



29th August, 2017

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400051

BSE Ltd.
1st Floor
New Trading Ring, Rotunda Building
P J Towers, Dalal Street
Fort , Mumbai 400001

Dear Sirs,

Disclosure under Regulation 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Pursuant to a Scheme of Amalgamation ("the Scheme") of Murugappa Holdings Limited and Presmet Private Limited ("Transferor Companies") with Ambadi Investments Private Limited, sanctioned by the National Company Law Tribunal, Chennai vide its Order 7th August, 2017, 6,44,29,900 Equity Shares of Rs. 2/- held by the Transferor Companies, as per details given below, in TI Financial Holdings Limited (earlier known as Tube Investments of India Limited) vested with the Ambadi Investments Private Limited, Transferee Company in the Scheme.

Names of the Transferor companies in the Scheme of Amalgamation	No of shares held	% of Target Company's capital
Murugappa Holdings Limited	6,40,54,680	34.16
Presmet Private Limited	3,75,220	0.20
Total	6,44,29,900	34.36

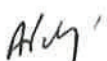
The Scheme became effective on 28th August, 2017 and consequently the said Equity Shares of the Target Company vested with the Company on 28th August, 2017.

We are submitting the disclosure under Regulation 10(6) regarding Report to Stock Exchanges in respect of the acquisition made in reliance upon exemption provided for in Regulation 10(1)(d)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

We request you to kindly take note of the above on record.

Yours faithfully,

For AMBADI INVESTMENTS PRIVATE LIMITED


A VELLAYAN
DIRECTOR

Report under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition Of Shares and Takeovers) Regulations, 2011

1	Name of the Target Company (TC)	M/s. TI FINANCIAL HOLDINGS LIMITED (earlier known as Tube Investments of India Limited)
2	Name of the acquirer(s)	M/s. AMBADI INVESTMENTS PRIVATE LIMITED
3	Name of the Stock Exchanges where shares of the TC are listed	National Stock Exchange of India Ltd; & BSE Ltd.
4	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares	Pursuant to a Scheme of Amalgamation of Murugappa Holdings Limited and Presmet Private Limited ("transferor companies") with Ambadi Investments Private Limited ("Transferee Company"), sanctioned by the National Company Law Tribunal, Chennai vide its Order 7 th August, 2017, shares aggregating to 6,44,29,900 Equity Shares of Rs. 2/- held by the Transferor Companies in TI Financial Holdings Limited (earlier known as Tube Investments of India Limited) vested with the Ambadi Investments Private Limited, the transferee company in the Scheme. The Scheme became effective on 28 th August, 2017 and consequently the said Equity Shares of the Target Company vested with the company on 28 th August, 2017.
5	Relevant regulations under which the acquirers is exempted from making open offer	Regulation 10(1)(d)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
6	Whether disclosure of proposed acquisition was required to be made under Regulation 10(5) and if so, - Whether disclosure was made and whether it was made within timeline specified under the regulations. - Date of filing with the Stock Exchange	No. Disclosure of proposed acquisition was not required to be made under Regulation 10(5) of SEBI (SAST) Regulations, 2011.



7	Date of acquisition	Disclosures required to be made under Regulation 10(5)		Whether the disclosures under Regulation 10(5) are actually made	
	a. Name of the transferor / seller	Not Applicable			
	b. Date of acquisition				
	c. Number of shares/voting rights in respect of the acquisitions from each person mentioned in 7(a) above				
	d. Total shares proposed to be acquired/ actually acquired as a % of diluted share capital of Target Company				
	e. Price at which shares are proposed to be acquired / actually acquired				
8	Shareholding details	Pre-Transaction		Post-Transaction	
		No: of Shares	% w.r.t total share capital /voting rights of TC	No: of Shares	% w.r.t total share capital /voting rights of TC
	(a) Each acquirer / Transferee (*)				
	Ambadi Investments Private Limited	56,36,695	3.01%	7,00,66,595	37.37%
	(b) Each Seller/Transferor				
	1. Murugappa Holdings Limited	6,40,54,680	34.16%	Nil	Not applicable
	2. Presmet Private Limited	3,75,220	0.20%		

	Details of Shares collectively held	Pre-Transaction		Post-Transaction	
		No: of Shares	% w.r.t total share capital /voting rights of TC	No: of Shares	% w.r.t total share capital /voting rights of TC
	(As per Annexure)	9,14,33,440	48.77%	9,14,33,440	48.77%
	Total	9,14,33,440	48.77%	9,14,33,440	48.77%

For AMBADI INVESTMENTS PRIVATE LIMITED

Chennai
29th August, 2017



A/V
A VELLAYAN
DIRECTOR

Annexure
Name of the Target Company : M/s. TI FINANCIAL HOLDINGS LIMITED (earlier known as TUBE INVESTMENTS OF INDIA LIMITED)

Details of Equity Shares carrying voting rights acquired by persons forming part of the Promoter/Promoter Group/Persons Acting in concert with Ambadi Investments Private Limited pursuant to the Scheme of Amalgamation of Murugappa Holdings Limited and Presmet Pvt Ltd with Ambadi Investments Private Limited

Sl. No.	Name(s) of the Promoter and Persons Acting in Concert (PAC) with the Promoter	Whether the person belongs to Promoter / Promoter Group	Shares held before Vesting		Shares Vested as per the Scheme of Amalgamation.		Shares held after the Vesting	
			No. of Shares	%	No. of Shares Transferred	%	No. of Shares Transferred	%
	NAME							
1	M V SUBBIAH	Promoter	2,78,850	0.15%			2,78,850	0.15%
2	M A ALAGAPPAN	Promoter	7,10,000	0.38%			7,10,000	0.38%
3	M A ALAGAPPAN	Promoter	1,30,660	0.07%			1,30,660	0.07%
4	V ARUNACHALAM	Promoter	3,38,990	0.18%			3,38,990	0.18%
5	M V SUBBIAH	Promoter	2,94,100	0.16%			2,94,100	0.16%
6	S VELLAYAN	Promoter	4,30,250	0.23%			4,30,250	0.23%
7	A VENKATACHALAM	Promoter	5,13,610	0.27%			5,13,610	0.27%
8	A VENKATACHALAM	Promoter	2,51,000	0.13%			2,51,000	0.13%
9	M M MURUGAPPAN	Promoter	6,66,165	0.36%			6,66,165	0.36%
10	M M MUTHIAH	Promoter	3,98,130	0.21%			3,98,130	0.21%
11	M M MURUGAPPAN	Promoter	3,55,330	0.19%			3,55,330	0.19%
12	M M MURUGAPPAN	Promoter	33,550	0.02%			33,550	0.02%
13	M M MURUGAPPAN	Promoter	2,77,360	0.15%			2,77,360	0.15%
14	M M VENKATACHALAM	Promoter	7,18,120	0.38%			7,18,120	0.38%
15	M V MUTHIAH	Promoter	4,49,590	0.24%			4,49,590	0.24%
16	M V SUBRAMANIAN	Promoter	23,425	0.01%			23,425	0.01%
17	A VELLAYAN	Promoter	3,82,400	0.20%			3,82,400	0.20%
18	A VELLAYAN	Promoter	2,49,500	0.13%			2,49,500	0.13%
19	M A M ARUNACHALAM	Promoter	4,70,160	0.25%			4,70,160	0.25%
20	M A M ARUNACHALAM	Promoter	1,48,660	0.08%			1,48,660	0.08%
21	V NARAYANAN	Promoter	2,81,140	0.15%			2,81,140	0.15%
22	M V SUBBIAH	Promoter	1,71,200	0.09%			1,71,200	0.09%
23	M V MURUGAPPAN	Promoter	6,90,870	0.37%			6,90,870	0.37%
24	M V MURUGAPPAN	Promoter	5,43,330	0.29%			5,43,330	0.29%
25	ARUN ALAGAPPAN	Promoter	8,33,090	0.44%			8,33,090	0.44%





Sl. No.	Name(s) of the Promoter and Persons Acting in Concert (PAC) with the Promoter	Whether the person belongs to Promoter / Promoter Group	Shares held before Vesting		Shares Vested as per the Scheme of Amalgamation.	Shares held after the Vesting	
26	M.A.ALAGAPPAN	Promoter	2,15,410	0.11%		2,15,410	0.11%
27	M.V.MURUGAPPAN	Promoter	8,63,980	0.46%		8,63,980	0.46%
28	M.M.VEERAPPAN	Promoter	3,88,130	0.21%		3,88,130	0.21%
29	ARUN VENKATACHALAM	Promoter	1,98,130	0.11%		1,98,130	0.11%
30	S.VELLAYAN	Promoter	14,500	0.01%		14,500	0.01%
31	S.VELLAYAN	Promoter	14,500	0.01%		14,500	0.01%
32	ARUN ALAGAPPAN	Promoter	2,16,777	0.12%		2,16,777	0.12%
33	M.A.M.ARUNACHALAM	Promoter	2,20,278	0.12%		2,20,278	0.12%
34	MURUGAPPA HOLDINGS LIMITED	Promoter	6,40,54,680	34.16%	(6,40,54,680)	-	0.00%
35	AMBADI INVESTMENTS PRIVATE LIMITED	Promoter	56,36,695	3.01%	5,44,29,900	7,00,66,595	37.37%
36	CARBORUNDUM UNIVERSAL LIMITED	Promoter	1,000	0.00%		1,000	0.00%
37	AMBADI ENTERPRISES LTD	Promoter	10,58,200	0.56%		10,58,200	0.56%
38	A.A.ALAGAMMAI	Promoter Group	6,62,000	0.35%		6,62,000	0.35%
39	VALLIMUTHIAH	Promoter Group	3,87,080	0.21%		3,87,080	0.21%
40	M.V.AR.MEENAKSHI	Promoter Group	4,49,630	0.24%		4,49,630	0.24%
41	LAKSHMI RAMASWAMY	Promoter Group	81,000	0.04%		81,000	0.04%
42	M.V.SEETHA SUBBIAH	Promoter Group	5,70,550	0.30%		5,70,550	0.30%
43	MEYYAMMAI VENKATACHALAM	Promoter Group	3,58,580	0.19%		3,58,580	0.19%
44	M.M.SEETHALAKSHMI	Promoter Group	2,58,780	0.14%		2,58,780	0.14%
45	MEENAKSHI MURUGAPPAN	Promoter Group	2,41,870	0.13%		2,41,870	0.13%
46	LAKSHMI VENKATACHALAM	Promoter Group	3,57,680	0.19%		3,57,680	0.19%
47	LALITHA VELLAYAN	Promoter Group	3,07,160	0.16%		3,07,160	0.16%
48	A.M.MEYYAMMAI	Promoter Group	8,88,170	0.47%		8,88,170	0.47%
49	SIGAPI ARUNACHALAM	Promoter Group	2,27,990	0.12%		2,27,990	0.12%
50	M.V.VALLI MURUGAPPAN	Promoter Group	2,73,320	0.15%		2,73,320	0.15%
51	M.VELLACHI	Promoter Group	1,15,330	0.06%		1,15,330	0.06%
52	M.SEETHALAKSHMI	Promoter Group	60,920	0.03%		60,920	0.03%
53	VALLI SUBBIAH	Promoter Group	2,04,000	0.11%		2,04,000	0.11%
54	VALLI ANNAMALAI	Promoter Group	1,00,000	0.05%		1,00,000	0.05%
55	UMAYAL.R.	Promoter Group	2,26,580	0.12%		2,26,580	0.12%
56	A.KEERTIKA UNNAMALAI	Promoter Group	500	0.00%		500	0.00%
57	PRANAV ALAGAPPAN	Promoter Group	25,950	0.01%		25,950	0.01%
58	DHRUV M.ARUNACHALAM	Promoter Group	1,000	0.00%		1,000	0.00%

Sl. No.	Name(s) of the Promoter and Persons Acting in Concert (PAC) with the Promoter	Whether the person belongs to Promoter / Promoter Group	Shares held before Vesting		Shares Vested as per the Scheme of Amalgamation.	Shares held after the Vesting
59	A M MEYYAMMAI	Promoter Group	53,330	0.03%		53,330 0.03%
60	M V VALLI MURUGAPPAN	Promoter Group	14,000	0.01%		14,000 0.01%
61	SOLACHI RAMANATHAN	Promoter Group	8,500	0.00%		8,500 0.00%
62	LAKSHMI CHOCKA LINGAM	Promoter Group	1,58,660	0.08%		1,58,660 0.08%
63	A V NAGALAKSHMI	Promoter Group	3,600	0.00%		3,600 0.00%
64	V VASANTHA	Promoter Group	2,300	0.00%		2,300 0.00%
65	AR LAKSHMI ACHI TRUST	Promoter Group	3,91,510	0.21%		3,91,510 0.21%
66	PRESSMET PVT LTD.	Promoter Group	3,75,220	0.20%	(3,75,220)	- 0.00%
67	MURUGAPPA EDUCATIONAL AND MEDICAL FOUNDATION	Promoter Group	7,26,200	0.39%		7,26,200 0.39%
68	M A ALAGAPPAN HOLDINGS PRIVATE LIMITED	Promoter Group	5,09,860	0.27%		5,09,860 0.27%
69	A M M VELLAYAN SONS P LTD	Promoter Group	38,430	0.02%		38,430 0.02%
70	M M MUTHIAH SONS PRIVATE LTD	Promoter Group	4,200	0.00%		4,200 0.00%
71	M M MUTHIAH RESEARCH FOUNDATION	Promoter Group	2,80,920	0.15%		2,80,920 0.15%
72	M A MURUGAPPAN HOLDINGS PRIVATE LIMITED	Promoter Group	5,46,860	0.29%		5,46,860 0.29%
			9,14,33,440	48.77%	0	9,14,33,440 48.77%

For Ambadi Investments Private Limited

A. A.
Director.