

April 22, 2025

The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai 400 001.
BSE Scrip Code: 542772

The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza, 5 Floor, Plot C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai 400 051.
NSE Symbol: 360ONE

Dear Sir / Madam,

Subject: Outcome of the meeting of the Board of Directors ("Board") of 360 ONE WAM LIMITED ("Company"), held on Tuesday, April 22, 2025

360 ONE WAM LIMITED's Board at its meeting held today discussed and approved the following, subject to approvals of the concerned regulatory authorities:

- A. exclusive strategic collaboration term sheet between the Company and UBS AG, for making wealth management solutions available to domestic and global clients and execution thereof; and
- B. issue of 2,05,02,939 warrants on a preferential issue basis to UBS AG at a price of Rs. 1,030.00/- (Rupees One Thousand and Thirty only) per warrant, convertible into an equivalent number of fully paid-up equity shares of the Company of face value of Re. 1/- each, within a maximum period of 18 (eighteen) months from the date of allotment, subject to the approval of shareholders of the Company. The issue price represents a premium of 14% to the 3-day VWAP price preceding the relevant date i.e. April 17, 2025; and
- C. also took note of the proposed acquisition of India Wealth Business of affiliates of UBS AG by subsidiaries of the Company, including the stock broking services and distribution business; discretionary and non-discretionary portfolio management services business on a slump sale basis and acquisition of the residual loan portfolio of wealth management clients as of the date of consummation of the transaction. The active assets under management stood at ~Rs 26,000 crores as on December 31, 2024. The net consideration for the transaction is Rs. 307 crores.

We further wish to inform you that today i.e. on April 22, 2025, the agreements in respect of the aforesaid transactions have been executed as detailed below:

- a) Collaboration Term Sheet ("**CSA-TS**") between the Company and UBS AG;
- b) Securities Subscription Agreement ("**SSA**") between the Company and UBS AG for the proposed issue of warrants;
- c) Business Transfer Agreement ("**BTA-SB**") between 360 ONE Distribution Services Limited, a wholly owned subsidiary of the Company, Credit Suisse Securities (India) Private Limited and UBS AG;
- d) Business Transfer Agreement ("**BTA-PMS**") between 360 ONE Portfolio Managers Limited, a wholly owned subsidiary of the Company, Credit Suisse Securities (India) Private Limited and UBS AG; and
- e) Transfer and Assignment Agreement ("**TAA**") between 360 ONE Prime Limited, a wholly owned subsidiary of the Company, UBS Finance India Private Limited and UBS AG.

360 ONE WAM LIMITED

Corporate & Registered Office: 360 ONE Centre, Kamala City, Senapati Bapat Marg, Lower Parel (West), Mumbai – 400 013

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CIN: L74140MH2008PLC177884

Upon commencement of dispatch of the notice of general meeting / postal ballot to the shareholders, the Company shall intimate the same to the stock exchanges along with a copy of the said notice.

Further, we have enclosed the following:

1. Press release by the Company as '**Annexure I**';
2. Disclosures in respect of execution of CSA TS as per point B(2) of the Master Circular by Securities and Exchange Board of India bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, ("**SEBI Circular**") as '**Annexure II**';
3. Disclosures in respect of issue of warrants of the Company on preferential basis as per point A(2) of the SEBI Circular as, '**Annexure III**';
4. Disclosures in respect of execution of SSA as per point B(5) of the SEBI Circular as '**Annexure IV**'.
5. Disclosures in respect of execution of BTA-SB as per point A(1) and B(5) of the SEBI Circular as '**Annexure V**';
6. Disclosures in respect of execution of BTA-PMS as per point A(1) and B(5) of the SEBI Circular as '**Annexure VI**'; and
7. Disclosures in respect of execution of TAA as per point A(1) and B(5) of the SEBI Circular as '**Annexure VII**'.

The meeting of the Board commenced at 7:00 a.m. (IST) and concluded at 7:40 a.m. (IST).

Please take the same on your records.

Thanking you.

Yours truly,

For 360 ONE WAM LIMITED

Rohit Bhase
Company Secretary
ACS: 21409
Encl.: As above

Annexure I**PRESS RELEASE****360 ONE WAM enters into exclusive strategic collaboration with UBS on wealth management in India and international markets**

Strategic collaboration will enhance wealth management solutions available to domestic and global Indian clients.

Mumbai, April 22, 2025: 360 ONE WAM Ltd (“**360 ONE**”), one of India's largest independent wealth and asset management firms, announced today that it has entered into an exclusive strategic collaboration with UBS, one of the world’s leading wealth managers and universal banking firms headquartered in Switzerland. This exclusive strategic collaboration combines 360 ONE’s local knowledge and reach with UBS’s global and regional expertise to deliver enhanced benefits to clients.

As part of this collaboration, it is proposed that clients from both institutions will have access to onshore and offshore wealth management solutions. Potential collaborative opportunities for asset management products and investment banking services will also be explored.

In addition, 360 ONE will acquire UBS’s onshore wealth management business in India through its subsidiaries. UBS will also purchase warrants amounting to 4.95% stake in 360 ONE, demonstrating UBS’s commitment to the fast-growing ultra and high-net-worth Indian market. The entire transaction will be subject to the necessary regulatory approvals.

A joint committee led by senior leadership from both institutions will be established to explore growth opportunities. This is a first step towards a powerful collaboration, which will further enhance the value proposition and unlock synergies for our clients and employees.

Akhil Gupta, Chairman, 360 ONE WAM, said, “This collaboration represents a strategic leap forward for both 360 ONE WAM and UBS AG—one that strengthens our position as a market leader in India and UBS’s offering as the wealth manager of choice for Global Indians. With this transaction, it opens the way for a global, personalized, and sophisticated wealth management experience for both sets of clients as well as significant value enhancement to our employees and shareholders.”

Karan Bhagat, Founder, MD & CEO, 360 ONE, said, "This collaboration marks the beginning of a powerful relationship, which will further enhance 360 ONE’s existing value proposition and add synergies for our employees, clients and shareholders. It is also a strong reflection of India’s growing prominence on the global wealth map. Clients of 360 ONE and UBS AG will benefit from a unique blend of global expertise and local insight—delivered through a platform that remains deeply committed to personalisation, trust, and long-term value creation."

Jin Yee Young, Co-Head Global Wealth Management Asia Pacific, UBS said, “We are proud of this latest milestone and convinced that this strategic collaboration with 360 ONE will help accelerate our momentum in one of the world’s most significant and fastest-growing markets. Together, we are best placed to serve our global Indian clients wherever they are as they seek greater opportunities, both domestically and globally.”

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Mihir Doshi, India Country Head, UBS, said: “We are excited about this strategic collaboration with 360 ONE, which will significantly enhance the local offering for our clients, giving them access to best-in-class wealth-management capabilities, both onshore and offshore. 360 ONE’s robust onshore presence combined with our international Non-resident Indian (NRI) hubs enable us to bring the best of India to the rest of the world and the world to India.”

360 ONE was recognized as India’s Best Wealth Manager at the recent Euromoney Private Banking Awards 2025 and “Best Private Bank India” by Asian Private Banker in 2024, while UBS was named Asia’s Best International Private Bank and “Best Private Bank Asia Pacific” at the same two awards respectively.

About 360 ONE WAM

360 ONE WAM is one of the leading wealth and asset management firms in India. We are the investment and financial advisors to 7,500+ relevant families in the Ultra-High-Net-Worth Individuals (UHNI) and HNI segments, with aggregate assets of more than INR 5,79,000 crores (~USD 68 bn) under management. 360 ONE Wealth specialises in empowering ultra-high-net-worth individuals and families to manage, protect, and grow their wealth and legacy. 360 ONE Asset is focused on creating the right risk-adjusted alpha for investors. Its differentiated product suite includes AIFs, PMS, and MFs spanning the asset classes of public and private equity, fixed income, and real assets.

360 ONE is one of the industry pioneers in product and platform innovations. The firm has won more than 170 reputed awards in the last 17 years, and its latest wins include India’s Best Wealth Manager at Euromoney Private Banking Awards 2025 and Best Private Bank, India at the Asian Private Banker Awards for Distinction 2024 for the second year in a row.

Headquartered in Mumbai, 360 ONE has 1200+ employees and a presence in 5 major global financial hubs and 27 locations in India.

About UBS

UBS is a leading and truly global wealth manager and the leading universal bank in Switzerland. It also provides diversified asset management solutions and focused investment banking capabilities. With the acquisition of Credit Suisse, UBS manages US\$6.1 trillion of invested assets as per fourth quarter 2024. UBS helps clients achieve their financial goals through personalized advice, solutions, and products. Headquartered in Zurich, Switzerland, the firm is operating in more than 50 markets around the globe. UBS Group shares are listed on the SIX Swiss Exchange and the New York Stock Exchange (NYSE).

For media queries:

Anil Mascarenhas

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Annexure II

Disclosures in respect of execution of CSA TS as per point B(2.1) of SEBI Circular

S.N.	Particulars	Details
i.	Name of the entity(ies) with whom agreement is signed	The CSA TS is executed between the Company and UBS AG.
ii	Area of agreement	Strategic Collaboration
iii.	Domestic/international	Both, as aforesaid.
iv.	Share exchange ratio	Not applicable.
v.	Scope of business operation of agreement	The CSA TS contains the principal terms in relation to an exclusive strategic collaboration between the Company and UBS AG.
vi.	Details of consideration paid / received in agreement	Not applicable.
vii.	Significant terms and conditions of agreement in brief	CSA TS provides for exclusive strategic collaboration opportunities and specifically for making wealth management solutions available to their domestic and global clients. Additionally, it also provides for exploring potential collaborative opportunities involving asset management and investment banking business.
viii.	Whether the acquisition would fall within related party transactions 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 strategic collaboration does not fall within the ambit of a related party transaction. Also, UBS AG is not related to promoter / promoter group / group companies in any manner and the promoter/ promoter group/ group companies do not hold any interest in UBS AG.
ix.	Size of the entity(ies)	<p>UBS is a leading global wealth manager and the leading universal bank in Switzerland. It also provides diversified asset management solutions and focused investment banking capabilities. With the acquisition of Credit Suisse, UBS manages US\$6.1 trillion of invested assets as per fourth quarter 2024.</p> <p>360 ONE WAM is one of the leading wealth and asset management firms in India. 360 ONE is the investment and financial advisor to 7,500+ relevant families in the Ultra-High-Net-Worth Individuals (UHNI) and HNI segments, with aggregate assets of more than INR 5,79,000 crores (~USD 68 bn) under management as of Dec-2024. 360 ONE</p>

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S.N.	Particulars	Details
		Wealth specialises in empowering ultra-high-net-worth individuals and families to manage, protect, and grow their wealth and legacy.
x.	Rationale and benefit expected	This strategic collaboration combines 360 ONE's local knowledge and reach with UBS's global and regional expertise to deliver enhanced benefits to clients. As part of the collaboration, it is proposed that clients from both institutions will have access to onshore and offshore wealth management solutions. Potential collaborative opportunities for asset management products and investment banking services will also be explored.

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Annexure III

Disclosures in respect of issue of warrants of the Company on preferential basis as per point A(2) of the SEBI Circular

S.N.	Particulars	Details
i.	Type of securities proposed to be issued (viz. equity shares, convertibles etc.)	Warrants
ii.	Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)	Preferential allotment (for cash consideration).
iii.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 2,05,02,939 warrants which are convertible into or exchangeable at an option of the holder into equivalent number of fully paid-up equity shares of the Company of face value of Re. 1/- each at a price of Rs. 1,030.00/- (Rupees One Thousand and Thirty only) per warrant, which is higher than the floor price determined in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2015 ("ICDR Regulations").
<u>Additional details in case of preferential issue:</u>		
v.	Names of the investors	UBS AG
vi.	Post allotment of securities - outcome of the subscription	Outcome of subscription – Post allotment holding will be as follows: a) UBS AG – 2,05,02,939 warrants
vii.	Number of investors	1 (one)
viii.	Issue price / allotted price (in case of convertibles)	Rs. 1,030.00/- (Rupees One Thousand and Thirty only) per warrant, which is higher than the floor price determined in accordance with the provisions of Chapter V of the ICDR Regulations. The Relevant Date for determining the Issue Price was April 17, 2025.
ix.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument.	The warrants can be exercised, in one or more tranches, within a period of 18 (eighteen) months from the date of allotment, on such other terms as may be agreed between the Company and the allottee of the Warrants.
x.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not applicable.

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Annexure IV

Disclosures in respect of execution of Securities Subscription Agreement ("SSA") as per point B(5) of the SEBI Circular

S.N.	Particulars	Details
i.	Name(s) of parties with whom the agreement is entered	The SSA is executed between the Company and UBS AG.
ii.	Purpose of entering into the agreement	The SSA is entered into for issuance of warrants to UBS AG.
iii.	Size of agreement	The consideration shall be for cash aggregating to Rs. 2111,80,27,170/- for the price of Rs. 1,030/- (Rupees One Thousand and Thirty only) per warrant.
iv.	Shareholding, if any, in the entity with whom the agreement is executed	Nil.
v.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	The warrants shall be subject to lock-in for such period as prescribed under Chapter V of ICDR Regulations. Further, an amount equivalent to 25% (twenty five per cent) of the warrant exercise price shall be payable at the time of subscription and allotment of each warrant, and the balance 75% (seventy five per cent) of the warrant exercise price shall be payable at the time of allotment of equity shares pursuant to exercise of the right attached to the warrants to subscribe to equity shares in accordance with the provisions of the SSA. The warrants can be exercised, in one or more tranches, within a period of 18 (eighteen) months from the date of allotment, on such other terms as may be agreed between the Company and the allottee of the warrants. The amount paid against warrants shall be adjusted / set-off against the issue price for the resultant equity shares. The warrant holder shall not be entitled to any voting rights and/or dividend pay-out.
vi.	Whether the said parties are related to promoter / promoter group / group companies in any manner. If yes, nature of relationship.	UBS AG is not related to promoter / promoter group / group companies in any manner.
vii.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	The transaction would not fall within related party transactions.

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S.N.	Particulars	Details
viii.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	2,05,02,939 warrants which are convertible into or exchangeable at an option of the holder into equivalent number of fully paid-up equity shares of the Company of face value of Re. 1/- each.
ix.	In case of loan agreements, details of lender / borrower, nature of the loan, total amount of loan granted / taken, total amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders / by the borrowers for such loan or in case outstanding loans lent to a party or borrowed from a party become material on a cumulative basis	Not Applicable.
x.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not Applicable.
xi.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): i. name of parties to the agreement; ii. nature of the agreement; iii. date of execution of the agreement; iv. details of amendment and impact thereof or reasons of termination and impact thereof	Not Applicable.

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Annexure V

Disclosures in respect of execution of Business Transfer Agreement (“BTA-SB”) between 360 ONE Distribution Services Limited (formerly known as IIFL Wealth Distribution Services Limited), a wholly owned subsidiary of the Company (“DSL”) and Credit Suisse Securities (India) Private Limited (“CSS India”), for acquisition of entire business undertaking of stock broking and distribution business

1. As per point A(1) of SEBI Circular

S.N.	Particulars	Details
i.	Name of the target entity	The BTA-SB is executed by and amongst DSL, CSS India and UBS AG.
ii.	Details in brief such as size, turnover etc.	Since the agreement is for slump sale / business transfer, and not for an acquisition of an entity, the size and turnover are not applicable.
iii.	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 does not fall within related party transaction(s). Promoters / promoter group / group companies of the Company do not hold any interest in CSS India and UBS AG.
iv.	Industry to which the entity being acquired belongs	Not applicable.
v.	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 of entire business undertaking of stock broking services and distribution business of CSS India. Upon the consummation of the acquisition, DSL will purchase the stock broking and distribution business of CSS India as a going concern, on a slump sale basis, on such terms and conditions as stipulated in the Business Transfer Agreement.
vi.	Brief details of any governmental or regulatory approvals required for the acquisition	The completion of the aforesaid acquisition is subject to approval from the Competition Commission of India, SEBI and NSE.
vii.	Indicative time period for completion of the acquisition	The transaction is expected to be consummated in about 6 (six) months, subject to receipt of statutory approvals and fulfilment of the conditions laid down in the BTA-SB.
viii.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash Consideration.

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S.N.	Particulars	Details
ix.	Cost of acquisition and/or the price at which the shares are acquired	Lumpsum consideration of Rs. 175 crores, subject to the adjustments in accordance with the terms and conditions set out in the BTA-SB.
x.	Percentage of shareholding / control acquired and / or number of shares acquired	Not applicable.
xi.	Brief background about the entity acquired in terms of:	Not applicable as no entity is being acquired.
xii.	Products/line of business acquired	Not applicable as no entity is being acquired.
xiii.	Date of incorporation	Not applicable as no entity is being acquired.
xiv.	History of last 3 years turnover (Rs. In Crores)	Not applicable as no entity is being acquired.
xv.	Country in which the acquired entity has presence	Not applicable as no entity is being acquired.
xvi.	Any other significant information (in brief)	Not applicable as no entity is being acquired.

2. As per point B(5) of SEBI Circular

S.N.	Particulars	Details
i.	Name(s) of parties with whom the agreement is entered	Same as point 1.i of Annexure V.
ii.	Purpose of entering into the agreement	Same as point 1.v of Annexure V.
iii.	Size of agreement	Same as point 1.ix of Annexure V.
iv.	Shareholding, if any, in the entity with whom the agreement is executed	Nil.
v.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	Same as point 1.v and 1.ix of Annexure V.
vi.	Whether the said parties are related to promoter / promoter group / group companies in any manner. If yes, nature of relationship.	CSS India and UBS AG are not related to promoter / promoter group / group companies in any manner.
vii.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	Same as point 1.iii of Annexure V.
viii.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	Not applicable.
ix.	In case of loan agreements, details of lender / borrower, nature of the loan, total amount of loan granted / taken, total amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders / by the	Not applicable.

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S.N.	Particulars	Details
	borrowers for such loan or in case outstanding loans lent to a party or borrowed from a party become material on a cumulative basis	
x.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not applicable.
xi.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): v. name of parties to the agreement; vi. nature of the agreement; vii. date of execution of the agreement; viii. details of amendment and impact thereof or reasons of termination and impact thereof	Not applicable.

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Annexure VI

Disclosures in respect of execution of Business Transfer Agreement (“BTA-PMS”) between 360 ONE Portfolio Managers Limited, a wholly owned subsidiary of the Company (“PML”) and Credit Suisse Securities (India) Private Limited (“CSS India”), for acquisition of entire business undertaking of discretionary and non-discretionary portfolio management services business

1. As per point A(1) of SEBI Circular

S.N.	Particulars	Details
i.	Name of the target entity	The BTA-PMS is executed by and amongst PML, CSS India and UBS AG.
ii.	Details in brief such as size, turnover etc.	Since the agreement is for slump sale / business transfer, and not for an acquisition of an entity, the size and turnover are not applicable.
iii.	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 does not fall within related party transaction(s). Promoters / promoter group / group companies of the Company do not hold any interest in CSS India and UBS AG.
iv.	Industry to which the entity being acquired belongs	Not applicable.
v.	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 of entire business undertaking of discretionary and non-discretionary portfolio management services business of CSS. Upon the consummation of the acquisition, PML will purchase entire business undertaking of discretionary and non-discretionary portfolio management services business of CSS India as a going concern, on a slump sale basis, on such terms and conditions as stipulated in the BTA-PMS.
vi.	Brief details of any governmental or regulatory approvals required for the acquisition	The completion of the aforesaid acquisition is subject to approval from the Competition Commission of India.
vii.	Indicative time period for completion of the acquisition	The transaction is expected to be consummated in about 6 (six) months, subject to receipt of statutory approvals and fulfilment of the conditions laid down in the BTA-PMS.
viii.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash Consideration.

S.N.	Particulars	Details
ix.	Cost of acquisition and/or the price at which the shares are acquired	Lumpsum consideration of Rs. 132 crores, subject to the adjustments in accordance with the terms and conditions set out in the Business Transfer Agreement.
x.	Percentage of shareholding / control acquired and / or number of shares acquired	Not applicable.
xi.	Brief background about the entity acquired in terms of:	Not applicable as no entity is being acquired.
xii.	Products/line of business acquired	Not applicable as no entity is being acquired.
xiii.	Date of incorporation	Not applicable as no entity is being acquired.
xiv.	History of last 3 years turnover (Rs. In Crores)	Not applicable as no entity is being acquired.
xv.	Country in which the acquired entity has presence	Not applicable as no entity is being acquired.
xvi.	Any other significant information (in brief)	Not applicable as no entity is being acquired.

2. As per point B(5) of SEBI Circular

S.N.	Particulars	Details
i.	Name(s) of parties with whom the agreement is entered	Same as point 1.i of Annexure VI.
ii.	Purpose of entering into the agreement	Same as point 1.v of Annexure VI.
iii.	Size of agreement	Same as point 1.ix of Annexure VI.
iv.	Shareholding, if any, in the entity with whom the agreement is executed	Nil.
v.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	Same as point 1.v and 1.ix of Annexure VI.
vi.	Whether the said parties are related to promoter / promoter group / group companies in any manner. If yes, nature of relationship.	CSS India and UBS AG are not related to promoter / promoter group / group companies in any manner.
vii.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	Same as point 1.iii of Annexure VI.
viii.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	Not applicable.
ix.	In case of loan agreements, details of lender / borrower, nature of the loan, total amount of loan granted / taken, total amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders / by the	Not applicable.

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S.N.	Particulars	Details
	borrowers for such loan or in case outstanding loans lent to a party or borrowed from a party become material on a cumulative basis	
x.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not applicable.
xi.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): ix. name of parties to the agreement; x. nature of the agreement; xi. date of execution of the agreement; xii. details of amendment and impact thereof or reasons of termination and impact thereof	Not applicable.

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Annexure VII

Disclosures in respect of execution of Transfer and Assignment Agreement (“TAA”) between 360 ONE Prime Limited, a wholly owned subsidiary of the Company (“Prime”), UBS Finance India Private Limited (“UBS Finance”) for acquisition of entire loan portfolio of wealth management clients of UBS Finance by Prime

1. As per point A(1) of SEBI Circular

S.N.	Particulars	Details
i.	Name of the target entity	The TAA is executed between Prime, UBS Finance and UBS AG.
ii.	Details in brief such as size, turnover etc.	Since the agreement is for acquisition of loan portfolio, the size and turnover are not applicable.
iii.	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 does not fall within related party transaction(s). Promoters / promoter group / group companies of the Company do not have any interest in UBS Finance and UBS AG.
iv.	Industry to which the entity being acquired belongs	Not applicable.
v.	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)	Upon the consummation of the loan portfolio acquisition, Prime will acquire the entire loan portfolio of wealth management clients of UBS Finance.
vi.	Brief details of any governmental or regulatory approvals required for the acquisition	The completion of the aforesaid acquisition is subject to approval from the Competition Commission of India.
vii.	Indicative time period for completion of the acquisition	The transaction is expected to be consummated in about 6 (six) months, subject to receipt of statutory approval and fulfilment of the conditions laid down in the TAA.
viii.	Consideration - whether cash consideration or share swap or any other form and details of the same	Cash Consideration.
ix.	Cost of acquisition and/or the price at which the shares are acquired	Lumpsum consideration equivalent to the value of the client loan book as of 1 (one) business day prior to the Completion Date (as defined in TAA), in accordance with the terms and conditions set out in the TAA.
x.	Percentage of shareholding / control acquired and / or number of shares acquired	Not applicable.

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S.N.	Particulars	Details
xi.	Brief background about the entity acquired in terms of:	Not applicable as no entity is being acquired.
xii.	Products/line of business acquired	Not applicable as no entity is being acquired.
xiii.	Date of incorporation	Not applicable as no entity is being acquired.
xiv.	History of last 3 years turnover (Rs. In Crores)	Not applicable as no entity is being acquired.
xv.	Country in which the acquired entity has presence	Not applicable as no entity is being acquired.
xvi.	Any other significant information (in brief)	Not applicable as no entity is being acquired.

2. As per point B(5) of SEBI Circular

S.N.	Particulars	Details
i.	Name(s) of parties with whom the agreement is entered	Same as point 1.i of Annexure VII.
ii.	Purpose of entering into the agreement	Same as point 1.v of Annexure VII.
iii.	Size of agreement	Same as point 1.ix of Annexure VII.
iv.	Shareholding, if any, in the entity with whom the agreement is executed	Nil.
v.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	Same as point 1.v and 1.ix of Annexure VII.
vi.	Whether the said parties are related to promoter / promoter group / group companies in any manner. If yes, nature of relationship.	CSS India and UBS AG are not related to promoter / promoter group / group companies in any manner.
vii.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	Same as point 1.iii of Annexure VII.
viii.	In case of issuance of shares to the parties, details of issue price, class of shares issued;	Not applicable.
ix.	In case of loan agreements, details of lender / borrower, nature of the loan, total amount of loan granted / taken, total amount outstanding, date of execution of the loan agreement/sanction letter, details of the security provided to the lenders / by the borrowers for such loan or in case outstanding loans lent to a party or borrowed from a party become material on a cumulative basis	Not applicable.
x.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity,	Not applicable.

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S.N.	Particulars	Details
	potential conflict of interest arising out of such agreements, etc.	
xi.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): xiii. name of parties to the agreement; xiv. nature of the agreement; xv. date of execution of the agreement; xvi. details of amendment and impact thereof or reasons of termination and impact thereof	Not applicable.

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