GFL/Comp./2026/104

Date: July 22, 2026

The National Stock Exchange of India Limited
Exchange Plaza,
Bandra-Kurla Complex,
Mumbai – 400 051

Kind Attn: Head – Listing Department / Dept of Corporate Communications

Subject: Disclosure of event under Regulation 51 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**")

Dear Sir/Madam,

With reference to the captioned subject and pursuant to Regulation 51 read with Schedule III of the Listing Regulations and SEBI Master Circular dated July 11, 2025, we wish to inform you that the Board of Directors of the Company at their meeting held on July 22, 2026, has considered and approved the following:

(a) the Company's proposed acquisition of Kanakadurga Finance Limited's (CIN: U65921AP1994PLC018605) business undertaking of gold-collateral financing by way of a slump sale, as a going concern, together with the assets and liabilities pertaining thereto ("**Business Transfer**"); and

(b) the execution of the business transfer agreement between the Company, Kanakadurga Finance Limited, Sandireddy Srimannarayana and Sandireddy Jayaprakash Narayana Chowdary ("**BTA**") and all other transaction documents.

The Board Meeting commenced at 3.00 p.m. and concluded at 3.45 p.m.

The BTA was executed today and the consummation of the Business Transfer is subject to conditions precedents as set out in the BTA.

The details of the acquisition are set forth in **Annexure A**.

We request you to take the aforesaid information on record.

Thanking you,
Yours sincerely

For **Godrej Finance Limited**

CHUNNI NILESH SINGH
Digitally signed by CHUNNI NILESH SINGH
Date: 2026.07.22 15:51:40 +05'30'

Chunni Singh
Company Secretary and Compliance Officer

Godrej Finance Limited | Registered Office: Godrej One, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai, 400079, Maharashtra | CIN - U64990MH1992PLC065457 | Website: www.godrejfinance.com | Tel - 022-68815555 I Email ID: gfl.secretarial@godrejfinance.com| Fax: 022-25195128

Annexure A

The details of the proposed slump sale pursuant to Regulation 51(2) read with Part B of Schedule III of the SEBI LODR Regulations are as under:

Sr. No.	Particulars	Details
1.	Name(s) of the parties whom the agreement is entered	(i) Godrej Finance Limited ("**Transferee**"/ "**Company**"); (ii) Kanakadurga Finance Limited ("**Transferor**"); (iii) Sandireddy Srimannarayana ("**Promoter 1**"); (iv) Sandireddy Jayaprakash Narayana Chowdary ("**Promoter 2**") The Transferor, a 'base-layer' non-banking financial company with its non-convertible debentures listed in the stock exchanges, is engaged in the Gold Loan Business Undertaking and in the business of financing of vehicles. The Gold Loan Business Undertaking of the Transferor, which has an AUM of INR 278,00,00,000 (Indian Rupees Two Hundred Seventy Eight Crores) is being acquired.
2.	Purpose of entering into the agreement	The BTA is being executed to record the terms and conditions in relation to the acquisition of the gold-collateral undertaking of the Transferor by the Company **("Gold Loan Business Undertaking**"), as a going concern on a slump sale basis for a lumpsum consideration, together with the assets and liabilities pertaining thereto. The acquisition is aligned with the Company's strategy of expanding and diversifying its retail lending portfolio in India and provides access to an established gold loan platform with an existing branch network, customer franchise and experienced management team.
3.	Whether the acquisition would fall within related party transaction(s) and whether the promoter / promoter group / group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length".	The transaction is not a related party transaction of the Company and the promoter / promoter group / group companies of the Company do not have any interest in the Transferor.

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4.	Industry to which the entity being acquired belongs	Non-banking financial company
5.	Significant terms of the agreement (in brief)	The BTA records the process and manner of completion of the Business Transfer and contains details including: (i) the details of assets, liabilities, contracts, employees and other related aspects of the Gold Loan Business Undertaking to be taken over / acquired by the Company from the Transferor pursuant to the Business Transfer; (ii) conditions precedent to the Business Transfer including obtaining third party consents, employee consents, novation or assignment of agreements for branch locations and migration of operational data relating to the Gold Loan Business Undertaking; (iii) standstill provisions, representations and warranties and indemnities which are customary for such transaction; (iv) certain non-compete and non-solicit restrictions on the parties after the closing of the Business Transfer; (v) the parties to the BTA will enter into a transition services agreement for transition of the Gold Loan Business Undertaking.
6.	Brief details of any governmental or regulatory approvals required for the acquisition	The proposed acquisition does not require prior approval from any governmental or regulatory authority.
7.	Indicative timeline for completion of acquisition	The acquisition contemplated under the BTA, is expected to be completed by 30 September 2026, subject to satisfaction of the conditions precedent stated in the BTA.
8.	Consideration	Cash consideration; A lump sum purchase consideration of INR 117,50,00,000 to be paid on closing in accordance with, and subject to adjustments under the Business Transfer Agreement and an additional amount of up to INR 17,50,00,000 payable post-closing if certain conditions as set out under the Business Transfer Agreement are fulfilled.
9.	Date of approval by the Board	(Wednesday) July 22, 2026

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10.	Date of execution of the Business Transfer Agreement	(Wednesday) July 22, 2026
11.	Product launch: (a) name of the product; (b) date of launch; (c) category of the product; (d) whether caters to domestic / international market; (e) name of the countries in which the product is launched (in case international).	(a) Loan against gold-collateral (b) Upon completion of the acquisition of the Gold Loan Business Undertaking (c) Lending product (d) Domestic market (e) N.A.

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