

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

TVS Holdings Limited

[Formerly known as Sundaram-Clayton Limited]

24th April 2026

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.

Scrip code: 520056

National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051.

Scrip code: TVSHLTD

Dear Sir/Madam,

Reg. : Proceedings of the meeting of the Equity Shareholders of TVS Holdings Limited ("Company") convened on Friday, 24th April, 2026 pursuant to the Order of Hon'ble National Company Law Tribunal, Chennai Bench

Pursuant to Regulations 30 and 51 read with Part A and Part B of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"), we attach herewith the proceedings of the meeting of Equity Shareholders of the Company convened on Friday, 24th April, 2026 at 11.00 A.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") (Annexure – I), pursuant to the Order of Hon'ble National Company Law Tribunal, Chennai Bench ("Hon'ble Tribunal") dated 18th March, 2026 in CA(CAA)/15(CHE)/2026 ("Tribunal Order"), for the purpose of considering, and, if thought fit, approving, with or without modification(s), the proposed Scheme of Arrangement between TVS Holdings Limited and its shareholders ("Scheme"), the details of which were given in the notice dated 23rd March, 2026.

The Hon'ble Tribunal convened meeting of the Equity Shareholders concluded at 11:22 AM.

Details of voting results along with the Scrutinizers Report will be submitted separately.

Kindly take a note of the same on your records.

Thanking you,

Yours faithfully,

For TVS Holdings Limited

R Raja Prakash
Company Secretary

Encl: a/a

Annexure - I

Proceedings of the meeting of the Equity Shareholders of the Company convened on Friday, 24th April, 2026 pursuant to the Order of Hon'ble National Company Law Tribunal, Chennai Bench

A. Date, time and venue of the Meeting

A meeting of the Equity Shareholders of the Company was convened today, Friday, the 24th April, 2026 at 11.00 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), pursuant to the order of Hon'ble National Company Law Tribunal, Chennai Bench ("NCLT" or "Hon'ble Tribunal") dated 18th March, 2026 in CA(CAA)/15(CHE)/2026.

B. Proceedings in brief

Pursuant to the order of the Hon'ble Tribunal, Ms Deepika Kumari, chaired the meeting ("Chairperson") of the Equity Shareholders of the Company. Upon confirmation of requisite quorum being present, the Chairperson called the meeting to order.

Chairperson informed the Equity Shareholders that the meeting was being held through VC/OAVM, pursuant to the Order passed by the Hon'ble Tribunal and in compliance with the circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India.

At the request of Chairperson, Mr K Gopala Desikan, Director and Group Chief Financial Officer (D & GCFO) and Mr Anuj Shah, Independent Director present at the meeting introduced themselves to the equity shareholders and welcomed them to the NCLT convened meeting.

The Chairperson also provided various details to the Equity Shareholders with respect to availability of Notice and Explanatory Statement on the Company's website, remote e-Voting, e-Voting at the meeting, necessary documents & registers etc. The Equity Shareholders were informed that pursuant to the Order of the Hon'ble Tribunal, Mr V Sriram Ananth, Advocate was appointed as the Scrutinizer to scrutinize the process of remote e-Voting and e-Voting at the meeting.

The Chairperson addressed the Equity Shareholders present at the meeting and briefed them on the resolution proposed to be passed for approving the Scheme of Arrangement between TVS Holdings Limited and its shareholders, under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013.

Subsequently, Chairperson requested those shareholders who had registered to speak at the meeting. All the registered speaker shareholders supported the proposed Scheme of Arrangement.

Thereafter, the Chairperson requested the Equity Shareholders who were present at the meeting and had not earlier cast their votes electronically through remote e-Voting, to use the opportunity to cast their votes through e-Voting during the meeting through the link provided on the NSDL website which would remain open upto 15 minutes from the conclusion of the meeting.

Chairperson further announced that the results of e-Voting will be declared on or before 27th April 2026 and the same will be made available on the websites of the Company, Stock Exchanges and NSDL.

The meeting then concluded with a vote of thanks by the Chairperson.

C. Voting by Equity Shareholders

The Company provided remote e-voting facility to the Equity Shareholders from 9:00 a.m. (IST) on Tuesday, 21st April 2026 to 5:00 p.m. (IST) on Thursday, 23rd April 2026 for voting on the resolutions set out in the Notice. Further, e-voting during the Meeting was provided to those Shareholders who attended the Meeting and had not cast their votes earlier and remained open until 15 minutes after the conclusion of the Meeting.

D. Results of e-Voting (remote e-voting and e-voting at the Meeting)

Details of voting results along with the Scrutinizers Report will be submitted separately.

The meeting concluded at 11:22 AM after remaining open for 15 minutes for conclusion of e-voting.

For **TVS Holdings Limited**

R Raja Prakash
Company Secretary