



(CIN-L65923DL1985PLC195299)

17.08.2021

**Listing Compliance**

**National Stock Exchange of India Limited (NSE)**

Exchange Plaza, Bandra Kurla Complex,

Bandra East, Mumbai 400051

Scrip Code: CAPTRUST

**Sub: Clarification - Merger**

Dear Sirs,

In response to your mail, we hereby submit the board has discussed the proposal and given their nod to merge its wholly owned subsidiary company Capital Trust Microfinance Private Limited with the the company. The point wise clarification is given hereunder

**1. Brief details of change in shareholding pattern (if any) of listed entity.**

There will be no change in shareholding pattern in the listing company.

**2. Name of the entity (ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.;**

It is proposed that Capital Trust Microfinance Private Limited, a wholly owned subsidiary company will be merged with the Holding company Capital Trust Limited. The turnover of Capital Trust Microfinance Private Limited as on 30<sup>th</sup> June, 2021 was Rs. 1.50 Crs, the net worth is Rs. 35.94 Crs.

**3. Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";**

The proposed merger will be merger of subsidiary company with the Holding company. The transaction will be at arms length.

**4. Area of business of the entity (ies);**

Capital Trust Micro finance Private Limited is RBI registered Micro Finance Company.

**5. Rationale for amalgamation/ merger;**

The proposed merger will result in consolidation of businesses thereby strengthening position of Company. The Company shall have sharper focus on underlying businesses with an aim of achieving operational efficiencies, stronger financials and growth prospects for the people and organization connected therewith. Accordingly, consolidation of businesses of the said companies would be in their best interests as well as their respective shareholders and other stakeholders. The proposed merger is also aimed at optimum and efficient utilization of capital, assets and facilities, reduction of overheads, administrative, managerial and other expenditure and bring about operational rationalization, efficiency and optimum utilization of various resources.



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**6. In case of cash consideration amount or otherwise share entitlement/exchange ratio;**

There will be no cash consideration of share entitlement/exchange ratio and it is merger of wholly owned subsidiary with holding company.

We hope you will find the above reply to your satisfaction.

Thanking you

Yours Truly,  
For Capital Trust Limited

A handwritten signature in blue ink, appearing to read "Tanya Sethi", is positioned above the printed name.

Tanya Sethi  
Company Secretary