



May 16, 2023

<b>BSE Limited</b>  Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001. Tel: 022 - 2272 1233 / 34 Fax: 022 - 2272 1919 Email: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a> <a href="mailto:corp.compliance@bseindia.com">corp.compliance@bseindia.com</a>  <u>Scrip Code: 501242</u>	<b>National Stock Exchange of India Ltd.</b>  Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel: 022 - 2659 8100/ 14 Fax: 022 - 26598120 Email: <a href="mailto:cmllist@nse.co.in">cmllist@nse.co.in</a>  <u>Symbol : TCIFINANCE</u>
---	---

Dear Sir/Madam,

**Sub: Newspaper advertisement regarding financial results of TCI Finance Limited (“the Company”) for the quarter ended March 31, 2023**

Pursuant to Regulation 30 and 47(3) of SEBI (LODR) Regulations, 2015, we enclose herewith copies of the advertisement with respect to the financial results of the Company for the quarter and year ended May 31, 2023 as published in the following newspapers:

1. Financial Express (English - all editions) and
2. Nava Telangana (Hyderabad editions),

This is for your information and records.

Thanking You,

For TCI Finance Limited

  
Deeksha Verma

Company Secretary & Compliance officer



TELANGANA STATE POWER GENERATION CORPORATION LIMITED Vidyut Soundha - Hyderabad - 500 082. T.No.e-01/CE/TP/SE-IBTPS/TSGENCO/2023-24. BTPS (4x270MW) - New conveying system for diversion of raw coal from the existing crusher house to stock the raw coal near chain conveyors and...

ONGC Petro additions Limited. Regd. Office: 4<sup>th</sup> Floor, 35, Nutan Bharat Co-operative Housing Society Limited R.C. Dutt Road, Alkapuri, Vadodara - 390007. Phone: 0265-6192600, Fax No.: 0265-6192666 | CIN: U23209GJ2006PLC060282. Statement of Audited Financial Results for the Quarter and Year ended March 31, 2023. (All amounts are in Rs. Millions unless otherwise stated)

TCI FINANCE LIMITED. Regd Office: Plot No 20, Survey No 12, 4th Floor, Kothaguda, Kondapur, Hyderabad - 500081. CIN: L65910TG1973PLCO31293, www.tcifin.in. STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2023. (IN LAKHS)

"IMPORTANT" - Whistler care is taken prior to acceptance of advertising copy, it is not possible to verify its contents. The Indian Express (P) Limited cannot be held responsible for such contents, nor for any loss or damage incurred as a result of transactions with companies, associations or individuals advertising in its newspapers or Publications.

reversion of consideration under the SPA ("Revised Sale Share Price") is higher than the Offer Price, then the Acquirer shall pay the difference between the Revised Sale Share Price and the Offer Price, per Offer Share to all the Public Shareholders whose Equity Shares have been accepted in the Offer within 60 (sixty) days from the date of Completion.

Table with 3 columns: Details, Acquirer, No. of Equity Shares, %.

Table with 4 columns: Stock Exchange, Total No. of Equity Shares traded during the period of 12 calendar months preceding the calendar month in which the PA is made, Total No. of listed Equity Shares of Target Company, Traded shares (as a % of Total Shares).

Source: Based on the certificate dated May 5, 2023 issued by Suresh Surana & Associates LLP, Chartered Accountants (Firm Registration Number: 121750W / W-100010).

Since the date of the Public Announcement and as on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be revised in the event of any corporate actions like bonus, rights, split, etc. where the record date for effecting such corporate actions falls within 3 (three) Working Days prior to the commencement of Tendering Period of the Offer and Public Shareholders shall be notified in case of any revision in Offer Price and/or Offer Size.

3. Since the date of the Public Announcement and as on the date of this DPS, there have been no corporate actions by the Target Company warranting adjustment of any of the relevant price parameters under Regulation 8(9) of the SEBI (SAST) Regulations. The Offer Price may be revised in the event of any corporate actions like bonus, rights, split, etc. where the record date for effecting such corporate actions falls within 3 (three) Working Days prior to the commencement of Tendering Period of the Offer and Public Shareholders shall be notified in case of any revision in Offer Price and/or Offer Size.

3. In accordance with Regulation 17 of the SEBI (SAST) Regulations, the Acquirer is required to create an escrow for an amount equal to 100% (one hundred percent) of the total consideration payable for the Minimum Level of Acceptance or 50% (fifty percent) of the Maximum Offer Consideration, whichever is higher.

4. Furthermore, the Acquirer and the Manager to the Open Offer inter alia have entered into an escrow agreement with Axis Bank Limited ("Escrow Agent"), acting through its office at Axis Bank, 502, Ground Floor, Bengal Chemical, Opposite Century Bazaar, Prabhadevi, Mumbai, Maharashtra, 400025, dated May 09, 2023 ("Escrow Agreement"). Pursuant to the Escrow Agreement, the Acquirer has established an escrow account under the name "TCNS OPEN OFFER CASH ESCROW ACCOUNT" ("Escrow Account") and made a cash deposit of INR 655,15,00,001 (Six Hundred Fifty Five Crore Fifteen Lakhs and One) (being more than 100% (one hundred percent) of the total consideration payable for the Minimum Level of Acceptance) ("Cash Escrow").

5. The Manager to the Open Offer has been fully authorised and empowered by the Acquirer to operate and realise the Escrow Amount lying to the credit of the Escrow Account in accordance with the SEBI (SAST) Regulations.

6. In case of any upward revision in the Offer Price or the size of this Offer, the value in cash of the Escrow Amount shall be computed on the revised consideration calculated at such revised offer price or offer size and any additional amounts required will be funded by the Acquirer, prior to effecting such revision, in terms of Regulation 17(2) of the SEBI (SAST) Regulations.

7. Suresh Surana & Associates LLP, Chartered Accountants (Firm Registration Number 121750W/W-100010), has vide certificate dated May 5, 2023, certified that the Acquirer has adequate financial resources for fulfilling their obligations under the Open Offer.

8. Based on the above, the Manager to the Open Offer is satisfied, (i) about the adequacy of resources to meet the financial requirements of the Offer and the ability of the Acquirer to implement the Offer in accordance with the SEBI (SAST) Regulations, and (ii) that firm arrangements for payment through verifiable means are in place to fulfil the Offer obligations.

Source: Based on the certificate dated May 5, 2023 issued by Suresh Surana & Associates LLP, Chartered Accountants (Firm Registration Number: 121750W / W-100010).

\* Not applicable since this is not an indirect acquisition in terms of the SEBI (SAST) Regulations.

4. As on the date of this DPS, there is no revision in Offer Price or Offer Size. The Offer Price and/or Offer Size is subject to upward revision, if any, pursuant to the SEBI (SAST) Regulations or at the discretion of the Acquirer at any time prior to the commencement of the last 1 (one) Working Day before the commencement of the Tendering Period in accordance with Regulation 18(4) and 18(5) of the SEBI (SAST) Regulations. In the event of such revision, the Acquirer shall make corresponding increases to the escrow amount and shall: (i) make a public announcement in the same newspapers in which the DPS is published; and (ii) simultaneously with the issue of such announcement, inform SEBI, the Stock Exchanges and the Target Company at its registered office, of such revision.

5. If the Acquirer acquires Equity Shares of the Target Company (other than the Sale Shares) during the period of twenty six weeks after the Tendering Period at a price higher than the Offer Price, then the Acquirer shall pay the difference between the highest acquisition price and the Offer Price to all the Public Shareholders whose Equity Shares have been accepted in the Offer within 60 (sixty) days from the date of such acquisition. Specifically, in the event there is any upward revision in the consideration amount payable for the Sale Shares in accordance with the terms and conditions of the SPA and the Revised Sale Share Price is higher than the Offer Price, then the Acquirer shall pay the difference between the Revised Sale Share Price and the Offer Price, per Offer Share to all the Public Shareholders whose Equity Shares have been accepted in the Offer within 60 (sixty) days from the date of Completion.

6. In the event of acquisition of the Equity Shares by the Acquirer during the Offer Period, whether by subscription or purchase, at a price higher than the Offer Price, then the Offer Price will be revised upwards to be equal to or more than the highest price paid for such acquisition in terms of Regulation 8(8) of the SEBI (SAST) Regulations. As per the proviso to Regulation 8(8) of the SEBI (SAST) Regulations, the Acquirer shall not acquire any Equity Shares after the 3<sup>rd</sup> (third) Working Day prior to the commencement of the Tendering Period and until the expiry of the Tendering Period.

3. The sources of funds for the Acquirer are from their cash and cash equivalents (including liquid investments).

all Public Shareholders (even if they acquire Equity Shares and become shareholders of the Target Company after the Identified Date) are eligible to participate in the Offer any time during the Tendering Period.

4. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

5. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

6. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

7. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

8. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

9. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

10. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

11. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

12. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

13. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

14. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

15. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

16. The Offer Price shall be payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, and subject to the terms and conditions set out in this DPS and the Letter of Offer that will be dispatched to the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.



