July 13, 2026

To,
The Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400001
Scrip Code: 544574

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

Dear Sir/ Madam,

Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations").

Pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations, we wish to inform you that the Board of Directors of Tata Capital Limited ("**Company**"), at its meeting held today, i.e., July 13, 2026, has *inter alia* approved the execution, delivery and performance of a Securities Subscription and Purchase Agreement ("**SSPA**") between the (i) Company, (ii) Yogakshemam Loans Limited ("**Target**") and (iii) Mr. Unnikrishnan Idicharm Veetil, Mrs. Sathyalakshmy M, Mr. Abhijith Unnikrishnan, Mr. Ramachandran Ottapathu, Mrs. Jalajkumari Ramachandran, Ms. Vidya Sanooj and Mr. Sathianarayanan M (collectively, the "**Sellers**"). Pursuant to the SSPA, the Company has agreed to acquire approximately 88.6% of the issued and paid-up share capital (on a fully diluted basis) of the Target by way of (a) purchase of equity shares from the Sellers, and (b) subscription to equity shares of the Target, subject to satisfaction of customary conditions including receipt of requisite approvals. Upon completion of the transaction contemplated under the SSPA, the Target will become a subsidiary of the Company.

The details of the acquisition, as required under the SEBI Listing Regulations read with the SEBI Master Circular dated July 11, 2023 (last updated on January 30, 2026) bearing reference number SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 ("**Master Circular**"), are set forth in Annexure A. Further, a press release and a presentation containing the details of the said transaction are also enclosed as Annexure B.

The meeting of the Board commenced at 8:00 a.m. and concluded at 09:05 a.m.

Kindly take the same on record.

Thanking You.

Yours faithfully,
For Tata Capital Limited

SARITA GANESH KAMATH

Digitally signed by SARITA GANESH KAMATH
Date: 2026.07.13 09:12:09 +05'30'

Sarita Kamath
Chief Legal and Compliance Officer & Company Secretary
Encl: As above

Annexure A

The details as required under Regulation 30 and Schedule III of the SEBI Listing Regulations read with the Master Circular are as under:

Sr. No.	Particulars	Description
1.	Name of the target entity, details in brief such as size, turnover, etc.	Yogakshemam Loans Limited ("Target") is a public limited company, incorporated under the laws of India bearing corporate identification number U65992KL1991PLC005965 with its registered office at Door No. 28/315-D2, Ottaphathu Tower, Aswini Junction, Thiruvambadi P.O., Thrissur, Kerala 680022. As per the audited financial statements of the Target for FY 2025-26, it has generated a turnover of ₹14,038.53 Lakhs, with a profit after tax of ₹1,421.20 Lakhs. As on March 31, 2026, the Target had assets under management of approximately ₹708 crore.
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter / promoter group / group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length".	The acquisition is not a related party transaction of Tata Capital Limited ("Company") and the promoter / promoter group / group companies of the Company do not have any interest in the Target.
3.	Industry to which the entity being acquired belongs.	Non-Banking Financial Company
4.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity).	The acquisition is aligned with the Company's strategy of expanding and diversifying its retail lending portfolio in India and provides access to an established gold loan platform with an existing branch network, customer franchise and experienced management team.

Sr. No.	Particulars	Description
5.	Brief details of any governmental or regulatory approvals required for the acquisition.	The proposed acquisition would be subject to a prior approval of the Reserve Bank of India.
6.	Indicative time period for completion of the acquisition.	The acquisition contemplated under the Securities Subscription and Purchase Agreement dated July 13, 2026 ("SSPA"), is expected to be completed within 8 (eight) months from the execution of the SSPA, subject to satisfaction of customary conditions precedent including the regulatory approvals as mentioned above being procured.
7.	Consideration – whether cash consideration or share swap or any other form and details of the same.	Cash consideration
8.	Cost of acquisition and/or the price at which the shares are acquired.	(a) The consideration payable by the Company for purchase of equity shares from the Sellers will be determined in accordance with the terms of the SSPA, based inter alia on the net worth of the Target as at September 30, 2026 (b) The Company will subscribe to equity shares of the Target for an aggregate consideration of approximately ₹93 crore in each case, subject to a pre-money equity valuation of the Target not exceeding ₹318 crore.
9.	Percentage of shareholding / control acquired and/or number of shares acquired.	Upon completion of the transaction contemplated under the SSPA, the Company will acquire approximately 88.6% of the issued and paid-up share capital (on a fully diluted basis) of the Target.
10.	Brief background about the entity acquired in terms of products / line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	Brief background: The Target is an unlisted non-banking financial company categorised as a 'Base Layer' entity primarily engaged in the gold loan business. As at March 31, 2026, the Target had assets under management of approximately ₹708 crore and operated through a branch network across Kerala, Karnataka, Tamil Nadu and Andhra Pradesh. Date of Incorporation: February 13, 1991 Turnover: <table><tr><th>Year</th><th>Turnover (INR Lakhs)</th></tr><tr><td>FY 2023-24</td><td>11,622.25</td></tr><tr><td>FY 2024-25</td><td>12,996.70</td></tr></table>

Sr. No.	Particulars	Description
		FY 2025-26 — 14,038.53 Country of Presence: India

Tata Capital Enters Gold Loans Through Acquisition of Yogloans

Acquisition enables Tata Capital to enter the gold loan business through an established platform with a proven operating track record

Mumbai, July 13, 2026: Tata Capital Limited ("TCL"), the flagship financial services company of the Tata Group, today announced that its Board of Directors has approved the proposed acquisition of Yogakshemam Loans Limited ("Yogloans"), an RBI-registered non-banking financial company primarily focused on gold loans.

The acquisition marks Tata Capital's entry into the gold loan business, a secured lending segment with significant growth potential. It aligns with Tata Capital's strategy of building a diversified retail lending franchise and provides access to an established platform.

Yogloans operates through a network of 162 branches across Kerala, Karnataka, Tamil Nadu, and Andhra Pradesh, with Assets Under Management (AUM) of ₹708 crore as of March 31, 2026. The company serves around 32,000 gold loan customers and has built strong capabilities in sourcing, underwriting and servicing over more than a decade in the gold loan business. The business is led by industry veteran Mr. Unnikrishnan Idicharm Veetil, and an experienced management team. Post acquisition, Mr. Unnikrishnan will continue to lead Yogloans, ensuring continuity for customers, employees, and business partners.

Under the proposed all-cash transaction, Tata Capital will acquire a majority stake in Yogloans through a combination of capital infusion and share purchase from existing shareholders. The transaction is based on a pre-money equity valuation of Yogloans not exceeding ₹318 crore, subject to customary adjustments, and includes a primary capital infusion of approximately ₹93 crore to support the company's growth plans. Upon completion of the transaction, Tata Capital will hold approximately 88.6% of the issued and paid-up share capital (on a fully diluted basis) of Yogloans. Tata Capital intends to consolidate at an appropriate stage, subject to requisite approvals. The proposed transaction is subject to receipt of requisite regulatory approvals and satisfaction of customary closing conditions.

Commenting on the transaction, **Mr. Rajiv Sabharwal, Managing Director & CEO, TCL**, said: *"This transaction marks Tata Capital's entry into the gold loan business, adding a secured lending product with significant growth potential to our retail lending portfolio and supporting our strategy of building a diversified lending franchise. Yogloans has built a strong business over more than a decade under the leadership of Mr. Unnikrishnan and his team. We believe the combination of Yogloans' market expertise with Tata Capital's trusted brand, capital strength, technology and risk management capabilities will accelerate growth and create an enhanced experience for customers."*

Welcoming the transaction, **Mr. Unnikrishnan, Promoter & Managing Director, Yogloans, said**: *"Over the years, we have built our gold loan business by focusing on customer experience, maintaining prudent lending practices and strengthening our presence across the markets we serve. We are proud of what the organisation has achieved and grateful for the trust placed in us by all stakeholders.*

Speaking about the opportunities ahead, Mr. Unnikrishnan added: *"We are delighted to be joining the Tata family, one of India's most respected and trusted business groups. Tata Capital's brand, financial strength and technology capabilities will help accelerate our growth. We look forward to working closely with the Tata Capital team as we build on the foundation created over the years and take the business to the next phase."*

About Tata Capital

Tata Capital Limited (TCL) is the flagship financial services company of the Tata Group and a subsidiary of Tata Sons Private Limited. Tata Capital is a listed company and registered with the Reserve Bank of India (RBI) as a Non-Banking Financial Company – Investment and Credit Company (NBFC-ICC) and has been categorized as an Upper Layer NBFC under the RBI's Scale Based Regulatory Framework. TCL conducts its lending business together with its material subsidiary Tata Capital Housing Finance Limited (TCHFL), which is registered with the National Housing Bank (NHB) as a Housing Finance Company (HFC) and is classified as a Middle Layer NBFC under the RBI's Scale Based Regulations.

TCL offers a comprehensive suite of over 25 lending products, catering to a diverse customer base comprising salaried and self-employed individuals, entrepreneurs, small businesses, small and medium enterprises, and corporates. In addition to its lending offerings, TCL also distributes third-party products such as insurance and credit cards, provides wealth management services, and acts as a sponsor and investment manager to private equity funds. TCL is rated "AAA with stable outlook" from each of CRISIL, ICRA, CARE and India Ratings. It has an international rating of BBB (Stable) by both S&P Global Ratings and Fitch. As of March 31, 2026, TCL's distribution network spans 1,477 branches across 27 states and union territories. For more information visit: https://www.tatacapital.com/

About Yogakshemam Loans Limited

Yogakshemam Loans Limited ("Yogloans") is an RBI-registered non-banking financial company headquartered in Thrissur, Kerala. Established in 1991, the company primarily focuses on gold loans and operates through a network of 162 branches across Kerala, Tamil Nadu and Andhra Pradesh. As of March 31, 2026, Yogloans had assets under management of ₹708 crore and served around 32,000 gold loan customers. In addition to gold loans, the company offers vehicle loans, business loans, consumer durable loans, term loans and microfinance loans. Yogloans is led by industry veteran Mr. Unnikrishnan and an experienced management team with deep expertise in the gold loan sector. The company currently holds a CRISIL rating of BBB-. For more information visit: https://www.yogloans.in/

TATA CAPITAL

Entry into Gold Loan Business

13 Jul 2026

Tata Capital Enters Gold Loans Business through Acquisition of Yogloans

Target company	▪ Yogakshemam Loans Ltd. ("Yogloans"), an RBI registered NBFC, primarily dealing in gold loans.
Transaction type	▪ All-cash transaction.
Pre-money equity value	▪ Not exceeding ₹318 crore.
Primary infusion for growth	▪ Approximately ₹93 crore.
TCL's ownership at closing	▪ Approximately 88.6% | Yogloans will become a subsidiary of TCL.
Platform	▪ AUM ₹708 crore (~85% gold loans) | 162 branches | ~32,000 gold loan customers.

Acquisition provides Tata Capital with an established platform to enter the gold loans business.

Note: Completion of the transaction is subject to satisfaction of customary conditions and receipt of necessary approvals from relevant authorities.

Strategic Entry into a Secured Lending Segment through an Established Player

Secured Lending Product

- Strong growth potential.
- Low-ticket granular product.
- Attractive risk adjusted returns.

Diversification

- Aligned with TCL's strategy of building a well-diversified retail franchise across multiple lending channels.

Experienced Leadership

- Existing team, led by industry veteran Mr. Unnikrishnan, will continue to lead Yogloans, ensuring continuity and future growth.

Established Operating Platform

- Provides a 160+ branch network and proven operating capabilities, enabling immediate entry.

Provides immediate scale in a product that requires strong operational and executional capabilities.

Yogloans at a Glance

- RBI registered NBFC, primarily dealing in gold loans.
- Operating across 4 southern India states (Karnataka, Kerala, Tamil Nadu and Andhra Pradesh).
- Led by Mr. Unnikrishnan, with over two decades of experience in gold loan business.
- Established in 1991 and headquartered in Kerala.

Key Metrics

₹708 crore AUM
(As of Mar-26)

162 Gold loan branches
(Karnataka 54, Kerala 65, Tamil Nadu 25, Andhra Pradesh 18)

₹115 crore Networth
(As of Mar-26)

25% CAGR
Gold loan AUM CAGR (FY22 – 26)

990+ On-roll employees
(As of Mar-26)

BBB- CRISIL Rating

Opportunities to Scale Under Tata Capital Ownership

Yogloans Capabilities	Tata Capital Strengths
▪ Established position in gold loans.	▪ Access to growth capital.
▪ Familiarity with local markets and operational expertise.	▪ Technology led customer experience and operational capabilities.
▪ Customer relationships built over time.	▪ Strong risk management framework.
▪ Experienced leadership team.	▪ Higher credit rating and lower cost of funds.

Focus on accelerating growth by combining the strengths of Yogloans and Tata Capital.

Strategic Significance of the Transaction for Tata Capital

- **Entry into new lending segment** – Secured, short-tenor products.
- **High growth potential segment** – Strong macro tailwinds.
- **Immediate operating platform** – Specialised processes and trained manpower.
- **Management expertise** – With over a decade of experience.
- **Disciplined transaction** – All cash; Limited balance sheet risk.

Disclaimer

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Thank You