

S. No.

Name of the Issuer: ADITYA BIRLA FINANCE LIMITED

Last updated: February 15, 2025

1

Type of Issue:

Public issue by Aditya Birla Finance Limited ("Issuer" / "Company" / "ABFL") of secured, rated, listed, redeemable, non-convertible debentures of face value of ₹ 1,000 each ("NCDs") for an amount up to ₹1,000 crores ("Base Issue Size") with an option to retain oversubscription up to ₹1,000 crores ("Green Shoe Option"), aggregating up to 2,00,00,000 NCDs for an aggregate amount of up to ₹2,000 crores ("Issue Size" or "Issue Limit") pursuant to Prospectus dated September 21, 2023 read with Corrigendum to Prospectus dated September 25, 2023 ("Prospectus")

The Company had filed the Prospectus with the Registrar of Companies, Gujarat at Ahmedabad ("RoC"), the BSE Limited ("BSE"), the National Stock Exchange of India Limited ("NSE"), together with BSE, "Stock Exchanges" and the Securities and Exchange Board of India ("SEBI"). Further, Company had filed Corrigendum to Prospectus dated September 25, 2023 with SEBI, BSE and NSE.

2

Issue size:

₹1,000 crores ("Base Issue Size") with an option to retain oversubscription up to ₹1,000 crores ("Green Shoe Option"), aggregating up to 2,00,00,000 NCDs for an aggregate amount of up to ₹2,000 crores ("Issue Size" or "Issue Limit"). The Issuer has issued and allotted NCDs aggregating to ₹ 2,000 crores. (Source: Minutes of the Meeting dated October 6, 2023 held between ABFL, the Lead Managers, and the Registrar)

3

Rating of instrument alongwith name of the rating agency

(i) as disclosed in the offer document: IND AAA Outlook Stable by India Ratings & Research Private Limited and ICRA/AAA (Stable) by ICRA Limited

(ii) at the end of 1st FY (March 31, 2024): IND AAA Outlook Stable by India Ratings & Research Private Limited and ICRA/AAA (Stable) by ICRA Limited

(iii) at the end of 2nd FY (March 31, 2025)*: NA

(iv) at the end of 3rd FY (March 31, 2026)*: NA

(Source: Prospectus and website of Credit Rating Agencies)

* Periods not available

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 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 dated October 6, 2023 held between ABFL, the Lead Managers, and the Registrar)

6

Financials of the issuer

Parameters	FY 2024	(In ₹ crore)	FY 2025 ⁽ⁱ⁾	FY 2026 ⁽ⁱⁱ⁾
Income from operations	12,702.22	NA	NA	NA
Net Profit for the period	2,220.86	NA	NA	NA
Paid-up equity share capital	689.40	NA	NA	NA
Reserves excluding revaluation reserves	14,554.14	NA	NA	NA

Note: (i) Periods not completed
(Source: FY 24 Audited Financials)

7

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

(i) at the end of 1st FY (March 31, 2024): Listed and Traded

(ii) At the end of 2nd FY (March 31, 2025)*: N.A.

(iii) At the end of 3rd FY (March 31, 2026)*: N.A.

Note: Listing and trading permission granted by BSE and NSE on October 10, 2023 to commence trading with effect from October 11, 2023

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

8

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

PARTICULARS	NAME OF DIRECTOR	APPOINTMENT/RESIGNATION
(i) At the end of 1st FY (March 31, 2024)	Mr. Sunil Srivastava	Appointed as Additional Director (Independent Director) w.e.f November 1, 2023
(ii) At the end of 2nd FY (March 31, 2025)*	N.A.	N.A.
(iii) At the end of 3rd FY (March 31, 2026)*	N.A.	N.A.

* Periods not available

Updated as on October 31, 2024

9

Status of utilization of issue proceeds

(i) as disclosed in the offer document: The Net Proceeds raised through this Issue will be utilised towards funding the following objects :-

1. For the purpose of onward lending, financing, and for repayment of interest and principal of existing borrowings of the Company # - Atleast 75% of amount proposed to be financed from Net Proceeds.

2. For General Corporate Purposes* - Maximum of up to 25% of amount proposed to be financed from Net Proceeds

*The Net Proceeds will be first utilized towards the Objects mentioned above. The balance is proposed to be utilized for general corporate purposes, subject to such utilization not exceeding 25% of the amount raised in the Issue, in compliance with the SEBI NCS Regulations.

Company shall not utilise the proceeds of this Issue towards payment of prepayment penalty, if any.

Source: Prospectus dated September 21, 2023

(ii) Actual utilization: Yes (Source: BSE filing on Compliances-Reg. 52 (7) - Statement of Material Deviations in proceeds of issue of NCD / NCRPD dated January 31, 2025)

(iii) Reasons for deviation, if any: NA

10

Delay or default in payment of interest/ principal amount

(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 company in regard to timely payment of interest and repayment of principal and they will take necessary action at company's cost. (Source: Prospectus dated September 21, 2023)

(ii) Delay in payment from the due date: NA

(iii) Reasons for delay non-payment, if any: NA

11

Any other material information:

Date	Announcement
03 October 2023	Appointment of Head - Internal Audit
14 October 2023	ALM return- Statement of Short Term Dynamic Liquidity as on September 30, 2023
27 October 2023	Intimation of Board Meeting to approve 1. Unaudited Financial Results of the Company for the quarter and six months ended September 30, 2023 2. Enhancement in limits for public issuance of Secured / Unsecured Redeemable Non-Convertible Debentures (including Subordinated Debt) of the aggregate nominal value of Rs. 5,000 Crore in one or more tranches in addition to the earlier approval dated May 9, 2023 w.r.t public issue of Rs. 5,000 Crore
01 November 2023	Outcome of Board Meeting - Approval of 1. Unaudited Financial Results of the Company for the quarter and six months ended September 30, 2023 2. Enhancement in limits for public issuance of Secured / Unsecured Redeemable Non-Convertible Debentures (including Subordinated Debt) of the aggregate nominal value of Rs. 5,000 Crore in one or more tranches in addition to the earlier approval dated May 9, 2023 w.r.t public issue of Rs. 5,000 Crore 3. Related Party Transactions for half year ended September 30, 2023 4. Statement indicating utilization of issue proceeds of Non - Convertible Debentures 5. Security Cover Certificate
01 November 2023	Appointment of Additional Director - Independent Director
10 November 2023	ALM Returns as on September 30, 2023.
13 December 2023	Proceedings of Extraordinary General Meeting - Approval of a) Alteration of AOA, b) Appointment of an Independent Director, c) Re appointment of an Independent Director
12 January 2024	ALM Statement as on December 31, 2023
24 January 2024	Intimation of Board Meeting to consider and approve the Unaudited Financial Results of the Company for the third quarter and nine months ended December 31, 2023.
30 January 2024	Outcome of Board Meeting to approve a) Unaudited Financial Results of the Company for the third quarter and nine months ended December 31, 2023, b) Statement indicating the utilization of issue proceeds of Non-Convertible Debentures and c) Security Cover Certificate
11 March 2024	Intimation regarding Scheme of Amalgamation of the Company with Aditya Birla Capital Limited, its holding company.
11 April 2024	Proceedings of the Extraordinary General Meeting to approve Borrowing Limits and creation of Charges on the assets of the Company
19 April 2024	ALM Return - Statement of Short term Dynamic Liquidity as on 31st March 2024
07 May 2024	Intimation of Board Meeting to consider and approve Audited Financial Results and Statements of the Company for the quarter and year ended March 31, 2024
10 May 2024	Outcome of Board Meeting: 1. Financial Results for FY 24 with Audit Report 2. Security cover certificate for the quarter ended March 31, 2024 3. Related Party Transactions 4. Statement of Material Deviation from Issue Proceeds
15 May 2024	ALM Returns as on 31st March 2024
22 May 2024	Annual Secretarial Compliance Report of ABFL for the financial year ended March 31, 2024.
02 July 2024	Receipt of observation letter with "no adverse observations" from BSE Limited and "no objection" from National Stock Exchange of India Limited in relation to the Scheme of Amalgamation of the
19 July 2024	Report on Corporate Governance for the quarter ended June 30, 2024.
23 July 2024	Annual Report along with notice of the Annual General Meeting for FY 2023-24.
31 July 2024	Financial Results for the quarter ended June 30, 2024.
31 July 2024	Statement of Material Deviation for the quarter ended June 30, 2024.
31 July 2024	Certificate of Security Cover for the quarter ended June 30, 2024.
31 July 2024	Statement on utilization of proceeds of NCDs for the quarter ended June 30, 2024.
01 August 2024	ALM Returns as on June 30, 2024.
14 August 2024	Intimation under Regulation 51(2) and Part B of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 for new credit ratings assigned by CRISIL Ratings.
14 August 2024	appointment of M/s. MKPS & Associates and end of tenure of M/s. Singh & Co. as Joint Statutory Auditors under Regulation 51(2) and Part B of Schedule III of Securities and Exchange Board of India
14 August 2024	re-appointment of Mr. Rakesh Singh as the Managing Director & CEO of the Company for a period of 3 years w.e.f July 23, 2024 under Regulation 51(2) and Part B of Schedule III of Securities and
12 September 2024	ALM Returns as on August 31, 2024.
18 September 2024	Receipt of 'No Objection' letter from Reserve Bank of India for the proposed scheme of amalgamation ("Scheme") of Aditya Birla Finance Limited ("Amalgamating Company" / "Company") with Aditya Birla Capital Limited ("Amalgamated Company") and their respective shareholders and creditors
25 September 2024	Filing of the Joint Company Scheme application with the National Company Law Tribunal, Ahmedabad Bench ("NCLT") in relation to the proposed scheme of amalgamation ("Scheme") of Aditya Birla Finance Limited ("Amalgamating Company") with Aditya Birla Capital Limited ("Amalgamated Company") and their respective shareholders and creditors
24 October 2024	Intimation of Board Meeting to approve Financial Results
29 October 2024	Outcome of Board Meeting approving: 1. Unaudited Financial Results for quarter and half year ended September 30, 2024 2. Security Cover Certificate 3. Statement of Utilization of proceeds and nil deviation / variation in use of proceeds 4. Related Party Transactions
30 October 2024	ALM Returns as on September 30, 2024
05 November 2024	Intimation of Record Dates, Interest payment dates and request for solicited Benpos of Aditya Birla Finance Limited (ABFL) for the month of December 2024
13 November 2024	ALM return as on October 31, 2024
26 November 2024	Intimation of Record Dates, Interest payment dates and request for solicited Benpos of Aditya Birla Finance Limited (ABFL) for the month of January 2025
29 November 2024	Aditya Birla Finance Limited has informed Exchange regarding Order dated November 29, 2024, passed by the Hon'ble National Company Law Tribunal, Ahmedabad Bench for inter alia dispensing of meetings of Shareholders and Creditors.
11 December 2024	ALM return as on November 30, 2024
23 December 2024	Intimation of Record Dates, Interest payment dates and request for solicited Benpos of Aditya Birla Finance Limited (ABFL) for the month of February 2025
27 December 2024	Intimation for closure of trading window for the quarter ending December 31, 2024
08 January 2025	Informing that Aditya Birla Capital Limited has received approval from its equity shareholders at its NCLT convened meeting for the Scheme of Amalgamation of ABFL with ABCL and their respective
09 January 2025	Informing the Exchange regarding the filing of Joint Company Scheme Petition with NCLT, Ahmedabad Bench in relation to the proposed scheme of amalgamation of the Company with Aditya Birla
15 January 2025	Corporate Governance Report for quarter ended December 31, 2024
27 January 2025	Intimation of the Board Meeting
27 January 2025	Intimating the resignation of Mr. Pradeep Agrawal, Chief Financial Officer of the Company.
29 January 2025	Intimation of Record Dates, Interest payment dates and request for solicited Benpos of Aditya Birla Finance Limited (ABFL) for the month of March 2025

S. No.	Name of the Issuer: ADITYA BIRLA FINANCE LIMITED	Last updated: February 15, 2025
	Outcome of the Board meeting held on January 31, 2025:	
	1. Approve Unaudited Financial Results of the Company for the third quarter and nine months ended December 31, 2024.	
	2. Revision in the limits of Unsecured Debentures (Sub-Debt) qualifying as Tier-II Capital to Rs. 7,000 Crore from existing limit of Rs. 4,500 Crore.	
	3. Issuance of Unlisted Secured Redeemable Debentures for an amount of upto Rs. 3,500 Crore, on private placement basis, in one or more Tranches	
31 January 2025	Security Cover as on December 31, 2024	
31 January 2025	Statement of Material Deviations in proceeds of issue of NCD / NCRP	
03 February 2025	ALM return as on December 31, 2024	
13 February 2025	ALM Return as on January 31, 2025	
<p>Note: The Company meets Investors/ Analysts/ Participants from time to time. Please refer to the website of the Stock Exchanges for the intimation of the schedule of such meetings and related details, as applicable. For further details, please refer www.bseindia.com and / or www.nseindia.com</p> <p>Disclaimer: The information compiled herein is in accordance with the disclosure requirements with regard to the track record of the public issues managed by JM Financial Limited ("JM Financial") arising out of the SEBI Circular No. CIR/MIRSD/1/2012 dated January 10, 2012.</p> <p>This information is gathered, inter-alia, from the Prospectus of ADITYA BIRLA FINANCE LIMITED (the "Issuer"), as amended, and from the filings made by the Issuer with the BSE Limited ("BSE") and National Stock Exchange of India Limited (the "Stock Exchanges") from time to time, price-volume data available on the website of the Stock Exchanges, other sources as disclosed herein and information / clarifications provided by the Issuer.</p> <p>Nothing in this information is intended by JM Financial to be construed as legal, regulatory, accounting, tax or other advice. While reasonable care has been taken to ensure that the information provided herein is accurate and is taken from the sources that we believe are reliable, the user of this information may independently verify the accuracy of the information before taking any decision based on the above information.</p> <p>Notwithstanding the above, JM Financial does not make any express or implied representation or warranty as to the authenticity, accuracy or completeness of the information or data contained herein and shall not be liable in any manner for the same. Neither JM Financial nor any of its affiliates or their directors, officers and employees will be responsible or be liable for any loss or damage including any loss of profits incidental or consequential damage, howsoever arising, suffered or incurred by any person accessing and / or using this information. The person accessing and utilizing the information is accordingly once again advised to independently verify the information and satisfy himself about the adequacy, accuracy and completeness for his specific requirement. JM Financial does not undertake to update the information contained herein except as required by applicable law or regulation.</p>		