

May 18, 2026

The Manager,
Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai 400 001.
Tel no.: 22721233
Fax No.: 22723719/ 22723121/ 22722037
BSE Scrip Code: 532343
NCRPS Scrip Code: 717506

The Manager,
Listing Department,
The National Stock Exchange of India Ltd.,
Exchange Plaza, 5 Floor, Plot C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai 400 051.
Tel No.: 2659 8235
Fax No.: 26598237/ 26598238
NSE Symbol: TVSMOTOR
NCRPS Scrip Code: TVSMNCRPS

Dear Sir/ Madam,

Sub: Outcome of the Investment Committee of the Board of Directors - In terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations")

Pursuant to Regulation 30 of the SEBI Listing Regulations, we hereby inform you that TVS Motor Company Limited ("**Company**"), at its meeting today, i.e., May 18, 2026, has approved the execution, delivery and performance of the share purchase agreement ("**SPA**") to be executed between the Company and the Jana Holdings Limited ("**Seller**") in relation to the proposed purchase of 51,60,903 equity shares constituting 4.90% of the paid-up share capital of Jana Small Finance Bank Ltd ("**Target**"), as on 18 May 2026.

The details with respect to the above acquisition, as required under the SEBI Listing Regulations read with the SEBI Master Circular dated January 30, 2026, bearing reference number SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 ("**Master Circular**"), are set forth in **Annexure A** below.

Further, the intimation is also given in compliance with Reg 30(4) read with Clause A(1)(ii)(c) of Part A of Schedule III of the SEBI Listing Regulations.

The meeting of the Investment Committee of the Board of Directors commenced at 10:45 A.M. (IST) and concluded at 12:05 P.M.(IST).

A press release in this regard is enclosed.

Kindly take the same on record.

Thanking You

For TVS MOTOR COMPANY LIMITED

K S Srinivasan
Company Secretary
Encl: As above

Annexure A

The details as required under Regulation 30 and Schedule III of the SEBI Listing Regulations read with the Master Circular are as under:

Sr. No.	Particulars	Description
1.	Name of the target entity, details in brief such as size, turnover, etc.	<p>Jana Small Finance Bank Ltd, is a public limited company, incorporated under the laws of India bearing corporate identification number L65923KA2006PLC040028 with its registered office at Fairway Business Park #10/1,11/2,12/2B, Off Domlur Koramangala Inner Ring Rd, next to EGL, Challaghatta Bangalore Karnataka 560071 ("Target").</p> <p>As per the audited financial statements of the Target for FY 2025-26, it has generated a total income of INR 6,374.76 crores, with a profit after tax of INR 326.43 crores and a net worth of INR 4,215.50 crores.</p>
2.	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".	<p>The acquisition is not a related party transaction of the Company.</p> <p>Company is given to understand that GWC Family Fund Investments Pte. Ltd., a body corporate controlled by a member of the promoter group of the Company, proposes to subscribe to an aggregate of 68,29,909 share warrants of Jana Small Finance Bank Limited, subject to <i>inter alia</i> receipt of applicable approvals, including the approval of the Reserve Bank of India.</p>
3.	Industry to which the entity being acquired belongs.	Small Finance Bank
4.	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).	To provide better insight of the banking ecosystem and allow for mutual collaboration in various areas for the long-term success of Target, subject to applicable laws.
5.	Brief details of any governmental or regulatory approvals required for the acquisition.	Not applicable
6.	Indicative time period for completion of the acquisition.	The consummation of the Proposed Acquisition (<i>defined below</i>) is subject to the satisfaction of customary conditions

Sr. No.	Particulars	Description								
		precedents under the SPA (<i>defined below</i>) and is expected to be completed within 3 months from 18 May 2026.								
7.	Consideration – whether cash consideration or share swap or any other form and details of the same.	Cash consideration								
8.	Cost of acquisition and/or the price at which the shares are acquired.	INR 193,31,19,436.71								
9.	Percentage of shareholding / control acquired and/or number of shares acquired.	51,60,903 equity shares of Jana Small Finance Bank Limited, aggregating to 4.90% of the paid-up share capital of Jana Small Finance Bank Limited as on 18 May 2026.								
10.	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)	<p>Brief background: Jana Small Finance Bank Limited is the fourth largest Small Finance Bank, in terms of AUM and the fourth largest Small Finance Bank in terms of deposit size as of March 31, 2026.</p> <p>Date of Incorporation: 24 July 2006</p> <p>Total Income:</p> <table border="1" data-bbox="770 1245 1347 1429"> <thead> <tr> <th data-bbox="770 1245 1002 1317">Year</th> <th data-bbox="1002 1245 1347 1317">Total income (INR Crores)</th> </tr> </thead> <tbody> <tr> <td data-bbox="770 1317 1002 1352">FY 2023-24</td> <td data-bbox="1002 1317 1347 1352">4,684.06</td> </tr> <tr> <td data-bbox="770 1352 1002 1388">FY 2024-25</td> <td data-bbox="1002 1352 1347 1388">5,447.17</td> </tr> <tr> <td data-bbox="770 1388 1002 1429">FY 2025-26</td> <td data-bbox="1002 1388 1347 1429">6,374.76</td> </tr> </tbody> </table> <p>Country of Presence: India</p>	Year	Total income (INR Crores)	FY 2023-24	4,684.06	FY 2024-25	5,447.17	FY 2025-26	6,374.76
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FY 2023-24	4,684.06									
FY 2024-25	5,447.17									
FY 2025-26	6,374.76									

NEWS RELEASE

TVS VENU TO TAKE A STAKE IN JANA SMALL FINANCE BANK

Bengaluru , May 18, 2026: TVS VENU has agreed to acquire a minority stake in Jana Small Finance Bank Limited through a combination of primary issuance of warrants and a secondary purchase for an equity ownership of up to 9.9% on a fully diluted basis, which includes 4.9% to be owned by TVS Motor Company, subject to all applicable approvals.

TVS VENU has a long-standing presence in India's financial services sector through TVS Credit Services, a leading Non-Banking Financial Companies offering consumer and retail loans to millions of customers across India. It has also signed definitive agreements to acquire 100% stake in PGIM India Asset Management. The investment in Jana Small Finance Bank ("Jana") will allow for mutual collaboration in various areas for the long-term success of the Bank, subject to applicable laws.

Jana has an established presence in mass retail and MSME banking, a strong growing secured lending base and a national distribution footprint. With over 12 million customers served, 822 outlets across 23 states and 2 Union Territories, and advances and deposits of over Rs. 35,000 crore each as of March 31, 2026, the Bank offers a strong platform for long-term participation in India's credit, savings, and investment growth.

Sudarshan Venu, Chairman, TVS Motor Company said, *"We firmly believe that a key driver to India's growth is the strengthening and expansion of India's financial services. We have been serving more than 44 million financial services customers across more than 100,000 touch points pan India, and are excited about the huge opportunity that the sector presents. This investment in Jana is aligned with TVS VENU's long-term approach to support high-quality institutions that serve India's growing financial needs and its expanding digital financial eco-system. Jana Small Finance Bank has built a credible banking franchise with a strong presence*

TVS VENU

across customer segments central to India's credit, savings, and investment growth. We are thankful to TPG Capital for backing and building Jana together with Ajay and his team. We are also excited to welcome new investors, particularly the highly respected industrialist Mr S P Lohia, founder of Indorama Corporation and Ms Shruti Lohia, through her investment vehicle 2i Capital PCC. We are very thankful to Mr Haigreave Khaitan and Khaitan & Co for their continued advice and legal counsel. Subject to the necessary approvals, we look forward to supporting Jana in its journey towards a leading Bank in India."

The transaction will be completed after receipt of necessary approvals and fulfilment 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. TVS Motor is the only two-wheeler manufacturer to have received the Deming Prize, and ranked No. 1 in the J.D. Power Customer Service Satisfaction Survey for four consecutive years, with models leading across IQS and APEAL studies. The portfolio also includes Norton Motorcycles, one of the world's most iconic motorcycle marques, headquartered in the United Kingdom. In financial services TVS Credit Services and Home Credit India are India's leading Non-Banking Financial Companies offering Two-Wheeler Loans, Consumer Durable and Mobile Phone Loans, Tractor loans, Used Car and Used Commercial Vehicle Loans. TVS Emerald is a leading real estate developer in India.

TVS VENU

Atelier Expressions focuses on investing and building brands in the lifestyle space and is committed to supporting craftsmanship and exceptional artisanal expertise.

For more information, please contact:

KS Harini: ks.harini@tvsmotor.com