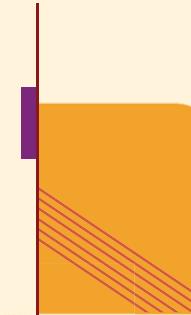




EVERY STEP, WITH  
THE CUSTOMER  
AT THE HEART



LOANS



INSURANCE



PAYMENTS



INVESTMENTS



**MR. ADITYA VIKRAM BIRLA**

We live by his values.

Integrity, Commitment, Passion, Seamlessness and Speed.

# Chairman's letter to shareholders

## Dear Shareholders,

FY25 was a study in resilience and dynamism, shaped by the push and pull of uncertainty and the powerful force of adaptive leadership. For the Aditya Birla Group, it has been a year of unprecedented growth and renewal. The Group has been an engine of big bets, moving with conviction across multiple frontiers.

We witnessed, in vivid form, the breadth, depth, and scale of our businesses, reflected in the sheer simultaneity of strategic moves. New platforms were launched and rapidly scaled—in paints, in jewellery retail, and in B2B e-commerce. At the same time, we deepened leadership in our core sectors like cement, metals, fibre, chemicals, and financial services.

Each move was consequential on its own. Together, they reflect a rare dynamism. A kind of corporate choreography. What enables it? A distinctive alchemy of capital strength, institutional talent, brand equity, sectoral expertise, and trust, carefully built over decades. It is this combination that has allowed us to move swiftly and with clarity, even amidst global uncertainty.

## GLOBAL OUTLOOK: MAKING SENSE OF AN UNCERTAIN WORLD

The global economy in 2024 proved unexpectedly steady, growing at 3.3%, only a shade below the 3.5% posted a year earlier, despite persistent noise and disruption. According to the International Monetary Fund, this resilience held firm against an unsettled backdrop of inflationary pressures, geopolitical fault lines, and fragmenting trade ties. The United States, driven by buoyant consumer and government spending, led the developed world with GDP growth of 2.8%. Yet this strength



stood in contrast to more subdued performances across Asia and Europe.

China's recovery, once a cornerstone of global momentum, remained hesitant. Sluggish consumer demand and ongoing stress in the property sector weighed heavily. In parallel, investment levels across major economies stagnated, productivity gains stalled, and public debt remained a growing concern.

Geopolitical tensions, now more durable than episodic, compounded market uncertainty. A more fragmented world economy, shaped by competing spheres of influence and rising trade friction, added further complexity.

Yet not all signals were dim. Inflation eased, dropping from 6.6% in 2023 to 5.7% in 2024, reflecting tighter monetary policy and a marked softening of supply chain disruptions.

Central banks in advanced economies began pivoting away from restrictive stances, making financial conditions more supportive, though not without caution.

Looking ahead, global growth is expected to moderate to 2.8% in 2025 before edging up to 3.0% in 2026. Much of the drag is expected from advanced economies, with their collective growth projected to slow from 1.8% to 1.4%.

Monetary easing and subsiding inflation offer some tailwinds. Still, vulnerabilities persist. Geopolitical conflict, high borrowing costs, and deteriorating trade dynamics remain formidable obstacles. Inflation is projected to fall further to 4.3% in 2025 and 3.6% in 2026, but service sector inflation remains sticky, and trade disruptions could yet spark fresh cost pressures.

## Chairman's letter to shareholders

Merchandise trade, long the engine of global growth, faces an uncertain future. New tariffs and retaliatory measures risk pulling global trade volumes into contractionary territory. Encouragingly, recent bilateral trade deals suggest that diplomacy is not entirely off the table, even as rhetoric hardens.

### **INDIA IN 2024-25: STANDING STRONG IN A FRACTURED WORLD**

India emerged as an outlier of stability and momentum in a world adrift. With projected GDP growth of 6.4–6.5%, it retained its crown as the fastest-growing major economy. The final quarter surged to 7.4%, powered by construction, manufacturing, and sustained government capital outlay.

Policy credibility, macroeconomic resilience, and diversified growth engines underpinned this performance. Consumption rebounded and exports rose. Agriculture benefitted from favourable monsoons and strong foodgrain output. Services, still India's growth mainstay, grew by 7.2%, accounting for over half of gross value added.

India's export story was particularly telling. Merchandise and services exports reached an all-time high of US\$ 824.9 billion, up 6.01% y-o-y, a feat few economies could match amid global headwinds.

Inflation, a lingering concern globally, trended down decisively. The headline rate eased to 4.6%, from 5.4% a year earlier, helped by effective supply-side interventions, softening input costs, and timely monetary policy adjustments. The Reserve Bank of India moved from tightening to a neutral stance in October 2024, then back to accommodative in April 2025.

The financial system stood firm. Balance sheets strengthened and asset quality

improved. Loan growth remained in double digits. Yields softened across government and corporate debt, reinforcing investor confidence.

India enters the new fiscal year with tailwinds intact. GDP growth is projected at 6.5%, with risks well-balanced. Consumption is expected to pick up further. Public investment will likely remain a key growth lever, while fiscal consolidation continues.

Manufacturing momentum is expected to build, supported by the Production Linked Incentive (PLI) scheme and the new National Manufacturing Mission. Infrastructure will remain a priority, buoyed by initiatives under Gati Shakti, higher allocations for affordable housing, and a renewed push under the Asset Monetisation Plan.

The external sector outlook, though exposed to global turbulence, remains cautiously optimistic. Ongoing trade negotiations and regional partnerships offer a buffer against a volatile trade landscape.

While global financial market volatility, geopolitical tensions, and trade fragmentation pose downside risks, India's sound macroeconomic fundamentals, robust financial sector, and commitment to sustainable growth position the economy to remain the fastest-growing major economy in 2025-26.

### **ADITYA BIRLA GROUP: INVESTING IN PEOPLE, LEADING WITH PURPOSE**

In an era of disruption and dynamism, the Aditya Birla Group has held firm to a foundational conviction that people are the ultimate differentiator. In FY25, this belief took on new urgency and new scale. Our investments in talent, culture, and capability were not just deepened, but future aligned.

Through the year, 13,233 professionals joined us in the management cadre

across businesses, 76% of whom were under the age of 35. This surge in Gen Z hiring marks a deliberate pivot to next-generation talent that is digital-first, agile, and ambitious. Diversity hiring accounted for 18%, reflecting our continued commitment to inclusion as a business strategy.

A robust pipeline of talent is the cornerstone of any sustainable business. Internal hiring rose to 76% at senior levels (up from 72%) and to 70% at mid- and junior levels (from 54%), reinforcing our commitment to growing from within. Among critical senior leadership roles, 67% were filled by planned successors, 19% by other internal talent, and only 14% externally. These figures reflect a healthy blend of self-reliance and fresh perspective. The engine behind this momentum is a mix of structured leadership programmes, mobility frameworks, and strong mentorship architecture.

Learning and development remained the cornerstone of our people strategy. Gyanodaya, our Leadership and Learning Centre, inaugurated a new 158,000 sq. ft. campus with cutting-edge infrastructure and immersive learning technologies. Over 6,300 learners attended programmes across future skills, leadership, and functional competencies. The Gyanodaya Virtual Campus, our digital learning platform, saw participation from 92% of our workforce, touching nearly 60,000 employees.

Our Learning Fest, a three-month Group-wide initiative, brought future-critical themes like digital transformation, data analytics, growth mindset, and inspirational leadership, to the fore. More than 10,000 employees participated, from factory floors to corporate offices, reflecting a culture where learning is universal.

Equally, we recognise that high performance must be underpinned by well-being. The Group took significant

strides in mental and physical health support this year. Awareness programmes, counselling services, and a network of trained Emotional First Aiders provided critical care to over 1,400 employees and family members. In Mumbai, 99.5% of eligible employees completed annual health check-ups. Across the Group, businesses tailored wellness initiatives to local contexts, ensuring impact with empathy.

Employee engagement levels remain among the highest in the industry. Our internal survey, *ABG Vibes 2025*, reported a 91% engagement score. 87% of employees indicated a strong intent to build long-term careers within the Group. These numbers not only exceed external benchmarks but also speak to the emotional equity we have built over time.

Our people philosophy extends beyond the workplace. Through the *A World of Opportunities Foundation*, 203 scholarships were awarded to students from underprivileged backgrounds. Over 33,000 employees contributed ₹ 6.7 crore, reflecting a deep culture of giving. Since inception, nearly 5,000 scholarships have been granted, and more than 2,000 alumni are now gainfully employed across India. Meanwhile, our *Deep Volunteering* programme enabled 250 employees to contribute directly to grassroots causes, with 16 selected for immersive NGO engagements in remote areas—living, learning, and giving back.

The year culminated with meaningful external recognition. The Aditya Birla Group was named a *Top Employer 2025* in India by the Top Employers Institute and featured among *Forbes World's Best Employers*. These accolades reaffirm our belief that our people are the key to our continued success. And in building a world of opportunities for our people, we deepen our own purpose as a Force for Good.

## YOUR COMPANY'S PERFORMANCE

In line with India's remarkable economic ascent, Aditya Birla Capital Limited ('ABCL') has significantly expanded its scale and capabilities, establishing itself as a core growth engine within the Aditya Birla Group. Guided by the strategic framework of 'One ABC, One P&L', anchored on 'One Customer', 'One Experience', and 'One Team' and leveraging the synergies of data, digital innovation, and technology, ABCL has achieved sustainable and profitable growth and delivered long-term value to its stakeholders. At over ₹ 5.11 Lakh Crore in assets under management with a consolidated lending book of ₹ 1.57 Lakh Crore, Aditya Birla Capital is truly reinforcing its position as a formidable non-bank financial services provider in the market.

As digital financial services continue to underpin the fabric of the financial sector, we envision leading the charge in reshaping the future of finance through a customer-first and digital-first approach. This vision has materialised into our all-inclusive and interoperable digital platforms like Udyog Plus and ABCD, which were designed to drive synergy across the rich and diversified Aditya Birla Group ecosystem.

In FY25, ABCL strategically divested its stake in Aditya Birla Insurance Brokers Limited, completing the sale of its entire 50.002% share to Edme Services Private Limited, a part of the Samara Capital Group, following approval from the Insurance Regulatory and Development Authority of India (IRDAI).

The Company also successfully completed the amalgamation of its wholly owned subsidiary, Aditya Birla Finance Ltd. ('ABFL'), with itself to create a unified, larger entity with enhanced financial strength and flexibility. The integration has resulted

in ABCL becoming a listed systemically important non-deposit taking NBFC and the holding company of the financial services businesses. The Board of Directors approved the appointment of Ms. Vishakha Mulye as the Managing Director & CEO, and Mr. Rakesh Singh as the Executive Director and CEO (NBFC) of the amalgamated entity, subject to regulatory and other requisite approvals.

Today, ABCL stands at a pivotal juncture, where ambition, innovation and performance converge to script a strong, sustainable, transformative future. This is as much true for India, as it is for the Aditya Birla Group. The combined strength of ABCL's diversified financial products and services positions it to accelerate growth, drive financial inclusion, and contribute significantly to India's vast economic growth opportunities.

## CONCLUSION

I have long believed that the stronger we grow, the greater the impact we create. Growth, for us, is a force multiplier. It compels us to widen the aperture—to think more boldly about the difference we can make. It energises us to leverage our scale, resources, and leadership to deliver disproportionately better outcomes for all our stakeholders—employees, consumers, partners, investors, and society at large.

This dynamic interplay, of purpose and performance, underpinned by our proven ability to synthesise capital, talent, and ideas, is what will shape a truly transformative future. And through this journey, we will continue to demonstrate, with quiet conviction, the enduring power of business as a force for good.

**Kumar Mangalam Birla**

Chairman,  
Aditya Birla Group

# Managing Director & CEO's letter to shareholders



## Dear Shareholders,

It is my privilege to present the 18<sup>th</sup> Annual Report of your Company.

India is entering a new phase of economic strength. Despite global macroeconomic uncertainties, the country has emerged as one of the fastest-growing major economies. FY25 witnessed sustained domestic demand, healthy credit growth, and robust performance across manufacturing and services sectors. India's long-term growth story remains intact, firmly anchored in its structural advantages of a young and aspirational demography, accelerating digital and financial inclusion, and a policy environment focused on infrastructure, innovation, and ease of doing business.

At the heart of this economic rise lies the rapid evolution of India's financial services sector, driven by changing customer preferences, a dynamic regulatory framework, and technological advancement.

Over the past few years, NBFCs have emerged as key contributors to India's financial ecosystem, gaining significant traction through innovative products and services that address the increasing demand for credit across diverse segments including MSME, retail and corporate. Backed by an increase in urbanisation, higher affordability, and preference for home ownership, the mortgage space is also witnessing strong growth in affordable and premium segments. Similarly, the insurance sector is expanding steadily, with increased focus on health and protection products. The government's mission of 'Insurance for All by 2047' is expected to further boost this momentum. The Indian mutual fund industry has also witnessed exceptional growth, with record inflows through SIPs that reflects rising investor awareness, trust, and confidence in capital markets.

The Reserve Bank of India's pro-growth policy measures have fostered an enabling environment for calibrated credit expansion, further strengthening macroeconomic stability and liquidity. As India progresses towards its goal of becoming a US\$5 trillion economy, the financial sector will play a central role in mobilising capital, democratising financial access, and shaping a more inclusive, resilient, and future-ready economy.

As the financial landscape evolves, so does your Company.

### **Aditya Birla Capital Limited**

('ABCL'/'ABC'/'your Company') is a key player in the non-banking financial domain, offering a comprehensive range of financial services, including loans, investments, insurance, and payments, to help customers fulfil their financial goals and aspirations across their life stages.

The past three years have been a period of transformation and consolidation for your Company, demonstrating its strength as One ABC. It has made significant progress in redefining its strategic roadmap, reimagining its business model, and strengthening capabilities in data, digital, and technology. Your Company remains committed to its mission of simplifying finance and serving customers better through an omnichannel framework. Guided by its focus on One Customer, One Experience, and One Team, Aditya Birla Capital has built a franchise marked by strong growth and profitability.

FY25 was yet another transformational year for your Company. It delivered strong and steady performance across businesses and significantly accelerated its digital transformation agenda. Prudent risk management practices continued to form the bedrock of this approach which enabled your Company

to protect capital and deliver risk-calibrated, sustainable returns despite various headwinds during the year.



**The strength of your Company's performance reflects not only the progress it is making in executing its strategy but also growing investor confidence and deeper recognition of the long-term value, it is building for all stakeholders."**

### THE YEAR THAT WAS

I am pleased to share that your Company delivered strong operating performance across its business segments.

- The consolidated operating profit grew by 19% y-o-y to ₹ 5,475 Crore. The consolidated profit after tax, excluding one off items, grew by 8% y-o-y to ₹ 3,142 Crore in FY25. Overall revenue grew by 20% y-o-y to ₹ 47,369 Crore in FY25.
- Our NBFC business achieved an AUM growth of 20% y-o-y to ₹ 1,26,351 Crore. Profit before tax grew 12% y-o-y to ₹ 3,360 Crore. For the full year, it delivered a healthy RoA of 2.27%. Portfolio quality continues to remain robust with Gross Stage 2 & 3 declining 71 bps y-o-y to 3.78% as of March 2025. We also strengthened

our retail and SME products, underwriting, sales, and distribution teams to drive momentum going forward.

- Our Housing Finance business continued to grow rapidly as a full-stack franchise focusing on both prime and affordable segments. Its AUM grew by 69% y-o-y to more than ₹ 31,000 Crore crossing a monthly disbursement run rate of ₹ 2,000 Crore in March 2025. Credit quality in the HFC portfolio was among the best-in-class, with Stage 3 loans declining 116 bps y-o-y to 0.66%. The RoA was 1.46% and RoE was 11.03% in FY25.
- In our AMC business, the quarterly average domestic AUM increased by 15% y-o-y to ₹ 3.82 Lakh Crore and profit before tax grew by 23% y-o-y to ₹ 1,245 Crore in FY25.
- Our life insurance business, now in its 25<sup>th</sup> year of operation continued to be the fastest-growing player with 34% y-o-y growth to ₹ 4,115 Crore in individual first year premium in FY25. Group New Business premium grew by 23% y-o-y to ₹ 5,586 Crore in FY25. Growth was strong across bancassurance and proprietary channels. Its absolute net VNB grew by 17% y-o-y to ₹ 818 Crore with a Net VNB margin of 18% in FY25. The AUM of our life insurance business crossed ₹ 1 Lakh Crore in April 2025.
- Our health insurance business continued to be fastest-growing Standalone Health Insurance (SAHI) with a differentiated 'Health-First' approach. Its Gross Written Premium (GWP) grew by 33% y-o-y to ₹ 4,940 Crore. Market share among SAHI

players increased by 140 bps year-on-year to 12.6% and combined ratio improved from 110% to 105% in FY25. It was also one of the fastest SAHI player to achieve break-even with the fastest-growing player.

### STRATEGIC ENDEAVOURS

Guided by an ambition to position Aditya Birla Capital for sustained growth and long-term success, your Company took significant strategic initiatives to strengthen and simplify its businesses.

**Amalgamation of Aditya Birla Finance Limited ('ABFL') with ABCL** - In March 2024, your Company announced the Scheme of Amalgamation of its wholly owned subsidiary, Aditya Birla Finance Limited, with itself to fulfil its objective of simplifying the corporate structure, enhancing stakeholder value, increasing operational efficiency, and improving financial stability.

I am happy to share that the amalgamation process has been successfully completed, following the requisite approvals from shareholders, creditors, and other statutory and regulatory bodies. As per the Scheme of Amalgamation, the entire business of ABFL including its people, assets, liabilities, and operations has been seamlessly transferred and integrated into ABCL.

Your Company continues to hold investments in its existing subsidiary and associate businesses, including housing finance, asset management, health and life insurance, and other financial services. This marks a significant milestone for your Company as it enhances its strength and agility as a unified, larger operating NBFC.

## Managing Director &amp; CEO's letter to shareholders

“

**With a simplified corporate structure, ABCL now has better access to capital to drive operational synergies, long-term growth, and enhanced value creation.”**

**Stake Sale of Aditya Birla Insurance Brokers Limited ('ABIBL')** - In line with its strategic objective of streamlining operations and focusing on core areas with higher growth potential, your Company completed the sale of its entire 50.002% stake in ABIBL to Edme Services Private Limited, a part of the Samara Capital Group in August 2024. The transaction was completed following approval from the Insurance Regulatory and Development Authority of India (IRDAI).

## OMNI-CHANNEL ARCHITECTURE

Our consistent commitment to digital reinvention and reimagining customer experiences is reflected in our omni-channel architecture, which provides customers with complete flexibility to choose their preferred channel and interact with us seamlessly across website, app, branches and Virtual Engagement Channel (VRCs). This approach has been fundamental to fostering our customer engagement strategy and driving our mission of simplifying finance and '*making it as simple as ABCD*'.

Over the past year, AI has emerged as a powerful transformative force, unlocking new avenues for growth and

innovation. It has enabled companies to streamline processes, improve risk management, enhance operational efficiency and deliver highly-personalised and relevant experiences at scale. Your Company has consistently remained at the forefront of innovation and was recognised among Microsoft's Top 50 First Movers in Gen AI for leveraging this technology to improve customer engagement, reduce operational costs, and enhance sales productivity across businesses.

To further its mission of simplifying finance and making it easily accessible to consumers across the country, your Company went live on the Open Network for Digital Commerce (ONDC) platform to enable services in lending, health insurance, and mutual fund investments. This integration has allowed various Buyer Apps on the ONDC Network to seamlessly offer Aditya Birla Capital's diverse financial products directly to their users. This initiative reinforces your Company's commitment to leveraging India's Digital Public Infrastructure (DPI) to democratise access to financial products in underserved markets and promote financial inclusion.

Some of the key pillars of our customer engagement strategy are:

**ABCD - D2C Platform:** Launched about a year ago, the ABCD D2C platform offers a comprehensive portfolio of more than 25 product and service categories, including loans, investments, insurance and payments to help customers fulfil their diverse financial needs. The platform has witnessed a robust response with about 5.5 million customer acquisitions as of April 30, 2025. With an aim of adding 30 million new users by FY27, the platform is progressing well.

**Udyog Plus - B2B Platform:** Our comprehensive B2B platform for the MSME sector, Udyog Plus offers a seamless, paperless digital journey for business loans, supply chain financing, and other value-added services. It has grown significantly with over 2.3 million registrations and an AUM of approx. ₹ 3,500 Crore, as of March 31, 2025. Udyog Plus contributed about 21% of the disbursements in unsecured business loans in the NBFC business. The ABG ecosystem contributed about 50% of the disbursements on Udyog Plus.

**ABC Stellar - B2D Platform:** Designed especially for our distributor community, ABC Stellar is a productivity companion for our 200,000+ distributors and channel partners. To simplify their engagements and help them serve our customers better, we launched the ABC Stellar B2D Platform in January 2025. The platform empowers our distributor force to seamlessly onboard customers, manage leads, access training resources, track performance, commissions, rewards, recognitions and much more, all in one place.

**Aditya Birla Capital Service Platform:** As part of our continued efforts towards service excellence and helping customers avail our services seamlessly, we integrated our service offerings into the all-new Aditya Birla Capital Service Platform. Built on a modular, unified servicing infrastructure, the platform features a consistent UI/UX across businesses and simplified login using a single phone number. With over 100 services covering 90% of service interactions, personalised recommendations, real-time assistance, and interoperability across the ABCD D2C platform, customers can access support via chat, call, email, or AI-driven assistance.

**ABML Elevate App:** We also launched Elevate, the all-new mobile app from Aditya Birla Money Limited to deliver a secure, seamless and superior trading and investment experience to customers. Powered by advanced technology, Elevate offers faster rate updates, swift order execution and expert recommendations from our in-house research teams.

Alongside our digital-first approach, we have strategically expanded our physical presence focusing on capturing white spaces and driving penetration into tier 3 and tier 4 markets and new customer segments. As of March-end, your Company had a total of 1,623 pan-India branches across businesses, including 956 co-located branches spanning 253 locations.

### A FOUNDATION OF TRUST, INNOVATION AND EXCELLENCE



We have been on an extraordinary journey of collective progress, built on a strong foundation of trust, innovation, and excellence."

This journey has been made possible by the dedication, passion, and commitment of our people, who consistently push boundaries to achieve new benchmarks and turn every goal into a milestone, every aspiration into reality.

While we have achieved significant milestones, we are determined to do even more. We are committed to realise

the full potential of your Company and to accelerate its momentum going forward.

Our distinctive culture has been instrumental in consistently delivering on our commitments. As we chart the next phase of growth, we redefine our cultural blueprint as the **I'M ABC Culture**. This cultural framework is designed to sharpen our competitive edge, strengthen our ability to generate sustainable value for stakeholders, and help us stay resilient, agile, and future-ready.

### WAY FORWARD

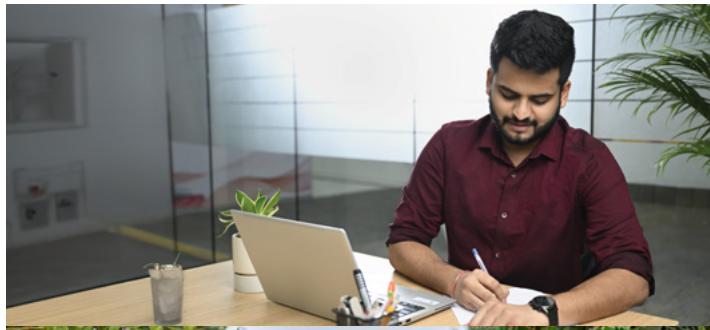
With all the building blocks in place and significant market opportunities ahead, your Company is focused on leveraging its strengths to scale new heights. Looking ahead, our priorities are clear- to build on the momentum of the past three years, capitalise on our diversified business model, and harness digital capabilities to simplify finance and better serve our customers.

I am deeply grateful to our shareholders for their continued trust in our growth strategy. I also extend my sincere thanks to our Chairman and the Board of Directors for their invaluable guidance and support, as well as to our customers, regulators, and partners for their faith and confidence in us. I express my deepest appreciation to all ABCL employees and their families for their dedication and constant support, which have helped drive the franchise forward and pave the way for a brighter, more promising future for your Company.

Regards,

**Vishakha Mulye**

Managing Director & Chief Executive Officer (Designate),  
Aditya Birla Capital Limited



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Learn more about us at  
[www.adityabirlacapital.com](http://www.adityabirlacapital.com)



## Key highlights of FY25

**₹5,11,260 Cr**  
AUM<sup>1</sup>

+ 17%

**₹1,57,404 Cr**  
Consolidated Lending Book<sup>2</sup>

+ 27%

**₹47,369 cr**  
Consolidated Revenue<sup>3,4</sup>

+ 20%

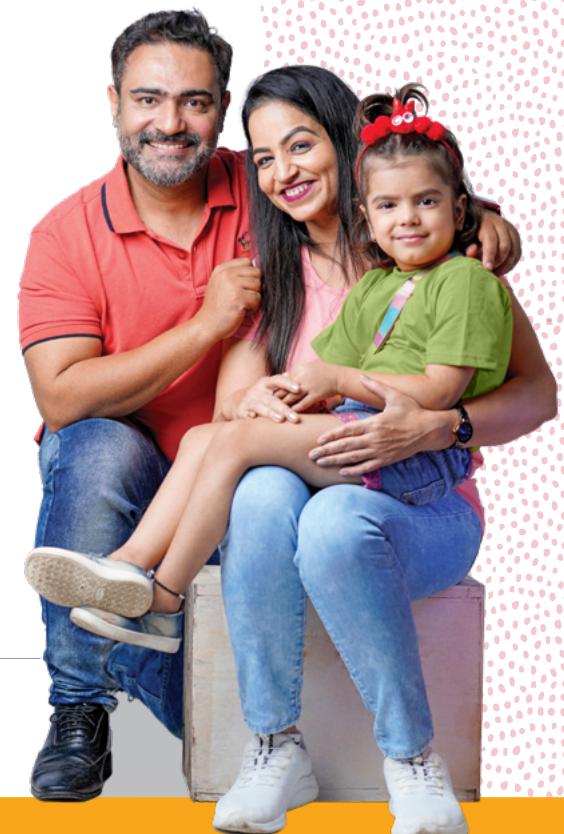
**₹25,579 cr**  
Gross Insurance Premium<sup>5</sup>

+ 22%

**₹3,142 Crore**  
Consolidated PAT<sup>3</sup>

+ 8%

**1,623**  
Branches



+ y-o-y growth

1. Asset under management of AMC, Life and Health Insurance
2. Lending book of Non-Bank Finance Company and Housing Finance Company
3. Excluding one-off items
4. Consolidated segment revenue; for Ind AS statutory reporting purpose Asset management, wellness business and health insurance (from 21<sup>st</sup> October, 2022) are not consolidated and included under equity accounting
5. For Life and Health Insurance

## About Aditya Birla Capital

# Financial solutions for every customer

**Aditya Birla Capital is one of India's leading, diversified financial services companies. With a wide range of offerings covering loans, investments, insurance and payments, we have curated a full spectrum of financial solutions for our customers. Through our omnichannel architecture we provide seamless transacting experience to our customers and give them complete flexibility to choose their channel of interaction.**

## Core values



Integrity

Seamlessness

Commitment

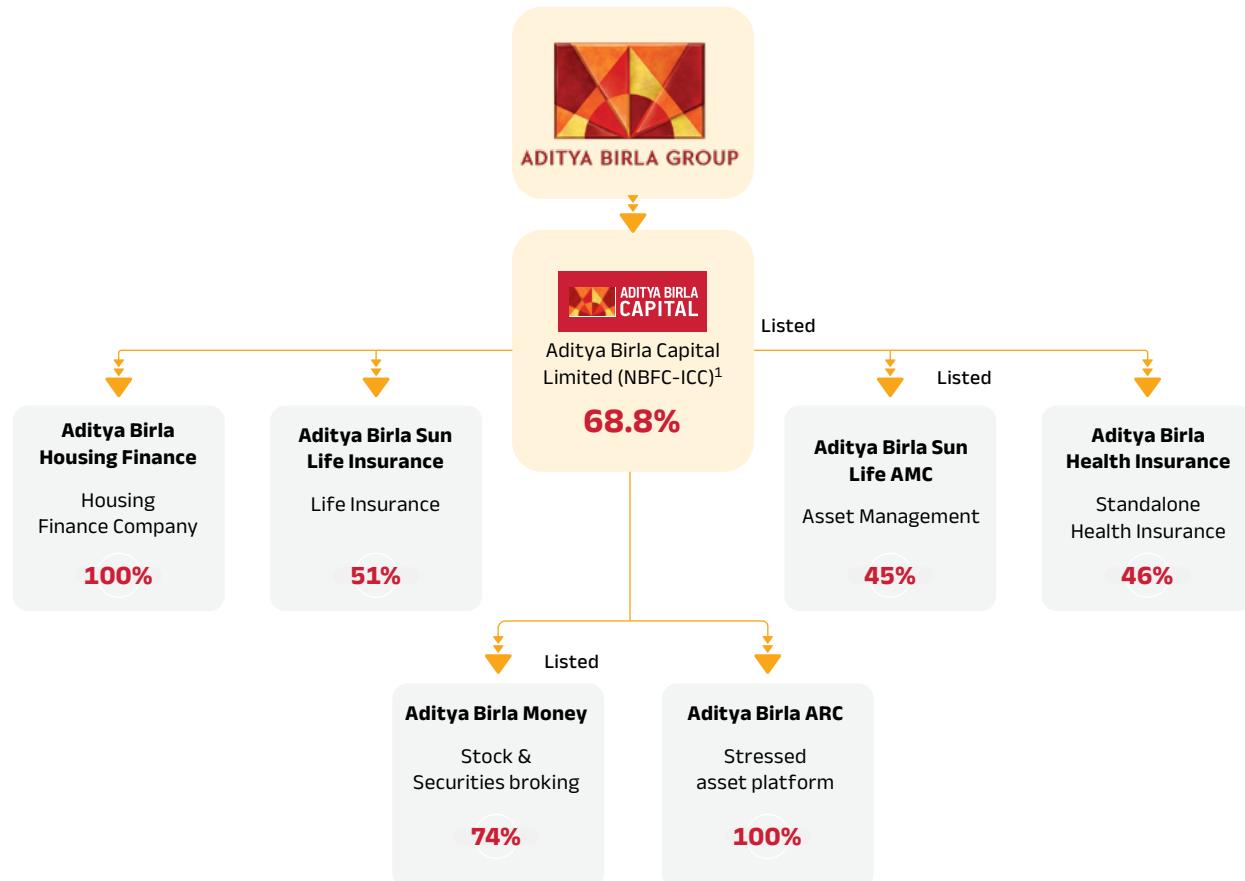
Speed

Passion

## Parentage

The Aditya Birla Group is a **US\$66 Billion** global conglomerate with presence in diverse sectors ranging from metals, chemicals, financial services, cement, fashion, paint and textiles. With a legacy of over a century of business excellence, the Group employs over **1,87,000** employees from **100** nationalities.

## Corporate structure



## Key strengths



Strong brand name & Parentage resonating Trust



Seamless access to debt and equity capital



Large growth opportunities within the ABC and extended ABG ecosystem

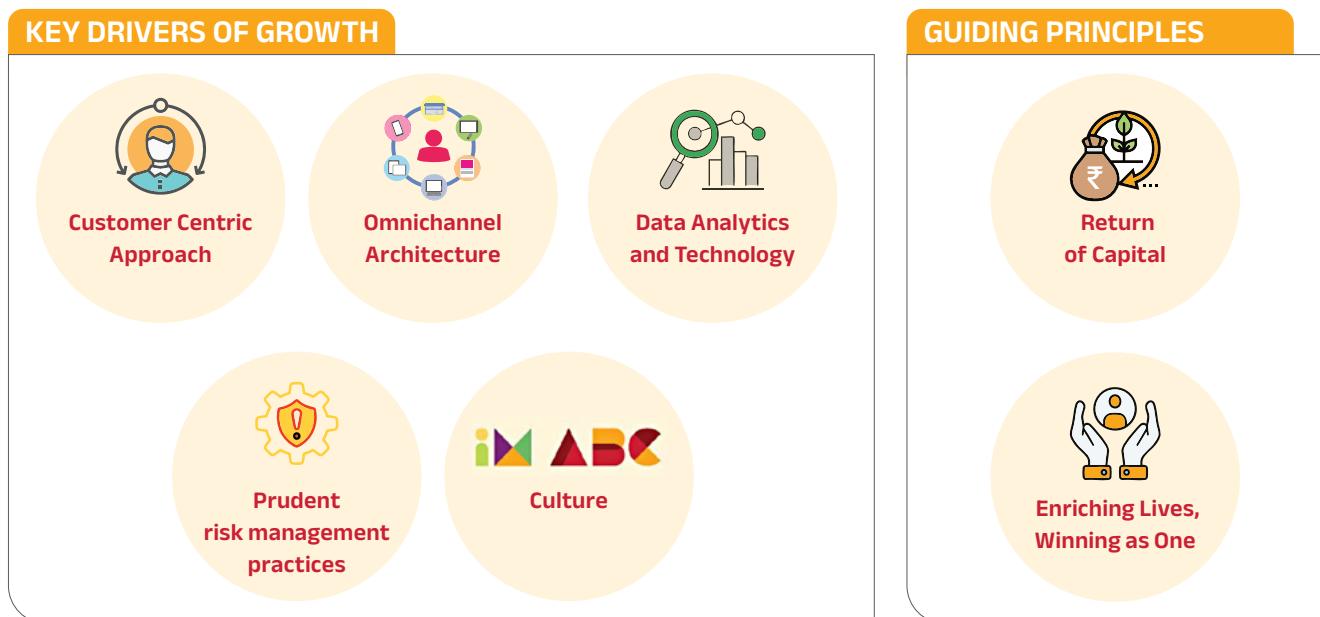


Wide range of financial products (loans, investments, insurance and payments)

## Our strategic approach

# Driving quality and profitable growth

**At Aditya Birla Capital, we focus on driving quality and profitable growth by leveraging data, digital and technology. Our customer centric approach enables us to provide simple and holistic financial solutions in a seamless way. Prudent risk management practices form the bedrock of our approach which has enabled us to protect capital.**



### CUSTOMER CENTRIC APPROACH

We have ~37.5 Million customers as of 31<sup>st</sup> March, 2025. We follow a **customer centric approach** to meet evolving

needs of our customers by curating personalised solutions, simplifying onboarding and service delivery and re-orienting our process to make them more agile. We have products and services to meet financial requirements

of customer at every life stage across loans, insurance, investments and payments. Our aim is to build trust with our customers for long-term value creation, and thereby increase our share of the business opportunity.



## OMNICHANNEL ARCHITECTURE

Our **omnichannel architecture** for distribution provides customers complete flexibility to choose their channel of interaction with us across branches, digital platforms and channel partners.

## BRANCH

Over the past three years we have significantly expanded and realigned our branch distribution model to enable our customers to meet their financial goals. We had 1,623 branches across business as of 31<sup>st</sup> March, 2025 and about 60% of our branches are co-located at more than 250 locations.

## ROBUST AND AGILE DIGITAL PLATFORMS

Our comprehensive B2B platform for MSMEs, Udyog Plus and D2C platform, ABCD and B2D platform Stellar, enable seamless customer onboarding, provide end-to-end digital journeys, personalised solutions and value-added services and enable data driven cross sell and upsell.

Our D2C platform, **ABCD** went live in April 2024. It offers a comprehensive portfolio of more than 25 products and services across payments, loans, insurance, and investments and helps customers to fulfil their financial needs. It is guided by a Maximum Viable Product (MVP) approach. It also introduced new offerings of DigiGold Gifting, Family Health Scan and Digi Gold SIP. My Track feature allows users

## ABCD APP- D2C PLATFORM

### Payments

- UPI
- BBPS
- Rupay CC on UPI
- UPI Lite \***
- UPI International
- Hello UPI \***
- Credit Line on UPI \***

### Invest

- Stocks
- Mutual Funds
- Digital Gold
- Digital Silver \***
- Deposits
- Tax Filing \***

### Insure

- Life Insurance
- Health Insurance
- Motor Insurance
- Pocket Insurance \***
- Travel Insurance \***

### Support

- Omnichannel from Day 1
- GenAI-enabled Chatbot
- Intelligent Search

### My Track

- Credit Track
- Portfolio Track
- Health Track
- Spends Track
- Rewards Track \***
- Vehicle Track \***

### Loans

- Personal Loans
- Home Loans
- Business Loans
- Gold Loan \***
- Loan Against Mutual Funds \***

New products launched in FY25 \*

**5.5 Mn**  
Customers

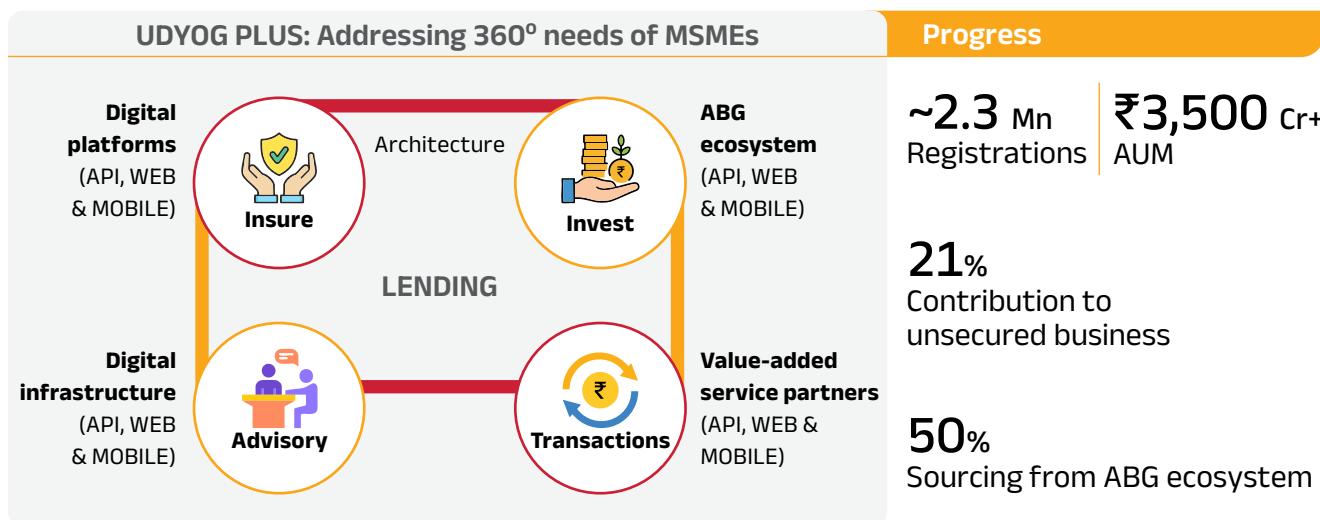
**2.3 Mn**  
VPAs created

**25+**  
Product categories

to track their financial health, credit scores, spending patterns and provides them AI-powered support at every step of their journey. ABCD has witnessed a robust response with about 5.5 Million customer acquisitions till date. We are seeing strong traction in payments with more than 2.3 Million VPAs created till date. Our platform boasts a user-friendly design, demystifying financial concepts. Our motto behind the design

of UI and UX of the app has been 'Everything Finance as simple as ABCD'. ABCD has been awarded the Fintech Solution of the Year under 'Best in Class User Friendly Interface' category at Global Fintech Festival 2024. With a goal of adding 30 Million new users by FY27, the platform is progressing well in both scale and efficiency.

## Our strategic approach



Our **Udyog Plus** platform offers a seamless, paperless digital journey for business loans, supply chain financing, and other value-added services. It has

been integrated with various private and government ecommerce websites through OCEN to provide credit facilities to sellers on these website. We are also

tapping into the vast ABG ecosystem by integrating Udyog Plus with various entities to provide channel financing to dealers.

**ABC Stellar: B2D platform**

The screenshot shows the ABC Stellar mobile application interface. At the top, it displays a user profile ("Hi, Manoj Singh! 🙌") and a search bar ("Search for projects, applications and more"). Below this is a "Performance Overview" section with metrics: ABSLI FYP- Individual Yearly ₹39.19L, ABSLI Active Customers Yearly 66, and MF AU Yearly ₹13.5. The main screen features a "Digital Campaign Management" section with icons for "Digital Campaign", "Content Library", "Prospect Tracker", and "Activity Analytics". At the bottom, there is a "Quick Access" section with icons for "Service", "Calculator", "Sales", and "Knowledge".

**Unified distributor experience**

**Increase distributor engagements**

**Enhance productivity and cross-sell for ABC**

**Empowering our distributors**

**Seamless onboarding**

- Both DIY and assisted journey to onboard the distributor.
- Interchangeable journey for ease of onboarding

**Lead and activity management for distributors**

- Propensity scoring for faster conversion and generate instant PASA offers
- Nudges and suggestion playbook for effective engagements
- End-to-end sales funnel visibility to optimise lead nurturing to sales closure

**Digital office and marketing tools**

- Marketing and campaign management tools enhancing prospect conversion.
- Co-branded collateral with social media marketing
- Personalised microsite to enhance distributors' digital presence

**One view of business KPI and earning**

- Consolidated business and earning dashboards for ease of visibility
- Intuitive and gamified dashboard for rewards and benefits

During FY25, we launched our **B2D platform, Stellar**. It empowers our distributor force to seamlessly onboard customers, manage leads, access training resources, track performance, commissions, rewards and recognitions

and much more – all in one place. This platform will be immensely valuable in helping our distributors enhance productivity and deepen customer engagement across businesses.

## DISTRIBUTORS

We have more than 200,000 channel partners across various lines of our business and we deeply value the vital role that they play in distributing our products.



## DATA ANALYTICS AND TECHNOLOGY

We leverage **data analytics and technology** as the foundation for informed decision-making which have led to paperless and end-to-end digital journeys across several

products. Pre-approved offers across product segments leverage the digital capabilities for delivering right-sized offerings in an easy and seamless manner. About 37% of individual FYP in life insurance business was through pre-approved sum assured (PASA) in FY25. We extensively use generative artificial intelligence, and voice tech to

enhance our productivity. We have made significant investments in data lakes, data warehouses and integration with various data sources and applications. We are focused on designing comprehensive decision science frameworks in all functional areas like Sales, Product, Credit, Operations, Risk, and HR.



## PRUDENT RISK MANAGEMENT PRACTICES

**Prudent risk management practices** form the bedrock of our approach which enables us to pursue growth while protecting capital. The Risk Appetite and Enterprise Risk Management framework

articulates our risk appetite and drills it down into a limit framework for various risk categories. Given the early warning signals and challenges in the operating and macro environment since September 2023, we had calibrated our sourcing from certain digital partners and reduced our exposure to smaller ticket size personal, consumer and unsecured MSME loans. This approach

has held us in good stead. Our portfolio quality continues to remain robust with credit cost in the NBFC business improving by 19 bps y-o-y to 1.50% in FY25. NBFC Gross Stage 2 and 3 loans declined by 71 bps y-o-y to 3.78% as of 31<sup>st</sup> March, 2025. HFC gross stage 2 and 3 loans decreased by 152 bps y-o-y to 1.39%.



## CULTURE

The I'm ABC DNA framework of shared values and behavioural codes that guide how we think, act, and lead. This culture fosters integrity and strong governance, embraces a digital-first mindset, and encourages accountability, ownership, and collaboration. It also reflects our commitment to empathy, sensitivity, and a steadfast Customer-First approach.

- I Integrity & Governance
- M Mindset - Digital
- A Accountability & Ownership
- B Be Collaborative & Sensitive
- C Customer First

## OUR GUIDING PRINCIPLES

Our approach is guided by the core principles of '**Return of Capital**' which emphasises that the need to protect capital is paramount and '**Enriching Lives, Winning as One**'. We enrich lives through our comprehensive suite of financial solutions empowering individuals and businesses to

transcend their goals and aspirations. However, our commitment to enriching lives extends far beyond financial services. We recognise our responsibility to contribute to a better world by addressing social and environmental challenges and uplifting communities. We work together

with a shared purpose and vision in pursuit of sustainable success. We foster a culture of shared success, where individual achievements are celebrated as collective triumphs. This ethos inspires excellence, integrity, and a perpetual commitment to improvement within our organisation.

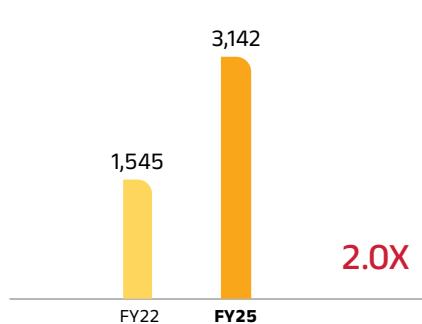
## Key performance indicators

# Sustained growth momentum

**FY25 was a year of strong execution across businesses. We delivered record profitability, scaled our digital platforms and strengthened the quality of our portfolio while remaining firmly focused on delivering value to our stakeholders.**

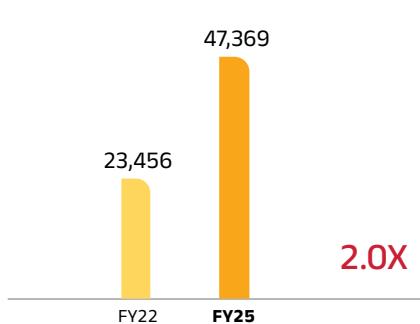
### Consolidated PAT<sup>1</sup>

(₹ in Cr)



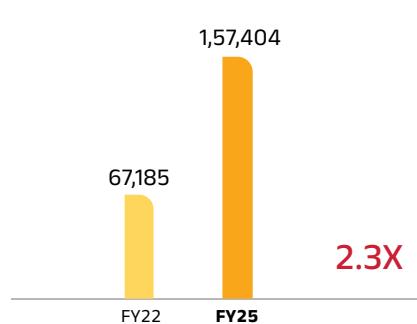
### Consolidated revenue<sup>2</sup>

(₹ in Cr)



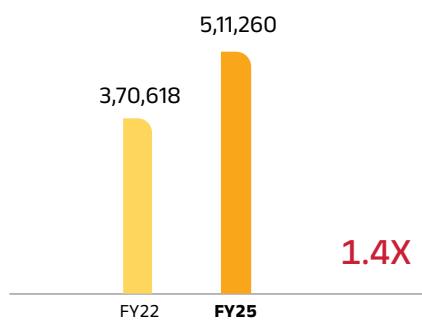
### Lending book<sup>3</sup>

(₹ in Cr)



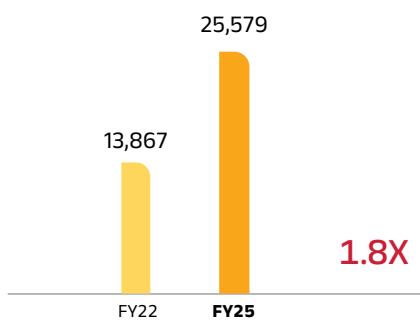
### Assets under management<sup>4</sup>

(₹ in Cr)



### Gross premium<sup>5</sup>

(₹ in Cr)



1. Excluding one-off items

2. Consolidated segment revenue; for Ind AS statutory reporting purpose Asset management, wellness business and health insurance (from October 21, 2022) are not consolidated and are included under equity accounting

3. Lending book of Non Bank Finance Company and Housing Finance Company

4. Asset under management of AMC, Life and Health Insurance

5. For Life and Health Insurance



## Business performance: NBFC

**AAA rated and among the top 5 diversified NBFCs with a portfolio of ₹ 1.26 trillion**



### PERFORMANCE HIGHLIGHTS

Healthy AUM growth of **20% y-o-y** in FY25

~ **68%** of AUM comprises of retail & SME loans

Robust asset quality with **GS2+GS3** declining **71 bps y-o-y** to **3.78%**

**74%** portfolio is secured

Healthy provision coverage ratio of **45.0%**

Credit cost improved **19 bps** to **1.31%**

### KPIs

**449**  
Branches



**30.8%**  
Cost-to-income

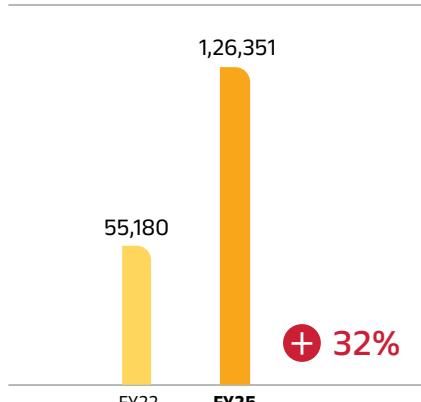


**2.27%**  
RoA

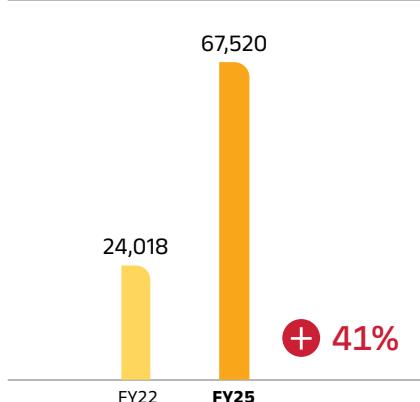


## KEY FINANCIAL HIGHLIGHTS (₹ CRORE)

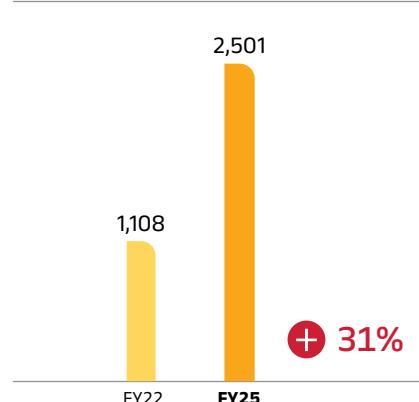
### AUM



### Disbursements



### PAT



## KEY FOCUS AREAS

- Drive growth across all segments with improving share of retail and MSME segments
- Leverage our proprietary digital platforms ABCD App and Udyog Plus platform and invest in branches to further improve share of direct sourcing
- Operating leverage to play out from investments in emerging locations

- Maintain prudent risk management practices with focus on return of capital

## OUTLOOK

- Grow the overall portfolio by CAGR of 25% over the next three years driven by retail and MSME loans
- RoA to expand gradually mainly driven by expansion in margins, improvement in productivity and the change in the product mix



## Business performance: Housing finance

**AAA rated and full stack player with presence across prime and affordable segments and construction finance**



### PERFORMANCE HIGHLIGHTS

Delivered strong growth of **69% y-o-y** in AUM and **109% y-o-y** in disbursements

**Third-largest** private HFC in terms of incremental growth

**~13%** of retail disbursements from ABG/ABC ecosystem

Robust asset quality with GS3 ratio of **0.33%** and PCR of **55%**

**92% AUM** with CIBIL **700+** and **NTC**

Built significant capacity in **technology, digital, people** and **distribution**

### KPIs

**175**  
Branches



**1.46%**  
RoA

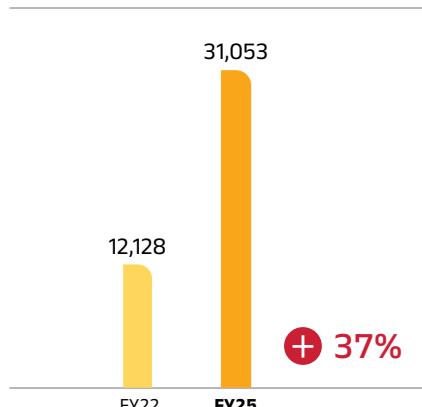


**11.03%**  
RoE

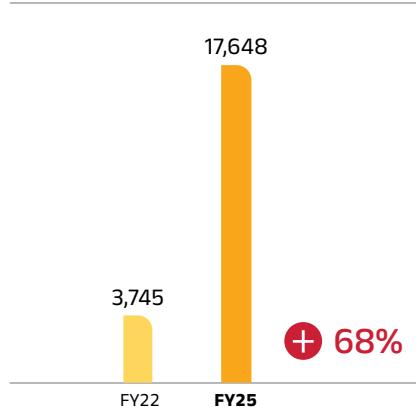


## KEY FINANCIAL HIGHLIGHTS (₹ CRORE)

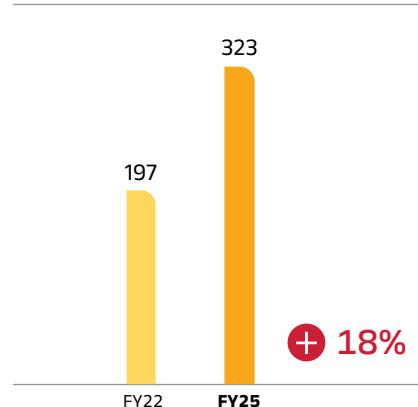
### AUM



### Disbursements



### PAT



## KEY FOCUS AREAS

- Accelerate growth in prime and affordable segments, growth to be augmented by ABG/ABC ecosystem
- Leverage digital capabilities for seamless customer onboarding and servicing
- Significant reduction in TAT, increased face time with customers
- To be the most preferred choice of our customer

## OUTLOOK

- We have made significant investments in distribution, data, digital and emerging technologies to sustain the growth momentum in the future and continue gaining market share.
- As the portfolio scales up further, we expect operating leverage to kick in and RoA to improve significantly. Our aim is to achieve an RoA to 2.0%-2.2% in the next eight to ten quarters.



## Business performance: Asset management

Leading non-bank AMC with AUM of ₹ 3.81 Trillion



### PERFORMANCE HIGHLIGHTS

Mutual fund average AUM grew by **15% y-o-y** in Q4 FY25

**31% y-o-y** growth in operating profit to **₹ 944 Crore** in FY25

**27** lakh folios added during FY25 and **1 Crore+** folios as of 31<sup>st</sup> March, 2025

Passive AUM increased by **20% y-o-y** to **₹ 34,694 Crore** as of 31<sup>st</sup> March, 2025

Positive momentum in net sales driven by improved **investment performance** and **strong engagements**

### KPIs

**₹1,69,065 Cr**  
Equity AUM



**44.3%**  
Equity mix

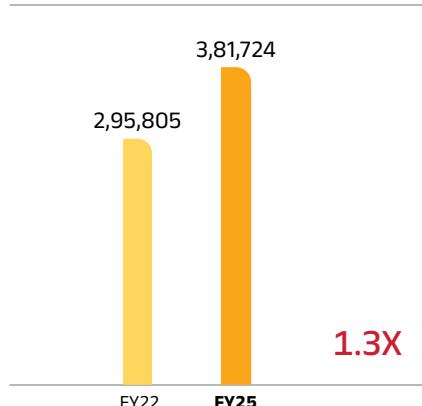


**₹931 Cr**  
PAT

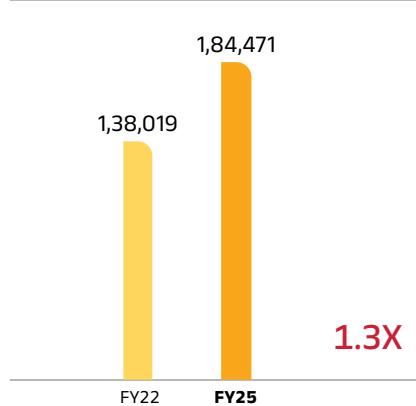


## KEY FINANCIAL HIGHLIGHTS (₹ CRORE)

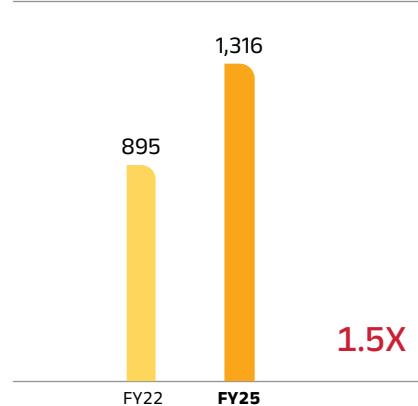
### MF QAAUM



### Individual MAAUM



### SIP flows

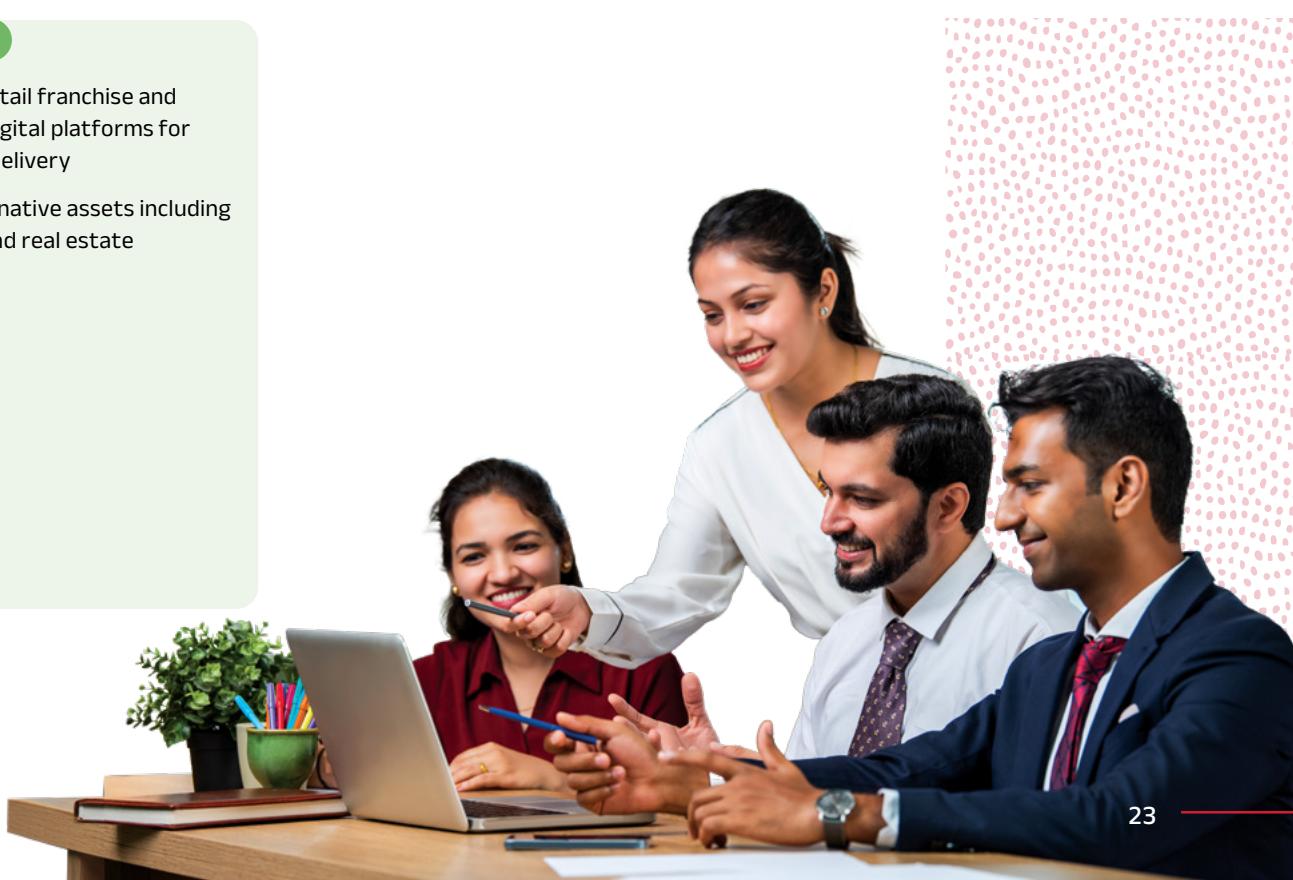


## KEY FOCUS AREAS

- Direct/HNI Channel to provide incremental growth
- Drive SIP flows
- New product launches in equity and fixed income AIF and scale up existing PMS portfolios
- Leverage One ABC locations to increase reach and contribution from cross sell and up sell

## OUTLOOK

- Scale up retail franchise and leverage digital platforms for seamless delivery
- Grow alternative assets including AIF, PMS and real estate



## Business performance: Life insurance

Leading private life insurer with total premium of ₹ 20,639 Crore in FY25



### PERFORMANCE HIGHLIGHTS

Fastest growing life insurer with an individual first year premium growth of **34% y-o-y** in FY25

Market share in individual FYP increased by **68 bps** to **4.8%** in FY25

Group new business premium grew by **23% y-o-y** and market share increased by **112 bps** to **8.4%** in FY25

Continue to be in the top quartile in the industry in terms of **13<sup>th</sup>** and **61<sup>st</sup>** month persistency

**17% y-o-y** growth in net VNB to ₹ **818 Crore**

Net **VNB** margin of **18%** in FY25

### KPIs

**12**  
Banca tie-ups



₹ **13,812 Cr**  
Embedded value

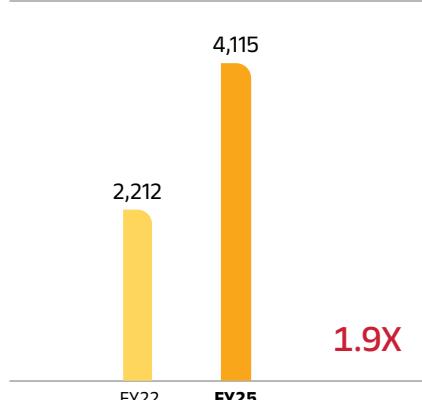


**19.2%**  
RoEV

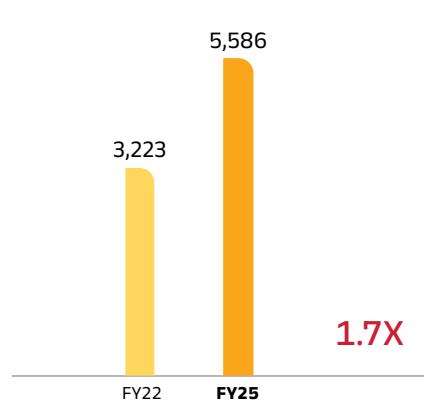


## KEY FINANCIAL HIGHLIGHTS (₹ CRORE)

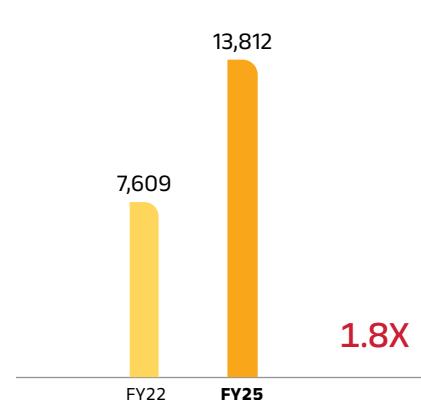
### Individual FYP



### Group new business premium



### Embedded value



### KEY FOCUS AREAS

- Grow traditional products including protection in retail segment
- Focus on growing credit life in group segment
- Focus on increasing the share of proprietary business and increase agency capacity to drive growth
- Leverage cross-sell in ABC via analytics

### OUTLOOK

- Grow the individual FYP by a CAGR 20%-25% over the next three years
- Expand the VNB margin to over 18% and double our absolute VNB in three years.



## Business performance: Health insurance

Fastest growing SAHI with a Unique 'Health First' incentivising wellness model.



### PERFORMANCE HIGHLIGHTS

Fastest-growing standalone health insurer  
with GWP growth of **33% y-o-y**

Market share of **12.6%** in  
FY25 ( $\uparrow$  **140 bps** over FY22)

Combined ratio of  
**105%** in FY25

**Achieved breakeven in FY25**

### KPIs

**19**  
Banca tieups



**225+**  
Own branches

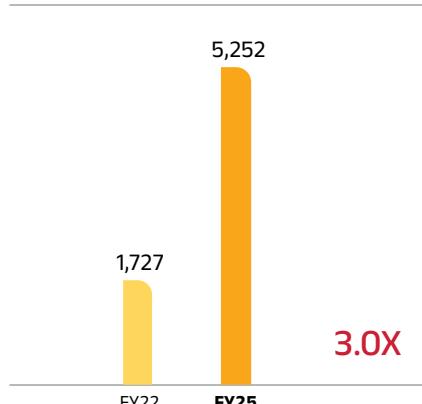


**12,500+**  
Network hospitals

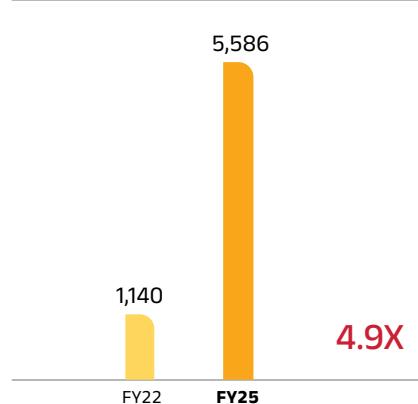


## KEY FINANCIAL HIGHLIGHTS (₹ CRORE)

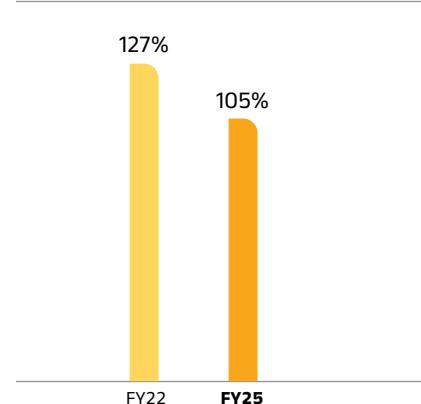
### Total GWP



### Retail GWP



### Combined ratio



## KEY FOCUS AREAS

- Leverage unique 'Health First' model for better risk selection and risk pool management
- Diversify distribution covering conventional and digital platforms
- Utilise data analytics and digital capabilities for hyper-personalised engagement at scale

## OUTLOOK

- Continue to grow business driven by differentiated Health First' model and gain market share
- But for the change in regulatory guidelines, would have achieved a combined ratio of 100% in FY26
- Endeavour still remains to achieve a combined ratio of 100% at the earliest



## OUR TOP CAMPAIGNS OF 2024-25



### India, Ab Hadh Kar De – Olympics Campaign

As the official sponsor of Team India's Olympic contingent, Aditya Birla Capital launched "India, Ab Hadh Kar De" with a bold, clutter-breaking film that celebrated national pride and ambition. The multi-phase campaign was amplified through a full-scale media blitz across JioCinema, YouTube, airports, in-flight branding, metro trains, innovative print, out-of-home advertising, and social media. Athlete stories, a digital 'Cheer for India' contest, and on-ground activations added momentum and kept engagement levels high. The campaign seamlessly tied ABC's offerings to a larger narrative of ambition, fuelled by the collective spirit of supporting Team India.



### Paisa Hai Power

With "Paisa Hai Power," Aditya Birla Capital redefined money from just a means to an enabler of dreams. The film featured a middle-aged couple in an anti-gravity flight, symbolizing the freedom that smart financial planning brings. Through a fresh visual narrative, poetic storytelling, and integrated media amplification including Shark Tank India Season 4 on connected TV, contextual L Bands on Budget Day across CNBC and other leading news channels, the campaign delivered a powerful message. The right financial plan empowers you to live life your way.



### Boodhe Hoke Kya Banoge

With Boodhe Hoke Kya Banoge, we reimaged retirement not as an end but as a bold new beginning. Inspired by the childhood question "Bade hoke kya banoge?", we invited grown-ups to dream again after the age of 60. Through heartfelt stories, inspiring role models, and creative executions from AI-powered billboards and large format outdoor displays to metro stations, bus shelters, animated digital creatives, and regional print ads, the message was everywhere. The campaign also extended beyond screens with on-ground activations at malls and bank branches. It encouraged people to prepare not just financially but emotionally for a fulfilling second innings to reinforce that retirement is not a pause it's a play, all over again.

Aditya Birla Sun Life  
Insurance Company Ltd.





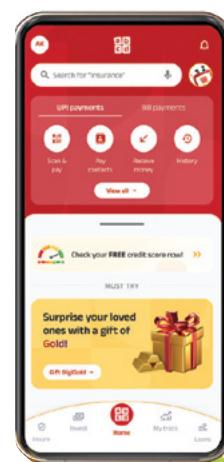
The Sabse Important Plan SIP campaign educated investors about the power of systematic investment plans in turning life goals into reality. With relatable stories tailored for millennials, the campaign showcased how disciplined investing can help fund dreams such as starting a business or traveling the world. It adopted an integrated strategy across television and digital media, featuring innovative executions on connected TV. The message was clear. SIPs should be the foundation of every financial plan.

Aditya Birla Sun Life  
Mutual Fund



To drive awareness and adoption of the ABCD app, we launched an always-on digital campaign built around the idea of "Everything Finance As Simple As ABCD." Supported by television and print during high-impact periods, the campaign increased brand visibility at the Global Fintech Fest through strategic out-of-home placements across key touchpoints, ensuring strong recall. It positioned Aditya Birla Capital Digital as the preferred destination for all financial needs.

Aditya Birla Capital  
Digital Ltd.



Aditya Birla Housing Finance Limited launched its first-ever campaign titled A Happy Home Loan, highlighting its role as a partner in the emotional journey of homeownership. With a vibrant brand film, joyful music, and relatable narratives, the focus moved from product features to heartfelt emotion. The digital-led campaign used a multi-channel mix of online platforms and digital public relations to connect with today's consumers who seek relationships over transactions. It demonstrated the impact of storytelling grounded in real insight to build both brand love and measurable results.

Aditya Birla Housing  
Finance Ltd.



## Awards and recognition

# Recognised for excellence

**During the year, the Company and its Subsidiaries earned prestigious accolades in various areas including Business and Operational Excellence, Digital Transformation, Human Resources Practices, Communication and Marketing. These awards are a testament to our commitment to excellence and innovation.**

## Business and Operational Excellence

### ABCL

**Asia Pacific's High-growth Companies**  
Financial Times-Statista Global Ranking 2025

**World's Most Trustworthy Companies**  
Newsweek-Statista Global Ranking 2024

### ABFL

**Best NBFC in Credit Administration**  
India Credit Risk Summit & Awards 2025

**Best Investment Research Company in India**  
Asiamoney and the Euromoney Private Banking Awards 2024

### ABSLI

**Emerging Life Insurer for Overall Achievement**  
ASSOCHAM Global Insurance Summit & Awards 2024

**Top Rank in Best Life Insurer Rankings**  
Ranked by Fortune India 2024

### ABSLAMC

**Best Investor Education Initiative**  
Asia Asset Management Best of the Best Awards 2025

**Best Asset Management Company (30 years)**  
Asia Asset Management Best of the Best Awards 2025

**Best MF House**  
Nivesh Manthan Awards 2024

### ABHI

**Best Healthcare Brand of the Year**  
ET Now Best Healthcare Brand Awards 2024

**Best Martech Initiatives – Activ Health App, DHA & Marketing Automation Platform**  
Financial Express Brand Wagon Martech Awards 2024

**Amiable Insurer & Swift & Prompt Insurer**

ET Now Insurance Summit & Awards 2024

**Highest Growth Standalone Health Insurer & Moment of Truth**  
ASSOCHAM Global Insurance Summit & Awards 2024

**Best Governed Company**  
24<sup>th</sup> ICSI National Awards

## Human Resources Practices

**Excellence in Health and Wellness Initiatives & Culture of Continuous Learning**  
ET Human Capital Awards 2025



## Digital Transformation and Technology Innovation

### **ABCL**

#### **Best NBFC in Innovation**

Business Today - KPMG Best Banks and NBFC Awards 2024

#### **Ecosystem Initiative of the Year – Infinite Program**

The Asian Banker Award 2024

#### **Best Brands of 2024**

ET Edge 2024

#### **Top 50 First Movers in Gen AI**

Microsoft

#### **Futech Award – Conversational AI & Analytics**

Financial Express

#### **Celent Model Bank Award & SKOCH Award**

Generative AI

### **ABFL**

#### **Best Operations Team of the Year**

India NBFC Summit & Awards 2024

#### **Best MSME Digital Platform – Udyog Plus**

Bharat NBFC & Fintech Awards

### **ABCD**

#### **Best-in-class User-friendly Interface – Mobile App**

GFF 2024

#### **Best Innovation in Payments**

Bharat NBFC & Fintech Summit & Awards 2024

### **ABSLAMC**

#### **Effective Use of AI, Data Analytics & Machine Learning**

IDMA Awards and ACEF Global Customer Engagement Summit 2024

### **ABSLI**

#### **Best Use of Data Analytics – Anishchit Index Report**

ET Kaleido Awards 2025

## Marketing and Communication

### **ABCL**

#### **Best Use of PR across Categories**

Afaqs Communicon 2025

Campaign India PR Awards 2025

ET Brand Equity DigiPlus Awards 2024

Exchange4media Indian Marketing Awards 2024

#### **Marketing Campaigns - Across Categories**

Prime-Time Awards and Neons OOH Awards 2025

ET Brand Equity Brand Disruption and DigiPlus Awards 2024

Exchange4media's Indian Marketing Awards 2024

### **ABSLI**

#### **Marketing Campaigns across Categories**

Exchange4media Indian Marketing Awards 2024

Brand Equity Trendies Awards 2024

OOH Phoenix Awards

### **ABHI**

#### **DHA & Activ One Campaigns**

ET Brand Equity DigiPlus Awards & SKOCH Awards 2024

Planet

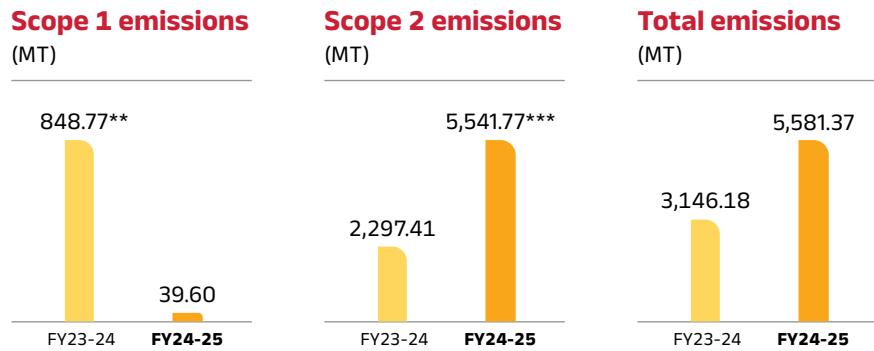
## Committed to a sustainable future

**Our sustainability strategy is founded on our commitment to protecting the environment, mitigating climate change and preserving natural resources. We recognise that environmental degradation directly impacts the well-being of our communities. We are, therefore, determined to proactively manage these risks and implement environmentally responsible practices.**



## ENERGY CONSERVATION AND EMISSION MANAGEMENT

Our energy efficiency approach is both people-driven and operational. On one hand, we motivate our employees to adopt energy-conscious habits, such as optimising the use of lighting, heating and cooling systems. On the other hand, we incorporate energy efficiency into the fabric of our operations through thoughtful design and sustainable practices. A clear example of this is the widespread installation of LED lighting across our offices, significantly reducing our electricity consumption. In line with this, ABCL and its subsidiaries continue to lower their annual carbon emissions by embracing renewable energy solutions and advancing energy-saving initiatives throughout their operations.



\*The disclosures made above are for selected ABC Group offices as follows – 3 Corporate offices and 16 of its largest branches, which collectively account for approximately 35% of the pan India carpet area.

\*\*FY24 data includes refrigerant refilling figures.

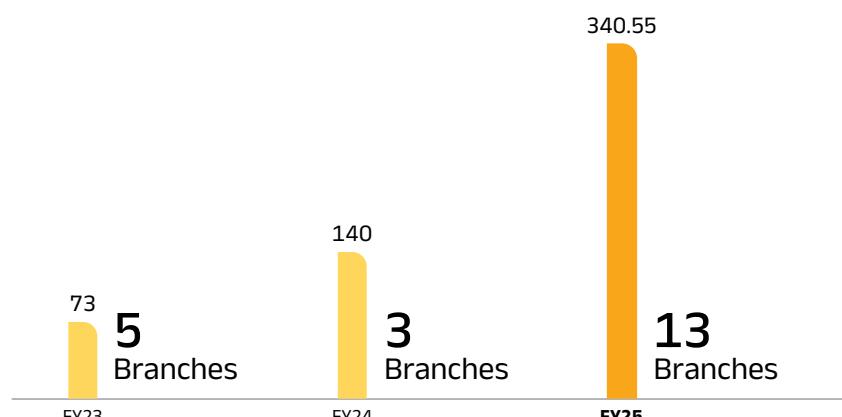
\*\*\*The increase in Scope 2 emissions in FY25 is due to business expansion leading to opening new offices PAN India.



## RENEWABLE ENERGY CONSUMPTION

As part of our ongoing transition to cleaner energy, we have begun sourcing Green Power for two of our largest offices in Mumbai and Thane, resulting in a significant reduction in carbon emissions. Complementing this initiative, we are steadily expanding the use of solar energy by investing in solar panel installations across multiple branches. These efforts reflect our strong commitment to renewable energy adoption and our broader goal of building a more sustainable and low-carbon future.

## Solar Panel capacity increase across years (KW)



## Planet

### APGC SYSTEM

We have adopted innovative technologies to enhance energy efficiency across our facilities. One such initiative is the installation of the Auto Power Generated and Conserved (APGC) system in urinals, replacing the older battery-operated sensors. This smart solution generates the power needed for automatic flushing through the flushing mechanism itself, eliminating the need for external power sources. Additionally, we have upgraded our air conditioning systems to newer, energy-efficient models, which have contributed to substantial energy cost savings while supporting our commitment to sustainability.



### WASTE MANAGEMENT

Effective waste management and reduction are essential across all industries, and we are committed to minimising our waste footprint through reuse and recycling. We partnered with ViaGreen to support our waste management and recycling efforts. ViaGreen bridges the gap between corporate sustainability initiatives and local waste collectors or small waste

entrepreneurs. For the waste collected, ViaGreen offers Swachh Bharat Points (SBP), which can be redeemed for eco-friendly office supplies made from recycled materials, contributions to charitable initiatives, tree plantation activities or cash. Additionally, ABCL and its subsidiaries follow established procedures for the responsible disposal of electronic waste, in full compliance with relevant regulations.

#### Waste collected and recycled in FY25 (Quantity in kgs)

	Paper/Tissue	Cardboard	Plastic	Metal	Glass	Total
FY25	13,389	9,015	1,013	339	8	23,764
FY24	22,678.05	5220.4	912	843	78	29,731.45
FY23	45,331	7,047.3	1,027.5	424.45	73	53,903.25
FY22	9291	5629	2072	976	78	18045

Aditya Birla Capital Limited (ABCL) is the first Company within the Aditya Birla Group to adopt the recycling of sanitary pads, in partnership with PadCare, the only menstrual hygiene management company that recycles used pads using their patented 'PadCareX' technology. Initially launched at the Mumbai office, this initiative has now been extended to eight additional branches. Through this collaboration, ABCL promotes a sustainable solution for menstrual waste management, thereby reducing landfill burden and avoiding the environmental hazards of incineration.

**2,140 kgs**  
Total E-waste recycled in FY25

**24,366 kg**  
Total dry waste recycled in FY25

**70.83 MtCO<sub>2</sub>**  
GHG emission avoided FY25

**51,891**  
Pads collected

**25,946 litres**  
Litres of landfill waste saved

**2,776 kg**  
Carbon equivalent conserved

At our Mumbai and Thane office, we have implemented a comprehensive organic waste management initiative focused on composting food waste generated from the cafeteria. The property team oversees the process using an advanced Organic Waste Composting (OWC) machine, which efficiently converts biodegradable waste into valuable compost. This sustainable approach not only helps reduce the amount of waste

sent to landfills but also minimises greenhouse gas emissions associated with organic waste disposal.

**37.13 Mt**  
Wet waste to compost



#### **WATER MANAGEMENT**

With the increasing impacts of climate change leading to environmental challenges, India is confronting a severe freshwater shortage. At ABCL, we are dedicated to responsible water management by minimising water usage and promoting recycling efforts. Our offices at GCorp and Indiabulls utilise Sewage Treatment Plants (STPs) to

treat wastewater, which is then reused for flushing toilets and watering plants, reducing dependence on fresh water sources. Across all our head offices, we have installed water-efficient aerators in common areas. These devices maintain the water pressure while reducing the flow rate, resulting in up to 50% reduction in water consumption.

#### **WASH Pledge**

Furthering our commitment to water, sanitation and hygiene, ABCL and its subsidiaries have signed the World Business Council for Sustainable Development's (WBCSD) WASH Pledge. It ensures that all employees have access to safe and hygienic water and sanitation facilities at work.

**1.2 (96%)**  
WASH pledge

## People

# Nurturing an agile talent pool

**ABCL is powered by the strategy of 'One ABC. One P&L', operating as a unified entity to drive quality and profitable growth by leveraging data, digital technologies and unified customer experience. In line with our operating model of One Customer, One Team, and One Experience, our 'I'M ABC DNA' has been codified as the cultural anchor that will help us achieve our strategic objectives. It creates a shared understanding of desired behaviours and ways of working among employees to achieve business goals and objectives. It also plays an integral role in key decisions ranging from hiring to career progression.**

### THE 6 PILLARS OF THE 'I'M ABC DNA' ARE:

-  Integrity & Governance
-  Mindset - Digital
-  Accountability & Ownership
-  Be Collaborative & Sensitive
-  Customer First





## TALENT MANAGEMENT, SUCCESSION PLANNING AND LEADERSHIP DEVELOPMENT

Our talent management strategy is anchored around building a future-ready leadership bench and ensuring a strong succession pipeline for critical roles. We remain committed to identifying high-potential talent and accelerating their career through comprehensive development interventions and exposures. With a blend of development opportunities including mentoring, structured

leadership journey programmes, and role movements, we ensure that high-potential talent is groomed to take on significantly larger roles in accelerated timeframes. 100% High-Potential employees across levels have undergone detailed assessment centres as part of their development journey.

## YOUNG TALENT MANAGEMENT AND CAMPUS OUTREACH

In line with our strategic commitment to building a future-ready talent pipeline, we significantly scaled our

engagement with top academic institutions in 2024–25. Through a nationwide campus outreach across 40+ premier institutes, we onboarded 480 young professionals into our flagship early-career programmes - including the Management Trainee, Finance Leadership, Sales Leadership, Graduate Engineer Trainee, and Summer Internship programmes.

**60,187**  
Employee headcount  
as on 31st March 2025

**84%**  
Gen Y and Z

**33%**  
Women

## People

### LEARNING AND DEVELOPMENT: EMPOWERING GROWTH THROUGH A HOLISTIC LEARNING ECOSYSTEM

We believe, continuous learning is key to individual and organisational success and our initiatives support employees at every stage of their career, from foundational Front-Line Seller programmes to advanced High-Potential Leadership development.

We leverage a flexible, pick-and-mix approach and our in-house learning platforms offer an extensive portfolio of self-selected modules that enable employees to drive their own learning journey.



To serve our geographically dispersed workforce, we deliver a blend of physical and digital formats.



#### Physical learning initiatives:

- Behavioural and Leadership Training via ABC University reaches over 10,000 employees
- Functional and Induction Training covers 41,000+ employees
- Talent programmes like LTDP and YTDP engage over 500 high-potential employees



#### Digital learning platforms:

- The ABCapital Learning App provides functional, product and compliance training
- The AI-powered Gyanodaya Virtual Campus (GVC) offers 25,000+ personalised micro-learning modules
- Over **36,000** employees completed **200,000+** e-learning courses



#### Generative AI-based learning:

- Business simulations provide real-time experiential learning
- GenAI Role-Plays analyse learner videos to offer feedback on sales skills and body language. It has seen 56% adoption within our workforce
- The GenAI Bot 'Succedo', is powered by ChatGPT 4.0
- Truth Checker delivers instant sales support in 14 Indian languages to over 17,600 active users



#### Recognition and awards

- Our learning-first culture has earned industry wide recognition.
- Awarded for '**Leading Practices in Learning & Development**' at the PeopleFirst HR Excellence Awards 2024
  - Received the Silver Award for '**Excellence in Fostering a Culture of Continuous Learning and Upskilling**' at The Economic Times HR Awards 2025



## Learning Fest 2024

In August 2024, we participated in the Learning Fest, under the theme '**Embrace the Future**', focusing on upskilling for tomorrow's opportunities.

The ONE ABC Mashaal travelled to **139 cities** and **666 branches**

**36,000+**  
Employees participated

**18,000+**  
Logins on the ABCapital Learning App

**12,000+**  
Hits on gamified learning content

## DIVERSITY, EQUITY & INCLUSION

Our continuous focus on inclusive practices have earned us numerous accolades. ABC has been honoured as one of the '**Best Companies for Women in India (2024)**' by Avtar for the **fourth consecutive year**. We have also received the **Benchmark Practices for Employee Well-being Award** at the SPARK Annual Leadership & Coaching Summit 2024.



## Communities

# Supporting inclusive growth

We continue to engage in a wide range of initiatives spanning healthcare, education, women empowerment and sustainable livelihood to make a meaningful difference to lives. Today, more than 70% of our CSR beneficiaries are women, reflecting our continuous commitment to build a more inclusive and equitable future.





### The changing face of women

To reflect on how far we have come, we draw on the words of Henry Wadsworth Longfellow:

"For it is the fate of a woman Long to be patient and silent, To wait like a ghost that is speechless, Till some questioning voice Dissolves the spell of its silence."

Today, women in India and across the world have found that voice and it continues to grow stronger.

We are witnessing significant shifts in women's representation and empowerment, both globally and within India. The Government of India has been deeply invested in this transformation for over a decade and corporates too are recognising the value women bring to the table - from creativity and resilience to empathetic leadership.

In FY25, women held leadership positions in over 10% of Fortune 500 companies. In India, women representation on Boards reached 18%, with over 40% of companies appointing more than one woman Director- going beyond mandated thresholds.

We believe it is time to challenge stereotypes, shift cultural narratives and actively support women's advancement. Men must become allies in this transformation, rejecting outdated roles, addressing unconscious bias and sharing the responsibility to enable change. At the societal level, we must encourage young girls to pursue STEM education and remove limiting beliefs from early conditioning.

As a global organisation operating in 41 countries with 187,000 employees representing 100 nationalities, at the Aditya Birla Group we are deeply committed to this agenda. Our approach is comprehensive - we are working to enhance women's participation across operations. Today, over 200 women hold senior and top leadership positions across the Group.

Through immersive workshops, manager sensitisation, and digital learning programmes, we continue to foster a mindset of inclusion. Our aspiration is to become a benchmark for gender equity - not just in numbers, but in the culture we shape.

The Government of India's continued investment in education,

financial inclusion, healthcare and entrepreneurship for women is also playing a vital role in shaping a more equitable society. With over 8.59 Lakh registered women-led MSMEs, women have the potential to add over 18% to India's GDP.

**"As our Honourable Prime Minister, Shri Narendra Modi, aptly stated, global development is not possible without women's participation. We carry this message forward with purpose."**

**Mrs. Rajashree Birla**

Chairperson

Aditya Birla Centre for Community Initiatives and Rural Development

## Communities

### OUR COMMITMENT TO INCLUSIVE DEVELOPMENT

The Aditya Birla Capital Foundation (ABCF) is the CSR arm of Aditya Birla Capital Limited and its subsidiaries/JVs. It has been established to lead our developmental and social impact initiatives. The Foundation is mentored by Mrs. Rajashree Birla, Chairperson, The Aditya Birla Centre for Community Initiatives and Rural Development. Its Board of Directors includes Ms. Vishakha Mulye, MD & CEO (Designate), Aditya Birla Capital Limited, Mr. Subhro Bhaduri, CHRO, Aditya Birla Capital Limited and Dr. Pragnya Ram, Group Executive President and Group Head, CSR, Legacy Documentation & Archives.

ABCF is committed to inclusive growth. Our work is guided by the Aditya Birla Group's CSR vision:

**"To actively contribute to the social and economic development of the communities in which we operate and beyond. In doing so, we build a better, sustainable way of life for the weaker, marginalised sections of society and enrich lives, being a force for good."**

In alignment with the **United Nations Sustainable Development Goals (UN SDGs)**, we remain focused on lifting the burden of poverty for underserved populations and fostering inclusive development. The philosophy of giving and caring remains deeply embedded in the DNA of Aditya Birla Capital.

### OUR CSR FRAMEWORK IS BUILT ON FOUR KEY PILLARS:



We collaborate with reputed NGOs, District and Block Development Officers, government agencies, and domain experts (as permitted under CSR rules) to implement our social programmes. The community remains our key stakeholder, and our partners, with their deep understanding of local contexts, ensure efficient and impactful execution under our oversight.

Aligned with our strategic vision, we place special emphasis on promoting **women-centric initiatives** through a **comprehensive lifecycle approach**.

All our CSR programmes are implemented under the following broad thematic areas:



**Healthcare**



**Education**



**Livelihood and Women Empowerment**

**730,430**  
Beneficiaries

**12**  
States in India covered

**72%**  
Women beneficiaries

**40**  
Project implementing partners

**₹65.51 crore**  
Total CSR spend in FY25



# Healthcare



## PROMOTING HEALTHY LIVES

Healthcare remains a core focus of our CSR initiatives. Through our initiatives, we engaged in projects centred around:

- Comprehensive maternal and child healthcare
- Promoting health care including preventive healthcare measures like anaemia control, mobile health clinics, mental health
- Teleconsultation services
- Health infrastructure development
- Cancer care, cochlear implant and support for congenital heart diseases etc.

**4,44,221**  
Beneficiaries in FY25

**67%**  
Women beneficiaries

## MEDICAL FACILITIES FOR MARGINALISED

To provide doorstep primary healthcare, we have deployed 10 Mobile Medical Units (MMU). In addition, over 42,022 schoolgirls underwent haemoglobin testing as part of our anaemia prevention initiative. These girls also received iron-folic acid tablets, sanitary napkins and attended awareness sessions, leading to better health outcomes and positive behavioural change.



## MATERNAL AND CHILD CARE

As part of our maternal and child health initiatives, women and children from underserved communities across Tamil Nadu, Odisha, Maharashtra, Karnataka and Rajasthan benefitted from enhanced prenatal and postnatal care, immunisation and nutrition support.

**37,891**  
Mothers benefitted

**79,421**  
Children received care



**1,69,315**  
Patients reached through  
MMUs

**Haemoglobin tests**  
**42,022**  
Girls

## Communities

### CANCER CARE

Through our cancer care initiatives we continued to focus on curative and preventive interventions including timely diagnostic services, treatment support and hospital navigation services. We also arranged HPV vaccination camps for young women to protect them against cervical cancer.

**3,292**  
Patients benefitted

**7,627**  
Girls/Women received HPV vaccination

**Critical cancer care facilities were also developed in Lucknow and Navi Mumbai.**

**King George Medical University, Lucknow:** A Bone Marrow Transplant (BMT) Unit is in the process of being set up to provide advanced care to both adult and paediatric patients with life-threatening haematological disorders. The unit is expected to become a leading referral centre for the state, significantly enhancing access to cancer care.

**Navi Mumbai Municipal Hospital, Nerul:** A comprehensive cancer care programme was launched, including a 10-bedded day-care OPD ward with chemotherapy and advanced treatment facilities. To support early detection, 25 Urban Health Centres were equipped with cancer screening capabilities. A dedicated cancer registry was established to improve treatment planning and research. Additionally, a fully equipped Microbiology Laboratory was set up to support infection control and epidemiological research.



### PRIMARY HEALTHCARE

To strengthen access to quality health service, we supported the Primary Health Centres in Rajasthan with infrastructure upgrade and medical equipments.

Our mental health programme addressed mind matters and wellness of the mind along with the stigma attached to the affliction. Counselling, one-on-one sessions and focusing on mental health, are constituents to bring about a mindset change.

**78**  
Primary health centres strengthened

### OTHER INITIATIVES

**65+**  
Congenital heart surgeries for children

**24**  
Cochlear implants for hearing-impaired children





# Education



## PROVIDING OPPORTUNITY FOR QUALITY EDUCATION

We continued our efforts to improve access to quality education, with a particular focus on girls. In partnership with NGOs, our initiatives are designed to foster inclusive learning environment, infrastructure upgrade and promotion of life skill for students and capacity building of teachers.

### Our educational interventions focused on:

- Strengthening early childhood care and education in Anganwadi centres and government schools
- Enhancing digital and physical infrastructure
- Providing scholarships and financial aid
- Promoting financial literacy
- Building teacher capacity



**1,44,157**  
Beneficiaries in FY25

**66%**  
Girls

## SUPPORT FOR ANGANWADI CENTRES

To enhance Early Childhood service delivery, Anganwadi centres in Muzaffarpur, Bihar -an aspirational district, was strengthened, fostering child-friendly and conducive learning environment.

**226**  
Anganwadi centres upgraded

**6,773**  
Students benefitted



## Communities

### BRIDGING THE LEARNING GAP

In Thane district, Maharashtra, students from grades 6-10 participated in hands-on science experiments through 4 Mobile Science Labs, designed to promote curiosity and critical thinking.

We also supported different schools across Maharashtra, Uttar Pradesh and Rajasthan with provision for drinking water, sanitation structures and desks and benches. It has increased school attendance and resulted in better student engagement in classrooms.

Moreover, meritorious students from underprivileged backgrounds received financial assistance for professional courses such as MBBS, BTech and Nursing. This included **550 tribal girls** from Amravati, Wardha, and Nagpur districts.



**22,329**

Students availed science-based classes

Infrastructure of

**98**

schools improved

**43,300**

Students benefitted from school upgradation

**2,224**

Students received financial assistance





# Women Empowerment and Sustainable Livelihood



We continued to engage in sustainable livelihood generation projects for rural communities, particularly targeting the well-being and financial independence of women. Our programmes spanned across Madhya Pradesh, Rajasthan, Karnataka, Odisha, Assam, Manipur and Jharkhand.

## Our interventions focused on:

- Institution and capacity building of women-led Self-Help Groups and Farmer Producer Companies
- Entrepreneurship and financial literacy
- Integrated natural resource planning
- Land and water management
- Agri-infrastructure development including solar lighting, agri-drones, water body rejuvenation, and agroforestry

**142,052**  
Beneficiaries

## Livelihood training

Women farmers in Madhya Pradesh and Rajasthan were supported through training in crop productivity, sustainable practices, market linkages, water and soil conservation. It has significantly enhanced their standard of living.

**65,793**  
Beneficiaries

## Financial Literacy

In rural Bengaluru and Haveri, Karnataka our mobile vans reached the doorstep of women from economically disadvantaged backgrounds to provide



training on financial literacy and entrepreneurship. We also supported women to help them formalise business endeavours and increase market access.

**19,376**  
Beneficiaries

## Livestock-based livelihood

In Jharkhand, tribal women from vulnerable groups were supported with goat-rearing programmes. It helped to create sustainable income streams for these women.

**598**  
Women supported

## Training for women entrepreneurs

We provided women entrepreneurs training and essential materials like protective gears, clothing and bee boxes to start a sustainable beekeeping

business. We also extended our support to

women-led startups across India and empowered them with training and support for running successful businesses.

**100**  
Women supported for beekeeping business

**19**  
Women-led start-ups supported

## Vocational training

We provided vocational training to young women and helped them take up jobs in Account Assistant and Business Correspondent or Facilitator roles.

**210**  
Beneficiaries

## Governance

# Anchored in ethics and stakeholder trust

**At ABCL, strong corporate governance strengthens our commitment to transparency, accountability and long-term value creation. Our governance practices are designed to protect stakeholder interests while enabling sustainable and responsible growth.**



## GOVERNANCE PHILOSOPHY

Our Board of Directors and Senior Management conduct themselves with the highest levels of transparency, creating a culture of responsible decision-making and ensuring adherence to applicable laws.



**Board accountability towards all its stakeholders**



**Strategic guidance and effective monitoring by the Board**



**Protection of minority interests and rights**



**Equitable treatment of all stakeholders**



**Transparency and timely disclosures**

## GOVERNANCE FRAMEWORK

We have established a strong corporate governance structure, under the supervision of a competent Board. Our senior management regularly provides the Board with comprehensive reports on the Company's performance.

**Key features of the structure include:**

### **Effective corporate governance**

An effective and independent Board with a supervisory role separated from the Senior Management team.

### **Board committee structure and operations**

Constitution and functioning of Board Committees.

### **Senior management reporting**

Senior Management provides detailed reports on the Company's performance and key regulatory developments to the Board and Committees periodically.

### **CEO performance and material developments presentation**

CEO presents the Company's performance and material developments on a quarterly basis and seeks feedback on operating metrics. Ensuring the integrity of accounting and financial reporting systems, including independent audit.

## Transparency and disclosures

We prioritise transparency and effective communication with all stakeholders to build trust and establish a fair business environment. Our proactive approach to uphold the highest standards of corporate governance enables us to consistently adhere to regulatory guidelines. To ensure transparency and accountability, we provide timely and transparent disclosures about our performance and business operations through quarterly investor presentations and publishing of earnings call transcripts. We also promptly disseminate event-based updates to our stakeholders.

## BOARD COMMITTEES

Our corporate governance structure is fortified by various Committees established by the Board, each with well-defined charters and delegated responsibilities. All key Committees are chaired by Independent Directors to ensure impartiality, and the Chairperson of the Audit Committee and Risk Management Committee are distinct. The Board is kept apprised of key proceedings and decisions taken by the Committees through regular reporting. This reinforces our commitment to upholding the highest standards of corporate governance and transparency.

## Board expertise and fit and proper criteria

Our Company is led by a diverse and experienced Board of Directors adhering to the norms of Fit and Proper Criteria and having relevant expertise. We prioritise the highest level of suitability for Directors through due diligence processes, evaluating qualifications, technical expertise, track record and integrity. The Board's commitment to maintaining the highest standards of corporate governance is reflected in the regular review and prompt updates of this information. Our leadership's unwavering focus on expertise and integrity continues to guide our Company towards a successful future.

## Governance

### Independent Directors meeting

The Independent Directors of our Company meet separately without the presence of the Management team to evaluate the quality, quantity and timeliness of information flow between the Management and the Board. Through this evaluation, they are able to review the performance and functioning of the Company and the Board as a whole and provide valuable feedback to the Chairman. Their unwavering focus on accountability and transparency helps to maintain our high standards of corporate governance and their efforts play a critical role in steering our Company towards future success.

	Meetings	Attendance	Members*	Independence
Audit Committee	6	100%	4	75%
Nomination, Remuneration and Compensation Committee	6	87.5%	3	67%
Stakeholders' Relationship Committee	2	100%	3	67%
Risk Management Committee	3	100%	3	33%

\*As on 31<sup>st</sup> March 2025

### GRIEVANCE MECHANISM FOR INVESTORS

The Company Secretary serves as the Compliance Officer and is in charge of handling investor complaints. To submit a query, investors can use the 'Queries' option available on the website of the Company/RTA, which will provide them with a grievance registration number. After 24 hours, investors can use the 'View reply' option to check the status or response to their query using the registration number. Investors can submit additional queries regarding the grievance until they receive a satisfactory response.

(in Nos.)	Received	Closed	Open
Shareholder complaints	18	19	0



### CODE AND STANDARDS

Our Company is dedicated to conducting all business activities with transparency, ethics, and integrity. We understand the importance of building trust with our stakeholders and maintaining our growth and expansion and believe that these values must be deeply ingrained in the Company's culture in order

to fulfil our commitment to acting with integrity.

#### Code of Conduct

To ensure fairness and transparency in all aspects of the Company, we have developed a comprehensive Code of Conduct, which applies to all employees, including senior executives

and the Board. Awareness about the Code of Conduct and its implications are provided through various modes of communication to management and employees.

The Code of Conduct is an essential part of our employee onboarding process, and new hires are required to affirm to it as part of their employment agreement.

We also provide strong oversight to ensure accountability for any wrongful behaviour. These measures are put in place to create a culture of integrity within our organisation and prevent any misconduct.

### Whistle-blower policy or vigil mechanism

We have established a vigil mechanism to report any concerns or instances about unethical behaviour, suspected or actual fraud or violations of the Company's Code of Conduct. We have put in place measures to protect those who use the mechanism against any form of victimisation and they also have direct access to the Chairperson of the Audit Committee.

The policy for this mechanism is consistent with our Company's vision, values and Code of Conduct, and it is available for public access on our website. We are committed to creating a culture of transparency and accountability and we believe that providing a platform to report any unethical behaviour or concerns is essential to maintaining this culture.

### COMPLIANCE

The Company is a listed systematically important non deposit taking Non-Banking Financial Company (NBFC) registered with the Reserve Bank of India. The Company has complied with and continues to comply with all applicable laws, rules, circulars and regulations, including the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation Directions), 2023 as amended from time to time. Compliance framework plays an integral part in effective governance, along with the internal control and risk management processes. The Company has laid down policies and procedures to ensure strict observance of all statutory and regulatory requirements applicable to the Company. As part of the overall framework there are adequate processes for ensuring compliance of regulatory/supervisory directions in both letter and spirit in a time bound and sustainable manner. The process inter alia includes monitoring of deviations, if any, and reporting to the Audit Committee/Board of Directors periodically.

### SUSTAINABILITY GOVERNANCE

ABCL recognises the paramount importance of sustainability governance in shaping its business operations and societal contributions. Committed to fostering a sustainable future, ABCL has embedded environmental, social, and governance (ESG) principles at the core of its organisational strategy. By implementing a comprehensive sustainability framework, the Company actively strives to minimise its ecological impact, promote social inclusivity, and maintain the highest standards of ethical conduct. With a strong emphasis on Board-level oversight and executive accountability, ABCL ensures that sustainability considerations are deeply integrated into its decision-making processes. Through transparent reporting mechanisms, the company shares its progress and challenges, strengthening stakeholder engagement and building investor confidence. ABCL's proactive approach to sustainability governance not only safeguards its reputation as a responsible corporate citizen but also contributes to creating a sustainable and resilient financial ecosystem in India.



## Risk management

# Proactively mitigating threats

**Our enterprise risk management framework helps us to proactively identify, assess and mitigate emerging threats in a dynamic operating environment. It enables us to effectively formulate strategic decisions and ensure business continuity.**



### MITIGATING RISKS AND ENSURING RESILIENCE

The risk management framework of the Company aims to mitigate standalone risks emanating from our lending

business as well the risks flowing from the investee companies (subsidiaries and associate companies).

Over the years, the Company has built a strong Risk Management Framework

supported by well-established policies and procedures and a talented pool of Risk Professionals. The Company has implemented a comprehensive risk management strategy to identify, assess and mitigate potential risks

that could impact operations, financial performance and reputation.

The Board has constituted a Risk Management Committee to frame, implement and monitor the risk management plan of the Company. The objectives and scope of the Risk Management Committee broadly include: risk identification; risk assessment; risk response and risk management strategy; and risk monitoring, communication and reporting with the objective to contain the negative impact of unmitigated risks on profitability and capital.

The various risks across the Company are monitored and reviewed through the Risk Management Committee (RMC) of the Board – the apex body for risk management and the Executive Level Committees, which meet periodically. Some of the executive level committees are the Asset Liability Management Committee (ALCO) (managing the liquidity risk and interest rate risk), Credit Committees and Investment Committees (to approve credit proposals and investment proposals), Product Approval Committee (to

approve any new product being offered), Operational Risk Management Committee (to identify, measure and monitor operational risks in the business), and Information Security Steering Committee (to oversee the robustness of the IT systems and policies to manage cyber threats).

Credit Committees not only approve counter-party credit exposures in line with the delegation of authority assigned by the Board of Directors but also focus on post sanction monitoring. These Committees also review the credit portfolios, non-performing loans, accounts under watch, over dues and incremental sanctions on an ongoing basis.

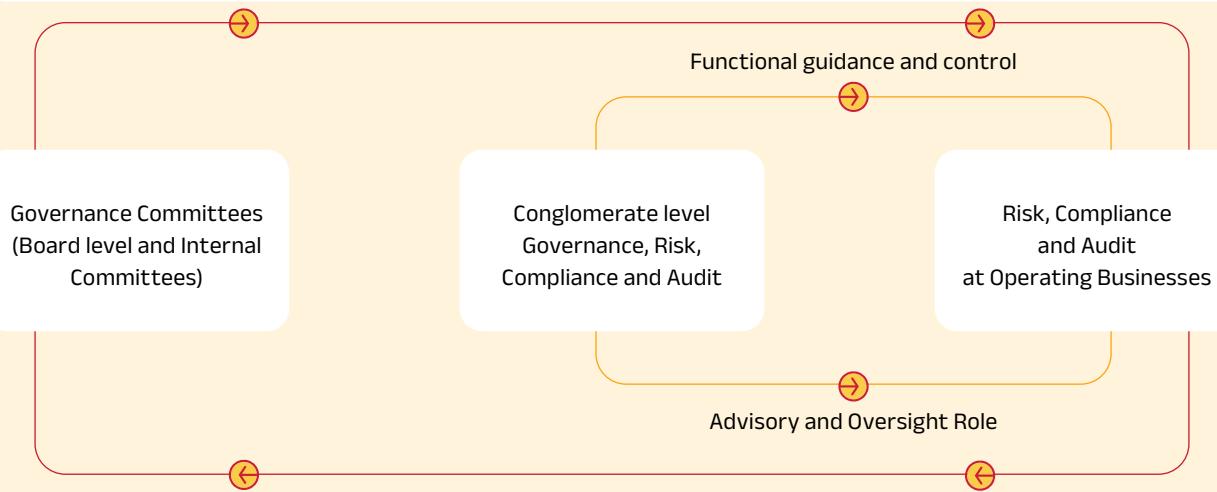
The Audit Committee of the Board provides direction to and monitors the quality of the internal audit function and controls and also monitors compliance with observation reports of RBI, other regulators and internal and statutory auditors.

The Company has also put in place Internal Capital Adequacy Assessment Policy (ICAAP) which outlines all the risks, risk mitigants and capital

requirements for present and future time periods. Under ICAAP framework, our Company has developed qualitative and quantitative templates to measure and manage various risks like credit, market, liquidity, interest rate, operational, strategic, compliance, reputational and concentration risk.

For effective risk management of investee companies, the Company engages with the subsidiary/associate companies on an ongoing basis to understand the nature of risks, the assessment of risks as regards its criticality (severity and likelihood), mitigating actions and controls maintaining a risk oversight on operations of its investee companies. The Risk Management framework of the investee companies prescribe the Risk Appetite Statement, Risk Policies defining risk thresholds, Process Controls, Risk dashboards and Early Warning Signals. The respective Risk Management Committees (RMC) of investee companies supervise the efficiency of these risk parameters periodically in addition to the oversight and guidance by the Company's Risk Management Committee.

#### **Board/Board-approved Committees provide governance oversight and strategic direction to business**



#### **Businesses reporting to respective Boards**

## Risk management

### The Company has implemented below components of Enterprise Risk Management:

- Define the risk appetite framework and risk management policies and controls to ensure risks are within our framework and fostering a healthy risk culture on an enterprise-wide scale
- Provide an aggregated and consolidated overview of risks and capital position ensuring adequate capital buffers are in place to address business exigencies
- Ongoing monitoring of Risk thresholds and ensuring business operations are within the defined guardrails
- Facilitate strategic decision-making by identifying opportunities available in internal and external environment
- Support the first line of defence (business functions) in business decisioning with balanced views of potential business opportunities and risk mitigants
- Adherence to regulatory requirements
- Mitigation of Cyber threats and Cyber risks
- Proactive approach aimed at protecting organisational assets and maintain continuity of operations
- Continuous Control Monitoring for effective real-time monitoring
- Information Security and Data Privacy
- Sustainability and Resilience of our Operations
- Controls Act as a custodian of risk-based data and information

### BELOW ARE THE KEY CONTROLS RELATED TO THE RISK MANAGEMENT PROCESSES

#### Credit and Underwriting Risk

##### Credit Underwriting

ABCL has put in place robust credit appraisal, assessment, and approval frameworks in place for identification, measurement, monitoring and controlling risks. ABCL has an early warning monitoring mechanism to facilitate early identification of stress and mitigation thereof. The Company tracks all key variables of portfolio including - key financial indicators, bounces, NPA accounts, covenants and documentation. Overall tracking happens across all credit portfolios across all segments, including monitoring of early warning signals, identifies portfolio trends and generates portfolio level MIS, covering various credit quality indicators.

- **Wholesale Lending:** Committee-based approach with focus on rigorous credit appraisal and cash flow analysis and security

- **Retail Lending:** Lending to Small and Medium Enterprises (SMEs), retail and digital lending using robust programmes, systems and analytics
- Robust credit appraisal, assessment and approval frameworks in place for identification, measurement, monitoring and controlling risks embedded in the business of taking credit exposures
- An Early Warning monitoring mechanism to facilitate early identification of stress and mitigation
- Tracking all key components like Key financial indicators, covenants and documentation. Building an Escalation matrix to enable continuous monitoring and timely resolution.

- Enhanced use of behavioural scorecards and data analytics for customer selection

##### Insurance Underwriting

- Life and Health Insurance: Effective Reinsurance Programme
- Insuretech technology platform backed up by predictive data analytics
- Fraud Bureau alerts
- Propensity AI/ML models
- Wellness platform and wearable device technology for active health management
- Continuously monitoring of parameters that affect the value of benefits offered in the insurance products like policy lapses, premium persistency, maintenance expenses and investment returns



## Exposure Management

### Group Level Exposure Management

- Aggregate exposure limit set for borrowers and groups, monitored continuously centrally
- Exposure concentration across borrowers and groups are managed through defined exposure risk appetite and risk tiering

## Rigorous monitoring of Asset Quality

### Lifecycle Monitoring of Exposures Early Warning Triggers

- Automation of identified triggers for key exposures to monitor early warning signals
- System driven alert mechanism to identify signs of incipient stress
- Adoption of AI-based early warning system in lending business for enhancing portfolio monitoring approach

## Liquidity and Market Risk

### Market Risk

Market risk is managed through a comprehensive Board-approved Investment Policy. The Company maintains an investment book of Fixed Income Instruments, mostly Corporate Bonds / PSU Bonds and is managed through the investment policy which caps exposure to various securities through stringent trading risk limits/triggers, concentration risks and Mark to Market thresholds.

### Interest Rate Risk

Managing interest rate risks through duration management, spread re-sets, forward rate agreements for hedging and risk management

### Liquidity Management

ABCL has a robust liquidity risk management framework. Efficient management of Assets and Liabilities (ALM) is vital for sustainable growth of business for the Company. ALCO

monitors the ALM position at monthly intervals and strives to proactively review the market dynamics, capturing the signals emanating from there and assessing the regulatory requirements to ensure stakeholder value creation. The ALCO also monitors the contractual repayments of liabilities and actuarial repayment of the loans and advances to arrive at the bucket level gap between inflows and outflows.

## Reputational Risk

### Sales Conduct

- Verification checks at onboarding stage
- Alert monitoring and checks
- Code of conduct and whistle blowing governance framework

### Customer Grievance

- Proactive management of Customer complaints
- Regular feedback process
- Root cause analysis of customer issues
- Analysing any unfavourable viewpoints on social media or other

platforms that specific segments of the market or society may hold and comprehending the need to take corrective action

## Risk management

### Legal & Compliance Risk

#### Legal & Compliance Risk

- Zero-tolerance approach to non-compliance
- All compliances regularly tracked

- Strong focus on legal risk and litigation managed by robust legal teams and processes in each business

- Active monitoring of Regulatory changes and aligning Business strategy to these changes

### Operational Risk

#### Proactive approach

- Various methods including self-assessments, operational risk event management, continuous control monitoring and key risk indicator monitoring have been adopted by the Company to manage and control operational risk
- Early identification of operational risks and building an effective control framework to minimise frauds and operational losses
- Risk Control Self Assessments to identify potential risks
- Data-driven approach to proactively identify operational risks. Drive automation in processes and build automated controls in new systems being implemented

#### Third Party Risk Management

- Strong due diligence process
- Vendor Risk Assessment programme
- Ongoing evaluation and review

#### People Risk

- Robust performance management system
- Investing in training and development
- Long-term retention programme for high performers
- Employee engagement programmes

Various fraud control management activities like document sampling, property visit, verification of stock statement, vendor profile check, customer profile checks etc. are established and benchmarked against the market practices/trends regularly.

- At business level FRMU reviews matters relating to fraud risk through review of cases which are entered in the system. Various fraud control management activities like document sampling, property visit, verification of stock statement, vendor profile check, customer profile check, etc. are established.
- System triggers to manage claim incidence rate and to optimise average claims cost
- Institutionalised ML-based fraud-detection model
- Multi-factor model in real time to predict the likelihood of fraud

#### Product Risk

- Comprehensive Pre-launch Product Risk Assessments

#### Fraud Risk

- Risks associated with frauds are mitigated through a Fraud Risk Management Unit (FRMU). FRMU reviews matters relating to fraud risk through review of cases which are entered in the system.



## Information Security and Cyber Risk

### Protecting business assets

- Well-defined robust Cyber Security policies, frameworks, procedures, templates and risk assessment methodology through NIST Framework (Identify, Prevent/ Protect, Detect, Respond and Recover)
- Robust data privacy and protection environment to enable work-from- home and mitigate cyber threats arising from remote working scenario

- Implemented cyber security controls such as firewalls, strong logical access controls, special controls around private and public cloud infrastructure, anti-malware, anti-advance persistent threats, data loss prevention, structured vulnerability assessment and penetration testing including red teaming, intrusion prevention/ detection, digital rights management, anti-data theft monitoring, data access and governance, continuous monitoring

through cyber threat exposure management, and detection and response through a 24x7 cyber security operations centre.

- Providing education and training in relation to information security and cyber risk to employees, partners, vendors
- Encouraging reporting of any kind of IS incidents including unsolicited emails, calls, SMSs
- Protection against cloud vulnerabilities and ransomware

## Sustainability Risk

### ESG Risk

- Integrating Environment, Social and Governance factors into overall business strategy and operations

- Focus on Robust Environment and Social Risk management practices
- ESG compliant infrastructure lending focusing on green financing

- Actively working towards a collective goal of financial inclusion

## Capital Management

### Internal Capital Adequacy Assessment Process (ICAAP) for Lending Businesses

- Periodic ICAAP process for ensuring adequacy of capital for Pillar 1 risk
- Additionally, the residual risks not covered as part of Pillar 1 are assessed as Pillar 2 risk. Scenario analysis and stress testing approaches are being used for plausible capital impact.

- This enables forward-looking assessment of the capital requirements and sufficiency of present and projected capital levels given the business strategy, risk profile, risk appetite and capital plan. This methodology is supplemented with the risk management processes and governance framework.

### Solvency Management in Insurance Businesses

- Effective Risk Management policies and systems including in place to mitigate Actuarial and other material risks
- Solvency ratio consistently maintained well in excess of the Regulatory requirement

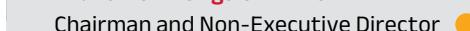
## Board of Directors

# Guiding our way forward



**Mr. Kumar Mangalam Birla**

Chairman and Non-Executive Director



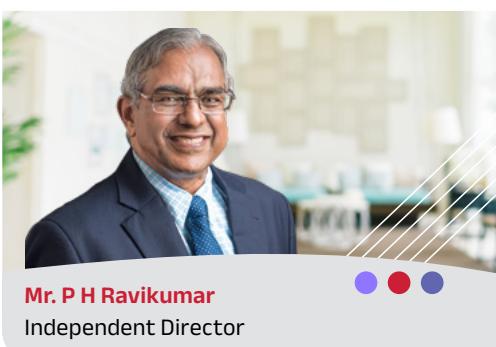
**Mr. Sushil Agarwal**

Non-Executive Director



**Mr. Arun Adhikari**

Independent Director



**Mr. P H Ravikumar**

Independent Director



● IT Strategy Committee

● Audit Committee

● Nomination, Remuneration and Compensation Committee

● Stakeholders Relationship Committee

● Risk Management Committee

● Corporate Social Responsibility Committee

● Review Committee - Treatment of Wilful Defaulters

● Customer Service Committee

● Special Committee of the Board for Monitoring and Follow-up of Cases of Frauds




**Mr. S C Bhargava<sup>\$</sup>**  
Independent Director



**Mr. Nagesh Pinge\***  
Independent Director



**Ms. Vijayalakshmi Iyer**  
Independent Director



**Mr. Sunil Srivastav\***  
Independent Director

**As on 31<sup>st</sup> March 2025**

**100%**  
Non-Executive Board

**50%**  
Independent

**85.71%**  
Attendance

**30+ years**  
Average experience of Board

**7**  
Meetings

**6**  
Members

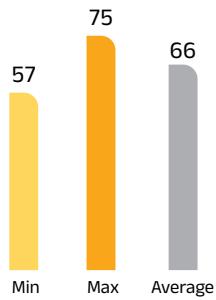


**Mr. Romesh Sobti<sup>▲</sup>**  
Non-Executive Director (Nominee)

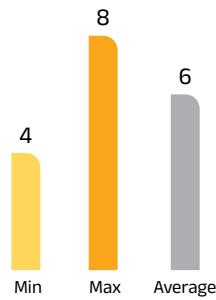
## BOARD MEETINGS

Our Board of Directors holds the primary responsibility for guiding the organisation and establishing its strategic direction. Its duties include setting the Company's long-term goals, promoting the desired culture and implementing an effective risk management framework to ensure sustainable success. The Board comprises experienced and diverse leaders who provide valuable expertise across key functional areas, allowing them to effectively steer the Company towards success.

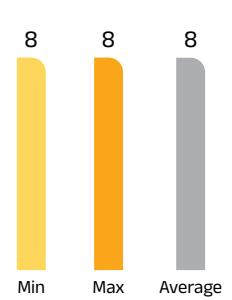
### Age of Board Members (in years)<sup>#</sup>



### Tenure on the Board (in years)<sup>#</sup>



### Tenure of Independent Directors of Board (in years)<sup>#</sup>



<sup>\$</sup>Till 31<sup>st</sup> August 2024

\*Appointed w.e.f 1<sup>st</sup> April 2025

<sup>▲</sup>Till 19<sup>th</sup> June 2025

<sup>#</sup>As on 31<sup>st</sup> March 2025

## Leadership team

# Leading with purpose



**Ms. Vishakha Mulye**

Managing Director & Chief Executive Officer  
(Designate), Aditya Birla Capital Limited

### Business CEOs



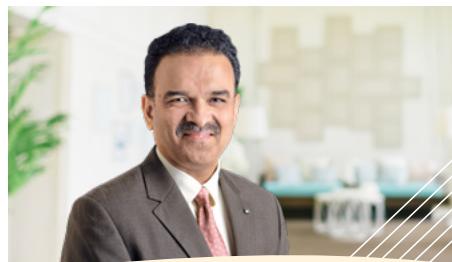
**Mr. Rakesh Singh**

Executive Director & CEO - NBFC  
(Designate), Aditya Birla Capital Limited



**Mr. A Balasubramanian**

Managing Director and CEO,  
Aditya Birla Sun Life AMC Limited



**Mr. Kamlesh Rao**

Managing Director and CEO,  
Aditya Birla Sun Life Insurance  
Company Limited

### ABCL Management



**Ms. Pinky Mehta**

Chief Financial Officer,  
Aditya Birla Capital Limited



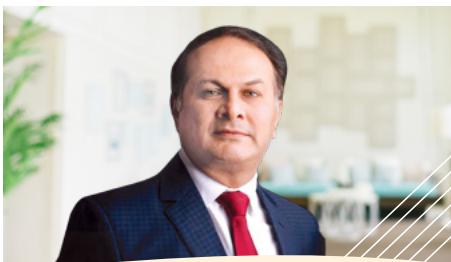
**Mr. Subhro Bhaduri**

Chief Human Resources Officer,  
Aditya Birla Capital Limited



**Mr. Vijay Deshwal**

Chief Strategy Officer and Head of  
Investor Relations,  
Aditya Birla Capital Limited

**Mr. Pankaj Gadgil**

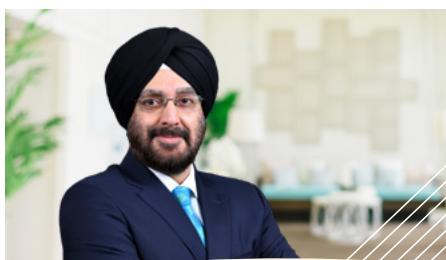
Managing Director and CEO,  
Aditya Birla Housing Finance Limited and  
Head, Digital Platforms and Payments  
Strategy, Aditya Birla Capital Limited

**Mr. Mayank Bathwal**

CEO and Whole time Director,  
Aditya Birla Health Insurance Co. Limited

**Mr. Ramesh Narayanaswamy**

Chief Technology Officer,  
Aditya Birla Capital Limited

**Mr. Deep Pal Singh**

Chief Risk Officer,  
Aditya Birla Capital Limited

## Corporate information

# Details of committees

### AUDIT

**Ms. Vijayalakshmi Iyer**  
(Chairperson)

**Mr. P. H. Ravikumar**

**Mr. S. C. Bhargava**  
(till 31<sup>st</sup> August 2024)

**Mr. Sushil Agarwal**

**Mr. Arun Adhikari**  
(w.e.f. 31<sup>st</sup> August 2024)

**Mr. Nagesh Pinge**  
(w.e.f. 1<sup>st</sup> April 2025)

### NOMINATION, REMUNERATION AND COMPENSATION

**Mr. Arun Adhikari**  
(Chairman)

**Mr. Kumar Mangalam Birla**

**Mr. S. C. Bhargava**  
(till 31<sup>st</sup> August 2024)

**Ms. Vijayalakshmi Iyer**

### CORPORATE SOCIAL RESPONSIBILITY

**Mr. Arun Adhikari**  
(Chairman)

**Mr. S. C. Bhargava**  
(till 31<sup>st</sup> August 2024)

**Mr. P. H. Ravikumar**

**Ms. Vijayalakshmi Iyer**  
(w.e.f. 31<sup>st</sup> August 2024)

### Permanent Invitees:

**Ms. Rajashree Birla**

**Dr. (Ms.) Pragnya Ram**

**Ms. Vishakha Mulye**

### STAKEHOLDERS RELATIONSHIP

**Ms. Vijayalakshmi Iyer**  
(Chairperson)

**Mr. Sushil Agarwal**

**Mr. Arun Adhikari**

### ASSET-LIABILITY MANAGEMENT

**Mr. Rakesh Singh**  
(Chairman)

(w.e.f. 1<sup>st</sup> April 2025)

**Ms. Vishakha Mulye**  
(till 31<sup>st</sup> March 2025)

**Ms. Pinky Mehta**

**Mr. P. H. Ravikumar**  
(till 31<sup>st</sup> March 2025)

**Mr. Sushil Agarwal**  
(till 31<sup>st</sup> March 2025)

**Ms. Sanchita Mustauphy**  
(till 31<sup>st</sup> March 2025)

**Mr. Deep Pal Singh**  
(w.e.f. 1<sup>st</sup> April 2025)

**Mr. Chandramohan Amritkar**  
(w.e.f. 1<sup>st</sup> April 2025)

**Mr. Ramesh Narayanaswamy**  
(w.e.f. 1<sup>st</sup> April 2025)

### RISK MANAGEMENT

**Mr. Arun Adhikari**  
(Chairman)

**Mr. Nagesh Pinge**  
(w.e.f. 1<sup>st</sup> April 2025)

**Mr. Sunil Srivastav**  
(w.e.f. 1<sup>st</sup> April 2025)

**Mr. Romesh Sobti**  
(till 19<sup>th</sup> June 2025)

**Mr. Rakesh Singh**  
(w.e.f. 1<sup>st</sup> April 2025)

**Mr. Deep Pal Singh**  
(w.e.f. 1<sup>st</sup> April 2025)

**Permanent Invitee:**  
**Ms. Vishakha Mulye**

### PIT REGULATIONS

**(Committee dissolved  
w.e.f. 13<sup>th</sup> May 2024)**

**Ms. Vijayalakshmi Iyer**  
(Chairperson)

**Mr. S. C. Bhargava**

**Ms. Vishakha Mulye**  
**Ms. Pinky Mehta**

### IT STRATEGY

**Mr. P. H. Ravikumar**  
(Chairman)

**Ms. Vijayalakshmi Iyer**  
**Mr. Sunil Srivastav**  
(w.e.f. 1<sup>st</sup> April 2025)

**Mr. Rakesh Singh**  
(w.e.f. 1<sup>st</sup> April 2025)  
**Ms. Sanchita Mustauphy**  
(till 31<sup>st</sup> March 2025)

**Mr. Deep Pal Singh**  
(w.e.f. 1<sup>st</sup> April 2025)  
**Mr. Mukesh Malik**  
(till 31<sup>st</sup> July 2024)

**Mr. Subhro Bhaduri**  
(till 31<sup>st</sup> March 2025)  
**Mr. Amber Gupta**  
(till 30<sup>th</sup> June 2024)

**Mr. Santosh Haldankar**  
(w.e.f. 1<sup>st</sup> August 2024  
till 31<sup>st</sup> March 2025)

**Permanent Invitees:**  
**Ms. Vishakha Mulye**  
**Ms. Pinky Mehta**  
**Mr. Ramesh Narayanaswamy**  
**Mr. Makesh Chandramohan**



## REVIEW COMMITTEE - TREATMENT OF WILFUL DEFAULTERS

(Constituted w.e.f. 1<sup>st</sup> April 2025)

**Ms. Vishakha Mulye**

(Chairperson)

**Mr. Nagesh Pingre**

**Mr. Sunil Srivastav**

**Mr. Rakesh Singh**

## CUSTOMER SERVICE

(Constituted w.e.f. 1<sup>st</sup> April 2025)

**Mr. Rakesh Singh**

(Chairman)

**Mr. Nagesh Pingre**

**Mr. Sunil Srivastav**

### Permanent Invitees:

**Mr. Y K Chugh**

(till 20<sup>th</sup> June 2025)

**Mr. Pradyumna Kumar Pati**

(w.e.f. 9<sup>th</sup> June 2025)

## SPECIAL COMMITTEE OF THE BOARD FOR MONITORING AND FOLLOW-UP OF CASES OF FRAUDS

(Constituted w.e.f. 1<sup>st</sup> April 2025)

**Mr. Sunil Srivastav**

(Chairman)

**Mr. Nagesh Pingre**

**Mr. Rakesh Singh**

## KEY MANAGERIAL PERSONNEL

**Ms. Vishakha Mulye**

Managing Director & Chief Executive Officer (Designate)

**Ms. Pinky Mehta**

Chief Financial Officer

**Mr. Amber Gupta**

Company Secretary  
(till 30<sup>th</sup> June 2024)

**Mr. Santosh Haldankar**

Company Secretary  
(w.e.f. 1<sup>st</sup> August 2024)

## STATUTORY AUDITORS

**M. M. Nissim & Co LLP**

Chartered Accountants

## SECRETARIAL AUDITORS

**N L Bhatia & Associates**

Practising Company Secretaries

## DEBENTURES TRUSTEES

Vistra ITCL (India) Ltd.

505 A-2,

The Capital - G Block,

Bandra Kurla Complex,

Bandra (East),

Mumbai, 400 051

Tel: +91 22 2659 3535

Fax no: +91 22 2653 3297

E-mail Id: itclcomplianceofficer@vistra.com

## REGISTRAR & SHARE TRANSFER AGENTS

### For Equity Shares:

**KFin Technologies Limited**

Unit: Aditya Birla Capital Limited

Selenium Building, Tower-B,

Plot No. 31 & 32, Gachibowli,

Financial District, Nanakramguda,

Serilingampally, Hyderabad,

Rangareddy, Telangana,

India - 500 032

### For Debt Securities and Commercial

#### Papers:

MUFG Intime India Private Limited

1<sup>st</sup> Floor, C-101, 247 Park,

LBS Marg, Vikhroli West,

Mumbai City,

Maharashtra – 400083

Tel: +91 810 811 4949

Email: bonds.helpdesk@linkintime.co.in

## REGISTERED OFFICE

Indian Rayon Compound,

Veraval - 362 266, Gujarat

Tel: +91 2876 243257

CIN: L64920GJ2007PLC058890

abc.secretarial@adityabirlacapital.com

www.adityabirlacapital.com

## CORPORATE OFFICE

One World Centre, Tower-1,

18<sup>th</sup> Floor, Jupiter Mill Compound, 841,

Senapati Bapat Marg, Elphinstone Road,

Mumbai - 400 013

Tel: +91 22 6723 9101



## Management Discussion and Analysis

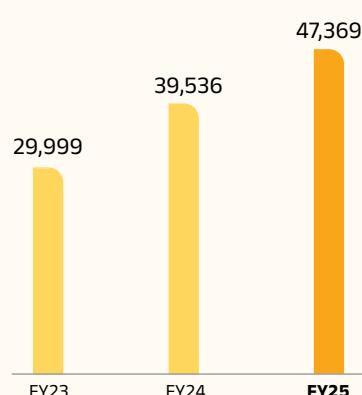
### OVERVIEW

Aditya Birla Capital Limited ("ABCL") is a listed systemically important non-deposit taking Non-Banking Financial Company (NBFC) and the holding company of the financial services businesses. Through its subsidiaries/JVs, ABCL provides a comprehensive suite of financial solutions across loans, investments, insurance, and payments to serve the diverse needs of customers across their lifecycles. Powered by over 60,000 employees, the businesses of ABCL have a nationwide reach with over 1,623 branches and more than 200,000 agents/channel partners along with several bank partners. As of 31<sup>st</sup> March 2025, ABCL manages aggregate assets under management of over ₹ 5.11 Lakh Crore with a consolidated lending book of over ₹ 1.57 lakh Crore through its subsidiaries/JVs.

### CONSOLIDATED REVENUE AND PAT

#### Revenue<sup>1</sup>

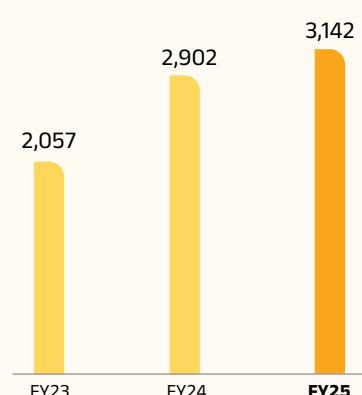
(₹ in Crore)



+ 20%

#### Profit after tax<sup>2</sup>

(₹ in Crore)



+ 8%

<sup>1</sup>. Consolidated segment revenue; for Ind AS statutory reporting purpose Asset management, wellness business and health insurance are not consolidated and included under equity accounting

<sup>2</sup>. Excluding gain on sale of shares in subsidiaries/associates.

+ y-o-y growth



Backed by a diversified business model, ABCL continues to maintain its track record of consistent growth in profit delivery. Below are key highlights of ABCL's financial performance for FY25.

**₹47,369 Crore**  
Revenue<sup>1</sup>

+ 20%

**₹3,142 Crore**  
Profit after tax<sup>2</sup>

+ 8%

**₹1,57,404 Crore**  
Total lending<sup>3</sup> portfolio

+ 27%

**₹5,11,260 Crore**  
Total AUM<sup>4</sup>

+ 17%

**₹1 Lakh Crore<sup>5</sup>**  
Life Insurance AUM crossed

**₹25,579 Crore**  
Gross premium<sup>6</sup> in FY25

+ 22%

+ y-o-y growth

1. Consolidated segment revenue, for Ind AS statutory reporting purpose Asset management, wellness business and health insurance are not consolidated and included under equity accounting 2. Excluding gain from sale of shares in subsidiaries/associates 3. For NBFC and HFC 4. Asset under management of AMC, Life and Health Insurance 5. As on 30<sup>th</sup> April 2025 6. For Life and Health Insurance

## STRONG MOMENTUM ACROSS BUSINESSES IN FY25

Standalone-NBFC segment	Housing
<b>Lending AUM</b>	
₹1,26,351 Crore	₹31,053 Crore
+ 20% y-o-y	+ 69% y-o-y
<b>Profitability</b>	
PAT ₹2,501 Crore	PAT ₹323 Crore
+ 13% y-o-y 2.27% ROA	+ 11% y-o-y 1.46% ROA
<b>Credit quality (GS3)</b>	
2.24%	0.66%
- 27 bps y-o-y	- 116 bps y-o-y

Asset Management	
<b>AAUM Growth<sup>1</sup></b>	
₹3,81,724 Crore	₹1,69,065 Crore
Domestic AAUM	Equity AAUM
+ 15% y-o-y	+ 11% y-o-y
<b>Profitability</b>	
Operating profit ₹944 Crore	Profit after tax ₹931 Crore
+ 31% y-o-y	+ 19% y-o-y
<b>Retail Franchise</b>	
Individual MAUM <sup>2</sup> ₹1,84,471	Monthly SIP flows <sup>2,3</sup> ₹1,316 Crore
+ 6% y-o-y	+ 5% y-o-y

Life Insurance	Health Insurance
<b>Premium Growth</b>	
Individual FYP + 34% y-o-y	Gross Premium <sup>4</sup> + 33% y-o-y
<b>Margin &amp; Combined Ratio</b>	
Net VNB margin 18.0%	Combined ratio 105% (FY24: 110%)
<b>Persistency &amp; Market Share</b>	
13 <sup>th</sup> month 88%	Market share <sup>5</sup> 12.6%
61 <sup>st</sup> month 62%	+ 140 bps y-o-y

1. for Q4 FY25 2. For March 2025 3. Includes STP 4. GWP grew 42% year-on-year excluding the impact of multi year guideline 5. Among SAHI players

## Management Discussion and Analysis (Contd.)

**Consolidated Profit and Loss**

(₹ Crore)	FY24	FY25
<b>Revenue</b>	<b>33,454</b>	<b>40,360</b>
Profit Before Tax before share of profit/(loss) of JVs	3,725	4,196
Add: Share of Profit/(loss) of associate and JVs	304	417
<b>Profit before tax</b>	<b>4,029</b>	<b>4,613</b>
Less: Provision for taxation	1,073	1,422
<b>Profit after tax before MI (Continued Operation)</b>	<b>2,955</b>	<b>3,191</b>
Add: Profit after tax before MI (Discontinued Operation)	51	28
<b>Profit after tax</b>	<b>3,006</b>	<b>3,219</b>
Less: Minority Interest	(104)	(78)
<b>Net Profit (after Minority Interest)</b>	<b>2,902</b>	<b>3,142</b>
Add: Gain on Sale of stake in Subs/associate (net of tax)	433	191
<b>Reported Profit After Tax</b>	<b>3,335</b>	<b>3,332</b>

**AMALGAMATION OF ADITYA BIRLA FINANCE LIMITED (ABFL) WITH ADITYA BIRLA CAPITAL LIMITED (ABCL)**

The respective Board of Directors of ABCL and ABFL approved the proposed scheme of amalgamation on 11<sup>th</sup> March 2024 and the process has been completed after receiving requisite approvals from shareholders, creditors and regulatory / statutory authorities including the Stock Exchanges, Securities and Exchange Board of India (SEBI), Reserve Bank of India (RBI) and the National Company Law Tribunal (NCLT). After completion of the amalgamation, the assets, liabilities and the entire business of ABFL has been transferred and vests with ABCL. The equity investment of ABCL in ABFL stands cancelled. There was no issuance of new shares. Hence, there is no change in the shareholding of Aditya Birla Capital. Aditya Birla Capital is the surviving entity and has been converted from a holding company to an operating NBFC with listed equity shares. The amalgamation was tax-neutral.



ABCL now has two business segments, first- the NBFC lending business and second-the investment business through which it will continue to hold investments in all its subsidiaries and associate businesses. The amalgamation increases ABCL's strength and agility as a unified larger operating entity. With a simplified corporate structure, ABCL now has better access to capital to drive operational synergies, long-term growth and enhanced value creation for all stakeholders.

**SALE OF ADITYA BIRLA INSURANCE BROKERS LIMITED**

During FY25, ABCL concluded the sale of its insurance broking subsidiary, Aditya Birla Insurance Brokers Limited (ABIBL) to Edme Services Private Limited (part of the Samara Group) post the receipt of requisite approvals. The sale resulted in a gain of ₹ 225 Crore (net of tax) in FY25.

## NBFC Business

**The NBFC business was established in 1991 and has been registered with the RBI since 1999 to operate as a non-deposit-taking NBFC under Section 45-IA of the RBI Act, 1934. We operate through four key verticals: personal and consumer loans, unsecured business loans, secured business loans, and corporate/mid-market loans. The business continues to demonstrate strong growth, supported by calibrated strategies and a diversified sourcing model, with an increased focus on direct origination.**



## INDUSTRY OVERVIEW

The NBFC sector in India has undergone a remarkable transformation since its inception, driven by significant growth in segments such as mortgages, consumer finance and MSME finance. This growth is driven by various factors such as a growing middle class, enhanced financial inclusion, digitisation and democratisation of data and positive policy interventions. NBFCs have managed to cater to the diverse needs of borrowers efficiently, considering their vast geographical footprint, understanding of various financial requirements of the people and fast turnaround times.

The sector has leveraged digitisation to offer alternative financing options, especially to MSMEs, which face challenges in obtaining loans from banks. In FY24, MSME-related products constituted around 45% of India's total exports, underscoring their role in establishing the country as a global manufacturing hub. New budgetary measures aim to provide better access to resources to MSMEs. The limits for investment and turnover classification have been increased by 2.5 times and 2 times, respectively. ABCL continues to focus on providing credit support to these MSMEs and being a part of their growth story.

In January 2025, the FIDC submitted a proposal to the Government of India to create a refinance or liquidity facility to boost lending for priority sectors like agriculture and small businesses. The proposal includes raising borrowing limits for priority sector financing and establishing a structured mechanism to ensure smoother and more organised access to funds.

On 25<sup>th</sup> February 2025, the RBI lowered the risk weights on bank loans to NBFCs and MFIs to stimulate credit flow and lending, reversing an earlier increase in risk weights. This move enhances banks' Tier 1 capital ratio and holds the potential to reduce funding costs for NBFCs.

## Management Discussion and Analysis (Contd.)

### BUSINESS OVERVIEW

ABCL's NBFC AUM stood at ₹ 1,26,351 Crore as on 31<sup>st</sup> March 2025, representing a growth of 20% over 31<sup>st</sup> March 2024. Our disbursements grew by 5% year-on-year to ₹ 67,520 Crore for FY25. Over the last 3 years, our AUM and profits have more than doubled which translates to a CAGR of more than 30%. Loans to retail, SME and HNI customers comprise ~64% of the portfolio. About 74% of the portfolio is secured. Prudent risk management practices form the bedrock of our approach, which enables us to pursue growth while protecting capital. Taking into consideration the early warning signals and challenges in the operating and macro environment such as over leverage, we tightened our underwriting norms, calibrated our sourcing from certain digital partners and reduced our exposure to smaller ticket size personal, consumer and unsecured MSME loans. This approach has held us in good stead. Our credit quality remains robust with gross stage 2 and 3 loans declining by 71 basis points year-on-year to 3.78% as of 31<sup>st</sup> March 2025. Our credit costs improved by 19 basis points year-on-year to 1.31% in FY25. Our gross stage 3 PCR was 45%. We now believe that the operating environment has stabilised. Going forward, we will focus on growing the personal loans and unsecured SME loans, by acquiring customers through our branches, our digital platforms- Udyog Plus and ABCD and certain marquee digital partners.

Our key customer segments are Secured Business, Unsecured Business, Personal and Consumer and Corporate/Mid-Market. Below is a brief description of each of our customer segment:

#### 01 Secured business

Our secured business loan portfolio increased by 28% year-on-year to ₹ 57,992 Crore as on 31<sup>st</sup> March 2025, and disbursements increased by 12% year-on-year to ₹ 26,631 Crore in FY25. This segment contributes 46% to total

AUM and its average ticket size was ₹ 1.4 Crore as of 31<sup>st</sup> March 2025. We offer a range of financial solutions including loan against property (LAP), Lease Rental Discounting (LRD), working capital loans, loan against securities (LAS), Micro-LAP, and other secured term loans, allowing our customers to access funds swiftly. Our LRD product helps clients finance business growth and asset development by unlocking the value of their property. We acquire customers in this segment through our nationwide network of branches and direct sourcing agents (DSAs). About 58% of loans were sourced directly and 42% of loans were sourced through DSAs.

#### 02 Unsecured business

Our unsecured business loan portfolio increased by 10% year-on-year to ₹ 12,066 Crore as on 31<sup>st</sup> March 2025. In FY25, disbursements in this segment were ₹ 4,660 Crore. The segment contributed 10% to the overall portfolio and its average ticket size was ₹ 10.4 lakh as of 31<sup>st</sup> March 2025. This segment comprises overdraft, working capital, term loans to small businesses and supply chain financing. Keeping in mind the largely evolving digital landscape and the diverse needs of our customers, we have created various digital offerings in this segment. Our comprehensive B2B platform for MSMEs, Udyog Plus, offers paperless digital journeys for small ticket loans along with various value-added services. We have integrated Udyog Plus with several government and private ecommerce websites via OCEN to provide credit facilities to sellers on these platforms. We have also integrated Udyog Plus with ABG ecosystem to provide channel financing to dealers. About 21% of the disbursements in this segment were through Udyog Plus.

#### 03 Personal and consumer

The personal and consumer loan portfolio was ₹ 15,532 Crore, as of 31<sup>st</sup> March 2025

and disbursements were ₹ 11,695 Crore in FY25. The average ticket size of this segment was ₹ 1.9 Lakh for personal loans. This segment's contribution to the overall portfolio was 12% as on 31<sup>st</sup> March 2025. We serve salaried professionals and individuals within the growing income segment. We are focusing on strengthening our internal sourcing channels and acquiring customers through our branches, ABCD App and ABG ecosystem. Our ABCD app contributed about 5% of the personal loans disbursements in March, 2025. Further, we are also looking at collaborating with a few marquee digital platforms. In these arrangements, the sourcing will be done by the partners but the responsibility for underwriting, fulfillment and collections lies with us. We have also strengthened our retail and SME products, underwriting, sales and distribution teams. The personal and consumer loan portfolio has stabilised as of 31<sup>st</sup> March 2025 and we believe that these actions will help us to grow our personal loans segment and gradually increase their mix going forward.

#### 04 Corporate and mid-market

The corporate and mid-market segment grew by 27% year-on-year to ₹ 40,760 Crore as of 31<sup>st</sup> March 2025, and disbursements grew by 44% year-on-year to ₹ 24,535 Crore in FY25. This portfolio constitutes 32% of the overall AUM and the average ticket size was ₹ 70.8 Crore as of 31<sup>st</sup> March 2025. We serve established corporate groups across various industries, including but not limited to renewable energy, roads and transport, pharmaceuticals, FMCG, automotive, education and specialty chemicals. Our offerings to these sectors include term loans, project financing and structured finance. In certain markets, we also provide developer financing to top-tier A and A+ developers.

Segment	Personal & Consumer	Unsecured Business	Secured Business	Corporate / Mid-Market
Presence	Semi-urban	Semi-urban	Semi-urban / SME Clusters	Top 6-7 Cities
Sourcing Mix <sup>1</sup>	DSA : Direct : Digital :: 19 : 23 : 58	DSA : Direct : Digital :: 61 : 20 : 19	DSA : Direct :: 42 : 58	Direct -100%
ATS <sup>2</sup>	~₹1.9 Lakh	~₹10.4 Lakh	~₹1.4 Crore	~₹70.8 Crore
Products	Salaried Professionals with focus on emerging income segment	Business owners & Self-employed professionals engaged in small/mid-sized businesses	Business owners & Self-employed professionals engaged in small/mid-sized businesses	Pedigreed Group Corporates / Mid-market Cos in focus sectors / Cat A/ A+ developers
	Personal Loans Consumer Loans Check-out Financing Co-branded Credit Card	Business Loans Supply Chain Finance B2B Digital Platform Business Overdraft	Retail & SME LAP, LRD Small Ticket Secured & Micro LAP Working Capital Loans Loan Against Securities	Capex/ WC Funding Structured Finance Developer Financing Project Finance
Cross-Sell	Personal Loan Top Ups & Cross Sell, Insurance & Wealth Solutions to ABFL & ABC customer ecosystem			
Security	~ 74% of loan book is Secured			

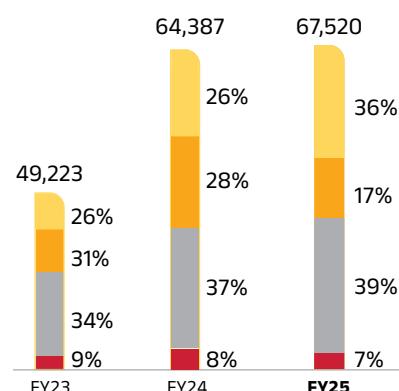
<sup>1</sup> Sourcing Mix is for Q4 FY25

<sup>2</sup> ATS has been derived basis closing AUM to active customers, and represents an approximate figure as on 31<sup>st</sup> March 2025

## Disbursements and AUM Breakup

### Disbursements

(in ₹ Crore)

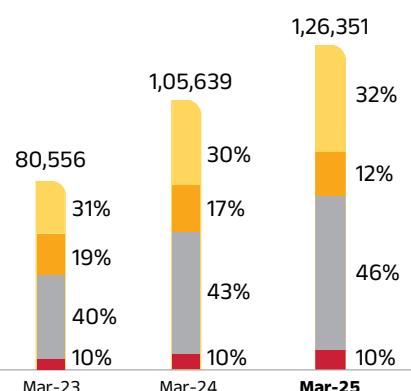


+ 5%

+ y-o-y growth

### AUM

(in ₹ Crore)

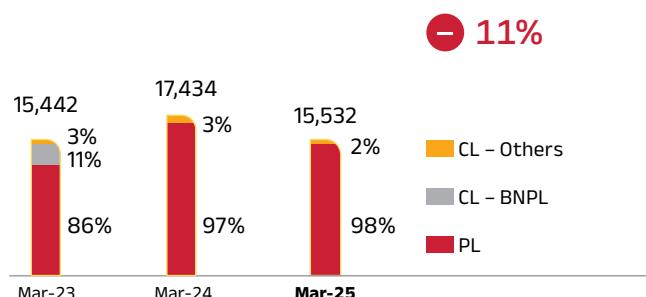


+ 20%

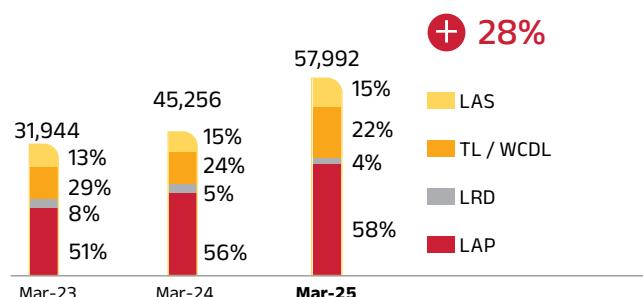
## Management Discussion and Analysis (Contd.)

**SEGMENT-WISE AUM BREAKUP****Personal & Consumer**

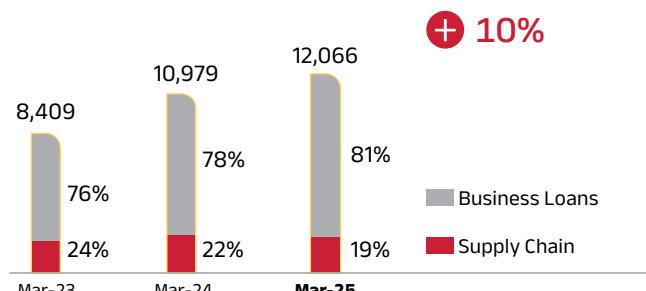
(in ₹ Crore)

**Secured business**

(in ₹ Crore)

**Unsecured business**

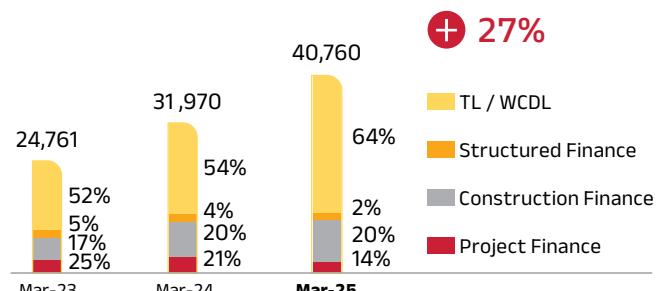
(in ₹ Crore)



44% AUM covered under Central Govt. schemes (Mar'25)

**Corporate / Mid-market**

(in ₹ Crore)



+ y-o-y growth

**BRANCH EXPANSION**

Our branch expansion strategy has always focused on accessing the underpenetrated credit regions. New branches are opened after understanding credit potential, analysing regional insights and serviceable locations as per the bureau scorecard. We increased our branch strength in FY25 by 37, taking the total to 449 branches as of 31<sup>st</sup> March 2025.

In line with our focus on retail and SME segments, most branches have been added in Tier III and Tier IV markets.

**ROBUST ASSET QUALITY TRENDS**

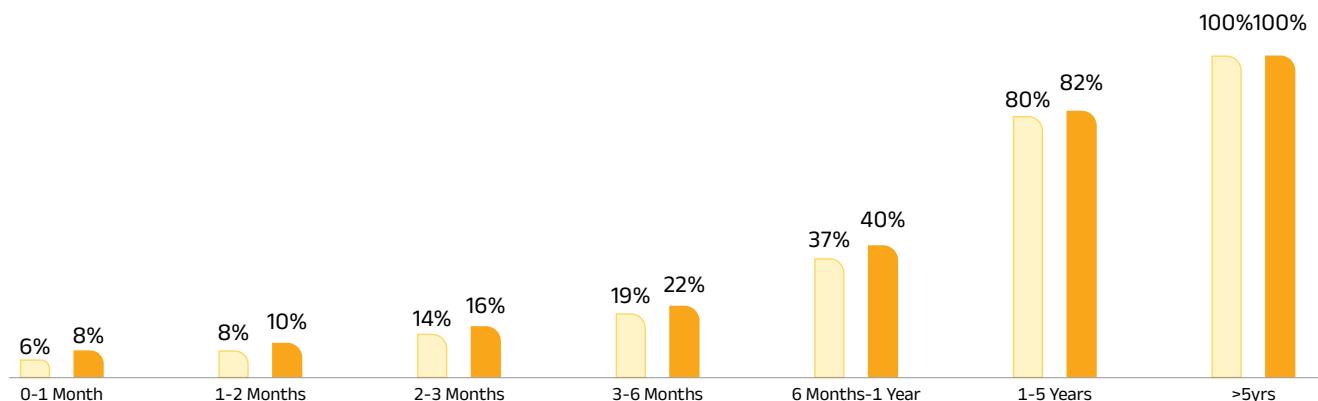
Gross stage 2 loans declined by 44 basis points on a year-on-year basis to 1.54% and gross stage 3 loans declined by 27 basis points on a year-on-year basis to 2.24% as of 31<sup>st</sup> March 2025.

The proportion of secured loans in the portfolio increased from 72% as of 31<sup>st</sup> March 2024 to 74% as of 31<sup>st</sup> March 2025. The provision coverage on gross stage 3 was 45.0% as on 31<sup>st</sup> March 2025 as compared to 49.9% as on 31<sup>st</sup> March 2024. Given the proportion of secured loans in our portfolio, we believe the provision coverage as of 31<sup>st</sup> March 2025 is quite adequate.

Particulars	Mar'23		Mar'24		Mar'25	
	%	₹ Crore	%	₹ Crore	%	₹ Crore
Stage 1	94.16%	75,758	95.51%	1,00,942	96.22%	1,19,426
Stage 2	2.72%	2,187	1.98%	2,094	1.54%	1,914
Stage 3	3.12%	2,507	2.51%	2,649	2.24%	2,777
<b>Stage 2 and 3</b>	<b>5.84%</b>	<b>4,695</b>	<b>4.49%</b>	<b>4,743</b>	<b>3.78%</b>	<b>4,692</b>
<b>Total Loan book</b>	<b>100%</b>	<b>80,452</b>	<b>100%</b>	<b>1,05,686</b>	<b>100%</b>	<b>1,24,118</b>
<b>Stage 3 PCR</b>	<b>46.2%</b>		<b>49.9%</b>		<b>45.0%</b>	

## Well matched ALM and diversified borrowing mix

(in %)



### Cumulative Surplus / (Gap)

44%      43%      28%      28%      23%      14%      12%

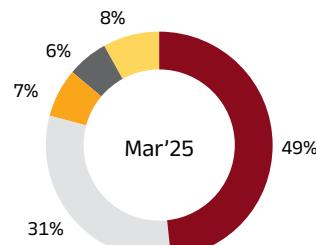
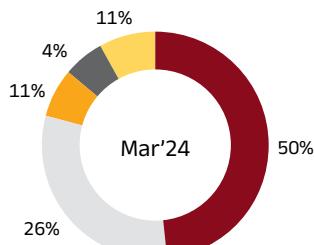
Cumulative Outflows    Cumulative Inflows

## BORROWINGS

We continue to focus on diversifying the sources of borrowings and optimising the cost of borrowings. During FY25, we raised ₹ 3,228 Crore through ECBs. We leveraged our relationships with banks and financial institutions and raised long-term borrowing of ₹ 39,034 Crore in FY25. Outstanding borrowing at amortised cost was ₹ 1,11,136 Crore as of 31<sup>st</sup> March 2025 (31<sup>st</sup> March 2024: ₹ 92,292 Crore).

### Funding mix

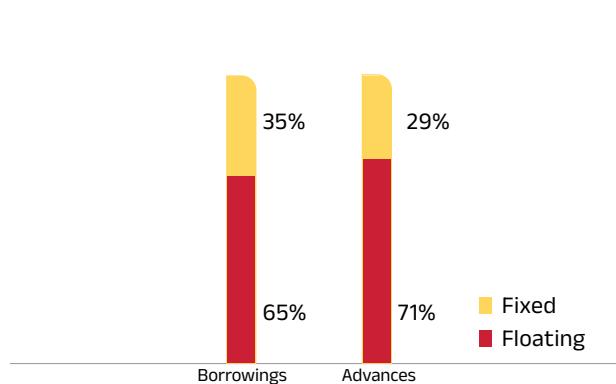
(in %)



■ Term Loan    ■ NCD    ■ CP    ■ ECB    ■ CC/WCDL/Others

### Asset liability mix

(in %)



Long-term funding facilities rated AAA & short-term funding facilities rated A1+ by CRISL/ICRA / India Ratings / CARE

## Management Discussion and Analysis (Contd.)

**KEY FINANCIAL HIGHLIGHTS****Financial performance**

The net interest income (including fee income) increased by 10% year-on-year to ₹ 6,940 Crore in FY25. The net interest margin (including fee income) was 6.22% in FY25 (FY24:

6.90%). Operating expenses increased by 9% year-on-year to ₹ 2,136 Crore, driven by increase in branches, costs incurred towards business expansion and technology and digital-related expenses. The cost-to-income ratio improved by 30 basis points to 30.78% in FY25. The pre-provisioning operating profit increased by 11% to ₹ 4,804

Crore in FY25. Provisions increased by 7% year-on-year to ₹ 1,444 Crore in FY25. Credit cost improved by 19 basis points year-on-year to 1.31% in FY25. The profit before tax increased by 12% year-on-year to ₹ 3,360 Crore in FY25. The profit after tax increased by 13% year-on-year to ₹ 2,501 Crore in FY25. The return on assets was 2.27% in FY25.

**Key Financials**

Profit & Loss Statement (₹ Crore)	FY24	FY25
Gross Revenue^	12,436	14,522
Interest Cost	6,139	7,583
<b>Net Interest Income</b>	<b>6,296</b>	<b>6,940</b>
Operating Expenses	1,957	2,136
Credit Provisioning	1,352	1,444
<b>Profit Before Tax</b>	<b>2,987</b>	<b>3,360</b>
Tax	766	859
<b>Profit After Tax</b>	<b>2,221</b>	<b>2,501</b>

Key Ratios (in %)	FY24	FY25
Average Yield^	13.70	13.10
Interest Cost / Avg. Lending Book	6.80	6.88
<b>Net Interest Margin^</b>	<b>6.90</b>	<b>6.22</b>
Opex / Avg. Lending Book	2.17	1.94
Cost-to-Income Ratio	31.08	30.78
Credit Provision / Avg. Lending Book	1.50	1.31
<b>RoA</b>	<b>2.46</b>	<b>2.27</b>

<sup>^</sup> Includes Fee Income

**OUTLOOK**

We remain focused on simplifying finance for our customers while leveraging our digital capabilities to drive profitable growth. We will continue to focus on MSME segment, launch new products and grow the share of direct business. Leveraging our digital

capabilities, we expect to deliver better TATs, enhance customer experience through mobile-friendly solutions with faster decision-making and better approval rate and improve our customer selection process. We will focus on increasing the share of personal and consumer and unsecured MSME loans going forward.

Our aim is to double our portfolio over the next three years. We expect the RoA to expand gradually, mainly driven by expansion in margins, improvement in productivity and change in product mix.

## Housing Finance

**Aditya Birla Housing Finance Limited (ABHFL) is registered with the National Housing Bank as a housing finance company under the National Housing Bank (NHB) Act, 1987. At ABHFL, we have created a full-stack franchise focused on both prime and affordable segments. We offer a comprehensive range of housing finance solutions covering home loans, home extension loans, home construction loans, home improvement loans, loan against property (LAP), construction financing, lease rental discounting (LRD), commercial property purchase loan. ABHFL holds a long-term credit rating of AAA (stable) by ICRA, AAA (stable) by India Ratings and AAA (stable) by Crisil.**



### INDUSTRY OVERVIEW

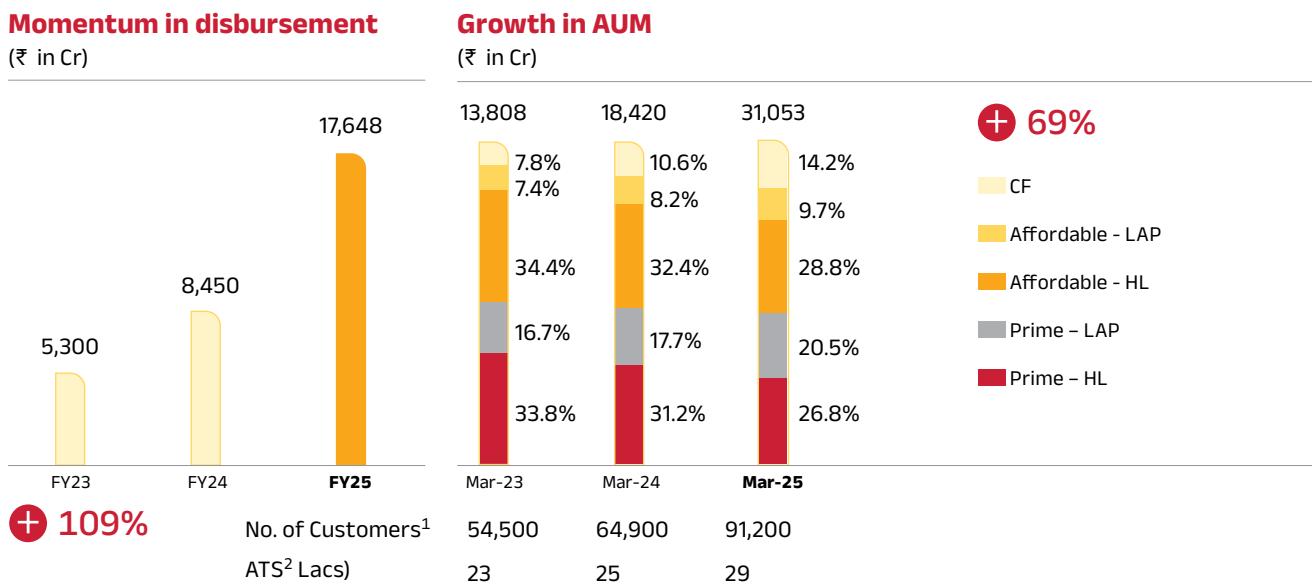
India's housing finance market has witnessed strong growth, driven by increasing home ownership aspirations, government policy support and improving affordability. As of October 2024, the housing loan market was ₹ 37.2 trillion, representing a 14% year-on-year growth. Within this, the prime housing loan segment accounted for ₹ 25.1 trillion registering a strong 20% year-on-year growth, while affordable housing loans were ₹ 12.2 trillion, representing a 6% year-on-year growth. In the LAP segment, the total outstanding portfolio was ₹ 11.1 trillion, marking a robust 23% year-on-year growth.

India's housing and housing finance sectors are poised for sustained growth, driven by rising affordability, urban migration and evolving consumer preferences. Strong policy support, increasing mortgage penetration and expanding credit access continue to enhance sectoral momentum. The government has announced various measures such as expansion in Pradhan Mantri Awas Yojna (PMAY) and increased investments in affordable urban housing. The long-term outlook remains robust, with housing demand expected to accelerate, creating significant opportunities for developers and lenders alike.

### BUSINESS OVERVIEW

ABHFL's priority is to build a digital and analytics backed retail housing franchise catering to the housing needs of salaried, self-employed and professionals running micro-businesses across tier-I suburbs, tier-II and tier-III cities with optimum credit quality. We currently service more than 91,200 customers and our AUM stood at ₹ 31,053 Crore as of 31<sup>st</sup> March 2025, representing a robust growth of 69% year-on-year. The total disbursements grew by 109% year-on-year to ₹ 17,648 Crore in FY25. Of the total AUM, ₹ 17,265 Crore or 55.6% was housing loans, ₹ 9,382 Crore or 30.2% was LAP and ₹ 4,406 Crore or 14.2% was construction finance.

## Management Discussion and Analysis (Contd.)



1. Unique customers (rounded off to nearest '00) 2. Average Ticket Size on Retail AUM

+ y-o-y growth

## DISTRIBUTION

ABHFL has presence in 18 states and Union Territories and more than 130 cities. Its distribution network of 175 branches services 8,143 pin codes covering ~ 85% of total origination opportunity. In FY25, our analytics driven micro-market penetration strategy has helped scale business in top 10 cities by 88%. We have extended our avenues of distribution for Aditya Birla Group (ABG) Ecosystem to ABG Companies, employees and distributors. About 12% of retail disbursements in FY25 were from ABCL and ABG ecosystem.

## DIGITAL TRANSFORMATION

ABHFL embarked on a transformational journey with digital and analytics being the core drivers. Digital platforms and analytical models were developed based on customer life cycle: prospecting, fulfilment, servicing and collections.

Launched in April 2023, Finverse implemented key digital interventions in 2024 to enhance credit /operational efficiency and regulatory compliance.

Efficiency focused initiatives include a multi-vendor account aggregator, delegation of credit authority, automated credit analysis memo (CAM), and existing exposure auto fetch. On the regulatory front, Finverse introduced key facts statements (KFS) and risk categorisation to ensure transparency and adherence to compliance standards.

## DATA ANALYTICS

We have built and deployed 24 analytical models across the customer journey, from demand generation to collections. These models drive data-driven decision making in key areas such as credit underwriting, risk assessment, portfolio management, fraud detection and

customer engagement, ensuring sharper insights and improved efficiency.

## IMPROVING ASSET QUALITY

Gross stage 2 and 3 loans were brought down by 152 bps year-on-year from 2.91% as of 31<sup>st</sup> March 2024 to 1.39% as of 31<sup>st</sup> March 2025. The provision coverage on gross stage 3 loans increased from 33.0% as of 31<sup>st</sup> March 2024 to 55.0% as of 31<sup>st</sup> March 2025. We launched an end-to-end debt management platform called 'FinCollect'. It utilises analytics for effective debt management, including a pre-delinquency model for bounce prediction and a flow prediction model for the 30-89 days past due (DPD) pool.



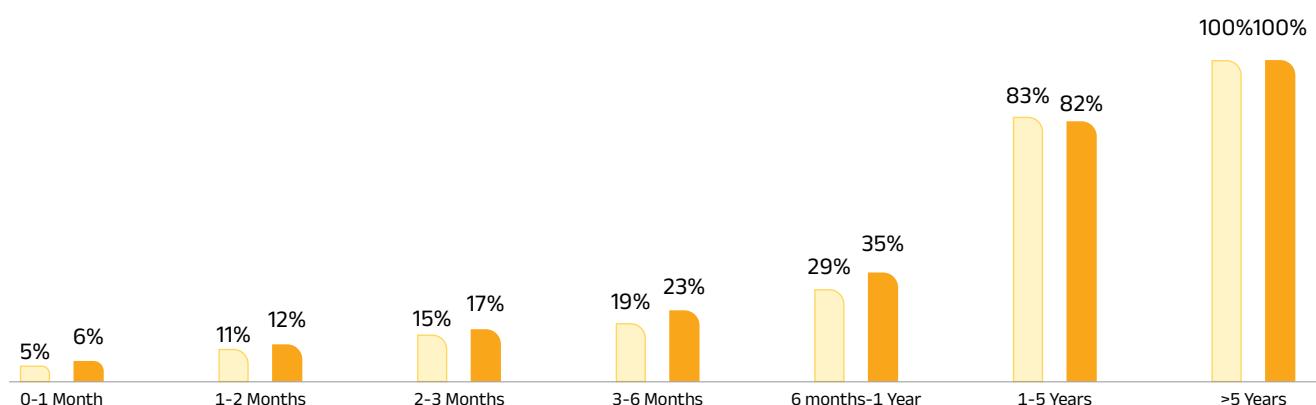
Particulars		Mar'23		Mar'24		Mar'25
	%	₹ Crore	%	₹ Crore	%	₹ Crore
Stage 1	95.01%	13,120	97.09%	17,358	98.61%	28,781
Stage 2	1.76%	243	1.08%	194	0.73%	212
Stage 3	3.23%	446	1.82%	325	0.66%	193
Stage 2 and 3	4.99%	668	2.91%	519	1.39%	405
Total	100.0%	13,808	100.0%	17,877	100.0%	29,186
Stage 3 PCR	31.9%		33.0%		55.0%	

## ASSET LIABILITY MANAGEMENT

Asset liability management is addressed optimally and within the norms stipulated by NHB. ABHFL is well positioned to meet its liquidity needs by maintaining positive ALM.

### ALM optimised for liquidity and costs (on Mar 31, 2025)

(in %)



### Cumulative Surplus / (Gap)

19%      11%      9%      22%      19%      -2%      0%

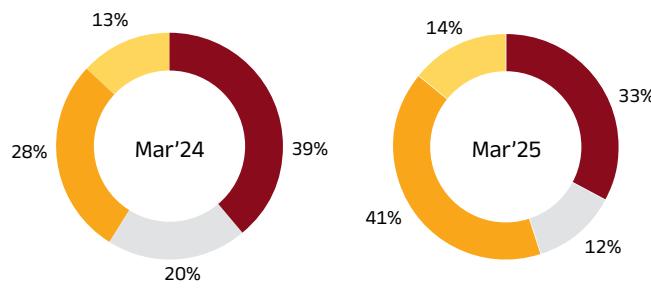
█ Cumulative Outflows

█ Cumulative Inflows

## BORROWING PROFILE

We source funds from various avenues including banks in the form of working capital and term loans, NHB refinance and from the money market through non-convertible debentures (NCDs) and commercial papers (CPs). During FY25, ABHFL borrowed ₹ 4,805 Crore through bank borrowing and ₹ 753 Crore through NHB. ABHFL also raised ₹ 6,340 Crore through private placement of secured NCDs. The borrowing profile as on 31<sup>st</sup> March 2025 is shown below:

**Borrowing mix**  
(in %)



NCD includes sub-debt

- Long-term credit rating of AAA (Crisil, ICRA, India ratings)
- Average cost of borrowings of 7.77% in FY25

## Management Discussion and Analysis (Contd.)

**FINANCIAL PERFORMANCE**

Net interest income (including fee income) increased by 38% year-on-year to ₹ 1,126 Crore in FY25. Net Interest Income (including fee and other income) was 5.07% in FY25 (FY24: 5.39%). Operating expenses increased by 47% year-on-year to ₹ 653 Crore in FY25. Operating expenses-to-average Book was 2.94% in FY25. We have made

significant investments in distribution, data, digital and emerging technologies to sustain the current growth momentum in future. Operating profit increased by 27% year-on-year to ₹ 473 Crore in FY25. Credit cost was 24 basis points in FY25 (FY24: - 3 basis points). Profit before tax increased by 11% year-on-year to ₹ 419 Crore in FY25. Profit

after tax increased by 11% year-on-year to ₹ 323 Crore in FY25. Return on assets was 1.46% and return on equity was 11.03% in FY25. The tier-1 capital adequacy ratio was 14.30% and total capital adequacy ratio was 16.54% as of 31<sup>st</sup> March 2025. The debt-to-equity ratio was 6.90x as of 31<sup>st</sup> March 2025.

(₹ Crore)	FY24	FY25
<b>Net Interest Income (Incl. fee income)</b>	<b>815</b>	<b>1,126</b>
Operating expenses	443	653
<b>Operating profit</b>	<b>372</b>	<b>473</b>
Credit provisioning	-5	54
<b>Profit before tax</b>	<b>376</b>	<b>419</b>
Tax	86	96
<b>Profit after tax</b>	<b>291</b>	<b>323</b>
<b>Net Worth</b>	<b>2,260</b>	<b>3,783</b>
<b>Borrowings and debt securities</b>	<b>15,947</b>	<b>26,102</b>

Key ratios (in %)	FY24	FY25
Effective Interest rate (EIR)	11.25	10.81
Net Interest cost / Avg. Loan book	6.52	6.67
Other Income / Avg. Loan book	0.65	0.94
<b>Net Interest Income (Incl. Fee Income)</b>	<b>5.39</b>	<b>5.07</b>
Opex / Avg. Loan book	2.93	2.94
Cost-to-income Ratio	54.35	57.98
Credit Provisioning/ Avg. Loan book	-0.03	0.24
<b>RoA</b>	<b>1.92</b>	<b>1.46</b>
<b>RoE</b>	<b>13.87</b>	<b>11.03</b>
<b>Debt-to-equity</b>	<b>7.06</b>	<b>6.90</b>
<b>Total CRAR</b>	<b>16.79</b>	<b>16.54</b>
Tier -1	14.66	14.30

NII including fee (net of DSA Expenses and Processing Cost)

## OUTLOOK

The operating environment continues to provide multiple opportunities for growth. The government announced an expansion of PMAY in FY25 along with various investments in affordable housing sector. We have made various investments in digital

properties, technology, people and distribution. ABHFL remains committed to implementing its strategy across diverse product lines and segments to stimulate and capitalise on the next growth phase.

Going forward, we expect the current growth momentum to continue and gain market share. As the portfolio scales up further, we expect operating leverage to kick in and RoA to improve significantly. Our aim is to achieve an RoA of 2.0%-2.2% in the next eight to ten quarters.



### Growth

- Accelerate growth in prime & affordable segments with average ticket size of 25 — 30 Lakhs
- Growth to be augmented by ABG ecosystem



### Service excellence

- To be the most preferred choice of our customer
- Digital capabilities for seamless customer onboarding and servicing
- Building a culture of spotting opportunities with customers at center

## Our Approach



### Distribution network

- 175 branches as of Mar 31, 2025, covering ~ 85% of TAM
- Sourcing driven by micro market penetration strategy
- Deeper engagement with ABG ecosystem



### Digital reinvention

- Develop assisted/ DIY customer journeys with Effective lead management
- Seamless distributor onboarding
- Significant reduction in TAT, increased face time with customers

**Continue the growth momentum and expand market share; achieve RoA of 2.0%-2.2% in eight to ten quarters**

## Management Discussion and Analysis (Contd.)

## Asset Management

**Since 1994, Aditya Birla Sun Life AMC Limited (ABSLAMC) has been one of India's leading asset management companies. We offer customers a wide variety of investment solutions focused on regular income, wealth creation and tax savings, among others.**



### INDUSTRY OVERVIEW

In FY25, the mutual fund industry witnessed significant growth and resilience, marked by increased investor participation and strong fund performance despite market volatility and global uncertainties. Net equity sales of ₹ 5.4 Lakh Crore were recorded in FY25 through new fund offerings and existing funds. Within the existing equity and hybrid categories, sectoral/thematic, arbitrage, flexi cap, small cap and multi cap funds schemes saw the highest net inflows.

- The industry's average assets under management (AAUM) for the quarter ended on 31<sup>st</sup> March 2025 reached ₹ 67.42 lakh Crore, recording a growth of 25% over the same period last year
- The industry's equity AAUM stood at ₹ 39.98 lakh Crore for the quarter ended 31<sup>st</sup> March 2025, a growth of 29% from the same period last year

- The inflows to mutual funds via systematic investment plans (SIPs) have been on an upswing during FY25, rising by 35% year-on-year to ₹ 25,926 Crore in March 2025

- The total number of mutual fund investors increased by 32% year-on-year from around 18 Crore as of 31<sup>st</sup> March 2024 to 24 Crore as of 31<sup>st</sup> March 2025
- The retail investors' monthly average AUM (MAAUM) increased by 21% year-on-year to ₹ 40.31 lakh Crore in March 2025 and contributed 60% of the total MAAUM.
- The mutual fund monthly average AUM from B30 cities was ₹ 12.17 Lakh Crore in March 2025 and accounted for 18% of the total AUM.

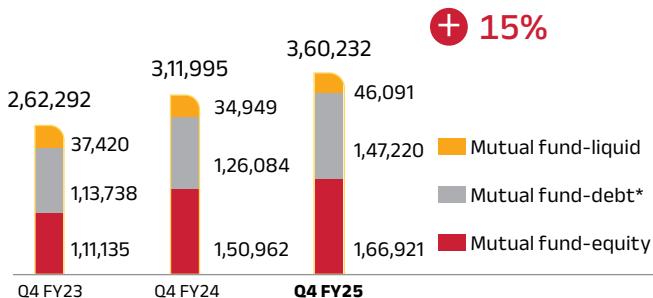
was ₹ 4,05,641 Crore, a growth of 17% year-on-year. Mutual fund QAAUM for the quarter ended 31<sup>st</sup> March 2025 was ₹ 3,81,724 Crore, representing a growth of 15% year on year, with market share of 5.7%. Mutual fund Equity QAAUM for the quarter ended 31<sup>st</sup> March 2025 grew by 11% year-on-year to ₹ 1,69,065 Crore with a market share of 4.2%.

We have seen a positive momentum in sales driven by improved investment performance and strong engagements of our sales team. Operating revenue (excluding other income) increased by 25% year-on-year to ₹ 1,685 Crore in FY25. Operating profit (profit before tax excluding other income) grew by 31% year-on-year to ₹ 944 Crore in FY25. Other income increased by 5% to ₹ 301 Crore in FY25. The profit before tax grew by 23% year-on-year to ₹ 1,245 Crore in FY25 and profit after tax grew by 19% year-on-year to ₹ 931 Crore in FY25.

### PERFORMANCE OVERVIEW

Our overall Quarterly Average Assets under Management (QAAUM) for the quarter ended 31<sup>st</sup> March 2025

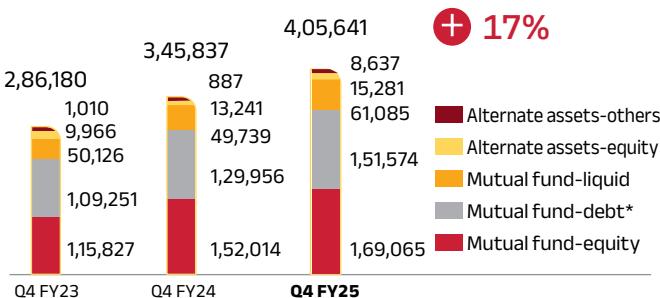
## Mutual fund closing assets under management (in ₹ Crore)



**Equity MF mix of 46.3%**

\*Mutual Fund Debt includes ETF

## Total quarterly average assets under management (in ₹ Crore)



**Equity MF mix of 44.3%**

+ y-o-y growth

## GROWING SIP BOOK

SIPs have become a preferred investment choice for retail investors. As a key player in the industry, we have undertaken initiatives to increase traction in SIPs. Our constant endeavour is to build our SIP book and ensure customer stickiness while creating long-term value for investors. As a result of these efforts, our SIP book (including STPs) reached ₹ 1,316 Crore in March 2025, marking a 5% increase from ₹ 1,252 Crore in March 2024.

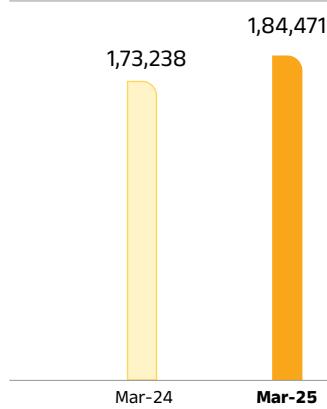
## CUSTOMER ACQUISITION

Customer acquisition continues to be a key focus area for our Company. We added approximately 27 lakh new folios in FY25 and our total folio count crossed 1 Crore as of 31<sup>st</sup> March 2025.

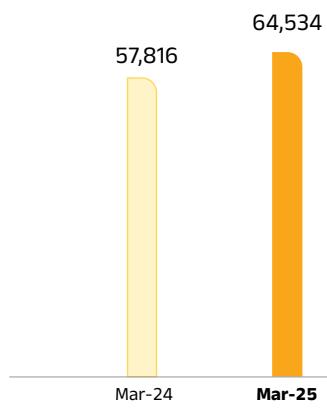
## INCREASING RETAIL FRANCHISE WITH A FOCUS ON B30 MARKETS

Over the last few years, we have dedicated our efforts to expanding our retail franchise and growing our geographical presence across B30 cities. We have expanded our pan-India presence to over 300 locations, with more than 80% located in B30 cities. Individual MAAUM grew by 6% year-on-year to ₹ 1,84,471 Crore in March 2025. The B30 MAAUM grew by 12% year-on-year to ₹ 64,534 Crore in March 2025.

## Individual MAAUM (₹ Crore)



## B-30 MAAUM (₹ Crore)



## MULTI-CHANNEL DISTRIBUTION NETWORK STRATEGY

As part of our overall strategy, we are focused on building the retail sales segment across all markets. We have been strengthening our multi-channel sales ecosystem and distribution network by integrating key levers of direct channel, emerging markets, virtual relationship manager (VRM), service to sales and Sampark. Our multi-channel market initiatives, aimed at deepening our presence, have yielded positive results.

- Direct channel aims to provide personalised attention and tailored solutions to meet the unique needs and preferences of high-net-worth clients, targeting increased presence beyond top 8 locations across India.
- Emerging Markets aim to tap into potential rural and emerging markets at an early stage to build growth. It also aims at deepening product awareness through continuous engagement drives for investors and distributors
- VRM enhances the new distributor experience through virtual assistance and guidance, focusing primarily on increasing activations, SIPs, and gross sales. It aims to upgrade Mutual Fund

## Management Discussion and Analysis (Contd.)

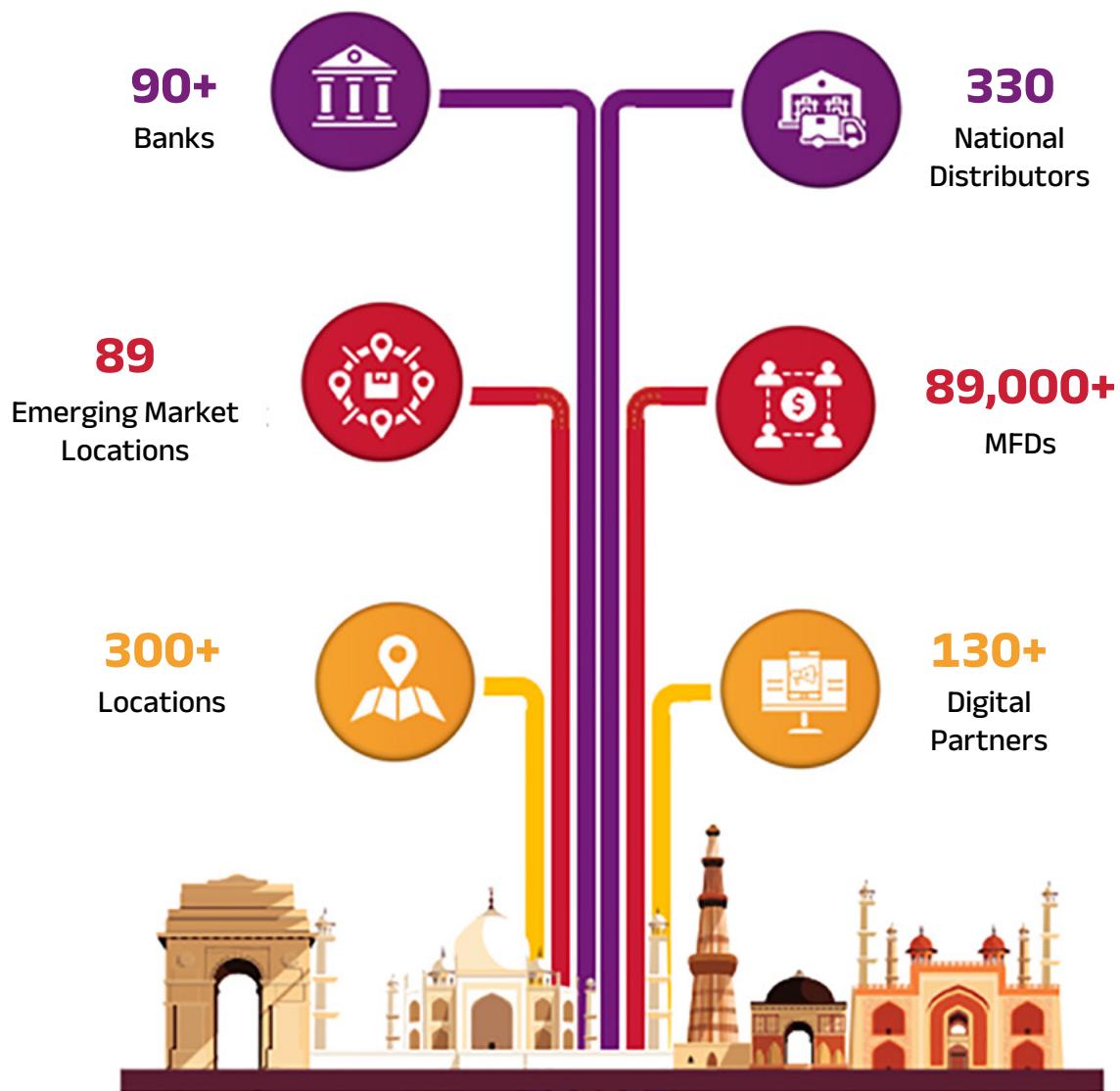
Distributors (MFDs) to high-potential business partners and integrate them into Retail Sales. It focuses on the new MFDs to help them achieve their financial goals

- Under 'Service to Sales', service RMs effectively engage with investors and facilitate their investment decision. They identify opportunities for win back, retention and upselling

- 'Sampark', our distribution expansion initiative, empanels and onboards new distributors. It follows a one-click, end-to-end digitally enabled distributor empanelment journey to make the process seamless.

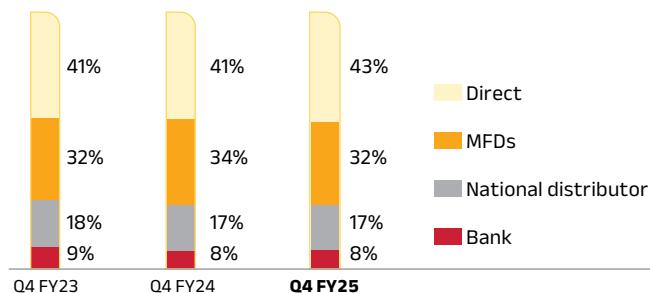
### DISTRIBUTION STRENGTH

In FY25, our Company expanded its pan-India network of empanelled distributors to include more than 89,000 MFDs, 330 national distributors, and more than 90 banks. We continue to expand our distributor base and have empanelled more than 10,500 new MFDs during the reporting period.

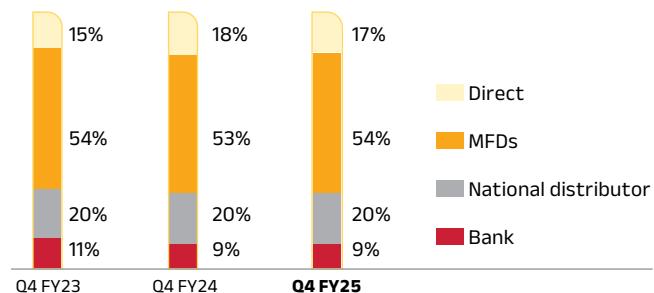


**Overall asset sourcing mix<sup>1</sup>**

(in %)

**Broad based sourcing of equity assets**

(in %)



1. Exclude ETF

**SCALING UP THE PASSIVES AND ALTERNATE ASSET BUSINESS****Passives**

Our passive AUM grew over 3 times from ₹ 9,962 Crore as of 31<sup>st</sup> March 2022 to ₹ 34,694 Crore as of 31<sup>st</sup> March 2025. We expanded our existing product suite to include 53 products. The customer base in this category has also grown to around 11,60,000 folios, increasing 3 times from 31<sup>st</sup> March 2022. Additionally, the company holds the top rank in the index debt category based on average AUM for the quarter ended 31<sup>st</sup> March 2025.

**Passive AUM**

(₹ Crore)

**₹ 34,694 Cr**  
Passive AUM<sup>1</sup>

**₹ 9,962 Cr**

Mar-2022

**₹ 34,694 Cr**

Mar-2025



ETF AUM

**₹ 1,355 Cr**

Mar-2022

**₹ 8,009 Cr**

Mar-2025

Index AUM

**₹ 1,167 Cr**

Mar-2022

**₹ 2,403 Cr**

Mar-2025

**₹ 7,439 Cr**

Mar-2022

**₹ 24,283 Cr**

Mar-2025

**~11,60,000**  
Investor Folios Serviced  
3x growth since Mar-22

**Rank 1**  
In Debt Index<sup>2</sup>

**53**  
Extensive product bouquet  
2x growth since Mar-22

<sup>1</sup> Closing AUM for ETFs/ FOFs/ Index Funds; <sup>2</sup> Based on QAAUM as on Mar 31, 2025

## Management Discussion and Analysis (Contd.)

**ALTERNATE ASSET BUSINESS**

To meet the growing needs of HNIs and family offices, we have strengthened the alternative business team to enhance PMS and AIF offerings in both equity and fixed income. Our PMS/AIF asset grew by 3.7 times year-on-year to ₹ 11,330 Crore for the quarter ended 31<sup>st</sup> March 2025. During FY25 we also won the Employees' State Insurance Corporation (ESIC) mandate under the advisory route and have started

portfolio management for ESIC. We have also launched the Performing Private Credit Opportunity fund under AIF offering. In order to grow our size in this category, both from domestic and global investors, we have committed our own capital to support the growth of this fund out of our treasury portfolio.

On the offshore front we have successfully completed fund raising for ABSL Global Emerging Market Equity

Fund. Currently fund raising is underway for India ESG Engagement Fund, ABSL Flexi Cap Fund, ABSL Global Bluechip Fund. The offshore AUM grew by 14% year-on-year to ₹ 12,070 Crore during the quarter ended 31<sup>st</sup> March 2025.

On the real estate front, our AUM was ₹ 491 Crore for the quarter ended 31<sup>st</sup> March 2025. Currently fund raising is underway for Aditya Birla Real Estate Credit Opportunities Fund (Cat II AIF).

**PMS / AIF**

QAAUM

**₹11,330 Crore****Real Estate**

QAAUM

**₹491 Crore****Offshore**

QAAUM

**₹12,070 Crore****Financial Performance**

(₹ Crore)	FY24	FY25
<b>Revenue from Operations</b>	<b>1,353</b>	<b>1,685</b>
Costs	632	741
<b>Operating Profit</b>	<b>721</b>	<b>944</b>
Other Income	287	301
<b>Profit before tax</b>	<b>1,008</b>	<b>1,245</b>
Tax	228	314
<b>Profit after tax</b>	<b>780</b>	<b>931</b>

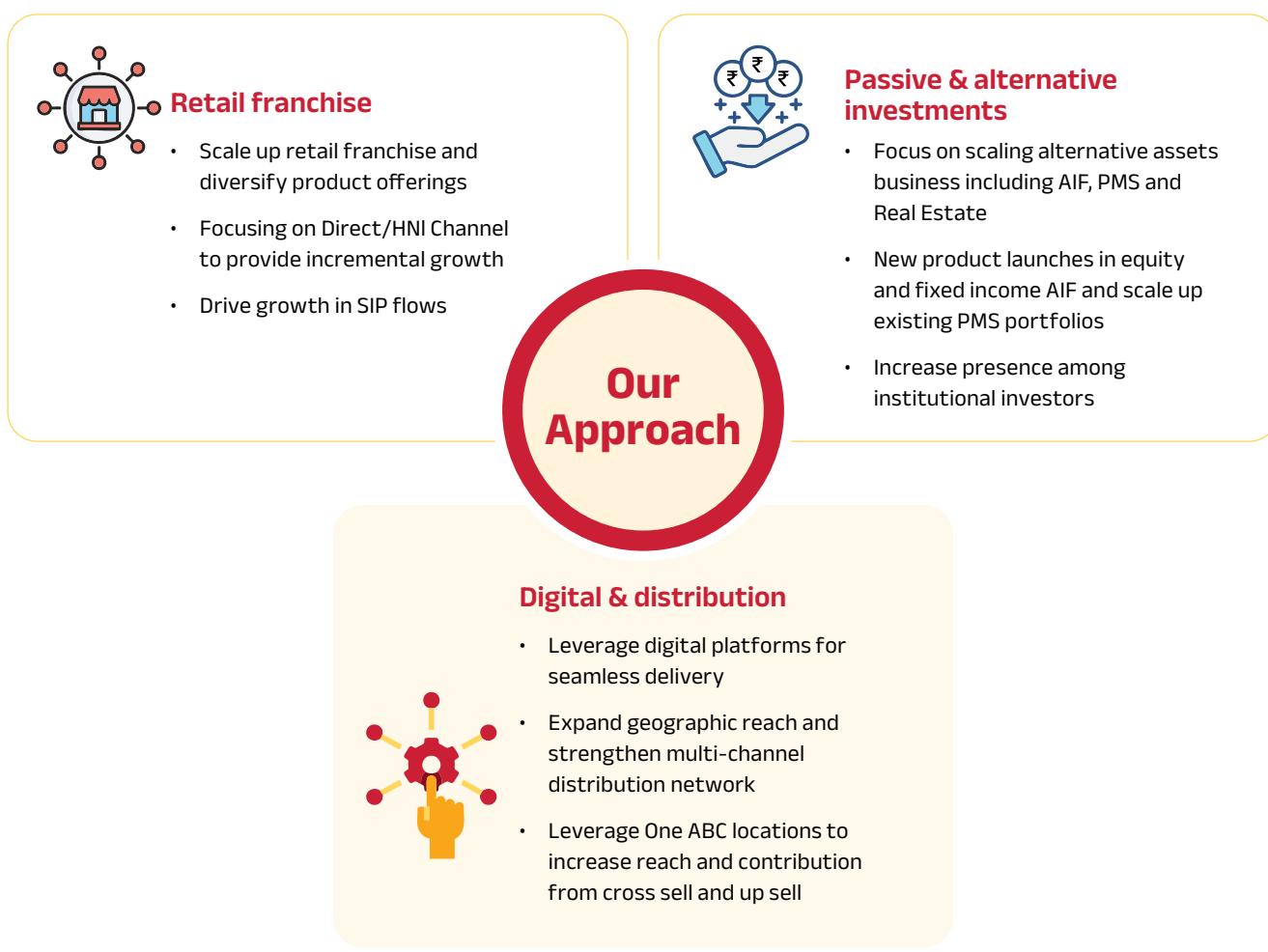


## OUTLOOK

ABSLAMC has been a leading investment manager that has worked to achieve financial inclusion, deepen financial markets and develop the mutual funds industry. Our strategy remains rooted in our customer-first ethos and our commitment to serve investors over the long-term through holistic investment

solutions and consistent investment performance. With a steadfast commitment to investor interests, our primary focus is on customer experience through a strong risk management and governance framework, research-backed fund management and technology-backed service delivery. This

commitment has helped us to build our AUM size over the years and develop a robust customer base. While these fundamental principles have enabled ABSLAMC to establish itself in the mutual fund space, they will also guide it towards accelerated growth in the alternative asset space.



## Management Discussion and Analysis (Contd.)

### Life Insurance

**Aditya Birla Sun Life Insurance Company Limited (ABSLI) is a 51:49 joint venture between the Aditya Birla Group and Sun Life Financial Inc., Canada. ABSLI has contributed immensely to the growth and development of the Indian life insurance industry and is currently one of India's leading private life insurance companies. ABSLI offers a range of products across the customer's lifecycle, including protection plans, children future plans, wealth protection plans, retirement and pension solutions, health plans, traditional term plans and unit-linked insurance plans (ULIPs).**



#### INDUSTRY OVERVIEW

In the post-Covid world, the importance of having insurance has gained a lot of prominence among the salaried as well as the non-salaried class. Insurance not only acts as a cushion against an unfortunate circumstance, but it is also considered a traditional tax-saving instrument. With changes in taxation regime, for traditional products greater than ₹ 5 lakh, some shift is expected in the next couple of years. With the increase in disposable income across India and knowledge on the importance of insurance post COVID, the outlook for the insurance sector is positive.

Owing to fluctuating interest rates and the need to safeguard the return on investment, The customer demand for guaranteed products have risen over the

years. FY23 saw an exceptional surge in demand for traditional savings products. In FY24 and FY25 the demand has shifted to ULIPs due to changes in taxation and buoyant capital markets.

New alternatives like return of premium products, value-added riders, index-Linked and combo products are being launched to push protection sales growth and expand margins. These new products, combined with awareness campaigns, are expected to lift growth in the retail protection segment. Predominantly considered a push product, individual protection products have seen faster acceptance by the affluent segment.

#### PREMIUM GROWTH

ABSLI was the fastest growing major player in FY25 with individual first year

premium (FYP) growing by 34% year-on-year to ₹ 4,115 Crore. The individual FYP of private players grew by 15% year-on-year and overall industry grew by 10% year-on-year in FY25. This resulted in a 68 basis points year-on-year increase in private market share to 4.8% in FY25. Group new business premium grew by 23% year-on-year to ₹ 5,586 Crore in FY25. The steady growth in group new premium was driven by credit life and fund business. The group new business premium of private players grew by 5% and overall industry grew by 1%. This resulted in a 112 basis points year-on-year increase in private market share to 8.4% in FY25. Our industry position in the group new business improved to 4 in FY25.

**Individual FYP (Single premium at 10%)**

Industry	Private Players	ABSLI
+ 10%	15%	34%
+ 8%	12%	17%

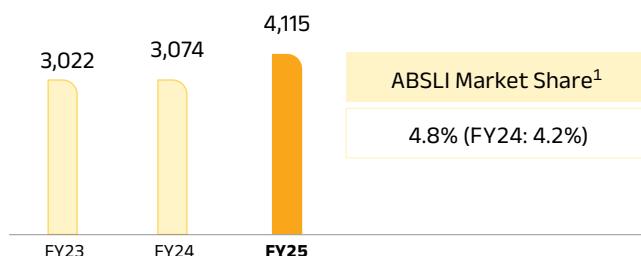
+ y-o-y growth    + 2 Yr CAGR

**Group FYP (Single premium at 100%)**

Industry	Private Players	ABSLI
+ 1%	5%	23%
+ 1%	12%	15%

+ y-o-y growth    + 2 Yr CAGR

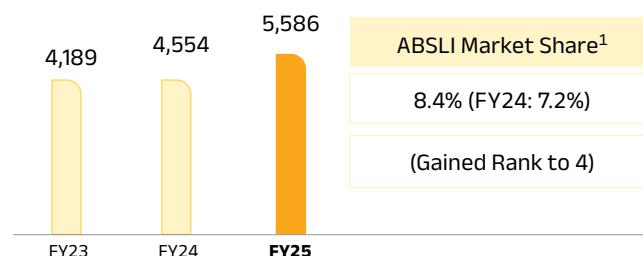
(₹ Crore)



68 bps increase in Market share y-o-y

1. Market Share among private players

(₹ Crore)



112 bps increase in Market share y-o-y

**PRODUCT AND DISTRIBUTION MIX**

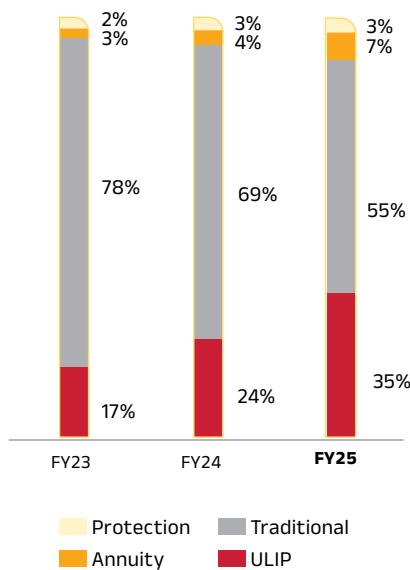
There has been a shift in ULIP mix in FY25 due to increased demand, mostly on account of buoyant capital markets. The proportion of ULIP in individual FYP increased from 24% in FY24 to 35% in FY25. We plan to optimise the contribution of ULIP products to our overall topline and move towards innovative traditional products.

ABSLI has always positioned its products based on their unique features and customer benefits. In FY25 we launched 4 new products - 2 ULIPs and 2 protection-based products. We successfully launched our group to retail product – Insta Digi Plan as a specialised term plan for employees of our group term clients. The new products contributed to 12% of the individual FYP in FY25.

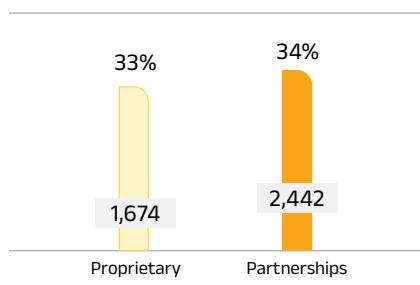
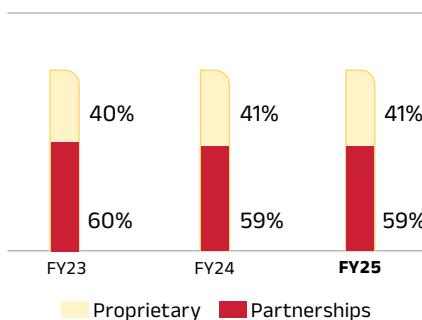
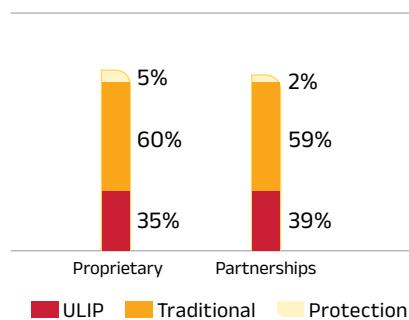
During FY25 we witnessed a strong growth across both proprietary and

partnership channels. Our proprietary channels of agency and direct grew 33% year-on-year in FY25, driven by better productivity as well as by capacity added last year. The partnership business grew at 34% year-on-year with robust growth across all our existing partners as well as the new partnerships in Bank of Maharashtra, IDFC First Bank and Axis Bank where we managed respectable mindshare in our first full year of operations. We now have 11 bank partnerships with a reasonable mix of large private sector banks as well as regional private sector banks and 2 PSU banks. We have recently entered into a new partnership with Equitas Small Finance Bank in FY25, which will begin business in FY26.

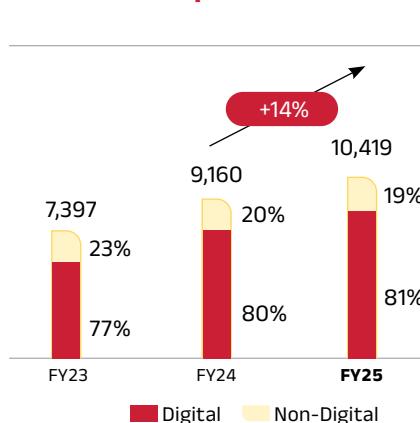
During the year, we opened 60 new branches and invested capacity in new tie-ups to fuel our growth. In the next year we intend to capitalise on this and grow largely on the back of enhanced productivity.

**Product mix**

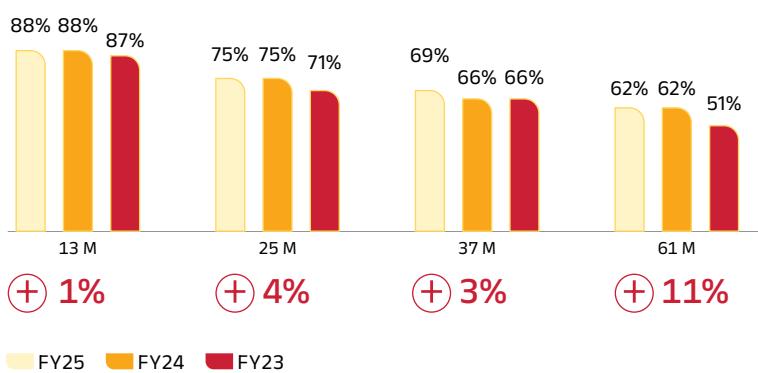
## Management Discussion and Analysis (Contd.)

**Scaled up and diversified distribution mix****Strong growth across channels**  
(FY25 FYP in ₹ Crore)**Channel mix**  
(in %)**Product mix by channel (FY25)****RENEWAL PREMIUM AND PERSISTENCY**

Renewal premium grew by 14% year-on-year to ₹ 10,419 Crore in FY25. The growth was on account of higher new business growth in the previous year, improved persistency and continuous demonstration of the customer's trust. We are among the top quartile in the industry in terms of 13<sup>th</sup> and 61<sup>st</sup> month persistency. 13<sup>th</sup> Month Persistency grew to 88.44% (FY24: 88.05%) and 61<sup>st</sup> Month to 62% (FY24: 62%). Individual renewal premium collection by ZARA (AI based bot) grew by 34% year-on-year to ₹ 981 Crore in FY25.

**Total renewal premium****Persistency<sup>1</sup>**

Improving Persistency across all cohorts

<sup>1</sup> 12month rolling block as per revised IRDAI Circular 2024

⊕ 2 Yr CAGR

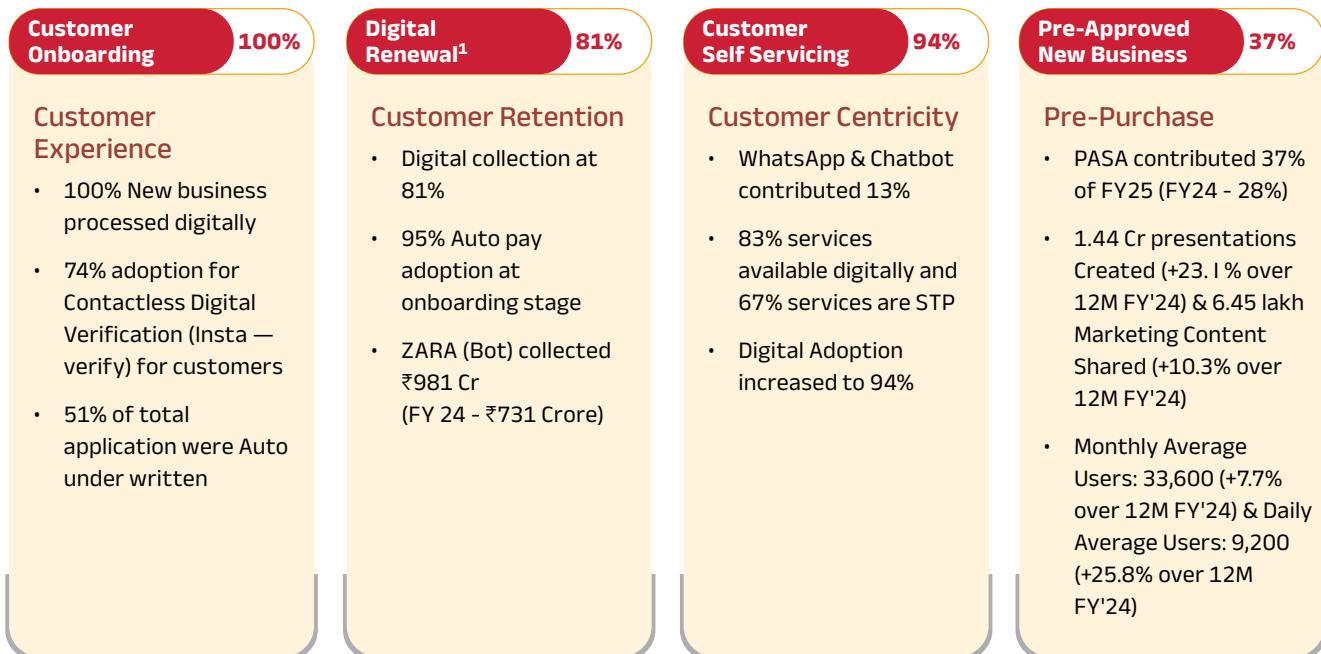


## ADOPTING A DIGITAL MINDSET

Embracing modern technology is essential for any organisation that intends to ensure faster deliveries, reduced spending and enhanced customer experience. The three-to-five-year digital transformation plan depends on creating a culture of continuous learning and requires employees to develop a digital mindset.

ABSLI has digitised its front-end and back-end processes, covering all the major milestones of the policy life cycle. We are consistently investing in assets which would enable us to issue policies instantly. It features customer acquisition assets like pre-sales app for lead generation management, prospective app sales buddy for assisting advisors and LEAP for managing new business digitally, among others. We have also automated

an AI-driven underwriting system, which enables us to auto underwrite policies and acts as an aid to intelligence for acquiring new risk consciously. We also have a new claims processing system targeted towards auto claim clearance to reduce TATs and increase customer satisfaction. Contribution of pre-approved sum assured (PASA) in individual business increased from 28% in FY24 to 37% in FY25.

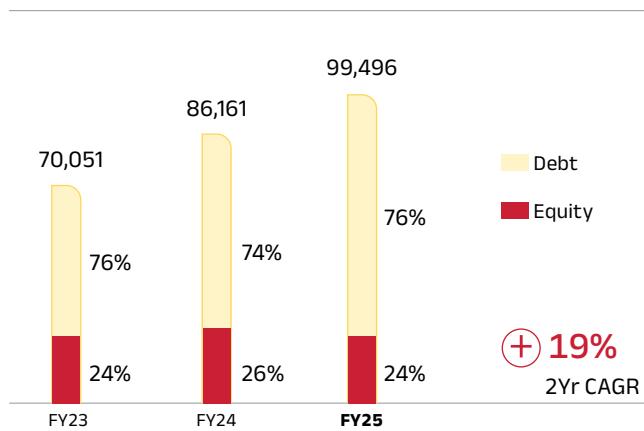


1. Individual Renewal Premium

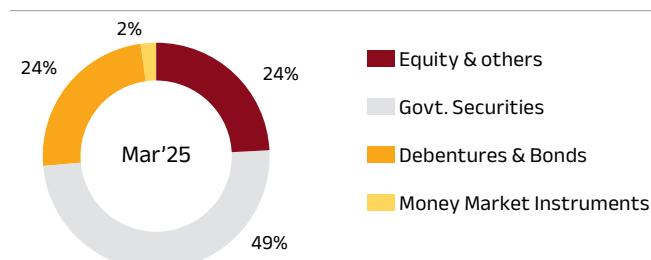
## INVESTMENT PERFORMANCE: SURPASSING BENCHMARKS

### Asset under management

(in ₹ Crore)



### Composition of AUM

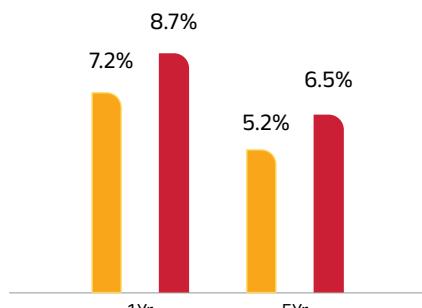


- Growth of 15% in vis-a-vis FY24
- 94.52 % of debt investments are AAA rated or sovereign instruments as of Mar 31, 2025

## Management Discussion and Analysis (Contd.)

**INVESTMENT PERFORMANCE<sup>1</sup>****Income advantage**

(Debt Fund)

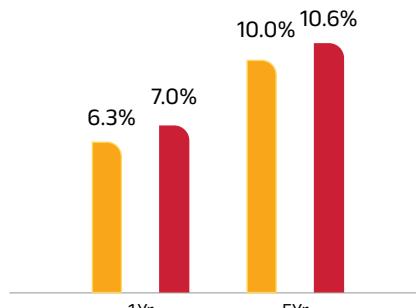


■ Crisil Benchmark ■ Performance

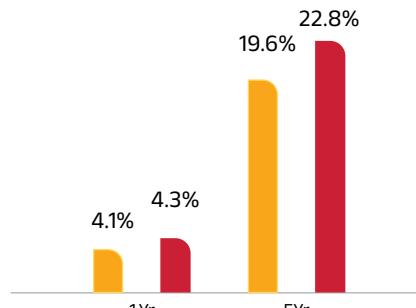
1. Top Funds in respective category

**Enhancer**

(Balanced Fund)

**Maximiser**

(Equity Fund)

**VALUE CREATION AND PROFITABILITY**

We continue to have a diversified product portfolio. A diversified product strategy helps in safeguarding against capital market volatility, regulatory changes and changes in customer behaviour. During the year, we have endeavoured to maintain a balanced mix with controlled proportion of ULIP. Expected maturity benefits of the guaranteed portfolio are entirely hedged. We have entered into Forward Rate Agreements (FRA) to protect 100% expected maturity and survival benefits for guaranteed benefits of policyholders in low-interest rate scenarios. The new products launched in FY25 are expected to generate good traction going forward.

The new surrender guidelines came into effect from 1<sup>st</sup> October 2024. These guidelines increase the surrender value of policies surrendered after first year and adversely impact the value of new business. We have taken various steps such as increasing rider attachment,

realigning commission structure and changing the product pricing to mitigate this impact. These steps along with the high quality of business has helped us to attain a net VNB margin of 18% in FY25. The value of new business in absolute terms increased by 17% year-on-year to ₹ 818 Crore in FY25.

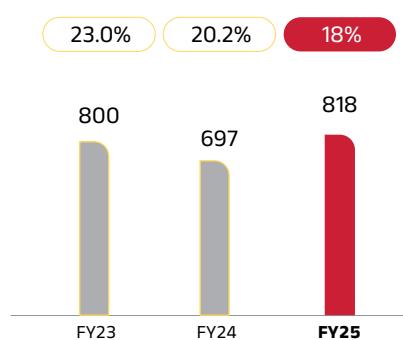
Given the investments made in proprietary channels and deepening our distribution, the operating expenses-to-premium was 20.4% in FY25 (FY24: 18.5%).

The embedded value increased by 20% year-on-year to ₹ 13,812 Crore as of 31<sup>st</sup> March 2025 mainly due to unwinding of in-force profit and in line with operating and assumption variance. The return on embedded value was 19.2% in FY25.

The profit before tax was ₹ 158 Crore in FY25 (FY24: ₹ 198 Crore). The profit after tax was ₹ 90 Crore in FY25 (FY24: ₹ 132 Crore).

**VNB<sup>1</sup>**

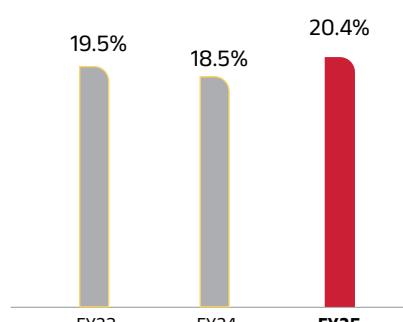
(₹ Crore)



1. Individual + Group Risk

**Opex ratio<sup>2</sup>**

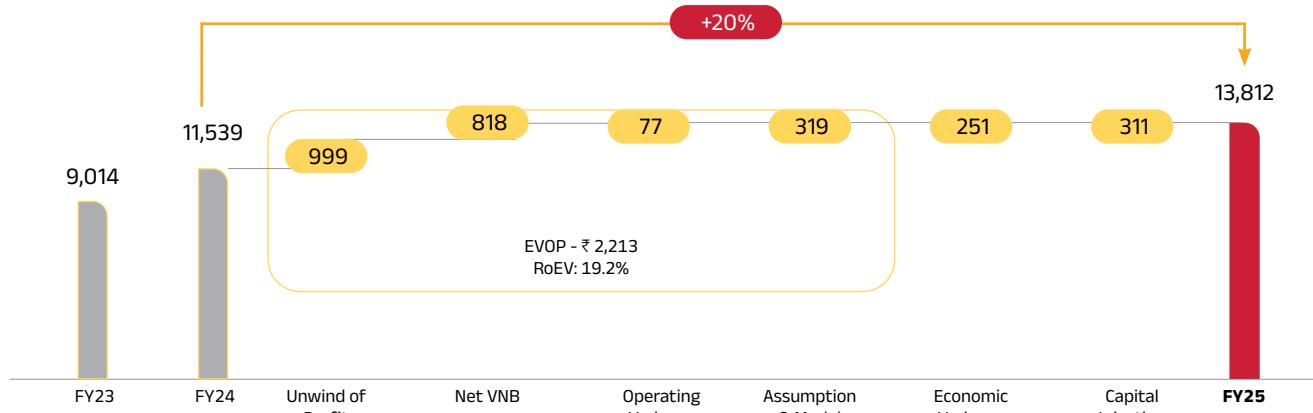
Controlled Operating expenses



2. Opex to Total Premium

**Embedded Value\***

(₹ Crore)



\* Numbers are peer reviewed

The methodology, assumptions, and the results of base EV and VoNB have been reviewed by Willis Towers Watson Actuarial Advisory LLP.

**OUTLOOK**

The guiding lines for the future have been growth, long-term value accretion and stable statutory profit while excelling in all quality parameters. The management has identified and put in place a comprehensive action plan and is actively monitoring all risk areas. We will continue to strengthen our competitive and financial position by focusing on the following strategic priorities:

Grow Individual FYP at CAGR of 20%-25% over three years	Maintain net VNB margin of 18% and double the net VNB over three years
<ul style="list-style-type: none"> <li>Grow traditional products including protection in retail segment</li> <li>Focus on growing credit life in group segment</li> <li>Continue to make investments in direct channel</li> <li>Invest in PSU relationships and new relationships to grow mindshare</li> </ul>	<ul style="list-style-type: none"> <li>Improve efficiencies in costs through better management of fixed costs</li> <li>Optimise product mix through focused improvement in protection business</li> <li>Product innovation to continue while adhering to a robust risk management approach</li> </ul>

**Profit and loss statement and key ratios**

(₹ Crore)	FY24	FY25
<b>Individual First year Premium<sup>1</sup></b>	<b>3,546</b>	<b>4,633</b>
Group First year Premium	4,554	5,587
Renewal Premium	9,160	10,419
<b>Total Gross Premium</b>	<b>17,260</b>	<b>20,639</b>
Operating expenses (Incl. Commission)	3,191	4,206
<b>Profit Before Tax<sup>2</sup></b>	<b>198</b>	<b>158</b>
<b>Profit After Tax<sup>2</sup></b>	<b>132</b>	<b>90</b>
<b>Key ratios (in percent)</b>	<b>FY24</b>	<b>FY25</b>
Opex to Premium (Incl. Commission)	18.5%	20.4%
Solvency Ratio	178%	188%

1. Single premium @100% 2. Consolidated nos. including Aditya Birla Sun Life Pension Management Company Limited

## Management Discussion and Analysis (Contd.)

### Health Insurance

**Aditya Birla Health Insurance (ABHI)** is a Standalone Health Insurance player (SAHI). It was incorporated in 2015 and commenced operations in October 2016. ABCL, MMI Strategic Investments and Abu Dhabi Investment Authority hold 45.89%, 44.08% and 10.03% stake in ABHI, respectively. ABHI was the fastest-growing SAHI player in FY25. Driven by its 'Health First' business model, backed by a strong brand and differentiated product offerings, it is well placed to capitalise on the growth opportunity in the health insurance space.



#### INDUSTRY OVERVIEW

Health insurance (HI) continues to be the fastest growing segment amongst various general insurance segments with a year-on-year growth of 9% in comparison to the growth of 4% in other GI segments in FY25. In the HI space SAHI

players have a market share of 30% and a year-on-year growth of 16% for FY25. The industry posted a 3-year CAGR of 16% for FY25 with SAHIs growing faster than the market with a CAGR of 23%. Health insurance penetration in the country continues to be low and

there is ample opportunity for growth. The government's focus on 'Insurance for all by 2047' and its transition from a 'provider of services' to 'funder of services' is expected to add impetus to the health insurance industry.

## INDUSTRY STRUCTURE

In FY24, the Insurance Regulatory and Development Authority of India (IRDAI) introduced major regulatory changes as part of its long-term goal of achieving 'Insurance for All by 2047'. The regulatory framework was streamlined with the replacement of 34 existing regulations with 6 simplified regulations and the addition of 2 new regulations. This move aimed to improve clarity, consistency and the ease of doing business in the insurance sector.

In FY25, the regulator has given licenses to 2 new health insurance players.

The industry now has a total of 34 players comprising 4 PSU insurers, 23 Private Multi-line players and 7 Stand Alone Health Insurers (SAHI). PSU insurers continue to cede market share with overall share of 36% in FY25 as compared to 48% in FY19. The share of private multi-line players increased from 30% in FY19 to 34% in FY25 and SAHI players increased from 22% in FY19 to 30% in FY25.

Its gross written premium (GWP) grew by 33% year-on-year to 4,940 Crore in FY25. Excluding the impact of 1/n accounting norm, GWP grew by 42% year-on-year to ₹ 5,252 Crore in FY25. We covered about 22 million lives, as of 31<sup>st</sup> March 2025. Retail business grew by 44% year-on-year and contributed to 53% of total GWP in FY25. ABHI's GWP has grown by a CAGR of 44% from FY22 to FY25 compared to SAHI industry CAGR of 25%. ABHI has achieved a breakeven in its eighth full year of operations with a net profit of ₹ 5 Crore in FY 25. The combined ratio improved to 105% in FY25 from 110% in FY24.

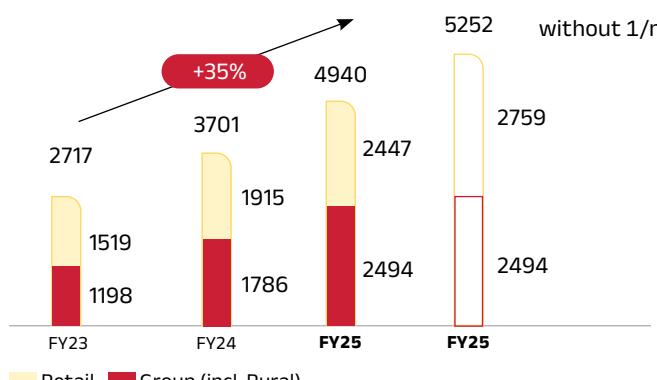
## PERFORMANCE REVIEW

ABHI continues to be one of the fastest growing health insurance companies.

## FINANCIAL HIGHLIGHTS

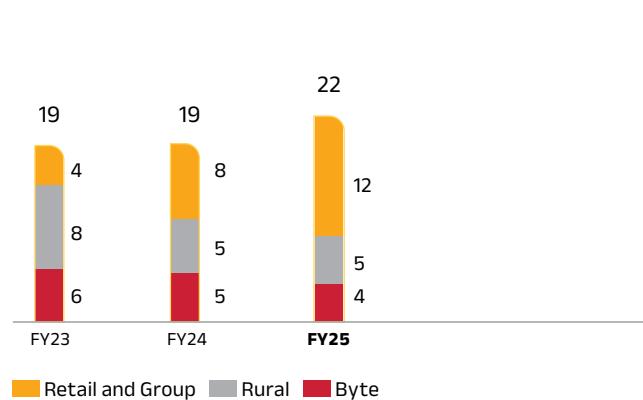
### Gross written premium

(₹ Crore)



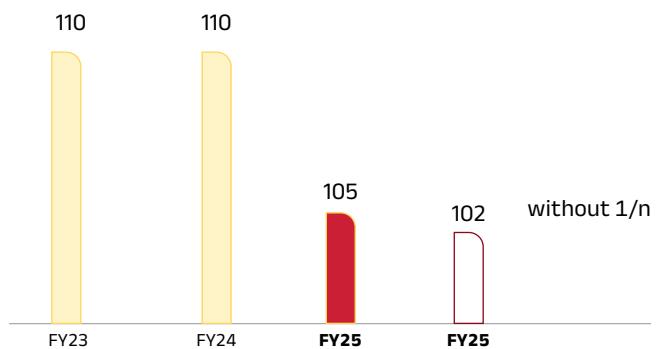
### Lives covered

(in Million)



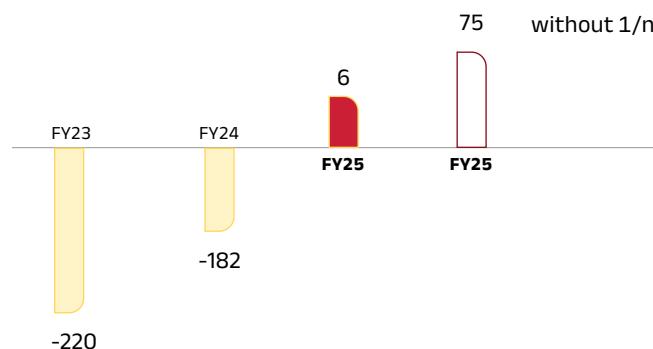
### Combined ratio

(%)



### Profit before tax

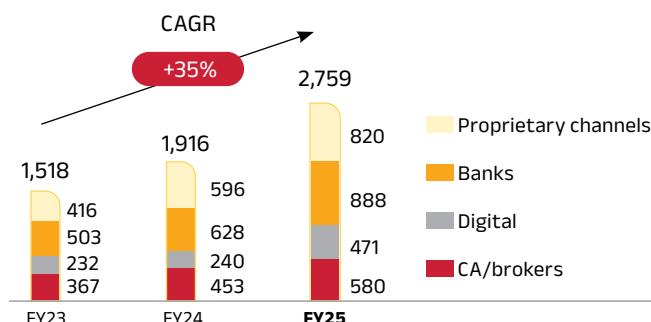
(₹ Crore)



## Management Discussion and Analysis (Contd.)

**RETAIL DISTRIBUTION MIX AND BUSINESS GROWTH****Delivered Robust growth in Core business****Retail GWP<sup>1</sup>**

(₹ Crore)

**FY25 mix**

<b>30%</b> Proprietary Channels <sup>3</sup>	<b>17%</b> Digital
<b>32%</b> Banks	<b>21%</b> CA / Brokers

FY25 Retail GWP<sup>2</sup> at ₹ 2,447 Crore with 28% Y-o-Y growth**Proprietary**

Continued focus on leveraging One ABC branches | 26% increase in Agent count

**Banca**

Penetrating new verticals within existing relationships

**Digital**

Launched products tailored for digital platforms

**CA / Brokers**

NBFC led growth Activating new partners

1. Gross written premium without I/n basis | 2. FY25 Gross written premium with I/n basis | 3. Proprietary includes Agency & Direct business

ABHI's core strategy is centred around the integration of health and wellness into insurance, promoting proactive health management and enhancing customer engagement. With a digitally enabled ecosystem and an expansive distribution network, we are poised to meet the evolving needs of diverse customer segments across India. The value proposition of ABHI has always been geared away from traditional insurance. The data led customer understanding has enabled us to introduce products with benefits of embedded wellness and health management. The products are structured around the pillars of (1) Know Your Health (2) Improve Your Health and (3) Get Rewarded.

Our Differentiated Health-First model continues to show maturity. In FY25, 9% of eligible customers

earned good health-based incentives - HealthReturns, up from 6% last year, reflecting deeper engagement with our wellness ecosystem. The outcomes for some of the intervened cohorts are now visible. The percentage of customers influenced by participation in healthy behaviour has crossed 25% on an enlarged customer base. We have invested in building deep capabilities for managing customers with high health risk. Through a combination of in-house health Coaches and our partners, we have intervened in more than 1,30,000 high risk lives to improve their health vitals, leading to lower claim ratios. These customers continue to exhibit lower loss ratios and better persistency. Overall, this has kept our retail loss ratio well in control.

**SCALED UP DISTRIBUTION MIX**

Despite being a new entrant, we have accelerated growth across distribution channels, comparable to industry veterans. We maintain a diversified mix of business across both distribution channels and product lines, enabling resilience against market fluctuations. This broad-based approach ensures widespread market presence and business stability. Furthermore, we offer a comprehensive product portfolio tailored to varied customer needs, with a strategic focus on delivering value to our stakeholders.

Our long-term goal is to increase the share of proprietary channels and we have made significant investments to this effect. The channel now has a presence across more than 225 branch locations and access to more than 140,000 agents. This focus



and investments have yielded rich dividends. The proprietary channel has experienced 38% year-on-year growth, with a contribution of 30% in retail GWP. We continue to leverage our strategy of One ABC to drive agent growth and cost effectiveness across the channel.

We continue to be a pioneer in bancassurance distribution. We have distribution tie-ups with 14 private banks and 5 PSU banks. We have a significant focus on augmenting capacity by acquiring new relationships.

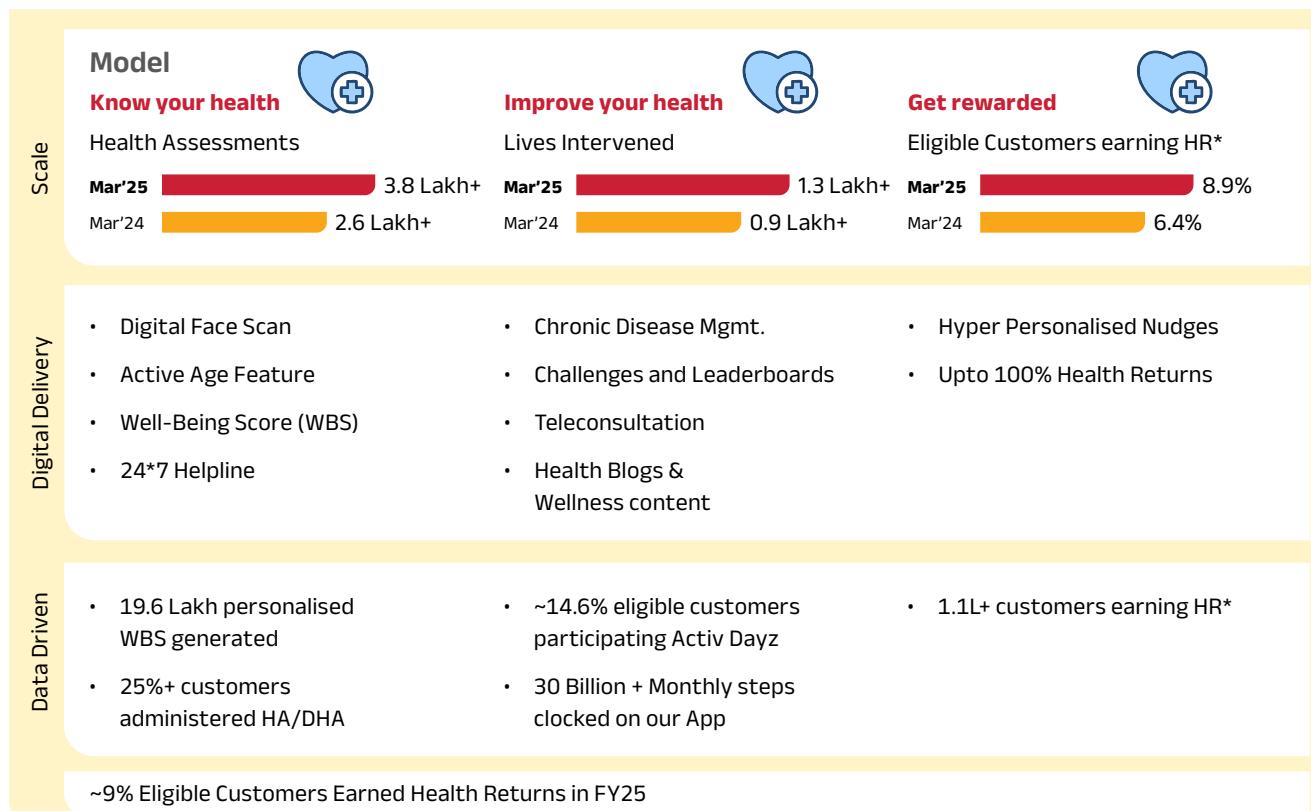
The GWP of group business grew by 40% year-on-year to ₹ 2,494 Crore in FY25. In the group business segment, there is also a focused effort to strengthen presence in commercial segments like SMEs and MSMEs, while sustaining a strong foothold in the large corporate and government sectors.

## PRODUCT INNOVATION

In the past eight years, we have continued to lead in product innovation, extending our offerings to senior citizens, millennials, same sex and live in partners and women, with a growing focus on holistic well-being, including mental health and nutrition. Our first in the industry, the Chronic Management Program, set new standards of excellence. To address hesitancy among some customers in buying health insurance, we created contextual byte-sized offerings, at an affordable cost. We pioneered two benefits in our product suite: 'Incentivised Wellness' and 'Health Management Program'. These two benefits are structured on the three pillars of 'Know Your Health', 'Improve Your Health' and 'Get Rewarded'.

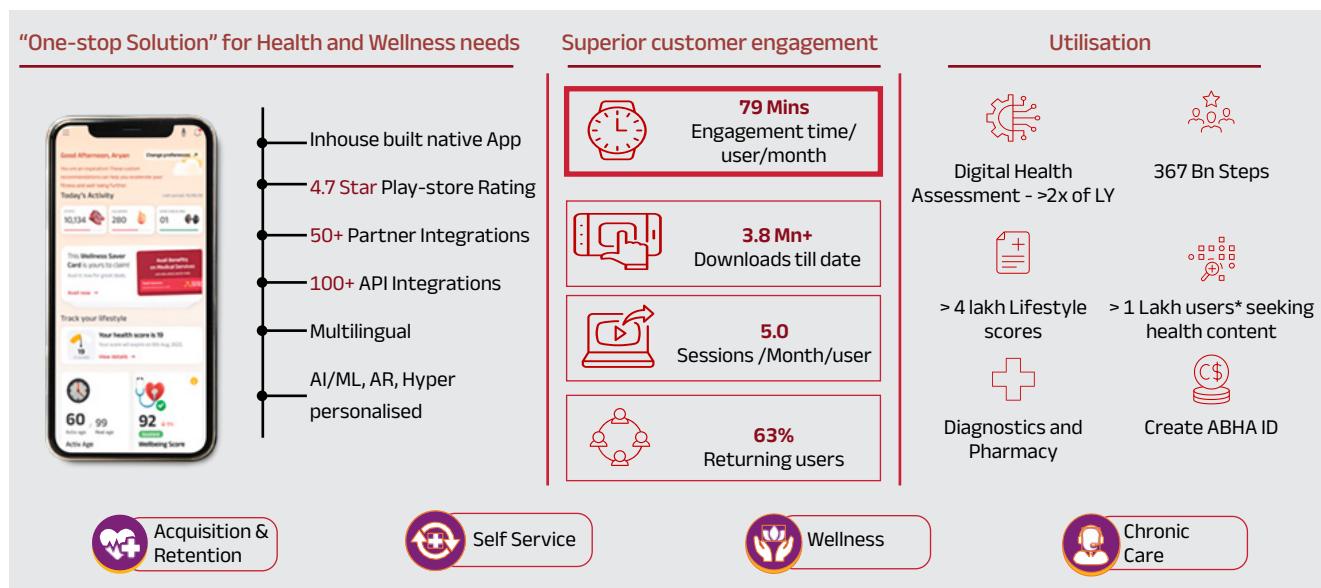
Most of our products continue to be top ranked in their respective categories and we continue to be cognisant of the fact that our offerings have become an industry norm, adopted both by competition and the regulator.

## SCALED UP DIFFERENTIATED HEALTH-FIRST MODEL



HA DHA Activ Dayz & Health Returns are on 12M rolling | WBS Count is for active customers as of Mar'25 | High risk customer intervened is on ITD basis on Intervention completion basis | \*HR - Health Returns

## Management Discussion and Analysis (Contd.)

**ACTIV HEALTH APP AS PRODUCT-DRIVING REVENUE AND ENGAGEMENT**

Engagement time — Time spent on app user/month | Returning users - % of app users visited at least once within a month | \*Total unique users in 12 months

Our 'digital first' approach has led to a wide suite of relevant digital assets. The digital assets suite includes industry first multi-lingual app, industry first customer journeys in WhatsApp, bots and the traditional website. The principles and culture around which the entire digital edifice has been constructed includes agility, scalability, security, modularity, cloud agnostic etc.

There are more than 40 live features on our Activ Health App. The app has more than 3.8 million downloads. The app is a state-of-the-art property with simplified customer journeys which apart from providing policy details and renewal management facilities can be used for various other aspects like health and nutrition, wellness

scores and health management. The Activ Health App is the customer touchpoint across acquisition, renewal management, servicing and health management.

**DIGITAL, DATA AND ANALYTICS**

Given the increasing footprint of the digital channel and platforms, digital metrics represent a larger proportion of our business each quarter. In FY25, Our Activ Health App downloads grew by 125% year-on-year, while Monthly Active Users (MAUs) saw a 48% increase over the previous year — reflecting strong digital traction and deeper customer engagement. We see a consistent increase in these metrics, and this is

enabling scale, efficiencies and cost optimisation across the business.

As a new age business born in the times of big data, we have integrated analytics into each aspect of our business. Data capabilities include the ability to analyse both structured and unstructured data. The Company has built a data lake with capabilities for managing and analysing both structured and unstructured data from multiple sources. There exists strong in-house capabilities around data analytics, artificial intelligence, machine learning, natural language processing etc. In our thrust on digital, we are also constantly evaluating and investing in our data capabilities.

## ADOPTING DIGITAL FIRST APPROACH ACROSS MULTIPLE AREAS

	Focus	Key initiatives and wins			
	<b>Revenue</b>	<ul style="list-style-type: none"> <li>Client acquisition through the App</li> <li>App Engagement-led renewal propensity</li> <li>Customer initiated renewals</li> </ul>	<b>87%</b> Digital Renewals	<b>38%</b> Higher Renewal Propensity*	<b>34%</b> DIY Renewals
	<b>Engagement</b>	<ul style="list-style-type: none"> <li>Leveraging Inhouse &amp; Partner Ecosystem</li> <li>Hyper personalised engagement</li> <li>Leader boards and challenges</li> </ul>	<b>125%</b> Y-o-Y Increase in App Downloads	<b>100%</b> Distributors Onboarded Digitally	<b>48%</b> Y-o-Y Increase in App MAU
	<b>Digital Index</b>	<ul style="list-style-type: none"> <li>Efficiency through digital servicing</li> <li>20% y-o-y increase in DI</li> <li>Digital medical underwriting</li> <li>AI driven document classifier</li> </ul>	<b>90%</b> Digital Self-service	<b>80%</b> Auto Underwriting	<b>1.84x</b> Y-o-Y Increase in DIY Claims

AU - Monthly Active Users | DIY Renewals – Do It Yourself Renewals | \*App users vs non app users cohort | AI – Artificial Intelligence | DI – Digital Index

## Key Financials

(₹ Crore)	FY24	FY25
Retail premium	1,915	2,759
Group Premium	1,786	2,494
<b>Gross written premium (without 1/n)</b>	<b>3,701</b>	<b>5,252</b>
Gross written premium (with 1/n)	3,701	4,940
Revenue	3,450	4,622
Operating expenses (including claims)	3,632	4,616
<b>Profit Before Tax (Without 1/n)</b>	<b>(182)</b>	<b>75</b>
<b>Profit Before Tax (With 1/n)</b>	<b>(182)</b>	<b>6</b>

## OUTLOOK

Looking ahead, we remain optimistic about the long-term growth prospects of the health insurance sector. Our differentiated business model will help us to be the fastest growing health insurer and gain market share. But for the change in regulatory guidelines, we were on track to achieve a combined ratio of 100% in FY26. However, our endeavour still remains to achieve a combined ratio of 100% at the earliest.

## Management Discussion and Analysis (Contd.)

## Stocks and Securities

**Aditya Birla Money Limited (ABML) is a one-stop shop for customers for their entire investment and trading needs. ABML offer a full range of services related to investment in stocks, mutual funds, IPOs, SGBs, PMS, among others and trading in equity, commodity and currency derivatives. The product and service innovations enable differentiated experiences for customers**

### INDUSTRY STRUCTURE AND DEVELOPMENTS

The Indian broking industry witnessed a landmark year in FY25, marked by a two-phase narrative of exceptional growth and returns followed by regulatory moderation and global headwinds. During the first three quarters of the fiscal, the industry achieved record performance driven by buoyant primary and secondary market activity, robust retail participation and sustained inflows into equity mutual funds.

The retail broking business continues to improve its product offerings through digital initiatives. The rise of discount brokers has made it easier to invest in capital market products. Benefits in the form of zero brokerage, e-KYC, UPI integration and user-friendly platforms have made investing seamless and intuitive. It has taken investor participation to new highs in FY25, also reflecting the growing democratisation of capital markets in India. FY25 saw a record 4.11 Crore new demat accounts opened, a growth of 11% year-on-year, pushing the total to 19.24 Crore. On the primary market front, 78 mainboard IPOs and 239 SME IPOs cumulatively raised ₹ 1.72 Lakh Crore - surpassing the cumulative totals of the previous two years.

Retail investors continued to dominate market flows, supported by growing financial awareness and digital enablement. The number of active traders on the NSE increased nearly five-fold since FY2020, reaching approximately 5 Crore by October 2024. Mutual fund participation also saw substantial growth, with unique retail investors rising to more than 5 Crore and SIP registrations touched record highs. While aggressive FII outflows continued to challenge the Indian equity markets in H2FY25, domestic retail and institutional flows provided a resilient counterbalance, reinforcing the trend of localisation in market ownership. Despite headwinds from FPI outflows, regulatory intervention, geopolitical tensions and ongoing policy uncertainty, Indian markets displayed structural resilience as the benchmark indices managed to outperform most developed and emerging markets. For FY25, Nifty 50 gained ~5% while Nifty Midcap 100 was up 5.4% and Small cap index extended by 7.5%.

### FINANCIAL PERFORMANCE

ABML's revenue from operations grew by 15% year-on-year to ₹ 448 Crore in FY25 mainly led by higher interest income, higher fees and commissions. The profit after tax grew by 40% year-on-year to ₹ 74 Crore in FY25.

### OUTLOOK

RBI expects Inflation to average at 4% in FY26, assuming a normal monsoon. The Indian economy is expected to be one of the fastest growing major economies in FY26, mainly backed by strong domestic drivers and strengthening macroeconomic fundamentals. With softening commodity prices, India Inc is likely to witness some relief on the input cost, thereby driving its gross margins. Further, most companies have now adopted the risk of managing supply side challenges along with cost optimisation measures which can uplift their margins. Government's impetus on growth and capex and boosting domestic consumption was visible through a balanced Budget for FY26. It showcased a strong balance between fiscal prudence and consumption boost.

The India growth story remains one of the best over medium to long-term in a world overflowing with structural and demographic challenges. The government's strong impetus on growth and continued emphasis on infrastructure is visible through the capex allocation of ₹ 11.21 lakh Crore for FY26, i.e. 3.1% of GDP. Strong policy initiatives in the form of 'Aatmanirbhar Bharat', 'Make in India', 'Heal in India', 'Dekho Apna Desh' and PLI schemes are expected to take India to the next level of growth in the coming years.



## Standalone financial performance

The standalone profit after tax excluding gain on sale of stake in subsidiaries grew by 15% year-on-year to ₹ 2,714 Crore in FY25. The return on equity, excluding one-offs and adjusted for dividend income and investments in subsidiaries, JVs and associates was 14.1% in FY25 (FY24: 15.8%). The total capital adequacy ratio was 18.22% and tier I ratio was 15.94% as of 31<sup>st</sup> March 2025. The debt-to-equity ratio was 4.41x and the standalone total net worth was ₹ 25,194 Crore as of 31<sup>st</sup> March 2025.

### Profit and loss statement and key ratios

	(in ₹ Crore)		
	FY24	FY25	Y-o-Y
<b>Profit &amp; Loss Statement</b>			
Interest income	12,134	14,029	
Fee and other income	777	1,004	
<b>Total income</b>	<b>12,911</b>	<b>15,033</b>	16%
Interest expense	6,469	7,981	
<b>Net Interest income</b>	<b>6,442</b>	<b>7,052</b>	9%
Dividend income	78	237	
Employee expenses	969	1,119	
Other expenses	1,050	1,078	
<b>Total expenses</b>	<b>2,018</b>	<b>2,197</b>	9%
Credit Provisioning	1,356	1,448	
<b>Profit before tax</b>	<b>3,147</b>	<b>3,644</b>	16%
Tax	778	930	
<b>Profit after tax</b>	<b>2,369</b>	<b>2,714</b>	15%
Gain on sale of stake in subsidiaries/associates (net of tax)	566	243	
<b>Reported profit after tax</b>	<b>2,935</b>	<b>2,957</b>	
<b>Return on equity<sup>1</sup></b>	<b>15.8%</b>	<b>14.1%</b>	

1. Excluding gain on stake sale and adjusted for dividend income and investments in subsidiaries, JVs and associates

### Standalone balance sheet and key ratios

	(in ₹ Crore)	
	Mar-24	Mar-25
Loans	1,03,916	1,22,345
Investments	11,635	12,829
Other financial assets	1,379	2,870
Non-financial assets	1,138	1,256
<b>Total assets</b>	<b>1,18,069</b>	<b>1,39,300</b>
Borrowings & debt securities	92,292	1,11,136
Other financial liabilities	3,260	2,573
Non-financial liabilities	483	398
Net worth	22,034	25,194
<b>Total liabilities and equity</b>	<b>1,18,069</b>	<b>1,39,300</b>
Debt-to-equity	4.19	4.41
<b>Tier 1 ratio</b>	<b>16.95%<sup>1</sup></b>	<b>15.94%</b>
<b>Total CRAR</b>	<b>18.97%<sup>1</sup></b>	<b>18.22%</b>

1. unaudited

## Management Discussion and Analysis (Contd.)

### RISK MANAGEMENT

At ABCL and our subsidiaries, we attach great importance to the identification, measurement, and control of risks. All the functions are responsible for the management of risks. The Board of Directors and our Risk Management Committee monitor the process of risk management and give suitable directions to the management to adopt appropriate risk control measures. Traditional risk and control indicators serve an important purpose for financial institutions to determine their risk appetite. Technology has made it possible to use an increasing amount of data in analysing risk scenarios and identifying their possible impact on business strategies. At Aditya Birla Capital, we have created a framework that combines the traditional approach and modern data-driven approach to facilitate risk management. Against the backdrop of this credit environment and general macroeconomic factors playing out across sectors, we remain confident of our integrated risk and governance approach, which has demonstrated the capability to withstand economic and credit cycles, as well as dynamically adopt new scenarios and learnings into the risk and governance framework. We are well-positioned to accelerate our growth across all lines of business, given our strong risk architecture, coupled with our strong management capability, robust capital, liquidity management and high governance standards.

### OPPORTUNITIES AND THREATS

**Opportunities:** The outlook for financial services remains promising due to structural growth drivers. NBFCs and housing finance firms benefit from increasing financial inclusion, digital adoption, and demand from underserved markets. Mutual funds are seeing a surge in retail participation, SIP growth, and product innovation. Life insurance has vast untapped potential in rural areas, supported by tax incentives and digital distribution. Health insurance is gaining traction post-COVID, with government schemes and tech-driven services enhancing accessibility. These trends present a fertile ground for innovation, expansion, and long-term value creation.

**Threats:** NBFCs, HFCs, mutual funds, life insurance, and health insurance companies continue to face a range of sector-specific threats. NBFCs remain challenged with asset quality pressures in specific segments such as retail unsecured and MFI. HFCs grapple with real estate volatility, regulatory tightening, and may face margin pressures due to falling interest rates. Mutual funds are vulnerable to market fluctuations, credit risk from stressed sectors, and shifting investor preferences. Life insurers face low policy persistency, investment volatility, evolving regulatory norms affecting product design and profitability and risk of increasing customer complaints from

mis-selling. Health insurers contend with rising claims inflation, fraud, regulatory constraints on pricing, and underwriting complexities in the post-pandemic environment. With increasing digital adoption, cyber security risk is a key vulnerability in financial services. The expanding scale of digital financial services, cloud-based infrastructure and interconnected systems across sectors has exponentially increased the cyberattack surface.

### HUMAN RESOURCES

Material developments in Human Resources, including the Company's employee strength, are covered in the Board's Report.

### INTERNAL CONTROL SYSTEMS

Our Company has in place an adequate internal audit framework to monitor the efficacy of internal controls with the objective of providing the Audit Committee and the Board of Directors an independent and reasonable assurance on the adequacy and effectiveness of the organisation's risk management, internal controls and governance processes. The framework is commensurate with the nature of the business and the size, scale, and complexity of its operations. The internal audit plan is developed based on the risk profile of business activities of the organisation. The audit plan covers process audits of different functions and is approved by the Audit Committee, which regularly reviews compliance.



## CAUTIONARY STATEMENT

Certain statements made in this Management discussion and analysis may not be based on historical information or facts and may be 'forward-looking statements' within the meaning of applicable securities laws and regulations, including, but not limited to, those relating to general business plans and strategy of Aditya Birla Capital Limited ('ABCL' or 'Our Company'), outlook and growth prospects, competition and regulatory environment, and the management's current views and assumptions which may not remain constant due to risks and uncertainties and hence, actual

results may differ materially from these forwardlooking statements. This Management discussion and analysis does not constitute a prospectus, offering circular or offering memorandum, or an offer to acquire any of our Company's equity shares or any other security, and should not be considered as a recommendation that any investor should subscribe for or purchase any of our Company's shares. Our Company, as such, makes no representation or warranty, express or implied, as to, and does not accept any responsibility or liability with respect to the fairness, accuracy, completeness or correctness of any

information or opinions contained herein. Our Company assumes no responsibility to publicly amend, modify or revise any forward-looking statements based on any subsequent developments, information or events or otherwise. Unless otherwise stated in this Management discussion and analysis, the information contained herein is based on the management information and estimates. The financial figures have been rounded off to the nearest Rupee One Crore. The events and developments up to 31<sup>st</sup> March 2025 have been covered in the Management discussion and analysis.

# Board's Report

Dear Members,

The Board of Directors of Aditya Birla Capital Limited ("your Company" or "the Company" or "ABCL") is pleased to present the 18<sup>th</sup> (Eighteenth) Annual Report and the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended 31<sup>st</sup> March 2025 ("financial year under review").

During the year under review, National Company Law Tribunal, Ahmedabad Bench approved the Scheme of Amalgamation of Aditya Birla Finance Limited, a wholly owned subsidiary of the Company, with the Company. As per the Scheme, the Appointed Date was 1<sup>st</sup> April 2024. Accordingly, the details in the Board's Report reflects the financial and operational details of the combined entity, wherever applicable.

## FINANCIAL SUMMARY AND HIGHLIGHTS

The highlights of the Standalone and Consolidated Financial Statements are detailed hereunder.

The Company's financial performance for the financial year ended 31<sup>st</sup> March 2025 as compared to the previous financial year ended 31<sup>st</sup> March 2024, is summarised below:

PARTICULARS	STANDALONE		CONSOLIDATED	
	2024-25	2023-24	2024-25	2023-24
<b>Continuing Operations</b>				
Revenue from Operations	15,418.68	13,361.79	40,589.98	33,940.84
Profit before share of Associate and Joint Venture Companies and Tax	3,926.80	3,782.41	4,426.04	4,211.02
Share of Profit of Associate and Joint Venture Companies	-	-	416.80	303.91
Profit / (Loss) Before Tax	3,926.80	3,782.41	4,842.84	4,514.93
Tax Expense	969.58	847.26	1,460.95	1,126.65
Profit / (Loss) After Tax	2,957.22	2,935.15	3,381.89	3,388.28
<b>Discontinued Operations</b>				
Profit Before Tax from Discontinued Operations	-	-	36.96	67.43
Tax Expenses of Discontinued Operations	-	-	8.96	16.82
Profit After Tax from Discontinued operations	-	-	28.00	50.61
Profit After Tax from Total Operations	-	-	3,409.89	3,438.89
Profit / (Loss) after Tax from Continuing Operations				
Attributable to:				
Owners of the Company	2,957.22	2,935.15	3,318.32	3,309.67
Non-Controlling Interests	-	-	63.57	78.61
Profit / (Loss) after Tax from Total Operations Attributable to:				
Owners of the Company	2,957.22	2,935.15	3,332.32	3,334.98
Non-Controlling Interests	-	-	77.57	103.91
Other Comprehensive Income from Total Operation				
Attributable to:				
Owners of the Company	(54.32)	(14.49)	(25.84)	20.94
Non-Controlling Interests	-	-	14.85	35.79
Total Comprehensive Income from Total Operation Attributable to:				
Owners of the Company	2,902.90	2,920.66	3,306.48	3,355.92
Non-Controlling Interests	-	-	92.42	139.70

The above figures are extracted from the Standalone and Consolidated Financial Statements.

## RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

### Standalone Performance (including erstwhile ABFL)

For the financial year ended 31<sup>st</sup> March 2025, revenue of the Company was ₹ 15,419 Crore. The profit after tax<sup>1</sup> (excluding one off) of the Company grew by 15 % at ₹ 2,714 Crore.

1. Excluding gain on sale of entire stake of Aditya Birla Insurance Brokers Limited and sale of partial shares in Aditya Birla Sun Life AMC Limited.



## Consolidated Performance

- Consolidated Segment Revenue<sup>1</sup>: ₹ 47,369 Crore (grew 20% year on year)
- Consolidated Net Profit (excluding one off)<sup>2</sup> : ₹ 3,142 Crore (grew 8% year on year)
- Overall, AUM across asset management, life insurance and health insurance at over ₹ 5.11 Lakh Crore (grew 17% year on year)
- Overall lending book [Non-Banking Financial Company ("NBFC") and Housing Finance] at ₹ 1.57 lakh crore (grew 27% year on year)
- Gross premium (across Life and Health Insurance) at ₹ 25,579 Crore (grew 22% year on year)

The financial results of the Company and its Subsidiaries and Associate(s) are elaborated upon in the Management Discussion and Analysis Report, which forms part of this Annual Report.

## ACCOUNTING METHOD

The Standalone and consolidated Financial Statements of the Company have been prepared in accordance with Indian Accounting Standards as notified under Sections 129 and 133 of the Act read with the Companies (Accounts) Rules, 2014, as amended and other relevant provisions of the Act.

In accordance with the provisions of the Act, applicable Accounting Standards, the SEBI Listing Regulations, the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2025, together with the Auditors' Report form part of this Annual Report.

The Audited Financial Statements (including the Consolidated Financial Statements) of the Company as stated above and the Financial Statements of each of the Subsidiaries of the Company, whose financials are consolidated with that of the Company, are available on the Company's website at <https://www.adityabirlacapital.com/Investor-Relations>.

## MATERIAL EVENTS DURING THE YEAR

The Company was registered with Reserve Bank of India ("RBI") bearing registration no. B.01.00555, dated 6<sup>th</sup> July 2017 under Section 45-IA of the Reserve Bank of India Act, 1934 ("RBI Act") and Master Direction – Core Investment Companies (Reserve Bank) Directions, 2016 as amended ("RBI Master Directions") as a Systemically Important Core Investment Company ("CIC") and was primarily a holding company, holding investments in

its subsidiaries and other group companies and carried out only such activities as were permitted under the Directions issued by RBI for CICs.

The Board of Directors of the Company, at its Meeting held on 11<sup>th</sup> March 2024, approved the Scheme of Amalgamation of Aditya Birla Finance Limited ("ABFL"), Amalgamating Company-a wholly owned subsidiary of the Company with the Company and their respective shareholders and creditors under Sections 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 2013 read with rules made thereunder ("Scheme of Amalgamation/the Scheme").

The Scheme of Amalgamation was approved by the shareholders of the Company at the National Company Law Tribunal ("NCLT") convened meeting of the Company which was held on 7<sup>th</sup> January 2025. Subsequently, the Hon'ble NCLT vide its Order dated 24<sup>th</sup> March 2025, sanctioned the Scheme.

Further, upon receipt of all requisite approvals, ABFL and the Company filed the relevant e-forms with the Registrar of Companies on 1<sup>st</sup> April 2025. Accordingly, the Scheme became effective on 1<sup>st</sup> April 2025 ("Effective Date") and ABFL has been amalgamated with the Company from the Effective Date. As per the Scheme, the Appointed Date was 1<sup>st</sup> April 2024.

In view of the Scheme becoming effective and as per its terms:

1. The Company is carrying on all the business activities undertaken by erstwhile ABFL as a Non-Banking Financial Company - Investment and Credit Company ("NBFC-ICC"). From the Appointed Date to the Effective Date, the said businesses were carried on by ABFL for and on behalf of and in trust for the Company.
2. All the equity shares of ABFL held by the Company stood cancelled without any further application, act or deed.
3. The holders of Non-Convertible Debentures ("NCDs") and Commercial Paper ("CPs") of ABFL became holders of NCDs and CPs of the Company on the same terms and conditions (including same rights, interests and benefits).

ABCL was earlier registered with the RBI as a NBFC - CIC and has made an application to RBI for obtaining a Certificate of Registration as an NBFC – ICC and the registration is awaited. As per the No Objection Certificate received from RBI for the Scheme, ABCL is permitted to operate as an NBFC - ICC in the interim. Post effectiveness of the Scheme, the Company is carrying on the business of lending, financing and distributing insurance, financial products etc. to retail, High Net-worth

1. Consolidated segment revenue; for Ind AS statutory reporting purpose Asset management, wellness business and health insurance are not consolidated and included under equity accounting

2. Excluding gain on sale of entire stake of Aditya Birla Insurance Brokers Limited and sale of partial shares in Aditya Birla Sun Life AMC Limited.

## Board's Report (Contd.)

Individuals ("HNI"), ultra HNI, Micro, Small and Medium Enterprises ("MSME") and corporate customers across India.

During the year, the Company has received the Certificate of Registration ("CoR") from Association of Mutual Funds of India ("AMFI") to carry on activities as an AMFI registered Mutual Fund Advisor.

Further, the Company also obtained Corporate Agent (Composite) License on 21<sup>st</sup> April 2025 from Insurance Regulatory and Development Authority of India ("IRDAI") for distribution of insurance products.

### **HOLDING/ SUBSIDIARIES/ JOINT VENTURES/ ASSOCIATES COMPANIES**

#### **Holding Company**

During the financial year under review, Grasim Industries Limited ("Grasim") continued to remain the Holding Company of the Company. The securities of Grasim are listed on the following exchanges:

- BSE Limited
- National Stock Exchange of India Limited
- Luxembourg Stock Exchange (Global Depository Receipts / GDRs)

As per Regulation 16(1)(c) of SEBI Listing Regulations, the Company is considered as a Material Subsidiary of Grasim.

#### **Subsidiaries and Associates**

As on 31<sup>st</sup> March 2025, the Company had 13 (Thirteen) Subsidiaries and 2 (two) Associate companies.

ABCL and its subsidiaries are subject to regulations by authorities such as the RBI, the Securities and Exchange Board of India ("SEBI"), the National Housing Bank ("NHB"), the Association of Mutual Funds of India ("AMFI"), the Insurance Regulatory and Development Authority of India ("IRDAI") and Pension Fund Regulatory and Development Authority ("PFRDA").

The provisions of Regulations 24 and 24A of SEBI Listing Regulations, with reference to Subsidiaries were duly complied with to the extent applicable.

During the financial year under review, the major changes with respect to the Subsidiaries and Associate(s) of the Company were as under:

- a) Scheme of Amalgamation between Aditya Birla Money Insurance Advisory Services Limited ("ABMIASL"), Aditya Birla Money Mart Limited ("ABMML") and Aditya Birla Capital

Technology Services Limited ("ABCTSL") with Aditya Birla Financial Shared Services Limited ("ABFSSL"), all wholly owned subsidiaries of the Company was filed with Hon'ble National Company Law Tribunal ("NCLT"), Ahmedabad Bench on 13<sup>th</sup> December 2023. The NCLT vide its order dated 2<sup>nd</sup> July 2024 has sanctioned the said scheme.

- b) The Company has sold its entire stake of 50.002% in Aditya Birla Insurance Brokers Limited ("ABIBL") to Edme Services Private Limited, part of the Samara Capital Group and an affiliate of Samara Alternate Investment Fund on 30<sup>th</sup> August 2024 and accordingly, ABIBL has ceased to be a Subsidiary of the Company w.e.f. 30<sup>th</sup> August 2024.
- c) Pursuant to the SEBI guidelines and in order to achieve Minimum Public Shareholding (MPS) of 25% in Aditya Birla Sun Life AMC Limited ("ABSLAMC") within three years of its listing, the Company during the year ended 31<sup>st</sup> March 2024 had sold 1,39,94,199 Equity Shares of Aditya Birla Sun Life AMC Limited ("ABSLAMC") representing 4.86% of the issued and paid-up equity share capital of ABSLAMC. Subsequently, during the financial year ended 31<sup>st</sup> March 2025, the Company has further sold 3,90,728 Equity Shares of ABSLAMC, representing 0.14% of the issued and paid-up equity share capital of ABSLAMC, in the open market. As on 31<sup>st</sup> March 2025, the shareholding of the Company in ABSLAMC stands at 44.94%.
- d) The Scheme of Amalgamation of ABFL (wholly owned subsidiary of the Company) with the Company was sanctioned by the Hon'ble NCLT vide its Order dated 24<sup>th</sup> March 2025.

### **MATERIAL SUBSIDIARIES**

As required under Regulations 16(1)(c) of the SEBI Listing Regulations, the Board has approved and adopted the Policy for determining Material Subsidiaries. The Policy is available on the Company's website at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>.

For the period ended 31<sup>st</sup> March 2025, Aditya Birla Sun Life Insurance Company Limited, Aditya Birla Housing Finance Limited and Aditya Birla Finance Limited are Material Subsidiaries of the Company as per Regulation 16(1)(c) of the SEBI Listing Regulations.

Post effectiveness of the Scheme of Amalgamation with effect from 1<sup>st</sup> April 2025, since ABFL stands dissolved without being wound up, ABFL has ceased to be a Material Subsidiary of the Company as per Regulation 16(1)(c) of the SEBI Listing Regulations.



## RBI REGULATIONS

The Company has complied with all the regulations of RBI to the extent applicable.

## TRANSFER TO RESERVES

For the financial year ended 31<sup>st</sup> March 2025 an amount of ₹ 656.13 Crore was transferred to Special Reserve in terms of Section 45-IC of the RBI Act.

## SHARE CAPITAL

Post effectiveness of the Scheme of Amalgamation w.e.f. 1<sup>st</sup> April 2025, the authorised share capital of the Company has been reclassified, altered and increased without any further act, instrument or deed, such that the authorised share capital of the Company is ₹ 62,80,00,00,000 (Rupees Six Thousand Two Hundred and Eighty Crore) divided into 5,28,00,00,000 (Five Hundred and Twenty Eighty Crore) equity shares of ₹ 10 (Rupees Ten) each and 1,00,00,00,000 (One Hundred Crore) preference shares of ₹ 10 (Rupees Ten) each.

As on 31<sup>st</sup> March 2025, the Company's paid-up Equity Share Capital was ₹ 26,07,01,08,220 divided into 2,60,70,10,822 Equity Shares of ₹10 each.

During the financial year under review, the paid-up Equity Share Capital of the Company increased in the following manner:

Particulars	No. of shares	Amount in ₹
Paid up equity share capital as on 31 <sup>st</sup> March 2024	2,60,00,21,884	26,00,02,18,840
<b>Details of Issue / Allotment of equity shares during the year</b>		
Equity Shares allotted pursuant to exercise of Stock Options, and Restricted Stock Units granted under ABCL Employee Stock Option Scheme 2017	61,37,551	6,13,75,510
Equity Shares allotted pursuant to exercise of Stock Options, Restricted Stock Units and Performance Stock Units granted under Aditya Birla Capital Limited Employee Stock Option and Performance Stock Unit Scheme 2022 (ABCL Scheme 2022)	8,51,387	85,13,870
<b>Paid up equity share capital as on 31<sup>st</sup> March 2025</b>	<b>2,60,70,10,822</b>	<b>26,07,01,08,220</b>

Mr. Santosh Haldankar, Company Secretary of the Company has been appointed as the Nodal Officer and Mr. Pramod Bohra, Vice President, has been appointed as the Deputy Nodal Officer for and on behalf of the Company for the purpose of verification of claims and co-ordination with Investor Education and Protection Fund Authority pursuant to provisions of IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016.

Their details are available on the website of the Company at <https://www.adityabirlacapital.com/investor-relations/shareholder-centre>.

## DEPOSITORY

As on 31<sup>st</sup> March 2025, out of the Company's paid-up Equity Share Capital comprising of 2,60,70,10,822 Equity Shares of

## DIVIDEND

The Directors do not recommend any dividend for the financial year under review. In terms of the provisions of Regulation 43A of the SEBI Listing Regulations, the Company has formulated and adopted a Dividend Distribution Policy. The Policy is available on the Company's website at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>.

which, 2,59,97,67,077 Equity Shares (99.72%) were held in dematerialised mode.

The Company's Equity Shares are compulsorily tradable in electronic form. As per Regulation 40 (1) of SEBI Listing Regulations read with Master Circular SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7<sup>th</sup> May 2024, requests for effecting transfer of securities are not processed unless the securities are held in the dematerialised form with the depositories.

Further, transmission or transposition of securities held in physical or dematerialised form is also effected only in dematerialised form.

Therefore, Members holding securities in physical form are requested to take necessary action to dematerialise their holdings.

## Board's Report (Contd.)

### RESOURCE MOBILISATION

#### Funding Profile and Liquidity Management

During FY 2024-25, erstwhile ABFL continued to strengthen its funding profile through a diversified mix of borrowing instruments and counterparties. Erstwhile ABFL successfully raised long-term funds aggregating to ₹39,034 Crore, comprising of ₹23,293 Crore from banks, ₹12,005 Crore through Debentures, ₹ 3,228 Crore through External Commercial Borrowing ("ECB") and ₹ 508 Crore through Inter-Corporate Borrowing (ICB).

As on 31<sup>st</sup> March 2025, the Company's total outstanding debt at amortised cost stood at ₹1,11,136 Crore as compared to ₹92,292 Crore as on 31<sup>st</sup> March 2024.

#### Issuance of Debenture in FY 2024-25

During the year, the erstwhile ABFL issued and allotted the following Non-Convertible Debentures (NCDs) on private placement basis:

- ₹10,584 Crore of Secured, Rated, Listed, Redeemable NCDs;
- ₹1,019 Crore of Unsecured, Rated, Listed, Redeemable Subordinated NCDs (Tier II capital);
- ₹ 353 Crore of Unsecured, Rated, Listed, Taxable, Redeemable Perpetual NCDs. (Tier I capital).

All NCDs are listed on the Wholesale Debt Market Segment of both the National Stock Exchange of India Limited and BSE Limited.

Additionally, the erstwhile ABFL received ₹49 Crore (₹1.40 Lakh each on 3,500 Debentures) as the fifth call on partly paid-up NCDs originally issued in FY 2020-21.

Further, proceeds from all debenture issuances were utilised in accordance with the stated objectives outlined in the respective issue document.

#### Commercial Paper in FY 2024-25

During FY 2024-25, the erstwhile ABFL issued Commercial Paper (CP) aggregating to ₹29,130 crore. As on 31<sup>st</sup> March 2025, the outstanding CP stood at ₹7,445 crore.

### Liquidity Management

The Company follows a proactive approach to Liquidity Risk Management, aligned with regulatory requirements and internal risk appetite. In compliance with the RBI's guidelines effective 1<sup>st</sup> December 2024, the Company has maintained a Liquidity Coverage Ratio (LCR) of 100% by holding High-Quality Liquid Assets (HQLA) such as Government Securities, Treasury Bills, and cash balances.

To further enhance resilience, the Company conducts regular stress testing of its cash flow positions to assess the adequacy of liquidity buffers and plan for additional bank lines.

The Company remains focused on expanding its funding base by onboarding new investors and lenders. This strategy not only strengthens market access but also enhances pricing efficiency and reduces dependency on a concentrated set of counterparties.

### INVESTMENT IN SUBSIDIARIES AND ASSOCIATE(S)

During the year under review, the Company has subscribed to Equity Share Capital in the following Subsidiaries/ Associate(s):

Name of Subsidiary	Amount of capital infused (Equity Shares) (₹ in Cr)
Aditya Birla Housing Finance Limited	1,200
Aditya Birla Finance Limited (ABFL)*	500
Aditya Birla Capital Digital Limited	460
Aditya Birla Health Insurance Co. Limited	183.55
Aditya Birla Sun Life Insurance Company Limited	158.61
Aditya Birla Wellness Private Limited	7.14
<b>TOTAL</b>	<b>2,509.30</b>

\*Post effectiveness of the Scheme of Amalgamation with effect from 1<sup>st</sup> April 2025, ABFL stands dissolved without being wound up and ABFL ceased to be a Material Subsidiary of the Company



## CREDIT RATING

Pursuant to the Scheme of Amalgamation, the debt instruments of ABFL have become the debt instruments of the Company post compliance with all regulatory requirements. Further, the ratings assigned to such debt instruments remained same post amalgamation. CRISIL Ratings Limited ("CRISIL") & India Ratings and Research Private Limited ("India Ratings") and ICRA Limited ("ICRA") have reviewed and reaffirmed the ratings (including ABFL) as stated below:

Facility	CRISIL	Rated Amount		ICRA	Rated Amount	India Rating	Rated Amount	(₹ in Crore)
Commercial Paper	CRISIL A1+	11,900.00	ICRA A1+		20,900.00	IND A1+	15,000.00	
Non-Convertible Debentures	CRISIL AAA Stable	81,200.00	ICRA AAA Stable		43,962.10	IND AAA Stable	30,906.60	
Subordinate Bonds	CRISIL AAA Stable	3,000.00	ICRA AAA Stable		7,805.00	IND AAA Stable	4,150.00	
Market Linked Debentures	NA		NA NA		NA	IND PP- MLD AAA Stable	1,523.30	
Bank Lines	CRISIL AAA Stable	2,000.00	ICRA A1+ / ICRA AAA Stable		90,000.00	IND AAA Stable	70,000.00	
Perpetual Debt	CRISIL AA+ Stable	1,000.00	ICRA AA+ Stable		700.00	IND AA+ Stable	700.00	
NCD - Public Issue	NA		NA ICRA AAA Stable		15,000.00	IND AAA Stable	4,000.00	
NCD - Unsecured	NA		NA ICRA AAA Stable		1,500.00	NA		

All the above ratings indicate a high degree of safety with regard to timely payment of interest and principal. There has been no revision in any of the above credit ratings during the year under review.

## PUBLIC DEPOSITS

The Company has not accepted any deposits from the public during the financial year under review in accordance with Section 73 of the Act read with the Companies (Acceptance of Deposits) Rules, 2014.

## PARTICULARS OF LOANS GIVEN, INVESTMENT MADE, GUARANTEES GIVEN OR SECURITY PROVIDED

Pursuant to provisions of Section 186 (11) of the Act, the Company being a Non-Banking Finance Company (NBFC) registered with the RBI and engaged in the business of giving loans, is exempted from the provisions of the said Section. Thus, the provisions of Section 186 except sub-section (1) of the Act are not applicable to the Company.

## CONSERVATION OF ENERGY & TECHNOLOGY ABSORPTION

Particulars regarding conservation of energy and technology absorption as required to be disclosed pursuant to provision of Section 134(3)(m) of the Act read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are not relevant to its activities.

However, some of the steps taken by the Company along with its Subsidiaries/ Associate(s) for conservation of energy include:

- The Company and its Subsidiaries/ Associate(s) are committed to reducing negative environmental impact.
- The Company along with Subsidiaries/ Associate(s) tied up with ViaGreen, an organisation that helps in waste management and recycling.
- Most of the offices of the Company and its Subsidiaries/ Associate(s) have installed LED lights making them very energy-efficient. Rooftop solar panel has been installed at Pune, Bengaluru and Noida branch offices.
- As a step towards further reducing the environmental impact, the documents for Board and Committee meetings of the Company and its Subsidiaries/ Associate(s) are transmitted electronically using a secure web-based application, thereby saving paper.
- The energy saving measures taken also include selecting and designing offices to facilitate maximum natural light utilisation, video-conferencing facilities across all offices to reduce the need of employee travel, digital learning initiatives for employees, optimised usage of lights and continuous monitoring and control of the operations of the air conditioning equipment as well as elimination of non-recyclable plastic in offices.

## FOREIGN EXCHANGE EARNINGS AND OUTGO

There were no foreign exchange earnings during the financial year under review as well as during the previous financial year. The foreign exchange outgo during the financial year under review was ₹ 66.61 Crore as compared to ₹ 3.34 Crore, during the previous financial year.

## Board's Report (Contd.)

### PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details, as required under Section 197(12) of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are attached as **Annexure I** to this report.

Details as required under Section 197(12) of the Act, read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, with respect to information of employees of the Company will be provided upon request by a Member. In terms of the provisions of Section 136(1) of the Act, the Annual Report is being sent to all the Members of the Company whose email address(es) are registered with the Company/ Depository Participants via electronic mode, excluding the aforesaid Annexure which shall be made available for inspection by the Members via electronic mode. Pursuant to the provisions of Regulation 36(1)(b), a letter providing the web-link, including the exact path, where the complete details of the Annual Report 2024-25 are available, is being sent to those Members who have not registered their email addresses. Also, if any Member is interested in obtaining a copy thereof, the Member may write to the Company Secretary at the Registered Office of the Company in this regard or send an email to [abc.secretarial@adityabirlacapital.com](mailto:abc.secretarial@adityabirlacapital.com).

### BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

The Company forms part of the top 1000 listed entities on BSE and NSE as on 31<sup>st</sup> March 2025. Accordingly, pursuant to Regulation 34(2) of SEBI Listing Regulations, Business Responsibility and Sustainability Report ("BRSR") of the Company for FY 2024-25 forms part of this Annual Report.

The Company had undergone an independent assurance of the BRSR for FY 2024-25. The BRSR along with the assurance statement provided by DNV Business Assurance India Private Limited (Assurance Provider) confirming reasonable assurance of Core attributes of the Business Responsibility and Sustainability Report of the Company for FY 2024-25 is also available on the Company's website at <https://www.adityabirlacapital.com/%20investor-relations/financial-reports>.

### MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY

There were no material changes and commitments affecting the financial position of the Company from the end of the financial year up to the date of this Report except as stated above under the Section "Material Events during the Year".

### CHANGE IN NATURE OF BUSINESS

During the financial year under review, there has been no change in the nature of business of the Company.

Post effectiveness of Scheme of Amalgamation of ABFL with ABCL i.e. w.e.f. 1<sup>st</sup> April 2025, ABCL is carrying on all the businesses of erstwhile ABFL as an NBFC - ICC.

### EMPLOYEE STOCK OPTION PLAN

#### Aditya Birla Capital Limited Employee Stock Option and Performance Stock Unit Scheme 2022

The Company has adopted "Aditya Birla Capital Limited Employee Stock Option and Performance Stock Unit Scheme 2022" ("Scheme 2022") for the benefit of the employees of the Company and its Subsidiaries, Associates and Group companies.

#### Aditya Birla Capital Limited Employee Stock Option and Performance Stock Unit Scheme 2017 and ABCL Incentive Scheme for Stock Options and Restricted Stock Units – 2017

The Company also adopted "Aditya Birla Capital Limited Employee Stock Option and Performance Stock Unit Scheme 2017" ("Scheme 2017") for the benefit of the employees of the Company and its Subsidiaries and "ABCL Incentive Scheme for Stock Options and Restricted Stock Units – 2017" ("ABCL Incentive Scheme") pursuant to the Composite Scheme of Arrangement between erstwhile Aditya Birla Nuvo Limited and Grasim Industries Limited and the Company and their respective Shareholders and Creditors.

The aforesaid schemes i.e. Scheme 2022, Scheme 2017 and ABCL Incentive Scheme are hereinafter collectively referred to as the "ESOP Schemes".

The aforesaid ESOP Schemes are in compliance with the SEBI (Share Based Employee Benefits) Regulations, 2014 which have been repealed and replaced by the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

Pursuant to the Scheme of Amalgamation becoming effective, the allocation of equity shares of the Amalgamated Company to be issued towards the Aditya Birla Capital Limited Employee Stock Option and Performance Stock Unit Scheme 2022 stands increased from the existing limit of 1.7% to 5% of the fully diluted paid up capital of the Company.

#### Aditya Birla Capital Limited Stock Appreciation Rights Scheme 2019

The Company also adopted "Aditya Birla Capital Limited Stock Appreciation Rights Scheme 2019" ("SARs Scheme 2019"), which is a cash-based plan linked to the actual stock price movement over the plan tenure.

Further details on the ESOP Schemes and the SARs Scheme 2019 are provided in the Corporate Governance Report which forms part of this Annual Report.



The details/disclosure(s) on the aforesaid ESOP Schemes as required to be disclosed under the SEBI (SBEB) Regulations are available on the Company's website at <https://www.adityabirlacapital.com/investor-relations/financial-reports>.

Further, in accordance with Regulation 13 of the SEBI (Share Based Employee Benefits And Sweat Equity) Regulations, 2021, certificates issued by the Secretarial Auditors on the implementation of the ESOP Schemes will be made available via electronic mode at the ensuing 18<sup>th</sup> (Eighteenth) Annual General Meeting ("AGM") of the Company for inspection by the Members.

## MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to Regulation 34(2) of SEBI Listing Regulations, the Management Discussion and Analysis Report for the financial year under review forms part of this Annual Report.

## CORPORATE GOVERNANCE REPORT

The Corporate Governance Report as stipulated under Regulation 34(3) read with Schedule V of the SEBI Listing Regulations forms part of this Annual Report. The requisite certificate from M/s. N. L. Bhatia & Associates, Practising Company Secretaries (UIN: P1996MH055800) on compliance with the requirements of Corporate Governance forms part of this Annual Report.

## STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENTS OF SUBSIDIARY AND ASSOCIATE COMPANIES

A report on the performance and financial position of each of the Company's Subsidiary and Associate companies as per Section 129(3) of the Act read with the Companies (Accounts) Rules, 2014, in the prescribed Form AOC-1 is attached as **Annexure II** to the Board's Report.

## RISK MANAGEMENT

Risk Management of the Company (including erstwhile ABFL) is at the core of our business and ensuring we have the right risk-return trade-off in line with our risk appetite is the essence of our risk management while looking to optimise the returns that go with that risk. The Company has a robust Risk Management framework which proactively addresses risks while looking to optimise the returns that go with that risk.

The Board has constituted a Risk Management Committee as required under Regulation 21 of the SEBI Listing Regulations and RBI Master Directions to frame, implement and monitor the risk management plan of the Company. The objectives and scope of the Risk Management Committee broadly include: risk identification; risk assessment; risk response & risk management strategy; and risk monitoring, communication and reporting with the objective to contain the negative impact of unmitigated risks on profitability and capital. The Company is exposed to various risks that are inherent to lending business.

Over the years, the Company have built a strong Risk Management Framework supported by well-established policies and procedures and a talented pool of Risk Professionals. The Company was able to face the unprecedented challenges faced in the previous few years and emerged stronger during these turbulent times due to some of these policies and framework.

The Company faces potential risks, which can be classified as credit risk, liquidity risk, operational risk, market risk and IT risk. Creating awareness of the risks faced by the organisation is an important way to manage risk and accordingly, the Company makes all efforts to create an environment of risk awareness at all levels.

The Company has policies and procedures in place to identify, measure, assess, monitor, and manage these risks systematically across all its lines of businesses. The Company continually upgrades necessary security measures, including cybersecurity measures, to ensure mitigation of cyber threats and risks.

Risk management in the Company is an independent function, in the context of separation of roles of credit origination (duty cast on the business functions) and evaluation and assessment (duty cast on the credit risk function) to ensure the independence of risk measurement, monitoring and control functions. This framework also enables business units at the operating level, with the use of technology, to identify opportunities to lend which fall within the risk appetite of the Company.

The various risks across the Company are monitored and reviewed through the Risk Management Committee (RMC) of the Board – the apex body for risk management and the Executive Level Committees, which meet periodically. Some of the executive level committees are the Asset Liability Management Committee (ALCO) (managing the liquidity risk and interest rate risk), Credit Committees and Investment Committees (to approve credit proposals and investment proposals), Product Approval Committee (to approve any new product being offered) Operational Risk Management Committee (to identify, measure and monitor operational risks in the business) and IT Strategy Committee (to oversee the robustness of the IT systems and policies to manage cyber threats).

Credit Committees not only approves counter-party credit exposures in line with the delegation of authority assigned by the Board of Directors but also focus on post sanction monitoring. These Committees also review the credit portfolios, non-performing loans, accounts under watch, over dues and incremental sanctions on an on-going basis.

The Audit Committee of the Board provides direction to and monitors the quality of the internal audit function and controls and also monitors compliance with observation reports of RBI, other regulators and internal & statutory auditors.

## Board's Report (Contd.)

- 1. Credit Risk** – The Company has put in place robust credit appraisal, assessment, approval frameworks in place for identification, measurement, monitoring and controlling risks. ABCL has an early warning monitoring mechanism to facilitate early identification of stress and mitigation thereof. The Company tracks all key variables of portfolio including - Key financial indicators, bounces, NPA accounts, covenants and documentation. Overall tracking happens across all credit portfolios across all segments, including monitoring of early warning signals, identifies portfolio trends and generates portfolio level MIS, covering various credit quality indicators. All key variables of portfolios get duly presented & discussed in Risk Management Committee of the Company.
- 2. Market Risk** – Market risk is managed through a comprehensive Board-approved Investment Policy. The Company maintains an investment book of Fixed Income Instruments, mostly Corporate Bonds / PSU Bonds and is managed through the investment policy which caps exposure to various securities through stringent trading risk limits/triggers, concentration risks and Mark to Market thresholds.
- 3. Operational Risk** – Operational Risk is the risk of loss resulting from inadequate or failed internal processes, people and systems or external events. While ultimate responsibility for Operational Risk Management (ORM) lies with the Board, the Board has delegated this responsibility to the Risk Management Committee (RMC) of the Board. A dedicated Operational Risk Management Committee (ORMC) maintains oversight over ORM and provides periodic updates to RMC. ORMC in turn is supported by an independent ORM Function that is responsible for designing and deploying ORM framework and processes that help Business and Support functions in identification and management of risks on proactive basis, ongoing review of systems and controls through risk and control self-assessment (RCSA), timely reporting of operational loss events and near miss events and its analysis for remediation, monitoring of Key Risk Indicators (KRIs) and issue and action management on an ongoing basis. ORM Function works closely with all Businesses and Support Functions to facilitate implementation of ORM processes. Since a strong risk culture is a pre-requisite for effective ORM, ORM Function also ensures on-going ORM training and awareness.  
The Company during the financial year ended 31<sup>st</sup> March 2025, had conducted online training to enhance the awareness of operational risk.
- 4. Liquidity Risk** – ABCL has a robust Liquidity Risk Management Framework. Efficient management of Assets

and Liabilities (ALM) is vital for sustainable growth of business for the Company. ALCO monitors the ALM position at monthly intervals and strives to proactively review the market dynamics, capturing the signals emanating from there and assessing the regulatory requirements to ensure stakeholder value creation. The ALCO also monitors the contractual repayments of liabilities and actuarial repayment of the loans and advances to arrive at the bucket level gap between inflows and outflows.

- 5. Fraud Risk** – In alignment with RBI's Master Directions on Fraud Risk Management (2024), the Company constituted the Special Committee of the Board for Monitoring and Follow-up of cases of Frauds (SCBMF) and Fraud Risk Management Committee (FRMC), and enhancing its Whistle Blower mechanism. A robust Early Warning System (EWS) was rolled out using external data sources and automation triggers to flag early detection of risks. Key preventive measures included integration of the Hunter platform, Screening & Sampling (S&S), and advanced analytics. A structured, time-bound investigation process ensured fair classification through Show Cause Notices, hearings, and Reasoned Orders, with frauds reported to RBI within the prescribed 14-day timeline. Staff accountability was enforced through disciplinary action and a zero-tolerance approach. Awareness and training programs, including Fraud Awareness Week 2024 and gamified modules, were conducted across the organisation to foster a vigilant and compliant fraud risk culture.
- 6. Information Technology and Cybersecurity Risk**

Risks associated with and arising from potential adverse outcomes or disruptions stemming from technology-related factors, such as software vulnerabilities, hardware failures, cybersecurity threats, or technological changes. Technology risk can arise from internal factors (such as system resiliency gaps, change management, inadequate governance and inadequate IT workforce skillsets); or from external factors (such as cyber-threats and third-party vendor) i.e. risk of cyber-attacks on the systems through hacking, phishing, ransomware and other means, resulting in disruption of the services or theft or leak of sensitive internal data or customer information.

The Company has well defined policies, frameworks, procedures, templates, and risk assessment methodology for IT risk management. The framework enables risk assessment of IT solutions, entities providing IT and related services and new technology and digital implementation. The cyber security threat including data privacy issue gets assessed basis the framework - Identify, Prevent/Protect,



Detect, Respond and Recover. Further controls such as firewalls, anti-malware, anti-advance persistent threats, data loss prevention, Red Teaming, Intrusion prevention/detection, digital rights management, 24\*7 security operation centre, and forensics solutions, that has been put in place.

The Company ensures alignment of Business and IT Strategies to provide services and superior customer experience. Making extensive progress on some of the key initiatives that are part of our technology transformation agenda. The key initiatives are Infrastructure stability, Disaster Recovery Resiliency, Security enhancements and monitoring mechanisms. Adapting and updating Cyber Defence framework to further augment cyber defence capabilities to counter new-age threats. Increase information security awareness among employees and customers through specific programmes and communications.

## Business Continuity

The Company has a well-documented Business Continuity Management Programme which has been designed to ensure continuity of critical processes during any disruption. A robust Disaster Recovery Framework has been put in place to manage business and technology interruption risk, ensure uninterrupted operations and service to customers. The Company also has a business continuity policy to have a planned response in the event of any contingency, ensuring recovery of critical activities at agreed levels within agreed timeframe, thereby complying with various regulatory requirements and minimising the potential business impact on the Company. All the business-critical processes are tested in a timely manner for Business continuity.

In view of the increased move to digital and adoption of new technologies, there was a continued focus on Cyber Security and the Company continued to invest in a strong Cyber Defence Programme.

The Risk Management teams of the Company are continuously scanning the internal and external environment to identify Risks and also to capitalise upon the opportunities presented in the environment.

## CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

During the financial year under review, all transactions entered into by the Company with related parties were in ordinary course of business and on arm's length basis and were not considered material as per the provisions of Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014. Hence, disclosure in Form AOC-2 under Section 134(3)(h)

of the Act, read with the Rule 8 of the Companies (Accounts of Companies) Rules, 2014, is not applicable.

Prior approval of the Audit Committee is obtained for all Related Party Transactions ("RPTs") including omnibus approval for transactions which are of a repetitive nature and entered into in the ordinary course of business and at arm's length in accordance with the Policy on Related Party Transactions of the Company. A statement on RPTs specifying the details of the transactions pursuant to each omnibus approval granted, is placed on a quarterly basis for review by the Audit Committee.

Pursuant to Regulation 23(9) of SEBI Listing Regulations, disclosures of RPTs are submitted to the Stock Exchanges on a half-yearly basis and published on the Company's website at <https://www.adityabirlacapital.com/investor-relations/announcements-and-updates>.

There were no material transactions entered into with related parties during the period under review, which may have had any potential conflict with the interests of the Company at large.

The details of transactions with related parties of the Company for the financial year under review, are given in notes to the Financial Statements, which form part of this Annual Report.

The Policy on Related Party Transactions as approved by the Audit Committee and the Board, is available on the Company's website at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>.

## INTERNAL FINANCIAL CONTROLS

The Company and its Subsidiaries/ Associate(s) have well established internal control systems in place which are commensurate with the nature of their business and size, scale and complexity of their operations. Standard Operating Procedures (SOP) and Risk Control Matrices designed to provide a reasonable assurance and are being continuously monitored and updated.

The Company along with its Subsidiaries/ Associate(s) also periodically engage outside experts to carry out independent review of the effectiveness of various business processes. The observations and best practices suggested are reviewed by the management and Audit Committee and appropriately implemented with a view to continuously strengthen internal controls.

## INTERNAL AUDIT

The Company has in place an effective Internal Audit Framework to monitor the efficacy of internal controls with the objective of providing to the Audit Committee and the Board of Directors, an independent and reasonable assurance on the adequacy and effectiveness of the organisation's Risk Management,

## Board's Report (Contd.)

internal control and governance processes. The framework is commensurate with the nature of the business, size, scale and complexity of its operations with a Risk Based Internal Audit (RBIA) approach.

The Company has implemented a RBIA Programme in accordance with the requirements of RBI circular dated 3<sup>rd</sup> February 2021. The Internal audit plan is approved by the Audit Committee and Internal audits are undertaken on a periodic basis to independently validate the existing controls. Internal Audit Reports are regularly reviewed by the management and corrective action is initiated to strengthen controls and enhance the effectiveness of existing systems.

Significant audit observations, if any, are presented to the Audit Committee along with the status of management actions and the progress of implementation of recommendations.

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act and to the best of their knowledge and belief and according to the information and explanations obtained from the operating management, Directors of the Company state that: -

- i) in the preparation of the Annual Accounts for the financial year ended 31<sup>st</sup> March 2025, the applicable Accounting Standards have been followed and there were no material departures from the same;
- ii) the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as on 31<sup>st</sup> March 2025 and of the profit of the Company for the financial year ended on that date;
- iii) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) the Directors had prepared the Annual Accounts on a 'going concern basis';
- v) the Directors had laid down Internal Financial Controls and that such Internal Financial Controls were adequate and were operating effectively; and
- vi) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

## DIRECTORS AND KEY MANAGERIAL PERSONNEL

### Appointment / Re-Appointment / Resignation of Directors

As on 31<sup>st</sup> March 2025, the Board of Directors of the Company ("the Board") comprised of 6 (Six) Directors including 1 (One) Woman Director.

During the year under review, the following changes took place in the composition of the Board of the Company:

### CESSATION

Mr. Subhash Chandra Bhargava (DIN: 00020021) completed his tenure as an Independent Director of the Company on 31<sup>st</sup> August 2024 and consequently, he is not associated with the Company with effect from 1<sup>st</sup> September 2024 pursuant to completion of his second term.

Further, pursuant to the Subscription Agreement executed between Jomei Investments Limited ("the Investor") and the Company, the Investors had a right to nominate a Non-Executive (Nominee) Director on Board of the Company basis their shareholding in the Company.

Consequent to the sale of shares by the Investor, the shareholding of the Investor in the Company has fallen below the prescribed threshold as per Subscription Agreement and the right of nomination of the Investor had fallen away. Pursuant thereto, Mr. Romesh Sobe (DIN: 00031034), the Non-Executive (Nominee) Director of the Company tendered his resignation from the Board of your Company with effect from 19<sup>th</sup> June 2025.

The Board places on record its sincere appreciation for the valuable services rendered by Mr. Subhash Chandra Bhargava and Mr. Romesh Sobe during their tenure as Directors of the Company.

### Appointment

Based on the recommendation of the Nomination, Remuneration and Compensation Committee of the Company, the Board of Directors at its meeting held on 31<sup>st</sup> March 2025 had approved appointment of Mr. Nagesh Ping (DIN: 00062900) and Mr. Sunil Srivastav (DIN: 00237561) as the Additional Directors (Independent) of the Company w.e.f. 1<sup>st</sup> April 2025. Their appointments as Independent Directors were approved by the Members of the Company vide Postal Ballot on 20<sup>th</sup> June 2025.

Further, based on recommendation of the Nomination, Remuneration and Compensation Committee of the Company, the Board of Directors at its meeting held on 31<sup>st</sup> March



2025 had approved the appointment of Ms. Vishakha Mulye (DIN: 00203578) as Managing Director & CEO of the Company and Mr. Rakesh Singh (DIN: 07006067) as Executive Director and Chief Executive Officer (NBFC), subject to approval of RBI and the shareholders of the Company.

## Retirement by Rotation

Pursuant to Section 152 of the Act read with the Articles of Association of the Company, Mr. Sushil Agarwal (DIN: 00060017), Non-Executive & Non-Independent Director retires by rotation and being eligible, offers himself for re-appointment at the ensuing Annual General Meeting (AGM) of the Company.

The Nomination, Remuneration and Compensation Committee of the Company and the Board of Directors have recommended the re-appointment of Mr. Sushil Agarwal to the shareholders at the ensuing Annual General Meeting. The information required to be disclosed under Regulation 36(3) of the SEBI Listing Regulations in case of re-appointment of Mr. Sushil Agarwal is provided in the Notice of the ensuing AGM.

## Declaration by Independent Directors

All Independent Directors have submitted their declaration of independence, pursuant to the provisions of Section 149(7) of the Act and Regulation 25(8) of the SEBI Listing Regulations, stating that they meet the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgement and without any external influence.

The Board has assessed the veracity of the confirmations submitted by the Independent Directors, as required under Regulation 25(9) of the SEBI Listing Regulations.

The Board is of the opinion that the Independent Directors of the Company possess requisite qualifications, experience and expertise and hold the highest standards of integrity.

All Independent Directors of the Company have registered their name within the data bank maintained with the Indian Institute of Corporate Affairs in terms of the provisions of the Companies (Appointment and Qualification of Directors) Rules, 2014.

## Fit and Proper Criteria

All the Directors meet the fit and proper criteria stipulated under the RBI Master Directions, as amended.

## Key Managerial Personnel and Senior Management Personnel

Ms. Vishakha Mulye, Managing Director & Chief Executive Officer (Designate), Ms. Pinky Mehta, Chief Financial Officer (CFO) and Mr. Santosh Haldankar, Company Secretary and Compliance Officer (w.e.f. 1<sup>st</sup> August 2024) are the Key Managerial Personnel of the Company as on 31<sup>st</sup> March 2025 in terms of the provisions of Sections 2(51) and 203 of the Act, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Mr. Amber Gupta ceased to be the Company Secretary and Compliance Officer of the Company effective from the close of business hours on 30<sup>th</sup> June 2024.

The details of the Senior Management Personnel are provided in the Corporate Governance Report, which forms part of this Annual Report.

## ANNUAL PERFORMANCE EVALUATION

The evaluation framework for assessing the performance of the Directors of the Company comprises contributions at the Meeting(s) and strategic perspective or inputs regarding the growth and performance of the Company provided by them, amongst others.

Pursuant to the provisions of the Act and SEBI Listing Regulations and in terms of the Framework of the Board Performance Evaluation, the Nomination, Remuneration and Compensation Committee and the Board of Directors have carried out an annual performance evaluation of the Board, performance of Individual Directors, various Committees of the Board and the Chairman. The manner in which the evaluation has been carried out has been set out in the Corporate Governance Report, which forms part of this Annual Report.

## Outcome of the Evaluation

The Board of the Company was satisfied with the functioning of the Board and its Committees. Non-Executive Directors and Independent Directors demonstrate a strong understanding of the Company and its requirements. They keep themselves updated on the current areas to be discussed at the Board Meetings. The Committees are functioning well and besides covering the Committees' terms of reference, as mandated by applicable laws, important issues are brought up and discussed in the Committee Meetings. The Board was also satisfied with the contribution of Directors in their individual capacities. The Board has full faith in the Chairman leading the Board effectively and ensuring participation and contribution from all the Board Members.

## Board's Report (Contd.)

### MEETINGS OF THE BOARD AND ITS COMMITTEES

The Board meets at regular intervals to discuss and decide on the Company's performance and strategies. During the financial year under review, the Board met 7 (Seven) times on 13<sup>th</sup> May 2024, 1<sup>st</sup> August 2024, 30<sup>th</sup> October 2024, 16<sup>th</sup> December 2024, 3<sup>rd</sup> February 2025, 27<sup>th</sup> March 2025 and 31<sup>st</sup> March 2025.

Further details on the Board, its meetings, composition and attendance are provided in the Corporate Governance Report, which forms part of this Annual Report.

### Audit Committee

The Company has constituted an Audit Committee with its composition, quorum, powers, role and scope in line with the applicable provisions of the Act, SEBI Listing Regulations and RBI Master Directions.

During the financial year under review, the Audit Committee reviewed the internal controls put in place to ensure that the accounts of the Company are properly maintained and that the accounting transactions are in accordance with prevailing laws and regulations. In conducting such reviews, the Committee found no material discrepancy or weakness in the internal control system of the Company.

Further details on the Audit Committee, its Meetings, composition and attendance are provided in the Corporate Governance Report, which forms part of this Annual Report.

During the financial year under review, all recommendations made by the Audit Committee were accepted by the Board.

### Nomination, Remuneration and Compensation Committee

The Company has constituted a Nomination, Remuneration and Compensation Committee ("NRC"), with its composition, quorum, powers, role and scope in line with the applicable provisions of the Act, SEBI Listing Regulations and directions/guidelines/ framework issued by RBI.

Further details on the NRC, its meetings, composition and attendance are provided in the Corporate Governance Report, which forms part of this Annual Report.

The Executive Remuneration Philosophy/Policy of the Company is attached as **Annexure III** to the Board's Report and the same is uploaded on the website of the Company at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>.

### Other Committees

The Board of Directors has also constituted the following Committees:

- Corporate Social Responsibility Committee
- Stakeholders' Relationship Committee
- Risk Management Committee
- IT Strategy Committee
- Asset Liability Management Committee.
- Asset Monetisation Committee. (since discontinued)

Further, in view of the amalgamation, the Board of Directors at their meeting held on 31<sup>st</sup> March 2025 have constituted following new committees:

- Review Committee - Treatment of Wilful Defaulters
- Customer Service Committee
- Special Committee of the Board for Monitoring and Follow-up of cases of Fraud

More information on all of the above Committees including details of their Meetings, if any, their composition and attendance are provided in the Corporate Governance Report, which forms part of this Annual Report.

### ANNUAL RETURN

Pursuant to the provisions of Sections 134(3)(a) and 92(3) of the Act, the Annual Return in Form MGT-7 of the Company for the financial year 2024-25 is available on the Company's website at <https://www.adityabirlacapital.com/investor-relations/financial-reports>.

### SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

No significant or material orders were passed by the Regulators or Hon'ble Courts or Tribunals which would impact the going concern status and Company's operations in future.

### AUDITORS

#### Statutory Auditors, their Report and Notes to Financial Statements

Pursuant to the provisions of Section 139 of the Act and the Companies (Audit and Auditors) Rules, 2014, SEBI (Listing Regulations) and Circular No. RBI/2021-22/25 Ref. No. DoS. CD.ARG/SEC.01/08.91.001/2021-22 dated 27<sup>th</sup> April 2021 issued by RBI on Guidelines for appointment of Statutory Auditors ("RBI Circular") as amended, M/s M. M. Nissim & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 107122W/W100672) were appointed as Statutory Auditors of the Company for a term of 3 (Three) continuous years from the conclusion of 17<sup>th</sup> (Seventeenth) AGM till the conclusion of 20<sup>th</sup> (Twentieth) AGM of the Company.



M/s M. M. Nissim & Co. LLP, Chartered Accountants have confirmed that they are not disqualified to act as Statutory Auditors of the Company, and they comply with the eligibility criteria/requirements specified under Section 141(3) of the Companies Act and the RBI Circulars for FY 2024-25.

The observation(s) made in the Auditor's Report are self-explanatory and therefore, do not call for any further comments under Section 134(3)(f) of the Act.

The Auditor's Report does not contain any qualifications, reservations, adverse remarks or disclaimer.

### Appointment of Joint Statutory Auditor

The RBI Circular No. RBI/2021-22/25 Ref. No. DoS. CD.ARG/SEC.01/08.91.001/2021-22 dated 27<sup>th</sup> April 2021 issued by RBI on Guidelines for appointment of Statutory Auditors provides that Non-Banking Financial Companies with asset size of ₹15,000 Crore and above, as at the end of previous year, the statutory audit is required to be conducted under joint audit of a minimum of two audit firms.

Further, the Hon'ble National Company Law Tribunal, Ahmedabad Bench vide its order dated 24<sup>th</sup> March 2025 has approved the Scheme of Amalgamation of ABFL with the Company and their respective shareholders and creditors. The said scheme has become effective from 1<sup>st</sup> April 2025 with the appointed date being 1<sup>st</sup> April 2024.

Consequently, due to the said amalgamation, the asset size of the Company has exceeded ₹ 15,000 Crore post effectiveness of the Scheme. Therefore, the Statutory Audit of the Company for the Financial Year 2025-26 and onwards is required to be conducted under the joint audit, by a minimum of two Joint Statutory Auditors.

In order to comply with the requirements of the RBI Guidelines, the Board of Directors of the Company ("the Board"), based on the recommendation of the Audit Committee (the "Committee") on 2<sup>nd</sup> July 2025, has recommended for the approval of the Members, the appointment of M/s. KKC & Associates LLP, Chartered Accountants (Firm Registration No. 105146W/W100621) ("KKC" or "Firm") as the Joint Statutory Auditors of the Company for a term of 3 (Three) continuous years from the conclusion of the 18<sup>th</sup> Annual General Meeting till the conclusion of the 21<sup>st</sup> Annual General Meeting of the Company. Profile and other details of the proposed joint statutory auditors forms part of the AGM notice.

In light of the above and pursuant to the provisions of Section 139(1) of the Act, the approval of the members of the Company is being sought for the appointment of KKC as joint statutory auditors for a term of 3(Three) continuous years from the conclusion of the 18<sup>th</sup> Annual General Meeting till the conclusion

of the 21<sup>st</sup> Annual General Meeting of the Company, at the ensuing Annual General Meeting scheduled on 14<sup>th</sup> August 2025. If approved, they will hold office as Joint Statutory Auditor from the conclusion of the 18<sup>th</sup> Annual General Meeting till the conclusion of the 21<sup>st</sup> Annual General Meeting.

### Secretarial Audit and Secretarial Compliance Report

Pursuant to the amended provisions of Regulation 24A of the SEBI (LODR) Regulations and Section 204 of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Audit Committee and the Board of Directors have approved and recommended the appointment of M/s N L Bhatia & Associates, Practicing Company Secretaries (Firm Registration No.: P1996MH055800) as Secretarial Auditors of the Company for a term of five consecutive years commencing from FY 2025-26 to FY 2029-30, for approval of the Members at ensuing AGM of the Company. Brief resume and other details of M/s N L Bhatia & Associates, Practicing Company Secretaries, are separately disclosed in the Notice of ensuing AGM.

M/s N L Bhatia & Associates have given their consent to act as Secretarial Auditors of the Company and confirmed that their aforesaid appointment (if made) would be within the prescribed limits under the Act & Rules made thereunder and SEBI Listing Regulations. They have also confirmed that they are not disqualified to be appointed as Secretarial Auditors in terms of provisions of the Act & Rules made thereunder and SEBI Listing Regulations.

The Secretarial Audit Report in Form MR-3 for the financial year under review, as received from M/s N L Bhatia & Associates, Practicing Company Secretaries, is attached as **Annexure IV** to the Board's Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

Pursuant to Regulation 24A of the SEBI Listing Regulations, the Annual Secretarial Compliance Report for the financial year under review was submitted to the Stock Exchanges and uploaded on the website of the Company at <https://www.adityabirlacapital.com/investor-relations/announcements-and-updates>.

### Cost Records and Auditors

The provisions of Cost Records and Cost Audit as prescribed under Section 148 of the Act are not applicable to the Company.

### Reporting of Frauds by Auditors

During the year under review, none of the Auditors of your Company, i.e., the Statutory Auditors and Secretarial Auditors have reported any incident of fraud to the Audit Committee or the Board of Directors under Section 143(12) of the Act.

## Board's Report (Contd.)

### CORPORATE SOCIAL RESPONSIBILITY

In accordance with Section 135 of the Act, the Company has constituted a Corporate Social Responsibility ("CSR") Committee.

The CSR Committee has formulated and recommended to the Board, a Corporate Social Responsibility Policy ("CSR Policy") indicating the activities to be undertaken by the Company, which has been approved by the Board. The CSR Policy is available on the Company's website at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>.

As a part of its initiatives under CSR, the Company has undertaken a project which is focused to provide support to orphanages. The project is also in line with the statutory requirements under the Companies Act, 2013 and its CSR Policy. During the year under review, the Company has spent /contributed ₹ 34.76 Lakhs (including administrative overheads) towards CSR projects as on 31<sup>st</sup> March 2025. The details of the CSR projects are available on the Company's website at <https://adityabirlacapital.com>.

Further, as a part of its initiatives under CSR, the erstwhile ABFL has undertaken projects in the areas of Health Care, Education, Livelihood, Financial Inclusion and Promotion of Sports. The projects are also in line with the statutory requirements under the Companies Act, 2013 and its CSR Policy. During the year under review, the erstwhile ABFL has spent /contributed ₹ 41.81 Crore (including administrative overheads) towards CSR projects. The unspent amount of 99.99 Lakh for FY 2024-25 pertaining to ongoing projects was transferred to a separate Unspent CSR account on 30<sup>th</sup> April 2025 within the applicable timeline.

Further details on the CSR (including details of erstwhile ABFL) are provided in the Corporate Governance Report, which forms part of this Annual Report.

### WHISTLE BLOWER POLICY/ VIGIL MECHANISM

In compliance with the provisions of Section 177(9) of the Act read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 22 of the SEBI Listing Regulations, the Company has formulated a Whistle blower policy/ vigil mechanism for Directors and Employees to report concerns, details of which are covered in the Corporate Governance Report, which forms part of this Annual Report.

During the financial year under review, no complaints were received under the Whistle Blower Policy by the Company and 5 (five) complaints were received under the Whistle Blower Policy by erstwhile ABFL and the same were duly addressed.

The said policy is available on the Company's website at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>.

### POLICY ON PREVENTION OF SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

The Company has in place a policy which is in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Committee has been set up to redress complaints, if any, received regarding sexual harassment of women employees. The Company has complied with the provisions relating to the constitution of Internal Committee under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy. During the financial year under review, there were no complaints received under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2023. Further, during the financial year under review, 4 (four) complaints were received under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 by erstwhile ABFL and the same were duly addressed.

The Company has complied with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

### Human Resources

The Company, together with its subsidiaries and associates, is steadfast in its commitment to fostering an organisation and workplace that attracts, retains and nurtures exceptional talent. Our vision to emerge as a leader and role model within the integrated financial services industry, underpinned by a purpose-driven culture, provide our employees with meaningful and impactful work. We firmly believe that the true essence of meaningful work is cultivated when employees align with the organisation's overarching mission, engage with leadership, and experience a profound sense of belonging.

Our strategic focus remains on creating an inclusive and diverse work environment that not only embraces differences but also fosters positive relationships. We are dedicated to providing challenging opportunities and merit-based pathways for growth, enabling employees to shape fulfilling careers in accordance with their individual aspirations.

As on 31<sup>st</sup> March 2025, the employee strength of ABCL (standalone) was 24, and in conjunction with its subsidiaries and associates, the total workforce comprised over 60,187. The employee demographic is predominantly composed of Gen Y and Gen Z, accounting for over 84% of the total workforce, with women representing 33%.



Pursuant to the merger between ABCL and ABFL, the employee strength of ABCL (merged entity) as on 1<sup>st</sup> April 2025 was 6,966.

## Building Capabilities, Enabling Success

We are resolute in our aim to develop organisational capabilities that ensure sustained success of ABCL and its subsidiaries in a highly competitive marketplace. This is achieved by igniting a sense of purpose, fostering meaningful connections and cultivating a robust sense of belonging within the organisation. Our emphasis is on promoting an inclusive and diverse culture that nurtures collaborative relationships, encourages the breaking of boundaries and provides unparalleled, meritocratic opportunities for growth and development for all employees.

## Talent Management & Succession Planning

Our talent management strategy is carefully crafted to build a resilient and future-ready talent pool while fortifying our leadership succession pipeline. We prioritise the identification and development of high-potential, high-performing individuals through comprehensive, forward-thinking development programs. The ultimate objective is to cultivate leaders who are not only driven by a commitment to customer value but also demonstrate excellence in execution. Furthermore, we place a strong emphasis on equipping our workforce with skills that are critical for the future, particularly in Digital, Technology, Risk, and Analytics, through various strategic initiatives and global partnerships.

## Employee Wellness and Engagement

We are dedicated in our commitment to maintaining a vibrant, engaging and supportive environment that prioritises the well-being of our employees. This commitment is reflective of our progressive corporate culture, which actively encourages connection and camaraderie through various events, town halls, leadership sessions and milestone celebrations. These initiatives ensure that employees feel recognised, valued, deeply engaged, enhancing morale, productivity and overall motivation.

Employee wellness forms the cornerstone of our organisational philosophy. We adopt a holistic approach to well-being that addresses the Physical, Emotional, Financial, Intellectual and Social dimensions of our employees' lives. Our comprehensive wellness programs, which include health coaching and tailored wellness solutions, exemplify our dedication to creating a healthier, more satisfying work environment.

## Learning and Development

Our commitment to continuous learning and professional development ensures that our employees are equipped with the requisite skills and knowledge to excel in their roles. Through our AI-enabled learning tools and the Gyanodaya Virtual Campus

(GVC), employees have access to an extensive suite of courses, videos, webinars, facilitating flexible and self-paced learning. These platforms offer a wealth of resources across various disciplines, including sustainability, regulatory compliance and functional training.

The AB Capital app further supports our frontline sales teams by providing essential training on induction, products, processes and compliance. Additionally, we focus on building leadership capabilities among frontline managers, offering multi-product training that enhances cross-selling and up-selling skills. These learning modules are seamlessly integrated into our onboarding processes, ensuring that all employees have access to continuous opportunities for growth and development.

## SUSTAINABILITY

At Aditya Birla Capital Limited (ABCL), sustainability is deeply ingrained in our corporate identity and strategic vision. We are aligned with the Aditya Birla Group's overarching focus on accelerating sustainability to drive our collective Sustainability 2.0 journey. This commitment enables us to foster sustainable growth and inclusive development by leveraging our resources, expertise and influence.

Financial inclusion remains a core priority across our subsidiaries, where our lending business supports SMEs and supply chain finance for small vendors. Furthermore, we financed renewable energy projects worth ₹6119 Crore in FY25, contributing to a cumulative capacity of 3026 MW.

In alignment with our commitment to affordable housing, Aditya Birla Housing Finance Limited (ABHFL) provides tailored housing loans to both salaried and self-employed individuals. Additionally, to enhance our presence in rural markets, we expanded the issuance of rural life insurance policies during FY25 and we broadened the coverage of our rural health insurance products.

Aditya Birla Sun Life AMC Limited, an associate company has introduced an ESG-focused equity fund. To extend financial services to underserved populations, we have launched Micro SIPs, which enable retail investors to participate with smaller investment amounts, thereby removing significant entry barriers.

In our continued efforts to reduce environmental impact, we have installed solar panels with a total capacity of 340 kW at selected branches and have commenced green power purchases at our corporate office. Our collaboration with PadCare Labs through the 'PadCareX' initiative led to the recycling of 51,891 sanitary pads in FY25, conserving 2,776 kg of carbon equivalent and saving 25,946 litres of landfill space. We also recycled approximately 24,366 kg of dry waste, effectively preventing 70.83 MTCO<sub>2</sub> emissions.

## Board's Report (Contd.)

Our approach to Environmental, Social and Governance (ESG) integration is spearheaded by the Risk Management Committee, which collaborates with business and function heads to ensure compliance with all relevant ESG regulations and standards. We remain steadfast in upholding robust corporate governance through transparent and fair disclosures.

For a comprehensive overview of our sustainability initiatives and performance, please refer to our Sustainability Report, available on our website at <https://www.adityabirlacapital.com/investor-relations/sustainability-reports>.

### **SECRETARIAL STANDARDS OF INSTITUTE OF COMPANY SECRETARIES OF INDIA**

The Company is in compliance with the Secretarial Standards specified by the Institute of Company Secretaries of India ("ICSI") on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2).

### **CODE FOR PROHIBITION OF INSIDER TRADING**

Pursuant to SEBI (Prohibition of Insider Trading) Regulation 2015, as amended, the Company has a Board approved Code of Conduct to regulate, monitor and report trading by Insiders and a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information.

Further details on the same are covered in the Corporate Governance Report, which forms part of this Annual Report.

### **AWARDS AND RECOGNITIONS**

During the financial year under review, the Company and its Subsidiaries and Associate(s) have been felicitated with awards and recognitions across various functional areas which has been elaborated under Awards and Recognitions section in this Annual Report.

### **OTHER DISCLOSURES**

In terms of applicable provisions of the Act and SEBI Listing Regulations, the Company discloses that during the financial year under review:

- i) there was no issue of shares (including sweat equity shares) to employees of the Company under any scheme except under Employee Stock Option Scheme referred to in this Report.

- ii) there was no Scheme for provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- iii) there was no issue of shares with differential rights.
- iv) there were no proceedings for Corporate Insolvency Resolution Process initiated under the Insolvency and Bankruptcy Code, 2016.
- v) there was no failure to implement any Corporate Action.
- vi) there was no instance of one-time settlement with Banks or Financial Institutions. Therefore, as per rule 8(5)(xii) of Companies (Accounts) Rules, 2014, reasons of difference in the valuation at the time of one-time settlement and valuation done while taking loan from the Banks or Financial Institutions are not reported.

### **ACKNOWLEDGEMENTS**

The Board takes this opportunity to express its appreciation for the support and co-operation extended by our various partners and other business associates. The Board gratefully acknowledges the ongoing co-operation and support provided by all Statutory and Regulatory Authorities.

The Board also acknowledges the support and contribution of Company's Bankers, Stock Exchanges, Registrar of Companies, Depositories, Reserve Bank of India, Securities and Exchange Board of India, Insurance Regulatory and Development Authority of India, Central and State Governments and other regulatory bodies and the shareholders who have always supported and helped the Company to achieve our objectives.

The Board places on record its appreciation for the exemplary contribution made by the employees of the Company and its Subsidiaries and Associate(s) at all levels. Their dedicated efforts and enthusiasm have been pivotal to the Company's and its Subsidiaries and Associate(s) growth.

By order of the Board of Directors  
For **Aditya Birla Capital Limited**

Date: 2<sup>nd</sup> July 2025  
Place: Mumbai

**Kumar Mangalam Birla**  
Chairman  
DIN: 00012813



## Annexure I

### **DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

- i. During the financial year under review, sitting fees were paid to the Directors of the Company for attending the Meetings of the Board of Directors and of the Committees of which they are Members. This remuneration, by way of fees, is not related to the performance or profit of the Company. In view of this, the ratio of remuneration of each Director to the median employees' remuneration is not computed.
- ii. Percentage increase in remuneration of Managing Director & Chief Executive Officer (Designate), Chief Financial Officer and Company Secretary ("managerial personnel") of the Company during the financial year 2024-25 was as under:

Sr. No.	Name	Designation	% increase in remuneration in the financial year 2024-25 (Please see note below)
1	Ms. Vishakha Mulye	Managing Director & Chief Executive Officer (Designate)	10% (Refer Note 1)
2	Ms. Pinky Mehta	Chief Financial Officer	10% (Refer Note 1)
3	Mr. Amber Gupta	Company Secretary and Compliance Officer	Refer Note 2
4	Mr. Santosh Haldankar	Company Secretary and Compliance Officer	Refer Note 2

Note:

1. Payment made towards Variable Pay and Long-term incentive plan (LTIP/Deferred Compensation) is excluded.
  2. Mr. Amber Gupta ceased to be the Company Secretary and Compliance Officer of the Company effective from the close of business hours on 30<sup>th</sup> June 2024 and Mr. Santosh Haldankar was appointed as the Company Secretary and Compliance Officer effective from 1<sup>st</sup> August 2024, and due to their association with the Company only for a part of the year, the same has not been mentioned.
- iii. In the financial year 2024-25, there was an increase of 8% in the median remuneration of employees.
  - iv. As at 31<sup>st</sup> March 2025, there were 24 permanent employees on the rolls of the Company. Further, pursuant to the Scheme of Amalgamation of ABFL with ABCL becoming effective from 1<sup>st</sup> April 2025 all the employees of erstwhile ABFL have become the employees of the Company. Hence the remuneration details of the employees for FY 2024-25 are not comparable with FY 2023-24 and not provided.
  - v. Average percentile increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2023-24 was 11.9% whereas the increase in the managerial personnel remuneration for the same financial year was 10%.
  - vi. It is hereby affirmed that the remuneration paid is as per the Executive Remuneration Philosophy/ Policy of the Company.

## Annexure II

### AOC-1

**Statement pursuant to first proviso to sub-section (3) of section 129 of the Companies Act, 2013,  
read with Rule 5 of Companies (Accounts) Rules, 2014 in the prescribed Form AOC-1 relating to subsidiary companies  
for the year ended 31<sup>st</sup> March 2025**

#### PART - A - SUBSIDIARIES\*

Sr. No.	1	2	3	4	(₹ Crore) 5
Name of Subsidiaries	Aditya Birla Housing Finance Limited	Aditya Birla Money Limited	Aditya Birla Capital Digital Limited	Aditya Birla Financial Shared Services Limited	Aditya Birla ARC Limited
Date since when Subsidiary acquired	31 <sup>st</sup> December 2012	23 <sup>rd</sup> February 2010	23 <sup>rd</sup> March 2023	3 <sup>rd</sup> August 2009	10 <sup>th</sup> March 2017
Share Capital (Equity)	634.66	5.65	713.00	3.12	100.00
Other Equity	3,148.40	230.48	(521.50)	87.84	356.84
Total Assets	30,427.50	2,471.00	334.34	305.42	1,273.67
Total Liabilities	26,644.44	2,234.87	142.84	214.46	816.83
Investments	741.42	716.76	56.26	-	58.89
Revenue from Operations	2,655.18	447.61	34.89	6.57	472.77
Profit/(Loss) before Tax	419.44	101.65	(327.44)	1.30	430.31
Tax Expenses	96.01	27.46	-	0.49	240.59
Profit/(Loss) for the Year	323.43	74.19	(327.44)	0.81	189.73
Proposed/Interim Dividend	-	-	-	-	-
Percentage Holding as on 31 <sup>st</sup> March 2025	100.00%	73.53%	100.00%	100.00%	100.00%

Sr. No.	6	7	8	9	(₹ Crore) 10
Name of Subsidiaries	Aditya Birla Sun Life Insurance Company Limited	Aditya Birla Sun Life Pension Fund Management Limited	Aditya Birla Wellness Private Limited	Aditya Birla Stressed Asset AMC Private Limited	Aditya Birla PE Advisors Private Limited
Date since when Subsidiary acquired	23 <sup>rd</sup> March 2017	23 <sup>rd</sup> March 2017	23 <sup>rd</sup> June 2016	22 <sup>nd</sup> May 2018	2 <sup>nd</sup> July 2008
Share Capital (Equity)	2,019.59	98.00	14.26	14.80	3.50
Other Equity	1,980.68	(36.25)	8.20	26.04	1.01
Total Assets	1,04,740.60	74.11	40.45	40.96	4.60
Total Liabilities	1,00,740.33	12.36	17.99	0.12	0.09
Investments	99,495.86	66.31	18.97	-	1.54
Revenue from Operations	26,443.79	8.25	15.78	3.60	-
Profit/(Loss) before Tax	100.89	(9.56)	(9.45)	3.25	0.21
Tax Expenses	1.31	0.11	-	1.08	0.12
Profit/(Loss) for the Year	99.58	(9.67)	(9.45)	2.17	0.09
Proposed/Interim Dividend	-	-	-	-	-
Percentage Holding as on 31 <sup>st</sup> March 2025	51.00%	51.00%	51.00%	100.00%	100.00%



(₹ Crore)

Sr. No	11	12
Name of Subsidiaries	Aditya Birla Trustee Company Private Limited	Aditya Birla Sun Life Trustee Private Limited
Date since when Subsidiary acquired	28 <sup>th</sup> November 2008	10 <sup>th</sup> October 2012
Currency	₹ crore	₹ crore
Share Capital (Equity)	0.05	0.02
Reserves and Surplus	0.40	2.06
Total Assets	0.50	2.32
Total Liabilities	0.05	0.25
Investments	0.21	2.00
Revenue from Operations	-	0.36
Profit/(Loss) before Tax	0.01	0.50
Tax Expenses	0.01	0.12
Profit/(Loss) for the Year	-	0.38
Proposed/Interim Dividend	-	-
Percentage Holding as on 31 <sup>st</sup> March 2025	100.00%	50.85%

\* As per Companies Act 2013

## Additional Notes

- The Hon'ble National Company Law Tribunal (Hon'ble NCLT) has sanctioned the Scheme, vide order dated 2<sup>nd</sup> July 2024 for amalgamation of Aditya Birla Money Insurance Advisory Services Limited ("ABMIASL"), Aditya Birla Money Mart Limited ("ABMML") and Aditya Birla Capital Technology Services Limited ("ABCTSL") with Aditya Birla Financial Shared Services Limited ("ABFSSL"), all wholly owned subsidiaries of the Company. Accordingly, ABMIASL was amalgamated with ABMML w.e.f. 1<sup>st</sup> July 2024 and ABMML & ABCTSL were amalgamated with ABFSSL w.e.f. 2<sup>nd</sup> July 2024. Post effectiveness of the Scheme, ABMIASL, ABMML and ABCTSL has ceased to exist.
- Pursuant to the Scheme of Amalgamation approved by the Hon'ble NCLT under Sections 230–232 of the Companies Act, 2013, erstwhile Aditya Birla Finance Limited, a then wholly owned subsidiary of the Company, was amalgamated with the Company ("ABCL") with effect from the Appointed Date, i.e., 1<sup>st</sup> April 2024. The Scheme became effective upon filing of the certified order of the NCLT with the Registrar of Companies on 1<sup>st</sup> April 2025.
- The Company has sold its entire stake of 50.002% in Aditya Birla Insurance Brokers Limited ("ABIBL") to Edme Services Private Limited on 30<sup>th</sup> August 2024 and accordingly ABIBL has ceased to be a Subsidiary of the Company w.e.f. 30<sup>th</sup> August 2024.

## Annexure II (Contd.)

**PART - A - ASSOCIATES\***

Sr. No.		(₹ Crore)
Name of Associates	Aditya Birla Sun Life AMC Limited (ABSLAMC)	Aditya Birla Health Insurance Co. Limited
Latest audited Balance Sheet date	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2025
Date on which the Associate was associated or acquired	24 <sup>th</sup> August 2023	21 <sup>st</sup> October 2022
Shares of Associate held by the Company on the year end		
No. of Shares	12,96,43,873	24,68,72,585
Amount of investment in Associate	29.75	1,181.08
Extend of Holding %	44.94%	45.89%
Reason why the Associate is not consolidated	NA	NA
Net worth attributable to shareholding as per latest audited Balance Sheet	1,674.96	3,169.62
Profit or (Loss) for the year 31 <sup>st</sup> March 2025	930.60	6.38
Considered in consolidation	418.43	2.93
Not considered in consolidation	512.17	3.45

\*As per Companies Act, 2013.

For and on behalf of the Board of Directors

**Aditya Birla Capital Limited**

**Vishakha Mulye**

Managing Director &  
Chief Executive Officer (Designate)

**Arun Kumar Adhikari**

Director  
(DIN: 00591057)

**Vijayalakshmi Iyer**

Director  
(DIN: 05242960)

**Pinky Mehta**

Chief Financial Officer

**Santosh Haldankar**

Company Secretary

Mumbai, 13<sup>th</sup> May 2025



# Annexure III

## ABCL- Executive Remuneration Policy

### INTRODUCTION

Aditya Birla Group Company adopts this Executive Remuneration Philosophy/ Policy in accordance with the applicable regulations from time to time including the Companies Act, 2013, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations") and the RBI guidelines on compensation of Key Managerial Personnel (KMP) and Senior Management in NBFCs vide Circular No. RBI/2022-23/36 DOR.GOV.REC. No.29/18.10.002/2022-23 dated 29<sup>th</sup> April 2022 ('Applicable Law'). This philosophy/ policy is detailed below.

At Aditya Birla Capital Limited, we expect our executive team to foster a culture of growth and prudent risk-taking. Our Executive Remuneration Philosophy / Policy supports the design of programs that align executive rewards (including fixed pay, variable pay, perquisites and benefits) with the long-term success of our stakeholders.

### OBJECTIVE

Our executive remuneration program is intended to:

1. Provide for monetary and non-monetary remuneration elements to our executives on a holistic basis.
2. To ensure effective governance of compensation practices and alignment with prudent risk taking.
3. To ensure that the compensation practices take on board the regulatory framework stipulated from time to time by RBI or any other relevant regulatory body.

### COVERAGE

This Policy shall be applicable to the following Executives: 1. Executive Director of the Company 2. Key Managerial Personnel (KMP) a) CEO / Managing Director / Whole Time Director / Manager b) Chief Financial Officer c) Company Secretary 3. Senior Management Personnel: i.e., Officers / Personnel of the Company who are members of its core management team excluding Board of Directors comprising all members of management one level below the Managing Director / Whole Time Director / CEO or Manager.

### GOVERNANCE STRUCTURE FOR COMPENSATION

1. The Nomination, Remuneration and Compensation Committee ("NRC") is responsible for framing, review and implementation of the Company's compensation policy on behalf of the Board and its role is as set out in the NRC Charter / Terms of Reference.
2. The NRC may also co-ordinate with the Risk Management Committee with the objective of suitably aligning compensation with prudent risk taking as applicable.
3. This Policy is subject to review by the NRC on an annual basis or more frequently as required and approved by the Board.

### PRINCIPLES FOR DETERMINATION OF COMPENSATION FOR EXECUTIVES

**Compensation to Executives shall be determined based on the following principles:**

We aim to provide competitive remuneration opportunities to our executives by positioning target total remuneration (including fixed pay, variable pay, perquisites and benefits) directionally between median and top quartile of the primary talent market.

1. The level and composition of compensation is reasonable and sufficient to attract, retain and motivate the Executives of the quality required to run the Company successfully, which means compensation taken onboard:
  - Market competitiveness for the role ('market' for every role is defined as companies from which the Company attracts talent or companies to which the Company loses talent).
  - The size and scope of the role (including those in control functions) and the market standing, skills and experience of incumbents while positioning our executives.
  - The size of the Company, complexity of the sector / industry / Company's operations and the Company's capacity to pay.

### Annexure III (Contd.)

2. Linkage of compensation to appropriate performance benchmarks.
3. Compensation outcomes are symmetric with risk outcomes and pay-outs thereof are sensitive to the time horizon of the risk.
4. Compensation structure will have a proper balance between Fixed Pay and Variable Pay.

### EXECUTIVE PAY-MIX

Our executive pay-mix aims to strike the appropriate balance between key components:

- i. Fixed Pay: Comprising of Basic Salary, Allowances, Retirals and other benefits which will include imputed value of benefits like Housing and Car. It also includes cost of retirals such as Company's contribution to PF, Gratuity, Superannuation and Pension [Including National Pension System (NPS)].
- ii. Variable Pay: Includes Performance bonus/Annual Incentive, Long Term Incentive Pay in form of cash bonuses, all share-linked instruments (e.g. ESOP, SARS, etc.). (The deterioration in the financial performance of the Company / business segment/ function/ individual can lead to a contraction in the total amount of variable pay, which can even be reduced to zero for a particular year depending on the performance outcome of the year.)
- iii. Perquisite & Benefits: Perquisite Pay / Benefits are over and above Fixed Pay and include Medical Benefit; Life Insurance Benefit; Personal Accident Benefit; etc. These broad-based plans may be applicable to all employees or select group of employees. In addition to these broad-based plans, Executives are eligible for perquisites and benefits plans commensurate with their roles. These benefits are designed to encourage long-term careers with the Company / Group.
- iv. Other Elements: Which includes Joining/ Sign on Bonus, Severance package, Deferred Incentive Plans, etc.

### SALIENT FEATURES OF THE COMPENSATION STRUCTURE

- The proportion of variable pay to fixed pay is higher at senior levels and varies across roles based on levels of responsibility.

- Variable Pay payable is subject to Group, Company, Business / Function and Individual performance. Part of variable pay is deferred over a time horizon of 3 to 4 years in the manner determined by NRC / Board. This may be in the form of cash and non-cash components of the variable pay.
- We aim that the remuneration programs do not encourage excessive risk taking. We review our remuneration programs keeping in mind the balance between risk and payout and material portion of the variable pay is deferred spread over three to four years in line with the risk involved.

### MALUS AND CLAWBACK

The Company believes in sustained business performance in tandem with prudent risk taking.

**Malus** arrangement permits the Company to prevent vesting of all or part of the variable pay which has been deferred. It does not reverse vesting after it has already occurred.

**Clawback** is a contractual agreement between the employee and the Company in which the employee agrees to return previously paid or vested compensation attributable to a given reference year.

Malus and Clawback is applicable to employees even after their separation from the organisation.

Malus and Clawback may be applied for circumstances like gross and/ or willful negligence in performance of their duty or has committed fraud or has performed an act with malafide intent or obstructs the functioning of an organisation; misconduct; Material breach of Code of Conduct, any Non-Disclosure Agreement, regulatory procedures, internal rules and regulations and any other additional circumstances as determined by NRC.

In deciding the application of malus / clawback to any part or all of variable pay or incentives (whether paid, vested or unvested), the NRC will follow due process and adhere to the principles of natural justice and proportionality. Further, in assessing the quantum of cancellation / withdrawal, the NRC will take into consideration all relevant factors, including inter alia, internal factors such as role and responsibilities of the employee, culpability and proximity to the misconduct as well as any external factors, including but not restricted to situations, that may have been beyond the control of the concerned employee.



# Annexure IV

## SECRETARIAL AUDIT REPORT

### FORM NO. MR-3

**For the Financial Year ended 31<sup>st</sup> March 2025**

**[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]**

To,  
The Members,  
**Aditya Birla Capital Limited**  
Indian Rayon Compound  
Veraval Gujarat- 362266

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good governance practices by Aditya Birla Capital Limited (hereinafter called 'the Company'). Secretarial Audit was conducted in conformity with the auditing standards issued by the Institute of Company Secretaries of India ("the Auditing Standards") and the processes and practices followed during the conduct of Audit are aligned with the Auditing Standards to provide us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, the explanations and clarifications given to us and the representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March 2025 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March 2025 according to the provisions of:

- a) The Companies Act, 2013 ('the Act') and the Rules made thereunder;
  - b) The Securities Contracts (Regulation) Act, 1956 and the Rules made thereunder;
  - c) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - d) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
  - e) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 read with the notifications, guidelines and circulars issued by Securities and Exchange Board of India or Stock Exchanges in this regard, to the extent applicable to the Company:
    - i. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    - ii. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
    - iii. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
    - iv. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
    - v. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
    - vi. The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993; regarding the Companies Act, 2013 and dealing with the client;
    - vii. Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
    - viii. Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993 (in relation to obligations of Issuer Company);
  - f) Reserve Bank of India Master Direction/Guidelines to Systemically Important Non-Deposit taking Non-Banking Financial Company, which were applicable to the Company from the receipt of Certificate of Registration;
  - g) Prevention of Money Laundering Act, 2002.
- We have also examined compliance with the applicable clauses of the following
- i. Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) with respect to Board and General Meetings.

Annexure IV (Contd.)

- ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations');

**We further report that,** the Board of Directors of the Company is duly constituted with proper balance of Non-Executive Directors and Independent Directors. The changes in the composition of Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings and Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the Meetings of the Board of Directors and of the Committees thereof were carried out unanimously as recorded in the minutes of the Meetings of Board of Directors and/or Committee(s) of the Board, as the case may be.

**We further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable Laws, Rules, Regulations and Guidelines. All the notices and orders received by the Company pursuant to the abovementioned laws have been adequately dealt with/duly replied/complied with.

**We further report that** during the period under review;

1. Mr. Amber Gupta, Company Secretary and Compliance Officer of the Company resigned w.e.f. 30<sup>th</sup> June 2024. Further, Mr. Santosh Haldankar was appointed as Company Secretary and Compliance Officer of the Company w.e.f. 1<sup>st</sup> August 2024.
2. The Company has passed a Special Resolution for continuation of Directorship of Mr. Romesh Sobti who

attained 75 years of age in March 2025 pursuant to Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

3. The Company held a court convened meeting of members of the Company on 7<sup>th</sup> January 2025 for approval of the Scheme of Amalgamation of Aditya Birla Finance Limited (a wholly owned subsidiary of the Company) with the Company and their respective shareholders and creditors pursuant to the Order dated 29<sup>th</sup> November 2024, passed by the Hon'ble NCLT, Ahmedabad. Further the Hon'ble National Company Law Tribunal, Ahmedabad Bench passed the order sanctioning the scheme of amalgamation of Aditya Birla Finance Limited with the Company on 24<sup>th</sup> March 2025 and dissolution of Aditya Birla Finance Limited without winding up pursuant to the Scheme of Amalgamation.
4. The Company has allotted 69,88,938 Equity Shares under the Employee Stock Option Schemes of the Company.

**We further report that** we have conducted the Secretarial Audit of Aditya Birla Finance Limited for the financial year 2024-25. We report that, Aditya Birla Finance Limited has complied with the statutory provisions applicable and that the Company had proper Board processes and compliance mechanism in place for the Financial Year 2024-25.

For **N L Bhatia & Associates**  
Practising Company Secretaries  
UIN: P1996MH055800  
P/R No.: 6392/2025

**N L Bhatia**  
Partner  
FCS: 1176

Date: 2<sup>nd</sup> July 2025  
Place: Mumbai  
CP. No. 422  
UDIN: F001176G000332531



## Annexure IV (Contd.)

To,  
The Members,  
**Aditya Birla Capital Limited**  
Indian Rayon Compound  
Veraval Gujarat- 362266

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these Secretarial records based on our audit.
2. We have followed the auditing standards issued by the Institute of Company Secretaries of India (ICSI) and audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Secretarial records.
3. We have not verified the correctness and appropriateness of financial records and books of account of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of Laws, Rules and Regulations and happening of events, etc.
5. The compliance of the provisions of Corporate and other applicable Laws, Rules, Regulations, Standards is the responsibility of the Management. Our examination was limited to the verification of procedures on a test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For **N L Bhatia & Associates**  
Practising Company Secretaries  
UIN: P1996MH055800  
P/R No.: 6392/2025

**N L Bhatia**

Partner

FCS: 1176

CP. No. 422

UDIN: F001176G000332531

Date: 2<sup>nd</sup> July 2025  
Place: Mumbai

# Corporate Governance Report

## COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

**"Our values provide us with our roots and they provide us with our wings."**

**Mr. Kumar Mangalam Birla,**

Chairman, Aditya Birla Group

The Aditya Birla Group is one of the pioneers in the field of Corporate Governance. As a part of the Group, your Company is committed to continuously adopt and adhere to the best governance practices, to achieve the goal of making the Company a value-driven organisation.

Your Company along with its Subsidiaries is one of the young and new age business ventures of the Aditya Birla Group having a strong parentage and is a leading financial services conglomerate.

Your Company's governance practices are a product of self-desire, reflecting the culture of trusteeship that is deeply ingrained in its value system and reflected in its strategic thought process. At a macro level, your Company's governance philosophy rests on five basic tenets, viz., Board accountability to the Company and Members, strategic guidance and effective monitoring by the Board, protection of minority interests and rights, equitable treatment of all Members and transparency and timely disclosures.

The Corporate Governance framework of your Company is based on an effective and independent Board, separation of the Board's supervisory role from the Senior Management team and constitution and functioning of Board Committees, as required under applicable laws.

The Board functions either as a full Board or through various Committees constituted to oversee specific functions. The Senior Management provides your Board detailed reports on the Company's performance periodically.

## COMPLIANCE WITH CORPORATE GOVERNANCE GUIDELINES

The details of compliance with the requirements stipulated under Chapter IV read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations") and Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 with respect to corporate governance are as follows:

### I. BOARD OF DIRECTORS

#### Composition

The Board of Directors of your Company ("the Board") comprised of 6 (Six) Directors including 3 (Three) Non-Executive Directors (including one Nominee Director) and

3 (Three) Independent Directors, of whom one is a Woman Director as on 31<sup>st</sup> March 2025. The Chairman of the Board, Mr. Kumar Mangalam Birla, is a Non-Executive and Non-Independent Director. The composition of the Board is in conformity with the requirements of the Companies Act, 2013 ("the Act") and Regulation 17 of the SEBI Listing Regulations. In terms of the provisions of the Act and SEBI Listing Regulations, the Directors submit necessary disclosures regarding the positions held by them on the Board and/ or Committees of other Companies, from time to time.

On the basis of such disclosures, it is confirmed that as on the date of this report, none of the Directors: -

- a) hold Directorships in more than 10 (Ten) public Companies;
- b) hold Directorships in more than 7 (Seven) listed entities;
- c) serve as an Independent Director in more than 7 (Seven) listed entities;
- d) is a Member of more than 10 (Ten) Committees or Chairperson/ Chairman of more than 5 (Five) Committees (i.e. Audit and Stakeholders Relationship Committee) across all the public Companies in which he/she is a Director; and
- e) are related to each other.

All Independent Directors on the Board are Non-Executive Directors as defined under the Act and SEBI Listing Regulations. The maximum tenure of Independent Directors is in compliance with the Act and SEBI Listing Regulations. All Independent Directors have confirmed that they meet the criteria of independence as stipulated under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and have submitted the required declaration under section 149(7) of the Act. Based on the disclosures received from the Independent Directors, it is hereby confirmed that in the opinion of the Board, the Independent Directors fulfil the conditions specified under the Act and SEBI Listing Regulations and are independent of the management and are also in compliance with the limit on Independent Directorships of listed Companies as prescribed under Regulation 17A of the SEBI Listing Regulations.



Mr. Kumar Mangalam Birla, the Chairman of the Board, is not related to Ms. Vishakha Mulye, Managing Director & Chief Executive Officer (Designate) of the Company, as per the definition of the term "relative" defined under the Act.

The brief profile of the present Directors on the Board is available on the Company's website at <https://www.adityabirlacapital.com/about-us/board-of-Directors>.

The details of the Directors of the Company with regard to their outside Directorships, Committee positions, including that in listed entities, as on 31<sup>st</sup> March 2025 were as follows

Name of the Director	Category of Directorship held in your Company	No. of outside Directorship(s) held <sup>1</sup>	Outside Committee positions held <sup>2</sup>		Names of other listed entities where Director holds Directorship (excluding the Company) and the category of directorship held in such other listed entity) <sup>3</sup>
			Member	Chairperson / Chairman	
Mr. Kumar Mangalam Birla (DIN:00012813)	Non-Executive Non-Independent, Member of Promoter Group of the Company	7	-	-	1. Aditya Birla Real Estate Limited* 2. Grasim Industries Limited* 3. UltraTech Cement Limited* 4. Hindalco Industries Limited* 5. Vodafone Idea Limited* 6. Aditya Birla Fashion and Retail Limited*
Mr. Sushil Agarwal (DIN:00060017)	Non-Executive Non-Independent	6	3	-	1. Vodafone Idea Limited* 2. Grasim Industries Limited* 3. Hindalco Industries Limited*
Mr. Arun Adhikari (DIN:00591057)	Independent	4	4	-	1. Hindalco Industries Limited# 2. Voltas Limited# 3. Aditya Birla Fashion and Retail Limited#
Mr. P. H. Ravikumar (DIN: 00280010)	Independent	2	-	2	--
Ms. Vijayalakshmi Iyer (DIN:05242960)	Independent	7	7	1	1. CG Power and Industrial Solutions Limited # 2. Computer Age Management Services Limited# 3. Glenmark Pharmaceuticals Limited#
Mr. Romesh Sobti (DIN: 00031034) (Ceased to be Director w.e.f. 19 <sup>th</sup> June 2025)	Non-Executive Non-Independent (Nominee Director – Representative of Jomei Investments Limited- equity investor of the Company)	4	4	1	1. Adani Green Energy Limited# 2. Delhivery Limited# 3. Dabur India Limited#

\*Category of Directorship is Non-Independent and Non-Executive

#Category of Directorship is Independent

## Corporate Governance Report (Contd.)

Mr. Nagesh Pingre and Mr. Sunil Srivastav were appointed as an Additional Director (Independent) of the Company with effect from 1<sup>st</sup> April 2025. Their appointments were approved by the Members of the Company vide Postal Ballot on 20<sup>th</sup> June 2025. The details of their outside Directorships, Committee positions, including that in listed entities, were as follows:

Name of the Director	Category of Directorship held in your Company	No. of outside Directorship(s) held <sup>1</sup>	Outside Committee positions held <sup>2</sup>		Names of other listed entities where Director holds Directorship (excluding the Company and the category of directorship held in such other listed entity) <sup>3</sup>
			Member	Chairperson/Chairman	
Mr. Nagesh Pingre (DIN:00012813)	Independent	8	7	5	1. Goa Carbon Limited# 2. Arvind Fashions Limited# 3. Automobile Corporation of Goa Limited# 4. Utkarsh Small Finance Bank Limited# 5. Arvind Limited#
Mr. Sunil Srivastav (DIN: 00237561)	Independent	6	6	2	SIS Limited#

Category of Directorship is Non-Independent and Non-Executive

#Category of Directorship is Independent

### Notes:

- Excluding Directorship in your Company, Foreign Companies, Private Limited Companies and Companies incorporated under Section 8 of the Act.
- Only two Committees viz. Audit Committee and Stakeholders Relationship Committee of all Public Limited Companies are considered.
- Only equity listed companies are considered.

Further, the Board of Directors at its meeting held on 31<sup>st</sup> March 2025 had approved the appointment of Ms. Vishakha Mulye as Managing Director & Chief Executive Officer and Mr. Rakesh Singh as Executive Director and Chief Executive Officer - NBFC, subject to approval of RBI and the shareholders of the Company.



## Details of Skills/ Expertise/ Competencies of the Board

The Directors on Board of the Company are adequately skilled, have relevant expertise as per Industry norms and have rich experience.

Your Company's Board has identified the following skills/ expertise/ competencies to function and discharge its responsibilities effectively:



Industry  
Knowledge



Marketing



Sustainability



Financial  
Expertise



Risk  
Management



Innovation/  
Technology



Corporate  
Governance, Legal &  
Compliance



Human Resource  
Development



Strategic  
Expertise



General  
Management

While all the Board members possess the skills identified, their area of core expertise is given below:

## Directors Skill/ Expertise/ Competencies

Name of the Director	Skills identified and area of core expertise									
Mr. Kumar Mangalam Birla										
Mr. Sushil Agarwal										
Mr. Arun Adhikari										
Mr. P. H. Ravikumar										
Ms. Vijayalakshmi Iyer										
Mr. Romesh Sobti (Ceased to be Director w.e.f. 19 <sup>th</sup> June 2025)										
Mr. Nagesh Pingre [Appointed as Independent Director w.e.f. 1 <sup>st</sup> April 2025]										
Mr. Sunil Srivastav [Appointed as Independent Director w.e.f. 1 <sup>st</sup> April 2025]										

## Corporate Governance Report (Contd.)

### The Board collectively displays the following qualities:

- Integrity: fulfilling a Director's duties and responsibilities;
- Curiosity and courage: asking questions and persistence in challenging management and fellow Board Members where necessary;
- Interpersonal skills: working well in a group, listening well, tact and ability to communicate their point of view frankly;
- Interest: in the organisation, its business and the people;
- Instinct: good business instincts and acumen, ability to get to the crux of the issue quickly;
- Belief in diversity;
- Active participation: at deliberations in the Meetings.

The Board of Directors of your Company are professionals, possessing wide experience and expertise in their areas of function and with their collective wisdom fuel your Company's growth.

### Non-Executive Directors' Compensation and Disclosures

Sitting fees paid to the Directors for attending Meetings of the Board / Committees have been approved by the Board. No commission was paid to any of the Directors during the financial year under review. Details of the Sitting fees paid to Directors are given separately in this Report.

### Board's Functioning and Procedure

Your Company's Board plays a pivotal role in ensuring good governance and functioning of your Company. The Board's role, functions, responsibilities and accountabilities are well defined. All relevant information is regularly placed before the Board. The Members of the Board have complete freedom to express their opinion and decisions are taken after detailed discussions.

The Board meets at least once in every quarter to review the quarterly results and other items on the agenda and additional Meetings are held to address specific needs and business requirements of your Company. The information as required under Schedule V (c) of the SEBI Listing Regulations is made available to the Board.

The Company makes available video conferencing facility or other audio-visual means for attending the Meetings of the Board and Committees.

Notice of Board / Committee Meetings is given well in advance to all the Directors (other than if held at shorter notice for which consent is obtained). The Company Secretary is responsible for collation, review and distribution of all papers submitted to the Board and Committees thereof for consideration. The Agenda of the Board / Committee Meetings is set by the Company Secretary in consultation with the Chairman and Chief Executive Officer of the Company. Agenda papers are circulated a week prior to the date of the Meeting to enable the Board / Committee Members take informed decisions at the Meetings (other than if held at shorter notice). The Agenda for the Board and Committee Meetings covers items set out as per the guidelines in SEBI Listing Regulations to the extent they are relevant and applicable. Prior approval is obtained from the Board for circulating agenda items with shorter notice for matters that are in the nature of Unpublished Price Sensitive Information ("UPSI").

During the financial year under review 7 (Seven) Board Meetings were held.

### Meetings and attendance during the financial year under review:

Date of Board Meeting	Board Strength	No. of Directors Present
13 <sup>th</sup> May 2024	7	7
1 <sup>st</sup> August 2024	7	6
30 <sup>th</sup> October 2024	6	5
16 <sup>th</sup> December 2024	6	5
3 <sup>rd</sup> February 2025	6	5
27 <sup>th</sup> March 2025	6	5
31 <sup>st</sup> March 2025	6	4

The Board has unfettered and complete access to all information within your Company. The members of the Board have complete freedom to express their views on agenda items and can discuss any matter at the Meeting with the permission of the Chairperson. The Board periodically reviews all the relevant information, which is required to be placed before it pursuant to Part A of Schedule II to Regulation 17 of the SEBI Listing Regulations and in particular reviews and approves business plans, annual budgets and capital expenditure. The Board provides strategic direction and oversight to ensure that your Company is managed in a manner that fulfils stakeholders' aspirations and societal expectations.



The details of attendance of each Director at the Board Meetings held during the financial year under review and at the previous Annual General Meeting ("AGM") of the Company held on 16<sup>th</sup> August 2024 through Other Audio Visual Means are as under:

Name of the Director	No. of Board Meetings		Attended Last AGM
	Held during tenure	Attended	
Mr. Kumar Mangalam Birla	7	3	Yes
Mr. Sushil Agarwal	7	7	Yes
Mr. Arun Adhikari	7	7	Yes
Mr. P. H. Ravikumar	7	7	Yes
Ms. Vijayalakshmi Iyer	7	7	Yes
Mr. Romesh Sobti (Ceased to be Director w.e.f. 19 <sup>th</sup> June 2025)	7	4	Yes
Mr. S. C. Bhargava (Ceased to be a director w.e.f. 31 <sup>st</sup> August 2024)	2	2	Yes

### Particulars of Senior Management Personnel (including Key Managerial Personnel):

Details of Senior Management of the Company as on 31<sup>st</sup> March 2025 are as under:

Name of the Senior Management	Designations
Ms. Vishakha Mulye	Managing Director & Chief Executive Officer (Designate)
Ms. Pinky Mehta	Chief Financial Officer
Mr. Santosh Haldankar	Company Secretary & Compliance Officer (Appointed w.e.f. 1 <sup>st</sup> August 2024)
Mr. Charanjit Singh	Chief Audit Officer
Ms. Darshana Shah	Chief Marketing Officer
Mr. Kamalakar Nayak	Chief Compliance Officer (Appointed w.e.f. 3 <sup>rd</sup> December 2024)
Mr. Ramesh Narayanaswamy	Chief Technology Officer
Ms. Sanchita Mustauphy	Chief Risk Officer (Resigned w.e.f. 31 <sup>st</sup> March 2025)
Mr. Subhro Bhaduri	Chief Human Resource Officer
Mr. Vijay Deshwal	Chief Strategy Officer & Head - Investor Relations

During the year under review, Mr. Mukesh Malik relinquished his position as Chief Operating Officer of the Company w.e.f. 31<sup>st</sup> July 2024 due to early retirement and Mr. Amber Gupta ceased to be the Company Secretary and Chief Compliance officer of the Company w.e.f. 30<sup>th</sup> June 2024.

Further, the Board of Directors at its meeting held on 31<sup>st</sup> March 2025 has approved the appointment of Ms. Vishakha Mulye (DIN: 00203578) as Managing Director & Chief Executive Officer (Designate) and Mr. Rakesh Singh (DIN: 07006067) as Executive Director and Chief Executive Officer (NBFC) of the Company. These appointments are subject to approval of RBI and the shareholders of the Company.

Further, Mr. Deep Pal Singh and Mr. Samir Hossain were appointed as Chief Risk Officer and General Counsel of the Company with effect from 1<sup>st</sup> April 2025 and 13<sup>th</sup> May 2025 respectively.

### Code of Conduct for Board Members and Senior Management

In compliance with Regulations 17(5) and 26(3) of the SEBI Listing Regulations, the Company has adopted a Code of Conduct for the Board Members and Senior Management of the Company ("the Code"). The Code is applicable to all the Board Members and Senior Management of the Company. The Code is available on your Company's website at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>.

The Senior Management Personnel of the Company have made disclosures to the Board confirming that there are no material financial and/or commercial transactions between them and the Company that could have potential conflict of interest with the Company at large.

All the Board Members and Senior Management Personnel have confirmed compliance with the Code during the financial year under review and a declaration to that effect signed by the Managing Director & Chief Executive Officer (Designate) of the Company forms a part of this Annual Report.

### Board Induction, Training and Familiarisation

A letter of appointment together with an induction kit is given to the Independent Directors at the time of their appointment setting out their roles, functions, duties and responsibilities. As per Regulation 46(2) of the SEBI Listing Regulations, the terms and conditions of appointment of Independent Directors are available on the Company's website at <https://www.adityabirlacapital.com/about-us/board-of-directors>.

The Directors are familiarised with your Company's businesses and its operations. Interactions are held between the Directors and Senior Management of your Company from time to time. Directors are familiarised with the organisational set-up, functioning of various departments, internal control processes and relevant information pertaining to your Company. The details of the said familiarisation programmes are available on your Company's website at <https://www.adityabirlacapital.com/about-us/board-of-Directors>.

## Corporate Governance Report (Contd.)

### Performance evaluation of the Board

A formal mechanism has been adopted for evaluating the performance of the Board, covering Independent Directors, Non-Executive Directors (Non-Independent), the Board Committees, the Board and the Chairman of the Board.

The evaluation is based on criteria which include, amongst others, providing strategic perspective, time devoted and preparedness for Meetings, quality, quantity and timeliness of the flow of information between the Board Members and the Management, contribution at the Meetings, effective decision making ability, role and effectiveness of the Committees, etc. The Directors have duly completed and submitted the questionnaires providing feedback on functioning of the Board as a whole, individual directors Committees, and the Chairman of the Board.

Further details are mentioned in the Board's Report.

### Performance evaluation criteria for Independent Directors

The Directors other than Independent Directors of your Company evaluate the following:

- performance of Independent Directors
- fulfilment of the independence criteria as specified in SEBI Listing Regulations and their independence from the management.

The evaluation is based on the following criteria as to how an Independent Director:

1. understands and fulfils the functions as assigned by the Board and the law;
2. Invests time in understanding the Company and its unique requirements;
3. Brings in external knowledge and perspective to the table;
4. Expresses his/her views on the issues discussed at the Board;
5. Keeps himself/herself current on areas and issues that are likely to be discussed at the Board level; and
6. Preparation and Participation of the Director in meetings.

### Separate Meeting of Independent Directors

In accordance with the provisions of Schedule IV of the Act and Regulation 25(3) of the SEBI Listing Regulations, a Meeting of the Independent Directors of your Company was held on 28<sup>th</sup> March 2025 without the presence of the Non-Independent Directors and the Members of the

Management. The Meeting was attended by all 3 (Three) Independent Directors. They discussed matters including the performance/ functioning of the Company, reviewed the performance of the Chairman and other Non-Executive Directors, assessed the quality, quantity and timeliness of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform their duties, etc.

### Prohibition of Insider Trading

In terms of the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations 2003 your Company adopted a Code of Conduct to Regulate, Monitor and Report trading by Designated Persons in listed or proposed to be listed securities of the Company ("the Insider Code"). The Insider Code aims at preserving and preventing misuse of unpublished price sensitive information. All Designated Persons of your Company (as defined under the Insider Code) are covered under the Insider Code, which provides inter alia for obtaining pre-clearances for trading in the securities of your Company.

The Company has in place, a tracking mechanism for monitoring trade in the equity shares of the Company by Designated Persons identified under the Insider Code. The Board has also adopted a Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("UPSI") which includes details of your Company's policy for determination on 'legitimate purposes' as per the requirements of the SEBI (Prohibition of Insider Trading) Regulations and is available on the website of the Company at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>. The Audit Committee also reviews compliance with the provisions of above regulations on an annual basis.

Mr. Santosh Haldankar, Company Secretary is the "Compliance Officer" in terms of the Insider Code.

## II. COMMITTEES OF THE BOARD

Your Board has constituted the Committees with specific terms of reference as per the requirements of the SEBI Listing Regulations, the Act, RBI Master Directions and other applicable provisions. The Board accepted all recommendations of the Committees of the Board, during the financial year under review.

The Committees play a vital role in the effective compliance and governance of the Company in line with their specified and distinct terms of reference and role



and responsibilities. The Chairperson of the respective Committees report to the Board on the deliberations and decisions taken by the Committees. The minutes of the Meetings of all Committees are placed before the Board for its perusal on a regular basis.

The Committees of the Board are elaborated hereunder:

## 1. AUDIT COMMITTEE

A qualified and independent Audit Committee has been constituted pursuant to the provisions of Section 177 of the Act, Regulation 18 of the SEBI Listing Regulations and RBI Master Directions.

The Audit Committee acts as a link between the Management, the Statutory and Internal Auditors and the Board.

All the Members of the Audit Committee are financially literate. The Chairperson and Members of the Audit Committee have accounting or related financial management expertise.

The Statutory Auditors and Head of Internal Audit of your Company are invited to attend the Audit Committee Meetings. In addition, other Senior Management Personnel are also invited to the Audit Committee Meetings from time to time, for providing such information as may be necessary.

The Chairperson of the Audit Committee, Ms. Vijayalakshmi Iyer, attended the Annual General Meeting of the Company held on 16<sup>th</sup> August 2024.

The Audit Committee monitors and effectively supervises your Company's financial reporting process with a view to provide accurate, timely and proper disclosures and maintain the integrity and quality of financial reporting.

The Audit Committee has all the powers as specified in Section 177 of the Act and Regulation 18 read with Part C of Schedule II of the SEBI Listing Regulations to investigate any activity within its terms of reference, seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, as considered necessary.

The terms of reference of the Audit Committee include:

1. Approval or any subsequent modification of transactions of the Company with related parties;
2. Scrutiny of inter-corporate loans and investments, if any;
3. Reviewing the utilization of loans and/ or advances from/ investment by the holding company in the

Subsidiaries exceeding rupees 100 Crore or 10% of the asset size of the Subsidiaries, whichever is lower including existing loans / advances / investments;

4. Valuation of undertakings or assets of the Company, wherever it is necessary;
5. Considering and commenting on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the listed entity and its shareholders;
6. Appointing any external firm to conduct special reviews of the Company (financial or legal) subject to the approval of the Board;
7. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
8. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
  - Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;
  - Changes, if any, in accounting policies and practices and reasons for the same;
  - Major accounting entries involving estimates based on the exercise of judgement by management;
  - Significant adjustments made in the financial statements arising out of audit findings;
  - Compliance with stock exchanges and other legal / regulatory requirements relating to financial statements;
  - Disclosure of any related party transactions;
  - Qualification(s) / modified opinion(s) in the draft audit report;
9. Reviewing, with the management, the quarterly financial statements/ results before submission to the board for approval;
10. Laying down the criteria for granting the omnibus approval in line with the policy on related party transactions of the Company;

## Corporate Governance Report (Contd.)

11. Satisfying itself regarding the need for omnibus approval and that such approval is in the interest of the Company;
12. Reviewing, at least on quarterly basis, the details of related party transactions entered into by the Company pursuant to each of the omnibus approvals given, if any;
13. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
14. Reviewing Management Discussion and Analysis of financial condition and results of operations;
15. Reviewing the statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
16. Reviewing the financial statements, in particular, the investments made by the unlisted Subsidiaries.
17. Evaluating the internal financial controls and risk management systems;
18. Discussing with internal auditors of any significant findings and follow up there on;
19. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
20. Reviewing internal audit reports relating to internal control weaknesses; and
21. Reviewing Management letters / letters of internal control weaknesses issued by the statutory auditors, if any;
22. Reviewing ageing analysis of entries pending reconciliation with outsourced vendors, if any and monitoring the systems in place for internal audit of all outsourced activities, if any;
23. Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
24. Approval of payment to statutory auditors, internal auditors and tax auditors for any other services rendered by them;
25. Reviewing and monitoring the statutory and internal auditors independence and performance, and effectiveness of audit process;
26. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
27. Reviewing the findings, adequacy and structure of the internal audit function, including the credentials of the appointed third-party firm, if any, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
28. Formulating the scope, functioning, periodicity and methodology for conducting the internal audit in consultation with the Internal Auditor;
29. Reviewing the appointment, removal and terms of remuneration of the Internal auditor;
30. Reviewing with the management the adequacy of the internal control systems;
31. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
32. Reviewing the effectiveness of the system for monitoring compliance with laws and regulations;
33. Reviewing compliance with the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, and RBI compliances as maybe amended from time to time at least once in a financial year and verify that systems for internal control are adequate and are operating effectively;
34. Looking into the reasons for substantial defaults, if any, in the payment to the debenture holders (if any), shareholders (in case of non-payment of declared dividends) and creditors;
35. Reviewing the Company's arrangements for its employees to raise concerns, in confidence, about possible wrongdoing in financial reporting, accounting, auditing and other related matters and ensuring that these arrangements allow independent investigation of such matters and initiation of appropriate follow-up action and reviewing the functioning of the Whistleblower mechanism / overseeing the vigil mechanism;



36. Carrying out / performing such other responsibilities, acts, deeds, and things as may be delegated to the Committee and as maybe entrusted by the Board of Directors/ arising out of statutory provisions from time to time.

During the financial year under review, the Audit Committee reviewed the internal controls put in place to ensure that the accounts of your Company are properly maintained and that the accounting transactions are in accordance with prevailing laws and regulations. In conducting such reviews, the Committee found no material discrepancy or weakness in the internal control system of your Company.

### **Meetings, Composition and Attendance during the financial year under review**

During the financial year under review, the Audit Committee met 6 (Six) times on 13<sup>th</sup> May 2024, 1<sup>st</sup> August 2024, 30<sup>th</sup> October 2024, 16<sup>th</sup> December 2024, 3<sup>rd</sup> February 2025 and 31<sup>st</sup> March 2025.

The composition and attendance at the Meetings were as under:

Name and position held in the Committee	Category/Designation	No. of Meetings	
		Held during tenure	Attended
Ms. Vijayalakshmi Iyer (Chairperson)	Non-Executive Independent	6	6
Mr. P. H. Ravikumar (Member)	Non-Executive Independent	6	6
Mr. Sushil Agarwal (Member)	Non-Executive Non-Independent	6	6
Mr. S. C. Bhargava (Ceased to be a member w.e.f. 31 <sup>st</sup> August 2024)	Non-Executive Independent	2	2
Mr. Arun Adhikari (Member- w.e.f. 31 <sup>st</sup> August 2024)	Non-Executive Independent	4	4

Further, Mr. Nagesh Ping (DIN: 00062900) was appointed as the Additional Director (Independent) of the Company w.e.f. 1<sup>st</sup> April 2025 and was also appointed as the member of Audit Committee. His appointment was approved by the Members of the Company vide Postal Ballot on 20<sup>th</sup> June 2025.

The Company Secretary acts as the Secretary to the Committee.

## **2. NOMINATION, REMUNERATION AND COMPENSATION COMMITTEE**

The Nomination, Remuneration and Compensation Committee has been constituted pursuant to the provisions of Section

178 of the Act, Regulation 19 read with Part D of Schedule II of the SEBI Listing Regulations and RBI Master Directions.

The terms of reference of the Nomination, Remuneration and Compensation Committee include:

1. Recommending to the Board of Directors a policy relating to, the remuneration of the Directors, Key Managerial Personnel and other employees;
2. Ensuring the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors and Senior Managers of the quality required to run the Company successfully;
3. Ensuring the relationship of remuneration to performance is clear and meets appropriate performance benchmarks;
4. Ensuring the remuneration provided to Directors and Senior Managers includes a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.
5. Recommend to the Board, all remuneration, in whatever form, payable to senior management. For the purpose of this charter, senior management shall mean Officers of the Company as defined by the Board of Directors of the Company from time to time in compliance with the SEBI Listing Regulations and/or other regulatory/ statutory requirements as may be applicable to the Company;
6. Work in close coordination with Risk Management Committee (RMC) of the company to achieve effective alignment between compensation and risks;
7. Ensure that compensation levels are supported by the need to retain earnings of the company and the need to maintain adequate capital based on Internal Capital Adequacy Assessment Process (ICAAP).
8. Formulating appropriate policies and instituting processes which enable the identification of individuals who are qualified to become Directors and who may be appointed in senior management and recommend to the Board of Directors their appointment and removal from time to time;
9. Reviewing and implementing succession and development plans for Managing Director, / Chief Executive Officer, Executive Directors and Senior Managers
10. Devising a policy on Board diversity;

## Corporate Governance Report (Contd.)

11. Formulating the criteria for determining qualifications, positive attributes and independence of Directors;
12. Decide whether to extend or continue the term of appointment of the Independent Director, on the basis of the report on performance evaluation of Independent Directors;
13. Formulate, supervise and monitor the process of issuance/ grant/ vesting/ cancellation of Employee Stock Options and such other instruments as may be decided to be granted to the eligible grantees under the respective Employee Stock Options Scheme(s), from time to time, as per the provisions of the applicable laws;
14. Evaluating the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an Independent Director and basis the same, recommending to the Board the appointment of an Independent Director.

[For the purpose of identifying suitable candidates, the Committee may:

- i. use the services of an external agencies, if required;
- ii. consider candidates from a wide range of backgrounds, having due regard to diversity; and
- iii. consider the time commitments of the candidates.]

15. Establishing evaluation criteria and conducting the process of performance evaluation of each Director in a structured manner;
16. Establishing evaluation criteria of Board and Board Committees;
17. Reviewing and making recommendations to the Board with respect to any incentive-based compensation and equity-based plans that are subject to Board or shareholder approval (including broad-based plans);
18. The Committee shall review and discuss with management the disclosures required to be included in the Board's Report, as specified in the Act and the Rules thereunder.
19. Scrutinise the declarations received under 'Fit and Proper' Criteria for proposed/ existing directors based on the information provided in the signed declaration and to decide on the acceptance or

otherwise of the directors, where considered necessary and to ensure that there is no conflict of interest in appointment of directors on Board of the Company, KMPs and senior management.

20. Carrying out / performing such other responsibilities, acts, deeds, and things as may be delegated to the Committee and as maybe entrusted by the Board of Directors/ arising out of statutory provisions from time to time.
21. The Committee will be called upon from time to time to enable the Board to decide on appointment and removal of Executives. The Committee is expected to exercise due diligence, professional judgement and prudence in this process
22. In discharging its responsibilities, the Committee will be supported by the Group Human Resources- Rewards and Benefits team of the Aditya Birla Group, who are independent of the management of the Company. In addition, the Committee will have resources, authority and adequate funding to appoint external consultants.

### Meetings, Composition and Attendance during the financial year under review

During the financial year under review, the Committee met 6 (Six) times on 13<sup>th</sup> May 2024, 1<sup>st</sup> August 2024, 30<sup>th</sup> October 2024, 03<sup>rd</sup> February 2025 and twice on 31<sup>st</sup> March 2025.

The Chairman of the Nomination, Remuneration and Compensation Committee, Mr. Arun Adhikari, attended the Annual General Meeting of the Company held on 16<sup>th</sup> August 2024.

The composition and attendance at the Meetings were as under:

Name and position held in the Committee	Category/Designation	No. of Meetings	
		Held during tenure	Attended
Mr. Arun Adhikari (Chairman)	Independent	6	6
Mr. S. C. Bhargava (Ceased to be a member w.e.f. 31 <sup>st</sup> August 2024)	Independent	2	2
Ms. Vijayalakshmi Iyer (Member)	Independent	6	6
Mr. Kumar Mangalam Birla (Member)	Non-Executive Non-Independent	6	3

The Company Secretary acts as a Secretary to the Committee.



## EMPLOYEE STOCK OPTIONS SCHEMES ADOPTED BY THE COMPANY

### a. Aditya Birla Capital Limited Employee Stock Option and Performance Stock Unit Scheme 2022 ("Scheme 2022")

The Scheme 2022 was recommended by the Nomination, Remuneration and Compensation Committee for the benefit of the eligible employees of the Company, and its group company(ies) including its holding company and subsidiary company(ies), and associate company(ies) as defined under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("SEBI SBEB Regulations").

The Scheme 2022 was approved by the Members of the Company vide Postal Ballot on 16<sup>th</sup> October 2022. For extending the benefits of the Scheme 2022 to the employees of the group companies including holding, subsidiary and associate companies, a separate Special Resolution was also passed by the Members of the Company vide the said Postal Ballot on 16<sup>th</sup> October 2022.

During the financial year 2024-25, 18,77,335 performance stock units and 62,36,226 employee stock options were granted by the Company under Scheme 2022.

During the financial year under review, the Company allotted 8,51,387 Equity Shares of ₹ 10/- each, upon exercise of Stock Options, Restricted Stock Units and Performance Restricted Stock Units by the eligible grantees, in terms of the provisions of the Scheme 2022, statutory provisions including SEBI SBEB Regulations and other applicable laws, as applicable from time to time and the rules and procedures set out by your Company in this regard.

### b. Stock Appreciation Rights Scheme 2019 ("SARs Scheme 2019")

Your Company has also instituted "Aditya Birla Capital Limited Stock Appreciation Rights Scheme 2019" which is a cash-based plan linked to the actual stock price movement over the plan tenure. In order to compensate the loss to an employee due to the lapse of Stock Options/ Restricted Stock Units/ Performance Restricted Stock Units in the event of transfer of the employee to any Group Company of the Company as mentioned under the SARs Scheme 2019, your Company implemented the SARs Scheme 2019 for such employees.

The SARs Scheme 2019, does not give rise to any right towards any equity share of the Company and hence, is

not covered under the provisions of SEBI SBEB Regulations. On exercise of the SARs granted under the said scheme, the employee exercising the SARs becomes entitled to receive cash, in terms of the scheme. Nil RSU SARs and Options SARs were granted during the financial year under review pursuant to the SARs Scheme 2019.

### c. Aditya Birla Capital Limited Employee Stock Option Scheme 2017 ("Scheme 2017")

The Scheme 2017 was formulated by the Nomination, Remuneration and Compensation Committee of the Board with an aim to provide competitive remuneration opportunities to employees of your Company and its Subsidiaries, which was approved by the Board at its Meeting held on 26<sup>th</sup> June 2017, and by the Members of the Company vide Special Resolution passed at the Annual General Meeting ("AGM") held on 19<sup>th</sup> July 2017 and in accordance with the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, as amended ("SEBI SBEB Regulations"). For extending the benefits of the Scheme 2017 to the employees of the Company's Subsidiaries, a separate Special Resolution was also passed by the Members of the Company at the said AGM held on 19<sup>th</sup> July 2017.

During the financial year 2024-25, the company had not granted any units of stock options or restricted stock units under Scheme 2017.

During the financial year under review, the Company allotted 61,37,551 Equity Shares of ₹ 10/- each, upon exercise of Stock Options, Restricted Stock Units and Performance Stock Units by the eligible grantees, in terms of the provisions of the Scheme 2017, statutory provisions including SEBI SBEB Regulations and other applicable laws, as applicable from time to time and the rules and procedures set out by your Company in this regard.

### d. ABCL Incentive Scheme for Stock Options and Restricted Stock Units 2017 ("ABCL Incentive Scheme")

Pursuant to the Composite Scheme of Arrangement between (erstwhile) Aditya Birla Nuvo Limited ("ABNL"), Grasim Industries Limited ("Grasim") and the Company and their respective Shareholders and Creditors ("the Composite Scheme") and pursuant to Sections 230-232 of the Act, the Nomination, Remuneration and Compensation Committee of the Board of Directors of the Company approved the ABCL Incentive Scheme.

## Corporate Governance Report (Contd.)

During the financial year under review, the Company had not allotted any Stock Options and Restricted Stock Units under the provisions of the ABCL Incentive Scheme.

The details on the above Employee Stock Option Scheme(s) as required to be disclosed under the SEBI SBEB Regulations are available on your Company's website at <https://www.adityabirlacapital.com/investor-relations/financial-reports>.

Certificate received from M/s. N. L. Bhatia, Practising Company Secretaries (UIN: P1996MH055800), Secretarial Auditors confirming that the ESOP Schemes have been implemented in accordance with the SEBI SBEB Regulations has been obtained and will be made available via electronic mode at the ensuing 18<sup>th</sup> (Eighteenth) Annual General Meeting ("AGM") of the Company for inspection by the Members.

### Remuneration Policy

Your Company has adopted an Executive Remuneration Philosophy/Policy.

The same forms part of this Annual Report and is also available on the website of the Company at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>

Your Company has in place a Directors and Officers liability Insurance Policy for the Company and its Subsidiaries, covering all Directors including Independent Directors of your Company and its Subsidiaries.

### 3. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee has been constituted pursuant to the provisions of Section 178 of the Act and Regulation 20 read with Part D of Schedule II of the SEBI Listing Regulations.

The terms of reference of the Stakeholders Relationship Committee include:

1. Monitoring and resolving the grievances of the security holders of the Company received from the shareholders, debenture holders of the Company, other security holders, if any, SEBI, the Stock Exchanges, the MCA - Registrar of Companies etc. including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate certificates, General Meetings, etc; and the action taken by the Company for redressal of the same;
2. Reviewing measures taken for effective exercise of voting rights by security holders;

3. Reviewing adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent;
4. Reviewing various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends, if any and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the security holders of the Company, as applicable;
5. Reviewing the results of any investigation / audit conducted by any statutory authority;
6. Approving allotment of shares, debentures or any other securities as per the authority conferred / to be conferred to the Committee by the Board of Directors from time to time;
7. Approving requests for transfer, transposition, deletion, consolidation, sub-division, change of name, dematerialization, rematerialisation etc. of shares, debentures and other securities, if any;
8. Authorising the officers of the Company to approve the requests for transfer, transposition, deletion, consolidation, sub-division, change of name, dematerialization, rematerialisation etc. of shares, debentures and other securities, if any;
9. Approving and ratifying the action taken by the authorised officers of the Company in compliance of the requests received from the shareholders / investors for issue of duplicate/ replacement / consolidation / sub-division, dematerialization, rematerialisation and other purposes for the shares, debentures and other securities of the Company, if any;
10. Monitoring the status and process of dematerialization and rematerialisation of shares, debentures and other securities of the Company, if any;
11. Giving directions for monitoring the stock of blank stationery and for printing of stationery required by the Secretarial Department of the Company from time to time for issuance of share certificates, debenture certificates, allotment letters, dividend warrants, pay orders, cheques and other related stationery;
12. Carrying out / performing such other responsibilities, acts, deeds, and things as may be delegated to the Committee and as maybe entrusted by the Board of Directors/ arising out of statutory provisions from time to time.



## Meetings, Composition and Attendance during the financial year under review

During the financial year under review, the Stakeholders Relationship Committee met 2 (Two) times on 3<sup>rd</sup> May 2024 and 25<sup>th</sup> October 2024.

### The composition and attendance at the Meetings were as under:

Name and position held in the Committee	Category/Designation	No. of Meetings	
		Held during tenure	Attended
Ms. Vijayalakshmi Iyer (Chairperson)	Independent	2	2
Mr. Sushil Agarwal (Member)	Non-Executive Non-Independent	2	2
Mr. Arun Adhikari (Member)	Independent	2	2

Ms. Vijayalakshmi Iyer, the Chairperson of the Committee attended the Annual General Meeting of the Company held on 16<sup>th</sup> August 2024. The Company Secretary acts as Secretary to the Committee and is the Compliance Officer of the Company and also responsible for redressal of investor complaints.

## 4. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

The Corporate Social Responsibility Committee ("CSR") has been constituted pursuant to the provisions of Section 135 of the Act read with Companies (Corporate Social Responsibility Policy) Rules, 2014 as amended.

The terms of reference of the Corporate Social Responsibility Committee include:

1. Formulation of CSR policy indicating the activities to be undertaken by the Company as per regulatory requirements and recommending the same to the Board;
2. Recommending to the Board the annual action plan and the amount to be spent on CSR activities;
3. Reviewing and approving, the CSR projects/ programs to be undertaken by the Company either directly or through Aditya Birla Capital Foundation (ABC) or through implementation partners as deemed suitable, during the financial year and specifying modalities for its execution and implementation schedules for the same, in terms of the CSR Policy of the Company;
4. Monitoring the implementation of the CSR policy;

5. Monitoring and reporting mechanism for the projects or programmes;
6. Reviewing the need for impact assessment, if any, for the projects undertaken by the Company and undertaking the same, if needed;
7. Reviewing implementation of the action plan; and
8. Carrying out / performing such other responsibilities, acts, deeds, and things as may be delegated to the Committee and as maybe entrusted by the Board of Directors/ arising out of statutory provisions from time to time.

## Meetings, Composition and Attendance during the financial year under review

During the financial year under review, the Corporate Social Responsibility Committee met 1 (one) time on 1<sup>st</sup> July 2024.

The composition and attendance at the Meeting was as under:

Name and position held in the Committee	Category/Designation	No. of Meetings	
		Held during tenure	Attended
Mr. Arun Kumar Adhikari (Chairman)	Independent	1	1
Mr. S. C. Bhargava (Ceased to be a member w.e.f. 31 <sup>st</sup> August 2024)	Independent	1	1
Mr. P. H. Ravikumar (Member)	Independent	1	1
Ms. Vijayalakshmi Iyer (Member) (w.e.f. 31 <sup>st</sup> August 2024)	Independent	0	0

Ms. Rajashree Birla, Chairperson of Aditya Birla Centre for Community Initiatives and Rural Development, Dr. Pragnya Ram, Group Executive President, CSR and Ms. Vishakha Mulye, Managing Director & Chief Executive Officer (Designate) of the Company, are permanent invitees to the Meetings of Corporate Social Responsibility Committee.

The Company Secretary acts as the Secretary to the Committee.

For the Financial Year 2024-25, the Company was required to spend CSR amount of ₹ 34.76 Lakh and erstwhile ABFL was required to spend CSR amount of ₹ 43.15 Crore, being two percent of the average net profit of the Company in the three immediately preceding financial years, calculated as per Section 198 of the Act, read with the Companies (CSR Policy) Rules, 2014. The CSR amount was spent towards programmes covered under Schedule VII of the Act, as recommended by

## Corporate Governance Report (Contd.)

the CSR Committee of the Board and approved by the Board of Directors of the Company. The Annual Report on CSR activities is annexed herewith as Annexure 'A'

### 5. RISK MANAGEMENT COMMITTEE

The Risk Management Committee has been constituted pursuant to the provisions of Regulation 21 of the SEBI Listing Regulations and RBI Master Directions, to frame, implement and monitor the risk management plan of the Company.

The terms of reference of the Risk Management Committee include:

1. Overall responsibility to monitor and approve the Risk Management Framework;
2. Ensuring proper identification of the risk associated with cyber security;
3. Assisting the Board in determining the measures that can be adopted to mitigate the risk;
4. Ensuring that appropriate measures are being taken to achieve prudent balance between risk and reward in both ongoing and new business activities and continuously aim to add value to the Company's stakeholders by growing business that supports inclusive growth;
5. Assisting the Board in creating long-term stakeholder value by implementing a business strategy that considers every dimension of ethical, social, environmental, cultural, and economic spheres;
6. Formulating a detailed risk management policy which shall include:
  - a. A framework for identification of internal and external risks faced by the entity including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee;
  - b. measures for risk mitigation including systems and processes for internal control of identified risks;
  - c. Business continuity plan;
7. Ensuring appropriate methodology, processes and systems are in place to monitor and evaluate all risks

that the Company is exposed to, including credit risk, operational risk, market risk, liquidity risk etc.;

8. Monitoring and overseeing implementation of the risk management policy, including evaluating the adequacy of risk management systems;
9. Periodically reviewing the significant outsourcing arrangements and vendor / service provider performance;
10. Periodically reviewing the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
11. Nomination, Remuneration and Compensation Committee of the Company may work in close coordination with the Committee to achieve effective alignment between compensation and risks;
12. The appointment, removal and terms of remuneration of the Chief Risk Officer ("CRO") shall be subject to review by the Risk Management Committee;
13. The Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board of Directors.
14. The Committee shall have the authority to call a meeting with CRO without the presence of Chief Executive Officer/ Managing Director.
15. The Committee shall have powers to seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.
16. The Committee shall keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken.
17. Carrying out / performing such other responsibilities, acts, deeds, and things as may be delegated to the Committee and as maybe entrusted by the Board of Directors/ arising out of statutory provisions from time to time.

### Meetings, Composition and Attendance during the financial year under review

During the financial year under review, the Risk Management Committee met 3 (Three) times on 12<sup>th</sup> April 2024, 19<sup>th</sup> July 2024 and 28<sup>th</sup> October 2024.



The composition and attendance at the Meetings were as under:

Name and position held in the Committee	Category/Designation	No. of Meetings	
		Held during tenure	Attended
Mr. Arun Kumar Adhikari (Chairman)	Independent	3	3
Mr. Romesh Sobti (Ceased to be member w.e.f. 19 <sup>th</sup> June 2025)	Non-Executive Non-Independent (Nominee)	3	3
Ms. Vishakha Mulye (Member)	Managing Director & Chief Executive Officer (Designate)	3	3

The Chief Risk Officer is invited to the Meetings of the Risk Management Committee.

Consequent to the effectiveness of the scheme of the amalgamation and induction of directors, Risk Management Committee was reconstituted as under w.e.f. 1<sup>st</sup> April 2025.

S. N.	Name and position held in the Committee	Category/ Designation
1	Mr. Arun Adhikari (Chairman)	Independent
2	Mr. Nagesh Pingre (Member)	Independent
3	Mr. Sunil Srivastav (Member)	Independent
4	Mr. Romesh Sobti (Ceased to be member w.e.f. 19 <sup>th</sup> June 2025)	Non-Executive Non-Independent (Nominee)
5	Mr. Rakesh Singh (Member)	Executive Director and Chief Executive Officer - NBFC (Designate)
6	Mr. Deep Pal Singh (Member)	Chief Risk Officer
7	Ms. Vishakha Mulye (Permanent Invitee)	Managing Director & Chief Executive Officer (Designate)

The Company Secretary acts as the Secretary to the Committee.

The Risk Management Policy of the Company is available on the website of the Company at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>.

## 6. PIT REGULATIONS COMMITTEE

The PIT Regulations Committee has been constituted pursuant to the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations"), the SEBI (Prohibition of Fraudulent and Unfair Trade Practices

relating to Securities Market) Regulations, 2003, ("PFUTP Regulations") the Code of Conduct to Regulate, Monitor and Report trading by Designated Persons in listed or proposed to be listed securities of the Company ("Code of Conduct") and the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information of the Company ("Code for Fair Disclosure").

The terms of reference of PIT Regulations Committee include:

- Identifying / reviewing the list of persons to be included in the list of designated persons under the Code of Conduct, at regular intervals, on the basis of their role, function and access to Unpublished Price Sensitive Information ("UPSI") in the Company as well as the Subsidiaries of the Company;
- Reviewing the functioning of the mechanism adopted for monitoring trade in the securities of the Company by the Designated persons as identified under the Code of Conduct;
- Ensuring maintenance of adequate and effective internal controls including maintaining a structured digital data base of 'Designated Persons', containing names of persons or entities, with whom information is shared under the PIT Regulations along with PAN, with adequate internal controls and checks, such as time stamping and audit trails to ensure non-tampering of the database and compliance with the PIT Regulations.
- Considering and approving the inclusion of additional transactions, as 'Legitimate purpose' for sharing of information by the Company, in furtherance of the Company's and stakeholders' interest other than as provided under the Code for Fair Disclosure;
- Reviewing the adequacy and effectiveness of the internal controls in place for restrictions on communication or procurement of UPSI;
- Carrying out inquiry in relation to leak of UPSI / potential breach of the Code of Conduct by the suspected Designated Person(s);
- Reviewing and reporting to the Audit Committee and the Board of Directors of the Company, at the beginning of each financial year, the compliance of the Code of Conduct and PIT Regulations;
- Carrying out / performing such other responsibilities, acts, deeds, and things as may be delegated to the Committee and as maybe entrusted by the Board of Directors/ arising out of statutory provisions from time to time.

## Corporate Governance Report (Contd.)

### **Meetings, Composition and Attendance during the financial year under review**

During the financial year under review, the PIT Regulations Committee met 1 (One) time on 3<sup>rd</sup> May 2024.

The composition and attendance at the Meetings were as under:

Name and position held in the Committee	Category/Designation	No. of Meetings	
		Held during tenure	Attended
Ms. Vijayalakshmi Iyer (Chairperson)	Independent	1	1
Mr. S. C. Bhargava	Independent	1	1
Ms. Vishakha Mulye (Member)	Managing Director & Chief Executive Officer (Designate)	1	1
Ms. Pinky Mehta (Member)	Chief Financial Officer	1	1

The Company Secretary acts as the Secretary to the Committee.

The PIT Regulations Committee has further constituted a PIT Disciplinary Committee comprising of Chief Risk Officer, Chief Financial Officer and Chief Human Resources Officer for the purpose of deciding upon the actions to be taken in case of violations of the Code of Conduct and PFUTP Regulations. The decisions and actions, if any, taken by the PIT Disciplinary Committee are reported to the PIT Regulations Committee at its subsequent meetings. The details of violations and actions taken, if any, are also reported to the Stock Exchanges as required under the PIT Regulations.

As all the matters of PIT Regulations are handled by the PIT Disciplinary Committee, the Board of Directors at its meeting held on 13<sup>th</sup> May 2024 dissolved PIT Regulation Committee.

### **7. ASSET-LIABILITY MANAGEMENT COMMITTEE**

The Asset-Liability Management Committee has been constituted under RBI's Guidelines on Liquidity Risk Management Framework for Non-Banking Financial Companies read with RBI Master Directions, as amended (collectively referred to as "RBI Framework").

The terms of reference of the Asset-Liability Management Committee include:

1. Governance of Liquidity Risk Management by:
  - a. Ensuring adherence to the risk tolerance/limits set by the Board; and
  - b. Implementing the liquidity risk management strategy and Capital Planning

2. Internal Controls – To ensure appropriate internal controls, systems and procedures for adherence to liquidity risk management policies and procedure;
3. Reviewing the Liquidity Risk Measurement basis various approaches;
4. Monitoring Liquidity Risk basis various Tools;
5. Reviewing the Credit Sanction Process for High Value Proposals;
6. Reviewing the Pricing of Assets and Liability and Monitor the sensitivity of assets and liabilities to changes in interest rates;
7. Ensuring Liquidity through maturity matching;
8. Monitoring market risk management systems, compliance with the asset liability management policy and prudent gaps and tolerance limits and reporting systems set out by the Board of Directors and ensuring adherence to the RBI Guidelines issued in this behalf from time to time;
9. Monitoring the business strategy of the Company (on the assets and liabilities sides) in line with the Company's budget and decided risk management objectives;
10. Reviewing the effects of various possible changes in the market conditions related to the balance sheet and recommend the action needed to adhere to the Company's internal limits;
11. Balance Sheet planning from risk-return perspective including the strategic management of interest rate and liquidity risks;
12. With respect to liquidity risk, decide on the desired maturity profile and mix of incremental assets and liabilities, sale of assets as a source of funding, the structure, responsibilities and controls for managing liquidity risk, and oversee the liquidity positions of all branches;
13. Carrying out / performing such other responsibilities, acts, deeds, and things as may be delegated to the Committee and as maybe entrusted by the Board.

### **Meetings, Composition and Attendance during the financial year under review**

During the financial year under review, the Asset-Liability Management Committee met 2 (Two) times on 13<sup>th</sup> August 2024 and 7<sup>th</sup> February 2025.



During the year under review, the composition and attendance at the Meetings of the committee were as under:

Name and position held in the Committee	Category/Designation	No. of Meetings	
		Held during tenure	Attended
Ms. Vishakha Mulye (Chairperson)	Managing Director & Chief Executive Officer (Designate)	2	1
Mr. P. H. Ravikumar (Member)	Independent	2	2
Mr. Sushil Agarwal (Member)	Non-Executive Non-Independent	2	2
Ms. Pinky Mehta (Member)	Chief Financial Officer	2	2
Ms. Sanchita Mustauphy (Ceased to be a member w.e.f. 31 <sup>st</sup> March 2025)	Chief Risk Officer	2	2

Consequent to the effectiveness of the scheme of the amalgamation and induction of directors, the Asset-Liability Management Committee was reconstituted as under w.e.f. 1<sup>st</sup> April 2025.

Name and position held in the Committee	Category/ Designation
Mr. Rakesh Singh (Chairman)	Executive Director and Chief Executive Officer - NBFC (Designate)
Ms. Pinky Mehta (Member)	Chief Financial Officer
Mr. Deep Pal Singh (Member)	Chief Risk Officer
Mr. Chandramohan Amritkar (Member)	Head - Treasury
Mr. Ramesh Narayanaswamy (Member)	Head - Information Technology

The Company Secretary acts as the Secretary to the Committee.

## 8. IT STRATEGY COMMITTEE

The IT Strategy Committee has been constituted pursuant to Reserve Bank of India Master Direction on Information Technology Framework for the NBFC Sector read with RBI Master Directions, as amended.

The terms of reference of the IT Strategy Committee include:

- Establishment of the Information Security Management System (ISMS) objectives;
- Reviewing and approving the Company's Information Technology and Cyber Security Policy, Privacy Policy and Business Continuity Policy;
- Demonstrating Management support for relevant initiatives on the above subject area;
- Reviewing major information and Cyber security, Business continuity and Privacy incidents; and
- Reviewing if any significant risk to be reported to the Board.
- Reviewing and approving the Information Technology ("IT") strategy and policy documents and ensuring that the management has put an effective strategic planning process in place;
- Ascertaining that management has implemented processes and practices that ensure that the IT delivers value to the business;
- Ensuring IT investments represent a balance of risks and benefits and that budgets are acceptable;
- Monitoring the method that management uses to determine the IT resources and roles and responsibilities needed to achieve strategic goals and provide high-level direction for sourcing and use of IT resources;
- Ensuring proper balance of IT investments for sustaining Company's growth and becoming aware about exposure towards IT risks and control constituting an effective governance mechanism and risk management processes for all outsourced IT operations.
- Carrying out / performing such other responsibilities, acts, deeds, and things as may be delegated to the Committee and as maybe entrusted by the Board of Directors/ arising out of statutory provisions from time to time.

## Corporate Governance Report (Contd.)

### **Meetings, Composition and Attendance during the financial year under review**

During the financial year under review, the IT Strategy Committee met 2 (Two) times on 13<sup>th</sup> August 2024 and 7<sup>th</sup> February 2025.

During the year under review, Mr. Amber Gupta and Mr. Mukesh Malik ceased to be the members of the committee w.e.f. 30<sup>th</sup> June 2024 and 31<sup>st</sup> July 2024 respectively.

The composition and attendance at the Meetings were as under:

Name and position held in the Committee	Category/Designation	No. of Meetings	
		Held during tenure	Attended
Mr. P. H. Ravikumar (Chairman)	Independent Director	2	2
Ms. Vijayalakshmi Iyer (Member)	Independent Director	2	2
Ms. Vishakha Mulye (Member)	Managing Director & Chief Executive Officer (Designate)	2	1
Ms. Sanchita Mustauphy (Ceased to be a member w.e.f. 31 <sup>st</sup> March 2025)	Chief Risk Officer	2	2
Ms. Pinky Mehta (Member)	Chief Financial Officer	2	2
Mr. Subhro Bhaduri (Member)	Chief Human Resources Officer	2	0
Mr. Makesh Chandramohan (Member)	Chief Information and Security Officer	2	2
Mr. Ramesh Narayanaswamy (Member)	Chief Technology Officer	2	2
Mr. Santosh Haldankar (Member- Appointed w.e.f. 1 <sup>st</sup> August 2024)	Company Secretary	2	2

The IT Strategy Committee has further constituted an IT Steering Committee, an executive level Committee, comprising of Chief Technology Officer of the Company and its Subsidiaries. The IT Steering Committee meets on a quarterly basis and the decisions and actions, if any, taken by it are reported to the IT Strategy Committee at its subsequent meetings.

Further, consequent to the effectiveness of the scheme of the amalgamation and induction of directors, the IT Strategy Committee was reconstituted as under w.e.f. 1<sup>st</sup> April 2025:

Name and position held in the Committee	Category/ Designation
Mr. P. H. Ravikumar (Chairman)	Independent Director
Ms. Vijayalakshmi Iyer (Member)	Independent Director
Mr. Sunil Srivastav (Member)	Independent Director
Mr. Rakesh Singh (Member)	*Executive Director and Chief Executive Officer - NBFC (Designate)
Mr. Deep Pal Singh (Member)	Chief Risk Officer
Ms. Vishakha Mulye (Permanent Invitee)	*Managing Director & Chief Executive Officer (Designate)
Ms. Pinky Mehta (Permanent Invitee)	Chief Financial Officer
Mr. Makesh Chandramohan (Permanent Invitee)	Chief Information and Security Officer
Mr. Ramesh Narayanaswamy (Permanent Invitee)	Chief Technology Officer

\*The Board of Directors at its meeting held on 31<sup>st</sup> March 2025 had approved the appointment of Ms. Vishakha Mulye as Managing Director & CEO of the Company and Mr. Rakesh Singh as Executive Director and Chief Executive Officer (NBFC). These appointments are subject to approval of RBI and the shareholders of the Company

### **9. ASSET MONETISATION COMMITTEE**

An Asset Monetisation Committee was formulated to finalise the various options for the sale of shares of Aditya Birla Sun Life AMC Limited ("ABSLAMC") held by the Company to achieve minimum public shareholding in ABSLAMC.

During the financial year under review, the Asset Monetisation Committee met 1 (One) time on 30<sup>th</sup> May 2024.

Name and position held in the Committee	Category/Designation	No. of Meetings	
		Held during tenure	Attended
Mr. P. H. Ravikumar (Chairman)	Independent Director	1	1
Mr. Arun Kumar Adhikari (Member)	Independent Director	1	1
Mr. Sushil Agarwal (Member)	Non-Executive Director	1	1

Ms. Vishakha Mulye, Managing Director & Chief Executive Officer (Designate) of the Company, is a permanent invitee to the Meetings of Asset Monetisation Committee.

The Company Secretary acts as the Secretary to the Committee.



The Asset Monetisation Committee was formed for the limited purpose of selling the shares of Aditya Birla Sun Life AMC Limited (ABSLAMC) to achieve minimum public shareholding in ABSLAMC. Accordingly, the Committee was dissolved w.e.f. 31<sup>st</sup> March 2025.

Further, consequent to the effectiveness of the scheme of the amalgamation, induction of directors and considering change in nature of business from Core Investment Company (CIC) to Investment Credit Company (ICC), following committees were newly constituted:

## **10. REVIEW COMMITTEE - TREATMENT OF WILFUL DEFAULTERS**

The Review Committee (RC) – Treatment of Wilful Defaulter was constituted pursuant to the applicable provisions of the Master Direction Reserve Bank of India (Treatment of Wilful Defaulters and Large Defaulters) Directions, 2024 and other applicable RBI regulations / statutory provisions, if any, as applicable from time to time.

The terms of reference and composition of the Review Committee (RC) – Treatment of Wilful Defaulter include:

1. Review of the proposal of the Identification Committee ("IC") for classification of borrower as wilful defaulter.
2. To provide an opportunity to the borrower/ guarantor/ promoter/ director/ persons in charge and responsible for management of the affairs of the entity for making written representation to RC within 15 days of such a proposal received from the IC.
3. Consideration of the proposal of the IC along with the written representation received.
4. To provide an opportunity for personal hearing to the borrower/guarantor/ promoter/ director/ persons in charge responsible for management of the affairs of the entity.
5. To consider the proposal of IC and take decision after assessing the facts or material on record, including written representation, if any.
6. Passing a reasoned order and communication of the same to the wilful defaulter.
7. To follow all the norms specified in the Policy on Treatment of Wilful Defaulters and Large Defaulter or any other norm as per RBI applicable from time to time.

The composition of the review Committee (RC) – Treatment of Wilful Defaulter is as under:

Name and position held in the Committee	Category/ Designation
Ms. Vishakha Mulye (Chairperson)	Managing Director & Chief Executive Officer (Designate)
Mr. Nagesh Pingre (Member)	Independent Director
Mr. Sunil Srivastav (Member)	Independent Director
Mr. Rakesh Singh (Member)	Executive Director and Chief Executive Officer - NBFC (Designate)

## **11. CUSTOMER SERVICE COMMITTEE**

The Customer Service Committee was constituted pursuant to the Master Direction - Reserve Bank of India (Internal Ombudsman for Regulated Entities) Directions, 2023 and other applicable RBI regulations / statutory provisions, if any, as applicable from time to time.

The terms of reference and composition of the Customer Service Committee are as under:

1. To determine the structure of emoluments, facilities and benefits accorded to the Internal Ombudsman / Deputy Internal Ombudsman, which should be appropriate keeping in view the stature and position of the Internal Ombudsman / Deputy Internal Ombudsman, if appointed.
2. To discuss such cases in which the decision of the Internal Ombudsman is rejected by the Company or decision of the Company is overruled by the Internal Ombudsman
3. To approve Standard Operating Procedure (SOP) for Complaint Redress by Internal Ombudsman
4. To review periodic reports as submitted to RBI on quarterly and yearly basis along with the analysis of the complaints on the activities of the Internal Ombudsman on a quarterly basis
5. To bring about ongoing improvements in the quality of customer services provided by the Company
6. To review matters pertaining to customer service, grievance redressal mechanism, fair practices, recovery mechanism, outsourcing and other customer service related matters
7. To review customer service / customer care aspects of the Company on quarterly basis

## Corporate Governance Report (Contd.)

8. To initiate prompt corrective action wherever service quality / skill gaps have been noticed
9. To review RBI circulars implementation with reference to customer service related items.
10. To review and monitor the product approval processes with a view to include suitability and appropriateness to different customer segments
11. To review and monitor Banking Ombudsman Award passed by Office of Reserve Bank of India Ombudsman relating to the Company
12. To review and monitor service delivery channels performance and to seek assurance of prompt and efficient service delivery and avoid complaints
13. To review and monitor the policies for customer satisfaction and conducting periodic surveys of customer satisfaction
14. To review feedback / observations received from internal audit of customer service including implementation of gaps and recommendations provided
15. To review branding, marketing, digital and customer engagement activities of the Company
16. To review and monitor the broad trends in the areas of customer grievance including but not limited to mis-selling (especially third party products)
17. To review and monitor grievances related to collections and recovery issues including the note on penal payments made to agencies rendering collection services on account of violation of code of conduct
18. To examine any other issues having a bearing on quality of customer services rendered

The composition of Customer Service Committee is as under:

Name and position held in the Committee	Category/ Designation
Mr. Rakesh Singh (Chairman)	Executive Director and Chief Executive Officer - NBFC (Designate)
Mr. Nagesh Pingre (Member)	Independent Director
Mr. Sunil Srivastav (Member)	Independent Director

## 12. SPECIAL COMMITTEE OF THE BOARD FOR MONITORING AND FOLLOW-UP OF CASES OF FRAUDS

The Special Committee of the Board for Monitoring and Follow-up of cases of Frauds ('SCB MF') was constituted pursuant

to the Master Directions on Fraud Risk Management in Non-Banking Financial Companies (NBFCs) (including Housing Finance Companies) Directions, 2024 ("Master Directions") dated 15<sup>th</sup> July 2024, as amended from time to time and other applicable RBI regulations / statutory provisions on the subject, if any, as applicable from time to time.

The terms of reference and composition of the SCB MF includes:

1. To oversee the effectiveness of the fraud risk management;
2. To review and recommend to the Board, the Policy on Fraud Risk Management;
3. To review and monitor cases of frauds including root cause analysis;
4. The coverage of such reviews may include, among others, categories/trends of frauds, industry/sectoral/ geographical concentration of frauds, delay in detection/classification of frauds and delay in examination/conclusion of staff accountability, etc;
5. To review and suggest measures for the classification/declaration of an account as fraud are in strict adherence to principles of natural justice;
6. To review the status of / update on fraud cases reported to Regulator(s) and appropriate Law Enforcement Agencies (LEAs) as required by RBI;
7. To take on record all the fraud cases proposed to be reported / filed as closed in terms of para 6.3 of the Master Directions.
8. To suggest mitigating measures for strengthening the internal controls and risk management framework and to minimise the incidence of frauds;
9. To monitor and review the effective implementation of the fraud risk management policy as approved by the Board;
10. To review the Whistle Blower complaints on possible fraud cases / suspicious activities in account(s) for their appropriate conclusion as per the ABCL Whistle Blower Policy;
11. To monitor and review the organisational structure for institutionalisation of fraud risk management within the overall risk management functions / Department;
12. To suitably validate the Early Warning Signals (EWS) Framework in accordance with the directions of the Risk Management Committee who is responsible to oversee and review the effectiveness of the framework



for EWS under the overall Fraud Risk Management Policy as approved by the Board to ensure its integrity, robustness and consistency of the outcomes;

13. To provide inputs on the periodic review of incidents of fraud to be reported to Audit/Board;
14. Such other roles and responsibilities as may be required to deliver / perform under the Master Directions, as amended from time to time, directions from Board of Directors or Board Committee.
15. To perform any other act, duties as provided under the Companies Act, or stipulated by the Reserve Bank of India, Securities & Exchange Board of India, Stock Exchanges, and any other regulatory authority, as prescribed from time to time.
16. To review the status of the efficacy of control mechanisms in place and ensure they are robust and capable of mitigating risks effectively.
17. To conduct root cause analysis of frauds, document findings, and recommend remedial measures, while monitoring the progress of their implementation.
18. To track the progress of investigations for reported frauds, ensuring timely action and resolution, and review the status of cases proposed to be reported as closed.

Consequent to the effectiveness of the scheme of the amalgamation and induction of directors, the Special Committee of the Board for Monitoring and Follow-up of cases of Frauds was constituted as under w.e.f. 1<sup>st</sup> April 2025.

Name and position held in the Committee	Category/ Designation
Mr. Sunil Srivastav (Chairman)	Independent Director
Mr. Nagesh Pingre (Member)	Independent Director
Mr. Rakesh Singh (Member)	*Executive Director and Chief Executive Officer - NBFC (Designate)

\*The Board of Directors at its meeting held on 31<sup>st</sup> March 2025 had approved the appointment of Mr. Rakesh Singh as Executive Director and Chief Executive Officer (NBFC) of the Company. This appointment is subject to approval of RBI and the shareholders of the Company

### III. WHISTLE BLOWER POLICY / VIGIL MECHANISM

Pursuant to section 177(9) of the Act and Regulation 22 of SEBI Listing Regulations and other applicable provisions, the Company has formulated a Whistle Blower Policy. The Whistle Blower Policy / Vigil mechanism provides a mechanism for Directors and employees to report instances and concerns about unethical behaviour, actual or suspected fraud or violation

of your Company's Code of Conduct. Adequate safeguards are provided against victimisation of those who avail the mechanism and direct access to the Chairperson of the Audit Committee is provided to them. During the financial year under review, no person was denied access to the Audit Committee. The Policy is in line with the Company's Code of Conduct, Vision and Values and is available on your Company's website at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>.

### IV. SUBSIDIARY COMPANIES

The Audit Committee reviews the consolidated financial statements/results of the Company and investments made by its unlisted Subsidiaries. The minutes of the Board Meetings of the unlisted Subsidiaries as applicable are periodically placed before the Board. The Management of all the unlisted Subsidiaries periodically brings to the notice of the Board, a statement of all significant transactions and arrangements entered into by the unlisted Subsidiaries as applicable. As per the definition of "Material Subsidiary" under Regulation 16 of SEBI Listing Regulations, as on 31<sup>st</sup> March 2025, Aditya Birla Finance Limited (ABFL), Aditya Birla Sun Life Insurance Company Limited and Aditya Birla Housing Finance Limited, are the material Subsidiaries of the Company.

Post effectiveness of the Scheme of Amalgamation with effect from 1<sup>st</sup> April 2025, ABFL stands dissolved without being wound up and ceased to be a Material Subsidiary of the Company

The Company has formulated a "Policy for determining material Subsidiary Companies" of the Company and has complied with all the obligations relating to its material Subsidiaries under SEBI Listing Regulations. This policy is available on your Company's website at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>.

In compliance with the SEBI Listing Regulations, this policy shall be reviewed by the Board at least once every three years.

### V. OTHER DISCLOSURES

**Details of non-compliance by the Company, penalties and strictures imposed on the Company by Stock Exchange(s) or SEBI or any other statutory authority, on any matter relating to capital markets, during the last three years**

The details of penalty imposed during FY 2022-23 by SEBI on erstwhile ABFL(amalgamated with the Company) is as follows:

SEBI issued a show cause notice dated 25<sup>th</sup> May 2021 ("SCN") to the erstwhile ABFL in the matter of CG Power and Industrial Solutions Limited ("CG Power") alleging, among

## Corporate Governance Report (Contd.)

others that in order to benefit its loans getting repaid, the commission and omission on the part of erstwhile ABFL amounted to participation in the fraudulent scheme for diversion of assets from CG Power for the benefit of BILT Graphic Paper Products Limited to the detriment of CG Power's minority shareholders, violating regulations 3 (b), (c), (d) and regulation 4 (1) of the SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 read with sections 12A (a), (b) and (c) of the SEBI Act. By way of an order dated 4<sup>th</sup> October 2022 ("SEBI Order"), SEBI imposed a penalty of ₹1.00 Crores on erstwhile ABFL with respect to the same.

Erstwhile ABFL filed an appeal dated 21<sup>st</sup> October 2022 against the SEBI Order before Securities Appellate Tribunal ("SAT"). Subsequently, SAT passed an order on 27<sup>th</sup> February 2023, imposing a stay on the SEBI Order, subject to Erstwhile ABFL depositing 50% of the SEBI Penalty. Accordingly, the penalty has been deposited, and the matter is pending before SAT..

### Related Party Transactions

During the financial year under review, your Company had entered into related party transactions which were on an arm's length basis and in the ordinary course of business. There were no material transactions with any related party as per the provisions of Section 188 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI Listing Regulations. All related party transactions were approved by the Audit Committee of your Company.

Particulars of related party transactions are listed out under the notes to the financial statements forming part of this Annual Report.

Pursuant to regulation 23(9) of SEBI Listing Regulations, the Company has also submitted Related Party Transactions to the stock exchanges on half yearly basis.

The policy on Related Party Transactions is available on your Company's website at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>.

### Disclosure of accounting treatment

Your Company has followed all the applicable Accounting Standards while preparing the financial statements.

### Management Discussion and Analysis

1. The Management Discussion and Analysis forms part of this Annual Report and is in accordance with the requirements laid out in Regulation 34(2)(e) of SEBI Listing Regulations.

2. No material transaction has been entered into by the Company with its related parties that may have a potential conflict with interests of the Company.

### Proceeds from Public Issues, Right Issues, Private Placement, Preferential Issues etc.

The Company had issued equity share capital through Preferential Issuance of 7,57,11,688 equity shares of face value ₹ 10/- each at a price of ₹165.10 per equity share (including share premium of ₹155.10 per equity share), to its Promoter and a member of Promoter Group on 26<sup>th</sup> June 2023 and through Qualified Institutional Placement (QIP) of 10,00,00,000 equity shares of face value ₹ 10/- each at a price of ₹175.00 per equity share (including share premium of ₹165.00 per equity share), to Qualified Institutional Buyers on 30<sup>th</sup> June 2023, both aggregating to ₹ 3,000 Crores. The amount raised is being utilised for meeting funding requirements and growth objectives of the Company including augmentation of the capital base, improving solvency margin, leverage ratio and meeting growth and funding requirements based on the business opportunities across the subsidiaries/associates /joint ventures of the Company, as applicable engaged in the businesses of non-banking finance, housing finance, life insurance, health insurance, asset reconstruction, payments and distribution business and to make investments in technology, IT infrastructure and digital offering platforms, through investment in subsidiaries/associates/joint ventures of the Company, as applicable, by way of debt or equity, or any other instrument or a combination thereof, in such a manner and proportion as may be decided by the Board from time to time, in accordance with the applicable laws.

The proceeds from QIP were fully utilised by the Company during the year ended 31<sup>st</sup> March 2024.

During the year under review, the unutilised proceeds from the preferential Issuance of ₹ 1,128.63 Crore were fully utilised.

The Company discloses to the Audit Committee, the uses/applications of proceeds/funds raised from public issues, private placement, preferential allotment or qualified institutions placement of Equity Shares, etc., if any, as part of quarterly review of financial results and the details are also filed with the Stock Exchanges on a quarterly basis, as applicable, pursuant to Regulation 32 of the SEBI Listing Regulations.

### Remuneration of Directors

Directors are paid sitting fees of ₹ 1,00,000/- for each Meeting of the Board, ₹ 75,000/- for each Meeting of the



Audit Committee and ₹ 50,000/- for each Meeting of other Committees. No commission was paid to the Directors, during the year under review.

Further, the Company reimburses the out-of-pocket expenses, if any, incurred by the Directors for attending the Meetings.

Details of shareholding of the Directors and the sitting fees paid to the Non-Executive Director for attending the Meetings of Board and the Board Committees during the financial year under review were as follows:

Name of the Director	(Amount in ₹)	
	No. of Shares held	Sitting Fees Paid (₹)
Mr. Kumar Mangalam Birla	22,68,790*	5,00,000
Mr. Sushil Agarwal	2,89,160*	14,00,000
Mr. Arun Adhikari	2,194	16,50,000
Mr. P. H. Ravikumar	1,407	14,50,000
Mr. S. C. Bhargava (Ceased to be a director w.e.f. 31 <sup>st</sup> August 2024)	-	5,50,000
Ms. Vijayalakshmi Iyer	2,000	17,00,000
Mr. Romesh Sobti (Ceased to be a director w.e.f. 19 <sup>th</sup> June 2025)	-	5,50,000

\*including shares held as a Karta of HUF

There were no pecuniary relationships or significant material transactions between your Company and Non-Executive Directors during the financial year under review.

## LOANS AND ADVANCES

As on 31<sup>st</sup> March 2025, the Company was Core Investment Company ("CIC") registered with RBI and in the business of making investments and providing loans to its Subsidiaries and/or Group companies, particulars of which are listed out under the notes to accounts to the financial statements forming part of this Annual Report. Apart from the aforesaid, no loans and advances were given to firms / companies in which any of the Directors are interested.

## CEO / CFO CERTIFICATION

Ms. Vishakha Mulye, Managing Director & Chief Executive Officer (Designate) and Ms. Pinky Mehta, Chief Financial Officer of your Company have issued necessary certificate pursuant to the provisions of Regulation 17(8) of the SEBI Listing Regulations, for Financial Year 2024-25 which was placed before the Board at its Meeting held on 13<sup>th</sup> May 2025, and the same forms part of this Annual Report.

## COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS

The Company has complied with the Corporate Governance requirements specified under Regulations 17 to 27 and clauses (b) to (i) and (t) of Regulation 46(2) and Para C, D and E of Schedule V of the SEBI Listing Regulations.

## DETAILS OF MATERIAL SUBSIDIARIES OF THE LISTED ENTITY AS ON 31<sup>ST</sup> MARCH 2025

Name of the material subsidiary	Aditya Birla Finance Limited (Amalgamated with the Company w.e.f. 1 <sup>st</sup> April 2025)	Aditya Birla Sun Life Insurance Company Limited	Aditya Birla Housing Finance Limited
Date and place of incorporation	28 <sup>th</sup> August 1991 Mumbai, Maharashtra	4 <sup>th</sup> August 2000, Maharashtra	27 <sup>th</sup> July 2009, Veraval, Gujarat
Name and date of appointment of the statutory auditors	Joint Statutory Auditors: 1. MSKA & Associates - 16 <sup>th</sup> August 2023	Joint Statutory Auditor: 1. M/s. M M Nissim & Co LLP - 7 <sup>th</sup> August 2024	M/s. M/s. B. K. Khare & Co., Chartered Accountants - 14 <sup>th</sup> May 2024
	M/s. MKPS & Associates - 14 <sup>th</sup> August 2024	2. M/s. S.B. Billimoria & Co. LLP - 25 <sup>th</sup> August 2020	M/s. Sarda & Pareek LLP, Chartered Accountants - 14 <sup>th</sup> May 2024

## ARCHIVAL POLICY FOR WEBSITE CONTENT

In terms of Regulation 30 of the SEBI Listing Regulations, the Company has formulated a policy on maintaining and preserving timely and accurate records uploaded on the website of the Company. The same is available on the website of your Company at <https://www.adityabirlacapital.com/investor-relations/policies-and-code>.

## COMPLIANCE CERTIFICATE

Compliance Certificate from M/s. N L Bhatia & Associates, Practising Company Secretaries (Firm Registration No.: P1996MH055800), confirming compliance with the conditions of Corporate Governance as stipulated under Regulation 34 read with Schedule V (E) of the SEBI Listing Regulations forms part of this Annual Report.

## Corporate Governance Report (Contd.)

### DETAILS OF DIRECTORS SEEKING REAPPOINTMENT

The details of the Director seeking re-appointment is provided in the Notice of the 18<sup>th</sup> Annual General Meeting.

### GENERAL BODY MEETINGS

During the preceding three years, the Company's Annual General Meetings ("AGMs") were held as under:

#### Date, time and venue of the AGMs:

Year	Date	Time	Venue	Particulars of Special Resolution(s) passed
2021- 22	26 <sup>th</sup> August 2022	11:00 A.M.	Through Video Conferencing / Other Audio Visual means	-
2022- 23	18 <sup>th</sup> August 2023	11:00	Through Video Conferencing / Other Audio Visual means	-
2023- 24	16 <sup>th</sup> August 2024	11:00	Through Video Conferencing / Other Audio Visual means	Continuation of directorship of Mr. Romesh Sobi (DIN: 00031034) as a Non- Executive (Nominee) Non- Independent Director of the Company who attained the age of 75 years on 24 <sup>th</sup> March 2025;

#### Date, time and venue of the Court convened meeting:

Year	Date	Time	Venue	Particulars of Special Resolution(s) passed
2024- 25	7 <sup>th</sup> January 2025	11:00 A.M.	Through Video Conferencing / Other Audio Visual means	Approval of the Scheme of Amalgamation of Aditya Birla Finance Limited (a wholly owned subsidiary of the Company) with the Company and their respective shareholders and creditors

Note: The Court Convened meeting was held pursuant to Order of Hon'ble NCLT, Ahmedabad Bench dated 29<sup>th</sup> November 2024

### Postal Ballot:

No resolution was passed through postal ballot during the year under review.

Further, the Company had sought the approval of the shareholders for the following Special Resolutions through the Postal Ballot 21<sup>st</sup> May 2025:

- Appointment of Mr. Nagesh Ping (DIN: 00062900) as an Independent Director of the Company for a term of five consecutive years with effect from 1<sup>st</sup> April 2025.

- Appointment of Mr. Sunil Srivastav (DIN: 00237561) as an Independent Director of the Company for a term of five consecutive years with effect from 1<sup>st</sup> April 2025.
- To consider increase in the borrowing powers of the Company.
- To create of charge/security on the Company's assets.
- To approve issuance of Non-Convertible Debentures on Private Placement Basis.

### Procedure adopted for Postal Ballot

The Postal Ballot dated 21<sup>st</sup> May 2025 was carried out as per the provisions of Sections 108 and 110 and other applicable provisions of the Companies Act, 2013, read with the rules framed thereunder, and applicable Circulars issued by Ministry of Corporate Affairs, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India. The details are as given under:

Sr. No.	Subject	Particulars
1	Agency appointed to provide remote e-voting facility	KFin Technologies Limited
2	Scrutinisers appointed	Mr. Omkar Dindorkar (Membership No. A43029), failing him, Mr. Saurabh Agarwal (Membership No. F9290), Designated Partners of M/s MMJB & Associates LLP
3	Cut-off date for determining eligibility of the shareholders for e-voting	Friday, 16 <sup>th</sup> May 2025
4	Dispatch date of notice to the members only in electronic form and to the Stock Exchanges	21 <sup>st</sup> May 2025
5	Date of Newspaper Publications pursuant to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014	22 <sup>nd</sup> May 2025
5	Remote e-voting period	Commence from 9.00 a.m. (IST) on Thursday, 22 <sup>nd</sup> May 2025 and ends at 5.00 p.m. (IST) on Friday, 20 <sup>th</sup> June 2025
6	Date of submission of the 20 <sup>th</sup> June 2025 e-voting results and the Scrutiniser's Report to the Stock Exchanges	
7	Weblinks of BSE Limited and National Stock Exchange of India Limited (NSE) for accessing e-voting result	BSE: <a href="https://www.bseindia.com/xml-data/corpfilng/AttachHis/9f18f8d6-1da9-4fe2-9694-b8c19f0e3d20.pdf">https://www.bseindia.com/xml-data/corpfilng/AttachHis/9f18f8d6-1da9-4fe2-9694-b8c19f0e3d20.pdf</a> NSE: <a href="https://nsearchives.nseindia.com/corporate/ABCAPITAL_20062025220349_SEIntVR.pdf">https://nsearchives.nseindia.com/corporate/ABCAPITAL_20062025220349_SEIntVR.pdf</a>

All the aforesaid special resolutions were passed with requisite majority.



## MEANS OF COMMUNICATION

### Quarterly Results

The Company's quarterly/ half yearly/ annual financial results are submitted to the Stock Exchanges and published in Business Standard (all editions), and Sandesh (Rajkot edition, Gujarat).

Further, the quarterly/ half yearly/ annual financial results are approved by the Board and the result presentations are sent via e-mail to the Members whose email address is registered with the Company and are also simultaneously made available on Company's website at <https://www.adityabirlacapital.com/investor-relations/quarterly-results>.

In addition to the above, after announcement of results, the Company holds conference calls with investors/ analysts. The transcript of the said conference calls is uploaded on the Company's website at <https://www.adityabirlacapital.com/investor-relations/quarterly-results>.

### Website Disclosure

The Company's website contains a separate section namely "Investor Relations" at <https://www.adityabirlacapital.com/investor-relations> where shareholders' related information is available and Members can access information as required to be disseminated on the website of the Company pursuant to clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations.

**Whether it also displays official news releases** Yes

**Presentations made to investors/ analysts** Yes

**Shareholders' Information:** Published as a separate section in this report

### NSE Electronic Application Processing System (NEAPS), NSE Digital Exchange platform and BSE Portal for Electronic filing

Apart from the financial results, shareholding pattern and quarterly report on Corporate Governance, other intimations/ disclosures required to be made to the Stock Exchanges are electronically filed.

Further, in accordance with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31<sup>st</sup> December 2024, SEBI had introduced the "Integrated Filing" system for governance and financial-related periodic filings mandated under Regulation 10(1A) of the SEBI Listing Regulations, with the objective of streamlining the filing process and enhancing compliance ease for listed entities. The Company had also made integrated filings as applicable.

### Adoption of Mandatory and Discretionary Requirements

During the financial year under review, the Company complied with all the mandatory requirements of Regulation 34 of the SEBI Listing Regulations.

The Company complied with the following discretionary requirements of the SEBI Listing Regulations:

1. For the Financial Year 2024-25, the Company's financial statements are with unmodified audit opinion.
2. Separate posts of Chairperson and the Managing Director or the Chief Executive Officer.
3. The Internal Auditor directly reports to the Audit Committee.

### Other Disclosures:

1. For FY24-25, total consolidated fees of ₹ 2.29 Crore was paid to M/s M M Nissim & Co. LLP and all entities in the network firm / network entity of which the statutory auditor is a part, for all the services rendered to the Company and its Subsidiaries.
2. During the financial year under review, no complaints were received under the Whistle Blower Policy by the Company and 5 (five) complaints were received under the Whistle Blower Policy by erstwhile ABFL and the same were duly addressed.
3. During the financial year under review, there were no complaints filed, disposed or pending as at the end of financial year with the Company, under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Further, during the financial year under review, 4 (four) complaints were received under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 by erstwhile ABFL and the same were duly addressed.

4. Certificate from M/s. N. L. Bhatia & Associates, Practicing Company Secretaries (Firm Registration No.: P1996MH055800), has been received stating / confirming that none of the Directors on the Board of the Company has been debarred or disqualified from being appointed or continuing as Directors of the Company by SEBI/ MCA or any such statutory authority as on 31<sup>st</sup> March 2025 and is attached as a part of this report.

## Corporate Governance Report (Contd.)

5. The list of all credit ratings obtained by the entity is provided in the Boards' Report;
6. The Company (along with erstwhile ABFL) is exposed to foreign currency exchange rate fluctuation risk for its foreign currency borrowings. The Company's borrowings in foreign currency are governed by RBI guidelines. The Company hedges its entire External Commercial Borrowings ("ECB") foreign currency exposure for the full tenure of the ECB as per the Board approved Policy. The Company is not exposed to commodity price risk.
7. The Company has in place a functional website and the details required to be uploaded on the website as per RBI Master Directions have been duly uploaded.
8. The Company has put in place a policy on the fit and proper criteria including process of due diligence at the time of appointment / renewal of appointment of the Directors.
9. Necessary information and declaration/ undertaking from the proposed / existing directors have been obtained, which have also been scrutinised by the Nomination, Remuneration and Compensation Committee and were also placed before the Board.
10. The Company has obtained a Deed of Covenants signed by the Directors, in the format specified under RBI Master Directions. Declaration from the Directors that the information already provided has not undergone change and where there is any change, requisite details are furnished by them forthwith has been also obtained.
11. A Quarterly statement on change of directors, and a certificate from the Chief Executive Officer on fit and proper criteria in selection of the Directors along with Statutory Auditor certificate was filed for the quarter ended 31<sup>st</sup> March 2025.
12. The Company has Chief Risk Officer (CRO), Head of Internal Audit (Chief Audit Officer/ CAO) and Chief Compliance Officer (CCO) with clearly specified roles and responsibilities.
- Further, CRO meets the Risk Management Committee, CAO and CCO timely meets Audit Committee, without the presence of Chief Executive Officer.
13. The Company is in compliance with all requirements applicable to Middle layer NBFC as per RBI circular on Scale Based Regulations for NBFCs. Post effectiveness of scheme of amalgamation, the Company is also complying with all requirements applicable to Upper layer NBFC.
14. The Company is in conformity with corporate governance standards viz., in composition of various committees, their role and functions, periodicity of the meetings and compliance with coverage and review functions, etc as disclosed in this report.
15. The Company is in compliance with the requirements arising out of the Master Direction - Information Technology Framework for the NBFC Sector issued by RBI and has constituted an IT Strategy Committee. The Company has adopted an IT Policy and Cyber-security Policy and undertaken a comprehensive risk assessment of IT systems and Information systems audit was conducted by an independent auditor for the financial year under review.
16. The Company has not accepted public deposit during the year.
17. Relevant disclosures as applicable under the RBI Master Directions have been made in the Annual Financial Statements for the financial year ended 31<sup>st</sup> March 2025.
18. No penalties have been imposed by RBI and other regulators including strictures or directions on the basis of inspection reports. Further, there were no default in compliance with the requirements of Companies Act, 2013, including with respect to compliance with accounting and secretarial standards.
19. Statutory Auditors have not expressed any modified opinion(s) or other reservation(s) in their audit report/ limited review report in respect of the financial results.



# Shareholder's Information

## 1. ANNUAL GENERAL MEETING

Day, Date and Time	: Thursday, 14 <sup>th</sup> August 2025 at 11:00 A.M. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM')
Deemed Venue	: Registered Office: Indian Rayon Compound, Veraval - 362 266, Gujarat
Participation through VC/OAVM for Annual General Meeting ('AGM')/ : <a href="https://emeetings.kfintech.com">https://emeetings.kfintech.com</a> Webcast and transcripts	

## 2. FINANCIAL CALENDAR FOR REPORTING

Financial year of the Company	: 1 <sup>st</sup> April to 31 <sup>st</sup> March
For the quarter ending 30 <sup>th</sup> June 2025	: On or before 14 <sup>th</sup> August 2025
For the quarter and half year ending 30 <sup>th</sup> September 2025	: On or before 14 <sup>th</sup> November 2025
For the quarter ending 31 <sup>st</sup> December 2025	: On or before 14 <sup>th</sup> February 2026
For the quarter and year ending 31 <sup>st</sup> March 2026	: On or before 30 <sup>th</sup> May 2026
19 <sup>th</sup> Annual General Meeting for the year ended 31 <sup>st</sup> March 2026	: On or before 31 <sup>st</sup> August 2026

**3. Dividend Payment Date:** Not Applicable

**4. Registered Office:** Indian Rayon Compound, Veraval – 362 266, Gujarat, India

**Phone:** +91 2876 243 257

**Email:** [abc.secretarial@adityabirlacapital.com](mailto:abc.secretarial@adityabirlacapital.com)

**Website:** [www.adityabirlacapital.com](http://www.adityabirlacapital.com)

**CIN:** L64920GJ2007PLC058890

## 5.(a) Listing Detail:

Equity Shares and Non-convertible Debentures*	Commercial Papers*	Global Depository Shares (GDSs)
<b>BSE Limited ('BSE')</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001	<b>National Stock Exchange of India Limited ('NSE')</b> Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051	<b>Luxembourg Stock Exchange ('LSE')</b> 35A Boulevard Joseph II L-1840 Luxembourg
<b>National Stock Exchange of India Limited ('NSE')</b> Exchange Plaza, 5 <sup>th</sup> Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051		

Annual Listing fees for the financial year has been paid to all the Stock Exchanges and no amount is outstanding.

\*Pursuant to clauses 4.7 and 8.2 of the Scheme of Amalgamation of Aditya Birla Finance Limited (Amalgamating Company/ABFL) with Aditya Birla Capital Limited (Amalgamating Company/ the Company) and their respective Shareholder and Creditors, all debts (including NCDs, bonds, notes, commercial papers and such other debt instruments, whether secured or unsecured liabilities (including contingent liabilities) of the Amalgamating Company will be vested with the Amalgamated Company on same terms, including the coupon rate, tenure, ISIN, redemption price, quantum and nature of security. Accordingly, the transfer of Non-convertible Debentures and Commercial Papers was successfully executed by the Stock Exchanges from erstwhile ABFL to the Company, effective from 11<sup>th</sup> April 2025.

**(b) Overseas Depository for GDSs:** Citibank N.A. Depository Receipt Services, 390 Greenwich Street, 4<sup>th</sup> Floor, New York, NY-10013

**(c) Domestic Custodian of GDSs:** Citibank N.A. Custodial Services FIFC, 9<sup>th</sup> Floor, C-54 & 55, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 098

## Corporate Governance Report (Contd.)

**6. REGISTRAR AND SHARE TRANSFER AGENT (RTA) & INVESTOR CORRESPONDENCE**

Investor can contact the following RTA's of the Company for service requests. The contact details of RTA are as under:

Name	KFin Technologies Limited (For Equity Shares)	MUFG Intime India Private Limited (For Debt Securities and Commercial Papers)
Address for correspondence	Selenium Building, Tower-B, Plot No. 31 & 32, Financial District Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India - 500 032	1 <sup>st</sup> Floor, C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai City, Maharashtra - 400083
Email ID	<a href="mailto:einward.ris@kfintech.com">einward.ris@kfintech.com</a>	<a href="mailto:bonds.helpdesk@linkintime.co.in">bonds.helpdesk@linkintime.co.in</a>
Toll Free/ Phone Number	1800 309 4001	+91 810 811 4949
RTA Website	<a href="https://ris.kfintech.com">https://ris.kfintech.com</a>	<a href="https://www.linkintime.co.in/">https://www.linkintime.co.in/</a>

**7. SHARE TRANSFER SYSTEM:**

In terms of Regulation 40(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended from time to time, transfer, transmission and transposition of securities shall be effected in dematerialised form only. Shareholders holding equity shares of the Company in physical form are requested to kindly get their equity shares converted in dematerialised form as Trading in shares of your Company is permitted only in dematerialised form. More details about the system and procedures are covered below under section "Other useful information for the shareholders".

**8. INVESTOR COMPLAINTS DETAILS:**

During the financial year under review, 18 complaints were received from shareholders, all of which have been attended/resolved to the satisfaction of shareholders. Details of complaints are as follows:

Nature of Complaints	2024-25			2023-24		
	Received	Redressed	Pending	Received	Redressed	Pending
Complaints relating to Transfer, Transmission, Demat, Non-Receipt of Annual Report, etc.	18	19	0	29	28	1

**9. DISTRIBUTION OF SHAREHOLDING AS ON 31<sup>ST</sup> MARCH 2025:**

No. of Shares	No. of Shareholders	% of Total Shareholders	No. of Shares	% of Total Shares
1-500	4,98,952	86.50	4,85,23,620	1.86
501-1000	35,196	6.10	2,69,55,291	1.03
1001-2000	23,070	4.00	3,30,65,871	1.27
2001-3000	7,284	1.26	1,81,84,321	0.70
3001-4000	3,250	0.56	1,14,71,931	0.44
4001-5000	2,287	0.40	1,05,57,360	0.41
5001-10000	3,824	0.66	2,72,06,954	1.04
10001 & Above	3,000	0.52	2,43,10,45,474	93.25
<b>Total</b>	<b>5,76,863</b>	<b>100.00</b>	<b>2,60,70,10,822</b>	<b>100.00</b>



## 10. CATEGORIES OF SHAREHOLDING AS ON 31<sup>ST</sup> MARCH 2025:

Category of Shareholders	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Shareholding
Promoter and Promoter Group*	23	0.00	1,79,47,99,952	68.85
Mutual Funds	58	0.01	9,46,16,233	3.63
Alternate Investment Funds	23	0.00	10,27,01,196	3.94
Banks, Financial Institutions, UTI	129	0.02	3,10,286	0.01
Insurance Companies	21	0.00	5,68,50,285	2.18
Foreign Direct Investment	1	0.00	10,00,00,000	3.84
FII's and FPI's	165	0.03	10,40,01,566	3.99
NRI's/OCBs/Foreign Nationals	10,657	1.85	3,09,88,398	1.19
GDSs#	1	0.00	2,54,00,504	0.97
Bodies Corporate/QIB	2,513	0.44	4,87,14,653	1.87
Trusts	37	0.01	18,83,020	0.07
Central/ State Government	7	0.00	15,517	0.00
NBFCs	5	0.00	1,34,966	0.01
Other - Individuals/HUF/ Clearing Members	5,63,223	97.64	24,65,94,246	9.45
<b>Total</b>	<b>5,76,863</b>	<b>100.00</b>	<b>2,60,70,10,822</b>	<b>100.00</b>

\* Includes 3,36,16,128 (1.29%) GDSs held by Promoter Group.

# Excludes GDSs held by Promoter Group

## 14. DEMATERIALISATION OF SHARES AND LIQUIDITY:

The Equity Shares of the Company are available for trading in the dematerialised form under both the Depositories viz. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"). The entire Promoter and Promoter Group holdings are in dematerialised form and the same is in compliance with the SEBI directions.

The mode of holding of shares is as under:

Mode of Holding	( % of shareholding )	
	FY 2024-25	FY 2023-24
Shares held in Demat mode in NSDL	94.07	93.79
Shares held in Demat mode in CDSL	5.65	5.21
Shares held in Physical mode	0.28	1.00
<b>Total</b>	<b>100</b>	<b>100</b>

Under the Depository System, the International Securities Identification Number (ISIN) allotted to the Company's shares is INE674K01013.

## Corporate Governance Report (Contd.)

**15. DETAILS ON USE OF PUBLIC FUNDS OBTAINED IN THE LAST THREE YEARS:**

The Company had issued and allotted equity share capital through Preferential Issuance of 7,57,11,688 equity shares of face value ₹ 10/- each at a price of ₹165.10 per equity share (including share premium of ₹155.10 per equity share), to its Promoter and a member of Promoter Group on 26<sup>th</sup> June 2023 and through Qualified Institutional Placement (QIP) of 10,00,00,000 equity shares of face value ₹ 10/- each at a price of ₹175.00 per equity share (including share premium of ₹165.00 per equity share), to Qualified Institutional Buyers on 30<sup>th</sup> June 2023, both aggregating to ₹ 3,000 Crore. The amount raised has been utilised for meeting funding requirements and growth objectives of the Company including augmentation of the capital base, improving solvency margin, leverage ratio and meeting growth and funding requirements based on the business opportunities across the subsidiaries/associates /joint ventures of the Company, as applicable engaged in the businesses of non-banking finance, housing finance, life insurance, health insurance, asset reconstruction, payments and distribution business and to make investments in technology, IT infrastructure and digital offering platforms, through investment in subsidiaries/associates/joint ventures of the Company, as applicable, by way of debt or equity, or any other instrument or a combination thereof, in such a manner and proportion as may be decided by the Board from time to time, in accordance with the applicable laws.

The proceeds from QIP were fully utilised by the Company during the year ended 31<sup>st</sup> March 2024.

During the year under review, the unutilised proceeds from the preferential Issuance of ₹ 1,128.63 Crore were fully utilised.

**16. OUTSTANDING GDSS/ADRS/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY:**

There were 5,90,16,632 outstanding GDSs as on 31<sup>st</sup> March 2025. Each GDS represents one underlying Equity Share. There are no ADRs, Warrants/Convertible Bonds outstanding as at the year end.

**17. COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES:**

The Company (along with erstwhile ABFL) is exposed to foreign currency exchange rate fluctuation risk for its foreign currency borrowings. The Company's borrowings in foreign currency are governed by RBI guidelines. The Company hedges its entire External Commercial Borrowings ("ECB") foreign currency exposure for the full tenure of the ECB as per the Board approved Policy. The Company is not exposed to commodity price risk.

**18. CREDIT RATING:**

The Company's financial discipline and prudence is reflected in the strong credit ratings ascribed by rating agencies as given below:

Facility	CRISIL	ICRA	India Rating
Commercial Paper	CRISIL A1+	ICRA A1+	IND A1+
Non-Convertible Debentures	CRISIL AAA Stable	ICRA AAA Stable	IND AAA Stable
Subordinate Bonds	CRISIL AAA Stable	ICRA AAA Stable	IND AAA Stable
Market Linked Debentures	NA	NA	IND PP- MLD AAA Stable
Bank Lines	CRISIL AAA Stable	ICRA A1+ / ICRA AAA Stable	IND AAA Stable
Perpetual Debt	CRISIL AA+ Stable	ICRA AA+ Stable	IND AA+ Stable
NCD - Public Issue	NA	ICRA AAA Stable	IND AAA Stable
NCD - Unsecured	NA	ICRA AAA Stable	NA

**19. OTHER USEFUL INFORMATION FOR THE SHAREHOLDERS:****Share Transfer/ Transmission/ Transposition/Dematerialisation**

Securities and Exchange Board of India ("SEBI"), effective 1<sup>st</sup> April 2019, disallowed physical transfer of shares of listed companies and mandated transfers of equity shares in electronic form only. Members holding shares in physical form are requested to convert their holdings to dematerialised form.



In terms of SEBI circular dated 25<sup>th</sup> January 2022, all service requests for issue of duplicate certificate, claim from unclaimed suspense account, renewal/ exchange of securities certificate, endorsement, subdivision/ splitting/ consolidation of certificate, transmission and transposition which were allowed in physical form shall now be processed in dematerialised form only. Further, in lieu of physical share certificate, a Letter of Confirmation (LOC) carrying all details of shares will be issued by KFin as per SEBI Circular while processing any of the aforesaid investor service requests which shall be valid for a period of 120 days from the date of its issuance. A reminder shall be sent after the end of 45 days and 90 days from the date of issuance of LOC, informing the securities holder/ claimant to submit the demat request.

In case the securities holder/claimant fails to submit the demat request within the aforesaid period of 120 days, the securities shall be credited into the Suspense Escrow Demat Account of the Company.

Shareholders are requested to make service requests by submitting a duly filled and signed Form ISR – 4 (Form for various service requests), the format of which is available on the Company's website at <https://www.adityabirlacapital.com/investor-relations/shareholder-centre>.

Members can write to KFin at e-mail ID [einward.ris@kfinTech.com](mailto:einward.ris@kfinTech.com) for more details.

### **Common and simplified norms for investor service request**

Securities and Exchange Board of India ("SEBI") has made furnishing of PAN, KYC and Nomination details mandatory by the investors holding shares in physical forms.

Members are advised to ensure that KYC details i.e PAN, Postal Address with PIN, Mobile Number, Bank Account details, E-mail id and Nomination details are duly updated.

Shareholders are requested to update/ intimate changes, if any, pertaining to their PAN, postal address, e-mail address, telephone/ mobile numbers, with necessary documentary evidence, to the Company/ KFin, in Form ISR-1 if shares are held in physical mode or to their Depository Participant ("DP"), if the holding is in electronic mode. The said Form ISR-1 for change / updation of details, Form ISR-2 for bankers attestation of signature in case of major mismatch and Form ISR-3 for declaration for opting out of nomination are available for download from the weblink <https://www.adityabirlacapital.com/investor-relations/shareholder-centre>

[relations/shareholder-centre](#) or <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>.

The Company had sent letters along with copies of the relevant forms to all physical Shareholders at their registered postal address to furnish the details. The said requirement was also communicated by sending emails to the Shareholders who have registered their email id.

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- i) Through 'In Person Verification' (IPV): the authorised person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or
- ii) Through hard copies which are self-attested, which can be shared on the address below;

Name: KFin Technologies Limited

Address: Unit: Aditya Birla Capital Limited Selenium Building, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

or

- iii) Through electronic mode with e-sign by following the link: <https://ris.kfintech.com/clientservices/isc/default.aspx#>.

Name: KFin Technologies Limited

Address: Unit: Aditya Birla Capital Limited Selenium Building, Tower-B, Plot No. 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

### **Nomination**

Section 72 of the Act extends nomination facility to individuals holding shares in physical form. Members, in particular, those holding shares in single name, may avail the above facility by furnishing the particulars of their nomination in the nomination form (Form SH-13), or may opt out of nomination in Form ISR-3, which can be downloaded from the Company's website through the weblink at <https://www.adityabirlacapital.com/investor-relations/shareholder-centre> Shareholders holding shares in demat mode should file their nomination with their DPs for availing this facility.

### **Permanent Account Number and Aadhaar**

Shareholders who hold shares in physical form are advised that SEBI has made it mandatory for all holders and

## Corporate Governance Report (Contd.)

claimants of physical securities to furnish PAN. Further, SEBI has also made compulsory linking of PAN and Aadhaar by all shareholders in physical mode. Members are advised to link their Pan and Aadhar and furnish the same for any investor service request.

### Registering of E-mail Address

Members who have not yet registered their e-mail address for availing the facility of e-communication, are requested to register the same with the Company/ KFin or their DPs for easier and faster correspondence.

Members can register their email id by sending duly filled Form ISR-1 to the Company/KFin which can be downloaded from the weblink <https://www.adityabirlacapital.com/investor-relations/shareholder-centre> or <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>

### Dispute Resolution Mechanism

SEBI has vide its Circular No. SEBI/HO/MIRSD/MIRSD\_-RTAMB/P/CIR/2022/76 dated 30<sup>th</sup> May 2022, issued a Standard Operating Procedure (SOP) for dispute resolution under Stock Exchanges Arbitration Mechanism, for dispute redressal between the Listed Company / Registrar and Share Transfer Agents (RTA) and its shareholder(s) / investor(s).

The Arbitration Mechanism shall be initiated post exhausting all actions for resolution of complaints including those received through SEBI SCORES Portal.

Pursuant to SEBI Circular No. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/131 dated 31<sup>st</sup> July 2023, the Company has also registered on Smart Online Dispute Resolution (ODR) portal which can be accessed through the weblink <https://smartodr.in/login>.

### Loss of Shares

In case of loss/misplacement of shares, investors are requested to immediately inform the same by writing a letter addressed to KFin at e-mail ID [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) along with the proof of holding.

Members can write to KFin at e-mail ID [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) for more details.

### Non-Resident Shareholders

Non-resident members are requested to immediately notify the following to KFin in respect of shares held

in physical form by sending duly filled and signed ISR forms and to their DPs in respect of shares held in dematerialised form:

- Indian address for sending all communications, if not provided earlier;
- E-mail id and Phone No. (s), if any;
- Change in their residential status on return to India for permanent settlement;
- Particulars of the Bank Account maintained with a bank in India, if not furnished earlier; (Please send a photocopy of cancelled cheque leaf); and
- RBI permission with date to facilitate prompt credit of dividend, if issued by Company in their Bank Accounts.

### Equity Shares in Unclaimed Suspense Account

Regulation 39(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule VI provides the manner of dealing with the shares issued in physical form pursuant to a public issue or any other issue and which remain unclaimed with the Company. In case your shares are lying unclaimed with the Company, you are requested to claim the same on submission of necessary documents to the Company/ KFin.

A report in respect of the Equity Shares lying in the Unclaimed Suspense Account as on 31<sup>st</sup> March 2025 is as under:

Sr. No	Description	Number of Shareholders	Number of Equity Shares
1	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account as at 1 <sup>st</sup> April 2024	26,315	35,86,116
2	Number of shareholders who have approached the Company for transfer of shares from the and to whom shares were transferred from the Unclaimed Suspense Account during the year	90	35,808
3	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account as at 31 <sup>st</sup> March 2025	26,225	35,50,308*

\*The voting rights on the shares in the suspense account as on 31<sup>st</sup> March 2025, shall remain frozen till the rightful owners of such shares claim the same.



In view of the above, the Company had sent several reminders to shareholders informing them the status of their shares and asking them to provide documents to claim the undelivered share certificates.

### **Equity Shares in Suspense Escrow Demat Account**

Shareholders who failed to submit the dematerialisation request within 120 days post issuance of letter of Confirmation can claim the shares transferred to Suspense Escrow Demat account on submission of necessary documents to the Company/KFin.

A report in respect of the Equity Shares lying in the Suspense Escrow Demat Account as on 31<sup>st</sup> March 2025 is as under:

Sr. No	Description	Number of Shareholders	Number of Equity Shares
1	Aggregate number of shareholders and the outstanding shares lying in the Suspense Escrow Demat Account as at 1 <sup>st</sup> April 2024	29	9,124
2	Number of Shares transferred to Suspense Escrow Demat Account	37	15,672
3	Number of shareholders who have approached the Company for transfer of shares from the and to whom shares were transferred from the Suspense Escrow Demat Account during the year	12	8,441
4	Aggregate number of shareholders and the outstanding shares lying in the Suspense Escrow Demat Account as at 31 <sup>st</sup> March 2025	54	16,355

### **Transfer of unclaimed/unpaid amounts to the Investor Education and Protection Fund**

Pursuant to sections 124 and 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), fractional warrants amount on sale of fractional shares, not claimed for a period of 7 years from the date of warrant, are transferred to the Investor Education and Protection Fund ("IEPF").

Statement of fractional warrants credited to IEPF during the year:

Amount credited (in ₹)	Financial year to which amount relates
25,86,227.88	2017-18

The details of unclaimed fractional warrant amount transferred to the IEPF Authority, are uploaded on the Company's website at <https://www.adityabirlacapital.com/investor-relations/shareholder-centre>.

The fractional amounts transferred to IEPF can be claimed from the IEPF Authority by following the refund procedure as detailed on the website of IEPF Authority at <https://www.iepf.gov.in/IEPF/refund.html>.

### **Company's Website**

You are requested to visit the Company's website i.e. <https://www.adityabirlacapital.com/investor-relations/shareholder-centre> for:

- Information on investor services offered by the Company.
- Downloading of various forms/formats, viz., ISR-1, ISR-2, ISR-3, ISR-4, Nomination form SH-13, ECS Mandate form, Indemnity, Affidavits, etc.

### **Web-based Query Redressal System**

Members may utilise the facility extended by the Registrar and Transfer Agent for redressal of queries, by visiting <https://ris.kfintech.com/> and clicking on 'INVESTORS SERVICES' option for query registration through free identity registration process. Investors can submit their query in the 'Investor Support' option provided on the above website, which would generate the grievance registration number through which Members can track the status.

### **K-PRISM**

Members are requested to take note that, KFin provides a secure mobile interface "K-PRISM" through which investors who utilise the corporate registry services of KFin will now be able to access their application status, download Annual Reports, standard forms, etc and keep track of upcoming General Meetings all on the go, in a hassle free, paper-less process. The mobile application is available for download on the Android Play Store and a desktop version can be

## Corporate Governance Report (Contd.)

accessed at <https://kprism.kfintech.com>. Members can download the mobile application and register themselves (onetime) for availing a host of services viz. consolidated portfolio view serviced by KFin, Dividends status etc., and send requests for change of Address, updation of Mobile number, E-mail address and so on.

### Correspondence with the Company

Shareholders/Beneficial Owners are requested to quote their Folio No. /DP ID and Client ID, as the case may be, in all correspondence with KFin Technologies Limited at Hyderabad. All correspondence regarding shares of the Company should be addressed to KFin at e-mail ID [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com). KFin has also designated toll free number, i.e. 1800 309 4001 for investor services where they can register their complaints/queries to facilitate speedy and prompt redressal.

### Service of Documents in Electronic Form (Green Initiative in Corporate Governance)

In order to conserve paper and the environment, the Ministry of Corporate Affairs ("MCA"), Government of India, has allowed companies to send Notices of General Meetings/other Notices, Audited Financial Statements, Board's Reports, Auditors' Reports, etc., henceforth to their shareholders electronically as a part of its Green Initiative in Corporate Governance.

Shareholders can avail e-communication facility by registering their e-mail address with the Company by sending the request on e-mail to [abc.secretarial@adityabirlacapital.com](mailto:abc.secretarial@adityabirlacapital.com) / [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com).

Benefits of registering your e-mail address for availing e-communication:

- it will enable you to receive communication promptly;
- it will avoid loss of documents in postal transit; and
- it will help in eliminating wastage of paper, reduce paper consumption and, in turn, save trees.

Feedback: Members are requested to give us their valuable suggestions for improvement of the investor services to the Corporate Office or Registered Office or via email at [abc.secretarial@adityabirlacapital.com](mailto:abc.secretarial@adityabirlacapital.com).

### 20. PLANT LOCATION:

The Company is engaged in financial services business and does not have any plant.

### 21. INVESTOR CORRESPONDENCE:

#### (i) Registered Office:

Aditya Birla Capital Limited  
Indian Rayon Compound,  
Veraval - 362 266, Gujarat  
Tel: +91 2876 243257  
E-mail: [abc.secretarial@adityabirlacapital.com](mailto:abc.secretarial@adityabirlacapital.com)

#### (ii) Corporate Office:

Aditya Birla Capital Limited  
One World Centre, Tower I,  
18<sup>th</sup> Floor, Jupiter Mill Compound, 841 Senapati Bapat Marg, Elphinstone Road, Mumbai- 400 013  
Tel: +91 22 6723 9101  
E-mail: [abc.secretarial@adityabirlacapital.com](mailto:abc.secretarial@adityabirlacapital.com)

#### (iii) Registrar & Transfer Agent:

##### a. For Equity Shares:

KFin Technologies Limited  
Unit: Aditya Birla Capital Limited  
Selenium Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032  
Tel: +91 40 6716 1630  
Toll Free no: 1800 309 4001  
E-mail: [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com)

##### b. For Debt Securities:

MUFG Intime India Private Limited  
Unit: Aditya Birla Capital Limited  
1<sup>st</sup> Floor, C-101, 247 Park, LBS Marg, Vikhroli West, Mumbai City, Maharashtra – 400083  
Tel: +91 810 811 4949  
Email: [bonds.helpdesk@linkintime.co.in](mailto:bonds.helpdesk@linkintime.co.in)



# Code of Conduct Declaration

As provided under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby declare that all the Members of the Board and Senior Management personnel of the Company have affirmed Compliance with the Code of Conduct for Board and Senior Management Personnel of the Company during the financial year ended 31<sup>st</sup> March 2025.

**Vishakha Mulye**

Managing Director &

Chief Executive Officer (Designate)

Date: 13<sup>th</sup> May 2025

## CEO - CFO Certification

To,

The Board of Directors

**Aditya Birla Capital Limited**

We certify that:

1. We have reviewed the Audited Financial Statements of Aditya Birla Capital Limited ("the Company") for the year ended 31<sup>st</sup> March 2025 and to the best of our knowledge and belief:
  - a. these statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
  - b. these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. To the best of our knowledge and belief, no transactions entered by the Company during the year ended 31<sup>st</sup> March 2025, which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of the internal control systems of the Company pertaining to the financial reporting. We have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or proposed to be taken to rectify the deficiencies.
4. We have indicated to the Auditors and the Audit Committee:
  - i. significant changes in the Company's internal control over financial reporting, if any, during the period ended 31<sup>st</sup> March 2025;
  - ii. significant changes in accounting policies, if any, during the period have been disclosed in the notes to the Financial Statements; and
  - iii. instances of significant fraud of which we have become aware and involvement therein, if any, of the management or other employees having a significant role in the Company's internal control system over financial reporting.

Place: Mumbai

Date: 13<sup>th</sup> May 2025

**Vishakha Mulye**

Managing Director &

Chief Executive Officer (Designate)

**Pinky Mehta**

Chief Financial Officer

## Certificate on Corporate Governance

To,  
The Members,  
**Aditya Birla Capital Limited**  
Indian Rayon Compound  
Veraval Gujarat- 362266

We have examined all the relevant records of Aditya Birla Capital Limited ('the Company') for the purpose of certifying compliance of the conditions of Corporate Governance as stipulated in Regulation 17 to 27, clauses (b) to (i) and (t) of Sub regulation (2) of Regulation 46 and Para C, D and E of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') for the period from 1<sup>st</sup> April 2024 to 31<sup>st</sup> March 2025. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of certification.

In our opinion and to the best of our information and according to the explanations and information furnished to us, we certify that the Company, to the extent applicable, has complied with the conditions of Corporate Governance as stipulated in Regulation 17 to 27, clauses (b) to (i) and (t) of Sub regulation (2) of Regulation 46 and Para C, D and E of Schedule V of the Listing Regulations.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and implementation process adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. This certificate is neither an audit nor an expression of opinion on the financial statements of the Company.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **N L Bhatia & Associates**  
Practising Company Secretaries  
UIN: P1996MH055800  
P/R No.: 6392/2025

Date: 2<sup>nd</sup> July 2025  
Place: Mumbai

**N. L Bhatia**  
Partner  
FCS: 1176  
COP. No.: 422  
UDIN: F001176G000332705



# Certificate of Non-Disqualification of Directors

[Pursuant to Regulation 34(3) and Schedule V Para-C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
 The Members,  
**Aditya Birla Capital Limited**  
 Indian Rayon Compound  
 Veraval Gujarat- 362266

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Aditya Birla Capital Limited having L64920GJ2007PLC058890 and having registered office Indian Rayon Compound, Veraval Gujarat – 362266 (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to us by the Company & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ended on 31<sup>st</sup> March 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such Statutory Authority:

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Mr. Kumar Mangalam Birla	00012813	26 <sup>th</sup> October 2017
2.	Mr. Sushil Agarwal	00060017	26 <sup>th</sup> October 2017
3.	Mr. Hayagreeva Ravikumar Puranam	00280010	26 <sup>th</sup> June 2017
4.	Mr. Arun Kumar Adhikari	00591057	26 <sup>th</sup> June 2017
5.	Ms. Vijayalakshmi Iyer	05242960	26 <sup>th</sup> June 2017
6.	Mr. Romesh Sobti	00031034	14 <sup>th</sup> January 2021
7.	Mr. Subhash Chandra Bhargava*	00020021	1 <sup>st</sup> September 2016

\*Mr. Subhash Chandra Bhargava (DIN: 00020021), Independent Director is not associated with the Company with effect from 1<sup>st</sup> September 2024 pursuant to completion of his second term.

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **N L Bhatia & Associates**  
 Practising Company Secretaries  
 UIN: P1996MH055800  
 P/R No.: 6392/2025

Date: 2<sup>nd</sup> July 2025  
 Place: Mumbai

**N L Bhatia**  
 Partner  
 FCS: 1176  
 COP. No.: 422  
 UDIN:F001176G000332628

**Annexure A**

# Annual Report on Corporate Social Responsibility (CSR) Activities for the Financial Year Ended 31<sup>st</sup> March 2025

## **1. BRIEF OUTLINE ON CSR POLICY OF THE COMPANY:**

CSR Policy of the Company is enunciated in accordance with Section 135 of Companies Act, 2013 read with Corporate Social Responsibility Rules, 2014 (as amended from time to time) and CSR Voluntary Guidelines issued by Ministry of Corporate Affairs.

Our CSR Vision is 'to actively contribute to the social and economic development of the communities in which we operate. In so doing build a better, sustainable way of life for the weaker sections of society and raise the country's human development index' (Ms. Rajashree Birla, Chairperson, Aditya Birla Centre for Community Initiatives and Rural Development)

Our CSR Activities are undertaken broadly in the area of 'Education', 'Health Care', 'Women Empowerment & Sustainable Livelihood' and 'Sports'.

Our Board of Directors, our Management and all of our employees subscribe to the philosophy of compassionate care. We believe and act on an ethos of generosity and compassion, characterised by a willingness to build a society that works for everyone. This is the cornerstone of our CSR policy.

Post effectiveness of the Scheme of Amalgamation with effect from 1<sup>st</sup> April 2025, Aditya Birla Finance Limited (ABFL) is amalgamated with the Company and ABFL stands dissolved without being wound up. This report on CSR activities include details of CSR budget and CSR expenditure of erstwhile ABFL for FY 2024-25.

## **2. COMPOSITION OF CSR COMMITTEE:**

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
<b>Members</b>				
1.	Mr. Arun Adhikar	Chairman (Independent Director)	1	1
2.	Mr. P H Ravikumar	Member (Independent Director)	1	1
3.	Ms. Vijayalakshmi Iyer	Member (Independent Director)	1	1
<b>Permanent Invitees</b>				
4.	Ms. Rajashree Birla	Chairperson, Aditya Birla Centre for Community Initiatives and Rural Development	1	1
5.	Dr. Pragnya Ram	Group Executive President, Corporate Communications and CSR	1	1
6.	Ms. Vishakha Mulye	Managing Director & Chief Executive Officer (Designate)	1	1

**3. Web-link where the Composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company is <https://www.adityabirlacapital.com>**

**4. Executive summary along with the web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of Sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report):** Annexed for erstwhile ABFL as Annexure B

- 5. (a) Average net profit of the company as per sub-section (5) of section 135: ₹ 2,157.46 Crore\***
- (b) Two percent of average net profit of the company as per sub section (5) of section 135: ₹ 43.15 Crore\*** (out of the total amount CSR obligation for erstwhile ABFL is ₹ 42.80 Crore)
- (c) Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years: Nil**
- (d) Amount required to be set off for the Financial Year, if any: Nil**
- (e) Total CSR obligation for the Financial Year [(b) + (c) - (d)]: ₹ 43.15 Crore\*** (out of the total amount, CSR obligation for erstwhile ABFL is ₹ 42.80 Crore)



## 6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):

- Current Project:** - ₹ 41.30 Crore\* (out of the total CSR amount spent, the amount spent for erstwhile ABFL is ₹ 40.95 Crore)
- Ongoing Project:** ₹ 1.00 Crore\* (this entire amount is of erstwhile ABFL)

(b) Amount spent in Administrative Overheads and Impact Assessment: ₹ 0.86 Crore\* (this entire amount is of erstwhile ABFL)

(c) Total amount spent for the Financial Year [(a)+(b)]: ₹ 42.16 Crore\* (out of the total CSR amount spent, the amount spent for erstwhile ABFL is ₹ 41.81 Crore)

\*Pursuant to the Composite Scheme of Amalgamation between (erstwhile) Aditya Birla Finance Limited (ABFL) and Aditya Birla Capital Limited (ABCL) these figures are combined CSR amounts of both the companies

(d) **CSR amount spent or unspent for the Financial Year:** The below mentioned data is for erstwhile ABFL, as ABCL did not have any unspent amount during FY25.

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
42,15,76,990	99,99,034	30 <sup>th</sup> April 2025		Not applicable	

(e) **Excess amount for set-off, if any:** Nil

Sl. No.	Particular	Amount (in ₹)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	
(ii)	Total amount spent for the Financial Year	
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	

## 7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

The below mentioned data is for erstwhile ABFL, as ABCL was not required to spend CSR amount in the preceding 3 financial years.

Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Balance Amount in Unspent CSR Account under sub-section (6) of section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub- section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
1	2023-24	1,00,00,000	Nil	29,05,29,149	Nil	NA	Nil	Nil
2	2022-23	Nil	Nil	28,01,83,180	Nil	NA	Nil	Nil
3	2021-22	5,77,05,869	Nil	15,17,79,946	Nil	NA	Nil	Nil

## Annexure A (Contd.)

- 8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:** None

If Yes, enter the number of Capital assets created/ acquired

NIL

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
					(1)	(2)	(3)
					CSR Registration Number, if applicable	Name	Registered address
Not Applicable							

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

- 9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):** Not applicable

**Arun Adhikari**

Independent Director and  
Chairman – CSR Committee  
DIN: 00591057

**Vijayalakshmi Iyer**

Independent Director  
DIN: 05242960

**Annexure B**

## IMPACT ASSESSMENT REPORT (FY 2024-25)

### Aditya Birla Capital Limited (ABCL) CSR Programs



## Impact Assessment Report (Contd.)

### ABOUT ADITYA BIRLA CAPITAL LIMITED

Aditya Birla Capital Limited ("ABCL") is a listed systemically important non-deposit taking Non-Banking Financial Company (NBFC) and the holding company of the financial services business. ABCL and its subsidiaries/JVs provides a comprehensive suite of financial solutions across loans, investment and payment to serve the diverse needs of customers across their lifecycles. Powered by over 60,000 employees, the business of ABCL have a nationwide reach with over 1,623 branches and more than 2,00,000 agents /channel partners along with several bank partners.

### ABOUT ADITYA BIRLA CAPITAL LIMITED (ABCL) CSR PROGRAMS

Aditya Birla Capital Limited's Corporate Social Responsibility (CSR) policy is committed to uplifting underserved communities by making a meaningful and lasting impact on their quality of life. The CSR team adopts a participatory approach, identifying and selecting projects through community consultations and comprehensive need assessments to prioritise initiatives with the highest potential for transformative change. Based on these insights, the Foundation has identified key

focus areas: education, healthcare, sustainable livelihoods & women's empowerment.

CRISIL has evaluated 8 projects implemented through ABCL's CSR budget.

**About CRISIL:** CRISIL is a global, agile and innovative analytics company driven by its mission of making markets function better. We are India's foremost provider of ratings, gradings, data, research, training, analytics and verification solutions. We have delivered efficient solutions to over 1,00,000 customers. CRISIL's businesses operate from India, US, UK, Argentina, Poland, China, Hong Kong and Singapore.

CRISIL Limited is a stock exchange listed entity in India and was incorporated on 29<sup>th</sup> January 1987. CRISIL is majority owned by S&P Global Inc., a leading provider of transparent and independent ratings, benchmarks, analytics and data to the capital and commodity markets worldwide.

Sr. No	Implementing Partner/NGO	Program Name	Program Brief
1	Buddy4Study India Foundation	Aditya Birla Capital Scholarship Program	This program aims to provide financial assistance and mentorship support to deserving school and college students to ensure the continuity of their education.
2	DB Tech Society	DB Tech Skill Development Training Program	DB Tech provides vocational training to unemployed youth (18-35) through 3 centres across India, offering training, mobilization, registration, and placement services to help them secure formal employment.
3	Dhan Foundation	Community Healthcare Program for Women and Children	This program aims to improve the healthcare and nutrition of women and children by increasing access to quality healthcare services.
4	I-Hear Foundation	Hearing Impairment and diagnostic program	The I-Hear Foundation supports individuals with profound hearing loss by facilitating access to cochlear implants and upgrades, helping them transition from a 'World of Silence' to a 'World of Sound'.
5	Pride India Foundation	Enhancing public healthcare infrastructure	This project focused on strengthening the public healthcare in Navi Mumbai through the enhancement of the dialysis services and establishing two state-of-the-art Paediatric Intensive Care Units (PICUs), thereby improving access to quality medical care for underserved communities.
6	WISH Foundation	Improving quality of health service delivery in PHCs in Rajasthan	The program aimed to enhance paediatric care across primary healthcare facilities—including Health Centres, by upgrading infrastructure, modernising medical equipment, strengthening staff capabilities and introducing digital innovations such as the Prasav Watch app.
7	Self-Reliant Initiatives through Joint Action (SRIJAN)	Ensuring Environmental Sustainability & Economic Empowerment	The project aims to double the income and enhance the self-sufficiency of farmers by developing and strengthening land and water resources, improving agricultural practices and promoting climate-resilient farming in two tribal districts of Rajasthan.
8	GoSports Foundation	Rahul Dravid Athlete Mentorship Program	The program provides mentorship and support to India's emerging Olympians and Paralympians across various disciplines. The program focuses on the comprehensive growth of athletes, addressing aspects such as career guidance, nutrition, training, performance enhancement and injury management.



## STUDY METHODOLOGY

Considering this, our scoring matrix employs different indicators to measure the effectiveness and impact of each individual program based on its specific objectives and goals.

### Evaluation methodology

The impact analysis has been conducted using both quantitative and qualitative methods based on program structures.

- Quantitative tools- Survey based semi-structured interviews
- Qualitative tools- Key Informant Interviews (KIs) and Focused Group Discussions (FGDs).

These tools were used to interact with key program stakeholders to identify the key program indicators along with key review of program documents.

The impact analysis has been developed using the framework of Organisation for Economic Cooperation and Development Assistance Committee (OECD DAC) as follows:

- Relevance
- Coherence
- Effectiveness
- Efficiency
- Impact
- Sustainability

The indicators used to assess relevance, coherence, efficiency and sustainability within our matrix are similar for all programs. However, the parameters of effectiveness and impact are specific to each individual program or project.

The below section will provide a summary on key evaluation indicators for each program:

## Impact Assessment Report (Contd.)

**1. WISH Foundation**

The Lords Education and Health Society (LEHS)/ WISH Foundation and Aditya Birla Capital Limited (ABCL) partnered to strengthen 199 Health Centers in Rajasthan. The project aimed to improve healthcare services for rural populations, especially women and children. It focused on infrastructure upgradation, capacity building and community engagement across primary healthcare facilities—including 120 Primary Health Centres (PHCs), 10 Urban PHCs (UPHCs), and 69 Sub-Centres.

**Partnership year** – 2016-17

**Sample** – 65 patients/care takers from 30 PHCs in Rajasthan, 3 senior doctors, nurses, pharmacists and 1 district administrative were interviewed

		Extremely satisfactory	Satisfactory	Not satisfactory
Key indicators		Findings		
	<b>Relevance and Coherence</b>	<ul style="list-style-type: none"> <li>✓ <b>Clear objectives:</b> The program was highly relevant to the target community, addressing the need for quality healthcare services in rural Rajasthan.</li> <li>✓ <b>Adequate alignment with CSR, Govt., and SDGs:</b> The initiative was well-aligned with ABCL's CSR policy and the MoU with LEHS Foundation. It supported the government's priority of strengthening public healthcare infrastructure. Also, the program contributed to the Sustainable Development Goals (SDGs) of ensuring good health and well-being.</li> </ul>		
	<b>Efficiency</b>	<ul style="list-style-type: none"> <li>✓ <b>Efficient documentation:</b> The program documentation process was efficient, with clear key performance indicators and data collection.</li> <li>✓ <b>Well-developed program process:</b> The program adhered to timelines and submitted documents to ABCL as required. The initiative also had a well-established process for monitoring and evaluation.</li> <li>✓ <b>High quality program staff:</b> The quality of program staff was high, with good involvement of stakeholders.</li> </ul>		
	<b>Effectiveness</b>	<ul style="list-style-type: none"> <li>✓ <b>Improved awareness:</b> The program effectively raised awareness among beneficiaries about healthcare services and improved the quality-of-service delivery in PHCs.</li> <li>✓ <b>Significant inclusion:</b> The initiative covered marginalised groups, including those from economically weaker sections.</li> <li>✓ <b>Infrastructural improvement:</b> The program achieved significant coverage, with 30 PHCs upgraded and equipped with essential medical equipment.</li> <li>✓ <b>Positive feedback from beneficiaries:</b> The program had a positive impact on the health and wellbeing of pregnant women and new mothers.</li> </ul>		
	<b>Impact</b>	<ul style="list-style-type: none"> <li>✓ <b>Significant program impact:</b> The program had a significant impact on the lives of patients, providing high-quality healthcare services and improving their well-being. The initiative addressed the critical need for maternal and child healthcare, reducing morbidity and mortality rates.</li> <li>✓ <b>High satisfaction:</b> The program received positive feedback from patients and caregivers, with high satisfaction levels.</li> <li>✓ <b>Significant contribution to improvement of healthcare outcomes:</b> The program contributed to the improvement of healthcare outcomes in rural Rajasthan.</li> </ul>		
	<b>Sustainability</b>	<ul style="list-style-type: none"> <li>✓ <b>Strong feedback mechanism:</b> The program established a feedback system for beneficiaries, ensuring their concerns were addressed</li> <li>✓ <b>Strong partnership:</b> The program had a strong partnership with local stakeholders, ensuring long-term commitment and support.</li> </ul>		

**CRISIL Limited's View:** This initiative revitalised 199 PHCs across rural Rajasthan, significantly improving maternal and child health through accessible, high-quality care and strong community engagement. To strengthen the impact, scaling to underserved districts with digital integration and continuous frontline training is recommended.



## 2. Dhan Foundation

As part of its CSR initiative, ABCL supported Dhan Foundation's community healthcare program in Tamil Nadu and Odisha, which provided nutrition, healthcare and education to pregnant women and new mothers, with a focus on vulnerable populations, to improve health outcomes and reduce disparities. The program successfully utilised innovative approaches like telemedicine to increase access to healthcare, empowering women to make informed decisions about their health and well-being.

**Partnership year** – 2021-22

**Sample** – 65 pregnant women, 123 new mothers (0-24 months), 10 Asha workers and 3 doctors were interviewed

	Extremely satisfactory	Satisfactory	Not satisfactory
Key indicators	Findings		
Relevance and Coherence	<ul style="list-style-type: none"> <li>✓ <b>Relevance of the initiative:</b> Dhan Foundation's partnership with ABCL was relevant to the needs of the target community, as it addressed the critical issue of financial inclusion and livelihood enhancement.</li> <li>✓ <b>Precise objectives:</b> The collaboration was aligned with the Foundation's mission to empower marginalised communities and ABCL's expertise in financial services complemented the Foundation's grassroots presence.</li> <li>✓ <b>Adequate alignment with CSR, Govt., and SDGs:</b> The partnership was also relevant to the national and international development goals, as it contributed to the achievement of the Sustainable Development Goals (SDGs), particularly Goal 1 (No Poverty) and Goal 8 (Decent Work and Economic Growth).</li> <li>✓ <b>Coherence:</b> The partnership was coherent with the government's policies and programs, as it supported the national agenda for financial inclusion and rural development.</li> </ul>		
Efficiency	<ul style="list-style-type: none"> <li>✓ <b>Well-developed program:</b> The program was efficient in terms of resource utilization, as it leveraged the strengths and expertise of both organisations to achieve common goals.</li> <li>✓ <b>High quality program staff:</b> The collaboration was efficient in terms of program implementation, as it used a phased approach to scale up the program and minimise risks.</li> <li>✓ <b>Cost-effective initiative:</b> The partnership was efficient in terms of cost-effectiveness, as it achieved significant outcomes at a lower cost per beneficiary compared to similar programs.</li> </ul>		
Effectiveness	<ul style="list-style-type: none"> <li>✓ <b>Effective program implementation:</b> Dhan Foundation's partnership with ABCL was effective in achieving its intended outcomes. The collaboration was successful in building the capacity of local communities.</li> <li>✓ <b>Positive feedback from beneficiaries:</b> The partnership was effective in promoting sustainable livelihoods, as it increased the income of beneficiaries and improved their food security and well-being.</li> </ul>		
Impact	<ul style="list-style-type: none"> <li>✓ <b>Significant program impact:</b> The program had a significant impact on the lives of the target community, as it improved their economic well-being and reduced poverty.</li> <li>✓ <b>Positive impact on socio-economic mobility:</b> The collaboration had a positive impact on the local economy, as it increased economic activity and created new job opportunities.</li> <li>✓ <b>Empowered community:</b> The partnership had a lasting impact on the community, as it built their capacity and empowered them to take control of their own development.</li> </ul>		
Sustainability	<ul style="list-style-type: none"> <li>✓ <b>Feedback mechanism:</b> The program was sustainable in the long term, as it established a robust institutional framework and built the capacity of local organisations to manage and scale up the program.</li> <li>✓ <b>High program sustainability:</b> The collaboration was sustainable in terms of financial viability, as it generated revenue streams and reduced dependence on external funding.</li> </ul>		

**CRISIL Limited's View:** The community healthcare initiative has significantly improved health outcomes and resilience among women in underserved regions by integrating telemedicine, nutrition, and maternal care through a scalable, cost-effective model. To sustain and expand its impact, the program should replicate its community-led approach in high-need areas and leverage data for adaptive, gender-sensitive planning.

## Impact Assessment Report (Contd.)

**3. Pride India Foundation**

ABCL, in collaboration with The PRIDE India and Navi Mumbai Municipal Corporation (NMMC), has strengthened public healthcare by enhancing dialysis services at Vashi NMMC hospital, and established two state-of-the-art Paediatric ICU (PICU) Wards in Nerul and Airoli NMMC Hospitals. The initiative upgraded infrastructure and provided essential medical equipment, enabling patients to receive high-quality treatment and improving their well-being.

**Partnership year** – 2022-23

**Sample** – 20 patients, 6 doctors, nurses and hospital administrators were interviewed

	Extremely satisfactory	Satisfactory	Not satisfactory
Key indicators	Findings		
 Relevance and Coherence	<ul style="list-style-type: none"> <li>✓ <b>Relevant to target community:</b> The program was highly relevant to the target community, addressing the growing concern of Chronic Kidney Disease (CKD) in Navi Mumbai.</li> <li>✓ <b>Adequate alignment with CSR, Govt., and SDGs:</b> The initiative was well-aligned with ABCL's CSR policy and the MoU with NMMC. The program supported the government's priority of strengthening public healthcare infrastructure. Also, it contributed to the Sustainable Development Goals (SDGs) of ensuring good health and well-being.</li> </ul>		
 Efficiency	<ul style="list-style-type: none"> <li>✓ <b>Efficient application process:</b> The program had a streamlined application process through a digital platform, making it easy for students to access.</li> <li>✓ <b>Well-documented program:</b> The program documentation process was efficient, with clear key performance indicators and data collection.</li> <li>✓ <b>Adherence to compliance:</b> The program adhered to timelines and submitted documents to ABCL as required.</li> </ul>		
 Effectiveness	<ul style="list-style-type: none"> <li>✓ <b>Awareness among beneficiaries:</b> The program effectively raised awareness among beneficiaries about CKD and dialysis services.</li> <li>✓ <b>Coverage of marginalised groups:</b> The initiative covered marginalised groups, including those from economically weaker sections.</li> <li>✓ <b>Enhanced health service:</b> The program achieved significant coverage, with 10 dialysis machines and other medical equipment provided.</li> </ul>		
 Impact	<ul style="list-style-type: none"> <li>✓ <b>Enhanced well-being:</b> The program had a significant impact on the lives of patients, providing high-quality dialysis services and improving their well-being.</li> <li>✓ <b>Positive impact on socio-economic mobility:</b> The initiative addressed the critical need for paediatric care, establishing two state-of-the-art Paediatric ICU Wards.</li> <li>✓ <b>High satisfaction:</b> The program received positive feedback from patients and caregivers, with high satisfaction levels.</li> </ul>		
 Sustainability	<ul style="list-style-type: none"> <li>✓ <b>Effective feedback mechanism:</b> The program established a feedback system for beneficiaries, ensuring their concerns were addressed.</li> <li>✓ <b>Clear exit plan:</b> An exit plan was in place, with NMMC responsible for managing and maintaining the upgraded facilities.</li> </ul>		

**CRISIL Limited's View:** The ABCL-PRIDE India-NMMC initiative has strengthened public healthcare in Navi Mumbai by bridging critical gaps in dialysis and pediatric care through advanced infrastructure and inclusive outreach. To sustain and scale its impact, the model should be replicated across urban health systems with continued capacity-building for municipal staff.



## 4. I-Hear Foundation

The Hearing Impairment and Diagnostic Program, a collaboration between I-Hear Foundation and ABCL, provides comprehensive hearing healthcare services to underprivileged communities, including free hearing screenings, comprehensive audiological evaluations, and **cochlear implants along with upgrades**.

**Partnership year – 2021-22**

**Sample** – 28 patients and 2 doctors were interviewed

		Extremely satisfactory	Satisfactory	Not satisfactory
Key indicators		Findings		
	Relevance and Coherence	<ul style="list-style-type: none"> <li>✓ <b>Aligned with needs of target community:</b> The program was highly relevant to the needs of the target community, as it addressed the critical issue of limited access to quality diagnostic facilities and treatment options for individuals with hearing impairments.</li> <li>✓ <b>Clear objectives:</b> The program's objectives, such as comprehensive hearing healthcare, free hearing screenings, audiological evaluations and empowerment of individuals with hearing impairments, were well-defined and aligned with the needs of the target community.</li> <li>✓ <b>Adequate alignment with CSR, Govt., and SDGs:</b> The program was coherent with ABCL's CSR policy, as it aligned with the Company's commitment to promoting social inclusion and accessibility.</li> <li>✓ <b>Coherence:</b> The program was also coherent with the government's priority of promoting healthcare and education and aligned with the Sustainable Development Goals (SDGs).</li> </ul>		
	Efficiency	<ul style="list-style-type: none"> <li>✓ <b>Well-developed program processes and KPIs:</b> The program's documentation process was efficient, with clear and concise reports submitted to ABCL in a timely manner. The program's key performance indicators (KPIs) were well-defined and tracked, allowing for effective monitoring and evaluation of the program's progress.</li> <li>✓ <b>Efficient documentation process and data collection:</b> The program's data collection and analysis were efficient, with a robust system in place to collect and analyse data on the program's outcomes.</li> <li>✓ <b>High quality program staff:</b> The program staff were knowledgeable and experienced, and played a crucial role in the program's success.</li> </ul>		
	Effectiveness	<ul style="list-style-type: none"> <li>✓ <b>Coverage of marginalised groups:</b> The program was effective in covering marginalised groups, including children and adults with hearing impairments from rural and underserved areas.</li> <li>✓ <b>Effective program implementation:</b> The program's level of effectiveness was high, with significant improvements in the hearing and communication abilities of the beneficiaries.</li> </ul>		
	Impact	<ul style="list-style-type: none"> <li>✓ <b>Effective program impact:</b> The program had a good impact on the lives of the beneficiaries, with improved hearing and communication abilities, increased confidence, and enhanced quality of life.</li> <li>✓ <b>Sustainability of impact:</b> The program's impact was sustained over time, with long-term benefits reported by the beneficiaries.</li> <li>✓ <b>Broad impact:</b> The program's benefits were not limited to the individual beneficiaries only but also to their families and communities.</li> </ul>		
	Sustainability	<ul style="list-style-type: none"> <li>✓ <b>Existing feedback mechanism:</b> The program had a robust feedback system in place, allowing beneficiaries to provide feedback and suggestions for improvement.</li> <li>✓ <b>Sustainable partnership:</b> The program's sustainability was ensured through the establishment of partnerships with local organisations and stakeholders.</li> </ul>		

**CRISIL Limited's View:** The Hearing Impairment and Diagnostic Program has transformed lives by restoring hearing and fostering inclusion through advanced diagnostics and compassionate outreach. To scale its impact, expanding mobile diagnostic units and integrating hearing care into primary health systems via strategic partnerships is essential.

## Impact Assessment Report (Contd.)

**5. Buddy4study**

The Aditya Birla Capital Scholarship Programme, in collaboration with Buddy4Study India Foundation, supports meritorious students from underprivileged backgrounds by providing financial assistance, mentorship and holistic development opportunities. Spanning from Class 1 to professional undergraduate levels, the initiative offers scholarships, career counselling, and skill-building workshops, fostering a more inclusive and equitable education ecosystem in India.

**Partnership year** – 2021-22

**Sample** – 80 students were interviewed

	Extremely satisfactory	Satisfactory	Not satisfactory
Key indicators	Findings		
 Relevance and Coherence	<ul style="list-style-type: none"> <li>✓ <b>High program relevance:</b> The program addressed the significant social issue of financial constraints faced by underprivileged students, providing them with access to education.</li> <li>✓ <b>Precise objectives:</b> The program had a clear and well-defined objective of providing financial aid and mentorship to deserving students, aligning with its overall mission and vision.</li> <li>✓ <b>Adequate alignment with CSR, Govt., and SDGs:</b> The program aligned with Aditya Birla Capital Limited's Corporate Social Responsibility (CSR) goals, government schemes such as the National Education Policy, and the United Nation's Sustainable Development Goals (SDGs), particularly SDG 4 (Quality Education).</li> </ul>		
 Efficiency	<ul style="list-style-type: none"> <li>✓ <b>Well-developed program process:</b> The program had a streamlined application process through a digital platform, making it easy for students to access.</li> <li>✓ <b>Structured KPIs:</b> The program had thorough eligibility checks in place to ensure that scholarships are awarded to the most deserving students.</li> <li>✓ <b>Efficient disbursement process:</b> The initiative had an efficient disbursement process, ensuring that scholarships was awarded and disbursed to students.</li> <li>✓ <b>Low administrative costs:</b> The program had low administrative costs, ensuring that a significant portion of the budget was utilised for the actual scholarship awards, rather than administrative expenses.</li> </ul>		
 Effectiveness	<ul style="list-style-type: none"> <li>✓ <b>Effective program implementation:</b> The program's implementation was effective, with a focus on enabling underprivileged students to continue their education.</li> <li>✓ <b>Positive feedback from beneficiaries:</b> The program received positive feedback from beneficiaries, indicating high satisfaction with the scholarship program and its impact on their educational and career aspirations.</li> <li>✓ <b>Enhanced academic performance:</b> The program led to improved academic performance and better career prospects for the beneficiaries.</li> </ul>		
 Impact	<ul style="list-style-type: none"> <li>✓ <b>Significant impact:</b> The program had a significant impact on the lives of the beneficiaries, transforming their educational and career prospects.</li> <li>✓ <b>Positive impact on socio-economic mobility:</b> The program enabled beneficiaries to enhance their economic status and pursue further higher education.</li> <li>✓ <b>Inspiration for future generations:</b> The program undoubtedly inspired future generations of students, creating role models and motivating them to pursue higher education and career aspirations.</li> </ul>		
 Sustainability	<ul style="list-style-type: none"> <li>✓ <b>Need of a feedback mechanism:</b> The program can develop feedback systems from beneficiary students.</li> <li>✓ <b>Moderate program sustainability:</b> The program's sustainability was moderate, as it relied on continued funding from Aditya Birla Capital Limited (ABCL) and other stakeholders.</li> </ul>		

**CRISIL Limited's View:** The Aditya Birla Capital Scholarship Programme, in partnership with Buddy4Study, empowers underprivileged students by removing financial barriers and fostering academic and socio-economic advancement. To ensure sustained impact, institutionalising structured beneficiary feedback is recommended.



## 6. Self-Reliant Initiatives through Joint Action (SRIJAN)

The SRIJAN foundation, in partnership with ABCL, has introduced a comprehensive initiative aimed at strengthening community collectives to enhance sustainable livelihoods, environmental sustainability and economic empowerment in Rajasthan's tribal districts of Udaipur, Pali and Karauli. It promotes natural resource management and smart farming to improve incomes and food security, along with enhancing climate resilience and gender equality.

**Partnership year** – 2019-20

**Sample** – 181 farmers and 5 community leaders across Rajasthan were interviewed

	Extremely satisfactory	Satisfactory	Not satisfactory
Key indicators	Findings		
Relevance and Coherence	<ul style="list-style-type: none"> <li>✓ <b>Clear objectives:</b> The program was aligned with the needs of rural communities in Rajasthan's tribal districts, addressing key challenges such as water scarcity, soil degradation and limited market access.</li> <li>✓ <b>Relevant to the target audience:</b> The initiative complemented existing government policies and programs, demonstrating a clear understanding of the local context and ecosystem. The program's focus on women-led farming practices and natural resource management was relevant to the target community's needs.</li> <li>✓ <b>Adequate alignment with CSR, Govt., and SDGs:</b> The initiative was aligned with the Sustainable Development Goals (SDGs) and the government's priority areas.</li> </ul>		
Efficiency	<ul style="list-style-type: none"> <li>✓ <b>Well-developed program processes and KPIs:</b> The program had a well-structured and coordinated approach to project management, with clear Key Performance Indicators (KPIs) and a robust data collection system.</li> <li>✓ <b>High quality program staff:</b> The program staff were involved in the implementation and stakeholders were engaged throughout the process.</li> <li>✓ <b>Efficient documentation process:</b> The program adhered to timelines and submitted required documents to ABCL, demonstrating good governance and accountability.</li> </ul>		
Effectiveness	<ul style="list-style-type: none"> <li>✓ <b>Enhanced awareness among beneficiaries:</b> The program was effective in raising awareness among beneficiaries.</li> <li>✓ <b>Social inclusion:</b> The initiative covered marginalised groups, including women and Scheduled Tribes.</li> <li>✓ <b>Effective program implementation:</b> This initiative had a significant impact on the extent of coverage. The program level effectiveness scores were high, most respondents expressing satisfaction with the program.</li> </ul>		
Impact	<ul style="list-style-type: none"> <li>✓ <b>Significant outcome:</b> The program had a significant impact on the target community, with 93% of respondents observing improved irrigation for crops. Also, the initiative improved agricultural productivity, with maximum of reported increased crop yield.</li> <li>✓ <b>Better market access:</b> The program enhanced market access, with 56% of respondents knowing about Farmer Producer Organisations (FPOs).</li> <li>✓ <b>Improved socio-economic mobility:</b> The program contributed to the overall development and growth of the rural economy, with 80% of respondents reporting improved livelihoods.</li> </ul>		
Sustainability	<ul style="list-style-type: none"> <li>✓ <b>Enhanced livelihood:</b> The initiative had an exit plan, with 93% of respondents reporting that the program had improved their livelihoods.</li> <li>✓ <b>Better food quality:</b> The program promoted sustainable agricultural practices, with 81% of households consuming organically grown food.</li> <li>✓ <b>Empowered community:</b> The initiative strengthened community institutions, with 93% of respondents reporting membership in Village Development Committees (VDCs).</li> </ul>		

**CRISIL Limited's View:** The ABCL-SRIJAN partnership transformed Rajasthan's tribal districts by embedding climate-smart agriculture, water stewardship and women-led livelihoods, boosting food security and resilient incomes for over 80% of households. To scale impact, integrating digital agri-tools and expanding agroecological training will deepen climate resilience and sustainability.

## Impact Assessment Report (Contd.)

**7. DB Tech Society**

In collaboration with Aditya Birla Capital Limited, DB Tech Skill Development Training Institutes provided market-driven skill development training to economically and socially marginalised youth aged between 18-35 years bridging the gap between education and employment. The program offered training, mobilization, registration, and placement services to help them secure formal employment by acquiring soft skills and access better job opportunities.

**Partnership year** – 2016-17

**Sample** – 80 trainees were interviewed

		Extremely satisfactory	Satisfactory	Not satisfactory
Key indicators		Findings		
	Relevance and Coherence	<ul style="list-style-type: none"> <li>✓ <b>Clear objectives:</b> The program had a clear and well-defined aim of helping the youth to acquire the required livelihood and soft skills in an environment of learning and mentoring that is responsive to the individual's emotional and developmental needs.</li> <li>✓ <b>Adequate alignment with CSR, Govt., and SDGs:</b> The program aligned with ABCL's Corporate Social Responsibility (CSR) goals, government schemes such as the National Education Policy, and the United Nation's Sustainable Development Goals (SDGs), particularly SDG 8 (Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all) and SDG 4 (Quality Education).</li> </ul>		
	Efficiency	<ul style="list-style-type: none"> <li>✓ <b>Well-developed program:</b> The program had an application process through the training centres and a digital platform, making it easy to access.</li> <li>✓ <b>Efficient counselling:</b> Significantly trainees had discussions with DB Tech trainers to understand the program components, indicating a high level of engagement and interest in the course content.</li> </ul>		
	Effectiveness	<ul style="list-style-type: none"> <li>✓ <b>Successful program implementation:</b> The program's implementation was effective, with a focus on enabling underprivileged students to continue their education.</li> <li>✓ <b>Positive feedback from beneficiaries:</b> The program received positive feedback from beneficiaries, indicating high satisfaction with the scholarship program and its impact on their educational and career aspirations.</li> <li>✓ <b>Improved job acquisition:</b> The program led to improved academic performance and better career prospects for the beneficiaries.</li> </ul>		
	Impact	<ul style="list-style-type: none"> <li>✓ <b>Modest impact on program level:</b> The program had a slight impact on the lives of the beneficiaries, transforming their career prospects.</li> <li>✓ <b>Improvement in socio-economic status of beneficiaries:</b> The program had a positive impact on socio-economic mobility, enabling beneficiaries to improve their economic status and break the cycle of poverty. Among past trainees, half of the surveyed trainees confirmed an increase in their income since the placement.</li> <li>✓ <b>Skill enhancement of trainees:</b> 64% of the past trainees said that the initiative has been impactful in developing knowledge and skill in the respective sectors.</li> </ul>		
	Sustainability	<ul style="list-style-type: none"> <li>✓ <b>Developed feedback mechanism:</b> The program developed feedback systems for from beneficiaries as both current and past trainees reported that feedback was sought by the training centre.</li> <li>✓ <b>Moderate program sustainability:</b> The program's sustainability was moderate, as it relied on continued funding from Aditya Birla Capital Limited (ABCL) and other stakeholders.</li> </ul>		

**CRISIL Limited's View:** The DB Tech Skill Development Training Institutes have empowered marginalised youth by imparting market-relevant skills, enhancing employability and enabling socio-economic mobility. To deepen long-term impact, the program should strengthen industry linkages for sustained placements and scale its adaptive feedback-driven model.



## 8. GoSports Foundation

The Rahul Dravid Athlete Mentorship Program, in partnership with GoSports Foundation, provides holistic support to India's emerging Olympians and Paralympians across various disciplines, addressing key aspects of an athlete's journey. The program offers personalized mentorship, career guidance, nutrition, training, performance enhancement and injury management to help athletes succeed. It focuses on long-term impact, preparing them for life beyond sports.

**Partnership year** – 2022-23

**Sample** – 30 athletes, 5 coaches and athlete managers and 1 nutritionist were interviewed

	Extremely satisfactory	Satisfactory	Not satisfactory
Key indicators	Findings		
Relevance and Coherence	<ul style="list-style-type: none"> <li>✓ <b>Clear objectives:</b> The program was aligned with the needs of emerging athletes across various sports disciplines, addressing key aspects of an athlete's journey. The initiative complemented existing government policies and programs, demonstrating a clear understanding of the local context and ecosystem.</li> <li>✓ <b>Relevance:</b> The program's focus on holistic development, including skill enhancement, psychological conditioning, leadership development, training and financial literacy, was relevant to the target community's needs.</li> <li>✓ <b>Adequate alignment with CSR, Govt., and SDGs:</b> The initiative was aligned with the Sustainable Development Goals (SDGs) and the government's priority areas.</li> </ul>		
Efficiency	<ul style="list-style-type: none"> <li>✓ <b>Well-development program:</b> The management of resources by GoSports in collaboration with ABCL was satisfactory, as they were able to organize various support services for athletes, including physiotherapy, mental well-being sessions, nutrition planning and financial support.</li> <li>✓ <b>Accessibility and outreach:</b> The program leveraged technology to provide online training and support services to athletes, increasing the reach and accessibility of the program while reducing costs.</li> <li>✓ <b>Effective partnerships:</b> The program fostered partnerships with other organisations and stakeholders to access additional resources and expertise, enhancing the overall impact and efficiency of the program.</li> </ul>		
Effectiveness	<ul style="list-style-type: none"> <li>✓ <b>Improved performance:</b> A staggering 100% of athletes reporting that the support from GoSports significantly improved their performance.</li> <li>✓ <b>Effective implementation:</b> The program's effectiveness was evident in the high level of satisfaction among athletes with the various support services provided, including physiotherapy, nutrition planning and financial support.</li> <li>✓ <b>Empowered athletes:</b> The program resulted in a significant increase in the number of athletes who achieved their performance goals. The program contributed to the development of a positive and supportive community of athletes, with 90% of athletes reporting that they felt supported and motivated by their peers.</li> </ul>		
Impact	<ul style="list-style-type: none"> <li>✓ <b>Significant program impact:</b> The program improved the performance of individual athletes and contributed to the development of sports in the country.</li> <li>✓ <b>Inspiration for future generations:</b> The program inspired a new generation of athletes and sports enthusiasts, with 75% of athletes reporting that they had inspired others to take up sports.</li> <li>✓ <b>Positive impact on sports industry:</b> The program contributed to the growth and development of the sports industry in the country, with several athletes going on to become coaches, mentors and leaders in their respective sports.</li> </ul>		
Sustainability	<ul style="list-style-type: none"> <li>✓ <b>Existing feedback mechanism and exit plan:</b> The program had some mechanisms in place to ensure long-term viability, such as feedback systems for beneficiaries and an exit plan.</li> <li>✓ <b>Strong network of alumni:</b> The program established a network of alumni and partners who could provide ongoing support and guidance to athletes.</li> </ul>		

**CRISIL Limited's View:** The Rahul Dravid Athlete Mentorship Program, through the GoSports-ABCL partnership, has redefined athlete development by blending elite training with life-skills mentorship, driving 100% performance and personal growth outcomes. To scale its impact, institutionalising peer mentorship and expanding rural access via decentralised training hubs is the key.

# Business Responsibility & Sustainability Report

## SECTION A: GENERAL DISCLOSURE

### I. DETAILS OF THE LISTED ENTITY

1	Corporate Identity Number (CIN) of the Listed Entity	L64920GJ2007PLC058890
2	Name of the Listed Entity	Aditya Birla Capital Limited (ABCL)
3	Year of incorporation	2007
4	Registered Office Address	Indian Rayon Compound, Veraval – 362266, Gujarat
5	Corporate Address	18 <sup>th</sup> floor, One World Centre, Jupiter Mills Compound, 841, Senapati Bapat, Mumbai – 400013, Maharashtra
6	E-mail	<a href="mailto:abc.secretarial@adityabirlacapital.com">abc.secretarial@adityabirlacapital.com</a>
7	Telephone	+91 22 4356 7111
8	Website	<a href="https://www.adityabirlacapital.com/">https://www.adityabirlacapital.com/</a>
9	Financial year for which reporting is being done	2024-2025
10	Name of the Stock Exchange(s) where shares are listed	BSE Limited, National Stock Exchange of India Limited, and Luxembourg Stock Exchange (GDRs)
11	Paid-up Capital	INR 26,07,01,08,220
12	Contact Person	<p>Name of the Person Mr. Vijay Deshwal, Chief Strategy Officer and Head Investor Relations</p> <p>Telephone +91 22 4356 7111</p> <p>Email address <a href="mailto:vijay.deshwal@adityabirlacapital.com">vijay.deshwal@adityabirlacapital.com</a></p>
13	Reporting Boundary	<p>The disclosures under this report are made on consolidated basis for Aditya Birla Capital Limited and all its Subsidiaries and Associate companies (ABCL). Subsidiaries and associate companies in the reporting boundary are as covered in Section A- Q. 23.</p> <p>Please note: The disclosures made under Principle 6 cover data for selected ABCL offices as follows – 3 Corporate offices and 16 of its largest branches, which collectively account for approximately 40% of the pan India carpet area.</p>
14	Name of Assurance provider	DNV Business Assurance India Pvt. Ltd. (DNV)
15	Type of Assurance obtained	Reasonable Assurance

### II. PRODUCT/SERVICES

16	Details of business activities	Sr.	Description of Main Activity	Description of Business Activity	% Turnover of the Entity
		1.	Financial Services	Aditya Birla Capital Limited (ABCL), formerly registered with the Reserve Bank of India (RBI) as a Systemically Important Core Investment Company (CIC), underwent a strategic reorganisation through a Scheme of Amalgamation with its wholly owned subsidiary, Aditya Birla Finance Limited (ABFL). The scheme was approved by the Board on 11 <sup>th</sup> March 2024, sanctioned by the National Company Law Tribunal (NCLT) on 24 <sup>th</sup> March 2025, and became effective from 1 <sup>st</sup> April 2025, with the appointed date being 1 <sup>st</sup> April 2024. Pursuant to the merger, ABFL has been amalgamated into ABCL, which now operates as a unified entity engaged in lending, financing, and distribution of financial and insurance products across India. While ABCL has applied to the RBI for registration as a Non-Banking Financial Company – Investment and Credit Company (NBFC-ICC), it is permitted to operate as an NBFC-ICC in the interim, as per the No Objection Certificate (NOC) received from the RBI. The Company now serves a diverse customer base including retail, High Net-worth Individuals (HNIs), ultra HNIs, Micro, Small and Medium Enterprises (MSMEs), and corporate clients.	100%



17	Products/Services sold by the entity	Sr.	Product/Service	NIC Code	% of Total Segmental Turnover contributed
1.	Aditya Birla Capital Limited (post amalgamation with Aditya Birla Finance Limited - NBFC)		6492		32.13%
2.	Aditya Birla Sun Life Insurance Company Limited – Life Insurance		65110		45.93%
3.	Aditya Birla Health Insurance Limited – Health Insurance		6512		9.63%
4.	Aditya Birla Housing Finance Limited – Housing Finance		6492		5.53%
5.	Aditya Birla Sun Life AMC Limited – Asset Management		66301		4.13%
6.	Aditya Birla Money Limited – Stock and Securities Broking		66120, 64990		0.94%
7.	Aditya Birla Capital Digital Limited		64990		0.08%
8.	Aditya Birla ARC Limited*		66190		0.99%
9.	Aditya Birla Wellness Private Limited		86909		0.04%
10.	Aditya Birla Sun Life Pension Fund Management Limited		65300		0.02%
11.	Aditya Birla Insurance Brokers Limited (Discontinued Operation)		66220		0.55%
12.	Aditya Birla PE Advisors Private Limited		-		0.00%
13.	Aditya Birla Financial Shared Services Limited		82990		0.02%
14.	Aditya Birla Trustee Company Private Limited		-		0.00%
15.	Aditya Birla Sun Life Trustee Private Limited		6619		0.00%
16.	Aditya Birla Stressed Asset AMC Private Limited		66309		0.01%
17.	Aditya Birla Special Situations Fund I		-		0.00%

\*Based on consolidated segmental turnover excluding inter-segment eliminations.

### III. OPERATIONS

#### 18 Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	No. of Offices	Total
National	0	1,623	1,623
International		Various international markets through the subsidiaries of its associate company in Dubai, Singapore, and Mauritius	

#### 19 Market served by the entity

Location	Numbers
a. No. of Locations	
National (No. of States)	PAN India
International (No. of Countries)	
b. What is the contribution of exports as a percentage of the total turnover of the entity?	0%
c. A brief on types of customers	As a financial services company with diverse offerings, ABCL serves a wide spectrum of clients within its reporting boundary, including individual customers, investors, and borrowers to high-net-worth individuals (HNWIs), small and medium enterprises (SMEs), and group-level corporate clients across sectors.  In line with our priority of elevating financial well-being and fostering prosperity for our customers, we remain focused on catering to our diverse mix of client segments through a comprehensive product suite that spans across insurance, investments, loans and payments.

## Business Responsibility &amp; Sustainability Report (Contd.)

**IV. EMPLOYEES****20. Details as at the end of Financial Year:**

S. No	Particulars	Total (A)	Male		Female		Others			
			No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)		
<b>a. Employees and workers (including differently abled)</b>										
<b>Employees</b>										
1	Permanent Employees (A)	60,187	40,454	67%	19,732	33%	1*	-		
2	Other than Permanent Employees (B)	0	0	0	0	0	0	0		
3	Total Employees (A+B)	60,187	40,454	67%	19,732	33%	0	0		
<b>Workers</b>										
4	Permanent Workers (C)	0	0	0	0	0	0	0		
5	Other than Permanent Workers (D)	0	0	0	0	0	0	0		
6	Total Workers (C+D)	0	0	0	0	0	0	0		
<b>b. Differently abled employees and workers</b>										
<b>Employees</b>										
7	Permanent Employees (E)	37	29	78%	8	22%	0	0		
8	Other than Permanent Employees (F)	0	0	0	0	0	0	0		
9	Total Employees (E+F)	37	29	78%	8	22%	0	0		
<b>Workers</b>										
10	Permanent Workers (G)	0	0	0	0	0	0	0		
11	Other than Permanent Workers (H)	0	0	0	0	0	0	0		
12	Total Differently abled Workers (G+H)	0	0	0	0	0	0	0		

\* Note: 1 individual among the total employees is identified as transgender

**21. Participation/Inclusion/Representation of women**

S. No	Category	Total (A)	No. and % of females	
			Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2025
1.	Board of Directors	6	1	17%
2.	Key Management Personnel	3	2	67%

**22. Turnover rate for permanent employees and workers (Disclose trends for the past 3 years)**

Category	FY 2024-2025 (Turnover rate in current FY)			FY 2023-24 (Turnover rate in previous FY)			FY 2022-23 (Turnover rate in the FY prior to previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	41.36%	33.62%	38.87%	46.13%	36.29%	43.15%	42.00%	29.24%	38.20%
Permanent Workers	-	-	-	-	-	-	-	-	-



## V. HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

### 23. (a) Names of holding / subsidiary / associate companies / joint ventures

S. No	Name of the holding / subsidiary / associate companies / joint ventures (A)	Indicate whether holding / Subsidiary / Associate / or Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Grasim Industries Limited	Holding	-	No
2.	Aditya Birla Finance Limited (Amalgamated with ABCL w.e.f. 1 <sup>st</sup> April 2025)	Subsidiary	100	
3.	Aditya Birla Housing Finance Limited	Subsidiary	100	
4.	Aditya Birla Money Limited	Subsidiary	73.53	
5.	Aditya Birla Sun Life Trustee Private Limited	Subsidiary	50.85	
6.	Aditya Birla Wellness Private Limited	Subsidiary	51	
7.	Aditya Birla Financial Shared Services Limited	Subsidiary	100	
8.	Aditya Birla Capital Digital Limited	Subsidiary	100	
9.	Aditya Birla Sun Life Insurance Company Limited	Subsidiary	51	
10.	Aditya Birla ARC Limited	Subsidiary	100	
11.	Aditya Birla Stressed Asset AMC Private Limited	Subsidiary	100	Yes
12.	Aditya Birla Sun Life Pension Fund Management Limited	Subsidiary	51	
13.	Aditya Birla PE Advisors Private Limited	Subsidiary	100	
14.	Aditya Birla Trustee Company Private Limited	Subsidiary	100	
15.	Aditya Birla Sun Life AMC Limited	Associate	44.94	
16.	Aditya Birla Sun Life AMC (Mauritius) Limited	Subsidiary of associate	44.94	
17.	Aditya Birla Sun Life Asset Management Company Pte. Ltd., Singapore	Subsidiary of associate	44.94	
18.	Aditya Birla Sun Life Asset Management Company Ltd., Dubai	Subsidiary of associate	44.94	
19.	Aditya Birla Health Insurance Co. Limited	Associate	45.89	

## VI. CSR DETAILS

### 24 Whether CSR is applicable as per section 135 of Companies Act, 2013:

Yes

- i. Turnover ₹ 15,418.68 Crore
- ii. Net worth ₹ 25,193.64 Crore

## Business Responsibility &amp; Sustainability Report (Contd.)

**VII. TRANSPARENCY AND DISCLOSURES COMPLIANCES****25. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct**

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No)	If yes, then provide web-link for grievance redressal policy	FY2024-25 Current Financial Year			FY 2023-24 Previous Financial Year		
			Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes	Grievance redressal for communities is managed by implementation partners, agencies.	-	-		-	-	-
Investors (other than shareholders)	-	<u>Stakeholder Engagement Policy</u> <u>Whistleblower Policy</u>						-
Shareholders	Yes	<u>Stakeholder Engagement Policy</u> <u>Whistleblower Policy</u>	18	0		29	1	-
Employees and workers	Yes	<u>Stakeholder Engagement Policy</u> <u>Whistleblower Policy</u>						-
Customers	Yes	<u>Stakeholder Engagement Policy;</u> <u>ABCD App, ABCL website link, ABHI Policy, ABML Website link, ABSLAMC website link, ABSLI website link</u>	45,382	1,554		11,668	208	-
Value Chain Partners	Yes	-						-
Others (Please specify) (ABHFL)	-	-	-	-	-	-	-	-



## 26. Overview of the entity's material responsible business conduct issues.

S. No	Material Issue Identified	Indicate whether risk or opportunity	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1	Risk Management (Including ESG risks)	Opportunity	ABCL acknowledges the vital importance of robust risk management in driving business goals and creating long-term value for its stakeholders. The Company remains committed to addressing a broad spectrum of risks, including those arising from market volatility, while also acknowledging the complex and evolving nature of business risks linked to Environmental, Social, and Governance (ESG) considerations — with a particular focus on climate change.	ABCL's Risk Management Committee (RMC) oversees key aspects of risk management. The Risk Management Framework is designed to detect, address, and mitigate new risks promptly and effectively. Aligned with core goals such as oversight, data-driven strategic decision-making, and strong internal controls, this framework reflects ABCL's commitment to addressing evolving challenges. By implementing this comprehensive system, ABCL fosters a culture that emphasizes policies and procedures to counteract emerging risks. The RMC also plays a crucial role in managing ESG and related risks, adopting a proactive and adaptable approach to address new risks and their financial impacts.	<b>Positive:</b> Leveraging its robust risk management framework and the vigilant oversight of the Committee, the Company continues to demonstrate its commitment towards managing emerging risks effectively. Its proactive approach helps mitigate unforeseen risks, including ESG and climate-related challenges, reducing potential costs to resources, assets, and business performance. This strategic focus underscores the Company's commitment to managing financial impacts, maintaining resilience, and enhancing profitability in a dynamic risk environment.
2	Data Security and Privacy	Risk	The financial services industry is experiencing a major shift driven by rapid digitisation and evolving operating models, which also bring emerging risks, especially around data security and privacy. As digital adoption deepens, safeguarding against cybersecurity threats and ensuring the protection of customer data remain top priorities for ABCL. Such risks could impact ABCL's IT infrastructure, including internal and external databases, and compromise customers' financial security, with possible repercussions for the Company's reputation and market position.	ABCL remains firmly committed to maintaining the confidentiality of both employee and customer data. The Company's approach to data privacy is built on a unified compliance framework that is consistently implemented across all its subsidiaries and associate entities. This framework is underpinned by strong principles and procedures designed to meet regulatory standards for secure data handling and protection. To mitigate risks such as data breaches and cyber-attacks, the Company has implemented a robust reporting and resolution mechanism for both customers and employees, supported by resilient IT and data systems. These efforts are complemented by the ongoing reinforcement of Data Loss Prevention (DLP) policies. Reflecting the effectiveness of these safeguards, during FY'24, no security breaches or data loss incidents were reported.	<b>Negative:</b> Insufficient investment in data security and privacy measures can negatively impact: <ol style="list-style-type: none"><li>1. Fraud Prevention and Operational Resilience: Weak or insufficient systems heighten the risk of fraud, data breaches, and disruptions to business operations.</li><li>2. Regulatory Compliance: Gaps in IT infrastructure and privacy controls may result in non-compliance with applicable regulations, exposing the Company to potential fines, legal penalties, and reputational harm.</li></ol>

## Business Responsibility &amp; Sustainability Report (Contd.)

S. No	Material Issue Identified	Indicate whether risk or opportunity	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3	Corporate Governance	Risk	ABCL acknowledges the dynamic nature of financial markets and the constantly evolving regulatory landscape within the financial services sector. Regulatory changes, particularly those impacting product offerings, can introduce considerable risks if the Company's systems and responses are not sufficiently timely or well-aligned. Furthermore, the growing emphasis on regulatory disclosures and compliance related to ESG factors brings with it a new dimension of ESG-related risks that the Company must proactively address.	ABCL remains steadfast in its commitment to promoting ethical business conduct and maintaining the highest standards of corporate governance. To reinforce this, the Company has established comprehensive frameworks and policies that shape its operational and governance-related decision-making. The Board of Directors plays a pivotal role in actively overseeing the management of ESG-related risks and opportunities, ensuring consistent and robust governance practices across all subsidiaries and associate entities.	<p><b>Negative:</b> Shortcomings or limitations in the oversight and monitoring of ABCL's governance practices, along with any lapses in compliance, may adversely impact the Company in several ways:</p> <ol style="list-style-type: none"> <li>1. ESG Ratings</li> <li>2. Market Reputation (Indirect financial impact)</li> <li>3. Investment Attractiveness</li> <li>4. Regulatory Exposure</li> </ol>
4	Climate Strategy and emissions management	Opportunity	As a financial services company, ABCL faces notable transition risks linked to climate change. These include potential devaluation of carbon-intensive assets in its investment portfolio as the global economy moves towards greener alternatives, impacting the Company's asset management and wealth management services. Regulatory risks also remain prominent, with evolving environmental policies potentially increasing compliance costs and influencing insurance underwriting and lending practices. While physical climate risks tend to have a more indirect effect on financial institutions, ABCL may still be impacted through disruptions faced by its borrowers and the assets it insures.	The Company views its climate action initiatives as a key driver of long-term stakeholder value creation and a means to create a lasting, positive impact on the natural environment. Ongoing efforts include enhancing energy efficiency by progressively replacing conventional incandescent lighting with energy-efficient LED systems across office premises. The Company is also expanding the deployment of solar panels at select office locations, reinforcing its shift toward renewable energy and lowering its carbon footprint. Beyond energy, the Company remains committed to sustainable practices in other operational areas, such as waste management, evidenced by the implementation of a composting system at its Mumbai corporate office.	<p><b>Positive:</b> The Company's strong commitment to tackling climate change has the potential to improve its risk management strategies (physical and transition risks) and enhance its investment attractiveness to global, ESG-aware investors.</p>
5	Employee well-being	Opportunity	ABCL is dedicated to ensuring the holistic well-being of its employees, recognising this commitment as a chance to foster a culture of innovation, enhanced organisational performance, and brand reputation. The Company regards its workforce as its most valuable asset and places strong emphasis on creating a supportive, inclusive, and nurturing work environment.	ABCL is a firm advocate of equality, diversity, and inclusion, and has institutionalized a wellness-driven culture through a comprehensive framework that addresses the physical, financial, social, and emotional well-being of its employees. Key initiatives under this framework include annual health check-ups, Mediclaim coverage, access to a digital health platform, emergency helplines, insurance benefits, scholarships for employees' children, educational support for the underprivileged, eldercare services, and mental health counselling.	<p><b>Positive:</b> By fostering a culture that prioritises holistic well-being, ABCL stands to:</p> <ol style="list-style-type: none"> <li>1. Support personal development: Help employees reach their full potential, contributing to a more engaged and productive workforce (with indirect financial benefits).</li> <li>2. Attract and retain top talent: Create a workplace that values health and happiness, enhancing talent acquisition and retention while optimising talent management costs.</li> <li>3. Strengthen employer reputation: Reinforce its standing as a leading employer known for meaningful careers and a strong work-life balance.</li> </ol>



S. No	Material Issue Identified	Indicate whether risk or opportunity	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
6	Diversity, Equality, and Inclusion	Opportunity	ABCL upholds diversity and equal opportunity as core organisational commitments. The Company remains a strong proponent of equality, diversity, and inclusion (DEI), recognising these principles as a continuous opportunity to harness the perspectives of a diverse workforce—thereby fostering innovation, collaboration, and shared growth.	Diversity and equal opportunity are deeply embedded in ABCL's values and culture. This year, the Company has maintained its focus on improving gender representation across all levels of the organisation (33%), reinforcing its pledge toward gender equity and inclusive growth.	<b>Positive:</b> ABCL sees diversity and inclusion as strategic enablers of long-term stakeholder value and sustainable business growth. A diverse and inclusive workforce helps the Company: <ol style="list-style-type: none"><li>1. Strengthen its position as an equal opportunity employer.</li><li>2. Enhance diversity in leadership and strategic decision-making, including succession planning and Board composition.</li><li>3. Infuse varied perspectives that support business innovation and expansion.</li></ol>
7	Financial Inclusion	Opportunity	ABCL recognizes the increasing importance of providing access to financial services for traditionally underserved communities as a means to contribute to India's development story. Leveraging its extensive range of affordable financial products, including micro-insurance, lending, and investment options, the company sees a dual opportunity: <ol style="list-style-type: none"><li>1. Contributing to the National Mission: There is an opportunity to actively engage in the wider national objective of promoting financial inclusion for groups such as rural populations, women, micro, small and medium enterprises (MSMEs), and youth.</li><li>2. Unlocking Economic Value: A chance to broaden its customer base, extend market reach, and diversify revenue streams, thereby creating long-term economic value for the Company.</li></ol>	To address risks related to issues such as low financial awareness, customer protection concerns, and potential misconduct in sales practices, ABCL has implemented several safeguards: <ul style="list-style-type: none"><li>• Precise identification of key target segments and a thorough understanding of their financial requirements.</li><li>• Development of value-added products that are tailored based on needs assessment and adhere to the principles of responsible pricing.</li><li>• Commitment to the highest ethical standards and responsible selling by providing staff with training on ethical sales and marketing practices.</li><li>• Additionally, the establishment of fact-checking procedures has been put in place to verify the accuracy of information disseminated about its product offerings.</li></ul>	<b>Positive:</b> By continuing to prioritise financial inclusion, ABCL reinforces its role as a trusted and inclusive financial services provider, helping customers progress toward holistic financial well-being while supporting the Group's long-term growth and purpose-driven mission.

## Business Responsibility &amp; Sustainability Report (Contd.)

S. No	Material Issue Identified	Indicate whether risk or opportunity	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
8	Digitalisation	Opportunity	<p>The evolving and continuous digital transformation of operational processes, encompassing customer experience and service, offers ABCL the opportunity to:</p> <ol style="list-style-type: none"> <li>1. Leverage technology and unify data systems across the Group to support sustained customer base expansion.</li> <li>2. Enhance service delivery in terms of speed, accessibility, and quality—especially for underserved or remote segments.</li> <li>3. Transition toward paperless operations, thereby promoting efficiency and sustainability.</li> </ol>	<p>Recognising the potential risks that accompany digitization, ABCL has instituted robust monitoring and verification mechanisms. Key initiatives include:</p> <ul style="list-style-type: none"> <li>• Use of DigiLocker for seamless KYC processes</li> <li>• Adoption of eSign for secure digital signatures</li> <li>• Deployment of analytics-driven models to guide decision-making across lending, investment, and insurance functions</li> </ul> <p>These efforts support a frictionless, paperless onboarding process, improve turnaround time (TAT), reduce the need for physical interaction, and enhance oversight in a digital environment.</p>	<p><b>Positive:</b> By continuing to prioritise digital transformation, ABCL is well-positioned to deliver a seamless, integrated customer experience. This focus enhances connectivity, system interoperability, grievance redressal, and overall service quality. Leveraging the power of One ABC is expected to expand the customer base, positively impacting business growth and revenue streams.</p>
9	Customer Satisfaction and Relationship Management	Risk	<p>Given the wide range of customer segments ABCL serves, maintaining high levels of customer satisfaction and delivering consistently positive service experiences are vital. Failure to do so can lead to:</p> <ol style="list-style-type: none"> <li>1. Brand and Reputation: Adverse effects on the brand and reputation in the market.</li> <li>2. Customer Acquisition: Impacts on customer acquisition and any expansion plans.</li> <li>3. Existing Customer Base: Potential repercussions on the existing customer base</li> </ol>	<p>To address these challenges, ABCL has established a multi-layered grievance redressal mechanism, including a four-tier system that integrates advanced AI technologies such as Chatbots and e-Bots, along with traditional support channels like email and call centers. A well-defined escalation matrix ensures timely resolution of unresolved grievances.</p> <p>The Company is also actively enhancing its One ABC digital ecosystem to streamline customer engagement and strengthen relationships. In addition, regular customer satisfaction surveys are conducted at various touchpoints to gather insights and refine service offerings.</p> <p>ABCL remains committed to embedding customer-centricity at the heart of all operational processes, with the goal of delivering seamless, positive, and consistent experiences.</p>	<p><b>Negative:</b> Customer dissatisfaction or any challenges in delivering a positive experience can have a direct effect on:</p> <ol style="list-style-type: none"> <li>1. Customer trust levels</li> <li>2. Potential for customer acquisition and retention</li> <li>3. Brand reputation, and</li> <li>4. Potential for business expansion and growth</li> </ol>



S. No	Material Issue Identified	Indicate whether risk or opportunity	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
10	Reputation Management	Opportunity	<p>There is an opportunity for ABCL to solidify its position as a trusted financial services provider in India. By prioritizing customer satisfaction, ethical practices, and ESG (Environmental, Social, and Governance) aspects, ABCL can leverage its extensive network to introduce products and initiatives that resonate with these values. This approach not only aligns with the growing emphasis on ESG in the financial sector but also enhances the Company's appeal to conscientious consumers, potentially leading to increased loyalty and market share.</p>	<p>To counteract the risks such as greenwashing or the misrepresentation of the Company's achievements in ESG areas, ABCL has taken steps to ensure that its sustainability communications are authentic and reflect the genuine advancements made across all sectors.</p> <p>The focus remains on providing stakeholders with thorough and validated information, as well as latest updates on the Company's progress. To maintain the quality of its disclosures, the company aligns its annual sustainability report with global reporting frameworks such as GRI.</p> <p>ABCL is dedicated to maintaining its reputation as a responsible and ESG-conscious financial services provider.</p>	<p><b>Positive:</b> By dedicating specific resources to prioritise and implement reputation management strategies, ABCL can improve their standing as a responsible provider of financial services. Adopting this proactive stance can contribute to the Company's growth and add to its efforts in value creation.</p>
11	Community development	Opportunity	<p>ABCL sees community development as a valuable opportunity to strengthen its business by fostering goodwill and building strong relationships with local populations. By investing in community initiatives, the company can enhance its corporate image, gain the trust of potential customers, and create a loyal customer base. These efforts can lead to a more robust market presence and open up new avenues for financial inclusion, as communities that benefit from ABCL's programs are more likely to engage with its services. Moreover, community development aligns with ESG goals, which can attract socially responsible investors and partners, further bolstering ABCL's position in the market.</p>	<p>The Company's commitment to community development is centered on building and strengthening communities. ABCL makes significant contributions to community betterment through CSR initiatives carried out under 'The Aditya Birla Centre for Community Initiatives and Rural Development.'</p> <p>The focus remains on actively interacting with and supporting communities across India, around several areas such as education, healthcare, sustainable livelihoods, financial inclusion, and the empowerment of women.</p> <p>To manage and alleviate potential risks or complaints related to stakeholder engagement in its CSR activities, ABCL have set up a grievance resolution mechanism. Through consistent interaction with implementation partners, such as NGOs, the Company is able to effectively address any issues raised by the beneficiaries of its CSR initiatives.</p> <p>ABCL considers community development as an opportunity to promote fairness and socio-economic growth on a large scale within the country.</p>	<p><b>Negative:</b> The inefficient administration of community development programmes, resource allocation, and stakeholder engagement practices could adversely impact the Company's reputation. Challenges like mismanagement of financial resources can impact community trust, which can influence the programme scope, spending, effectiveness, and adherence to regulatory requirements, including the mandated level of expenditure on community development (CSR).</p>

## Business Responsibility &amp; Sustainability Report (Contd.)

S. No	Material Issue Identified	Indicate whether risk or opportunity	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
12	Stakeholder Engagement	Opportunity	Stakeholder engagement is an opportunity for ABCL to build stronger relationships, gain valuable insights, and enhance trust across its network. By actively involving stakeholders in its decision-making processes, the company can better understand their needs and expectations, leading to more informed and effective strategies. This collaborative approach can also foster loyalty, create advocates for the brand, and improve the Company's reputation. Moreover, stakeholder feedback can drive innovation and help ABCL to identify new business opportunities, ensuring that its services remain relevant and competitive in the dynamic financial market.	ABCL recognizes the critical role that a diverse set of stakeholders plays in its success, encompassing employees, customers, suppliers, regulators, and partner organisations such as NGOs involved in CSR initiatives. The Company is committed to meaningful engagement with these groups, guided by clear procedures and standards. By employing a structured approach tailored to each stakeholder category, ABCL ensures appropriate interactions at various levels, including the provision of grievance redressal mechanisms. This systematic engagement not only addresses concerns promptly but also strengthens relationships and contributes to the Company's overall sustainability and growth.	<p><b>Negative:</b> Inadequate stakeholder engagement or inconsistent communication practices can create multiple risks. For example:</p> <ol style="list-style-type: none"> <li>1. Customers – An impact on customer trust, loyalty, retention, and in turn business growth</li> <li>2. Employees- An impact on talent attraction and retention, and in turn on talent management budgeting</li> <li>3. Shareholders – An impact on sharing of material information, effective shareholder engagement and alignment</li> <li>4. Regulatory bodies – An impact on sharing of accurate and complete information for compliance, in turn creating risks such as fines and penalties</li> </ol>

## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

The National Guidelines for Responsible Business Conduct (NGRBCs) as prescribed by the Ministry of Corporate Affairs advocates the following nine principles referred to as P1 to P9.

- P1** Business should conduct and govern themselves with Ethics, Transparency and Accountability
- P2** Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle
- P3** Businesses should promote the wellbeing of all employees
- P4** Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised
- P5** Businesses should respect and promote human rights
- P6** Business should respect, protect, and make efforts to restore the environment
- P7** Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner
- P8** Businesses should support inclusive growth and equitable development
- P9** Businesses should engage with and provide value to their customers and consumers in a responsible manner



Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1 Policy and Management Processes									
a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
b. Has the policy been approved by the Board? (Yes/No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
c. Web Link of the Policies, if available	<p>Employee-specific policies are accessible only by employees on intranet HRMS portal and are not shared in the public domain. Other policies of the Company are available on the website of the Company.</p> <p>A comprehensive list of the policies and codes of the Company is available here: <a href="#">ABCL policies and code</a></p> <p>Web links for policies relating to the principles and its core elements are as follows:</p> <ul style="list-style-type: none"> <li>• Remuneration Policy: <a href="#">ABCL Executive Remuneration Policy</a></li> <li>• POSH: <a href="#">ABCL policy on prevention of sexual harassment</a></li> <li>• Risk Management Policy: <a href="#">ABCL risk management policy</a></li> <li>• CSR Policy: <a href="#">ABCL corporate social responsibility policy</a></li> <li>• Whistle Blower Policy: <a href="#">ABCL Whistleblower Policy</a></li> <li>• Code of Conduct for Board and Senior Management: <a href="#">ABCL Code of Conduct for the BOD and Senior Management</a></li> <li>• Supply Chain and Procurement Policy: <a href="#">ABCL Supply Chain and Procurement Policy</a></li> </ul>								
2 Whether the entity has translated the policy into procedures. (Yes / No)	Y	Y	Y	Y	Y	Y	Y	Y	Y
3 Do the enlisted policies extend to your value chain partners? (Yes/No)	<p>The Supply Chain and Procurement Policy extends to ABCL's value chain partners. In addition, the Whistleblower Policy applies to certain segments of the value chain, including outsourced, temporary, and contract personnel affiliated with the Company.</p>								
4 Name of the national and international codes/certifications/labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g., SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	<p>P9: ABCL's Information and Cyber Security policies are in compliance with the requirements of ISO 27001.</p>								
5 Specific commitments, goals and targets set by the entity with defined timelines, if any.	<p>ABCL remains committed to advancing its ESG agenda and integrating sustainability into its operations, products, and stakeholder engagement.</p> <p>Towards environmental sustainability, a key focus remains on improving resource efficiency and climate action, with ongoing efforts to increase renewable energy adoption.</p> <p>On the social front, the Company is committed to fostering diversity and inclusion and employee well-being through robust health and wellness programmes, parental care benefits, and work-life balance initiatives. The Company also seeks to drive greater financial inclusion through its digital-first approach and expansion of customer-centric offerings across underserved markets.</p> <p>In line with its CSR strategy, the Company remains committed to serving communities, with a focus on advancing development in India's aspirational districts.</p> <p>All commitments are designed to align with applicable regulatory requirements, BRSR Core principles, and the Company's broader vision of delivering long-term value for all stakeholders.</p>								
6 Performance of the entity against the specific commitments, goals, and targets along with reasons in case the same are not met.	<p>During FY'25, ABCL has demonstrated significant progress on ESG aspects.</p> <p>On environmental aspects, our renewable energy adoption advanced with 200 kW of new solar capacity added (achieving a cumulative 340.55 kW capacity across 13 branches), contributing to the Company's broader carbon reduction goals. Waste management performance remained strong, with 37 metric tonnes of non-hazardous waste responsibly recycled, supporting the Company's circularity ambitions.</p> <p>In social outcomes, gender diversity improved steadily, reaching 33% women representation in the workforce, in line with diversity and inclusion objectives. The Company continued to scale its health and wellness programmes, ensuring a supportive work environment, while maintaining a strong focus on improving financial inclusion through digital platforms.</p> <p>The Company's CSR initiatives progressed as planned, with positive outcomes reported across education, healthcare, livelihoods, and WASH, contributing to meaningful community impact across 14 aspirational districts in India.</p>								

## Business Responsibility & Sustainability Report (Contd.)

### Governance, Leadership and Oversight

- 7 Statement by director responsible for the BRSR report, highlighting ESG related challenges, targets and achievement:

At ABCL, our purpose-led approach continues to anchor our sustainability vision and ESG strategy. As a diversified financial services organisation, we recognize the evolving environmental and social challenges around us, particularly the urgency of climate change and the call for inclusive, equitable development. In response, we have embedded ESG considerations at the core of how we operate, grow, and engage with stakeholders.

FY'25 marked another year of purposeful progress. Our strategy remains focused on minimising environmental impact, championing social inclusion, and upholding the highest standards of governance. By aligning with the Aditya Birla Group's values and our own commitment to long-term stakeholder value, we continue to act decisively on our ESG priorities.

#### Environmental Stewardship

We have made tangible progress in advancing resource efficiency and climate action. The use of green energy at our key offices in Mumbai, the installation of solar panels across our 13 branches, and the recycling of around 37 metric tonnes of waste, including sanitary napkins,— demonstrate our commitment to reducing emissions and promoting circularity. These efforts underscore our transition to more sustainable waste and energy management practices.

#### People and Inclusion

Our people-first philosophy is reflected in a vibrant, inclusive, and supportive work culture. Women now represent 33% of our workforce, reflecting a strong CAGR of around 6.7% in gender diversity since FY'23. We continue to enhance our policies that enable work-life balance, including day-care support and tailored parental benefits. These efforts reaffirm our belief that diversity and well-being are foundational to a resilient and high-performing organisation.

#### Responsible Growth and Customer Centricity

We continue to scale our digital-first, customer-centric model through the One ABC approach offering seamless, integrated services while expanding reach to underserved communities through customised financial solutions. Our focus remains on enabling financial inclusion while enhancing customer experience across touchpoints.

Our achievements in FY25 reflect a growing maturity in integrating ESG across our business strategy. We remain focused on deepening our impact—environmentally, socially, and economically—while staying aligned with national priorities and global sustainability goals. As we look ahead, we remain steadfast in our journey to build an organisation that not only delivers business performance but also contributes meaningfully to the sustainable and inclusive development of society. Responsible business is not just a strategic choice—it is our enduring commitment to future generations.

8	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).	The Risk Management Committee within the Company holds the responsibility for the implementation and oversight of the Business Responsibility policies. The Chief Risk Officer (CRO), is the highest authority in charge of enforcing the Business Responsibility policy, ensuring that the Company's operations align with its commitment to sustainable and responsible business practices.
9	Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	Yes, the Risk Management Committee leads the sustainability and ESG (Environmental, Social, and Governance) agenda at ABCL. Collaborating with business heads and function heads across the Company, the Risk Management Committee endeavours to integrate ESG considerations into the ethos of its businesses and the Company's operations. This joint effort ensures that ESG principles are in harmony with the Company's overarching mission and vision.

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action																		

Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/ No). If yes, provide name of the agency.	No. Currently, the entity is actively engaged in an internal review of its policies. The company continues to prioritise sustainability, and considers it as a core, driving value for the organisation.								

**12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:**

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)							Not Applicable		
The entity does not have the financial or/ human and technical resources available for the task (Yes/No)									
Any other reason (please specify)									

## Business Responsibility &amp; Sustainability Report (Contd.)

**SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE****PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH INTEGRITY, AND IN A MANNER THAT IS ETHICAL, TRANSPARENT AND ACCOUNTABLE.****ESSENTIAL INDICATORS**

- 1. Percentage coverage by training and awareness programmes on any of the NGRBC Principles during the financial year:**

Segment	Total number of training & awareness programmes held	Topics/principles covered under the training and its impact	(₹ Crore)	
			%age of persons in respective category covered by the awareness programmes	
Board of Directors*	Nil	The Company conducts orientation programmes for new Directors, during which Senior Management provides presentations to familiarise them with the Company's business, including its subsidiaries and associates. These sessions cover regulatory developments, industry practices, departmental systems and policies, particularly governance frameworks and compliance processes. Key focus areas include risk management and data/information security. Additionally, at each quarterly Board Meeting, Directors are updated on significant regulatory changes and the performance of the Company and its group entities.	-	-
Employees and KMPs	1,271	The Company's training and development framework includes various modules such as Induction, Functional, and Mandatory Regulatory programs. These cover key areas including Information Security Refreshers, Code of Conduct, Prohibition of Insider Trading, Prevention of Sexual Harassment, the Whistleblower Policy, and Behavioral and Leadership Skills. Additionally, in November 2023, a capacity-building workshop on the BRSR (Business Responsibility and Sustainability Reporting) principles and indicators was conducted. This session highlighted the relevance of BRSR to the Company's operations and was attended by functional heads from departments including HR, Finance, Legal, Risk, Administration, IT, and CSR, across the Company and its subsidiaries, as applicable.	91%	
Workers	-	-	-	-

\* No new Directors were appointed during FY 2024–25; hence, no training or awareness programmes were conducted by the Company.

- 2. Details of fines / penalties / punishment / award / compounding fees / settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format.**

**a. Monetary**

Type	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the case	Has an appeal been preferred? (Yes/No)
Penalty	Principle 1	SEBI	INR 1,00,00,000	SEBI issued a show cause notice dated 25 <sup>th</sup> May 2021 ("SCN") to the erstwhile ABFL in the matter of CG Power and Industrial Solutions Limited ("CG Power") alleging, among others that in order to benefit its loans getting repaid, the commission and omission on the part of erstwhile ABFL amounted to participation in the fraudulent scheme for diversion of assets from CG Power for the benefit of BILT Graphic Paper Products Limited to the detriment of CG Power's minority shareholders, violating regulations 3 (b), (c), (d) and regulation 4 (1) of the SEBI (Prohibition of Fraudulent and Unfair Trade Practices relating to Securities Market) Regulations, 2003 read with sections 12A (a), (b) and (c) of the SEBI Act. By way of an order dated 4 <sup>th</sup> October 2022 ("SEBI Order"), SEBI imposed a penalty of ₹1.00 Crores on erstwhile ABFL with respect to the same.	Yes, Appeal has been filed with SAT



Type	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Amount (In INR)	Brief of the case	Has an appeal been preferred? (Yes/No)
Settlement					
Compounding fee				NIL	

b. Non-Monetary

Type	NGRBC Principle	Name of the regulatory/enforcement agencies/judicial institutions	Brief of the case	Brief of the case	Has an appeal been preferred? (Yes/No)
Imprisonment					
Punishment				NIL	

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.

Erstwhile ABFL filed an appeal dated 21<sup>st</sup> October 2022 against the SEBI Order before Securities Appellate Tribunal ("SAT"). Subsequently, SAT passed an order on 27<sup>th</sup> February 2023, imposing a stay on the SEBI Order, subject to Erstwhile ABFL depositing 50% of the SEBI Penalty. Accordingly, the penalty has been deposited, and the matter is pending before SAT.

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.

Yes, the Company has established an Anti-Corruption and Anti-Bribery Policy, which is aligned with its broader governance framework, including the Code of Conduct. This policy reinforces the Company's commitment to ethical business practices and integrity across all operations. The policy is available on ABCL's website: [ABCL Anti Corruption and Anti Bribery Policy](#)

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:

Nil

6. Details of complaints with regard to conflict of interest:

Nil

7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

Nil

8. Number of days of accounts payables ((Accounts payable \*365) / Cost of goods or services procured) in the following format:

Category	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
Number of days of accounts payables	20.67	26.08

## Business Responsibility &amp; Sustainability Report (Contd.)

**9. Open-ness of business**

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Concentration of Purchases*	a. Purchases from trading houses as % of total purchases	Not Applicable	Not Applicable
	b. Number of trading houses where purchases are made from	Not Applicable	Not Applicable
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	Not Applicable	Not Applicable
Concentration of Sales	a. Sales to dealers / distributors as % of total sales	Not Applicable	Not Applicable
	b. Number of dealers / distributors to whom sales are made	Not Applicable	Not Applicable
	c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	Not Applicable	Not Applicable
Share of RPTs in	a. Purchases (Purchases with related parties / Total Purchases)	-	-
	b. Sales (Sales to related parties / Total Sales)	-	-
	c. Loans & advances (Loans & advances given to related parties / Total loans & advances)	<b>Loans and Advances given to*:</b> <ul style="list-style-type: none"> <li>• ABREL EPC Limited: ₹ 16 Cr (0.01%)</li> <li>• O2 Renewable Energy XXII Private Limited: ₹ 115 Cr (0.07%)</li> <li>• Birla Advanced Knits Private Limited: ₹ 15 Cr (0.01%)</li> <li>• Applause Entertainment Private Limited: ₹ 375 Cr (0.24%)</li> <li>• Azure Jouel Private Limited: ₹ 120 Cr (0.08%)</li> </ul> <b>Loan and Advances Outstanding Balance*:</b> <ul style="list-style-type: none"> <li>• ABREL EPC Limited: ₹ 33.73Cr (0.02%)</li> <li>• Aditya Birla Renewables Green Power Private Limited: ₹ 51.45 Cr (0.03%)</li> <li>• O2 Renewable Energy XXII Private Limited: ₹ 115 Cr (0.07%)</li> <li>• Birla Advanced Knits Private Limited: ₹ 14.99 Cr (0.01%)</li> <li>• Applause Entertainment Private Limited: ₹ Nil</li> <li>• Azure Jouel Private Limited: ₹ Nil</li> <li>• Ms. Vishakha Mulye: ₹ 5.20 Cr (0.003%)</li> </ul>	<b>Loans and Advances given to*:</b> <ul style="list-style-type: none"> <li>• ABREL EPC Limited: ₹ 318.66 Cr (0.25%)</li> <li>• O2 Renewable Energy XXII Private Limited: ₹ Nil</li> <li>• Birla Advanced Knits Private Limited: ₹ Nil</li> <li>• Applause Entertainment Private Limited: ₹ 300 Cr (0.24%)</li> <li>• Azure Jouel Private Limited: ₹ 330 Cr (0.26%)</li> <li>• Aditya Birla Green Power Limited: ₹ Nil</li> </ul> <b>Loan and Advances Outstanding Balance*:</b> <ul style="list-style-type: none"> <li>• ABREL EPC Limited: ₹ 237.73 Cr (0.19%)</li> <li>• Aditya Birla Renewables Green Power Private Limited: ₹ 53.56 Cr (0.04%)</li> <li>• O2 Renewable Energy XXII Private Limited: ₹ Nil</li> <li>• Birla Advanced Knits Private Limited: ₹ Nil</li> <li>• Applause Entertainment Private Limited: ₹ 125 Cr (0.10%)</li> <li>• Azure Jouel Private Limited: ₹ 90 Cr (0.07%)</li> <li>• Ms. Vishakha Mulye: ₹ 5.60 Cr (0.004%)</li> </ul>



Parameter	Metrics	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
d.	Investments (Investments in related parties / Total Investments made)	<p><b>Investments made in:</b></p> <ul style="list-style-type: none"> <li>Chaitanya India Fin Credit Private Limited: ₹ 33.36 Cr (0.03%)</li> <li>Aditya Birla Health Insurance Co. Limited: ₹ 183.55 Cr (0.17%)</li> <li>Aditya Birla Wellness Private Limited: ₹ 7.14 Cr (0.01%)</li> </ul> <p><b>Investment closing balance**:</b></p> <p><b>NCDs:</b></p> <ul style="list-style-type: none"> <li>Grasim Industries Limited: ₹ 25.11 Cr (0.02%)</li> <li>Ultra Tech Cement Limited: ₹ 65.23 Cr (0.06%)</li> <li>Chaitanya India Fin Credit Private Limited: ₹ 24.16 Cr (0.02%)</li> </ul> <p><b>Equity shares in Joint venture/Associate</b></p> <ul style="list-style-type: none"> <li>Aditya Birla Sun Life AMC Limited: ₹ 1,674.96 Cr (1.55%)</li> <li>Aditya Birla Sun Life Trustee Private Limited: ₹ 1.06 Cr (0.001%)</li> <li>Aditya Birla Wellness Private Limited: ₹ 11.53 Cr (0.01%)</li> <li>Aditya Birla Health Insurance Co. Limited: ₹ 3,169.62 Cr (2.93%)</li> </ul>	<p><b>Investments made in:</b></p> <ul style="list-style-type: none"> <li>Chaitanya India Fin Credit Private Limited: ₹ 25.11 Cr (0.03%)</li> </ul> <p><b>Investment Closing Balance:**</b></p> <p><b>NCDs:</b></p> <p>Grasim Industries Limited: ₹ 29.99 Cr (0.03%) UltraTech Cement Limited: ₹ 19.99 Cr (0.02%) Chaitanya India Fin Credit Private Limited: ₹ 23.51 Cr (0.02%)</p> <p><b>Equity shares in Joint venture/Associate</b></p> <p>Aditya Birla Sun Life AMC Limited: ₹ 1,430.44 Cr (1.50%) Aditya Birla Sun Life Trustee Private Limited: ₹ 0.86 Cr (0.0009%) Aditya Birla Wellness Private Limited: ₹ 9.14 Cr (0.01%) Aditya Birla Health Insurance Co. Limited: ₹ 2,957.65 Cr (3.11%)</p>

Note: Comparative figures for the year ended 31<sup>st</sup> March 2024 have been restated to include the impact of amalgamation of erstwhile Aditya Birla Finance Limited with Aditya Birla Capital Limited

\* This is % of total loans outstanding as at the end of the year based on Consolidated Financial Statements.

\*\* This is % of total investments outstanding at the end of the year based on Consolidated Financial Statements.

## LEADERSHIP INDICATORS

- Awareness programmes conducted for value chain partners on any of the NGRBC Principles during the financial year:

Not applicable

- Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If Yes, provide details of the same.

ABCL takes a declaration from Board Members and Senior Management on an annual basis, in order to document members' consent and information in the context of managing conflict of interest issues. This is available on the website of the Company at: [ABCL Appendix-II](#)

## PRINCIPLE 2: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES IN A MANNER THAT IS SUSTAINABLE AND SAFE

### ESSENTIAL INDICATORS

- Percentage of R&D and Capital Expenditure (CAPEX) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

Type	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)	Details of improvement in social and environmental aspects
Research & Development (R&D) Capital Expenditure (CAPEX)	12.37%	13.36%	The Company has undertaken several digital initiatives to drive improvements in both social and environmental aspects. These include building end-to-end digital journeys to eliminate paper-based applications; enabling eNACH and Digital KYC; leveraging Account Aggregator frameworks to avoid the need for physical bank statements; eliminating physical movement of files and documents; and promoting digital self-service channels (such as WhatsApp) in place of physical queries and requests. Collectively, these efforts have contributed to reducing the Company's carbon footprint and paper usage across financial transactions.

## Business Responsibility &amp; Sustainability Report (Contd.)

**2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)**

As a financial services provider, the Company's direct impact on resource consumption is relatively minimal and primarily confined to its operational activities. Given the nature of its offerings, sustainable sourcing has limited applicability to its products. ABCL, however, remains committed to upholding the Aditya Birla Group's core values, which emphasize resource conservation and the adoption of sustainable, responsible business practices, to have a minimal effect on the natural environment.

**b. If yes, what percentage of inputs were sourced sustainably?**

Not applicable

**3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

<b>Product</b>	<b>Process to safely reclaim the product</b>
a. Plastics (including packaging)	Not Applicable
b. E-Waste	Not Applicable
c. Hazardous Waste	Not Applicable
d. Other Waste	Not Applicable

**4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No).**

If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Not applicable

**LEADERSHIP INDICATORS****1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?**

Not Applicable

**2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Not Applicable

**3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Nil

**4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:**

Not Applicable

**5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

Not applicable. As the Company operates primarily in the Financial Services sector and is not engaged in the production or manufacturing of physical or tangible products, there are no products or packaging materials to be reclaimed at the end of their life cycle.



## PRINCIPLE 3: BUSINESSES SHOULD RESPECT AND PROMOTE THE WELL-BEING OF ALL EMPLOYEES, INCLUDING THOSE IN THEIR VALUE CHAINS

### ESSENTIAL INDICATORS

#### 1. a. Details of measures for the well-being of employees:

Category	Total (A)	% of employees covered by									
		Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
<b>Permanent Employees</b>											
Male	40,454	40,454	100%	40,454	100%	-	-	40,454	100%	-	-
Female	19,732	19,732	100%	19,732	100%	19,732	100%	-	-	19,732	100%
Others	1	1	100%	1	100%	-	-	-	-	-	-
<b>Total</b>	<b>60,187</b>	<b>60,187</b>	<b>100%</b>	<b>60,187</b>	<b>100%</b>	<b>19,732</b>	<b>33%</b>	<b>40,454</b>	<b>67%</b>	<b>19,732</b>	<b>33%</b>
<b>Other than Permanent Employees</b>											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

The Company remains steadfast in its commitment to the holistic well-being of its workforce, reflecting its identity as a purpose-driven and people-first organisation.

Our goal is to create a lively and stimulating work environment. ABCL underscores the significance of health and well-being by implementing various wellness programmes and initiatives. Our focus remains to offer support and care in order to create a happier workforce, and a vibrant and positive work culture.

As part of this ongoing commitment, ABCL offers health checkups through on-site health camps, offering a holistic well-being and healthcare app, and extensive benefits and support programmes for new parents needing support in their journey towards maintaining a healthy work-life balance and to help meet their childcare needs.

We continue to relentlessly prioritise the well-being of our workforce, guided by our core values and mindset of fostering a culture of positivity, and considering employee well-being as a non-negotiable proposition.

#### b. Details of measures for the well-being of workers: Not Applicable

Category	Total (A)	% of workers covered by									
		Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		No. (B)	% (B/A)	No. (E)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
<b>Permanent Workers</b>											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Other than Permanent Workers</b>											
Male	-	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

#### c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format:

Category		(₹ Crore)	
		FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
Cost incurred on well-being measures as a % of total revenue of the company		0.33%	0.14%

## Business Responsibility &amp; Sustainability Report (Contd.)

**2. Details of retirement benefits, for Current FY and Previous Financial Years**

Sr.	Benefits	FY 2024-25 (Current FY)			FY 2023-24 (Previous FY)		
		No. of employees covered as a % of total employees	No. of workers covered as a % of total worker	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total worker	Deducted and deposited with the authority (Y/N/N.A.)
1	PF	100%	-	Y	100%	-	Y
2	Gratuity	100%	-	Y	100%	-	Y
3	ESI	NA	-	NA	NA	-	NA
4	Others – please specify	NA	-	NA	NA	-	NA

**3. Accessibility of workplaces: Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.**

Yes. The Company has ensured that its office premises have the facility for elevators, and / or ramps wherever possible, and accessibility-centric designs in common spaces such as restrooms. In its Mumbai offices, there is provisioning of elevators, which helps enable mobility for differently abled employees and visitors.

**4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

As part of Aditya Birla Group, ABCL follows the principles of Equal Opportunities and is committed to provide equal employment opportunities without any discrimination or harassment based on factors such as race, religion, gender, or any other characteristics.

Aligned with its Anti-Harassment and Anti-Discrimination policy, ABCL provides equal employment opportunities to all existing and prospective staff and maintains a working environment free from discrimination, harassment, and bullying. The policy is available here: [ABCL Anti Harassment and Discrimination](#)

**5. Return to work and Retention rates of permanent employees and workers that took parental leave.**

Gender	Permanent Employees	
	Return to work rate	Retention Rate
Male	100%	52.11%
Female	100%	45.74%
<b>Total</b>	<b>100%</b>	<b>51.35%</b>

**6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.**

Particulars	Yes/No	Details of the mechanism in brief
Permanent Employees	Yes	The Company has policies with established grievance resolution procedures.
Other than Permanent Employees	Yes	Details of the same are provided in Section A – Q25.

**7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:**

Nil



## 8. Details of training given to employees and workers:

Category	FY 2024-25 (Current FY)								FY 2023-24 (Previous FY)			
	Total (A)	On Health and safety measures		On Skill upgradation		Total (A)	On Health and safety measures		On Skill upgradation			
		No. (B)	% (B/A)	No. (E)	% (C/A)		No. (B)	% (B/A)	No. (E)	% (C/A)		
<b>Employees</b>												
Male	27,925	26,844	96%	26,949	97%	24,109	22,277	92%	22,403	93%		
Female	9,219	8,894	96%	8,922	97%	7,526	6,978	93%	7,067	94%		
<b>Total</b>	<b>37,144</b>	<b>35,738</b>	<b>96%</b>	<b>35,871</b>	<b>97%</b>	<b>31,635</b>	<b>29,255</b>	<b>92%</b>	<b>29,470</b>	<b>93%</b>		
<b>Workers</b>												
Male	-	-	-	-	-	-	-	-	-	-		
Female	-	-	-	-	-	-	-	-	-	-		
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>		

## 9. Details of performance and career development reviews of employees and worker:

Category	FY 2024-25 (Current FY)				FY 2023-24 (Previous FY)			
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who had a career review (B)	% (B/A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who had a career review (D)	% (D/C)		
<b>Employees</b>								
Male	40,454	40,454	100%	24,109	24,109	100%		
Female	19,732	19,732	100%	7,526	7,526	100%		
Others	1	1	100%	-	-	-		
<b>Total</b>	<b>60,187</b>	<b>60,187</b>	<b>100%</b>	<b>31,635</b>	<b>31,635</b>	<b>100%</b>		
<b>Workers</b>								
Male	-	-	-	-	-	-		
Female	-	-	-	-	-	-		
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>		

## 10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/No)	Yes
What is the coverage of such system?	As part of its commitment to health and safety management, the Company conducts regular training sessions on fire safety and the use of firefighting equipment for all employees. To further enhance preparedness and reinforce safety protocols, periodic evacuation drills are also conducted across all office locations.
b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?	This is not directly applicable, given the nature of business.
c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Yes/ No)	Given the nature of the business (in financial services), the Company does not have exposure to / limited exposure to work related hazards. Hence, this indicator has limited applicability.
d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)	Yes.

## Business Responsibility &amp; Sustainability Report (Contd.)

**11. Details of safety related incidents, in the following format:**

Safety Incident/Number	Category	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	Nil	Nil
	Workers	NA	NA
Total recordable work-related injuries	Employees	Nil	Nil
	Workers	NA	NA
No. of fatalities	Employees	Nil	Nil
	Workers	NA	NA
High consequence work-related injury or ill-health (excluding fatalities)	Employees	Nil	Nil
	Workers	NA	NA

**12. Describe the measures taken by the entity to ensure a safe and healthy workplace.**

ABCL is committed to fostering a safe, healthy, and inclusive workplace that empowers employees to perform at their best and supports a culture of holistic well-being.

The Company places strong emphasis on safeguarding employee rights and maintaining health and safety practices that align with applicable industry standards and legal frameworks. Continuous engagement with employees and key stakeholders helps identify and proactively address any health, safety, or well-being-related concerns.

ABCL upholds human rights as a non-negotiable principle. The Company regularly trains and sensitises employees across all levels on human rights issues and maintains a strict stance against any form of forced labour, discrimination, or harassment. We fully respect employees' rights to freedom of association, including the right to form or join trade unions, and participate in collective bargaining without interference.

The well-being and safety of our people remain central to ABCL's ethos and are considered foundational to our purpose-driven growth journey.

**13. Number of Complaints on the following made by employees and workers:**

Category	FY 2024-25 (Current FY)			FY 2023-24 (Previous FY)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	Nil	Nil	-	Nil	Nil	-
Health & Safety	Nil	Nil	-	Nil	Nil	-

**14. Assessments for the year:**

Topic	Percentage of plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	Not applicable
Working Conditions	Not applicable



**15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.**

Not applicable

#### LEADERSHIP INDICATORS

**1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).**

- a. Employees (Yes/No): Yes, ABCL offers Nishchint Plan which is designed to offer reassurance and financial protection to our management cadre employees and their families. Nishchint aims to provide a safety net against unforeseen life events such as premature death or serious debilitating illnesses, risks that may not be adequately covered by other insurance types like mediclaim or accident policies.
- b. Workers (Yes/No): Not applicable

**2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

Not applicable

**3. Provide the number of employees / workers having suffered high consequence work related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

Category	Total no. of affected employees/ workers	No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment			
		FY 2024-25 (Current FY)	FY 2023-2024 (Previous FY)	FY 2024-25 (Current FY)	FY 2023-2024 (Previous FY)
Employees	NA	NA	NA	NA	NA
Workers	-	-	-	-	-

**4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No).**

Not applicable

**5. Details on assessment of value chain partners:**

Topic	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	-
Working Conditions	-

**6. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

Not applicable

## Business Responsibility &amp; Sustainability Report (Contd.)

**PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TO ALL ITS STAKEHOLDERS****ESSENTIAL INDICATORS****1. Describe the processes for identifying key stakeholder groups of the entity:**

At ABCL, we identify stakeholders as individuals or groups contributing to or creating value for the organisation in alignment with its core vision and mission. These stakeholder groups span both internal and external audiences and include employees across all management levels, shareholders, investors, customers, suppliers, distribution partners, knowledge partners, regulatory bodies, lenders, researchers, and the communities impacted by the Company's CSR initiatives.

The identification of key stakeholder groups is undertaken through a collaborative approach involving internal leadership and external thematic experts. This process is guided by factors such as the nature and intensity of engagement, geographical relevance, statutory and regulatory compliance requirements, and the thematic focus of the Company's programs and business operations.

**2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group:**

Stakeholder Group	Whether identified as Vulnerable & Marginalised Group (Yes/No)	Channels of communication	Frequency of engagement (Annually/ Half yearly/ Quarterly / others - please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Employees	No	<ul style="list-style-type: none"> <li>• Emails and meetings</li> <li>• Internal portals</li> <li>• Employee satisfaction survey</li> <li>• Training programmes</li> <li>• Performance appraisal</li> <li>• Grievance redressal mechanisms</li> </ul>	On-going	<ul style="list-style-type: none"> <li>• Ensuring fair wages and rewards, and a healthy work-life balance</li> <li>• Training and skill development, and Career growth opportunities</li> </ul>
Customers	No	<ul style="list-style-type: none"> <li>• Customer feedback surveys</li> <li>• Emails/phone calls/meetings</li> <li>• In-person customer visits</li> </ul>	Annual	<ul style="list-style-type: none"> <li>• Post engagement support</li> <li>• Grievances Resolution</li> <li>• Advisor</li> </ul>
Shareholders	No	<ul style="list-style-type: none"> <li>• Press releases</li> <li>• Investor meets and conferences</li> <li>• Investor grievance redressal</li> <li>• General Meetings</li> <li>• Email correspondences</li> <li>• Registrar and Transfer Agent as point of contact</li> </ul>	Quarterly and annual, event based	<ul style="list-style-type: none"> <li>• Communication on: Financial Performance</li> </ul>
Regulatory bodies – No RBI/ SEBI/ IRDAI/ PFRDA		<ul style="list-style-type: none"> <li>• Direct engagement</li> <li>• Hosted events</li> <li>• Participation as panelists and industry representatives</li> </ul>	As required	<ul style="list-style-type: none"> <li>• Performance and compliance reports shared with regulators including SEBI and IRDAI</li> </ul>
Rating Research Agencies	No	<ul style="list-style-type: none"> <li>• Direct Engagement, as required</li> </ul>	As required	<ul style="list-style-type: none"> <li>• Measuring performance on ESG-linked and financial parameters</li> </ul>
Local Communities	Yes	<ul style="list-style-type: none"> <li>• Baseline surveys</li> <li>• Focus group interviews</li> <li>• Program implementation</li> </ul>	As required	<ul style="list-style-type: none"> <li>• Impact assessment of CSR interventions</li> <li>• Monitoring and evaluation</li> </ul>



## LEADERSHIP INDICATORS

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

The Board is periodically apprised of key developments related to ESG matters. Where relevant, feedback from the Directors is actively sought. The Company encourages regular and constructive engagement between stakeholders and the Board to facilitate informed discussions on economic, environmental, and social issues.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes. ABCL engages with key internal and external stakeholders as part of its ESG materiality assessment process to identify, prioritise, and manage relevant environmental and social topics. This engagement helps in understanding stakeholder expectations and identifying areas for improvement. Inputs gathered are used to shape policies and drive strategic action on material ESG issues. The most recent ESG materiality assessment was carried out in FY 2021–22.

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalised stakeholder groups.

The Company identifies disadvantaged, vulnerable, and marginalised stakeholders through structured needs assessment and actively engages with them via its CSR initiatives. The company aims to foster diversity and inclusion within its workforce, with women currently constituting 33% of the total employees. An annual survey is also conducted to encourage all employees to share their experiences at ABCL, and the results aid the Company in identifying potential areas for improvement.

As a part of its CSR initiatives, the company also encourages community development through a commitment to sustainable impact and inclusive growth of its external vulnerable and marginalised stakeholders groups in the community. Some of the focus areas include:

- Ensuring equitable access to healthcare for underserved populations through structured response, recovery, and rehabilitation efforts.
- Supporting education for tribal children, underprivileged but high-performing students, and children and women at Anganwadi centers.
- Empowering women through skills development, resources, and support aimed at promoting economic independence and social equality.

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**PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS****ESSENTIAL INDICATORS**

- Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 2024-25 Current FY			FY 2023-24 Previous FY		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
<b>Employees</b>						
Permanent	60,187	60,187	100%	46,688	46,688	100%
Other than permanent	-	-	-	-	-	-
<b>Total Employees</b>	<b>60,187</b>	<b>60,187</b>	<b>100%</b>	<b>46,688</b>	<b>46,688</b>	<b>100%</b>
<b>Workers</b>						
Permanent	-	-	-	-	-	-
Other than permanent	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

- Details of minimum wages paid to employees and workers, in the following format:

Category	FY 2024-25 Current FY				FY 2023-24 Previous FY					
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (A)	Equal to Minimum Wage			
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)		
<b>Employees</b>										
<b>Permanent</b>										
Male	40,454	0	0	40,454	100%	32,091	0	0		
Female	19,732	0	0	19,732	100%	14,594	0	0		
Others	1	-	-	1	100%	-	-	-		
<b>Other than Permanent</b>										
Male	-	-	-	-	-	-	-	-		
Female	-	-	-	-	-	-	-	-		
<b>Workers</b>										
<b>Permanent</b>										
Male	-	-	-	-	-	-	-	-		
Female	-	-	-	-	-	-	-	-		
<b>Other than Permanent</b>										
Male	-	-	-	-	-	-	-	-		
Female	-	-	-	-	-	-	-	-		

- Details of remuneration/salary/wages, in the following format:

- Median remuneration / wages:

	Male		Female		Other	
	Number	Median remuneration	Number	Median remuneration	Number	Median remuneration
Board of Directors (BoD)*	5	9,75,000	1	17,00,000	-	-
Key Managerial Personnel	1	95,00,000	2	6,29,78,430	-	-
Employees other than BoD and KMP	40,453	3,50,000	19,730	2,50,000	1	2,50,000
Workers	-	-	-	-	-	-

\* Only sitting fees is paid to all Directors.



- b. Gross wages paid to females as % of total wages paid by the entity, in the following format:

Category	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
Gross wages paid to females as % of total wages	21%	20.28%

**4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)**

Yes. ABCL has established multiple committees that are responsible for addressing human rights impacts and related concerns. The Company enforces a strict zero-tolerance policy towards workplace sexual harassment and complies with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013, which mandates the formation of Internal Complaints Committees.

Additionally, the Company has instituted a Whistleblower Policy and Vigil Mechanism to enable Directors and employees to confidentially report any concerns related to ethical violations or human rights issues.

**5. Describe the internal mechanisms in place to redress grievances related to human rights issues.**

The Company maintains a strict policy of zero tolerance and prohibition against any forms of exploitative or forced labour, as well as any kind of abuse. The Company protects the rights of its employees, communities, and everyone impacted by its operations, including contractors and suppliers, in alignment with globally acknowledged standards such as the Social Accountability 8000 International Standard and other relevant international guidelines. Its stringent policy prohibits exploitative labour, forced labour, and all forms of abuse, and abides by international frameworks. It has established an Internal Committee (IC) in accordance with the POSH Act (2013), a Code of Conduct Committee, and a Whistleblower Policy to address and resolve any grievances.

**6. Number of Complaints on the following made by employees and workers:**

Category	FY 2024-25 Current Financial Year			FY 2023-24 Previous Financial Year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	26	7	-	25	7	-
Discrimination at workplace	0	0	-	0	0	-
Child Labour	0	0	-	0	0	-
Forced Labour/ Involuntary Labour	0	0	-	0	0	-
Wages	0	0	-	0	0	-
Other human rights related issues	0	0	-	0	0	-

**7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:**

Category	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	26	25
Complaints on POSH as a % of female employees / workers	0.13%	0.17%
Complaints on POSH upheld	8	25

**8. Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.**

ABCL upholds a discrimination-free environment through its Anti-Harassment and Anti-Discrimination Policy. This policy prohibits harassment based on protected characteristics, promotes equal opportunities, and includes a robust grievance redressal process with zero tolerance for retaliation. Additionally, the Company has formed an Internal Committee (IC), in adherence to the POSH Act 2013 for Protection Against Sexual Harassment at Workplace (POSH) concerns. The IC manages cases

## Business Responsibility & Sustainability Report (Contd.)

and ensures that all complaints made are kept confidential. The policy includes mechanisms such as maintaining confidentiality, prohibiting retaliation, and ensuring that the complainant is not victimised or discriminated against for filing a complaint. Additionally, the policy provides for appropriate support measures for the complainant during the resolution process.

### 9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

No. However, ABCL is in the process of integrating social aspects, including Human rights, in its vendor agreements and contracts.

### 10. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	
Forced/Involuntary Labour	
Sexual Harassment	
Discrimination at workplace	0%
Wages	
Others – please specify	

### 11. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 10 above.

Not applicable

## LEADERSHIP INDICATORS

### 1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.

Not applicable

### 2. Details of the scope and coverage of any Human Rights Due Diligence conducted.

Not applicable

### 3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

Yes. Wherever possible, offices premises of ABCL and its subsidiaries have been designed to be accessible for differently abled visitors. The Company has ensured that its office premises have the facility for elevators, and / or ramps wherever possible, and accessibility-centric designs in common spaces such as restrooms. In its Mumbai offices, there is provisioning of elevators, which helps enable mobility for differently-abled employees and visitors.

### 4. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Child Labour	
Forced/involuntary Labour	
Sexual Harassment	
Discrimination at workplace	
Wages	
Others - please specify	

### 5. Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above.

Not Applicable



## PRINCIPLE 6: BUSINESSES SHOULD RESPECT AND MAKE EFFORTS TO PROTECT AND RESTORE THE ENVIRONMENT

### ESSENTIAL INDICATORS

1. Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Category	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
<b>From renewable sources</b>		
Total Electricity Consumption (A) (GJ)	16,181.45	84,230.95
Total Fuel Consumption (B) (GJ)	0.0	0.0
Energy Consumption through other sources (C) (GJ)	0.0	0.0
<b>Total Energy Consumption from renewable sources (A+B+C) (GJ)</b>	<b>16,181.45</b>	<b>84,230.95</b>
<b>From non-renewable sources</b>		
Total Electricity Consumption (D) (GJ)	27,444.69	11,571.61
Total Fuel Consumption (E) (GJ)	530.94	209.77
Energy Consumption through other sources (F) (GJ)	0.0	0.0
<b>Total Energy Consumption from non-renewable sources (D+E+F) (GJ)</b>	<b>27,975.63</b>	<b>11,781.38</b>
<b>Total Energy Consumption (A+B+C+D+E+F) (GJ)</b>	<b>44,157.08</b>	<b>96,012.33</b>
<b>Energy Intensity per million USD of turnover</b> (Total energy consumption / Revenue from operations in rupees) (GJ per ₹ Crore)	1.09	2.46
<b>Energy Intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total energy consumption / Revenue from operations adjusted for PPP) (GJ per million USD)	2.25	0.0000056
<b>Energy Intensity in terms of physical output</b> (GJ per Full Time Equivalent)*	3.74	11.79
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

\* Full Time Equivalent considered for intensity calculations in terms of physical output is aligned with the boundary conditions stated in Section A of this report

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

Yes. DNV Business Assurance India Pvt. Ltd. (DNV).

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not applicable. ABCL does not have sites/facilities identified as designated consumer under the Performance, Achieve and Trade (PAT) Scheme of the Government of India.

3. Provide details of the following disclosures related to water, in the following format:

Parameter	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	0.0	0.0
(ii) Groundwater	0.0	0.0
(iii) Third party water***	677,104	525,240
(iv) Seawater / desalinated water	0.0	0.0
(v) Others (Rainwater harvesting)	0.0	0.0
<b>Total volume of Water Withdrawal</b> (in kilolitres) (i + ii + iii + iv + v)	<b>677,104</b>	<b>525,240</b>

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Parameter	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
<b>Total volume of Water Consumption</b> (in kilolitres)	677,104	525,240
<b>Water Intensity per rupee of turnover</b> (Water consumed/ Revenue from operations) (kilolitre per ₹ Crore)	16.68	13.45
<b>Water Intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total water consumption / Revenue from operations adjusted for PPP) (kilolitre per million USD)	34.46	0.00003078
<b>Water Intensity in terms of physical output*</b> (kilolitre per Full Time Equivalent)	57.40	11.25

\* Full Time Equivalent considered for intensity calculations in terms of physical output is aligned with the boundary conditions stated in Section A of this report.

\*\*Third Party withdrawal includes water from property owners, tankers and 20l water cans. Water consumption calculated as per CGWA Govt. of India estimates, i.e. 45 litre/head/day. is considered for reporting water withdrawal as currently we do not monitor actual water withdrawal.

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

Yes. DNV Business Assurance India Pvt. Ltd. (DNV)

#### 4. Provide the following details related to water discharged:

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
i. To Surface water	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
ii. To Groundwater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
iii. To Seawater	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
iv. Sent to third-parties	-	-
- No treatment	-	-
- With treatment	-	-
v. Others- Please specify	-	-
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
<b>Total water discharged (in kilolitres)</b>	-	-

Note: \* ABCL, as a financial services company, does not engage in activities that could pollute water with harmful chemicals. The only water discharged is from the washrooms. Currently, we do not monitor water discharge.

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

Yes. DNV Business Assurance India Pvt. Ltd. (DNV).

#### 5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.

While the Company does not directly operate a Zero Liquid Discharge (ZLD) system, the Corporate Offices have implemented sustainable wastewater management practices. The building management operates a Sewage Treatment Plant (STP) that treats all wastewater generated on-site. The treated water is then recycled for non-potable uses, including toilet flushing, urinals, and gardening in common areas. This approach significantly reduces water discharge and promotes water conservation in line with responsible operational practices.



**6. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:**

Parameter	Please specify unit	FY 2024-25 (Current FY)	FY 2023-24 (Previous FY)
NOx			
SOx			
Particulate matter (PM)			
Persistent organic pollutants (POP)		Not available	Not available
Volatile organic compounds (VOC)			
Hazardous air pollutants (HAP)			
Others			

**Note:** Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

**7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

Parameter	Please specify unit	FY 2024-25 (Current FY)	FY 2023-24 (Previous FY)
<b>Total Scope 1 Emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	tCO <sub>2</sub> e	39.60	848.77
<b>Total Scope 2** Emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	tCO <sub>2</sub> e	5,541.77	2,297.41
<b>Total Scope 1 and Scope 2** Emissions</b>	tCO <sub>2</sub> e	5,581.37	3146.18
<b>Total Scope 1 and Scope 2** Emissions Intensity per rupee of turnover</b> (Total Scope 1 and Scope 2 GHG Emissions / Revenue from operations)	tCO <sub>2</sub> e/₹ Crore	0.14	0.08
<b>Total Scope 1 and Scope 2** Emissions Intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total Scope 1 and Scope 2 GHG Emissions / Revenue from operations adjusted for PPP)	tCO <sub>2</sub> e / million USD	0.28	0.000000184
<b>Total Scope 1 and Scope 2** Emissions Intensity in terms of physical output*</b>	tCO <sub>2</sub> e/Full Time Equivalent	0.47	0.39
<b>Total Scope 1 and Scope 2** Emissions Intensity</b> (optional) – the relevant metric may be selected by the entity	-		-

\*Full Time Equivalent considered for intensity calculations in terms of physical output is aligned with the boundary conditions stated in Section A of this report

\*\*Market Based approach has been used for Scope 2 Calculations

**Note:** Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. DNV Business Assurance India Pvt. Ltd. (DNV)

**8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.**

Yes. The Company continues to advance its transition to renewable energy by expanding solar panel installations across its offices. As of the reporting period, solar panels have been installed at 13 branches with a cumulative capacity of 340.55 kW, of which approximately 200 kW was added in the last year. These initiative underscore ABCL's commitment towards reducing its overall emissions portfolio.

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## 9. Provide details related to waste management by the entity, in the following format:

Category	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
Plastic waste ( <b>A</b> )	4.61	0.912
E-waste ( <b>B</b> )	2.46	3.808
Bio-medical waste ( <b>C</b> )	1.30	0.95
Construction and demolition waste ( <b>D</b> )	0.0	0.0
Battery waste ( <b>E</b> )	0.0	0.0
Radioactive waste ( <b>F</b> )	0.0	0.0
Total other Hazardous waste ( <b>G</b> )	0.0	0.078
Total other Non-hazardous waste generated ( <b>H</b> ) - <b>(Includes food, paper, metal, and glass waste)</b>	87.86	28.94
<b>Total (A+B + C + D + E + F + G+ H)</b>	<b>96.23</b>	<b>34.69</b>
<b>Waste Intensity per rupee of turnover</b> (Total waste generated / Revenue from operations) (MT/ ₹ Crore)	0.002	0.00089
<b>Waste Intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total waste generated / Revenue from operations adjusted for PPP) (MT/ million USD)	0.005	0.0000000020
<b>Waste Intensity in terms of physical output</b> (MT/ Full Time Equivalent)*	0.008	0.0043

For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)

Category of waste	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
(i) Recycled	36.97	34.69
(ii) Re-used	0.0	0.0
(iii) Other recovery operations – composting, bio-fertilizer, cattle fodder	42.73	0.0
<b>Total</b>	<b>79.71</b>	<b>34.69</b>

For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)

Category of waste	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
(i) Incineration	2.99	0.0
(ii) Landfilling	1.06	0.0
(iii) Other disposal operations – Disposed by Municipality	12.47	0.0
<b>Total</b>	<b>16.52</b>	<b>0.0</b>

\* Full Time Equivalent considered for intensity calculations in terms of physical output is aligned with the boundary conditions stated in Section A of this report

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes. DNV Business Assurance India Pvt. Ltd. (DNV).

## 10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

As a Financial Services organisation not involved in the production or manufacturing of tangible products, the Company primarily generates non-hazardous waste including food waste, paper, metal, glass, plastic, and e-waste from its operations. Demonstrating its commitment to responsible waste management, the Company has implemented several initiatives to ensure the effective segregation, handling, and disposal of waste across its offices.:

- The Company has partnered with a vendor ViaGreen for management of the limited waste generated through its operations. ViaGreen collects the waste every alternate day, and rewards ABCL in the form of Swachh Bharat Points in return. The Company can redeem these points to purchase upcycled or recycled products for its offices. E.g. recycled stationery like note pads, cloth bags etc.



- To address the waste generated by use of sanitary napkins, the Company continues to work with its vendor Padcare Labs, which supports ABCL's efforts in this space - by managing the recycling of sanitary hygiene pads, in turn preventing landfill pollution

**11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:**

Not Applicable

**12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:**

Not Applicable

**13. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:**

Yes, the company is compliant to all applicable environmental laws and regulations given the operations of the entity.

## LEADERSHIP INDICATORS

**1. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):**

For each facility / plant located in areas of water stress, provide the following information:

- Name of the area: Jaipur, Indore, Lucknow, Chennai, Bengaluru, Gurgaon
- Nature of operations: Office spaces
- Water withdrawal, consumption and discharge in the following format:

Water Withdrawal by source (in Kilolitres)	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
Source (i) Surface water	0.0	
Source (ii) Groundwater	0.0	
Source (iii) Third party water	15,986	
Source (iv) Seawater / desalinated water	0.0	
Source (v) Others- Please specify	0.0	
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	15,986	
Total volume of water consumption (in kilolitres)	15,986	
Water intensity per rupee of turnover (Water consumed / turnover)	0.39	
Water intensity (optional)	-	
<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
i. To Surface water		
- No treatment	-	
- With treatment – please specify level of treatment	-	
ii. To Groundwater		
- No treatment	-	
- With treatment – please specify level of treatment	-	
iii. To Seawater		
- No treatment	-	
- With treatment – please specify level of treatment	-	

## Business Responsibility &amp; Sustainability Report (Contd.)

Water Withdrawal by source (in Kilolitres)	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
iv. Sent to third-parties		
- No treatment	-	
- With treatment – please specify level of treatment	-	
v. Others- Please specify:		
- No treatment	-	
- With treatment – please specify level of treatment	-	
<b>Total water discharged (in kilolitres)</b>		

Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

**2. Please provide details of total Scope 3 emissions & its intensity, in the following format**

Parameter	Please specify unit	FY 2024-25 (Current FY)	FY 2023-24 (Previous FY)
<b>Total Scope 3 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	tCO <sub>2</sub> e	Not available	Not available
<b>Total Scope 3 Emissions per rupee of turnover</b> (Total Scope 3 GHG Emissions / Revenue from operations)	tCO <sub>2</sub> e / million USD	Not available	Not available
<b>Total Scope 3 Emissions Intensity</b> (optional) – the relevant metric may be selected by the entity		Not available	Not available

Note: Indicate If any independent assessment/ evaluation/ assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No

**3. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.**

The Company does not have any operations in ecologically sensitive areas and therefore, this indicator is not applicable.

**4. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions/ effluent discharge/ waste generated, please provide details of the same as well as outcome of such initiatives as per the following format:**

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Recycling of dry office waste & wet waste generated from ABCL office areas	ABCL has collaborated with ViaGreen at select office locations to manage in-house waste across categories such as paper, plastics, metal, glass, e-waste, etc. Under this initiative, waste is collected every alternate day by ViaGreen. The program includes a reward mechanism, where ABCL earns Swachh Bharat Points for the waste contributed. These points can be redeemed to procure upcycled or recycled products for use within ABCL's offices, thereby promoting a circular economy and responsible consumption.	<ul style="list-style-type: none"> <li>In FY25 the Company has recycled 24,366 Kgs of dry office waste which has the potential to offset 70.83 MTCO<sub>2</sub>.</li> </ul>
2	Recycling of sanitary napkins/pads	In its efforts to adopt more sustainable sanitary waste disposal practices, ABCL has partnered with Padcare Labs, a reputed hygiene management company. Padcare Labs utilizes its patented technology, 'PadCareX', to recycle used sanitary pads, effectively preventing them from ending up in landfills or being incinerated, both of which contribute to environmental pollution. This initiative was first implemented at ABCL's Mumbai offices and has since been expanded to other key locations, including Noida and Chennai, reflecting the Company's commitment to sustainable and responsible waste management across its operations.	In FY25 alone, ABCL supported the recycling of over 1297 Kgs of sanitary pads marking a significant milestone in our ongoing efforts to divert waste from landfills and reduce air pollution caused by incineration. As a result of our efforts, in FY25, we have saved over 25,946 Litres of landfill area - by redirecting the waste to make paper from its recycled output.



Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
3	Harnessing Solar energy	The Company continues to advance its transition to renewable energy by expanding solar panel installations across its offices. As of the reporting period, solar panels have been installed at 13 branches with a cumulative capacity of 340.55 kW, of which approximately 200 kW was added in the last year..	This initiative has enabled the Company to increase the share of renewable energy in its operational energy mix, contributing to a measurable reduction in grid-based electricity consumption and associated greenhouse gas emissions across its office locations.
4	Composting food waste	At ABCL's Mumbai and Thane office, the wet waste, including the food waste from the on-site cafeteria, is composted in/by an Organic Waste Compost Machine (OWC).	The manure generated from the Organic Waste Machine is used for the plantations and horticulture of the office properties. Thus, the wet waste is recycled and re-used efficiently and sustainably in the form of compost.
5	Installation of Auto Power Generated and Conserved System (APGC)	APGC has been installed in the urinals to replace the old battery-powered sensors. APGC is an innovative solution where the power required to operate an automatic urinal flushing system is auto generated by the flushing system itself.	<ul style="list-style-type: none"> <li>• It helps save water required for hygienic flushing in urinals.</li> <li>• This helps save heavy battery consumption and external electric power consumption.</li> <li>• APGC conserves power through advanced microchip technology that enables the system to function 24x7 with continuous and steady power supply.</li> </ul>
6	Introduction of centralised bins across our branches	The Company has introduced centralised, clearly labelled waste collection bins across its branches to facilitate proper segregation of waste into categories such as dry and wet waste, promoting more effective and responsible waste management across office locations.	This initiative has improved waste segregation at source across branches, enabling more effective recycling and responsible disposal, while reducing the volume of waste sent to landfills.

**5. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.**

The Company has implemented a Business Continuity Policy or Plan (BCP) that outlines comprehensive measures for people, processes, and technology to ensure the continuation of business operations in the face of unforeseen threats. These disruptions may include natural disasters, operational setbacks, or damage to critical IT infrastructure. The BCP is designed to mitigate the impact of such events and maintain the Company's operational integrity.

**6. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard?**

Not Applicable

**7. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impact.**

The Company has not conducted any assessment of value chain partners during the reporting period.

**8. Disclosure of green credits generated or procured by the listed entity and its top-10 value chain partners.**

Not Available

## Business Responsibility &amp; Sustainability Report (Contd.)

**PRINCIPLE 7: BUSINESSES WHEN ENGAGING IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A MANNER THAT IS RESPONSIBLE AND TRANSPARENT****ESSENTIAL INDICATORS****1. a) Number of affiliations with trade and industry chambers/ associations:**

The Company is an active member of five (5) trade and industry chambers/associations.

**b) List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.**

Sr.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers / associations (State/National)
1	The Associated Chambers of Commerce and Industry of India (ASSOCHAM)	National
2	The Confederation of Indian Industry (CII)	National
3	Federation of Indian Chambers of Commerce and Industry (FICCI)	National
4	Indian Banks Association (IBA)	National
5	Bombay Chamber of Commerce and Industry	National

**2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.**

Nil

**LEADERSHIP INDICATORS****1. Details of Public Policy positions advocated by the entity**

S. No.	Public Policy Advocated	Method resorted for such advocacy	Whether information available in public domain?	Frequency of review by the board	Web link, if available
	None	-	-	-	-

## PRINCIPLE 8: BUSINESSES SHOULD PROMOTE INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT.

### ESSENTIAL INDICATORS

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Not Applicable

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity:

Not Applicable

3. Describe the mechanisms to receive and redress grievances of the community.

The Company's CSR team adopts a comprehensive approach to identifying projects and partnering with NGOs for social initiatives. Projects are selected based on stakeholder consultations, including input from local communities and subject-matter experts. Implementation is carried out through transparent collaboration with credible NGOs, as mandated by the Ministry of Corporate Affairs (MCA).

Timely engagement with various stakeholders strengthens our grievance redressal mechanisms. The resolution process is prompt, fair, and community-centric, aiming to deliver equitable outcomes. Monitoring is supported by evaluations, validations, and authentications that assess the economic, social, and environmental impacts.

Community involvement in project planning and execution plays a crucial role in fostering a sense of ownership. Furthermore, collaborative efforts toward continuous improvement driven by stakeholder feedback significantly contribute to creating a sustainable and meaningful impact on community well-being.

4. Percentage of input material (inputs to total inputs by value) sourced from local or small-scale suppliers:

	FY 2024-25 Current FY	FY 2023-2024 Previous FY
Directly sourced from MSMEs/ Small producers	Data not Available	Data not Available
Directly from within India	Data not Available	Data not Available

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	FY 2024-25 Current FY	FY 2023-2024 Previous FY
Rural	14.49%	16.18%
Semi-urban	0.05%	0.05%
Urban	29.83%	65.58%
Metropolitan	55.63%	18.18%

## Business Responsibility &amp; Sustainability Report (Contd.)

**LEADERSHIP INDICATORS**

- 1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):**

Not Applicable

- 2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**

Sr.	State	Aspirational District	Amount Spent in INR	Details of Initiative
1.	Uttar Pradesh	Siddarnagar	5,538,309	Improving quality of education to enhance the learning levels of children in school.
		Shravasti	1,31,21,772	Enhance the learning levels of children in schools by improve the quality of education and by strengthening infrastructure to create a conducive learning environment.
2.	Rajasthan	Karauli	1,05,44,218	Strengthening community collectives to address sustainable livelihood goal.
3.	Bihar	Muzaffarpur	2,00,00,000	<ul style="list-style-type: none"> <li>• Improving quality of education through infrastructure development in schools.</li> <li>• Development of Model Anganwadi centres and nutrition support.</li> </ul>
		Ramnath Puram	1,44,60,699	Providing quality healthcare services in remote areas through Tele-medicine focused on Maternal & Child Health
4.	Tamil Nadu	Osmanabad	70,00,000	Access to healthcare services through Mobile Medical Units; Facilities for Maternal & Child Health care
		Nandurbar	84,00,000	Remedial classes for the aspiring underprivileged student
5.	Maharashtra	Latehar	28,91,603	Sustainable livelihood opportunity for women, ensuring food security through livestock based livelihood and vegetable farming
		Gumla	91,56,745	Sustainable livelihood opportunity for women, ensuring food security through livestock based livelihood and vegetable farming
6.	Jharkhand	Koraput	93,94,530	<ul style="list-style-type: none"> <li>• Providing quality healthcare services in remote areas through Tele-medicine focused on Maternal &amp; Child Health</li> <li>• Providing support to orphanages towards better facility for WASH and Education</li> </ul>
		Kandhamal	14,41,810	Providing support to orphanages towards better facility for WASH and Education
		Nabarangpur	22,01,175	Providing support to orphanages towards better facility for WASH and Education
		Kalahandi	5,59,679	Providing support to orphanages towards better facility for WASH and Education
		Raygada	66,716	Providing support to orphanages towards better facility for WASH and Education
7.	Orissa			

- 3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised /vulnerable groups? (Yes/No)**

No

- (b) From which marginalised /vulnerable groups do you procure?**

Not Applicable

- (c) What percentage of total procurement (by value) does it constitute?**

Not Applicable



**4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge**

Not Applicable

**5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

Not Applicable

**6. Details of beneficiaries of CSR Projects.**

Sr.	CSR Project	No. of persons benefited from CSR Projects	% of beneficiaries from vulnerable and marginalised group
<b>1</b>	<b>Health:</b> <ul style="list-style-type: none"> <li>Comprehensive maternal &amp; child health care</li> <li>Preventive health awareness program</li> <li>Healthcare through teleconsultation</li> <li>Cancer care: diagnostic, treatment, counselling, support, partnering Govt. institution for efficient access to care</li> <li>Healthcare to underprivileged through Mobile Medical Units</li> <li>Mental Health: Awareness, counselling, screening, treatment etc.</li> <li>Need based health care initiatives like Cochlear implants, Congenital heart surgeries, surgeries to underprivileged, etc.</li> <li>Health infrastructure upgrade in government hospitals</li> </ul>	4,44,221	67%
<b>2</b>	<b>Education:</b> <ul style="list-style-type: none"> <li>Strengthening of anganwadi's and school infrastructure for conducive learning environment</li> <li>Digital education</li> <li>Disseminate science learning through a Mobile Science Lab, refurbishment of school science labs and innovation centres</li> <li>Scholarship support for meritorious students from financially poor background</li> <li>Student friendly supplementary education program in English, Math and Marathi for the underprivileged student.</li> <li>Housing support to tribal families Support to orphan children</li> </ul>	1,44,157	66%
<b>3</b>	<b>Women Empowerment &amp; Sustainable Livelihood:</b> <ul style="list-style-type: none"> <li>Improving incomes from agriculture and allied livelihood activities</li> <li>Soil &amp; Water conservation and Strengthening women institutions (Self Help Group)</li> <li>Financial Literacy</li> <li>Women micro-entrepreneurial activities</li> <li>Strengthening community collectives to address sustainable livelihood goal.</li> <li>Vocational skilling of youth</li> <li>Holistic support to sport athletes</li> </ul>	1,42,052	95%

**PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CONSUMERS IN RESPONSIBLE MANNER**

**ESSENTIAL INDICATORS**

**1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

The Company has instituted a comprehensive four-tier grievance redressal mechanism to manage consumer complaints and feedback effectively. This mechanism incorporates both traditional and digital tools, including AI-powered Chat Bots and e-Bots, alongside conventional email and call-based services, making it convenient for consumers to reach out and have their concerns addressed through a structured escalation matrix.

## Business Responsibility & Sustainability Report (Contd.)

The Company and its subsidiaries continue to provide multiple channels through which customers can seek redressal and share feedback. For example, ABHFL offers customers the option to raise any grievance pertaining to services provided or to report any improper misconduct by ABHFL or its representatives through its Customer Service Helpline on 1800-270-7000, via email at [care.housingfinance@adityabirlacapital.com](mailto:care.housingfinance@adityabirlacapital.com), in writing, addressed to ABHFL's corporate office in R Tech Park, Mumbai, or in-person at any ABHFL branch. Similarly, ABSLI offers the opportunity to raise grievances through multiple channels and across escalation levels. This includes, for example, calling on their Customer Service Helpline (Toll Free) -1-800-270-7000, emailing at [care.lifeinsurance@adityabirlacapital.com](mailto:care.lifeinsurance@adityabirlacapital.com), or through a visit to any ABSLI branch. Similarly, for ABFL, customers can email and lodge their complaints at [grievance.finance@adityabirlacapital.com](mailto:grievance.finance@adityabirlacapital.com).

Aditya Birla Money Ltd. (ABML) also maintains a four-level grievance redressal mechanism. At Level 1, customers may call the Customer Service Helpline at 1800-270-7000, email at [care.stocksandsecurities@adityabirlacapital.com](mailto:care.stocksandsecurities@adityabirlacapital.com), write to the corporate office in Guindy, Chennai, or visit the nearest ABML branch during business hours. If not resolved, Level 2 allows escalation to Head of Customer Care Cell. Unresolved issues can be further escalated to the Level 3 Compliance Officer and Principal Nodal Officer at [abm-chn.compliance@adityabirlacapital.com](mailto:abm-chn.compliance@adityabirlacapital.com). If satisfactory resolution is still not received within a month, Level 4 allows customers to appeal directly to the CEO at [ceo.stocksandsecurities@adityabirlacapital.com](mailto:ceo.stocksandsecurities@adityabirlacapital.com).

All customer interactions, including complaints and resolutions, are systematically logged, tracked, and monitored through the Company's Customer Relationship Management (CRM) system. This ensures timely, effective, and well-documented resolution of grievances. Additionally, to continually improve customer experience, the Company regularly conducts customer satisfaction surveys at various stages of the customer journey. These feedback mechanisms help in identifying service gaps and improving customer engagement.

### 2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information.

Type	As a percentage to total turnover
Environment and Social parameters relevant to product	Not applicable
Safe and responsible usage	Not applicable
Recycling and/or safe disposal	Not applicable

### 3. Number of consumer complaints

Category	FY 2024-25 Current Financial Year			FY 2023-24 Previous Financial Year		
	Received during the year	Pending resolution at the end of year	Remarks	Received during the year	Pending resolution at the end of year	Remarks
Data privacy	0	0	-	0	0	No data breach was reported as on 31 <sup>st</sup> March 2024
Advertising	-	-	-	-	-	-
Cyber-security	0	0	-	0	0	No Cyber security breaches were reported as on 31 <sup>st</sup> March 2024
Delivery of essential services	-	-	-	-	-	-
Restrictive Trade Practices	-	-	-	-	-	-
Unfair Trade Practices	-	-	-	-	-	-
Others	45,382	1,554	-	11,668	208	-



#### 4. Details of instances of product recalls on account of safety issues

Type	Number	Reason for recall
Voluntary recalls		Not Applicable
Forced recalls		

#### 5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/ No) If available, provide a web-link of the policy.

Yes, the Privacy policy of the Company is available in the public domain and can be accessed via the Company's website:

<https://www.adityabirlacapital.com/privacy-policy>.

#### 6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

No corrective actions were required during the reporting period, as there were no reported issues pertaining to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products/services.

#### 7. Provide the following information relating to data breaches:

##### a. Number of instances of data breaches

Nil

##### b. Percentage of data breaches involving personally identifiable information of customers

Nil

##### c. Impact, if any, of the data breaches

Not Applicable

### LEADERSHIP INDICATORS

#### 1. Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).

Information on various products and services of the Company is available on the Company's website, mobile application, all leading Fintech platforms, through distributors, the Company's call centre, and offline (branches). Link to the Company's website: <https://www.adityabirlacapital.com/?lob=true>

#### 2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

The Company educates consumers on safe and responsible product usage through regular email and SMS communications, social media campaigns, and continuous updates on its website. All loan applicants and co-applicants are informed about responsible usage through the Most Important Terms and Conditions (MITC) and Fair Practice Code (FPC), detailing charges, penalties, grievance redressal, and escalation procedures. Communications are shared in the customer's preferred language to ensure clarity and informed decision-making.

**3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

The Company informs its consumers of any risk of disruption/discontinuation of services through the following means of communication: (a) Call Centre (b) Website (c) Email/SMS/WhatsApp (d) ABC branches.

**4. a) Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable)? If yes, provide details in brief.**

Yes. We ensure that product information is easily accessible to customers through a range of channels, including digital platforms, the corporate website, branch offices, commercial advertisements, office screen savers, and posters. This commitment to transparency and customer education extends well beyond the requirements set by local regulations.

In addition, the launch of the ABCD Direct-to-Consumer (D2C) platform, accessible through an App, further strengthens the Company's digital footprint. The platform is designed to digitally acquire customers at scale, enable seamless cross-selling and up-selling, and evolve into a comprehensive, full-stack financial services provider. This foray is yet another marker of our commitment to creating enhanced value for all our stakeholders.

**b) Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

Yes, the company conducts regular customer satisfaction surveys at various stages of the customer journey.



# Independent Assurance Statement

## to the Management of Aditya Birla Capital Limited

Aditya Birla Capital Limited (Corporate Identity Number L67120GJ2007PLC058890, hereafter referred to as 'ABCL' or 'the Company') has commissioned DNV Business Assurance India Private Limited ('DNV', 'us' or 'we') to undertake an independent reasonable level of assurance of the Company's disclosures in its Business Responsibility and Sustainability Report (hereafter referred to as 'BRSR') for the Financial Year (FY) 2024-25. The disclosures include the BRSR Core indicators as per Annexure 17A of Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155, dated 11<sup>th</sup> November 2024.



### Our Conclusion:

Based on our review and procedures followed for a reasonable level of assurance, DNV is of the opinion that, in all material aspects, the BRSR Core Key Performance Indicators (KPIs) under the 9 ESG attributes (as listed in Annexure I of this statement) for FY 2024-25 are reported in accordance with reporting requirements outlined in Industry Standard on Reporting of BRSR Core.

### Assurance Methodology/Standard and Level of Assurance

The engagement for a reasonable level of assurance has been carried out in accordance with DNV's VeriSustainTM protocol, V6.0, which is based on our professional experience and international assurance practice, and the international standard in Assurance Engagements, ISAE 3000 (revised) - Assurance Engagements other than Audits or Reviews of Historical Financial Information. DNV's VeriSustainTM Protocol, V6.0 has been developed in accordance with the most widely accepted reporting and assurance standards. Apart from DNV's VeriSustainTM protocol (V6.0), DNV team has also followed ISO 14064-3 - Specification with guidance for the verification and validation of greenhouse gas statements to evaluate disclosures wrt. Greenhouse gas emissions.

### Scope of Work and Boundary

The scope of our engagement includes a reasonable level of assurance of the '9 BRSR Core Attributes' for the period FY 2024-25 (as listed in Annexure I of this statement).

The reporting and assurance boundary covers the performance of ABCL and its 12 subsidiaries, 2 associate companies, 3 subsidiaries of the associate companies and 1 Holding (as mentioned in ABCL's BRSR Section A-Q.23) in India (1623 branches & corporate offices) that fall under the direct operational control of the Company's Legal structure, unless otherwise stated in the table below,

BRSR Core Indicator	Reporting & Assurance Boundary
Principle 6, Essential Indicator 1, 7	Reported for 3 corporate offices and 16 branches
Principle 6, Essential Indicator 9	Reported for 3 corporate offices and 1 Branch
Principle 6, Essential Indicator 4, Principle 8, Essential Indicator 4	Not reported as it is currently not being monitored

### Our competence, and Independence

DNV applies its own management standards and compliance policies for quality control, which are based on the principles enclosed within ISO/IEC 17029:2019- Conformity Assessment – General principles and requirements for validation and verification bodies and accordingly maintains a comprehensive system of quality control including documented policies and procedures regarding compliance with ethical requirements, professional standards, and applicable legal and regulatory requirements. DNV has complied with the Code of Conduct during the assurance engagement. DNV's established policies and procedures are designed to ensure that DNV, its personnel and, where applicable, others are subject to independence requirements (including personnel of other entities of DNV) and maintain independence where required by relevant ethical requirements.

This engagement work was carried out by an independent team of sustainability assurance professionals. During the reporting period i.e FY 2024-25, DNV, to the best of its knowledge, was not involved in any non-audit/ non-assurance work with the Company and its Group entities which could lead to any Conflict of Interest. DNV was not involved in the preparation of any statements or data included in the Report except for this Assurance Statement. DNV maintains complete impartiality toward stakeholders interviewed during the assurance process.

### Reporting Criteria and Standards

The disclosures have been prepared by ABCL in reference to:

- Industry Standard on Reporting of BRSR Core, Circular No.: SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177 dated Dec 20, 2024.
- BRSR Core (Annexure 17A) and BRSR reporting guidelines (Annexure 16) as per Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155, dated 11<sup>th</sup> November 2024.
- Greenhouse Gas Protocol: A Corporate Accounting and Reporting Standard.

## Independent Assurance Statement (Contd.)

### Basis of our conclusion

As part of the assurance process, a multi-disciplinary team of assurance specialists performed assurance work for selected sites of ABCL. We carried out the following activities:

- Reviewed the disclosures under BRSR Core, encompassing the framework for assurance consisting of a set of Key Performance Indicators (KPIs) under 9 ESG attributes. The Industry Standard on Reporting of BRSR Core used a basis of reasonable level of assurance.
- Evaluation of the design and implementation of key systems, processes and controls for collecting, managing and reporting the BRSR Core indicators. Assessment of operational control and reporting boundaries.
- Seek extensive evidence across all relevant areas, ensuring a detailed examination of BRSR Core indicators.
- DNV audit team conducted on-site audits for data testing and also, to assess the uniformity in reporting processes and also quality checks at different locations of the Company. Sites for data testing and reporting system checks were selected based on the percentage contribution each site makes to the reported indicator, complexity of operations at each location (high/low/medium) and reporting system within the organisation. Sites selected for audits are listed in Annexure II.
- Interviews with selected senior managers and concerned internal stakeholders responsible for management of disclosures and review of selected evidence to support environmental KPIs and metrics disclosed in the Report. We were free to choose interviewees and interviewed those with overall responsibility of monitoring, data collation and reporting the selected indicators.
- Verification of the consolidated reported performance disclosures in context to the Principle of Completeness as per VeriSustainTM Protocol, V6.0 for reasonable level of assurance for the disclosures.

### Inherent Limitations

DNV's assurance engagement assume that the data and information provided by the Company to us as part of our review have been provided in good faith, is true, complete, sufficient, and authentic, and is free from material misstatements. The assurance scope has the following limitations:

- The assurance engagement considers an uncertainty of ±5% based on materiality threshold for estimation/measurement errors and omissions.
- DNV has not been involved in evaluation or assessment of any financial data/performance of the company. DNV opinion on specific BRSR Core indicators (for total revenue from operations; Principle 3, Question 1(c) of Essential Indicators for Spending on measures towards well-being of employees and workers – cost incurred as a % of total revenue of the company; Principle 8, Question 4 of Essential Indicators, Principle 1, Question 8 of Essential Indicators and Principle 1, Question 9 of Essential Indicators) relies on the third party audited financial reports of the Company. DNV does not take any responsibility of the financial data reported in the audited financial reports of the Company.
- The assessment is limited to data and information within the defined Reporting Period. Any data outside this period is not considered within the scope of assurance.
- Data outside the operations specified in the assurance boundary is excluded from the assurance, unless explicitly mentioned otherwise in this statement.
- The assurance does not cover the Company's statements that express opinions, claims, beliefs, aspirations, expectations, aims, or future intentions. Additionally, assertions related to Intellectual Property Rights and other competitive issues are beyond the scope of this assurance.
- The assessment does not include a review of the Company's strategy or other related linkages expressed in the Report. These aspects are not within the scope of the assurance engagement.
- The assurance does not extend to mapping the Report with reporting frameworks other than those specifically mentioned. Any assessments or comparisons with frameworks beyond the specified ones are not considered in this engagement.
- Aspects of the Report that fall outside the mentioned scope and boundary are not subject to assurance. The assessment is limited to the defined parameters.
- The assurance engagement does not include a review of legal compliances. Compliance with legal requirements is not within the scope of this assurance, and the Company is responsible for ensuring adherence to relevant laws.



## Use and distribution of Assurance statement

This assurance statement, including our conclusion has been prepared solely for the exclusive use and benefit of management of the company and solely for the purpose for which it is provided. To the fullest extent permitted by law, DNV does not assume responsibility to anyone other than company for DNV's work or this assurance statement. We have not performed any work, and do not express any conclusion, on any other information that may be published outside of the Report and/or on Company's website for the current reporting period.

The use of this assurance statement shall be governed by the terms and conditions of the contract between DNV and ABCL. DNV does not accept any liability if this assurance statement is used for any purpose other than its intended use, nor does it accept liability to any third party in respect of this assurance statement.

## Responsibility of the Company

ABCL has the sole responsibility for the preparation of the BRSR and is responsible for all information disclosed in the BRSR Core and BRSR. The company is responsible for maintaining processes and procedures for collecting, analysing and reporting the information and also, ensuring the quality and consistency of the information presented in the Report. ABCL is also responsible for ensuring the maintenance and integrity of its website and any referenced BRSR disclosures on their website.

## DNV's Responsibility

In performing this assurance work, DNV's responsibility is to the Management of the Company; however, this statement represents our independent opinion and is intended to inform the outcome of the assurance to the stakeholders of the Company. DNV disclaims any liability or co-responsibility for any decision a person or entity would make based on this assurance statement.

For DNV Business Assurance India Private Limited,

**Ankita Parab**  
Lead Verifier

**Anjana Sharma**  
Assurance Reviewer

Assurance Team: Himanshu Babbar, Shilpa Swarnim, Goutam Banik, Varsha Bohiya

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**03/07/2025, Mumbai, India.**

## Independent Assurance Statement (Contd.)

**Annexure I****BRSR CORE INDICATORS' DATA - FOR REASONABLE LEVEL OF ASSURANCE**

<b>Attribute</b>	<b>Parameter</b>	<b>Unit</b>	<b>Verified Data</b>
Green-house gas (GHG) footprint Greenhouse gas emissions may be measured in accordance with the Greenhouse Gas Protocol: A Corporate Accounting and Reporting Standard*	Total Scope 1 emissions (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	MT CO <sub>2</sub> equivalent	39.60
	Total Scope 2 emissions (Break-up of the GHG (CO <sub>2</sub> e) into CO <sub>2</sub> , CH <sub>4</sub> , N2O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	MT CO <sub>2</sub> equivalent (market-based)	5,541.77
	Total Scope 1 and Scope 2 emission intensity per rupee of turnover	tCO <sub>2</sub> e/ ₹ Crore	0.14
	Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)	tCO <sub>2</sub> e/ million USD	0.28
	Total Scope 1 and Scope 2 emission intensity in terms of physical output	tCO <sub>2</sub> e/full time equivalent	0.47
Water footprint	Total water consumption**	KL	677,104
	Water consumption intensity	KL/ ₹ Crore	16.68
		KL/ million USD	34.46
		KL/ full time equivalent	57.40
	Water Discharge by destination and levels of Treatment	KL	Not monitored
Energy footprint	Total energy consumed	GJ	44,157.08
	% of energy consumed from renewable sources	%	36.6%
	Energy intensity	GJ/ ₹ Crore	1.09
		GJ/ million USD	2.25
		GJ/ full time equivalent	3.74
Embracing circularity - details related to waste management by the entity	Plastic waste (A)	MT	4.61
	E-waste (B)	MT	2.46
	Bio-medical waste (C)	MT	1.30
	Construction and demolition waste (D)	MT	0
	Battery waste (E)	MT	0
	Radioactive waste (F)	MT	0
	Hazardous waste (H) other	MT	0
	Other Non-hazardous waste generated (I): Others	MT	87.86
	Total (A+B + C + D + E + F + G+ H+I)	MT	96.23
	Waste intensity per rupee of turnover from operations	MT/ ₹ Crore	0.002
		MT/ million USD	0.005
	Waste intensity- physical output	MT/full time equivalent	0.008
	Total waste recovered through recycling, re-using or other recovery operations		
	(i) Recycled	MT	36.97
	(ii) Re-used	MT	0
	(iii) Other recovery operations	MT	42.73
	Total	MT	79.71
	total waste disposed by nature of disposal method		
	(i) Incineration	MT	2.99
	(ii) Landfilling	MT	1.06
	(iii) Other disposal options	MT	12.47
	Total	MT	16.52



Attribute	Parameter	Unit	Verified Data
Enhancing Employee Wellbeing and Safety	Spending on measures towards well-being of employees and workers – cost incurred as a % of total revenue of the company (Excluding Workers)		0.33%
	Details of safety related incidents for employees and workers (including contract-workforce e.g. workers in the Company's construction sites)	LTIFR	Employees: Nil, Workers: NA
		Total recordable work-related injuries	Employees: Nil, Workers: NA
		No. of fatalities	Employees: Nil, Workers: NA
		High consequence work-related injury or ill-health (excluding fatalities)	Employees: Nil, Workers: NA
Enabling Gender Diversity in Business	Gross wages paid to females as % of wages paid		21%
	Complaints on POSH	Total Complaints reported under Sexual Harassment on Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	26
		Complaints on POSH as a % of female employees / workers	0.13%
		Complaints on POSH upheld	8
Enabling Inclusive Development	Input material sourced from following sources as % of total purchases –and from within India	Directly sourced from MSMEs/small producers	Not monitored
		Directly from within India	Not monitored
	Job creation in smaller towns – Wages paid to persons employed in smaller towns (permanent or non-permanent /on contract) as % of total wage cost	Rural	14.49%
		Semi-urban	0.05%
		Urban	29.83%
		Metropolitan	55.63%
Fairness in Engaging with Customers and Suppliers	Instances involving loss / breach of data of customers as a percentage of total data breaches or cyber security events		Nil
	Number of days of accounts payable		20.67
Open-ness of business	Concentration of purchases & sales done with trading houses, dealers, and related parties. Loans and advances & investments with related parties	Purchases from trading houses as % of total purchases	NA
	Concentration of Purchases	Number of trading houses where purchases are made from	NA
		Purchases from top 10 trading houses as % of total purchases from trading houses	NA
	Concentration of Sales	Sales to dealers / distributors as % of total sales	NA
		Number of dealers / distributors to whom sales are made	NA
		Sales to top 10 dealers / distributors as % of total sales to dealers / distributors	NA

## Independent Assurance Statement (Contd.)

Attribute	Parameter	Unit	Verified Data
	Shares of RPTs in	Purchases (Purchases with related parties / Total Purchases)	-
	Sales (Sales to related parties / Total Sales)	-	
	Loans & advances (Loans & advances given to related parties / Total loans & advances)	<b>Loans and Advances given to:</b> ABREL EPC Limited: ₹ 16 Cr (0.01%) O2 Renewable Energy XXII Private Limited: ₹ 115 Cr (0.07%) Birla Advanced Knits Private Limited: ₹ 15 Cr (0.01%) Applause Entertainment Private Limited: ₹ 375 Cr (0.24%) Azure Jouel Private Limited: ₹ 120 Cr (0.08%)	
	Investments (Investments in related parties / Total Investments made)	<b>Loan and Advances Outstanding Balance:</b> ABREL EPC Limited: ₹ 33.73 Cr (0.02%) Aditya Birla Renewables Green Power Private Limited: ₹ 51.45 Cr (0.03%) O2 Renewable Energy XXII Private Limited: ₹ 115 Cr (0.07%) Birla Advanced Knits Private Limited: ₹ 14.99 Cr (0.01%) Ms. Vishakha Mulye: ₹ 5.20 Cr (0.003%) Applause Entertainment Pvt Ltd: Nil Azure Jouel Pvt Ltd : Nil	
		<b>Investments made in:</b> Chaitanya India Fin Credit Private Limited: ₹ 33 Cr (0.03%) Aditya Birla Health Insurance Co. Limited: ₹ 184 Cr (0.17%) Aditya Birla Wellness Private Limited: ₹ 7 Cr (0.01%)	
		<b>Investment closing balance:</b> Grasim Industries Limited: ₹ 25.11 Cr (0.02%) Ultra Tech Cement Limited: ₹ 65.23 Cr (0.06%) Chaitanya India Fin Credit Private Limited: ₹ 24.16 Cr (0.02%)	
		<b>Equity shares in Joint venture/Associate:</b> Aditya Birla Sun Life AMC Limited: ₹ 1674.96 Cr (1.55%) Aditya Birla Sun Life Trustee Private Limited: ₹ 1.06 Cr (0.001%) Aditya Birla Wellness Private Limited: ₹ 11.53 Cr (0.01%) Aditya Birla Health Insurance Co. Limited: ₹ 3169.62 Cr (2.93%)	

\* Scope 1 GHG emissions are calculated based on 2006 IPCC Guidelines for National Greenhouse Gas Inventories, IPCC sixth assessment report, GHG Protocol 2024. Scope 2 GHG emissions for Indian operations are calculated based on the Grid Electricity EF - Central Electricity Authority, Govt. of India, CO<sub>2</sub> baseline database for Indian Power Sector, version 20, December 2024. Scope 2 emission data have been calculated by a market-based approach.

\*\* Water consumption calculated as per CGWA Govt. of India, 2016 estimates, i.e. 45 litre/head/day. ABCL has considered water consumption for reporting third-party water withdrawal in BRSR, as currently the Company does not monitor actual water withdrawal.



## Annexure II

S.no	Site	Location
1.	Head Office	Mumbai, Maharashtra
2.	Offices/Branches - on-site audits including Corporate Offices	Mumbai & Thane, Maharashtra- R-Tech Park, G- Corp Tech Park Chennai, Tamil Nadu- Oval and Guindy Kolkata, West Bengal Bangalore, Karnataka Noida and Delhi
3.	Offices/Branches - for Remote audits	Ahmedabad, Gujarat Lucknow, Uttar Pradesh Bhubaneshwar, Orissa

# Independent Auditor's Report

To the Members of  
Aditya Birla Capital Limited

## REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

### Opinion

1. We have audited the accompanying Standalone Financial Statements of **Aditya Birla Capital Limited** ('the Company'), which comprise the Standalone Balance Sheet as at 31<sup>st</sup> March 2025, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flow and the Standalone Statement of Changes in Equity for the year then ended, and notes to the Standalone Financial Statements, including a summary of the material accounting policies and other explanatory information (hereinafter referred to as the 'Standalone Financial Statements').
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, the relevant circulars, guidelines and directions issued by the Reserve Bank of India (RBI) from time to time ('RBI Guidelines') and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March 2025, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matter

4. Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone Financial Statements for the financial year ended 31<sup>st</sup> March 2025. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



5. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How our audit addressed the key audit matter
<b>Impairment of loans to customers</b>	
(Refer Note 2 for material accounting policies and Note 7 for credit risk disclosures)	
<p>As at 31<sup>st</sup> March 2025, the Company has reported gross loan assets of ₹ 1,24,122.94 crore against which an impairment loss of ₹ 1,778.43 crore has been recorded. The Company recognized impairment provision for loan assets based on the Expected Credit Loss ("ECL") approach laid down under 'Ind AS 109 – Financial Instruments'.</p> <p>The estimation of ECL involves significant management judgement and estimates and the use of different modelling techniques and assumptions which could have a material impact on reported profits. Significant management judgement and assumptions involved in measuring ECL is required with respect to:</p> <ul style="list-style-type: none"> <li>• ensuring completeness and accuracy of the data used to create assumptions in the model;</li> <li>• determining the criteria for a significant increase in credit risk;</li> <li>• factoring in future economic assumptions techniques used to determine probability of default, loss given default and exposure at default.</li> </ul> <p>These parameters are derived from the Company's internally developed statistical models and other historical data.</p> <p><b>Disclosure</b></p> <p>The disclosures regarding the Company's application of Ind AS 109 are key to explaining the key judgements and material inputs to the ECL results. Further, disclosures to be provided as per RBI circulars with regards to Non-Performing Assets and provisions is also an area of focus.</p> <p>Considering the significance of the above matter to the overall financial statements and extent of management's estimates and judgements involved, it required significant auditor attention. Accordingly, we have identified this as a key audit matter.</p>	<p>Our audit included assessing the appropriateness of management's judgment and estimates used in the ECL computation through procedures that included, but were not limited to, the following:</p> <ul style="list-style-type: none"> <li>• Obtained an understanding of the modelling techniques adopted by the Company including the key inputs and assumptions;</li> <li>• Considered the Company's accounting policies for estimation of Expected Credit Loss on loans and assessing compliance with the policies in terms of Ind AS 109;</li> <li>• Obtained an understanding of the management's updated processes, systems and controls implemented in relation to impairment allowance process;</li> <li>• Verification of the computation of the ECL including reasonableness of the methodology and assumption used to determine macro-economic overlays;</li> <li>• Tested on sample basis, the design and operating effectiveness of key controls over completeness and accuracy of the key inputs and assumptions considered for calculation, recording, monitoring of the impairment loss recognized and staging of assets;</li> <li>• On a test check basis, assessed the critical assumptions and input data used in the estimation of Expected Credit Loss models for specific key credit risk parameters, such as the movement logic between stages, Exposure at default (EAD), probability of default (PD) or loss given default (LGD);</li> <li>• Obtained written representations from management and those charged with governance on whether they believe significant assumptions used in calculation of expected credit losses are reasonable;</li> <li>• Assessed the appropriateness and adequacy of the related presentation and disclosures of Note 50 "Financial risk management" disclosed in the accompanying financial statements in accordance with the applicable accounting standards and related RBI Circulars and Resolution Framework.</li> </ul>

## Information other than the Standalone Financial Statements and Auditor's Report thereon

6. The Company's Board of Directors are responsible for the preparation of other information. The other information comprises the information included in the Board's Report (including annexures thereto) and Management Discussion and Analysis ("MD&A") (collectively referred to as "Other Information"), but does not include the Standalone Financial Statements and our Auditor's Report thereon. The Other Information is expected to be made available to us after the date of this Auditors' Report.

Our opinion on the Standalone Financial Statements does not cover the Other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the Other Information identified above when it becomes available and, in doing so, consider whether the Other Information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the Other Information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

## Independent Auditor's Report (Contd.)

### **Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements**

7. The accompanying Standalone Financial Statements have been approved by the Company's Board of Directors. The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under section 133 of the Act, RBI Guidelines and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
8. In preparing the Standalone Financial Statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Management and Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
9. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

10. Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit

conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

11. As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:
  - Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
  - Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to the Standalone Financial Statements in place and the operating effectiveness of such controls based on our audit;
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors;
  - Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained upto the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;



- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation; and
  - Obtain sufficient appropriate audit evidence regarding the Standalone Financial Statements of the Company to express an opinion on the Standalone Financial Statements.
12. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
13. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
14. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the financial year ended 31<sup>st</sup> March 2025 and are therefore the Key Audit Matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matter

15. As described in Note 65 to the Standalone Financial Statements regarding the amalgamation of erstwhile Aditya Birla Finance Limited ("ABFL") with the Company with an appointed date of 1<sup>st</sup> April 2024, which has become effective on 1<sup>st</sup> April 2025 and accordingly, the Standalone Financial Statements for the year ended 31<sup>st</sup> March 2024 have been restated by the Company after recognizing the impact of the amalgamation from the appointed date. Further, we did not audit the Standalone Financial Statements of erstwhile ABFL for the year ended 31<sup>st</sup> March 2024 which were audited by other auditors, whose reports have been furnished to us by the management

and our opinion on the Standalone Financial Statements, to the extent they have been derived from such financial statements is based on the report of such auditors.

16. These Standalone Financial Statements include the figures for the year ended 31<sup>st</sup> March 2024 which were audited by predecessor auditors who expressed an unmodified opinion as relevant on those Standalone Financial Statements vide their audit report dated 13<sup>th</sup> May 2024.

Our opinion on the Standalone Financial Statements is not modified in respect of above matters.

### Report on Other Legal and Regulatory Requirements

17. As required by Section 197(16) of the Act based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
18. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of Section 143(11) of the Act we give in the Annexure I, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
19. Further to our comments in Annexure I, as required by Section 143(3) of the Act based on our audit, we report, to the extent applicable, that:
- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying Standalone Financial Statements;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 19(g)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) ("the Rules");
  - c) the Standalone Financial Statements dealt with by this report are in agreement with the books of account;
  - d) in our opinion, the aforesaid Standalone Financial Statements comply with Ind AS specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

## Independent Auditor's Report (Contd.)

- e) on the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March 2025 from being appointed as a director in terms of section 164(2) of the Act;
- f) with respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company as on 31<sup>st</sup> March 2025 and the operating effectiveness of such controls, refer to our separate Report in Annexure II wherein we have expressed an unmodified opinion; and
- g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company, as detailed in note 45 to the Standalone Financial Statements, has disclosed the impact of pending litigations on its financial position as at 31<sup>st</sup> March 2025;
  - ii. The Company, as detailed in note 5 and 7 to the Standalone Financial Statements, has made provision as at 31<sup>st</sup> March 2025, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31<sup>st</sup> March 2025. The Company, as detailed in note 68 to the Standalone Financial Statements, has regularly transferred the required amounts to the Investor Education and Protection Fund;
  - iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 59 to the Standalone Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person or entity, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
  - b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 59 to the Standalone Financial Statements no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
  - c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.
  - v. The Company has neither declared nor paid any dividend during the year; and
  - vi. Based on our examination, which included test checks, the Company has used various accounting software for maintaining its books of account which have a feature of recording



audit trail (edit log) facility, which have operated throughout the year for all relevant transactions recorded in the software, except in respect of a) in one accounting software where the audit trail feature at database level was not enabled for part of the year; b) no audit trail feature for recording earlier values of the modified data was enabled at the database level throughout the year in respect of four accounting software(s) to log any direct data changes; and c) in respect of three accounting software(s), which are hosted at a third-party service provider location, where the activities have been outsourced by the Company, independent service auditors report has been made available to us for the

part of the year, however it does not contain any reporting reference in regard to audit trail feature at the database level, we are unable to comment whether audit trail feature in the aforesaid software at the database level was enabled and operated throughout the year or not. Based on our procedures performed, we did not notice any instance of the audit trail feature being tampered with. In respect of the aforesaid databases, in the absence of audit trail for the said period, the question of our commenting on whether the audit trail was tampered with, does not arise. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **M M Nissim & Co LLP**

Chartered Accountants

Firm Regn. No. 107122W/W100672

**Sanjay Khemani**

Partner

Membership No.: 044577

UDIN: 25044577BMOBER8914

Mumbai  
13<sup>th</sup> May 2025

## Annexure I

referred to in Paragraph 18 of the Independent Auditor's Report of even date to the members of Aditya Birla Capital Limited on the Standalone Financial Statements for the year ended 31<sup>st</sup> March 2025

Based on the information and explanations provided by the Company including representations made by the management and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

- i. a. (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of Right-of-use assets.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- b. Physical verification of Property, Plant and Equipment has been carried out by the management during the year in accordance with the phased program of verification of all tangible assets over a maximum period of three years. The management has not observed any material discrepancy on such verification.
- c. The title deeds of all the immovable properties owned by the Company (properties where the company is the lessee, lease agreements are executed in favour of the lessee) are held in the name of the Company, except in respect of following properties:

Description of property	Gross carrying value ₹ in crore	Held in Name of	Whether held in the name of promoter, director or their relative or employee	Period held – indicate range, where appropriate	Reason for not being held in name of company
Office Branch at Ahmedabad	0.26	Aditya Birla Finance Limited ("ABFL")	No	FY 2010-11	The merger of ABFL with the Company has become effective from 1 <sup>st</sup> April 2025.

- d. During the year, the Company has not revalued any of its Property, Plant and Equipment (including Right-of-Use assets) and intangible assets.
- e. No proceedings have been initiated during the year or are pending against the Company as at 31<sup>st</sup> March 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.
- ii. a. The Company does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.
- b. The Company has working capital limit in excess of ₹ 5 crore sanctioned by banks and financial institutions based on the security of current assets. The quarterly returns/statements, in respect of the working capital limits have been filed by the Company with such banks and financial institutions and as per the information and explanations given to us and as verified by us, such returns/statements are materially in agreement with the unaudited books of account of the Company during the respective periods.
- iii. a. As explained in note no. 1 of the Standalone Financial Statements, the Company is a Non-Banking Finance Company and its principal business is to give loans. Accordingly, reporting under clause 3(iii)(a) of the Order is not applicable to the Company.

Delays bucket *	Principal outstanding of such borrowers (₹ crore)*
1-30 days	7,929.25
31-60 days	1,103.81
61-90 days	810.31
More than 90 days	2,777.45
<b>Total</b>	<b>12,620.82</b>

\*Multiple loans to a single borrower has been classified in the same bucket as loan with highest no. of days delay with aggregate outstanding of loans to such borrower.



- d. In respect of 42,755 borrowers, where an amount is overdue for more than 90 days in respect of loans and advances in the nature of loans granted in course of the business operations of the Company, which aggregates to ₹ 2,777.45 crore as at 31<sup>st</sup> March 2025, reasonable steps, as per the policies and procedures of the Company, have been taken for recovery of principal and interest overdue.
- e. As stated in note no. 1 of the Standalone Financial Statements, the Company has been permitted by RBI to continue to carry on the business of NBFC-ICC, and its principal business is to give loans. Accordingly, reporting under clause 3(iii)(e) of the Order is not applicable to the Company.
- f. The Company has not granted any loans or advances in the nature of loans which are repayable on demand or without specifying any terms or period of repayment during the year. Accordingly, reporting under clause 3(iii)(f) of the Order is not applicable to the Company.
- iv. In our opinion, and according to the information and explanations given to us, the Company has not granted any
- vii. a. In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, have been regularly deposited with the appropriate authorities by the Company though there has been a delay in a few instances. Further, there are undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable as follows:

Name of Statute	Nature of dues	Amount in crore	Period to which amount relates	Due date	Date of payment
Professional tax pertaining to 7 states	Professional Tax	0.11	April 24 to August 24	various due dates	Not paid

- b. According to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following:

Name of the Statute	Nature of dues	Amount involved (crore)	Amount unpaid (crore)	Period to Which the unpaid amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	0.56	0.56	AY 2007-08	Income Tax Officer (Assessing Officer)
		52.30	52.30	AY 2011-12	Bombay High Court
		1.89	1.89	AY 2012-13	Commissioner of Income Tax (Appeals)
		0.01	0.01	AY 2013-14	Income Tax Officer (Assessing Officer)
		0.00*	0.00*	AY 2014-15	
		0.00*	0.00*	AY 2015-16	
		29.70	29.70	AY 2017-18	Commissioner of Income Tax (Appeals)
		41.52	41.52	AY 2018-19	
		10.19	10.19	AY 2020-21	
		0.70	0.70	FY 2014-15, 2015-16	Custom, Excise and Service Tax Appellate Tribunal, Mumbai
Finance Act, 1994	Service Tax	9.19	9.19	FY 2017-18	Appellate Authority
Central Goods & Service Tax, 2017	Goods and Services Tax				

\* Denominates amount less than 1 lakh.

## Annexure I (Contd.)

- viii. No transaction was surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), which have not been recorded in the books of accounts.
- ix. a. The Company has not defaulted in repayment of its loans or other borrowings or in the payment of interest thereon to any lender during the year.  
 b. The Company has not been declared a willful defaulter by any bank or financial institution or other lender or government or any government authority.  
 c. Money raised by way of term loans were applied for the purposes for which these were obtained, though idle/surplus funds, which were not required for immediate utilisation, have been invested in readily realisable liquid investments.  
 d. On an overall examination of the Standalone Financial Statements of the Company, funds raised by the Company on short term basis have not been utilized for long term purposes.  
 e. The Company has subsidiaries, associate or joint ventures during the year. Further, on an overall examination of the Standalone Financial Statements of the Company, the Company has not taken any funds from any entity or person on accounts of or to meet the obligation of its subsidiary.  
 f. The Company have subsidiaries, associate or joint ventures during the year. Further, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, associate and joint ventures.
- x. a. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under clause 3(x)(a) of the Order are not applicable to the Company.  
 b. The Company has not made any preferential allotment or private placement of shares or fully, partly, or optionally convertible debentures during the year. Accordingly, the provisions stated under clause 3(x)(b) of the Order are not applicable to the Company.
- xi. a. No fraud by the Company or on the Company has been noticed or reported during the period covered by our audit except for misappropriation of assets of the Company by its employees or by the customers of the Company identified by the management during the year, involving amounts aggregating to ₹ 8.88 crore as mentioned in Note 72 of the accompanying Standalone Financial Statements. The Company has initiated necessary action against the employees and customers connected to such instances including termination of their employment contracts, wherever required and recovery of the amounts.
- b. No report under section 143(12) of the Act has been filed with the Central Government for the period covered by our audit.
- c. We have taken into consideration the whistle blower complaints received by the Company during the year and provided to us, when performing our audit.
- xii. The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.
- xiii. In our opinion and according to the information and explanations given to us, all transactions entered into by the Company with the related parties are in compliance with sections 177 and 188 of the Act, where applicable. Further, the details of such related party transactions have been disclosed in the Standalone Financial Statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.
- xiv. a. In our opinion, the Company has an internal audit system as required under section 138 of the Act which is commensurate with the size and the nature of its business.  
 b. We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.
- xv. According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.
- xvi. a. The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and as stated in note no. 1 of the Standalone Financial Statements, the Company has surrendered both the CoR and RBI has permitted the Company to continue to carry on the business of NBFC-ICC.  
 b. As stated in note no. 1 of the Standalone Financial Statements, RBI has permitted the Company to continue to carry on the business of NBFC-ICC.



Hence, the Company has conducted Non-Banking Financial activities basis the aforesaid approval from RBI. Further, Company has not conducted any Housing Finance activities and is not required to obtain CoR for such activities from the RBI.

- c. According to the information and explanations given to us, the Company has surrendered its Core Investment Company (CIC) certificate and has made application for registration as NBFC-ICC.
- d. The Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) has more than one Core Investment Companies ('CICs') as a part of its group. The Group has three unregistered CICs.

xvii. The Company has not incurred any cash loss in the current as well as the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.

- xx a According to the information and explanations given to us, in respect of other than ongoing projects, the Company has transferred unspent Corporate Social Responsibility (CSR) amount, to a Fund specified in Schedule VII to the Companies Act, 2013 before the date of this report and within a period of six months of the expiry of the financial year in compliance with second proviso to sub-section (5) of section 135 of the said Act.

Financial year	Amount unspent on CSR activities "other than Ongoing Projects" as at Balance Sheet date (in crore)	Amount transferred to Fund specified in Schedule VII within 6 months from the end of the Financial Year (in crore)	Amount transferred after the due date (specify the date of deposit) (in crore)	Amount pending to be transferred as at the report date
2024-25	1.00		1.00 Nil	Nil

- b. According to the information and explanations given to us, there is no unspent amount under subsection (5) of section 135 of the Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance with the provision of subsection (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx)(b) of the Order not applicable for the year.

xix. On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the plans of the Board of Directors and management, we are of the opinion that no material uncertainty exists as on the date of the audit report that Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts upto the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

- xxi. The reporting under clause 3(xxi) is not applicable in respect of audit of Standalone Financial Statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For M M Nissim & Co LLP

Chartered Accountants

Firm's Registration No: 107122W/W100672

**Sanjay Khemani**

Partner

Membership No. 044577

UDIN: 25044577BMOBER8914

Mumbai

13<sup>th</sup> May 2025

## Annexure II

to the Independent Auditor's Report of even date to the members of Aditya Birla Capital Limited on the Standalone Financial Statements for the year ended 31<sup>st</sup> March 2025

### **INDEPENDENT AUDITOR'S REPORT ON THE INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE STANDALONE FINANCIAL STATEMENTS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ('THE ACT')**

(Referred to in paragraph 19(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

1. In conjunction with our audit of the Standalone Financial Statements of Aditya Birla Capital Limited ('the Company') as at and for the year ended 31<sup>st</sup> March 2025, we have audited the Internal Financial Controls with reference to Standalone Financial Statements of the Company as at that date.

#### **Board of Directors' responsibilities for Internal Financial Controls**

2. The Company's Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to Standalone Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ('the Guidance Note') issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of the Company's business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditor's responsibility for the audit of the Internal Financial Controls with reference to Standalone Financial Statements**

3. Our responsibility is to express an opinion on the Company's Internal Financial Controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of Internal Financial Controls with reference to Standalone Financial Statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform

the audit to obtain reasonable assurance about whether adequate Internal Financial Controls with reference to Standalone Financial Statements were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the Internal Financial Controls with reference to Standalone Financial Statements and their operating effectiveness. Our audit of Internal Financial Controls with reference to Standalone Financial Statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's Internal Financial Controls with reference to Standalone Financial Statements.

#### **Meaning of Internal Financial Controls with Reference to Standalone Financial Statements**

6. A company's Internal Financial Controls with reference to Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's Internal Financial Controls with reference to Standalone Financial Statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.



## Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

7. Because of the inherent limitations of Internal Financial Controls with reference to Standalone Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the Internal Financial Controls with reference to Standalone Financial Statements to future periods are subject to the risk that the Internal Financial Controls with reference to Standalone Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion

8. In our opinion, the Company has, in all material respects, adequate Internal Financial Controls with reference to Standalone Financial Statements and such controls were operating effectively as at 31<sup>st</sup> March 2025, based on the Internal Financial Controls with reference to Standalone Financial Statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note issued by the ICAI.

Mumbai  
13<sup>th</sup> May 2025

For **M M Nissim & Co LLP**  
Chartered Accountants  
Firm's Registration No: 107122W/W100672

**Sanjay Khemani**  
Partner  
Membership No. 044577  
UDIN: 25044577BMOBER8914

# Standalone Balance Sheet

as at 31<sup>st</sup> March 2025

Sr. No.	Particulars	Note No.	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>ASSETS</b>				
<b>(1) Financial Assets</b>				
(a) Cash and Cash Equivalents	3	2,376.77	199.34	
(b) Bank Balances other than (a) above	4	0.01	1,044.07	
(c) Derivative Financial Instruments	5	31.03	10.41	
(d) Receivables	6			
(i) Trade Receivables		35.13	28.91	
(ii) Other Receivables		9.06	14.80	
(e) Loans	7	1,22,344.51	1,03,916.49	
(f) Investments	8	12,829.40	11,634.90	
(g) Other Financial Assets	9	417.81	81.91	
<b>Sub Total - Financial Assets</b>		<b>1,38,043.72</b>	<b>1,16,930.83</b>	
<b>(2) Non-Financial Assets</b>				
(a) Current Tax Assets (Net)	10 (A)	56.00	31.40	
(b) Deferred Tax Assets (Net)	11	492.97	367.86	
(c) Investment Property	12	13.50	13.94	
(d) Property, Plant and Equipment	13	130.77	96.20	
(e) Right-of-Use Assets	46	239.01	284.97	
(f) Intangible Assets Under Development	14	15.14	10.79	
(g) Goodwill	15	64.46	64.46	
(h) Other Intangible Assets	16	54.24	44.56	
(i) Other Non-Financial Assets	17	190.08	224.20	
(j) Assets Held for Sale		-	0.09	
<b>Sub Total - Non-Financial Assets</b>		<b>1,256.17</b>	<b>1,138.47</b>	
<b>Total Assets</b>		<b>1,39,299.89</b>	<b>1,18,069.30</b>	
<b>LIABILITIES AND EQUITY</b>				
<b>LIABILITIES</b>				
<b>(1) Financial Liabilities</b>				
(a) Derivative Financial Instruments	5	128.38	86.73	
(b) Trade Payables	18			
(i) Total Outstanding Dues of Micro Enterprises and Small Enterprises		44.91	3.65	
(ii) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		384.90	573.92	
(c) Debt Securities	19	37,065.73	30,527.10	
(d) Borrowings (other than Debt Securities)	20	69,860.79	58,893.03	
(e) Subordinated Liabilities	21	4,209.16	2,872.01	
(f) Lease Liabilities	46	266.45	302.75	
(g) Other Financial Liabilities	22	1,748.26	2,293.36	
<b>Sub Total - Financial Liabilities</b>		<b>1,13,708.58</b>	<b>95,552.55</b>	
<b>(2) Non-Financial Liabilities</b>				
(a) Current Tax Liabilities (Net)	10(B)	176.49	257.54	
(b) Provisions	23	121.77	104.31	
(c) Other Non-Financial Liabilities	24	99.41	120.96	
<b>Sub Total - Non-Financial Liabilities</b>		<b>397.67</b>	<b>482.81</b>	
<b>(3) Equity</b>				
(a) Equity Share Capital	25	2,607.01	2,600.02	
(b) Other Equity	26	22,586.63	19,433.92	
<b>Sub Total - Equity</b>		<b>25,193.64</b>	<b>22,033.94</b>	
<b>Total Liabilities and Equity</b>		<b>1,39,299.89</b>	<b>1,18,069.30</b>	

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## Material Accounting Policies

2

The accompanying Notes are an integral part of the Standalone Financial Statements

In terms of our report attached  
**For M M Nissim & Co LLP**  
Chartered Accountants  
Firm Registration No : 107122W/W100672

For and on behalf of the Board of Directors of  
**Aditya Birla Capital Limited**

**Sanjay Khemani**  
Partner  
Membership No. 044577

**Vishakha Mulye**  
Chief Executive Officer

**Arun Kumar Adhikari**  
Director  
(DIN: 00591057)

**Vijayalakshmi Iyer**  
Director  
(DIN: 05242960)

Mumbai, 13<sup>th</sup> May 2025

**Pinky Mehta**  
Chief Financial Officer  
Mumbai, 13<sup>th</sup> May 2025

**Santosh Haldankar**  
Company Secretary



# Standalone Statement of Profit and Loss

for the year ended 31<sup>st</sup> March 2025

Sr. No.	Particulars	Note No.	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>REVENUE FROM OPERATIONS</b>				
(a)	Interest Income	27	14,029.35	12,134.06
(b)	Dividend Income	28	236.60	78.32
(c)	Fees and Commission Income	29	495.34	511.31
(d)	Net Gain on Fair Value Changes	30	277.02	183.79
(e)	Net Gain on De-recognition of Financial Instruments at Amortised Cost	31	97.15	18.54
(f)	Gain on Sale of Investments	32	283.22	635.77
<b>1</b>	<b>Total Revenue from Operations</b>		<b>15,418.68</b>	<b>13,561.79</b>
2	Other Income	33	134.39	63.39
<b>3</b>	<b>Total Income (1+2)</b>		<b>15,553.07</b>	<b>13,625.18</b>
<b>4 EXPENSES</b>				
(a)	Finance Costs	34	7,981.36	6,468.64
(b)	Impairment on Financial Instruments	35	1,447.57	1,355.66
(c)	Employee Benefits Expense	36	1,119.07	968.54
(d)	Depreciation and Amortisation Expense	37	133.80	122.45
(e)	Other Expenses	38	944.47	927.48
	<b>Total Expenses</b>		<b>11,626.27</b>	<b>9,842.77</b>
<b>5</b>	<b>Profit Before Tax (3-4)</b>		<b>3,926.80</b>	<b>3,782.41</b>
<b>Tax Expense</b>				
(a)	Current Tax		978.20	933.29
(b)	Short/(Excess) Provision for Current Tax Related to Earlier Years		(0.44)	(30.08)
(c)	Deferred Tax		(8.18)	(55.95)
<b>6</b>	<b>Total Tax Expenses</b>		<b>969.58</b>	<b>847.26</b>
<b>7</b>	<b>Profit After Tax for the Year (5-6)</b>		<b>2,957.22</b>	<b>2,935.15</b>
<b>8 Other Comprehensive Income (OCI)</b>				
(a) Items that will not be Reclassified to Profit or Loss				
(i)	Remeasurement Gain on Defined Benefit Plan		(10.48)	6.57
	Income Tax Impact of the above		2.57	(1.66)
(ii)	Changes in Fair Value of Equity Instruments carried at FVTOCI		1.01	0.88
	Income Tax Impact of the above		(0.25)	(0.22)
(b) Items that will be Reclassified to Profit or Loss				
(i)	Fair Value Change on Derivatives designated as Cash Flow Hedge		(63.04)	(26.81)
	Income Tax Impact of the above		15.87	6.75
<b>Other Comprehensive Income for the Year</b>				
<b>9</b>	<b>Total Comprehensive Income (After Tax) (7+8)</b>		<b>2,902.90</b>	<b>2,920.66</b>
<b>10</b>	Earnings Per Equity Share of ₹ 10 each	39		
	Basic - ₹		11.36	11.49
	Diluted - ₹		11.26	11.40

Material Accounting Policies

2

The accompanying Notes are an integral part of the Standalone Financial Statements.

In terms of our report attached

For and on behalf of the Board of Directors of

**For M M Nissim & Co LLP**

**Aditya Birla Capital Limited**

Chartered Accountants

Firm Registration No.: 107122W/W100672

**Sanjay Khemani**  
Partner  
Membership No. 044577

**Vishakha Mulye**  
Chief Executive Officer

**Arun Kumar Adhikari**  
Director  
(DIN: 00591057)

**Vijayalakshmi Iyer**  
Director  
(DIN: 05242960)

Mumbai, 13<sup>th</sup> May 2025

**Pinky Mehta**  
Chief Financial Officer  
Mumbai, 13<sup>th</sup> May 2025

**Santosh Haldankar**  
Company Secretary

# Standalone Statement of Cash Flows

for the year ended 31<sup>st</sup> March 2025

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>A Cash Flow From Operating Activities</b>		
Profit Before Tax	3,926.80	3,782.41
<b>Adjustments For-</b>		
Expense on Employee Stock Options Scheme	46.86	50.00
Impairment on Financial Instruments	1,447.57	1,355.66
Net Gain on Fair Value Changes	(277.02)	(183.79)
Gain on Sale of Investment	(283.22)	(635.77)
Depreciation and Amortisation	133.80	122.45
Net Gain on Derecognition of Financial Instruments at Amortised Cost	(47.84)	(15.04)
Finance Costs on Lease Liabilities	20.41	18.92
(Profit)/Loss on Sale of Property, Plant and Equipment	0.51	0.14
<b>Operating Profit Before Working Capital Changes</b>	<b>4,967.87</b>	<b>4,494.98</b>
<b>Adjustments For-</b>		
(Increase)/Decrease in Trade and Other Receivables	47.24	42.82
(Increase)/Decrease in Loans	(19,871.65)	(26,419.69)
(Increase)/Decrease in Other Assets	(346.83)	(26.56)
Increase/(Decrease) in Trade Payables	(147.76)	(100.18)
Increase/(Decrease) in Provisions	6.98	29.02
Increase/(Decrease) in Other Liabilities	(219.41)	1,846.32
<b>Cash Used in Operations</b>	<b>(15,563.56)</b>	<b>(20,133.29)</b>
Income Taxes Paid	(1,083.42)	(690.37)
<b>Net Cash Used in Operating Activities</b>	<b>(16,646.98)</b>	<b>(20,823.66)</b>
<b>B Cash Flow from Investing Activities</b>		
Addition to Property, Plant and Equipment and Intangible Assets	(108.04)	(110.38)
Proceeds from Sale of Property, Plant and Equipment	4.23	0.75
Investments in Subsidiary Companies	(1,818.61)	(411.50)
Investments in Joint Venture Companies	(190.69)	-
Purchase of Long-Term Investments	(470.58)	-
Proceeds from Sale of Investment in a Subsidiary and an Associate Company	283.53	639.00
Proceeds from Redemption of Preference Shares of a Subsidiary Company	53.43	-
Proceeds from Sale of Long-Term Investments	-	226.21
(Purchase)/Sale of Current Investments (Net)	1,572.16	(2,975.73)
Movement in Bank Deposits with original maturity greater than three months (Net)	1,044.17	(1,001.00)
<b>Net Cash From/(Used) in Investing Activities</b>	<b>369.60</b>	<b>(3,632.65)</b>



# Standalone Statement of Cash Flows (Contd.)

for the year ended 31<sup>st</sup> March 2025

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>C Cash Flow from Financing Activities</b>		
Exercise of Employee Stock Options	72.84	70.27
Proceeds from Shares Issued by the Company (Net of Share Issue Expenses)	-	2,962.63
Proceeds from Long-Term Borrowings	38,525.79	26,889.11
Repayment of Long-Term Borrowings	(16,632.26)	(12,985.78)
Short-Term Borrowings (Net)	(3,439.37)	7,377.02
Repayment of Lease Liabilities (Including Interest thereon)	(67.69)	(51.11)
Proceeds Received as Share Application Money Pending for Allotment (Net)	(4.50)	4.40
<b>Net Cash from Financing Activities</b>	<b>18,454.81</b>	<b>24,266.54</b>
<b>D Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)</b>	<b>2,177.43</b>	<b>(189.77)</b>
<b>E Opening Cash and Cash Equivalents</b>	<b>199.34</b>	<b>389.11</b>
<b>F Closing Cash and Cash Equivalents (D+E)</b>	<b>2,376.77</b>	<b>199.34</b>

Note - Cash Flow Used in Operations includes:

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Interest Received	13,720.50	11,546.69
Interest Paid	(7,641.39)	(6,122.41)
Dividend Received	236.59	78.32

Note: The above Statement of Cash Flows has been prepared under the indirect method as set out in Ind AS 7 'Statement of Cash Flows'.

In terms of our report attached

For and on behalf of the Board of Directors of

**For M M Nissim & Co LLP**

**Aditya Birla Capital Limited**

Chartered Accountants

Firm Registration No.: 107122W/W100672

**Sanjay Khemani**

Partner

Membership No. 044577

**Vishakha Mulye**

Chief Executive Officer

**Arun Kumar Adhikari**

Director

(DIN: 00591057)

**Vijayalakshmi Iyer**

Director

(DIN: 05242960)

Mumbai, 13<sup>th</sup> May 2025

**Pinky Mehta**

Chief Financial Officer

Mumbai, 13<sup>th</sup> May 2025

**Santosh Haldankar**

Company Secretary

# Standalone Statement of Changes in Equity

for the year ended 31<sup>st</sup> March 2025

## (A) EQUITY SHARE CAPITAL

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Balance at the beginning of the Year	2,600.02	2,417.99
Changes in Equity Share Capital during the Year	6.99	182.03
<b>Balance at the end of the Year</b>	<b>2,607.01</b>	<b>2,600.02</b>

## (B) OTHER EQUITY

For the year ended 31<sup>st</sup> March 2024

Particulars	Share Application Money Pending Allotment	Reserves and Surplus						Items of Other Comprehensive Income			Other Equity
		Special Reserve	Capital Reserve	Capital Redemption Reserve	Securities Premium Reserve	Share Options Outstanding Account	Retained Earnings	Surplus as per the Statement of Profit and Loss	General Reserve	Equity Instrument through Other Comprehensive Income	
<b>Balance as at 1<sup>st</sup> April 2023</b>	1.18	1,649.81	(15.40)	10.00	6,109.62	192.13	5,593.00	17.67	2.20	(2.25)	13,557.96
Profit for the Year	-	-	-	-	-	-	2,935.15	-	-	-	2,935.15
Other Comprehensive Income/(Loss) for the Year	-	-	-	-	-	-	4.91	-	0.66	(20.06)	(14.49)
<b>Total Comprehensive Income for the Year</b>	-	-	-	-	-	-	<b>2,940.06</b>	-	<b>0.66</b>	<b>(20.06)</b>	<b>2,920.66</b>
Issue of Equity Shares (Refer Note 60)	-	-	-	-	2,824.29	-	-	-	-	-	2,824.29
Share Issue Expenses	-	-	-	-	(37.37)	-	-	-	-	-	(37.37)
Share Application Money Pending for Allotment (Net)	4.40	-	-	-	-	-	-	-	-	-	4.40
Transfer to Special Reserve	-	587.03	-	-	-	-	(587.03)	-	-	-	-
Transfer to General Reserve on Account of Lapse of Vested Options	-	-	-	-	-	(0.79)	-	0.79	-	-	-
Exercise of ESOP	-	-	-	-	63.95	-	-	-	-	-	63.95
Transfer from Share Options Outstanding Account on Exercise of Options	-	-	-	-	41.03	(41.03)	-	-	-	-	-
ESOP Charge for the Year	-	-	-	-	-	100.03	-	-	-	-	100.03
<b>Balance as at 31<sup>st</sup> March 2024</b>	<b>5.58</b>	<b>2,236.84</b>	<b>(15.40)</b>	<b>10.00</b>	<b>9,001.52</b>	<b>250.34</b>	<b>7,946.03</b>	<b>18.46</b>	<b>2.86</b>	<b>(22.31)</b>	<b>19,433.92</b>



# Standalone Statement of Changes in Equity (Contd.)

for the year ended 31<sup>st</sup> March 2025

For the year ended 31<sup>st</sup> March 2025

(₹ crore)

Particulars	Share Application Money Pending Allotment	Reserves and Surplus						Items of Other Comprehensive Income			Other Equity
		Special Reserve	Capital Reserve	Capital Redemption Reserve	Securities Premium Reserve	Share Options Outstanding Account	Retained Earnings	Surplus as per the Statement of Profit and Loss	General Reserve	Equity Instrument through Other Comprehensive Income	
<b>Balance as at 1<sup>st</sup> April 2024</b>	5.58	2,236.84	(15.40)	10.00	9,001.52	250.34	7,946.03	18.46	2.86	(22.31)	19,433.92
Profit for the Year	-	-	-	-	-	-	2,957.22	-	-	-	2,957.22
Other Comprehensive Income/(Loss) for the Year	-	-	-	-	-	-	(7.91)	-	0.76	(47.17)	(54.32)
<b>Total Comprehensive Income for the Year</b>	-	-	-	-	-	-	<b>2,949.31</b>	-	<b>0.76</b>	<b>(47.17)</b>	<b>2,902.90</b>
Share Application Money Pending for Allotment (Net)	(4.50)	-	-	-	-	-	-	-	-	-	(4.50)
Transfer to Special Reserve	-	591.44	-	-	-	-	(591.44)	-	-	-	-
Transfer to General Reserve on Account of Lapse of Vested Options	-	-	-	-	-	(1.63)	-	1.63	-	-	-
Reversal of Deferred Tax Liability created earlier on account of Business Combination	-	-	-	-	-	-	98.82	-	-	-	98.82
Exercise of ESOP	-	-	-	-	65.86	-	-	-	-	-	65.86
Transfer from Share Options Outstanding Account on Exercise of Options	-	-	-	-	52.18	(52.18)	-	-	-	-	-
ESOP Charge for the Year	-	-	-	-	-	89.63	-	-	-	-	89.63
<b>Balance as at 31<sup>st</sup> March 2025</b>	<b>1.08</b>	<b>2,828.28</b>	<b>(15.40)</b>	<b>10.00</b>	<b>9,119.56</b>	<b>286.16</b>	<b>10,402.72</b>	<b>20.09</b>	<b>3.62</b>	<b>(69.48)</b>	<b>22,586.63</b>

In terms of our report attached

**For M M Nissim & Co LLP**

Chartered Accountants

Firm Registration No.: 107122W/W100672

For and on behalf of the Board of Directors of

**Aditya Birla Capital Limited**

**Sanjay Khemani**

Partner

Membership No. 044577

**Vishakha Mulye**

Chief Executive Officer

**Arun Kumar Adhikari**

Director

(DIN: 00591057)

**Vijayalakshmi Iyer**

Director

(DIN: 05242960)

**Pinky Mehta**

Chief Financial Officer

Mumbai, 13<sup>th</sup> May 2025

**Santosh Haldankar**

Company Secretary

Mumbai, 13<sup>th</sup> May 2025

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## NOTE: 01

### CORPORATE INFORMATION - BRIEF DESCRIPTION ABOUT THE COMPANY

Aditya Birla Capital Limited ("ABCL" and "the Company") (CIN: L64920GJ2007PLC058890) is a public limited company domiciled in India, having its registered office at Indian Rayon Compound, Veraval – 362 266, Gujarat. The Company is a subsidiary of Grasim Industries Limited.

The Board of Directors of the Company at its meeting held on 11<sup>th</sup> March 2024, had approved a Scheme of Amalgamation of Aditya Birla Finance Limited ("ABFL", "Amalgamating Company") (a wholly owned subsidiary of the Company) with the Company under Sections 230 to 232, read with other applicable provisions of the Companies Act, 2013 ("the Act"), and the Rules framed thereunder.

Pursuant to the Scheme of Amalgamation approved by the Hon'ble National Company Law Tribunal (NCLT) under Sections 230–232 of the Companies Act, 2013, erstwhile Aditya Birla Finance Limited ("the ABFL"), a then wholly owned subsidiary of the Company, was amalgamated with the Company ("ABCL") with effect from the Appointed Date, i.e., 1<sup>st</sup> April 2024. The Scheme became effective upon filing of the certified order of the NCLT with the Registrar of Companies on 1<sup>st</sup> April 2025. The ABCL was holding CoR No. B.01.00555 dated 6<sup>th</sup> July 2017 as NBFC-CIC. Further, erstwhile ABFL was also holding CoR No. N.01.00500 dated 9<sup>th</sup> August 2011 as NBFC-ICC. Further, in accordance with the no objection letter issued by the Reserve Bank of India ("RBI"), while approving the Scheme, the Certificates of Registration held by the erstwhile ABFL as NBFC-ICC and by the Company as NBFC-CIC have been surrendered, and a fresh application for registration of the Company as an NBFC-ICC has been made. Pending the receipt of Registration as NBFC-ICC, the RBI has permitted the Company to operate as an NBFC-ICC.

The financial statements are authorised for issue by the Board of Directors of the Company at its meeting held on 13<sup>th</sup> May 2025.

## NOTE: 02

### MATERIAL ACCOUNTING POLICIES

#### A. Basis of Preparation

The Standalone Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013, read together with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, and other relevant provisions of the Act and the guidelines and directives issued by the Reserve Bank of India (RBI), to the extent applicable. The financial statements have been prepared and presented on a going concern basis.

#### i. Basis of Measurement

The financial statements have been prepared under the historical cost convention, as modified by the application of fair value measurements required or allowed by the relevant accounting standards. Accounting policies have been consistently applied to all periods presented, unless otherwise stated.

Financial assets and financial liabilities are generally reported on a gross basis, except when there is an unconditional legally enforceable right to offset the recognised amounts without being contingent on a future event, and the parties intend to settle on a net basis in the following circumstances:

- i. The normal course of business
- ii. The event of default
- iii. The event of insolvency or bankruptcy of the Company and/or its counterparties.

#### ii. Use of Estimates and Judgements and Estimation Uncertainty

The preparation of the financial statements requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets, liabilities, revenues and expenses and the disclosed amount of contingent liabilities. Areas involving a higher degree of judgement or complexity, or areas where the assumptions are significant to the Company, are discussed in Note 2(O) - Significant Accounting Judgements, Estimates and Assumptions.

#### iii. Presentation of Financial Statements:

The Company presents its financial statements to comply with Division III of Schedule III of the Companies Act, 2013, which provides general instructions for the preparation of financial statements of a non-banking financial company (NBFC to comply with Ind AS) and the requirements of Ind AS.

#### iv. Functional and Presentation Currency

The financial statements are presented in Indian Rupees in crore, which is determined to be the functional currency of the Company and the currency of the primary economic environment in which the Company operates, and rounded off to two decimal places as permitted by Division III of Schedule III of the Act, except when otherwise indicated.



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## B. Financial Instruments

### i. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### Classification of Financial Instruments

The classification depends on the contractual terms of the financial assets' cash flows and the Company's business model for managing financial assets. The Company determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective.

The Company classifies its financial assets into the following measurement categories:

1. Financial assets to be measured at amortised cost
2. Financial assets to be measured at fair value through other comprehensive income
3. Financial assets to be measured at fair value through profit or loss account

The business model is assessed on the basis of aggregated portfolios based on observable factors. These factors include:

- Reports reviewed by the entity's Key Management Personnel on the performance of the financial assets.
- The risks impacting the performance of the business model (and the financial assets held within that business model) and its management thereof.
- The compensation of the managing teams (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected).
- The expected frequency, value and timing of trades.

The business model assessment is based on reasonably expected scenarios without taking 'worst case' or 'stress case' scenarios into account.

The Company also assesses the contractual terms of the financial assets on the basis of its contractual cash flow characteristics that are solely for the payments of principal and interest on the principal amount outstanding.

'Principal' is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium/discount).

In making this assessment, the Company considers whether the contractual cash flows are consistent with a basic lending arrangement, i.e., interest includes only consideration for the time value of money, credit risk, other basic lending risks and a profit margin that is consistent with a basic lending arrangement. Where the contractual terms introduce exposure to risk or volatility that are inconsistent with a basic lending arrangement, the related financial asset is classified and measured at fair value through profit or loss.

Sales, that are infrequent and insignificant in value both individually and in aggregate, are considered to be consistent with the business model whose objective is to hold and collect the contractual cash flows.

The Company classifies its financial liabilities at amortised costs unless it has designated liabilities at fair value through the profit and loss account or is required to measure liabilities at fair value through profit or loss.

### ii. Financial Assets

#### • Initial Recognition and Measurement

All financial assets are recognised initially at fair value. Further, in the case of financial assets not recorded at fair value through profit or loss, transaction costs, that are attributable to the acquisition of the financial asset, are added to the fair value. Trade receivables that do not contain a significant financing component are measured at transaction price. Investments in Subsidiaries, Associates and Joint Ventures are accounted at cost in accordance with Ind AS 27.

#### • Subsequent Measurement - Financial Assets Measured at Amortised Cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely for the payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the Effective Interest Rate method (EIR). Amortised cost is calculated by taking into account any fees or costs that are an integral part of the EIR. The amortisation

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

is included in interest income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss.

These financial assets comprise bank balances, trade receivables, loans, investments and other financial assets.

- **Subsequent Measurement - Financial Assets Measured at Fair Value through Other Comprehensive Income**

Debt instruments: A 'debt instrument' is classified as at the Fair Value through Other Comprehensive Income (FVTOCI) if both of the following criteria are met:

- a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- b) The asset's contractual cash flows represent Solely Payment of Principal and Interest (SPPI).

Debt instruments included within the FVTOCI category are measured initially, as well as at each reporting date at fair value. Fair value movements are recognised in the Other Comprehensive Income (OCI). However, the Company recognises interest income, impairment losses and reversals and foreign exchange gain or loss in the Statement of Profit and Loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to the Statement of Profit and Loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

- **Equity Instruments Designated Under FVTOCI:**

All equity investments in the scope of the Ind AS 109 are measured at fair value. For all such equity investments, the Company may make an irrevocable election to present the subsequent changes in the fair value in OCI. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition, and is irrevocable.

If the Company decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from the OCI to the Statement of Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

- **Subsequent Measurement - Items at Fair Value through Profit or Loss**

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortised cost or FVTOCI criteria, at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all the changes recognised in the Statement of Profit and Loss.

Equity instruments included within the Fair Value through Profit or Loss (FVTPL) category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

## iii. Financial Liabilities and Equity Instruments

- **Classification as Debt or Equity**

Debt and equity instruments, issued by the Company, are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of financial liability and an equity instrument.

- **Equity Instruments**

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

- **Initial Recognition and Measurement**

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include borrowings, overdrafts, trade and other payables, etc.

- **Subsequent Measurement**

The measurement of financial liabilities depends on their classification, as described below:



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

- **Financial Liabilities at FVTPL**

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading, if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Financial liabilities, designated upon initial recognition at FVTPL, are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied.

- **Loans and Borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in the Statement of Profit and Loss when the liabilities are derecognised as well as through the EIR amortisation process.

- Amortised cost is calculated by considering any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

## iv. Recognition and Derecognition of Financial Assets and Liabilities

- **Recognition:**

A financial asset or a financial liability is recognised in the Balance Sheet when the Company becomes a party to the contractual provisions of the instrument, which is generally on the trade date. Loans and receivables are recognised when cash is advanced (or settled) to the borrowers. Financial assets at fair value through profit or loss are recognised initially at fair value. All other financial assets are recognised initially at fair value plus directly attributable transaction costs.

- **Derecognition:**

- *Financial Assets*

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

- a) The right to receive cash flows from the asset has expired, or

- b) The Company has transferred its right to receive cash flows from the asset, or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either

- i. the Company has transferred substantially all the risks and rewards of the asset, or

- ii. the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

- *Financial Liabilities*

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

## v. Impairment of Financial Assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- a) Financial assets, that are debt instruments, are measured at amortised cost, e.g., loans, debt securities, deposits, and other balances.
- b) Financial assets that are measured as at FVTOCI.
- c) Loan commitments which are not measured as at FVTPL.
- d) Financial guarantee contracts which are not measured as at FVTPL.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If the credit risk has not increased significantly, 12-month ECL is used to provide

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in the credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

The Company has established a policy to perform an assessment at the end of each reporting period of whether the credit risk has increased significantly since initial recognition by considering the change in the risk of default occurring over the remaining life of the financial instrument.

To calculate ECL, the Company estimates the risk of a default occurring on the financial instrument during its expected life. ECLs are estimated based on the present value of all cash shortfalls over the remaining expected life of the financial asset, i.e., the difference between the contractual cash flows, that are due to the Company under the contract, and the cash flows that the Company expects to receive are discounted at the effective interest rate of the loan.

The Company groups its loans into Stage 1, Stage 2 and Stage 3, based on the applied impairment methodology, as described below:

### **Stage 1: 12-month ECL**

For exposures where there has not been a significant increase in credit risk since initial recognition and that are not credit impaired upon origination, the portion of the lifetime ECL associated with the probability of default events occurring within the next 12 months is recognised.

### **Stage 2: Lifetime ECL – Not Credit Impaired**

For exposures where there has been a significant increase in credit risk since initial recognition but are not credit impaired, a lifetime ECL (i.e., reflecting the remaining lifetime of the financial asset) is recognised.

### **Stage 3: Lifetime ECL – Credit Impaired**

Exposures are assessed as credit impaired when one or more events, that have a detrimental impact on the estimated future cash flows of that asset, have occurred. For exposures that have become credit impaired, a lifetime ECL is recognised and interest revenue is calculated by applying the effective interest rate to the amortised cost (net of provision) rather than the gross carrying amount.

ECL impairment loss allowance (or reversal) during the period is recognised as income/expense in the Statement

of Profit and Loss. This amount is reflected under the head 'Impairment on Financial Instruments' in the Statement of Profit and Loss. On the other side, for financial assets measured as at amortised cost, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the Balance Sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

In terms of the requirement as per the RBI notification no. RBI/2019-20/170 DOR (NBFC).CC.PD. No.109/22.10.106/2019-20 dated 13<sup>th</sup> March 2020 on Implementation of Indian Accounting Standards, Non-Banking Financial Companies (NBFCs) are required to create an impairment reserve for any shortfall in impairment allowances under Ind AS 109 and Income Recognition, Asset Classification and Provisioning (IRACP) norms (including provision on standard assets). The impairment allowances under Ind AS 109 made by the Company exceeds the total provision required under IRACP (including standard asset provisioning), as at 31<sup>st</sup> March 2025 and, accordingly, no amount is required to be transferred to impairment reserve.

### **vi. Offsetting of Financial Instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### **vii. Write-Offs**

The Company reduces the gross carrying amount of a financial asset when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. This is generally the case when the Company determines that the borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subjected to write-offs. The Company reserves the right to recover such written-off amount. Any subsequent recoveries against such loans are credited to the Statement of Profit and Loss.

### **viii. Derivative Financial Instruments and Hedge Accounting**

The Company enters into forward contracts to hedge the foreign currency risk of firm commitments and highly probable forecast transactions. Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

fair value at the end of each reporting period. The resulting gain or loss is recognised in the Statement of Profit and Loss immediately, unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in the Statement of Profit and Loss depends on the nature of the hedging relationship and the nature of the hedged item.

The Company enters into derivative financial instruments, viz., foreign exchange forward contracts, interest rate swaps and cross currency swaps to manage its exposure to interest rate and foreign exchange rate risks. The Company does not hold derivative financial instruments for speculative purposes.

**Hedge Accounting:** The Company designates certain hedging instruments in respect of foreign currency risk and interest rate risk as cash flow hedges. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows, and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

The effective portion of changes in the fair value of the designated portion of derivatives that qualify as cash flow hedges is recognised in Other Comprehensive Income and accumulated under the heading of cash flow hedging reserve. The gain or loss relating to the ineffective portion is recognised immediately in the Statement of Profit and Loss.

Amounts previously recognised in Other Comprehensive Income and accumulated in other equity relating to effective portion as described above are re-classified to the Statement of Profit and Loss in the periods when the hedged item affects profit or loss. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains and losses are transferred from equity and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the hedging instrument expires, terminated, or exercised, without replacement or rollover (as part of the hedging strategy), or if its designation as a hedge is revoked, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in Other Comprehensive Income and accumulated in other equity at that time remains in other equity and is recognised when the forecast transaction is ultimately recognised in the Statement of Profit and Loss. When a forecast transaction is no longer expected to occur,

the gain or loss accumulated in other equity is recognised immediately in the Statement of Profit and Loss.

## ix. Determination of Fair Value

On initial recognition, all the financial instruments are measured at fair value. For subsequent measurement, the Company measures certain categories of financial instruments (as explained in Notes Nos. 2(B)(i) and 2(B)(ii)) at fair value on each Balance Sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances, and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

# Notes forming part of the Standalone Financial Statements

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- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation at the end of each reporting period.

## C. Revenue from Operations

Revenue is recognised to the extent that it is probable that the economic benefit will flow to the Company and the revenue can be reliably measured, and there exists reasonable certainty of its recovery.

### i. Interest Income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the EIR. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the EIR, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call ad similar options) but does not consider the ECL.

Any subsequent changes in the estimation of the future cash flows are recognised in interest income with the corresponding adjustment to the carrying amount of the assets.

Interest income on credit impaired assets is recognised by applying the EIR to the net amortised cost (net of provision) of the financial asset.

### ii. Dividend Income

Dividend income is recognised:

- When the right to receive the payment is established which is generally when shareholders approve the dividend,
- it is probable that the economic benefits associated with the dividend will flow to the entity, and
- the amount of the dividend can be measured reliably.

### iii. Rental Income

Rental income arising from operating leases is recognised on a straight-line basis over the lease term. In cases where the increase is in line with expected general inflation, rental income is recognised as per the contractual terms.

### iv. Fees and Commission Income

Fees and commissions are recognised when the Company satisfies the performance obligation, at transaction price based on a five-step model as set out below, unless included in the effective interest calculation:

**Step 1:** Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

**Step 2:** Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

**Step 3:** Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

**Step 4:** Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

**Step 5:** Recognise revenue when (or as) the Company satisfies a performance obligation.

### v. Net Gain/(Loss) on Fair Value Changes

Any differences between the fair values of financial assets classified as fair value through the profit or loss (refer Note 30), held by the Company on the Balance Sheet date is recognised as an unrealised gain/(loss). In cases there is a net gain/(loss) in the aggregate, the same is recognised in "Net Gain on Fair Value Changes" under Revenue from operations in the Statement of Profit and Loss. Similarly, any realised gain or loss on sale of financial instruments measured at FVTPL is recognised in net gain/(loss) on fair value changes.

Similarly, any differences between the fair values of financial assets classified as fair value through other comprehensive income are disclosed in the OCI.



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

However, net gain/(loss) on derecognition of financial instruments classified as amortised cost is presented separately under the respective head in the Statement of Profit and Loss.

## D. Expenses

### i. Finance Costs

Finance costs represent Interest expense recognised by applying the EIR to the gross carrying amount of financial liabilities other than financial liabilities classified as FVTPL.

Interest expense includes issue costs that are initially recognised as part of the carrying value of the financial liability and amortised over the expected life using the effective interest method. These include fees and commissions payable to advisers and other expenses, such as external legal costs, provided these are incremental costs that are directly related to the issue of a financial liability.

### ii. Retirement and Other Employee Benefits

- ***Short-Term Employee Benefit***

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include short-term compensated absences, such as paid annual leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised as an expense during the period. Benefits such as salaries and wages, etc., and the expected cost of the bonus/ex-gratia are recognised in the period in which the employee renders the related service.

- ***Post-Employment Employee Benefit***

- a) ***Defined Contribution Schemes***

The Company makes defined contribution to Government-Managed Employee Provident Fund, Government-Managed Employee Pension Fund, Employee Deposit-Linked Insurance, Employee State Insurance and Superannuation Schemes which are recognised in the Statement of Profit and Loss on accrual basis. Payments to the defined contribution retirement benefit plans are recognised as an expense when employees

have rendered the service entitling them to the contribution.

If the contribution payable to the scheme for the service received before the Balance Sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for the services received before the Balance Sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

- b) ***Defined Benefit Expenses***

The Company's liabilities under Payment of Gratuity Act and long-term compensated absences are determined on the basis of actuarial valuation made at the end of each financial year using the projected unit credit method. Obligation is measured at the present value of estimated future cash flows using a discounted rate that is determined by reference to market yields at the Balance Sheet date on Government bonds, where the currency and terms of the Government bonds are consistent with the currency and estimated terms of the defined benefit obligation.

The Company presents the entire leave as a provision in the Balance Sheet, since it does not have any unconditional right to defer its settlement for twelve months after the reporting date.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets, are recognised immediately in the Balance Sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss at the earliest of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs.

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation under employee benefit expenses in the Statement of Profit and Loss.

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements,
- Net interest expense or income.

An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, attrition rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, these liabilities are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

## • Other Long-Term Employee Benefits

The Company's liabilities towards compensated absences to employees are accrued on the basis of valuations, as at the Balance Sheet date, carried out by an independent actuary using Projected Unit Credit Method. The Company presents the provision for compensated absences under the provisions in the Balance Sheet.

Actuarial gains and losses comprise experience adjustments and the effects of changes in actuarial assumptions, and are recognised immediately in the Statement of Profit and Loss.

## iii. Share-Based Payments

Equity-settled share-based payments to employees are measured by reference to the fair value of the equity instruments at the grant date using Black-Scholes Model.

The fair value, determined at the grant date of the equity-settled share-based payments, is charged to profit and loss on the straight-line basis over the vesting period of the option, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity.

In case of forfeiture/lapse stock option, which is not vested, amortised portion is reversed by credit to

employee compensation expense. In situation where the stock option expires unexercised, the related balance standing to the credit of the Employee Stock Options Outstanding Account is transferred within equity.

## iv. Leases

### *The Company as a Lessee*

The Company's lease assets primarily consist of leases for office buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset; (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease; and (3) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognises Right-Of-Use ("ROU") Asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangement includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities include these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognised at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right-of-use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts



# Notes forming part of the Standalone Financial Statements

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may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e., the higher of the fair value less cost to sell and the value in use) is determined on an individual asset basis, unless the asset generates cash flows that are largely dependent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of the leases. Lease liabilities are remeasured with a corresponding adjustment to the related right-of-use asset, if the Company changes its assessment on exercise of an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet, and lease payments have been classified as financing cash flows.

The following is the summary of practical expedients elected on initial application:

1. Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.
2. Applied the exemption not to recognise right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application.
3. Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application.
4. Applied the practical expedient to grandfather the assessment of which transactions are leases. Accordingly, for all contracts as on 1<sup>st</sup> April 2019, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17.

## *Critical Accounting Judgements and Key Sources of Estimation Uncertainty*

Critical judgements required in the application of Ind AS 116 may include, among others, the following:

- Identifying whether a contract (or part of a contract) includes a lease;

- Determining whether it is reasonably certain that an extension or termination option will be exercised;
- Classification of lease agreements (when the entity is a lessor);
- Determination of whether variable payments are in substance fixed;
- Establishing whether there are multiple leases in an arrangement; and
- Determining the stand-alone selling prices of lease and non-lease components.

Key sources of estimation uncertainty in the application of Ind AS 116 may include, among others, the following:

- Estimation of the lease term;
- Determination of the appropriate rate to discount the lease payments; and
- Assessment of whether a right-of-use asset is impaired.

## v. Impairment of Non-Financial Assets

The carrying amounts of non-financial assets are reviewed at each reporting date if there is any indication of impairment based on internal/external factors. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest company of cash-generating units, for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment, at least annually, and whenever there is an indication then the asset may be impaired.

An asset is treated as impaired when the carrying cost of the assets exceeds its recoverable value. The recoverable amount is the greater of the assets net selling price and value in use. In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market

# Notes forming part of the Standalone Financial Statements

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assessments of the time value of money and risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

An impairment loss, if any, is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount, since the last impairment loss was recognised. The reversal is limited, so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Profit or Loss.

## vi. Borrowing Costs

Borrowing costs, that are directly attributable to the acquisition, construction, or production of a qualifying asset, are capitalised as a part of the cost of such asset till such time the asset is ready for its intended use. A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale.

All other borrowing costs are expensed in the period in which they occur at amortised cost using Effective Interest Rate (EIR).

Borrowing costs consist of interest and other costs that an entity incurs in connection with borrowing funds.

## vii. Taxes

### *Current Tax*

Current tax assets and liabilities are measured at the amount expected to be recovered from, or paid to, the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted, or substantively enacted, by the reporting date in the Indian Income-tax Act, 1961.

Current income tax relating to items recognised directly in equity is recognised in equity and not in the Statement of Profit and Loss. The Management periodically

evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions, where appropriate.

### *Deferred Tax*

Deferred tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date, and are recognised to the extent that it becomes probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss account is recognised either in OCI or in equity. Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

### *Indirect Taxes*

Goods and Services Tax paid is on acquisition of assets or on incurring expenses. Expenses and assets are recognised net of the Goods and Services Tax paid, except:

- When the input tax credit for tax incurred on a purchase of assets or services cannot be availed, in which case the tax paid is recognised as part of the cost of acquisition of the asset or as part of the respective expense item, as applicable.
- When receivables and payables are recorded with the amount of tax included.



# Notes forming part of the Standalone Financial Statements

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The net amount of tax recoverable from, or payable to, the taxation authority is included as a part of receivables or payables in the Statement of Assets and Liabilities.

## E. Property, Plant and Equipment (PPE) and Investment Property

All items of property, plant and equipment are stated at historical cost, net of accumulated depreciation and impairment loss, if any. The cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use, including relevant borrowing costs and any expected costs of decommissioning.

The cost of an item of PPE is recognised as an asset if, and only if, it is probable that the economic benefits associated with the item will flow to the Company in future periods, and the cost of the item can be measured reliably. Expenditure incurred after the PPE have been put into operations, such as repair and maintenance expenses, are charged to the Statement of Profit and Loss, during the period in which they are incurred. PPE, individually costing less than Rupees five thousand, are fully depreciated in the year of purchase.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss, when the asset is derecognised. The date of disposal of an item of property, plant and equipment is the date the recipient obtains control of that item in accordance with the requirements for determining when a performance obligation is satisfied in Ind AS 115.

### Depreciation Methods, Estimated Useful Lives and Residual Value

Depreciation on the property, plant and equipment is provided on straight-line method using the rates arrived as per estimates made by the Management, supported by technical assessment, which coincides with the useful lives of assets as specified in Schedule II of the Companies Act, 2013, except for the assets specified below. The Company has used the following useful lives of the property, plant and equipment to provide depreciation.

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

Asset	Useful Life as Prescribed by Schedule II of the Companies Act, 2013	Estimated Useful Life by the Company
Office Computers and Electronic Equipment (including Plant & Machinery)	3 Years	4 Years
Vehicles	8 Years	5 Years
Furniture, Fixtures and Other Office Equipment	10 Years	7 Years
Office Equipment	5 Years	4 Years
Leasehold Improvements	Over the primary period of the lease	Lower of 3 Years or primary period

Useful life of assets different from prescribed in Schedule II has been estimated by the Management, supported by technical assessment.

Depreciation on assets acquired/sold during the year is recognised on a pro-rata basis to the Statement of Profit and Loss from/till the date of acquisition or sale.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

### Investment Property

Investment property is property held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment property is measured initially at cost, including transaction costs. Subsequent to initial recognition, investment property is stated at cost less accumulated depreciation and impairment losses, if any.

The Company, based on technical assessment made by the Management, depreciates the building on a straight-line basis overestimated useful lives of 60 years. The Management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Asset Category	Useful Life as Prescribed by Schedule II of the Companies Act, 2013	Estimated Useful Life
Investment Property	60 Years	60 Years

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Though the Company measures investment property, using cost-based measurement, the fair value of investment property is disclosed in Note No. 12.

## F. Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is their fair value at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any. Intangible assets are amortised on straight-line basis over a period of 3 years. The useful lives of intangible assets are assessed as finite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment, whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss, unless such expenditure forms part of carrying value of another asset.

Gains or losses from derecognition of intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset, and are recognised in the Statement of Profit and Loss, when the asset is derecognised.

Intangible assets not ready for the intended use on the date of Balance Sheet are disclosed as intangible assets under development.

Intangible assets and their useful lives are as under:

Assets	Estimate Useful Life
Exclusive Images	3 Years
Computer Software	3 Years

Goodwill that arises on a business combination is not amortised, but it is tested for impairment annually or more frequently, if events or changes in circumstances indicate that the asset may be impaired and is carried at cost less accumulated impairment losses.

## G. Provisions and Contingencies

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss, net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

### Contingent Liabilities

A contingent liability is a possible obligation that arises from past events, whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability, but discloses its existence in the financial statements.

### Contingent Assets

Contingent assets are not recognised in the financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognised.

## H. Segment Reporting

Operating segments are identified based on monitoring of operating results by the Chief Operating Decision Maker ("CODM") separately for the purpose of making decision about resource allocation and performance assessment. An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete



# Notes forming part of the Standalone Financial Statements

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financial information is available. The Company's operating segments consist of "Lending" and "Investing and Others".

The "Lending" segment consists of Loans (personal, business, etc.), loan against property, structured finance, working capital loans, wealth management, distribution of financial products, etc. The "Investing and Others" segment includes investments in Group Companies.

The Company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole.

## I. Business Combination Under Common Control

A common control business combination, involving entities or businesses in which all of the combining entities or businesses are ultimately controlled by the same party or parties, both before and after the business combination and where the control is not transitory, is accounted for in accordance with Appendix C to Ind AS 103 'Business Combinations'.

Business combinations involving entities or businesses under common control are accounted for using the pooling of interest method as follows:

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values or recognise new assets or liabilities. Adjustments are made only to harmonise significant accounting policies.
- The financial information in the financial statements in respect of prior periods are restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination.
- The identity of the reserves is preserved and appear in the financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor.

## J. Foreign Currency Translation

**Initial Recognition** - Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

**Conversion** - Foreign currency monetary items are re-translated using the exchange rate prevailing at the

reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction.

**Exchange Differences** - All exchange differences are accounted in the Statement of Profit and Loss or Other Comprehensive Income as permitted under the relevant Ind AS.

## K. Statement of Cash Flows

Statement of Cash Flows are reported using the indirect method, whereby the net profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The Statement of Cash Flows from operating, investing and financing activities of the Company are segregated.

## L. Bank Balances and Other Cash and Cash Equivalent

Cash and cash equivalents comprise the net amount of short-term, highly liquid investments that are readily convertible to known amounts of cash (short-term deposits with an original maturity of three months or less), and are subject to an insignificant risk of change in value. They are held for the purposes of meeting short-term cash commitments (rather than for investment or other purposes).

## M. Investment in Subsidiaries, Associates and Joint Ventures:

Investment in subsidiaries, associates and joint ventures are recognised at cost, and are not adjusted to fair value at the end of each reporting period as allowed by Ind AS 27 'Separate Financial Statement'. Cost of investment represents amount paid for the acquisition of the said investments.

The Company reviews the carrying amount of its investments in subsidiaries, associates and joint ventures at the end of each reporting period, to determine whether there is any indication that those investments have impaired. If any such indicator exists, the recoverable amount of the investment is estimated in order to determine the extent of impairment loss (if any) and provided for accordingly. Such impairment loss is reduced from the carrying value of the investments.

# Notes forming part of the Standalone Financial Statements

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## N. New Standards or Amendments to the Existing Standards and Other Pronouncements:

Ministry of Corporate Affairs (MCA) notifies new standard or amendments to the existing standards under the Companies (Indian Accounting Standards) Rules as issued from time to time. As on 31<sup>st</sup> March 2025, there are no standards notified or amendment to any of the existing standards under the Companies (Indian Accounting Standards) Rules, 2015.

## O. Significant Accounting Judgements, Estimates and Assumptions

The preparation of financial statements in conformity with Ind AS requires the Management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosure and the disclosure of contingent liabilities, at the end of the reporting period. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected. Although these estimates are based on the Management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies, that have the most significant effect on the amounts recognised in the financial statements, is included in the following notes:

### i. Business Model Assessment

Classification and measurement of financial assets depends on the results of the Solely Payments of Principal and Interest and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated.

The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

### ii. Estimation of Defined Benefit Plans (Gratuity Benefits)

Refer Note 2(D)(ii)

### iii. Fair Value Measurement:

When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using various valuation techniques. The inputs to these models are taken from observable markets, where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

### iv. Impairment of Loans Portfolio

The measurement of impairment losses across all categories of financial assets requires judgement, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes which can result in different levels of allowances.

It has been the Company's policy to regularly review its models in the context of actual loss experience and adjust when necessary. The impairment loss on loans and advances is disclosed in more detail in Note No. 7.



# Notes forming part of the Standalone Financial Statements

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## v. Provisions other than Impairment on Loan Portfolio and Contingent Liabilities

The Company operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigations, arbitrations and proceedings in the ordinary course of the Company's business.

When the Company can reliably measure the outflow of economic benefits in relation to a specific case and considers such outflows to be probable, the Company records a provision against the case. Where the probability of outflow is considered to be remote, or probable, but a reliable estimate cannot be made, a contingent liability is disclosed.

Given the subjectivity and uncertainty of determining the probability and amount of losses, the Company takes into account a number of factors including legal advice, the stage of the matter and historical evidence from similar incidents. Significant judgement is required to conclude on these estimates.

## vi. Effective Interest Rate (EIR) Method

The EIR is the rate that exactly discounts estimated future cash flows of the financial instrument through the expected life of the financial instrument or, where appropriate, a shorter period, to the net carrying amount. The future cash flows are estimated taking into account all the contractual terms of the instrument. The calculation of the EIR includes all fees paid or received between parties to the contract that are incremental and directly attributable to the specific lending arrangement, transaction costs, and all other premiums or discounts. For financial assets measured at fair value through profit and loss ("FVTPL"), transaction

costs are recognised in the Statement of Profit and Loss at initial recognition.

## vii. Recognition of Deferred Tax Assets for Carried Forward Losses

Refer Note No. 2(D)(vii)

## viii. Estimation of Useful Life of Property, Plant and Equipment and Intangible Assets

Refer Note No. 2(E) and 2(F)

## ix. Share-Based Payments

The Company measures the cost of equity-settled transactions with employees using Black-Scholes Model to determine the fair value of the liability incurred on the grant date. Estimating fair value for share-based payment transactions requires determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant.

This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield, and making assumptions about them.

## x. Long-Term Incentive Plan

The Company pays Long-Term Incentives to certain employees on fulfilment of prescribed criteria/conditions. The Company's liability towards Long-Term Incentive is determined actuarially based on certain assumptions regarding rate of interest, staff attrition and mortality, as per Projected Unit Credit Method. Expenses towards Long-Term Incentive are recognised in the Statement of Profit and Loss.

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## NOTE: 03 | CASH AND CASH EQUIVALENTS

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Balances with Banks in</b>		
Current Accounts	1,908.14	199.34
Fixed Deposits (with original maturity upto 3 months)	468.63	-
<b>Total</b>	<b>2,376.77</b>	<b>199.34</b>

## NOTE: 04 | BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Fixed Deposit Accounts (with original maturity period of more than 3 months)	0.01	1,042.81
Money Due for Refund on Fractional Shares	-	0.26
Earmarked Balances with Banks	-	1.00
<b>Total</b>	<b>0.01</b>	<b>1,044.07</b>

## NOTE: 05 | DERIVATIVE FINANCIAL INSTRUMENTS - ASSETS AND LIABILITIES

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Derivative Financial Instruments - Assets</b>		
- Designated at Fair Value through Profit or Loss	0.02	0.08
- Measured at Fair Value through Other Comprehensive Income	31.01	10.33
	<b>31.03</b>	<b>10.41</b>
<b>Derivative Financial Instruments - Liabilities</b>		
- Designated at Fair Value through Profit or Loss	0.02	3.62
- Measured at Fair Value through Other Comprehensive Income	128.36	83.11
	<b>128.38</b>	<b>86.73</b>

Derivatives held for risk management purposes include hedges that meet the hedge accounting requirements. The table below shows the fair values of derivative financial instruments recorded as assets or liabilities together with their notional amounts. The notional amounts indicate the value of transactions outstanding at the period end, and are not indicative of either the market risk or credit risk.

Particulars	As at 31 <sup>st</sup> March 2025			As at 31 <sup>st</sup> March 2024		
	Notional Amounts	Fair Value - Assets	Fair Value - Liabilities	Notional Amounts	Fair Value - Assets	Fair Value - Liabilities
<b>Part I</b>						
(i) Currency Derivatives						
(a) Currency Forward	37.29	-	6.52	37.29	2.40	-
(ii) Interest Rate Derivatives						
(a) Cross Currency Interest Rate Swaps	5,609.16	31.01	118.61	2,381.59	7.63	83.04
(b) Interest Rate Swaps	625.00	0.02	3.25	800.00	0.38	3.69
<b>Total</b>	<b>6,271.45</b>	<b>31.03</b>	<b>128.38</b>	<b>3,218.88</b>	<b>10.41</b>	<b>86.73</b>



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Particulars	As at 31 <sup>st</sup> March 2025			As at 31 <sup>st</sup> March 2024		
	Notional Amounts	Fair Value - Assets	Fair Value - Liabilities	Notional Amounts	Fair Value - Assets	Fair Value - Liabilities
<b>Part II</b>						
Included in the above (Part I) are derivatives held for hedging and risk management purposes as follows:						
(i) Fair Value Hedging						
(a) Interest Rate Swaps	175.00	0.02	0.02	500.00	0.08	3.62
(ii) Cash Flow Hedging						
(a) Cross Currency Interest Rate Swaps	5,609.16	31.01	118.61	2,381.59	7.63	83.04
(b) Currency Forward	37.29	-	6.52	37.29	2.40	-
(c) Interest Rate Swaps	450.00	-	3.23	300.00	0.30	0.07
<b>Total</b>	<b>6,271.45</b>	<b>31.03</b>	<b>128.38</b>	<b>3,218.88</b>	<b>10.41</b>	<b>86.73</b>

## Note a): Hedging Activities and Derivatives

The Company is exposed to certain risks relating to its External Commercial Borrowings and Non-Convertible Debentures. The primary risks managed using derivative instruments are foreign currency risk and interest rate risk. The Company's risk management strategy and how it is applied to manage risk is explained in Note 50.

## Note b): Derivatives Designated as Hedging Instruments

### (i) Cash Flow Hedges

The Company is exposed to foreign currency risk arising from its External Commercial Borrowings amounting to ₹ 5,646.44 crore. Interest on the borrowings is payable at a floating rate. The Company economically hedged the foreign currency risk arising from the debt with a 'receive floating pay fixed' cross currency interest rate swap ('swap'). The notional amount of swap is disclosed in the table below. The swap contract converts the cash outflows of the foreign currency borrowings as per the table below to cash outflows in INR with a notional amount of ₹ 5,609.16 crore at fixed interest rate.

Name of the Lender	Foreign Currency Denominated Borrowings Amount		Interest Rate Type		Notional Amount of Swap (₹ crore)		Interest Rate Swap Type	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
JPY Denominated (in JPY crore) (Maturity Range: February 2026 to March 2026)	838.94	838.94	Floating Rate Interest	Floating Rate Interest	519.84	519.84	Fixed Rate Interest	Fixed Rate Interest
USD Denominated (in USD crore) (Maturity Range: March 2026 to March 2028)	60.00	22.50	Floating Rate Interest	Floating Rate Interest	5,089.32	1,861.76	Fixed Rate Interest	Fixed Rate Interest

There is an economic relationship between the hedged item and the hedging instrument as the terms of the cross currency swap contract match that of the foreign currency borrowings (notional amount, interest payment dates, principal repayment date, etc.). The Company has established a hedge ratio of 1:1 for the hedging relationships as the underlying risk of the cross currency swap are identical to the hedged risk components. To test the hedge effectiveness, the Company uses the hypothetical derivative method and compares the changes in the fair value of the hedging instruments against the changes in fair value of the hedged items attributable to the hedged risks. The hedge ineffectiveness can arise mainly if there is a change in the credit risk of the Company or the counterparty.

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

The Company has also taken overnight index swap deals to hedge its Cash flows for underlying NCDs. The details are disclosed in the table below:

Particulars	Borrowings Amount ₹ crore)		Interest Rate Type		Notional Amount of Swap ₹ crore)		Interest Rate Swap Type	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Interest Rate Swaps	450.00	300.00	Floating Rate Interest	Floating Rate Interest	450.00	300.00	Fixed Rate Interest	Fixed Rate Interest

The Impact of the Hedging Instruments and Hedge Items on the Balance Sheet is as follows:

#### Hedging Instruments

Particulars	Notional Amount ₹ crore)		Carrying Amount ₹ crore)		Line Item in the Statement of Financial Position	Change in Fair Value Used for Measuring Ineffectiveness for the Year	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Cross Currency Interest Rate Swaps	5,609.16	2,381.59	(87.60)	(75.41)	Derivative Financial Instruments	(9.12)	(51.68)
Currency Forward	37.29	37.29	(6.52)	2.40	Derivative Financial Instruments	(6.67)	2.40
Interest Rate Swaps	450.00	300.00	(3.23)	0.24	Derivative Financial Instruments	(2.57)	(0.05)
<b>Total</b>	<b>6,096.45</b>	<b>2,718.88</b>	<b>(97.35)</b>	<b>(72.77)</b>		<b>(18.36)</b>	<b>(49.33)</b>

#### Hedge Items

Particulars	Change in Fair Value Used for Measuring Ineffectiveness for the Year (Net of Tax)				Cash Flow Hedge Reserve	
	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
	Foreign Currency Denominated Floating Rate Borrowings	(28.80)	29.28	(67.06)	(22.47)	
Debt Securities (NCDs)	-	-	-	(2.42)	0.16	
<b>Total</b>	<b>(28.80)</b>	<b>29.28</b>	<b>(69.48)</b>	<b>(22.31)</b>		

The Effect of the Cash Flow Hedge in the Statement of Profit and Loss and Other Comprehensive Income is as follows:

Particulars	Total Hedging Gain/(Loss) Recognised in OCI				Hedge Ineffectiveness Recognised in the Statement of Profit and Loss	
	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
	Debt Securities (NCDs)	(2.57)	(0.05)	0.03	0.02	
Foreign Currency Denominated Floating Rate Borrowings	(44.59)	(20.01)	-	-	-	-
<b>Total</b>	<b>(47.16)</b>	<b>(20.06)</b>	<b>0.03</b>	<b>0.02</b>		



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## *Movement in Cash Flow Hedge Reserve*

Particulars	As at 1 <sup>st</sup> April 2024	Add/Less: Changes in Fair Value	Add/Less: Deferred Tax	(₹ crore)	
				As at 31 <sup>st</sup> March 2025	
Cash Flow Hedge Reserve	(22.31)	(63.04)	15.87	(69.48)	
<b>Total</b>	<b>(22.31)</b>	<b>(63.04)</b>	<b>15.87</b>	<b>(69.48)</b>	

Particulars	As at 1 <sup>st</sup> April 2023	Add/Less: Changes in Fair Value	Add/Less: Deferred Tax	(₹ crore)	
				As at 31 <sup>st</sup> March 2024	
Cash Flow Hedge Reserve	(2.25)	(26.81)	6.75	(22.31)	
<b>Total</b>	<b>(2.25)</b>	<b>(26.81)</b>	<b>6.75</b>	<b>(22.31)</b>	

## **(ii) Fair Value Hedge**

Fair value hedges hedge the exposure to changes in the fair value of a recognised asset or liability, or an identified portion of such an asset or liability, that is attributable to a particular risk and could affect profit or loss. For designated and qualifying fair value hedges, the cumulative change in the fair value of a hedging derivative is recognised in the Statement of Profit and Loss under Net Gain on fair value changes. Meanwhile, the cumulative change in the fair value of the hedged item attributable to the risk hedged is recorded as part of the carrying value of the hedged item in the Balance Sheet, and is also recognised in the Statement of Profit and Loss under Net Gain on fair value changes. The Company classifies a fair value hedge relationship when the hedged item (or group of items) is a distinctively identifiable asset or liability hedged by one or a few hedging instruments.

**The Impact of the Hedging Instruments on the Balance Sheet is as follows:**

### *Hedging Instruments*

Particulars	Notional Amount				Line Item in the Statement of Financial Position	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
						Change in Fair Value Used for Measuring Ineffectiveness for the Year	
Interest Rate Swaps	175.00	500.00	-	(3.55)	Derivative Financial Instruments	3.55	2.49

### *Hedge Items*

Particulars	Notional Amount				Line Item in the Statement of Financial Position	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
						Change in Fair Value Used for Measuring Ineffectiveness for the Year	
Fixed Rate NCD	175.00	500.00	0.02	(3.45)	Derivative Financial Instruments	(3.46)	(2.31)

**The Effect of the Fair Value Hedge in the Statement of Profit and Loss is as follows:**

Particulars	Hedge Ineffectiveness Recognised in the Statement of Profit and Loss		Line in the Statement of Profit and Loss that includes Hedge Ineffectiveness	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024		As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
				Line in the Statement of Profit and Loss that includes Hedge Ineffectiveness	
Interest Rate Swaps		(0.03)		0.18	Net Gain on Fair Value Changes

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

**Note c): The following table shows the Maturity Profile of Hedging Derivatives based on their Notional Amounts.**

Particulars	As at 31 <sup>st</sup> March 2025				As at 31 <sup>st</sup> March 2024				(₹ crore)
	0 to 12 Months	1 to 5 Years	Over 5 Years	Total	0 to 12 Months	1 to 5 Years	Over 5 Years	Total	
(i) Cross Currency Interest Rate Swaps	931.49	4,677.67	-	5,609.16	-	2,381.59	-	2,381.59	
(ii) Currency Forward	-	37.29	-	37.29	37.29	-	-	37.29	
(iii) Interest Rate Swaps	175.00	450.00	-	625.00	375.00	425.00	-	800.00	
<b>Total</b>	<b>1,106.49</b>	<b>5,164.96</b>	<b>-</b>	<b>6,271.45</b>	<b>412.29</b>	<b>2,806.59</b>	<b>-</b>	<b>3,218.88</b>	

## NOTE: 06 | RECEIVABLES

### (A) Trade Receivables

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024		(₹ crore)
Secured, Considered Good				-	-
Unsecured, Considered Good			33.15	22.35	
Less: Impairment Loss Allowances			(0.22)	(0.11)	
Unsecured, which have significant increase in Credit Risk			2.42	9.48	
Less: Impairment Loss Allowances			(0.22)	(3.21)	
Unsecured, Credit Impaired			1.72	1.71	
Less: Impairment Loss Allowances			(1.72)	(1.31)	
<b>Total</b>			<b>35.13</b>	<b>28.91</b>	

### (B) Other Receivables

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024		(₹ crore)
Receivables from Related Parties (Unsecured, Considered Good)			9.06	14.80	
<b>Total</b>			<b>9.06</b>	<b>14.80</b>	

### Notes:

- (a) No Trade Receivables are due from directors or other officers of the Company, either severally or jointly with any other person, nor any Trade Receivable are due from firms or private companies in which any director is a partner, a director or a member.
- (b) Date of transaction considered as due date of payment.



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

**(c) Ageing Schedule of Trade Receivables is as follows:**

*As at 31<sup>st</sup> March 2025*

Particulars	Unbilled	Not Due	Outstanding for the following periods from the Due Date of Payment					Total Exposure	Loss Allowance	Total
			Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years			
(i) Undisputed Trade Receivables – Considered Good	23.24	-	9.91	-	-	-	-	33.15	(0.22)	32.93
(ii) Undisputed Trade Receivables – which have significant increase in Credit Risk	-	-	2.42	-	-	-	-	2.42	(0.22)	2.20
(iii) Undisputed Trade Receivables – Credit Impaired	-	-	1.06	0.55	0.09	-	0.02	1.72	(1.72)	-
(iv) Disputed Trade Receivables – Considered Good	-	-	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in Credit Risk	-	-	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – Credit Impaired	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>23.24</b>	-	<b>13.39</b>	<b>0.55</b>	<b>0.09</b>	-	<b>0.02</b>	<b>37.29</b>	<b>(2.16)</b>	<b>35.13</b>

*As at 31<sup>st</sup> March 2024*

Particulars	Unbilled	Not Due	Outstanding for the following periods from the Due Date of Payment					Total Exposure	Loss Allowance	Total
			Less than 6 Months	6 Months - 1 Year	1-2 Years	2-3 Years	More than 3 Years			
(i) Undisputed Trade Receivables – Considered Good	18.48	-	3.87	-	-	-	-	22.35	(0.11)	22.24
(ii) Undisputed Trade Receivables – which have significant increase in Credit Risk	-	-	9.48	-	-	-	-	9.48	(3.21)	6.27
(iii) Undisputed Trade Receivables – Credit Impaired	-	-	1.48	0.16	0.07	-	-	1.71	(1.31)	0.40
(iv) Disputed Trade Receivables – Considered Good	-	-	-	-	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant increase in Credit Risk	-	-	-	-	-	-	-	-	-	-
(vi) Disputed Trade Receivables – Credit Impaired	-	-	-	-	-	-	-	-	-	-
<b>Total</b>	<b>18.48</b>	-	<b>14.83</b>	<b>0.16</b>	<b>0.07</b>	-	-	<b>33.54</b>	<b>(4.63)</b>	<b>28.91</b>

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## NOTE: 07 | LOANS

Particulars	As at 31 <sup>st</sup> March 2025						As at 31 <sup>st</sup> March 2024					
	Amortised Cost	At Fair Value			Sub Total	Total	Amortised Cost	At Fair Value			Sub Total	Total
		Through Other Comprehensive Income	Through Profit or Loss Account	Designated at through Profit or Loss Account				Through Other Comprehensive Income	Through Profit or Loss Account	Designated at through Profit or Loss Account		
Loans	1,24,122.94	-	-	-	-	1,24,122.94	1,05,695.51	-	-	-	-	1,05,695.51
Other Loans and Advances	-	-	-	-	-	-	1.38	-	-	-	-	1.38
<b>Total (A) - Gross</b>	<b>1,24,122.94</b>	-	-	-	-	<b>1,24,122.94</b>	<b>1,05,696.89</b>	-	-	-	-	<b>1,05,696.89</b>
Less: Impairment Loss Allowance	(1,778.43)	-	-	-	-	(1,778.43)	(1,780.40)	-	-	-	-	(1,780.40)
<b>Total (A) - Net</b>	<b>1,22,344.51</b>	-	-	-	-	<b>1,22,344.51</b>	<b>1,03,916.49</b>	-	-	-	-	<b>1,03,916.49</b>
i) Secured by Tangible Assets	81,110.79	-	-	-	-	81,110.79	65,463.71	-	-	-	-	65,463.71
ii) Secured by Intangible Assets	432.11	-	-	-	-	432.11	509.53	-	-	-	-	509.53
iii) Covered by Bank and Government Guarantee	4,416.96	-	-	-	-	4,416.96	4,960.39	-	-	-	-	4,960.39
iv) Secured by Book Debts, Inventories, Fixed Deposits, and Other Working Capital Items	6,448.37	-	-	-	-	6,448.37	5,614.69	-	-	-	-	5,614.69
v) Unsecured	31,714.71	-	-	-	-	31,714.71	29,148.57	-	-	-	-	29,148.57
<b>Total (B) - Gross</b>	<b>1,24,122.94</b>	-	-	-	-	<b>1,24,122.94</b>	<b>1,05,696.89</b>	-	-	-	-	<b>1,05,696.89</b>
Less: Impairment Loss Allowance	(1,778.43)	-	-	-	-	(1,778.43)	(1,780.40)	-	-	-	-	(1,780.40)
<b>Total (B) - Net</b>	<b>1,22,344.51</b>	-	-	-	-	<b>1,22,344.51</b>	<b>1,03,916.49</b>	-	-	-	-	<b>1,03,916.49</b>
<b>Loans in India</b>												
i) Public Sector	1,304.85	-	-	-	-	1,304.85	353.04	-	-	-	-	353.04
ii) Others	1,22,818.09	-	-	-	-	1,22,818.09	1,05,343.85	-	-	-	-	1,05,343.85
<b>Total [C(I)] - Gross</b>	<b>1,24,122.94</b>	-	-	-	-	<b>1,24,122.94</b>	<b>1,05,696.89</b>	-	-	-	-	<b>1,05,696.89</b>
Less: Impairment Loss Allowance	(1,778.43)	-	-	-	-	(1,778.43)	(1,780.40)	-	-	-	-	(1,780.40)
<b>Total [C(I)] - Net</b>	<b>1,22,344.51</b>	-	-	-	-	<b>1,22,344.51</b>	<b>1,03,916.49</b>	-	-	-	-	<b>1,03,916.49</b>
<b>Loans outside India</b>												
Less: Impairment Loss Allowance	-	-	-	-	-	-	-	-	-	-	-	-
<b>Total [C(II)] - Net</b>	<b>-</b>	-	-	-	-	<b>-</b>	<b>-</b>	-	-	-	-	<b>-</b>
<b>Total [C(I) and C(II)]</b>	<b>1,22,344.51</b>	-	-	-	-	<b>1,22,344.51</b>	<b>1,03,916.49</b>	-	-	-	-	<b>1,03,916.49</b>

**Note:** Impairment loss allowance includes non-fund-based exposure's impairment loss allowance of ₹ 1.43 crore.

## NOTE: 07 | DISCLOSURE PURSUANT TO IND AS 107 "FINANCIAL INSTRUMENTS: DISCLOSURES"

### (a) Reconciliation of Gross Carrying Amount - Loans:

Loans	As at 31 <sup>st</sup> March 2025				As at 31 <sup>st</sup> March 2024			
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total
Opening Balance of Gross Carrying Amount	1,00,952.21	2,094.24	2,649.06	1,05,695.51	75,767.59	2,187.36	2,507.10	80,462.05
New Assets Originated or Purchased	65,858.23	253.73	199.62	66,311.58	60,350.10	504.10	289.03	61,143.23
Assets Derecognised or Repaid (excluding Write-Offs)	(44,367.50)	(644.64)	(924.70)	(45,936.84)	(33,339.76)	(522.08)	(345.08)	(34,206.92)
Transfers to Stage 1	524.01	(388.41)	(135.60)	-	691.99	(659.47)	(32.52)	-
Transfers to Stage 2	(1,316.45)	1,352.68	(36.23)	-	(1,051.38)	1,070.71	(19.33)	-
Transfers to Stage 3	(1,133.77)	(376.34)	1,510.11	-	(536.56)	(257.48)	794.04	-
Amounts Written-off	(1,085.34)	(377.14)	(484.83)	(1,947.31)	(929.77)	(228.90)	(544.18)	(1,702.85)
<b>Closing Balance of Gross Carrying Amount</b>	<b>1,19,431.39</b>	<b>1,914.12</b>	<b>2,777.43</b>	<b>1,24,122.94</b>	<b>1,00,952.21</b>	<b>2,094.24</b>	<b>2,649.06</b>	<b>1,05,695.51</b>



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## (b) Reconciliation of Loss Allowance Provision - Loans:

ECL	As at 31 <sup>st</sup> March 2025				As at 31 <sup>st</sup> March 2024				(₹ crore)
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total	
Opening Balance of ECL Allowance	377.63	80.32	1,322.45	1,780.40	374.73	70.66	1,157.94	1,603.33	
Increase in New/Existing Assets Originated or Purchased	1,148.72	417.54	478.58	2,044.84	946.66	243.10	711.29	1,901.05	
Assets Derecognised or Repaid (excluding Write-Offs)	(40.34)	-	(59.16)	(99.50)	(24.02)	(3.01)	(0.76)	(27.79)	
Transfers to Stage 1	44.90	(5.61)	(39.29)	-	20.60	(11.31)	(9.29)	-	
Transfers to Stage 2	(7.64)	11.16	(3.52)	-	(6.31)	15.70	(9.39)	-	
Transfers to Stage 3	(22.52)	(12.65)	35.17	-	(4.26)	(5.92)	10.18	-	
Amounts Written-off	(1,085.34)	(377.14)	(484.83)	(1,947.31)	(929.77)	(228.90)	(537.52)	(1,696.19)	
<b>Closing Balance of ECL Allowance</b>	<b>415.41</b>	<b>113.62</b>	<b>1,249.40</b>	<b>1,778.43</b>	<b>377.63</b>	<b>80.32</b>	<b>1,322.45</b>	<b>1,780.40</b>	

The above disclosure has been prepared based on the impact of exposures transferred between stages during the period, or changes in items within the same stage. Hence, write-offs during the year (including settlements and technical write-offs) are reported according to the staging (i.e., Stage 1, 2, or 3) at the start of the year. The classification of fresh loan disbursements is based on the staging status at the end of the period.

## (c) Expected Credit Loss - Loans:

Particulars	As at 31 <sup>st</sup> March 2025				As at 31 <sup>st</sup> March 2024				(₹ crore)
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total	
Gross Carrying Amount	1,19,431.39	1,914.12	2,777.43	1,24,122.94	1,00,952.21	2,094.24	2,649.06	1,05,695.51	
Less: Impairment Loss Allowance	415.41	113.62	1,249.40	1,778.43	377.63	80.32	1,322.45	1,780.40	
<b>Net Carrying Amount</b>	<b>1,19,015.98</b>	<b>1,800.50</b>	<b>1,528.03</b>	<b>1,22,344.51</b>	<b>1,00,574.58</b>	<b>2,013.92</b>	<b>1,326.61</b>	<b>1,03,915.11</b>	

## (d) An Analysis of Changes in the Gross Carrying Amount and the corresponding ECL Allowances in relation to Non-Fund-Based Exposures is as follows:

Non-Funded Exposures	Total Non-Fund Exposures (not included in the tables above)				ECL on Non-Fund Exposures				(₹ crore)
	Stage 1	Stage 2	Stage 3	Total	Stage 1	Stage 2	Stage 3	Total	
Opening Balance as at 31 <sup>st</sup> March 2023	2,138.82	1.00	2.00	2,141.82	0.92	0.00	-	0.92	
Net Movement	(449.62)	(1.00)	(2.00)	(452.62)	(0.24)	0.04	-	(0.20)	
<b>Closing Balance as at 31<sup>st</sup> March 2024</b>	<b>1,689.20</b>	-	-	<b>1,689.20</b>	<b>0.68</b>	<b>0.04</b>	-	<b>0.72</b>	
Net Movement	(139.32)	-	-	(139.32)	1.12	(0.04)	-	1.08	
<b>Closing Balance as at 31<sup>st</sup> March 2025</b>	<b>1,549.88</b>	-	-	<b>1,549.88</b>	<b>1.80</b>	-	-	<b>1.80</b>	

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## (e) Other Disclosures

Particulars	31 <sup>st</sup> March 2025		31 <sup>st</sup> March 2024	
	Amount Outstanding	Maximum Balance Outstanding During the Year Ended	Amount Outstanding	Maximum Balance Outstanding During the Year Ended
Name of the Subsidiary Companies/Associates/Firms or Companies in which Directors are interested*				
(i) Subsidiary Companies/Associates				
Aditya Birla Stressed Asset AMC Private Limited	-	-	-	4.39
Aditya Birla ARC Limited	-	6.00	6.00	40.00
(ii) Firms or Companies in which Directors are interested				
Applause Entertainment Private Limited	-	300.00	125.00	300.00
Azure Jouel Private Limited	-	120.00	90.00	190.00

\* Used for business purpose.

## NOTE: 08 INVESTMENTS

As at 31<sup>st</sup> March 2025

Particulars	Amortised Cost	At Fair Value			Sub Total	At Cost	Total
		Through Other Comprehensive Income	Through Profit or Loss Account	Designated at through Profit or Loss Account			
i) Investment in Government Securities	-	-	3,769.66	-	3,769.66	-	3,769.66
ii) Investment in Equity Instruments	-	4.97	0.79	-	5.76	-	5.76
iii) Investment in Alternate Funds	-	-	-	-	-	-	-
iv) Investment in Debentures	364.18	-	1,636.87	-	1,636.87	-	2,001.05
v) Investment in Security Receipts	-	-	102.24	-	102.24	-	102.24
vi) Investment in Pass through Certificates	4.68	-	-	-	-	-	4.68
vii) Investment in Mutual Funds	-	-	372.59	-	372.59	-	372.59
(viii) Investment in Equity Shares of Subsidiaries	-	-	-	-	-	5,267.20	5,267.20
(ix) Investment in Equity Shares of Joint Ventures	-	-	-	-	-	1,205.98	1,205.98
(x) Investment in Equity Shares of Associates	-	-	-	-	-	29.75	29.75
(xi) Investment in Preference Shares of Subsidiaries	97.79	-	20.21	-	20.21	-	118.00
<b>Total Gross (A)</b>	<b>466.65</b>	<b>4.97</b>	<b>5,902.36</b>	-	<b>5,907.33</b>	<b>6,502.93</b>	<b>12,876.91</b>
(i) Investments in India	466.65	4.97	5,902.36	-	5,907.33	6,502.93	12,876.91
(ii) Investments Outside India	-	-	-	-	-	-	-
<b>Total (B)</b>	<b>466.65</b>	<b>4.97</b>	<b>5,902.36</b>	-	<b>5,907.33</b>	<b>6,502.93</b>	<b>12,876.91</b>
Less: Impairment Loss Allowance (C)	2.44	-	-	-	-	45.07	47.51
<b>Total Net [D = (A)-(C)]</b>	<b>464.21</b>	<b>4.97</b>	<b>5,902.36</b>	-	<b>5,907.33</b>	<b>6,457.86</b>	<b>12,829.40</b>



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

As at 31<sup>st</sup> March 2024

(₹ crore)

Particulars	Amortised Cost	At Fair Value			Sub Total	At Cost	Total
		Through Other Comprehensive Income	Through Profit or Loss Account	Designated at through Profit or Loss Account			
i) Investment in Government Securities	-	-	5,025.56	-	5,025.56	-	5,025.56
ii) Investment in Equity Instruments	-	3.97	0.68	-	4.65	-	4.65
iii) Investment in Alternate Funds	-	-	11.80	-	11.80	-	11.80
iv) Investment in Debentures	3.85	-	816.51	-	816.51	-	820.36
v) Investment in Security Receipts	-	-	-	-	-	-	-
vi) Investment in Pass through Certificates	-	-	-	-	-	-	-
vii) Investment in Mutual Funds	-	-	1,155.59	-	1,155.59	-	1,155.59
(viii) Investment in Equity Shares of Subsidiaries	-	-	-	-	-	3,458.16	3,458.16
(ix) Investment in Equity Shares of Joint Ventures	-	-	-	-	-	1,015.30	1,015.30
(x) Investment in Equity Shares of Associates	-	-	-	-	-	29.75	29.75
(xi) Investment in Preference Shares of Subsidiaries	144.19	-	20.40	-	20.40	-	164.59
<b>Total Gross (A)</b>	<b>148.04</b>	<b>3.97</b>	<b>7,030.54</b>	-	<b>7,034.51</b>	<b>4,503.21</b>	<b>11,685.76</b>
(i) Investments in India	148.04	3.97	7,030.54	-	7,034.51	4,503.21	11,685.76
(ii) Investments Outside India	-	-	-	-	-	-	-
<b>Total (B)</b>	<b>148.04</b>	<b>3.97</b>	<b>7,030.54</b>	-	<b>7,034.51</b>	<b>4,503.21</b>	<b>11,685.76</b>
Less: Impairment Loss Allowance (C)	-	-	-	-	-	50.86	50.86
<b>Total Net [D = (A)-(C)]</b>	<b>148.04</b>	<b>3.97</b>	<b>7,030.54</b>	-	<b>7,034.51</b>	<b>4,452.35</b>	<b>11,634.90</b>

**Note:** The Company received dividend of ₹ 0.01 crore (Previous Year: ₹ 2.70 crore) from its FVTPL securities, recorded as dividend income.

## NOTE: 09 | OTHER FINANCIAL ASSETS

(₹ crore)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Security Deposits (Unsecured, Considered Good)	45.28	40.24
Excess Interest Spread on Direct Assignment	62.89	15.04
Less: Impairment Loss Allowances	(0.73)	(0.22)
Collateralised Borrowings and Lending Obligations	300.23	-
Other Receivables	10.14	26.85
<b>Total</b>	<b>417.81</b>	<b>81.91</b>

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## **NOTE: 10 | A. CURRENT TAX ASSETS (Net)**

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Advance Payment of Taxes (Net of Provision for Taxation ₹ 979.10 crore; 31 <sup>st</sup> March 2024: ₹ 109.66 crore)	56.00	31.40
<b>Total</b>	<b>56.00</b>	<b>31.40</b>

## **B. CURRENT TAX LIABILITIES (Net)**

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Provision for Income Tax (Net of Advance Tax ₹ 2,436.33 crore; 31 <sup>st</sup> March 2024: ₹ 1,327.57 crore)	176.49	257.54
<b>Total</b>	<b>176.49</b>	<b>257.54</b>

## **NOTE: 11 | DEFERRED TAX**

### Deferred Tax Assets

Particulars	As at 1 <sup>st</sup> April 2023	Movement P&L	Movement OCI	As at 31 <sup>st</sup> March 2024	Movement- P&L	Movement OCI/Other Equity	(₹ crore)	As at 31 <sup>st</sup> March 2025
Expected Credit Loss Allowances	390.57	35.87	-	426.44	(3.90)	-	422.54	
Employee Benefits Provisions	16.68	2.22	(1.69)	17.21	(0.05)	2.50	19.66	
Depreciation and Amortisation	12.18	3.98	-	16.16	1.63	-	17.79	
Items Designated as Cash Flow Hedge	0.76	-	6.75	7.51	-	15.87	23.38	
Carry Forward Long-Term Capital Loss	2.40	(2.40)	-	-	-	-	-	
Others	(11.15)	16.55	(0.22)	5.18	13.69	(0.26)	18.61	
<b>Total</b>	<b>411.44</b>	<b>56.22</b>	<b>4.84</b>	<b>472.50</b>	<b>11.37</b>	<b>18.11</b>	<b>501.98</b>	

### Deferred Tax Liabilities

Particulars	As at 1 <sup>st</sup> April 2023	Movement P&L	Movement OCI	As at 31 <sup>st</sup> March 2024	Movement- P&L	Movement OCI/Other Equity	(₹ crore)	As at 31 <sup>st</sup> March 2025
Impact of Fair Valuation on account of Business Combination*	98.82	-	-	98.82	-	(98.82)	-	-
Gain on Fair Valuation of Investments in Units of Mutual Funds	1.71	(0.63)	-	1.08	5.39	-	6.47	
Income from Preference Shares Held at Amortised Cost	3.84	0.90	-	4.74	(2.20)	-	2.54	
<b>Total</b>	<b>104.37</b>	<b>0.27</b>	<b>-</b>	<b>104.64</b>	<b>3.19</b>	<b>(98.82)</b>	<b>9.01</b>	
<b>Deferred Tax Assets/(Liabilities) Net</b>				<b>367.86</b>				<b>492.97</b>

\*Deferred Tax on account of difference between Fair Value and Carrying Value of a Subsidiary at the time of Business Combination as per Ind AS-103 'Business Combination'.



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## NOTE: 12 | INVESTMENT PROPERTY

Particulars	(₹ crore)
<b>Gross Carrying Value</b>	
<b>As at 1<sup>st</sup> April 2023</b>	<b>16.87</b>
<b>As at 31<sup>st</sup> March 2024</b>	<b>16.87</b>
<b>As at 31<sup>st</sup> March 2025</b>	<b>16.87</b>
<b>Accumulated Depreciation</b>	
<b>As at 1<sup>st</sup> April 2023</b>	<b>2.50</b>
For the Year	0.43
<b>As at 31<sup>st</sup> March 2024</b>	<b>2.93</b>
For the Year	0.44
<b>As at 31<sup>st</sup> March 2025</b>	<b>3.37</b>
<b>Net Carrying Value as at 31<sup>st</sup> March 2024</b>	<b>13.94</b>
<b>Net Carrying Value as at 31<sup>st</sup> March 2025</b>	<b>13.50</b>

The Company has carried out the valuation activity through a Registered Valuer in terms of the Companies Act, 2013, to assess fair value of its Investment Property. As per report provided by the valuer, the fair value is ₹ 20.45 crore as on 31<sup>st</sup> March 2025 (31<sup>st</sup> March 2024 ₹ 19.02 crore).

The fair value of Investment Property has been derived using the Direct Comparison Method based on recent market prices, without any significant adjustments being made in observable data. Accordingly, fair value estimates for Investment Property is classified as Level 3.

The Company has no restrictions on the realisability of its Investment Property, and has no contractual obligations to purchase, construct or develop Investment Property.

Information regarding Income and Expenditure of Investment Property:

Particulars	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Rental Income Derived from Investment Property	0.58	0.53
Direct Operating Expenses (including Repairs and Maintenance) associated with Rental Income	(0.06)	(0.06)
<b>Profit arising from Investment Property before Depreciation and Indirect Expenses</b>	<b>0.52</b>	<b>0.47</b>
Depreciation for the Year	(0.44)	(0.43)
<b>Profit/(Loss) arising from Investment Property before Indirect Expenses</b>	<b>0.08</b>	<b>0.04</b>

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## NOTE: 13 | PROPERTY, PLANT AND EQUIPMENT

Particulars	Freehold Buildings	Leasehold Improvements	Plant and Equipments	Office Equipments	Furniture and Fixtures	Vehicles	(₹ crore)
							TOTAL
<b>Gross Carrying Value</b>							
As at 1 <sup>st</sup> April 2023	0.21	21.43	34.84	10.25	5.68	24.61	<b>97.02</b>
Additions	-	16.79	33.02	4.38	4.78	15.32	<b>74.29</b>
Disposals	-	0.27	2.27	1.69	0.17	5.03	<b>9.43</b>
As at 31 <sup>st</sup> March 2024	<b>0.21</b>	<b>37.95</b>	<b>65.59</b>	<b>12.94</b>	<b>10.29</b>	<b>34.90</b>	<b>161.88</b>
Additions	-	10.78	23.05	4.48	2.95	46.74	<b>88.00</b>
Disposals	-	0.90	8.82	0.92	0.12	8.43	<b>19.19</b>
As at 31 <sup>st</sup> March 2025	<b>0.21</b>	<b>47.83</b>	<b>79.82</b>	<b>16.50</b>	<b>13.12</b>	<b>73.21</b>	<b>230.69</b>
<b>Accumulated Depreciation</b>							
As at 1 <sup>st</sup> April 2023	0.03	8.26	13.40	5.55	3.12	10.19	<b>40.55</b>
For the Year	-	8.96	12.93	2.48	2.91	6.41	<b>33.69</b>
Disposals	-	0.25	2.25	1.67	0.17	4.22	<b>8.56</b>
As at 31 <sup>st</sup> March 2024	<b>0.03</b>	<b>16.97</b>	<b>24.08</b>	<b>6.36</b>	<b>5.86</b>	<b>12.38</b>	<b>65.68</b>
For the Year	-	12.87	17.61	3.15	2.51	12.53	<b>48.67</b>
Disposals	-	0.81	8.65	0.89	0.06	4.02	<b>14.43</b>
As at 31 <sup>st</sup> March 2025	<b>0.03</b>	<b>29.03</b>	<b>33.04</b>	<b>8.62</b>	<b>8.31</b>	<b>20.89</b>	<b>99.92</b>
Net Carrying Value as at 31 <sup>st</sup> March 2024	<b>0.18</b>	<b>20.98</b>	<b>41.51</b>	<b>6.58</b>	<b>4.43</b>	<b>22.52</b>	<b>96.20</b>
Net Carrying Value as at 31 <sup>st</sup> March 2025	<b>0.18</b>	<b>18.80</b>	<b>46.78</b>	<b>7.88</b>	<b>4.81</b>	<b>52.32</b>	<b>130.77</b>

**Note:** Redeemable Non-Convertible Debentures are secured by charge on immovable property of the Company.

## NOTE: 14 | INTANGIBLE ASSETS UNDER DEVELOPMENT (IAUD)

Particulars	Amount	(₹ crore)
As at 1 <sup>st</sup> April 2023		<b>8.90</b>
Additions		7.98
Disposals		-
Transferred to Other Intangible Assets		6.09
As at 31 <sup>st</sup> March 2024		<b>10.79</b>
Additions		14.30
Disposals		-
Transferred to Other Intangible Assets		9.95
As at 31 <sup>st</sup> March 2025		<b>15.14</b>

Ageing Schedule of Intangible Assets Under Development is as follows:

**As at 31<sup>st</sup> March 2025**

Particulars	Amount in IAUD for a period of				(₹ crore)
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in Progress	14.30	0.02	0.82	-	15.14



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

**As at 31<sup>st</sup> March 2024**

(₹ crore)

Particulars	Amount in IAUD for a period of				Total
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
Projects in Progress	8.15	2.64	-	-	10.79

The Company does not have any project temporarily suspended whose completion is overdue or has exceeded its cost compared to its original plan.

## NOTE: 15 | GOODWILL

Goodwill has arisen upon the scheme of amalgamation of Aditya Birla Finance Limited with the Company, and it is tested for impairment based on an indicator or annually and provides for impairment, if any.

Particulars	Amount	(₹ crore)
		As at 1 <sup>st</sup> April 2023
Impairment of Goodwill	-	
As at 31 <sup>st</sup> March 2024	64.46	
Impairment of Goodwill	-	
As at 31 <sup>st</sup> March 2025	64.46	

## NOTE: 16 | OTHER INTANGIBLE ASSETS

Particulars	Exclusive Images	Computer Software	(₹ crore)
			TOTAL
<b>Gross Carrying Value</b>			
As at 1 <sup>st</sup> April 2023	4.94	223.69	228.63
Additions	-	22.03	22.03
Disposals	-	-	-
<b>As at 31<sup>st</sup> March 2024</b>	<b>4.94</b>	<b>245.72</b>	<b>250.66</b>
Additions	-	37.55	37.55
Disposals	-	1.02	1.02
<b>As at 31<sup>st</sup> March 2025</b>	<b>4.94</b>	<b>282.25</b>	<b>287.19</b>
<b>Accumulated Amortisation</b>			
As at 1 <sup>st</sup> April 2023	4.94	161.21	166.15
For the Year	-	39.95	39.95
Disposals	-	-	-
<b>As at 31<sup>st</sup> March 2024</b>	<b>4.94</b>	<b>201.16</b>	<b>206.10</b>
For the Year	-	27.87	27.87
Disposals	-	1.02	1.02
<b>As at 31<sup>st</sup> March 2025</b>	<b>4.94</b>	<b>228.01</b>	<b>232.95</b>
<b>Net Carrying Value as at 31<sup>st</sup> March 2024</b>	-	<b>44.56</b>	<b>44.56</b>
<b>Net Carrying Value as at 31<sup>st</sup> March 2025</b>	-	<b>54.24</b>	<b>54.24</b>

**Note:** All intangible assets are other than internally generated.

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## NOTE: 17 | OTHER NON-FINANCIAL ASSETS

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Capital Advances	3.69	25.54
Goods and Services Tax, and Service Tax Receivables	25.21	36.31
Prepaid Expenses	68.33	44.25
Gratuity Assets Receivables (Refer Note No. 41)	49.24	42.26
Others	43.61	75.84
<b>Total</b>	<b>190.08</b>	<b>224.20</b>

## NOTE: 18 | TRADE PAYABLES

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
(i) Total Outstanding Dues of Micro Enterprises and Small Enterprises	44.91	3.65
(ii) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	384.90	573.92
<b>Total</b>	<b>429.81</b>	<b>577.57</b>

### Note:

This information, as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006, has been determined to the extent such parties have been identified on the basis of information available with the Company.

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year;	44.91	3.65
The amount of interest paid by the Company in terms of Section 16 of MSMED Act, 2006, along with the amounts of the payment made to the suppliers beyond the appointed day during the year;	-	-
Amounts of the payment made to the suppliers beyond the appointed day during the year; the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006;	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year;	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	-	-

### Following is the Ageing Schedule of Trade Payables is as follows:

#### As at 31<sup>st</sup> March 2025

Particulars	Unbilled	Not Due	Outstanding for the following periods from the Due Date of Payment				Total
			Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	
(i) Undisputed Dues - MSME	-	-	44.67	0.01	0.18	0.05	44.91
(ii) Undisputed Dues - Others	260.86	-	123.63	0.12	0.25	0.04	384.90
(iii) Disputed Dues - MSME	-	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>260.86</b>	<b>-</b>	<b>168.30</b>	<b>0.13</b>	<b>0.43</b>	<b>0.09</b>	<b>429.81</b>



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

**Following is the Ageing Schedule of Trade Payables is as follows:**

**As at 31<sup>st</sup> March 2024**

Particulars	Unbilled	Not Due	Outstanding for the following periods from the Due Date of Payment			(₹ crore)	
			Less than 1 Year	1-2 Years	2-3 Years		
(i) Undisputed Dues - MSME	-	-	3.29	0.31	0.05	-	3.65
(ii) Undisputed Dues - Others	490.88	-	81.86	0.64	0.06	0.48	573.92
(iii) Disputed Dues - MSME	-	-	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-	-	-
<b>Total</b>	<b>490.88</b>	<b>-</b>	<b>85.15</b>	<b>0.95</b>	<b>0.11</b>	<b>0.48</b>	<b>577.57</b>

**Notes:**

1. Date of transaction considered as due date of payment.
2. The disclosures regarding micro and small enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by the auditors.

## NOTE: 19 | DEBT SECURITIES

Particulars	As at 31 <sup>st</sup> March 2025			As at 31 <sup>st</sup> March 2024			(₹ crore)	
	At Amortised Cost	At Fair Value through Profit or Loss Account	Designated at Fair Value through Profit or Loss Account	Total	At Amortised Cost	At Fair Value through Profit or Loss Account	Designated at Fair Value through Profit or Loss Account	
<b>Secured</b>								
Redeemable Non-Convertible Debentures	29,316.82	-	182.74	29,499.56	20,099.32	-	497.87	20,597.19
<b>Unsecured</b>								
Redeemable Non-Convertible Debentures	263.77	-	-	263.77	212.45	-	-	212.45
Commercial Papers	7,302.40	-	-	7,302.40	9,717.46	-	-	9,717.46
<b>Total</b>	<b>36,882.99</b>	<b>-</b>	<b>182.74</b>	<b>37,065.73</b>	<b>30,029.23</b>	<b>-</b>	<b>497.87</b>	<b>30,527.10</b>
Debt Securities in India	36,882.99	-	182.74	37,065.73	30,029.23	-	497.87	30,527.10
Debt Securities Outside India	-	-	-	-	-	-	-	-
<b>Total</b>	<b>36,882.99</b>	<b>-</b>	<b>182.74</b>	<b>37,065.73</b>	<b>30,029.23</b>	<b>-</b>	<b>497.87</b>	<b>30,527.10</b>

**Note:** Redeemable Non-Convertible Debentures are secured by way of mortgage on the immovable property and/or first pari-passu charge by hypothecation of book debts/loan receivables of the Company as stated in the respective Information Memorandum/Key Information Document.

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## Note 19(a): Redeemable Non-Convertible Debentures (Secured) as at 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
PRINCIPAL PROTECTED (10-YEAR G-SEC PRICE LINKED) SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES PPMLD E3 FY 2022-23. DATE OF MATURITY 09/04/2025	10,00,000	26 <sup>th</sup> August 2022	122.75	Coupon linked to performance of Underlying/ Reference Index Scenario If performance of underlying on final fixing date Coupon 1 Greater than 50% p.a. of Digital Level 7.2941% p.a. (7.3100% p.a. XIRR (Annualised yield)) 2 Less than or equal to 50% p.a. of Digital Level 0 % p.a.	9 <sup>th</sup> April 2025	Redeemable at par at the end of 957 days from the date of allotment
7.69% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD A3 FY 2020-21. DATE OF MATURITY 25/04/2025	10,00,000	28 <sup>th</sup> April 2020	26.77	7.69% p.a.	25 <sup>th</sup> April 2025	Redeemable at par at the end of 1,823 days from the date of allotment
7.60% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES C1 FY2022-23. DATE OF MATURITY 06/06/2025	10,00,000	8 <sup>th</sup> June 2022	116.72	7.60% p.a.	6 <sup>th</sup> June 2025	Redeemable at par at the end of 1,094 days from the date of allotment
7.60% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE I ABFL NCD SERIES C1 FY2022-23. DATE OF MATURITY 06/06/2025	10,00,000	14 <sup>th</sup> June 2022	265.26	7.60% p.a.	6 <sup>th</sup> June 2025	Redeemable at par at the end of 1,088 days from the date of allotment
7.60% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE II ABFL NCD SERIES C1 FY2022-23. DATE OF MATURITY 06/06/2025	10,00,000	1 <sup>st</sup> July 2022	265.26	7.60% p.a.	6 <sup>th</sup> June 2025	Redeemable at par at the end of 1,071 days from the date of allotment
8.90% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD C4 FY 2018-19. DATE OF MATURITY 26/06/2025	10,00,000	26 <sup>th</sup> June 2018	54.54	8.90% p.a.	26 <sup>th</sup> June 2025	Redeemable at par at the end of 2,557 days from the date of allotment
8.90% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) SERIES ABFL NCD C4 FY 2018-19. DATE OF MATURITY 26/06/2025	10,00,000	12 <sup>th</sup> July 2022	320.80	8.90% p.a.	26 <sup>th</sup> June 2025	Redeemable at par at the end of 1,080 days from the date of allotment
8.90% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (II) SERIES ABFL NCD C4 FY 2018-19. DATE OF MATURITY 26/06/2025	10,00,000	28 <sup>th</sup> September 2022	26.73	8.90% p.a.	26 <sup>th</sup> June 2025	Redeemable at par at the end of 1,002 days from the date of allotment



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
8.90% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (III) SERIES ABFL NCD C4 FY 2018-19. DATE OF MATURITY 26/06/2025	10,00,000	29 <sup>th</sup> November 2022	26.73	8.90% p.a.	26 <sup>th</sup> June 2025	Redeemable at par at the end of 940 days from the date of allotment
8.90% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (IV) SERIES ABFL NCD C4 FY 2018-19. DATE OF MATURITY 26/06/2025	10,00,000	9 <sup>th</sup> February 2023	32.08	8.90% p.a.	26 <sup>th</sup> June 2025	Redeemable at par at the end of 868 days from the date of allotment
Zero Coupon 7.80% XIRR SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES D1. DATE OF MATURITY 11/07/2025	10,00,000	12 <sup>th</sup> July 2022	398.67	7.80% p.a. on XIRR basis	11 <sup>th</sup> July 2025	Redeemable at par at the end of 1,095 days from the date of allotment
6.40% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES J2 FY 2021-22. DATE OF MATURITY 22/07/2025	10,00,000	21 <sup>st</sup> January 2022	354.28	6.40% p.a.	22 <sup>nd</sup> July 2025	Redeemable at par at the end of 1,278 days from the date of allotment
7.50% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES E1 FY 2022-23. DATE OF MATURITY 18/08/2025	10,00,000	18 <sup>th</sup> August 2022	418.22	7.50% p.a.	18 <sup>th</sup> August 2025	Redeemable at par at the end of 1,096 days from the date of allotment
7.50% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES E1 FY 2022-23. DATE OF MATURITY 18/08/2025	10,00,000	19 <sup>th</sup> September 2022	486.18	7.50% p.a.	18 <sup>th</sup> August 2025	Redeemable at par at the end of 1,064 days from the date of allotment
7.90% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES G1 FY 2022-23. DATE OF MATURITY 19/09/2025	10,00,000	14 <sup>th</sup> October 2022	528.23	7.90% p.a.	19 <sup>th</sup> September 2025	Redeemable at par at the end of 1,071 days from the date of allotment
8.77% SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD Q1 FY 2015-16. DATE OF MATURITY 17/10/2025	10,00,000	19 <sup>th</sup> October 2015	15.58	8.77% p.a.	17 <sup>th</sup> October 2025	Redeemable at par at the end of 3,651 days from the date of allotment
8.71% SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD S1 FY 2015-16. DATE OF MATURITY 31/10/2025	5,00,000	3 <sup>rd</sup> November 2015	253.29	8.71% p.a.	31 <sup>st</sup> October 2025	Redeemable at par at the end of 3,650 days from the date of allotment
6.25% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD I1 FY 2020-21. DATE OF MATURITY 23/12/2025	10,00,000	23 <sup>rd</sup> December 2020	76.23	6.25% p.a.	23 <sup>rd</sup> December 2025	Redeemable at par at the end of 1,826 days from the date of allotment
7.93% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES H4 FY 2022-23. DATE OF MATURITY 15/01/2026	10,00,000	29 <sup>th</sup> November 2022	312.94	7.93% p.a.	15 <sup>th</sup> January 2026	Redeemable at par at the end of 1,143 days from the date of allotment
7.88% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES I3 FY 2022-23. DATE OF MATURITY 12/02/2026	10,00,000	30 <sup>th</sup> December 2022	407.51	7.88% p.a.	12 <sup>th</sup> February 2026	Redeemable at par at the end of 1,140 days from the date of allotment

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
7.88% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES I3 FY 2022-23. DATE OF MATURITY 12/02/2026	10,00,000	2 <sup>nd</sup> February 2023	152.82	7.88% p.a.	12 <sup>th</sup> February 2026	Redeemable at par at the end of 1,106 days from the date of allotment
7.88% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES I3 FY 2022-23. DATE OF MATURITY 12/02/2026	10,00,000	2 <sup>nd</sup> February 2023	154.55	7.88% p.a.	12 <sup>th</sup> February 2026	Redeemable at par at the end of 1,106 days from the date of allotment
8.85% SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD W3 FY 2015-16. DATE OF MATURITY 23/02/2026	10,00,000	23 <sup>rd</sup> February 2016	10.08	8.85% p.a.	23 <sup>rd</sup> February 2026	Redeemable at par at the end of 3,653 days from the date of allotment
8.90% SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD X1 FY 2015-16. DATE OF MATURITY 06/03/2026	10,00,000	9 <sup>th</sup> March 2016	10.05	8.90% p.a.	6 <sup>th</sup> March 2026	Redeemable at par at the end of 3,649 days from the date of allotment
7.95% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES H2 FY 2022-23. DATE OF MATURITY 28/03/2026	10,00,000	18 <sup>th</sup> November 2022	614.12	7.95% p.a.	18 <sup>th</sup> March 2026	Redeemable at par at the end of 1,216 days from the date of allotment
8.90% SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD Z3 FY 2015-16. DATE OF MATURITY 20/03/2026	10,00,000	21 <sup>st</sup> March 2016	5.01	8.90% p.a.	20 <sup>th</sup> March 2026	Redeemable at par at the end of 3,651 days from the date of allotment
6.55% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES D1. DATE OF MATURITY 24/07/2026	10,00,000	26 <sup>th</sup> July 2021	517.22	6.55% p.a.	24 <sup>th</sup> July 2026	Redeemable at par at the end of 1,824 days from the date of allotment
6.55% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) SERIES D1 FY 2021-22. DATE OF MATURITY 24/07/2026	10,00,000	27 <sup>th</sup> July 2023	232.75	6.55% p.a.	24 <sup>th</sup> July 2026	Redeemable at par at the end of 1,093 days from the date of allotment
6.55% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (II) SERIES D1 FY 2021-22. DATE OF MATURITY 24/07/2026	10,00,000	3 <sup>rd</sup> September 2024	310.33	6.55% p.a.	24 <sup>th</sup> July 2026	Redeemable at par at the end of 689 days from the date of allotment
6.55% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (III) SERIES D1 FY 2021-22. DATE OF MATURITY 24/07/2026	10,00,000	27 <sup>th</sup> September 2024	77.58	6.55% p.a.	24 <sup>th</sup> July 2026	Redeemable at par at the end of 665 days from the date of allotment
8.30% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES L2 FY 2022-23. DATE OF MATURITY 16/09/2026	1,00,000	21 <sup>st</sup> March 2023	210.73	8.30% p.a.	16 <sup>th</sup> September 2026	Redeemable at par at the end of 1,275 days from the date of allotment
8.30% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES L2 FY 2022-23. DATE OF MATURITY 16/09/2026	1,00,000	5 <sup>th</sup> July 2024	215.74	8.30% p.a.	16 <sup>th</sup> September 2026	Redeemable at par at the end of 803 days from the date of allotment



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
8.30% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (II) ABFL NCD SERIES L2 FY 2022-23. DATE OF MATURITY 16/09/2026	1,00,000	21 <sup>st</sup> August 2024	90.31	8.30% p.a.	16 <sup>th</sup> September 2026	Redeemable at par at the end of 756 days from the date of allotment
6.45% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES G2. DATE OF MATURITY 01/10/2026	10,00,000	4 <sup>th</sup> October 2021	116.73	6.45% p.a.	1 <sup>st</sup> October 2026	Redeemable at par at the end of 1,823 days from the date of allotment
6.45% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) SERIES G2. DATE OF MATURITY 01/10/2026	10,00,000	22 <sup>nd</sup> November 2024	167.48	6.45% p.a.	1 <sup>st</sup> October 2026	Redeemable at par at the end of 678 days from the date of allotment
6.45% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (II) SERIES G2. DATE OF MATURITY 01/10/2026	10,00,000	10 <sup>th</sup> December 2024	243.61	6.45% p.a.	1 <sup>st</sup> October 2026	Redeemable at par at the end of 660 days from the date of allotment
8.00% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. LETTER OF ALLOTMENT SERIES I. DATE OF MATURITY 09/10/2026	1,000	9 <sup>th</sup> October 2023	212.66	8.00% p.a.	9 <sup>th</sup> October 2026	Redeemable at par at the end of 1,096 days from the date of allotment
SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. LETTER OF ALLOTMENT SERIES II. DATE OF MATURITY 09/10/2026	1,000	9 <sup>th</sup> October 2023	12.00	7.9924% p.a. on XIRR basis	9 <sup>th</sup> October 2026	Redeemable at par at the end of 1,096 days from the date of allotment
FBIL 6M OIS + 1.69% SECURED RATED LISTED NON-Convertible DEBENTURES. ABFL NCD SERIES K3 FY 2023-24. DATE OF MATURITY 26/02/2027	1,00,000	29 <sup>th</sup> February 2024	201.36	8.01% p.a.	26 <sup>th</sup> February 2027	Redeemable at par at the end of 1,093 days from the date of allotment
FBIL 6M OIS + 1.69% SECURED RATED LISTED NON-Convertible DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES K3 FY 2023-24. DATE OF MATURITY 26/02/2027	1,00,000	28 <sup>th</sup> June 2024	100.68	8.01% p.a.	26 <sup>th</sup> February 2027	Redeemable at par at the end of 973 days from the date of allotment
FBIL 6M OIS + 1.69% SECURED RATED LISTED NON-Convertible DEBENTURES. FURTHER ISSUANCE (II) ABFL NCD SERIES K3 FY 2023-24. DATE OF MATURITY 26/02/2027	1,00,000	31 <sup>st</sup> July 2024	151.02	8.01% p.a.	26 <sup>th</sup> February 2027	Redeemable at par at the end of 940 days from the date of allotment
8.33% SECURED RATED LISTED NON-Convertible DEBENTURES. ABFL NCD SERIES L1 FY 2023-24. DATE OF MATURITY 19/05/2027	1,00,000	18 <sup>th</sup> March 2024	1,191.50	8.33% p.a.	19 <sup>th</sup> May 2027	Redeemable at par at the end of 1,157 days from the date of allotment
8.33% SECURED RATED LISTED NON-Convertible DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES L1 FY 2023-24. DATE OF MATURITY 19/05/2027	1,00,000	28 <sup>th</sup> March 2024	85.32	8.33% p.a.	19 <sup>th</sup> May 2027	Redeemable at par at the end of 1,147 days from the date of allotment

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
8.33% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (II) ABFL NCD SERIES L1 FY 2023-24. DATE OF MATURITY 19/05/2027	1,00,000	30 <sup>th</sup> April 2024	230.87	8.33% p.a.	19 <sup>th</sup> May 2027	Redeemable at par at the end of 1,114 days from the date of allotment
8.33% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (III) ABFL NCD SERIES L1 FY 2023-24. DATE OF MATURITY 19/05/2027	1,00,000	16 <sup>th</sup> May 2024	428.62	8.33% p.a.	19 <sup>th</sup> May 2027	Redeemable at par at the end of 1,098 days from the date of allotment
8.33% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (IV) ABFL NCD SERIES L1 FY 2023-24. DATE OF MATURITY 19/05/2027	1,00,000	6 <sup>th</sup> June 2024	211.02	8.33% p.a.	19 <sup>th</sup> May 2027	Redeemable at par at the end of 1,077 days from the date of allotment
8.33% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (V) ABFL NCD SERIES L1 FY 2023-24. DATE OF MATURITY 19/05/2027	1,00,000	27 <sup>th</sup> September 2024	80.30	8.33% p.a.	19 <sup>th</sup> May 2027	Redeemable at par at the end of 964 days from the date of allotment
8.33% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (VI) ABFL NCD SERIES L1 FY 2023-24. DATE OF MATURITY 19/05/2027	1,00,000	21 <sup>st</sup> October 2024	25.09	8.33% p.a.	19 <sup>th</sup> May 2027	Redeemable at par at the end of 940 days from the date of allotment
8.33% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (VII) ABFL NCD SERIES L1 FY 2023-24. DATE OF MATURITY 19/05/2027	1,00,000	22 <sup>nd</sup> November 2024	30.11	8.33% p.a.	19 <sup>th</sup> May 2027	Redeemable at par at the end of 908 days from the date of allotment
8.33% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (VIII) ABFL NCD SERIES L1 FY 2023-24. DATE OF MATURITY 19/05/2027	1,00,000	30 <sup>th</sup> January 2025	80.30	8.33% p.a.	19 <sup>th</sup> May 2027	Redeemable at par at the end of 839 days from the date of allotment
Zero Coupon 8% XIRR SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD C1 FY 2017-18. DATE OF MATURITY 11/06/2027	10,00,000	13 <sup>th</sup> June 2017	9.09	8.00% p.a. on XIRR basis	11 <sup>th</sup> June 2027	Redeemable at par at the end of 3,650 days from the date of allotment
Zero Coupon 8.35% XIRR SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE I ABFL NCD SERIES C1 FY 2017-18. DATE OF MATURITY 11/06/2027	10,00,000	11 <sup>th</sup> March 2024	90.89	8.35% p.a. on XIRR basis	11 <sup>th</sup> June 2027	Redeemable at par at the end of 1,187 days from the date of allotment
Zero Coupon 7.95% XIRR SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE II ABFL NCD SERIES C1 FY 2017-18. DATE OF MATURITY 11/06/2027	10,00,000	10 <sup>th</sup> October 2024	110.89	7.95% p.a. on XIRR basis	11 <sup>th</sup> June 2027	Redeemable at par at the end of 974 days from the date of allotment
7.95% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES I1 FY 2022-23. DATE OF MATURITY 03/12/2027	10,00,000	5 <sup>th</sup> December 2022	51.23	7.95% p.a.	3 <sup>rd</sup> December 2027	Redeemable at par at the end of 1,824 days from the date of allotment



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
7.92% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES I2 FY 2022-23. DATE OF MATURITY 27/12/2027	10,00,000	27 <sup>th</sup> December 2022	417.88	7.92% p.a.	27 <sup>th</sup> December 2027	Redeemable at par at the end of 1,826 days from the date of allotment
7.92% SECURED RATED LISTED REDEEMABLE NON-Convertible DEBENTURES FURTHER ISSUANCE I SERIES ABFL NCD I2 FY 2022-23. DATE OF MATURITY 27/12/2027	10,00,000	18 <sup>th</sup> March 2025	101.92	7.92% p.a.	27 <sup>th</sup> December 2027	Redeemable at par at the end of 1,014 days from the date of allotment
8.12% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES L1 FY 2022-23. DATE OF MATURITY 06/03/2028	1,00,000	6 <sup>th</sup> March 2023	524.86	8.12% p.a.	6 <sup>th</sup> March 2028	Redeemable at par at the end of 1,827 days from the date of allotment
8.12% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I)ABFL NCD SERIES L1 FY 2022-23. DATE OF MATURITY 06/03/2028	1,00,000	21 <sup>st</sup> March 2023	75.77	8.12% p.a.	6 <sup>th</sup> March 2028	Redeemable at par at the end of 1,812 days from the date of allotment
8.01% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES B1 FY 2023-24. DATE OF MATURITY 02/05/2028	1,00,000	2 <sup>nd</sup> May 2023	1,072.58	8.01% p.a.	2 <sup>nd</sup> May 2028	Redeemable at par at the end of 1,827 days from the date of allotment
7.90% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES C1 FY 2023-24. DATE OF MATURITY 08/06/2028	1,00,000	8 <sup>th</sup> June 2023	347.85	7.90% p.a.	8 <sup>th</sup> June 2028	Redeemable at par at the end of 1,827 days from the date of allotment
7.90% SECURED RATED LISTED REDEEMABLE NON-Convertible DEBENTURES. FURTHER ISSUANCE I SERIES ABFL NCD C1 FY 2023-24. DATE OF MATURITY 8/06/2028	1,00,000	18 <sup>th</sup> March 2025	1,044.60	7.90% p.a.	8 <sup>th</sup> June 2028	Redeemable at par at the end of 1,178 days from the date of allotment
7.97% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES D1 FY 2023-24. DATE OF MATURITY 13/07/2028	1,00,000	13 <sup>th</sup> July 2023	369.47	7.97% p.a.	13 <sup>th</sup> July 2028	Redeemable at par at the end of 1,827 days from the date of allotment
7.97% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES D1 FY 2023-24. DATE OF MATURITY 13/07/2028	1,00,000	27 <sup>th</sup> July 2023	617.54	7.97% p.a.	13 <sup>th</sup> July 2028	Redeemable at par at the end of 1,813 days from the date of allotment
7.97% SECURED RATED LISTED REDEEMABLE NON-Convertible DEBENTURES. FURTHER ISSUANCE II SERIES ABFL NCD D1 FY 2023-24. DATE OF MATURITY 13/07/2028	1,00,000	3 <sup>rd</sup> March 2025	738.94	7.97% p.a.	13 <sup>th</sup> July 2028	Redeemable at par at the end of 1,228 days from the date of allotment
7.9413% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FRESH ISSUANCE ABFL NCD SERIES. L1 FY 2024-25. DATE OF MATURITY 07/08/2028	1,00,000	7 <sup>th</sup> March 2025	341.51	7.9413% p.a.	7 <sup>th</sup> August 2028	Redeemable at par at the end of 1,249 days from the date of allotment
8.05% SECURED RATED LISTED REDEEMABLE NON-Convertible DEBENTURES. LETTER OF ALLOTMENT SERIES III. DATE OF MATURITY 09/10/2028	1,000	9 <sup>th</sup> October 2023	242.03	8.05% p.a.	9 <sup>th</sup> October 2028	Redeemable at par at the end of 1,827 days from the date of allotment

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. LETTER OF ALLOTMENT SERIES IV. DATE OF MATURITY 09/10/2028	1,000	9 <sup>th</sup> October 2023	12.08	8.0408% p.a. on XIRR basis	9 <sup>th</sup> October 2028	Redeemable at par at the end of 1,827 days from the date of allotment
9.15% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD I2 FY 2018-19. DATE OF MATURITY 21/12/2028	10,00,000	21 <sup>st</sup> December 2018	15.65	9.15% p.a.	21 <sup>st</sup> December 2028	Redeemable at par at the end of 3,653 days from the date of allotment
9.15% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD I2 FY 2018-19. DATE OF MATURITY 21/12/2028	10,00,000	27 <sup>th</sup> December 2018	72.01	9.15% p.a.	21 <sup>st</sup> December 2028	Redeemable at par at the end of 3,647 days from the date of allotment
9.15% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD I2 FY 2018-19. DATE OF MATURITY 21/12/2028	10,00,000	12 <sup>th</sup> February 2019	40.18	9.15% p.a.	21 <sup>st</sup> December 2028	Redeemable at par at the end of 3,600 days from the date of allotment
9.15% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD I2 FY 2018-19. DATE OF MATURITY 21/12/2028	10,00,000	29 <sup>th</sup> March 2019	156.55	9.15% p.a.	21 <sup>st</sup> December 2028	Redeemable at par at the end of 3,555 days from the date of allotment
9.15% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE IV SERIES ABFL NCD I2 FY 2018-19. DATE OF MATURITY 21/12/2028	10,00,000	8 <sup>th</sup> September 2022	26.09	9.15% p.a.	21 <sup>st</sup> December 2028	Redeemable at par at the end of 2,296 days from the date of allotment
9.15% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE V SERIES ABFL NCD I2 FY 2018-19. DATE OF MATURITY 21/12/2028	10,00,000	30 <sup>th</sup> January 2025	140.89	9.15% p.a.	21 <sup>st</sup> December 2028	Redeemable at par at the end of 1,421 days from the date of allotment
8.16% SECURED RATED LISTED NON-Convertible DEBENTURES. ABFL NCD SERIES K1 FY 2023-24. DATE OF MATURITY 14/02/2029	1,00,000	14 <sup>th</sup> February 2024	176.56	8.16% p.a.	14 <sup>th</sup> February 2029	Redeemable at par at the end of 1,827 days from the date of allotment
8.16% SECURED RATED LISTED NON-Convertible DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES K1 FY 2023-24. DATE OF MATURITY 14/02/2029	1,00,000	30 <sup>th</sup> April 2024	211.87	8.16% p.a.	14 <sup>th</sup> February 2029	Redeemable at par at the end of 1,751 days from the date of allotment
8.16% SECURED RATED LISTED NON-Convertible DEBENTURES. FURTHER ISSUANCE (II) ABFL NCD SERIES K1 FY 2023-24. DATE OF MATURITY 14/02/2029	1,00,000	24 <sup>th</sup> May 2024	146.29	8.16% p.a.	14 <sup>th</sup> February 2029	Redeemable at par at the end of 1,727 days from the date of allotment
8.16% SECURED RATED LISTED NON-Convertible DEBENTURES. FURTHER ISSUANCE (III) ABFL NCD SERIES K1 FY 2023-24. DATE OF MATURITY 14/02/2029	1,00,000	31 <sup>st</sup> July 2024	448.96	8.16% p.a.	14 <sup>th</sup> February 2029	Redeemable at par at the end of 1,659 days from the date of allotment



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
8.0163% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FRESH ISSUANCE SERIES ABFL NCD L2 FY 2024-25. DATE OF MATURITY 18/05/2029	1,00,000	18 <sup>th</sup> March 2025	611.24	8.0163% p.a.	18 <sup>th</sup> May 2029	Redeemable at par at the end of 1,522 days from the date of allotment
8.70% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD D1 FY 2019-20. DATE OF MATURITY 04/07/2029	10,00,000	4 <sup>th</sup> July 2019	31.05	8.70% p.a.	4 <sup>th</sup> July 2029	Redeemable at par at the end of 3,653 days from the date of allotment
8.10% SECURED RATED LISTED NON-Convertible DEBENTURES. ABFL NCD SERIES F1 FY 2024-25. DATE OF MATURITY 07/09/2034	1,00,000	9 <sup>th</sup> September 2024	481.29	8.10% p.a.	7 <sup>th</sup> September 2029	Redeemable at par at the end of 1,824 days from the date of allotment
8.10% SECURED RATED LISTED NON-Convertible DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES F1 FY 2024-25. DATE OF MATURITY 07/09/2029	1,00,000	21 <sup>st</sup> October 2024	267.85	8.10% p.a.	7 <sup>th</sup> September 2029	Redeemable at par at the end of 1,782 days from the date of allotment
8.0208% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FRESH ISSUANCE SERIES ABFL NCD L3 FY 2024-25. DATE OF MATURITY 18/02/2030	1,00,000	18 <sup>th</sup> March 2025	2,124.07	8.0208% p.a.	18 <sup>th</sup> February 2030	Redeemable at par at the end of 1,798 days from the date of allotment
7.24% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD K1 FY 2020-21. DATE OF MATURITY 18/02/2031	10,00,000	18 <sup>th</sup> February 2021	25.18	7.24% p.a.	18 <sup>th</sup> February 2031	Redeemable at par at the end of 3,652 days from the date of allotment
7.10% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES G1. DATE OF MATURITY 03/10/2031	10,00,000	4 <sup>th</sup> October 2021	51.65	7.10% p.a.	3 <sup>rd</sup> October 2031	Redeemable at par at the end of 3,651 days from the date of allotment
8.12% SECURED RATED LISTED NON-Convertible DEBENTURES. ABFL NCD SERIES H3 FY 2022-23. DATE OF MATURITY 18/11/2032	10,00,000	18 <sup>th</sup> November 2022	206.28	8.12% p.a.	18 <sup>th</sup> November 2032	Redeemable at par at the end of 3,653 days from the date of allotment
8.12% SECURED RATED LISTED NON-Convertible DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES H3 FY 2022-23. DATE OF MATURITY 18/11/2032	10,00,000	21 <sup>st</sup> December 2022	412.56	8.12% p.a.	18 <sup>th</sup> November 2032	Redeemable at par at the end of 3,620 days from the date of allotment
8.12% SECURED RATED LISTED NON-Convertible DEBENTURES. FURTHER ISSUANCE (II) ABFL NCD SERIES H3 FY 2022-23. DATE OF MATURITY 18/11/2032	10,00,000	9 <sup>th</sup> February 2023	232.06	8.12% p.a.	18 <sup>th</sup> November 2032	Redeemable at par at the end of 3,570 days from the date of allotment
8.12% SECURED RATED LISTED NON-Convertible DEBENTURES. FURTHER ISSUANCE (III) ABFL NCD SERIES H3 FY 2022-23. DATE OF MATURITY 18/11/2032	10,00,000	15 <sup>th</sup> March 2023	103.14	8.12% p.a.	18 <sup>th</sup> November 2032	Redeemable at par at the end of 3,536 days from the date of allotment

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
7.80% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. LETTER OF ALLOTMENT SERIES V. DATE OF MATURITY 09/10/2033	1,000	9 <sup>th</sup> October 2023	14.54	7.80% p.a.	9 <sup>th</sup> October 2033	Redeemable at par at the end of 3,653 days from the date of allotment
8.10%SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. LETTER OF ALLOTMENT SERIES VI. DATE OF MATURITY 09/10/2033	1,000	9 <sup>th</sup> October 2023	1,570.50	8.10% p.a.	9 <sup>th</sup> October 2033	Redeemable at par at the end of 3,653 days from the date of allotment
8.0343% SECURED RATED LISTED NON-Convertible Debentures. ABFL NCD SERIES E1. FY 2024-25. DATE OF MATURITY 08/08/2034	1,00,000	9 <sup>th</sup> August 2024	104.96	8.0343% p.a.	8 <sup>th</sup> August 2034	Redeemable at par at the end of 3,651 days from the date of allotment
7.91% SECURED RATED LISTED NON-Convertible Debentures. ABFL NCD SERIES G1 FY 2024-25. DATE OF MATURITY 09/10/2034	1,00,000	10 <sup>th</sup> October 2024	1,554.10	7.91% p.a.	9 <sup>th</sup> October 2034	Redeemable at par at the end of 3,651 days from the date of allotment
8.15% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD J1 FY 2019-20. DATE OF MATURITY 18/01/2030	10,00,000	20 <sup>th</sup> January 2020	1,015.24	8.15% p.a.	1) 25% at the end of 7 <sup>th</sup> Year (Wednesday, 20 <sup>th</sup> January 2027), 2) 25% at the end of 8 <sup>th</sup> Year (Thursday, 20 <sup>th</sup> January 2028), 3) 25% at the end of 9 <sup>th</sup> Year (Friday, 19 <sup>th</sup> January 2029), and 4) 25% at the end of 10 <sup>th</sup> Year (Friday, 18 <sup>th</sup> January 2030)	Redeemable in 4 equal annual installments at the end of 2,557 days, 2,922 days, 3,287 days and 3,651 days, respectively, from the date of allotment
7.26% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES B2. DATE OF MATURITY 30/05/2031	10,00,000	31 <sup>st</sup> May 2021	795.06	7.26% p.a.	1) 25% at the end of 7 <sup>th</sup> Year (Wednesday, 31 <sup>st</sup> May 2028), 2) 25% at the end of 8 <sup>th</sup> Year (Thursday, 31 <sup>st</sup> May 2029), 3) 25% at the end of 9 <sup>th</sup> Year (Friday, 31 <sup>st</sup> May 2030), and 4) 25% at the end of 10 <sup>th</sup> Year (Friday, 30 <sup>th</sup> May 2031)	Redeemable in 4 equal annual installments at the end of 2,557 days, 2,922 days, 3,287 days and 3,651 days, respectively, from the date of allotment
9% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD B2 FY 2019-20. DATE OF MATURITY 18/05/2029	10,00,000	20 <sup>th</sup> May 2019	1,615.88	9.00% p.a.	50% - 19 <sup>th</sup> May 2028 50% - 18 <sup>th</sup> May 2029	Redeemable in 2 equal annual installments at the end of 3,287 days and 3,651 days, respectively, from the date of allotment
<b>Total</b>			<b>29,499.56</b>			



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## Note 19(b): Redeemable Non-Convertible Debentures (Unsecured) as on 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
7.57% UNSECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE PARTLY PAID DEBENTURES. SERIES ABFL NCD 'EP1' FY 2020-21. DATE OF MATURITY 03/08/2035	7,20,000.00	6 <sup>th</sup> August 2020	263.77	7.57%	3 <sup>rd</sup> August 2035	Redeemable at par at the end of 5,475 days from the date of allotment

## Note 19(a): Redeemable Non-Convertible Debentures (Secured) as at 31<sup>st</sup> March 2024

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
PRINCIPAL PROTECTED (10 YEAR G-SEC PRICE LINKED) SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES PPMLD B1 FY 2022-23 - MAY 04, 2022. DATE OF MATURITY 03/05/2024	10,00,000	4 <sup>th</sup> May 2022	50.41	6.00% p.a. on XIRR	3 <sup>rd</sup> May 2024	Redeemable at par at the end of 730 days from the date of allotment
8.65% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD C1 FY 2019-2020. DATE OF MATURITY 12/06/2024	10,00,000	24 <sup>th</sup> July 2019	105.56	8.65% p.a.	12 <sup>th</sup> June 2024	Redeemable at par at the end of 1,785 days from the date of allotment
8.65% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD C1 FY 2019-2020. DATE OF MATURITY 12/06/2024	10,00,000	28 <sup>th</sup> June 2019	119.36	8.65% p.a.	12 <sup>th</sup> June 2024	Redeemable at par at the end of 1,811 days from the date of allotment
8.65% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD C1 FY 2019-2020. DATE OF MATURITY 12/06/2024	10,00,000	24 <sup>th</sup> June 2019	211.77	8.65% p.a.	12 <sup>th</sup> June 2024	Redeemable at par at the end of 1,815 days from the date of allotment
8.65% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD C1 FY 2019-2020. DATE OF MATURITY 12/06/2024	10,00,000	12 <sup>th</sup> June 2019	185.03	8.65% p.a.	12 <sup>th</sup> June 2024	Redeemable at par at the end of 1,827 days from the date of allotment
ZERO COUPON SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES C2. DATE OF MATURITY 14/06/2024	10,00,000	17 <sup>th</sup> June 2021	87.65	5.75% p.a. on XIRR	14 <sup>th</sup> June 2024	Redeemable at par at the end of 1,093 days from the date of allotment

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
PRINCIPAL PROTECTED (10-YEAR G-SEC PRICE LINKED) SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES PPMLD C4 FY 2022-23 – 28 <sup>TH</sup> JUNE 2022. DATE OF MATURITY 27/06/2024	10,00,000	28 <sup>th</sup> June 2022	28.31	Coupon linked to performance of Underlying/ Reference Index Scenario, If performance of underlying on final fixing date Coupon 1. Greater than 50% of Digital Level 7.34% p.a. (7.33% XIRR (Annualised yield)) 2. Less than or equal to 50% of Digital Level 0%	27 <sup>th</sup> June 2024	Redeemable at par at the end of 730 days from the date of allotment
5.8500% SECURED RATED LISTED REDEEMABLE NON-Convertible DEBENTURES. SERIES E1. DATE OF MATURITY 02/08/2024	10,00,000	5 <sup>th</sup> August 2021	259.44	5.85% p.a.	2 <sup>nd</sup> August 2024	Redeemable at par at the end of 1,093 days from the date of allotment
ZERO COUPON SECURED RATED LISTED NON-Convertible DEBENTURES. ABFL NCD SERIES E2 FY 2022-23. DATE OF MATURITY 23/08/2024	10,00,000	24 <sup>th</sup> August 2022	152.16	7.26% p.a. on XIRR basis	23 <sup>rd</sup> August 2024	Redeemable at par at the end of 730 days from the date of allotment
8.71% SECURED REDEEMABLE NON-Convertible DEBENTURES. SERIES ABFL NCD S1 FY 2015-16. DATE OF MATURITY 31/10/2025	10,00,000	3 <sup>rd</sup> November 2015	506.77	8.71% p.a.	50% on 1 <sup>st</sup> November 2024 and 50% on 31 <sup>st</sup> October 2025	Redeemable at par at the end of 3,286 days from the date of allotment
ZERO COUPON SECURED RATED LISTED NON-Convertible DEBENTURES. ABFL NCD SERIES H1 FY 2022-23. DATE OF MATURITY 28/11/2024	10,00,000	18 <sup>th</sup> November 2022	55.48	7.92% p.a. on XIRR basis	28 <sup>th</sup> November 2024	Redeemable at par at the end of 741 days from the date of allotment
3M TBILL LINKED SECURED RATED LISTED NON-Convertible DEBENTURES. ABFL NCD SERIES 'J1' FY 2021-22. DATE OF MATURITY 21/01/2025	10,00,000	21 <sup>st</sup> January 2022	507.95	8.60% p.a. (Floating Coupon with Quarterly Reset, Payable Annually)	21 <sup>st</sup> January 2025	Redeemable at par at the end of 1,096 days from the date of allotment
PRINCIPAL PROTECTED (10-YEAR G-SEC PRICE LINKED) SECURED RATED LISTED REDEEMABLE NON-Convertible DEBENTURES. ABFL NCD SERIES PPMLD E3 FY 2022-23. DATE OF MATURITY 09/04/2025	10,00,000	26 <sup>th</sup> August 2022	114.37	Coupon linked to performance of Underlying/ Reference Index Scenario, If performance of underlying on final fixing date Coupon 1. Greater than 50% of Digital Level 7.2941% p.a. (7.31% XIRR (Annualised yield)) 2. Less than or equal to 50% of Digital Level 0%	9 <sup>th</sup> April 2025	Redeemable at par at the end of 957 days from the date of allotment



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
7.69% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD A3 FY 2020-21. DATE OF MATURITY 25/04/2025	10,00,000	28 <sup>th</sup> April 2020	26.76	7.69% p.a.	25 <sup>th</sup> April 2025	Redeemable at par at the end of 1,823 days from the date of allotment
7.60% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE II ABFL NCD SERIES C1 FY 2022-23. DATE OF MATURITY 06/06/2025	10,00,000	1 <sup>st</sup> July 2022	265.04	7.60% p.a.	6 <sup>th</sup> June 2025	Redeemable at par at the end of 1,071 days from the date of allotment
7.60% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE I ABFL NCD SERIES C1 FY 2022-23. DATE OF MATURITY 06/06/2025	10,00,000	14 <sup>th</sup> June 2022	265.04	7.60% p.a.	6 <sup>th</sup> June 2025	Redeemable at par at the end of 1,088 days from the date of allotment
7.60% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES C1 FY 2022-23. DATE OF MATURITY 06/06/2025	10,00,000	8 <sup>th</sup> June 2022	116.62	7.60% p.a.	6 <sup>th</sup> June 2025	Redeemable at par at the end of 1,094 days from the date of allotment
8.90% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (IV) SERIES ABFL NCD C4 FY 2018-19. DATE OF MATURITY 26/06/2025	10,00,000	9 <sup>th</sup> February 2023	32.34	8.90% p.a.	26 <sup>th</sup> June 2025	Redeemable at par at the end of 868 days from the date of allotment
8.90% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (III) SERIES ABFL NCD C4 FY 2018-19. DATE OF MATURITY 26/06/2025	10,00,000	29 <sup>th</sup> November 2022	26.95	8.90% p.a.	26 <sup>th</sup> June 2025	Redeemable at par at the end of 940 days from the date of allotment
8.90% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (II) SERIES ABFL NCD C4 FY 2018-19. DATE OF MATURITY 26/06/2025	10,00,000	28 <sup>th</sup> September 2022	26.95	8.90% p.a.	26 <sup>th</sup> June 2025	Redeemable at par at the end of 1,002 days from the date of allotment
8.90% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) SERIES ABFL NCD C4 FY 2018-19. DATE OF MATURITY 26/06/2025	10,00,000	12 <sup>th</sup> July 2022	323.40	8.90% p.a.	26 <sup>th</sup> June 2025	Redeemable at par at the end of 1,080 days from the date of allotment
8.90% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD C4 FY 2018-19. DATE OF MATURITY 26/06/2025	10,00,000	26 <sup>th</sup> June 2018	54.98	8.90 % p.a.	26 <sup>th</sup> June 2025	Redeemable at par at the end of 2,557 days from the date of allotment
ZERO COUPON SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES D1. DATE OF MATURITY 11/07/2025	10,00,000	12 <sup>th</sup> July 2022	369.77	7.80% p.a. on XIRR basis	11 <sup>th</sup> July 2025	Redeemable at par at the end of 1,095 days from the date of allotment
6.4000% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES J2. DATE OF MATURITY 22/07/2025	10,00,000	21 <sup>st</sup> January 2022	354.22	6.40% p.a.	22 <sup>nd</sup> July 2025	Redeemable at par at the end of 1,278 days from the date of allotment

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
7.5000% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES E1 FY 2022-23. DATE OF MATURITY 18/08/2025	10,00,000	19 <sup>th</sup> September 2022	486.13	7.50% p.a.	18 <sup>th</sup> August 2025	Redeemable at par at the end of 1,064 days from the date of allotment
7.5000% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES E1 FY 2022-23. DATE OF MATURITY 18/08/2025	10,00,000	18 <sup>th</sup> August 2022	418.17	7.50% p.a.	18 <sup>th</sup> August 2025	Redeemable at par at the end of 1,096 days from the date of allotment
7.9000% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES G1 FY 2022-23. DATE OF MATURITY 19/09/2025	10,00,000	14 <sup>th</sup> October 2022	528.17	7.90% p.a.	19 <sup>th</sup> September 2025	Redeemable at par at the end of 1,071 days from the date of allotment
8.77% SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD Q1 FY 2015-16. DATE OF MATURITY 17/10/2025	10,00,000	19 <sup>th</sup> October 2015	15.57	8.77% p.a.	17 <sup>th</sup> October 2025	Redeemable at par at the end of 3,651 days from the date of allotment
6.2500% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD ₹ 1 FY 2020-21. DATE OF MATURITY 23/12/2025	10,00,000	23 <sup>rd</sup> December 2020	76.22	6.25% p.a.	23 <sup>rd</sup> December 2025	Redeemable at par at the end of 1,826 days from the date of allotment
7.9300% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES H4 FY 2022-23. DATE OF MATURITY 15/01/2026	10,00,000	29 <sup>th</sup> November 2022	312.89	7.93% p.a.	15 <sup>th</sup> January 2026	Redeemable at par at the end of 1,143 days from the date of allotment
7.8800% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES I3 FY 2022-23. DATE OF MATURITY 12/02/2026	10,00,000	2 <sup>nd</sup> February 2023	152.72	7.88% p.a.	12 <sup>th</sup> February 2026	Redeemable at par at the end of 1,106 days from the date of allotment
7.8800% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES I3 FY 2022-23. DATE OF MATURITY 12/02/2026	10,00,000	2 <sup>nd</sup> February 2023	154.45	7.88% p.a.	12 <sup>th</sup> February 2026	Redeemable at par at the end of 1,106 days from the date of allotment
7.8800% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES I3 FY 2022-23. DATE OF MATURITY 12/02/2026	10,00,000	30 <sup>th</sup> December 2022	407.25	7.88% p.a.	12 <sup>th</sup> February 2026	Redeemable at par at the end of 1,140 days from the date of allotment
8.85% SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD W3 FY 2015-16. DATE OF MATURITY 23/02/2026	10,00,000	23 <sup>rd</sup> February 2016	10.08	8.85% p.a.	23 <sup>rd</sup> February 2026	Redeemable at par at the end of 3,653 days from the date of allotment
8.90% SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD X1 FY 2015-16. DATE OF MATURITY 06/03/2026	10,00,000	9 <sup>th</sup> March 2016	10.05	8.90% p.a.	6 <sup>th</sup> March 2026	Redeemable at par at the end of 3,649 days from the date of allotment
7.9500% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES H2 FY 2022-23. DATE OF MATURITY 28/03/2026	10,00,000	18 <sup>th</sup> November 2022	613.97	7.95% p.a.	18 <sup>th</sup> March 2026	Redeemable at par at the end of 1,216 days from the date of allotment



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
8.90% SECURED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD Z3 FY 2015-16. DATE OF MATURITY 20/03/2026	10,00,000	21 <sup>st</sup> March 2016	5.01	8.90% p.a.	20 <sup>th</sup> March 2026	Redeemable at par at the end of 3,651 days from the date of allotment
6.5500% SECURED RATED LISTED REDEEMABLE NON-Convertible DEBENTURES. SERIES D1. DATE OF MATURITY 24/07/2026	10,00,000	26 <sup>th</sup> July 2021	515.73	6.55% p.a.	24 <sup>th</sup> July 2026	Redeemable at par at the end of 1,824 days from the date of allotment
6.5500% SECURED RATED LISTED REDEEMABLE NON-Convertible DEBENTURES. FURTHER ISSUANCE (I) SERIES D1 FY 2021-22. DATE OF MATURITY 24/07/2026	10,00,000	27 <sup>th</sup> July 2023	232.08	6.55% p.a.	24 <sup>th</sup> July 2026	Redeemable at par at the end of 1,093 days from the date of allotment
8.3000% SECURED RATED LISTED NON-Convertible DEBENTURES. ABFL NCD SERIES L2 FY 2022-23. DATE OF MATURITY 16/09/2026	1,00,000	21 <sup>st</sup> March 2023	210.47	8.30% p.a.	16 <sup>th</sup> September 2026	Redeemable at par at the end of 1,275 days from the date of allotment
6.4500% SECURED RATED LISTED REDEEMABLE NON-Convertible DEBENTURES. SERIES G2. DATE OF MATURITY 01/10/2026	10,00,000	4 <sup>th</sup> October 2021	118.56	6.45% p.a.	1 <sup>st</sup> October 2026	Redeemable at par at the end of 1,823 days from the date of allotment
8% SECURED RATED LISTED REDEEMABLE NON-Convertible DEBENTURES. LETTER OF ALLOTMENT SERIES I. DATE OF MATURITY 09/10/2026	1,000	9 <sup>th</sup> October 2023	212.57	8.00% p.a.	9 <sup>th</sup> October 2026	Redeemable at par at the end of 1,097 days from the date of allotment
SECURED RATED LISTED REDEEMABLE NON-Convertible DEBENTURES. LETTER OF ALLOTMENT SERIES II. DATE OF MATURITY 09/10/2026	1,000	9 <sup>th</sup> October 2023	11.11	7.9924% p.a. on XIRR	9 <sup>th</sup> October 2026	Redeemable at par at the end of 1,097 days from the date of allotment
8.15% SECURED RATED LISTED REDEEMABLE NON-Convertible DEBENTURES. SERIES ABFL NCD J1 FY 2019-20. DATE OF MATURITY 18/01/2030	10,00,000	20 <sup>th</sup> January 2020	1,015.29	8.15% p.a.	1) 25% at the end of 7 <sup>th</sup> Year (Wednesday, 20 <sup>th</sup> January 2027), 2) 25% at the end of 8 <sup>th</sup> Year (Thursday, 20 <sup>th</sup> January 2028), 3) 25% at the end of 9 <sup>th</sup> Year (Friday, 19 <sup>th</sup> January 2029), and 4) 25% at the end of 10 <sup>th</sup> Year (Friday, 18 <sup>th</sup> January 2030)	Redeemable at par at the end of 2,557 days from the date of allotment

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
6M OIS LINKED SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES 'K3' FY 2023-24. DATE OF MATURITY 26/02/2027	1,00,000	29 <sup>th</sup> February 2024	201.33	8.46% p.a. (Floating Coupon with Semi-annually Reset, payable Semi-annually)	26 <sup>th</sup> February 2027	Redeemable at par at the end of 1,093 days from the date of allotment
8.3300% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES L1 FY 2023-24. DATE OF MATURITY 19/05/2027	1,00,000	18 <sup>th</sup> March 2024	1,190.41	8.33% p.a.	19 <sup>th</sup> May 2027	Redeemable at par at the end of 1,157 days from the date of allotment
8.3300% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES L1 FY 2023-24. DATE OF MATURITY 19/05/2027	1,00,000	28 <sup>th</sup> March 2024	85.24	8.33% p.a.	19 <sup>th</sup> May 2027	Redeemable at par at the end of 1,147 days from the date of allotment
8.00% XIRR SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD C1 FY 2017-18. DATE OF MATURITY 11/06/2027	10,00,000	13 <sup>th</sup> June 2017	8.36	8.00% p.a. on XIRR	11 <sup>th</sup> June 2027	Redeemable at par at the end of 3,650 days from the date of allotment
8.35% XIRR SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES C1 FY 2017-18. DATE OF MATURITY 11/06/2027	10,00,000	11 <sup>th</sup> March 2024	83.58	8.35% p.a. on XIRR	11 <sup>th</sup> June 2027	Redeemable at par at the end of 1,187 days from the date of allotment
7.9500% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES I1 FY 2022-23. DATE OF MATURITY 03/12/2027	10,00,000	5 <sup>th</sup> December 2022	51.23	7.95% p.a.	3 <sup>rd</sup> December 2027	Redeemable at par at the end of 1,824 days from the date of allotment
7.9200% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES I2 FY 2022-23. DATE OF MATURITY 27/12/2027	10,00,000	27 <sup>th</sup> December 2022	418.12	7.92% p.a.	27 <sup>th</sup> December 2027	Redeemable at par at the end of 1,826 days from the date of allotment
8.1200% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES L1 FY 2022-23. DATE OF MATURITY 06/03/2028	1,00,000	21 <sup>st</sup> March 2023	75.73	8.12% p.a.	6 <sup>th</sup> March 2028	Redeemable at par at the end of 1,812 days from the date of allotment
8.1200% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES L1 FY 2022-23. DATE OF MATURITY 06/03/2028	1,00,000	6 <sup>th</sup> March 2023	524.62	8.12% p.a.	6 <sup>th</sup> March 2028	Redeemable at par at the end of 1,827 days from the date of allotment
8.0100% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES B1 FY 2023-24. DATE OF MATURITY 02/05/2028	1,00,000	2 <sup>nd</sup> May 2023	1,072.58	8.01% p.a.	2 <sup>nd</sup> May 2028	Redeemable at par at the end of days from the date of allotment
9% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD B2 FY 2019-20. DATE OF MATURITY 18/05/2029	10,00,000	20 <sup>th</sup> May 2019	1,615.98	9.00% p.a.	50% - 19 <sup>th</sup> May 2028 50% - 18 <sup>th</sup> May 2029	Redeemable at par at the end of 3,287 days from the date of allotment



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
7.2600% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES B2. DATE OF MATURITY 30/05/2031	10,00,000	31 <sup>st</sup> May 2021	795.09	7.26% p.a.	1) 25% at the end of 7 <sup>th</sup> Year (Wednesday, 31 <sup>st</sup> May 2028), 2) 25% at the end of 8 <sup>th</sup> Year (Thursday, 31 <sup>st</sup> May 2029), 3) 25% at the end of 9 <sup>th</sup> Year (Friday, 31 <sup>st</sup> May 2030), and 4) 25% at the end of 10 <sup>th</sup> Year (Friday, 30 <sup>th</sup> May 2031)	Redeemable at par at the end of 2,557 days from the date of allotment
7.9000% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES C1 FY 2023-24. DATE OF MATURITY 08/06/2028	1,00,000	8 <sup>th</sup> June 2023	348.74	7.90% p.a.	8 <sup>th</sup> June 2028	Redeemable at par at the end of 1,827 days from the date of allotment
7.9700% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. ABFL NCD SERIES D1 FY 2023-24. DATE OF MATURITY 13/07/2028	1,00,000	13 <sup>th</sup> July 2023	369.29	7.97% p.a.	13 <sup>th</sup> July 2028	Redeemable at par at the end of 1,827 days from the date of allotment
7.9700% SECURED RATED LISTED NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES D1 FY 2023-24. DATE OF MATURITY 13/07/2028	1,00,000	27 <sup>th</sup> July 2023	617.24	7.97% p.a.	13 <sup>th</sup> July 2028	Redeemable at par at the end of 1,813 days from the date of allotment
8.05% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. LETTER OF ALLOTMENT SERIES III. DATE OF MATURITY 09/10/2028	1,000	9 <sup>th</sup> October 2023	242.01	8.05% p.a.	9 <sup>th</sup> October 2028	Redeemable at par at the end of 1,827 days from the date of allotment
SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. LETTER OF ALLOTMENT SERIES IV. DATE OF MATURITY 09/10/2028	1,000	9 <sup>th</sup> October 2023	11.17	8.0408% p.a. on XIRR	9 <sup>th</sup> October 2028	Redeemable at par at the end of 1,827 days from the date of allotment
9.15% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. FURTHER ISSUANCE IV SERIES ABFL NCD I2 FY 2018-19. DATE OF MATURITY 21/12/2028	10,00,000	8 <sup>th</sup> September 2022	25.97	9.15% p.a.	21 <sup>st</sup> December 2028	Redeemable at par at the end of 2,296 days from the date of allotment
9.15% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD I2 FY 2018-19. DATE OF MATURITY 21/12/2028	10,00,000	29 <sup>th</sup> March 2019	155.80	9.15% p.a.	21 <sup>st</sup> December 2028	Redeemable at par at the end of 3,555 days from the date of allotment

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
9.15% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD I2 FY 2018-19. DATE OF MATURITY 21/12/2028	10,00,000	12 <sup>th</sup> February 2019	39.99	9.15% p.a.	21 <sup>st</sup> December 2028	Redeemable at par at the end of 3,600 days from the date of allotment
9.15% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD I2 FY 2018-19. DATE OF MATURITY 21/12/2028	10,00,000	27 <sup>th</sup> December 2018	71.67	9.15% p.a.	21 <sup>st</sup> December 2028	Redeemable at par at the end of 3,647 days from the date of allotment
9.15% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD I2 FY 2018-19. DATE OF MATURITY 21/12/2028	10,00,000	21 <sup>st</sup> December 2018	15.58	9.15% p.a.	21 <sup>st</sup> December 2028	Redeemable at par at the end of 3,653 days from the date of allotment
8.1600% SECURED RATED LISTED NON-Convertible DEBENTURES. ABFL NCD SERIES K1 FY 2023-24. DATE OF MATURITY 14/02/2029	1,00,000	14 <sup>th</sup> February 2024	176.63	8.16% p.a.	14 <sup>th</sup> February 2029	Redeemable at par at the end of days from the date of allotment
8.70% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD D1 FY 2019-20. DATE OF MATURITY 04/07/2029	10,00,000	4 <sup>th</sup> July 2019	31.05	8.70% p.a.	4 <sup>th</sup> July 2029	Redeemable at par at the end of 3,653 days from the date of allotment
7.2400% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES ABFL NCD K1 FY 2020-21. DATE OF MATURITY 18/02/2031	10,00,000	18 <sup>th</sup> February 2021	25.18	7.24% p.a.	18 <sup>th</sup> February 2031	Redeemable at par at the end of 3,652 days from the date of allotment
7.100% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. SERIES G1. DATE OF MATURITY 03/10/2031	10,00,000	4 <sup>th</sup> October 2021	51.65	7.10% p.a.	3 <sup>rd</sup> October 2031	Redeemable at par at the end of 3,651 days from the date of allotment
8.1200% SECURED RATED LISTED NON-Convertible DEBENTURES. FURTHER ISSUANCE (III) ABFL NCD SERIES H3 FY 2022-23. DATE OF MATURITY 18/11/2032	10,00,000	15 <sup>th</sup> March 2023	103.17	8.12% p.a.	18 <sup>th</sup> November 2032	Redeemable at par at the end of 3,536 days from the date of allotment
8.1200% SECURED RATED LISTED NON-Convertible DEBENTURES. FURTHER ISSUANCE (II) ABFL NCD SERIES H3 FY 2022-23. DATE OF MATURITY 18/11/2032	10,00,000	9 <sup>th</sup> February 2023	232.13	8.12% p.a.	18 <sup>th</sup> November 2032	Redeemable at par at the end of 3,570 days from the date of allotment
8.1200% SECURED RATED LISTED NON-Convertible DEBENTURES. FURTHER ISSUANCE (I) ABFL NCD SERIES H3 FY 2022-23. DATE OF MATURITY 18/11/2032	10,00,000	21 <sup>st</sup> December 2022	412.67	8.12% p.a.	18 <sup>th</sup> November 2032	Redeemable at par at the end of 3,620 days from the date of allotment
8.1200% SECURED RATED LISTED NON-Convertible DEBENTURES. ABFL NCD SERIES H3 FY 2022-23. DATE OF MATURITY 18/11/2032	10,00,000	18 <sup>th</sup> November 2022	206.34	8.12% p.a.	18 <sup>th</sup> November 2032	Redeemable at par at the end of 3,653 days from the date of allotment



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
7.80% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. LETTER OF ALLOTMENT SERIES V. DATE OF MATURITY 09/10/2033	1,000	9 <sup>th</sup> October 2023	14.54	7.80% p.a.	9 <sup>th</sup> October 2033	Redeemable at par at the end of 3,653 days from the date of allotment
8.10% SECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE DEBENTURES. LETTER OF ALLOTMENT SERIES VI. DATE OF MATURITY 09/10/2033	1,000	9 <sup>th</sup> October 2023	1,571.28	8.10% p.a.	9 <sup>th</sup> October 2033	Redeemable at par at the end of 3,653 days from the date of allotment
<b>Total</b>		<b>20,597.19</b>				

## Note 19(b): Redeemable Non-Convertible Debentures (Unsecured) as on 31<sup>st</sup> March 2024

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
7.57% UNSECURED RATED LISTED REDEEMABLE NON-CONVERTIBLE PARTLY PAID DEBENTURES. SERIES ABFL NCD 'EP1' FY 2020-21. DATE OF MATURITY 03/08/2035	10,00,000	21 <sup>st</sup> July 2017	212.45	8.70%	21 <sup>st</sup> July 2027	Redeemable at par at the end of 3,652 days from the date of allotment

## Note 19(c): Commercial Papers (Unsecured) as at 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL/2024-25/CP178	5,00,000	20 <sup>th</sup> January 2025	149.74	7.82%	8 <sup>th</sup> April 2025	Redeemable at par at the end of 78 days from the date of allotment
ABFL/2024-25/CP179	5,00,000	22 <sup>nd</sup> January 2025	497.52	7.95%	23 <sup>rd</sup> April 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP180	5,00,000	22 <sup>nd</sup> January 2025	248.76	7.95%	23 <sup>rd</sup> April 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP181	5,00,000	22 <sup>nd</sup> January 2025	99.50	7.95%	23 <sup>rd</sup> April 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP182	5,00,000	22 <sup>nd</sup> January 2025	99.50	7.95%	23 <sup>rd</sup> April 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP183	5,00,000	22 <sup>nd</sup> January 2025	49.75	7.95%	23 <sup>rd</sup> April 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP184	5,00,000	24 <sup>th</sup> January 2025	49.73	7.95%	25 <sup>th</sup> April 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP185	5,00,000	24 <sup>th</sup> January 2025	49.73	7.95%	25 <sup>th</sup> April 2025	Redeemable at par at the end of 91 days from the date of allotment

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL/2024-25/CP186	5,00,000	24 <sup>th</sup> January 2025	49.73	7.95%	25 <sup>th</sup> April 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP187	5,00,000	31 <sup>st</sup> January 2025	745.18	7.88%	30 <sup>th</sup> April 2025	Redeemable at par at the end of 89 days from the date of allotment
ABFL/2024-25/CP162	5,00,000	13 <sup>th</sup> November 2024	49.62	7.71%	7 <sup>th</sup> May 2025	Redeemable at par at the end of 175 days from the date of allotment
ABFL/2024-25/CP164	5,00,000	14 <sup>th</sup> November 2024	99.23	7.71%	7 <sup>th</sup> May 2025	Redeemable at par at the end of 174 days from the date of allotment
ABFL/2024-25/CP195	5,00,000	20 <sup>th</sup> February 2025	296.72	7.75%	22 <sup>nd</sup> May 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP196	5,00,000	20 <sup>th</sup> February 2025	98.91	7.75%	22 <sup>nd</sup> May 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP197	5,00,000	27 <sup>th</sup> February 2025	24.69	7.73%	29 <sup>th</sup> May 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP198	5,00,000	27 <sup>th</sup> February 2025	98.76	7.73%	29 <sup>th</sup> May 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP199	5,00,000	27 <sup>th</sup> February 2025	222.22	7.73%	29 <sup>th</sup> May 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP200	5,00,000	27 <sup>th</sup> February 2025	98.76	7.73%	29 <sup>th</sup> May 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP201	5,00,000	27 <sup>th</sup> February 2025	49.38	7.73%	29 <sup>th</sup> May 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP202	5,00,000	3 <sup>rd</sup> March 2025	493.41	7.73%	2 <sup>nd</sup> June 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP203	5,00,000	3 <sup>rd</sup> March 2025	345.39	7.73%	2 <sup>nd</sup> June 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP204	5,00,000	3 <sup>rd</sup> March 2025	148.02	7.73%	2 <sup>nd</sup> June 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP205	5,00,000	6 <sup>th</sup> March 2025	197.36	7.73%	2 <sup>nd</sup> June 2025	Redeemable at par at the end of 88 days from the date of allotment
ABFL/2024-25/CP175	5,00,000	5 <sup>th</sup> December 2024	246.67	7.65%	4 <sup>th</sup> June 2025	Redeemable at par at the end of 181 days from the date of allotment
ABFL/2024-25/CP163A	5,00,000	13 <sup>th</sup> November 2024	196.67	7.71%	20 <sup>th</sup> June 2025	Redeemable at par at the end of 219 days from the date of allotment



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL/2024-25/CP163B	5,00,000	13 <sup>th</sup> November 2024	49.17	7.71%	20 <sup>th</sup> June 2025	Redeemable at par at the end of 219 days from the date of allotment
ABFL/2024-25/CP206	5,00,000	25 <sup>th</sup> March 2025	490.99	7.85%	24 <sup>th</sup> June 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP207	5,00,000	26 <sup>th</sup> March 2025	490.92	7.85%	25 <sup>th</sup> June 2025	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2024-25/CP084	5,00,000	24 <sup>th</sup> July 2024	24.41	7.91%	24 <sup>th</sup> July 2025	Redeemable at par at the end of 365 days from the date of allotment
ABFL/2024-25/CP0114	5,00,000	28 <sup>th</sup> August 2024	14.54	7.80%	27 <sup>th</sup> August 2025	Redeemable at par at the end of 364 days from the date of allotment
ABFL/2024-25/CP120	5,00,000	4 <sup>th</sup> September 2024	241.99	7.90%	3 <sup>rd</sup> September 2025	Redeemable at par at the end of 364 days from the date of allotment
ABFL/2024-25/CP121	5,00,000	4 <sup>th</sup> September 2024	24.20	7.90%	3 <sup>rd</sup> September 2025	Redeemable at par at the end of 364 days from the date of allotment
ABFL/2024-25/CP122	5,00,000	4 <sup>th</sup> September 2024	24.20	7.90%	3 <sup>rd</sup> September 2025	Redeemable at par at the end of 364 days from the date of allotment
ABFL/2024-25/CP129	5,00,000	10 <sup>th</sup> September 2024	96.80	7.90%	3 <sup>rd</sup> September 2025	Redeemable at par at the end of 358 days from the date of allotment
ABFL/2024-25/CP145	5,00,000	10 <sup>th</sup> October 2024	24.20	7.75%	3 <sup>rd</sup> September 2025	Redeemable at par at the end of 328 days from the date of allotment
ABFL/2024-25/CP141	5,00,000	10 <sup>th</sup> October 2024	144.85	7.75%	17 <sup>th</sup> September 2025	Redeemable at par at the end of 342 days from the date of allotment
ABFL/2024-25/CP142	5,00,000	10 <sup>th</sup> October 2024	96.57	7.75%	17 <sup>th</sup> September 2025	Redeemable at par at the end of 342 days from the date of allotment
ABFL/2024-25/CP143	5,00,000	10 <sup>th</sup> October 2024	24.14	7.75%	17 <sup>th</sup> September 2025	Redeemable at par at the end of 342 days from the date of allotment
ABFL/2024-25/CP144	5,00,000	10 <sup>th</sup> October 2024	24.14	7.75%	17 <sup>th</sup> September 2025	Redeemable at par at the end of 342 days from the date of allotment
ABFL/2024-25/CP146	5,00,000	16 <sup>th</sup> October 2024	28.81	7.75%	15 <sup>th</sup> October 2025	Redeemable at par at the end of 364 days from the date of allotment
ABFL/2024-25/CP157	5,00,000	12 <sup>th</sup> November 2024	47.73	7.79%	11 <sup>th</sup> November 2025	Redeemable at par at the end of 364 days from the date of allotment
ABFL/2024-25/CP188	5,00,000	31 <sup>st</sup> January 2025	23.46	7.90%	30 <sup>th</sup> January 2026	Redeemable at par at the end of 364 days from the date of allotment

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL/2024-25/CP189	5,00,000	6 <sup>th</sup> February 2025	187.44	7.86%	6 <sup>th</sup> February 2026	Redeemable at par at the end of 365 days from the date of allotment
ABFL/2024-25/CP190	5,00,000	6 <sup>th</sup> February 2025	23.43	7.86%	6 <sup>th</sup> February 2026	Redeemable at par at the end of 365 days from the date of allotment
ABFL/2024-25/CP191	5,00,000	7 <sup>th</sup> February 2025	257.73	7.86%	6 <sup>th</sup> February 2026	Redeemable at par at the end of 364 days from the date of allotment
ABFL/2024-25/CP192	5,00,000	7 <sup>th</sup> February 2025	93.72	7.86%	6 <sup>th</sup> February 2026	Redeemable at par at the end of 364 days from the date of allotment
ABFL/2024-25/CP193	5,00,000	10 <sup>th</sup> February 2025	23.43	7.86%	6 <sup>th</sup> February 2026	Redeemable at par at the end of 361 days from the date of allotment
ABFL/2024-25/CP194	5,00,000	11 <sup>th</sup> February 2025	140.58	7.86%	6 <sup>th</sup> February 2026	Redeemable at par at the end of 360 days from the date of allotment
<b>Total</b>			<b>7,302.40</b>			

## Note 19(c): Commercial Papers (Unsecured) as at 31<sup>st</sup> March 2024

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL/2023-24/CP007	5,00,000	20 <sup>th</sup> April 2023	249.02	7.85%	19 <sup>th</sup> April 2024	Redeemable at par at the end of 365 days from the date of allotment
ABFL/2023-24/CP123	5,00,000	29 <sup>th</sup> January 2024	4.97	8.50%	23 <sup>rd</sup> April 2024	Redeemable at par at the end of 85 days from the date of allotment
ABFL/2023-24/CP119	5,00,000	25 <sup>th</sup> January 2024	99.42	8.50%	25 <sup>th</sup> April 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP120	5,00,000	25 <sup>th</sup> January 2024	497.12	8.50%	25 <sup>th</sup> April 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP121	5,00,000	25 <sup>th</sup> January 2024	4.97	8.50%	25 <sup>th</sup> April 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP122	5,00,000	29 <sup>th</sup> January 2024	49.71	8.50%	25 <sup>th</sup> April 2024	Redeemable at par at the end of 87 days from the date of allotment
ABFL/2023-24/CP124	5,00,000	30 <sup>th</sup> January 2024	24.86	8.50%	25 <sup>th</sup> April 2024	Redeemable at par at the end of 86 days from the date of allotment
ABFL/2023-24/CP125	5,00,000	29 <sup>th</sup> January 2024	198.66	8.50%	29 <sup>th</sup> April 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP126A	5,00,000	30 <sup>th</sup> January 2024	14.90	8.50%	29 <sup>th</sup> April 2024	Redeemable at par at the end of 90 days from the date of allotment



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL/2023-24/CP126B	5,00,000	30 <sup>th</sup> January 2024	9.93	8.50%	29 <sup>th</sup> April 2024	Redeemable at par at the end of 90 days from the date of allotment
ABFL/2023-24/CP127	5,00,000	30 <sup>th</sup> January 2024	24.83	8.50%	29 <sup>th</sup> April 2024	Redeemable at par at the end of 90 days from the date of allotment
ABFL/2023-24/CP128	5,00,000	30 <sup>th</sup> January 2024	49.67	8.50%	29 <sup>th</sup> April 2024	Redeemable at par at the end of 90 days from the date of allotment
ABFL/2023-24/CP129	5,00,000	31 <sup>st</sup> January 2024	149.00	8.50%	29 <sup>th</sup> April 2024	Redeemable at par at the end of 89 days from the date of allotment
ABFL/2023-24/CP130	5,00,000	31 <sup>st</sup> January 2024	297.99	8.50%	29 <sup>th</sup> April 2024	Redeemable at par at the end of 89 days from the date of allotment
ABFL/2023-24/CP134	5,00,000	1 <sup>st</sup> February 2024	99.33	8.50%	29 <sup>th</sup> April 2024	Redeemable at par at the end of 88 days from the date of allotment
ABFL/2023-24/CP133	5,00,000	1 <sup>st</sup> February 2024	744.78	8.56%	30 <sup>th</sup> April 2024	Redeemable at par at the end of 89 days from the date of allotment
ABFL/2023-24/CP135	5,00,000	1 <sup>st</sup> February 2024	148.76	8.50%	6 <sup>th</sup> May 2024	Redeemable at par at the end of 95 days from the date of allotment
ABFL/2023-24/CP136	5,00,000	5 <sup>th</sup> February 2024	247.93	8.50%	6 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP137	5,00,000	8 <sup>th</sup> February 2024	3.97	8.52%	6 <sup>th</sup> May 2024	Redeemable at par at the end of 88 days from the date of allotment
ABFL/2023-24/CP138	5,00,000	8 <sup>th</sup> February 2024	222.97	8.52%	9 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP139	5,00,000	9 <sup>th</sup> February 2024	24.77	8.52%	10 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP140	5,00,000	9 <sup>th</sup> February 2024	4.95	8.52%	10 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP142	5,00,000	12 <sup>th</sup> February 2024	49.50	8.52%	13 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP143A	5,00,000	12 <sup>th</sup> February 2024	148.51	8.52%	13 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP143B	5,00,000	12 <sup>th</sup> February 2024	99.01	8.52%	13 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP144	5,00,000	12 <sup>th</sup> February 2024	49.50	8.52%	13 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL/2023-24/CP145	5,00,000	12 <sup>th</sup> February 2024	74.26	8.52%	13 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP147	5,00,000	16 <sup>th</sup> February 2024	741.85	8.54%	17 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP148	5,00,000	16 <sup>th</sup> February 2024	148.37	8.54%	17 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP100	5,00,000	21 <sup>st</sup> November 2023	24.71	7.83%	20 <sup>th</sup> May 2024	Redeemable at par at the end of 181 days from the date of allotment
ABFL/2023-24/CP149	5,00,000	20 <sup>th</sup> February 2024	247.12	8.54%	20 <sup>th</sup> May 2024	Redeemable at par at the end of 90 days from the date of allotment
ABFL/2023-24/CP150	5,00,000	20 <sup>th</sup> February 2024	49.42	8.54%	20 <sup>th</sup> May 2024	Redeemable at par at the end of 90 days from the date of allotment
ABFL/2023-24/CP151	5,00,000	20 <sup>th</sup> February 2024	24.71	8.54%	20 <sup>th</sup> May 2024	Redeemable at par at the end of 90 days from the date of allotment
ABFL/2023-24/CP152	5,00,000	20 <sup>th</sup> February 2024	14.83	8.54%	20 <sup>th</sup> May 2024	Redeemable at par at the end of 90 days from the date of allotment
ABFL/2023-24/CP152A	5,00,000	20 <sup>th</sup> February 2024	9.88	8.54%	20 <sup>th</sup> May 2024	Redeemable at par at the end of 90 days from the date of allotment
ABFL/2023-24/CP153	5,00,000	20 <sup>th</sup> February 2024	98.85	8.54%	20 <sup>th</sup> May 2024	Redeemable at par at the end of 90 days from the date of allotment
ABFL/2023-24/CP153(A)	5,00,000	20 <sup>th</sup> February 2024	148.27	8.54%	20 <sup>th</sup> May 2024	Redeemable at par at the end of 90 days from the date of allotment
ABFL/2023-24/CP154	5,00,000	21 <sup>st</sup> February 2024	24.71	8.54%	20 <sup>th</sup> May 2024	Redeemable at par at the end of 89 days from the date of allotment
ABFL/2023-24/CP161	5,00,000	23 <sup>rd</sup> February 2024	395.01	8.54%	24 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP162	5,00,000	27 <sup>th</sup> February 2024	98.68	8.39%	28 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP163	5,00,000	27 <sup>th</sup> February 2024	222.04	8.39%	28 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP164	5,00,000	27 <sup>th</sup> February 2024	49.34	8.39%	28 <sup>th</sup> May 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP165	5,00,000	4 <sup>th</sup> March 2024	591.29	8.39%	3 <sup>rd</sup> June 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP166	5,00,000	4 <sup>th</sup> March 2024	295.65	8.39%	3 <sup>rd</sup> June 2024	Redeemable at par at the end of 91 days from the date of allotment



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL/2023-24/CP167	5,00,000	4 <sup>th</sup> March 2024	98.55	8.39%	3 <sup>rd</sup> June 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP168	5,00,000	4 <sup>th</sup> March 2024	98.55	8.39%	3 <sup>rd</sup> June 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP169	5,00,000	5 <sup>th</sup> March 2024	98.55	8.39%	3 <sup>rd</sup> June 2024	Redeemable at par at the end of 90 days from the date of allotment
ABFL/2023-24/CP170	5,00,000	5 <sup>th</sup> March 2024	492.73	8.28%	4 <sup>th</sup> June 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP171	5,00,000	12 <sup>th</sup> March 2024	49.20	8.19%	11 <sup>th</sup> June 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP172	5,00,000	12 <sup>th</sup> March 2024	590.44	8.19%	11 <sup>th</sup> June 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP113	5,00,000	8 <sup>th</sup> December 2023	49.17	8.00%	14 <sup>th</sup> June 2024	Redeemable at par at the end of 189 days from the date of allotment
ABFL/2023-24/CP131	5,00,000	31 <sup>st</sup> January 2024	73.75	8.50%	14 <sup>th</sup> June 2024	Redeemable at par at the end of 135 days from the date of allotment
ABFL/2023-24/CP177	5,00,000	22 <sup>nd</sup> March 2024	122.85	8.05%	18 <sup>th</sup> June 2024	Redeemable at par at the end of 88 days from the date of allotment
ABFL/2023-24/CP180	5,00,000	26 <sup>th</sup> March 2024	392.54	8.05%	25 <sup>th</sup> June 2024	Redeemable at par at the end of 91 days from the date of allotment
ABFL/2023-24/CP045	5,00,000	24 <sup>th</sup> July 2023	24.43	7.61%	23 <sup>rd</sup> July 2024	Redeemable at par at the end of 365 days from the date of allotment
ABFL/2023-24/CP141	5,00,000	9 <sup>th</sup> February 2024	24.28	8.32%	9 <sup>th</sup> August 2024	Redeemable at par at the end of 182 days from the date of allotment
ABFL/2023-24/CP160	5,00,000	23 <sup>rd</sup> February 2024	24.21	8.30%	21 <sup>st</sup> August 2024	Redeemable at par at the end of 180 days from the date of allotment
ABFL/2023-24/CP132	5,00,000	31 <sup>st</sup> January 2024	23.38	8.30%	31 <sup>st</sup> January 2025	Redeemable at par at the end of 366 days from the date of allotment
ABFL/2023-24/CP146	5,00,000	14 <sup>th</sup> February 2024	23.38	8.25%	31 <sup>st</sup> January 2025	Redeemable at par at the end of 352 days from the date of allotment
ABFL/2023-24/CP155	5,00,000	21 <sup>st</sup> February 2024	23.28	8.28%	20 <sup>th</sup> February 2025	Redeemable at par at the end of 365 days from the date of allotment
ABFL/2023-24/CP156	5,00,000	21 <sup>st</sup> February 2024	23.28	8.28%	20 <sup>th</sup> February 2025	Redeemable at par at the end of 365 days from the date of allotment
ABFL/2023-24/CP157	5,00,000	22 <sup>nd</sup> February 2024	279.38	8.28%	20 <sup>th</sup> February 2025	Redeemable at par at the end of 364 days from the date of allotment

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms	(₹ crore)
ABFL/2023-24/CP158	5,00,000	23 <sup>rd</sup> February 2024	93.13	8.28%	20 <sup>th</sup> February 2025	Redeemable at par at the end of 363 days from the date of allotment	
ABFL/2023-24/CP159	5,00,000	23 <sup>rd</sup> February 2024	46.56	8.28%	20 <sup>th</sup> February 2025	Redeemable at par at the end of 363 days from the date of allotment	
ABFL/2023-24/CP173	5,00,000	20 <sup>th</sup> March 2024	69.63	8.08%	14 <sup>th</sup> March 2025	Redeemable at par at the end of 359 days from the date of allotment	
ABFL/2023-24/CP174	5,00,000	20 <sup>th</sup> March 2024	92.84	8.08%	14 <sup>th</sup> March 2025	Redeemable at par at the end of 359 days from the date of allotment	
ABFL/2023-24/CP175	5,00,000	21 <sup>st</sup> March 2024	18.57	8.08%	14 <sup>th</sup> March 2025	Redeemable at par at the end of 358 days from the date of allotment	
ABFL/2023-24/CP175(A)	5,00,000	21 <sup>st</sup> March 2024	4.64	8.08%	14 <sup>th</sup> March 2025	Redeemable at par at the end of 358 days from the date of allotment	
ABFL/2023-24/CP176	5,00,000	21 <sup>st</sup> March 2024	9.28	8.08%	14 <sup>th</sup> March 2025	Redeemable at par at the end of 358 days from the date of allotment	
ABFL/2023-24/CP178	5,00,000	22 <sup>nd</sup> March 2024	46.42	8.08%	14 <sup>th</sup> March 2025	Redeemable at par at the end of 357 days from the date of allotment	
ABFL/2023-24/CP179	5,00,000	22 <sup>nd</sup> March 2024	46.42	8.08%	14 <sup>th</sup> March 2025	Redeemable at par at the end of 357 days from the date of allotment	
<b>Total</b>			<b>9,717.46</b>				

## NOTE: 20 BORROWINGS OTHER THAN DEBT SECURITIES

Particulars	As at 31 <sup>st</sup> March 2025				As at 31 <sup>st</sup> March 2024			
	Amortised Cost	At Fair Value through Profit or Loss Account	Designated at Fair Value through Profit or Loss Account	Total	Amortised Cost	At Fair Value through Profit or Loss Account	Designated at Fair Value through Profit or Loss Account	Total
<b>Secured</b>								
Term Loan from Banks	54,397.13	-	-	54,397.13	45,729.15	-	-	45,729.15
External Commercial Borrowings from Foreign Banks	6,692.56	-	-	6,692.56	3,402.05	-	-	3,402.05
Loan Repayable on Demand								
Cash Credit from Banks	238.89	-	-	238.89	415.48	-	-	415.48
Collateralised Borrowing and Lending Obligation (CBLO) against Government Securities	-	-	-	-	300.22	-	-	300.22
Working Capital Demand Loan from Bank	6,969.94	-	-	6,969.94	6,540.56	-	-	6,540.56



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Particulars	As at 31 <sup>st</sup> March 2025				As at 31 <sup>st</sup> March 2024			
	Amortised Cost	At Fair Value through Profit or Loss Account	Designated at Fair Value through Profit or Loss Account	Total	Amortised Cost	At Fair Value through Profit or Loss Account	Designated at Fair Value through Profit or Loss Account	Total
<b>Unsecured</b>								
Loan Repayable on Demand								
Inter-Corporate Borrowing	1,562.27	-	-	1,562.27	2,505.57	-	-	2,505.57
<b>Total</b>	<b>69,860.79</b>	-	-	<b>69,860.79</b>	<b>58,893.03</b>	-	-	<b>58,893.03</b>
Borrowings in India	63,168.23	-	-	63,168.23	55,490.98	-	-	55,490.98
Borrowings Outside India	6,692.56	-	-	6,692.56	3,402.05	-	-	3,402.05
<b>Total</b>	<b>69,860.79</b>	-	-	<b>69,860.79</b>	<b>58,893.03</b>	-	-	<b>58,893.03</b>

## Note 20(a): Term Loan from Banks as at 31<sup>st</sup> March 2025: Secured

(₹ crore)

Repayment Term	Tenure	Interest Range	Amount
Bullet	Upto 5 years	Upto 7.00%	-
		7.01% - 8.00%	77.99
		8.01% - 9.00%	909.65
		9.01% - 10.00%	-
Annually	Upto 5 years	Upto 7.00%	-
		7.01% - 8.00%	949.64
		8.01% - 9.00%	7,648.81
		9.01% - 10.00%	-
Half Yearly	Upto 5 years	Upto 7.00%	-
		7.01% - 8.00%	765.92
		8.01% - 9.00%	27,693.30
		9.01% - 10.00%	1,301.86
Quarterly	Upto 5 years	Upto 7.00%	-
		7.01% - 8.00%	3,107.05
		8.01% - 9.00%	7,373.99
		9.01% - 10.00%	-
	Above 5 years	Upto 7.00%	-
		7.01% - 8.00%	-
		8.01% - 9.00%	920.81
		9.01% - 10.00%	-
Monthly	Upto 5 years	Upto 7.00%	-
		7.01% - 8.00%	-
		8.01% - 9.00%	-
		9.01% - 10.00%	-
<b>Total</b>			<b>54,397.13</b>

**Nature of Security:** Term Loan from Bank is secured by hypothecation of receivables.

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## Note 20(b): External Commercial Borrowings as at 31<sup>st</sup> March 2025: Secured

Repayment Term	Tenure	Interest Range	Amount (₹ crore)
Bullet	Upto 5 years	Upto 7.00%	-
		7.01% - 8.00%	2,352.24
		8.01% - 9.00%	3,311.06
	Above 5 years	Upto 7.00%	-
		7.01% - 8.00%	-
		8.01% - 9.00%	1,029.26
<b>Total</b>			<b>6,692.56</b>

**Nature of Security:** External Commercial Borrowings are secured by hypothecation of receivables.

## Note 20(c): Loan Repayable on Demand from Banks as at 31<sup>st</sup> March 2025: Secured

Nature	Repayment Term	Tenure	Interest Range	Amount (₹ crore)
Working Capital Demand Loan	Bullet	Upto 1 year	Upto 7.00%	-
			7.01% - 8.00%	6,969.94
			8.01% - 9.00%	-
Cash Credit	Bullet	Upto 1 year	Upto 7.00%	-
			7.01% - 8.00%	238.89
			8.01% - 9.00%	-
<b>Total</b>				<b>7,208.83</b>

**Nature of Security:** Loan repayable on demand from Bank is secured by hypothecation of receivables.

## Note 20(d): Loan Repayable on Demand from Banks as at 31<sup>st</sup> March 2025: Unsecured

Nature	Repayment Term	Tenure	Interest Range	Amount (₹ crore)
Inter-Corporate Borrowings	Bullet	Upto 1 year (i.e., Max. 366 days)	7.00% - 8.00%	403.61
			8.01% - 9.00%	73.54
	Bullet	Upto 2 years (i.e., Max. 731 days)	7.00% - 8.00%	195.42
	Bullet	Upto 3 years (i.e., Max. 1,096 days)	7.00% - 8.00%	-
	Bullet	Above 3 years (i.e., Max. 3,653 days)	8.01% - 9.00%	213.11
<b>Total</b>			7.00% - 8.00%	57.19
			8.01% - 9.00%	28.19
				<b>1,562.27</b>



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## Note 20(a): Term Loan from Banks as at 31<sup>st</sup> March 2024: Secured

				(₹ crore)
Repayment Term	Tenure	Interest Range	Amount	
Bullet	Upto 5 years	Upto 7.00%	-	
		7.01% - 8.00%	77.99	
		8.01% - 9.00%	560.03	
		9.01% - 10.00%	-	
Annually	Upto 5 years	Upto 7.00%	-	
		7.01% - 8.00%	249.99	
		8.01% - 9.00%	8,845.62	
		9.01% - 10.00%	751.21	
Half Yearly	Upto 5 years	Upto 7.00%	-	
		7.01% - 8.00%	-	
		8.01% - 9.00%	19,791.96	
		9.01% - 10.00%	500.01	
	Above 5 years	Upto 7.00%	351.21	
		7.01% - 8.00%	1,054.53	
		8.01% - 9.00%	2,062.27	
		9.01% - 10.00%	-	
Quarterly	Upto 5 years	Upto 7.00%	-	
		7.01% - 8.00%	23.86	
		8.01% - 9.00%	10,070.81	
		9.01% - 10.00%	-	
	Above 5 years	Upto 7.00%	-	
		7.01% - 8.00%	-	
		8.01% - 9.00%	1,255.35	
		9.01% - 10.00%	-	
Monthly	Upto 5 years	Upto 7.00%	-	
		7.01% - 8.00%	-	
		8.01% - 9.00%	59.12	
		9.01% - 10.00%	75.19	
<b>Total</b>			<b>45,729.15</b>	

**Nature of Security:** Term Loan from Bank is secured by hypothecation of receivables.

## Note 20(b): External Commercial Borrowings as at 31<sup>st</sup> March 2024: Secured

				(₹ crore)
Repayment Term	Tenure	Interest Range	Amount	
Bullet	Upto 5 years	Upto 7.00%	-	
		7.01% - 8.00%	243.20	
		8.01% - 9.00%	2,130.31	
		Above 5 years		
		Upto 7.00%	-	
		7.01% - 8.00%	-	
		8.01% - 9.00%	1,028.54	
		9.01% - 10.00%	-	
<b>Total</b>			<b>3,402.05</b>	

**Nature of Security:** External Commercial Borrowings are secured by hypothecation of receivables.

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## Note 20(c): Loan Repayable on Demand from Banks as at 31<sup>st</sup> March 2024: Secured

Nature	Repayment Term	Tenure	Interest Range	Amount (₹ crore)
Working Capital Demand Loan	Bullet	Upto 1 year	Upto 7.00%	-
			7.01% - 8.00%	3,405.56
			8.01% - 9.00%	3,135.00
Cash Credit	Bullet	Upto 1 year	Upto 7.00%	-
			7.01% - 8.00%	-
			8.01% - 9.00%	415.48
<b>Total</b>				<b>6,956.04</b>

**Nature of Security:** Loan repayable on demand from Bank is secured by hypothecation of receivables.

## Note 20(d): Loan Repayable on Demand from Banks as at 31<sup>st</sup> March 2024: Unsecured

Nature	Repayment Term	Tenure	Interest Range	Amount (₹ crore)
Inter-Corporate Borrowing	Bullet	Upto 1 year (i.e., Max. 366 days)	7.00% - 8.00%	493.07
	Bullet	Upto 2 years (i.e., Max. 731 days)	8.01% - 9.00%	981.03
	Bullet	Upto 3 years (i.e., Max. 1,096 days)	7.00% - 8.00%	-
	Bullet	Above 3 years (i.e., Max. 3,653 days)	8.01% - 9.00%	183.85
<b>Total</b>				<b>2,505.57</b>

## Note 20(e): Loan Repayable on Demand from Banks as at 31<sup>st</sup> March 2024: Secured

Nature	Repayment Term	Tenure	Interest Range	Amount (₹ crore)
Collateralised Borrowing and Lending Obligation (CBLO)	Bullet	5 days	7.15% - 7.25%	300.22
<b>Total</b>				<b>300.22</b>

**Nature of Security:** Loan repayable on demand from Bank is secured by Government Securities.



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## NOTE: 21 | SUBORDINATED LIABILITIES

Particulars	As at 31 <sup>st</sup> March 2025				As at 31 <sup>st</sup> March 2024				(₹ crore)
	Amortised Cost	At Fair Value through Profit and Loss Account	Designated at Fair Value through Profit and Loss Account	Total	Amortised Cost	At Fair Value through Profit and Loss Account	Designated at Fair Value through Profit and Loss Account	Total	
<b>Unsecured</b>									
Perpetual Debt Instruments to the extent they do not qualify as Equity Instruments									
(i) From Banks	-	-	-	-	-	-	-	-	
(ii) From Other Parties	566.43	-	-	566.43	211.40	-	-	211.40	
Subordinated Debts	3,642.73	-	-	3,642.73	2,660.61	-	-	2,660.61	
<b>Total</b>	<b>4,209.16</b>	-	-	<b>4,209.16</b>	<b>2,872.01</b>	-	-	<b>2,872.01</b>	
Subordinated Liabilities in India	4,209.16	-	-	4,209.16	2,872.01	-	-	2,872.01	
Subordinated Liabilities outside India	-	-	-	-	-	-	-	-	
<b>Total</b>	<b>4,209.16</b>	-	-	<b>4,209.16</b>	<b>2,872.01</b>	-	-	<b>2,872.01</b>	

### Note 21(a): Perpetual Debt Instruments (Unsecured) as at 31<sup>st</sup> March 2025

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	(₹ crore)	
						Redeemable Terms	
ABFL Perpetual 'PD1' FY 2017-18	10,00,000.00	21 <sup>st</sup> July 2017	211.54	8.70%	Perpetual	Redeemable at par at the end of 3,652 days from the date of allotment, if call option is exercised.	
ABFL Perpetual 'PK1' FY 2024-25	1,00,00,000.00	12 <sup>th</sup> February 2025	354.89	8.73%	Perpetual	Redeemable at par at the end of 3,834 days from the date of allotment, if call option is exercised.	
<b>Total</b>			<b>566.43</b>				

### Note 21(b): Subordinated Debt (Unsecured) as at 31<sup>st</sup> March 2025

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	(₹ crore)	
						Redeemable Terms	
ABFL Sub Debt Series 'A1' FY 2015-16	10,00,000.00	17 <sup>th</sup> June 2015	26.86	9.25% p.a.	6 <sup>th</sup> June 2025	Redeemable at par at the end of 3,642 days from the date of allotment	
ABFL Sub Debt Series 'B1' FY 2015-16	10,00,000.00	14 <sup>th</sup> July 2015	31.94	9.25% p.a.	11 <sup>th</sup> July 2025	Redeemable at par at the end of 3,650 days from the date of allotment	
ABFL Sub Debt Series 'C1' FY 2015-16	10,00,000.00	25 <sup>th</sup> August 2015	34.78	9.25% p.a.	22 <sup>nd</sup> August 2025	Redeemable at par at the end of 3,650 days from the date of allotment	
ABFL Sub Debt Series 'D1' FY 2015-16	10,00,000.00	8 <sup>th</sup> March 2016	25.12	9.10% p.a.	6 <sup>th</sup> March 2026	Redeemable at par at the end of 3,650 days from the date of allotment	

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL Sub Debt Series 'E1' FY 2015-16	10,00,000.00	10 <sup>th</sup> March 2016	8.04	9.10% p.a.	10 <sup>th</sup> March 2026	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'F1' FY 2015-16	10,00,000.00	18 <sup>th</sup> March 2016	25.56	9.10% p.a.	10 <sup>th</sup> March 2026	Redeemable at par at the end of 3,644 days from the date of allotment
ABFL Sub Debt Series 'SC1' FY 2016-17	10,00,000.00	23 <sup>rd</sup> June 2016	56.10	9.10% p.a.	23 <sup>rd</sup> June 2026	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'SD1' FY 2016-17	10,00,000.00	28 <sup>th</sup> July 2016	105.89	8.97% p.a.	28 <sup>th</sup> July 2026	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'SD2' FY 2016-17	10,00,000.00	28 <sup>th</sup> July 2016	79.37	8.95% p.a.	28 <sup>th</sup> July 2026	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'SF1' FY 2016-17	10,00,000.00	29 <sup>th</sup> September 2016	208.49	8.90% p.a.	29 <sup>th</sup> September 2026	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'SH1' FY 2016-17	10,00,000.00	21 <sup>st</sup> November 2016	205.90	8.90% p.a.	20 <sup>th</sup> November 2026	Redeemable at par at the end of 3,651 days from the date of allotment
ABFL Sub Debt Series 'SL1' FY 2016-17	10,00,000.00	9 <sup>th</sup> March 2017	10.03	8.25% p.a.	9 <sup>th</sup> March 2027	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'SB1' FY 2017-18	10,00,000.00	18 <sup>th</sup> May 2017	176.82	8.50% p.a.	18 <sup>th</sup> May 2027	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'SI1' FY 2018-19	10,00,000.00	4 <sup>th</sup> December 2018	257.11	9.76% p.a.	4 <sup>th</sup> December 2028	Redeemable at par at the end of 3,653 days from the date of allotment
ABFL Sub Debt Series 'SC1' FY 2019-20	10,00,000.00	6 <sup>th</sup> June 2019	215.01	8.95% p.a.	6 <sup>th</sup> June 2029	Redeemable at par at the end of 3,653 days from the date of allotment
ABFL Sub Debt Series 'SC1' FY 2019-20	10,00,000.00	30 <sup>th</sup> December 2019	107.50	8.95% p.a.	6 <sup>th</sup> June 2029	Redeemable at par at the end of 3,446 days from the date of allotment
ABFL Sub Debt Series 'SC1' FY 2019-20	10,00,000.00	13 <sup>th</sup> February 2020	53.75	8.95% p.a.	6 <sup>th</sup> June 2029	Redeemable at par at the end of 3,401 days from the date of allotment
ABFL Sub Debt Series 'SI1' FY 2020-21	10,00,000.00	29 <sup>th</sup> December 2020	81.19	7.43% p.a.	27 <sup>th</sup> December 2030	Redeemable at par at the end of 3,650 days from the date of allotment
ABFL Sub Debt Series 'SC1' FY 2021-22	10,00,000.00	11 <sup>th</sup> June 2021	79.10	7.34% p.a.	11 <sup>th</sup> June 2031	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'S11' FY 2021-22	1,00,00,000.00	6 <sup>th</sup> December 2021	35.32	7.43% p.a.	5 <sup>th</sup> December 2031	Redeemable at par at the end of 3,651 days from the date of allotment
ABFL Sub Debt Series 'S11' FY 2021-22	1,00,00,000.00	28 <sup>th</sup> February 2022	211.91	7.43% p.a.	5 <sup>th</sup> December 2031	Redeemable at par at the end of 3,567 days from the date of allotment
ABFL Sub Debt Series 'SC1' FY 2023-24	1,00,000.00	26 <sup>th</sup> June 2023	167.62	8.03% p.a.	24 <sup>th</sup> June 2033	Redeemable at par at the end of 3,651 days from the date of allotment



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL Sub Debt Series SC1 FY 2023-24	1,00,000.00	30 <sup>th</sup> August 2023	282.86	8.03% p.a.	24 <sup>th</sup> June 2033	Redeemable at par at the end of 3,586 days from the date of allotment
FURTHER ISSUANCE (I) ABFL Sub Debt Series 'SC1' FY 2023-24	1,00,000.00	23 <sup>rd</sup> February 2024	78.57	8.03% p.a.	24 <sup>th</sup> June 2033	Redeemable at par at the end of 3,409 days from the date of allotment
ABFL Sub Debt 'SA1' FY 2024-25	1,00,000.00	22 <sup>nd</sup> April 2024	132.22	8.31% p.a.	11 <sup>th</sup> July 2034	Redeemable at par at the end of 3,732 days from the date of allotment
FURTHER ISSUANCE (I) ABFL Sub Debt 'SA1' FY 2024-25	1,00,000.00	27 <sup>th</sup> August 2024	158.67	8.31% p.a.	11 <sup>th</sup> July 2034	Redeemable at par at the end of 3,605 days from the date of allotment
FURTHER ISSUANCE (II) ABFL Sub Debt 'SA1' FY 2024-25	1,00,000.00	16 <sup>th</sup> December 2024	607.18	8.31% p.a.	11 <sup>th</sup> July 2034	Redeemable at par at the end of 3,494 days from the date of allotment
FURTHER ISSUANCE (III) ABFL Sub Debt 'SA1' FY 2024-25	1,00,000.00	7 <sup>th</sup> January 2025	179.82	8.31% p.a.	11 <sup>th</sup> July 2034	Redeemable at par at the end of 3,472 days from the date of allotment
<b>Total</b>			<b>3,642.73</b>			

## Note 21(a): Perpetual Debt Instruments (Unsecured) as at 31<sup>st</sup> March 2024

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL Perpetual 'PD1' FY 2017-18	10,00,000.00	21 <sup>st</sup> July 2017	211.40	8.70%	21 <sup>st</sup> July 2027	Redeemable at par at the end of 3,652 days from the date of allotment

## Note 21(b): Subordinated Debt (Unsecured) as at 31<sup>st</sup> March 2024

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL Sub Debt Series 'A' FY 2014-15	10,00,000.00	12 <sup>th</sup> December 2014	51.38	9.75% p.a.	12 <sup>th</sup> December 2024	Redeemable at par at the end of 3,653 days from the date of allotment
ABFL Sub Debt Series 'B' FY 2014-15	10,00,000.00	9 <sup>th</sup> January 2015	45.89	9.45% p.a.	9 <sup>th</sup> January 2025	Redeemable at par at the end of 3,653 days from the date of allotment
ABFL Sub Debt Series 'A1' FY 2015-16	10,00,000.00	17 <sup>th</sup> June 2015	26.83	9.25% p.a.	6 <sup>th</sup> June 2025	Redeemable at par at the end of 3,642 days from the date of allotment
ABFL Sub Debt Series 'B1' FY 2015-16	10,00,000.00	14 <sup>th</sup> July 2015	31.93	9.25% p.a.	11 <sup>th</sup> July 2025	Redeemable at par at the end of 3,650 days from the date of allotment
ABFL Sub Debt Series 'C1' FY 2015-16	10,00,000.00	25 <sup>th</sup> August 2015	34.77	9.25% p.a.	22 <sup>nd</sup> August 2025	Redeemable at par at the end of 3,650 days from the date of allotment
ABFL Sub Debt Series 'D1' FY 2015-16	10,00,000.00	8 <sup>th</sup> March 2016	25.11	9.10% p.a.	6 <sup>th</sup> March 2026	Redeemable at par at the end of 3,650 days from the date of allotment

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL Sub Debt Series 'E1' FY 2015-16	10,00,000.00	10 <sup>th</sup> March 2016	8.04	9.10% p.a.	10 <sup>th</sup> March 2026	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'F1' FY 2015-16	10,00,000.00	18 <sup>th</sup> March 2016	25.55	9.10% p.a.	10 <sup>th</sup> March 2026	Redeemable at par at the end of 3,644 days from the date of allotment
ABFL Sub Debt Series 'SC1' FY 2016-17	10,00,000.00	23 <sup>rd</sup> June 2016	56.06	9.10% p.a.	23 <sup>rd</sup> June 2026	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'SD1' FY 2016-17	10,00,000.00	28 <sup>th</sup> July 2016	105.85	8.97% p.a.	28 <sup>th</sup> July 2026	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'SD2' FY 2016-17	10,00,000.00	28 <sup>th</sup> July 2016	79.32	8.95% p.a.	28 <sup>th</sup> July 2026	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'SF1' FY 2016-17	10,00,000.00	29 <sup>th</sup> September 2016	208.33	8.90% p.a.	29 <sup>th</sup> September 2026	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'SH1' FY 2016-17	10,00,000.00	21 <sup>st</sup> November 2016	205.75	8.90% p.a.	20 <sup>th</sup> November 2026	Redeemable at par at the end of 3,651 days from the date of allotment
ABFL Sub Debt Series 'SL1' FY 2016-17	10,00,000.00	9 <sup>th</sup> March 2017	10.02	8.25% p.a.	9 <sup>th</sup> March 2027	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'SB1' FY 2017-18	10,00,000.00	18 <sup>th</sup> May 2017	176.70	8.50% p.a.	18 <sup>th</sup> May 2027	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt Series 'SI1' FY 2018-19	10,00,000.00	4 <sup>th</sup> December 2018	257.02	9.76% p.a.	4 <sup>th</sup> December 2028	Redeemable at par at the end of 3,653 days from the date of allotment
ABFL Sub Debt Series 'SC1' FY 2019-20	10,00,000.00	6 <sup>th</sup> June 2019	215.12	8.95% p.a.	6 <sup>th</sup> June 2029	Redeemable at par at the end of 3,653 days from the date of allotment
ABFL Sub Debt Series 'SC1' FY 2019-20	10,00,000.00	30 <sup>th</sup> December 2019	107.56	8.95% p.a.	6 <sup>th</sup> June 2029	Redeemable at par at the end of 3,446 days from the date of allotment
ABFL Sub Debt Series 'SC1' FY 2019-20	10,00,000.00	13 <sup>th</sup> February 2020	53.78	8.95% p.a.	6 <sup>th</sup> June 2029	Redeemable at par at the end of 3,401 days from the date of allotment
ABFL Sub Debt Series 'SI 1' FY 2020-21	10,00,000.00	29 <sup>th</sup> December 2020	81.16	7.43% p.a.	27 <sup>th</sup> December 2030	Redeemable at par at the end of 3,650 days from the date of allotment
ABFL Sub Debt Series 'SC 1' FY 2020-21	10,00,000.00	11 <sup>th</sup> June 2021	79.07	7.34% p.a.	11 <sup>th</sup> June 2031	Redeemable at par at the end of 3,652 days from the date of allotment
ABFL Sub Debt NCD Series 'S11' FY 2021-22	1,00,00,000.00	6 <sup>th</sup> December 2021	35.27	7.43% p.a.	5 <sup>th</sup> December 2031	Redeemable at par at the end of 3,651 days from the date of allotment
ABFL Sub Debt NCD Series 'S11' FY 2021-22	1,00,00,000.00	28 <sup>th</sup> February 2022	211.59	7.43% p.a.	5 <sup>th</sup> December 2031	Redeemable at par at the end of 3,567 days from the date of allotment



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Series Details	Face Value Per Debenture	Date of Allotment	Amount	Interest Rate (%)	Date of Redemption	Redeemable Terms
ABFL NCD Series 'SC1' FY 2023-24	1,00,000.00	26 <sup>th</sup> June 2023	167.46	8.03% p.a.	24 <sup>th</sup> June 2033	Redeemable at par at the end of 3,651 days from the date of allotment
ABFL Sub Debt NCD Series 'SC1' FY 2023-24	1,00,000.00	30 <sup>th</sup> August 2023	282.58	8.03% p.a.	24 <sup>th</sup> June 2033	Redeemable at par at the end of 3,586 days from the date of allotment
ABFL Sub Debt NCD Series 'SC1' FY 2023-24	1,00,000.00	23 <sup>rd</sup> February 2024	78.47	8.03% p.a.	24 <sup>th</sup> June 2033	Redeemable at par at the end of 3,409 days from the date of allotment
<b>Total</b>						<b>2,660.61</b>

## NOTE: 22 OTHER FINANCIAL LIABILITIES

(₹ crore)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Advance from Customers	335.90	394.99
Payable Related to Employees	174.58	171.20
Book Overdraft	1,021.26	1,488.42
Other Payables	216.52	238.75
<b>Total</b>	<b>1,748.26</b>	<b>2,293.36</b>

## NOTE: 23 PROVISIONS

(₹ crore)

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Employee Benefits</b>		
Compensated Absences	18.76	16.43
Gratuity (Refer Note No. 41)	60.56	51.22
Long-Term Incentive Plan	42.08	36.18
<b>Others</b>		
Corporate Guarantees Given on behalf of a Subsidiary Company [Refer Note No. 45 (A)]	0.37	0.48
	<b>121.77</b>	<b>104.31</b>
<b>Movement of Provision on Corporate Guarantees Given on behalf of a Subsidiary Company</b>		
Balance at the beginning of the Year	0.48	0.62
Add: Provision Created/(Reversed) during the Year	(0.11)	(0.14)
Balance at the end of the Year	<b>0.37</b>	<b>0.48</b>

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## NOTE: 24 | OTHER NON-FINANCIAL LIABILITIES

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Income Received in Advance	27.46	40.86
Tax Deducted at Source Payable	49.85	38.70
Goods and Services Tax Payable	14.93	33.33
Other Statutory Dues Payable	7.17	6.09
Unpaid Fractional Warrants	-	0.26
Others	-	1.72
<b>Total</b>	<b>99.41</b>	<b>120.96</b>

## NOTE: 25 | SHARE CAPITAL

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Authorised:</b>		
4,00,00,00,000 (Previous Year: 4,00,00,00,000) Equity Shares of ₹ 10/- each	4,000.00	4,000.00
	<b>4,000.00</b>	<b>4,000.00</b>
<b>Issued, Subscribed and Paid-up:</b>		
<b>EQUITY SHARE CAPITAL</b>		
2,60,70,10,822 (Previous Year: 2,60,00,21,884) Equity Shares of ₹ 10/- each fully paid-up	2,607.01	2,600.02
	<b>2,607.01</b>	<b>2,600.02</b>

### 1) Reconciliation of the Number of Shares Outstanding at the beginning and at the end of the Year

Sr. No.	Description	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
		Equity Shares	Equity Shares	Equity Shares	Equity Shares
1	Number of Shares Outstanding at the beginning of the Year	2,60,00,21,884		2,41,79,94,042	
2	Allotment of Fully Paid-up Shares during the Year		69,88,938	18,20,27,842	
a)	Qualified Institutional Placement (Refer Note No. 60)		-	10,00,00,000	
b)	Preferential Issuance (Refer Note No. 60)		-	7,57,11,688	
c)	Employee Stock Options Plan (Refer Note No. 42)		69,88,938	63,16,154	
3	Number of Shares Outstanding at the end of the Year	2,60,70,10,822		2,60,00,21,884	

### 2) Terms/Rights Attached to Equity Shares

The Company has only one class of Equity Shares having a par value of ₹ 10 per Share. Each holder of Equity Shares is entitled to one vote per Share.

In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of the Equity Shares held by the shareholders.



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

### 3) Equity Shares in the Company Held by each Shareholder holding more than 5 per cent Shares and the Number of Equity Shares Held are as under:

Sr. No.	Name of the Shareholder	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
		No. of Shares Held	% of Total Paid-up Equity Share Capital	No. of Shares Held	% of Total Paid-up Equity Share Capital
1	Grasim Industries Limited	1,36,98,09,351	52.54%	1,36,98,09,351	52.68%
2	Birla Group Holdings Private Limited	22,19,50,922	8.51%	18,45,06,156	7.10%

### 4) The Number of Equity Shares Held in the Company by each Promoter is as under:

Sr. No.	Name of the Promoter	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024		
		No. of Shares Held	% of Total Paid-up Equity Share Capital	% Change during the Year	No. of Shares Held	% of Total Paid-up Equity Share Capital
1	Grasim Industries Limited	1,36,98,09,351	52.54%	-0.14%	1,36,98,09,351	52.68%
2	Birla Group Holdings Private Limited	22,19,50,922	8.51%	1.42%	18,45,06,156	7.10%
3	Essel Mining and Industries Limited	5,36,92,810	2.06%	-0.01%	5,36,92,810	2.07%
4	Hindalco Industries Limited	3,95,11,455	1.52%	0.00%	3,95,11,455	1.52%
5	Surya Kiran Investments Pte Limited	3,76,49,337	1.44%	0.00%	3,76,49,337	1.45%
6	Pilani Investment and Industries Corporation Limited	3,36,01,721	1.29%	0.00%	3,36,01,721	1.29%
7	PT Indo Bharat Rayon	2,80,05,628	1.07%	0.00%	2,80,05,628	1.08%
8	Thai Rayon Public Company Limited	26,95,000	0.10%	0.00%	26,95,000	0.10%
9	Mr. Kumar Mangalam Birla	22,68,790	0.09%	0.09%	51,790	0.00%
10	PT Sunrise Bumi Textiles	17,76,250	0.07%	0.00%	17,76,250	0.07%
11	PT Elegant Textile Industry	11,32,250	0.04%	0.00%	11,32,250	0.04%
12	Birla Institute of Technology and Science	9,25,687	0.04%	0.00%	9,25,687	0.04%
13	Ms. Rajashree Birla	7,73,989	0.03%	0.00%	7,73,989	0.03%
14	Renuka Investments and Finance Limited	3,39,059	0.01%	0.00%	3,39,059	0.01%
15	Ms. Vasavadatta Bajaj	1,65,951	0.01%	0.00%	1,65,951	0.01%
16	Aditya Vikram Kumar Mangalam Birla HUF	1,25,608	0.00%	0.00%	1,25,608	0.00%
17	Birla Industrial Finance (India) Limited	1,22,479	0.00%	0.00%	1,22,479	0.00%
18	Birla Consultants Limited	1,22,334	0.00%	0.00%	1,22,334	0.00%
19	Ms. Neerja Birla	1,02,286	0.00%	0.00%	1,02,286	0.00%
20	Birla Industrial Investments (India) Limited	26,119	0.00%	0.00%	26,119	0.00%
21	Vikram Holdings Private Limited	1,050	0.00%	0.00%	1,050	0.00%
22	Vaibhav Holdings Private Limited	938	0.00%	0.00%	938	0.00%
23	Rajratna Holdings Private Limited	938	0.00%	0.00%	938	0.00%
24	Umang Commercial Company Private Limited <sup>#</sup>	-	-	-1.44%	3,74,44,766	1.44%
25	ECE Industries Limited	-	-	-0.02%	4,71,931	0.02%

# Umang Commercial Company Private Limited has been merged with Birla Group Holdings Private Limited.

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## 5) During the last five years:

- (a) Aggregate number and class of shares allotted as fully paid-up pursuant to contract(s) without payment being received in cash - Nil
- (b) Aggregate number and class of shares allotted as fully paid-up by way of bonus shares - Nil
- (c) Aggregate number and class of shares bought - Nil

- 6) Details of the Shares reserved for issue under Employee Stock Options Plan (ESOP) of the Company are disclosed in Note No. 42.

## NOTE: 26 OTHER EQUITY

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>1) Special Reserve</b>		
Special Reserve u/s 45-IC of the Reserve Bank of India Act, 1934		
Opening Balance	2,236.84	1,649.81
<b>Addition:</b>		
Transfer from Surplus in the Statement of Profit and Loss	591.44	587.03
	<b>2,828.28</b>	<b>2,236.84</b>
<b>2) Capital Reserve</b>	<b>(15.40)</b>	<b>(15.40)</b>
<b>3) Capital Redemption Reserve</b>	<b>10.00</b>	<b>10.00</b>
<b>4) Securities Premium Reserve</b>		
Opening Balance	9,001.52	6,109.62
<b>Addition:</b>		
Issue of Equity Shares on account of Qualified Institution Placement and Preferential Issuance	-	2,824.29
Exercise of ESOP	65.86	63.95
Transferred from Share Options Outstanding on Exercise of ESOPs	52.18	41.03
<b>Deduction:</b>		
Share Issue Expenses	-	(37.37)
	<b>9,119.56</b>	<b>9,001.52</b>
<b>5) Share Options Outstanding Account</b>		
Opening Balance	250.34	192.13
<b>Addition:</b>		
Charge for the Period	89.63	100.03
<b>Deduction:</b>		
Transfer to General Reserve on account of Lapse of Vested Options	(1.63)	(0.79)
Transfer to Securities Premium on Exercise of Options	(52.18)	(41.03)
	<b>286.16</b>	<b>250.34</b>
<b>6) Surplus in Profit and Loss Account</b>		
Opening Balance	7,946.03	5,593.00
<b>Addition:</b>		
Profit for the Year	2,957.22	2,935.15
Reversal of Deferred Tax Liability created earlier on account of Business Combination	98.82	
<b>Deduction:</b>		
Transfer to Special Reserve	(591.44)	(587.03)
Other Comprehensive Income/(Losses) for the Year arising from Remeasurement Gains/(Losses) on Defined Benefit Plans	(7.91)	4.91
	<b>10,402.72</b>	<b>7,946.03</b>



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>7) General Reserve</b>		
Opening Balance	18.46	17.67
<b>Addition:</b>		
Transfer from Share Options Outstanding Account on account of Lapse of Vested Options	1.63	0.79
	<b>20.09</b>	<b>18.46</b>
<b>8) Fair Value through Other Comprehensive Income</b>		
<b>Equity Instrument through Other Comprehensive Income</b>		
Opening Balance	2.86	2.20
Addition during the Year	0.76	0.66
	<b>3.62</b>	<b>2.86</b>
<b>Cash Flow Hedge Reserve</b>		
Opening Balance	(22.31)	(2.25)
Addition during the Year	(47.17)	(20.06)
	<b>(69.48)</b>	<b>(22.31)</b>
<b>9) Share Application Money Pending Allotment</b>		
Opening Balance	5.58	1.18
Movement during the Year	(4.50)	4.40
	<b>1.08</b>	<b>5.58</b>
<b>Total Other Equity</b>	<b>22,586.63</b>	<b>19,433.92</b>

## Nature and Purpose of Reserves

### (a) Special Reserve

The Company created a reserve pursuant to the Reserve Bank of India Act, 1934 (the "RBI Act"), in terms of Section 45-IC of the RBI Act by transferring the amount not less than 20 per cent of its net profit every year as disclosed in the Statement of Profit and Loss, and before any dividend is declared.

### (b) Capital Reserve

Reserve is created on account of business combination transactions.

### (c) Capital Redemption Reserve

Capital redemption reserve created on redemption of preference shares from retained earnings.

### (d) Securities Premium Reserve

This is created on account of premium received upon issuance of Equity Shares.

### (e) Share Options Outstanding

The reserve is created to recognise the fair value of the options issued to employees of the Company, Subsidiaries, Associates and Joint Ventures, under the Company's Employee Stock Options Scheme.

### (f) Surplus in Profit and Loss Account

Retained earnings represent the amount of accumulated earnings of the Company.

### (g) General Reserve

Created upon unexercised employee stock options that have expired.

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## (h) Other Comprehensive Income

The Company has elected to recognise changes in the fair value of certain instruments in equity securities and debt instruments in other comprehensive income. These changes are accumulated with the FVTOCI reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

The Company uses hedging instruments as part of its management of foreign currency risk and interest rate risk associated on borrowings. For hedging foreign currency and interest rate risk, the Company uses foreign currency forward contracts and cross currency interest rate swaps. To the extent these hedges are effective, the change in fair value of the hedging instrument is recognised in the cash flow hedging reserve. Amount recognised in the cash flow hedging reserve is reclassified to the Statement of Profit and Loss, when the hedged item affects profit or loss (e.g., interest payments).

## NOTE: 27 | INTEREST INCOME

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>Interest on Loans</b>		
On Financial Assets Measured at Amortised Cost	13,663.65	11,733.40
<b>Interest Income from Investments</b>		
On Financial Assets Measured at Amortised Cost	26.79	17.83
On Financial Assets Classified at Fair Value through Profit or Loss	241.97	233.46
<b>Interest on Deposits with Banks</b>		
On Financial Assets Measured at Amortised Cost	24.37	79.01
<b>Other Interest Income</b>		
On Financial Assets Measured at Amortised Cost	72.57	70.36
<b>Total</b>	<b>14,029.35</b>	<b>12,134.06</b>

## NOTE: 28 | DIVIDEND INCOME

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Dividend Income from Investment in Associate	175.03	75.62
Dividend Income from Investment in Subsidiary	61.56	-
Dividend Income on Financial Assets Classified at Fair Value through Profit or Loss	0.01	2.70
<b>Total</b>	<b>236.60</b>	<b>78.32</b>

## NOTE: 29 | FEES AND COMMISSION INCOME

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Advisory and Other Fee Income	297.74	392.10
Brokerage and Commission Income	197.60	119.21
<b>Total</b>	<b>495.34</b>	<b>511.31</b>



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## Revenue from Contracts with Customers

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>Type of Services</b>		
Advisory and Other Fee Income	297.74	392.10
Brokerage and Commission Income	197.60	119.21
<b>Geographical Markets</b>		
India	495.34	511.31
Outside India	-	-
<b>Timing of Revenue Recognition</b>		
Services Transferred at a point in time	495.34	511.31
Services Transferred over time	-	-
<b>Contract Balances</b>		
Fees, Commission and Other Receivables	33.33	22.38

## Details of Income from Insurance Partners as required by Insurance Regulatory and Development Authority of India (Registration of Corporate Agents) Regulations, 2015

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Aditya Birla Health Insurance Co. Limited	52.59	23.53
Aditya Birla Sun Life Insurance Company Limited	34.69	16.10
Reliance General Insurance Company Limited	0.01	0.18
Liberty General Insurance Limited	0.81	0.32
HDFC Life Insurance Company Limited	0.02	-
ICICI Lombard General Insurance Company Limited	1.10	0.20
<b>Total</b>	<b>89.22</b>	<b>40.33</b>

## NOTE: 30 NET GAIN ON FAIR VALUE CHANGES

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>Net Gain/(Loss) on Financial Instruments at Fair Value through Profit or Loss</b>		
On Trading Portfolio		
Investments	196.83	125.03
Derivatives	(0.03)	(0.02)
On Financial Instruments Carried at Fair Value through Profit or Loss	80.13	58.60
On Financial Instruments Designated at Fair Value through Profit or Loss	0.09	0.18
<b>Total</b>	<b>277.02</b>	<b>183.79</b>
<b>Fair Value Changes:</b>		
Realised	225.68	101.19
Unrealised	51.34	82.60
<b>Total</b>	<b>277.02</b>	<b>183.79</b>

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## NOTE: 31 NET GAIN ON DERECOGNITION OF FINANCIAL INSTRUMENTS AT AMORTISED COST

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Net Gain on Derecognition of Financial Instruments at Amortised Cost	97.15	18.54
<b>Total</b>	<b>97.15</b>	<b>18.54</b>

## NOTE: 32 GAIN ON SALE OF INVESTMENTS

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
On Equity Investment	283.22	635.77
<b>Total</b>	<b>283.22</b>	<b>635.77</b>

## NOTE: 33 OTHER INCOME

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Interest Income - Others	39.95	15.12
Miscellaneous Income	94.44	48.27
<b>Total</b>	<b>134.39</b>	<b>63.39</b>

## NOTE: 34 FINANCE COSTS

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>Interest on Financial Liabilities Measured at Amortised Cost</b>		
Debt Securities	2,568.44	1,987.68
Borrowings other than Debt Securities	5,097.37	4,182.97
Subordinated Liabilities	274.07	222.92
Lease Liabilities (Refer Note No. 46)	20.41	18.91
Other Interest Expenses	10.47	5.15
<b>Interest on Financial Liabilities Measured at Fair Value through Profit or Loss</b>		
Debt Securities	10.60	51.01
<b>Total</b>	<b>7,981.36</b>	<b>6,468.64</b>

## NOTE: 35 IMPAIRMENT ON FINANCIAL INSTRUMENTS

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>Impairment on Financial Instruments Measured at Amortised Cost</b>		
Bad Debts/Advances Written Off (Net of Recoveries)	1,640.86	1,441.63
Impairment Loss Allowance on		
Loans (Stage III)	5.90	164.50
Less: Delinquency Support	(274.22)	(256.12)
<b>Sub Total - Loans (Stage III)</b>	<b>(268.32)</b>	<b>(91.62)</b>



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Loans (Stage I and II)	71.08	12.57
Direct Assignments	0.51	0.22
Trade Receivables	(2.47)	2.89
Investments	5.91	(10.03)
<b>Total</b>	<b>1,447.57</b>	<b>1,355.66</b>

## NOTE: 36 EMPLOYEE BENEFITS EXPENSE

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Salaries and Wages	990.07	846.10
Contribution to Provident and Other Funds (Refer Note No. 41)	41.68	33.77
Contribution to Gratuity Funds (Refer Note No. 41)	8.31	8.05
Expenses on Employee Stock Options Scheme	46.86	50.00
Staff Welfare Expenses	32.15	30.62
<b>Total</b>	<b>1,119.07</b>	<b>968.54</b>

## NOTE: 37 DEPRECIATION AND AMORTISATION EXPENSES

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Depreciation of Property, Plant and Equipment	47.93	32.87
Depreciation on Investment Property	0.07	0.07
Amortisation of Intangible Assets	27.87	39.95
Amortisation of Lease Assets (Refer Note No. 46)	57.93	49.56
<b>Total</b>	<b>133.80</b>	<b>122.45</b>

## NOTE: 38 OTHER EXPENSES

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Rent	27.54	27.78
Repairs and Maintenance	20.99	16.67
Communication Expenses	9.20	10.60
Printing and Stationery	4.74	5.25
Advertisement and Sales Promotion Expenses	46.20	55.80
Legal and Professional Expenses	135.27	106.58
Insurance	115.97	86.59
Collection Cost	102.91	213.19
Business Support Expenses	155.31	154.10
Travelling and Conveyance	41.42	37.09
Water and Electricity Charges	11.57	7.51
Rates and Taxes	4.48	2.38
Information Technology Expenses	113.31	95.21
Corporate Social Responsibility (CSR) Expenses	43.15	30.11

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Directors' Sitting Fees	1.26	0.43
Loss on Sale of Property, Plant and Equipment	0.51	0.14
Miscellaneous Expenses	110.64	78.05
<b>Total</b>	<b>944.47</b>	<b>927.48</b>

## Auditors' Fees and Expenses (Net of GST Credit Availed)\*

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Statutory Audit Fees	1.30	2.25
Limited Review Fees	1.77	1.44
Tax Audit Fees	0.24	0.17
Certification and Other Services <sup>#</sup>	0.13	1.61
Reimbursement of Expenses	0.29	0.33
Goods and Services Tax (Net of Input Credit)	0.26	0.22
<b>Total</b>	<b>3.99</b>	<b>6.02</b>

\* Includes fees paid to auditors of erstwhile ABFL

# ₹ 1.57 crore related to qualified institutional placement and preferential issuance adjusted in securities premium in FY 2023-24.

## Details of CSR Expenditure

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
a) Gross amount required to be spent by the Company during the Year	43.15	30.11
b) Amount spent during the Year	43.15	29.05
(i) Construction/Acquisition of any Asset	-	-
(ii) On purpose other than (i) above	43.15	29.05
c) Shortfall at the end of the Year*	0.98	0.98
d) Total of previous years Shortfall/(Excess)	-	-
e) Reason for Shortfall	NA	NA
f) Nature of CSR Activities	Refer Note 1	Refer Note 1
g) Details of Related Party Transactions	Refer Note 2	Refer Note 2
h) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately	NA	NA

### Note 1: Nature of CSR Activities

For FY 2024-25: Promoting education including providing education in Anganwadi Centres and Government Schools and remedial classes for tribal students, health care, training to support athletes qualifying in Asian games and empowering women.

For FY 2023-24: Promoting education including providing education in Anganwadi Centres and Government Schools and remedial classes for tribal students, health care, ensuring environment sustainability by increasing water availability and livelihoods, training to support athletes qualifying in Asian games and empowering women.

### Note 2: The total amount spent for CSR activity includes amount paid to Aditya Birla Capital Foundation

\*There is a change in the Regulation stating that if the CSR contribution of the Company lying in the bank account of the respective NGO is unspent at the end of a FY, the same is required to be returned to the Company, and has to be maintained in a separate bank account by the Company. The balance shown here is the same unspent amounts transferred back by NGOs.



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## NOTE: 39

### DISCLOSURE AS REQUIRED BY INDIAN ACCOUNTING STANDARD (IND AS) 33 - EARNINGS PER SHARE

Basic Earnings Per Share (EPS) is calculated by dividing the profit after tax for the year by the weighted-average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the profit after tax for the year by the weighted-average number of equity shares outstanding during the year plus the weighted-average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares of the Company.

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Profit After Tax for the Year	2,957.22	2,935.15
Weighted-Average Number of Equity Shares for Basic Earning Per Share	2,60,41,85,255	2,55,53,68,985
Effect of Dilution:		
Employee Stock Options	2,29,12,543	1,96,30,531
Weighted-Average Number of Ordinary Shares for Diluted Earnings Per Share	2,62,70,97,797	2,57,49,99,516
Earnings Per Share		
Basic Earnings Per Share (₹)	11.36	11.49
Diluted Earnings Per Share (₹)	11.26	11.40

## NOTE: 40

### INCOME TAX

Particulars	(₹ crore)	
	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
Current Income Tax Charges	978.20	933.29
Short/(Excess) Provision for Current Tax Related to Earlier Years (Net)	(0.44)	(30.08)
Deferred Tax Relating to origination and reversal of temporary differences	(8.18)	(55.95)
<b>Income Tax Expenses Reported in the Statement of Profit and Loss</b>	<b>969.58</b>	<b>847.26</b>
<b>Reconciliation of Tax Expenses and the accounting profit multiplied by India's Domestic Tax Rate for 31<sup>st</sup> March 2025</b>		
<b>Accounting Profit Before Income Tax (A)</b>	<b>3,926.80</b>	<b>3,782.41</b>
At India's Statutory Income Tax Rate of 25.168%	988.30	951.96
Excess Provision for Current Tax Related to Earlier Years	(0.44)	(30.08)
Reversal of Deferred Tax Liability during the Year	0.15	7.73
Tax on Non-Deductible Expenses	14.28	6.67
Tax rate difference adjustment on account of sale of subsidiary and partial stake sale in Associate	(31.43)	(89.77)
Others	(1.28)	0.75
<b>Income Tax Expense Reported in the Statement of Profit and Loss (B)</b>	<b>969.58</b>	<b>847.26</b>
<b>Effective Income Tax Rate for the Year (B/A %)</b>	<b>24.69%</b>	<b>22.40%</b>

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## NOTE: 41 | RETIREMENT BENEFITS

### A) Defined Benefits Plans:

The Company has a defined benefit gratuity plan (funded). The Company's defined benefit gratuity plan is a final salary plan for employees, which requires contributions to be made to a separately administered fund. The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, employee who has completed five years of service is entitled to specific benefit. The level of benefits provided depends on the member's length of service and last drawn salary.

The following tables summarises the components of net benefit expense recognised in the Statement of Profit and Loss, and the funded status and amounts recognised in the Balance Sheet for the gratuity plan.

Particulars	(₹ crore)	
	As at/For the Year ended 31 <sup>st</sup> March 2025	As at/For the Year ended 31 <sup>st</sup> March 2024
<b>(i) Amounts Recognised in the Balance Sheet in respect of Gratuity</b>		
Present Value of the funded Defined Benefits Obligations at the end of the Year	60.56	51.22
Rights from insurance policies that exactly match the amount and timing of some of the benefits payable under the plan.	(49.24)	(42.26)
<b>Net (Assets)/Liabilities</b>	<b>11.32</b>	<b>8.96</b>
<b>(ii) Amounts Recognised in Employee Benefits Expenses in the Statement of Profit and Loss in respect of Gratuity</b>		
Current Service Cost *	8.65	8.60
Interest on Net Defined Benefits Liabilities/(Assets)	0.63	0.75
<b>Net Gratuity Cost</b>	<b>9.28</b>	<b>9.35</b>
<b>(iii) Amount Recognised in Other Comprehensive Income (OCI) for the Year [Gain/(Loss)]</b>		
Actual Returns on Plan Assets excluding Interest Income	0.30	(1.15)
Group Company Allocation	0.60	0.42
Actuarial Changes Arising from Changes in Demographic Assumptions	(6.94)	(6.91)
Actuarial Changes Arising from Changes in Financial Assumptions	4.83	4.01
Actuarial Changes Arising from Changes in Experience Assumptions	12.15	(2.45)
<b>Closing Amount Recognised in Other Comprehensive Income (OCI) for the Year</b>	<b>10.94</b>	<b>(6.08)</b>
<b>Reconciliation of Present Value of the Obligations and the Fair Value of the Plan Assets:</b>		
<b>(iv) Change in Present Value of the Obligations:</b>		
Opening Defined Benefits Obligations	51.22	47.03
Current Service Cost	8.65	8.60
Interest Cost	3.65	3.36
Actuarial Changes Arising from Changes in Demographic Assumptions	(6.94)	(6.91)
Actuarial Changes Arising from Changes in Financial Assumptions	4.83	4.01
Actuarial Changes Arising from Changes in Experience Assumptions	12.15	(2.45)
Group Company Allocation	0.60	0.42
Benefits Paid	(13.60)	(2.84)
<b>Closing Defined Benefits Obligations</b>	<b>60.56</b>	<b>51.22</b>
<b>(v) Change in Fair Value of the Plan Assets:</b>		
Opening Fair Value of the Plan Assets	42.26	35.72
Interest Income on Plan Assets	3.02	2.61
Return on Reimbursement Rights (excluding amounts included in interest income on plan assets)	(0.30)	1.15
Contributions by the Employer	4.26	7.02
Benefits Paid	-	(4.24)
<b>Closing Fair Value of the Plan Assets</b>	<b>49.24</b>	<b>42.26</b>

\* Current service cost net of recovery from subsidiaries, associates and joint ventures is ₹ 8.31 crore.



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## (vi) Maturity Profile of Defined Benefits Obligations

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Within 1 year	12.76	7.08
2 to 5 years	39.37	31.58
6 years and above	48.70	57.01
<b>Total</b>	<b>100.83</b>	<b>95.67</b>

### Notes:

- (i) Estimated amount of contribution expected to be paid to the fund during the annual period after the Balance Sheet date is ₹ 21.02 crore (Previous Year: ₹ 15.83 crore).
- (ii) The Weighted-Average duration to the payment of these cash flows is 4 years (Previous Year 6 years).

## (vii) The Fair Value of Major Categories of Plan Assets are as follows:

Disaggregation of Plan Assets	(₹ crore)	
	As at	
	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024
Government Debt Instruments	0.99%	0.80%
Corporate Bonds	0.10%	0.08%
Insurer Managed Funds	88.98%	90.74%
Others	9.93%	8.38%
<b>Grand Total</b>	<b>100.00%</b>	<b>100.00%</b>

## (viii) Principal Actuarial Assumptions at the Balance Sheet Date

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Discount Rate	6.5% - 6.7%	7.5% - 7.21%
Salary Escalation	7.5% - 8.9%	7.5% - 8.01%
Expected Return on Reimbursement Rights	6.5% - 6.7%	7.15% - 7.21%
Mortality Rate during Employment	100% of IALM 2012 - 14	100% of IALM 2012 - 14
Normal Retirement Age	60 years	60 years
Attrition/Withdrawal Rates, Based on Age:		
Upto 30 years	32.00%	37.00%
31- 40 years	35.00%	34.00%
41- 50 years	22.00%	19.00%
Above 50 years	20.00%	7.00%

**Note:** The above information is certified by actuary, and this has been relied upon by the auditors.

The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Obligation is measured at the present value of estimated future cash flows using a discounted rate that is determined by reference to market yields as at the Balance Sheet date.

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## (ix) Quantitative Sensitivity Analysis for Significant Assumption is as below:

### Increase/Decrease in Present Value of Defined Benefits Obligations at the end of the Year

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024		(₹ crore)
	Amount	(%)	Amount	(%)	
i) 50 Bps Increase in Discount Rate	59.27	-2.13%	49.83	-2.72%	
ii) 50 Bps Decrease in Discount Rate	61.90	2.22%	52.68	2.85%	
iii) 50 Bps Increase in Salary Growth Rate	61.89	2.19%	52.68	2.84%	
iv) 50 Bps Decrease in Salary Growth Rate	59.27	-2.13%	49.81	-2.74%	

The sensitivity analysis above has been determined based on a method that extrapolates the impact on defined benefit obligation, as a result of reasonable changes in key assumptions occurring at the end of the year.

## B) Defined Contribution Plans:

The Company makes Provident Fund, Pension Fund, Employee State Insurance Scheme, Maharashtra Labour Welfare Fund, and National Pension Scheme contributions, which are defined contribution plans for qualifying employees. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable to these plans by the Company are at rates specified in the rules of the Schemes.

Particulars	Year ended		(₹ crore)
	31 <sup>st</sup> March 2025	31 <sup>st</sup> March 2024	
Contribution to Employees' Provident Fund	29.25	24.87	
Contribution to Employees' Pension Fund	8.51	7.39	
Contribution to Employees' State Insurance Corporation	0.16	0.10	
Contribution to Maharashtra Labour Welfare Fund	0.04	0.03	
Contribution to National Pension Scheme	4.45	2.64	
Contribution to Superannuation Fund	0.20	0.22	
<b>Total</b>	<b>42.61</b>	<b>35.25</b>	

**Note:** Contributions to these plans net of recovery from subsidiaries, associates and joint ventures is ₹ 41.68 crore.

## NOTE: 42 | DISCLOSURE UNDER EMPLOYEE STOCK OPTIONS SCHEME

### (A) Stock Options Scheme 2017

At the Annual General Meeting held on 19<sup>th</sup> July 2017, the shareholders of the Company approved the grant of not more than 3,22,86,062 Equity Shares by way of grant of Stock Options ("ESOPs") and Restricted Stock Units ("RSUs"). The Scheme allows the Grant of Stock Options to employees of the Company, and its Group Company(ies), including its Holding Company, Subsidiary Company(ies) and Associate Company(ies) (whether working in India or outside India) that meet the eligibility criteria. Each Stock Option confers a right upon the Grantee to apply for 1 (one) Equity Share.



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Granted during the Financial Year - 2023-2024 are given hereunder:

Features	LTIP 2	LTIP 1	LTIP 1
Instrument	ESOP	RSU	PRSU
Plan Period	2023-2026	2023-2024	2023-2025
Quantum of Grant	20,07,180	1,14,962	6,45,669
Vesting Period	50% vesting in first year and 50% in second year from the Date of Grant	100% vesting in one year from the Date of Grant	100% vesting in second year from the Date of Grant
Vesting Condition(s)	75% of annual planning and budget targets	Continued employment	60% of Cumulative planning and budget targets
Exercise Period	5 years from the Date of Vesting	5 years from the Date of Vesting	5 years from the Date of Vesting
Grant Date	2 <sup>nd</sup> August 2023	2 <sup>nd</sup> August 2023	2 <sup>nd</sup> August 2023
Grant/Exercise Price (₹ Per Share)	124.15	10.00	10.00

Granted during the Financial Year - 2022-2023 are given hereunder:

Features	LTIP 2	LTIP 1	LTIP 1
Instrument	ESOP	RSU	RSU
Plan Period	2022-2025	2022-2023	2022-2023
Quantum of Grant	11,73,306	13,94,915	1,65,434
Vesting Period	Equal vesting over 3 years from the Date of Grant	100% vesting at the end of one year from the Date of Grant	100% vesting at the end of third year from the Date of Grant
Vesting Condition(s)	Continued employment	Continued employment	Continued employment
Exercise Period	5 years from the Date of Vesting	5 years from the Date of Vesting	5 years from the Date of Vesting
Grant Date	1 <sup>st</sup> August 2022	1 <sup>st</sup> August 2022	15 <sup>th</sup> March 2023
Grant/Exercise Price (₹ Per Share)	106.35	10.00	10.00

Granted during the Financial Year - 2021-2022 are given hereunder:

Features	LTIP 2	LTIP 2
Instrument	ESOP	ESOP
Plan Period	2021-2025	2021-2025
Quantum of Grant	2,69,352	1,40,352
Vesting Period	Equal vesting in 4 years from the Date of Grant	Equal vesting in 4 years from the Date of Grant
Vesting Condition(s)	75% of the Profit Before Tax achievement against annual performance target immediately preceding the Date of Vesting	75% of the Profit Before Tax achievement against annual performance target immediately preceding the Date of Vesting
Exercise Period	5 years from the Date of Vesting	5 years from the Date of Vesting
Grant Date	14 <sup>th</sup> May 2021	30 <sup>th</sup> September 2021
Grant/Exercise Price (₹ Per Share)	119.40	114.15

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Granted during the Financial Year - 2020-2021 are given hereunder:

Features	LTIP 2	LTIP 3
Instrument	ESOP	ESOP
Plan Period	2021-2022	2021-2022
Quantum of Grant	1,10,424	1,40,439
Vesting Period	One year from the Date of Grant	One year from the Date of Grant
Vesting Condition(s)	75% of the Profit Before Tax achievement against annual performance target	75% of the Profit Before Tax achievement against annual performance target
Exercise Period	5 years from the Date of Vesting	5 years from the Date of Vesting
Grant Date	5 <sup>th</sup> February 2021	5 <sup>th</sup> February 2021
Grant/Exercise Price (₹ Per Share)	90.40	90.40

Granted during the Financial Year - 2019-2020 are given hereunder:

Features	LTIP 2	LTIP 2	LTIP 3	LTIP 3	LTIP 2	LTIP 3
Instrument	ESOP	ESOP	ESOP	RSU	ESOP	RSU
Plan Period	2019-2023	2019-2023	2019-2024	2019-2021	2020-2024	2020-2023
Quantum of Grant	5,60,376	3,07,020	4,41,704	7,686	7,98,768	5,23,810
Vesting Period	25% p.a. (4 years)	25% p.a. (4 years)	20% p.a. (5 years)	100% (2 years)	25% p.a. (4 years)	100% (3 years)
Vesting Condition(s)	Employees of ABCL: 75% of the consolidated PBT achievement against annual planning and budget targets and Employees of Subsidiaries: 75% of the PBT achievement of the respective business units against annual planning and budget targets	Employees of ABCL: 75% of the consolidated PBT achievement against annual planning and budget targets and Employees of Subsidiaries: 75% of the PBT achievement of the respective business units against annual planning and budget targets	Employees of ABCL: 75% of the consolidated PBT achievement against annual planning and budget targets and Employees of Subsidiaries: 75% of the PBT achievement of the respective business units against annual planning and budget targets	Continued employment	Employees of ABCL: 75% of the consolidated PBT achievement against annual planning and budget targets and Employees of Subsidiaries: 75% of the PBT achievement of the respective business units against annual planning and budget targets	Continued employment
Exercise Period	5 years from the Date of Vesting	5 years from the Date of Vesting	5 years from the Date of Vesting	5 years from the Date of Vesting	5 years from the Date of Vesting	5 years from the Date of Vesting
Grant Date	2 <sup>nd</sup> August 2019	18 <sup>th</sup> October 2019	18 <sup>th</sup> October 2019	18 <sup>th</sup> October 2019	25 <sup>th</sup> February 2020	25 <sup>th</sup> February 2020
Grant/Exercise Price (₹ Per Share)	82.40	76.40	76.40	10.00	87.05	10.00



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Granted during the Financial Year - 2018-2019 are given hereunder:

Features	LTIP 3	LTIP 3
Instrument	ESOP	RSU
Plan Period	2018-2023	2018-2020
Quantum of Grant	16,23,834	3,00,000
Vesting Period	20% p.a. (5 years)	100% (2 years)
Vesting Condition(s)	75% of the Profit Before Tax achievement against annual performance target	Continued employment
Exercise Period	5 years from the Date of Vesting	5 years from the Date of Vesting
Grant Date	9 <sup>th</sup> April 2018	9 <sup>th</sup> April 2018
Grant/Exercise Price (₹ Per Share)	115.00	10.00

Granted during the Financial Year - 2017-2018 are given hereunder:

Features	LTIP 1	LTIP 2	LTIP 3	
Instrument	RSU	ESOP	RSU	ESOP
Plan Period	2017-2019	2017-2021	2017-2019	2017-2022
Quantum of Grant	43,43,750	1,15,57,872	13,98,886	1,25,04,992
Vesting Period	100% (2 years)	25% p.a. (4 years)	100% (2 years)	20% p.a. (5 years)
Vesting Condition(s)	Continued employment	Employees of ABCL: 75% of the consolidated PBT achievement against annual planning and budget targets and Employees of Subsidiaries: 75% of the PBT achievement of the respective business units against annual planning and budget targets	Continued employment	Employees of ABCL: 75% of the consolidated PBT achievement against annual planning and budget targets and Employees of Subsidiaries: 75% of the PBT achievement of the respective business units against annual planning and budget targets
Exercise Period	5 years from the Date of Vesting	5 years from the Date of Vesting	5 years from the Date of Vesting	5 years from the Date of Vesting
Grant Date	11 <sup>th</sup> August 2017	11 <sup>th</sup> August 2017	11 <sup>th</sup> August 2017	11 <sup>th</sup> August 2017
Grant/Exercise Price (₹ Per Share)	10.00	115.00	10.00	115.00
Value of Equity Shares as on the Date of Grant of Original Option (₹ Per Share)	139.00	139.00	139.00	139.00

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Details of Activities in the Plan as on 31<sup>st</sup> March 2025

Features	LTIP 1	LTIP 2	LTIP 3	
Instrument	RSU	ESOP	RSU	ESOP
Options/RSUs Outstanding at beginning of the Year	19,17,944	67,62,112	9,16,403	1,14,70,812
Granted during the Year	-	-	-	-
Exercised during the Year	(7,34,902)	(24,36,218)	-	(29,66,431)
Lapsed/Expired during the Year	(1,08,130)	(42,054)	-	-
<b>Options/RSUs Outstanding at the end of the Year</b>	<b>10,74,912</b>	<b>42,83,840</b>	<b>9,16,403</b>	<b>85,04,381</b>
Options/RSUs Unvested at the end of the Year	-	14,59,708	6,45,669	-
Options/RSUs Exercisable at the end of the Year	10,74,912	28,24,132	2,70,734	85,04,381

Details of Activities in the Plan as at 31<sup>st</sup> March 2024

Features	LTIP 1	LTIP 2	LTIP 3	
Instrument	RSU	ESOP	RSU	ESOP
Options/RSUs Outstanding at beginning of the Year	19,78,782	1,01,95,506	2,70,734	1,24,01,881
Granted during the Year	1,14,962	-	6,45,669	20,07,180
Exercised during the Year	(1,48,050)	(32,41,794)	-	(29,26,310)
Lapsed/Expired during the Year	(27,750)	(1,91,600)	-	(11,939)
<b>Options/RSUs Outstanding at the end of the Year</b>	<b>19,17,944</b>	<b>67,62,112</b>	<b>9,16,403</b>	<b>1,14,70,812</b>
Options/RSUs Unvested at the end of the Year	2,80,396	20,46,378	6,45,669	24,48,884
Options/RSUs Exercisable at the end of the Year	16,37,548	47,15,734	2,70,734	90,21,928

## Fair Valuation

The Fair Value of the options used to compute proforma Net Profit and Earnings Per Share has been done by an Independent Valuer on the date of grant using Black-Scholes-Merton Formula. The Key Assumptions and the Fair Value are as:

Features	LTIP 1	LTIP 2	LTIP 3	
Instrument	RSU	ESOP	RSU	ESOP
Risk-Free Interest Rate	6.5% to 7.4%	6.2% to 7.0%	6.5% to 7.2%	6.5% to 7.6%
Option Life (Years)	3.5 to 5.5	3.5 to 6.5	4.5	3.5 to 7.5
Expected Volatility	38.5% to 41.8%	36.2% to 46.5%	35.4% to 41.6%	37.0% to 46.5%
Expected Dividend Yield (%)	-	-	-	-
Weighted-Average Fair Value Per Option (₹)	98.5 to 188.4	41.5 to 119.4	131.6 to 189.1	73.1 to 119.9



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## B) Stock Option and Performance Stock Unit Scheme 2022

The shareholders of the Company, vide a special resolution passed through Postal Ballot on 16<sup>th</sup> October 2022, approved the Scheme titled "Aditya Birla Capital Limited Employee Stock Options and Performance Stock Unit Scheme 2022" ("ABCL Scheme 2022") for granting Employee Stock Options ("Options") and Employee Performance Stock Units ("PSUs") (collectively referred to as the "Stock Options"), exercisable into not more than 4,10,71,270 Equity Shares. ABCL Scheme 2022 allows the grant of Stock Options to employees of the Company, and its Group Company(ies), including its Holding Company, Subsidiary Company(ies) and Associate Company(ies) (whether working in India or outside India) that meet the eligibility criteria. Each Stock Option confers a right upon the Grantee to apply for 1 (one) Equity Share.

Granted during the Financial Year - 2024-2025 are given hereunder:

Features	LTIP 2	LTIP 1	LTIP 2	LTIP 1
Instrument	ESOP	RSU	ESOP	RSU
Plan Period	2024-2027	2024-2027	2025-2028	2025-2028
Quantum of Grant	1,35,495	18,34,524	86,651	42,811
Vesting Period	50% vesting in first year and 50% in second year from the Date of Grant	100% vesting in third year from the Date of Grant	50% vesting in first year and 50% in second year from the Date of Grant	100% vesting in third year from the Date of Grant
Vesting Condition(s)	75% of annual planning and budget targets	60% of Cumulative planning and budget targets	75% of annual planning and budget targets	60% of Cumulative planning and budget targets
Exercise Period	5 years from the Date of Vesting	5 years from the Date of Vesting	5 years from the Date of Vesting	5 years from the Date of Vesting
Grant Date	30 <sup>th</sup> October 2024	30 <sup>th</sup> October 2024	3 <sup>rd</sup> February 2025	3 <sup>rd</sup> February 2025
Grant/Exercise Price (₹ Per Share)	204.50	10.00	176.60	10.00

Pursuant to the Scheme (Refer Note No. 65), the Nomination, Remuneration and Compensation Committee of the Board of Directors of the Company, at its Meeting held on 31<sup>st</sup> March 2025, has approved the following Grant of Stock Options to the eligible employees of the Amalgamating Company (erstwhile ABFL), under ABCL Scheme 2022 in lieu of the Options granted by the Amalgamating Company.

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
Grant/Exercise Price (₹ Per Share)	93.20	116.70	116.70	116.70	174.20
Date of Original Grant by Amalgamating Company	5 <sup>th</sup> November 2022	30 <sup>th</sup> September 2023	1 <sup>st</sup> November 2023	30 <sup>th</sup> January 2024	14 <sup>th</sup> October 2024
Vesting Period	50% Vest on 5 <sup>th</sup> November 2024	50% Vest on 30 <sup>th</sup> September 2025	50% Vest on 1 <sup>st</sup> November 2025	50% Vest on 30 <sup>th</sup> January 2026	50% Vest on 14 <sup>th</sup> October 2026
	50% Vesting on 5 <sup>th</sup> November 2025	50% Vesting on 30 <sup>th</sup> September 2026	50% Vesting on 1 <sup>st</sup> November 2026	50% Vesting on 30 <sup>th</sup> January 2027	50% Vesting on 14 <sup>th</sup> October 2027
Exercise Period	5 years from the date of original grant by Amalgamating Company				

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Granted during Financial Year - 2023-2024 are given hereunder:

Features	LTIP 1	LTIP 2
Instrument	RSU	ESOP
Plan Period	2023-2027	2023-2027
Quantum and Date of Grant	1,35,481 1,59,291 16,40,750 10,35,219	3,37,331 3,26,435 2,04,428 10,68,855
Vesting Period	100% vesting at the end of third year from the Date of Grant	50%:50% vesting at the end of second and third year from the Date of Grant
Vesting Condition(s)	Continued Employment and Rating of Delivered Full Performance (DFP) and above in the year of vesting. 60% of Cumulative Aggregate PBT for 3 years	Employees of ABCL: 75% of the consolidated PBT achievement against annual planning and budget targets and Employees of Subsidiaries: 75% of the PBT achievement of the respective business units against annual planning and budget targets
Exercise Period	5 years from the Date of Vesting	5 years from the Date of Vesting
Grant Date	11 <sup>th</sup> May 2023 2 <sup>nd</sup> August 2023 3 <sup>rd</sup> November 2023 1 <sup>st</sup> February 2024	11 <sup>th</sup> May 2023 2 <sup>nd</sup> August 2023 3 <sup>rd</sup> November 2023 1 <sup>st</sup> February 2024
Grant/Exercise Price (₹ Per Share)	10.00	170.90 - 196.10



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Granted during the Financial Year - 2022-2023 are given hereunder:

Instrument	PSU	ESOP	PSU	ESOP
Plan Period	2022-2025	2022-2025	2022-2025	2022-2025
Quantum of Grant	59,53,984 3,01,081 1,05,649	1,27,75,439	8,51,231	3,28,321
Vesting Period	100% vesting at the end of third year from the Date of Grant	50%:50% vesting at the end of second and third year from the Date of Grant	50%:50% vesting at the end of second and third year from the Date of Grant	50%:50% vesting at the end of second and third year from the Date of Grant
Vesting Condition(s)	Continued Employment and Rating of DFP and above in the year of vesting. 60% of Cumulative Aggregate PBT for 3 years	Employees of ABCL: 75% of the consolidated PBT achievement against annual planning and budget targets and Employees of Subsidiaries: 75% of the PBT achievement of the respective business units against annual planning and budget targets	Employees of ABCL: 75% of the consolidated PBT achievement against annual planning and budget targets and Employees of Subsidiaries: 75% of the PBT achievement of the respective business units against annual planning and budget targets	Employees of ABCL: 75% of the consolidated PBT achievement against Annual planning and budget targets and Employees of Subsidiaries: 75% of the PBT achievement of the respective business units against annual planning and budget targets
Exercise Period	5 years from the Date of Vesting	5 years from the Date of Vesting	5 years from the Date of Vesting	5 years from the Date of Vesting
Grant Date	7 <sup>th</sup> November 2022 2 <sup>nd</sup> February 2023 15 <sup>th</sup> March 2023	7 <sup>th</sup> November 2022	2 <sup>nd</sup> February 2023	15 <sup>th</sup> March 2023
Grant/Exercise Price (₹ Per Share)	10.00	124.20	136.50	145.00

Details of Activities in the Plan as on 31<sup>st</sup> March 2025 and 31<sup>st</sup> March 2024

Particulars	31 <sup>st</sup> March 2025		31 <sup>st</sup> March 2024	
	RSU	ESOP	RSU	ESOP
Options/RSUs Outstanding at beginning of the Year	88,13,708	1,47,92,938	63,60,714	1,39,54,991
Granted during the Year	18,77,335	62,36,226	29,70,741	19,37,049
Exercised during the Year	(13,235)	(8,38,152)	-	-
Lapsed/Expired during the Year	(9,36,768)	(12,12,175)	(5,17,747)	(10,99,102)
<b>Options/RSUs Outstanding at the end of the Year</b>	<b>97,41,040</b>	<b>1,89,78,837</b>	<b>88,13,708</b>	<b>1,47,92,938</b>
Options/RSUs Unvested at the end of the Year	97,41,040	1,08,76,760	88,13,708	1,47,92,938
Options/RSUs Exercisable at the end of the Year	-	81,02,077	-	-

## Fair Valuation

The fair value of the options used to compute proforma net profit and earnings per share has been done by an independent valuer on the date of grant using Black-Scholes Merton Formula. The Key Assumptions and the Fair Value are as:

Features	LTIP 1	LTIP 2
Instrument	RSU	ESOP
Risk-Free Interest Rate (%)	7.3% - 7.6%	7.3% - 7.6%
Option Life (Years)	5.5	4.5 to 5.5
Expected Volatility	40.4% to 41.8%	37.4% to 42.7%
Expected Dividend Yield (%)	-	-
Weighted-Average Fair Value Per Option (₹)	117.60 to 197.70	57.20 to 100.00

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## C) ABCL Incentive Plan 2017

The Scheme titled as "ABCL Incentive Scheme for Stock Options and Restricted Stock Units – 2017 (ABCL Incentive Scheme)" was approved by the shareholders through postal ballot on 10<sup>th</sup> April 2017. The Nomination, Remuneration and Compensation Committee of the Company, at its meeting held on 15<sup>th</sup> January 2018, granted 14,65,927 ESOPs and 2,52,310 Restricted Stock Units (RSUs) (collectively called as "Stock Options") to the eligible grantees pursuant to the Composite Scheme of Arrangement between erstwhile Aditya Birla Nuvo Limited (now merged with Grasim Industries Limited), Grasim Industries Limited and Aditya Birla Capital Limited. The Stock Options allotted under the Scheme are convertible into equal number of Equity Shares.

The vesting conditions and the vesting dates under the ABCL Incentive Scheme shall follow the same vesting conditions, as applicable to the Grantees, under the corresponding Grasim Employee Benefit Schemes 2006 and 2013.

Particulars	ABCL Incentive Scheme	
	Options	RSUs
Plan Period	As per Grasim Employee Benefits Schemes 2006 and 2013.	
Quantum of Grant	14,65,927	2,52,310
Method of Accounting	Fair Value	Fair Value
Vesting Period	The Options and RSUs shall deemed to have been vested from the original date of grant under the Grasim ESOP Schemes 2006 and 2013, and shall be subject to a minimum vesting period of one year from the date of original grant, and would vest not earlier than one year and not later than five years from the date of grant of Options and RSUs, or such other period as may be determined by the Nomination, Remuneration and Compensation Committee.	
Vesting Condition(s)	Achievement of threshold level of budgeted annual performance target	
Exercise Period	5 years from the Date of Vesting	5 years from the Date of Vesting
Grant Date	15 <sup>th</sup> January 2018	15 <sup>th</sup> January 2018
Grant/Exercise Price (₹ Per Share)	10.00	10.00

Re-granted during the Financial Year - 2020-2021 are given hereunder:

Particulars	Options
Plan Period	2021-2022
Quantum of Grant	25,585
Method of Accounting	Fair Value
Vesting Period	One year from the Date of Grant
Vesting Condition(s)	Achievement of threshold level of budgeted annual performance target
Exercise Period	5 years from the Date of Vesting
Grant Date	5 <sup>th</sup> March 2021
Grant/Exercise Price (₹ Per Share)	10.00

## Details of Activities in the Plan

Particulars	ABCL Incentive Scheme			
	31 <sup>st</sup> March 2025		31 <sup>st</sup> March 2024	
	Options	RSUs	Options	RSUs
Options/RSUs Outstanding at the beginning of the Year	15,324	3,418	15,324	3,418
Granted during the Year	-	-	-	-
Exercised during the Year	-	-	-	-
Lapsed/Expired during the Year	-	-	-	-
<b>Options/RSUs Outstanding at the end of the Year</b>	<b>15,324</b>	<b>3,418</b>	<b>15,324</b>	<b>3,418</b>



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## NOTE: 43 | MATURITY ANALYSIS OF ASSETS AND LIABILITIES

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled. With regard to loans and advances to customers, the Company uses the same basis of expected repayment behaviour as used for estimating the EIR.

Particulars	31 <sup>st</sup> March 2025			31 <sup>st</sup> March 2024			(₹ crore)
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total	
<b>I ASSETS</b>							
<b>(1) Financial Assets</b>							
(a) Cash and Cash Equivalents	2,376.77	-	2,376.77	199.34	-	199.34	
(b) Bank Balances other than (a) above	0.01	-	0.01	1,043.81	0.26	1,044.07	
(c) Derivative Financial Instruments	13.62	17.41	31.03	0.30	10.11	10.41	
(d) Receivables							
(i) Trade Receivables	35.13	-	35.13	28.91	-	28.91	
(ii) Other Receivables	9.06	-	9.06	14.80	-	14.80	
(e) Loans*	29,640.83	92,703.68	1,22,344.51	29,367.36	74,549.13	1,03,916.49	
(f) Investments	5,891.37	6,938.03	12,829.40	7,011.04	4,623.86	11,634.90	
(g) Other Financial Assets	380.74	37.07	417.81	45.80	36.11	81.91	
<b>Sub Total</b>	<b>38,347.53</b>	<b>99,696.19</b>	<b>1,38,043.72</b>	<b>37,711.36</b>	<b>79,219.47</b>	<b>1,16,930.83</b>	
<b>(2) Non-Financial Assets</b>							
(a) Current Tax Assets (Net)	-	56.00	56.00	-	31.40	31.40	
(b) Deferred Tax Assets (Net)	-	492.97	492.97	-	367.86	367.86	
(c) Investment Property	-	13.50	13.50	-	13.94	13.94	
(d) Property, Plant and Equipment	-	130.77	130.77	-	96.20	96.20	
(e) Right-of-Use Assets	7.92	231.09	239.01	0.34	284.63	284.97	
(f) Intangible Assets Under Development	-	15.14	15.14	-	10.79	10.79	
(g) Goodwill	-	64.46	64.46	-	64.46	64.46	
(h) Other Intangible Assets	-	54.24	54.24	-	44.56	44.56	
(i) Other Non-Financial Assets	181.61	8.47	190.08	195.12	29.08	224.20	
(j) Assets Held for Sale	-	-	-	0.09	-	0.09	
<b>Sub Total</b>	<b>189.53</b>	<b>1,066.64</b>	<b>1,256.17</b>	<b>195.55</b>	<b>942.92</b>	<b>1,138.47</b>	
<b>Total Assets</b>	<b>38,537.06</b>	<b>1,00,762.83</b>	<b>1,39,299.89</b>	<b>37,906.91</b>	<b>80,162.39</b>	<b>1,18,069.30</b>	
<b>II LIABILITIES</b>							
<b>(1) Financial Liabilities</b>							
(a) Derivative Financial Instruments	52.50	75.88	128.38	2.77	83.96	86.73	
(b) Payables							
(i) Trade Payables							
(i) Total Outstanding Dues of Micro Enterprises and Small Enterprises	44.91	-	44.91	3.65	-	3.65	
(ii) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	384.90	-	384.90	573.92	-	573.92	
(c) Debt Securities	13,481.87	23,583.86	37,065.73	12,395.83	18,131.27	30,527.10	
(d) Borrowings (other than Debt Securities)	27,028.27	42,832.52	69,860.79	22,374.23	36,518.80	58,893.03	
(e) Subordinated Liabilities	329.66	3,879.50	4,209.16	218.01	2,654.00	2,872.01	

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Particulars	31 <sup>st</sup> March 2025			31 <sup>st</sup> March 2024		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
(f) Lease Liabilities	54.14	212.31	266.45	64.76	237.99	302.75
(g) Other Financial Liabilities	1,747.73	0.53	1,748.26	2,293.00	0.36	2,293.36
<b>Sub Total</b>	<b>43,123.98</b>	<b>70,584.60</b>	<b>1,13,708.58</b>	<b>37,926.17</b>	<b>57,626.38</b>	<b>95,552.55</b>
<b>(2) Non-Financial Liabilities</b>						
(a) Current Tax Liabilities (Net)	176.49	-	176.49	257.54	-	257.54
(b) Provisions	60.00	61.77	121.77	35.56	68.75	104.31
(c) Other Non-Financial Liabilities	99.41	-	99.41	120.70	0.26	120.96
<b>Sub Total</b>	<b>335.90</b>	<b>61.77</b>	<b>397.67</b>	<b>413.80</b>	<b>69.01</b>	<b>482.81</b>
<b>Total Liabilities</b>	<b>43,459.88</b>	<b>70,646.37</b>	<b>1,14,106.25</b>	<b>38,339.97</b>	<b>57,695.39</b>	<b>96,035.36</b>

\* Stage 3 loans have been considered in after 12 months bucket.

**Note:** Classification of Loans under the different maturity buckets is based on the due date, which has been relied upon by the auditors.

## NOTE: 44 CHANGE IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

Particulars	As at 1 <sup>st</sup> April 2024	Cash Flows	Other* (Non-Cash)	(₹ crore)	
				As at 31 <sup>st</sup> March 2025	
Debt Securities	30,527.10	6,286.84	251.79	37,065.73	
Borrowings Other than Debt Securities	58,893.03	10,890.32	77.44	69,860.79	
Subordinate Liabilities	2,872.01	1,277.00	60.15	4,209.16	
<b>Total Liabilities from Financing Activities</b>	<b>92,292.14</b>	<b>18,454.16</b>	<b>389.38</b>	<b>1,11,135.68</b>	

Particulars	As at 1 <sup>st</sup> April 2023	Cash Flows	Other* (Non-Cash)	(₹ crore)	
				As at 31 <sup>st</sup> March 2024	
Debt Securities	23,534.86	6,806.00	186.24	30,527.10	
Borrowings Other than Debt Securities	44,785.97	14,069.35	37.71	58,893.03	
Subordinate Liabilities	2,449.90	405.00	17.11	2,872.01	
<b>Total Liabilities from Financing Activities</b>	<b>70,770.73</b>	<b>21,280.35</b>	<b>241.06</b>	<b>92,292.14</b>	

**Note:** \*The above amounts are including interest accrued but not due.

## NOTE: 45 CONTINGENT LIABILITIES AND COMMITMENTS

### A) Contingent Liabilities

Particulars	As at 31 <sup>st</sup> March 2025	(₹ crore)	
		As at 31 <sup>st</sup> March 2024	
Disputed Income Tax Liability <sup>(a)</sup>	74.31	40.81	
Disputed Service Tax/GST Liability <sup>(b)</sup>	9.89	1.80	
Claims Against the Company Not Acknowledged as Debts	2.35	2.30	
Corporate Guarantees, Guarantee on Overdraft, Letter of Credit and Letter of Comfort Given by the Company on behalf of the Clients	315.43	75.92	
Corporate Guarantees Given to National Housing Bank on behalf of Subsidiary <sup>(c)</sup>	1,234.45	1,605.72	
<b>Total</b>	<b>1,636.43</b>	<b>1,726.55</b>	



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(a) Disputed Income Tax Liability

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Disallowances of depreciation on intangibles, Disallowance of donation forming part of CSR expenditure u/s 80G, Disallowance of certain expenses, Disallowance under Section 14A, Disallowance of PF/ESIC, Disallowance of CENVAT credit w/off.	44.00	10.49
Interest on Non-Performing Assets (NPA)	30.31	30.32
<b>Total</b>	<b>74.31</b>	<b>40.81</b>

**Note:** Interest and consequential changes, if any, arising on settlement of those contingent liabilities are not ascertainable.

- (b)(i) Show Cause-cum-Demand Notice No. ST/Audit-III/P-3/Gr-7/Aditya Birla/SCN/2016 dated 9<sup>th</sup> May 2017 was issued to the Company demanding service tax of ₹ 0.70 crore on penal/default interest.
- (ii) Show Cause-cum-Demand Notice issued under GST as on 31<sup>st</sup> March 2025 on various date in multiple states issued to the Company ₹ 9.19 crore.

(c) The Company has issued corporate guarantees to the National Housing Bank on behalf of its subsidiary, Aditya Birla Housing Finance Limited (ABHFL), of ₹ 3,500 crore upto 31<sup>st</sup> March 2025 (31<sup>st</sup> March 2024: ₹ 3,500 crore) for ABHFL borrowing, against which the amount outstanding in the books of ABHFL as at 31<sup>st</sup> March 2025 is ₹ 1,234.45 crore (31<sup>st</sup> March 2024: ₹ 1,607.52 crore). As per the terms of the Guarantee, the Company's liability is capped at the outstanding amount on invocation.

## B) Capital and Other Commitments

- (i) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) on account of property, plant and equipment is ₹ 11.00 crore (31<sup>st</sup> March 2024: ₹ 7.63 crore) and on account of intangible assets is ₹ 12.35 crore (31<sup>st</sup> March 2024: ₹ 19.45 crore).
- (ii) Undisbursed commitments where the Company does not have an unconditional rights to cancel the undrawn/unavailed/ unused portion of the loan at any time during the subsistence of the loan is Nil.
- (iii) Pursuant to the Shareholders' Agreement entered into with Sun Life Financial (India) Insurance Investments Inc. and its holding Company Sun Life Assurance Company of Canada by Aditya Birla Capital Limited, in respect of Aditya Birla Sun Life Insurance Company Limited (ABSLI), the Company will infuse its share of capital in ABSLI from time to time to meet the solvency requirement, prescribed by the regulatory authority. Transfer of investments in ABSLI is restricted by the terms contained in Shareholders' Agreements entered into by the Aditya Birla Capital Limited.
- (iv) Pursuant to the Shareholders' Agreement entered into with Momentum Metropolitan Strategic Investments (Proprietary) Limited and Platinum Jasmine A 2018 Trust by Aditya Birla Capital Limited, in respect of Aditya Birla Health Insurance Co. Limited (ABHI), the Company will infuse its share of capital in ABHI from time to time to meet the solvency requirement, prescribed by the regulatory authority.

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## **NOTE: 46 | DISCLOSURE PURSUANT TO INDIAN ACCOUNTING STANDARD 116 (IND AS 116)**

Following are the Changes in the Carrying Value of Right-of-Use Assets

Particulars	(₹ crore)
<b>Gross Carrying Value</b>	
Balance as at 1 <sup>st</sup> April 2023	269.81
Additions	165.42
Disposals	57.54
<b>Balance as at 31<sup>st</sup> March 2024</b>	<b>377.69</b>
Additions	22.33
Disposals	18.32
<b>Balance as at 31<sup>st</sup> March 2025</b>	<b>381.70</b>
<b>Accumulated Amortisation</b>	
As at 1 <sup>st</sup> April 2023	76.81
Additions	51.32
Disposals	35.41
<b>Balance as at 31<sup>st</sup> March 2024</b>	<b>92.72</b>
Additions	59.27
Disposals	9.30
<b>Balance as at 31<sup>st</sup> March 2025</b>	<b>142.69</b>
<b>Net Carrying Value as at 31<sup>st</sup> March 2024</b>	<b>284.97</b>
<b>Net Carrying Value as at 31<sup>st</sup> March 2025</b>	<b>239.01</b>

## Amounts Recognised in the Statement of Profit and Loss

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Depreciation Expenses on Right-of-Use Assets	59.27	51.32
Less: Recovery of Expenses from Subsidiaries, Joint Ventures and Associates	(1.34)	(1.76)
	<b>57.93</b>	<b>49.56</b>
Interest Expenses on Lease Liabilities	20.84	19.39
Less: Recovery of Expenses from Subsidiaries, Joint Ventures and Associates	(0.43)	(0.48)
	<b>20.41</b>	<b>18.91</b>
Expenses Relating to Leases of Low Value Assets	27.48	27.79
Income from Sub-Leasing Right-of-Use Assets	19.83	17.28
Gains/(Losses) Arising from Changes in Lease Agreements	1.86	3.69

## The following is the Break-up of Current and Non-Current Lease Liabilities

Particulars	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Current Lease Liabilities	54.14	64.76
Non-Current Lease Liabilities	212.31	237.99
<b>Total</b>	<b>266.45</b>	<b>302.75</b>



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## The following is the Movement in Lease Liabilities

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>Opening Balance</b>	<b>302.75</b>	<b>202.38</b>
Additions	21.20	157.26
Surrender of Premises	(10.65)	(25.17)
Finance Cost Accrued during the Period	20.84	19.39
Payment of Lease Liabilities	(67.69)	(51.11)
<b>Closing Balance</b>	<b>266.45</b>	<b>302.75</b>

The table below provides details regarding the Contractual Maturities of Lease Liabilities on an undiscounted basis:

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
Less than one year	71.31	66.93
One to five years	195.14	223.23
More than five years	54.87	86.12
<b>Total</b>	<b>321.32</b>	<b>376.28</b>

The Group does not face any significant liquidity risk with regard to its lease liabilities, as the current assets are sufficient to meet the obligations related to lease liabilities, as and when they fall due.

## NOTE: 47 RELATED PARTY DISCLOSURES

### List of Related Parties as per Ind AS 24:

#### (A) Holding Company

Grasim Industries Limited

#### (B) Subsidiaries

Aditya Birla Finance Limited (Amalgamated with Aditya Birla Capital Limited w.e.f. Appointed Date of 1<sup>st</sup> April 2024)

Aditya Birla Housing Finance Limited

Aditya Birla Sun Life Insurance Company Limited

Aditya Birla Sun Life Pension Fund Management Limited (100% Subsidiary of Aditya Birla Sun Life Insurance Company Limited)

Aditya Birla Capital Digital Limited

Aditya Birla Money Limited

Aditya Birla Money Mart Limited (Merged with Aditya Birla Financial Shared Services Limited w.e.f. 2<sup>nd</sup> July 2024)

Aditya Birla Money Insurance Advisory Services Limited (Merged with Aditya Birla Money Mart Limited w.e.f. 1<sup>st</sup> July 2024)

Aditya Birla Insurance Brokers Limited (Ceased to be a Subsidiary w.e.f. 30<sup>th</sup> August 2024)

Aditya Birla Financial Shared Services Limited

Aditya Birla Capital Technology Services Limited (Merged with Aditya Birla Financial Shared Services Limited w.e.f. 2<sup>nd</sup> July 2024)

Aditya Birla Trustee Company Private Limited

Aditya Birla PE Advisors Private Limited

Aditya Birla ARC Limited

Aditya Birla Stressed Asset AMC Private Limited

ABARC-AST-008-Trust

ABARC-AST-010-Trust

Aditya Birla Special Situation Fund – 1

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## Other Related Parties where Transactions have taken place during the Year:

### (C) Associate

Aditya Birla Sun Life AMC Limited

### (D) Joint Ventures

Aditya Birla Health Insurance Co. Limited

Aditya Birla Wellness Private Limited

Aditya Birla Sun Life Trustee Private Limited

### (E) Fellow Subsidiaries

UltraTech Cement Limited

ABREL (MP) Renewables Limited

ABREL EPC Limited

ABREL Green Energy Limited

ABREL Solar Power Limited

ABREL SPV 2 Limited

Aditya Birla Renewables Energy Limited

Aditya Birla Renewables Green Power Private Limited (formerly known as Waacox Energy Private Limited)

Aditya Birla Renewables Limited

Aditya Birla Renewables Solar Limited

Aditya Birla Renewables SPV 1 Limited

Aditya Birla Renewables Subsidiary Limited

Aditya Birla Renewables Utkal Limited

### (F) Joint Ventures/Associates of Holding Company and its Subsidiaries

Aditya Birla Science & Technology Company Private Limited

Bhubaneswari Coal Mining Limited

Birla Advanced Knits Private Limited

O2 Renewable Energy XXII Private Limited

### (G) Key Managerial Personnel of the Company and its Holding Company

Mr. Kumar Mangalam Birla (Chairman and Non-Executive Director)

Dr. Santrupt Misra (Non-Executive Director) (Ceased to be a Director w.e.f. 18<sup>th</sup> August 2023)

Mr. Sushil Agarwal (Non-Executive Director)

Mr. Romesh Sobti (Non-Executive Director)

Mr. Arun Kumar Adhikari (Independent Director)

Mr. P. H. Ravikumar (Independent Director)

Mr. S. C. Bhargava (Independent Director) (Ceased to be a Director w.e.f. 31<sup>st</sup> August 2024)

Ms. Vijayalakshmi Rajaram Iyer (Independent Director)

Ms. Vishakha Mulye (Chief Executive Officer - Aditya Birla Capital Limited)

Mr. Rakesh Singh (Chief Executive Officer - Lending Business)



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Mr. Tushar Shah (Chief Executive Officer - Project & Structured Finance - Lending Business)

Mr. Harikrishna Agarwal (Managing Director of Grasim Industries Limited) (Ceased to be a Director w.e.f. 31<sup>st</sup> March 2025)

Mr. Adesh Kumar Gupta (Independent Director - Grasim Industries Limited)

## (H) Close Members of Key Managerial Personnel

Ms. Neerja Birla

Ms. Advaitesha Birla

Ms. Vibha Singh

Ms. Anahita Singh

Ms. Anushka Singh

Mr. Dinesh Kumar Gupta

## (I) Other Related Parties in which Key Managerial Personnel or their close members are interested

Aditya Birla Management Corporation Private Limited

Birla Management Centre Services Private Limited (Ceased to be related party w.e.f. 1<sup>st</sup> August 2024)

Birla Group Holdings Private Limited

Chaitanya India Fin Credit Private Limited

Svatantra Microfin Private Limited

Svatantra Online Services Private Limited

Applause Entertainment Private Limited

Azure Jouel Private Limited

Olive Bar & Kitchen Private Limited

## (J) Post-Employment Benefit Plans

Century Rayon Employees' Provident Fund Trust No.1

Century Rayon Employees' Provident Fund Trust No.2

Grasim Industries Limited Employees' Gratuity Fund

UltraTech Provident Fund

(₹ crore)

Sr. No.	Particulars (Brief Description - Company-wise and Item-wise)	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>(I) Income</b>			
<b>1. Dividend Income</b>			
Aditya Birla Sun Life AMC Limited	175.02	75.62	
Aditya Birla Insurance Brokers Limited	61.56	-	
<b>2. Interest Income/Fair Value Gain</b>			
<b>a) On Investments</b>			
Aditya Birla Money Limited	5.81	5.49	
Aditya Birla Special Situation Fund – 1	4.68	32.32	
Chaitanya India Fin Credit Private Limited	3.94	3.60	
Aditya Birla Money Mart Limited	1.23	4.48	

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Sr. No.	Particulars (Brief Description - Company-wise and Item-wise)	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>b) On Loans</b>			(₹ crore)
	Applause Entertainment Private Limited	13.54	25.26
	ABREL EPC Limited	12.54	24.35
	O2 Renewable Energy XXII Private Limited	5.74	-
	Aditya Birla Renewables Green Power Private Limited	5.12	5.22
	Azure Jouel Private Limited	3.80	10.13
	Birla Advanced Knits Private Limited	1.24	-
	Aditya Birla ARC Limited	0.12	0.81
	Aditya Birla Stressed Asset AMC Private Limited	-	0.02
	Ms. Vishakha Mulye	0.19	0.20
<b>3. Rent Income from Investment Property</b>			
	Aditya Birla Sun Life Insurance Company Limited	0.58	0.53
<b>4. MF/FD/Alternate Asset Commission Received on behalf of Investment done by Related Party</b>			
	Aditya Birla Renewables Limited	0.59	₹
	UltraTech Cement Limited	0.52	0.20
	Grasim Industries Limited	0.43	0.26
	Svantra Microfin Private Limited	0.25	0.18
	Aditya Birla Science & Technology Company Private Limited	0.15	0.08
	ABREL SPV 2 Limited	0.03	0.01
	Bhubaneswari Coal Mining Limited	0.03	0.07
	Aditya Birla Health Insurance Co. Limited	0.01	0.01
	ABREL Green Energy Limited	0.01	-
	Aditya Birla Renewables Green Power Private Limited	0.01	0.01
	Aditya Birla Renewables Energy Limited	0.01	0.01
	Aditya Birla Renewables Solar Limited	0.01	-
	Aditya Birla Renewables SPV 1 Limited	₹	-
	Aditya Birla Renewables Subsidiary Limited	₹	0.01
	ABREL Solar Power Limited	₹	₹
	Aditya Birla Renewables Utkal Limited	₹	-
	ABREL (MP) Renewables Limited	₹	-
	Aditya Birla Trustee Company Private Limited	₹	₹
	Svantra Online Services Private Limited	₹	₹
	Olive Bar & Kitchen Private Limited	₹	0.01
	Ms. Neerja Birla	0.01	-
	Ms. Advaitesha Birla	₹	-
	Mr. Rakesh Singh	0.12	0.08
	Ms. Vibha Singh	0.01	₹
	Ms. Anushka Singh	₹	₹
	Ms. Anahita Singh	₹	₹
	Mr. Harikrishna Agarwal	₹	-
	Mr. Adesh Kumar Gupta	₹	₹
	Mr. Dinesh Kumar Gupta	₹	₹



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Sr. No.	Particulars (Brief Description - Company-wise and Item-wise)	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>5. Brokerage/Commission Income</b>			
Aditya Birla Health Insurance Co. Limited	52.59	23.53	
Aditya Birla Sun Life Insurance Company Limited	34.69	16.10	
Aditya Birla Money Limited	6.16	5.58	
Aditya Birla Sun Life AMC Limited	1.51	2.65	
Aditya Birla Money Limited	0.42	0.26	
Aditya Birla Housing Finance Limited	0.02	-	
<b>6. Other Rental Income</b>			
Aditya Birla Sun Life Insurance Company Limited	8.22	5.40	
Aditya Birla Housing Finance Limited	6.21	7.24	
Aditya Birla Health Insurance Co. Limited	3.65	2.80	
Aditya Birla Sun Life AMC Limited	1.37	1.20	
Aditya Birla Money Limited	0.26	0.22	
Aditya Birla Capital Digital Limited	0.18	0.03	
Aditya Birla Money Insurance Advisory Services Limited	0.03	0.17	
Aditya Birla Insurance Brokers Limited	0.02	0.02	
<b>(II) Expenses</b>			
<b>1. Interest Expenses</b>			
Aditya Birla Sun Life Insurance Company Limited	46.53	36.16	
Grasim Industries Limited	7.04	0.24	
UltraTech Provident Fund	0.73	0.73	
Century Rayon Employees' Provident Fund Trust No.2	0.38	0.38	
Century Rayon Employees' Provident Fund Trust No.1	0.08	0.08	
<b>2. Brokerage Expenses/Service Charges</b>			
Aditya Birla Capital Digital Limited	17.55	1.79	
Grasim Industries Limited	0.87	0.01	
Aditya Birla Money Limited	0.76	0.38	
Aditya Birla Money Insurance Advisory Services Limited	0.54	4.60	
<b>3. Services Received/Other Expenses</b>			
Aditya Birla Management Corporation Private Limited	79.13	52.35	
Aditya Birla Financial Shared Services Limited	52.58	35.98	
Aditya Birla Sun Life Insurance Company Limited	3.55	3.63	
Aditya Birla Housing Finance Limited	1.09	1.75	
Aditya Birla Capital Technology Services Limited	1.05	4.42	
Aditya Birla Money Limited	0.08	0.05	
Aditya Birla Capital Digital Limited	0.07	0.29	
Ms. Anahita Singh	0.27	0.25	
<b>(III) Reimbursement of Expenses</b>			
<b>1. Reimbursement of Employee Costs</b>			
Aditya Birla Money Limited	4.66	4.72	
Aditya Birla Sun Life Insurance Company Limited	0.77	1.58	
Aditya Birla Insurance Brokers Limited	0.68	1.40	
Aditya Birla Capital Digital Limited	0.50	0.09	
Aditya Birla Sun Life AMC Limited	0.22	0.01	
Aditya Birla Housing Finance Limited	0.19	0.17	

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Sr. No.	Particulars (Brief Description - Company-wise and Item-wise)	(₹ crore)	
		Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
	Grasim Industries Limited	0.14	0.21
	Aditya Birla Financial Shared Services Limited	0.08	0.13
	Aditya Birla Health Insurance Co. Limited	0.04	₹
<b>2.</b>	<b>Expenses Reimbursed - Others</b>		
	Aditya Birla Financial Shared Services Limited	24.46	18.37
	Aditya Birla Sun Life Insurance Company Limited	8.57	8.56
	Birla Management Centre Services Private Limited	4.06	5.63
	Aditya Birla Sun Life AMC Limited	1.18	1.86
	Aditya Birla Management Corporation Private Limited	0.96	0.35
	Aditya Birla Health Insurance Co. Limited	0.77	0.79
	Aditya Birla Wellness Private Limited	0.38	0.31
	Aditya Birla Insurance Brokers Limited	0.36	-
	Aditya Birla Capital Digital Limited	0.35	-
	Aditya Birla Capital Technology Services Limited	0.32	3.20
	Aditya Birla Money Limited	0.07	0.12
	Birla Group Holdings Private Limited	0.02	-
	Grasim Industries Limited	0.01	0.09
<b>(IV)</b>	<b>Expenses Recovered</b>		
<b>1.</b>	<b>ESOP Charges (Net)</b>		
	Aditya Birla Sun Life Insurance Company Limited	10.60	2.54
	Aditya Birla Housing Finance Limited	5.27	5.00
	Aditya Birla Health Insurance Co. Limited	4.89	7.24
	Aditya Birla Financial Shared Services Limited	3.77	2.85
	Aditya Birla Capital Digital Limited	1.90	0.18
	Aditya Birla Sun Life AMC Limited	1.27	0.48
	Aditya Birla Sun Life Pension Fund Management Limited	0.30	0.05
	Aditya Birla Money Limited	0.29	0.12
	Aditya Birla Wellness Private Limited	0.13	0.13
	Aditya Birla Capital Technology Services Limited	0.12	0.47
	Aditya Birla Stressed Asset AMC Private Limited	0.03	0.02
	Aditya Birla Insurance Brokers Limited	-	₹
<b>2.</b>	<b>Other Expenses</b>		
	Aditya Birla Sun Life Insurance Company Limited	35.26	37.91
	Aditya Birla Sun Life AMC Limited	29.47	33.18
	Aditya Birla Housing Finance Limited	5.20	5.49
	Aditya Birla Capital Digital Limited	5.03	4.08
	Aditya Birla Financial Shared Services Limited	4.21	0.37
	Grasim Industries Limited	1.31	-
	Aditya Birla Insurance Brokers Limited	1.09	3.17
	Aditya Birla Health Insurance Co. Limited	1.00	1.17
	Aditya Birla Money Insurance Advisory Services Limited	0.88	0.28
	Aditya Birla Money Limited	0.64	0.41
	Aditya Birla ARC Limited	0.18	0.42
	Aditya Birla Management Corporation Private Limited	0.07	-
	Aditya Birla Sun Life Pension Fund Management Limited	0.01	-



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Sr. No.	Particulars (Brief Description - Company-wise and Item-wise)	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>(V) Investments Made/Redeemed during the Year</b>			
<b>1. Investment in Equity Shares</b>			
Aditya Birla Housing Finance Limited	1,200.00	-	
Aditya Birla Capital Digital Limited	460.00	228.00	
Aditya Birla Health Insurance Co. Limited	183.55	-	
Aditya Birla Sun Life Insurance Company Limited	158.61	178.50	
Aditya Birla Wellness Private Limited	7.14	-	
<b>2. Investment in Preference Shares</b>			
Aditya Birla ARC Limited	-	5.00	
<b>3. Other Investments Made during the Year</b>			
Chaitanya India Fin Credit Private Limited	33.36	25.11	
Aditya Birla Special Situation Fund – 1	17.99	85.69	
<b>4. Redemption of Investments</b>			
Aditya Birla Money Mart Limited (Investment in Preference Shares)	53.43	-	
Chaitanya India Fin Credit Private Limited	33.72	42.62	
Aditya Birla Special Situation Fund – 1	29.54	256.89	
<b>(VI) Asset/Liability Transactions</b>			
<b>1. Loans and Advances Given</b>			
Applause Entertainment Private Limited	375.00	300.00	
Azure Jouel Private Limited	120.00	330.00	
O2 Renewable Energy XXII Private Limited	115.00	-	
ABREL EPC Limited	16.00	318.66	
Birla Advanced Knits Private Limited	15.00	-	
Aditya Birla ARC Limited	-	70.00	
<b>2. Repayment of Loans and Advances</b>			
Applause Entertainment Private Limited	500.00	175.00	
ABREL EPC Limited	220.00	286.00	
Azure Jouel Private Limited	210.00	240.00	
Aditya Birla ARC Limited	6.00	64.00	
Aditya Birla Renewables Green Power Private Limited	2.11	2.46	
Birla Advanced Knits Private Limited	0.01	-	
Aditya Birla Stressed Asset AMC Private Limited	-	4.39	
Ms. Vishakha Mulye	0.40	0.39	
<b>3. Deposits Placed</b>			
Aditya Birla Sun Life Insurance Company Limited	0.49	0.36	
Aditya Birla Sun Life AMC Limited	0.07	0.06	
<b>4. Deposits Received</b>			
Aditya Birla Sun Life Insurance Company Limited	1.08	-	
Aditya Birla Health Insurance Co. Limited	0.66	0.16	
Aditya Birla Housing Finance Limited	0.36	-	
Aditya Birla Sun Life AMC Limited	0.16	-	
Aditya Birla Money Limited	0.03	-	
<b>5. Assignment of Receivables</b>			
Grasim Industries Limited	648.27	-	
UltraTech Cement Limited	159.82	9.04	

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Sr. No.	Particulars (Brief Description - Company-wise and Item-wise)	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>6.</b>	<b>Purchase of Assets</b>		
	Aditya Birla Health Insurance Co. Limited	0.14	-
	Aditya Birla Financial Shared Services Limited	0.07	0.40
	Aditya Birla Housing Finance Limited	0.04	0.09
<b>7.</b>	<b>Sale of Assets</b>		
	Aditya Birla Housing Finance Limited	-	-
<b>8.</b>	<b>Insurance Claim Settlement Received</b>		
	Aditya Birla Sun Life Insurance Company Limited	10.33	5.34
<b>9.</b>	<b>Inter-Corporate Borrowings Taken during the Period</b>		
	Grasim Industries Limited	25.00	50.00
<b>10.</b>	<b>Inter-Corporate Borrowings Repaid during the Period</b>		
	Grasim Industries Limited	75.00	-
<b>11.</b>	<b>Issue of Redeemable Non-Convertible Debentures to:</b>		
	Grasim Industries Limited	210.00	-
	Aditya Birla Sun Life Insurance Company Limited	50.00	-
<b>12.</b>	<b>Payments Made/(Received) to Provident Fund Trust and Gratuity Trust</b>		
	Grasim Industries Limited Employees' Gratuity Fund	2.26	2.02
	Grasim Industries Limited Employees' Gratuity Fund	-	(4.24)
<b>(VII) Outstanding Balances</b>			
<b>1.</b>	<b>Loans and Advances</b>		
	O2 Renewable Energy XXII Private Limited	115.00	-
	Aditya Birla Renewables Green Power Private Limited	51.45	53.56
	ABREL EPC Limited	33.73	237.73
	Birla Advanced Knits Private Limited	14.99	-
	Aditya Birla ARC Limited	-	6.00
	Applause Entertainment Private Limited	-	125.00
	Azure Jouel Private Limited	-	90.00
	Ms. Vishakha Mulye	5.20	5.60
<b>2.</b>	<b>Receivables</b>		
	Aditya Birla Health Insurance Co. Limited	9.02	12.42
	Aditya Birla Sun Life Insurance Company Limited	7.80	6.66
	Aditya Birla Sun Life AMC Limited	3.26	5.69
	Aditya Birla Housing Finance Limited	3.10	3.60
	Aditya Birla Capital Digital Limited	0.90	0.53
	Aditya Birla Money Limited	0.28	1.31
	Aditya Birla ARC Limited	0.02	0.08
	Aditya Birla Wellness Private Limited	-	0.03
	Aditya Birla Insurance Brokers Limited	-	0.52
<b>3.</b>	<b>Deposits Receivable</b>		
	Aditya Birla Management Corporation Private Limited	6.15	6.15
	Aditya Birla Sun Life Insurance Company Limited	2.43	1.94
	Aditya Birla Sun Life AMC Limited	1.33	1.26
	Aditya Birla Money Limited	0.05	0.05
	Aditya Birla Health Insurance Co. Limited	0.04	0.04
<b>4.</b>	<b>Prepaid Expenses</b>		
	Aditya Birla Financial Shared Services Limited	4.04	1.37
	Aditya Birla Capital Technology Services Limited	-	0.42



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

(₹ crore)

Sr. No.	Particulars (Brief Description - Company-wise and Item-wise)	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
<b>5. Payables</b>			
Aditya Birla Financial Shared Services Limited	13.61	10.54	
Aditya Birla Management Corporation Private Limited	12.02	8.84	
Aditya Birla Capital Digital Limited	1.10	-	
Grasim Industries Limited	0.39	0.02	
Aditya Birla Wellness Private Limited	0.07	-	
Aditya Birla Sun Life AMC Limited	0.04	-	
Aditya Birla Capital Technology Services Limited	-	0.52	
Grasim Industries Limited Employees' Gratuity Fund	-	2.26	
Birla Management Centre Services Private Limited	-	0.67	
Aditya Birla Money Insurance Advisory Services Limited	-	0.16	
<b>6. Deposits Payable</b>			
Aditya Birla Sun Life Insurance Company Limited	1.87	0.80	
Aditya Birla Health Insurance Co. Limited	1.03	0.38	
Aditya Birla Housing Finance Limited	0.66	0.30	
Aditya Birla Sun Life AMC Limited	0.31	0.15	
Aditya Birla Money Limited	0.13	0.10	
<b>7. Inter-Corporate Borrowings Payable</b>			
Grasim Industries Limited	-	50.00	
<b>8. Non-Convertible Debentures</b>			
Aditya Birla Sun Life Insurance Company Limited	600.00	550.00	
Grasim Industries Limited	210.00	-	
UltraTech Provident Fund	8.00	8.00	
Century Rayon Employees' Provident Fund Trust No.2	4.30	4.30	
Century Rayon Employees' Provident Fund Trust No.1	0.90	0.90	
<b>9. Interest Accrued/Payable</b>			
Aditya Birla Sun Life Insurance Company Limited	31.66	27.37	
Grasim Industries Limited	5.77	0.24	
Century Rayon Employees' Provident Fund Trust No.2	0.17	0.17	
Century Rayon Employees' Provident Fund Trust No.1	0.04	0.04	
UltraTech Provident Fund	0.04	0.04	
<b>10. Investment in Equity Shares</b>			
Aditya Birla Housing Finance Limited	2,417.66	1,217.66	
Aditya Birla Sun Life Insurance Company Limited	1,676.64	1,518.03	
Aditya Birla Health Insurance Co. Limited	1,181.07	997.52	
Aditya Birla Capital Digital Limited	713.00	253.00	
Aditya Birla Money Limited	248.30	248.30	
Aditya Birla ARC Limited	100.00	100.00	
Aditya Birla Financial Shared Services Limited	93.25	0.05	
Aditya Birla Sun Life AMC Limited	29.75	29.84	
Aditya Birla Wellness Private Limited	24.89	17.75	
Aditya Birla Stressed Asset AMC Private Limited	14.80	14.80	
Aditya Birla PE Advisors Private Limited	3.50	3.50	
Aditya Birla Trustee Company Private Limited	0.05	0.05	
Aditya Birla Sun Life Trustee Private Limited	0.02	0.02	

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Sr. No.	Particulars (Brief Description - Company-wise and Item-wise)	Year ended 31 <sup>st</sup> March 2025	Year ended 31 <sup>st</sup> March 2024
	Aditya Birla Money Mart Limited	-	93.20
	Aditya Birla Capital Technology Services Limited	-	9.27
	Aditya Birla Insurance Brokers Limited	-	0.30
<b>11. Investment in Preference Shares</b>			
	Aditya Birla Money Limited	97.79	91.99
	Aditya Birla ARC Limited	21.00	21.00
	Aditya Birla Money Mart Limited	-	52.20
	Aditya Birla Capital Technology Services Limited	-	14.98
<b>12. Investment in Others</b>			
	Chaitanya India Fin Credit Private Limited	24.16	23.51
	Aditya Birla Special Situation Fund – 1	-	11.55
<b>(VIII) Key Managerial Personnel:</b>			
<b>1. Directors' Sitting Fees</b>			
	Mr. Kumar Mangalam Birla	0.05	0.05
	Dr. Sanrupt Misra	-	0.08
	Mr. Sushil Agarwal	0.14	0.12
	Mr. Romesh Sobti	0.06	0.06
	Mr. Arun Kumar Adhikari	0.17	0.12
	Mr. P. H. Ravikumar	0.15	0.13
	Mr. S. C. Bhargava	0.27	0.33
	Ms. Vijayalakshmi R Iyer	0.17	0.19
<b>2. Remuneration to Key Managerial Personnel</b>			
	Short-Term Employee Benefits	31.41	25.81
	Other Long-Term Benefits	2.74	2.74
	Post-Employment Benefits	0.61	0.55

## (IX) Corporate Guarantees Issued:

The Company has issued corporate guarantees to the National Housing Bank on behalf of its subsidiary, Aditya Birla Housing Finance Limited (ABHFL), of ₹ 3,500 crore upto 31<sup>st</sup> March 2025 (31<sup>st</sup> March 2024: ₹ 3,500 crore) for ABHFL borrowing, against which the amount outstanding in the books of ABHFL as at 31<sup>st</sup> March 2025 is ₹ 1,234.45 crore (31<sup>st</sup> March 2024: ₹ 1,607.52 crore). As per the terms of the Guarantee, the Company's liability is capped at the outstanding amount on invocation.

## Notes:

- Figures of ₹ 50,000 or less have been denoted by ₹.
- The related party relationships have been as identified by the Management on the basis of the requirements of the Indian Accounting Standard Ind AS-24 'Related Party Disclosures', and the same have been relied upon by the Auditors.
- The relationships disclosed above are for the entities where control exists and with whom transactions have taken place during the year.
- Remuneration to Key Managerial Personnel excludes provision for gratuity, pension and compensated absences, since it is provided on actuarial basis for the Company as a whole.
- The Non-Convertible Debentures' balance shown above includes purchase and sale from secondary market, and are held by related party as on reporting dates.



# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

## NOTE: 48 | CAPITAL MANAGEMENT

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. The Company monitors capital using a capital adequacy ratio, which is weighted assets divided by total capital derived as per the RBI requirements. As per the RBI guidelines, the Company, being a Non-Banking Finance Company, has to maintain 15% of capital adequacy ratio.

For Capital to Risk (Weighted) Assets Ratio (CRAR), refer Note No. 72(B).

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowings in the current year.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31<sup>st</sup> March 2025 and 31<sup>st</sup> March 2024.

## NOTE: 49 | FINANCIAL INSTRUMENTS

### Note 49.1: Other Disclosure Pursuant to Ind AS 107 "Financial Instruments: Disclosures"

#### (a) Category-wise Classification for Applicable Financial Assets:

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>(I) Measured at Amortised Cost:</b>		
i) Cash and Cash Equivalents	2,376.77	199.34
ii) Bank Balance other than Cash and Cash Equivalents	0.01	1,044.07
iii) Trade and Other Receivables	44.19	43.71
iv) Loans	1,22,344.51	1,03,916.49
v) Investments in Debentures	361.74	3.85
vi) Investments in Pass through Certificates	4.68	-
vii) Investments in Preference Shares	97.79	144.19
viii) Other Financial Assets	417.81	81.91
<b>Sub Total</b>	<b>1,25,647.50</b>	<b>1,05,433.56</b>
<b>(II) Measured at Fair Value through Profit or Loss (FVTPL)</b>		
i) Investment in Government Securities	3,769.66	5,025.56
ii) Investment in Equity instruments	0.79	0.68
iii) Investment in Alternate Funds	-	11.80
iv) Investment in Debentures	1,636.87	816.51
v) Investment in Security Receipts	102.24	-
vi) Investment in Mutual Funds	372.59	1,155.59
vii) Investment in Preference Shares	20.21	20.40
<b>Sub Total</b>	<b>5,902.36</b>	<b>7,030.54</b>
<b>(III) Designated at Fair Value through Profit or Loss (FVTPL)</b>		
i) Derivative Financial Instruments	0.02	0.08
<b>Sub Total</b>	<b>0.02</b>	<b>0.08</b>

# Notes forming part of the Standalone Financial Statements

for the year ended 31<sup>st</sup> March 2025

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>(IV) Measured at Fair Value through Other Comprehensive Income (FVTOCI):</b>		
i) Investment in Equity instruments	4.97	3.97
ii) Derivative Financial Instruments	31.01	10.33
<b>Sub Total</b>	<b>35.98</b>	<b>14.30</b>
<b>Total (I+II+III+IV)</b>	<b>1,31,585.86</b>	<b>1,12,478.48</b>

**(b) Category-wise Classification for Applicable Financial Liabilities:**

Particulars	(₹ crore)	
	As at 31 <sup>st</sup> March 2025	As at 31 <sup>st</sup> March 2024
<b>(I) Measured at Amortised Cost:</b>		
i) Trade and Other Payables	429.81	577.57
ii) Debt Securities	36,882.99	30,029.23
iii) Borrowings (other than Debt Securities)	69,860.79	58,893.03
iv) Subordinated Liabilities	4,209.16	2,872.01
v) Lease Liabilities	266.45	302.75
vi) Other Financial Liabilities	1,748.26	2,293.36
<b>Sub Total</b>	<b>1,13,397.46</b>	<b>94,967.95</b>
<b>(II) Designated at Fair Value through Profit or Loss (FVTPL)</b>		
i) Derivative Financial Instruments Not Designated as Cash Flow Hedges	0.02	3.62
ii) Debt Securities	182.74	497.87
<b>Sub Total</b>	<b>182.76</b>	<b>501.49</b>
<b>(III) Measured at Fair Value through Other Comprehensive Income (FVTOCI)</b>		
i) Derivative Financial Instruments Designated as Cash Flow Hedges	128.36	83.11
<b>Sub Total</b>	<b>128.36</b>	<b>83.11</b>
<b>Total (I+II+III)</b>	<b>1,13,708.58</b>	<b>95,552.55</b>

**(c) Fair value of Financial Assets and Financial Liabilities Measured at Amortised Cost:**

Particulars	As at 31 <sup>st</sup> March 2025		As at 31 <sup>st</sup> March 2024	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
<b>Financial Assets</b>				
Loans	1,22,344.51	1,22,344.51	1,03,916.49	1,03,916.49
Investment in Preference Shares	97.79	97.79	144.19	144.19
Investment in Debentures	361.74	361.74	3.85	3.85
Investments in Pass through Certificates	4.68	4.63	-	-
<b>Total</b>	<b>1,22,808.72</b>	<b>1,22,808.67</b>	<b>1,04,064.53</b>	<b>1,04,064.53</b>
<b>Financial Liabilities</b>				
Debt Securities	36,882.99	37,225.37	30,029.23	30,066.17
Borrowings (other than Debt Securities)	69,860.79	69,860.79	58,893.03	58,893.03
Subordinated Liabilities	4,209.16	4,253.35	2,872.01	2,857.25
Lease Liabilities	266.45	266.45	302.75	302.75
<b>Total</b>	<b>1,11,219.39</b>	<b>1,11,605.96</b>	<b>92,097.02</b>	<b>92,119.20</b>

**Valuation Methodologies of Financial Instruments Not Measured at Fair Value:** Below are the methodologies and assumptions used to determine fair values for the above financial instruments, which are not recorded and measured at fair value in the Company's financial statements. These fair values were calculated for disclosure purposes only.