

# BIRLA GROUP HOLDINGS PRIVATE LIMITED

Regd. Office: Industry House, 159, Churchgate Reclamation, Mumbai- 400 020

Email id: - birlagroupholdings@gmail.com CIN: - U67120MH1980PTC023476

Tel.: (022) – 4957 8007

Annexure 1

## LETTER of OFFER Issue of Commercial Paper (CP)

### PART I

<b>Issuer Details</b>	
<b>Name and Address of Issuer</b>	Birla Group Holdings Private Limited 2nd Floor, 213, T V Industrial Estate, 52, S K Ahire Marg, Worli, Mumbai City, Maharashtra, 400030
<b>Business Segment / Activity</b>	Core Investment Company (CIC)
<b>Chief Executive</b>	Mrs. Rajashree Birla-Director
<b>Group Affiliation (If Any)</b>	Aditya Birla Group

### PART II

<b>Issue Details</b>		
<b>ISIN</b>	INE090L14IJ5	
<b>Proposed Date of Issue</b>	23/01/2026	
<b>Amount (Rs.)</b>	275,00,00,000.00	
<b>Tenor and Date of Maturity</b>	364 Days and 22/01/2027	
<b>Proposed to be Listed /Unlisted</b>	BSE	
<b>End Use of CP</b>	Repayment of Existing ISIN INE090L14GH3 / Working Capital/ investment	
<b>Market Conventions</b>	FIMMDA Conventions	
<b>Credit Rating Details for the Proposed Issue</b>	<b>Credit Rating – 1</b>	<b>Credit Rating – 2 (obtained if any)</b>
<b>Credit Rating Issuer</b>	CRISIL Ltd	ICRA Ratings Limited
<b>Rating</b>	CRISIL A1+	ICRA A1+
<b>Date of Rating</b>	01/12/2025	24/12/2025
<b>Validity of Issuance</b>	60 Days from Date of Rating	3 Months from the date of Rating
<b>Validity period for rating</b>	1 Year from the date of Issue	1 Year from the date of
<b>For Amount (Rs.)</b>	7500 Crores	7500 Crores
<b>Conditions (If Any)</b>	Nil	Nil
<b>Long term credit rating obtained by the Issuer</b>	CRISIL AA+	NA
<b>Unaccepted Credit Rating assigned to the Issuer</b>	Nil	Nil
<b>Issuing and Paying Agent Details (Name and Address)</b>	Axis Bank Limited Corporate Office, 4th Floor, Axis House, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai – 400 025.	

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Debenture Trustee Details (Name and Address) (In case of NCD)	NA	
Credit Enhancement Details (If any)	NA	
Description of Instrument	NA	
Amount (Rs. In Lacs)	NA	
In Favor of	ISSUER OF CP /NCD/HOLDER OF CP / NCD	
Name and Address of the Guarantor	NA	
Net worth of the Guarantor (Rs. In Lacs)	NA	
Extent of The Guarantee Offered by the Guarantor for the Issue	NA	
Conditions under which the guarantee will be invoked	NA	
Trustee Details (Name and Address)	NA	
Whether guarantor is a group entity	(Yes / No)	
If yes,		
Names of Companies to which Guarantor has issued similar guarantees,		
Name	Extent of Guarantee	Conditions Under Which the guarantee will be invoked
NA		

## PART III

### A. Issuer Financial Details

CP Borrowing	
Date of Board Resolution	10/10/2024
1. Limit approved by Board	7500 Crores
2. Limit as per CRA	7500 Crores
3. Limit approved by Regulator concerned (if applicable)	NA

### B. Details of CP outstanding as on date of Letter of Offer CP (Including Liabilities not redeemed on due date)

ISIN	Issue Date	Amount Issued	Maturity Date	Amount O/S (Rs)	IPA	Debenture Trustee (in case of NCD)	CRA	Rating	Rated Amount
14GH3	23-Jan-25	375	23-Jan-26	375	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14GI1	29-Jan-25	200	29-Jan-26	200	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14GL5	05-Feb-25	75	05-Feb-26	75	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14GM3	07-Feb-25	350	06-Feb-26	350	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14GL5	07-Feb-25	250	05-Feb-26	250	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14GS0	27-Feb-25	75	27-Feb-26	75	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14GX0	13-Mar-25	525	10-Mar-26	525	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14GZ5	20-Mar-25	425	12-Mar-26	425	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14GZ5	21-Mar-25	100	12-Mar-26	100	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500

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14HB4	21-Mar-25	100	20-Mar-26	100	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14HC2	21-Mar-25	100	13-Mar-26	100	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14HC2	25-Mar-25	150	13-Mar-26	150	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14HF5	05-May-25	275	05-Mar-26	275	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14HE8	07-May-25	300	09-Mar-26	300	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14HH1	22-May-25	350	20-May-26	350	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14HG3	23-May-25	325	22-May-26	325	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14IB2	28-Oct-25	100	27-Jan-26	100	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14IC0	12-Nov-25	100	11-Feb-26	100	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14IC0	13-Nov-25	150	11-Feb-26	150	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14ID8	19-Nov-25	100	18-Feb-26	100	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14ID8	21-Nov-25	25	18-Feb-26	25	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14IE6	25-Nov-25	450	24-Feb-26	450	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14HE8	08-Dec-25	200	09-Mar-26	200	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14IF3	10-Dec-25	300	11-Mar-26	300	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14HB4	19-Dec-25	150	20-Mar-26	150	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14IG1	22-Dec-25	500	23-Mar-26	500	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14HB4	23-Dec-25	100	20-Mar-26	100	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14II7	09-Jan-26	250	08-Jan-27	250	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500

## C. Fund-based facilities from banks/Financial institutions, if any

Name Of The Bank	Nature Of The Facility	O/S Amount / Limit (Rs)	Asset Classification
NA			

## D. Shareholding Details of Promoters / Details of share Pledged.

Sr. No.	Name and category of shareholder	Total shareholding as % of total no. of equity shares
1	Global Holdings Private limited, Promoter	35.02%
2	Vaibhav Holdings Private Limited, Promoter	33.73%
3	Rajratna Holdings Private limited, Promoter	30.25%
4	Others	1.00%

Shares Pledged – Nil

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## E. Financial Summary

(Including Net worth / Equity / Investment in subsidiaries / Affiliates)

FINANCIAL SUMMARY	Current Year	Previous Year (Rs. in millions)		
		Year 3	Year 2	Year 1
	Sep-25	2024-25	2023-24	2022-23
Equity Capital	0.27	0.27	0.24	0.24
Net Worth	-56,701.13	-52,848.42	-45,379.02	-18,580.22
Investment In Subsidiaries / Affiliates	14,364.20	14,364.20	12,605.10	9,930.14
Total Debt Outstanding -	-	-	-	-
SHORT TERM (< 1 YEAR)	1,37,463.48	1,52,861.34	1,32,126.28	73,959.69
OTHER DEBT	31,917.50	13,200.00	13,050.00	3,250.00
Gross Income	3,602.79	6,874.93	3,085.80	3,695.27
Operating Profit (PBIDT)	3,560.43	6,723.54	3,945.39	3,451.98
Gross Profit (PBDT)	-3,843.72	-7,446.54	-7,855.11	-1,740.52
Net Profit (Post Tax)	-3,852.71	-7,469.45	-7,648.50	-1,751.79
Audit Qualification ( if any )	-	-	-	-

## F. Details of Statutory auditor and changes thereof in the last three financial years

Details of Statutory Auditor	Date of Appointment/Resignation
M/s Khimji Kunverji & Co LLP Level 19 Sunshine Tower Senapati Bapat Marg Elphinston Road Mumbai 400013	30.09.2017 (Appointment)/ 30.11.2021 (Cessation)
M/s GBCA Associates LLP 3A, 3rd Floor, Benefice Business House, N.M. Joshi Marg 126, Mathuradas Mills Compound, Lower Parel (W), Mumbai - 400013	30.11.2021 (Appointment)/ 30.09.2024 (Cessation)
M/s Gosar & Gosar B-4A Ground Floor, Agfa Building, Dr R R Road Near Vardhaman Nagar, Mulund (West) Mumbai -400080	30.09.2024 (Appointment)

## G. Details of default in repayment of CP, NCD or any other debt instrument and other financial indebtedness including corporate guarantee issued in the past five financial years including in the current financial year.

Details of Default of CPs, Including Technical Delay in Redemption during Past Three Years	ISIN - INE09OL14714, INE09OL14813, INE09OL14AR5, INE09OL14AX3 & INE09OL14BW3 (Technical Delay, Amount paid after 2 P.M, repaid on due date 28.09.2021, 06.12.2021, 29.08.2022, 19.09.2022 & 30.01.2023)			
Details of Default and Delay in Redemption of Any other	-	-	-	-

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Borrowings during Last Three Years				
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## H. Details of any other material event / development having implications for the financials /credit quality resulting in material liability, corporate restructuring event or such other matters affecting the issue or investor's decision.

With effect from 18.11.2025 Birla Group Holdings Private Limited has been granted a Certificate of Registration by Reserve Bank of India as a Core Investment Company (CIC) in terms of Core Investment Companies (Reserve Bank) Directions, 2016.

## I. Material Litigation if any: Nil

## J. Regulatory Strictures, if any: Nil

## K. An Issuer which is either an NBFC or an HFC shall disclose the residual maturity profile of its assets and liabilities in the following format:

As at 31.03.2025 (Rs. In Lakhs)

Particulars	Up to 30/31 days	>1 month – 2 months	>2 months – 3 months	>3 months – 6 months	>6 months – 1 year	>1 years – 3 years	>3 years – 5 years	>5 years	Total
Deposit	31	-	-	-	14,900	-	-	689	15,620
Advances	-	-	-	-	-	-	-	-	-
Investments*	-	-	-	-	-	-	-	11,04,811	11,04,811
Borrowings-CPs	-	2,30,000	2,35,000	-	2,72,500	-	-	-	7,37,500
Term Loan	5,000	-	19,000	78,500	6,93,950	1,23,666	8,334	-	9,28,450
Borrowings-NCDs	-	-	-	-	-	-	-	-	-
Borrowings-Loan from Directors #			18,950			-	-	-	18,950
Foreign Currency assets	-	-	-	-	-	-	-	945	945
Foreign Currency liabilities	-	-	-	-	-	-	-	-	-

\* Considering the long-term Strategy of the Company, Investments in Equity Shares, Preference Shares and Debentures of companies amounting to Rs. 11,04,811.00 Lakhs are included above (excluding Foreign Currency Assets).

## For Birla Group Holdings Private Limited

SHRIRAM  
JAGETIYA  
Digitally signed by: SHRIRAM  
JAGETIYA  
DN: CN = SHRIRAM  
JAGETIYA email = Shriram.  
@birlagroup.com C = IN O =  
Personal  
Date: 2026.01.22 18:29:42 +  
0530

Authorised signatory

Date: 20/01/2026



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## LETTER of OFFER Issue of Commercial Paper (CP)

### PART I

<b>Issuer Details</b>	
<b>Name and Address of Issuer</b>	Birla Group Holdings Private Limited 2nd Floor, 213, T V Industrial Estate, 52, S K Ahire Marg, Worli, Mumbai City, Maharashtra, 400030
<b>Business Segment / Activity</b>	Core Investment Company (CIC)
<b>Chief Executive</b>	Mrs. Rajashree Birla-Director
<b>Group Affiliation (If Any)</b>	Aditya Birla Group

### PART II

<b>Issue Details</b>		
<b>ISIN</b>	INE09OL14IJ5	
<b>Proposed Date of Issue</b>	23/01/2026	
<b>Amount (Rs.)</b>	100,00,00,000.00	
<b>Tenor and Date of Maturity</b>	364 Days and 22/01/2027	
<b>Proposed to be Listed / Unlisted</b>	BSE	
<b>End Use of CP</b>	Repayment of Existing ISIN INE09OL14GH3 / Working Capital/ Investment	
<b>Market Conventions</b>	FIMMDA Conventions	
<b>Credit Rating Details for the Proposed Issue</b>	<b>Credit Rating - 1</b>	<b>Credit Rating - 2 (obtained if any)</b>
<b>Credit Rating Issuer</b>	CRISIL Ltd	ICRA Ratings Limited
<b>Rating</b>	CRISIL A1+	ICRA A1+
<b>Date of Rating</b>	01/12/2025	24/12/2025
<b>Validity of Issuance</b>	60 Days from Date of Rating	3 Months from the date of Rating
<b>Validity period for rating</b>	1 Year from the date of Issue	1 Year from the date of
<b>For Amount (Rs.)</b>	7500 Crores	7500 Crores
<b>Conditions (If Any)</b>	Nil	Nil
<b>Long term credit rating obtained by the Issuer</b>	CRISIL AA+	NA
<b>Unaccepted Credit Rating assigned to the Issuer</b>	Nil	Nil
<b>Issuing and Paying Agent Details (Name and Address)</b>	Axis Bank Limited Corporate Office, 4th Floor, Axis House, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai – 400 025.	

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<b>Debenture Trustee Details (Name and Address) (In case of NCD)</b>	NA	
<b>Credit Enhancement Details (If any)</b>	NA	
<b>Description of Instrument</b>	NA	
<b>Amount (Rs. In Lacs)</b>	NA	
<b>In Favor of</b>	ISSUER OF CP /NCD/HOLDER OF CP / NCD	
<b>Name and Address of the Guarantor</b>	NA	
<b>Net worth of the Guarantor (Rs. In Lacs)</b>	NA	
<b>Extent of The Guarantee Offered by the Guarantor for the Issue</b>	NA	
<b>Conditions under which the guarantee will be invoked</b>	NA	
<b>Trustee Details (Name and Address)</b>	NA	
<b>Whether guarantor is a group entity</b>	(Yes / No)	
If yes,		
<b>Names of Companies to which Guarantor has issued similar guarantees,</b>		
<b>Name</b>	<b>Extent of Guarantee</b>	<b>Conditions Under Which the guarantee will be invoked</b>
NA		

## PART III

### A. Issuer Financial Details

<b>CP Borrowing</b>	
<b>Date of Board Resolution</b>	10/10/2024
<b>1. Limit approved by Board</b>	7500 Crores
<b>2. Limit as per CRA</b>	7500 Crores
<b>3. Limit approved by Regulator concerned (if applicable)</b>	NA

### B. Details of CP outstanding as on date of Letter of Offer CP (Including Liabilities not redeemed on due date)

ISIN	Issue Date	Amount Issued	Maturity Date	Amount O/S (Rs)	IPA	Debenture Trustee (in case of NCD)	CRA	Rating	Rated Amount
14GH3	23-Jan-25	375	23-Jan-26	375	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14GI1	29-Jan-25	200	29-Jan-26	200	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
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14GS0	27-Feb-25	75	27-Feb-26	75	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14GX0	13-Mar-25	525	10-Mar-26	525	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14GZ5	20-Mar-25	425	12-Mar-26	425	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
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14HC2	21-Mar-25	100	13-Mar-26	100	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14HC2	25-Mar-25	150	13-Mar-26	150	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14HF5	05-May-25	275	05-Mar-26	275	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14HE8	07-May-25	300	09-Mar-26	300	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14HH1	22-May-25	350	20-May-26	350	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
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14I17	21-Jan-26	100	21-Jan-27	100	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500
14I17	22-Jan-26	275	21-Jan-27	275	Axis Bank Ltd	NA	CRISIL Ltd	A1+	7500

### C. Fund-based facilities from banks/Financial institutions, if any

Name Of The Bank	Nature Of The Facility	O/S Amount / Limit (Rs)	Asset Classification
NA			

### D. Shareholding Details of Promoters / Details of share Pledged.

Sr. No.	Name and category of shareholder	Total shareholding as % of total no. of equity shares
1	Global Holdings Private limited, Promoter	35.02%
2	Vaibhav Holdings Private Limited, Promoter	33.73%
3	Rajratna Holdings Private limited, Promoter	30.25%
4	Others	1.00%

Shares Pledged – Nil

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(Including Net worth / Equity / Investment in subsidiaries / Affiliates)

FINANCIAL SUMMARY	Current Year	Previous Year (Rs. in millions)		
		Year 3	Year 2	Year 1
	Sep-25	2024-25	2023-24	2022-23
Equity Capital	0.27	0.27	0.24	0.24
Net Worth	-56,701.13	-52,848.42	-45,379.02	-18,580.22
Investment In Subsidiaries / Affiliates	14,364.20	14,364.20	12,605.10	9,930.14
Total Debt Outstanding -	-	-	-	-
SHORT TERM (< 1 YEAR)	1,37,463.48	1,52,861.34	1,32,126.28	73,959.69
OTHER DEBT	31,917.50	13,200.00	13,050.00	3,250.00
Gross Income	3,602.79	6,874.93	3,085.80	3,695.27
Operating Profit (PBIDT)	3,560.43	6,723.54	3,945.39	3,451.98
Gross Profit (PBDT)	-3,843.72	-7,446.54	-7,855.11	-1,740.52
Net Profit (Post Tax)	-3,852.71	-7,469.45	-7,648.50	-1,751.79
Audit Qualification ( if any )	-	-	-	-

## F. Details of Statutory auditor and changes thereof in the last three financial years

Details of Statutory Auditor	Date of Appointment/Resignation
M/s Khimji Kunverji & Co LLP Level 19 Sunshine Tower Senapati Bapat Marg Elphinston Road Mumbai 400013	30.09.2017 (Appointment)/ 30.11.2021 (Cessation)
M/s GBCA Associates LLP 3A, 3rd Floor, Benefice Business House, N.M. Joshi Marg 126, Mathuradas Mills Compound, Lower Parel (W), Mumbai - 400013	30.11.2021 (Appointment)/ 30.09.2024 (Cessation)
M/s Gosar & Gosar B-4A Ground Floor, Agfa Building, Dr R R Road Near Vardhaman Nagar, Mulund (West) Mumbai -400080	30.09.2024 (Appointment)

## G. Details of default in repayment of CP, NCD or any other debt instrument and other financial indebtedness including corporate guarantee issued in the past five financial years including in the current financial year.

Details of Default of CPs, Including Technical Delay in Redemption during Past Three Years	ISIN - INE09OL14714, INE09OL14813, INE09OL14AR5, INE09OL14AX3 & INE09OL14BW3 (Technical Delay, Amount paid after 2 P.M, repaid on due date 28.09.2021, 06.12.2021, 29.08.2022, 19.09.2022 & 30.01.2023)			
Details of Default and Delay in Redemption of Any other	-	-	-	-

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Borrowings during Last Three Years				
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## H. Details of any other material event / development having implications for the financials / credit quality resulting in material liability, corporate restructuring event or such other matters affecting the issue or investor's decision.

With effect from 18.11.2025 Birla Group Holdings Private Limited has been granted a Certificate of Registration by Reserve Bank of India as a Core Investment Company (CIC) in terms of Core Investment Companies (Reserve Bank) Directions, 2016.

## I. Material Litigation if any: Nil

## J. Regulatory Strictures, if any: Nil

## K. An Issuer which is either an NBFC or an HFC shall disclose the residual maturity profile of its assets and liabilities in the following format:

As at 31.03.2025 (Rs. In Lakhs)

Particulars	Up to 30/31 days	>1 month – 2 months	>2 months – 3 months	>3 months – 6 months	>6 months – 1 year	>1 years – 3 years	>3 years – 5 years	>5 years	Total
Deposit	31	-	-	-	14,900	-	-	689	15,620
Advances	-	-	-	-	-	-	-	-	-
Investments*	-	-	-	-	-	-	-	11,04,811	11,04,811
Borrowings-CPs	-	2,30,000	2,35,000	-	2,72,500	-	-	-	7,37,500
Term Loan	5,000	-	19,000	78,500	6,93,950	1,23,666	8,334	-	9,28,450
Borrowings-NCDs	-	-	-	-	-	-	-	-	-
Borrowings-Loan from Directors #	18,950				-	-	-	-	18,950
Foreign Currency assets	-	-	-	-	-	-	-	945	945
Foreign Currency liabilities	-	-	-	-	-	-	-	-	-

\* Considering the long-term Strategy of the Company, Investments in Equity Shares, Preference Shares and Debentures of companies amounting to Rs. 11,04,811.00 Lakhs are included above (excluding Foreign Currency Assets).

## For Birla Group Holdings Private Limited

SHRIRAM  
JAGETIYA

Digitally signed by: SHRIRAM  
JAGETIYA  
DN: CN = SHRIRAM JAGETIYA  
email = Shriram.jagetiya@birla.com, C = IN O = Personal  
Date: 2026.01.22 16:29:18 +  
05'30'

Authorised signatory

Date: 22/01/2026

