

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS



(Please scan this QR code to view the RHP)

This is an abridged prospectus containing salient features of the Red Herring Prospectus of TVS Supply Chain Solutions Limited dated August 3, 2023 filed with the Registrar of Companies, Tamil Nadu at Chennai (the “RHP” or “Red Herring Prospectus”). You are encouraged to read greater details available in the RHP, which is available at <https://www.sebi.gov.in/sebiweb/home/HomeAction.do?doListing=yes&sid=3&ssid=15&smid=11>. Unless otherwise specified all capitalized terms used herein and not specifically defined shall bear the same meaning as ascribed to them in the RHP. This abridged prospectus is not for distribution outside of India.

THIS ABRIDGED PROSPECTUS CONSISTS OF FOUR PAGES OF BID CUM APPLICATION FORM ALONG WITH INSTRUCTIONS AND EIGHT PAGES OF ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.



TVS SUPPLY CHAIN SOLUTIONS LIMITED

Corporate Identity Number: U63011TN2004PLC054655; Date of Incorporation: November 16, 2004

REGISTERED OFFICE	CORPORATE OFFICE	CONTACT PERSON	EMAIL AND TELEPHONE	WEBSITE
10 Jawahar Road, Chokkikulam, Madurai – 625 002, Tamil Nadu, India	No.58, Eldams road, Teynampet Chennai – 600 018, Tamil Nadu, India	P D Krishna Prasad <i>Company Secretary and Compliance Officer</i>	Email: cs.compliance@tvsscs.com Telephone: + 91 44 66857777 (Corporate Office)	www.tvsscs.com

THE PROMOTERS OF OUR COMPANY ARE TVS MOBILITY PRIVATE LIMITED, T.S. RAJAM RUBBERS PRIVATE LIMITED, DHINRAMA MOBILITY SOLUTION PRIVATE LIMITED AND RAMACHANDHRAN DINESH

DETAILS OF THE OFFER TO PUBLIC

TYPE	FRESH ISSUE	OFFER FOR SALE	OFFER SIZE	ELIGIBILITY AND SHARE RESERVATION AMONG QIBs, NIIs AND RIIs
Fresh Issue and Offer for Sale	Up to [●] Equity Shares of face value of ₹ 1 each, aggregating up to ₹ 6,000 million	Up to 14,213,198 Equity Shares of face value of ₹ 1 each, aggregating up to ₹ [●] million	Up to ₹ [●] million	This Offer is being made in compliance with Regulation 6(2) of the SEBI ICDR Regulations. For details of share reservation among QIBs, NIIs and RIIs, see “Offer Structure” on page 613 of the RHP.

The Equity Shares are proposed to be listed on BSE Listed and National Stock Exchange of India Limited (Designated Stock Exchange).

OUR COMPANY, IN CONSULTATION WITH THE BRLMS, HAS UNDERTAKEN A FURTHER ISSUE OF (I) COMPULSORILY CONVERTIBLE PREFERENCE SHARES AGGREGATING TO ₹ 750 MILLION (SUBSEQUENTLY CONVERTED INTO 4,476,275 EQUITY SHARES) AND (II) 4,010,695 EQUITY SHARES AGGREGATING TO ₹ 750 MILLION (“PRE-IPO PLACEMENT”). THE FRESH ISSUE SIZE HAS BEEN REDUCED BY ₹ 1,500 MILLION PURSUANT TO THE PRE-IPO PLACEMENT AND ACCORDINGLY, THE FRESH ISSUE COMPRISES OF UP TO [●] EQUITY SHARES AGGREGATING UP TO ₹ 6,000 MILLION.

DETAILS OF OFFER FOR SALE BY THE SELLING SHAREHOLDERS (FOR DETAILS OF ALL SELLING SHAREHOLDERS, PLEASE SEE “THE OFFER” AND “OTHER REGULATORY AND STATUTORY DISCLOSURES” ON PAGES 76 AND 587, RESPECTIVELY OF THE RHP)

NAME OF SELLING SHAREHOLDER	TYPE	NUMBER OF EQUITY SHARES OF FACE VALUE OF ₹ 1 EACH OFFERED	WACA ⁽¹⁾ (IN ₹)	NAME OF SELLING SHAREHOLDER	TYPE	NUMBER OF EQUITY SHARES OF FACE VALUE OF ₹ 1 EACH OFFERED	WACA ⁽¹⁾ (IN ₹)
Omega TC Holdings Pte. Ltd.	ISS	Up to 10,734,565 Equity Shares	66.39	Dinesh Narayan	OSS	Up to 200,000 Equity Shares	27.08
Tata Capital Financial Services Limited	ISS	Up to 984,823 Equity Shares	66.39	TVS Motor Company Limited	ISS	Up to 100,000 Equity Shares	121.93
Sargunraj Ravichandran	OSS	Up to 580,380 Equity Shares	55.78	Kotak Special Situations Fund	ISS	Up to 100,000 Equity Shares	121.93
Andrew Jones	OSS	Up to 400,020 Equity Shares	19.50	P D Krishna Prasad	OSS	Up to 100,000 Equity Shares	74.63
Ramalingam Shankar	OSS	Up to 315,000 Equity Shares	57.86	Nagesh Nagarajan	OSS	Up to 80,000 Equity Shares	9.40
Ethirajan Balaji	OSS	Up to 250,000 Equity Shares	9.40	Venugopal Murali	OSS	Up to 71,250 Equity Shares	26.74

ISS: Investor Selling Shareholder, OSS: Other Selling Shareholder

For details of average cost of acquisition of Equity Shares by all Selling Shareholders, please see “Summary of the Offer Document” on page 24 of the RHP.

⁽¹⁾ As certified by S K Patodia & Associates, Chartered Accountants, by way of their certificate dated August 3, 2023.

PRICE BAND, MINIMUM BID LOT & INDICATIVE TIMELINES

Price Band	₹ 187/- per Equity Share to ₹ 197/- per Equity Share of face value of ₹ 1/- each.
Minimum Bid Lot Size	76 Equity Shares and in multiples of 76 Equity Shares
Bid/Offer Opens On*	Thursday, August 10, 2023
Bid/Offer Closes On [§]	Monday, August 14, 2023
Finalisation of Basis of Allotment with the Designated Stock Exchange	On or about Monday, August 21, 2023
Initiation of refunds (if any, for Anchor Investors) / unblocking of funds from ASBA Account***	On or about Tuesday, August 22, 2023
Credit of the Equity Shares to depository accounts of Allottees	On or about Wednesday, August 23, 2023
Commencement of trading of the Equity Shares on the Stock Exchanges	On or about Thursday, August 24, 2023

*Our Company and the Selling Shareholders may, in consultation with the BRLMs, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis, in accordance with the SEBI ICDR Regulations. Anchor Investors shall Bid on the Anchor Investor Bidding Date. i.e. August 09, 2023.

[§]UPI mandate end time and date shall be at 5.00 p.m. on the Bid/ Offer Closing Date, i.e., August 14, 2023

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

***In case of any delay in unblocking of amounts in the ASBA Accounts (including amounts blocked through the UPI Mechanism) for cancelled / withdrawn / deleted ASBA Forms, the Bidder shall be compensated at a uniform rate of ₹ 100 per day or 15% per annum of the Bid Amount, whichever is higher from the date on which the request for cancellation/ withdrawal/ deletion is placed in the Stock Exchanges bidding platform until the date on which the amounts are unblocked; (ii) any blocking of multiple amounts for the same ASBA Form (for amounts blocked through the UPI Mechanism), the Bidder shall be compensated at a uniform rate ₹ 100 per day or 15% per annum of the total cumulative blocked amount except the original application amount, whichever is higher from the date on which such multiple amounts were blocked till the date of actual unblock; (iii) any blocking of amounts more than the Bid Amount, the Bidder shall be compensated at a uniform rate of ₹ 100 per day or 15% per annum of the difference in amount, whichever is higher from the date on which such excess amounts were blocked till the date of actual unblock; (iv) any delay in unblocking of non-allotted/ partially allotted Bids, exceeding four Working Days from the Bid/Offer Closing Date, the Bidder shall be compensated at a uniform rate of ₹ 100 per day or 15% per annum of the Bid Amount, whichever is higher for the entire duration of delay exceeding four Working Days from the Bid/Offer Closing Date by the SCSB responsible for causing such delay in unblocking. The BRLMs shall, in their sole discretion, identify and fix the liability on such intermediary or entity responsible for such delay in unblocking. The post Offer BRLMs shall be liable for compensating the Bidder at a uniform rate of ₹100 per day or 15% per annum of the Bid Amount, whichever is higher from the date of receipt of the investor grievance until the date on which the blocked amounts are unblocked. The Bidder shall be compensated in the manner specified in the SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2021/2480/1/M dated March 16, 2021, as amended pursuant to SEBI circular no. SEBI/HO/CFD/DIL2/P/CIR/2021/570 dated June 2, 2021 and SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2022/51 dated April 20, 2022, which for the avoidance of doubt, shall be deemed to be incorporated in the deemed agreement of the Company with the SCSBs, to the extent applicable.

THE WEIGHTED AVERAGE COST OF ACQUISITION OF ALL EQUITY SHARES TRANSACTED IN THE PRECEDING EIGHTEEN MONTHS FROM THE DATE OF THE RED HERRING PROSPECTUS

Period	Weighted Average Cost of Acquisition (in ₹) ^	Cap Price is 'X' times the Weighted Average Cost of Acquisition	Range of acquisition price: Lowest Price - Highest Price (in ₹) ^
Last 18 months	116.80	1.69	73.40* – 187.00

* As certified by S K Patodia & Associates, Chartered Accountants, by way of their certificate dated August 04, 2023.

Excludes Equity Shares issued pursuant to bonus issuance and gifted Equity Shares.

RISKS IN RELATION TO THE FIRST OFFER

The face value of the Equity Shares is ₹ 1 each. The Offer Price, Floor Price or Price Band as determined by our Company and the Investor Selling Shareholders in consultation with the BRLMs and on the basis of the assessment of market demand for the Equity Shares by way of the Book Building Process, as stated under "Basis for the Offer Price" on page 135 of the RHP, should not be considered to be indicative of the market price of the Equity Shares after the Equity Shares are listed. No assurance can be given regarding an active and/or sustained trading in the Equity Shares nor regarding the price at which the Equity Shares will be traded after listing.

GENERAL RISK

Investments in equity and equity-related securities involve a degree of risk and investors should not invest any funds in the Offer unless they can afford to take the risk of losing their investment. Investors are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, investors must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares in the Offer have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the contents of the Red Herring Prospectus. Specific attention of the investors is invited to "Risk Factors" beginning on page 39 of the RHP and on page 9 of this Abridged Prospectus..

PROCEDURE

You may obtain a physical copy of the Bid-cum-Application Form and the RHP from the Stock Exchanges, Syndicate Member, Registrar to the Offer, Collecting Registrar and Share Transfer Agents ("CRTAs"), Collecting Depository Participants ("CDPs"), Registered Brokers, Underwriters, Bankers to the Offer, Investors' Associations or Self Certified Syndicate Banks ("SCSBs").

If you wish to know about processes and procedures applicable to the Offer, you may request for a copy of the RHP and/or the General Information Document ("GID") from the BRLMs or download it from the website of SEBI at www.sebi.gov.in, the websites of NSE and BSE at www.nseindia.com and www.bseindia.com, respectively and the websites of the BRLMs at www.jmfl.com, www.axiscapital.co.in, www.jpnipl.com, www.bnpparibas.co.in, www.nuvama.com, and www.equirus.com.

PRICE INFORMATION OF BRLMs

S. NO.	Issue Name	Name of the Merchant Banker	+/- % change in closing price, [+/- % change in closing benchmark]		
			30th calendar day from listing	90th calendar day from listing	180th calendar day from listing
1.	Cyient DLM Limited	JM, Axis	Not Applicable	Not Applicable	Not Applicable
2.	Ideaforge Technology Limited	JM	Not Applicable	Not Applicable	Not Applicable
3.	Avalon Technologies Limited	JM	-10.09% [2.95%]	59.45% [10.78%]	Not Applicable
4.	Elin Electronics Limited	JM, Axis	-15.55% [-2.48%]	-52.06% [-4.73%]	-29.35% [4.23%]
5.	Uniparts India Limited	JM, Axis	-5.11% [-3.24%]	-7.38% [-4.82%]	-0.60% [0.80%]
6.	Archean Chemical Industries Limited	JM	25.42% [1.24%]	56.87% [-1.19%]	32.68% [0.24%]
7.	Bikaji Foods International Limited	JM, Axis	28.65% [-0.29%]	26.95% [-2.50%]	24.23% [0.08%]
8.	Mankind Pharma Limited	Axis, JPM	+37.61% [+2.52%]	Not Applicable	Not Applicable
9.	Landmark Cars Limited	Axis	+22.83% [+1.30%]	+1.16% [-2.72%]	+35.06% [+5.82%]
10.	Keystone Realtors Limited	Axis	-12.26% [-3.90%]	-9.70% [-2.57%]	-8.64% [-0.50%]
11.	Adani Wilmar Limited	BNPP, JPM	+48.00% [-5.34%]	+180.96% [-4.95%]	+193.26% [+0.76%]
12.	Anand Rathi Wealth Limited	BNPP, Equirus	+12.38% [+5.22%]	+4.46% [-4.42%]	+19.55% [-6.56%]
13.	Inox Green Energy Services Limited	Nuvama, Equirus	-30.77% [-1.11%]	-32.77% [-1.33%]	-26.85% [0.36%]
14.	Five Star Business Finance Limited	Nuvama	29.72% [1.24%]	19.20% [-1.19%]	11.72% [0.24%]
15.	DCX Systems Limited	Nuvama, Axis	17.10% [0.63%]	-12.56% [-1.83%]	-12.32% [-0.05%]
16.	Vedant Fashions Limited	Nuvama	3.99% [-0.20%]	14.53% [-8.54%]	37.67% [2.17%]
17.	MedPlus Health Services Limited	Nuvama	53.22% [3.00%]	23.06% [1.18%]	-6.55% [-9.98%]
18.	Tarsons Products Limited	Nuvama	-4.16% [0.03%]	-4.46% [0.22%]	0.20% [-5.35%]
19.	S. J. S. Enterprises Limited	Nuvama	-24.99% [-4.33%]	-29.33% [-4.06%]	-30.67% [-12.85%]
20.	Netweb Technologies India Limited	Equirus	Not Applicable	Not Applicable	Not Applicable
21.	Divgi TorqTransfer Systems Limited	Equirus	+12.04% [+4.30%]	+39.64% [+8.16%]	Not Applicable
22.	Harsha Engineers International Limited	Equirus, Axis, JM	+31.92% [+3.76%]	+10.68% [+4.65%]	-2.18% [-0.42%]
23.	Dreamfolks Services Limited	Equirus	+12.07% [-1.91%]	+14.80% [+6.20%]	+42.44% [+1.03%]
24.	Prudent Corporate Advisory Services Limited	Equirus	-20.71% [-5.46%]	-2.10% [+10.92%]	+26.23% [+13.89%]

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

25	KFin Technologies Ltd	JPM	(13.6%), [-3.2%]	(24.6%), [-6.8%]	(4.5%), [+2.5%]
26	Life Insurance Corporation of India	JPM, JM	(27.2%), [-3.3%]	(28.1%), [+9.5%]	(33.8%), [+13.8%]
27	Rainbow Children's Medicare	JPM	(13.8%), [+0.7%]	(12.8%), [+7.1%]	+49.2%, [+11.6%]
28	Metro Brands Limited	Axis, Equirus	+21.77% [+4.45%]	+14.57% [+0.64%]	+7.93%, [-9.78%]
29	One 97 Communications Limited	JPM	(38.5%), [-4.4%]	(60.4%), [-2.5%]	(72.5%), [-11.2%]
30	Nuvoco Vistas Corporation Limited	JPM	(5.8%), [+6.2%]	(9.7%), [+7.3%]	(32.8%), [+4.1%]

Source: www.bseindia.com and www.nseindia.com

§ Disclosures subject to recent 7 issues (initial public offerings) in current financial year and two preceding financial years managed by each Merchant Banker with common issues disclosed once.

Notes: 1. Change in closing price over the issue/offer price as disclosed on Designated Stock Exchange. 2. For change in closing price over the closing price as on the listing date, the CNX NIFTY or S&P BSE SENSEX is considered as the Benchmark Index as per the Designated Stock Exchange disclosed by the respective Issuer at the time of the issue, as applicable. 3. In case of reporting dates falling on a trading holiday, values for the trading day immediately preceding the trading holiday have been considered. 4. 30th calendar day has been taken as listing date plus 29 calendar days; 90th calendar day has been taken as listing date plus 89 calendar days; 180th calendar day has been taken as listing date plus 179 calendar days. 5. Not Applicable - Period not completed.

For further details, please refer to "Other Regulatory and Statutory Disclosures - Price information of past issues handled by the BRLMs" on page 596 of the RHP.

BOOK RUNNING LEAD MANAGERS

JM Financial Limited Tel: +91 22 6630 3030 E-mail: tvsscs.ipo@jmfl.com Investor Grievance E-mail Id: grievance.ibd@jmfl.com	Axis Capital Limited Tel: +91 22 4325 2183 E-mail: tvs.ipo@axiscap.in Investor Grievance E-mail Id: complaints@axiscap.in	J. P. Morgan India Private Limited Tel: +91 22 6157 3000 E-mail: tvsscs_ipo@jpmorgan.com Investor Grievance E-mail Id: investorsmb.jpmpil@jpmorgan.com
BNP Paribas Tel: +91 22 3370 4000 E-mail: dl.tvsscs.ipo@asia.bnpparibas.com Investor Grievance E-mail Id: indiainvestors.care@asia.bnpparibas.com	Nuvama Wealth Management Limited[§] (formerly known as Edelweiss Securities Limited) Tel: +91 22 4009 4400 E-mail: tvs.ipo@nuvama.com Investor Grievance E-mail Id: customerservice.mb@nuvama.com	Equirus Capital Private Limited Tel: +91 22 4332 0734 E-mail: tvs.ipo@equirus.com Investor Grievance E-mail Id: investorsgrievance@equirus.com

[§] Pursuant to order passed by Hon'ble National Company Law Tribunal, Mumbai Bench dated April 27, 2023, the merchant banking business of Edelweiss Financial Services Limited has demerged and now transferred to Nuvama Wealth Management Limited and therefore the said merchant banking business is part of Nuvama Wealth Management Limited.

Name of Syndicate Members	Equirus Securities Private Limited, JM Financial Services Limited, Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited) and Sharekhan Limited
Name of Registrar to the Offer	Link Intime India Private Limited Tel: +91 810 811 4949 E-mail: tvs.ipo@linkintime.co.in; Investor Grievance ID: tvs.ipo@linkintime.co.in
Name of Statutory Auditor	S.R. Batliboi & Associates LLP, Chartered Accountants
Name of Credit Rating Agency and the rating or grading obtained, if any	Not Applicable
Name of Debenture Trustee	Not Applicable
Self-Certified Syndicate Banks or SCSBs	The banks registered with SEBI, offering services in relation to ASBA (other than through UPI Mechanism), a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34 or https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=35 , as applicable, or such other website as updated from time to time, and (ii) The banks registered with SEBI, enabled for UPI Mechanism, a list of which is available on the website of SEBI at https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40 or such other website as updated from time to time.
SCSBs eligible as Issuer Banks for UPI Mechanism	In accordance with SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/76 dated June 28, 2019, SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2019/85 dated July 26, 2019, and SEBI Circular No. SEBI/HO/CFD/DIL2/CIR/P/2022/45 dated April 5, 2022. UPI Bidders using the UPI Mechanism may only apply through the SCSBs and mobile applications using the UPI handles specified on the website of the SEBI (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=40) and (https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=43) respectively, as updated from time to time.
Syndicate SCSB Branches	In relation to Bids (other than Bids by Anchor Investors and RIIs) submitted under the ASBA process to a member of the Syndicate, the list of branches of the SCSBs at the Specified Locations named by the respective SCSBs to receive deposits of Bid cum Application Forms from the members of the Syndicate is available on the website of the SEBI at http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes&intmId=35 , as updated from time to time or any such other website as may be prescribed by SEBI from time to time. For more information on such branches collecting Bid cum Application Forms from the Syndicate at Specified Locations, see the website of the SEBI at http://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognised=yes&intmId=35 or any such other website as may be prescribed by SEBI from time to time.
Registered Brokers	Bidders can submit ASBA Forms in the Offer using the stockbroker network of the stock exchange, i.e., through the Registered Brokers at the Broker Centres. The list of the Registered Brokers eligible to accept ASBA Forms, including details such as postal address, telephone number and e-mail address, is provided on the websites of the Stock Exchanges at www.bseindia.com and www.nseindia.com , as updated from time to time. For further details, see section titled "Offer Procedure" beginning at page 616 of the RHP.
Details regarding website address(es)/ link(s) from which the investor can obtain a list of CRTAs, CDPs and stock brokers who can accept applications from investors, as applicable:	The list of the RTAs eligible to accept ASBA Forms at the Designated RTA Locations, including details such as address, telephone number and e-mail address, is provided on the websites of the Stock Exchanges at www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx and www.nseindia.com/products/content/equities/ipo/asba_procedures.htm , respectively, as updated from time to time. The list of the CDPs eligible to accept ASBA Forms at the Designated CDP Locations, including details such as their name and contact details, is provided on the websites of the Stock Exchanges at www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx and www.nseindia.com/products/content/equities/ipo/asba_procedures.htm , respectively, as updated from time to time. For further details, see "Offer Procedure" on page 616 of the RHP.

PROMOTERS OF OUR COMPANY

Sr. No.	Name	Individual/Corporate	Experience and Education Qualification / Corporate Information
1.	Ramachandhran Dinesh	Individual	He is the Executive Vice Chairman of our Company. He is the fourth generation TVS family member, is the joint managing director of T. V. Sundram Iyengar & Sons Private Limited and a director on the board of various companies including TVS Automobile Solutions Private Limited, Ki Mobility Solution Private Limited, TVS Lanka (Private) Limited and TVS Auto Bangladesh Limited. He holds a bachelor's degree in commerce from the Madurai Kamaraj University. He is an associate member of Institute of Chartered Accountants of India and Institute of Cost & Works Accountants of India. He has been associated with our Company since its incorporation. He has approximately 34 of experience in the auto retail services, digitisation and logistics industries.
2.	TVS Mobility Private Limited ("TVS Mobility")	Corporate	TVS Mobility was incorporated on February 26, 2018, under the Companies Act, 2013, pursuant to a certificate of incorporation issued by the RoC. The registered office of TVS Mobility is located at No.10, Jawahar Road, Chokkikulam, Madurai- 625002, Tamil Nadu, India. The corporate identity number of TVS Mobility is U50400TN2018PTC121056. TVS Mobility is engaged in business of dealership of commercial vehicles, passenger vehicles and off-road equipment.
3.	T.S. Rajam Rubbers Private Limited ("T.S. Rajam Rubbers")	Corporate	T.S. Rajam Rubbers was incorporated on March 27, 2018, under the Companies Act, 2013, pursuant to a certificate of incorporation issued by the RoC. The registered office of T.S. Rajam Rubbers is located at No.10, Jawahar Road, Chokkikulam, Madurai- 625002, Tamil Nadu. The corporate identity number of T.S. Rajam Rubbers is U25205TN2018PTC121761. T.S. Rajam Rubbers is currently not engaged in any business activity.
4.	Dhinrama Mobility Solution Private Limited ("Dhinrama Mobility")	Corporate	Dhinrama Mobility was incorporated on March 3, 2015, under the Companies Act, 2013, pursuant to a certificate of incorporation issued by the RoC. The registered office of Dhinrama Mobility is located at No.10, Jawahar Road, Chokkikulam, Madurai-625002, Tamil Nadu. The corporate identity number of Dhinrama Mobility is U60231TN2015PTC099473. Dhinrama Mobility is currently engaged in the business of purchase and sale of automobile spare parts.

OUR BUSINESS OVERVIEW AND STRATEGY

Company Overview: Our Company is India's largest and among the fastest growing integrated supply chain solutions provider among Indian listed supply chain solutions companies in terms of revenues and revenue growth, respectively, in Fiscal 2023, according to the "Logistics and SCS (Supply Chain Solutions) Market in India", dated July 25, 2023 prepared by Redseer ("Redseer Report"). Our Company is an India based multinational company, who pioneered the development of the supply chain solutions market in India according to Redseer Report. We were promoted by the erstwhile TVS Group, one of the reputed business groups in India (*Source: Redseer Report*), and are now part of the TVS Mobility Group. For more than 16 years, we have managed large and complex supply chains across multiple industries in India and select global markets through customized tech-enabled solutions. We provide solutions and services to meet our customers' supply chain management and logistics requirements. As part of our engagement with customers, customers outsource portions of their supply chain to us in order to improve their efficiency and to better manage their resources.

Geographies Served: Our supply chain solutions and logistics services encompass end-to-end services across multiples geographies and customer sectors. For instance, we serviced 11,546, 10,531 and 8,788 customers globally in Fiscals 2021, 2022 and 2023, respectively, and our customers were spread across 26 countries, as of March 31, 2023, in Europe, the United Kingdom, Asia Pacific and North America.

Product/Service Offering: We are an Indian supply chain logistics solution provider that has global capabilities and network across the value chain with cross deployment abilities. Our solutions spanning the entire value chain from sourcing to consumption can be divided into two segments: (i) integrated supply chain solutions ("ISCS"); and (ii) network solutions ("NS"), which include sourcing and procurement, transportation, in-plant logistics, aftermarket fulfilment, ocean and air freight forwarding, spare parts logistics and engineering support.

Key Performance Indicators:

(in ₹ millions except percentages and ratios)

Particulars	Fiscal 2023	Fiscal 2022	Fiscal 2021
Revenue from Operations ⁽¹⁾	1,02,353.80	92,497.86	69,335.98
Growth Rate of Revenue from Operations (%) ⁽²⁾	10.66	33.41	4.98
EBITDA ⁽³⁾	6,836.51	6,125.64	3,866.90
EBITDA Margin (%) ⁽⁴⁾	6.68	6.62	5.58
EBITDA Growth Rate (%) ⁽⁵⁾	11.60	58.41	58.81
Adjusted EBITDA ⁽⁶⁾	7,066.00	6,670.93	4,423.38
Adjusted EBITDA Margin (%) ⁽⁷⁾	6.90	7.21	6.38
Adjusted EBITDA Growth Rate (%) ⁽⁸⁾	5.92	50.81	49.53
PBT ⁽⁹⁾	452.84	467.16	(1,660.97)
PBT Margin (%) ⁽¹⁰⁾	0.44	0.51	(2.40)
PBT Growth Rate (%) ⁽¹¹⁾	(3.07)	128.13	31.93
Restated Profit / (Loss) for the year	417.61	(448.79)	(739.04)
Restated Profit / (Loss) Margin for the year (%) ⁽¹²⁾	0.41	(0.49)	(1.07)
Restated Profit/ (Loss) Growth Rate for the year (%) ⁽¹³⁾	193.05	39.27	70.20
ROCE (%) ⁽¹⁴⁾	7.64	6.65	(4.56)
ROE (%) ⁽¹⁵⁾	5.50	(6.88)	(15.15)
RoIC Pre-Tax (%) ⁽¹⁶⁾	5.49	5.61	(2.10)
RoIC Post-Tax (%) ⁽¹⁷⁾	5.55	3.44	(0.52)

(1) Revenue from operations means the income generated by an entity from its core business operations. (2) Revenue growth rate measures the year-over-year percentage increase in revenue. (3) EBITDA is calculated as the sum of restated profit/ (loss) for the period from continuing operations, total tax expenses, finance costs, depreciation and amortisation expense reduced/ added by exceptional items, share of profit of equity accounted investees (net of income tax) and other income. (4) EBITDA margin is calculated by dividing EBITDA by revenue from operations. (5) EBITDA growth means, with respect to each performance period, the percentage growth in the company's consolidated EBITDA. (6) Adjusted EBITDA is calculated as the sum of EBITDA, share based payments and loss on foreign currency transactions and translations. (7) Adjusted EBITDA margin is the percentage of Adjusted EBITDA divided by revenue from operations. (8) Adjusted EBITDA growth means the percentage change in Adjusted EBITDA for any year compared to the Adjusted EBITDA for the prior year. (9) PBT shall mean profit before tax. (10) PBT margin is the percentage of PBT divided by revenue from operations. (11) Profit before tax growth rate measures the year-over-year percentage increase or decrease in profitability. (12) Restated profit / (loss) margin is the ratio of restated profit after tax. (13) Restated profit/ (loss) growth rate represents the year-over-year PAT growth rate of the Company in % terms. (14) Return on Capital Employed is calculated by dividing EBIT by Capital Employed. Capital Employed is

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

calculated as the sum of total equity, total debt and deferred tax liability, less goodwill and other intangible assets. (15) RoE refers to PAT divided by Average Equity for the period. Average Equity is calculated as average of the total equity at the beginning and ending of the period. (16) Return on invested capital (ROIC) is a calculation used to assess a company's efficiency in allocating capital to profitable investments. The ROIC formula involves dividing NOPBT by Invested Capital. Net operating profit before tax means the total amount of operating revenues less the operating expenses including costs of goods or technology supplied and share costs of distribution and selling and administrative expenses. Invested capital refers to the combined value of equity and debt capital raised by a firm, inclusive of capital leases. (17) Return on invested capital (ROIC) is a calculation used to assess a company's efficiency in allocating capital to profitable investments. The ROIC formula involves dividing NOPAT by Invested Capital. Net operating profit after tax is a financial measure that shows how well a company performed through its core operations, net of taxes. Invested capital refers to the combined value of equity and debt capital raised by a firm, inclusive of capital leases.

Industries Served: Our customers span across numerous industries such as automotive, industrial, consumer, tech and tech infra, rail and utilities, and healthcare.

Intellectual Property: As of the date of the RHP, our Company along with its Subsidiaries have obtained 87 registered trademarks across various jurisdictions and have filed for 17 trademark applications in various jurisdictions for which registration is pending. For further details, please see "Our Business - Intellectual Property" on page 254 of the RHP.

Market Share: TVS Supply Chain Solutions Limited's market share in the organized sector in the supply chain solutions industry in terms of revenue was approximately 7% in Fiscal 2022. (Source: Redseer Report).

Employee Strength: As of March 31, 2023, we had 17,913 permanent employees worldwide including 13,869 in India and 4,044 outside India. We also engage manpower agencies to provide us with a temporary workforce which included 16,141 contracted workers, as of March 31, 2023. For further details, please see "Our Business - Our Team" on page 252 of the RHP.

BOARD OF DIRECTORS

S. No.	Name and designation	Experience and educational qualification	Other directorships
1.	Mahalingam Seturaman -Chairman and Independent Director	He holds a bachelors' degree in commerce from University of Bombay. He is an associate member of Institute of Chartered Accountants of India. He has been associated with Tata Consultancy Services in various positions.	<i>Indian companies:</i> Association of CFO Welfare India, Divinon Advisory Services Private Limited, CSI Publications, Delphi-TVS Technologies Ltd, IIT Madras Research Park, Indian Institute of Information Technology and Management Kerala, JSW Steel Limited, Kasturi & Sons Limited, Lessonleap Academy India Private Limited, Lucas TVS Limited, Sundram Fasteners Limited, Sundaram Finance Limited, Sundaram Home Finance Limited <i>Foreign companies:</i> Rico Logistics Limited, UK, TVS Supply Chain Solutions Ltd, UK
2.	Ramachandhran Dinesh - Executive Vice Chairman	He holds a bachelor's degree in commerce from the Madurai Kamaraj University. He is an associate member of Institute of Chartered Accountants of India and Institute of Cost & Works Accountants of India. He has approximately 34 of experience in the auto retail services, digitisation and logistics industries.	<i>Indian companies:</i> Ki Mobility Solutions Private Limited, Nitya Kalyanee Investment Limited, T.S. Rajam Rubbers Private Limited, T. V. Sundram Iyengar & Sons Private Limited, The Associated Auto Parts Private Limited, TN Apex Skill Development Centre for Logistics, TVS Automobile Solutions Private Limited, TVS Industrial & Logistics Parks Private Limited, TVS Mobility Private Limited, TVS Next Limited <i>Foreign companies:</i> Al Raha Way for Auto Services Company, TVS Auto Bangladesh Limited, TVS Automotives Private Limited, TVS Europe Distribution Limited, TVS Lanka Private Limited
3.	Ravi Viswanathan -Managing Director	He holds a bachelor's degree in electronics and communications engineering from the University of Madras. Prior to joining the Company, he has been associated with the TATA group for over 29 years holding various positions.	<i>Indian companies:</i> Fit 3pl Warehousing Private Limited, White Data Systems India Private Limited <i>Foreign companies:</i> Infostretch Corporation, USA, Rico Logistics Limited, UK, TVS Logistics Investment UK Ltd, TVS Supply Chain Solutions Limited, UK, TVS Supply Chain Solutions North, America, Inc., TVS Logistics Investments USA Inc., TVS Supply Chain Solutions Pte. Limited, Singapore
4.	Sargunaraj Ravichandran -Non-Executive Director	He holds a bachelor's degree in engineering (agriculture) from the Tamil Nadu Agricultural University and a post graduate diploma in management in agriculture from the Indian Institute of Management, Ahmedabad. He has several years of experience in the automobiles and logistics industries.	<i>Indian companies:</i> Flexol Packaging (India) Limited, TVS Industrial & Logistics Parks Private Limited, TVS Packaging Solutions Private Limited, TVS SCS Global Freight Solutions Limited, TVS Srichakra Limited, TVS Toyota Tsusho Supply Chain Solutions Limited, White Data Systems India Private Limited <i>Foreign companies:</i> KANH Nominees Pty. Ltd., Pan Asia Container Line Pte Limited, T.I.F. Holdings Pty. Ltd, Transtar International Freight Limited, HK, TVS SCS (Aust) Pty. Ltd., TVS SCS Korea Ltd., TVS SCS International Freight (Spain), S.L.U., TVS SCS Hong Kong Limited, TVS SCS International Freight (Singapore) Pte. Ltd., TVS SCS New Zealand Limited, TVS Supply Chain Solutions Australia Holdings Pty. Ltd.
5.	Shobhana Ramachandhran -Non- Executive Director	She holds a masters' degree in arts from Lady Doak College, Madurai Kamraj University. She has several years of experience in the tyre and rubber, financial services, logistics, auto components and automobile industries.	<i>Indian companies:</i> Pusam Rubber Products Private Limited, SI Air Springs Private Limited, Sundaram Brake Linings Limited, Sundaram Finance Holdings Limited, Sundaram Finance Limited, Sundaram Industries Private Limited, TVS Argomm Private Limited, TVS Automobile Solutions Private Limited, TVS Srichakra Investments Limited, TVS Mobility Private Limited, TVS Srichakra Limited <i>Foreign companies:</i> Nil
6.	Ashish Kaushik -Nominee Director (Appointed as a nominee of Exor Special Opportunities Master Fund)	He holds a bachelors' degree of technology in mechanical engineering from the Indian Institute of Technology, Delhi, master's of science (financial engineering) from Nanyang Technological University, Singapore, a post graduate diploma in management from IIM Ahmedabad and masters' degree of science in finance from the London Business School. He has over 13 years of experience in the finance industry.	<i>Indian companies:</i> Ki Mobility Solutions Private Limited <i>Foreign companies:</i> Exor Capital (UK) Limited, Pasrur Capital Limited (UK)

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

S. No.	Name and designation	Experience and educational qualification	Other directorships
7.	Anand Kumar- Nominee Director (<i>Appointed as a nominee of Mahogany Singapore Company Pte. Ltd and Mahogany Logistics Services Private Limited</i>)	He holds a bachelors' degree of commerce from the Loyola College, University of Madras and a master's of business administration from the Vanderbilt University at Nashville, Tennessee. He has over several years of experience in banking and investing, and is the co-founder and partner of Gateway Partners.	<i>Indian companies:</i> Cholamandalam Investment and Finance Company Limited, Mahogany Logistics Services Private Limited (<i>formerly known as DRSR Logistics Services Private Limited</i>), Medall Healthcare Private Limited, Tube Investments of India Limited <i>Foreign companies:</i> Angsana Finance Limited (<i>formerly known as Peregrine Finance Limited</i>), Angsana International Limited (<i>formerly known as GW Three Limited</i>), Angsana Singapore Pte. Ltd., Ash Investments Pte Ltd, ASN Investments Limited, Cranesbill Investments Pte Limited, Falcon Investments Pte. Ltd. (<i>formerly known as GW Fern Pte. Ltd.</i>), Falcon SG Holding (Philippines) Inc, Gateway (Cayman) Limited, Gateway Capital Partners Limited, Gateway Fund Company Pte. Ltd., Gateway Fund II Company Pte. Ltd., Gateway Holdings Limited, Gateway Management Company Pte. Ltd., Gateway Partners II Limited, Gateway Partners Limited, General Master Worldwide Limited, GW Active Limited, GW Confectionary Pte. Ltd., GW Crown Pte. Ltd., GW Investments Limited, GW Partners Investments Limited (<i>formerly known as GW Retail Limited</i>), GW Redwood Pte. Ltd., GW Sky Pte. Ltd., GW Supernova Pte. Ltd., GW Three Pte. Ltd., Healthway Medical Corporation Limited, Kings Road Investments Pte. Ltd., Land Registration System Inc, Leopard Tree Finance Limited, Magnolia Finance Limited, Mahogany Singapore Company Pte. Ltd., Maison Group Corporation, Moya Holdings Asia Limited, Narra Finance Limited, Rain Tree Investments Pte Ltd, Sedum Investments Pte. Ltd, Sparrow Investments Pte. Ltd. (<i>formerly known as GW Iris Pte. Ltd.</i>), Tecoma Finance Limited (<i>formerly known as Angsana Finance Limited</i>)
8.	Gauri Kumar- Independent Director	She holds a masters' degree in public administration from John F. Kennedy School of Government, Harvard University, USA. She is a retired member of the Indian Administrative Service of the 1979 batch from Gujarat cadre and has over 40 years of experience in public administration.	<i>Indian companies:</i> GCAP World Softech Private Limited, Gujarat Mineral Development Corporation Limited, Gujarat Narmada Valley Fertilizers & Chemicals Limited, Gujarat State Fertilizers & Chemicals Limited <i>Foreign companies:</i> TVS Supply Chain Solutions North America, Inc.
9.	Balasubramanyam Sriram- Independent Director	He holds a bachelors' degree in science from the University of Delhi and a masters' degree in science from the University of Delhi. He has over 37 years of experience in the banking and finance industry.	<i>Indian companies:</i> Dreamplug Technologies Private Limited (CRED), ICICI Bank Limited, Indialdeas Com Limited, Nippon Life India Asset Management Limited, TVS Credit Services Limited, TVS Motor Company Limited <i>Foreign companies:</i> TVS SCS Singapore Pte. Ltd.
10.	Tarun Khanna- Independent Director	He holds an engineering degree from Princeton University and a doctor of philosophy degree from Harvard University. He has been associated with Harvard Business School in several capacities for over 28 years.	<i>Indian companies:</i> Axilor Ventures Private Limited, Institute for Policy Research Studies, Mountain Trail Foods Private Limited <i>Foreign companies:</i> AES Corporation, Inmobi Pte Ltd

For further details in relation to our Board of Directors, see "Our Management" on page 324 of the RHP.

OBJECTS OF THE OFFER

Offer for Sale: Our Company will not receive any proceeds from the Offer for Sale. The proceeds of the Offer for Sale shall be received by the Selling Shareholders and will not form part of the Net Proceeds. Each Selling Shareholder will be entitled to its respective portion of the proceeds of the Offer for Sale after deducting its proportion of the Offer expenses and relevant taxes thereon. For further details, please see "Objects of the Offer–Offer Expenses" on page 132 of the RHP.

Proposed schedule of implementation and deployment of Net Proceeds

(₹ in million)

Particulars	Total estimated amount ⁽²⁾	Estimated deployment of the Net Proceeds	
		Fiscal 2024	
Prepayment or repayment of all or a portion of certain outstanding borrowings availed by our Company and our Subsidiary, TVS LI UK	5,250.00		5,250.00
General corporate purposes ⁽¹⁾	[•]		[•]
Total ⁽¹⁾⁽²⁾		[•]	[•]

⁽¹⁾ To be finalised upon determination of the Offer Price and updated in the Prospectus prior to filing with the RoC. The amount to be utilised for general corporate purposes shall not exceed 25% of the Gross Proceeds.

⁽²⁾ Our Company, in consultation with the BRLMs, has undertaken a Pre-IPO Placement. Accordingly, the Fresh Issue size has been reduced from up to ₹ 7,500 million to up to ₹ 6,000 million.

Means of Finance

The entire fund requirements for our Objects are proposed to be funded from the Net Proceeds and internal accruals. Accordingly, we confirm that there are no requirements to make firm arrangements of finance through verifiable means towards at least 75% of the stated means of finance, in addition to the Net Proceeds, under Regulation 7(1) (e) of the SEBI ICDR Regulations. In case of a shortfall in the Net Proceeds or any increase in the actual utilisation of funds earmarked for the Objects, our Company may explore a range of options including utilizing our internal accruals and/or seeking additional debt from existing and/or other lenders. We believe that such alternate arrangements would be available to fund any shortfall.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public offers / rights issues, if any, of our Company in the preceding 10 years: Not Applicable.

Terms of Issuance of Convertible Security, if any: Not Applicable.

Name of Monitoring Agency: CARE Ratings Limited.

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

Shareholding Pattern as on the date of the RHP:

Category of Shareholder	Pre-Issue number of shares	% Holding of Pre-Issue
Promoters and Promoter Group	189,848,294	46.65
Public	217,104,866	53.35
Non Promoters – Non Public	-	-
Total	406,953,160	100.00

Number of equity shares proposed to be sold by Selling Shareholders: Up to 14,213,198 Equity Shares

SUMMARY OF RESTATED CONSOLIDATED FINANCIAL INFORMATION

(₹ in million, except per share data)

Particulars	As at / for the Fiscal ended		
	March 31, 2023	March 31, 2022	March 31, 2021
Share capital	364.26	362.96	317.62
Net worth ⁽¹⁾	7,235.52	7,140.00	4,906.89
Revenue from operations	102,353.80	92,497.86	69,335.98
Restated profit / (loss) for the year	417.61	(458.00)	(763.44)
Restated earnings / (loss) per share (₹) for continuing and discontinued operations			
- Basic ⁽²⁾⁽³⁾ (in ₹)	1.04	(1.44)	(2.26)
- Diluted ⁽²⁾⁽³⁾ (in ₹)	1.02	(1.44)	(2.26)
Net asset value per Equity Share ⁽⁴⁾ (in ₹)	18.89	20.96	14.90
Total Borrowings ⁽⁵⁾	19,896.16	17,637.82	15,479.23

⁽¹⁾ Net worth is calculated as the sum of share capital, other equity and reserves of a disposal group held for sale.; ⁽²⁾ Pursuant to a resolution of our Shareholders dated January 31, 2022, each equity share of our Company of ₹ 10 each was sub-divided into 10 Equity Shares of ₹ 1 each. The Earnings per Equity Share (basic and diluted) has been calculated after giving effect to such sub-division in accordance with principles of Ind AS 33-“Earnings per share”. ⁽³⁾ Basic and diluted earnings/ (loss) per equity share: Basic and diluted earnings/ (loss) per equity share are computed in accordance with Indian Accounting Standard 33 notified under the Companies (Indian Accounting Standards) Rules of 2015 (as amended). As at March 31, 2023, March 31, 2022 and March 31, 2021, there are potential equity shares. As these are anti-dilutive, they are ignored in the calculation of restated diluted earnings per share, and accordingly, the restated diluted earnings per share is the same as restated basic earnings per share. ⁽⁴⁾ Net Asset Value per share is calculated by dividing Restated equity attributable to owners of the Company by Weighted average number of equity shares outstanding during the year. ⁽⁵⁾ Total borrowings consist of current and non-current borrowings. For details of our total borrowings of our Company as at March 31, 2023, see “Management’s Discussion and Analysis of Financial Position and Results of Operations - Indebtedness” on page 532 of the RHP.

For further details, see ‘Restated Consolidated Financial Information’ on page 355 of the RHP.

INTERNAL RISK FACTOR

Below mentioned risks are the top 5 risk factors as per the RHP:

1. We incurred losses in Fiscals 2021 and 2022, and any similar losses in the future may adversely affect our business, financial condition and cash flows.
2. Our indebtedness and the conditions and restrictions imposed by our financing agreements and any non-compliance may lead to, among others, suspension of further drawdowns, which may adversely affect our business, results of operations, financial condition and cash flows.
3. In Fiscals 2021, 2022 and 2023, an average of 72.99% of our revenue from operations were denominated in foreign currencies and an average of 73.87% of our borrowings were in foreign currencies in the same years. Accordingly, we are exposed to foreign currency exchange rate fluctuations and our results of operations have and will be impacted by such fluctuations in the future.
4. We have issued Equity Shares during the preceding twelve months at a price which may be below the Offer Price.
5. We will not receive any proceeds from the Offer for Sale. The Selling Shareholders will receive the net proceeds from the Offer for Sale.

For further details, see ‘Risk Factors’ on page 39 of the RHP.

SUMMARY OF OUTSTANDING LITIGATION CLAIMS AND REGULATORY ACTION

- A. A summary of outstanding litigation proceedings as on the date of the Red Herring Prospectus as disclosed in the section titled “Outstanding Litigations and Material Developments” of the RHP in terms of the SEBI ICDR Regulations and the Materiality Policy is provided below:

(in ₹ million, unless otherwise specified)

Name of entity	Criminal proceedings	Tax proceedings	Statutory or regulatory proceedings	Disciplinary actions by the SEBI or Stock Exchanges against our Promoters	Material civil litigations [#]	Aggregate amount involved* (₹ in million)
Company						
By the Company	11	-	-	NA	1	46.17
Against the Company	2	22	9	NA	-	721.09
Directors**						
By our Directors	-	-	-	NA	-	-
Against the Directors	-	-	-	NA	-	-
Promoters***						
By Promoters	38	-	-	NA	1	662.75****
Against Promoters	1	65	-	-	-	557.93
Subsidiaries						
By Subsidiaries	9	-	-	NA	-	47.46
Against Subsidiaries	1	19	5	NA	1	879.52

[#]To the extent quantifiable.

^{**} Other than proceedings involving our Company to which two of our Directors are parties.

^{***} Other than proceedings involving our Company to which one of our Promoters is a party.

^{****} Includes a counter claim of ₹250 million filed by J- Technologies India Limited against TVS Mobility Private Limited

^{*}In accordance with the Materiality Policy.

For further details of the outstanding litigation proceedings, see “Outstanding Litigation and Material Developments” on page 566 of the RHP.

IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

B. Brief details of top 5 material outstanding litigations against the Company and amount involved:

S. No.	Particulars	Litigation filed by	Current status	Amount involved
1.	Based on an assessment and the inspection report filed by the Provident Fund Officer before the Regional Provident Fund Commissioner, Chennai ("RPFC"), a demand order of ₹ 124.90 million was raised against our Company on the ground that our Company is required to make contributions on certain allowances in addition to wages ("Assessment Order"). The Supreme Court of India by its order dated February 28, 2019 ("SC Order"), in the case of The Regional Provident Fund Commissioner (II) West Bengal v. Vivekanand Vidyamandir and Others, set out the principles based on which allowances paid to the employees should be identified for inclusion for the purposes of computation of the Provident Fund contribution. Consequently, our Company has filed a review application ("Review Application") before the RPFC to review the Assessment Order in the light of the SC Order.	The Regional Provident Fund Commissioner-I, Employee Provident Fund Organisation, Chennai	The matter is currently pending	₹ 124.90 million
2.	Our Company has filed an appeal before the Employees Provident Fund Appellate Tribunal, New Delhi seeking re-assessment in an order dated July 20, 2015 ("Assessment Order"), passed by the Regional Provident Fund Commissioner-I, Chennai ("PF Commissioner") in an Employees' Provident Fund inspection carried out by the Enforcement Officer, Employees' Provident Fund Organisation under which our Company was directed to pay ₹90.15 million for certain discrepancies specified in assessment report for the period between November 2013 to February 2015. Pursuant to an order dated September 5, 2022, the appeal filed by our Company has been admitted subject to deposit of 40% of the total dues determined in the Assessment Order on or before November 7, 2022. Our Company has deposited such amount in terms of the order dated September 5, 2022 on November 4, 2022.	Regional Provident Fund Commissioner-I, Chennai	This matter is currently pending	₹ 90.15 million
3.	Our Company and one of our directors, Ramachandhran Dinesh, have received show cause notices dated January 31, 2020 and February 5, 2020 alleging inter alia contravention of certain provisions of the Pimpri Chinchwad Mathadi Hamal and Other Manual Workers (Regulation of Employment & Welfare) Scheme, 1992 and Maharashtra Mathadi Hamal and Other Manual Workers (Regulation of Employment and Welfare) Act, 1969 ("SCNs"). Subsequently, a complaint has been filed on behalf of Pimpri Chinchwad Mathadi and Unprotected Workers Board against our Company, Ramachandhran Dinesh and one of our employees at our Company's warehouse before the Maharashtra Labour Court at Pune.	Pimpri Chinchwad Mathadi and Unprotected Workers Board	The matter is currently pending	NA
4.	The Aurangabad Mathadi & Unprotected Labour Board ("Mathadi Board") has, through the Inspector, The Maharashtra Mathadi, Hamal and Other Manual Workers (Regulation of Employment and Welfare) Act, 1969 and Aurangabad District Mathadi, Hamal & Other Manual workers (Regulation of Employment and Welfare) Scheme, 1992, issued notices to our Company and certain of our employees of one of our warehouses in Aurangabad alleging, inter alia, non-registration of the said establishment and certain workers with the Mathadi Board as well as in relation to payment of certain wages and levies for such Mathadi workers.	The Aurangabad Mathadi & Unprotected Labour Board	The matter is currently pending	NA
5.	The Municipal Corporation of Delhi has, through the Administrative Officer, Central Licensing & Enforcement Cell issued a notice dated May 8, 2023 ("Notice") to our Company for <i>inter alia</i> obtaining general trade/storage license under incorrect category. Our Company has been directed to deposit the difference in fee payable as per the relevant category, along with penalty. Our Company has replied to the Notice, clarifying that our Company had applied for the license through the NDMC portal, which was approved by the Administrative Officer, Central Licensing & Enforcement Cell without any objections under the relevant category.	Municipal Corporation of Delhi	The matter is currently pending	NA

C. Regulatory Action, if any - disciplinary action taken by SEBI or stock exchanges against the Promoters in last 5 financial years including outstanding action, if any: Nil

D. Brief details of outstanding criminal proceedings against the Promoters:

Mehfooz Khan ("Complainant") filed a complaint against TVS Mobility Private Limited before the consumer forum alleging that a vehicle was handed over by TVS Mobility Private Limited to a third party instead of the Complainant. By an order dated December 24, 2019 ("Order") the consumer forum dismissed the complaint filed by the Complainant as he is not the owner of the vehicle. Thereafter, the Complainant has filed a criminal complaint against the third party and TVS Mobility Private Limited. This matter is currently pending.

For further details of the outstanding litigation proceedings, see "Outstanding Litigation and Material Developments" on page 566 of the RHP.

ANY OTHER IMPORTANT INFORMATION AS PER BRLMS/COMPANY - NIL

DECLARATION BY OUR COMPANY

We hereby certify and declare that all relevant provisions of the Companies Act and the guidelines or regulations issued by the Government of India or the rules, guidelines or regulations issued by SEBI, established under Section 3 of the SEBI Act, as the case may be, have been complied with and no statement made in the Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA, the SCRR, the SEBI Act or rules made or guidelines or regulations issued thereunder, as the case may be. We further certify that all the statements and disclosures in the Red Herring Prospectus are true and correct.

DECLARATION BY THE SELLING SHAREHOLDERS

Each of the Other Selling Shareholders, hereby certifies that all statements, disclosures and undertakings specifically made or confirmed by it in the Red Herring Prospectus, in relation to itself, as a Selling Shareholder and its Offered Shares, are true and correct. Each of the Other Selling Shareholders assumes no responsibility for any other statements, disclosures and undertakings including any of the statements made or confirmed by or relating to the Company or any other Selling Shareholder or any other person(s) in the Red Herring Prospectus.