



TI Financial Holdings Limited

(Formerly known as Tube Investments of India Limited)

Dare House, 234, N.S.C. Bose Road, Chennai 600 001, India

Tel: 91.44.4217 7770-5 Fax: 91.44.4211 0404

Website: www.tifhl.com CIN:L65100TN1949PLC002905

October 23, 2018

**BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring, Rotunda
Building, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001.**

**National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051.**

Dear Sir,

Sub: Filing of Reconciliation of share capital for the quarter ended September 30, 2018

Kindly refer to SEBI circular no. D&CC/FITTC/CIR-16/2002 dated December 31, 2002 regarding submission of audit report on the reconciliation of the total admitted share capital held in depositories and in physical form with the total issued and listed capital. In this regard, we enclose the report from the Practicing Company Secretary as on September 30, 2018.

We request you to take the above on record.

Thanking you,
For **TI Financial Holdings Limited**

A handwritten signature in black ink, appearing to read 'E Krithika'.

**E Krithika
Company Secretary**

Encl: As above



murugappa

12th October, 2018

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT
FOR THE QUARTER ENDED 30th September, 2018

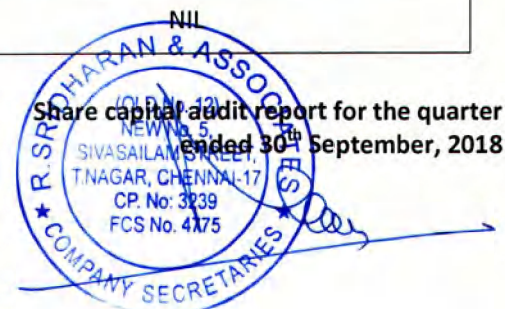
ISIN: - INE149A01033

We have examined the Register of Members, beneficiary details furnished by the Depositories and other relevant books and records, correspondence, and information maintained by *TI FINANCIAL HOLDINGS LIMITED (Formerly Known as "TUBE INVESTMENTS OF INDIA LIMITED") having its Registered Office at "DARE HOUSE", No. 234, N.S.C Bose Road, Chennai - 600 001 (herein after referred to as "The Company") and its Registrars and Share Transfer Agents, Karvy Computer Share Private Limited for issuing this certificate, in accordance with Circular No. D&CC/FITTC/CIR-16/2002 dated December 31, 2002 & CIR/MRD/DP/30/2010 dated September 06, 2010 issued by the Securities and Exchange Board of India.

In our opinion and to the best of our knowledge and based on such examination as well as information and explanations furnished to us which to the best of our knowledge and belief were necessary for the purpose of our certification and based on such verification as considered necessary we hereby certify the report for the quarter ended 30th September, 2018 as detailed below: -

1.	For Quarter Ended	30th September, 2018	
2.	ISIN	INE149A01033	
3.	Face Value	Re.1/-	
4.	Name of the Company	TI FINANCIAL HOLDINGS LIMITED (Formerly Known as "TUBE INVESTMENTS OF INDIA LIMITED")	
5.	Registered Office Address	'Dare House', 234, N.S.C Bose Road, Chennai 600 001.	
6.	Correspondence Address	'Dare House', 234, N.S.C Bose Road, Chennai 600 001.	
7.	Telephone & Fax Nos.	Tel: (044) 4217 7770 Fax: (044) 4211 0404	
8.	Email address	krithikae@tifhl.murugappa.com	
9.	Names of the Stock Exchanges where the Company's Securities are listed	1. BSE Limited. 2. National Stock Exchange of India Limited.	
		No. of Shares	% of Total Issued Capital
10.	Issued Capital	18,76,87,458	100.00
11.	Listed Capital	18,76,87,458	100.00
12.	Held in dematerialised form in CDSL	97,57,042	5.20
13.	Held in dematerialised form in NSDL	17,64,52,320	94.01
14.	Physical	14,78,096	0.79
15.	Total No. of Shares (12+13+14)	18,76,87,458	100.00
16.	Reasons for difference, between (11&15) & (10&11)	NIL	

TI FINANCIAL HOLDINGS LIMITED



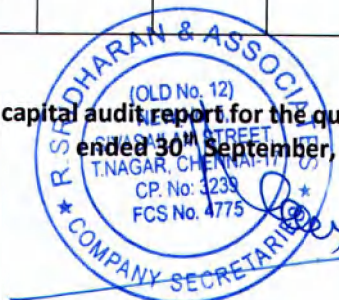


17. Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars***	No. of Shares allotted	Applied / Not applied for listing	Listed on Stock Exchanges (specify names)	Whether intimated to CDSL	Whether intimated to NSDL	In-principle Approval pending from Stock Exchanges (specify names)
1. Allotment of 40,972 equity shares of Re.1/- each to the option grantees under ESOP Scheme 2007 & ESOP Scheme 2016 by its Nomination and Remuneration Committee on 03 rd September, 2018.	40,972	Applied for listing	Obtained Final Listing and Trading Approval from:- <u>BSE Limited</u> Vide Notice no: DCS/ESOP/TP/BA/7494/2018- 19 dated 7 th September, 2018 40,972 shares are listed and admitted for trading with effect from 10 th September, 2018. <u>National Stock Exchange of India Limited</u> Vide Notice Ref no: NSE/LIST/18452 dated 07 th September, 2018 40,972 shares are listed and admitted for trading with effect from 07 th September, 2018.	Yes	Yes	No
2. Allotment of 9,660 equity shares of Re.1/- each to the option grantees under ESOP Scheme 2016 by its Nomination and Remuneration Committee on 20 th September, 2018.	9,660	Applied for listing	Obtained Final Listing and Trading Approval from:- <u>BSE Limited</u> Vide Notice no: DCS/ESOP/TP/JR/7588/2018- 19 dated 26 th September, 2018 9,660 shares are listed and admitted for trading with effect from 27 th September, 2018.	Yes	Yes	No

TI FINANCIAL HOLDINGS LIMITED

Share capital audit report for the quarter ended 30th September, 2018





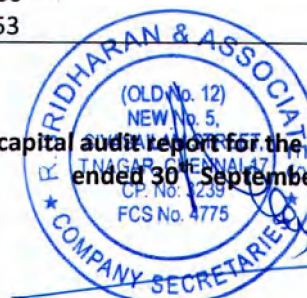
			<p><u>National Stock Exchange of India Limited</u></p> <p>Vide Notice Ref no: NSE/LIST/18686 dated 25th September, 2018 9,660 shares are listed and admitted for trading with effect from 26th September, 2018.</p>			
--	--	--	--	--	--	--

*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction Forfeiture, any other (to specify)

18.	Register of Members is updated (Yes/No) If not, updated upto which date	YES Not Applicable												
19.	Reference of previous quarter with regards to excess dematerialised shares, if any	Not Applicable												
20.	Has the Company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why?	Not Applicable												
21.	Mention the total No. of requests, if any, confirmed after 21 days and the total No. of requests pending beyond 21 days with the reasons for delay:													
	<table border="1"> <thead> <tr> <th>Total No. of Demat Requests</th> <th>No. of Requests</th> <th>No. of Shares</th> <th>Reasons for delay</th> </tr> </thead> <tbody> <tr> <td>Confirmed after 21 days</td> <td>NIL</td> <td>NIL</td> <td>NIL</td> </tr> <tr> <td>Pending for more than 21 days</td> <td>NIL</td> <td>NIL</td> <td>NIL</td> </tr> </tbody> </table>	Total No. of Demat Requests	No. of Requests	No. of Shares	Reasons for delay	Confirmed after 21 days	NIL	NIL	NIL	Pending for more than 21 days	NIL	NIL	NIL	
Total No. of Demat Requests	No. of Requests	No. of Shares	Reasons for delay											
Confirmed after 21 days	NIL	NIL	NIL											
Pending for more than 21 days	NIL	NIL	NIL											
22.	Name, Telephone & Fax No. Of the Compliance Officer of the Company	Ms. E Krithika, Company Secretary & Compliance Officer, Tel: 044-42177770 / 71 / 72 / 73 / 74 / 75 Fax: 044-42110404												
23.	Name, Address, Tel & Fax No., Regn. No. of the Auditor	CS R.Sridharan, R Sridharan & Associates, Company Secretaries, New No.5, Old No.12, Sivasailam Street, T.Nagar, Chennai – 600 017. Tel: 044-42166988, 4255 5587 Cell No:9841018446 Email Id: Sridharan.r@aryes.in www.aryes.in C.P.No.3239. FCS No.4775												
24.	Appointment of Common Agency for Share Registry Work	YES M/s. Karvy Computershare Private Limited, (Unit: TI Financial Holdings Limited (formerly known as Tube Investments of India Limited) Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032. Tel: 040-67161500 Fax: 040-23001153												

TI FINANCIAL HOLDINGS LIMITED

Share capital audit report for the quarter ended 30th September, 2018





25.	Any other detail that the Auditor may like to provide (eg. BIFR Company, delisting from SE, Company changed its name, etc.)	NIL
-----	---	-----

FOR R.SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES



[Signature]
CS R.SRIDHARAN

C.P No.3239

FCS.No.4775

UIN: S2003TN063400

