

August 07, 2024

To,
**Department of Corporate Relationship
BSE Ltd.**
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001.
Scrip Code: 539177

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400051
NSE Symbol – AIIIL

The Calcutta Stock Exchange Limited
7, Lyons Range, Murgighata, Dalhousie,
Kolkata, West Bengal - 700 001.
Scrip Code: 011262

Sub: Outcome of the Board Meeting held on August 07, 2024

Dear Sir / Madam,

In terms of Regulations 30 and 33 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Board of Directors of the Company at its meeting held today i.e. on August 07, 2024 has *inter alia* considered and approved the following matters:

1) Appointment of Mr. Divy Dangi (DIN: 08323807) as the Whole-Time Director of the Company and payment of remuneration to him subject to approval of shareholders of the Company:

The Board of Directors subject to approval of shareholders of the Company has appointed Mr. Divy Dangi (DIN: 08323807) as the Whole-Time Director of the Company for a period of 5 years with effect from August 07, 2024, on such remuneration and on such terms and conditions as decided by the Board.

2) Unaudited Financial Results:

Unaudited Financial Results (Standalone and Consolidated) of the Company for the quarter ended on June 30, 2024 and Limited Review Report in respect of said Financial Results have been approved and enclosed herewith as Annexure I.

3) Voluntary Delisting of equity shares of the Company from Calcutta Stock Exchange Limited:

The Board of Directors subject to such approvals, permissions and sanctions, as may be necessary has approved to voluntary delist the equity shares of the Company from Calcutta Stock Exchange Limited.

Registered Office : 707, Raheja Centre, Free Press Journal Road, Nariman Point, Mumbai - 400 021.

Ph.: (022) 6747 2117 ♦ E-mail: info@authum.com ♦ Website : www.authum.com

Corporate Office: The Ruby, 11th Floor, North- West Wing, Plot No. 29, Senapati Bapat Marg, Dadar (West), Mumbai – 400 028.

T +91 22 6838 8100 ♦ Customer Service: T +91 22 4741 5800 ♦ E-mail: customercare@reliancecommercialfinance.com

4) **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information:**

Pursuant to Regulation 8 of SEBI (Prohibition of Insider Trading) Regulations, 2015, the Board of Directors has adopted the amended Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (“Code”). The amended Code is enclosed as Annexure II.

5) **Non-raising of Funds by way of QIP, Preferential allotment, etc.:**

The Board of Directors has decided not to go ahead with raising of funds by way of QIP, Preferential allotment, etc. at present. Further, the Board shall raise funds as and when required.

6) **Resignation of Mr. Vimal Ajmera (DIN: 07011895) from the Board of Directors:**

The Board took note of the resignation of Mr. Vimal Ajmera (DIN: 07011895) from the Independent Directorship of the Company from close of business hours on August 07, 2024 due to personal reasons.

Details as requested under Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, as amended from time to time is enclosed herewith as Annexure III.

The Board Meeting commenced at 5:30 p.m. and concluded at 7:10 p.m.

Kindly take the same on record and acknowledge the receipt of the same.

Thanking you,
For **Authum Investment & Infrastructure Limited**

Amit Dangi
Whole Time Director
DIN: 06527044

Encl: As above.



H. R. AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS

219-C, Old China Bazar Street
1st Floor, Room No.B-6
KOLKATA - 700 001
Tele : (033) 2248-6561
e-mail : gk.sons@hotmail.com

Independent Auditor's Review Report on Quarterly Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

**Review Report to
To the Board of Directors
Authum Investment & Infrastructure Limited**

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of Authum Investment & Infrastructure Limited ("the Parent") and its subsidiary (the Parent and its subsidiary together referred to as "the Group") which includes its share of the net profit after tax and total comprehensive income of its associates for the quarter ended June 30, 2024 (the "Statement") attached herewith, being submitted by the Parent pursuant to the requirements of Regulation 33 and 52 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of Parent's personnel responsible for financial and accounting matters, and applying analytical



and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD/44/2019 dated March 29, 2019 issued by the SEBI under Regulation 33(8) of the Listing Regulations, to the extent applicable.

4. The Statement includes the results of the following Entities:

Sr. No.	Name of Entity	Relationship
1.	Authum Investment & Infrastructure Limited	Holding Company
2.	Reliance Commercial Finance Limited	Subsidiary
3.	Authum Asset Management Company Private Limited	Associate

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Other Matter

6. We did not review the interim financial results of a subsidiary included in the consolidated unaudited financial results, whose interim financial results reflect total revenues of Rs. 5.48 Crores, total net profit after tax of Rs. 3.88 Crores and total comprehensive income of Rs. 3.88 Crores, for the quarter ended June 30, 2024, as considered in the consolidated unaudited financial results. These interim financial results have been reviewed by other auditors



whose reports have been furnished to us by the Parent's Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of a subsidiary is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

7. In respect of an associate, as per Parent's Management, there is no transaction in the associate's books of account for the quarter ended June 30, 2024, and accordingly, no profit or loss is included in the consolidated unaudited financial results. According to the information and explanations given to us by the parent's management, these interim financial results are not material to the group.

Our opinion is not modified in respect of above matter.

For H.R. AGARWAL & ASSOCIATES
Chartered Accountants
Firm Reg. No. : 323029E

Sagarwal

(CA SHYAM SUNDAR AGARWAL)
Partner
Membership No. 060033
UDIN : 24060033BKDKGT3858



Place: Mumbai

Date: August 7, 2024

Aauthum Investment & Infrastructure Limited

CIN No.: L51109MH1982PLC319008, Website: www.authum.com, Email: info@authum.com, Ph: 022-67472117

Registered Office : 707, Raheja Centre, Free Press Journal Marg, Nariman Point, Mumbai - 400021.

Corporate Office : The Ruby, 11th Floor, North-West Wing, Plot 29, Senapati Bapat Marg, Dadar (W), Mumbai - 400028.

Statement of Unaudited Consolidated Financial Results for the Quarter and Period Ended June 30, 2024

Sr. No.	Particulars	Quarter Ended			Year Ended
		30.06.2024	31.03.2024	30.06.2023	31.03.2024
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Income :				
	Revenue from operations	1,416.94	1,338.56	194.76	4,376.46
	Other Income	1.72	18.34	3.02	24.43
	Total Income	1,418.65	1,356.90	197.78	4,400.89
2	Expenses :				
	(i) Finance Costs	9.76	(36.70)	21.08	65.22
	(ii) Fees and commission expense	0.52	0.83	2.21	7.60
	(iii) Impairment on financial instruments	103.38	-	-	-
	(iv) Employee Benefits Expenses	15.28	18.29	7.04	42.27
	(v) Depreciation, Amortization and Impairment	1.31	2.00	2.06	8.16
	(vi) Others Expenses	42.77	34.58	35.19	109.66
	Total Expenses	173.02	19.01	67.58	232.91
3	Profit / (Loss) before exceptional items and tax (1-2)	1,245.63	1,337.89	130.20	4,167.97
4	Exceptional items	-	-	57.59	57.59
5	Profit/(Loss) before tax (3-4)	1,245.63	1,337.89	187.79	4,225.56
6	Tax Expense	149.00	(199.22)	(18.75)	(59.27)
7	Profit / (Loss) for the period before share of profit of Associates and Non Controlling Interest (5-6)	1,096.63	1,537.12	206.54	4,284.83
8	Non Controlling Interest	-	-	-	-
9	Share of loss of Associates	-	-	(11.90)	-
10	Profit/(Loss) for the period (7+8+9)	1,096.63	1,537.12	194.63	4,284.83
11	Other Comprehensive Income				
	(i) Items that will be reclassified subsequently to P&L	-	-	-	-
	(ii) Items that will not be reclassified subsequently to P&L				
	- Gain / (Loss) on fair value of Equity Instruments	(564.85)	256.13	665.23	1,909.96
	- Remeasurement gain/(loss) on defined benefit plan	(0.20)	(0.08)	(0.01)	0.20
	- Capital Reserve	-	-	-	-
	- Income tax relating to items that will not be reclassified to profit o	84.76	(28.17)	(5.24)	(60.14)
12	Total Comprehensive Income for the period (10+11) (Comprising Profit (Loss) and other Comprehensive Income for the	616.34	1,765.00	854.61	6,134.84
13	Paid up Equity Share Capital (face value of share Rs.1/-each)	16.98	16.98	16.98	16.98
14	Earnings per equity share (for continuing operations)				
	Basic (Rs.)	64.57	90.50	11.46	252.28
	Diluted (Rs.)	64.57	90.50	11.46	252.28

Notes :-

- 1 The above unaudited consolidated financial results for the quarter and period ended on 30.06.2024 were approved and taken on record in the Board meeting held on 07th August,2024 after being reviewed and recommended by the Audit Committee on the same date, and subjected to limited review by the statutory auditor.
- 2 The unaudited Consolidated Financial Results of Authum Investment & Infrastructure Limited ('the Parent') and its subsidiary (the Parent and its subsidiary together referred to as 'the Group'), for the quarter and period ended June 30, 2024 have been prepared in accordance with recognition and measurement principles laid down in Indian Accounting Standard 34 - interim Financial Reporting as prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and the other accounting principles generally accepted in India and in compliance with Regulation 33 of Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('the Listing Regulations').
- 3 The Group has applied its significant accounting policies in the preparation of this Statement consistent with those followed in the annual financial statements for the year ended March 31, 2024.
- 4 The Statement includes the results of the following Entities:

Name of the Entity	Relationship
Authum Investment and Infrastructure Ltd.	Parent Company
Reliance Commercial Finance Ltd. ("RCFL")	Subsidiary
Authum Asset Management Company Pvt. Ltd.	Subsidiary
- 5 As per Ind AS 109, Gains and losses arising on the revaluation of equity financial instruments measured at fair value through other comprehensive income and financial instruments held for trading measured at fair value through profit & loss account.
- 6 The company has sold 100% equity shares of wholly owned subsidiary namely M/s Authum Real Estate Private Limited ("AREPL") on 31st May, 2024 and pursuant to the AREPL ceases to be a wholly owned subsidiary of the company w.e.f. 31st May, 2024.
- 7 Scheme of arrangement between Company and Reliance Commercial Finance Limited ("RCFL") and their respective shareholders and creditors has been approved by Honourable National Company Law Tribunal (NCLT), Mumbai Bench vide Order dated 10th May 2024. The certified copy of the said Order was filed with Registrar of Companies and the effective date of the Scheme of arrangement is 21st May 2024 and the Appointed Date of the Scheme of arrangement is 1st October 2023. Pursuant to Scheme the entire Lending Business (Demerged Undertaking) of the RCFL (comprising all assets, liabilities, licences, rights, employees etc.) has been transferred to the Company with effect from the Appointed Date as going concern in the manner and terms and conditions as contemplated in the Scheme.
- 8 The figures for the quarter ended 30th June, 2023 are not comparable with the current quarter ended 30th June, 2024 as those were prior to scheme of arrangement for demerger as aforesaid above.
- 9 The Ministry of Corporate Affairs (MCA), vide its notification dated October 11, 2018 added Division III of Schedule III, which provides the format for financial statements of Non-Banking Financial Companies, as defined in the Companies (Indian Accounting Standards) (Amendments) Rules 2016. These Financial Results have been prepared in accordance with the same.

By Order of the Board
For Authum Investment & Infrastructure Limited





Amit Dangi
Whole Time Director
DIN: 06527044

Date: 07th August,2024
Place: Mumbai



H. R. AGARWAL & ASSOCIATES
CHARTERED ACCOUNTANTS

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1st Floor, Room No.B-6
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Tele : (033) 2248-6561
e-mail : gk.sons@hotmail.com

Independent Auditor's Review Report on Quarterly Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

**Review Report to
The Board of Directors
Authum Investment & Infrastructure Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of **AUTHUM INVESTMENT & INFRASTRUCTURE LIMITED** ("the Company"), for the quarter ended June 30, 2024 ("the Statement"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").
2. The Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the accounting principles laid down in Indian Accounting Standard 34, Interim Financial Reporting ('Ind AS 34'), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, 'Review of Interim Financial Information performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with the accounting principles laid down in Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the



information required to be disclosed in terms of Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Other Matter

5. Attention is drawn to fact that the Hon'ble National Company Law Tribunal, Mumbai Bench ("NCLT"), has approved the Scheme of Arrangement for demerger of the lending business of Reliance Commercial Finance Limited to Authum Investment & Infrastructure Limited vide its order dated May 10, 2024. Accordingly, accounting for the transaction of the Demerged Undertaking from the period 1st April 2024 to 30th June 2024 has been done in the books of the accounts of the Reliance Commercial Finance Limited. Accordingly, the unaudited financial results include the unaudited financial results of Demerged Undertaking which have been reviewed by existing statutory auditor of Reliance Commercial Finance Limited.

Our opinion is not modified in respect of above matter.

For H.R. AGARWAL & ASSOCIATES
Chartered Accountants
Firm Reg. No. : 323029E

Agarwal.

(CA SHYAM SUNDAR AGARWAL)
Partner
Membership No. 060033
UDIN : 24060033BKDKGS9420



Place: Mumbai
Date: August 7, 2024

Authum Investment & Infrastructure Limited

CIN No.: L51109MH1982PLC319008, Website: www.authum.com, Email: info@authum.com, Ph: 022-67472117

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Corporate Office : The Ruby, 11th Floor, North-West Wing, Plot 29, Senapati Bapat Marg, Dadar (W), Mumbai - 400028.

Statement of Unaudited Standalone Financial Results for the Quarter and Period Ended June 30, 2024

(Rs. In Crores)

Sr. No.	Particulars	Quarter Ended			Year Ended
		30.06.2024 (Unaudited)	31.03.2024 (Audited)	30.06.2023 (Unaudited)	31.03.2024 (Audited)
1	Income :				
	Revenue from operations	1,412.36	886.01	61.06	2,412.01
	Other Income	0.97	17.10	1.40	21.08
	Total Income	1,413.33	903.11	62.46	2,433.09
2	Expenses :				
	(i) Finance Costs	8.29	(0.32)	19.16	65.02
	(ii) Fees and commission expenses	0.52	0.83	-	2.17
	(iii) Impairment on financial instruments	103.38	(452.72)	-	(652.57)
	(iv) Employee Benefits Expenses	14.53	17.15	0.60	26.03
	(v) Depreciation, Amortization and Impairment	3.41	0.56	0.39	1.92
	(vi) Others Expenses	41.45	38.08	2.92	67.25
	Total Expenses	171.59	(396.41)	23.06	(490.18)
3	Profit / (Loss) before exceptional items and tax (1-2)	1,241.75	1,299.52	39.39	2,923.27
4	Exceptional items	-	-	-	-
5	Profit/(Loss) before tax (3-4)	1,241.75	1,299.52	39.39	2,923.27
6	Tax Expense	149.00	(198.81)	6.80	(0.41)
7	Profit / (Loss) for the period from continuing operations(5-6)	1,092.75	1,498.33	32.59	2,923.68
8	Profit/(Loss) from discontinued operations	-	-	-	-
9	Tax Expense of discontinued operations	-	-	-	-
10	Profit / (Loss) from discontinued operations (After tax) (8-9)	-	-	-	-
11	Profit/(Loss) for the period (7-10)	1,092.75	1,498.33	32.59	2,923.68
12	Other Comprehensive Income				
	(i) Items that will be reclassified subsequently to P&L	-	-	-	-
	(ii) Items that will not be reclassified subsequently to P&L				
	- Gain / (Loss) on fair value of Equity Instruments	(480.29)	198.05	619.37	1,850.09
13	Total Comprehensive Income for the period (11+12) (Comprising Profit (Loss) and other Comprehensive Income for the period)	612.46	1,696.39	651.97	4,773.76
14	Paid up Equity Share Capital (face value of share Rs.1/-each)	16.98	16.98	16.98	16.98
15	Earnings per equity share (for continuing operations)				
	Basic (Rs.)	64.34	88.22	1.92	172.14
	Diluted (Rs.)	64.34	88.22	1.92	172.14



Notes :-

- 1 The above Unaudited standalone financial results for the quarter and period ended on 30.06.2024 were approved and taken on record in the Board meeting held on 07th August, 2024 after being reviewed and recommended by the Audit Committee on the same date, and subjected to limited review by the statutory auditor.
- 2 The unaudited financial results of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under Section 133 of the Companies Act 2013 ("the Act") read with the Companies (Indian Accounting Standards) Rules 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and other accounting principles generally accepted in India.
- 3 As per Ind AS 109, Gains and losses arising on the revaluation of equity financial instruments measured at fair value through other comprehensive income and financial instruments held for trading measured at fair value through profit & loss account.
- 4 The Ministry of Corporate Affairs (MCA), vide its notification dated October 11, 2018 added Divison III of Schedule III, which provides the format for financial statements of Non-Banking Financial Companies, as defined in the Companies (Indian Accounting Standards) (Amendments) Rules 2016. These Financial Results have been prepared in accordance with the same.
- 5 Scheme of arrangement between the Company and Reliance Commercial Finance Limited ("RCFL or Demerged company") and their respective shareholders and creditors has been approved by Honourable National Company Law Tribunal (NCLT), Mumbai Bench vide Order dated 10th May 2024. The certified copy of the said Order was filed with Registrar of Companies and the effective date of the Scheme of arrangement is 21st May 2024 and the Appointed Date of the Scheme of arrangement is 1st October 2023. Pursuant to Scheme the entire Lending Business (Demerged Undertaking) of the RCFL (comprising all assets, liabilities, licences, rights, employees etc.) has been transferred to the Company with effect from the Appointed Date as going concern in the manner and terms and conditions as contemplated in the Scheme.
- 6 The figures for the quarter ended 30th June, 2023 are not comparable with the current quarter ended 30th June, 2024 as those were prior to scheme of arrangement for demerger as aforesaid above.
- 7 The Company is engaged primarily into the NBFC business activities (Investments / trading in shares & securities and lending). The Company has its operations within India and all revenue is generated within India. Income from Investment / trading in shares & securities are subject to market risks and the future profits/losses may fluctuate depending upon factors & forces affecting the securities market. Hence Quarter on Quarter results may not be comparable.
- 8 There were no investor complaint pending at the beginning of the current quarter and also no complaint was received during the quarter, hence there is no pending investor complaint for disposal at the end of the quarter.
- 9 Previous period figures have been regrouped/reclassified wherever necessary to conform to current period classification.

By Order of the Board
For Authum Investment & Infrastructure Limited



Amit Dangi
Whole Time Director
DIN: 06527044

Date: 07th August, 2024

Place: Mumbai



**CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF
UNPUBLISHED PRICE SENSITIVE INFORMATION**

[Pursuant to the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 2015]

1. BACKGROUND

In terms of the provisions of Securities and Exchange Board of India (Prohibition of Insider Trading Regulations), 2015, as amended from time to time (“**Regulations**”), Authum Investment and Infrastructure Limited (“the **Company**”) had adopted the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information. Pursuant to the requirements prescribed under Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulation, 2018, as amended, the revised Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (the “**Code**”) is being adopted by the Company which comes into effect from 1st April, 2019.

2. DEFINITION

For the purpose of this Code the following terms shall have the meanings assigned to them as hereunder:

- a. “**Board / Board of Directors**” shall mean the Board of Directors (including any Committee(s) thereof) of the Company constituted from time to time.
- b. “**Legitimate Purpose**” means and includes sharing of UPSI (as defined below) in the ordinary course of business by persons authorized to do so, provided that the intent not being to evade or circumvent the prohibitions under the Code and the applicable Regulations.
- c. “**Unpublished Price Sensitive Information**” or “**UPSI**” means any information, relating to the Company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of its securities.

The following information shall be deemed to be UPSI:

- i. financial results;
- ii. dividends;
- iii. change in capital structure of the Company except pursuant to share based employee benefits scheme/ plan of the Company;
- iv. mergers, de-mergers, de-listings;
- v. changes in Key Managerial Personnel(s) (“**KMPs**”); and
- vi. any other information based on its materiality.

Words and expressions used and not defined herein but defined under Regulations, as amended from time to time, shall have the same meaning ascribed thereunder.

3. PRINCIPLES AND PROCEDURE FOR FAIR DISCLOSURE OF UNPUBLISHED PRICE SENSITIVE INFORMATION

- a. No UPSI shall be shared with any person except for Legitimate Purpose.
- b. Disclosure/dissemination of any UPSI shall be done promptly either by
 - (i) the Chief Financial Officer (“CFO”) or the Compliance Officer in consultation with the Managing Director (“MD”) / Whole-Time Director (“WTD”) or Chief Executive Officer (“CEO”) and
 - (ii) MD/ WTD/ CEO
(hereinafter individually referred to as “**Authorized Person**”).
- c. CFO shall serve as a Chief Investor Relations Officer for the purpose of this Code.
- d. The Company shall promptly make public disclosure of UPSI that would impact price discovery, as soon as it has credible and concrete information, in order to make such information generally available. Such disclosures shall be subject to internal corporate approvals and made through the Authorised Person of the Company.
- e. The Authorised Person on behalf of the Company shall make uniform and universal dissemination / disclosure of UPSI to avoid selective disclosure.
- f. The Company shall develop best practices to make available transcripts or records of proceedings of meetings with analysts and other investor relations conferences, on website of the Company in accordance with the provisions of the applicable laws.
- g. The Company shall handle all UPSI on a need-to-know basis.
- h. In absence of the Authorized Person, any other person(s) as may be authorised by the MD/ WTD or CEO, shall discharge the duties of the Authorized Person.

4. PROCEDURE FOR RESPONDING TO ANY QUERIES/ REQUESTS FOR VERIFICATION OF MARKET RUMOURS BY STOCK EXCHANGE(S)

- 4.1. The Compliance Officer, in consultation with MD / WTD / CEO or in the absence of Compliance Officer, other Authorised Person, shall give an appropriate, fair and prompt response to the queries by regulatory authorities / stock exchange(s) related to news reports and requests for verification of market rumours.
- 4.2. As and when necessary, the Authorised Person shall make appropriate public announcements with respect to market rumours.

5. POLICY FOR DETERMINATION OF LEGITIMATE PURPOSE

In determining “**Legitimate Purpose**” for sharing of UPSI with any person, emphasis shall be given to the need for actions required in the ordinary course of business for the purposes of:

- i. performance of duties;
- ii. discharge of contractual obligations;
- iii. pursuance of envisaged corporate actions resulting to UPSI;
- iv. discharge of Regulatory/ Statutory Obligation;
- v. evaluation of business opportunities; and
- vi. other bonafide purposes on need basis.

Provided that the intent not being to evade or circumvent the prohibitions under the Company’s Code of Conduct for Regulating, Monitoring and Reporting of Trading by Designated Persons and the provisions of the Regulations.

6. REVIEW AND AMENDMENT

The Board of Directors of the Company shall review and make alterations to this Code as and when necessary, provided they are not inconsistent with the provisions of the applicable laws. In the event of any conflict between the provisions of this Code and the Regulations or any other statutory enactments or law (as amended from time to time), the applicable provisions of Regulations or such other statutory enactments or law, shall prevail over this Code and shall be construed accordingly.

Annexure III

The details required under Regulation 30 of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Particulars	Appointment	Resignation
Reason for Change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Mr. Divy Dangi (DIN: 08323807) as the Whole-Time Director of the Company for a period of 5 years w.e.f. August 07, 2024.	Resignation of Mr. Vimal Ajmera (DIN: 07011895) as the Independent Director of the Company w.e.f. close of business hours on August 07, 2024 due to personal reasons.
Date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-appointment	The Board of Directors at their meeting held today i.e. August 07, 2024 has approved the appointment of Mr. Divy Dangi (DIN: 08323807) as the Whole-Time Director of the Company for a period of 5 years	The Board of Directors at their meeting held today i.e. August 07, 2024 has noted the resignation of Mr. Vimal Ajmera (DIN: 07011895) as the Independent Director of the Company.
Brief Profile	Mr. Divy Dangi holds a degree from London Business School in Masters of Science in Management as well as a degree from North Western University in Bachelors of Science in Industrial Engineering. He has about 3 years of experience in the NBFC sector. He has major roles in performing fundamental analysis to determine favourable investment opportunities and minimize risk.	-
Disclosure of relationships between directors (in case of appointment of a director).	1. Mr. Divy Dangi is the son of Mr. Sanjay Dangi and Mrs. Alpana Dangi. 2. Mr. Divy Dangi is the first cousin of Mr. Amit Dangi.	-

August 07, 2024

To,
The Board of Directors,
Authum Investment & Infrastructure Limited
707, Raheja Centre, Free Press Journal Marg,
Nariman Point,
Mumbai - 400021

Sub: Resignation from the Board of Directors

Dear Sir,

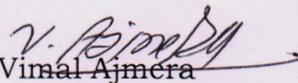
It has been my privilege to serve on the Board of Directors of the Company as an Independent Director.

Due to personal reasons, I hereby tender my resignation from the Independent Directorship of the Company w.e.f. on August 07, 2024.

Kindly accept this resignation letter as Independent Director of the Company including the board committees and relieve me from my duties. I confirm that there is no material reason for my resignation other than stated herein.

Further, I thank the board of directors for my association during my tenure as an Independent Director in the Company.

Thanking You,


Vimal Ajmera
DIN: 07011895