

20th March 2024

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
Scrip code: 532343

National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051
Scrip code: TVSMOTOR

Dear Sir/Madam,

Sub. : Change in Directorate

Ref. : Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Para A of Part A of Schedule III to the said Regulations, we wish to inform you the following changes in the composition of the board of directors of the Company.

1. Appointment of Mr Vijay Sankar as a Non-Executive Independent Director:

The board of directors at their meeting held today, *inter alia*, approved the appointment of Mr Vijay Sankar (DIN: 00007875), as an Additional Director and Non-Executive Independent Director of the Company, for a term of five consecutive years, effective 20th March 2024, subject to approval of the shareholders through postal ballot.

Mr Vijay Sankar is not related to any Director of the Company and is not debarred from holding the Office of Director by virtue of any order passed by SEBI or any other such authority.

A brief profile of Mr Vijay Sankar is enclosed.

2. Appointment of Mr Shailesh Haribhakti as a Non-Executive Independent Director:

The board of directors at their meeting held today, *inter alia*, approved the appointment of Mr Shailesh Haribhakti (DIN : 00007347), as an Additional Director and Non-Executive Independent Director of the Company, for a term of five consecutive years, effective 1st April 2024, subject to approval of the shareholders through postal ballot.

Mr Shailesh Haribhakti is not related to any Director of the Company and is not debarred from holding the Office of Director by virtue of any order passed by SEBI or any other such authority.

A brief profile of Mr Shailesh Haribhakti is enclosed.

3. Intimation of resignation of Mr Kuok Meng Xiong as an Independent Director of the Company:

Mr Kuok Meng Xiong (DIN: 09117910), has expressed his intention to resign as Independent Director of the Company, due to his increasing business commitments and personal reasons effective close of business hours of the ensuing Annual General Meeting (AGM) of the Company.

The letter of resignation received from Mr Kuok Meng Xiong is enclosed.

Further, in his letter, he confirmed that there is no other material reason for his resignation other than stated above and he does not hold directorships / memberships of board committees of any other listed entity.

Please find enclosed the following in connection with the above:

1. Particulars of change in directors **(Annexure 1)**;
2. Profile of Mr Vijay Sankar **(Annexure 2)**;
3. Profile of Mr Shailesh Haribhakti **(Annexure 3)**;
4. Copy of Resignation letter received from Mr Kuok Meng Xiong **(Annexure 4)**; and
5. A press release in this regard is enclosed **(Annexure 5)**.

The Board meeting commenced at 10:45 AM (IST) and concluded at 4.00 PM (IST).

Thanking You,

Yours faithfully

For TVS Motor Company Limited

K S Srinivasan
Company Secretary

Encl.: a/a

ANNEXURE 1
Details of change in directors

S No	Particulars	Information		
		Mr Vijay Sankar	Mr Shailesh Haribhakti	Mr Kuok Meng Xiong
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as an Additional Director and Non-Executive Independent Director of the Company, subject to the approval of the shareholders through postal ballot.	Appointment as an Additional Director and Non-Executive Independent Director of the Company, subject to the approval of the shareholders through postal ballot.	Resignation - due to his increasing business commitments and personal reasons. Resignation letter received is enclosed as Annexure 4 .
2.	Date of appointment/cessation (as applicable) & term of appointment	Appointment for a period of 5 years with effect from 20 th March 2024.	Appointment for a period of 5 years with effect from 1 st April 2024.	Resignation with effect from the close of business hours of the ensuing Annual General Meeting (AGM) of the Company.
3.	Brief profile (in case of appointment)	Enclosed as Annexure 2	Enclosed as Annexure 3	Not Applicable
4.	Disclosure of relationships between directors (in case of appointment of a director)	Mr Vijay Sankar is not related to any Director of the Company.	Mr Shailesh Haribhakti is not related to any Director of the Company.	Not Applicable
5.	Information as required pursuant to BSE Circular with ref.no. LIST/COMP/ 14/2018-19 and the National Stock Exchange of India Ltd with ref.no NSE/ CML/ 2018/24 dated 20 th June 2018	Mr Vijay Sankar is not debarred from holding the Office of Director by virtue of any order passed by SEBI or any other such authority.	Mr Shailesh Haribhakti is not debarred from holding the Office of Director by virtue of any order passed by SEBI or any other such authority.	Not Applicable

ANNEXURE 2**Profile of Mr Vijay Sankar**

Vijay Sankar (51) holds a Master's in Business Administration from the J L Kellogg Graduate School of Management, Northwestern University, and is also a qualified Chartered Accountant.

Vijay Sankar is the Chairman of The Sanmar Group, which is headquartered in Chennai, India, with manufacturing facilities in the Mexico, Egypt, and several locations across South India. The Group has a strong presence in key industry segments - Chemicals (including Speciality Chemicals), Engineering Technologies (Products and Steel Castings) and Shipping and has a turnover of approximately US\$ 1.6 billion.

Well recognized for its high ethical standards, the Group has robust corporate governance methods and a strong focus on corporate social responsibility (CSR).

Mr Sankar is an Independent Director on the Boards of The KCP Limited, Oriental Hotels Limited, Kaveri Retreats and Resorts Ltd and Transport Corporation of India Limited.

He also serves as a Vice President of the Tamil Nadu Tennis Association, Trustee of The Childs Trust Hospital and the Voluntary Health Services (VHS). He serves on the Board of Governors of the Medical Research Foundation (Sankara Nethralaya) and CPR Environment Education Centre.

Vijay Sankar is the Honorary Consul General of Denmark in Chennai.

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ANNEXURE 3**Profile of Mr Shailesh Haribhakti**

Shailesh Haribhakti is a renowned Chartered and Cost Accountant, and a Certified Internal Auditor, Financial Planner, and Fraud Examiner, with over five decades of experience. Mr Haribhakti is the Chairman of Shailesh Haribhakti & Associates Chartered Accountants, and the Vice Chairman of GOvEVA Consulting Pvt Ltd. He has been conferred with the Global Competent Boards Designation (GCB.D) by Competent Boards Inc, Canada. Presented with the honorary PhD title of "Doctor of Letters" by ITM University. He has been awarded the 'Vivekananda Sustainability Award – 2022' by Vivekananda Youth Connect Foundation.

A proponent of a clean and green environment, he is credited to have successfully established the concept of 'Innovate to Zero' and technology enabling CSR/ESG/Sustainability.

In the space of dispute settlement and arbitration, he has demonstrated his expertise as Expert Witness and Valuer in both domestic and international jurisdictions. He represented India on the Standards Advisory Council (SAC) of the International Accounting Standards Board (IASB) in London for two years. He worked with Polish Business Advisory Services (PBAS), an affiliate of IFC Washington, to establish Activity-based costing and Strategic Planning Processes in Polish SMEs.

In addition, Mr Haribhakti is currently the Non-Executive Chairman of the Board of Bluestar Limited, Cynergis Infotech India Pvt Ltd, Protean e-Gov Technologies Ltd, and Chairman of IBS Fintech India Pvt Ltd, Planet People & Profit Consulting Pvt Ltd, and YCWI Green Solutions Pvt Ltd.

He is also a Board Member of several leading companies including Adani Total Gas Ltd, Bajaj Electricals Ltd, Bennett Coleman and Company Ltd (Times Group), Brookprop Services Pvt Ltd (a Brookfield REIT), Future Generali India Life Insurance Company Ltd, Gaja Trustee Company Pvt Ltd (Gaja Capital Group), L&T Finance Holdings Ltd, Torrent Pharmaceuticals Ltd, amongst others.

In recent times, some prominent Boards and Board Committees led by him have been recognised with coveted awards, which speak of his penchant for excellence in the areas of corporate governance and sustainability.

He has been associated with many management institutions as well as industry and professional forums. He has led the Bombay Management Association; Institute of Internal

Auditors, Bombay Chapter; Western India Regional Council, Institute of Chartered Accountants of India; Indian Merchants Chambers; Financial Planning and Standards Board, India; and Rotary Club of Bombay; over the last many decades. He has served on the Securities and Exchange Board of India (SEBI)'s Committee on Disclosures and Accounting Standards and Takeover Panel and was Chairman of the NPS (National Pension Scheme) Trust from 2015-2017.

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20th March, 2024

To
The Board of Directors
TVS Motor Company Limited
"Chaitanya", No.12 Khader Nawaz Khan Road
Nungambakkam, Chennai 600 006

Dear Sirs,

Sub: Resignation from the Board of Directors of the Company

I, Kuok Meng Xiong, hereby tender my resignation as an Independent Director of the Company, effective close of business hours of the ensuing Annual General Meeting 2024 (AGM) of the Company.

Due to my increasing business commitments and personal reasons, I believe it is in the best interests of the Company to step down from the Board as I may not be able to provide suitable time for my role as an Independent Director.

I want to express my sincere gratitude for the opportunity to serve with my fellow Board members, and the entire management team. I deeply appreciate the support and cooperation I have received during my tenure. I am confident that the Company will be successful in all its endeavour and I wish you all the very best in future.

Further in accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with Clause 78 of Part A of Schedule III, I confirm that there is no other material reason other than the one mentioned above, for my resignation from the Board of the Company. Further, I do not hold directorships / memberships of board committees of any other listed entities in India.

Thank you once again for the opportunity to have served on the Board. I wish you all the very best.

Yours Sincerely



Kuok Meng Xiong
DIN: 09117910

TVS MOTOR COMPANY INDUCTS TWO NEW INDEPENDENT DIRECTORS, FURTHER STRENGTHENS ITS BOARD

Bangalore, March 20th, 2024: TVS Motor Company (TVSM) — a leading global automaker that operates in the two and three-wheeler segments — today announced changes to its board with the appointment of two new independent directors subject to approval of the shareholders.

The two new members, who will join the board as independent directors, are Chennai-based Sanmar Group Chairman **Mr. Vijay Sankar**, and Chairman of Shailesh Haribhakti & Associates **Mr. Shailesh Haribhakti**.

Mr. Kuok Meng Xiong, Independent Director of the Company, will step down as independent director effective close of business hours of the ensuing Annual General Meeting 2024, owing to his increased business commitments and personal reasons. His insights over his three-year stint were invaluable and instrumental in helping script the TVSM growth story.

The appointment of the two new independent directors will add valuable experience to the board and raise the company's already rigorous corporate governance standard.

Sir Ralf Speth, Chairman, TVS Motor Company said, *"I warmly welcome Mr. Sankar, and Mr. Haribhakti to the TVS Board of Directors. I am confident that our two new independent directors have the credentials to guide TVS Motor to new heights. Their insight and experience will prove invaluable as we script a new chapter of success for TVS Motor. I would also like to take this opportunity to thank Mr. Kuok Meng Xiong for all his invaluable work. Our Board and team have truly benefitted from his presence."*

Sudarshan Venu, Managing Director, TVS Motor Company said, *"Mr. Sankar and Mr. Haribhakti are stalwarts in their respective fields and bring immense experience and expertise with them. The TVS Motor Board will be greatly enriched by their joining and the Company will benefit from their guidance in the next phase of our growth. I would also like to thank Mr. Kuok Meng Xiong for all his contributions to the Board over the last three years."*

Mr. Sankar, whose appointment becomes effective on **March 20th, 2024**, holds several independent directorships and trustee positions, including at Oriental Hotels Ltd and the Transport Corporation of India. He is also the Honorary Consul General of Denmark in Chennai.

Mr. Haribhakti, who joins the board on **April 1st, 2024**, is a certified internal auditor, financial planner and fraud examiner with over five decades of experience.

He holds independent directorships with companies like Blue Star Ltd, Bajaj Electrical Ltd, L&T Finance Holdings Ltd, etc. A champion of sustainability, he has been credited with establishing the concept of 'Innovate to Zero'.

About TVS Motor Company

TVS Motor Company (BSE:532343 and NSE: TVSMOTOR) is a reputed two and three-wheeler manufacturer globally, championing progress through sustainable mobility with four state-of-the-art manufacturing facilities located in India and Indonesia. Rooted in our 100-year legacy of trust, value, and passion for customers, it takes pride in making internationally accepted products of the highest quality through innovative and sustainable processes. TVS Motor is the only two-wheeler company to have won the prestigious Deming Prize. Our products lead in their respective categories in the J.D. Power IQS and APEAL surveys. We have been ranked No. 1 Company in the J.D. Power Customer Service Satisfaction Survey for four consecutive years. Our group company Norton Motorcycles, based in the United Kingdom, is one of the most emotive motorcycle brands in the world. Our subsidiaries in the personal e-mobility space, Swiss E-Mobility Group (SEMG) and EGO Movement have a leading position in the e-bike market in Switzerland. TVS Motor Company endeavours to deliver the most superior customer experience across 80 countries in which we operate. For more information, please visit www.tvsmotor.com.

For more information, please contact:

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