

Ref: No. ABCL/SD/MUM/2024-25/MARCH/11

31 March 2025

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Scrip Code: 540691
Scrip ID: ABCAPITAL

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot. C/1, G-Block, Bandra-Kurla Complex,
Bandra (East),
Mumbai 400 051
Symbol: ABCAPITAL

Dear Sir/ Madam,

Sub: Grant of Employee Stock Options (“Stock Options”) under Aditya Birla Capital Limited Employee Stock Option and Performance Stock Unit Scheme 2022 (“ABCL Scheme 2022”)

We wish to inform you that the Scheme of Amalgamation of Aditya Birla Finance Limited (“Amalgamating Company”) with Aditya Birla Capital Limited (“Amalgamated Company/ the Company”) and their respective Shareholders and Creditors (“Scheme”) has been sanctioned by the Hon’ble NCLT vide its order dated 24th March 2025.

Pursuant to the Scheme, the Company shall grant its Options and/ or Performance Stock Units (“PSUs”) to the eligible employees of the Amalgamating Company in lieu of the Options granted by the Amalgamating Company under its ESOP Plan based on the ratio as approved by the respective Nomination, Remuneration and Compensation Committees of both, the Company and Amalgamating Company.

Accordingly, the Nomination, Remuneration and Compensation Committee of the Board of Directors of the Company at its Meeting held on 31 March 2025 has approved the following Grant of Stock Options to the eligible employees of the Amalgamating Company under ABCL Scheme 2022 pursuant to the Scheme:

Instrument	Stock Options	Stock Options	Stock Options	Stock Options	Stock Options
Quantum of grant	56,62,070	2,62,607	15,768	56,927	16,708
Pricing Formula	Based on the Ratio approved by the Nomination, Remuneration and Compensation Committees of both, the Company and Amalgamating Company pursuant to the Scheme of Amalgamation approved by Hon’ble NCLT, Ahmedabad Bench				
Grant / Exercise Price (Rs. Per Share)	₹ 93.2	₹ 116.7	₹ 116.7	₹ 116.7	₹ 174.2
Date of Original Grant by Amalgamating Company	5 November 2022	30 September 2023	1 November 2023	30 January 2024	14 October 2024
Vesting Period*	50% Vested on 5 November 2024 50% Vesting on 5 November 2025	50% Vesting on 30 September 2025 50% - Vesting on 30 September 2026	50% Vesting in 1 November 2025 50% Vesting in 1 November 2026	50% Vesting in 30 January 2026 50% Vesting in 30 January 2027	50% Vesting in 14 October 2026 50% Vesting in 14 October 2027
Exercise Period	5 years from the date of original grant by Amalgamating Company				
Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	Yes				

**Pursuant to the Scheme of Amalgamation approved by Hon’ble NCLT, Ahmedabad Bench, the period during which the Amalgamating Company Options were held by such eligible employees is taken into account for determining the minimum vesting period required under Applicable Law for stock options granted by the Amalgamated Company.*

Aditya Birla Capital Limited
Corporate Office:
One World Center, Tower 1, 18th Floor, Jupiter Mill Compound,
841, Senapati Bapat Marg, Elphinstone Road, Mumbai, Maharashtra - 400 013
Tel: +91 22 6723 9101
abc.secretarial@adityabirlacapital.com | www.adityabirlacapital.com

Registered Office:
Indian Rayon Compound,
Veraval, Gujarat – 362 266
Tel: +91 28762 43257
CIN: L67120GJ2007PLC058890

The Meeting commenced at 5:45 p.m. and concluded at 5:50 p.m.

We request you to take the aforesaid on records.

Thanking you,

Yours sincerely,
For **Aditya Birla Capital Limited**

Santosh Haldankar
Company Secretary & Compliance Officer

Cc:
Luxembourg Stock Exchange
Market & Surveillance Dept.,
P.O. Box 165, L-2011 Luxembourg,
Grand Duchy of Luxembourg

Citi Bank N.A.
Custodial Services
FIFC, 11th Floor, C-54 & 55, G Block
Bandra Kurla Complex
Bandra (East), Mumbai 400 051

Citi Bank N.A.
Depository Receipt Services
388 Greenwich Street
14th Floor, New York,
NY 10013

Listing Agent
Banque Internationale à Luxembourg SA
69 route d'Esch
L - 2953 Luxembourg
Grand Duchy of Luxembourg

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