

March 22, 2024

To,

**Aditya Birla Sun Life AMC
Limited**One World Centre, Tower 1,
17th Floor,
Jupiter Mill Compound, 841,
Senapati Bapat Marg,
Elphinstone Road,
Mumbai - 400 013The General Manager
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
IndiaManager – Listing
Department
**National Stock Exchange
of India Limited**
Exchange Plaza, Plot No.
C/1, G Block Bandra Kurla
Complex Bandra (East)
Mumbai – 400 051
India

BSE Scrip Code: 543374

NSE Symbol: ABSLAMC

Dear Sir / Madam,

Sub: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“SEBI Takeover Regulations”).

This is with reference to the notice dated March 18, 2024 (“**Notice**”) filed by us with the Stock Exchanges (as defined hereinunder), pursuant to which Aditya Birla Capital Limited sold 1,39,94,199 equity shares of the Company having face value of ₹5 each (“**Equity Shares**”), (representing 4.86% of the total issued and paid up Equity Share capital of the Company) of Aditya Birla Sun Life AMC Limited (the “**Company**”) on March 19, 2024 and March 20, 2024 (such offer hereinafter referred as the “**Offer**”).

The above sale of Equity Shares took place on a separate designated window of BSE Limited (“**BSE**”) and National Stock Exchange of India Limited (“**NSE**” and together with BSE, the “**Stock Exchanges**”) and was undertaken in accordance with the paragraph 19 of chapter 1 of the master circular for stock exchanges and clearing corporations bearing reference number SEBI/HO/MRD2/PoD-2/CIR/P/2023/171 dated October 16, 2023 (which rescinded the circular bearing reference number SEBI/HO/MRD/MRD-PoD-3/P/CIR/2023/10 dated January 10, 2023 regarding the “*Comprehensive Framework on Offer for Sale (OFS) of Shares through Stock Exchange Mechanism*”) read with the circular bearing reference number SEBI/HO/MRD/MRD-PoD-3/P/CIR/2024/6 dated January 23, 2024 regarding “*Framework for Offer for Sale (OFS) of Shares to Employees through Stock Exchange Mechanism*” notified by the Securities and Exchange Board of India (“**SEBI**” and such circulars, the “**SEBI OFS Circulars**”) pertaining to comprehensive guidelines on offer for sale of shares through the stock exchange mechanism, and the applicable notices and circulars issued by the Stock Exchanges (as defined hereinunder) from time to time in this regard, including (a) “*Revised Operational Guidelines for Offer for Sale (OFS) Segment*” issued by BSE vide its notice bearing no. 20240221-47 dated February 21, 2024 (“**BSE OFS Circular**”) and, to the extent applicable, the previous notices issued by BSE in this regard; and (b) “*Revised operating guidelines of Offer for Sale*” issued by NSE by way of its circular bearing no. 24/2024 dated February 21, 2024 and, to the extent applicable, the previous circulars issued by NSE in this regard (“**NSE OFS Circular**”, together with the BSE OFS Circular, the “**Stock Exchange Circulars**” and together with the SEBI OFS Circulars, the “**OFS Guidelines**”).

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

In compliance with Regulation 29(2) of the SEBI Takeover Regulations, we are hereby notifying the information regarding sale of Equity Shares made by us in the Offer.

Enclosed is the disclosure in the format as prescribed by the Securities and Exchange Board of India.

The above is for your information and records.

Thanking you,

Yours faithfully,
For and behalf of Aditya Birla Capital Limited,



Amber Gupta
Company Secretary & Compliance Officer
Encl.: As above
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

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

DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED

| | | | |
|--|--|--|---|
| 1. Name of the Target Company (TC) | Aditya Birla Sun Life AMC Limited (the "Company") | | |
| 2. Name(s) of the acquirer/ seller and Persons Acting in Concert (PAC) with the acquirer/ seller | Aditya Birla Capital Limited (the "Seller") | | |
| 3. Whether the acquirer belongs to Promoter/Promoter group | Yes, the Seller is one of the Promoters of the Company. | | |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are listed | BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") | | |
| 5. Details of the acquisition/ disposal as follows | Number | % w.r.t total share/voting capital wherever applicable (*) | % w.r.t total diluted share/voting capital of the Target Company (**) |
| Before the disposal under consideration, holding of: | | | |
| a) Shares carrying voting rights | 14,40,28,800*** | 49.99% | 49.99% |
| b) Shares in the nature of encumbrance (Pledge/ Lien/ non-disposal undertaking/others) | Nil | Nil | Nil |
| c) Voting rights (VR) otherwise than by equity shares | Nil | Nil | Nil |
| d) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) | Nil | Nil | Nil |
| e) Total (a+b+c+d) | 14,40,28,800*** | 49.99% | 49.99% |
| Details of acquisition/sale | | | |
| a) Shares carrying voting rights acquired/sold | 1,39,94,199 | 4.86% | 4.86% |
| b) VRs acquired /sold otherwise than by equity shares | Nil | Nil | Nil |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold | Nil | Nil | Nil |
| d) Shares encumbered/ invoked/ released by the acquirer | Nil | Nil | Nil |
| e) Total (a+b+c+/-d) | 1,39,94,199 | 4.86% | 4.86% |



| | | | |
|---|---|--------|--------|
| After the acquisition/sale, holding of: | | | |
| a) Shares carrying voting rights | 13,00,34,601*** | 45.14% | 45.14% |
| b) Shares encumbered with the acquirer | Nil | Nil | Nil |
| c) VRs otherwise than by shares | Nil | Nil | Nil |
| d) Warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition | Nil | Nil | Nil |
| e) Total (a+b+c+d) | 13,00,34,601 | 45.14% | 45.14% |
| 6. Mode of acquisition / sale (e.g. open market/ off-market/ public issue/ rights issue/ preferential allotment/ inter-se transfer, etc.) | Offer for Sale through the stock exchange mechanism in accordance with paragraph 19 of chapter 1 of the master circular for stock exchanges and clearing corporations bearing reference number SEBI/HO/MRD2/PoD-2/CIR/P/2023/171 dated October 16, 2023 (which rescinded the circular bearing reference number SEBI/HO/MRD/MRD-PoD-3/P/CIR/2023/10 dated January 10, 2023 regarding the "Comprehensive Framework on Offer for Sale (OFS) of Shares through Stock Exchange Mechanism") read with the circular bearing reference number SEBI/HO/MRD/MRD-PoD-3/P/CIR/2024/6 dated January 23, 2024 regarding "Framework for Offer for Sale (OFS) of Shares to Employees through Stock Exchange Mechanism" notified by the Securities and Exchange Board of India | | |
| 7. Date of acquisition / sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable | March 19, 2024, and March 20, 2024 | | |
| 8. Equity share capital/ total voting capital of the TC before the said acquisition / sale | Number of Shares: 28,80,89,907 Amount (in ₹): 1,44,04,49,535 (Face value of ₹5 per equity share) | | |
| 9. Equity share capital/ total voting capital of the TC after the said acquisition / sale | Number of Shares: 28,80,91,213# Amount (in ₹): 1,44,04,56,065 (Face value of ₹5 per equity share) | | |
| 10. Total diluted share/ voting capital of the TC after the said sale | Number of Shares: 28,80,91,213# Amount (in ₹): 1,44,04,56,065 (Face value of ₹5 per equity share) | | |

includes 1,306 equity shares allotted pursuant to exercise of restricted stock units under Aditya Birla Sun Life AMC Ltd Employees Stock Option Scheme 2021 on March 20, 2024.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the Target company to the Stock Exchange.



(*) *Diluted share/voting capital means the total number of shares in the Target Company assuming full conversion of the outstanding convertible securities/warrants into equity shares of the Target Company.*

(**) *Includes 1,120 equity shares held by nominees on behalf of the Aditya Birla Capital Limited.*

Yours faithfully,

For and behalf of Aditya Birla Capital Limited,

Amber Gupta

Company Secretary & Compliance Officer

