Sun Life (India) AMC Investments Inc.
1 York Street, 31st floor
Toronto, Ontario M5J 0B6
Canada

NSE Covering Letter

Date: March 19, 2024

To

The Managing Director
National Stock Exchange of India Limited
Exchange Plaza
Plot No. C/1, G Block
Bandra Kurla Complex
Bandra (East)
Mumbai – 400 051
India

Dear Sir / Madam,

Sub: Offer for Sale of equity shares of face value of ₹5 each ("Equity Shares") of Aditya Birla Sun Life AMC Limited (the "Company") by its promoters, Aditya Birla Capital Limited and Sun Life (India) AMC Investments Inc. (the "Sellers"), through the stock exchange mechanism.

We refer to the notice dated March 18, 2024 ("**Notice**") issued by the Sellers to BSE Limited ("**BSE**") and National Stock Exchange of India Limited ("**NSE**" and together with BSE, the "**Stock Exchanges**") wherein, the Sellers proposed to sell up to 2,01,66,293 Equity Shares of the Company, (representing 7.00% of the total issued and paid up Equity Share capital of the Company) ("**Base Offer Size**") on March 19, 2024 ("**T day**") (for non-Retail Investors only) and on March 20, 2024 ("**T+1 day**") (for Retail Investors and for non-Retail Investors who choose to carry forward their unallotted bids from T day), with an option to additionally sell up to 1,28,86,277 Equity Shares (representing 4.47% of the total issued and paid up Equity Share capital of the Company) (the "**Oversubscription Option**" and in the event that the Oversubscription Option is exercised, the Equity Shares forming part of the Base Offer Size and the Oversubscription Option will represent 11.47% of the total issued and paid up Equity Share capital of the Company, i.e. 3,30,52,570 Equity Shares, and will collectively, hereinafter, be referred to as the "**Offer Shares**"), through the separate designated window of the Stock Exchanges (such offer for sale hereinafter referred as the "**Offer**").

In this connection, we, Sun Life (India) AMC Investments Inc., wish to exercise the Oversubscription Option to the extent of 72,76,538 Equity Shares (representing 2.53% of the total issued and paid-up Equity Share capital of the Company) in addition to the Base Offer Size. Accordingly, the total Offer size will be up to 1,86,63,908 Equity Shares (representing 6.48% of the total issued and paid-up equity share capital of the Company), as on March 18, 2024. Consequently, 18,66,391 Equity Shares would be reserved for allocation to Retail Investors, subject to the receipt of valid bids, as part of the Offer. For the avoidance of doubt, the total Offer size (the aggregate of the Base Offer Size and the Oversubscription Option, to the extent exercised) will be considered towards calculation of minimum public shareholding of the Company, in terms of Rules 19(2)(b) and 19A of the Securities Contracts (Regulation) Rules, 1957, as amended.

All capitalised terms not defined in this intimation letter shall have the same meanings as ascribed to them in the Notice filed with the Stock Exchanges.

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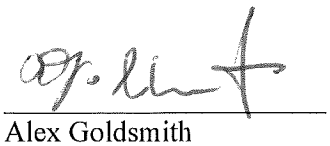
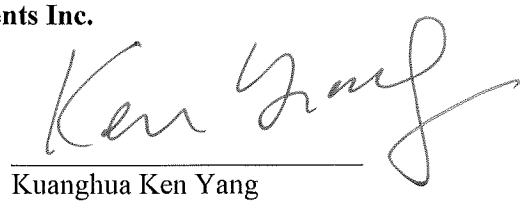
Yours sincerely,

For and on behalf of Sun Life (India) AMC Investments Inc.



Alex Goldsmith
Authorised Signatory



Kuanghua Ken Yang
Authorised Signatory