TSF Investments Limited

(formerly known as Sundaram Finance Holdings Limited)

CIN: L65100TN1993PLC025996
Regd. Office: 21, Patullos Road, Chennai 600 002. Tel: 044 2888 1311
Email: investorservices@tsfinvestments.com • Website:www.tsfinvestments.com

POSTAL BALLOT NOTICE

(Pursuant to Section 110 of the Companies Act, 2013)

To

The Members

Notice is hereby given to the shareholders of TSF Investments Limited ("Company") pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014; Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"); General Circulars issued by the Ministry of Corporate Affairs from time to time, including without limitation, General Circular No.03/2025 dated 22nd September, 2025, Secretarial Standard 2 on General Meetings, issued by the Institute of Company Secretaries of India and other applicable laws and regulations, for obtaining the approval of the Members by way of passing the following Resolutions through postal ballot:.

1. Appointment of Dr. R Raghuttama Rao (DIN:00146230), as a Non-Executive Independent Director of the Company to hold office for a term of five (5) consecutive years with effect from 11th November 2026 - **Special Resolution.**

2. Material Related Party Transaction - Investing in debt instruments issued by Sundaram Finance Limited (SFL) - **Ordinary Resolution**.

3. Material Related Party Transaction - Investing in debt instruments issued by Sundaram Home Finance Limited (SHFL) - **Ordinary Resolution**.

The draft resolutions ("Resolution"), together with the explanatory statement pertaining to the said Resolutions setting out the material facts and the reasons/ rationale thereof ("Statement") is annexed to this Postal Ballot Notice ("Notice") for your consideration and forms part of this Notice.

By Order of the Board
S Kalyanaraman
Secretary & Compliance Officer

Chennai 600 002
Date: 11th November, 2026

Notes:

1. This Notice is being sent only in electronic form, in accordance with the relaxation granted by the MCA Circular, to all the shareholders whose names appear on the Register of Members / list of Beneficial Owners as received from National Securities Depository Limited (NSDL) / Central Depository Services (India) Limited (CDSL) as at the close of business hours on **Friday, the 06th November 2026** ("Cut-off Date") and who have registered their email id with the Company/Depositories.

2. Only a person who is a member on the relevant cut off date i.e 06th November 2026, is eligible to participate in the e-voting process. A person who is not a member on the relevant Cut-off Date should treat this notice for information purposes only.

3. The postal ballot facility through e-voting is being provided to the members in accordance with the provisions of Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI LODR Regulations.

4. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facilities, enabling the members to cast their vote electronically in a secure manner.

5. The detailed instructions on e-voting are enclosed. Grievances, if any, connected with e-voting may be addressed to Mr. Rakesh Dalvi, AVP, Central Depository Services India Limited (CDSL), A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

6. The e-voting facility will be available from **Wednesday, November 18, 2026 (9.00 A.M.) and ends on Thursday, December 17, 2026 (5.00 P.M.)** (both days inclusive). The e-voting will be blocked by CDSL thereafter and voting shall not be allowed beyond the said date and time. Once the vote on the resolution is cast by the member, the member shall not be allowed to change it subsequently or cast the vote again.

7. The Board of Directors has appointed Sri T K Bhaskar, Partner, H&B Partners, Advocates, Chennai, as the Scrutinizer, for conducting the postal ballot process in a fair and transparent manner.

8. The Scrutinizer will submit his report to the Chairman / Chief Executive Officer of the Company after completion of the scrutiny and the results of the postal ballot will be announced by the Chairman/ Chief Executive Officer within two working days from the date of closure of voting period, at the Registered Office of the Company at 21, Patullos Road, Chennai 600 002.

9. The resolution, if passed by the requisite majority through postal ballot by remote e-voting will be deemed to have been passed on the last date specified for e-voting i.e., **Thursday, December 17,2026 at 5:00 pm.**

10. The results of the postal ballot will be posted on the Company's website – www.tsfinvestments.com and the same will be communicated to National Stock Exchange of India (www.nseindia.com), where the shares of the Company is listed.

11. Instructions for e-voting vide page numbers 13 to 17

DRAFT RESOLUTION

SPECIAL BUSINESS

Resolution : 1 - Appointment of Dr. R Raghuttama Rao (DIN:00146230), as a Non-Executive Independent Director of the Company.

To consider and if thought fit, to pass with or without modifications, the following resolution as a **Special Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013, and rules made there under read with Schedule IV of the Companies Act, 2013, Regulation 16 (1) (b), 17(1C) and 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Dr. R Raghuttama Rao (DIN:00146230), who was appointed as an Additional Director to function as a Non-Executive Independent Director of the Company by the Board of Directors with effect from 11th November 2026 be and is hereby appointed as a Non Executive Independent Director of the Company, to hold office for a term of 5 (five) consecutive years up to 10th November 2031, not liable to retire by rotation.

FURTHER RESOLVED THAT the Board of Directors and Key Managerial Personnel of the Company be and are hereby severally authorised to do all acts and take all such steps as may be considered necessary, proper or expedient for the purpose of giving effect to this resolution, execute applications / other documents to be submitted to the Registrar of Companies and other statutory authorities, and take all other steps in this regard.

Resolution: 2 - Approval for Material Related Party Transaction – Investing in Debt Instruments issued by Sundaram Finance Limited (SFL).

To consider and if thought fit, to pass with or without modifications, the following resolution as a **Ordinary Resolution:**

RESOLVED THAT pursuant to Regulations 2(1) (zb), Regulation 23(4) of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements) Regulations, 2015,as amended from time to time ("Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the Company's policy on related party transactions; basis the approval of the Audit committee and the Board of Directors on November 11th 2026, the approval and consent of the Company be and is hereby accorded for Investing upto a limit of ₹1000 Crores in one or more tranches in debt instruments issued by Sundaram Finance Limited, as detailed in the explanatory statement.

FURTHER RESOLVED THAT the Board of Directors, Chief Executive Officer, Chief Financial Officer and Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

Resolution: 3 - Approval for Material Related Party Transaction – Investing in Debt Instruments Issued by Sundaram Home Finance Limited (SHFL).

To consider and if thought fit, to pass with or without modifications, the following resolution as a **Ordinary Resolution:**

RESOLVED THAT pursuant to Regulations 2(1) (zb), Regulation 23(4) of the Securities and Exchange Board of India (Listing obligations and Disclosure Requirements)

Regulations, 2015,as amended from time to time ("Listing Regulations"), the applicable provisions of the Companies Act, 2013 ("Act") read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the Company's policy on related party transactions; basis the approval of the Audit committee and the Board of Directors on November 11th 2026 the approval and consent of the Company be and is hereby accorded for Investing upto a limit of ₹500 Crores in one or more tranches in in debt instruments issued by Sundaram Home Finance Limited, as detailed in the explanatory statement.

FURTHER RESOLVED THAT the Board of Directors, Chief Executive Officer, Chief Financial Officer and Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

SPECIAL BUSINESS

Item No:1

Appointment of Dr. R Raghuttama Rao (DIN:00146230), as a Non-Executive Independent Director of the Company.

The Board of Directors of the Company at their meeting held on 11th November 2026, based on the recommendations of the Nomination & Remuneration Committee, have co-opted Dr R Raghuttama Rao (DIN:00146230) as an Additional Director to function as a Non-Executive Independent Director in terms of Sections 149, 150, 152, 161 and other applicable provisions of the Companies Act,2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Companies Act, 2013, and Reg. 16 (1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to hold office for a term of 5 (five) consecutive years with effect from 11th November 2026.

Notice has been received from a member of the Company under section 160 of the Companies Act 2013, proposing the appointment of Dr R Raghuttama Rao as a Non-Executive Independent Director of the Company.

In the opinion of the Board, Dr. R Raghuttama Rao fulfils the conditions prescribed in the Companies Act 2013 and rules made there under and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for his appointment as a Non-Executive Independent Director of the Company and is Independent of the Management.

The Board of Directors considers that Dr. R Raghuttama Rao's knowledge, experience and expertise would be of immense benefit and he fulfills the skill and capabilities required for the role of an Independent Director and accordingly, the Board recommends the special resolution relating to the appointment Dr. R Raghuttama Rao, (DIN:00146230) as a Non-Executive Independent Director for approval by the shareholders of the Company. The approval of the shareholders is obtained in terms of Regulation 17(1C) read with Reg. 25(2A) of the LODR Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The details of his profile are furnished under Particulars of Directors annexed to the Notice.

INTEREST OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Except, Dr. R Raghuttama Rao, Director and his relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested in the resolution.

Particulars of the Director seeking appointment pursuant to regulation 36 (3) of (SEBI Listing Obligations and Disclosure Requirements) Regulations 2015

Name of the Director	**Dr R Raghuttama Rao**
DIN	00146230
Age & Date of Birth	63 Years; May 10, 1963
Skills and Expertise required for the role:	**Skills** • Technical/Professional • Analytical • Technological • Behavioural
	Expertise • In-depth Industry Knowledge • Risk Assessment and Management • Audit and Financial Management • Treasury • Legal and Regulatory Framework • Business Policies • Capital Markets
Expertise in specific functional areas	Has over 3 decades of work experience spanning Manufacturing, Financial Markets, Public Policy and Management Consulting. Currently CEO of Gopalakrishnan - Deshpande Centre for Innovation & Entrepreneurship, IIT Madras. Formerly, MD of IMaCS and Joint Managing Director of ICRA.
Qualifications	• PhD in Economics (specialisation in Sustainability & Climate Change) from IIT Madras, • MBA - IIM Ahmedabad, • B.Tech. (Mech. Engg.) – IIT Madras, • CMA – ICWAI.
List of other Public Limited companies in which directorship held as on date	• Wheels India Limited • Sundaram Finance Limited • Latent View Analytics Limited • TVS Training and Services Limited

Chairman/Member of the Committees of the Board of other Public Limited companies in which he is a director as on date	**Chairman:** **Wheels India Limited** - Nomination & Remuneration Committee - Risk Management Committee **Latent View Analytics Limited** - Audit Committee - Risk Management Committee **Sundaram Finance Limited** - Nomination Compensation & Remuneration Committee **Member:** **Sundaram Finance Limited** - Audit Committee - Risk Management Committee **Wheels India Limited** - Audit Committee - Stakeholders Relationship Committee **Latent View Analytics Limited** - Nomination & Remuneration Committee
List of listed entities from which the person has resigned in the past three years	Nil
Shareholding as on date: (a) Held individually (b) Held as Karta of HUF (c) Held jointly with others (c) Held as Executor / Trustee	Nil
Relationship with other Directors	Nil

Item No : 2 & 3

Approval for Material Related Party Transaction - Investing in debt instruments issued by Sundaram Finance Limited and Sundaram Home Finance Limited for raising funds /Tier II Capital.

Pursuant to the provisions of Section 2(76)(v) of the Companies Act, 2013 and Regulation 2(1) (zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Sundaram Finance Limited (SFL) is deemed to be a related party. Further, Sundaram Home Finance Limited (SHFL) being a wholly owned subsidiary of SFL is also deemed to be a related party pursuant to Regulation 2(1) (zb) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to the provisions of Regulation 23 read with Schedule XII of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, all material related party transactions, i.e., where the annual consolidated turnover of the listed entity, as per its last audited financial statements, is up to ₹20,000 Crore, a transaction individually or taken together with previous transaction(s) during a financial year, exceeds 10% of the annual consolidated turnover of the listed entity, shall require prior approval of the shareholders of the Company by way of an Ordinary Resolution as per Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,

The annual consolidated turnover of the Company for the year ended 31st March 2026 was ₹985 Crores and therefore any transaction in excess of ₹98.50 Crores (i.e. 10% of the annual consolidated turnover of the Company) with a related party will be deemed to be a material related party transaction and shall require prior approval of the shareholders of the Company by way of an Ordinary Resolution.

Since the proposed related party transaction to be entered into, exceeds ₹98.50 crs (10% of the annual consolidated turnover of the Company for the financial year ended 31 March 2026), it qualifies as a material related party transaction under Regulation 23(4) of the SEBI Listing Regulations and accordingly requires prior approval of the shareholders of the Company.

Sri R. Venkatraman Independent Director of the Company is the Chairman of Sundaram Finance Limited and Dr R Raghuttama Rao is an Independent Director on the board of Sundaram Finance Limited.

The necessary disclosures as per the ISN were placed before the Audit Committee. The Audit Committee, at its meeting held on November 11th, 2026, had reviewed and taken note of the certificate provided by the Chief Executive Officer and the Chief Financial Officer of the Company, as required under ISN, and after satisfying that the proposed transaction is at arm's length basis, have recommended and approved the proposed transaction, subject to approval of the Board of Directors ("Board") and shareholders of the Company. The Board at its meeting held on November 11th 2026 approved the said transaction subject to the approval of shareholders.

The disclosures required under the SEBI Master Circular dated HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026 read with the Industry Standards on "Minimum information to be provided to the Audit Committee and Members for approval of Related Party Transactions" ("ISN") formulated by Industry Standard Forum in consultation with the Securities and Exchange Board of India ("SEBI"), issued on June 26, 2025 and effective from September 01, 2025, is given hereunder

BACKGROUND, DETAILS AND BENEFITS OF THE TRANSACTION:

Your Company is a Core Investment Company and as part of its strategy has been exploring better investment opportunities to optimize returns on its investments. The CIC Directions permit the Company to invest in bonds, debentures or other debt instruments issued by group companies. Considering the surplus funds available with the Company and after reviewing the returns generated from the investments being made, it is proposed that the Company do explore opportunities to invest in debt instruments issued by Group Companies for raising funds and/or Tier II capital requirements, which would yield good and stable returns for your companies investments, which would be beneficial to the Shareholders and hence the board recommends the resolution to the shareholders for their approval.

All related parties of the Company shall abstain from voting for resolution Nos. 2 and 3.

The relevant details of the aforesaid material related party transaction as required under the SEBI Listing Regulations and ISN, are set out below.

Industry Standards on "Minimum information to be provided to the Shareholders for approval of Material Related Party Transaction"

PART- A

A (1). Basic details of the related party

S.No	Particulars	Information provided by the management	Information provided by the management
1.	Name of the related party	Sundaram Finance Limited (SFL)	Sundaram Home Finance Limited (SHFL)
2.	Country of incorporation of the related party	India	India
3.	Nature of business of the related party	NBFC - ICC	NBFC – HFC

A (2). Relationship and ownership of the related party

S.No	Particulars	Information provided by the management	Information provided by the management
1.	Relationship between the listed entity and the related party – including nature of its concern (financial or otherwise) and the following:	SFL is a Promoter of the Company.	SHFL is a Subsidiary of related party (i.e SFL)
	• Shareholding of the listed entity whether direct or indirect, in the related party.	–	–
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity.	NA	NA
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	19.90%	Nil

A(3). Details of previous transactions with the related party

S.No	Particulars	Information provided by the management: SFL	Information provided by the management: SHFL
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	**Transactions with SFL** / **Amount (Rs. in Lakhs)** Rental Income: 89.16 Other non operating income: 2.00 Rental Expense: 11.62 Professional Fees: 6.00 Subsidiaries : Nil	Nil Subsidiaries : Nil
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	₹ 24.89 Lakhs Subsidiaries :Nil	Nil Subsidiaries : Nil
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	Nil	Nil

A(4). Amount of the proposed transaction(s)

S. No	Particulars	Information provided by the management: SFL	Information provided by the management: SHFL
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee.	Upto ₹1000 Crs.	Upto ₹ 500 Crs.
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	101.53%	50.76%

<table>
<tr><th>S. No</th><th>Particulars</th><th>Information provided by the management: SFL</th><th>Information provided by the management: SHFL</th></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction).</td><td>NA</td><td>NA</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>10.19%</td><td>26.96%</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year (Standalone):
Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis</td><td>SFL :<table><tr><th>Particulars</th><th>₹(in Cr.)</th></tr><tr><td>Turnover</td><td>7,682.96</td></tr><tr><td>Profit After Tax</td><td>1,834.17</td></tr><tr><td>Net worth</td><td>12,715.39</td></tr></table></td><td>SHFL :<table><tr><th>Particulars</th><th>₹(in Cr.)</th></tr><tr><td>Turnover</td><td>1,854.44</td></tr><tr><td>Profit After Tax</td><td>281.88</td></tr><tr><td>Net worth</td><td>2,307.46</td></tr></table></td></tr>
</table>

A(5). Basic details of the proposed transaction

<table>
<tr><th>S.No</th><th>Particulars</th><th>Information provided by the management</th></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction. (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td>Investments in bonds, debentures or other debt instruments issued by Group Companies for raising funds/Tier II Capital during the FY 2026-27 and FY 2027-28.</td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td>Investments in bonds, debentures or other debt instruments issued by Group Companies Sundaram Finance Limited / Sundaram Home Finance Limited
<table>
<tr><th></th><th>SFL</th><th>SHFL</th></tr>
<tr><td>Tenor</td><td colspan="2">Upto 5 years</td></tr>
<tr><td>Coupon rate</td><td colspan="2">At the prevailing market rate of return at the time of investment</td></tr>
<tr><td>Coupon payment frequency</td><td colspan="2">Annually</td></tr>
<tr><td>Face value</td><td colspan="2">Rs.1,00,000 per debenture</td></tr>
<tr><td>Secured by</td><td>Hypothecation of specific loan receivables, lease agreements with a security cover of 100% of the issue amount and interest accrued thereon</td><td>Hypothecation of specific loan receivables with a security cover of 100% of the issue amount and interest accrued thereon</td></tr>
</table></td></tr>
</table>

<table>
<tr><th>S.No</th><th>Particulars</th><th>Information provided by the management</th></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>One or more tranches, transactions during FY 2026-27 and FY 2027-28.<table><tr><th></th><th>SFL</th><th>SHFL</th></tr><tr><td>Tenor</td><td colspan="2">Upto 5 years</td></tr></table></td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>No</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.

If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise</td><td><table><tr><th>SFL</th><th>SHFL</th></tr><tr><td>upto ₹1000.00 Cr.</td><td>upto ₹500.00 Cr.</td></tr></table>
One or more tranches, transactions during FY 2026-27 and 2027-28.</td></tr>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>Deployment of the Company’s surplus funds to enhance the yield and stable returns.</td></tr>
<tr><td rowspan="3">7.</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.

Explanation: Indirect interest shall mean interest held through any person over which an individual has control</td><td>SFL:
Members of the promoter group are interested to the extent of their shareholding.

SHFL:
SFL being a promoter is interested in the transaction.</td></tr>
<tr><td>a. Name of the director / KMP</td><td>SFL:
Mr. Harsha Viji, Mr.Srivats Ram, Mr Sriram Viji,

SHFL:
Mr. Harsha Viji, is a director in SHFL</td></tr>
<tr><td>b. Shareholding of the director / KMP, whether direct or indirect, in the related party.</td><td>SFL:<table><tr><th>Name of the Director</th><th>Shares held in SFL</th><th>%</th></tr><tr><td>Mr. Harsha Viji</td><td>18,08,848</td><td>1.6281</td></tr><tr><td>Mr Srivats Ram</td><td>17,78,522</td><td>1.6008</td></tr><tr><td>Mr Sriram Viji</td><td>12,81,776</td><td>1.1537</td></tr><tr><th>Name of the KMP</th><th>Shares held in SFL</th><th>%</th></tr><tr><td>Mr. S. Ravi</td><td>306</td><td>0.00</td></tr><tr><td>Mr S. Kalyanaraman</td><td>60</td><td>0.00</td></tr></table>SHFL: Nil</td></tr>
<tr><td>8.</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>Not Applicable</td></tr>
<tr><td>9.</td><td>Other information relevant for decision making.</td><td>-</td></tr>
</table>

PART B

B(3) Disclosure only in case of transactions relating to investment made by the listed entity or its subsidiary

<table>
<tr><th>S. No.</th><th>Particulars</th><th>Information provided by the management</th></tr>
<tr><td>1</td><td>Source of funds in connection with the proposed transaction.</td><td>Internal accruals</td></tr>
<tr><td>2</td><td>Where any financial indebtedness is incurred to make investment, specify the following:</td><td>No financial indebtedness has been incurred by the Company for this investment.</td></tr>
<tr><td rowspan="4">3</td><td>a. Nature of indebtedness</td><td rowspan="4">NA</td></tr>
<tr><td>b. Total cost of borrowing</td></tr>
<tr><td>c. Tenure</td></tr>
<tr><td>d. Other details</td></tr>
<tr><td>4</td><td>Purpose for which funds shall be utilized by the investee company.</td><td>For working capital and business purposes.</td></tr>
<tr><td>5</td><td>Material terms of the proposed transaction</td><td>Investing in one or more tranches in bonds, debentures or other debt instruments in group companies as detailed below :
<table><tr><th>SFL</th><th>SHFL</th></tr><tr><td>upto ₹1000.00 Cr.</td><td>upto ₹500.00 Cr.</td></tr></table></td></tr>
</table>

PART C

C(2). Disclosure only in case of transactions relating to any investment made by the listed entity or its subsidiary

S.No	Particulars	Information provided by the management
1	Latest credit rating of the related party : **Note:** *a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.* *b. This shall be applicable in case of investment in debt securities.*	**SFL:** ICRA AAA/CRISIL AAA with Stable Outlook **SHFL:** ICRA AAA/CRISIL AAA with Stable Outlook
2	Whether any regulatory approval is required. If yes, whether the same has been obtained	No regulatory approval is required for the proposed transaction.

By Order of the Board

Chennai 600 002
Date: 11.11.2026

S Kalyanaraman
Secretary & Compliance Officer

CDSL e-Voting System – For Remote e-voting

THE INSTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on Wednesday, **18th November, 2026** and end on Thursday, **17th December, 2026**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, **06th November, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants.** Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting f**or Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

	For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(iv) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on “Shareholders” module.
3) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/ RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(v) After entering these details appropriately, click on "SUBMIT" tab.

(vi) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(viii) Click on the EVSN for the relevant TSF Investment Limited on which you choose to vote.

(ix) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(x) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xi) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xiv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvi) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non-Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; investorservices@tsfinvestments.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to nagaraj@cameoindia.com.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

   If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911