

April 12, 2016

To  
The Secretary,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001.

To  
The Listing Department,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, Bandra Kurla Complex, Bandra  
(E), Mumbai - 400 051.

Dear Sirs,

**Sub: Shareholding pattern under clause 31(1)(b) of the SEBI (LODR) Regulations, 2015-reg.**

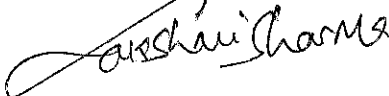
**Ref: Scrip Code 501242 (BSE); TCIFINANCE (NSE)**

Please find enclosed the shareholding pattern under under clause 31(1)(b) of the SEBI (LODR) Regulations, 2015 for the quarter ended December 31, 2015 for your information and records.

Kindly acknowledge the receipt of the above.

Thanking You,

For TCI Finance Limited



Lakshmi Sharma

**Company Secretary**

Format of Holding of Specified securities

1. Name of Listed Entity: TCI FINANCE LIMITED
2. Scrip Code/Name of Scrip/Class of Security: 501242, TCI FINANCE, EQUITY SHARES
3. Share Holding Pattern Filed under: Reg. 31(1)(a)/Reg.31(1)(b)/Reg.31(1)(c)
  - a. if under 31(1)(b) then indicate the report for quarter ending 31/03/2016
  - b. if under 31(1)(c) then indicate date of allotment/extinguishment

4. Declaration : The Listed entity is required to submit the following declaration to the extent of submission of information:

Particulars	YES*	NO*
a. Whether the Listed Entity has issued any partly paid up shares		NO
b. Whether the Listed Entity has issued any Convertible Securities or Warrants?		NO
c. Whether the Listed Entity has any shares against which depository receipts are issued?		NO
d. Whether the Listed Entity has any shares in locked-in?		NO
e. Whether any shares held by promoters are pledge or otherwise encumbered?		NO

\*if the Listed Entity selects the option 'NO' for the questions above, the columns for the partly paid up shares, Outstanding Convertible Securities/Warrants, depository receipts, locked-in shares, No of shares pledged or otherwise encumbered by promoters, as applicable, shall not be displayed at the time of dissemination on the Stock Exchange website. Also wherever there is 'No' declared by Listed entity in above table the values will be considered as 'Zero' by default on submission of the format of holding of specified securities.

5. The tabular format for disclosure of holding of specified securities is as follows:

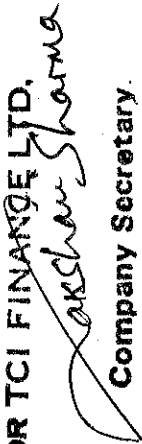
FOR TCI FINANCE LTD.  
  
 Company Secretary.

Table I - Summary Statement holding of specified securities

Category	Category of Shareholder	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total no of shares (As a % of (A+B+C2))	Number of Voting Rights held in each class of securities			No of Shares Underlying convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form	
								Class X	Class Y	Total			No.	As a % of total Shares	No.	As a % of total Shares		
(i)	(ii)	(iii)	(iv)	(v)	(vi)	(vii)	(viii)	(ix)	(x)	(xi)	(xii)	(xiii)	(xiv)					
(A)	Promoter & Promoter Group	12	5363544	0	0	5363544	41.67	5363544	0	5363544	41.67	0	0.00	0	0.00	0	0.00	5363544
(B)	Public	5932	7508949	0	0	7508949	58.33	7508949	0	7508949	58.33	0	0.00	0	0.00	NA	NA	6380768
(C)	Non Promoter-Non Public																	
(C1)	Shares underlying DRs	0	0	0	0	0	0	0	0	0	0	0	0.00	0	0.00	NA	NA	0
(C2)	Shares held by Employees Trusts	0	0	0	0	0	0	0	0	0	0	0	0.00	0	0.00	NA	NA	0
	<b>Total:</b>	<b>5944</b>	<b>12872493</b>	<b>0</b>	<b>0</b>	<b>12872493</b>	<b>100.00</b>	<b>12872493</b>	<b>0</b>	<b>12872493</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>11744312</b>

FOR TCI FINANCE LTD.  
*Akshay Sharma*  
 Company Secretary.

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Category	Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI) As a % of (A+B+C2)	Shareholding as a % of total no of shares (calculate as per SCRR, 1957 (VIII) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities		No of Shares Underlying convertible securities (including Warrants)	Shareholding as a % assuming full conversion of Securities (as a percentage of diluted share capital) (VII)+(X) As a % of (A+B+C2)	Number Locked in Shares	Number of Shares or otherwise encumbered	Number of equity shares held in dematerialized form
									Class X	Class Y Total					
	(i)	(ii)	(iii)	(iv)	(v)	(vi)	(vii)	(viii)	(ix)	(x)	(xi)	(xii)	(xiii)	(xiv)	
(1)	Indian														
(a)	Individuals/Hindu undivided Family		4	1621634	0	0	1621634	12.60	1621634	0	12.60	0	0.00	0	1621634
	MAHENDRA KUMAR AGARWAL (HUF)	AAAHM6384A	1	128265	0	0	128265	1.00	128265	0	1.00	0	0.00	0	128265
	MAHENDRA KUMAR AGARWAL	ABLP44518K	1	1196619	0	0	1196619	9.30	1196619	0	9.30	0	0.00	0	1196619
	DHRUV AGARWAL	AGGPA9320D	1	296675	0	0	296675	2.30	296675	0	2.30	0	0.00	0	296675
	MANISH AGARWAL	AIRPA9576C	1	75	0	0	75	0.00	75	0	0.00	0	0.00	0	75
(b)	Central Government/State Government(s)		0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0
(c)	Financial Institutions/Banks		0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0
	Any Other (Bodies Corporates)		6	3191904	0	0	3191904	24.80	3191904	0	24.80	0	0.00	0	3191904
(d)	BUNNY INVESTMENTS & FINANCE PRIVATE LIMITED	AAACB8313N	1	554856	0	0	554856	4.31	554856	0	4.31	0	0.00	0	554856
	GATI INTELLECT SYSTEMS LIMITED	AAACB9747Q	1	14900	0	0	14900	0.12	14900	0	0.12	0	0.00	0	14900
	JUBILEE COMMERCIAL & TRADING PRIVATE LIMITED	AAACJ6318D	1	320677	0	0	320677	2.49	320677	0	2.49	0	0.00	0	320677
	GATI LIMITED	AABCG3709Q	1	1600300	0	0	1600300	12.43	1600300	0	12.43	0	0.00	0	1600300
	GIRI ROADJINES AND COMMERCIAL TRADING PVT LTD	AAACT3148C	1	19171	0	0	19171	0.15	19171	0	0.15	0	0.00	0	19171
	MAHENDRA INVESTMENT ADVISORS PVT LTD	AADCM9787E	1	682000	0	0	682000	5.30	682000	0	5.30	0	0.00	0	682000
	Any Other (Trusts)		2	550006			550006	4.27	550006		4.27				550006
	DHRUV AGARWAL BENEFIT TRUST	AAATD2925N	1	308829	0	0	308829	2.40	308829	0	2.40	0	0.00	0	308829
	MANISH AGARWAL BENEFIT TRUST	AAATM5293J	1	241177	0	0	241177	1.87	241177	0	1.87	0	0.00	0	241177
	Sub-Total (A)(1)		12	5363544	0	0	5363544	41.67	5363544	0	41.67	0	0.00	0	5363544
	Foreign														
(2)															

FOR TCI FINANCE LTD.

*Cardinal Sharma*  
Company Secretary.

(a)	Individuals (Non-Resident Individuals/Foreign Individuals)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0		
(b)	Government	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
(c)	Institutions	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
(d)	Foreign Portfolio Investor	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
(e)	Any Other	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
	Sub-Total (A)(2)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
	Total Shareholding of Promoter and Promoter Group (A)-(A)(1)-(A)(2)	12	5363544	0	0	0	5363544	41.67	5363544	0	5363544	41.67	5363544	0	5363544	0	5363544	41.67	5363544	0	5363544	0	5363544	41.67	5363544	0	5363544

FOR TCI FINANCE LTD.  
*Prashant Sharma*  
 Company Secretary.

Table III - Statement showing shareholding pattern of the Public shareholder

Category & Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of Partly paid-up equity shares held	No of Shares Underlying Depository Receipts	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total shares (A+B+C2)	Number of Voting Rights held in each class of securities			No of Shares Underlying convertible securities (Including Warrants)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares	Number of Shares pledged or otherwise encumbered	Number of Shares held in dematerialized form
								Class X	Class Y	Total					
(I) Institutions	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)	(XIII)	(XIV)		
(a) Mutual Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0
(b) Venture Capital Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0
(c) Alternate Investment Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0
(d) Foreign Venture Capital Investors		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0
(e) Foreign Portfolio Investors		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0
(f) Financial Institutions/Banks		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0
(fe) Insurance Companies		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0
(h) Provident Funds/Pension Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0
(i) Any Other															
Sub Total (B)(1)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0
(2) Central Government/State Government(s)/President of India		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0
Sub Total (B)(2)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0
(3) Non-Institutions i. Individual shareholders holding nominal share capital up to Rs.2 lakhs ii. Individual shareholders holding nominal share capital in excess of Rs. 2 Lakhs		5629	3016845	0	0	3016845	23.44	3016845	0	3016845	23.44	0	0.00	0	2382768
NEERA AGARWAL	ACLPA3148C	1	950265	0	0	950265	7.38	950265	0	950265	7.38	0	0.00	0	1994695
(b) NBFCs Registered with RBI		1	2190	0	0	2190	0.02	2190	0	2190	0.02	0	0.00	0	2190
(c) Employee Trusts		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0
(d) Overseas Depositories (Holding DPs) (Balancing figure)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0
(e) Any Other															

FOR TCI FINANCE LTD.  
*Arshwin Janda*  
 Company Secretary.

NON RESIDENT INDIANS	57	260054	0	0	260054	2.02	260054	2.02	0	2.02	0	0.00	NA	260054
CLEARING MEMBERS	16	15546	0	0	15546	0.12	15546	0.12	0	0.12	0	0.00	NA	15546
BODIES CORPORATES	199	2226800	0	0	2226800	17.30	2226800	17.30	0	17.30	0	0.00	NA	1723195
ALPC FINANCE LTD	1	471000	0	0	471000	3.66	471000	3.66	0	3.66	0	0.00	NA	0
GREEN INDIA VENTURE FUND	1	1127209	0	0	1127209	8.76	1127209	8.76	0	8.76	0	0.00	NA	1127209
DIRECTORS AND RELATIVES	3	2819	0	0	2819	0.02	2819	0.02	0	0.02	0	0.00	NA	2319
Sub Total (B)(3)	5832	7508949	0	0	7508949	58.33	7508949	58.33	0	58.33	0	0.00		6380768
Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)	5932	7508949	0	0	7508949	58.33	7508949	58.33	0	58.33	0	0.00		6380768

FOR TCI FINANCE LTD.

*Akshay Sharma*  
Company Secretary.

Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public Shareholder

Category	Name of the Shareholder	PAN	No of Shareholders	No of fully paid up equity shares held	No of partly paid-up equity shares held	No of Shares Underlying Depository Receipts (I)	Total No of Shares Held (IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2)	Number of Voting Rights held in each class of securities		Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital)	Number of Locked in Shares		Number of Shares pledged or otherwise encumbered
									No of Voting Rights	Total as a % of (A+B+C)		No.	As a % of total Shares held	
			(III)	(IV)	(V)	(VI)	(VII)	(VIII)	Class X	Class Y	(XI)	(XII)	(XIII)	
(1)	Custodian/DR Holder		0	0	0	0	0	0.00	0	0	0.00	0	0.00	NA
(2)	Employee Benefit Trust (under SEBI(Share based Employee Benefit) Regulations 2014)		0	0	0	0	0	0.00	0	0	0.00	0	0.00	NA
	<b>Total Non-Promoter-Non Public Shareholding (C) = (C1)+(C2)</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	

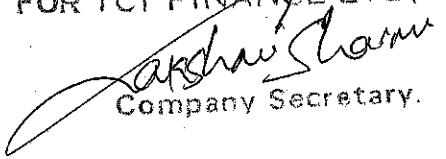
FOR TCI FINANCE LTD.  
*Archana Sharma*  
 Company Secretary.



**Details of the shareholders acting as persons in Concert including their Shareholding:**

Name of Shareholder	Name of PAC	No of shares	Holding%
<b>Total:</b>		<b>0</b>	<b>0</b>

FOR TCI FINANCE LTD.

  
Company Secretary.