



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

TVS Holdings Limited

[Formerly known as Sundaram-Clayton Limited]

4th August 2023

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.
Equity Scrip code: 520056
NCRPS Scrip code: 717505

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051.
Scrip code: SUNCLAYLTD

Dear Sir / Madam,

Sub. : Intimation on amalgamation of VS Investments Private Limited with TVS Holdings Limited ("Company") pursuant to Composite Scheme of Arrangement amongst Company and TVS Holdings Private Limited ("Transferor Company 1") and VS Investments Private Limited ("Transferor Company 2") and Sundaram-Clayton DCD Limited ("Resulting Company") and their respective shareholders and creditors ("Scheme")

Ref. : Our letters dated 9th February 2022, 7th March 2023, 13th March 2023, 20th March 2023, 25th March 2023, 8th June 2023, 15th June 2023, 16th June 2023, 17th June 2023, 17th July 2023 and 28th July 2023

In furtherance to our intimation dated 28th July 2023 on the captioned matter, we hereby inform you that the Part IV of the Scheme which provides for the amalgamation of VS Investments Private Limited ("**Transferor Company 2**") with the Company, would be effective from the 5th (Fifth) business day after the receipt of approval of BSE Limited and the National Stock Exchange of India Limited for the listing and trading of equity shares and cumulative non-convertible redeemable preference shares ("**NCRPS**") i.e., **Effective Date 3**.

Further, as informed earlier, the Company has received the requisite approval of the BSE Limited and the National Stock Exchange of India Limited (collectively referred to as "**Stock Exchanges**") on 27th July 2023 and 28th July 2023 for the listing and trading of equity shares and NCRPS respectively, issued to the shareholders of Transferor Company 1, pursuant to Part III of the Scheme.

Thus, the amalgamation of the Transferor Company 2 with the Company becomes effective on 4th August 2023 ("**Effective Date 3**"). Further, the consideration for the said amalgamation will be issued by the Company to the shareholders of the Transferor Company 2 in the form of equity shares in the proportion as stated in the



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Scheme, which will be listed on the Stock Exchanges after receipt of necessary approvals, and the NCRPS held by the Transferor Company 2 in the Company, shall stand cancelled.

The Company shall make necessary applications with the Stock Exchanges for listing and trading of the abovementioned equity shares.

Amendment to Memorandum and Articles of Association:

In this connection, we wish to inform that 'Share Capital Clause' of the Memorandum and Articles of Association shall stand amended due to increase in the Authorised Capital of the Company.

The necessary filings will be made with Registrar of Companies, Chennai for the amendment to the Memorandum and Articles of Association.

A copy of the amended Memorandum and Articles of Association of the Company is available on the website of the Company viz. www.sundaram-clayton.com.

The Company will also intimate the Stock Exchanges, on the further developments in connection with the implementation of the Scheme.

Thanking you,
For TVS Holdings Limited
[Formerly known as Sundaram-Clayton Limited]

R Raja Prakash
Company Secretary