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, to transact the special business as set out hereunder by passing Ordinary Resolution by way of postal ballot, by voting through e-voting process.

Description of Special Business

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

The draft resolution ("Resolution"), together with the explanatory statement pertaining to the said Resolution 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

Chennai 600 002 **S Kalyanaraman**

Date: 19.08.2026 Secretary & Compliance Officer

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 **14th August 2026** ("Cut-off Date") and who have registered their email id with the Company/Depositories.

2. A person who is not a member on the relevant Cut-off Date should treat this notice for information purposes only. Any person who acquires shares of the Company and becomes a member of the Company after dispatch of this Notice and holding shares as on Cut-off Date shall follow the same procedure for e-voting as provided hereafter.

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 **Saturday, August 22, 2026 (9.00 A.M.) and end on Sunday, September 20, 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., Sunday, September 20, 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 pg nos.10 -14

DRAFT RESOLUTION

SPECIAL BUSINESS

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

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

"**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, 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, 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 10,57,827 equity shares of Wheels India having face value of ₹ 10/- (Rupees Ten Only) (**"Equity Share"**) for cash at an issue price of ₹1,418/- (Rupees One Thousand Four Hundred and Eighteen Only) per Equity Share including a premium of ₹1,408/- (Rupees One Thousand Four Hundred and Eight 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 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."

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

The following Statement sets out the relevant information as required under Section 102 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with rules framed thereunder and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

As regards the material related party transactions, the Statement also contains 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.

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.

BACKGROUND, DETAILS AND BENEFITS OF THE TRANSACTION:

Your Company holds 61,09,914 equity shares of ₹10/- each constituting 25.007% of the paid-up equity share capital of M/s. Wheels India Limited, your associate company ("WIL" or "Associate Company"). WIL, an associate of your Company proposes to raise capital through the issuance of 12,69,391 equity shares of ₹10/- each ("Equity Shares") on preferential basis at a price of ₹1,418/- per share including a premium of ₹1,408/- per share. The pricing of preferential issue has been determined as per the provision of Chapter V of the SEBI ICDR Regulations. Out of the above total issue your Company is being offered 10,57,827 equity shares of ₹10/- each for cash at an issue price of ₹1,418/- (Rupees One Thousand Four Hundred and Eighteen Only) per Equity Share including a premium of ₹1,408/- (Rupees One Thousand Four Hundred and Eight Only) to be allotted on preferential basis .

Wheels India Limited is a leading manufacturer of wheels for trucks, agricultural tractors, passenger vehicles and construction equipment; air suspension systems for trucks and buses, and industrial components for the construction and windmill industry with manufacturing plants in Tamil Nadu, Maharashtra, Uttar Pradesh, Uttarakhand and Andhra Pradesh.

Your Company being an Exempted Core Investment Company has been looking at better investment opportunities to optimize returns on investments and also consolidating its shareholdings in its Group Companies. The proposed capital infusion will enable your Associate Company to repay or reduce its Debt thereby enhancing the leverage position, narrowing the gap to the peer averages and ensuring adequate headroom for sustained growth. The proposed subscription to the preference shares offered on preferential basis will support WIL in their sustainability and growth plans.

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.

The necessary disclosures as per the ISN were placed before the Audit Committee. The Audit Committee, at its meeting held on August 19th, 2026, have recommended and approved the proposed transaction, subject to approval of the Board of Directors ("Board") and shareholders of the Company. The Audit Committee has 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, confirming that the proposed material related party transaction is in the interest of the Company.

The Board, at its meeting held on 19th August 2026, approved the proposal for subscription of 10,57,827 Equity Shares of WIL having face value of ₹10/- (Rupees Ten Only) for cash at an issue price of ₹1,418/- (Rupees One Thousand and Four Hundred eighteen Only) per Equity Share including a premium of ₹1,408/- (Rupees One Thousand Four Hundred and Eight Only) per equity share, aggregating to an amount not exceeding ₹150 Crores (Rupees One Hundred and Fifty Crores only) offered by way of preferential issue on a private placement basis, subject to the approval of shareholders of the Company.

Considering the long term prospects of your Associate Company and in line with the investment strategy of your Company, it is proposed to subscribe to the preferential issue of 10,57,827 Equity Shares of Wheels India Limited having face value of ₹10/- for cash at an issue price of ₹1,418/- per Equity Share including a premium of ₹1,408/-, aggregating to an amount not exceeding ₹150 Crores (Rupees One Hundred and Fifty Crores only), which would be beneficial to the Company and hence the board recommends the resolution to the shareholders for their approval.

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 of the information	Information provided by the management
1.	Name of the related party	Wheels India Limited ("WIL")
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	Manufacturing of 1. Parts & Accessories for Motor Vehicles, 2. Parts & accessories for machinery / equipment used by construction / mining Industries 3. Components for wind turbines

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

S.No	Particulars of the information	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:	WIL is an Associate Company of the Company.
	• Shareholding of the listed entity whether direct or indirect, in the related party.	25.007% (direct)
	• 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
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Nil

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

<table>
<tr><th>S.No</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.

Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</td><td>TSF – Nil
Subsidiaries :
Axles India Ltd -
<table>
<tr><th>S. No</th><th>Nature of transaction</th><th>25 -26 (₹ in Cr)</th></tr>
<tr><td>1.</td><td>Rendering of services</td><td>3.97</td></tr>
</table>
Forge 2000 P Ltd -
<table>
<tr><th>S. No</th><th>Nature of transaction</th><th>25 -26 (₹ in Cr)</th></tr>
<tr><td>1.</td><td>Disinvestment of stake in associate Company</td><td>22.67</td></tr>
</table>
</td></tr>
</table>

<table>
<tr><td>2.</td><td>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.</td><td>TSF – Nil
Subsidiaries :
Axles India Ltd -<table><tr><th>S. No</th><th>Nature of transaction</th><th>Apr - Jun’26 (₹ in Cr)</th></tr><tr><td>1.</td><td>Rendering of Services</td><td>0.57</td></tr></table>Forge 2000 P Ltd - Nil</td></tr>
<tr><td>3.</td><td>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.</td><td>Nil</td></tr>
</table>

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

<table>
<tr><th>S.No</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee.</td><td>Not Exceeding ₹150 Crores</td></tr>
<tr><td>2.</td><td>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?</td><td>Yes</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity’s annual consolidated turnover for the immediately preceding financial year</td><td>15.23%</td></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></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>2.74%</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>Standalone:<table><tr><th>Particulars</th><th>₹(in Cr.)</th></tr><tr><td>Turnover</td><td>5124.40</td></tr><tr><td>Profit After Tax</td><td>138.56</td></tr><tr><td>Net worth</td><td>974.53</td></tr></table></td></tr>
</table>

A(5). Basic details of the proposed transaction

<table>
<tr><th>S.No</th><th>Particulars of the information</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>Subscription to equity shares offered on preferential basis by the related party.</td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td>Subscription to 10,57,827 Equity Shares of WIL offered on preferential basis at the price of ₹1,418/- per Equity Share including a premium of ₹1,408/-, aggregating to an amount not exceeding ₹150 Crores (Rupees One Hundred and Fifty Crores only)</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>The proposed transaction shall be completed before 30.09.2026</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>Not exceeding ₹150 Crores

The proposed transaction shall be completed before 30.09.2026</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>To consolidate the Listed Entity's shareholding in the Related Party, which is an Associate Company.</td></tr>
<tr><td>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>Mr. Srivats Ram, a member of the promoter group of the Company. He is also the Chairman and Managing Director of WIL.
Ms. Gita Ram is a member of the promoter group of the Company.
Ms. Nivedita Ram is a member of the promoter group of the Company
Mr. Srivats Ram, Ms Gita Ram and Ms. Nivedita Ram are also participating in the preferential issue of WIL. Please see below the relevant details:
<table>
<tr><th>Name</th><th>Number of shares</th><th>Consideration ₹(in Cr.)</th></tr>
<tr><td>Mr Srivats Ram</td><td>1,05,782</td><td>15.00</td></tr>
<tr><td>Ms. Gita Ram</td><td>52,891</td><td>7.50</td></tr>
<tr><td>Ms. Nivedita Ram</td><td>52,891</td><td>7.50</td></tr>
</table></td></tr>
<tr><td></td><td>a. Name of the director / KMP</td><td>Sri Harsha Viji and Sri Srivats Ram (Non-Executive Director).</td></tr>
<tr><td></td><td>b. Shareholding of the director / KMP, whether direct or indirect, in the related party (Wheels India)</td><td><table>
<tr><th>Name of the Director</th><th>shares held in Wheels India</th><th>%</th></tr>
<tr><td>Mr Harsha Viji</td><td>1944</td><td>0.00</td></tr>
<tr><td>Mr Srivats Ram</td><td>211876</td><td>0.87</td></tr>
</table></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>No</td></tr>
<tr><td>9.</td><td>Other information relevant for decision making.</td><td>Nil</td></tr>
</table>

PART B

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

S. No.	Particulars of the information	Information provided by the management
1	Source of funds in connection with the proposed transaction.	Internal accruals
2	Where any financial indebtedness is incurred to make investment, specify the following: Note: This item of disclosure is not applicable to listed banks/ NBFCs /insurance companies/housing finance companies.	No financial indebtedness has been incurred by the Company for this investment.
3	a. Nature of indebtedness	NA
	b. Total cost of borrowing	
	c. Tenure	
	d. other details	
4	Purpose for which funds shall be utilized by the investee company.	Debt Reduction
5	Material terms of the proposed transaction	Subscription to 10,57,827 Equity Shares of WIL offered on preferential basis at a price of ₹1,418/- per Equity Share including a premium of ₹1,408/-, aggregating to an amount not exceeding ₹150 Crores (Rupees One Hundred and Fifty Crores only). Pricing in accordance with Chapter V of the SEBI ICDR Regulations.

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 of the information	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.	Not Applicable
2	Whether any regulatory approval is required. If yes, whether the same has been obtained	No regulatory approval is required for the proposed transaction. WIL will be obtaining approval of its shareholders for the proposed preferential allotment, in accordance with applicable law.

Members may note that in accordance with the Regulation 23(4) of the SEBI Listing Regulations, the resolution, being a resolution for approval of a material related party transaction, all related parties whether such related party are a parties to the aforesaid transaction(s) or not shall not vote to approve the resolution.

INTEREST OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Except Directors Sri Harsha Viji and Sri Srivats Ram, no other Directors and key managerial personnel of the company or their relatives is in any way concerned or interested, financially or otherwise in the proposed resolution.

By Order of the Board

Chennai 600 002
Date: 19.08.2026

S Kalyanaraman
Secretary & Compliance Officer

SCDSL e-Voting System – For Remote e-voting

THE INSTRUCTIONS TO 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 **Saturday, 22 August, 2026** and end on **Sunday, 20 September, 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, 14 August, 2026** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) 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.

(iv) 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.

(v) 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.

(vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) 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.

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

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

(x) 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.

(xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xii) 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.

(xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

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

(xv) 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.

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

(xvii) **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