

Registered Office:  
"Chaitanya",  
No. 12, Khader Nawaz Khan Road,  
Nungambakkam,  
Chennai – 600006  
PH: 044 28332115

# TVS Holdings Limited

[Formerly known as Sundaram-Clayton Limited]

2<sup>nd</sup> May 2024

BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001.  
**Scrip code: 520056**

National Stock Exchange of India Ltd.,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai 400 051.  
**Scrip code: TVSHLTD**

Dear Sir/Madam,

**Sub : Intimation under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR)**

With reference to the captioned subject and pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the Company has entered into a Share Purchase Agreement (SPA) dated 2<sup>nd</sup> May 2024 with Sandwood Investments Limited ("**Sandwood**") and Emerald Haven Realty Limited ("**EHRL**") for purchase of additional stake of 10.74% in EHRL, by way of purchase of 2,74,43,333 equity shares of Rs. 10/- each from Sandwood, details of which are contained in **Annexure 1** below.

Consequent to the above, the shareholding of the Company in EHRL will increase from 89.26% to 100%, thereby making it a wholly owned subsidiary of the Company.

This may kindly be treated as a disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

*Date and time of occurrence of event: 2<sup>nd</sup> May 2024 at 14.50 P.M.*

Thanking you  
Yours faithfully

**For TVS Holdings Limited**

**R Raja Prakash**  
**Company Secretary**

Encl: a/a

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## Annexure 1

### TVS HOLDINGS LIMITED

#### Disclosure of information pursuant to Regulation 30 of the Listing Regulations

#### Disclosure for acquisition of shares (including agreement to acquire)

S.No	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.	Name of Target: Emerald Haven Realty Limited <b>(EHRL)</b>  <u>Details of Target:</u>  EHRL is engaged in the business of real estate development and construction. During the year 2022-23, EHRL generated a turnover of Rs. 22.59 Cr with a loss after tax of Rs. 31.01 Cr and networth of Rs. 242.95 Cr.
2	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"	No, this acquisition would not fall within related party transactions.  The Company will acquire the shares of Emerald Haven Realty Limited from Sandwood.  The transfer of shares will be done at "arm's length" based on a valuation report.
3	Industry to which the entity being acquired belongs	Real Estate / Construction
4	Objects and effects 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)	EHRL presents great diversification potential which has been conceptualized by the company and hence this additional investment is made.  In line with the overall business strategy, the Company has agreed to acquire an additional 2,74,43,333 equity shares of Rs. 10/- held by Sandwood in EHRL constituting 10.74%.
5	Brief details of any governmental or regulatory approvals required for the acquisition	No approvals required.

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S.No	Particulars	Details
6	Indicative time period for completion of the acquisition	9 <sup>th</sup> May 2024
7	Nature of consideration - whether cash consideration or share swap and details of the same	Cash
8	Cost of acquisition or the price at which the shares are acquired	Rs. 41.16 Cr
9	Percentage of shareholding / control acquired and / or number of shares acquired	10.74%
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	<p>EHRL is engaged in the business of real estate development and construction.</p> <p>Date of incorporation: 02.06.2010</p> <p>Turnover:</p> <p>FY 2022 – 23 : Rs. 22.59 Cr FY 2021 – 22 : Rs. 168.48 Cr FY 2020 - 21 : 14.70 Cr</p> <p>Countries with presence: India</p>

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