

25<sup>th</sup> October, 2020

BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001.  
**Scrip code: 532343**

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

Dear Sir,

**Reg : Compliance under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In terms of Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr K Sriram, Partner, M/s S Krishnamurthy & Co., Practising Company Secretaries conducted an audit of the share transfers for the half year ended 30<sup>th</sup> September 2020.

We are enclosing the certificate issued by the Practising Company Secretary for your information and records.

Thanking you,

Yours faithfully  
For TVS MOTOR COMPANY LIMITED



K S Srinivasan  
Company Secretary

Encl: a/a



**S. Krishnamurthy & Co.,**  
**Company Secretaries**

**CERTIFICATE**

**(under Regulation 40(9) & (11) of the Securities and Exchange Board of India (Listing obligations and disclosure requirements) Regulations, 2015)**


We have examined all the relevant documents of **TVS MOTOR COMPANY LIMITED**, produced before us by **Sundaram-Clayton Limited**, Share transfer agents to the Company ('the RTA'), pertaining to transfer, transmission, transposition, issue of consolidated and split certificates, of shares held in physical form, during the half-year from **1<sup>st</sup> April 2020 to 30<sup>th</sup> September 2020**.

Based on such examination, the information and explanation furnished to us by the RTA, and to the best of our knowledge and belief, **we hereby certify** that, **during the half year ended 30<sup>th</sup> September 2020**:

1. The RTA has, in respect of 1 (one) request for *transfer of shares held in physical form* received prior to 1<sup>st</sup> April 2019, and returned due to deficiency in the documents, and *re-lodged* with proper documents, registered the transfer and despatched the share certificate(s) with the transfer endorsed, within 30 days of re-lodgement for transfer (*excluding the period of lockdown<sup>#</sup>*).
2. The RTA has, in respect of requests for transmission of shares held in physical form, registered all the transmissions for which proper documents were lodged, issued split certificates wherever applicable, and despatched the share certificates with the transmission endorsed, within 30 days of lodgement (*excluding the period of lockdown<sup>#</sup>*).
3. The RTA has not received or processed any requests for transposition of shares in physical form or issue of consolidated certificates.

*(<sup>#</sup>excluding period of lockdown as declared by the Government of India / further extended as per directions of the Government of India / State Governments, for which relaxation has been granted by SEBI vide Circular No.SEBI/HO/MIRSD/RTAMB/CIR/P/2020/59 dated April 13, 2020).*

For **S. KRISHNAMURTHY & CO.,**  
Company Secretaries

  
**K. SRIRAM**



Partner (Membership No.F6312)

**C.P. No.2215**

**UDIN: F006312B001046065**

Place: Chennai

Date: **23<sup>rd</sup> October 2020**