



May 20, 2025

BSE Limited  
Scrip code: 535755

National Stock Exchange of India Limited  
Symbol: ABFRL

**Sub.: Material Information/Updates about the Scheme of Arrangement among Aditya Birla Fashion and Retail Limited (“Demerged Company”/ “Company”), Aditya Birla Lifestyle Brands Limited (“Resulting Company”) **and their respective shareholders and creditors** (“Scheme”)**

**Ref.: 1. Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)  
2. SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024  
3. Our earlier intimations: April 23, 2025 and May 1, 2025**

Dear Sir/ Madam,

In furtherance to our earlier intimations and captioned subject, we would like to inform you that the Board of Directors of Aditya Birla Lifestyle Brands Limited i.e. Resulting Company, at its Board Meeting held today, approved the following appointments on the Board of the Resulting Company (“said appointments”):

S. No.	Names	DIN	Designation	Tenure
1.	Ms. Ananyashree Birla	06625036	Non-Executive Director	Liable to Retire by Rotation
2.	Mr. Aryaman Vikram Birla	08456879	Non-Executive Director	Liable to Retire by Rotation
3.	Mr. Arun Adhikari Kumar	00591057	Independent Director	w.e.f. May 20, 2025 until January 19, 2029
4.	Mr. Nish Bhutani	03035271	Independent Director	w.e.f. May 20, 2025 until May 19, 2030
5.	Ms. Preeti Vyas	02352395	Independent Director	w.e.f. May 20, 2025 until May 19, 2030
6.	Mr. Sunirmal Talukdar	00920608	Independent Director	w.e.f. May 20, 2025 until December 5, 2026
7.	Mr. Venkatesh Satyaraj Mysore	01401447	Independent Director	w.e.f. May 20, 2025 until May 19, 2030
8.	Mr. Yogesh Chaudhary	01040036	Independent Director	w.e.f. May 20, 2025 until May 19, 2030

The said appointments shall be subject to the shareholders’ approval of the Resulting Company.

Communication dated May 20, 2025 received from the Resulting Company is enclosed as **Annexure I**.

This is for your information and records.

Thanking you.

Sincerely,  
For **Aditya Birla Fashion and Retail Limited**

**Anil Malik**  
**President & Company Secretary**

**ADITYA BIRLA FASHION AND RETAIL LIMITED**

**Registered Office:**

Piramal Agastya Corporate Park, Building ‘A’,  
4<sup>th</sup> and 5<sup>th</sup> Floor, Unit No. 401, 403, 501, 502,  
L.B.S. Road, Kurla, Mumbai - 400 070

**CIN:** L18101MH2007PLC233901  
**Tel.:** +91 86529 05000  
**Fax:** +91 86529 05400

**Website:** [www.abfrl.com](http://www.abfrl.com)

**E-mail:** [secretarial@abfrl.adityabirla.com](mailto:secretarial@abfrl.adityabirla.com)



**Annexure I**

May 20, 2025

To,

**Aditya Birla Fashion and Retail Limited**

Piramal Agastya Corporate Park, Building 'A',  
4<sup>th</sup> and 5<sup>th</sup> Floor, Unit No. 401, 403, 501, 502,  
L.B.S. Road, Kurla, Mumbai - 400 070

**Sub.:** Disclosure of the Material Information/Updates about the Scheme of Arrangement among Aditya Birla Fashion and Retail Limited ("Demerged Company"), Aditya Birla Lifestyle Brands Limited ("Resulting Company"/ "Company") and their respective shareholders and creditors ("Scheme")

**Ref.:** Outcome of the Board Meeting held on May 20, 2025

Dear Sir/Madam,

This is to inform you that the Board of Directors of the Company at its meeting held today *inter-alia*, considered and approved the following matters:

1. Appointment of Additional Directors (Non-Executive Director) of the Company w.e.f. May 20, 2025, subject to approval of the shareholders of the Company.

Sr. No.	Name	DIN	Tenure
1.	Ms. Ananyashree Birla	06625036	Liable to Retire by Rotation
2.	Mr. Aryaman Vikram Birla	08456879	

2. Appointment of Additional Directors (Independent Directors) of the Company, subject to approval of the shareholders of the Company.

Sr. No.	Name	DIN	Tenure
1.	Mr. Arun Adhikari Kumar	00591057	w.e.f. May 20, 2025 until January 19, 2029
2.	Mr. Nish Bhutani	03035271	w.e.f. May 20, 2025 until May 19, 2030
3.	Ms. Preeti Vyas	02352395	w.e.f. May 20, 2025 until May 19, 2030
4.	Mr. Sunirmal Talukdar	00920608	w.e.f. May 20, 2025 until December 5, 2026
5.	Mr. Venkatesh Satyaraj Mysore	01401447	w.e.f. May 20, 2025 until May 19, 2030
6.	Mr. Yogesh Chaudhary	01040036	w.e.f. May 20, 2025 until May 19, 2030

Pursuant to re-constitution of the Board of Directors of the Company, Mr. Jagdish Bajaj (*DIN: 08498055*) and Mr. Anil Kumar Malik (*DIN: 00170411*) have resigned from the position of Non-Executive Director of the Company w.e.f. May 20, 2025 from the closure of business hours and Board has taken note of their resignation.

Basis the disclosures received from all the Directors appointed, it is hereby confirmed that none of them are debarred from holding the office of a Director by virtue of any order passed by the SEBI or any other such authority.

**Aditya Birla Lifestyle Brands Limited**

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**Website:** [www.ablbi.in](http://www.ablbi.in)

**E-mail:** [secretarial.ablbi@abfirl.adityabirla.com](mailto:secretarial.ablbi@abfirl.adityabirla.com)

**Tel.:** +91 86529 05000

**CIN:** U46410MH2024PLC423195



Brief details of appointment and resignation of Directors are enclosed herewith as **Annexure A** and **Annexure B** respectively, and the resignation letters of Directors are enclosed herewith as **Annexure C** as required under SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

Thanking you,

Yours sincerely,  
For **Aditya Birla Lifestyle Brands Limited**

**Rajeev Agrawal**  
**Company Secretary and Compliance Officer**

*Enclosed: As above.*

## **Aditya Birla Lifestyle Brands Limited**

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## Annexure A

### a) Appointment of Ms. Ananyashree Birla as an Additional Director (Non-Executive Director)

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, <del>resignation, removal, death or otherwise</del>	Appointment of Ms. Ananyashree Birla ( <i>DIN: 06625036</i> ) as an Additional Director (Non-Executive Director).
2.	Date of appointment/cessation <del>(as applicable)</del>	May 20, 2025.
3	Term of appointment/ <del>re-appointment</del>	Ms. Ananyashree Birla will be liable to retire by rotation and her appointment is subject to the approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	<p>a) Ms. Ananyashree Birla is a distinguished businesswoman and a platinum selling artist with significant contributions across diverse business sectors.</p> <p>b) She's the founder at Svantra Microfin, the fastest growing, highly rated, second-largest microfinance organization in the country with an AUM exceeding ₹16,000CR and a workforce of over 19,500. She led the largest private equity investment in the sector, raising ₹1,930CR from Advent International and Multiples.</p> <p>c) As Founder at Birla Cosmetics Private Limited, she oversees the company's foray into colour cosmetics as part of its long-term vision to build a dynamic beauty portfolio, leveraging deep consumer insights. The brands are positioned as a premium brand created in India, for consumers in the market and across the world.</p> <p>d) She serves on the boards of Aditya Birla Management Corporation Pvt. Ltd., Aditya Birla Fashion Retail, and Grasim, actively shaping key strategies across various industries.</p> <p>e) Ms. Birla serves as the global ambassador for NAMI, advocating the need for mental wellness. The Ananya Birla Foundation, which she established, spearheads pioneering research in mental health and social impact within rural Maharashtra, with its findings being published in the Cambridge Prism Global Mental Health Report.</p>
5.	Disclosure of relationships between directors (in case of appointment of a director)	Ms. Ananyashree Birla is sister of Mr. Aryaman Vikram Birla, ( <i>he is being appointed as an Additional Director (Non-Executive Director)</i> ).

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**b) Appointment of Mr. Aryaman Vikram Birla as an Additional Director (Non-Executive Director)**

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, <del>resignation,</del> <del>removal,</del> <del>death or otherwise</del>	Appointment of Mr. Aryaman Vikram Birla ( <i>DIN: 08456879</i> ) as an Additional Director (Non-Executive Director).
2.	Date of appointment/cessation (as applicable)	May 20, 2025
3.	Term of appointment/ <del>re-appointment</del>	Mr. Aryaman Vikram Birla will be liable to retire by rotation and his appointment is subject to the approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	<p>a) Mr. Aryaman Vikram Birla comes with diverse experiences including entrepreneurship, VC investing, and professional sport.</p> <p>b) He is closely involved with several businesses of the Aditya Birla Group (ABG) including Fashion &amp; Retail, Real Estate, Paints, and the Group's fashion D2C platform TMRW.</p> <p>c) Aryaman has founded and is spearheading, Aditya Birla New Age Hospitality, the Group's growing hospitality business as well as the venture capital fund, Aditya Birla Ventures, that invests in high-growth start-ups.</p> <p>d) He serves on the boards of Aditya Birla Management Corporation Private Limited (the apex body that provides strategic direction to the Aditya Birla Group's businesses), Grasim Industries Limited, Hindalco Industries Limited, Aditya Birla Fashion and Retail Limited, Aditya Birla New Age Hospitality Private Limited, Aditya Birla New Age Restaurants and Cafe Private Limited, KA Hospitality Private Limited, Aditya Birla Digital Fashion Ventures Limited and Aditya Birla Global Trading (Singapore) Pte. Limited.</p> <p>e) A commerce graduate from the University of Mumbai, Aryaman holds an MSc. in Global Finance from Bayes Business School, London.</p>
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Aryaman Vikram Birla is brother of Ms. Ananyashree Birla, ( <i>she is being appointed as an Additional Director (Non-Executive Director)</i> ).

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c) **Appointment of Mr. Arun Adhikari Kumar as an Additional Director (Independent Director)**

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, <del>resignation, removal, death or otherwise</del>	Appointment of Mr. Arun Adhikari Kumar ( <i>DIN: 00591057</i> ) as an Additional Director (Independent Director)
2.	Date of appointment/ <del>cessation</del> (as applicable)	May 20, 2025
3.	Term of appointment/ <del>re-appointment</del>	Appointed w.e.f. May 20, 2025 until January 19, 2029, subject to the approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	<p>a) Mr. Arun Adhikari Kumar is Graduated with a B. Tech. (Chemical Engineering) from Indian Institute of Technology, Kanpur in 1975 and then did his MBA from Indian Institute of Management Calcutta.</p> <p>b) In 1997 he attended the Advanced Management Program at The Wharton School, University of Pennsylvania, USA.</p> <p>c) He Joined Hindustan Unilever Limited (HUL) as Management Trainee in 1977 and was with Unilever through his full career and retired from Unilever in January 2014 Senior Vice-President for Unilever Laundry Category across Asia and Africa (Singapore).</p> <p>d) He has worked with McKinsey &amp; Company in India as Senior Advisor from May 2014 for 4 years, supporting the Consumer Practice and working extensively with McKinsey clients across Consumer and non-Consumer businesses on Marketing and Sales strategy related areas.</p> <p>e) He is Currently an Independent Director on the Boards of Aditya Birla Fashion and Retail Limited, Aditya Birla Capital Limited, Aditya Birla Sunlife Insurance Co Limited, Voltas Limited and Hindalco Industries Limited.</p>
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Arun Adhikari Kumar is not related to any of the Directors or the Key Managerial Personnel of the Company.

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d) **Appointment of Mr. Nish Bhutani as an Additional Director (Independent Director)**

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, <del>resignation,</del> <del>removal,</del> <del>death or otherwise</del>	Appointment of Mr. Nish Bhutani ( <i>DIN: 03035271</i> ) as an Additional Director (Independent Director).
2.	Date of appointment/ <del>cessation</del> (as applicable)	May 20, 2025
3.	Term of appointment/ <del>re-appointment</del>	Appointed w.e.f. May 20, 2025 until May 19, 2030, subject to the approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	Mr. Nish Bhutani, holds a degree in MBA (Honors) from Harvard University, and B.S. and M.S. degrees in Engineering from Stanford University. He has over 33 years of experience with digital and technology companies in Silicon Valley, the UK, and India. He is a founder & CEO of Indiginus Learning Pvt. Ltd. and he also a founder of Indiginus Inc.
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Nish Bhutani is not related to any of the Directors or the Key Managerial Personnel of the Company.

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**E-mail:** [secretarial.ablbi@abfirl.adityabirla.com](mailto:secretarial.ablbi@abfirl.adityabirla.com)

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e) **Appointment of Ms. Preeti Vyas as an Additional Director (Independent Director)**

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, <del>resignation,</del> <del>removal,</del> <del>death or otherwise</del>	Appointment of Ms. Preeti Vyas (DIN: 02352395) as an Additional Director (Independent Director).
2.	Date of appointment/ <del>cessation</del> (as applicable)	May 20, 2025
3.	Term of appointment/ <del>re-appointment</del>	Appointed w.e.f. May 20, 2025 until May 19, 2030, subject to the approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	<p>a) Ms. Preeti Vyas is a Graduate from the National Institute of Design.</p> <p>b) She is an independent entrepreneur who has steered Vyas Giannetti Creative to a top position in India as an Integrated Design and Communication Consultancy, with a portfolio of Marquee clients.</p> <p>c) She is serving as an Independent Director on the board of Aditya Birla Real Estate Limited, Aditya Birla Fashion and Retail Limited, Novel Jewels Limited, Goodview Fashion Private Limited and Indivinity Clothing Retail Private Limited.</p> <p>d) She has been counted among 50 most influential women in India by Impact and Verve magazines. Ranked as one of the top creative minds by the Economic Times and named one of the 25 most Powerful Women in Indian business by Business Today.</p> <p>e) She has served on the Juries of Cannes Awards, D&amp;Ad London, New York Festivals and others.</p> <p>f) She has been involved in the Design education space as a consultant for many institutions.</p> <p>g) She is conferred with the Women Disruptors Life Time Achievement Award by Ad Gully.</p> <p>h) She has been featured in two books; Sheroes amongst us, and Women and Money.</p> <p>i) She has also served on the Indian Design Council.</p>
5.	Disclosure of relationships between directors (in case of appointment of a director)	Ms. Preeti Vyas is not related to any of the Directors or the Key Managerial Personnel of the Company.

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f) **Appointment Mr. Sunirmal Talukdar as an Additional Director (Independent Director)**

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, <del>resignation, removal, death or otherwise</del>	Appointment of Mr. Sunirmal Talukdar ( <i>DIN: 00920608</i> ) as an Additional Director (Independent Director).
2.	Date of appointment/ <del>cessation</del> (as applicable)	May 20, 2025
3.	Term of appointment/ <del>re-appointment</del>	Appointed w.e.f. May 20, 2025 until December 5, 2026, subject to the approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	<p>a) Mr. Sunirmal Talukdar is Chartered Accountant from the Institute of Chartered Accountants of India and B.Sc. (Bachelor of Science) from St. Xavier's College, Calcutta University.</p> <p>b) He has been Retired as Group Executive President and Chief Financial Officer of Hindalco Industries Limited in 2012.</p> <p>c) He Has over 3 decades of rich &amp; comprehensive experience backed by benchmark competence in the areas of Strategic &amp; Tactical Planning, Mergers &amp; Acquisitions, Corporate Governance, Project Evaluation &amp; Financing, Equity &amp; Debt Syndication, Internal Control/Audit Compliance, Direct, Indirect &amp; International Taxation, Organizational Restructuring etc.</p>
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Sunirmal Talukdar is not related to any of the Directors or the Key Managerial Personnel of the Company.

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**g) Appointment Mr. Venkatesh Satyaraj Mysore as an Additional Director (Independent Director)**

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, <del>resignation, removal, death or otherwise</del>	Appointment of Mr. Venkatesh Satyaraj Mysore (DIN: 01401447) as an Additional Director (Independent Director).
2.	Date of appointment/ <del>cessation</del> (as applicable)	May 20, 2025
3.	Term of appointment/ <del>re-appointment</del>	Appointed w.e.f. May 20, 2025 until May 19, 2030, subject to the approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	<p>a) Mr. Mysore holds extensive experience in sports management, entertainment, and financial services.</p> <p>b) He is the CEO of The Knight Riders Group &amp; Red Chillies Entertainment since 2010, leading the global expansion of the Knight Riders franchise in T20 cricket across multiple leagues, including the Caribbean Premier League (CPL), Major League Cricket (MLC), and UAE T20 League</p> <p>c) He oversees Red Chillies Entertainment, a full-fledged studio engaged in content production, marketing, distribution, and cutting-edge VFX work in Bollywood and international films.</p> <p>d) Previously he had a distinguished career in financial services, including leadership roles at MetLife in the US, Indonesia, Hong Kong, and India.</p> <p>e) He played a key role in establishing MetLife India as its first CEO/MD and securing its license through collaboration with IRDA.</p> <p>f) Later he served as the India Country Head for Sun Life Financial of Canada, overseeing the Birla-Sun Life JV with ABG.</p> <p>g) He holds significant affiliations, including independent directorship at Aditya Birla Fashion and Retail Limited, past chairmanship of AMCHAM Bangalore, and membership in YPO.</p>
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Venkatesh Satyaraj Mysore is not related to any of the Directors or the Key Managerial Personnel of the Company.

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**h) Appointment Mr. Yogesh Chaudhary as an Additional Director (Independent Director)**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1.	Reason for change viz. appointment, <del>resignation,</del> <del>removal,</del> <del>death or otherwise</del>	Appointment of Mr. Yogesh Chaudhary ( <i>DIN: 01040036</i> ) as an Additional Director (Independent Director).
2.	Date of appointment/ <del>cessation</del> (as applicable)	May 20, 2025
3	Term of appointment/ <del>re-appointment</del>	Appointed w.e.f. May 20, 2025 until May 19, 2030, subject to the approval of the shareholders of the Company.
4.	Brief profile (in case of appointment)	a) Mr. Yogesh Chaudhary, Management student from Boston College, USA. b) He has immense entrepreneurial abilities and deep knowledge in the manufacturing business, leading Jaipur Rugs increase its global presence to 65 plus nations, from just two a decade ago. c) Currently, he is a vital part of many prestigious associations such as Rajasthan Angel Investors network (RAIN), Intellectap Impact Investment Network (I3N) and Entrepreneurs Organization (EO), to name a few.
5.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Yogesh Chaudhary is not related to any Director on the Board or Key Managerial Personnel of the Company.

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## Annexure B

### a) Resignation of Mr. Jagdish Bajaj as Non-Executive Director

Sr. No.	Particulars	Details
1.	Reason for change viz. <del>appointment, resignation, removal, death or otherwise</del>	Resignation of Mr. Jagdish Bajaj (DIN: 08498055) as a Non-Executive Director pursuant to re-constitution of the Board
2.	Date of <del>appointment</del> /cessation (as applicable)	Cessation w.e.f May 20, 2025 (closing of business hours)
3.	Term of appointment/ re-appointment	Not Applicable
4.	Brief profile (in case of appointment)	Not Applicable
5.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

### b) Resignation of Mr. Anil Kumar Malik as Non-Executive Director

Sr. No.	Particulars	Details
1.	Reason for change viz. <del>appointment, resignation, removal, death or otherwise</del>	Resignation of Mr. Anil Kumar Malik (DIN: 00170411) as a Non-Executive Director pursuant to re-constitution of the Board
2.	Date of <del>appointment</del> /cessation (as applicable)	Cessation w.e.f May 20, 2025 (closing of business hours)
3.	Term of appointment/ re-appointment	Not Applicable
4.	Brief profile (in case of appointment)	Not Applicable
5.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

## **Aditya Birla Lifestyle Brands Limited**

#### **Corporate Office:**

Kh No. 118/110/1, Building 2, Divyashree Technopolis, Yemalur Main Rd, off HAL Airport Road, Bengaluru- 560037

#### **Registered Office:**

Piramal Agastya Corporate Park, Building 'A', 4<sup>th</sup> and 5<sup>th</sup> Floor, Unit No. 401, 403, 501, 502, L.B.S. Road, Kurla, Mumbai - 400 070

**Website:** [www.ablbi.in](http://www.ablbi.in)

**E-mail:** [secretarial.ablbi@abfri.adityabirla.com](mailto:secretarial.ablbi@abfri.adityabirla.com)

**Tel.:** +91 86529 05000

**CIN:** U46410MH2024PLC423195

Annexure C

May 20, 2025

To,  
**The Board of Directors**  
**Aditya Birla Lifestyle Brands Limited**  
Piramal Agastya Corporate Park, Building  
'A', 4<sup>th</sup> and 5<sup>th</sup> Floor, Unit No. 401, 403,  
501, 502, L.B.S. Road, Kurla, Mumbai - 400 070

**Sub: Resignation from the position of Director of Aditya Birla Lifestyle Brands Limited ("ABLBL")**

Dear Board Members,

I Jagdish Bajaj, Non-Executive Director (*DIN: 08498055*) of the Aditya Birla Lifestyle Brands Limited ("the Company"), tender my resignation as a Non-Executive Director of the Company effective from May 20, 2025 from the closing of business hours.

This letter of resignation is pursuant to reconstitution of the Board of Directors of ABLBL post effectiveness of the Scheme of Arrangement among Aditya Birla Fashion and Retail Limited, ABLBL and their respective shareholders and creditors.

I take this opportunity to extend my sincere gratitude to the Board of Directors and Management for their support and guidance that helped me in performing my duties to the best of my abilities.

Kindly acknowledge receipt of this letter.

Thanking you,

Yours sincerely,

  
Jagdish Bajaj  
DIN: 08498055

May 20, 2025

To,  
**The Board of Directors**  
**Aditya Birla Lifestyle Brands Limited**  
Piramal Agastya Corporate Park, Building  
'A', 4<sup>th</sup> and 5<sup>th</sup> Floor, Unit No. 401, 403,  
501, 502, L.B.S. Road, Kurla, Mumbai - 400 070

**Sub: Resignation from the position of Director of Aditya Birla Lifestyle Brands Limited ("ABLBL")**

Dear Board Members,

I Anil Kumar Malik, Director (*DIN: 00170411*) of the Aditya Birla Lifestyle Brands Limited ("the Company"), tender my resignation as a Non-Executive Director of the Company effective from May 20, 2025 from the closing of business hours.

This letter of resignation is pursuant to reconstitution of the Board of Directors of ABLBL post effectiveness of the Scheme of Arrangement among Aditya Birla Fashion and Retail Limited, ABLBL and their respective shareholders and creditors

I take this opportunity to extend my sincere gratitude to the Board of Directors and Management for their support and guidance that helped me in performing my duties to the best of my abilities.

Kindly acknowledge receipt of this letter.

Thanking you,

Yours sincerely,



**Anil Kumar Malik**  
**DIN: 00170411**