

July 16, 2026

To,
The Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
Scrip code: 544603

To,
The Listing Department
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051
Symbol: GROWW

Dear Sir / Madam,

Subject: Clarification - Intimation of comments of the Board of Directors with respect to delay in filing of Related Party Transaction disclosure under Regulation 23(9) of SEBI Listing Regulations

With reference to our letter dated July 16, 2026, regarding the above subject, we wish to state that the referred penalty amounted to **Rs. 5,000/-**, levied by both the Exchange(s) under Regulation 23(9) of the SEBI Listing Regulations due to a one-day delay in filing the Disclosure of Related Party Transactions for the half-year ended March 31, 2026, with the Stock Exchange(s) in XBRL mode.

The disclosure was required to be filed on April 20, 2026, i.e., the date of declaration of the financial results for FY 2025–26. However, due to technical and system-related issues, the Company could not upload the XBRL file within the prescribed timeline. The file was subsequently uploaded on April 21, 2026.

As mentioned under the said letter issued by the exchange was placed before the Board on July 15, 2026, and Board took note of the said delay and advised to strengthen the internal process for timely filing.

The Company is committed to ensuring timely compliance with all applicable regulatory requirements and to making all filings within the prescribed timelines going forward.

Kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For Billionbrains Garage Ventures Limited

Roshan Dave
Company Secretary & Compliance Officer
M. No. - ACS 26472

Billionbrains Garage Ventures Limited (Formerly known as *Billionbrains Garage Ventures Private Limited*)

Registered Office:

Vaishnavi Tech Park, South Tower, 3rd Floor, Survey No.16/1 and 17/2, Ambalipura Village, Varthur Hobli, Bellandur, Bangalore, Bangalore South, Karnataka, India, 560103

National Stock Exchange of India

NSE/LIST-SOP/FINES/0717

June 30, 2026

To,
The Company Secretary
Billionbrains Garage Ventures Limited

Dear Sir/Madam,

Subject: Notice for non-compliance with Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Your attention is drawn towards SEBI Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 ("Master Circular") issued on July 11, 2023 and last updated on January 30, 2026, specifying Standard Operating Procedure for imposing fines and suspension of trading in case of non-compliance with the Listing Regulations. On verification of the Exchange records, it has been observed that your Company has not complied/delayed complied with Regulation 23(9) of Listing Regulation(s) for the half year ended March 31, 2026. The details of non-compliance(s)/delayed compliance(s), total fine payable by your Company and the particulars about manner in which fine should be remitted to the Exchange is enclosed as **Annexure**.

You are requested to inform the Promoters about identified non-compliance/delayed compliance and to ensure compliance with Regulation 23(9) of Listing regulation(s) and/or to make the payment of fines within 15 days from the date of this notice, failing which the Exchange may initiate freezing of entire shareholding of the Promoters in the Company as well as in other securities held in the Demat account of the Promoters.

Upon receipt of this review notice, the Company may file the waiver request. Below are the parameters for filing the application for waiver:

a) Waiver applications sent via mail is not considered. The Company is requested to submit waiver application on the below mentioned path:

NEAPS>>Compliance>>Fine Waiver>>Waiver Request

b) Detailed submission indicating reasons for waiver, mentioning whether it intends to seek personal hearing before the concerned Committee.

c) Further, compliance is a pre-requisite for applying for waiver. Thus, waiver application of the non-complied Companies will not be processed without achieving the compliance.

d) In case the Company is non-compliant under multiple regulations, the Company is advised to file a single application mentioning the details of all the respective regulations and quarters for which the Company intends to apply for waiver.

e) **Non-refundable** Processing fees for an amount of Rs.10,000 plus 18% GST to be paid to the designated Exchange, (as segregated between the Exchanges as per the policy for waiver of fines) only if the fine amount is more than Rs. 5,000/- exclusive of GST.

National Stock Exchange Of India Limited

However, before filing an application for waiver of fines, you are requested to refer to the below policy available on the Exchange's website. For ready reference you may refer below link:

Policy on processing of waiver application:

https://nsearchives.nseindia.com/web/circular/2026-01/Policy_for_waiver_of_fines_Final1_20260113193131.pdf

Further, as per Master Circular, your Company is also required to ensure that the said non-compliance which has been identified by the Exchange and subsequent action taken by the Exchange in this regard shall be placed before the Board in the next Board Meeting and comments made by the Board shall be duly informed to the Exchange at the below mentioned path in NEAPS portal along with this letter for dissemination having the announcement text as 'Board comments on fine levied by the Exchange'.

Path: NEAPS > COMPLIANCE > Announcements > Announcements/ CA (Subject: Updates)

In case of any clarification, you may send an email on listingsop@nse.co.in or contact any of the below mentioned Exchange Officers from Listing Compliance Department:

- Ms. Madhu Kadam
- Ms. Duhita Dhure
- Ms. Chanchal Daga (Waiver request)
- Ms. Sweety Mamodia (Waiver request)

Yours faithfully,
For **National Stock Exchange of India Limited**

Sonam Yadav
Manager

National Stock Exchange Of India Limited
Annexure

Regulation	Half year ended	Fine amount per day (Rs.)	Days of non-compliance(s)	Fine amount (Rs.)
REGULATION 23(9)	31-Mar-2026	5000	1	5000
Total Fine				5000
GST @18%				900
Total Fine Payable (Inclusive of GST)				5900*

* In case the Company is non-compliant as on the date of this letter then fine amount will keep on increasing every day till the date of compliance is achieved.

Notes:

- **If the fine amount is paid before receipt of this letter then inform the Exchange accordingly.**
- Please update the payment details on below mentioned path: NEAPS > Payment > SOP Fine Payment.
- The above payment may be made vide RTGS / NEFT / Net Banking favouring 'National Stock Exchange of India Limited'. The bank details towards the payment of fine are as follows:

BENEFICIARY NAME	NATIONAL STOCK EXCHANGE OF INDIA LIMITED
BANK NAME	IDBI BANK LTD
A/C NO	Please refer Unique Account Code used for making Annual Listing fees to the Exchange
BRANCH	BANDRA KURLA COMPLEX, MUMBAI
RTGS/IFSC CODE	IBKL0001000

- The fine paid as mentioned above will be credited to IPFT as envisaged in the circular.



544603-Fines as per SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 issued on July 11, 2023 and last updated on January 30,2026 (Chapter VII (A)-Penal Action for Non-Compliance)

1 message

'bse.soplodr' via Corp Secretarial <corp.secretarial@groww.in>
 Reply-To: "bse.soplodr" <bse.soplodr@bseindia.com>
 To: "corp.secretarial@groww.in" <corp.secretarial@groww.in>
 Cc: "bse.soplodr" <bse.soplodr@bseindia.com>

Tue, Jun 30, 2026 at 7:10 PM

Ref.: SOP-Review-30/06/2026

To

The Company Secretary/Compliance Officer

Company Name: Billionbrains Garage Ventures Ltd

Scrip Code: 544603

Dear Sir/Madam,

Sub: Fines as per SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 issued on July 11, 2023 and last updated on January 30,2026 (Chapter VII (A)-Penal Action for Non-Compliance).

The company is advised to refer to the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 issued on July 11, 2023 and last updated on January 30,2026 (hereinafter referred to as the 'SEBI SOP Master Circular') issued by Securities and Exchange Board of India (SEBI) with respect to penal actions prescribed for non-compliance of certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Standard Operating Procedure for suspension and revocation of trading of specified securities of listed entities.

The Exchange had also issued a guidance note regarding the provisions of the said SEBI circular which is disseminated on the Exchange website at the following link:

https://www.bseindia.com/downloads1/Guidance_Note_for_SEBI_SOP_Circular.pdf

In this regard it is observed that the company is non-compliant/late compliant with the following Regulations for the period mentioned below:

Applicable Regulation of SEBI (LODR) Regulations, 2015	Fine prescribed (*)	Fines levied for	Fine payable by the company (inclusive of GST @ 18 %) as on June 30,2026			Compliance status
			Basic Fine	GST @ 18 %	Total Fine payable	
Regulation 23 (9) Non-compliance with the requirement to disclose related party transactions in the format as specified and within the prescribed timeline.	Rs. 5,000/- per day till the date of compliance.	half year ended March 2026	5000	900	5900	Late-submission
		Total SOP Fine	5000	900	5900	

Note: In case of Non-Compliance the fines will continued to be levied till the date of compliance.

The Company is therefore advised to note that as per the provisions of SEBI SOP Master Circular:

- The company is required to ensure compliance with above regulation and ensure to pay the aforesaid fines including GST **within 15 days** from the date of this letter/email, **failing which Exchange shall, initiate action related to freezing of the entire shareholding of the promoter in this entity as well as all other securities held in the demat account of the promoter.** The company is advised to bring the provisions of SEBI SOP Master Circular to the notice of promoter of the company.
- The company is also advised to ensure that the subject matter of non-compliance which has been identified and indicated by the Exchange and any subsequent action taken by the Exchange in this regard shall be placed before the Board of Directors of the company in its next meeting. Comments made by the board shall be duly informed to the Exchange for dissemination.

Yours faithfully

Harshad Naik
Manager
Listing Compliance

Reena Raphel
Manager
Listing Compliance

In case of any further queries please email the following ids:

Particulars	Email Id
Query on remittance	bse.soplodr@bseindia.com
Query on compliance	Harshad.Naik@bseindia.com

Company is requested to remit the fine amount to the following designated **VIRTUAL BANK ACCOUNT** of the Exchange:

Company Name	Billionbrains Garage Ventures Ltd		
Account Name	Bank Name & Branch	Virtual Bank Account No.*	IFSC Code
BSE Limited	ICICI Bank Ltd.- CMS Branch	BSER13997	ICIC0000104

***Note: This bank account is specifically dedicated to SOP fine and Waiver fees only. Therefore, company is advised not to deposit/credit any amount payable other than SOP fines/penalties/waiver.**

The company is required to submit fine remittance details in the following format given at Annexure I to Email id: bse.soplodr@bseindia.com

Annexure-I (On letterhead of the company)

Sub: Details of Payment of fines for Non-Compliance with Regulations of SEBI (LODR) Regulations, 2015.

Remittance details:

Scrip Code	Regulation & Quarter	Bank UTR number	Date of Payment	Amount paid	TDS deducted, if any	Net Amount paid

This mail is classified as 'CONFIDENTIAL' by Reena Raphel on June 30, 2026 at 19:10:34.