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

TVS Holdings Limited

[Formerly known as Sundaram-Clayton Limited]

15th July 2026

BSE Limited,	National Stock Exchange of India Ltd.,
Phiroze Jeejeebhoy Towers,	Exchange Plaza, 5th Floor,
Dalal Street,	Bandra-Kurla Complex,
Mumbai 400 001.	Bandra (E), Mumbai 400 051.
Equity Scrip code: 520056	**Equity Scrip code: TVSHLTD**

Dear Sir/Madam,

Sub : Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations")

Pursuant to Regulation 30 of the Listing Regulations, read with paragraph A of Part A of Schedule III thereunder, we wish to inform that Home Credit India Finance Private Limited, a subsidiary of TVS Holdings Limited (the "**Subsidiary**"), has executed a Share Purchase Agreement ("**SPA**") on 15th July, 2026 to acquire 100% (One Hundred percent) of the issued, subscribed and paid-up share capital of Varthana Finance Private Limited (formerly known as *Thirumeni Finance Private Limited*) bearing corporate identification number: **U65923KA1984PTC096528**, a private limited company incorporated under the Companies Act, 1956, registered as a Non-Banking Financial Company with the Reserve Bank of India bearing registration no. B- 02. 00279 dated 28 October 2020 ("**Target**"), ("**Proposed Transaction**"). Post completion of acquisition of the Target in terms of the SPA, the Target will become a wholly owned subsidiary of the Subsidiary and a step down wholly owned subsidiary of the Company.

The Proposed Transaction is subject to the receipt of requisite approval from the Reserve Bank of India ("**RBI**"), and other statutory and regulatory authorities, under applicable laws and other terms and conditions as set out under the SPA.

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The details of the above acquisition (as required to be furnished pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Circular No. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January, 2026) are enclosed as Annexure 1. A press release on the subject matter is also enclosed as Annexure 2. Further, as per Regulation 30(8) of the Listing Regulations, the press release and the enclosed disclosure will be made available on our website.

We request you to kindly take the intimation on record.

Date and time of occurrence of event*: 15th July 2026 at 3:19 P.M.*

Thanking you,

Yours faithfully,

For TVS Holdings Limited

R Raja Prakash

Digitally signed by R Raja Prakash
Date: 2026.07.15 15:29:53 +05'30'

R Raja Prakash

Company Secretary

Encl: a/a

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Annexure 1

TVS HOLDINGS LIMITED

Disclosure of information pursuant to Regulation 30 of the Listing Regulations

Disclosure for acquisition of shares (including agreement to acquire)

#	Particulars	Remarks
(a)	Name of the target company, details in brief such as size, turnover, etc.	**Name of Target**: Varthana Finance Private Limited (formerly known as *Thirumeni Finance Private Limited*). **Details of Target**: • Registered Office: Varasiddhi, 3rd Floor, No. 5BC-110 Service Road, 3rd Block HRBR Layout, Bangalore – 560043, Karnataka, India. • Corporate Identification Number: U65923KA1984PTC096528 • Business: The Target is engaged in the business of providing credit facilities and financial support and services in the education space to schools, colleges, formal or informal educational organizations, tutorials, physical or training centers providing training in vocational courses, life skills and the like. • Turnover: During the year 2025 - 2026, the Target generated a turnover of Rs. 398.31 Crores. Profit after tax of Rs. 18.65 Crores and net-worth of Rs. 574.23 Crores.
(b)	Whether the acquisition would fall within related party transaction(s) and whether the promoter/promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	No, this acquisition does not fall within related party transactions and the promoters/ promoter group/ group companies do not have any interest in the entity being acquired.

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#	Particulars	Remarks
(c)	Industry to which the entity being acquired belongs	Non-banking financial services
(d)	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	The proposed acquisition marks another step in the Group's long-term approach to build and scale high-quality financial services businesses that serve India's evolving credit needs across customer segments. With the addition of Varthana's specialised education-finance franchise to its growing financial services platform, the Group will expand its presence into a complementary secured and longer-tenure lending segment. The transaction will strengthen the Group's position in India's financial services sector and create opportunities to support Varthana's next phase of growth.
(e)	Brief details of any governmental or regulatory approvals required for the acquisition	The Proposed Transaction shall be subject to the approval required by the Target from the Reserve Bank of India under chapter II paragraph 6 and 7 of the Master Direction – Reserve Bank of India (Non-Banking Financial Companies– Acquisition of Shareholding or Control) Directions, 2025 dated 28 November 2025 (as amended from time to time) with respect to change in control.
(f)	Indicative time period for completion of the acquisition	9 (Nine) months from the date of execution of the Securities Purchase Agreement, subject to receipt of necessary regulatory approvals and completion of other conditions precedent.
(g)	Consideration – whether cash consideration or share swap or any other form and details of the same;	Cash consideration.
(h)	Cost of acquisition or the price at which the shares are acquired	Rs. 967 Cr subject to adjustments as contained in the SPA
(i)	Percentage of shareholding / control acquired and / or number of shares to be acquired	Percentage of shareholding of the Target to be acquired by the Subsidiary: 100% of the issued, subscribed and paid-up share capital.

#	Particulars	Remarks
(j)	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief).	Business: The Target is engaged in the business of providing credit facilities and financial support and services in the education space to schools, colleges, formal or informal educational organizations, tutorials, physical or training centers providing training in vocational courses, life skills and the like. Date of incorporation: 12 June 1984 Turnover of last 3 years: FY 2023 – 2024: Rs. 284.27 crores FY 2024 – 2025: Rs. 325.69 crore FY 2025 – 2026: Rs. 398.31 crore Countries with presence: India.

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TVS VENU

NEWS RELEASE

HOME CREDIT INDIA TO ACQUIRE VARTHANA FINANCE PRIVATE LIMITED

Bengaluru, July 15, 2026: Home Credit India, part of TVS VENU, has agreed to acquire a 100% stake in Varthana Finance Private Limited through an all-cash transaction, subject to receipt of applicable regulatory approvals, including approval from the Reserve Bank of India, and fulfilment of customary closing conditions.

The proposed acquisition marks another step in TVS VENU's long-term approach to build and scale high-quality financial services businesses that serve India's evolving credit needs across customer segments. With the addition of Varthana's specialised education-finance franchise to its growing financial services platform, the Group will expand its presence into a complementary secured and longer-tenure lending segment.

The transaction will strengthen TVS VENU's position in India's financial services sector and create opportunities to support Varthana's next phase of growth.

Sudarshan Venu, Chairman, TVS Motor Company, said, *"India's financial services sector continues to offer significant opportunities for long-term growth, driven by rising formalisation, expanding credit access and the increasing need for specialised lending solutions. As we continue to build and scale our financial services platform, we remain focused on supporting high-quality institutions that address important customer needs across segments.*

Varthana has built a differentiated franchise within the education-finance ecosystem, with deep expertise in a specialised lending segment and a strong reputation among the institutions it serves. The proposed acquisition will broaden our participation in secured and longer-tenure lending while complementing the Group's existing strengths.

Subject to the necessary approvals, we look forward to working with the Varthana team and supporting the next phase of growth of the institution they have built, while bringing TVS VENU's strengths in trust, governance, technology, customer focus and operating discipline."

Steve Hardgrave, Whole-time Director and Executive Vice Chairman, Varthana, said, *"We look forward to joining forces with TVS as we continue to support private schools throughout the country. The TVS legacy of trust that has empowered millions of customers across India is closely aligned with Varthana's mission and values. TVS's deep roots, extensive resources and operational excellence will help strengthen our platform, expand our reach and support the next phase of Varthana's growth."*

TVS VENU, through TVS Credit Services and Home Credit India, has an established presence in consumer, retail, and commercial finance, serving customers across India through technology-led, accessible and customer-centric lending solutions. The acquisition of Varthana Finance will allow the Group to diversify its portfolio, improve business mix, and create opportunities to leverage operating, distribution, technology and risk-management synergies from the wider TVS VENU ecosystem.

The transaction is expected to close following receipt of RBI approval and other applicable approvals, and completion of customary closing conditions.

About TVS VENU

TVS VENU operates as an institutional platform to build, anchor and scale globally respected enterprises focused on mobility, financial services, real estate, and lifestyle sectors. With a presence across 90+ countries, TVS VENU is founded on century-long values of trust and customer delight, powered by quality, technology and innovation. With approximately USD 6.5 billion in FY26 revenue, TVS VENU brings together a portfolio of over 64,000 people representing 50+ nationalities, with centres of excellence across India, Indonesia, Italy and the United Kingdom. The flagship of the Group, TVS Motor Company, is a reputed two and three-wheeler manufacturer and a global leader in sustainable mobility. The portfolio also includes Norton Motorcycles. In financial services, TVS Credit Services and Home

Credit India are leading Non-Banking Financial Companies offering a range of lending solutions including two-wheeler loans, consumer durable and mobile phone loans, tractor loans, used car loans and used commercial vehicle loans. TVS Emerald is a leading real estate developer in India. Atelier Expressions focuses on investing in and building brands in the lifestyle space.

About Varthana

Varthana is a specialised non-bank financial institution dedicated to serving the affordable education ecosystem in India. By providing tailored financial solutions and academic support to private schools, Varthana helps institutions upgrade infrastructure and improve learning outcomes. The company partners with school leaders across the country and has built a focused franchise in the education-finance sector.

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For more information, please contact:

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