

AFFLE/SAST/2026-27

July 08, 2026

To

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	National Stock Exchange of India Ltd Exchange Plaza, 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
Scrip Code: 542752	Symbol: AFFLE

Sub: Disclosure under Regulation 31 (1) SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011- Revised

Dear Sir/ Madam,

This is with reference to the email dated July 3, 2026 received from BSE and further to our intimation dated June 12, 2026, regarding Regulation 31(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the revised disclosure submitted by the Promoter and Promoter Group of Affle 3i Limited.

As directed by BSE, the following changes are made in the disclosure:

1. The disclosure is provided in the updated format as per SEBI Master Circular for Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations"), dated February 16, 2023.
2. A separate column is added in the point 3 of the format as – "Reason for encumbrance", as per the updated format.
3. The names of the lenders are also provided under details of the entity in whose favour shares are being encumbered.

Submitted for your information and records.

Thanking you,

Yours Faithfully,
For Affle 3i Limited

(Formerly known as Affle (India) Limited)

Parmita
Choudhury

Digitally signed by
Parmita Choudhury
Date: 2026.07.08
17:31:33 +05'30'

Parmita Choudhury
Company Secretary & Compliance Officer

Encl: As above

Affle 3i Limited

(Formerly known as Affle (India) Limited)

Regd. Office | A47 Lower Ground Floor, Hauz Khas, Off Amar Bhawan, New Delhi-110016

Communication Office | 8th floor, Unitech Commercial Tower - 2, Sector - 45, Gurugram - 122003, Haryana

(P) 0124-4598749 (W) www.affle.com; CIN: L65990DL1994PLC408172

Affle Holdings Pte. Ltd.	57215465	40.64	40.64	Nil	Nil	Creation	05.06.2026	Non-disposal undertaking	Refer to annexure 1 attached	57215465	40.64	note 1 & 2 given below) 3. The Hongkong and Shanghai Banking Corporation Limited, Singapore branch and Citibank N.A. , Singapore Branch (“Original Lenders”)	57215465	40.64
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Notes:

1. A facility agreement dated June 5, 2026 has been entered amongst (a) AGPL Pte. Ltd. ("Borrower"), (b) Affle Holdings Pte. Ltd. ("Guarantor") (c) Axis Trustee Services Limited, GIFT City branch (as facility agent) ("Facility Agent"), (d) Axis Trustee Services Limited (as security agent) ("Security Agent") and (e) The Hongkong and Shanghai Banking Corporation Limited, Singapore branch, Citibank N.A. , Singapore Branch ("Original Lenders").

2. Under the terms of the Facility Agreement, the Borrower and the Guarantor have agreed to the below mentioned provisions which constitute non-disposal / encumbrance restrictions and are treated as 'encumbrance' under SAST:

Clause 8.3(c) – Mandatory Prepayment on change of control or stock suspension

Clause 8.4 – Mandatory prepayment on share sale or disposal of assets

Clause 22.7(a) – Negative pledge

Clause 22.8(b) – Disposals

As on the date of the Facility Agreement:

- The Borrower owns 2,00,89,555 shares of the Affle 3i Limited ("**ListCo**") constituting 14.27% of the total issued capital (fully diluted basis);
- The Guarantor owns 5,72,15,465 shares of the ListCo constituting 40.65% of the total issued capital (fully diluted basis).

Collectively, the Borrower and Guarantor hold 7,73,05,020 fully paid-up equity shares ("**ListCo Shares**"), constituting 54.99% of the issued and paid-up share capital of the ListCo.

No direct pledge has been created over the shares of the ListCo.