

**TI Financial Holdings Limited****(Formerly known as Tube Investments of India Limited)**

Dare House, 234, N.S.C. Bose Road, Chennai 600 001, India

Tel: 91.44.4217 7770-5 Fax: 91.44.4211 0404

Website: www.tifhl.com CIN:L65100TN1949PLC002905

July 31, 2018

The Manager  
Listing Department  
National Stock Exchange of India Ltd  
Exchange Plaza, 5th Floor  
Plot No.C-1, Block G  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai 400 051

The Secretary  
BSE Limited,  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai 400 001

Dear Sirs,

**Sub : Intimation on the outcome of the Board Meeting held on July 31, 2018 and disclosure under Regulation 30 of SEBI Listing Regulations**

Kindly refer our letter dated July 2, 2018, intimating the convening of the meeting of the Board of Directors to inter alia consider and approve the unaudited financial results for the quarter ended June 30, 2018.

In this regard, we wish to inform you that the Board of Directors at their meeting held today have approved / noted the following:

**1. Un-audited financial results:**

Approval of unaudited standalone financial results for the quarter ended June 30, 2018 prepared as per Indian Accounting Standards (IndAS). In this regard, we enclose a copy of the following as prescribed under Regulation 33 of the Listing Regulations:

- The detailed format of the un-audited financial results being submitted as per the listing regulations. The said results will be uploaded on the websites of the stock exchanges. The financial results will also be published as per the format prescribed in the listing regulations;
- Limited review report of the statutory auditors, M/s. S R Batliboi & Associates LLP, Chartered Accountants;
- Press release being given for publication.

An extract of the aforesaid financial results will be published in English and Tamil newspapers as stipulated under the Listing regulations.

**2. Changes to the Board composition:**

The term of office of Mr. M B N Rao, Independent Director will expire on conclusion of the 69<sup>th</sup> AGM scheduled today.

Appointment of Mr. Ashok Barat as an Additional Director of the Company in the category as an Independent Director with effect from August 1, 2018 and will hold office till the next annual general meeting of the Company in 2019.





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Information as required under Regulation 30 – Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith.

A press release in this regard is enclosed.

The meeting of Board of Directors commenced at 1.00 pm and concluded at 1:30 pm.

Kindly take the above information on record and acknowledge receipt.

Thanking you,

Yours faithfully,  
**For TI FINANCIAL HOLDINGS LIMITED**  
(Formerly Tube Investments of India Ltd)

**E KRITHIKA**  
**COMPANY SECRETARY**



Encl: As above



**Information as required under Regulation 30 - Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

SN.	Requirement	Disclosure – I
1	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment of Mr. Ashok Barat as an additional director of the Company.
2	Date of appointment/ cessation & term of appointment	Appointment effective from August 1, 2018 and will hold office up to the next annual general meeting in 2019.
3	Brief profile	<p>Mr. Ashok Barat is a Fellow Member of the Institute of Chartered Accountants of India and a Fellow Member of the Institute of Company Secretaries of India.</p> <p>He has varied experience in the areas of finance, M&amp;A, strategy and governance. He has worked in different roles, operational and staff, as a CFO, Managing Director and CEO and Country Manager</p> <p>Mr. Barat has held responsible positions in Indian as well as various multinational organizations. He began his career with Hindustan Lever Limited (now Unilever) and worked in positions of increasing responsibility, with Unilever, Pepsi, Electrolux, Telstra and Heinz. Mr. Barat recently superannuated as a Managing Director and Chief Executive Officer of Forbes &amp; Company Limited (Forbes), a position he held since 2008. He was on the Board of Eureka Forbes Limited between 1997 and 2000.</p>
4	Disclosure of relationships between directors (in case of appointment of a director)	Is not related to any of the Directors of the Company.



**Independent Auditor's Review Report on the Unaudited Standalone Financial Results of TI Financial Holdings Limited pursuant to Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015****Review Report  
The Board of Directors  
TI Financial Holdings Limited**

1. We have reviewed the accompanying statement of unaudited standalone Ind AS financial results of TI Financial Holdings Limited (the 'Company') for the quarter ended June 30, 2018 (the 'Statement') attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('the Regulation'), read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 ('the Circular'), except for the additional information provided under Note 2 of the statement which has been presented based on the financial information compiled by the Management and not reviewed by us.
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS) 34 "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013, read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015, as amended, read with the Circular is the responsibility of the Company's management and has been approved by the Board of Directors of the Company. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagements (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity' issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited standalone Ind AS financial results, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, read with relevant rules issued thereunder and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of the Regulation, read with the Circular, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**For S.R. BATLIBOI & ASSOCIATES LLP**

Chartered Accountants

ICAI Firm registration number: 101049W/E300004

**per Subramanian Suresh**  
Partner

Membership No.: 083673

Place: Chennai

Date: July 31, 2018



TI FINANCIAL HOLDINGS LIMITED (Formerly known as TUBE INVESTMENTS OF INDIA LIMITED)  
CIN:L65100TN1949PLC002905  
Registered Office : DARE HOUSE, 234, NSC Bose Road, Chennai - 600 001.  
Statement of Standalone Unaudited Financial Results for the quarter ended June 30, 2018

Part I					₹ Crs.
Particulars	Quarter ended			Year ended	
	30.06.2018 (Unaudited)	31.03.2018 (Unaudited)	30.06.2017 (Unaudited)	31.03.2018 (Unaudited)	
	1	2	3	4	
1. Revenue from operations	3.89	35.59	-	64.65	
2. Other income	-	0.02	-	0.02	
3. Total Income (1+2)	3.89	35.61	-	64.67	
4. Expenses					
a) Employees benefits expense	0.19	0.24	-	0.62	
b) Other expenses	0.14	0.59	0.34	2.61	
Total expenses (a+b)	0.33	0.83	0.34	3.23	
5. Profit before tax (3-4)	3.56	34.78	(0.34)	61.44	
6. Tax expense					
a) Current tax	1.13	1.18	-	2.05	
b) Deferred tax	-	-	-	-	
Total Tax expense (a+b)	1.13	1.18	-	2.05	
7. Profit for the period (5-6)	2.43	33.60	(0.34)	59.39	
8. Other Comprehensive Income					
a. (i) Items that will not be reclassified to Profit or Loss	1.33	(0.44)	0.52	0.45	
(ii) Income tax relating to items that will not be reclassified to Profit or Loss	(0.15)	0.17	-	0.17	
b. (i) Items that will be reclassified to Profit or Loss	-	-	-	-	
(ii) Income tax relating to items that will be reclassified to Profit or Loss	-	-	-	-	
9. Total Comprehensive Income for the period (7+8)	3.61	33.33	0.18	60.01	
10. Paid-up equity share capital (₹ 1/- per share)	18.76	18.75	18.75	18.75	
11. Earnings per Share (EPS) - not annualised (₹)					
a) Basic	0.13	1.79	(0.02)	3.17	
b) Diluted	0.13	1.79	(0.02)	3.16	



**Notes**

1. The above Results have been reviewed by the Audit Committee and approved by the Board at its meeting held on July 31, 2018 and subjected to a limited review by the statutory auditors.
2. As permitted under the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the company has opted to submit only the quarterly and year to date standalone financial results to the Stock Exchanges in respect of Financial Year 2018-19. Accordingly, additional information has been presented below relating to the operating revenue and profits of the company's subsidiaries and Joint Venture Entities (together referred to as "Investee Entities") for the quarter ended June 30, 2018, based on financial statements of such companies prepared under applicable generally accepted accounting principles as detailed below. Further, figures reported below in respect of the Investee Entities are based on their individual standalone financial statements, without giving effect to any adjustments for consolidation under Ind AS 110. Accordingly, these figures cannot be consolidated, and have been prepared only as additional information. These figures have not been subjected to limited review by the Statutory Auditors of the Company.

Name of the Company	Relationship (under Ind AS)	Proportion of Ownership	Applicable GAAP	Quarter ended June 30, 2018	
				Profit after Tax (₹ Crore)	Revenue from Operations (₹ Crore)
Cholamandalam Investment and Finance Company Limited	Subsidiary	46.21%	Ind AS	285.25	1597.03
Cholamandalam MS General Insurance Company Limited	Subsidiary	60.00%	IGAAP	57.07	854.01
Cholamandalam Health Insurance Limited	Subsidiary	99.86%	IGAAP	-	-
Cholamandalam MS Risk Services Limited	Joint Venture	49.50%	Ind AS	(0.17)	7.27

3. The Company has adopted Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act 2013('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 from April 01, 2018 and the effective date of such transition is April 01, 2017. Such transition has been carried out from the erstwhile Accounting Standards notified under the Act, read with relevant rules issued thereunder and guidelines issued by the Reserve Bank of India ('RBI') (Collectively referred to as 'the Previous GAAP'). Accordingly, the impact of transition has been recorded in the opening reserves as at April 01, 2017. The corresponding figures presented in these results have been prepared on the basis of the previously published unaudited/audited results under previous GAAP for the relevant periods, duly re-stated to Ind AS. These Ind AS adjustments have been reviewed by the statutory auditors.

These financial results for the current and previous periods may require adjustments due to changes in financial reporting requirements arising from new standards, modifications to the existing standards, guidelines issued by the Ministry of Corporate Affairs and RBI or changes in the use of one or more optional exemptions from full retrospective application of certain Ind AS permitted under Ind AS-101.



4. As required by paragraph 32 of Ind AS 101, net profit reconciliation between the figures reported under Previous GAAP and Ind AS is as under:

Particulars	Quarter ended		Year ended
	31.03.2018 (Unaudited)	30.06.2017 (Unaudited)	31.03.2018 (Unaudited)
Net Profit After Tax as reported under Previous GAAP	33.62	(0.34)	59.36
<u>Ind AS adjustments increasing/(decreasing) net profit as reported under Previous GAAP</u>			
Effect of change in fair value of investments	(0.02)	0.00	0.03
Net Profit After Tax as per Ind AS	33.60	(0.34)	59.39
Other comprehensive income, net of tax - Effect of change in fair value of Equity Instruments measured at FVTOCI	(0.27)	0.52	0.62
Total comprehensive income	33.33	0.18	60.01

5. 1,03,130 options were exercised during the three months ended June 30, 2018. The total outstanding employee stock options as at June 30, 2018 is 2,07,868.
6. The Company is primarily engaged in the business of Investment. All the activities of the Company revolve around the main business in India. As such there are no separate reportable segments defined in Ind AS 108 - 'Operating Segments' in respect of these Standalone Financial Results.
7. Prior period figures have been regrouped wherever necessary to conform to the current period presentation.

On behalf of the **Board of Directors**

*M M Murugappan*

**M M Murugappan**  
Chairman

Place : Chennai  
Date : July 31, 2018

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**CIN:L65100TN1949PLC002905**  
**Regd.Office: 'Dare House', 234, NSC Bose Road, Chennai - 600 001.**  
**Extract of the detailed format of Standalone Unaudited Financial Results for the quarter June 30, 2018**

₹ Crs.

	30.06.2018 (Unaudited)	31.03.2018 (Unaudited)	30.06.2017 (Unaudited)	31.03.2018 (Unaudited)
	1	2	3	4
Total income from operations	3.89	35.59	-	64.65
Net Profit for the period before Tax	3.56	34.78	(0.34)	61.44
Net Profit for the period after Tax	2.43	33.60	(0.34)	59.39
Total Comprehensive Income for the period (Comprising Profit for the period after tax and Other Comprehensive Income after tax)	3.61	33.33	0.18	60.01
Equity Share Capital	18.76	18.75	18.75	18.75
Earnings per Share (EPS) - not annualised (of ₹ 1 each)				
a) Basic	0.13	1.79	(0.02)	3.17
b) Diluted	0.13	1.79	(0.02)	3.16

Note: The above is an extract of the detailed format of Quarterly Financial Results filed with the Stock Exchanges under Regulation 33 of the SEBI (Listing and Other Disclosure Requirements) Regulations, 2015. The full format of the Standalone Financial Results for the three months ended June 30, 2018 is available on the Stock Exchange websites, [www.nseindia.com](http://www.nseindia.com) and [www.bseindia.com](http://www.bseindia.com) and also on the Company's website [www.tifhl.com](http://www.tifhl.com).

The Company has adopted Indian Accounting Standards ('Ind AS') notified under Section 133 of the Companies Act 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 from April 01, 2018 and the effective date of such transition is April 01, 2017. Such transition has been carried out from the erstwhile Accounting Standards notified under the Act, read with relevant rules issued thereunder and guidelines issued by the Reserve Bank of India ('RBI') (Collectively referred to as 'the Previous GAAP'). Accordingly, the impact of transition has been recorded in the opening reserves as at April 01, 2017 and the corresponding figures presented in these results have been restated / reclassified.



On behalf of the Board of Directors

*M M Murugappan*

**M M Murugappan**  
Chairman

Place : Chennai  
Date : July 31, 2018

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## Press Release

### **TI FINANCIAL HOLDINGS LIMITED – Unaudited Standalone Financial Results for the Quarter ended June 30, 2018**

The Board of Directors of TI Financial Holdings Limited (TIFHL), formerly known as Tube Investments of India Limited met today and approved the standalone financial results for the Quarter ended 30th June 2018.

The company has adopted Indian Accounting Standards (Ind AS) for FY 19 with Ind AS compliant comparatives for FY 18. Accordingly, figures for the previous periods / year have been recast and reviewed by the statutory auditors as per the new accounting standards.

#### **Standalone Results**

For the quarter ended 30th June 2018, the Company has achieved standalone Profit after tax of ` 2.43 Cr. as against a Loss of ` 0.34 Cr. in the corresponding quarter of the Previous Year.

Cholamandalam Investment & Finance Company Ltd, in which the Company holds 46.2% stake, disbursed ` 7,014 Cr. during the quarter compared to ` 4,853 Cr. in the corresponding quarter of the previous year, registering a growth of 45%. Assets under management grew by 30% to ` 46,663 Cr. compared to the last financial year, which stood at ` 35,869 Cr.

Cholamandalam MS General Insurance Company Ltd., a subsidiary in general insurance business, in which the Company holds about 60% stake, registered a Gross Written Premium (GWP) of ` 951 Cr. during the quarter as against ` 878 Cr. in the corresponding quarter of the previous year, a growth of 8%. Profit after tax for the quarter was at ` 57 Cr. as against ` 48 Cr. in the corresponding quarter of the previous year.

Cholamandalam MS Risk Services Ltd., a Joint Venture Company, in which the Company holds 49.5% stake, registered revenue of ` 7.27 Cr. for the quarter as against ` 7.54 Cr. in the corresponding quarter of the previous year. Loss after tax for the quarter has reduced to ` 0.17 Cr. as against ` 1.08 Cr. in the corresponding quarter of the previous year.



Summary of reconciliation of Standalone Profit between IGAAP and Ind AS

Cr.

Particulars	Quarter ended		Year ended
	31.03.2018 (Unaudited)	30.06.2017 (Unaudited)	31.03.2018 (Unaudited)
Net Profit After Tax reported under Previous GAAP	33.62	(0.34)	59.36
Ind AS adjustments increasing/(decreasing) net profits as reported under Previous GAAP			
Effect of change in fair value of investments	(0.02)	-	0.03
Net Profit After Tax as per Ind AS	33.60	(0.34)	59.39
Other Comprehensive income, net of tax – Effect of change in fair value of Equity instruments measured at FVTOCI	(0.27)	0.52	0.62
Total Comprehensive Income	33.33	0.18	60.01



## **About Murugappa Group**

Founded in 1900, the INR 329 Billion (32,893 Crores) Murugappa Group is one of India's leading business conglomerates. The Group has 28 businesses including nine listed Companies traded in NSE & BSE. Headquartered in Chennai, the major Companies of the Group include Carborundum Universal Ltd., Cholamandalam Investment and Finance Company Ltd., Cholamandalam MS General Insurance Company Ltd., Coromandel International Ltd., Coromandel Engineering Company Ltd., E.I.D. Parry (India) Ltd., Parry Agro Industries Ltd., Shanthi Gears Ltd., Tube Investments of India Ltd., TI Financial Holdings Ltd and Wendt (India) Ltd.

Market leaders in served segments including Abrasives, Auto Components, Transmission systems, Cycles, Sugar, Farm Inputs, Fertilisers, Plantations, Bio-products and Nutraceuticals, the Group has forged strong alliances with leading international companies such as Groupe Chimique Tunisien, Foskor, Mitsui Sumitomo, Morgan Advanced Materials, Sociedad Química y Minera de Chile (SQM), Yanmar & Co. and Compagnie Des Phosphat De Gafsa (CPG). The Group has a wide geographical presence all over India and spanning 6 continents.

Renowned brands like BSA, Hercules, Montra, Mach City, Ballmaster, Ajax, Parry's, Chola, Gromor, Shanthi Gears and Paramfos are from the Murugappa stable. The Group fosters an environment of professionalism and has a workforce of over 35,000 employees.

For more details, visit [www.murugappa.com](http://www.murugappa.com)