

Aditya Birla Sun Life AMC Ltd.

(A part of Aditya Birla Capital Ltd.)



ADITYA BIRLA SUN LIFE AMC LIMITED

Aditya Birla Sun Life AMC Limited ("our Company") was originally incorporated as 'Birla Capital International AMC Limited' at Mumbai, Maharashtra as a public company under the Companies Act, 1956, pursuant to a certificate of incorporation dated September 5, 1994, issued by the RoC and commenced operations pursuant to a certificate for commencement of business dated November 10, 1994, issued by the Registrar of Companies, Maharashtra at Mumbai ("RoC"). Further, the name of our Company was changed from 'Birla Capital International AMC Limited' to 'Aditya Birla Sun Life AMC Limited' pursuant to which a revised certificate of incorporation was issued by the RoC dated June 29, 1999. Subsequently, the name of our Company was changed from 'Birla Sun Life Asset Management Company Limited' to 'Aditya Birla Sun Life AMC Limited' and a revised certificate of incorporation dated July 17, 2017 pursuant to change of name was issued by the RoC. For further details in relation to the changes in the name and registered office of our Company, see "History and Certain Corporate Matters" beginning on page 172 of the Red Herring Prospectus dated September 22, 2021 ("RHP").

Registered and Corporate Office: One World Center, Tower 1, 17th Floor, Jupiter Mills, Senapati Bapat Marg, Elphinstone Road, Mumbai - 400 013, Maharashtra, India; **Telephone:** +91 22 4356 8008; **Contact Person:** Hemanti Wadhwa, Head - Compliance, Legal and Secretarial, Company Secretary and Compliance Officer; **E-mail:** ABSLAMC.CS@adityabirlacapital.com, **Website:** https://mutualfund.adityabirlacapital.com; **Corporate Identity Number:** U65991MH1994PLC008011

PROMOTERS OF OUR COMPANY: ADITYA BIRLA CAPITAL LIMITED AND SUN LIFE (INDIA) AMC INVESTMENTS INC.

INITIAL PUBLIC OFFER OF UP TO 38,880,000 EQUITY SHARES OF FACE VALUE OF ₹5 EACH ("EQUITY SHARES") OF ADITYA BIRLA SUN LIFE AMC LIMITED ("COMPANY") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE ("OFFER PRICE") AGGREGATING UP TO ₹[●] MILLION (THE "OFFER") THROUGH AN OFFER FOR SALE OF UP TO 2,850,880 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY ADITYA BIRLA CAPITAL LIMITED ("ABCL") AND UP TO 36,029,120 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY SUN LIFE (INDIA) AMC INVESTMENTS INC. ("SUN LIFE AMC") TOGETHER WITH ABCL, THE "SELLING SHAREHOLDERS" AND SUCH EQUITY SHARES OFFERED BY THE SELLING SHAREHOLDERS, THE "OFFERED SHARES"). THE OFFER INCLUDES A RESERVATION OF UP TO 1,944,000 EQUITY SHARES, FOR SUBSCRIPTION BY ABCL SHAREHOLDERS (AS DEFINED IN THE RHP) (THE "ABCL SHAREHOLDERS RESERVATION PORTION"). THE OFFER LESS THE ABCL SHAREHOLDERS RESERVATION PORTION IS HERINAFTER REFERRED TO AS THE "NET OFFER", AGGREGATING UP TO 36,936,000 EQUITY SHARES. THE OFFER AND THE NET OFFER SHALL CONSTITUTE 13.50% AND 12.83% OF THE POST-OFFER PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY, RESPECTIVELY.

QIB Portion: Not More Than 50% of the Net Offer Retail Portion: Not Less than 35% of the Net Offer Non-Institutional Portion: Not Less than 15% of the Net Offer ABCL Shareholders Reservation Portion: Up To 1,944,000 Equity Shares

Price Band: ₹ 695 to ₹ 712 per Equity Share of face value of ₹5 each.

The Floor Price is 139.00 times the face value of the Equity Shares and the Cap Price is 142.40 times the face value of the Equity Shares.

Bids can be made for a minimum of 20 Equity Shares and in multiples of 20 Equity Shares thereafter.

ASBA[#] | Simple, Safe, Smart way of Application!!! | # Applications supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, For further details, check section on ASBA below. | **Mandatory in public issues. No cheque will be accepted.**

UPI Now available in ASBA for Retail Individual Bidders ("RIBs") applying through Registered Brokers, DPs and RTAs. RIBs also have the option to submit the application directly to the ASBA Bank (SCSBs) or to use the facility of linked online trading, demat and bank account. Investors are required to ensure that the bank account used for bidding is linked to their PAN.

ASBA has to be availed by all the investors except Anchor Investors. UPI may be availed by Retail Individual Bidders and ABCL Shareholder Bidding under the ABCL shareholder Reservation Portion (subject to Bid Amount being up to ₹ 2,00,000). For details on the ASBA and UPI process, please refer to the details given in ASBA form and abridged prospectus and also please refer to the section "Offer Procedure" beginning on page 326 of the RHP. The process is also available on the website of Association of Investment Bankers of India ("AIBI"), Stock Exchanges and in the General Information Document. ASBA bid-cum-application forms can be downloaded from the websites of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), and together with BSE, the "Stock Exchanges" and can be obtained from the list of banks that is displayed on the website of SEBI at www.sebi.gov.in. List of banks supporting UPI is also available on the website of www.sebi.gov.in. HDFC Bank Limited has been appointed as Sponsor Bank for the Offer, in accordance with the requirements of the SEBI Circular dated November 1, 2018 as amended. For offer related queries, please contact the Global Coordinators and Book Running Lead Managers ("GCBRLMs") and the Book Running Lead Managers ("BRLMs") on their respective email IDs as mentioned below. For UPI related queries, investors can contact NPCI at the toll free number: 18001201740 and Mail ID: ipo.upi@npci.org.in.

Risks to Investors

- The 3 Global Co-ordinators and Book Running Lead Managers and 8 Book Running Lead Managers associated with the Offer have handled 61 public issues in the past 3 years, out of which 19 issues closed below the offer price on the listing date.
- The Price/Earnings ratio based on diluted EPS on a restated consolidated basis for Fiscal 2021 for the Company at the upper end of the Price Band is as high as 38.97 times.
- Average cost of acquisition of Equity Shares for ABCL is ₹ 2.30 and for Sun Life AMC is ₹ 2.77 and Offer Price at upper end of the Price Band is ₹ 712.
- Weighted Average Return on Net Worth for Fiscals 2021, 2020, 2019 is 34.05%.

BID/OFFER PROGRAMME

BID/OFFER CLOSES TODAY[#]

[#]UPI Mandate end time shall be 12 noon on October 4, 2021.

In case of any revision to the Price Band, the Bid/Offer Period will be extended by at least three additional Working Days following such revision of the Price Band, subject to the Bid/Offer Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company and the Selling Shareholders, in consultation with the GCBRLMs and the BRLMs, may for reasons to be recorded in writing, extend the Bid/Offer Period for a minimum of three Working Days, subject to the Bid/Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/Offer Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a public notice, and also by indicating the change on the respective websites of the GCBRLMs and the BRLMs and at the terminals of the Syndicate Members and by intimation to Self-Certified Syndicate Banks ("SCSBs"), other Designated Intermediaries and the Sponsor Bank, as applicable.

This Offer is being made in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 31 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"). The Offer is being made in accordance with Regulation 6(1) of the SEBI ICDR Regulations and through a Book Building Process wherein not more than 50% of the Net Offer shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs", and such portion, the "QIB Portion"). Our Company and the Selling Shareholders shall, in consultation with the Global Coordinators and Book Running Lead Managers and the Book Running Lead Managers, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"), out of which at least one-third shall be available for allocation to domestic Mutual Funds only, subject to valid Bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to all QIB Bidders other than Anchor Investors, including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Net Offer shall be available for allocation on a proportionate basis to Non-Institutional Bidders and not less than 35% of the Net Offer shall be available for allocation to Retail Individual Bidders ("RIBs") in accordance with SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price. All potential Bidders, other than Anchor Investors, are required to mandatorily utilise the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective bank account (including UPI ID in case of RIBs and ABCL Shareholders Bidding under the ABCL Shareholders Reservation Portion (subject to the Bid Amount being up to ₹2,00,000) which will be blocked by the SCSBs, to participate in the Offer. Anchor Investors are not permitted to participate in the Anchor Investor Portion through the ASBA process. For details, see "Offer Procedure" beginning on page 326 of the RHP.

Bidders/Applicants should note that on the basis of the PAN, DP ID and Client ID as provided in the Bid cum Application Form, the Bidder/Applicant may be deemed to have authorised the Depositories to provide to the Registrar to the Offer, any requested Demographic Details of the Bidder/Applicant as available on the records of the depositories. These Demographic Details may be used, among other things, for unblocking of ASBA Account or for other correspondence(s) related to the Offer. Bidders/Applicants are advised to update any changes to their Demographic Details as available in the records of the Depository Participant to ensure accuracy of records. Any delay resulting from failure to update the Demographic Details would be at the Bidders/Applicants' sole risk.

Contents of the Memorandum of Association of the Company as regards its objects: For information on the main objects of our Company, please see the section "History and

Certain Corporate Matters" beginning on page 172 of the RHP. The Memorandum of Association of our Company is a material document for inspection in relation to the Offer. For further details, please see the section "Material Contracts and Documents for Inspection" beginning on page 390 of the RHP.

Liability of the members of the Company: Limited by shares

Amount of share capital of the Company and Capital structure: The authorised, issued, subscribed and paid-up share capital of our Company as on the date of the RHP is as follows: The authorised share capital of the Company is ₹ 1,600,000,000 divided into 320,000,000 Equity Shares of ₹ 5 each. The issued, subscribed and paid-up share capital of our Company is ₹ 1,440,000,000 divided into 288,000,000 Equity Shares of ₹ 5 each. For details, please see the section "Capital Structure" beginning on page 68 of the RHP.

Names of signatories to the Memorandum of Association of the Company and the number of Equity Shares subscribed by them: The names of the signatories of the Memorandum of Association of our Company are Krishna Gopal Ajmera, Adesh Kumar Gupta, Anil Phalod, Anand Raihi, B.L. Shah, Jayaram Subramaniam, and Krishan Gopal Ajmera (as authorized representative of Birla Growth Fund Limited) who subscribed to 10 equity shares each as initial subscription.

Listing: The Equity Shares offered through the RHP are proposed to be listed on the Stock Exchanges. Our Company has received 'in-principle' approvals from BSE and NSE for the listing of the Equity Shares pursuant to letters dated May 31, 2021 and June 4, 2021, respectively. For the purposes of the Offer, the Designated Stock Exchange shall be NSE. A copy of the RHP and the Prospectus shall be filed with the RoC in accordance under Section 26(4) and Section 32 of the Companies Act. For details of the material contracts and documents available for inspection from the date of the RHP up to the Bid/Offer Closing Date, please see the section "Material Contracts and Documents for Inspection" beginning on page 390 of the RHP.

Disclaimer Clause of the SEBI: SEBI only gives its observations on the offer documents and this does not constitute approval of either the Offer or the specified securities or the Offer document. The investors are advised to refer to page 299 of the RHP for the full text of the Disclaimer Clause of SEBI.

Disclaimer Clause of NSE (Designated Stock Exchange): It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the contents of the Offer Document. The investors are advised to refer to page 301 of the RHP for the full text of the Disclaimer Clause of NSE.

Disclaimer Clause of BSE: It is to be distinctly understood that the permission given by BSE should not in any way be deemed or construed that the RHP has been cleared or approved by BSE nor does it certify the correctness or completeness of any of the contents of the RHP. The investors are advised to refer to page 300 of the RHP for the full text of the Disclaimer Clause of BSE.

General Risks: Investments in equity and equity-related securities involve a degree of risk and Bidders should not invest any funds in the Offer unless they can afford to take the risk of losing all or part of their investment. Bidders are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, Bidders must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares in the Offer have neither been recommended, nor approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of this Red Herring Prospectus. Specific attention of the Bidders is invited to "Risk Factors" beginning on page 25 of the RHP.

CORRIGENDUM: NOTICE TO INVESTORS

This is with reference to the red herring prospectus of the Company dated September 22, 2021 ("RHP") filed with the RoC, SEBI and the Stock Exchanges. Attention of investors is drawn to the following:

On page 201-202 of the RHP, under the heading "Promoter Group - Promoter Group entities / Individuals of ABCL" "ABAR-AST-009-Trust" should be added to the list of Promoter Group entities of ABCL under the relation "Persons whose shareholding is aggregated under the heading "shareholding of the promoter group"". All references to "Promoter Group" in the RHP shall be deemed to include ABAR-AST-009-Trust.

The RHP shall be read in conjunction with this Corrigendum. The information in this Corrigendum supersedes the information in the RHP to the extent inconsistent with the information in the RHP. Relevant changes will be reflected in the Prospectus as and when filed with the RoC, SEBI and the Stock Exchanges.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.

GLOBAL COORDINATORS AND BOOK RUNNING LEAD MANAGERS			BOOK RUNNING LEAD MANAGERS			
Kotak Mahindra Capital Company Limited 1 st Floor, 27 BKC, Plot No. 27, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051, Maharashtra, India. Tel: +91 22 4336 0000 E-mail: ABSLAMC.ipo@kotak.com Website: www.investmentbank.kotak.com Investor Grievance ID: kmccredresal@kotak.com Contact Person: Ganesh Rane SEBI Registration No.: INM000008704	BofA Securities India Limited Ground Floor, "A" Wing, One BKC, "G" Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051, Maharashtra, India Tel: +91 22 6632 8000 E-mail: dg.absl_ipo@bofa.com Website: www.ml-india.com Investor Grievance ID: dg.india_merchantbanking@bofa.com Contact Person: Abhay Agarwal SEBI Registration No.: INM000011625	Citigroup Global Markets India Private Limited 1202, First International Financial Center, Bandra Kurla Complex, Bandra (East), Mumbai - 400 098, Maharashtra, India Tel: +91 22 6175 9999 E-mail: absl.amc.ipo@citi.com Website: www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm Investor Grievance ID: investors.cgmib@citi.com Contact Person: Siddharth Sharma SEBI Registration No: INM000010718	Axis Capital Limited 1 st floor, Axis House, C-2 Wadia International Centre, P.B. Marg, Worli, Mumbai - 400 025, Maharashtra, India Tel: +91 22 4325 2183 E-mail: absl.ipo@axiscap.in Website: www.axiscapital.co.in Investor Grievance ID: complaints@axiscap.in Contact Person: Simran Gadh SEBI Registration Number: INM000012029	HDFC Bank Limited Investment Banking Group, Unit No. 401 & 402, 4 th Floor, Tower B, Peninsula Business Park, Lower Parel, Mumbai - 400 013, Maharashtra, India. Tel: +91 22 3395 8233 E-mail: abslamc.ipo@hdfcbank.com Website: www.hdfcbank.com Investor Grievance ID: investor.redressal@hdfcbank.com Contact Person: Harsh Thakkar / Ravi Sharma SEBI Registration No.: INM000011252	ICICI Securities Limited ICICI Venture House, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025 Tel: (91 22) 6807 7100 E-mail: abslamc.ipo@icicisecurities.com Website: www.icicisecurities.com Investor Grievance ID: customercare@icicisecurities.com Contact Person: Vaibhav Saboo/ Nidhi Wangnoo SEBI Registration Number: INM000011179	IIFL Securities Limited 10 th Floor, IIFL Centre, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400 013, Maharashtra, India Tel: +91 22 4646 4600 E-mail: absl.amc.ipo@iiflcap.com Website: www.iiflcap.com Investor Grievance E-mail: ig.ib@iiflcap.com Contact Person: Ujjwal Kumar / Harshvardhan Jain SEBI Registration No: INM000010940
BOOK RUNNING LEAD MANAGERS			REGISTRAR TO THE OFFER			
JM Financial Limited 7 th Floor, Energy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400025, Maharashtra, India Tel: +91 22 6630 3030 E-mail: absl.ipo@jmf.com Website: www.jmf.com Investor Grievance E-mail: grievance.lbd@jmf.com Contact Person: Prachee Dhuri SEBI Registration No.: INM000010361	Motilal Oswal Investment Advisors Limited Motilal Oswal Tower, Rahimullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai - 400 025, Maharashtra, India. Tel: +91 22 7193 4380 E-mail: abslamc.ipo@motilaloswal.com Website: www.motilaloswalgroup.com Investor Grievance E-mail: moaipredressal@motilaloswal.com Contact Person: Subodh Malviya SEBI Registration No.: INM000011005	SBI Capital Markets Limited 202, Maker Tower 'E', Cufie Parade, Mumbai - 400 005, Maharashtra, India Tel: +91 22 2217 8300 E-mail: absl.ipo@sbicaps.com Website: www.sbicaps.com Investor Grievance ID: investor.relations@sbicaps.com Contact Person: Sambit Rath/ Janardhan Wagle SEBI Registration No: INM000003531	YES Securities (India) Limited 2 nd Floor, YES Bank House, Off Western Express Highway, Santacruz East, Mumbai - 400 055, Maharashtra, India Tel: +91 22 6507 8131 E-mail: abslamc.ipo@yesil.in Website: www.yesinvest.in Investor Grievance E-mail: igc@yesil.in Contact Person: Sachin Kapoor/Lalit Phatak SEBI Registration No.: INM000012227	KFin Technologies Private Limited (formerly known as Karvy Fintech Private Limited) Selenium, Tower B, Plot No. - 31 and 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy - 500 032, Telangana, India Tel: +91 40 6716 2222; Toll free number: 18003094001 E-mail: absl.ipo@kfintech.com Website: www.kfintech.com Investor Grievance ID: einward.ris@kfintech.com Contact Person: M Murali Krishna SEBI Registration Number: INFR000000221		

[#]In compliance with the proviso to Regulation 21A of the SEBI Merchant Banker Regulations and Regulation 23(3) of the SEBI ICDR Regulations, ICICI Securities Limited will be involved only in marketing of the Offer. ICICI Securities has signed the due diligence certificate and has been disclosed as a BRLM for the Offer.

AVAILABILITY OF THE RHP: Investors are advised to refer to the RHP and the Risk Factors, contained therein before applying in the Offer. Full copy of the RHP is available on website of SEBI at www.sebi.gov.in and on the websites of the GCBRLMs, i.e. Kotak Mahindra Capital Company Limited, BofA Securities India Limited and Citigroup Global Markets India Private Limited at www.investmentbank.kotak.com, www.ml-india.com and www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm, respectively and the websites of the BRLMs, i.e. Axis Capital Limited, HDFC Bank Limited, ICICI Securities Limited, IIFL Securities Limited, JM Financial Limited, Motilal Oswal Investment Advisors Limited, SBI Capital Markets Limited and YES Securities (India) Limited at www.axiscapital.co.in, www.hdfcbank.com, www.icicisecurities.com, www.iiflcap.com, www.jmf.com, www.motilaloswalgroup.com, www.sbicaps.com and www.yesinvest.in, respectively and on the websites of BSE and NSE at www.bseindia.com and www.nseindia.com, respectively.

AVAILABILITY OF BID CUM APPLICATION FORMS: Bid cum Application Forms can be obtained from the Registered Office of Aditya Birla Sun Life AMC Limited, Telephone: +91 22 4356 8008; GCBRLMs: Kotak Mahindra Capital Company Limited, Tel: +91 22 4336 0000; BofA Securities India Limited, Tel: +91 22 6632 8000; Citigroup Global Markets India Private Limited, Tel: +91 22 6175 9999; and BRLMs: Axis Capital Limited, Tel: +91 22 4325 2183; ICICI Securities Limited, Tel: +91 22 2288 2460; IIFL Securities Limited, Tel: +91 22 4646 4600; JM Financial Limited, Tel: +91 22 6630 3030; Motilal Oswal Investment Advisors Limited, Tel: +91 22 7193 4380; SBI Capital Markets Limited, Tel: +91 22 2217 8300; YES Securities (India) Limited, Tel: +91 22 6507 8131 and Syndicate Members: HDFC Securities Limited, Tel: +91 22 3075 3400; Kotak Securities Limited, Tel: +91 22 6218 5470; Motilal Oswal Financial Services Limited, Tel: +91 22 193 4200 / +91 22 7193 4263; JM Financial Services Limited, Tel: +91 22 6136 3400; SBICAP Securities Limited, Tel: +91 22 4227 3300 and Investec Capital Services (India) Private Limited, Tel: +91 22 6849 7400 at the select locations of the Sub-syndicate Members (as given below), SCSBs, Registered Brokers, RTAs and CDPs participating in the Offer. ASBA Forms will also be available on the websites of BSE and NSE and the Designated Branches of SCSBs, the list of which is available at websites of the Stock Exchanges and SEBI.

Sub-Syndicate Members: Alankit Assignments Ltd., Almond Global Securities Ltd., Ambit Securities Ltd., Amrapali Capital & Finance Services Ltd., Anand Rathi Share & Stock Brokers Ltd., ANS Pvt. Ltd., Ashika Stock Broking Ltd., Ashwani Dandia & Co., Asit C Mehta Investment Intermediates Ltd., Axis Securities Ltd., Bansal Investment, Bonanza Portfolio Ltd., Centrum Broking Ltd., Centrum Wealth Management Ltd., Choice Equity Broking Private Ltd., Dalal & Broacha Stock Broking Pvt. Ltd., DB(International) Stock Brokers Ltd., Edelweiss Broking Ltd., Equiras Capital Pvt. Ltd., Eureka Stock & Share Broking Services Ltd., Finwizard Technology Pvt. Ltd., G Raj & Co. (Consultants) Ltd., Globe Capital Market Ltd., Hem Securities Ltd., ICICI Securities Ltd., IDBI Capital Markets & Securities Ltd., IIFL Securities Ltd., Jhaveri Securities, JM Financial Services Limited, Jobanputra Fiscal Services Pvt. Ltd., Kalpataru Multiplier Ltd., Kantilal Chhaganlal Sec Pvt. Ltd., Keynote Capitals Pvt. Ltd., KJMC Capital Market Services Ltd., KNA Share Brokers Pvt. Ltd., Laxmishree Investment & Securities Pvt. Ltd., LXP Securities Ltd., Inventure Growth & Securities Ltd., Manwadi Shares & Finance, Mehta Equities Ltd., Motilal Oswal Financial Services Ltd., Nirmal Bang Securities Pvt. Ltd., O J Financial Services Ltd., Panthomath Capital, Patel Wealth Advisors Pvt. Ltd., Prabhudas Lilladhar Pvt. Ltd., Pravin Ratilal Share & Stock Brokers Ltd., PRL Stock & Share Brokers Pvt. Ltd., Religare Securities, RR Equity Brokers Pvt. Ltd., Sharekhan Ltd., SMC Global Securities Ltd., SS Corporate Services Pvt. Ltd., Steel City Securities Ltd., Sushil Financial Services Pvt. Ltd., Systematix Shares and Stocks (India) Ltd., Tanna Financial Services, Trade Bulls Securities (P) Ltd., Viren M. Shah and Zerodha.

Escrow Collection Bank: Axis Bank Limited | **Refund Bank:** State Bank of India | **Public Offer Bank and Sponsor Bank:** HDFC Bank Limited

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP.

For Aditya Birla Sun Life AMC Limited
On behalf of the Board of Directors

Sd/-
**Head - Compliance, Legal and Secretarial,
Company Secretary and Compliance Officer**

Place: Mumbai
Date: September 30, 2021

Aditya Birla Sun Life AMC Limited is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its Equity Shares and has filed the RHP with the RoC on September 22, 2021. The RHP is available on the website of SEBI at www.sebi.gov.in, websites of the Stock Exchanges i.e. BSE and NSE at www.bseindia.com and www.nseindia.com, respectively, and on the websites of the GCBRLMs, i.e. Kotak Mahindra Capital Company Limited, BofA Securities India Limited and Citigroup Global Markets India Private Limited at www.investmentbank.kotak.com, www.ml-india.com and www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm, respectively and the websites of the BRLMs, i.e. Axis Capital Limited, HDFC Bank Limited, ICICI Securities Limited, IIFL Securities Limited, JM Financial Limited, Motilal Oswal Investment Advisors Limited, SBI Capital Markets Limited and YES Securities (India) Limited at www.axiscapital.co.in, www.hdfcbank.com, www.icicisecurities.com, www.iiflcap.com, www.jmf.com, www.motilaloswalgroup.com, www.sbicaps.com and www.yesinvest.in, respectively. Bidders should note that investment in equity shares involves a high degree of risk and for details relating to the same, please see the section "Risk Factors" beginning on page 25 of the RHP. Potential Bidders should not rely on the DRHP for making any investment decision.

The Equity Shares offered in the Offer have not been and will not be registered under the U.S. Securities Act of 1933, as amended ("U.S. Securities Act"), or any state law of the United States and, unless so registered, may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, the Equity Shares are being offered and sold (i) within the United States only to persons reasonably believed to be "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) under Section 4(a) of the U.S. Securities Act, and (ii) outside the United States in offshore transactions as defined in and in compliance with Regulation S under the U.S. Securities Act and the applicable laws of the jurisdiction where those offers and sales are made. There will be no public offering of the Equity Shares in the United States.