

Date: 05.07.2024

To,

**BSE Limited**  
**Phiroze Jeejeebhoy Towers,**  
**Dalal Street, Kala Ghoda,**  
**Fort, Mumbai - 400 001**

**Subject: Open Offer for Shares of Capfin India Limited ("Target Company")**

This is with reference to Open Offer of Capfin India Limited for the acquisition of upto 15,75,585 (Fifteen Lakh Seventy-Five Thousand Five Hundred Eighty-Five) equity shares of INR 10/- at a price of INR 14.26/- per Equity Share of Capfin India Limited representing 55% of the total paid up and voting equity share capital of the target Company by Mr. Abhishek Narbaria ("Acquirer 1") and by Mr. Umesh Kumar Sahay ("Acquirer 2") in compliance with the Regulation of the SEBI (SAST) Regulations, 2011 and the observation letter received by SEBI vide letter no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2023/44128/1 dated November 01, 2023.

In respect of same, we would like to inform you that Reserve Bank of India has approved the application for the Change of Management and Shareholding of Capfin India Limited dated July 03, 2024.

Copy of Letter is attached herewith for your reference.

Kindly take the same in your records.

**Yours truly,**

**For Capfin India Limited**

**Rachita Mantry Kabra**  
**Whole time Director & CFO**  
**DIN: 03414391**

**Encl: As above**



भारतीय रिज़र्व बैंक  
RESERVE BANK OF INDIA

प.वि.(न.दि.)सं. S315/ एनबीएफसी-बीएल/05.03.011/2024-25

03 जुलाई 2024

**स्पीड-पोस्ट**

प्रबंध निदेशक

कैपफिन इंडिया लिमिटेड

1C/13, बेसमेंट, न्यू रोहतक रोड

दिल्ली -110005

महोदय

**Capfin India Limited – प्रबंधन एवं नियंत्रण में परिवर्तन की अनुमति।**

कृपया उपर्युक्त विषय पर अपने 02 दिसम्बर 2023 के पत्र का संदर्भ लें।

2. इस विषय में, Shri Abhishek Narbaria एवं Shri Umesh Kumar Sahay की कंपनी के निदेशक के पद पर नियुक्ति एवं Shri Abhishek Narbaria एवं Shri Umesh Kumar Sahay प्रत्येक को 10,47,755 (36.57%) शेयरों के आबंटन की अनुमति प्रदान की जाती है।

3. कंपनी को सख्त सलाह दी जाती है कि वह भविष्य के संदर्भों में तथ्यों का उचित खुलासा करे।

4. आपको यह भी सलाह दी जाती है कि अनुलग्नक में दिए गए नियमों और शर्तों का पालन सुनिश्चित करें।

भवदीय

(सत पाल सिंह)

सहायक महाप्रबंधक

संलग्न यथोक्त

पर्यवेक्षण विभाग, 6, संसद मार्ग, नई दिल्ली 110 001

फोन -2371 4456, 2345 2429 फेक्स - 011-2375 2188 ईमेल-nbfcblnewdelhi@rbi.org.in

Department of Supervision, 6, Sansad Marg, New Delhi-110 001

Phone - 2371 4456, 2345 2429 Fax - 011-2375 2188 e-mail: nbfcblnewdelhi@rbi.org.in

हिन्दी आसान है, इसका प्रयोग बढ़ाइये।



Annex to letter no. प.वि.नईदि.सं.S315/एनबीएफसी-बीएल/05.03.011/2024-25 dated 03 जुलाई 2024

The company's request for prior approval for change in management has been acceded to subject to the following conditions and submission of requisite documents / information mentioned as under: -

- i) The approval is valid only for six months from the date of this communication. In case the company fails to effect the change within this timeframe it has to apply again with reasons for failing to effect such change on earlier occasion.
- ii) The company has to ensure on "Requirement of Prior Public Notice about change in control/management" as per para 5 of Notification No. DNBS.(PD) 029/CGM(CDS-2015) dated July 09, 2015.
- iii) The original public notice as mentioned above should be submitted to us within seven days of its publication.
- iv) The details of objection, if any, received from any member of public to the above public notice, are required to be furnished to us immediately on receipt. In case no objection is received from any member of public, a confirmation to this effect may be submitted after expiry of 30 days from the date of public notice.
- v) The company is not authorized to raise deposits from the public in any manner or form.
- vi) The company shall inform us immediately, as and when its total asset approaches ₹500 crore without waiting for the latest balance sheet.
- vii) The company shall inform us immediately, in case its Net Owned Fund, as defined in the RBI Act, 1934, falls below the minimum limit prescribed by the Bank
- viii) The company shall comply with all the Directions/ Regulations/ Instructions issued by the Bank to NBFCs from time to time and for this may regularly visit the website of the Bank ([www.rbi.org.in](http://www.rbi.org.in)).
- ix) Any change in the constitution of the Board of Directors of the company or in management of the company, whether by change of control or otherwise, shall be only with our approval.

