

Format of Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

| | | | | | |
|---|---|---|---|--------------------|-----------------------------------|
| 1 | Name of the Target Company (TC) | M/s. TVS Electronics Limited (TVSE) | | | |
| 2 | Name of the acquirer(s) | M/s. TVS Investments Limited (TVSI) | | | |
| 3 | Name of the stock exchange where the shares of the TC are listed | National Stock Exchange of India Limited Bombay Stock Exchange Limited | | | |
| 4 | Details of the transaction including rationale, if any, for the transfer / acquisition of shares | <p>TVS Investments Limited, earlier a wholly owned subsidiary of Sundaram-Clayton Limited (SCL), became a wholly owned subsidiary of Sundaram Investment Limited (SIL), consequent to the sanctioning of the 'Composite Scheme of Arrangement including Amalgamation and Demerger among Sundaram-Clayton Limited and Anusha Investments Limited and Sundaram Investment Limited and their respective shareholders under section 391-394 of the Companies Act, 1956 by the Hon'ble High Court of Madras, which came into effect from 21st August, 2012 and consequently 'control' over TVSI vested in SIL and also indirectly over the Target Company, namely TVSE.</p> <p>However, there is no change in the holding of TVSI over the target company before and after the said Scheme.</p> | | | |
| 5 | Relevant regulation under which the acquirer is exempted from making open offer | Exemption under Regulation 10(1)(d)(iii) | | | |
| 6 | Whether disclosure of proposed acquisition was required to be made under Regulation 10(5) and if so, - Whether disclosure was made and whether it was made within the timeline specified under the regulations - Date of filing with the stock exchange | Not Applicable | | | |
| 7 | Details of Acquisition | Disclosures required to be made under regulation 10(5) | Whether disclosure under regulation 10(5) are actually made | | |
| | a. Name of the transferor / seller | Not Applicable | | | |
| | b. Date of acquisition | | | | |
| | c. Number of shares / voting rights in respect of the acquisitions from each person mentioned in 7(a) above | | | | |
| | d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC | | | | |
| | e. Price at which shares are proposed to be acquired / actually acquired | | | | |
| 8 | Shareholding details | Pre-Transaction (SCL held the entire capital of TVSI) | Post-Transaction (SIL held the entire capital of TVSI) | | |
| | | No. of shares Held | % w.r.t total share capital of TC | No. of shares held | % w.r.t total share capital of TC |
| | TVS Investments Limited (TVSI), which was earlier wholly owned subsidiary of SCL has now become a wholly owned subsidiary of Sundaram Investment Limited as in (4) above | 1,05,53,449 | 59.72 | 1,05,53,449 | 59.72 |

TVS INVESTMENTS LIMITED

Authorised Signatory
Place: Chennai
Date: 24th August, 2012

