

13.12.2016

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, Survey no-12,
4th floor,
Kothaguda, Kondapur,
Hyderabad-84

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

Dear Sir/Madam,

With reference to subject cited above, please find the enclosed
disclosures as required under Regulation 29(2) of SEBI (Substantial
Acquisition of Shares and Takeovers) Regulations.

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



Mahendra Kumar Agarwal

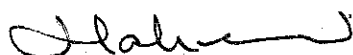
Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

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	Mahendra Kumar Agarwal (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	11,96,619	9.30	-
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 TC (specify holding in each category)	-	-	-
Total (a+b+c)	11,96,619	11,96,619	-
<u>Details of acquisition/sale-/Invoke</u>			
a) Shares carrying voting rights acquired/sold	11,85,000	9.21	-
b) VRs acquired /sold otherwise than by shares	-	-	-
c) Warrants/convertible securities/any other instrument	-	-	-

Seal

that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
Total (a+b+c)	11,85,000	9.21	-
<u>After the acquisition/sale, /Invoke holding of:</u>			
a) Shares carrying voting rights	11,619	0.09	-
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)	11,619	0.09	-
6. Mode of acquisition /sale/ Invoke (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Off Market		
7. Date of acquisition/ sale of shares /Invocation/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	09.12.2016		
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		

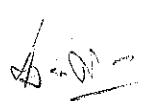
(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



Mahendra Kumar Agarwal

Place: Hyderabad

Date: 13.12.2016



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

Name	Whether the person belongs to Promoter/Promoter group
1. MAHENDRA KUMAR AGARWAL	Promoter
2. JUBILEE COMMERCIAL & TRADING PRIVATE LIMITED	Promoter group
3. GATI LIMITED	Promoter group
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

