

# **Manish Agarwal Benefit Trust**

**1-7-293, M.G. Road, Secunderabad 500 003**

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16.08.2016

The Secretary,  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400 001.

The Manager  
Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra-Kurla Complex  
Bandra (East)  
Mumbai- 400051

The Company Secretary  
TCI Finance Limited  
Plot no-20, Sy no-12, 4<sup>th</sup> Floor,  
Kothaguda, Kondapur  
Hyderabad - 500 081

**Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover Regulations, 2011)**

Dear Sir/Madam,

With reference to subject cited above, please find enclosed herewith disclosure as required under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover Regulations, 2011).

Kindly take the same on your records and acknowledge receipt of the same.

Thanking you

For Manish Agarwal Benefit Trust

  
Authorised Signatory

**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|                                                                                                                                                                           |                                        |                                                         |                                                          |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------|---------------------------------------------------------|----------------------------------------------------------|
| 1. Name of the Target Company (TC)                                                                                                                                        | TCI FINANCE LTD.                       |                                                         |                                                          |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer                                                                                          | Manish Agarwal Benefit Trust (Annex-1) |                                                         |                                                          |
| 3. Whether the acquirer belongs to Promoter/Promoter group                                                                                                                | YES                                    |                                                         |                                                          |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                     | BSE & NSE                              |                                                         |                                                          |
| 5. Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC                                                                  | 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/disposal under consideration, holding of:</u>                                                                                                   |                                        |                                                         |                                                          |
| a) Shares carrying voting rights                                                                                                                                          | 2,41,177                               | 1.87                                                    | -                                                        |
| b) Voting rights (VR) otherwise than by shares                                                                                                                            | -                                      | -                                                       | -                                                        |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) | -                                      | -                                                       | -                                                        |
| Total (a+b+c)                                                                                                                                                             | 2,41,177                               | 1.87                                                    | -                                                        |
| <u>Details of acquisition/sale</u>                                                                                                                                        |                                        |                                                         |                                                          |
| a) Shares carrying voting rights acquired/sold                                                                                                                            | 1,10,000                               | 0.85                                                    | -                                                        |
| b) VRs acquired /sold otherwise than by 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) acquired/sold                                                              |             |      |   |
| Total (a+b+c)                                                                                                                                                                               | 1,10,000    | 0.85 | - |
| After the acquisition/sale, holding of:                                                                                                                                                     |             |      |   |
| a) Shares carrying voting rights                                                                                                                                                            | 3,51,177    | 2.73 | - |
| b) VRs otherwise than by 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. | -           | -    | - |
| Total (a+b+c)                                                                                                                                                                               | 3,51,177    | 2.73 | - |
| 6. Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).                                               | Open market |      |   |
| 7. Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable                                                               | 12.08.2016  |      |   |
| 8. Equity share capital / total voting capital of the TC before the said acquisition / sale                                                                                                 | 1,28,72,493 |      |   |
| 9. Equity share capital/ total voting capital of the TC after the said acquisition / sale                                                                                                   | 1,28,72,493 |      |   |
| 10. Total diluted share/voting capital of the TC after the said acquisition/sale.                                                                                                           | 1,28,72,493 |      |   |

(\*) 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.

For Manish Agarwal Benefit Trust

  
Authorised Signatory

Place:Hyderabad

Date: 16.08.2016

**Annexure-1****Name of the Target Company: TCI Finance Limited**

| Name                                             | Whether the person belongs to Promoter/Promoter group |
|--------------------------------------------------|-------------------------------------------------------|
| 1. GATI LIMITED                                  | Promoter group                                        |
| 2. JUBILEE COMMERCIAL & TRADING PRIVATE LIMITED  | Promoter group                                        |
| 3. MAHENDRA KUMAR AGARWAL                        | Promoter                                              |
| 4. MAHENDRA INVESTMENT ADVISORS PVT LTD          | Promoter group                                        |
| 5. BUNNY INVESTMENTS & FINANCE PRIVATE LIMITED   | Promoter group                                        |
| 6. DHRUV AGARWAL                                 | Promoter group                                        |
| 7. MAHENDRA KUMAR AGARWAL (HUF)                  | Promoter group                                        |
| 8. GIRI ROADLINES AND COMMERCIAL TRADING PVT LTD | Promoter group                                        |
| 9. GATI INTELLECT SYSTEMS LIMITED                | Promoter group                                        |
| 10. MANISH AGARWAL                               | Promoter group                                        |
| 11. DHRUV AGARWAL BENEFIT TRUST                  | Promoter group                                        |
| 12. MANISH AGARWAL BENEFIT TRUST                 | Promoter group                                        |

