

TRACK RECORD OF THE PUBLIC ISSUES MANAGED BY THE MERCHANT BANKER IN THE LAST 3 FINANCIAL YEARS

ADITYA BIRLA FINANCE LIMITED

1. Type of Issue

Public Issue by Aditya Birla Finance Limited, (“Company” or “Issuer”) of Secured, Rated, Listed, Redeemable, Non-Convertible Debentures of face value of ₹1,000 each (“NCDs”), for an amount up to ₹1000 crores (“Base Issue Size”) with an option to retain oversubscription up to ₹1,000 crores, aggregating up to ₹2,000 crores (“Issue Limit”) (“Issue”) and is being offered by way of the Prospectus dated September 21, 2023 containing inter alia the terms and conditions of Issue read together with Corrigendum to Prospectus dated September 25, 2023 (“Prospectus”), filed with the ROC, Stock Exchanges and Securities and Exchange Board of India (“SEBI”).

2. Issue size

The Issue for an amount of Rs. 1,000 crores with an option to retain oversubscription upto Rs. 1,000 crores aggregating up to Rs. 2,000 crores (“Issue Limit”). The Company had issued and allotted NCDs aggregating to Rs. 2,000 crores in the Issue.

Source: Minutes of the Meeting between the Company, Registrar to the Issue and Lead Managers to the Issue dated October 6, 2023

3. Rating of instrument along with name of the rating agency

Particular	Rating Agency	Rating
(i) As disclosed in the offer document	India Ratings and Research Private	IND AAA Outlook Stable
	ICRA Limited	[ICRA]AAA (Stable)
(ii) At the end of 1 st FY (March 31, 2024)	India Ratings and Research Private Limited	IND AAA Outlook Stable
	ICRA Limited	[ICRA]AAA (Stable)
(iii) At the end of 2 nd FY (March 31, 2025)	India Ratings and Research Private Limited	IND AAA Outlook Stable

(iv) At the end of 3 rd Y (March 31, 2026)	ICRA Limited	[ICRA]AAA (Stable)
	Crisil Rating Limited	Crisil AAA/Stable
	India Ratings and Research Private Limited	IND AAA/Stable

4. Whether the security created is adequate to ensure 100% asset cover for the debt securities: Yes

Source: Debenture Trust deed dated October 6, 2023

5. Subscription level (number of times) *: After considering the not banked cases and technical rejection cases, the Issue was subscribed 2.30 times of the Base Issue Size and 1.15 times of the overall Issue size.

*Source – Minutes of the Meeting between the Company, Registrar to the Issue and Lead Managers to the Issue dated October 6, 2023

6. Financials of the issuer (as per the annual financial results submitted to stock exchanges under Section 52 of the Listing Obligation and Disclosure Requirements)

(On standalone basis) (Rs In Lakhs.)

Parameters	1st FY (March 31, 2024)	2nd FY (March 31, 2025)	3rd FY (March 31, 2026)
Income from operations	12,70,221.87	NA	NA
Net Profit for the period	2,22,085.60	NA	NA
Paid-up equity share capital	68,939.69	NA	NA
Reserves excluding revaluation reserves	14,55,413.73	NA	NA

*Financials not disclosed as reporting for the relevant fiscal years has not been completed

7. Status of the debt securities (whether traded, delisted, suspended by any stock exchange, etc.) #

Particular	
(i) At the end of 1st FY (March 31, 2024)	Traded
(ii) At the end of 2nd FY (March 31, 2025)	Traded

(iii) At the end of 3rd FY (March 31, 2026)	Traded
---	--------

NCDs are listed on the BSE Limited and National Stock Exchange of India Limited and admitted to dealings with effect from October 11, 2023

8. Change, if any, in directors of issuer from the disclosures in the offer document

Particular	Name of Director	Appointment / Resignation
(i) At the end of 1st FY (March 31, 2024)	Mr. Sunil Srivastav	Appointment
(ii) At the end of 2nd FY (March 31, 2025)	NA	NA
(iii) At the end of 3rd FY (March 31, 2026)	Mr. Nagesh Dinkar Pinge	Appointment w.e.f. April 01, 2025
	Mr. Sunil Srivastav	Appointment w.e.f. April 01, 2025
	Ms. Vishakha Mulye	Appointment w.e.f. September 01, 2025
	Mr. Rakesh Singh	Appointment w.e.f. September 01, 2025
	Ms. Vijayalakshmi Iyer	Cessation w.e.f. November 27, 2025

9. Status of utilization of issue proceeds

(i) As disclosed in the offer document	<p>The Net Proceeds raised through the Issue will be utilized for following activities in the ratio provided as below:</p> <p>I. For the purpose of onward lending, financing and for repayment of interest and principal of existing borrowings of the Company – at least 75% of the Net Proceeds of the Issue.</p> <p>II. For General Corporate Purposes – up to 25% of the Net Proceeds of the Issue.</p>
--	--

(ii) Actual utilization	The entire amount of proceeds of the issues were used for the purposes as stated in its Prospectus and there is no unutilised amount pertaining to this issuance.
(iii) Reasons for deviation, if any	NA

Source: Stock Exchange Intimation dated May 10, 2024

10. Delay or default in payment of interest/ principal amount (Yes/ No): No (If yes, further details of the same may be given)

(i) Disclosures in the offer document on terms of issue	The Debenture Trustee will protect the interest of the NCD Holders in the event of default by the Company in regard to timely payment of interest and repayment of principal and they will take necessary action at the Company's cost. (Source: Prospectus dated September 21, 2023)
(ii) Delay in payment from the due date	No
(iii) Reasons for delay/ non-payment, if any	--

Source: BSE and NSE Intimation dated May 18, 2026

11. Any other material information

Announcement	Date
Board of Directors of the Company ("the Board") at its meeting held on March 11, 2024 has considered and approved the Scheme of Amalgamation of the Company with Aditya Birla Capital Limited ("Amalgamated Company") (its Holding Company), and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder ("Scheme")	March 11, 2024
the Shareholders have approved the appointment of M/s. MKPS & Associates, Chartered Accountants, (Registration No. 302014E) as one of the Joint Statutory Auditors of Aditya Birla Finance Limited for a period of 3 (three) years.	August 14, 2024

The Company has on 25 September 2024, e-filed a Joint Company Scheme Application in relation to the Scheme with the Hon'ble NCLT, Ahmedabad bench, along with Amalgamated Company (and the physical filing of the said Joint Company Scheme Application with the Hon'ble NCLT shall be made in the due course).	September 25, 2024
Aditya Birla Capital Limited ("the Company" or "ABCL") has made an investment of Rs. 100 Crore (Rupees Hundred Crore Only) on rights basis, in the equity shares of Aditya Birla Capital Digital Limited ("ABCDL").	November 19, 2024
Order dated 29 November 2024 ("Order") passed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT") in relation to the proposed scheme of amalgamation ("Scheme") of Aditya Birla Finance Limited ("Amalgamating Company") (a wholly owned subsidiary of the Company) with the Company and their respective shareholders and creditors	November 29, 2024
Nomination Remuneration & Compensation Committee & Audit Committee, has approved the appointment of Mr. Kamalakar Nayak as Chief Compliance Officer (Senior Management Personnel) of the Company w.e.f. 03 December 2024	November 30, 2024
Aditya Birla Capital Limited ("the Company" or "ABCL") has made an investment of Rs. 300,00,00,041 (Rupees Three Hundred Crore and Forty-One Only) on rights basis, in the equity shares of Aditya Birla Housing Finance Limited ("ABHFL")	December 03, 2024
Joint Company Scheme Petition has been filed on 09 January 2025 with NCLT, in accordance with Sections 230-232 of the Companies Act, 2013 and rules thereunder by the Company along with Amalgamating Company seeking the sanction of the NCLT for the Scheme	January 09, 2025
Aditya Birla Capital Limited ("the Company" or "ABCL") has made an investment of Rs. 300,00,00,042 (Rupees Three Hundred Crore and Forty-Two Only) on rights basis, in the equity shares of Aditya Birla Housing Finance Limited ("ABHFL").	March 10, 2025
Final Order dated 24 March 2025 ("Order") passed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench ("NCLT") for sanctioning the scheme of amalgamation ("Scheme") of Aditya Birla Finance Limited ("Amalgamating Company") (a wholly owned subsidiary of the Company) with the Company and their respective shareholders and creditors	March 24, 2025
the authorized share capital of Adity Birla Capital Limited has automatically stood increased on account of transfer to and amalgamation /combination of authorised capital of Aditya Birla Finance Limited with the authorized share capital of ABCL	April 01, 2025

Clause 11.1 & 11.4 of the Scheme of Amalgamation, the Memorandum of Association (“MoA”) and the Articles of Association (“AoA”) of the Company has been altered. As a result, following clause nos. 3 to 9 of MOA and clause 86 & 123 in AoA have been incorporated.	April 01, 2025
Appointment of Registrar and Transfer Agent (RTA) for the purpose of Debt Securities (including Non-Convertible Debentures (“NCDs”) and Commercial papers (“CP’s”)	March 31, 2025
Appointment of Ms. Vishakha Mulye (DIN: 00203578) as a Managing Director and Chief Executive Officer of the Company for a period of five (5) years	March 31, 2025
Appointment of Mr. Rakesh Singh (DIN:07006067) as an Executive Director and Chief Executive Officer (NBFC) of the Company for a period upto 22 July 2027	March 31, 2025
Insurance Regulatory and Development Authority of India (“IRDAI”) has approved and granted the Certificate of Registration to act as Corporate Agent (Composite) dated 21 April 2025 to the Company for soliciting Life, General and Health Insurance business (Composite Business) as Corporate Agent under Insurance Regulatory and Development Authority of India (Registration of Corporate Agents) Regulations, 2015	April 22, 2025
Reserve Bank of India (RBI), vide its letter dated 20 August 2025 (received by the Company on 26 August 2025), has granted ‘In-Principle’ authorization to Aditya Birla Capital Digital Limited, a Subsidiary of the Company, to operate as an Online Payment Aggregator under the Payment and Settlement Systems Act, 2007.	August 26, 2025
Aditya Birla Capital Limited (“the Company” or “ABCL”) has made an investment of Rs. 3,82,49,99,388/- (Rupees Three Hundred and Eighty-Two Crores Forty-Nine Lakhs Ninety-Nine Thousand Three Hundred and Eighty-Eight rupees only) on rights basis, in the equity shares of Aditya Birla Sun Life Insurance Company Limited (“ABSLI”)	October 29, 2025
The Board of Directors of Aditya Birla Capital Limited (“ABCL” / “Company”) have today approved the draft Scheme of Amalgamation of Aditya Birla Stressed Asset AMC Private Limited (“ABSAAMC” / “Amalgamating Company”) with Aditya Birla Financial Shared Services Limited (“ABFSSL” / “Amalgamated Company”), (both are non-material, wholly-owned subsidiaries of ABCL)	November 14, 2025
Aditya Birla Capital Limited (“the Company” or “ABCL”) has made an investment of Rs. 40 Crores (Rupees Forty Crores Only) on rights basis, in the equity shares of Aditya Birla Capital Digital Limited (“ABCDL”). Pursuant to the aforesaid investments, there is no change in the percentage shareholding of ABCL and ABCDL continues to be wholly owned subsidiary of the Company.	November 25, 2025

<p>Aditya Birla Capital Limited (“the Company” or “ABCL”) has made an investment of Rs. 300,00,00,042 (Rupees Three Hundred Crore and Forty-Two only) on rights basis, in the equity shares of Aditya Birla Housing Finance Limited (“ABHFL”).</p> <p>Pursuant to the aforesaid investments, there is no change in the percentage shareholding of ABCL and ABHFL continues to be wholly owned subsidiary of the Company.</p>	December 01, 2025
<p>Aditya Birla Capital Limited (“the Company” or “ABCL”) has made an investment of Rs. 40 Crores (Rupees Forty Crores Only) on rights basis, in the equity shares of Aditya Birla Capital Digital Limited (“ABCDL”). Pursuant to the aforesaid investments, there is no change in the percentage shareholding of ABCL and ABCDL continues to be wholly owned subsidiary of the Company.</p>	December 29, 2025
<p>Aditya Birla Capital Limited (“Company”) has inter-alia approved a proposal for a primary capital investment of ₹INR 2750 Crores by Indriya Limited, one of the entities of Advent International L.P. (“Investor”), into Aditya Birla Housing Finance Limited (“ABHFL”), a wholly owned and material subsidiary of the Company.</p> <p>The completion of the investment is inter alia subject to the approval of the Competition Commission of India to be obtained by the Investor, any regulatory approvals and other customary conditions precedent as per the terms of the transaction documents entered into by the Investor and ABHFL. Post completion of the investment, the Investor will hold 14.286% of the paid-up equity share capital of ABHFL on a fully diluted basis.</p>	February 03, 2026
<p>Aditya Birla Capital Limited (“the Company” or “ABCL”) has made an investment of Rs. 749,99,99,858/- (Rupees Seven Hundred Forty-Nine Crore Ninety-Nine Lakh Ninety-Nine Thousand Eight Hundred and Fifty-Eight Only) on rights basis, in the equity shares of Aditya Birla Housing Finance Limited (“ABHFL”). Pursuant to the aforesaid investments, there is no change in the percentage shareholding of ABCL and ABHFL continues to be wholly owned subsidiary of the Company.</p>	March 10, 2026
<p>The Board of Directors of Aditya Birla Capital Limited (“ABCL”) had approved the Scheme of Amalgamation of Aditya Birla Stressed Asset AMC Private Limited (“Amalgamating Company”) with Aditya Birla Financial Shared Services Limited (“Amalgamated Company”), (wholly-owned subsidiaries of ABCL), with their respective shareholders and creditors (“the Scheme), under Section 233 and/ or other applicable provisions of the Companies Act, 2013, subject to regulatory / statutory approvals and the approval of the Regional Director (North-Western Region), Ahmedabad to the scheme.</p>	April 01, 2026
<p>Notice of EGM for approval of the following resolutions:</p> <p>(a) Issuance of Equity Shares on a Preferential Basis to Grasim Industries Limited for an Aggregate consideration not Exceeding Rs. 2,880 Crore;</p> <p>(b) Issuance of Equity Shares on a Preferential Basis to Suryaja Investments Pte. Ltd., (An Aditya Birla Group Entity and Promoter Group of the Company) for an Aggregate consideration not exceeding Rs. 200 Crore; and</p> <p>(c) Issuance of Equity Shares on a Preferential Basis to International Finance Corporation not exceeding Rs. 920 Crore</p>	May 21, 2026

All the above information is updated as on May 30, 2026 unless indicated otherwise.