

CTL/SAST/25-26/15046

Date: April 02, 2025

To,

- 1) **National Stock Exchange of India Limited**
Exchange Plaza, Bandra Kurla
Complex, Bandra (East),
Mumbai – 400051.
- 2) **BSE Limited**
Floor 25, P. J. Towers,
Dalal Street, Mumbai,
Mumbai – 400001.
- 3) **TVS Supply Chain Solutions Limited**
10, Jawahar Road, Chokkikulam,
Madurai, Tamil Nadu, India, 625002

Dear Sir,

Sub: Disclosure pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Code”) in relation to pledge of equity shares of TVS Supply Chain Solutions Limited

Pursuant to the disclosure required to be made under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of the pledged equity shares of **TVS Supply Chain Solutions Limited (“Target Company”)** in favour of Catalyst Trusteeship Limited in the capacity of Debenture Trustee for the benefit of Debenture holders.

Please take the same on record and disseminate the same.

For Catalyst Trusteeship Limited



Authorised Signatory
Name: Saloni Murudkar
Designation: Manager



Encl.: As above

Part A

Annexure

Disclosures under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

1. Name of the Target Company (TC)	TVS Supply Chain Solutions Limited		
2.Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Catalyst Trusteeship Limited acting as Debenture Trustee on behalf of debenture holders (i.e. OMERS Capital Markets Asia Holdings Pte. Ltd., J.P. Morgan Securities India Private Limited, Nippon India Credit Opportunities AIF – Scheme 1, DSP Finance Private Limited, Nomura Capital (India) Private Limited, Kotak Private Credit Fund, RV Capital India Credit Plus Fund and OCM Asia Credit I Pte. Ltd., Jio Finance Limited and shall include assigns and transferees)		
3.Whether the acquirer belongs to Promoter/Promoter group	No.		
4.Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
5. Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
<u>Before the acquisition under consideration, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights	-	-	-
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	3,30,00,000***	7.48	7.48
c) Voting rights (VR) otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)			
e) Total (a+b+c+d)	3,30,00,000***	7.48	7.48



CATALYST TRUSTEESHIP LIMITED

An ISO: 9001 Company

Registered Office : CDA House, Plot No. 85, Bhusari Colony (Right), Paud Road, Pune - 411 038 **Tel :** +91 (20) 6680 7200
Delhi Office : 910-911, 9th Floor, Kailash Building, 26 Kasturba Gandhi Marg, New Delhi - 110 001 **Tel :** +91 (11) 4302 9101/02
Corporate Office : 901, 9th Floor, Tower-B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400013
Tel : +91 (22) 4922 0555 **Fax :** +91 (22) 4922 0505
CIN No. U74999PN1997PLC110262 Email : dt@ctltrustee.com **Website :** www.catalysttrustee.com

<u>Details of acquisition</u>			
a) Shares carrying voting rights acquired	-	-	-
b) VRs acquired otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying category) acquired	-	-	-
d) Shares in nature of encumbrance (pledge / Lien / non-disposal undertaking / others)	1,55,00,000****	3.51	3.51
e) Total (a+b+c+d)	1,55,00,000****	3.51	3.51
<u>After the acquisition, holding of acquirer along with PACs of:</u>			
a) Shares carrying voting rights	-	-	-
b) VRs otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
d) Shares in nature of encumbrance (pledge/ lien / non-disposal undertaking /others)	4,85,00,000	10.99	10.99
e) Total (a+b+c+d)	4,85,00,000	10.99	10.99
Encumbrance by way of pledge over: a) 3,30,00,000 equity shares on 30 January 2025 and 20,000 equity shares on 10 February 2025. Please note that the encumbrance created on 10 February 2025 did not trigger the disclosure percentage stated under Section 29 of the Takeover Code. b) 1,35,00,000 shares on April 02, 2025,			
6. Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/ encumbrance, etc.)	of TVS Supply Chain Solutions Limited, in addition to certain covenants which would require a further pledge of shares in the event a certain security cover is not met.		
7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.			



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8. Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	February 10, 2025 and April 02, 2025
9. Equity share capital / total voting capital of the TC before the said acquisition	Rs. 44,11,62,877 (44,11,62,877 Equity shares having face value of Rs 1 each)
10. Equity share capital/ total voting capital of the TC after the said acquisition	Rs. 44,11,23,777 (44,11,23,777 Equity shares having face value of Rs 1 each)
11. Total diluted share/voting capital of the TC after the said acquisition	Rs. 44,11,23,777 (44,11,23,777 Equity shares having face value of Rs 1 each)

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(***) Total of 3,30,00,000 equity shares of the Target Company were pledged on 30 January 2025, however, due to some movement in the share price additional 20,000 equity shares were pledged on 10 February 2025 but it did not trigger the disclosure percentage stated under the Takeover Code.

(****) Presently, 1,35,00,000 equity shares of the Target Company were pledged on 02 April 2025 and we have further included the 20,000 equity shares which were pledged on 10 February 2025.

Signature of the acquirer:

For Catalyst Trusteeship Limited




Authorised Signatory
Name: Saloni Murudkar
Designation: Manager