TSF INVESTMENTS

SEC: 017:26-27/TS/19.08.2026

National Stock Exchange of India Limited
Listing Department Exchange Plaza,
5th Floor, Plot no. C/1, G- Block,
Bandra-Kurla Complex,
Mumbai – 400 051.

NSE SYMBOL: TSFINV

Dear Sir/Madam,

Sub: Disclosure under Reg. 30 read with Sch. III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Re: Subscription to the preferential issue of equity shares offered by Wheels India Limited on private placement basis.

We wish to inform you that the Board of Directors of the Company, at its meeting held today (19.08.2026), has approved the subscription to the preferential issue of equity shares of Wheels India Limited.

The Company proposes to subscribe to the preferential issue of 10,57,827 equity Shares of ₹10/- each, at an issue price of ₹1418/- per equity Share, including a premium of ₹1408/- per equity Share offered by Wheels India Limited on private placement basis. The value of the proposed subscription would aggregate to an amount not exceeding ₹150 Crs. The proposed transaction is expected to be completed on or before 30 September 2026, subject to shareholders approval.

The Company hereby confirms that the proposed subscription to the preferential issue of equity shares of Wheels India Limited constitutes a Related Party Transaction under Regulation 2(1)(zb), Regulation 23 and other applicable regulations of SEBI (LODR) Regulations 2015.

Further, the Audit Committee has reviewed and approved the proposed subscription. Since the aggregate value of the transaction exceeds the materiality threshold for related party transactions prescribed under Regulation 23(4) of SEBI (LODR) Regulations 2015, this transaction qualifies as a Material Related Party Transaction. Accordingly, the Company is taking necessary steps to seek the approval of shareholders by way of Postal Ballot.

Further, we wish to confirm that Sundaram Finance Limited the promoter of the Company is not interested in the transaction and persons belonging to the promoter group of the Company are interested in Wheels India Limited only to the limited extent of their shareholdings, if any (forming part of public shareholding).

The meeting of the Board of Directors commenced at 12:00 Noon and concluded at 01:00 P.M.

The requisite details in terms of Regulation 30 of the SEBI LODR read with relevant circulars issued by SEBI in this regard is provided in Annexure - I.

Thanking you,

Yours truly,

For TSF Investments Limited

SRINIVASAN KALYANARAMAN
Digitally signed by SRINIVASAN KALYANARAMAN
Date: 2026.08.19 13:31:01 +05'30'

S. Kalyanaraman
Secretary & Compliance Officer
Encl.,

Annexure – 1

S.N	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	M/s Wheels India Limited, Total Turnover as on 31.03.2026: Rs. 5124.40Cr.
2.	Whether the acquisition / subscription would fall within related party transaction(s); Whether the promoter / promoter group / group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof; and Whether the same is done at "arm's length"	Yes Sundaram Finance Limited the promoter of the Company is not interested in the transaction and persons belonging to the promoter group of the Company are interested in Wheels India Limited only to the limited extent of their shareholdings, if any (forming part of public shareholding). Yes. At "arm's length".
3.	Industry to which the Target entity belongs to	Manufacturing of Parts & accessories for motor vehicles, Parts & accessories for machinery / equipment used by construction / mining Industries, Components for wind turbines.
4.	Objects and impact of acquisition	To consolidate the shareholdings in Wheels India Ltd (associate company)
5.	Brief details of any governmental or regulatory approvals required for the acquisition	Not Applicable
6.	Indicative time period for completion of the acquisition	on or before 30 September 2026, subject to receipt of shareholders approval.
7.	Consideration	Cash Consideration
8.	Cost of acquisition and/or the price at which the shares are acquired	₹1418 per equity share
9.	Percentage of shareholding / control acquired and / or number of shares acquired	10,57,827
10.	Brief background about the entity acquired in terms of products / line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information	Wheels India Limited (WIL) was incorporated on 13.06.1960. Nature of business is Manufacturing of Parts & accessories for motor vehicles, Parts & accessories for machinery / equipment used by construction / mining Industries, Components for wind turbines. (₹ in Crs.)

Particulars	2025-26	2024-25	2023-24
Total Turnover	5124.40	4424.86	4619.03

SRINIVASAN KALYANARAMAN Digitally signed by SRINIVASAN KALYANARAMAN Date: 2026.08.19 13:31:31 +05'30'

TSF INVESTMENTS LIMITED
(formerly known as Sundaram Finance Holdings Limited)

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