



PIRAMAL FINANCE LIMITED
(FORMERLY KNOWN AS PIRAMAL CAPITAL &
HOUSING FINANCE LIMITED)

Corporate Identification Number: L64910MH1984PLC032639

Registered Office: 601, 6th Floor, Amity Building, Piramal Corporate Park Kamani Junction, Opposite Fire Station,
LBS Marg, Kurla (West), Mumbai - 400070, Maharashtra, India

Phone: +91-22-6918 1200 **Email:** corporate.secretarial@piramal.com

Website: www.piramalfinance.com

By Courier / Speed Post / E-mail

In the matter of Scheme of Amalgamation amongst Piramal Corporate Tower Private Limited, Piramal Agastya Offices Private Limited (formerly known as PRL Agastya Private Limited), DHFL Investments Limited, Piramal Finance Limited (formerly known as Piramal Capital & Housing Finance Limited) and their respective shareholders and creditors under Sections 230 - 232 of the Companies Act, 2013 (Scheme)

To,
The Shareholders of
Piramal Finance Limited
(formerly known as Piramal Capital & Housing Finance Limited)

Dear Sir/ Madam,

Re: National Company Law Tribunal, Mumbai Bench - IV
Company Scheme Application C.A.(CAA)/84(MB)/2026

Piramal Corporate Tower Private Limited) ... Applicant No. 1/ Transferor Company 1
CIN: U68100MH2012PTC233525)

AND

Piramal Agastya Offices Private Limited)
(formerly known as PRL Agastya Private)
Limited) ... Applicant No. 2/ Transferor Company 2
CIN: U45201MH2006PTC165659)

AND

DHFL Investments Limited) ... Applicant No. 3/ Transferor Company 3
CIN: U74999MH2017PLC291108)

AND

Piramal Finance Limited)
(formerly known as Piramal Capital & Housing)
Finance Limited)) ... Applicant No. 4/ Transferee Company
CIN: L64910MH1984PLC032639)

We, the Applicant No. 4/ Transferee Company, wish to address you as under:

The above Company Scheme Application C.A.(CAA)/84(MB)/2026 (**Company Application**) was filed by Piramal Corporate Tower Private Limited (**Transferor Company 1**), Piramal Agastya Offices Private Limited (*formerly known as PRL Agastya Private Limited*) (**Transferor Company 2**), DHFL Investments Limited (**Transferor Company 3**) (Transferor Company 1, Transferor Company 2 and Transferor Company 3 shall hereinafter collectively be referred to as **Transferor Companies**) and Piramal Finance Limited (*formerly known as Piramal Capital & Housing Finance Limited*) (**Applicant No. 4/ Transferee Company**) before the Hon'ble National Company Law Tribunal, Mumbai Bench (**Hon'ble NCLT**), *inter alia*, seeking directions in relation to the dispensation of the meetings of the shareholders, secured creditors and unsecured creditors of the Transferor Companies and the Transferee Company for seeking their approval of the scheme of amalgamation amongst the Transferor Companies, the Transferee Company and their respective shareholders and creditors pursuant to Sections 230 - 232 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (**Scheme**).

The Scheme does not involve any compromise or arrangement between the Transferee Company and its shareholders. Accordingly, there is no variation in the rights of the shareholders of the Transferee Company, and such shareholders will not be affected in any manner whatsoever. Further, in view of the proposed amalgamation between the Transferee Company (*being the holding company*) and the Transferor Companies (*being wholly owned subsidiaries*), there is also no variation or reorganisation of the issued and paid-up share capital of the Transferee Company, and no new shares are being issued as consideration for the amalgamation. There will also be no change in the shareholding pattern of the Transferee Company. Additionally, the post-merger net-worth of the Transferee Company (*i.e.*, after amalgamation of the Transferor Companies) is also highly positive.

Vide order dated 30 April 2026 (uploaded on the website of the Hon'ble NCLT on 11 May 2026) passed by the Hon'ble NCLT (**NCLT Order**), it was, *inter alia*, directed that the meeting of the equity shareholders of the Applicant No. 4/ Transferee Company be convened to seek their approval of the Scheme. In this regard, Applicant No. 4/ Transferee Company had filed an appeal before the Hon'ble National Company Law Appellate Tribunal, New Delhi (**Hon'ble NCLAT**) challenging the NCLT Order to the limited extent that it directed convening of a meeting of the equity shareholders of the Transferee Company for approval of the Scheme. The Hon'ble NCLAT, *vide* its order dated 19 May 2026 (uploaded on the website of the Hon'ble NCLAT on 26 May 2026) (**NCLAT Order**), allowed the appeal and dispensed with the requirement of convening a meeting of the equity shareholders of the Applicant No. 4/ Transferee Company. Further, the Hon'ble NCLAT directed the Applicant No. 4/ Transferee Company to issue notices to all its equity shareholders in the same manner as that to the secured and unsecured creditors of the Applicant No. 4/ Transferee Company.

Pursuant to the directions given by the Hon'ble NCLAT and Hon'ble NCLT, you being an equity shareholder of the Applicant No. 4/ Transferee Company as on the cut-off date, *i.e.*, 5 June 2026, Notice is hereby given, that the Transferor Companies and the Applicant No. 4/ Transferee Company had filed the Company Application before the Hon'ble NCLT on 18 April 2026, and the NCLT Order and NCLAT Order was passed as mentioned above. Copies of the Scheme, the NCLT Order and the NCLAT Order ('Scheme related documents') are available on the website of

the Company: <https://www.piramalfinance.com/stakeholders/scheme-of-amalgamation-2026>. The Scheme related documents can also be accessed by scanning the QR code:



You are hereby informed that your representations, if any, in connection with the Scheme may be made to the Hon'ble NCLT within 30 (thirty) days from the date of receipt of this notice. We request you to also send a copy of the representations simultaneously to the Applicant No. 4/ Transferee Company at 5th Floor, C Block, Amity Building, Piramal Corporate Park, Opposite Fire Brigade, Kamani Junction, LBS Marg, Kurla (W), Mumbai – 400070 and at the offices of its Advocates, at Trilegal, One Forbes, 2nd Floor, VB Gandhi Marg, Kala Ghoda, Fort, Mumbai – 400 001.

In case no representation is received by the Hon'ble NCLT within the stated period of 30 (thirty) days from the date of receipt of this notice, it shall be presumed that your office has no representation to make on the Scheme.

Yours faithfully,

For **Piramal Finance Limited**

(formerly known as Piramal Capital & Housing Finance Limited)

Sd/-

Bipin Singh

Company Secretary

Date: 17th June 2026

Place: Mumbai