

Giri Roadlines & Commercial Trading Pvt. Ltd.

(CIN :- U63011TG1978PTC031708)

21-10-2019

To
The Secretary,
BSE limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001.

To
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai- 400051

Sub: Inter-Se Transfer of Shares of TCI Finance Limited amongst the Promoters through an off Market transaction.

Ref: Intimation under Regulation 10(5) of SEBI (Substantial Acquisition of shares and Takeover) Regulation 2011.

Dear Sir/Madam,

We being entities forming part of the Promoter and Promoter group of TCI Finance Limited intend to acquire from other promoter entities by way of 'inter-se' transfer aggregating upto 12,00,000 equity shares of TCI Finance Limited.

The proposed transfers are only amongst the existing promoter and promoter group entities. This acquisition is pursuant to inter-se transfer of shares amongst qualifying persons as specified in Regulation 10(1)(a) of SEBI (SAST) Regulations, 2011.

The form as prescribed in under Regulation 10(5) of the SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 setting out the detail of proposed acquisition of shares of TCI Finance Limited by way of inter-se transfer is attached.

Thanking you

For GIRI ROAD LINES AND COMMERCIAL TRADING PRIVATE LIMITED



Authorized Signatory

CC: TCI Finance Limited
Plot No. 20, Survey No
12,4th Floor Kothaguda, Kondapur, Hyderabad TG 500081 IN

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Format for Disclosures under Regulation 10(5) - Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Particulars		Details
1. Name of the Target Company (TC)		TCI FINANCE LIMITED BSE Scrip Code: 501242 NSE Symbol: TCIFINANCE
2. Name(s) of the acquirer		GIRI ROAD LINES AND COMMERCIAL TRADING PRIVATE LIMITED
3. Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the Target Company or its promoter.		Yes, Giri Road Lines and Commercial trading private limited is one of the promoter of Target Company.
4. Details of the proposed acquisition		
a.	Name of the person(s)/entity from whom shares are to be acquired	1. Gati Limited
b.	Proposed date of acquisition	On or after October 29, 2019 i.e post 4 working days from the date of this disclosure.
c.	Number of shares to be acquired from the entity mentioned above	12,00,000
d.	Total shares to be acquired as % of share capital of TC	9.32%
e.	Price at which shares are proposed to be acquired	As per the price mentioned in serial no.6
f.	Rationale, if any, for the proposed transfer	Inter-se transfer of shares amongst promoters of the Company.
5. Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer.		Regulation 10 (1)(a) (ii) of SEBI (SAST) Regulation, 2011
6. If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as		Rs. 10.18

V.S. [Signature]

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traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.					
7. If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.		Not Applicable			
8. Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price Not Applicable computed in point 6 or point 7 as applicable.					
9. Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in chapter V of the takeover regulation, 2011 (corresponding provision of the repealed takeover regulation 1997)		Yes, the transferor and transferee have complied/will comply with applicable disclosure requirement in Chapter V of the Takeover Regulation, 2011.			
10. Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.		Yes, all the conditions specified under regulation 10(1)(a) with respect to exemption have been complied with.			
11. Shareholding details		Before the proposed transaction		After the proposed transaction	
		No. of shares/Voting rights	% w.r.t total share capital of TC	No. of Shares/Voting rights	% w.r.t total share capital of TC
a.	Acquirer(s) and (other than PACs sellers)(*)	19,171	0.15%	12,19,171	9.47%
	Giri Road Lines and commercial trading private limited				
B	PACs other than seller	19,63,189	15.25%	19,63,189	15.25%
C	Gati Limited	12,00,000	9.32%	0	0
	Total	31,82,360	24.72%	31,82,360	24.72%

For **GIRI ROAD LINES AND COMMERCIAL TRADING PRIVATE LIMITED**



Authorized Signatory

Date: 21.10.2019

Place: Hyderabad

Giri Roadlines & Commercial Trading Pvt. Ltd.

(CIN :- U63011TG1978PTC031708)

21-10-2019

The Secretary,
BSE limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001.

To
The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai- 400051

Symbol: 501242

Scrip Code: TCIFINANCE

Dear Sir/Madam,

I, Undersigned here undertake and confirm with respect to proposed inter se transfer of shares in terms of Regulation 10(1)(a)(ii) of SEBI (SAST) Regulations, 2011 and subsequent amendments thereto that:

1. I propose to acquire;
- a. 12,00,000 Equity Shares of TCI Finance Limited from Gati Limited.

The above mentioned acquisition will be an inter-se transfer of shares between promoters through an off market transaction.

2. The transferor and transferee have complied with the applicable provisions of Chapter II of SEBI (SAST) Regulations, 1997 and Chapter V of SEBI (SAST) Regulations, 2011.

3. All the applicable conditions as mentioned in Regulation 10(1)(a) of SEBI (SAST) Regulations, 2011 with respect to exemption have been duly complied with.

Yours Truly,

For **GIRI ROAD LINES AND COMMERCIAL TRADING PRIVATE LIMITED**



Authorized Signatory

Date: 21.10.2019

Place: Hyderabad