

PUBLIC ANNOUNCEMENT



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TVS SUPPLY CHAIN SOLUTIONS LIMITED

Our Company was originally incorporated as "TVS Logistics Services Limited" in Madurai, a public limited company under the Companies Act, 1956, pursuant to a certificate of incorporation dated November 16, 2004 and certificate of commencement of business dated November 29, 2004 issued by the Registrar of Companies, Tamil Nadu. Thereafter, the name of our Company was changed to its present name, "TVS Supply Chain Solutions Limited", pursuant to a special resolution passed in the extraordinary general meeting of the Shareholders held on November 19, 2018. Consequently, a certificate of incorporation pursuant to change of name dated February 27, 2019 was issued by the RoC to reflect the change in name. For further details relating to the changes in registered office of our Company, see "History and Certain Corporate Matters" on page 282 of the Draft Red Herring Prospectus. ("DRHP").

Registered Office: 10 Jawahar Road, Chokkikulam, Madurai – 625 002, Tamil Nadu, India; **Corporate Office:** No.58, Eldams road, Teynampet, Chennai – 600 018, Tamil Nadu, India; **Tel:** + 91 44 66857777; **Website:** www.tvsscs.com;

Contact Person: P D Krishna Prasad, Company Secretary and Compliance Officer; **Tel.:** +91 44 6685 7777; **E-mail:** cs.compliance@tvsscs.com; **Corporate Identity Number:** U63011TN2004PLC054655

NOTICE TO INVESTORS ("NOTICE")

INITIAL PUBLIC OFFERING OF UP TO [●] EQUITY SHARES OF FACE VALUE OF ₹ 1 EACH ("EQUITY SHARES") OF TVS SUPPLY CHAIN SOLUTIONS LIMITED ("OUR COMPANY" OR THE "ISSUER") FOR CASH AT A PRICE OF ₹ [●] PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹ [●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹ [●] MILLION ("OFFER"). THE OFFER COMPRISES OF A FRESH ISSUE OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹ 7,500 MILLION (THE "FRESH ISSUE") AND AN OFFER FOR SALE OF UP TO 20,007,160 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION, COMPRISING OF UP TO 50,000 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY TVS MOBILITY PRIVATE LIMITED AND UP TO 50,000 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY T.S. RAJAM RUBBERS PRIVATE LIMITED (COLLECTIVELY, THE "PROMOTER SELLING SHAREHOLDERS"), UP TO 15,858,470 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY OMEGA TC HOLDINGS PTE. LTD., UP TO 1,454,880 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY TATA CAPITAL FINANCIAL SERVICES LIMITED, UP TO 100,000 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY KOTAK SPECIAL SITUATIONS FUND, UP TO 100,000 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY MAHOGANY SINGAPORE COMPANY PTE. LTD AND UP TO 100,000 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY TVS MOTOR COMPANY LIMITED (COLLECTIVELY, THE "INVESTOR SELLING SHAREHOLDER"), AND UP TO 2,293,810 EQUITY SHARES AGGREGATING UP TO ₹ [●] MILLION BY OTHER SELLING SHAREHOLDERS AS SET OUT UNDER ANNEXURE A ("OTHER SELLING SHAREHOLDERS"). THE PROMOTER SELLING SHAREHOLDERS, INVESTOR SELLING SHAREHOLDERS AND OTHER SELLING SHAREHOLDERS, COLLECTIVELY REFERRED AS "SELLING SHAREHOLDERS" AND SUCH OFFER FOR SALE BY THE SELLING SHAREHOLDERS, THE "OFFER FOR SALE"). THE OFFER WILL CONSTITUTE [●]% OF OUR POST-OFFER PAID-UP EQUITY SHARE CAPITAL.

Potential Bidders may note the following:

- a) As disclosed on page 81 of the DRHP, our Company, in consultation with the BRLMs, was considering a further issue of specified securities aggregating up to ₹ 1,500.00 million, through a private placement, preferential offer or any other method as may be permitted under applicable law to any person(s), at its discretion, prior to filing of the Red Herring Prospectus with the RoC ("Pre-IPO Placement"). As communicated in the Public Announcement dated July 7, 2023 and pursuant to the resolution dated July 3, 2023 passed by our Board of Directors, our Company had undertaken a Pre-IPO Placement of 4,166,666 Series E CCPS aggregating to ₹ 750.00 million.
- b) Pursuant to a resolution dated July 27, 2023 of our Board of Directors and share subscription agreement dated July 20, 2023, read with the first amendment agreement dated July 26, 2023, entered into by our Company and SBI Life Insurance Company Limited, our Company has allotted Equity Shares to SBI Life Insurance Company Limited in the Pre-IPO Placement in the manner as set forth below:

Date of allotment	Number of Equity Shares	Price per Equity Share (₹)	Total consideration (₹ in million)	Name of the allottee
July 27, 2023	4,010,695	187.00	750.00	SBI Life Insurance Company Limited

- c) The allottee is not connected to our Company, Promoters, Promoter Group, Directors, KMPs, Subsidiaries or Group Companies and their directors or key managerial personnel in any manner.

BOOK RUNNING LEAD MANAGERS

REGISTRAR TO THE OFFER

JM FINANCIAL	AXIS CAPITAL	J.P.Morgan	BNP PARIBAS	nuvama	equirus	LINKIntime
JM Financial Limited 7 th Floor, Cnergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai - 400 025, Maharashtra, India Tel.: +91 22 6630 3030 E-mail: tvsscs.ipo@jmfml.com Investor Grievance E-mail: grievance.lbd@jmfml.com Website: www.jmfml.com Contact Person: Prachee Dhuri SEBI Registration No.: INM000010361	Axis Capital Limited 1 st Floor, Axis House, C-2 Wadia International Center, Pandurang Budhkar Marg, Worli, Mumbai – 400 025, Maharashtra, India Tel.: +91 22 4325 2183 E-mail: tvs.ipo@axiscap.in Investor Grievance E-mail: complaints@axiscap.in Website: www.axiscapital.co.in Contact Person: Pavan Naik SEBI Registration No.: INM000012029	J. P. Morgan India Private Limited J.P. Morgan Tower, Off C.S.T Road, Kalina, Santacruz East, Mumbai – 400 098, Maharashtra, India Tel.: +91 22 6157 3000 E-mail: tvsscs_ipo@jpmorgan.com Investor Grievance E-mail: investorsmb.jpmpil@jpmorgan.com Website: www.jpmpil.com Contact Person: Nidhi Wangnool /Saarthak Soni SEBI Registration No.: INM000002970	BNP Paribas BNP Paribas House, 1-North Avenue, Maker Maxity, Bandra-Kurla Complex Bandra (E), Mumbai – 400 051 Maharashtra, India Tel.: +91 22 3370 4000 E-mail: dl.tvsscs.ipo@asia.bnpparibas.com Investor Grievance E-mail: indiainvestors.care@asia.bnpparibas.com Website: www.bnpparibas.co.in Contact Person: Anurag Verma SEBI Registration No.: INM000011534	Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) 801 - 804, Wing A, Building No 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East, Mumbai - 400 051, Maharashtra, India Telephone: +91 22 4009 4400 Email: tvs.ipo@nuvama.com Investor grievance email: customerservice.mb@nuvama.com Website: www.nuvama.com Contact Person: Lokesh Singh / Lokesh Shah SEBI registration no: INM000013004	Equirus Capital Private Limited 12 th Floor, C Wing, Marathon Futurex, N M Joshi Marg, Lower Parel, Mumbai – 400013, Maharashtra, India Tel.: +91 22 4332 0734 E-mail: tvs.ipo@equirus.com Investor Grievance E-mail: investorsgrievance@equirus.com Website: www.equirus.com Contact Person: Mrunal Jadhav SEBI Registration No.: INM000011286	Link Intime India Private Limited C 101, 1st Floor, 247 Park, L.B.S. Marg, Vikhroli West, Mumbai – 400 083, Maharashtra, India Tel.: +91 810 811 4949 E-mail: tvs.ipo@linkintime.co.in Investor Grievance Email: tvs.ipo@linkintime.co.in Website: www.linkintime.co.in Contact Person: Shanti Gopalkrishnan SEBI Registration No.: INR000004058

⁴ Pursuant to order passed by Hon'ble National Company Law Tribunal, Mumbai Bench dated April 27, 2023, the merchant banking business of Edelweiss Financial Services Limited has demerged and now transferred to Nuvama Wealth Management Limited and therefore the said merchant banking business is part of Nuvama Wealth Management Limited.

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the DRHP.

For and on behalf of TVS Supply Chain Solutions Limited

Place: Chennai
Date: July 28, 2023

Sd/-
P D Krishna Prasad
Company Secretary and Compliance Officer

TVS SUPPLY CHAIN SOLUTIONS LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its Equity Shares and has filed the DRHP with SEBI on April 27, 2023. The DRHP is available on the website of SEBI at www.sebi.gov.in, as well as on the websites of the Stock Exchanges i.e. BSE and NSE at www.bseindia.com and www.nseindia.com, respectively, and is available on the websites of the BRLMs, i.e. JM Financial Limited, Axis Capital Limited, J. P. Morgan India Private Limited, BNP Paribas, Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) and Equirus Capital Private Limited at www.jmfml.com, www.axiscapital.co.in, www.jpmpil.com, www.bnpparibas.co.in, www.nuvama.com and www.equirus.com, respectively. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to such risk, please see the section entitled "Risk Factors" beginning on page 83 of the DRHP. Potential investors should not rely on the DRHP filed with SEBI for making any investment decision.

The Equity Shares have not been and will not be registered under the United States Securities Act of 1933, as amended ("U.S. Securities Act") or any other applicable law of the United States and, unless so registered, may not be offered or sold within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. Accordingly, the Equity Shares are being offered and sold (a) in the United States only to "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act and referred to in the Draft Red Herring Prospectus as "U.S. QIBs"), in private transactions exempt from the registration requirements of the U.S. Securities Act, and (b) outside of the United States in offshore transactions as defined in and in compliance with Regulation S and the applicable laws of the jurisdiction where those offers and sales are made. There will be no public offering in the United States.