



G HAR BANEGA, TOH DESH BANEGA.

Corporate Office: 8th Floor, Unit No. 802,
Natraj by Rustomjee, Junction of Western Express
Highway and M. V. Road Mumbai MH 400069 IN
Tel: 022 - 4168 9900 / 6121 3400

Date: February 26, 2026

To, BSE Limited Listing Dept. / Dept. of Corporate Services, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Security Code: 544176 Security ID : AADHARHFC	To, National Stock Exchange of India Limited Listing Dept., Exchange Plaza, 5 th Floor, Plot No. C/1, G. Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051 Symbol: AADHARHFC
---	--

Sub.: Disclosure under Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”) – Reclassification of Promoters and Members of the Promoter Group to Public Category pursuant to the Open Offer.

Dear Sir/ Madam,

We refer to our intimations filled with the Stock Exchange for the below :

- (i) Intimation dated July 25, 2025 informing, inter alia about the public announcement dated 25 July 2025, in relation to an open offer to the public shareholders of the Aadhar Housing Finance Limited (“**Company**”) issued by JM Financial Limited, on behalf of BCP Asia II Holdco VII Pte. Ltd. (“**Acquirer**”) along with Blackstone Capital Partners (CYM) IX AIV - F L.P. (“**PAC 1**”) and Blackstone Capital Partners Asia II L.P. (“**PAC 2**”), for acquiring equity shares of the Company pursuant to and in compliance with the requirements of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“**Open Offer**”);
- (ii) intimation dated July 25, 2025 regarding the share purchase agreement dated July 25, 2025 (“**SPA 1**”) amongst BCP Topco VII Pte. Ltd. (“**Seller**” or “**Promoter**”) (the promoter of the Company and the Acquirer pursuant to which the Acquirer had agreed to acquire from the Seller up to 28,20,52,121 equity shares of the Company; and
- (iii) intimation dated July 30, 2025 regarding the share purchase agreement dated July 29, 2025 (“**SPA 2**”) amongst the Seller and AXDI LDII SPV 1 LTD, pursuant to which AXDI LDII SPV 1 LTD had agreed to acquire 4,41,39,236 equity shares of the Company.

1. We hereby inform you that pursuant to the following:

- i. The acquisition of 7,36,706 equity shares of the Company by the Acquirer pursuant to the Open Offer as set out in the post-offer advertisement dated February 18, 2026;

Aadhar Housing Finance Ltd.

CIN: L66010KA1990PLC011409
Regd. Office: 2nd Floor, No. 3, JVT Towers, 8th 'A' Main Road,
S.R Nagar, Bengaluru – 560 027, Karnataka.
Toll Free No: 1800 3004 2020 www.aadharhousing.com
customercare@aadharhousing.com

- ii. the acquisition of 28,20,52,121 equity shares of the Company by the Acquirer from the Seller pursuant to the completion of the transactions under the SPA 1 (“**Underlying Transaction**”); and
- iii. the acquisition of 44,139,236 equity shares of the Company by AXDI LDII SPV 1 LTD from the Seller pursuant to the completion of the transactions under SPA 2.

The existing members of the promoter and promoter group of the Company as set out below have ceased to be in control of the Company and stand re-classified from ‘Promoter/ Promoter Group’ category to ‘public’ category. Such reclassification shall be effective from February 26, 2026, being the date of consummation of the transactions as mentioned in point (ii) and (iii) above and the date on which the Acquirer has acquired control of the Company and has been classified as a ‘Promoter’ of the Company.

Name of promoter	No. of equity shares held prior to the completion of the Open Offer and Underlying Transaction	% shareholding prior to the completion of the Open Offer and Underlying Transaction	No. of equity shares held post completion of Open Offer and Underlying Transaction	% shareholding post completion of Open Offer and Underlying Transaction
BCP Topco VII Pte. Ltd	32,61,91,357	75.19	Nil	Nil
BCP Asia (SG) Holdings Co. Pte Ltd.	Nil	Nil	Nil	Nil
Singapore VII Holding Co. Pte. Ltd	Nil	Nil	Nil	Nil

2. As on date, the Acquirer holds 28,27,88,827 equity shares, representing 65.07 % of the total paid-up equity share capital of the Company.
3. In this regard, we further inform you that:
 - i. The intent of the Seller (along with other members of the current promoter group of the Company, i.e., BCP Asia (SG) Holdings Co. Pte Ltd. and Singapore VII Holding Co. Pte. Ltd.) to cease to be a promoter of the Company pursuant to consummation of the transaction envisaged under the SPA and to be reclassified from ‘promoter’ to ‘public’ category in accordance with Regulation 31A of the SEBI LODR Regulations was *inter*

alia specifically disclosed in the Letter of Offer dated 24 January 2026 (“**LOF**”). Paragraphs 5 and 6 of Part A of Section III (*Details of the Open Offer*) of the LOF *inter alia* states that pursuant to the consummation of the transaction contemplated in the SPA, the Acquirer will acquire control of the Company and will become and be classified as a promoter of the Company in accordance with the SEBI LODR Regulations, and the Seller and each member of the promoter group of the Company will meet the criteria set out under Regulation 31A of the SEBI LODR Regulations and will be reclassified as public with effect from the date of consummation of the transaction contemplated in the SPA;

- ii. The Seller (along with other members of the current promoter group of the Company, i.e., BCP Asia (SG) Holdings Co. Pte Ltd. and Singapore VII Holding Co. Pte. Ltd.) has confirmed compliance with clause (b) of sub-regulation (3) of Regulation 31A of the SEBI LODR Regulations (enclosed as “**Annexure A**”).
- iii. the Company is compliant with Regulation 31A(3)(c) of the SEBI LODR Regulations.

The above information will also be made available on the website of the Company and can be accessed at <https://aadharhousing.com/>

We request you to kindly take the above disclosure on record and update your records accordingly.

For Aadhar Housing Finance Limited



Harshada Pathak
Company Secretary and Compliance Officer

Encl.: As above

CC:- Debenture Trustees-

1. Catalyst Trusteeship Limited
2. Beacon Trusteeship Limited

BCP Topco VII Pte. Ltd.
77 Robinson Road, #13-00 Robinson 77, Singapore 068896

Date: 26 February 2026

To:

The Board of Directors

Aadhar Housing Finance Limited

No. 3, JVT Towers, 2nd floor, 8th 'A' Main Road,
Sampangi Rama Nagar, Bengaluru, Karnataka, 560027.

Dear Sir/ Madam,

Sub: Re-classification from ‘promoter’ to ‘public’ category of Aadhar Housing Finance Limited (“Company”) in accordance with Regulation 31A(10) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI (LODR) Regulations”).

Ref: Share purchase agreement dated 25 July 2025 executed between BCP Asia II Holdco VII Pte. Ltd. and BCP Topco VII Pte. Ltd. (“SPA”) and share purchase agreement between AXDI LDII SPV 1 LTD and BCP Topco VII Pte. Ltd. dated 29 July 2025 (“SPA 2”).

Pursuant to the consummation of the transaction under the SPA and SPA 2 on 25 February 2026 and 26 February 2026, respectively, and in terms of the disclosures made in the letter of offer dated 24 January 2026 (“LOF”) as regards re-classification from ‘promoter’ to ‘public’ category, in connection with the open offer under Regulation 3(1) and Regulation 4 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI (SAST) Regulations”) we, BCP Topco VII Pte. Ltd. have transferred an aggregate of 32,61,91,357 equity shares of the Company (representing 73.29% of the equity share capital of the Company on a fully diluted basis) wherein 28,20,52,121 equity shares were transferred to BCP Asia II Holdco VII Pte. Ltd. (“Purchaser”) and 4,41,39,236 equity shares were transferred to AXDI LDII SPV 1 LTD. As a result of this, the Purchaser has acquired control over the Company, and BCP Topco VII Pte. Ltd., along with the members of the promoter group of the Target Company, i.e., BCP Asia (SG) Holdings Co. Pte Ltd. and Singapore VII Holding Co. Pte. Ltd. (“Outgoing Promoters”) do not hold any equity shares of the Company and are no longer in control of the Company.

Further, in terms of Regulation 31A(10) of the SEBI (LODR) Regulations, our intention to reclassify has been disclosed in the LOF that was issued by the Purchaser along with the persons acting in control with the Purchaser in connection with the open offer made by it in accordance with the SEBI (SAST) Regulations. Paragraphs 6 of the Section III (*Details of the Open Offer*) of LOF *inter alia* states that pursuant to the consummation of the transaction contemplated in the SPA, the Outgoing Promoters will be reclassified from the ‘promoter’ category of the Company to the ‘public’ category in accordance with Regulation 31A of the SEBI (LODR) Regulations.

Accordingly, we, the Outgoing Promoters, request you to re-classify us from ‘promoter/promoter group’ category to ‘public’ category of the Company in accordance with Regulation 31A(10) and other applicable provisions of the SEBI (LODR) Regulations and undertake all necessary actions.

In this regard, we hereby confirm that we and the persons related to us:

- (i) together do not hold more than 10% of the total voting rights in the Company;

- (ii) do not exercise control over the affairs of the Company directly or indirectly;
- (iii) do not have any special rights with respect to the Company through formal or informal arrangements including through any shareholder agreements;
- (iv) are not represented on the board of directors of the Company and do not have any nominee directors on the board of directors of the Company;
- (v) do not act as key managerial personnel in the Company;
- (vi) are not a 'wilful defaulter' as per the Reserve Bank of India's guidelines; and
- (vii) are not a fugitive economic offender.

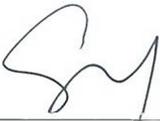
We and the persons related to us shall continue to comply with the conditions mentioned in paragraphs (i), (ii) and (iii) above at all times from the date of re-classification, failing which, we shall be re-classified as promoter/ person belonging to the promoter group of the Company.

We shall comply with the conditions mentioned in the of paragraphs (iv) and (v) above for a period of not less than 3 years from the date of re-classification, failing which, we shall be re-classified as promoter/ person belonging to promoter group of the Company.

[Rest of this page intentionally left blank. Signature pages to follow]

For and on behalf of **BCP Topco VII Pte. Ltd.**

)
)
)
)
)
)



Authorized Signatory

Name: Yiming Sun

Designation: Director

Date: 26 February 2026

Place: Singapore

For and on behalf of **Singapore VII Holding
Co. Pte. Ltd.**

)
)
)
)
)
)



Authorized Signatory

Name: Yiming Sun

Designation: Director

Date: 26 February 2026

Place: Singapore

For and on behalf of **BCP Asia (SG) Holdings
Co. Pte. Ltd.**

)
)
)
)
)
)



Authorized Signatory
Name: Yiming Sun
Designation: Director
Date: 26 February 2026
Place: Singapore