



**GRUH
FINANCE
LIMITED**

We help you build homes

SEC: 2019:

April 16, 2019

The BSE Limited
Phiroze Jeejeebhoy Towers,
26th Floor, Dalal Street
Mumbai – 400 001
BSE Code No: 511288

National Stock Exchange of India Ltd.
"Exchange Plaza",
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051
Symbol: GRUH

Kind Attn: Sr. General Manager
DCS – Listing Department

Kind Attn: Head – Listing

Dear Sir,

Sub: Update – Scheme of Amalgamation

Reg: Receipt of approval from the Competition Commission of India ("CCI") for the scheme of amalgamation contemplating the amalgamation of GRUH Finance Limited ("Company") into and with Bandhan Bank Limited ("Bandhan")

This is further to our communication dated January 7, 2019 wherein we had informed National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) (together referred to as the "Stock Exchanges") that the board of directors of the Company, at its meeting held on January 7, 2019, approved the scheme of amalgamation between the Company and Bandhan ("Scheme") under sections 230 to 232 and other applicable provisions of the Companies Act, 2013, Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and other rules and regulations framed thereunder, which, *inter alia*, envisages amalgamation of the Company into and with Bandhan and dissolution of the Company without being wound up, subject to requisite approvals, permissions and sanctions of regulatory and other authorities.

We further wish to draw your attention to our communication dated March 15, 2019 wherein we had informed the Stock Exchanges about the receipt of approval from the National Housing Bank by the Company and the receipt of approval from the Reserve Bank of India by Bandhan, in relation to the said Scheme; and our communication dated April 3, 2019 wherein we had informed the Stock Exchanges about the receipt of the observation letters from the Stock Exchanges giving their "No Objection" in terms of regulation 94 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enabling the Company to file the draft Scheme with the National Company Law Tribunal.

In this connection, we wish to inform you that CCI has, *vide* its letter dated April 15, 2019, informed us that at its meeting held on April 15, 2019, CCI has considered and approved the proposed combination (bearing Registration No. C-2019/03/651) under sub-section (1) of section 31 of the Competition Act, 2002 and that the order of CCI in this regard will follow.

The Scheme remains subject to receipt of applicable approvals as identified in the draft Scheme, including sanction by the Ahmedabad bench of the National Company Law Tribunal.

This is for your kind information and record.

Yours sincerely

For GRUH FINANCE LIMITED

MARCUS LOBO

Company Secretary

A subsidiary of HDFC Ltd

Registered Office: "GRUH", Netaji Marg, Near Mithakhali Six Roads, Ellisbridge, Ahmedabad-380 006.

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CIN : L65923GJ1986PLC008809 - Website : www.gruh.com