

Ref. No.: CIFL/BSE/2024-25/36

Wednesday, October 16, 2024

To,
**The Manager – Listing,
BSE Limited**
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001

Sub.: Outcome of Meeting of the Board of Directors – Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

In compliance with Regulation 30 and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), we, Capital India Finance Limited (“**Company**”), would like to inform that the Board of the Directors (“**Board**”) of the Company, in its meeting held today viz. October 16, 2024, which commenced at 03:45 P.M. and concluded at 4:05 P.M., *inter-alia*, considered and approved the:

- a) divestment / sale / transfer of entire stake held by the Company in Capital India Home Loans Limited (“**CIHL**”), a material subsidiary of the Company, to Weaver Services Private Limited (“**Acquirer**”); and
- b) execution of a Share Purchase Agreement (“**SPA**”) between the Company, other sellers, the Acquirer and CIHL.

Pursuant to obtaining requisite approvals under applicable law, including from shareholders and regulatory authorities in connection with the divestment / sale / transfer of entire stake held by the Company in CIHL and fulfilment of other terms and conditions of the SPA, CIHL shall cease to be a subsidiary of the Company and the Company shall cease to be a shareholder of CIHL.

Other details as required pursuant to the Securities and Exchange Board of India (“**SEBI**”) circular no.: SEBI/HO/CFD/POD2/CIR/P/2023/120 dated July 11, 2023, and circular no.: SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are annexed herewith as **Annexure-A**.

Kindly take the above information on records.

Thanking You
For **Capital India Finance Limited**

Sulabh Kaushal
Chief Compliance Officer & Company Secretary
M. No.: ACS 34674

Encl.: as above

Annexure-A

Details required in compliance with the Listing Regulations read with circular no. SEBI/HO/CFD/POD2/CIR/P/2023/120 dated July 11, 2023, and circular no. SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 dated July 13, 2023, issued by the Securities and Exchange Board of India

S. No.	Particulars	Information									
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year	<p>The details of the turnover and net worth contributed by Capital India Home Loans Limited (“CIHL”) on consolidated level during the financial year ended March 31, 2024, are as follows:</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>Amount (in INR Lakhs)</th> <th>%age contribution</th> </tr> </thead> <tbody> <tr> <td>Turnover/Revenue/Income</td> <td>6,706.64</td> <td>9.75%</td> </tr> <tr> <td>Net Worth</td> <td>14,526.37</td> <td>23.33%</td> </tr> </tbody> </table>	Particulars	Amount (in INR Lakhs)	%age contribution	Turnover/Revenue/Income	6,706.64	9.75%	Net Worth	14,526.37	23.33%
Particulars	Amount (in INR Lakhs)	%age contribution									
Turnover/Revenue/Income	6,706.64	9.75%									
Net Worth	14,526.37	23.33%									
2.	Date on which the agreement for sale has been entered into	Share Purchase Agreement (“SPA”) dated October 16, 2024, executed by and amongst Capital India Finance Limited, Capital India Home Loans Limited, Weaver Services Private Limited and certain other shareholders.									
3.	The expected date of completion of sale/disposal	The proposed transaction is subject to the receipt of requisite approvals from shareholders and regulatory authorities, and fulfilment of other terms and conditions as per the SPA, and consequently, the expected timeline for completion of the sale / disposal of CIHL is between six to eight months of the SPA.									
4.	Consideration received from such sale/disposal	<p>The proposed transaction is valued at INR 26,700 Lakhs, for 100% equity shares of CIHL.</p> <p>The Company shall receive an estimated consideration of INR 26,652.71 Lakhs subject to applicable taxes.</p>									
5.	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group / group companies	<p>Weaver Services Private Limited (“Acquirer”) is a company duly incorporated under the laws of India and having its registered office at 701, Tower 3, Crescent Bay, Mumbai, Maharashtra – 400 012, India.</p> <p>The Acquirer does not belong to the promoter/ promoter group / group companies of the Company.</p>									
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”	No, the proposed transaction does not fall within the ambit of related party transaction.									
7.	Whether the sale, lease or disposal of the undertaking is outside the Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations	Yes, the aforesaid sale of CIHL shall fall under the purview of Regulations 24(5) and 37A of the Listing Regulations, and the Company shall ensure compliance of the same before transferring the equity shares of CIHL by the Company to the Acquirer.									
8.	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale	Not Applicable									

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