of SEBI or any other such authority.

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Date: 3rd February, 2026

To:
The Chairman
Board of Directors
SBFC Finance Ltd

Dear Neeraj,

SBFC Finance Ltd even when it was a germ of an idea was never meant to be a company. It was always to be built as an Institution. An institution that delivers societal value with profits, through the cycles.

To achieve this over the last eight years we have been working to build strong foundation of Governance, processes, checks, balances, control and compliance culture over which business with strong unit economics can be built with robust guardrails of credit and risk management frameworks.

An institution is one that attracts the best of talents and yet is dependent on none for its survival. We have very mindfully and very intentionally built SBFC with these principles in mind.

It's good for the CEO's ego to believe he/she is irreplaceable but the graveyards are full of indispensable men.

Succession planning is the litmus test for if the company has failed to go beyond its ceo then it was just a company and not an institution.

Last week I had requested the board to allow me to hand over the reins to Mahesh with whom the company was co-founded and on whom the NRC and Board have full confidence. The challenge is always to get the quarter and the decade right. I intended that as the ceo works to get the quarter right I focus my energies to get the decade right. This in my opinion is done through building the right culture down the line. A culture of fairness to employees and customers. A culture of excellence, innovation, agility, dependability and of always doing the right thing.

For me personally SBFC is my third child and as dear as the other two. Titles do not matter and as the transition takes place I had as stated in my letter committed myself to continue building the institution. The word non-executive meant the salary would stop but the work was never meant to.

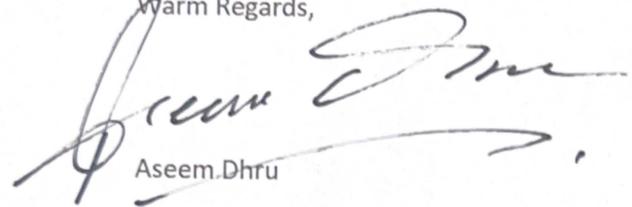
This however is not how the world has generally seen anyone else do and misinterpreted it to mean I am leaving.

As the intention was anyway to do the same, I am happy being an executive vice chairman as recommended to me by the NRC and Board subject to the shareholders approval.

Now, I should get back to the business on hand, that of building a premier institution. One that when I am eighty, retired and sitting on a park bench, my grand kids don't accuse me of wasting oxygen on the planet.

May God guide SBFC's path. ☸

Warm Regards,

A handwritten signature in black ink, appearing to read "Aseem Dhru".

Aseem.Dhru