

01/02/C/01/

31st May 2016

The Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No. 1/C, "G" Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051

Scrip code: TVSMOTOR

Dear Sir,

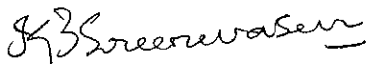
**Reg : Declaration regarding Audit Report with unmodified
opinion for the year ended 31st March, 2016**

**Ref : Financial Results filed by the Company with Stock
Exchanges for the quarter and year ended on 31st March,
2016 dated 3rd May 2016**

We hereby confirm and declare that the Statutory Auditors of the Company i.e., M/s. V Sankar Aiyar & Co., Chartered Accountants, have issued the audit report on Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2016 with unmodified opinion.

This declaration is issued in compliance of Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2016 dated 25th May, 2016.

For TVS MOTOR COMPANY LIMITED



K S Srinivasan
Company Secretary