

February 5, 2024

**BSE Limited** 

1st Floor, New Trading Ring, Rotunda Bldg., P. J. Towers.

Dalal Street, Fort,

Mumbai 400 001

Scrip Code: 543965

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,

Plot No. C/1, G Block,

Bandra-Kurla Complex,

Bandra (East), Mumbai 400 051

**NSE Symbol: TVSSCS** 

Dear Sir/Madam,

<u>Sub: Outcome of the Board Meeting held on February 5, 2024 – Unaudited Standalone and Consolidated Financial Results of TVS Supply Chain Solutions Limited ("Company") for the quarter ended December 31, 2023</u>

The Board of Directors of the Company at their Meeting held today viz. Monday, February 5, 2024, has inter-alia, approved unaudited standalone and consolidated Financial Results of the Company for the guarter ended December 31, 2023.

In this regard, please find enclosed the following documents in compliance with Regulations 30 and 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- 1. Unaudited standalone and consolidated financial results of the Company for the quarter ended on December 31, 2023, together with the limited review reports issued thereon by the Statutory Auditor.
- 2. Press Release.

The meeting commenced at 6.00 PM (IST) and concluded at 9.00 PM (IST).

This intimation is also being uploaded on the website of the Company and can be accessed at <a href="https://www.tvsscs.com/investor-relations/">https://www.tvsscs.com/investor-relations/</a>

Kindly take the above information on record.

Thanking You,

Yours faithfully,

#### For TVS SUPPLY CHAIN SOLUTIONS LIMITED

PADOOR DORASWAMI KRISHNA PRASAD

Digitally signed by PADOOR DORASWAMI KRISHNA PRASAD Date: 2024.02.05 21:45:39 +05'30'

P D Krishna Prasad

**Company Secretary** 

Enclosure: As above

#### TVS Supply Chain Solutions Limited

No 58, Eldams Road, Teynampet, Chennai - 600018, India. Phone: +91 - 44 - 6685 7777 Registered Office: No: 10, Jawahar Road, Chokkikulam, Madurai - 625002, India. CIN: U63011TN2004PLC054655

Chartered Accountants

6th Floor - "A" Block Tidel Park, No. 4 Rajiv Gandhi Salai

Taramani, Chennai - 600 113, India

Tel: +91 44 6117 9000

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to The Board of Directors TVS Supply Chain Solutions Limited

- 1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of TVS Supply Chain Solutions Limited (the "Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and joint venture for the quarter and nine-month period ended December 31, 2023 (the "Statement") attached herewith, being submitted by the Holding Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
- 2. The Holding Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Holding Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the Circular No. CIR/CFD/CMD1/44/2019 dated March 29, 2019 issued by the Securities and Exchange Board of India under Regulation 33(8) of the Listing Regulations, to the extent applicable.

- 4. The Statement includes the results of the entities listed in Annexure 1.
- 5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Chartered Accountants

- 6. The accompanying Statement includes the interim reviewed financial results in respect of:
  - 5 subsidiaries (including 28 step subsidiaries), whose unaudited interim financial results include total revenues of Rs 535.74 crores and 1,654.12 crores, total net loss after tax of Rs. 11.22 crores and Rs. 47.91 crores and total comprehensive loss of Rs. 9.84 crores and Rs. 40.01 crores for the quarter ended December 31, 2023 and the period ended on that date respectively, as considered in the Statement which have been reviewed by their respective independent auditors.
  - 1 joint venture, whose unaudited interim financial results include Group's share of net profit of Rs. 0.62 crores and Rs. 2.42 crores for the quarter ended December 31, 2023 and the period ended on that date, as considered in the Statement whose interim financial results, other financial information have been reviewed by their independent auditor.

The independent auditor's reports on interim financial results of these entities have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures in respect of these subsidiaries and joint venture are based solely on the report of such auditors and procedures performed by us as stated in paragraph 3 above.

7. Certain of these subsidiaries are located outside India whose financial results and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been reviewed by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial results of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Holding Company's management. Our conclusion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and reviewed by us.

Our conclusion on the Statement in respect of matters stated in paragraphs 6 and 7 above are not modified with respect to our reliance on the work done and the reports of the other auditors.

8. The Statement includes the results for the quarter and nine-month period ended December 31, 2022, which have not been subjected to audit or review by us or any other auditor and are approved by the Holding Company's Board of Directors.

ASSO

Chennai

For S.R. BATLIBOI & ASSOCIATES LLP

**Chartered Accountants** 

ICAI Firm registration number: 101049W/E300004

per Bharath N S

Partner

Membership No.: 210934 UDIN: 24210934BKFULL5456

Place: Chennai

Date: February 5, 2024

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Annexure 1 to Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

a. List of subsidiaries (direct and indirect) considered for consolidation:

SN	Particulars
1	TVS SCS Global Freight Solutions Ltd.
2	FLEXOL Packaging (India) Limited
3	TVS Packaging Solutions Private Limited
4	SPC International India Private Limited
5	TVS SCS (Siam) Limited
6	TVS Logistics Investment UK Limited
7	TVS Logistics Investments USA Inc.
8	TVS Supply Chain Solutions Pte. Ltd.
9	TVS Toyota Tsusho Supply Chain Solutions Limited
10	White Data Systems India Pvt. Ltd
11	Fit 3PL Warehousing Private Limited
12	TVS Supply Chain Solutions Limited, UK
13	Peter Thomas & Co (Refurbishing) Limited, UK
14	TVS Logistics Iberia S.L., Spain
15	TVS Autoserv GmbH, Germany
16	TVS Supply Chain Solutions GmbH, Germany
17	Rico Logistics Limited, UK
18	Ricochet Spain S.L, Spain
19	Eltec IT Services S.L.U
20	Rico Logistique, France
21	Rico Logistics Pty Ltd, Australia
22	Circle Express Limited, UK (disposed off w.e.f September 29, 2023)
23	Tri - Tec Computer Support Limited, Northern Ireland
24	Tri - Tec Support Limited, Ireland
25	TVS SCS Rico Italia SRL
26	Triage Holdings Limited
27	Triage Service Limited
28	OrderLogic Limited
29	SPC International Limited, UK
30	SPCINT Limited, UK
31	SPC International (Engineering) Limited, UK
32	Pitcomp 171 Limited, UK
33	SPC EBT Trustees Limited, UK
34	SPC International Inc., USA
35	SPC International s.r.o., Slovakia
36	TVS America Inc., USA
37	TVS Supply Chain Solutions North America Inc., USA
38	TVS Transportation Solutions LLC, USA
39	TVS Supply Chain Solutions De Mexico S.A de C.V., Mexico
40	TVS Packaging Solutions Inc. US
41	TVS SCS International Freight (Spain) SLU

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SN	Particulars
42	TVS SCS International Pte. Ltd
43	TVS SCS Singapore Pte. Ltd
44	TVS SCS Logistics Ltd
45	TVS SCS (Korea) Ltd
46	TVS SCS Logistics (Thailand) Limited
47	TVS SCS Hong Kong Limited
48	Pan Asia Container Line Pte Ltd, Hong Kong
49	TVS SCS Deustschland Gmbh
50	TVS SCS Malaysia Sdn Bhd
51	TVS SCS Vietnam Company Limited
52	PT Pan Asia Logistics Indonesia
53	TVS SCS Taiwan Limited
54	Pan Asia Freight-Forwarding & Logistics India Pvt Ltd
55	TVS Supply Chain Solutions (Thailand) Limited
56	TVS SCS Logistics Management Co. Ltd
57	TVS Supply Chain Solutions Australia Holdings Pty Ltd
58	T.I.F. Holdings Pty Ltd, Australia
59	TVS SCS (Aust) Pty. Ltd.
60	TVS SCS New Zealand Limited
61	KAHN Nominees Pty Ltd, Australia
62	TVS SCS International Freight Hong Kong Limited
63	TVS SCS International Freight (Singapore) Pte. Ltd
64	Transtar International Freight (Shanghai) Limited, China
65	TVS Supply Chain Solutions Holdings Limited (Thailand)
66	TVS SCS International Freight (Thailand) Limited
67	Transtar International Freight (Malaysia) SD Bhd, Malaysia
68	TVS SCS Philippines Corporation, Philippines

### b. List of joint venture considered for consolidation

SN	Particulars
1	TVS Industrial & Logistics Park Pvt. Limited



TVS SUPPLY CHAIN SOLUTIONS LIMITED

Regd Office: 10 Jawahar Road, Chokkikulam, Madurai – 625 002, Tamil Nadu, India Website: www.tvsscs.com; Email ID: investor.relations@tvsscs.com CIN: U63011TN2004PLC054655

STATEMENT OF UNAUDITED CONSOLIDATED FINAN	ICIAL RESULTS	FOR THE QUART				
		Ouguton anded	(V		xcept share data an nths ended	d otherwise stated Year ended
	21 December	Quarter ended	31 December	31 December	31 December	y ear ended
Particulars	31 December 2023	30 September 2023	2022	2023	2022	31 March 2023
	Unaudited	Unaudited (Refer note 6a)	(Refer Note 2 and 6a)	Unaudited	Unaudited (Refer Note 2 and 6a)	6a)
Revenue from operations	2,221.84	2,262.91	2,373.41	6,773.67	7,672.77	9,994.38
Other income	21.61	8.29	27.69	48.10	64.71	75.63
Total income	2,243.45	2,271.20	2,401.10	6,821.77	7,737.48	10,070.01
Expenses						
Freight, clearing, forwarding and handling charges	552,44	570.12	836.72	1,689.94	3,043.66	3,732.8
Sub-contracting costs and casual labour charges	350.89	380.27	361.18	1,107.45	1,055.45	1,430.59
Cost of materials consumed	3.08	2.73	2.90	8.97	8.82	11.43
Purchase of stock-in-trade	459.71	372.00	343.01	1,230.92	1,019.64	1,412.32
Changes in inventory of stock-in-trade	(51.25)	(8.98)	(31.64)	(45.97)	(55,32)	(40.34
Employee benefits expense	552.33	572.81	501.41	1,674.98	1,519.52	2,010.62
Finance costs	44.03	57.13	48,80	164.48	133,22	185.08
						501.5
Depreciation and amortisation expense	139.67	141.75	125.30	418.19	367.76	
Other expenses	192.57	188.90	183.89	589.83	585.68	774.71
Total expenses	2,243.47	2,276.73	2,371.57	6,838.79	7,678.43	10,018.84
Profit / (loss) before exceptional items, share of profit / (loss) of equity accounted investee and income tax	(0.02)	(5.53)	29.53	(17.02)	59.05	51.17
Exceptional items (Refer note 6)	-	(3.24)	- 1	(26.41)		(10.00
Share of profit/(loss) of equity accounted investee (net of income tax)	0.62	1,00	1.10	2.42	3.41	4.78
Profit / (loss) before tax	0.60	(7.77)	30.63	(41.01)	62.46	45,95
Tax expenses						
Current tax	21.17	24.53	11.74	63.97	43.87	49.88
Deferred tax (expense/ (credit)) (refer note 7)	(30.56)	(10.37)	1.67	(41.88)	(38.43)	(51.58
Total tax expenses	(9.39)	14.16	13.41	22.09	5.44	(1.70
Profit / (loss) for the period / year from continuing operations	9.99	(21.93)	17.22	(63,10)	57.02	47.65
Discontinued operations Profit / (loss) from discontinued operations before tax expenses	-	(18.67)	(1.15)	(32.77)	(2.91)	(5.89
Tax expenses Current tax and deferred tax	-	-	-	-		-
Profit / (loss) after tax from discontinued operations	-	(18.67)	(1.15)	(32.77)	(2.91)	(5.89
Profit / (loss) for the period / year	9.99	(40.60)	16.07	(95.87)	54,11	41.76
Other comprehensive income						
Items that will not be reclassified subsequently to profit or loss						
Re-measurement gain / (loss) on defined benefit plans	(0.99)	(0.74)	(0.60)	(1.51)	(3.45)	(2.80
ncome tax relating to above	0.18	0.22	0.28	0.38	1.22	1.10
Net other comprehensive income not to be reclassified subsequently o profit or loss	(0.81)	(0.52)	(0.32)	(1.13)	(2.23)	(1.70
tems that will be reclassified subsequently to profit or loss Exchange gain / (loss) in translating financial statements of foreign operations (net of tax)	17.23	(16.58)	(14.52)	(1.89)	(48.55)	(54.51
Net movement of effective portion of cash flow hedge (net of tax)	5.49	6.73	8.25	13,31	1.26	5.56
Net other comprehensive income to be reclassified subsequently to profit or loss	22.72	(9.85)	(6.27)	11.42	(47,29)	(48.95)
Other comprehensive income for the period / year, net of tax	21.91	(10.37)	(6.59)	10.29	(49.52)	(50.65
Total comprehensive income for the period / year	31.90	(50.97)	9.48	(85.58)	4.59	(8.89





STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED AND NINE MONTHS ENDED 31 DECEMBER 2023

STATEMENT OF UNAUDITED CONSOLIDATED FINAN	C. L. MIDOMIO	- CIIII QUIMI			cept share data an	
		Quarter ended		Nine mor	ths ended	Year ended
Particulars	31 December 2023	30 September 2023	31 December 2022	31 December 2023	31 December 2022	31 March 2023
i ai iluiais	Unaudited	Unaudited (Refer note 6a)	Unaudited (Refer Note 2 and 6a)	Unaudited	Unaudited (Refer Note 2 and 6a)	Audited (Refer Note 3 and 6a)
Profit / (loss) attributable to:						
Owners of the Company	9.56	(49.55)	16.03	(105.53)	51.26	39.81
Non-controlling interests	0.43	8.95	0.04	9.66	2.85	1.95
Profit / (loss) for the period / year	9.99	(40.60)	16.07	(95.87)	54.11	41.76
Other comprehensive income attributable to :						
Owners of the Company	20.56	(10.42)	(7.82)	9.18	(49.96)	(51.01)
Non-controlling interests	1.35	0.05	1.23	1.11	0.44	0.36
Other comprehensive income for the period / year	21.91	(10.37)	(6.59)	10.29	(49.52)	(50.65)
Total comprehensive income attributable to :						
Owners of the Company	30.12	(59.97)	8.21	(96.35)	1.30	(11.20)
Non-controlling interests	1.78	9.00	1.27	10.77	3.29	2.31
Total comprehensive income for the period / year	31.90	(50.97)	9.48	(85.58)	4.59	(8.89)
Paid -up equity share capital (At ₹ 1 per share) Other Equity	44.01	43.77	36.42	44.01	36.42	36.43 687.13
Earnings / (loss) per share (₹) continuing operations (Not annualised for the quarterly / nine months periods)						
Basic	0.22	(0.74)		(1.75)		1.19
Diluted	0.22	(0.74)	0.46	(1.75)	1.43	1.17
Earnings / (loss) per share (₹) discontinued operations (Not annualised for the quarterly / nine months periods)		(0.45)	(0.00)	(0.70)	(2.08)	(0.15)
Basic Diluted	-	(0.45) (0.45)	(0.03) (0.03)	(0.79) (0.79)	(0.08) (0.08)	(0.15) (0.15)
Earnings / (loss) per share (₹) for continuing and discontinued operations (Not annualised for the quarterly / nine months periods)						
Basic	0.22	(1.19)	0.44	(2.54)	1,38	1.04
Diluted	0.22	(1.19)	0.43	(2.54)	1.36	1.02





#### Notes to Unaudited Consolidated Financial Results for the Quarter Ended and Nine Months Ended 31 December 2023

- 1) The above consolidated financial results of TVS Supply Chain Solutions Limited (the "Holding Company" or the "Company"), its subsidiaries (the Holding Company along with subsidiaries together referred to as "the Group") and joint venture have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meeting held on February 5, 2024. The statutory auditors have conducted a limited review of these consolidated financial results.
- 2) The figures for the quarter and nine months ended December 31, 2022 has neither been reviewed nor audited by the Statutory auditor of the Company. However, the management has taken necessary care and diligence to ensure that the financial results are fairly stated.
- 3) The figures for the year ended March 31, 2023 has been extracted from the general purpose financial statements which was audited by the Statutory auditor of the Company.
- 4) The Unaudited Consolidated Financial Results of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 5) The Company has completed an Initial Public Offer ("IPO") of 44,670,050 Equity Shares at the face value of ₹1/- each at an issue price of ₹197/- per Equity Share, comprising of offer for sale of 14,213,198 shares by Selling Shareholders and fresh issue of 30,456,852 shares. The Equity Shares of the Company are listed on BSE Limited ("BSE") and National Stock Exchange of India limited ("NSE") on August 23, 2023.

The total offer expenses are estimated to be ₹102.97 Crores (inclusive of taxes wherever applicable) which are proportionately allocated between the selling shareholders and the Company as per respective offer size. The utilization of IPO proceeds of ₹525 Crores (net of provisional IPO expenses of ₹75 Crores) is summarized below:

Objects of the issue	IPO Proceeds	Utilisation upto December 31, 2023	Unutilised as on December 31, 2023
Prepayment or repayment of all or a portion of certain outstanding borrowings availed by our Company and its Subsidiary, TVS Logistics Investment UK Limited		524.01	0.99
Total	525.00	524.01	0.99

- 6) Details of the exceptional items are as follows:
- a) On September 29, 2023, the Group had disposed off its step-down subsidiary "Circle Express Limited, UK" (Circle Express) to an identified buyer for an aggregate consideration of GBP 2.1 million as a strategic sale. Net loss on such disposal amounting to ₹38.53 Crores has been disclosed an exceptional item in the financial results for the quarter ended 30 September 2023.

The Group had treated Circle Express as a discontinued operation and the financial results of Circle Express were separately disclosed from continuing operations. The financial results of Circle Express for the quarter ended September 30, 2023, quarter and nine months ended December 31, 2022 and the year ended March 31, 2023 have been restated in accordance with Ind AS 105 - Non-current assets held for sale and discontinuing operations

- b) On September 30, 2023, the Group had disposed off 832,933 shares in its equity accounted investee, "TVS Industrial & Logistics Park Private Limited (TVSILP)" for a consideration of ₹51.3 Crores. Gain from the disposal amounting to ₹35.3 Crores has been disclosed as an exceptional item in the financial results for the quarter ended 30 September 2023.
- c) Compulsorily Convertible Preference Shares (CCPS) aggregating ₹556.16 Crores were converted into equity shares on July 27, 2023 at a price of ₹167.55 per Equity Share. During the quarter ended June 30, 2023 and nine months period ended December 31, 2023, fair value changes on conversion of these instruments aggregating ₹23.17 Crores has been expensed off and disclosed as an exceptional item in these financial results. The fair value changes are non-cash and does not entail any cash outflow.
- d) During the year ended March 31, 2023, the Company expensed certain expenses incurred in connection with initial public offering amounting to ₹10.00 Crores which are not in the nature of share issue expenses and accordingly disclosed these as exceptional items.
- 7) During the quarter ended December 31, 2023, after a review of its dividend repatriation plans, the Company reversed the deferred tax liability previously created on undistributed profits from a wholly owned subsidiary TVS Logistics Investment UK Limited and its step down subsidiaries, amounting to ₹ 26.83 Crores.



#### Notes to Unaudited Consolidated Financial Results for the Quarter Ended and Nine Months Ended 31 December 2023

8) The Board of Directors at its meeting held on February 5, 2024, has accorded its approval to the draft Scheme of Amalgamation which provides for the merger of TVS SCS Global Freight Solutions Limited, White Data Systems Private Limited, SPC International (India) Private Limited and FLEXOL Packaging (India) Limited which are wholly owned subsidiaries of the Company, and Mahogany Logistics Services Private Limited (formerly known as 'DRSR Logistics Services Private Limited') with and into TVS Supply Chain Solutions Limited.

The Scheme would be subject to the sanction and approval of the National Company Law Tribunal, the relevant stock exchanges and shareholders. The Scheme when approved by all the regulatory authorities and relevant stakeholders will be accounted for in accordance with Indian Accounting Standards ("Ind AS").

9) The previous period/year comparatives have been regrouped/ rearranged wherever necessary to conform to the current period's presentation.

10) This Financial Results is also available on the stock exchange websites <u>www.bseindia.com</u> and <u>www.nseindia.com</u> and on our website <u>www.tvsses.com</u>.

for and on behalf of the board of directors of TVS Supply Chain Solutions Limited

RL. Uswaretta Pr.

Ravi Viswanathan

Managing Director DIN: 08713910

Date: February 05, 2024
Place: Chennai



Regd Office: 10 Jawahar Road, Chokkikulam, Madurai – 625 002, Tamil Nadu, India Website: www.tvsscs.com; Email ID: investor.relations@tvsscs.com CIN: U63011TN2004PLC054655

			(V:	alues in ₹ crores ex	ccept share data an	d otherwise stated
		Quarter ended		Nine mor	iths ended	Year ended
Particulars	31 December 2023	30 September 2023	31 December 2022	31 December 2023	31 December 2022	31 March 2023
i ai ilculai s	Unaudited	Unaudited (Refer note 6a)	Unaudited (Refer Note 2 and 6a)	Unaudited	Unaudited (Refer Note 2 and 6a)	Audited (Refer Note 3 and
Segment Revenue						
Integrated Supply Chain Solutions	1,274.69	1,271.08	1,110.31	3,865.32	3,328.19	4,584.15
Network Solutions	954.42	1,000.89	1,269.07	2,931.73	4,364.71	5,435.33
Gross Revenue	2,229.11	2,271.97	2,379.38	6,797.05	7,692.90	10,019.48
Less: Intersegmental Revenue	(7.27)	(9.06)	(5.97)	(23.38)	(20.13)	(25.10
Revenue from operations	2,221.84	2,262.91	2,373.41	6,773.67	7,672.77	9,994.38
Segment Results						
Integrated Supply Chain Solutions	133.77	129.50	110.37	403.11	293.13	408.10
Network Solutions	45.44	48.29	77.48	138.80	259.16	301.06
Unallocated	(26.85)	(32.32)	(49.26)	(80.37)	(124.86)	(129.09
Less: Intersegmental Elimination	21.21	30.26	29.98	74.09	86.93	105.05
Total	173.57	175.73	168.57	535.63	514.36	685.12
Add						
Other Income	21.61	8.29	27.69	48.10	64.71	75.63
Share of profit from equity accounted investee	0.62	1.00	1.10	2.42	3.41	4.78
Exceptional Items	-	(3.24)	Sec	(26.41)	· ·	(10.00
Less						
Depreciation and amortisation	(139.67)	(141.75)	(125.30)	(418.19)	(367.76)	(501,55
Finance cost	(44.03)	(57.13)	(48.80)	(164.48)	(133.22)	(185.08
Loss on foreign currency transactions and translations	(11.50)	9.33	12.94	(14.73)	(1.11)	(0.99
Share based payments	-	-	(5.57)	(3.35)	(17.93)	(21.96
Profit/(loss) before tax from continuing operations	0.60	(7.77)	30.63	(41.01)	62.46	45.95
Profit/(loss) before tax from discontinued operations	-	(18.67)	(1.15)	(32.77)	(2.91)	(5.89
Profit / (loss) before tax	0,60	(26,44)	29,48	(73.78)	59.55	40.06
Segment assets						
Integrated Supply Chain Solutions	3,208.77	3,480.36	3,295.88	3,208.77	3,295.88	3,657.40
Network Solutions	2,491.55	2,224.03	2,502.97	2,491.55	2,502.97	2,386.91
Unallocable corporate assets	4,850.72	4,628.55	3,642.57	4,850.72	3,642.57	4,080.99
Less: Inter segment assets	(4,705.74)	(4,323.57)	(3,615.42)	(4,705.74)	(3,615.42)	(3,914.38
Total Segment Assets	5,845.30	6,009.37	5,826.00	5,845,30	5,826,00	6,210.92
Segment liabilities						
Integrated Supply Chain Solutions	2,594.27	2,650.99	2,680.67	2,594.27	2,680.67	2,886.30
Network Solutions	2,308.54	2,352.36	2,434.88	2,308.54	2,434.88	2,356.04
Unallocable corporate liabilities	1,496.43	1,684.97	2,282.09	1,496.43	2,282.09	2,820.54
	(0.421.20)	(2 501 (5)	(2.240.52)	(2.421.20)	(2 240 52)	/2-611-07
Less: Inter segment liabilities	(2,431.30)	(2,501.65)	(2,340.53)	(2,431.30)	(2,340.53)	(2,611.97



Date: February 05, 2024 Place: Chennai for and on behalf of the board of directors of TVS Supply Chain Solutions Limited

RL. Unwandta P.v.

Ravi Viswanathan Managing Director DIN: 08713910

Chennai

Chartered Accountants

6th Floor - "A" Block Tidel Park, No. 4 Rajiv Gandhi Salai

Taramani, Chennai - 600 113, India

Tel: +91 44 6117 9000

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

Review Report to
The Board of Directors
TVS Supply Chain Solutions Limited

- 1. We have reviewed the accompanying statement of unaudited standalone financial results of TVS Supply Chain Solutions Limited (the "Company") for the quarter and nine-month period ended December 31, 2023 (the "Statement") attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").
- 2. The Company's Management is responsible for the preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, (Ind AS 34) "Interim Financial Reporting" prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The Statement has been approved by the Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
- 3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
- 4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ('Ind AS') specified under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Listing Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.
- 5. The Statement includes the results for the quarter and nine-month period ended December 31, 2022, which have not been subjected to audit or review by us or any other auditor and are approved by the Company's Board of Directors.

For S.R. BATLIBOI & ASSOCIATES LLP

**Chartered Accountants** 

ICAI Firm registration number: 101049W/E300004

per Bharath N S

Partner

Membership No.: 210934 UDIN: 24210934BKFULM1049

Place: Chennai

Date: February 5, 2024

Regd Office: 10 Jawahar Road, Chokkikulam, Madurai – 625 002, Tamil Nadu, India Website: www.tvsscs.com; Email ID: investor.relations@tvsscs.com CIN: U63011TN2004PLC054655

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER ENDED AND NINE MONTHS ENDED 31 DECEMBER 2023

STATEMENT OF UNAUDITED STANDALONE	FINANCIAL KESUL	ISTUR THE QUA	K : EK ENDED ANI		except share data at	
		Quarter ended		·	ths ended	Year ended
Particulars	31 December 2023	30 September 2023	31 December 2022	31 December 2023		31 March 2023
2.0.110.00.0	Unaudited	Unaudited	Unaudited (Refer Note 2)	Unaudited	Unaudited (Refer Note 2)	Audited (Refer Note 3)
Revenue from operations	471.89	490.72	451.98	1,463.86	1,327.74	1,818.56
Other income	64.26	42.13	51.56	154.50	117.95	159.88
Total income	536.15	532.85	503,54	1,618.36	1,445.69	1,978.44
Expenses						
Freight charges	140.64	145.51	127.18	427.12	382.68	524.72
Sub-contracting costs and casual labour charges	109.68	115.22	119.65	345.60	325.70	431.44
Purchase of stock-in-trade	-	0.05	-	0.05	0.21	0.21
Employee benefits expense	121.09	129.23	120.19	376.08	386.33	498.14
Finance costs	9.68	17.13	18.38	47.78	48.45	68.38
Depreciation and amortisation expense	52.41	54.53	47.52	158.65	133.61	186.36
Other expenses	55.79	58.93	36.06	174.90	209.74	270.02
Total expenses	489.29	520.60	468.98	1,530.18	1,486.72	1,979.27
Profit / (loss) before exceptional items and income tax	46.86	12.25	34.56	88.18	(41.03)	(0.83)
Exceptional items (refer note 6)	-	49.21	-	26.04	×	(10,00)
Profit / (loss) before tax	46.86	61.46	34.56	114.22	(41.03)	(10,83)
Tax expenses						
Current tax	11.22	5.85	-	26,60	-	5.11
Deferred tax (expense/ (credit))	(0.15)	(2.01)	(2.45)	(5.16)	(5.60)	13.32
Total tax expenses	11.07	3.84	(2.45)	21.44	(5.60)	18.43
Profit / (loss) for the period / year	35.79	57.62	37.01	92.78	(35.43)	(29.26)
Other comprehensive income						
Items that will not be reclassified subsequently to profit or loss						
Re-measurement gain / (loss) on defined benefit plans	(0.80)	(0.97)	(0.80)	(1.81)	(3.23)	(2.81)
Income tax relating to above	0.21	0.24	0.28	0.46	1.13	0.98
Net other comprehensive income not to be reclassified subsequently to profit or loss	(0.59)	(0.73)	(0.52)	(1.35)	(2.10)	(1.83)
Other comprehensive income for the period / year, net of tax	(0.59)	(0.73)	(0.52)	(1.35)	(2.10)	(1.83)
Total comprehensive income for the period / year	35.20	56,89	36.49	91.43	(37.53)	(31.09)
Paid -up equity share capital (At ₹ 1 per share)	44.01	43.77	36.42	44.01	36.42	36.43
Other Equity						1,163.85
Earnings / (loss) per share (₹) (Not annualised for the quarterly / nine month periods)						
Basic Diluted	0.82 0.81	1.38 1.35	1.02 1.00	2.23 2.23	(0.96) (0.96)	(0.76) (0.76)





#### Notes to Unaudited Standalone Financial Results for the Quarter Ended and Nine Months Ended 31 December 2023

- 1) The above standalone financial results of TVS Supply Chain Solutions Limited (the "Holding Company" or the "Company") have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meeting held on February 5, 2024. The statutory auditors have conducted a limited review of these standalone financial results.
- 2) The figures for the quarter and nine month ended December 31, 2022 has neither been reviewed nor audited by the Statutory auditor of the Company. However, the management has taken necessary care and diligence to ensure that the financial results are fairly stated.
- 3) The figures for the year ended March 31, 2023 has been extracted from the general purpose financial statements which was audited by the Statutory auditor of the Company.
- 4) The Unaudited Standalone Financial Results of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended) and in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 5) The Company has completed an Initial Public Offer ("IPO") of 44,670,050 Equity Shares at the face value of ₹1/- each at an issue price of ₹197/- per Equity Share, comprising of offer for sale of 14,213,198 shares by Selling Shareholders and fresh issue of 30,456,852 shares. The Equity Shares of the Company are listed on BSE Limited ("BSE") and National Stock Exchange of India limited ("NSE") on August 23, 2023.

The total offer expenses are estimated to be ₹102.97 Crores (inclusive of taxes wherever applicable) which are proponlonately allocated between the selling shareholders and the Company as per respective offer size. The utilization of IPO proceeds of ₹525 Crores (net of provisional IPO expenses of ₹75 Crores) is summarized below:

(₹ in Crores) **Utilisation** upto Unutilised as on Objects of the issue **IPO Proceeds** December 31, December 31, 2023 2023 Prepayment or repayment of all or a portion of certain outstanding borrowings availed by our Company and its Subsidiary, TVS 525.00 524.01 0.99 Logistics Investment UK Limited 0.99 524.01 Total 525.00

- 6) Details of the exceptional items are as follows:
- a) On September 30, 2023, the Group had disposed off 832,933 shares in its equity accounted investee, "TVS Industrial & Logistics Park Private Limited (TVSILP)" for a consideration of ₹51.3 Crores. Gain from the disposal amounting to ₹49.21 Crores has been disclosed as an exceptional item in the financial results for the quarter ended 30 September 2023.
- b) Compulsorily Convertible Preference Shares (CCPS) aggregating ₹556.16 Crores were converted into equity shares on July 27, 2023 at a price of ₹167.55 per Equity Share. During the nine month ended December 31, 2023, fair value changes on conversion of these instruments aggregating ₹23.17 Crores has been expensed off and disclosed as an exceptional item in these financial results. The fair value changes are non-cash and does not entail any cash outflow.
- c) During the year ended March 31, 2023, the Company expensed certain expenses incurred in connection with initial public offering amounting to ₹10.00 Crores which are not in the nature of share issue expenses and accordingly disclosed these as exceptional items.
- 7) The Board of Directors at its meeting held on February 5, 2024, has accorded its approval to the draft Scheme of Amalgamation which provides for the merger of TVS SCS Global Freight Solutions Limited, White Data Systems Private Limited, SPC International (India) Private Limited and FLEXOL Packaging (India) Limited which are wholly owned subsidiaries of the Company, and Mahogany Logistics Services Private Limited (formerly known as 'DRSR Logistics Services Private Limited') with and into TVS Supply Chain Solutions Limited.

The Scheme would be subject to the sanction and approval of the National Company Law Tribunal, the relevant stock exchanges and shareholders. The Scheme when approved by all the regulatory authorities and relevant stakeholders will be accounted for in accordance with Indian Accounting Standards ("Ind AS").





#### Notes to Unaudited Standalone Financial Results for the Quarter Ended and Nine Months Ended 31 December 2023

- 8) The Company's operations predominantly relate to Integrated Supply Chain Solutions ("ISCS"). As the Company's business activity falls within a single business segment and the revenues substantially being in the domestic market, there are no separate reportable segment under Ind AS 108 "Operating Segments".
- 9) The previous period/year comparatives have been regrouped/ rearranged wherever necessary to conform to the current period's presentation.
- 10) This Financial Results is also available on the stock exchange websites www.bseindia.com and www.nseindia.com and on our website www.tvsscs.com.



Date: February 05, 2024

Place: Chennai

for and on behalf of the board of directors of TVS Supply Chain Solutions Limited

Par Howardtaper

Ravi Viswanathan

Managing Director DIN: 08713910





#### **Press Release**

### TVS SCS returns to profitability in Q3 FY24 with PAT of 10.0 Cr

~ Continued growth momentum & margin expansion in Integrated Suppply Chain Solutions drives return to profitability

Chennai, 5<sup>th</sup> February, 2024: TVS Supply Chain Solutions Limited (NSE: TVSSCS, BOM: 543965), a global supply chain solutions provider and one of the largest and fastest growing integrated supply chain solutions providers in India, today announced its consolidated unaudited financial results for the third quarter, and nine months ending FY 2024, with a PAT of INR 10.0 Cr for Q3 FY24. The company has two operating segments: Integrated Supply Chain Solutions ("ISCS") and Network Solutions ("NS").

#### **Integrated Supply Chain Solutions:**

In INR Cr	Q3 Performance							
Integrated Supply Chain Solutions ("ISCS") Segment	Q3 FY23	Q2 FY24	Q3 FY24	QoQ Growth	YoY Growth			
ISCS Segment Revenue	1,109.1	1,269.5	1,272.1	0.2%	14.7%			
ISCS Segment Adj. EBITDA	110.4	129.5	133.8	3.3%	21.2%			
ISCS Segment Adj. EBITDA margin %	10.0%	10.2%	10.5%					

9n	n Performai	nce
9m FY23	9m FY24	YoY Growth
3,325.5	3,860.4	16.1%
293.1	403.1	37.5%
8.8%	10.4%	

The Integrated Supply Chain Solutions segment continues to deliver double digit growth consistently as in the earlier quarters. Q3 revenue for ISCS grew by 14.7% YoY to 1,272.1 Cr. The revenue grew despite the impact of the UAW strike in North America. This growth was achieved through expansion in ongoing customer engagements and new business development. During the quarter, new business wins included contracts with a commercial / passenger vehicle OEM in India, expansion in engagement with an agri-equipment company in the US & Germany and a glass & materials manufacturer in India. The company's operational discipline managed to offset the impact of the UAW strike during the quarter and drove its margin performance with Q3 Adj. EBITDA margins expanding 50 bps YoY to 10.5%.

The momentum in the ISCS segment was also evident from its nine-month performance. The revenue grew by 16.1% YoY from 3,325.5 Cr to 3,860.4 Cr and Adj. EBITDA grew 37.5% from 293.1 Cr to 403.1 Cr translating to a margin expansion of 160 bps YoY.

#### **Network Solutions:**

In INR Cr	Q3 Performance								
Network Solutions ("NS") Segment	Q3 FY23	Q2 FY24	Q3 FY24	QoQ Growth	YoY Growth				
NS Segment Revenue	1,264.3	993.4	949.8	-4.4%	-24.9%				
NS Segment Adj. EBITDA	77.5	48.3	45.4	-5.9%	-41.4%				
NS Segment Adj. EBITDA margin %	6.1%	4.9%	4.8%						

9n	n Performa	nce
9m FY23	9m FY24	YoY Growth
4,347.3	2,913.2	-33.0%
259.2	138.8	-46.4%
6.0%	4.8%	

In line with the global trend of slowdown in freight, Global Forwarding Solutions (GFS) business saw weak volumes and pricing which continued to be in a narrow band. Given the developments in the



Red Sea, ocean freight rates showed a spike, and the company keeps a close watch on the developments. The management focus continues to be on new business development to drive revenue and procurement & operational efficiency to improve margins. During the quarter, it has kicked off a number of cost optimization projects across the NS segment.

The NS Segment's Adj. EBITDA margins remain consistent on a QoQ basis at 4.8% in a difficult revenue environment.

### **Summary of consolidated financial performance:**

In INR Cr	Q3 Performance					
	Q3 FY23	Q2 FY24	Q3 FY24	QoQ Growth	YoY Growth	
Revenue from operations	2,373.4	2,262.9	2,221.8	-1.8%	-6.4%	
Adjusted EBITDA	168.6	175.7	173.6	-1.2%	3.0%	
Adjusted EBITDA margin %	7.1%	7.8%	7.8%			
PBT before exceptional items	30.6	-4.5	0.6			
Profit Before Tax	30.6	-7.8	0.6			
Profit After Tax	17.2	-21.9	10.0			

9m Performance				
9m FY23	9m FY24	YoY Growth		
7,672.8	6,773.7	-11.7%		
514.4	535.6	4.1%		
6.7%	7.9%			
62.5	-14.6			
62.5	-41.0			
57.0	-63.1			

On a consolidated basis, Q3 Adj. EBITDA margins expanded 70 bps YoY with strong margin performance in the ISCS segment. Adj. EBITDA for the quarter was INR 173.6 Cr. Consistent operational performance and reduction in interest expenses helped the business achieve break even with Profit Before Tax of 0.6 Cr in Q3 FY24 compared to a loss (before exceptional items) of 4.5 Cr in Q2 FY24. Profit After Tax for the third quarter was 10 Cr compared to a loss of -21.9 Cr in Q2 FY24.

Commenting on the performance, **Mr. Ravi Viswanathan**, Managing Director, TVS Supply Chain Solutions Ltd. said, "Our Q3 performance highlights the inherent strength of our business portfolio. We have been able to grow both revenues and margins in the ISCS Segment business consistently to help drive consolidated margins YoY. Our business development efforts continue to deliver results as expected and we see positive demand drivers across our geographies. We are confident on overcoming external challenges in global freight and growing our business profitably."

Commenting on the performance, **Mr. Ravi Prakash Bhagavathula**, Global CFO, TVS Supply Chain Solutions Ltd. said, "Our financial performance for the quarter, highlights our continued focus on operational efficiency which has been complemented with the full benefit of debt reduction. We have thus been able to demonstrate the business' ability to achieve breakeven despite challenging external factors in one of our segments."

The Board of Directors at its meeting held on February 5, 2024, has accorded its approval to the draft Scheme of Amalgamation which provides for the merger of TVS SCS Global Freight Solutions Limited, White Data Systems Private Limited, SPC International (India) Private Limited and FLEXOL Packaging (India) Limited which are wholly owned subsidiaries of the Company, and Mahogany Logistics Services Private Limited (formerly known as 'DRSR Logistics Services Private Limited') with and into TVS Supply Chain Solutions Limited.



The Scheme would be subject to the sanction and approval of the National Company Law Tribunal, the relevant stock exchanges and shareholders. The Scheme when approved by all the regulatory authorities and relevant stakeholders will be accounted for in accordance with Indian Accounting Standards.

The above actions will further increase the operational efficiencies in India and support the business development.

#### Non-GAAP measures

Adjusted EBITDA is calculated as the sum of restated profit/ (loss) for the period from continuing operations, total tax expenses, finance costs, share based payments, loss on foreign currency transactions and translations, depreciation and amortisation expense reduced / added by exceptional items, share of profit of equity accounted investees (net of income tax) and other income.

#### **About TVS Supply Chain Solutions**

Promoted by the erstwhile TVS Group and now part of TVS Mobility Group, **TVS Supply Chain Solutions Limited** ("TVS SCS" or "Company") is an India-based multinational company, who pioneered the development of the supply chain solutions market in India. For the last 15 years, TVS SCS has managed large and complex supply chains across multiple industries in India and select global markets through customized tech-enabled solutions. The Company's customers span across numerous industries such as automotive, industrial, consumer, tech and tech infra, rail and utilities, and healthcare.

TVS SCS provides specialized solutions spanning the entire value chain from sourcing to consumption, to reduce complexity in its customers' supply chains by using technology, data analytics and execution experience. The company's digital platforms are largely cloud-based, powered by a micro service-based architecture and are highly scalable and reliable, thereby enabling it to implement solutions across multiple geographies in a relatively short time.

For more details, please visit <a href="https://www.tvsscs.com/">https://www.tvsscs.com/</a>

#### For further information, please contact:

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