

**Transcript of the Extra-Ordinary General Meeting (“Meeting/ EoGM”) of
Aditya Birla Capital Limited held on Friday, 12 June 2026 at
<https://emeetings.kfintech.com>, deemed to be conducted at the
Registered Office of the Company – i.e. Indian Rayon Compound, Veraval
- 362 266, Gujarat through video conferencing (“VC”) / other audio-visual
means (“OAVM”) which commenced at 11:00 a.m. (IST) and concluded at
11:46 a.m. (IST)**

Mr. Santosh Haldankar, Company Secretary: Good Morning to all our esteemed members. At the outset, I, Santosh Haldankar, Company Secretary welcome you to this Extra Ordinary General Meeting (EoGM) of your Company.

As you are aware, this meeting is being held through audio visual mode in accordance with the circulars issued by the Ministry of Corporate Affairs and Securities & Exchange Board of India.

I would like to inform you that Chairman Sir i.e. Mr. Kumar Mangalam Birla is unable to join this EoGM on account of his pre-occupation with other business exigencies and accordingly, in terms of Articles of Association of the Company, may I request the members present to elect any one of the Directors to preside over as the Chairman of this EoGM.

Ms. Pinky Mehta: I, Pinky Mehta, Chief Financial Officer and Member of the Company propose Mr. Arun Adhikari, Independent Director and Chairman of the Nomination, Remuneration and Compensation Committee and Stakeholders Relationship Committee, as the Chairman of this Meeting.

Mr. Rakesh Singh: I, Mr. Rakesh Singh, Director and Member of the Company second the same.

Mr. Santosh Haldankar: Thank you. May I now request Mr. Arun Adhikari, to preside as Chairman over the proceedings of this meeting. Over to you Arun Sir.

Mr. Arun Adhikari: Thank you Santosh. Good Morning Ladies and Gentlemen. It is my pleasure to welcome you all to the EoGM of your Company.

Let me now introduce the Directors of the Company present at this Meeting:

- Mr. Nagesh Pinge, Independent Director and Chairman of the Audit Committee;
- Ms. Saloni Narayan, Independent Director;
- Mr. Sunil Srivastav, Independent Director;
- Mr. Krishna Kishore Maheshwari, Non-Executive Director;

- Ms. Vishakha Mulye, Managing Director & Chief Executive Officer; and
- Mr. Rakesh Singh, Executive Director & Chief Executive Officer – NBFC.

Further, Mr. P. H. Ravikumar, Independent Director and Mr. Sushil Agarwal, Non-Executive Director of the Company are unable to attend this EoGM due to their pre-occupation.

I would also like to welcome Ms. Pinky Mehta, Chief Financial Officer and Mr. Vijay Deshwal, Chief Strategy Officer & Head Investor Relations of the Company.

At the outset, I thank all the shareholders, my colleagues on the Board, our auditors, and members of the management team for joining this EoGM.

In terms of Ministry of Corporate Affairs (MCA) circulars and the Companies Act, 2013 participation of members through video conference is being reckoned for the purpose of quorum. I am given to understand by the Company Secretary that we have the requisite quorum present for the meeting through video conference and accordingly, I call this meeting to order.

In accordance with the circulars issued by MCA and SEBI, the EoGM Notice together with explanatory statement pursuant to Section 102 of the Companies Act, 2013 have been sent through email to the members whose Email IDs were registered. The EoGM Notice is also uploaded on the website of your Company. I now with the permission of the members take the Notice convening the meeting as read.

I now handover the proceedings to Mr. Santosh Haldankar, Company Secretary to take you through statutory and procedural matters.

Mr. Santosh Haldankar: Thank you, Chairman Sir.

Your Company has made all feasible efforts to enable members to participate and vote on items being considered at this EoGM. The facility of joining the EoGM has been made available to all the members on a first-come-first-serve basis.

Members may note that this EoGM is being recorded.

As the EoGM is being held through video conference, the facility for appointment of proxies by the members is not applicable and hence the register of proxies is not maintained. Applicable registers & documents as stated in EoGM notice are available for inspection electronically during the meeting.

Your Company has engaged KFin Technologies Limited, RTA of the Company for providing the facility of joining this meeting through video conference and the facility for remote e-voting and e-voting (Insta Poll) at this EoGM.

In compliance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the facility of remote e-voting as well as e-voting at this EoGM has been

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provided to all the members. The remote e-voting facility commenced on Tuesday, 9th June 2026 from 9:00 a.m. IST and ended on Thursday, 11th June 2026 at 5:00 p.m. IST.

Those members who have not casted their vote through remote e-voting may vote during the EoGM by clicking on the "Vote" tab which is visible on their screens. Members who have already voted through the remote e-voting mechanism may attend the EoGM, however they will not be able to cast their vote again.

Mr. Vaibhav Dandawate from M/s. Makarand M. Joshi & Co., Practising Company Secretaries, who has joined this Meeting, has been appointed as the Scrutinizer for the e-voting process, to ensure that the voting is conducted in a fair and transparent manner.

I now request Chairman Sir to take the proceedings ahead and address the Members accordingly.

Mr. Arun Adhikari: Thank you, Santosh.

This EoGM is held through video conference, and the following resolutions forming part of the EoGM Notice, have already been put to vote through remote e-voting and therefore there will be no proposing and seconding of resolutions.

Resolution No. 1 relates to issuance of Equity Shares on a Preferential basis to Grasim Industries Limited, Promoter of the Company, for an aggregate consideration not exceeding Rs. 2,880 crore;

Resolution No. 2 relates to issuance of Equity Shares on a Preferential basis to Suryaja Investments Pte. Ltd. Singapore, an Aditya Birla Group entity and Promoter Group of the company, for an aggregate consideration not exceeding Rs. 200 crore;

Resolution No. 3 relates to issuance of Equity Shares on a Preferential basis to International Finance Corporation (IFC), an affiliate of World Bank for an aggregate consideration not exceeding Rs. 920 crore.

The Board of Directors of Aditya Birla Capital Limited at their meeting held on 20th May 2026 had approved the above preferential issue of shares on a private placement basis. The said preferential issuance will be undertaken at the price of Rs. 356.02 per equity share, as per SEBI ICDR Regulations, subject to requisite approvals and customary conditions.

The proceeds from the preferential issuance will be utilised for meeting the growth objectives including augmentation of the capital base, funding requirements for lending business and other general corporate purposes such as for investment in subsidiaries/ joint ventures/ associates of the Company.

Your Company is a diversified financial services company offering comprehensive solutions across lending, investments, insurance, and payments to serve customers' evolving

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financial needs across their life stages.

Between FY23 and FY26, the Company delivered consistent, broad-based growth across businesses while maintaining robust portfolio quality.

The total lending portfolio across NBFC and Housing Finance grew at a 30% CAGR to more than Rs 2 lakh crore, combined AUM of asset management and insurance businesses grew at a CAGR of 18% to ~ Rs 5.9 lakh crore.

Total gross premiums across insurance businesses grew at a 21% CAGR to Rs 31,634 crore. Over the last three years, its consolidated PAT (excl. exceptional, one-off items) increased at a 23% CAGR to Rs 3,797 crore in FY26.

On behalf of your Company and the Board of Directors, I thank all the banks, financial institutions, regulators, stakeholders, business associates and the Central and State Governments for their cooperation and support.

Let me express my deepest gratitude to each one of you, our members. I look forward to your continued trust, confidence, and support.

We will now move on to the question-and-answer session.

Members who have registered themselves as speakers can express their views. The Moderator will call out the speaker's name, one at a time and will simultaneously unmute the audio of the speaker. Once the speaker finishes, the Moderator will again activate the 'mute' mode. If someone is unable to use the video mode, they may still use the audio mode alone.

I request members to keep their questions brief, specific to the resolutions forming part of the EoGM Notice and not to repeat questions asked by the previous speakers. The answers to the questions will be provided towards the end. Members may also share their questions during the meeting through the chat box facility. These will be responded separately by the Company.

May I now request the Moderator to call out the names of the speaker members and monitor the time limit for each speaker.

Thank you.

The Moderator then called out the Speaker Members and they sought some queries and clarifications relating to the resolutions forming part of the EoGM Notice.

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Lekha Shah from Mumbai, Kamal Kishore Jhawar from Hyderabad, Poonam Pramod Vasaikar from Mumbai, Sweta Jadhav from Belgaum, Yogesh Ramesh Bhanushali from Mumbai, Ullash Chandra Parida from Mumbai, Pooja Ramesh Bhanushali from Thane, Srikanth Jhawar from Hyderabad, Santosh Kumar Saraf from Kolkata and Shravan Vohra from Dehradun spoke at the Meeting.

Mr. Arun Adhikari: I thank you for showing keen interest in the working of your Company and suggestions made. I am asking the Company Secretary to make a note of the same. Further, the members who had registered themselves as a speaker at the EoGM but could not be given an opportunity to speak due to paucity of time or due to connectivity issues, are requested to email their queries, if any, to the Company Secretary and the same will be appropriately responded by the Company.

I now request Ms. Pinky Mehta, Chief Financial Officer to address your questions.

Ms. Pinky Mehta summarized her replies to the queries raised by the shareholders.

Mr. Arun Adhikari: We have now completed the Question and Answer session. I request members who have not voted so far to cast their votes now through Insta Poll. Members may note that the e-voting window will remain open for another fifteen minutes.

I request the Moderator to turn on the timer screen.

The Results of the voting will be announced within two working days from the conclusion of this meeting and will be disseminated on the website of the Company and the RTA. I hereby authorize the Company Secretary, to declare the result of the voting. Results will be informed to the Stock Exchanges.

The business of the meeting is now complete, and I declare the meeting being concluded post the Insta Poll. I thank you all for co-operating with me in the smooth conduct of this meeting.

Thank you.

The Chairman and Directors to turn off their screens.

The Meeting concluded at 11:46 a.m. (IST).

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