

Aditya Birla Finance Ltd.

Date: March 22, 2024

The Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051

Sub: Confirmation

Ref: Application under Regulation 59A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI (LODR) Regulations”) for the proposed Scheme of Amalgamation of amongst Aditya Birla Finance Limited (“Amalgamating Company”) with Aditya Birla Capital Limited (“Amalgamated Company”) and their respective shareholders and creditors.

It is hereby certified that the proposed scheme of amalgamation of Aditya Birla Finance Limited with Aditya Birla Capital Limited does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, including the following:

Sr. no.	Particulars	Whether complied (YES/NO)	Remarks
1	Regulation 11 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Compliance with securities laws	Yes	
2	Submission of Valuation Report	Yes	
3	Submission of Fairness opinion	Yes	
4	Submission of documents to Stock Exchange(s)	Yes	
5	Disclosures in the Scheme of Arrangement	Yes	

Corporate Office:

Aditya Birla Finance Limited

One World Center, Tower 1-C, 18th Floor, Jupiter Mill Compound,
841, Senapati Bapat Marg, Elphinstone Road, Mumbai, Maharashtra - 400 013

Tel: +91 22 4356 7100 | Toll-free no.: 1800-270-7000

care.finance@adityabirlacapital.com | <https://finance.adityabirlacapital.com>



Registered Office:


Indian Rayon Compound,
Veraval, Gujarat – 362 266

CIN: U65990GJ1991PLC064603



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6	Provision of approval of holders of NCDs/ NCRPS through e-voting	To be complied	Will be complied with while convening the meetings as per NCLT Guidance.
7	Grievance redress/ Report on Complaints/ Comments	To be complied	Will be submitted as per timelines
8	Conditions for schemes of arrangement involving unlisted entities	NA	Scheme of arrangement is between listed holding company and debt listed wholly owned subsidiary
9	Auditor's certificate regarding payment/ repayment capability compliance with Accounting Standards	Yes	


Ankur Shah
 Company Secretary
 Membership No.: A17618


Rakesh Singh
 Managing Director & CEO
 DIN: 07006067



Certified that the transactions/ accounting treatment provided in the draft scheme of amalgamation of Aditya Birla Finance Limited with Aditya Birla Capital Limited are in compliance with all the Accounting Standards applicable to a listed entity.


Pradeep Agrawal
 Chief Financial Officer


Rakesh Singh
 Managing Director & CEO
 DIN: 07006067

