

## **NOTICE TO INVESTORS, CLIENTS, BENEFICIARIES, STAKEHOLDERS AND THIRD PARTIES**

Investors, clients, beneficiaries, stakeholders and third parties are hereby made aware that Ladderup Corporate Advisory Private Limited, a SEBI registered Merchant Banker (SEBI Registration No. INM000011765) may, in addition to the Permitted Activities\* carried out by it as a Merchant Banker, also undertake certain fee-based, non-fund based activities pertaining to the financial services sector, which may not be regulated by SEBI or any other Financial Sector Regulator (FSR). Examples of such activities include private placements and related advisory services involving only unlisted companies, M&A transactions etc.

It may be noted that the SEBI investor protection mechanism will not be available for any grievance or disputes arising out of, or pertaining to non-SEBI regulated activities.

This disclosure is made in terms of Clause 11.2.6 of the SEBI Circular No. HO/49/11/11(106)2025-CFD-RAC-DIL3/I/1796/2026 dated January 2, 2026 on "Specification of the consequential requirements with respect to Amendment of Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992".

**Date of Disclosure: 2<sup>nd</sup> February 2026**

**\*Permitted Activities (pursuant to Regulation 13A(1) of SEBI (Merchant Bankers) Regulations, 1992)**

A merchant banker who has been granted a certificate of registration under these regulations shall undertake any of the following permitted activities in the securities market that are regulated by the Board, namely, –

- i) managing of public issues, qualified institutions placements, rights issues of securities and advisory or consulting services incidental to such issues;
- ii) managing of:
  - a) acquisitions and takeovers under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) buy-back under the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018;
  - c) delisting under the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

- d) compliances as may be required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of any scheme of arrangement;
- e) implementation of a scheme under the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; and
- f) advisory or consulting services incidental to the activities specified in clauses (a) to (e);

- iii) underwriting activities as specified by the Board from time to time;
- iv) private placement of listed or proposed to be listed securities on a stock exchange recognized by the Board and activities incidental thereto.

- v) Explanation: For the purpose of this clause, 'securities' shall be treated as 'proposed to be listed' from the date of approval of the board resolution of the issuer, for the issuance of such securities to be listed on a stock exchange recognized by the Board;
- vi) managing of international offering of securities and advisory or consulting services incidental to such offering;
- vii) filing of placement memorandum of an alternative investment fund;
- viii) issuance of fairness opinion;
- ix) managing of secondary market transactions of securities listed on a stock exchange recognized by the Board and activities incidental thereto;
- x) market making in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; and
- xi) any other activity as may be specified by the Board from time to time.