



JANA CAPITAL LIMITED

CIN: U67100TZ2015PLC033424

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

Dated: May 9, 2025

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

Dear Sir/Madam

Sub: Outcome of the Board Meeting pursuant to the Regulation 51(2) read with Part B of Schedule III and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

Pursuant to Regulations 51(2), of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we wish to inform you that the Board of Directors of the Company has, *inter alia*, at its Meeting held today i.e. May 9, 2025:

- A. Based on the recommendation of the Audit Committee, approved the appointment of Nagendra D Rao & Associates LLP, Practicing Company Secretaries (Firm Registration No.: AAK- 4698 and Peer Review Certificate No.5827/2024), as the Secretarial Auditors of the Company for the FY 2024-25.
- B. Based on the recommendation of the Audit Committee, approved the appointment of M/s Krupa Joisar Associates, a firm of Practicing Company Secretaries (Membership No.: 15263 and Certificate of practice No: F11117), as the Secretarial Auditors of the Company for the FY 2025-26.
- C. Based on the recommendation of the Audit Committee, approved the appointment of Ramesh Ashwin & Karanth, Chartered Accountant (Firm Registration No.: 010680S) as the Internal Auditor of the Company for the FY2025-26.

Details as required under SEBI master circular dated November 11, 2024 are enclosed as Annexure A.

The Board Meeting commenced at 06:10 p.m. and concluded at 06:25 p.m.

We request you to take the aforesaid on records.

Thanks and Regards,
For **Jana Capital Limited**

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

Annexure-A

Sr.No.	Particulars	Appointment of Secretarial Auditor	Appointment of Secretarial Auditor	Appointment of Internal Auditor
1.	Name	Nagendra D Rao & Associates LLP, Practicing Company Secretaries (Firm Registration No.: AAK-4698 and Peer Review Certificate No.5827/2024)	M/s. Krupa Joisar Associates, a firm of Practicing Company Secretaries (Membership No.: F11117 and Certificate of practice No: 15263)	Ramesh Ashwin & Karanth, Chartered Accountant (Firm Registration No.: 010680S)
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointed as the Secretarial Auditor of the Company pursuant to the provisions of Section 204 of the Companies Act, 2013, read with the relevant rules including the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, & Regulation 62M of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the Financial Year 2024-25.	Appointed as the Secretarial Auditor of the Company pursuant to the provisions of Section 204 of the Companies Act, 2013, read with the relevant rules including the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, & Regulation 62M of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the Financial Year 2025-26.	Appointed as the Internal Auditor of the Company. Pursuant to the Companies (Specification of definition details) Second Amendment Rules, 2021, the Company having listed its Non-Convertible Debentures with stock exchange(s) on a private placement basis, has been exempted from being considered as a listed Company. Accordingly, the appointment of Internal Auditor is not mandatory from financial year 2021-22 onwards. However, to have a better internal control, the Company wishes to continue with the appointment of internal Auditor on a voluntary basis.
3.	Date of Appointment/ Cessation and term of appointment	May 9, 2025 For the FY2024-25 to undertake Secretarial Audit of the Company &	May 9, 2025 For the FY2025-26 to undertake Secretarial Audit of the Company &	May 9, 2025 Appointment of Internal Auditor of the Company for

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		availing such other permitted services including but not limited to certification services.	availing such other permitted services including but not limited to certification services.	the financial year 2025-26.
4.	Brief Profile (in case of appointment)	<p>Nagendra D Rao & Associates LLP' (herein after referred as "LLP") is an LLP (LLPIN:AAK-4698) registered as a Practicing Company Secretaries Firm with the Institute of Company Secretaries of India and with the Registrar of Companies, Karnataka. Whose Designated Partners are:</p> <p>1. Nagendra D. Rao: Who is presently Director in ICSI INSTITUTE OF SOCIAL AUDITORS. He is the Chairman of the Secretarial Standards Board of Institute of Company Secretaries of India. He has been appointed as Non Executive Independent Director of PRESSTONIC ENGINEERING LIMITED with effect from July 3, 2023. He also was conferred the title "VIDYA VIKAS" by Dr. D.G. Shetty Educational Society (R), Dharwad, Karnataka for his outstanding services in the field of education. With over 20 years of experience in Corporate Sector he specializes in Corporate and Securities Laws, Capital Markets Transactions, Business Planning, Mergers & Acquisitions, Financial Restructuring, Strategic Investment, Funds Planning & Arrangement.</p> <p>2. Ms. Maitri Bhat: She is an Associate Member</p>	<p>CS Krupa Joisar, a fellow member of The Institute of Company Secretaries of India and a L.L.B. graduate from the Government Law College (GLC) Mumbai, is founder of Krupa Joisar & Associates, a Corporate Law and advisor firm. She is an active member of 'Kutchi' Samaj wherein various initiatives are being taken for women empowerment. She also serves on the Internal Complaints Committee ('ICC') of Indian arm of a reputed international Institute. Having experience in one of the India's largest corporates in construction sector handling expertise in handling corporate restructuring, legal due diligence, drafting agreements, rendering opinion on diverse issues under Companies Act, FEMA, NBFC and represents her clients before NCLT, SEBI, RBI for more than 10 years.</p> <p>Over the past 10 years the Firm is involved in handling various services which are as follows:</p> <ol style="list-style-type: none"> 1. Audit & Assurance 2. Drafting & Vetting 3. Corporate Governance 4. Maintenance of ongoing compliance: <ol style="list-style-type: none"> a) Companies Act b) FEMA/RBI 	<p>Ramesh Ashwin & Karanth, Chartered Accountants is a well-established professional services firm with over 25 years of experience in delivering high-quality audit, assurance, taxation, and advisory solutions. Founded on the principles of integrity, excellence, and client focus, the firm has grown steadily and is currently led by three dedicated partners, each bringing deep domain expertise and strategic insight. Supported by a team of over 40 qualified and semi-qualified professionals, the firm caters to a wide spectrum of clients including corporates, SMEs, startups, and not-for-profit organizations. With a strong emphasis on regulatory compliance, ethical practices, and value-added services, Ramesh Ashwin & Karanth continues to be a trusted partner in</p>



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		<p>of the Institute of Company Secretaries of India (ICSI) and obtained Bachelors in Commerce Degree from Karnataka University Dharwad. She is having knowledge and more than 8 years' experience in Corporate Law, SEBI Regulations, Listing Compliances, Due diligence and all Secretarial matters. She specializes in Corporate and Securities Laws</p> <p>Over the years, the Firm is involved in providing various services which are as follows:</p> <ol style="list-style-type: none">1. Company Law related compliances:2. SEBI / Stock Exchange related compliances3. Services to Banks / NBFCs4. Tax Related Compliances5. Legal Services	<p>c) Securities Law 5. Startup Services 6. IPR Services 7. Legal Representation & Appearance before various Authorities 8. Restructuring of Company</p>	<p>its clients' financial and business journeys.</p>