

Ref. No.: UTI/AMC/CS/SE/2022-23/0232

Date: 1st September, 2022

National Stock Exchange of India Limited

Exchange Plaza Plot No. C/1
G Block Bandra-Kurla Complex
Bandra (East) Mumbai – 400 051.

Scrip Symbol: UTIAMC

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001.

Scrip Code / Symbol: 543238 / UTIAMC

Sub: Acquisition of additional equity shares to be issued by UTI Capital Private Limited, wholly owned subsidiary of the Company

Dear Sir / Madam,

In continuation to our letter no. UTI/AMC/CS/SE/2022-23/0222 dated 27th July, 2022 and pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Company has made an additional investment aggregating to Rs. 24.00 crores in UTI Capital Private Limited, the wholly owned subsidiary of the Company, by way of subscription to the right issue.

The details relating to the aforesaid investment, as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated 9th September, 2015, are given in *Annexure – I*.

We request you to kindly take the aforesaid information on record and disseminate the same on your respective websites.

Thanking you,

For **UTI Asset Management Company Limited**

Arvind Patkar

Company Secretary and Compliance Officer

Encl.: As above

Annexure – I

The details, as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) read with SEBI Circular dated 9th September, 2015, are as under:

Sr. No.	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover, etc.	UTI Capital Private Limited (UTI CPL) is the wholly owned subsidiary of the Company. The turnover and paid up share capital of UTI CPL as on 31 st March, 2022 is as under: Turnover: Rs. 7.54 crores Paid-up share capital: Rs. 12.00 crores
b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter / promoter group / group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arms length”	UTI CPL is the related party of the Company. The said investment does not require the approval of the Audit Committee or Board of Directors of the Company in terms of the provisions of the Companies Act, 2013 and Listing Regulations. However, as a good corporate governance practice, the prior approval of the Audit Committee and Board of Directors was obtained for the said investment in UTI CPL. UTI Asset Management Company Limited is a professionally managed company and does not have any identifiable promoter.
c)	Industry to which the entity being acquired belongs	UTI CPL belongs to the financial services industry.
d)	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The object of the investment is to subscribe equity share entitlement of the Company in the right issue of UTI CPL, a wholly owned subsidiary of the Company.

e)	Brief details of any governmental or regulatory approvals required for the acquisition	No, the Company is not required to obtain any governmental or regulatory approvals for the said investment in UTI CPL.
f)	Indicative time period for completion of the acquisition	The equity shares will be allotted to the Company in the month of September 2022.
g)	Nature of consideration - whether cash consideration or share swap and details of the same	Cash consideration. The consideration has been paid to UTI CPL through Bank transfer.
h)	Cost of acquisition or the price at which the shares are acquired	The total cost of acquisition is Rs. 24.00 crores resulting into 1,06,33,584 equity shares of face value of Rs. 10 each with a premium of Rs. 12.57 each.
i)	Percentage of shareholding / control acquired and / or number of shares acquired	The Company will continue to hold 100% equity shares capital in UTI CPL.
j)	Brief background about the entity acquired in terms of products / line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>UTI CPL is a 100% subsidiary of the Company and is mandated to manage and grow the private capital investment business as an Alternate Investment Fund (AIF). Currently, the Company manages 3 active alternative investment funds – UTI Structured Debt Opportunities Fund I, UTI Structured Debt Opportunities Fund II and UTI Multi Opportunities Fund I under Category II Alternate Investment Funds.</p> <p>UTI CPL was incorporated on 13th May, 2011, under the provisions of the Companies Act, 1956, at Mumbai, Maharashtra.</p> <p>The turnover of UTI CPL of last 3 years <i>i.e.</i> 2019-2020, 2020-21, 2021-22 is Rs. 7.74 Crore, Rs. 9.03 Crore and Rs. 7.54 Crore respectively.</p> <p>UTI CPL is presently operates in India.</p>