TRANSPORT CORPORATION OF INDIA LIMITED

Corporate Identity Number (CIN): L70109TG1995PLC019116
Registered Office: Flat Nos 306 & 307, 1-8-271 to 273, Third Floor, Ashok Bhoopal Chambers, SP Road, Secunderabad, Telangana - 500 003, India
Corporate Office: TCI House, 69, Institutional Area, Sector - 32, Gurgaon - 122001, Haryana, India
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Contact Person: Hansa Sharma, Company Secretary & Compliance Officer

POST-BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF TRANSPORT CORPORATION OF INDIA LIMITED (THE "COMPANY") FOR THE BUYBACK OF EQUITY SHARES THROUGH THE TENDER OFFER ROUTE UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This post-buyback public announcement ("**Post-Buyback Public Announcement**") is being made in accordance with Regulation 24(vi) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force (**"SEBI Buyback Regulations"**) regarding completion of the Buyback.

This Post-Buyback Public Announcement should be read in conjunction with the public announcement dated Tuesday, September 29, 2026 which was published in newspaper on Wednesday, September 30, 2026 ("**Public Announcement**"); corrigendum to the Public Announcement dated Wednesday, September 30, 2026 which was published in newspapers on Thursday, October 1, 2026 ("**Corrigendum**") and the letter of offer dated Sunday, October 11, 2026 ("**Letter of Offer**") in connection with the Buyback.

Unless specifically defined herein, capitalised terms and abbreviations used herein shall have the same meaning as ascribed to them in the Public Announcement, Corrigendum and the Letter of Offer.

1. DETAILS OF THE BUYBACK OFFER AND BUYBACK OFFER PRICE

1.1 The Board of Directors of the Company at its meeting held on Tuesday, September 29, 2026 had approved the buyback of up to 1,562,500 fully paid-up equity shares of the Company, each having a face value of INR 2/- (Indian Rupees Two only) **("Equity Shares"),** representing up to 2.03% of the total number of equity shares in the paid-up share capital of the Company as on March 31, 2026, at a price of INR 960/- (Indian Rupees Nine Hundred and Sixty only) per Equity Share ("**Buyback Price**") from Eligible Shareholders, payable in cash for an aggregate amount not exceeding INR 1,500,000,000/- (Indian Rupees One Hundred and Fifty Crore only) (excluding transaction costs viz. brokerage costs, fees, turnover charges, applicable taxes such as securities transaction tax, goods and services tax, stamp duty, etc., expenses incurred or to be incurred for the buyback like filing fees payable to the SEBI, advisors/ legal fees, Stock Exchange charges, public announcement publication expenses, printing and dispatch expenses and other incidental and related expenses, etc.) ("**Buyback Offer Size**"), being 6.76% and 6.15% of the aggregate of the fully paid-up equity share capital and free reserves of the Company as per the latest audited standalone and consolidated financial statements of the Company as at March 31, 2026, respectively on a proportionate basis through the "tender offer" route as prescribed under the SEBI Buyback Regulation, from all of the equity shareholders/ beneficial owners of the Company, excluding the promoters and members of the promoter group of the Company (as defined under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, and to be referred as "Promoter & Promoter Group") who hold Equity Shares as of the record date i.e., October 9, 2026 (the "**Record Date**" and such buyback the "**Buyback**").

1.2 The Company adopted the tender offer route for the purpose of the Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by the Securities and Exchange Board of India ("**SEBI**") vide SEBI circular no. CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 and SEBI circular CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 read with SEBI circular no. SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and SEBI's circular SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 8, 2023, and such other circulars or notifications, as may be applicable, including any amendments or statutory modifications for the time being in force.

1.3 The tendering period of the Buyback opened on Thursday, October 15, 2026, and closed on Thursday, October 22, 2026.

2. DETAILS OF THE BUYBACK

2.1 1,562,500 (Fifteen Lakhs Sixty-Two Thousand Five Hundred) Equity Shares were bought back pursuant to the Buyback, at a price of INR 960/- (Indian Rupees Nine Hundred Sixty only) per Equity Share.

2.2 The total amount utilized in the Buyback was INR 1,500,000,000 (Indian Rupees One Hundred and Fifty Crore Only) excluding Transaction Costs.

2.3 The Registrar to the Buyback i.e., KFin Technologies Limited (*formerly known as KFin Technologies Private Limited*) ("**Registrar**"), considered a total of 7,352 (Seven Thousand Three Hundred and Fifty Two) valid bids for 2,928,390 (Twenty Nine Lakh Twenty Eight Thousand Three Hundred and Ninety) Equity Shares in response to the Buyback, resulting in the tender of approximately 1.87 times the maximum number of Equity Shares proposed to be bought back.

The details of the valid bids considered by the Registrar are as follows:

Category	Number of Equity Shares reserved in the Buyback	Total valid bids received in this category	Total Equity Shares Validly Tendered	Response (%)
Reserved Category for Small Shareholders	234,375	6,276	358,736	153.06%
General Category for all other Eligible Shareholders	1,328,125	1,076	2,569,654	193.48%
Total	**1,562,500**	**7,352**	**2,928,390**	**187.42%**

2.4 All valid bids were considered for the purpose of acceptance in accordance with the SEBI Buyback Regulations and the terms set out in the Letter of Offer. The communication of acceptance / rejection has been dispatched by the Registrar, through email / physical mode, to the relevant Eligible Shareholders on Wednesday, October 28, 2026.

2.5 The settlement of accepted bids was completed by the Clearing Corporations on Wednesday, October 28, 2026. The Clearing Corporations have made direct funds pay-out to Eligible Shareholders whose Equity Shares have been Accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction was rejected by the Reserve Bank of India / relevant bank(s), due to any reasons, then the amount payable to the concerned shareholder was transferred to the Seller's Broker for onward transfer to the Eligible Shareholder.

2.6 Demat Shares accepted under the Buyback were transferred to the Company Demat Account on Wednesday, October 28, 2026. The unaccepted Demat Shares, if any, have been returned to respective Eligible Shareholders / Shareholders brokers / custodians and lien has been removed by the Clearing Corporations on Wednesday, October 28, 2026. No Physical Shares were tendered in the Buyback.

2.7 The extinguishment of 1,562,500 (Fifteen Lakhs Sixty Two Thousand Five Hundred) Equity Shares accepted under the Buyback, all in dematerialised form, is currently under process and shall be completed in accordance with the SEBI Buyback Regulations on or before Friday, October 30, 2026.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1 The capital structure of the Company before and after the completion of the Buyback is set forth below:

Particulars	Pre-Buyback	Post completion of the Buyback *
Authorised share capital: 180,000,000 Equity Shares of INR 2/- each and 500,000 preference shares of INR 100/- each	INR 410,000,000 (180,000,000 Equity Shares of INR 2/- each and 500,000 preference shares of INR 100/- each)	INR 410,000,000 (180,000,000 Equity Shares of INR 2/- each and 500,000 preference shares of INR 100/- each)
Issued, subscribed and fully paid-up share capital: 76,831,142 Equity Shares of INR 2/- each	INR 153,662,284 (76,831,142 Equity Shares of INR 2/- each)	INR 150,537,284 (75,268,642 Equity Shares of INR 2/- each)

**Note: Subject to extinguishment of 1,562,500 (Fifteen Lakhs Sixty Two Thousand Five Hundred) Equity Shares accepted in the Buyback.*

3.2 Details of Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares were bought back under the Buyback are as under:

Sr. No.	Name of the Eligible Shareholder	Number of Equity Shares Accepted Under the Buyback	Equity Shares Accepted as a % of Total Equity Shares Bought Back	Equity Shares Accepted as a % of Total Post Buyback Equity Capital of the Company*
1.	HDFC Multi-Asset Allocation Fund	416,728	26.67	0.55
2.	New Mark Capital AIF LLP	146,997	9.41	0.20
3.	New Mark Capital India Fund I	135,510	8.67	0.18
4.	K India Opportunities Fund Limited PCC - Cell P	45,601	2.92	0.06
5.	Bandhan Infrastructure Fund	44,912	2.87	0.06
6.	Abu Dhabi Investment Authority - Monsoon	38,802	2.48	0.05
7.	Ishwar Singh Sigar	31,046	1.99	0.04
8.	Tripat Kaur	23,342	1.49	0.03
9.	Prashant Khandelwal	21,867	1.40	0.03
10.	Emerging Markets Core Equity 2 Portfolio of DFA IN	17,427	1.10	0.02

**Note: Subject to extinguishment of 1,562,500 (Fifteen Lakhs Sixty Two Thousand Five Hundred) Equity Shares accepted in the Buyback.*

3.3 The shareholding pattern of the Company before and after completion of the Buyback is set out below:

Category of shareholder	Pre-Buyback		Post Buyback*	
	Number of Equity Shares	% to the Equity Share Capital	Number of Equity Shares	% to the Equity Share Capital
Promoters & Promoter Group along with persons acting in concert	52,749,590	68.66	52,749,590	70.08
Foreign Investors (including Non- Resident Indians, FIIs and Foreign Mutual Funds)	2,337,276	3.04	22,519,052	29.92
Financial Institutions /NBFC Banks & Mutual Funds promoted by Banks / Institutions	9,754,789	12.70		
Others (Public, Public Bodies Corporate etc.)	11,989,487	15.60		
Total	**76,831,142**	**100.00**	**75,268,642**	**100.00**

**Note: Subject to extinguishment of 1,562,500 (Fifteen Lakhs Sixty Two Thousand Five Hundred) Equity Shares accepted in the Buyback.*

4. MANAGER TO THE BUYBACK

ICICI Securities Limited
Address: ICICI Venture House, Appasaheb Marathe Marg Prabhadevi, Mumbai – 400025, Maharashtra, India
Tel: +91 22 6807 7100
Contact Person: Ramesh Vaswana / Tanya Tiwari
E-mail: tcil.buyback@icicisecurities.com
Website: www.icicisecurities.com
SEBI Registration Number: INM000011179

5. DIRECTORS' RESPONSIBILITY

In terms of Regulation 24(i)(a) of the SEBI Buyback Regulations, the Board of Directors accepts full responsibility for all the information contained in this Post-Buyback Public Announcement and confirms that it contains true, factual and material information and does not contain any misleading information. This Post-Buyback Public Announcement is issued under the authority of the Board and in terms of the resolution passed by the Buyback Committee on Wednesday, October 28, 2026.

For and on behalf of the Board of Directors of Transport Corporation of India Limited

Sd/-	Sd/-	Sd/-
Vineet Agarwal	**Dharmpal Agarwal**	**Hansa Sharma**
Managing Director	Chairman & Managing Director	Company Secretary & Compliance Officer
DIN: 00380300	**DIN:** 00084105	**Membership number:** A42616

Place : Gurugram
Date : October 28, 2026