

CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED

Registered Office: "Chola Crest", C54 - C55, & Super B-4, Thiru-Vi-Ka Industrial Estate, Guindy,
Chennai – 600032

CIN: L65993TN1978PLC007576;

Website: www.cholamandalam.com; E-mail ID: CholaCCD@chola.murugappa.com

NOTICE TO HOLDERS OF COMPULSORILY CONVERTIBLE DEBENTURES (CCD)

Dear CCD Holder,

Sub: Intimation regarding the conversion of compulsorily convertible debentures of face value of Rs. 1,00,000 each (Rupees One Lakh only) ("CCDs") by Cholamandalam Investment and Finance Company Limited (the "Company")

In accordance with the terms of the Placement Document dated September 28, 2023 (the "**Placement Document**") issued under the provisions of Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "**SEBI ICDR Regulations**"), and Sections 42 and 62(1)(c) of the Companies Act, 2013, including the rules made thereunder, we hereby inform you that:

- a) You are entitled to convert the CCD into equity shares on or after September 30, 2025 ("**Entitlement Date**"). Conversion may be applied within the first seven (7) calendar days after the Entitlement Date or within seven (7) calendar days after the end of each calendar quarter, except the last quarter before the maturity date i.e., September 30, 2026 (the "**Maturity Date**").
- b) You may elect to convert all CCDs or part thereof.
- c) In the event the CCD holder exercises its right to convert the CCD, then any interest accrued but unpaid will be paid within the stipulated time as prescribed in the Placement Document.
- d) Each CCD of the face value of Rs. 1,00,000/- (Rupees One Lakh only) outstanding on the Maturity Date will be automatically and compulsorily converted into such number of equity shares fully paid up of face value Rs. 2/- (Rupees Two only) each, without any application or further action on the part of the CCD holder at the Maturity Date.
- e) In terms of the Regulation 176 of SEBI ICDR Regulations and the Placement Document, each CCD shall be converted into such number of equity shares based on the conversion price arrived as per the formula stated in the Placement Document.
- f) The Company shall convert the CCDs by allotment of equity shares and credit the equity shares to in dematerialised form to the respective demat accounts of the CCD holder. The Company shall also take necessary steps to enable listing and trading of the converted equity shares on the stock exchanges. The equity shares issued pursuant to conversion of the CCDs shall rank *pari passu* with the existing equity shares of the Company in all respects from the date of allotment of equity shares pursuant to such conversion, including as to dividend and voting rights and shall be subject to the memorandum of association and the articles of association of the Company.
- g) The fractional amount after conversion of CCDs tendered for conversion by the CCD holder shall be paid in cash to the CCD holders within the prescribed time stipulated in the Placement Document.

- h) The Conversion ratio as determined by the Company in terms of the Placement Document, shall be binding and final.

Note: Only such CCD holders who hold CCDs as on the Entitlement Date or at the end of last completed calendar quarter after Entitlement Date shall be considered eligible to give a Conversion Notice.

Procedure for Conversion:

CCD holders intending to exercise their conversion are requested to follow the procedure outlined below:

- Duly signed application form, in the format enclosed.
- A certified true copy of the relevant corporate authorisations authorising the representative to sign on behalf of the corporate CCD holder;
- Certificate of Incorporation and Certificate of Commencement of business, if any, of the CCD holder;
- Copy of Permanent Account Number of the CCD holder, duly attested by the authorised signatory of the CCD holder;

Demat and Bank details:

If the CCD holder wishes the equity shares to be credited to a demat account different from the one in which the CCDs were held, a copy of the Client Master List, duly attested by the Depository Participant must be provided.

If the fractional amount is to be credited to a bank account other than the one registered with the Depository, a copy of the bank statement attested by the banker or a confirmation from the bank must be submitted.

The aforementioned documents may be submitted to the Company through electronic mode to CholaCCD@chola.murugappa.com and physical copies of the same to the Company's Registered Office. The Company shall, on receipt of the requisite documents, verify and validate the same. On being satisfied, the Company will initiate the necessary steps for conversion of CCDs into equity shares.

For any clarifications or assistance, please contact the Company at:

Cholamandalam Investment and Finance Company Limited
Chola Crest", C54 - C55, & Super B-4, Thiru-Vi-Ka Industrial Estate, Guindy, Chennai – 600032
Contact: CholaCCD@chola.murugappa.com

Thank you for your continued support.

For Cholamandalam Investment and Finance Company Limited

P Sujatha
Company Secretary

September 19, 2025
Chennai