

Notice of the Annual General Meeting —————

Notice of the Annual General Meeting

Annual Report 2024-25 FY

Overview

- [About us](#)
- [2024-25 FY Key highlights](#)
- [Company information](#)
- [CEO's address](#)

Governance

- [Board of Directors](#)
- [Board's report](#)

Financial Statements

- [Auditor's Report](#)
- [Balance Sheet](#)
- [Profit & Loss Statement](#)
- [Cash Flow Statement](#)
- [Notes to Accounts](#)

Notice of the Annual General Meeting

Notice is hereby given that the Thirteenth Annual General Meeting of SWIFT India Domestic Services Private Limited (the "Company") will be held on **Thursday, July 31, 2025 at its Registered office at Unit # 1801, 18th Floor, B Wing, The Capital, Plot No. C-70, G Block, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra, India- 400051 at 03:30 p.m.** via video-conferencing through TEAMS (pursuant to General Circular no. 14 / 2020 dated April 08, 2020, no. 17/2020 dated April 13, 2020, no. 22/2020 June 15, 2020, no. 33/2020 dated September 28, 2020, no. 39/2020 dated December 31, 2020, no. 10/2021 dated June 23, 2021 and no. 2/2022 dated May 05, 2022, no. 10/2022 dated December 28, 2022, no. 09/2023 dated September 25, 2023 and no. 09/2024 dated September 19, 2024 of the Ministry of Corporate Affairs, including any further statutory modifications or re-enactments) to transact the following businesses:

ORDINARY BUSINESS:

1. To adopt the Audited Financial Statements for FY 2024-25

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended on March 31, 2025 comprising of Balance Sheet, the Statement of Profit & Loss account, Cash Flow Statement and

the reports of Directors' and Auditors' along with its annexures thereon.

SPECIAL BUSINESS:

2. Appointment of Mr. Vineet Agrawal (DIN: 11172532) as Director

To consider and, if thought fit, to pass the following resolution with or without modification(s) as an Ordinary Resolution:

"Resolved that pursuant to Section 152 and any other applicable provisions of the Companies Act 2013 and Rules made there under (including any statutory modification (s) or re-enactment thereof for the time being in force) Mr. Vineet Agrawal (DIN: 11172532), who was appointed as an Additional Director of the Company by the Board of Directors with effect from Jul 4, 2025, pursuant to the provisions of Section 161 of the Companies Act, 2013 and any other applicable provisions if any, of the Act and who holds office upto the date of this Annual General Meeting, being so eligible, be and is hereby appointed as a Director of the Company.

Resolved further that any one of the Directors of the company and/or Company Secretary of the Company be and are hereby jointly and/or severally authorised to sign the necessary e-Form

DIR-12 for appointment of Director with the Registrar of Companies, Ministry of Corporate Affairs, Mumbai, Maharashtra, electronically and to do all such acts, deeds and things necessary to give effect to the said resolution."

3. Appointment of Mr. Firoz Hasnain (DIN: 11146324) as Director

To consider and, if thought fit, to pass the following resolution with or without modification(s) as an Ordinary Resolution:

"Resolved that pursuant to Section 152 and any other applicable provisions of the Companies Act 2013 and Rules made there under (including any statutory modification (s) or re-enactment thereof for the time being in force) Mr. Firoz Hasnain (DIN: 11146324), who was appointed as an Additional Director of the Company by the Board of Directors with effect from Jun 26, 2025, pursuant to the provisions of Section 161 of the Companies Act, 2013 and any other applicable provisions if any, of the Act and who holds office upto the date of this Annual General Meeting, being so eligible, be and is hereby appointed as a Director of the Company.

Resolved further that any one of the Directors of the Company and/or Company Secretary of the

Annual Report **2024-25 FY**

Overview

- [About us](#)
- [2024-25 FY Key highlights](#)
- [Company information](#)
- [CEO's address](#)

Governance

- [Board of Directors](#)
- [Board's report](#)

Financial Statements

- [Auditor's Report](#)
- [Balance Sheet](#)
- [Profit & Loss Statement](#)
- [Cash Flow Statement](#)
- [Notes to Accounts](#)

Notice of the Annual General Meeting

Company be and are hereby jointly and/or severally authorised to sign the necessary e-Form DIR-12 for appointment of Director with the Registrar of Companies, Ministry of Corporate Affairs, Mumbai, Maharashtra, electronically and to do all such acts, deeds and things necessary to give effect to the said resolution.”

4. Appointment of Mr. K R Arun Kumar (DIN: 10990555) as Director

To consider and, if thought fit, to pass the following resolution with or without modification(s) as an Ordinary Resolution:

“**Resolved that** pursuant to Section 152 and any other applicable provisions of the Companies Act 2013 and Rules made there under (including any statutory modification (s) or re-enactment thereof for the time being in force) Mr. K R Arun Kumar (DIN: 10990555), who was appointed as an Additional Director of the Company by the Board of Directors with effect from March 13, 2025, pursuant to the provisions of Section 161 of the Companies Act, 2013 and any other applicable provisions if any, of the Act and who holds office upto the date of this Annual General Meeting, being so eligible, be and is hereby appointed as a Director of the Company.

Resolved further that any one of the Directors of the Company and/or Company Secretary of the Company be and are hereby jointly and/or severally authorised to sign the necessary e-Form DIR-12 for appointment of Director with the Registrar of Companies, Ministry of Corporate Affairs, Mumbai, Maharashtra, electronically and to do all such acts, deeds and things necessary to give effect to the said resolution.”

5. Appointment of Mr. Kiran Kumar Shetty (DIN: 03558848) as Director

To consider and, if thought fit, to pass the following resolution with or without modification(s) as an Ordinary Resolution:

“**Resolved that** pursuant to Section 152 and any other applicable provisions of the Companies Act 2013 and Rules made there under (including any statutory modification (s) or re-enactment thereof for the time being in force) Mr. Kiran Kumar Shetty (DIN: 03558848), who was appointed as an Additional Director of the Company by the Board of Directors with effect from March 13, 2025, pursuant to the provisions of Section 161 of the Companies Act, 2013 and any other applicable provisions if any, of the Act and who holds office upto the date of this Annual General Meeting,

being so eligible, be and is hereby appointed as a Director of the Company.

Resolved further that any one of the Directors of the Company and/or Company Secretary of the Company be and are hereby jointly and/or severally authorised to sign the necessary e-Form DIR-12 for appointment of Director with the Registrar of Companies, Ministry of Corporate Affairs, Mumbai, Maharashtra, electronically and to do all such acts, deeds and things necessary to give effect to the said resolution.”

Kindly confirm your availability and accessibility of participation through video conferencing on following contacts:

Email ID - swati.naik@swift.com
Telephone No. - 91 9372060719
Video Conference Details - via Microsoft Teams

Annual Report 2024-25 FY

Overview

- [About us](#)
- [2024-25 FY Key highlights](#)
- [Company information](#)
- [CEO's address](#)

Governance

- [Board of Directors](#)
- [Board's report](#)

Financial Statements

- [Auditor's Report](#)
- [Balance Sheet](#)
- [Profit & Loss Statement](#)
- [Cash Flow Statement](#)
- [Notes to Accounts](#)

Notice of the Annual General Meeting

For and on behalf of the Board SWIFT India Domestic Services Private Limited

Sd/-

Swati Naik

Company Secretary

ICSI Membership No.: 20552

Place: Mumbai

Date: Jul 9, 2025

Address: C-306, Madhuvan CHSL, Gorai Shimpoli Rd, Borivali (W), Mumbai 400092

Email: swati.naik@swift.com

SWIFT India Domestic Services Private Limited

Registered address:

Unit No. 1801, 18th Floor, B Wing,
The Capital, Plot No. C-70, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051, Maharashtra, India

CIN : U74120MH2012FTC239126

Phone: + 91 22 61966900

Fax: + 91 22 66156974

Email: contactus@swiftindia.com

Web : www.swiftindia.com

Notes:

1. This Annual General Meeting (AGM) shall be conducted via video-conferencing (VC) through Microsoft Teams on Thursday, July 31, 2025, in pursuance to Circular no. 14 / 2020 dated April 08, 2020, no. 17/2020 dated April 13, 2020, no. 22/2020 June 15, 2020, no. 33/2020 dated September 28, 2020, no. 39/2020 dated December 31, 2020, no. 10/2021 dated June 23, 2021, no. 2/2022 dated May 05, 2022, no. 10/2022 dated December 28, 2022, no. 09/2023 dated September 25, 2023 and no. 09/2024 dated September 19, 2024 of the Ministry of Corporate Affairs (including any further statutory modifications or re-enactments thereon) has allowed the Companies to conduct their AGM through VC or other audio visual means (OAVM). The disclosures as required under the said circular are mentioned in the following points.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect to the Special Business as set out in the Notice is annexed hereto and forms part of this Notice.
3. The designated email ID of the Company shall be swati.naik@swift.com. The Members shall convey their vote, when a poll is required to be taken during the Meeting on any resolution, at such designated email address, in case a demand for poll is made by the Members. Also, the members, can contact at the helpline No. Tel: +91 9372060719 in case of any assistance needed in utilising the electronic means before or during the Meeting.
4. Shareholders are requested to send a duly certified true copy of the Board Resolution authorizing their representative to attend and vote at the Meeting.
5. The soft copy of registers as required to be maintained in accordance with the provisions of the Companies Act, 2013, will be made available for e-inspection at the request of the Members at the AGM.
6. All other relevant documents referred to in the accompanying Notice/Explanatory Statement shall be made open for inspection by the Members only in electronic form at the Meeting and on all working days, except Saturdays, from 11:00 a.m. to 1:00 p.m. up to the date of the ensuing AGM.
7. Generally, a Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
8. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
9. Members may note that the Notice will also be made available on the Company's website www.swiftindia.com.
10. An invitation to join the AGM via videoconference through TEAMS shall be sent to all the shareholders and their representatives on their e-mail addresses registered with the Company. In case, any Member wish to register/update for change in their e-mail addresses are requested to send a request for the same at swati.naik@swift.com at least 7 days before the date of the AGM, since the Company shall send the Notice to such Members whose e-mail ids are registered.
11. Auditors are invited to attend this Annual General Meeting, held through Video Conferencing.
12. The facility for joining the AGM shall be kept open at least 15 minutes before the time scheduled to start the Meeting and shall not be closed till the expiry of 15 minutes after such scheduled time. Attendance of the Members attending through VC shall be counted for the purpose of reckoning quorum under section 103 of the Companies Act, 2013.

Explanatory Statement

(Pursuant to the provisions of section 102 of the Companies Act, 2013)

Item No. 2 to 5: Appointment of Directors

The following table captures the relevant details:

SN	Name (in alphabetical order of last name) and age	Date of first appointment	Profile, other Directorships (if any), Education	Committee Memberships & attendance, if applicable
1	Mr. Vineet Agrawal (52 yrs)	Jul 4, 2025	<p>Mr. Vineet Agrawal currently serves as the President – Head of Wholesale Banking Operations at Axis Bank Limited. With a distinguished banking career spanning over 27 years, all with Axis Bank, Mr. Agrawal brings extensive expertise across Wholesale Banking Operations, Audit, Compliance, Corporate Banking-SME, Human Resources and Retail Branch banking .</p> <p>Prior to his current role, he held the position of Group Chief Audit Officer at Axis Bank.</p> <p>Mr. Agrawal holds a Bachelor's degree in Commerce and a Master's in Business Administration (MBA) with a specialization in Finance. He is also a Certified Associate of the Indian Institute of Bankers.</p>	Per the Committee Terms of Reference, Mr. Agrawal is a member of the Technology & Operations Committee and the Nomination & Human Resources Committee of the Board.
2	Mr. Firoz Hasnain (54 yrs)	Jun 26, 2025	<p>Mr. Firoz Hasnain is presently heading Retail & MSME Credit Division in Punjab National Bank Corporate Office as Chief General Manager. He is a career banker with more than three decades of experience. Starting his career as Officer in 1995, he moved up the ladder by working with two public sector banks on lateral movement.</p> <p>He headed Zones like Kolkata & Mumbai as Zonal Head along with Large Corporate branch at Mumbai in erstwhile Oriental Bank of Commerce. He served as Branch Incumbent in Chennai, Ahmedabad, and Mumbai LCB. His leadership roles across various branches and departments underscore his commitment to excellence in the banking sector.</p> <p>Mr. Hasnain holds a Master of Science degree and is a Certified Associate of the Indian Institute of Bankers. He has undergone Leadership Development Program and Cyber Risk & Resilience Program conducted by CAFRAL.</p>	Per the Committee Terms of Reference, Mr. Hasnain is a member of the Audit Finance Compliance Risk Committee and the Nomination & Human Resources Committee of the Board.

Annual Report 2024-25 FY

Overview

- [About us](#)
- [2024-25 FY Key highlights](#)
- [Company information](#)
- [CEO's address](#)

Governance

- [Board of Directors](#)
- [Board's report](#)

Financial Statements

- [Auditor's Report](#)
- [Balance Sheet](#)
- [Profit & Loss Statement](#)
- [Cash Flow Statement](#)
- [Notes to Accounts](#)

Notice of the Annual General Meeting

Annual Report 2024-25 FY

Overview

- [About us](#)
- [2024-25 FY Key highlights](#)
- [Company information](#)
- [CEO's address](#)

Governance

- [Board of Directors](#)
- [Board's report](#)

Financial Statements

- [Auditor's Report](#)
- [Balance Sheet](#)
- [Profit & Loss Statement](#)
- [Cash Flow Statement](#)
- [Notes to Accounts](#)

Notice of the Annual General Meeting

SN	Name (in alphabetical order of last name) and age	Date of first appointment	Profile, other Directorships (if any), Education	Committee Memberships & attendance, if applicable
3	Mr. K R Arun Kumar (51 yrs)	Mar 13, 2025	<p>Mr. K R Arun Kumar is a career banker with over 25 years of experience in the Banking Industry with expertise in domains viz. Treasury, Foreign Exchange, Capital Markets, Risk Management & Field Operations.</p> <p>He is currently the General Manager & Treasury Head, Canara Bank. Previously he had also served as the General Manager of Canara Bank Securities Ltd, which is the Capital Market subsidiary of Canara Bank from September 2015 to June 2018. He is also serving as a Board member of Fixed Income Money Market and Derivatives Association of India (FIMMDA) & Secondary Loan Market Association (SLMA).</p> <p>Mr. Kumar holds a Masters Degree in Agriculture Science, Diploma in Treasury Investment and Risk Management & Trade Finance. He is also a Certified Associate of Indian Institute of Bankers.</p>	Per the Committee Terms of Reference, Mr. Kumar is a member of the Audit Finance Compliance Risk Committee and the Nomination & Human Resources Committee of the Board. He has attended 1 meeting held for each of these Committees and the Board, all held in Mar '25.
4	Mr. Kiran Kumar Shetty (53 yrs)	Mar 13, 2025	<p>Mr. Kiran Shetty is a seasoned professional with over two decades of experience in banking, financial services, and technology sectors. Throughout his exemplary career graph, he has spearheaded prominent roles at renowned organizations such as Bank of America, General Electric, Western Union, and is now donning the role of Chief Executive Officer and Regional Head at Swift.</p> <p>In the year 2016, Government of India conferred Mr. Shetty with the prestigious National Award recognizing his significant contributions made in the field of financial inclusion. Mr. Shetty brings with him expertise in banking, finance, and technology, coupled with his entrepreneurial acumen.</p> <p>Mr. Shetty holds a bachelors degree in Commerce form the Delhi University and has completed Accelerated Management Programme (AMP) from the Indian Business School, Hyderabad.</p>	Per the Committee Terms of Reference, Mr. Shetty is a member of the Commercial Task Force of the Board. He has attended 1 meeting of this Committee and the Board, all held in Mar '25.

**Annual Report
2024-25 FY****Overview**

- [About us](#)
- [2024-25 FY Key highlights](#)
- [Company information](#)
- [CEO's address](#)

Governance

- [Board of Directors](#)
- [Board's report](#)

Financial Statements

- [Auditor's Report](#)
- [Balance Sheet](#)
- [Profit & Loss Statement](#)
- [Cash Flow Statement](#)
- [Notes to Accounts](#)

[Notice of the Annual General Meeting](#)

The above Directors are being appointed as non-executive Directors and also do not hold any shareholding in the Company. None of the Directors are entitled to any remuneration for being the Director on the Board of the Company / sitting fees for attending any meetings. Further, none of the Directors are having any relationship with other Directors, Manager and other Key Managerial Personnel of the Company.

According to provisions of Section 161 of the Companies Act, 2013, they hold office as Additional Directors only up to the date of the ensuing AGM and hence are required to be appointed as Directors.

The Board of Directors recommends the passing of the ordinary resolutions as mentioned in Item No. 2 to 5 respectively for approval of the Members.

Except for Mr. Vineet Agrawal, Mr. Firoz Hasnain, Mr. K R Arun Kumar and Mr. Kiran Kumar Shetty to the extent of their appointment, none of the Directors or Key Managerial Persons of the Company, or their relatives, are concerned or interested in the said resolution.

**For and on behalf of the Board
SWIFT India Domestic Services Private Limited****Sd/-****Swati Naik
Company Secretary**

ICSI Membership No.: 20552

Place: Mumbai

Date: Jul 9, 2025

Address: C-306, Madhuvan CHSL, Gorai Shimpoli Rd, Borivali (W), Mumbai 400092

Email: swati.naik@swift.com**SWIFT India Domestic Services Private Limited**

Registered address:

Unit No. 1801, 18th Floor, B Wing,
The Capital, Plot No. C-70, G Block,
Bandra Kurla Complex, Bandra (East),
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Swift India is a financial messaging services provider formed by the Indian banks and Swift SC, for the provision of secured, ISO standards based, innovative digital messaging services in India using the world-class Swift technology.

Our objective is to enable harmonized exchange of structured financial information between domestic participants in the domestic Indian community. We facilitate domestic financial flows that support trade and commerce and continually seeks ways to lower costs, reduce risks and eliminate operational inefficiencies.

www.swiftindia.com



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