



**GRUH
FINANCE
LIMITED**

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SEC: 2019:
October 4, 2019

The BSE Ltd.
Phiroze Jeejeebhoy Towers,
20th Floor, Dalal Street
Mumbai – 400 001

BSE Security Code No: 511288

The National Stock Exchange of India Ltd
"Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051

Symbol : GRUH

Dear Sir,

Subject: Disclosure under Regulations 30 and 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Reg: Record Date for the purposes of the scheme of amalgamation between GRUH Finance Limited ("Company") and Bandhan Bank Limited ("Bandhan").

1. This is further to our earlier communication dated September 19, 2019 regarding approval of the Scheme of Amalgamation between the Company and Bandhan ("**Scheme**"), wherein we had informed that the Hon'ble National Company Law Tribunal, Ahmedabad Bench ("**NCLT Ahmedabad**") has passed an order on September 18, 2019, *inter alia*, sanctioning the Scheme, and our further communication dated September 20, 2019 wherein we had attached a certified copy of the said order which was received by the Company on September 20, 2019.
2. In accordance with Regulations 30 and 42 of the Listing Regulations, we wish to inform you that the meeting of the Board of Directors of the Company ("**Board**") was duly convened today, i.e. on October 4, 2019 where the Board, *inter alia*, considered/ noted/ took on record the following:
 - a. The Board took on record the sanction of the Scheme by NCLT Ahmedabad by its order dated September 18, 2019 and by the National Company Law Tribunal, Kolkata by its order dated September 27, 2019 (together the "**Orders**").
 - b. The 'Appointed Date' of the Scheme is January 1, 2019.
 - c. The 'Effective Date' of the Scheme has been fixed as October 17, 2019 when the certified true copies of the Orders shall be filed with the respective jurisdictional Registrar of Companies by the Company and Bandhan respectively.
 - d. October 17, 2019 has been fixed as the Record Date, following the effectiveness of the Scheme, for the purposes of determining the shareholders of the Company who shall be entitled to receive shares of Bandhan.
 - e. October 17, 2019 has also been fixed as the Record Date, for determining the Non-Convertible Debenture holders of the Company, pursuant to the effectiveness of the Scheme, which shall be shifted to the new International Securities Identification Numbers (ISINs) created by Bandhan, pursuant to the effectiveness of the Scheme.

~~A subsidiary of HDFC Ltd.~~

Registered Office: "GRUH", Netaji Marg, Near Mithakhali Six Roads, Ellisbridge, Ahmedabad-380 006.
Tel. : (91) (79) 2642 1671-75, 2656 0649

CIN : L65923GJ1986PLC008809 - Website : www.gruh.com



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- f. In accordance with the Scheme and pursuant to its effectiveness, Bandhan will issue and allot to those shareholders of the Company whose names would appear in the register of members of the Company on the Record Date, 568 (five hundred and sixty eight) equity shares of Rs. 10 each of Bandhan, credited as fully paid-up, for every 1,000 (one thousand) equity shares of the face value of Rs. 2/- (Rupees two) each fully paid-up held by such member in the Company.
- g. After the issuance and allotment of the equity shares by Bandhan, Bandhan will complete the necessary steps to have the equity shares listed on the BSE Limited and National Stock Exchange of India Limited.
3. This is to further inform you that pursuant to the Company's Code of Conduct in terms of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Trading Window for dealing in the securities of the Company is closed for the Directors, Promoter, Designated Employees of the Company beginning from October 1, 2019, till the Effective Date.

This is for your kind information and record.

Thanking you,

Yours sincerely,
For **GRUH FINANCE LIMITED**

MARCUS LOBO
Company Secretary

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