



ADITYA BIRLA CAPITAL

Aditya Birla Finance Ltd.

This is a statutory advertisement pursuant to regulation 30(1) of the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, for information purposes only.

ADITYA BIRLA FINANCE LIMITED

Our Company was incorporated as 'Town Finance & Investments Private Limited' as a private limited company under the Companies Act, 1956, pursuant to a certificate of incorporation dated August 28, 1991 issued by the Additional Registrar of Companies, Maharashtra.

OUR PROMOTER

Our Promoter is Aditya Birla Capital Limited; Email: abc.secretarial@adityabirlacapital.com; Tel: +91 22 4356 7000. For further details, see 'Our Promoter' beginning on page 123 of the prospectus dated September 21, 2023 ('Prospectus').

THE ISSUE

PUBLIC ISSUE BY OUR COMPANY OF SECURED, RATED, REDEEMABLE, NON-CONVERTIBLE DEBENTURES OF FACE VALUE OF ₹1,000 EACH ('NCDs') FOR AN AMOUNT UP TO ₹1,000 CRORES ('BASE ISSUE SIZE') WITH AN OPTION TO RETAIN OVERSUBSCRIPTION UP TO ₹1,000 CRORES ('GREEN SHOE OPTION'), AGGREGATING UP TO 2,00,00,000 NCDs FOR AN AGGREGATE AMOUNT OF UP TO ₹2,00,000 CRORES ('ISSUE SIZE' OR 'ISSUE LIMIT') (HEREINAFTER REFERRED TO AS THE 'ISSUE') THROUGH THE PROSPECTUS (THE 'ISSUE DOCUMENT').

CREDIT RATING: IND AAA Outlook Stable by India Ratings & Research Private Limited and [ICRA]AAA (Stable) by ICRA Limited

ALLOTMENT ON FIRST COME FIRST SERVE BASIS*

The NCDs proposed to be issued pursuant to this Issue have been rated IND AAA Outlook Stable by India Ratings & Research Private Limited for an amount of up to ₹5,000 crores by way of its letter dated August 30, 2023 and rated [ICRA]AAA (Stable) by ICRA Limited for an amount of up to ₹5,000 crores by way of its letter dated July 28, 2023 (and reevaluation letter dated August 25, 2023).

ISSUE PROGRAMME*

ISSUE OPENS ON: WEDNESDAY, SEPTEMBER 27, 2023
ISSUE CLOSES ON: THURSDAY, OCTOBER 12, 2023

* This Issue shall remain open for subscription on Working Days from 10:00 a.m. to 5:00 p.m. (Indian Standard Time) during the period indicated above, except that this Issue may close on such earlier date or extended date (subject to a minimum period of three Working Days and a maximum period of ten Working Days from the date of opening of the Issue and subject to not exceeding thirty days from filing the Prospectus with ROC) as may be decided by the Board of Directors of our Company or the Finance Committee subject to compliance with Regulation 33A of the SEBI NCS Regulations.

The following are the terms of the NCDs to be issued pursuant to the Prospectus

Table with 6 columns: Series, I, II, III, IV, V, VI. Rows include Frequency of Interest Payment, Minimum Application, In multiples of thereafter, Face Value / Issue Price of NCDs (₹ / NCD), Tenor, Coupon (% per annum) for NCD Holders in all Categories, Effective Yield (% per annum) for NCD Holders in all Categories, Mode of Interest Payment, Amount (₹ / NCD) on Maturity for NCD Holders in all Categories, Maturity / Redemption Date (from the Deemed Date of Allotment), Put and Call Option.

*Our Company shall allocate and allot Series III NCDs wherein the Applicants have not indicated the choice of the relevant NCD Series. With respect to Series I, III and VI, where interest is to be paid on an annual basis, relevant interest will be paid on each anniversary of the Deemed Date of Allotment on the face value of the NCDs.

ASBA* Simple, Safe, Smart way of Application!!! UPI-Now available in ASBA for Retail Individual Investors ('RIIs') Investors are required to ensure that the bank account used for bidding is linked to their PAN.

ASBA and UPI logos with application details. ASBA is a better way of applying to issues by simply blocking of the funds in the bank account. UPI is now available in ASBA for retail individual investors.

CORRIGENDUM TO THE PROSPECTUS DATED SEPTEMBER 21, 2023: NOTICE TO INVESTORS (THE 'CORRIGENDUM')

This is with reference to the prospectus of the Company dated September 21, 2023 filed with the ROC, SEBI and the Stock Exchanges ('Prospectus'). Potential Applicants should note the following: 1. The paragraph under the headings 'Credit Rating' and 'Credit Rating, Rationale, Revaluated Letter and Press Release' on the cover page and on page 39 of the Prospectus, respectively, stands replaced with the following:

DISCLAIMER CLAUSE OF USE OF BSE ELECTRONIC PLATFORM: It is to be distinctly understood that the permission given by the BSE to use their network and software of the Online system should not in any way be deemed or construed as compliance with various statutory requirement approved by the Exchange; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements; nor does it take any responsibility for the financial or other soundness of the Company, its promoters, its management or any scheme or project of this Company.

DISCLAIMER CLAUSE OF USE OF NSE ELECTRONIC PLATFORM: It is distinctly understood by the Issuer that the permission given by NSE to use their Infrastructure should not in any way be deemed or construed as that the compliance with various statutory and other requirements by Aditya Birla Finance Limited, LMs, etc. are cleared or approved by NSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does it take any responsibility for the financial or other soundness of this Issuer, its promoters, its management or any scheme or project of this Issuer.

Table with 4 columns: LEAD MANAGERS TO THE ISSUE, REGISTRAR TO THE ISSUE, DEBENTURE TRUSTEE. Rows include Trust Investment Advisors Private Limited, A.K. Capital Services Limited, JM Financial Limited, Nuvama Wealth Management Limited, Link Intime India Private Limited, and Vistra ITCL (India) Limited.

Table with 2 columns: CREDIT RATING AGENCIES, STATUTORY AUDITORS. Rows include India Ratings & Research Private Limited, ICRA Limited, MSKA & Associates, Chartered Accountants, and Singhi & Co., Chartered Accountants.

*A.K. Capital Services Limited is deemed to be our associate as per the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992, as amended ('SEBI Merchant Bankers Regulations'). Further, in compliance with the provisions of Regulation 21A and explanation to Regulation 21A of the SEBI Merchant Bankers Regulations, A.K. Capital Services Limited would be involved only in marketing of the Issue and as per Regulation 25 (3) of SEBI NCS Regulations shall not issue a due diligence certificate.

DISCLAIMER OF THE ISSUER: Aditya Birla Finance Limited is proposing, subject to market conditions and other considerations, to make a public issue of secured, rated, listed, redeemable non-convertible debentures and has filed a Prospectus dated September 21, 2023 with the Registrar of Companies, Gujarat at Ahmedabad, BSE Limited, National Stock Exchange of India Limited and SEBI.

For issued on behalf of the Board of Directors of Aditya Birla Finance Limited - Rakesh Singh, Managing Director and Chief Executive Officer, DIN: 07006067