July 18, 2024

To
The Manager – Debt Listing
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400 051

Sub: Outcome of Board Meeting and submission of financial results

Dear Sir / Madam.

In terms of the Regulation 51(2), 52 and 54 read with Part B of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform that the Board of Directors at its meeting held on Thursday, July 18, 2024 have approved the following items for the quarter ended June 30, 2024 which are annexed hereto:

- (a) Un-audited Financial Results alongwith Limited Review Report issued by M/s Sudit K Parekh & Co. LLP, Chartered Accountants (Firm Registration No. 110512W/W100378), Statutory Auditors of the Company on the financial statements pursuant to Regulation 51(2) and 52 of SEBI Listing Regulations for the quarter ended June 30, 2024.
- (b) Security Cover certificate under Regulation 54 of the SEBI Listing Regulations for the quarter ended June 30, 2024.
- (c) Statement indicating no deviation or variation in utilization of issue proceeds of non-convertible securities of the Company under Regulation 52(7) of SEBI Listing Regulations for the quarter ended June 30, 2024.

The meeting commenced at 07.30 p.m. and concluded at 08.45 p.m.

We request you to kindly take the same on record.

Thanking you

Yours faithfully,

# For TMF HOLDINGS LIMITED

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VINAY LAVANNIS Company Secretary Membership No. A7911

Encl: As stated above

# Sudit K. Parekh & Co. LLP Chartered Accountants

Independent Auditor's Review Report on the quarterly standalone financial results under Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

# To the Board of Directors of TMF Holdings Limited

- We have reviewed the accompanying statement of unaudited standalone financial results of TMF Holdings Limited (the "Company") for the quarter ended June 30, 2024 (the "Statement"), being submitted by the Company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
- 2. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors of the Company, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India ("ICAI"). This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results, prepared in accordance with applicable accounting standards and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Sudit K. Parekh & Co. LLP

Chartered Accountants

Firm Registration No. 110512W/W100378

Nemish Bharatkumar

Kapadia

Nemish Kapadia

Partner

Membership No. 111929 UDIN: 24111929BKEKSN4691

Place: Mumbai Date: July 18, 2024

# TMF HOLDINGS LIMITED

Registered office:- Office No. 14, 4th Floor, Sir H.C. Dinshaw Building, 16 Horniman Circle, Fort, Mumbai-400 001 Fax No. - 91 22 61815700, Tel No. - 91 22 68484900, website www.tmf.co.in CIN: U65923MH2006PLC162503

# Statement of unaudited standalone financial results for the quarter ended June 30, 2024

(₹ In Lakhs)

| Sr.   |   |                 | Quarter ended                                 |                    |   |  |  |  |  |
|-------|---|-----------------|---|--------------------|---|--|--|--|--|
| No    | Particulars   | June            | March   | June               | March                                   |  |  |  |  |
| NO    |   | 30, 2024        | 31, 2024                                      | 30, 2023           | 31, 2024                                |  |  |  |  |
|       |   | Unaudited       | (Refer Note 8)                                | Unaudited          | Audited                                 |  |  |  |  |
|       | (a) Interest income                                       | 25,79.43        | 25,50.69                                      | 38,32.80           | 125,07.80                               |  |  |  |  |
|       | (b) Rental income   | 1,13.52         | 1,13.52                                       | 1,13.52            | 4,54.08                                 |  |  |  |  |
|       | (c) Net gain on fair value changes                        | 3,35.70         | 2,35.85                                       | 2,66.18            | 13,01.30                                |  |  |  |  |
| I.    | Total Revenue from operations                             | 30,28.65        | 29,00.06                                      | 42,12.50           | 142,63.18                               |  |  |  |  |
| II.   | Other Income  | -               | 0.96  | 8,50.00            | 25,61.50                                |  |  |  |  |
| III.  | Total Income (I + II)                                     | 30,28.65        | 29,01.02                                      | 50,62.50           | 168,24.68                               |  |  |  |  |
|       | Expenses  | 5.77.2.77.77.77 | 110-100-20-20-20-20-20-20-20-20-20-20-20-20-2 | P4.501.001.001.000 | 300000000000000000000000000000000000000 |  |  |  |  |
|       | (a) Finance costs   | 69,37.92        | 67,12.49                                      | 76,06.52           | 285,38.09                               |  |  |  |  |
|       | (b) Impairment of financial instruments and other assets  | (193.82)        | 1,76.85                                       | 17.83              | (151.90                                 |  |  |  |  |
|       | (c) Depreciation, amortization and impairment             | 8.88            | 8.96  | 9.42               | 37.41                                   |  |  |  |  |
|       | (d) Other expenses  | 100.38          | 1,04.15                                       | 91.98              | 369.78                                  |  |  |  |  |
| IV.   | Total expenses  | 68,53.36        | 70,02.45                                      | 77,25.75           | 287,93.34                               |  |  |  |  |
| ٧.    | Profit / (Loss) before tax for the period/year (III - IV) | (38,24.71)      | (41,01.43)                                    | (26,63.25)         | (119,68.66                              |  |  |  |  |
|       | Tax expense:  | 2 82 2          | 32 82/2 25                                    |                    |   |  |  |  |  |
|       | (a) Current tax   | - 1             | -   | -                  | -                                       |  |  |  |  |
|       | (b) Deferred tax  | -               | -   | -                  |   |  |  |  |  |
| VI.   | Total tax expense   | -               | -   | -                  | -                                       |  |  |  |  |
| VII.  | Profit / (Loss) after tax for period/year (V -VI)         | (38,24.71)      | (41,01.43)                                    | (26,63.25)         | (119,68.66                              |  |  |  |  |
| VIII. | Other Comprehensive Income for period/year (net of tax)   | -               | -   | -                  | -                                       |  |  |  |  |
|       | Total Comprehensive Income for period/year (VII + VIII)   |                 |   |                    |   |  |  |  |  |
| IX.   |   | (38,24.71)      | (41,01.43)                                    | (26,63.25)         | (119,68.66                              |  |  |  |  |
| x.    | Earning per equity shares (face value of ₹ 10/- each) #   |                 |   |                    |   |  |  |  |  |
|       | Basic (in ₹)  | (0.41)          | (0.40)  | (0.34)             | (1.53                                   |  |  |  |  |
|       | Diluted (in ₹)  | (0.41)          | (0.40)  | (0.34)             | (1.5                                    |  |  |  |  |
|       | # Not annualised for quarter ended                        | 3753 35         | 1989 33                                       |                    |   |  |  |  |  |

## Notes:

- 1 The Company is a Non-Banking Finance Company registered with the Reserve Bank of India (the 'RBI') as Core Investment Company (CIC).
- 2 The Company is a wholly owned subsidiary of Tata Motors Limited.
- 3 The above financial results of the Company have been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 (the "Act"), and other recognized accounting practices generally accepted in India and are in compliance with Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations"). Any application guidance/ clarifications/ directions issued by the RBI or other regulators are implemented as and when they are issued/ applicable.
- 4 The financial results for the three months ended June 30, 2024 have been reviewed by the Audit Committee at its meeting held on July 17, 2024 and approved by the Board of Directors at its meeting held on July 18, 2024.
- 5 The Company, being a Core Investment Company is operating only in one segment vis investing activities and the operations being only in India, the disclosure requirements of Ind AS 108 Segment Reporting are not applicable.
- 6 During the three months ended June 30, 2024, the Board of Directors of Tata Motors Finance Limited (formerly known as Tata Motors Finance Solutions Limited) ("TMFL"), a wholly-owned subsidiary of the Company, at its meeting held on June 4, 2024, approved a Scheme of Arrangement for amalgamation of the TMFL with and into Tata Capital Limited (TCL) and their respective shareholders ("the Scheme"), under Sections 230 to 232 read with Section 52 and Section 66 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

The Scheme will become effective from the Appointed Date i.e. April 1, 2024 upon fulfilment of all the conditions set out in the Scheme including approval of the Scheme by the Reserve Bank of India and National Company Law Tribunal ("NCLT") and upon the receipt of other applicable regulatory approvals.

Upon the Scheme becoming effective:

- (i) The entire business of the TMFL including all the assets, liabilities and undertakings will stand transferred and vested in TCL and thereafter TCL will carry on all the business activities undertaken by TMFL.
- (ii) From the Appointed Date till the effective date, the business carried on by the TMFL shall be deemed to have been carried on for and on behalf of and in trust for TCL.
- (iii) The Company will receive Equity shares of TCL as per the share exchange ratio determined based on the Valuation Reports and the Fairness Opinions obtained by the TMFL and TCL.
- (iv) The holders of Non-Convertible Debentures (NCDs) of the TMFL will become the holders of NCDs of TCL on the same terms, including the coupon rate, tenure, redemption price, quantum, nature of security, adequately safeguarding the interest of the NCD holders.
- 7 (i) During the three months ended June 30, 2023, pursuant to demerger of Non-Banking Finance business (NBFC undertaking) of TMF Business Services Limited (TMFBSL) [formerly known as Tata Motors Finance Limited] into Tata Motors Finance Limited [formerly known as Tata Motors Finance Solutions Limited], assets and liabilities of NBFC undertaking was transferred from TMF Business Services Limited (TMFBSL) [formerly known as Tata Motors Finance Limited] at their respective book value. The Company had received 326,889,441 equity shares having face value of Rs. 100 each of Tata Motors Finance Limited [formerly known as Tata Motors Finance Solutions Limited]. Post demerger, proportionate carrying value of investments into equity shares of TMF Business Services Limited (TMFBSL) [formerly known as Tata Motors Finance Limited] had been reallocated to carrying value of investments in Tata Motors Finance Limited [formerly known as Tata Motors Finance Solutions Limited] in the same ratio as the net book value of the assets transferred in the demerger bears to the networth of the TMF Business Services Limited (TMFBSL) [formerly known as Tata Motors Finance Limited] immediately before such demerger. Accordingly, value of investment in equity shares of TMF Business Services Limited (TMFBSL) [formerly known as Tata Motors Finance Limited] is reduced and value of investments in equity shares of Tata Motors Finance Limited [formerly known as Tata Motors Finance Limited] is increased by Rs. 5544,59.28 lacs.
  - (ii) Further, the said Scheme involved capital reduction in the books of the TMF Business Services Limited (TMFBSL) [formerly known as Tata Motors Finance Limited]. Post Capital reduction, face value of per equity shares is reduced from Rs. 100 to Rs. 3.80/-.
- 8 The amounts for the quarter ended March 31, 2024, are balancing amounts between audited amounts in respect of the financial year ended March 31, 2024 and the published year to date amounts upto the nine months ended December 31, 2023, which were subject to Limited Review.

# 9 Ratios

| Particulars                               | As at<br>June 30,<br>2024 | As at<br>March 31,<br>2024 |
|---|---------------------------|----------------------------|
| (a) Debt equity ratio                     | 0.63                      | 0.66                       |
| (b) Current ratio                         | 0.28                      | 0.36                       |
| (c) Long-term debt to working capital     | (15.77)                   | (22.38)                    |
| (d) Current liability ratio               | 0.68                      | 0.70                       |
| (e) Total debts to total assets           | 0.38                      | 0.39                       |
| (f) Bad debts to account receivable ratio | NA                        | NA                         |
| (g) Debtors Turnover                      | NA.                       | NA                         |
| (h) Inventory Turnover                    | NA                        | NA                         |

| 00.00 0000            |               | Year ended     |               |                |
|-----------------------|---------------|----------------|---------------|----------------|
| Particulars           | June 30, 2024 | March 31, 2024 | June 30, 2023 | March 31, 2024 |
| (a) Net profit margin | (126.28%)     | (141.38%)      | (52.61%)      | (71.14%)       |
| (b) Operating Margin  | NA            | NA             | NA            | NA             |

10 Sectors Specific Ratios

| Particulars   | As at June 30,<br>2024 | As at March 31,<br>2024 |
|---|------------------------|-------------------------|
| (a) Capital Adequacy Ratio (Adjusted Net Worth/Risk<br>Weighted Assets)   | 35.97%                 | 35.82%                  |
| (b) Investment & Loans to group companies as a<br>proportion of Net Assets  | 99.58%                 | 99.43%                  |
| <ul> <li>(c) Investment in equity shares &amp; compulsory convertible<br/>instruments of group companies as a proportion of net<br/>assets</li> </ul> |                        | 83.94%                  |
| (d) Leverage Ratios (outside liabilities/Adjusted Net Worth)  | 1.49                   | 1.51                    |

# 11 Cover ratio for unsecured non convertible debt securities :

| Particulars  | As at June 30,<br>2024 | As at March 31,<br>2024 |
|--|------------------------|-------------------------|
| (a) Security Cover Ratio                               | NA                     | NA                      |
| (b) Asset cover ratio (listed secured debt securities) | NA                     | NA                      |
| (c) Asset cover ratio (unsecured debt)                 | NA                     | NA                      |

Signed for Identification For Sudit K. Parekh & Co. LLP Chartered Accountants

Nemish Bharatkumar / Kapadia

Nemish Kapadia

Partner

Membership No. 111929

Place: Mumbai Date: July 18, 2024 For TMF HOLDINGS LIMITED

SAMRAT Digitally signed by SAMRAT GUPTA Date: 2024.07.18 19:33:00 +05'30'

Samrat Gupta Director (DIN - 07071479)

# Sudit K. Parekh & Co. LLP Chartered Accountants

# The Board of Directors,

TMF Holdings Limited 14, 4<sup>th</sup> Floor, Sir H.C. Dinshaw Building 16, Horniman Circle, Fort Mumbai – 400 001.

Independent Auditor's certificate for Security Cover on Listed Non-Convertible Debt securities issued by TMF Holdings Limited for the Quarter ended June 30, 2024.

We have been requested by TMF Holdings Limited ('the Company') to certify the details disclosed in the
accompanying 'Statement of Security Cover' ('the Statement') prepared in accordance with the
Securities and Exchange board of India ('the SEBI') circular No.
SEBI/HO/MIRSD/MIRSD\_CRADT/CIR/P/2022/67 dated May 19, 2022 ('the Circular') including
compliance with all the covenants in respect of listed non-convertible debt securities issued by the
Company for onward submission to IDBI Trusteeship Services Limited and Vistra ITCL India Limited ('the
Debenture Trustees'), SEBI and National Stock Exchange (NSE).

Accordingly, this certificate is issued in accordance with our engagement letter dated December 17, 2021.

# Management's Responsibility

- 2. Pursuant to this requirement, the preparation and presentation of the Statement is the responsibility of the management of the Company including the creation and maintenance of all accounting and other records and documents supporting its contents. This responsibility includes the design, implementation and maintenance of internal controls relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- The Company's management takes full and exclusive responsibility for the accuracy and completeness of the Statement and its preparation in accordance with the requirements of the Debenture Trustees and for providing all relevant information to them in this regard.

# Auditor's responsibility

- 4. Pursuant to this requirement it is our responsibility to provide a reasonable assurance on whether the details disclosed in the Statement are in, all material respects, have been accurately extracted from the condensed interim unaudited standalone financial statements, books and other relevant records of the Company for the Quarter ended June 30, 2024.
- 5. We have reviewed the condensed interim standalone financial statements referred to in paragraph 4 above, of the Company for the quarter ended June 30, 2024, on which we have issued an Interim Review Report dated July 18, 2024. Our review of these Condensed Interim unaudited standalone financial statements was conducted in accordance with the Standard on Review Engagement (SRE 2410) Review of Interim Financial Information performed by the Independent Auditor of the entity issued by the Institute of Chartered Accountants of India (the 'ICAI') prepared in accordance with the Indian Accounting Standard (IND AS) 34 "Interim Financial Reporting" and other recognised accounting practices and policies.

# Sudit K. Parekh & Co. LLP Chartered Accountants

- We conducted an examination in accordance with the 'Guidance Note on reports or certificates issued for Special Purposes (Revised 2016)' issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC)
   "Quality Control for Firms that perform audits and reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

# Opinion

8. Based on our examination as above, and information, explanations and representations given to us, in our opinion, the details disclosed in the accompanying statement, in all material respects, have been completely and accurately extracted from the Condensed Interim unaudited standalone financial statements, books and other relevant records of the Company for the quarter ended June 30, 2024.

## Restriction of use

1. This certificate has been issued at the request of the Company for onward submission to IDBI Trusteeship Services Limited and Vistra ITCL India Limited ('the Debenture Trustees'), SEBI and National Stock Exchange (NSE). As a result, this certificate may not be suitable for any other purpose and is intended solely and entirely for the information of and use of IDBI Trusteeship Services Limited and Vistra ITCL India Limited ('the Debenture Trustees'), SEBI and National Stock Exchange (NSE). Accordingly, our certificate should not be quoted or referred to in any other document or made available to any other person or persons without our prior written consent. Also, we neither accept nor assume any duty or liability for any other purpose or to any other party to whom our certificate is shown or into whose hands it may come without our prior consent in writing.

Encl.: Statement of Security cover certificate as per Regulation 54(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as on June 30, 2024.

For Sudit K. Parekh & Co. LLP

Chartered Accountants

Firm Registration No. 110512W/W100378

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Bharatkumar Kapadia postalCode = 0.00647, 31-Mahrarahito, untal Number (15 15266/JBR115k: 05 860/JS bbi 2737-bbi 1abod 4986-859 935 1 ab57 1986or-Mernich Marattamar Kapadia Date: 2004/97.18 20:1459 +0539

Nemish Kapadia

Partner

Membership No.: 111929

Place: Mumbai Date: July 18, 2024

Certificate Ref. No: NBK/TMFHL/345/2024-25

UDIN: 24111929BKEKSM3699

Security cover certificate as per Regulation 54(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as on June 30, 2024; NIL: Since TMFHL has not issued any Secured NCDs which are outstanding as of June 30, 2024, we are showing NIL =

|             | Column O | ifficate  | Total Value(=K+L+M+ N)   |                      |        |                 |                  |               |              |              |        |          |                      |
|-------------|----------|---|--|----------------------|--------|-----------------|------------------|---------------|--------------|--------------|--------|----------|----------------------|
|             | Column N | Related to only those items covered by this certificate | Carrying value/book value for pari passu charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA market value is not applicable) | Relating to Column F |        |                 |                  |               |              |              |        |          |                      |
|             | Column M | o only those items                                      | Market Value<br>for Pari passu<br>charge Assets  | Relating             |        |                 |                  |               |              |              |        |          | 3                    |
|             | Column L | Related to  | Carrying /book value for exclusive charge assets where market value is not ascertainable or applicable (For Eg. Bank Balance, DSRA,market value is not applicable)       |                      |        |                 |                  |               |              |              |        | 25       |                      |
|             | Column K |   | Market<br>Value for<br>Assets<br>Charged on<br>Exclusive<br>basis  |                      |        |                 |                  |               |              |              |        |          |                      |
|             | Column J | (Total C to<br>H)                                       |  |                      |        |                 |                  |               |              |              |        |          |                      |
|             | Column 1 | Elimination<br>(amount in<br>negative)                  | Debt<br>amount<br>considered<br>more than<br>once (due<br>to exclusive<br>plus pari<br>passu<br>charge)  |                      |        |                 |                  |               |              |              |        |          | 5                    |
|             | Column   | Assets<br>not<br>offered<br>as<br>Security              |  |                      |        |                 |                  |               |              |              |        |          | -                    |
|             | Column G | Pari-<br>Passu<br>Charge                                | Other assets on which there is pari-Passu charge (excluding items Covered in Column F)   | Book                 |        |                 |                  |               |              |              |        |          |                      |
|             | Column F | Pari-<br>Passu<br>Charge                                | Assets<br>shared by<br>pari passu<br>debt<br>holder<br>(includes<br>debt for<br>which this<br>certificate<br>is issued<br>& other<br>debt with<br>pari passu<br>charge)  | Book                 |        |                 |                  |               |              |              | (5)    |          |                      |
|             | Column E | Pari-<br>Passu<br>Charge                                | Debt for<br>which<br>this<br>certificate<br>being<br>issued  | Yes/No               |        |                 |                  |               |              |              | 10     |          |                      |
|             | Column   | Exclusive   | Other<br>Secured<br>Debt   | Book                 |        |                 |                  |               |              |              |        |          |                      |
| Certificate | Column C | Exclusive   | Debt for<br>which this<br>certificate<br>being<br>issued   | Book Value           |        |                 |                  |               |              |              |        |          |                      |
|             | Column B |   | Description<br>of asset for<br>which this<br>certificate<br>relate   |                      |        |                 |                  |               |              |              | 50     |          |                      |
| 30          | Column A |   | Particulars  |                      | ASSETS | Property, Plant | and<br>Equipment | Capital Work- | in- Progress | Right of Use | Assets | Goodwill | Intangible<br>Assets |

|   | 20          | 0     |             |                      |                              |   |        |       | 8 | 3           |  |   |            |                      |
|---|-------------|-------|-------------|----------------------|------------------------------|---|--------|-------|---|-------------|--|---|------------|----------------------|
|   |             |       |             |                      |                              |   |        |       |   |             |  |   |            |                      |
|   |             |       |             |                      |                              |   |        |       |   |             |  |   |            |                      |
|   |             |       |             |                      |                              |   |        |       |   |             | 29   |   | 5 3        |                      |
|   |             |       |             |                      |                              |   |        |       |   | 0           |  |   |            |                      |
|   |             |       |             |                      |                              |   |        |       |   |             |  |   | 9 4        |                      |
| _   | -3          |       |             |                      |                              |   |        |       |   | g .         |  |   |            |                      |
|   | 3           |       |             |                      |                              |   |        |       |   |             |  |   |            |                      |
|   | -2          |       |             |                      |                              |   |        |       |   | a a         | 27   |   |            |                      |
| nder<br>ment                              | ants        |       | ies         | les                  | l Cash<br>nts                | ances<br>an<br>I Cash<br>nts                                |        |       |   | ES          | s to<br>is   | bt<br>aarge<br>we   | sbt        | ated                 |
| Intangible<br>Assets under<br>Development | Investments | Loans | Inventories | Trade<br>Receivables | Cash and Cash<br>Equivalents | Bank Balances<br>other than<br>Cash and Cash<br>Equivalents | Others | Total |   | LIABILITIES | Debt<br>securities to<br>which this<br>certificate<br>pertains | Other debt<br>sharing pari-<br>passu charge<br>with above<br>debt | Other Debt | Subordinated<br>Debt |

Registered Office 14 4th Floor Sir H C Dinshaw Building 16 Horniman Circle Fort Mumbal 400 001 Maharashtra Tel 91 22 6848 4900 website www.tmf.co.in CiN - U65923MH2006PLC162503 ATATA Enterprise

|            |      |      |        |       | 1        | 6     | Τ | 1          |        |       |                        | 2 2                      | T A |  |
|------------|------|------|--------|-------|----------|-------|---|------------|--------|-------|------------------------|--------------------------|-----|--|
|            |      |      |        |       |          |       |   |            |        |       |                        |                          |     |  |
|            |      |      |        |       |          |       |   |            |        |       |                        |                          |     |  |
| _          |      |      | L      |       |          |       | - |            |        |       |                        |                          |     |  |
|            |      |      |        |       |          |       |   |            |        |       |                        |                          |     |  |
|            |      |      |        |       |          |       |   |            |        | 3     |                        |                          |     |  |
|            |      |      |        |       |          |       |   |            |        |       |                        |                          |     |  |
|            | 8    |      |        |       |          |       |   |            |        | 8     |                        |                          |     |  |
|            |      |      |        |       |          |       |   |            |        |       |                        |                          |     |  |
|            |      |      |        |       |          |       |   |            |        |       |                        |                          |     |  |
|            |      |      |        |       |          |       |   |            |        |       |                        |                          | 7   |  |
| 974        | 86   |      |        |       |          |       |   |            |        |       |                        |                          |     | AN   |
|            |      |      |        |       |          |       |   |            |        | 2     | NA                     |                          |     | Pari-<br>Passu<br>Security<br>Cover<br>Ratio |
|            |      |      |        |       |          |       |   |            |        | 8     |                        |                          |     |  |
|            |      |      |        |       |          |       |   |            |        |       |                        | NA                       |     | NA   |
|            |      |      |        |       |          |       |   |            |        |       |                        | NA                       |     | Exclusive<br>Security<br>Cover<br>Ratio      |
| 389<br>803 |      |      |        |       |          |       |   |            |        |       |                        |                          |     |  |
| Borrowings | Bank | Debt | Others | Trade | Payables | Lease |   | Provisions | Others | Total | Cover on<br>Book Value | Cover on<br>Market Value |     |  |

ii) All the covenants/terms as mentioned in offer document/ Information memorandum for NCDs issued by the Company, which is outstanding as of June 30, 2024, has been complied with.

# For TMF Holdings Limited

Digitally signed by RIDHI ZAVIRI GANGAR Date: 2004.07.18 ZGD105 +05/30 GANGAR ZAVERI RIDHI

Chief Financial Officer Ridhi Gangar

Date: July 18, 2024

**Bharatkumar** Kapadia Nemish

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July 18, 2024

National Stock Exchange of India Limited

Listing Department Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051

Dear Sir/ Madam,

Sub: Compliance under Regulation 52(7) of SEBI (LODR) Regulations 2015 for the quarter ended June 30, 2024

Pursuant to Regulation 52(7) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we confirm that NCDs raised till June-2024 were fully utilized upto June 30, 2024, in accordance with purpose mentioned in respective disclosure documents. Please find enclosed Annexure - IV-A dully filled as required by SEBI (LODR) Regulations 2015.

Yours faithfully

For TMF Holdings Limited

RIDHI Digitali RIDHI ZAVERI GANGAR District 2 19:36:5

Digitally signed by RIDHI ZAVERI GANGAR Date: 2024.07.18 19:36:51 +05'30'

Ridhi Gangar Chief Financial Officer A Statement of utilization of issue proceeds: For the Quarter ended June- 2024

Annex - IV-A

| Name of<br>the Issuer      | ISIN           | Mode of Fund<br>Raising (Public<br>issues/ Private<br>placement) | Type of instrument | Date of<br>raising<br>funds | Amount Raised<br>(Rs Cr) | Funds<br>utilized (Rs<br>Cr) | Any deviation<br>(Yes/ No) | If 8 is Yes, then<br>specify the<br>purpose of for<br>which the<br>funds were<br>utilized | Remarks, if any   |  |
|----------------------------|----------------|--|--------------------|-----------------------------|--------------------------|------------------------------|----------------------------|---|-------------------|--|
| 1                          | 2              | 3  | 4                  | 5                           | 6                        | 7                            | 8                          | 9   | 10                |  |
| TMF<br>Holdings<br>Limited | Not Applicable | Not Applicable   | Not Applicable     | Not<br>Applicable           | Not Applicable           | Not<br>Applicable            | No                         | Not Applicable  | Not<br>Applicable |  |

B. Statement of deviation/ variation in use of Issue proceeds: Not Applicable

| Particulars  | Remarks              |
|--|----------------------|
| Name of listed entity  | TMF Holdings Limited |
| Mode of fund raising   | Not Applicable       |
| Type of instrument   | Not Applicable       |
| Date of raising funds  | Not Applicable       |
| Amount raised  | Not Applicable       |
| Report filed for quarter ended   | June 30, 2024        |
| Is there a deviation/ variation in use of funds raised?                              | NO                   |
| Whether any approval is required to vary the objects of the issue stated in the pros | pectus/ offer        |
| document?  | NO                   |
| If yes, details of the approval so required?   | Not Applicable       |
| Date of approval   | Not Applicable       |
| Explanation for the deviation/ variation   | Not Applicable       |
| Comments of the audit committee after review   | Not Applicable       |
| Comments of the auditors, if any   | Not Applicable       |

Objects for which funds have been raised and where there has been a deviation/ variation, in the following table:

# Not Applicable

|                    |                            | 2.0            |                |                   |   |                   |  |
|--------------------|----------------------------|----------------|----------------|-------------------|---|-------------------|--|
| Original<br>object | Modified object,<br>if any | allocation, if |                | Funds<br>utilised | Amount of deviation/ variation for the quarter according to applicable object (in Rs. crore and in %) | Remarks, if any   |  |
| Not<br>Applicable  | Not Applicable             | Not Applicable | Not Applicable | Not<br>Applicable | Not Applicable  | Not<br>Applicable |  |

Deviation could mean:

- a. Deviation in the objects or purposes for which the funds have been raised.
- b. Deviation in the amount of funds actually utilized as against what was originally disclosed.

For TMF Holdings Limited

RIDHI
ZAVERI
GANGAR

GANGAR

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19.37.14 +05'30'

Name of signatories:

Ridhi Gangar

Designation:

Chief Financial Officer

Date: July 18, 2024

Date: July 18, 2024

To,
The Manager – Debt Listing
National Stock Exchange of India Limited
Exchange Plaza, Bandra-Kurla Complex,
Bandra (East), Mumbai 400 051

Dear Sir/Madam,

Sub: Addendum to Financial Results filed by the Company on July 18, 2024

This is in continuation to the filings made with exchange for financial results of the Company for the quarter ended June 30, 2024, the Company has inadvertently missed to attach a page containing additional information required under Regulation 52(4) of SEBI (Listing Obligations and Disclosures) Regulations, 2015. The same is attached herewith. Request you to consider and take the same on record.

Thanking you.

Yours faithfully,
For TMF Holdings Limited
VINAY BABURAO
Digitally signed by VINAY
BABURAO LAVANNIS
LAVANNIS
Date: 2024.07.18 22.43.43
+0530°

Vinay Lavannis Company Secretary Membership No: A7911

## TMF HOLDINGS LIMITED

Registered office:- Office No. 14, 4th Floor, Sir H.C. Dinshaw Building, 16 Horniman Circle, Fort, Mumbai-400 001 Fax No. - 91 22 61729619, Tel No. - 91 22 61729600, website www.tmf.co.in CIN: U65923MH2006PLC162503

Statement of unaudited standalone financial results for the quarter ended June 30, 2024

Additional information required to be submitted in terms of Regulation 52(4) of SEBI Listing Obligations And Disclosure Requirements Regulations, 2015

- 1 Interest service coverage ratio/Debt service coverage ratio: Not Applicable.
- Outstanding redeemable preference shares (Quantity and value): The Company does not have outstanding redeemable preference shares, hence this clause is not applicable.
- 3 Debenture Redemption Reserve : Not Applicable.
- 4 Capital Redemption Reserve: NIL.
- 5 Net Worth: ₹ 5291,33.40 Lakhs.
- 6 There was no material deviation in the use of proceeds from issue of Non Convertible Debt Securities.

Signed for Identification For Sudit K. Parekh & Co. LLP Chartered Accountants

Nemish Bharatkumar Kapadia

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Nemish Kapadia Partner

Membership No. 111929

Place: Mumbal Date: July 18, 2024 FOR TMF HOLDINGS LIMITED

SAMRAT Digitally signed by SAMRAT GUPTA Date: 2024.07.18 22:06:05 +05'30'

Samrat Gupta Director (DIN - 07071479)