Date: September 29, 2026

To,

Listing Department
BSE Limited
Pheroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

Scrip Code: 532349

To,

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra - Kurla Complex, Mumbai - 400 051

Symbol: TCI

Sub: **Outcome of the meeting of the Board of Directors ("Board") of Transport Corporation of India Limited ("Company").**

Ref: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

Dear Sir/Madam,

In continuation of our letter dated September 24, 2026, and in terms of Regulation 30 of Listing Regulations, we wish to inform you that the Board of the Company, at its meeting held today i.e., September 29, 2026, has *inter-alia*, considered and approved:

(i) the incorporation of a Wholly Owned Subsidiary company in People's Republic of China ("WOS") in line with the Company's strategy of expanding its international logistics network across key global trade corridors. Refer **Annexure A.**

(ii) the proposal to buyback up to 1,562,500 (One Million Five Hundred Sixty-Two Thousand, Five Hundred only) fully paid-up equity shares of the Company, each having a face value of INR 2/- (Indian Rupees Two only) ("**Equity Shares**"), representing up to 2.03% of the total number of equity shares in the paid-up equity share capital of the Company, at a price of INR 960/- (Indian Rupees Nine Hundred and Sixty only) per Equity Share ("**Buyback Price**") payable in cash for an aggregate amount not exceeding INR 1,500,000,000/- (Indian Rupees Fifteen Hundred Million only) ("**Buyback Size**") being 6.76% and 6.15% of the aggregate of the fully paid-up equity share capital and free reserves as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2026, respectively (the "**Buyback**"). The Buyback Size does not include transaction costs viz. brokerage costs, fees, turnover charges, applicable taxes such as securities transaction tax, goods and services tax, stamp duty, etc., and expenses incurred or to be incurred for the buyback like filing fees payable to the Securities and Exchange Board of India ("**SEBI**"), advisors/ legal fees, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, etc.

The buyback is proposed to be made from all of the equity shareholders/beneficial owners of the Equity Shares of the Company as on the Record Date (as mentioned below), excluding the promoters and members of the promoter group of the Company (as defined under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011), and any other shareholders who may be specifically prohibited under the applicable laws, on a proportionate basis through the "tender offer" route, in accordance with the provisions contained in the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("**Buyback Regulations**") and the Companies Act, 2013, as amended and rules made thereunder.

(iii) the formation of a buyback committee ("**Buyback Committee**") and delegated its powers to the Buyback Committee to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in connection with the Buyback; and

(iv) October 9, 2026 as the record date ("**Record Date**") for the purpose of determining the entitlement and the names of equity shareholders who would be eligible to participate in the buyback, in accordance with Regulation 42 of the Listing Regulations and Regulation 9(i) of the Buyback Regulations.

(v) the promoters and promoter group of the Company, as defined under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, have vide a letter dated September 29, 2026 expressed their intention not to participate in the Buyback.

In terms of Regulation 5(via) of the Buyback Regulations, the Board/Buyback Committee may, till 1 (one) working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back, such that there is no change in the Buyback Size.

The pre-buyback shareholding pattern as on September 25, 2026, is enclosed as **Annexure B**. Please note that the details regarding the post-buyback shareholding pattern have not been provided since the actual number of Equity Shares that are bought back and category of shareholders from whom the Equity Shares will be bought back can be determined after the Record Date.

The public announcement and the letter of offer setting out the process, timelines, and other requisite details will be released in due course in accordance with the Buyback Regulations.

The relevant details as per SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD/2/1/3762/2026 dated January 30, 2026, are given as **Annexure C**.

We would like to inform you that the said meeting commenced at 11:15 AM and concluded at 1:30 PM.

We request you to kindly take the above on record.

Thanking you,

For **Transport Corporation of India Limited**

HANSA SHARMA Digitally signed by HANSA SHARMA Date: 2026.09.29 13:47:23 +05'30'

Hansa Sharma
Company Secretary & Compliance Officer
(Membership No. A42616)

LEADERS IN LOGISTICS

Annexure A

Details pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025- CFD-POD2/I/3762/2026 Dated January 30, 2026:

S. No.	Particulars	Details
a)	Name of the entity, date & country of incorporation, etc.	The Board of Directors of Transport Corporation of India Limited ("Company") at its meeting held today i.e. September 29, 2026 has approved the incorporation of a Wholly Owned Subsidiary (WOS) in the People's Republic of China. **Name:** As would be approved by authorities in the People's Republic of China. **Date of Incorporation:** Not applicable, as the entity is yet to be incorporated. **Country of Incorporation:** People's Republic of China.
b)	Name of holding company of the incorporated company and relation with the listed entity	The proposed WOS, upon incorporation, will be a wholly owned subsidiary of the Company, which will be its holding Company.
c)	Industry to which the entity being incorporated belongs	Logistics and supply chain management.
d)	Brief background about the entity incorporated in terms of products / line of business	The proposed WOS will be established as a Wholly Owned Foreign-Owned Enterprise (WFOE) in the form of a Limited Liability Company (LLC) in the People's Republic of China. It is proposed to undertake logistics and supply chain related activities. The proposed entity is intended to support the Company's international logistics network and develop an integrated India–China–Far East logistics corridor, with an initial focus on establishing operations in one of the Free Trade Zones (FTZ) of Shanghai or Shenzhen.
e)	Brief details of any governmental or regulatory approvals required for the incorporation	The incorporation of the proposed WOS shall be undertaken in accordance with the applicable provisions of the Foreign Exchange Management Act, 1999, the Foreign Exchange Management (Overseas Investment) Rules, 2022, the Foreign Exchange Management (Overseas Investment) Regulations, 2022, Foreign Exchange Management (Overseas Investment) Directions, 2022, and other applicable laws, rules, regulations and guidelines in India, and shall be subject to such registrations, approvals, licenses and permissions as may be required from the

		appropriate authorities in the People's Republic of China and/or India, as applicable.
f)	Nature of consideration - whether cash consideration or share swap and details of the same	The consideration for subscription to the equity share capital of the proposed WOS will be in cash.
g)	Cost of subscription / price at which the shares are subscribed	The overall financial commitment of the Company in relation to the proposed WOS is up to USD 2 Million (United States Dollars Two Million only) or its equivalent in any other freely convertible foreign currency, which may be made in one or more tranches depending upon business requirements and in accordance with applicable laws. Such financial commitment may comprise equity contribution, loan and/or guarantee in the form of Standby Letter of Credit (SBLC).
h)	Percentage of shareholding / control by the listed entity and / or number of shares allotted.	Upon incorporation, the proposed entity will be a Wholly Owned Subsidiary of the Company and accordingly, the Company will hold 100% of the equity share capital and control of the proposed entity.

TCI
LEADERS IN LOGISTICS

Annexure B

Pre - buyback shareholding pattern of the Company as on September 25, 2026 is set out below:

Shareholder Category	Number of Shareholders	No. of Equity Shares	% of Shareholding
Promoter and Promoter Group	13	52749590	68.66
Mutual Funds	6	8631817	11.23
Resident Individuals Holding Nominal Share Capital Up To Rs. 2 Lakhs	45045	6920498	9.00
Resident Individuals Holding Nominal Share Capital In Excess Of Rs. 2 Lakhs	7	1053882	1.37
Foreign Portfolio - Corp	108	2322258	3.02
IEPF Authority	1	1158525	1.51
H U F	603	1099248	1.43
Bodies Corporates	251	950372	1.24
Alternative Investment Fund	5	759526	0.99
Qualified Institutional Buyer	2	653949	0.85
Non Resident Indian Non Repatriable	943	270006	0.35
Non Resident Indian Repatriable	789	243946	0.32
Clearing Members	2	8493	0.01
Trusts	5	3512	0.00
Foreign Institutional Investors	2	2845	0.00
NBFC	1	1500	0.00
Banks	3	1170	0.00
Other Banks	1	5	0.00
Total	**47787**	**76831142**	**100.00**

Note: *The post-buyback shareholding pattern of the Company shall be ascertained subsequently*.

Transport Corporation of India Limited
Corporate Office : TCI House, 69, Institutional Area, Sector-32, Gurugram -122001, Haryana (India)
Ph. No.: +91 124-2381603, Fax.: +91 124-2381611 E-mail : corporate@tcil.com Web : www.tcil.com
Regd. Office:- Flat Nos. 306 & 307, 1-8-271 to 273, Third Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad - 500 003 (Telangana)
Tel: +91 40 27840104 Fax: +91 40 27840163
CIN : L70109TG1995PLC019116

LEADERS IN LOGISTICS

Annexure C

Details pursuant to the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. HO/49/14/14(7)2025- CFD-POD2/I/3762/2026 Dated January 30, 2026:

S. No.	Particulars	Description
1.	Number of securities proposed for buyback	1,562,500
2.	Number of securities proposed for buyback as a percentage of existing paid-up capital	2.03%
3.	Buyback price	INR 960/- (Indian Rupees Nine Hundred and Sixty only)
4.	Actual securities in number and percentage of existing paid-up capital bought back	Not applicable
5.	Pre and post buyback shareholding pattern	Pre buyback shareholding pattern of the Company is provided in **Annexure B** and the post buyback shareholding shall be ascertained **following completion of the Buyback**.

Transport Corporation of India Limited
Corporate Office : TCI House, 69, Institutional Area, Sector-32, Gurugram -122001, Haryana (India)
Ph. No.: +91 124-2381603, Fax.: +91 124-2381611 E-mail : corporate@tcil.com Web : www.tcil.com
Regd. Office:- Flat Nos. 306 & 307, 1-8-271 to 273, Third Floor, Ashoka Bhoopal Chambers, S P Road, Secunderabad - 500 003 (Telangana)
Tel: +91 40 27840104 Fax: +91 40 27840163
CIN : L70109TG1995PLC019116