TSF INVESTMENTS LIMITED
21, PATULLOS ROAD, CHENNAI - 600002

MINUTES OF THE PROCEEDINGS HELD AT REGISTERED OFFICE ON MONDAY, THE 21ST SEPTEMBER 2026 AT 10:00 A.M FOR DECLARATION OF RESULTS OF E-VOTING THROUGH POSTAL BALLOT

PRESENT:

Chairman for the Proceedings	Sri Harsha Viji, Chairman
Scrutinizer	Sri T.K. Bhaskar, Partner,H&B Partners, Chennai
Secretary & Compliance Officer	Sri S Kalyanaraman
Representative of RTA	Mr R Nagaraj, Manager

Sri T.K. Bhaskar, Scrutinizer, stated that he had carried out the scrutiny of all the postal ballot through e-voting received upto the close of working hours (17:00 hrs) on 20th September 2026 and submitted his report relating to the results on E-voting to the Chairman. He added that the Company had provided only the e-voting facility to its members in compliance with the circular issued by the Ministry of Corporate Affairs vide Circular No. No. 03/2025 dated 22nd September 2025. He also added that the postal ballot through e-voting was conducted in accordance with the provisions of Section 110 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, and as per SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
The Report submitted by the Scrutinizer was taken on record and the Chairman announced the results of the postal ballot through e-voting as under:

Ordinary Resolution passed for obtaining the approval of the Members through postal ballot for:

Approval for Material Related Party Transaction - Subscription to the Preferential Issue of Equity Shares offered on Private Placement basis by Wheels India Limited – Ordinary Resolution

Particulars	Number of Shareholders	Number of Shares
Total Number of E-Votes	386	36661411
E-Votes in favor of the Resolution	365	36399641
E-Votes against the Resolution	21	261770
% of E-Votes in favour		99.29%

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The Chairman then declared that the following Ordinary Resolution, as set out in the Postal Ballot Notice dated 19th August 2026 and Corrigendum dated 03rd September, 2026 was carried with the requisite majority:

RESOLVED THAT pursuant to (i) Regulations 2(1) (zb), 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("SEBI Listing Regulations"); (ii) applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with the applicable rules made thereunder, including any amendment, modification, variation or re-enactment thereof; (iii) applicable circulars, regulations and guidelines issued by Securities and Exchange Board of India ("SEBI"); (iv) provisions of the Memorandum of Association and Articles of Association of TSF Investments Limited ("Company"); (v) the Company's policy on related party transactions; and (vi) other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Government of India, SEBI, the Ministry of Corporate Affairs, the stock exchanges and / or any other competent authorities, and subject to such other approvals, consents, permissions and sanctions as may be necessary, based on the approval of the audit committee of the Company dated August 19th , 2026, and 03rd September, 2026, the approval of the board of directors of the Company ("Board", which term shall be deemed to include any committee(s) constituted/to be constituted by the Board to exercise its powers including the powers conferred hereunder) dated August 19th, 2026 and 03rd September, 2026, the approval and consent of the members of the Company ("Members") be and is hereby accorded to the Board to enter into, carry out and complete the material related party transaction proposed to be entered into between the Company and Wheels India Limited ("Wheels India"), being a related party of the Company as defined under the Act and SEBI Listing Regulations, for subscription of 10,26,694 equity shares of Wheels India having face value of ₹ 10/- (Rupees Ten Only) ("Equity Share") for cash at an issue price of ₹1,461/- (Rupees One Thousand Four Hundred and Sixty One Only) per Equity Share including a premium of ₹1,451/- (Rupees One Thousand Four Hundred and Fifty One Only), aggregating to an amount not exceeding ₹150 Crores (Rupees One Hundred and Fifty Crores only) by way of preferential issue on a private placement basis, on such terms and conditions as set out in the explanatory

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statement annexed to this notice and as may be mutually agreed between the Company and Wheels India and subject to applicable laws and regulations.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and take all such steps as may be required for the purpose of giving effect to the above resolution, including to: (a) submit and file all necessary documents and forms as may be required; (b) to represent the Company before any regulatory or other authority(ies), if required; (c) to appoint any professional advisors, consultants, legal advisors, intermediaries and agencies; (d) to execute, deliver and enter into any and all documents, agreements, regulatory filings, certificates or instruments (including a certified copy of these resolutions), undertakings (including for effecting any modifications, changes, variation, alterations, additions and/or deletions to the foregoing); (e) do or cause to be done any and all acts, things or deeds as may be necessary, appropriate or advisable solely in order to carry out the purposes and intent of, and to give effect to the foregoing resolution and to resolve and settle any questions and difficulties that may arise or issue clarifications in connection with the aforesaid resolution; (f) take all other steps which may be incidental, consequential, relevant or ancillary in relation to the foregoing without being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution; and (g) to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or committee of the Board, as it may deem fit in its absolute discretion.

RESOLVED FURTHER THAT all actions taken by the Board or any authorised person in connection with any matter(s) referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.

3/3 CHAIRMAN

Place: Chennai
Date: 21.09.2026

SCRUTINIZER'S REPORT

Sri Harsha Viji
Chairman
TSF Investments Limited
21, Patullos Road,
Chennai 600 002.

Dear Sir,

Re: Passing of Postal Ballot Resolutions through (E-voting)

The Board of Directors of the Company at its meeting held on 19th August 2026, has appointed me as Scrutinizer for conducting the postal ballot through e-voting process.

I submit my report as under:

1. The Company has on 20th August 2026, sent the postal ballot Notice in electronic form in accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular No.03/2025 dated 22nd September 2025, to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 14th August 2026. The said postal ballot notice contained the procedure for e-voting by members as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. Subsequently, the Company had issued a corrigendum on 03.09.2026, for the postal ballot notice dated 19th August 2026.The corrigendum was dispatched to those shareholders to whom the postal ballot notice was dispatched.

3. Pursuant to the corrigendum dated 03.09.2026, members who had cast their votes prior to the circulation of the corrigendum were provided an opportunity to modify their votes by communicating the same to the scrutinizer from their registered email addresses on or before the closure of e-voting period. The Company has not received any request for modification of votes. However, one (1) shareholder holding 100 equity shares who had casted the votes in favour of the resolution prior to the issue of corrigendum, has confirmed to the scrutinizer that there is no change in the votes casted prior to the issue of the corrigendum and the shareholder is in favour of the resolution.

4. The Postal Ballot has been conducted in compliance with the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

5. The particulars of the e-voting have been entered in a register separately maintained for the purpose.

6. The e-voting commenced on Saturday, August 22, 2026 (9.00 A.M.) and ended on Sunday, September 20, 2026 (5.00 P.M.)

7. I ensured the closure of the e-voting process on September 20, 2026 (5:00 P.M.). Thereafter, I downloaded and forwarded the E-voting Report to the Registrar & Share Transfer Agents

8. A summary of votes received through e-voting is given below:

Ordinary Resolution passed for Approval of Material Related Party Transaction – Subscription to the Preferential Issue of Equity Shares offered on Private Placement basis by Wheels India Limited.

S.No	Particulars	E-voting	No. of shares (Votes through E-voting)	% of total paid-up equity capital	% of total shares (Votes) received
(a)	Total No of E - Votes	386	36661411	16.506	100.00%
(b)	Less: Invalid E -votes	-	-	-	-
(c)	Net valid E -votes	386	36661411	16.506	100.00%
(d)	E-votes with assent for the Resolution	365	36399641	16.389	99.29%
(e)	E-votes with dissent for the Resolution	21	261770	0.117	00.71%

9. I am handing over the related papers/registers and records for safe custody.

10. You may accordingly declare the result of the Postal Ballot through E-voting.

Thanking you,

Chennai
21.09.2026

T. K. Bhaskar
Scrutinizer

General information about company	
Scrip code	000000
NSE Symbol	TSFINV
MSEI Symbol	NOTLISTED
ISIN	INE202Z01029
Name of the company	TSF INVESTMENTS LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	21-09-2026
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Sri T K Bhaskar
Firms Name	H&B PARTNERS
Qualification	Advocate
Membership Number	
Date of Board Meeting in which appointed	19-08-2026
Date of Issuance of Report to the company	21-09-2026

Voting results	
Record date	14-08-2026
Total number of shareholders on record date	39091
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	

<table>
<tr><th colspan="9">Resolution(1)</th></tr>
<tr><td colspan="4">Resolution required: (Ordinary / Special)</td><td colspan="5">Ordinary</td></tr>
<tr><td colspan="4">Whether promoter/promoter group are interested in the agenda/resolution?</td><td colspan="5">Yes</td></tr>
<tr><td colspan="4">Description of resolution considered</td><td colspan="5">Approval of Material Related Party Transaction – Subscription to the Preferential Issue of Equity Shares offered on Private Placement basis by Wheels India Limited – Ordinary Resolution</td></tr>
<tr><td>Category</td><td>Mode of voting</td><td>No. of shares held</td><td>No. of votes polled</td><td>% of Votes polled on outstanding shares</td><td>No. of votes – in favour</td><td>No. of votes – against</td><td>% of votes in favour on votes polled</td><td>% of Votes against on votes polled</td></tr>
<tr><td colspan="2"></td><td>(1)</td><td>(2)</td><td>(3)=[(2)/(1)]*100</td><td>(4)</td><td>(5)</td><td>(6)=[(4)/(2)]*100</td><td>(7)=[(5)/(2)]*100</td></tr>
<tr><td rowspan="4">Promoter and Promoter Group</td><td>E-Voting</td><td rowspan="3">122144316</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
<tr><td>Poll</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
<tr><td>Postal Ballot (if applicable)</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
<tr><td>Total</td><td>122144316</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
<tr><td rowspan="4">Public- Institutions</td><td>E-Voting</td><td rowspan="3">16960515</td><td>15515646</td><td>91.481</td><td>15265599</td><td>250047</td><td>98.3884</td><td>1.6116</td></tr>
<tr><td>Poll</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
<tr><td>Postal Ballot (if applicable)</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
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<tr><td rowspan="4">Public- Non Institutions</td><td>E-Voting</td><td rowspan="3">82999029</td><td>21145765</td><td>25.4771</td><td>21134042</td><td>11723</td><td>99.9446</td><td>0.0554</td></tr>
<tr><td>Poll</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
<tr><td>Postal Ballot (if applicable)</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td><td>0</td></tr>
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<tr><td colspan="2">Total</td><td>222103860</td><td>36661411</td><td>16.5064</td><td>36399641</td><td>261770</td><td>99.286</td><td>0.714</td></tr>
<tr><td colspan="7">Whether resolution is Pass or Not.</td><td colspan="2">Yes</td></tr>
<tr><td colspan="7">Disclosure of notes on resolution</td><td colspan="2">Textual Information(1)</td></tr>
</table>

Text Block	
Textual Information(1)	Approval of Material Related Party Transaction Subscription to the Preferential Issue of Equity Shares offered on Private Placement basis by Wheels India Limited Ordinary Resolution

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0