

AFFLE/SAST/2026-27

To

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001	National Stock Exchange of India Ltd Exchange Plaza, 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051
Scrip Code: 542752	Symbol: AFFLE

Sub: Disclosure under Regulation 31 (1) SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 - Revised

Dear Sir/ Madam,

Further to our intimation dated June 7, 2026, regarding Regulation 31(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the revised disclosure submitted by the Promoter and Promoter Group of Affle 3i Limited.

Thanking you,

Yours Faithfully,
For Affle 3i Limited
(Formerly known as Affle (India) Limited)

Parmita Choudhury
Company Secretary & Compliance Officer

Encl: As above

Affle 3i Limited

(Formerly known as Affle (India) Limited)

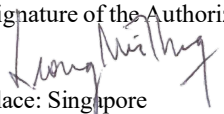
Regd. Office | A47 Lower Ground Floor, Hauz Khas, Off Amar Bhawan, New Delhi-110016

Communication Office | 8th floor, Unitech Commercial Tower - 2, Sector - 45, Gurugram - 122003, Haryana

(P) 0124-4598749 (W) www.affle.com; CIN: L65990DL1994PLC408172

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)							Affle 3i Limited						
Names of the Stock Exchanges where the shares of the target company are listed							National Stock Exchange of India Limited & BSE Limited						
Date of reporting							June 12, 2026						
Name of the promoter or PAC on whose shares encumbrance has been created/ released / invoked							AGPL Pte. Ltd. and Affle Holdings Pte. Ltd.						
Details of the creation/invocation/release of encumbrance:													
Name of the promoter(s) or PACs with him(**)	Promoter holding in the target company (1)			Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)						Post event holding of encumbered shares {creation (2)+(3)} / release [(2)- (3)] / invocation [(2)- (3)]}	
	No. of shares	% of total share capital	% w.r.t diluted share capital (*)	No. of shares	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ invocation / release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered	No. of shares	% of total share capital
AGPL Pte. Ltd.	20089555	14.27	14.27	Nil	Nil	Creation	05.06.2026	Non-disposal undertaking	20089555	14.27	1. Axis Trustee Services Limited (“Security Agent”) 2. Axis Trustee Services Limited, GIFT City branch (“Facility Agent”) (Please refer note 1 & 2	20089555	14.27

											given below)		
Affle Holdings Pte. Ltd.	57215465	40.64	40.64	Nil	Nil	Creation	05.06.2026	Non-disposal undertaking	57215465	40.64	1. Axis Trustee Services Limited ("Security Agent") 2. Axis Trustee Services Limited, GIFT City branch ("Facility Agent") (Please refer note 1 & 2 given below)	57215465	40.64
Anuj Khanna Sohum	160	0	0	Nil	Nil	-	-	-	-	-	-	-	-
AGPL Pte. Ltd. (5 shares held by Anuj Kumar and 15 shares held by Kapil Mohan Bhutani as Nominee shareholders of AGPL)	20	0	0	Nil	Nil	-	-	-	-	-	-	-	-
Signature of the Authorized Signatory:  Place: Singapore													

Format for disclosure of reasons for encumbrance

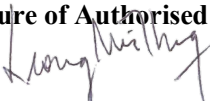
Name of listed company	Affle 3i Limited
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange of India Limited and BSE Limited
Name of the promoter(s) / PACs whose shares have been encumbered	1. Affle Holdings Pte. Ltd. 2. AGPL Pte. Ltd.
Total promoter shareholding in the listed Company	No. of shares – 77,305,180 (and 20 shares held by Nominee shareholders of AGPL) % of total share capital -54.91%
Encumbered shares as a % of promoter shareholding	100%
Whether encumbered share is 50% or more of promoter shareholding	YES / NO
Whether encumbered share is 20% or more of total share capital	YES / NO

Details of all the existing events/ agreements pertaining to encumbrance

Date of creation of Encumbrance	June 5, 2026	
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Non-disposal undertaking	
No. and % of shares encumbered	2,00,89,555 shares (14.27%) of AGPL Pte. Ltd. and 5,72,15,465 shares (40.64%) of Affle Holdings Pte. Ltd.	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	A facility agreement dated 5 June 2026 has been entered amongst (a) AGPL Pte. Ltd. ("Borrower"), (b) Affle Holdings Pte. Ltd. ("Guarantor") (c) Axis Trustee Services Limited, GIFT City branch ("Facility Agent"), (d) Axis Trustee Services Limited ("Security Agent") and (e) the original lenders mentioned thereunder. Encumbrance is created in favour of the following entities: 1. Axis Trustee Services Limited ("Security Agent") 2. Axis Trustee Services Limited, GIFT City branch ("Facility Agent")
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	YES/ NO
	Names of all other entities in the agreement	Listed company and its group companies (if any) 1. AGPL Pte. Ltd. ("Borrower")

		<p>2. Affle Holdings Pte. Ltd (“Guarantor”)</p> <p>Other entities</p> <ol style="list-style-type: none"> 1. Citibank N.A, Singapore Branch 2. Hong Kong & Shanghai Banking Corporation, Singapore 3. Axis Trustee Services Limited (“Security Agent”) 4. Axis Trustee Services Limited, GIFT City branch (“Facility Agent”) 5. Standard Chartered Bank (Singapore) Limited
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	<p>YES/ NO</p> <p>If yes,</p> <ol style="list-style-type: none"> 1. Name of the issuer 2. Details of the debt instrument 3. Whether the debt instrument is listed on stock exchanges? 4. Credit Rating of the debt instrument 5. ISIN of the instrument
Security Cover / Asset Cover	<p>Value of shares on the date of event / agreement (A)</p> <hr/> <p>Amount involved (against which shares have been encumbered) (B)</p> <hr/> <p>Ratio of A / B</p>	None
End use of money	<p>Borrowed amount to be utilized for what purpose –</p> <ol style="list-style-type: none"> (a) Personal use by promoters and PACs (b) For the benefit of listed company <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.</p> <ol style="list-style-type: none"> (a) Any other reason (please specify) 	<p>Borrowed amount USD 80 million with incremental facility upto USD 170 million</p> <ol style="list-style-type: none"> a) Buy back of shares at the Promoter Group from Non Promoter Shareholders. Repayment of loan at Promoter Group Company or Secondary Purchase of listed Company shares, maximum USD 70 million. b) Preferential issuance of capital instruments for minimum value of USD 90 million

Signature of Authorised Signatory:



Place: Singapore