



October 12, 2023

**BSE Limited**  
**Scrip code: 535755 & 961915**

**National Stock Exchange of India Limited**  
**Symbol: ABFRL**

Dear Sir/ Madam,

**Sub: Disclosure pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

In line with the Company's total commitment and Board approved limits of investment up to Rs. 500 Cr. in equity shares and up to Rs. 250 Cr. in debt / preference shares aggregating up to Rs. 750 Cr. in Aditya Birla Digital Fashion Ventures Limited ("**ABDFVL**"), its wholly owned subsidiary, the Company today has subscribed to following securities by way of subscription towards the rights issue of ABDFVL ("**ABDFVL Rights Issue**"):

- (a) 9,95,00,000 equity shares of face value Rs. 10/- each of which Rs. 5/- has been paid up aggregating to Rs. 49.75 Cr.
- (b) 25,00,00,000 7% Optionally Convertible Redeemable Preference Shares ("**OCRPS**") of Rs. 10/- each of which Rs. 1/- has been paid up aggregating to Rs. 25 Cr.

The Company has already invested Rs. 400.50 Cr. in the equity shares of ABDFVL, out of the Board approved limits as above.

Brief details in accordance with the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are annexed herewith as **Annexure A**.

The above is for your information.

Thanking you.

Sincerely,  
For **Aditya Birla Fashion and Retail Limited**

**Anil Malik**  
**President & Company Secretary**

*Encl.: As above*

**ADITYA BIRLA FASHION AND RETAIL LIMITED**

**Registered Office:**

Piramal Agastya Corporate Park, Building 'A',  
4<sup>th</sup> and 5<sup>th</sup> Floor, Unit No. 401, 403, 501, 502,  
L.B.S. Road, Kurla, Mumbai - 400 070

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**Annexure A**

Sr no	Particulars	Details																				
a)	Name of the target entity, details in brief such as size, turnover etc.	Aditya Birla Digital Fashion Ventures Limited (“ABDFVL”) is a limited Company with a turnover of Rs. 8.51 Cr as on March 31, 2023.																				
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms length”.	No. ABDFVL is Wholly Owned Subsidiary of the Company hence, the provision of Related Party Transaction under SEBI Listing Regulations, is not applicable on any further subscription of ABDFVL Rights Issue.  The Promoter/ Promoter group/ group companies have no interest in the transaction.																				
c)	Industry to which the entity being acquired belongs.	Fashion Apparel. However, this investment is by way of further subscription of ABDFVL Rights Issue of ABDFVL which is a Wholly Owned Subsidiary.																				
d)	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity).	The Company has made further investment by subscribing to ABDFVL Rights Issue to meet various funding requirements of ABDFVL.  With the current investment, ABFRL’s shareholding in ABDFVL remains unchanged at 100%.																				
e)	Brief details of any governmental or regulatory approvals required for the acquisition.	None																				
f)	Indicative time period for completion of the acquisition.	The Company’s total investment in ABDFVL Rights Issue is likely to be completed within next 6 months.																				
g)	Consideration- whether cash consideration or share swap or any other form and details of the same.	Cash																				
h)	Cost of acquisition and/or the price at which the shares are acquired.	Further investment is up to Rs. 349.50 Cr.  Below table gives details of current and further investment in ABDFVL:  <p align="right"><b>Rs. In Cr.</b></p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>Board approved limit</th> <th>Existing Invest-ment</th> <th>Further Invest-ment*</th> <th>Total</th> </tr> </thead> <tbody> <tr> <td>Equity</td> <td>500.00</td> <td>400.50</td> <td>99.50</td> <td>500.00</td> </tr> <tr> <td>OCRPS</td> <td>250.00</td> <td>Nil</td> <td>250.00</td> <td>250.00</td> </tr> <tr> <td>Total</td> <td>750.00</td> <td>400.50</td> <td>349.50</td> <td>750.00</td> </tr> </tbody> </table> <p>*Rs. 49.75 Cr. paid towards partly paid equity shares and Rs. 25 Cr. paid towards partly paid OCRPS.</p>	Particulars	Board approved limit	Existing Invest-ment	Further Invest-ment*	Total	Equity	500.00	400.50	99.50	500.00	OCRPS	250.00	Nil	250.00	250.00	Total	750.00	400.50	349.50	750.00
Particulars	Board approved limit	Existing Invest-ment	Further Invest-ment*	Total																		
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**ADITYA BIRLA****FASHION & RETAIL**

		<p>ABDFVL will continue to remain a wholly-owned subsidiary of ABFRL.</p> <p>The above transaction has been carried out in compliance with all applicable laws.</p>
i)	Percentage of shareholding/control acquired and/or number of shares acquired.	100%
j)	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	<p>ABDFVL is a wholly owned subsidiary of the Company.</p> <p>Date of Incorporation: April 11, 2022</p> <p>Turnover of Last Three years:</p> <p>FY 22-23: Rs. 8.51 Cr.</p> <p>FY 21- 22: NA</p> <p>FY 20-21: NA</p> <p>Country: India</p>

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