

June 19, 2026
Through BSE Listing Centre

BSE Limited
Department of Corporate Services
Phiroze Jeejeeboy Towers
1st Floor, Dalal Street
Mumbai – 400 001

Dear Sir / Madam,

Ref: Update - Scheme of Merger by Absorption

Sub: Intimation regarding receipt of Order from the National Company Law Tribunal directing convening of meeting of Equity Shareholders & Unsecured Creditors of the Company in connection with the Scheme of Merger by Absorption of Hinduja Leyland Finance Limited (“Transferor Company”) into NDL Ventures Limited (“Transferee Company”) and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (“Scheme”)

This is in furtherance to our earlier intimation dated May 20, 2026, regarding receipt of No Observation / No Adverse Observation Letter from BSE Limited / National Stock Exchange of India Limited regarding proposed Scheme of Merger by Absorption of Hinduja Leyland Finance Limited (“Transferor Company”) into NDL Ventures Limited (formerly known as NXTDIGITAL Limited) (“Transferee Company”) and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 read with rules framed thereunder (“Scheme”), subject to receipt of applicable regulatory and other approvals.

In this regard, we wish to inform you that the Company has received on 18th June 2026, an Order dated June 17, 2026 passed by the **National Company Law Tribunal, Mumbai Bench (“NCLT”)** inter alia, directing the convening of meeting of Equity Shareholders and Unsecured Creditors of the both the Transferor Company and Transferee Company in the matter of the proposed Scheme of Merger by Absorption of Hinduja Leyland Finance Limited into NDL Ventures Limited and their respective shareholders, under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013.

The NCLT, vide the aforesaid Order, has inter alia directed the Transferor Company to convene the meeting of its equity shareholders and unsecured creditors for the purpose of considering and, if thought fit, approving the proposed Scheme.

Further developments in this regard shall be intimated to the Stock Exchange in accordance with applicable laws and regulations.

HINDUJA LEYLAND FINANCE LIMITED

Corporate Office: No. 27-A, Developed Industrial Estate, Guindy, Chennai - 600 032. Tel: (044) 2242 7525, 2242 7555
Registered Office: Plot No. C-21, Tower C (1-3 floors), G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051
Tel: (022) 6136 0407 | Website: www.hindujaleylandfinance.com
CIN: U65993MH2008PLC384221 | Email: compliance@hindujaleylandfinance.com



HINDUJA LEYLAND FINANCE

Kindly take the above on records

Thanking you,

Yours truly,

For Hinduja Leyland Finance Limited

Srividhya Ramasamy
Company Secretary and Compliance Officer
M. No. – A22261

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