DEMERGER OVERVIEW

ADJ Utility Apps Private Limited (“ADJ”) has undertaken a strategic reorganisation of its business pursuant to the Hon'ble National Company Law Tribunal of Chennai ("NCLT") approving the Scheme of Demerger of ADJ vide its order dated 9 September 2026. The said Demerger shall take effect from 1st October 2026 (“**Effective Date**”)

ADJ has reorganised its structure by segregating two of its principal business verticals into dedicated operating companies. Accordingly, the Utility Solutions Business has been transferred to KBUS Private Limited (“KBUS”), while the Lending Service Provider (“LSP”) Business has been transferred to KBFP Private Limited (“KBFP”). Both KBUS and KBFP are wholly owned subsidiaries of ADJ and continue to remain under the ownership and strategic oversight of the ADJ group. Following the implementation of the Scheme, ADJ will continue to function as the parent company of the group while also retaining and operating the businesses that have not been transferred pursuant to the demerger.

Pursuant to the demerger, all assets, contracts, licences, approvals, intellectual property rights, technology systems, data, records, personnel and operational resources relating to the Utility Solutions Business have vested in KBUS.

KBUS will henceforth serve as the entity engaging with technology and utility solutions company. The business transferred to KBUS includes the merchant utility solutions platform operated under the Khatabook ecosystem and related software products and services that enable merchants and small businesses to digitally record, manage and monitor credit transactions and other commercial activities. In addition to the business operations themselves, all associated assets, contracts, employees, licences, approvals, data, records, intellectual property rights and liabilities pertaining to the Utility Solutions Business have been transferred to KBUS to ensure continuity of operations and uninterrupted service to customers and business partners. As a result, KBUS will be responsible for all aspects of the Utility Solutions Business, including product development, technology operations, merchant engagement, software innovation and future growth initiatives associated with this vertical.

The proposed demerger is an internal restructuring within the existing group and is intended to create a clearer separation of the business verticals without changing the common ownership structure. By placing each business within a dedicated entity, the Scheme seeks to enable focused management, more efficient utilisation of resources, clearer accountability and greater flexibility for the future development and expansion of each business.