Registered Office:
"Chaitanya",
No. 12, Khader Nawaz Khan Road,
Nungambakkam,
Chennai – 600006
PH: 044 28332115

TVS Holdings Limited

[Formerly known as Sundaram-Clayton Limited]

5th November 2026

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.
Scrip code: 520056

National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051.
Scrip code: TVSHLTD

Dear Sir/Madam,

Reg. : Intimation of the results of Postal Ballot as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI (LODR) 2015)

Ref. : Our letter dated 6th October 2026

This is with reference to the above captioned subject, informing about the proposal to seek the approval of the shareholders of the Company by way of special resolution, through e-voting for the appointment of Ms Revathy Iyer, (DIN 01952230) as a Non-Executive Independent Director for a period of 5 (five) consecutive years.

Pursuant to Regulation 44 and Regulation 30 of the SEBI (LODR) 2015, we enclose the announcement of the results (**Annexure - 1**) and Scrutinizer Report of the e-voting (**Annexure - 2**).

We also wish to inform you that aforesaid resolution has been approved by the shareholders with requisite majority.

Date and time of event: 5th November 2026 at 07:18 P.M. (IST).

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
For TVS Holdings Limited
R Raja Prakash
Digitally signed by R Raja Prakash
Date: 2026.11.05 20:46:37 +05'30'
R Raja Prakash
Company Secretary
Encl: a/a

Annexure- 1

Voting results	
Record date	02-10-2026
Total number of shareholders on record date	34897
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	**1**
Disclosure of notes on voting results	Add Notes

Resolution (1)

Resolution required: (Ordinary / Special)	Special
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	Approving the appointment of Ms Revathy Iyer, (DIN 01952230) as a Non-Executive Independent Director for a period of 5 (five) consecutive years.

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15063398	14898355	98.9043	14898355	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	15063398	14898355	98.9043	14898355	0	100.0000	0.0000
Public- Institutions	E-Voting	2557675	2054957	80.3447	2054957	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	2557675	2054957	80.3447	2054957	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2611031	421916	16.1590	421718	198	99.9531	0.0469
	Poll							
	Postal Ballot (if applicable)							
	Total	2611031	421916	16.1590	421718	198	99.9531	0.0469
Total		20232104	17375228	85.8795	17375030	198	99.9989	0.0011

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	Add Notes

Annexure- 2

B. CHANDRA & ASSOCIATES
PRACTISING COMPANY SECRETARIES

AG3 RAGAMALIKA,
No.26, Kumaran Colony Main Road,
Vadapalani,
Chennai – 600026

E-mail: bchandraandassociates@gmail.com
bchandracosecy@gmail.com

05.11.2026

SCRUTINIZER'S REPORT

To

The Chairman,
TVS HOLDINGS LIMITED
Chaitanya, No.12, Khader Nawaz Khan Road,
Nungambakkam,
Chennai 600006

Subject: **Passing Special Resolution by means of Postal Ballot through E-voting process in terms of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, framed thereunder under Companies Act 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (the Regulations)**

Dear Sir,

Please refer to your resolution dated 23rd September 2026 appointing us as the Scrutinizers for the purpose of ascertaining the result of the Postal Ballot through evoting process for passing Special Resolution in respect of item mentioned elsewhere in this report pursuant to Section 110 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the Rules) under the Companies Act, 2013 (the Act) and in line with Circular Nos.14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 10/2021 dated June 23, 2021, 03/2022 dated May 5, 2022, 11/2022 dated 28th December, 2022,09/2023 dated 25th September 2023, 09/2024 dated 19th September 2024 and 03/2025 dated 22nd September 2025 issued by the Ministry of Corporate Affairs.

B CHANDRA Digitally signed by B CHANDRA Date: 2026.11.05 19:16:18 +05'30'

As per the information furnished by the Company and after carrying out the scrutiny of the e-voting by the Members of the Company, we hereby submit our report as under:

1.1	The Company on 6th October 2026, sent the Notice of Postal Ballot dated 23rd September 2026 along with explanatory statement with material facts by way of email to its members whose names appeared on the Register of Members/list of beneficial owners provided by the Depositories as on 2nd October 2026. Members were given the facility to vote electronically on the e-voting platform, provided by the National Securities Depository Limited (NSDL). For members whose e-mail addresses are not registered, they were requested to send email to Integrated Registry Management Services Pvt. Ltd (RTA).
1.2	The company had given Public Advertisement, which was published on 7th October 2026 in English Newspaper "Business Standard" & in Tamil Newspaper "Makkal Kural" on the same date. In this Notice, Members were informed about the availability of the notice in the Websites of the Company, NSDL and the Stock Exchanges and the facility to write to Integrated Registry Management Services Pvt. Ltd (RTA) to get a copy through E-mail.
1.3	In terms of the Notice, the E-voting commenced on Wednesday, the 7th October 2026, 9.00 A.M (IST) to Thursday, the 5th November 2026, 5.00 P.M
1.4	Particulars of all the votes cast electronically have been entered in a register separately maintained for the purpose.
1.5	RTA has confirmed that votes cast by e-voting were matched with the Register of Members of the company/ list of beneficiaries.
1.6	All votes cast through e-voting upto 5.00 PM (IST) on 5th November 2026, the last date and time fixed by the Company for e-voting were considered for our scrutiny.
1.7	Votes cast by e voting were matched with the Register of Members of the company/ list of beneficiaries. The votes downloaded from the e-Voting system were collated on 5th November 2026 after 5.00 P.M. (IST)
1.8	As confirmed by RTA of the Company, 1027 emails had bounced.
1.9	Corporate members who have cast their votes without Board resolutions were invalidated.

B CHANDRA

Digitally signed by B CHANDRA
Date: 2026.11.05 19:17:10 +05'30'

S. No	Resolution	Nature of Resolution
1	Approving the appointment of Ms Revathy Iyer, (DIN 01952230) as a Non-Executive Independent Director for a period of 5 (five) consecutive years.	Special

A summary of the voting by e-voting for the above resolutions are given below:

Resolution no 1 Approving the appointment of Ms Revathy Iyer, (DIN 01952230) as a Non-Executive Independent Director for a period of 5 (five) consecutive years		Voter Count	No of votes	% to total valid votes
E-voting	In favour	392	17375030	99.999
	Against	12	198	0.001
	Valid Votes	404	17375228	100.00
	Invalid	4	20760	NA

Since the number of votes cast in favour exceeded by three times the number of votes cast against in respect of the resolution no 1, we hereby report that the resolution was duly passed with requisite majority as Special Resolution.

You may accordingly declare the result of the voting by Postal Ballot as having been passed with requisite majority which shall be deemed to have been passed on 5th November 2026.

The e-voting data and all other connected records relating to the aforesaid e-voting process received are under our safe custody and the same, for preserving safely, will be handed over to the Company after the Chairman signs the Minutes.

Thanking you,

Yours faithfully,

B CHANDRA Digitally signed by B CHANDRA Date: 2026.11.05 19:16:51 +05'30'

B Chandra
Partner
B CHANDRA AND ASSOCIATES
Company Secretaries in Practice
CP No. 7859
PEER REVIEW NO 1711/2022
UDIN A020879H002168948