

BSE Limited
Corporate Relations Department
1st Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Scrip Code: 540691
Scrip ID: ABCAPITAL

The National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor,
Plot. C/1, G-Block, Bandra-Kurla Complex,
Bandra (East),
Mumbai 400 051
Symbol: ABCAPITAL

Dear Sir/ Madam,

Sub: Outcome of Board Meeting under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

This is further to our letter dated May 16, 2026, and in accordance with the provisions of Regulation 30 of the SEBI Listing Regulations, we wish to inform you that the Board of Directors ("**Board**") of Aditya Birla Capital Limited (the "**Company**"), at its meeting held on May 20, 2026 has, *inter alia*, considered and approved the following matters:

- (a) subject to receipt of requisite approvals, including approval of the shareholders of the Company, issuance of 11,23,53,236 fully paid-up equity shares of face value of Rs. 10/- (Rupees Ten only) each ("**Equity Shares**") for an aggregate consideration not exceeding Rs. 4,000 crore (Rupees Four Thousand crore only) on a preferential allotment on private placement basis ("**Preferential Issue**"), in accordance with the provisions of the Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("**SEBI ICDR Regulations**") and applicable provisions of the Companies Act, 2013 and rules made thereunder ("**Companies Act**"), in the following manner:
- 8,08,94,331 Equity Shares, at a price of Rs. 356.02 (Rupees Three Hundred Fifty-Six and Paise Two only) per Equity Share including a premium of Rs. 346.02 (Rupees Three Hundred Forty-Six and Paise Two only) per Equity Share, for an aggregate consideration not exceeding Rs. 2,880 crore (Rupees Two Thousand Eight Hundred and Eighty crore only) to Grasim Industries Limited, the Promoter of the Company; and
 - 56,17,661 Equity Shares, at a price of Rs. 356.02 (Rupees Three Hundred Fifty-Six and Paise Two only) per Equity Share including a premium of Rs. 346.02 (Rupees Three Hundred Forty-Six and Paise Two only) per Equity Share, for an aggregate consideration not exceeding Rs. 200 crore (Rupees Two Hundred crore only) to Suryaja Investments Pte. Ltd., Singapore, (an Aditya Birla Group entity), and
 - 2,58,41,244 Equity Shares, at a price of Rs. 356.02 (Rupees Three Hundred Fifty-Six and Paise Two only) per Equity Share including a premium of Rs. 346.02 (Rupees Three Hundred Forty-Six and Paise Two only) per Equity Share, for an aggregate consideration not exceeding Rs. 920 crore (Rupees Nine Hundred and Twenty crore only) to International Finance Corporation ("**Investor**" or "**IFC**").

(Grasim Industries Limited, Suryaja Investments Pte. Ltd. and the Investor shall collectively be known as the "**Proposed Allottees**").

- (b) In connection with the Preferential Issue to IFC, the Board has also approved and the Company and IFC have executed the share subscription agreement dated May 20, 2026 ("**SSA**"), which sets out the terms and conditions of the issuance and allotment of Equity Shares to IFC. Further, pursuant to approval of the Board, the Company and IFC have also executed a Policy Agreement dated May 20, 2026 ("**Policy Agreement**"), and pursuant to the



Policy Agreement, the Company has agreed to comply with certain customary provisions that IFC, as a multilateral development finance institution, requires from investee companies.

- (c) convening of an extra-ordinary general meeting of the shareholders of the Company on **Friday, June 12, 2026 at 11.00 a.m.** (Indian Standard Time) through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") for seeking approval of the shareholders of the Company, for the Preferential Issue.

The Board meeting commenced at **02:45 p.m.** and concluded at **03:37 p.m.**

Brief details in accordance with the SEBI Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 ("**SEBI Master Circular**") is annexed herewith as **Annexure A, Annexure B and Annexure C**. The details regarding the SSA and Policy Agreement are set out below as **Annexure D** and **Annexure E** respectively.

The Press Release for the same is enclosed.

The above is for your information, records and dissemination please.

Thanking you,

Yours sincerely,
For **Aditya Birla Capital Limited**

Santosh Haldankar
Company Secretary & Compliance Officer
Encl.: As above
Cc:

Luxembourg Stock Exchange
Market & Surveillance Dept.,
P.O. Box 165, L-2011 Luxembourg,
Grand Duchy of Luxembourg

Citi Bank N.A.
Custodial Services
FIFC, 11th Floor, C-54 & 55, G Block
Bandra Kurla Complex
Bandra (East), Mumbai 400 051

Citi Bank N.A.
Depository Receipt Services
388 Greenwich Street
14th Floor, New York,
NY 10013

Listing Agent
Banque Internationale à Luxembourg SA
69 route d'Esch
L - 2953 Luxembourg
Grand Duchy of Luxembourg

Annexure A
Issuance of Equity Shares to Grasim Industries Limited (“Promoter”)

Sr. No.	Particulars	Details				
a	Type of securities proposed to be issued	Equity Shares				
b	Type of issuance	Preferential Issue in accordance with Chapter V of the SEBI ICDR Regulations, Companies Act, 2013 and other applicable law				
c	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	8,08,94,331 Equity Shares, at a price of Rs. 356.02 (Rupees Three Hundred Fifty-Six and Paise Two only) per Equity Share including a premium of Rs. 346.02 (Rupees Three Hundred Forty-Six and Paise Two only) per Equity Share, for an aggregate consideration not exceeding Rs. 2,880 crore (Rupees Two Thousand Eight Hundred and Eighty crore only)				
d	Additional details in case of preferential issue					
i	Names of the investors	Grasim Industries Limited				
ii	Number of investors	One				
iii	Post allotment of securities - outcome of the subscription	Particulars	Pre-issue shareholding		Post-issue shareholding	
		Grasim Industries Limited	1,36,98,09,351	52.27%	1,45,07,03,682	53.08%
iv	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument.	Not Applicable				

Annexure B
Issuance of Equity Shares to Suryaja Investments Pte. Ltd., Singapore (an Aditya Birla Group entity)

Sr. No.	Particulars	Details				
a	Type of securities proposed to be issued	Equity Shares				
b	Type of issuance	Preferential Issue in accordance with Chapter V of the SEBI ICDR Regulations, Companies Act, 2013 and other applicable law				
c	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	56,17,661 Equity Shares, at a price of Rs. 356.02 (Rupees Three Hundred Fifty-Six and Paise Two only) per Equity Share including a premium of Rs. 346.02 (Rupees Three Hundred Forty-Six and Paise Two only) per Equity Share, for an aggregate consideration not exceeding Rs. 200 crore (Rupees Two Hundred crore only)				
d	Additional details in case of preferential issue					
i	Names of the investors	Suryaja Investments Pte. Ltd.				
ii	Number of investors	One				
iii	Post allotment of securities - outcome of the subscription	Particulars	Pre-issue shareholding		Post-issue shareholding	
		Suryaja Investments Pte. Ltd.	Nil	Nil	56,17,661	0.21%
iv	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument.	Not Applicable				

Annexure C
Issuance of Equity Shares to International Finance Corporation (“Investor” or “IFC”).

Sr. No.	Particulars	Details					
a	Type of securities proposed to be issued	Equity Shares					
b	Type of issuance	Preferential Issue in accordance with Chapter V of the SEBI ICDR Regulations, Companies Act, 2013 and other applicable law					
c	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	2,58,41,244 Equity Shares, at a price of Rs. 356.02 (Rupees Three Hundred Fifty-Six and Paise Two only) per Equity Share including a premium of Rs. 346.02 (Rupees Three Hundred Forty-Six and Paise Two only) per Equity Share, for an aggregate consideration not exceeding Rs. 920 crore (Rupees Nine Hundred and Twenty crore only)					
d	Additional details in case of preferential issue						
i	Names of the investors	International Finance Corporation					
ii	Number of investors	One					
iii	Post allotment of securities - outcome of the subscription	Particulars		Pre-issue shareholding		Post-issue shareholding	
		International Finance Corporation	Nil	Nil	2,58,41,244	0.95%	
iv	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument.	Not Applicable					

Annexure D

Details regarding the SSA as required under Regulation 30 read with Schedule III of the SEBI Listing Regulations read with the SEBI Master Circular are set out below.

Sr. No.	Particulars	Details
1.	Name(s) of parties with whom the agreement is entered	The parties to the SSA are the Company and International Finance Corporation (“Investor” or “IFC”).
2.	Purpose of entering into the agreement	The SSA records the terms and conditions of the Preferential Issue to IFC.
3.	Shareholding, if any, in the entity with whom the agreement is executed	As on the date of this disclosure, IFC does not hold any equity shares of the Company.
4.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	The consummation of the Preferential Issue to IFC is subject to the satisfaction of customary conditions precedent, including receipt of shareholders’ approval, in-principle approval from the BSE Limited and National Stock Exchange of India Limited and all other terms and conditions as set out in the SSA.
5.	Whether the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	IFC is not related to the promoter/ promoter group in any manner.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	Not applicable.
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	2,58,41,244 Equity Shares, at a price of Rs. 356.02 (Rupees Three Hundred Fifty-Six and Paise Two only) per Equity Share including a premium of Rs. 346.02 (Rupees Three Hundred Forty-Six and Paise Two only) per Equity Share, for an aggregate consideration not exceeding Rs. 920 crore (Rupees Nine Hundred and Twenty crore only) to IFC.
8.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not applicable.

Annexure E

Details regarding the Policy Agreement as required under Regulation 30 read with Schedule III of the SEBI Listing Regulations read with the SEBI Master Circular are set out below.

Sr. No.	Particulars	Details
1.	Name(s) of parties with whom the agreement is entered	The parties to the Policy Agreement are the Company and International Finance Corporation (“Investor” or “IFC”).
2.	Purpose of entering into the agreement	As a part of IFC’s subscription to equity shares under the SSA, the Company and IFC have entered into the Policy Agreement.
3.	Shareholding, if any, in the entity with whom the agreement is executed	As on the date of this disclosure, IFC does not hold any equity shares of the Company.
4.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	Pursuant to the Policy Agreement, the Company is required to comply with certain customary provisions that IFC, as a multilateral development finance institution, requires from investee companies.
5.	Whether the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	IFC is not related to the promoter/ promoter group in any manner.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	Not applicable.
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	2,58,41,244 Equity Shares, at a price of Rs. 356.02 (Rupees Three Hundred Fifty-Six and Paise Two only) per Equity Share including a premium of Rs. 346.02 (Rupees Three Hundred Forty-Six and Paise Two only) per Equity Share, for an aggregate consideration not exceeding Rs. 920 crore (Rupees Nine Hundred and Twenty crore only) to IFC
8.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not applicable.

Aditya Birla Capital raises Rs. 4,000 crores of Equity Capital to Fund Growth

Rs 3,080 Cr. from Aditya Birla Group and Rs. 920 Cr. from International Finance Corporation

Mumbai, May 20, 2026: The Board of Directors of Aditya Birla Capital Limited (“ABCL”) approved preferential issuance of Rs. 2,880 crores to Grasim Industries Limited (Promoter), Rs. 200 crores to Suryaja Investment Pte Limited, Singapore (an Aditya Birla Group entity) and Rs. 920 crores to International Finance Corporation (IFC), aimed at strengthening the capital base and meeting the requirement for its next phase of growth. The preferential issuance will be undertaken at the price of Rs. 356.02 per equity share, as per SEBI ICDR Regulations, subject to shareholder and other requisite approvals and customary conditions.

The proceeds from the preferential issuance will be utilised for meeting the growth objectives including augmentation of the capital base, funding requirements for lending business and other general corporate purposes such as for investment in subsidiaries/ joint ventures/associates of the Company.

Commenting on the investment, **Mr. Kumar Mangalam Birla, Chairman, Aditya Birla Group** said, *“Financial services have become central to India’s economic transformation, driving capital formation, expanding financial inclusion and supporting the formalisation of the economy at scale. As the sector evolves, institutions with diversified platforms, strong governance and technology-led execution are increasingly shaping the trajectory of growth. Over the last few years, ABCL has built scale across the financial-services landscape, creating a portfolio of high-quality businesses supported by robust digital capabilities and disciplined execution. Its breadth across segments, combined with a long-term approach to building institutional capability, positions the group well as India’s financial sector enters its next phase of expansion and sophistication.”*

Ms. Vishakha Mulye, MD & CEO, Aditya Birla Capital Limited said, *“We are deeply grateful for the continued trust of our Promoters and the confidence IFC has placed in us. With all the building blocks in place, this capital infusion will enable us to participate in the growth opportunities in India, deepen customer engagement, and deliver digital-first solutions. About 57% of our loan portfolio comprises business loans to SMEs, reflecting our strong commitment to this segment. We are focused on shaping an inclusive financial ecosystem built on responsible business practices. We empower individuals and businesses with seamless credit access, digital capabilities, and deep ecosystem solutions to drive sustainable, long-term growth.”*

Mr. Sarvesh Suri, Regional Vice President, Asia and the Pacific, IFC said, *“Small businesses are built on big ideas, and through this partnership with Aditya Birla Capital, we are helping bring those ideas to life. Creating jobs and expanding economic opportunities are at the heart of the World Bank Group’s mission, with MSMEs representing one of the largest untapped financing opportunities in emerging markets. By leveraging ABCL’s scale, over 150,000-strong MSME client base, and digital capabilities, we aim to expand access to responsible financing for entrepreneurs and businesses in job-rich sectors—enabling them to invest, grow incomes, create more and better jobs, and strengthen local economies. This investment reflects our commitment to advancing financial inclusion and aligns with the Viksit Bharat vision, empowering individuals and enterprises shaping India’s growth story.”*

Aditya Birla Capital is a diversified financial services company offering comprehensive solutions across lending, investments, insurance, and payments to serve customers’ evolving financial needs across their life stages. It has transformed itself to emerge as a core growth engine for the Aditya Birla Group, driven by strong expansion in scale, diversification, and disciplined execution. Between FY23 and FY26, the Company delivered consistent, broad-based growth across businesses while maintaining robust portfolio quality.

The total lending portfolio across NBFC and Housing Finance grew at a 30% CAGR to more than Rs 2 lakh crore, combined AUM of asset management and insurance businesses grew at a CAGR of 18% to ~ Rs 5.9 lakh crore. Total gross premiums across insurance businesses grew at a 21% CAGR to Rs 31,634 crore. Over the last three years, its consolidated PAT (excl. exceptional, one-off items) increased at a 23% CAGR to Rs 3,797 crore in FY26.

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 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 more than 68,400 employees, the businesses of ABCL have a nationwide reach with over 1,740 branches and more than 200,000 agents/channel partners along with several bank partners.

Aditya Birla Capital Limited is a part of the US\$ 67 billion global conglomerate Aditya Birla Group, which is in the league of Fortune 500 and has a consolidated market cap of over US\$117 billion, as of Jan 1, 2026. Anchored by an extraordinary force of over 227,500 employees, the Group is built on a strong foundation of stakeholder value creation. With over seven decades of responsible business practices, the Group's businesses have grown into global powerhouses in a wide range of sectors - from metals to cement, fashion to financial services and textiles to trading. Today, over 40% of the Group revenues flow from overseas operations that span 41 countries across six continents with over 340 state-of-the-art manufacturing units.

For more information, visit www.adityabirlacapital.com

About International Finance Corporation

IFC - a member of the World Bank Group - is the largest global development institution focused on the private sector in emerging markets. We work in more than 100 countries, using our capital, expertise, and influence to create markets and opportunities in developing countries. In fiscal year 2025, IFC committed a record \$71.7 billion to private companies and financial institutions in developing countries, leveraging private sector solutions and mobilizing private capital to create a world free of poverty on a livable planet. For more information, visit www.ifc.org.

Stay Connected with [IFC on social media](#).

Disclaimer: Certain statements in this "Media Release" 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 & strategy of the Company, its future outlook & growth prospects, future developments in its businesses, its competitive & regulatory environment and management's current views & assumptions which may not remain constant due to risks and uncertainties. Actual results could differ materially from those expressed or implied. The Company assumes no responsibility to publicly amend, modify or revise any statement, on the basis of any subsequent development, information or events, or otherwise. This "Press Release" does not constitute a prospectus, offering circular or offering memorandum or an offer to acquire any shares and should not be considered as a recommendation that any investor should subscribe for or purchase any of the Company's shares. The financial figures in this "Press Release" have been rounded off to the nearest Rs. one Crore. The financial results are consolidated financials unless otherwise specified.

Aditya Birla Capital Limited
Corporate Identity Number L67120GJ2007PLC058890
Regd. Office: Indian Rayon Compound, Veraval 362 266 (Gujarat)
Corporate Office: One World Centre, Tower 1, 18th Floor, Jupiter Mills Compound,
841, Senapati Bapat Marg, Elphinstone Road, Mumbai - 400 013
www.adityabirlacapital.com