

October 31, 2025

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400 001
Scrip Code: 512038

Ref.: Intimations dated October 9, 2025 and October 14, 2025.

Sub.: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sir/Ma'am,

Further to our intimations dated October 9, 2025 and October 14, 2025 and pursuant to Regulation 30 of the Listing Regulations, we wish to inform you that the board of directors of TCC Concept Limited ("**Company**"), at its meeting held today, have among others, considered and approved:

1. The acquisition of an additional 9,225 compulsorily convertible preference shares ("**CCPS**") and 14,52,527 equity shares of Pepperfry Limited ("**Pepperfry**") from its shareholders ("**Sellers**"), resulting in a cumulative acquisition of 98.98% stake of Pepperfry on a fully-diluted basis, comprising of (i) 30,13,917 CCPS (constituting 100% of the CCPS) and (ii) 3,50,32,475 equity shares (constituting 98.90% of the total equity shares), collectively, under the share acquisition agreement and executed an addendum to the share acquisition agreement dated October 14, 2025.

The details required to be disclosed under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are provided in **Annexure-1**.

2. Increase the size of the preferential issue to 1,18,55,560 equity shares of the Company of face value of Rs. 10 each, to the Sellers, for consideration other than cash (being utilized towards discharge of consideration for acquisition of 98.98% stake in Pepperfry on a fully diluted basis from the Sellers), on a preferential issue basis, subject to shareholder and regulatory approvals and such other permissions, sanctions and statutory approvals, as may be required.

The details required to be disclosed under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are provided in **Annexure-2**.

In reference to the above, a corrigendum dated October 31, 2025 to the Notice of Extra-ordinary General Meeting dated October 14, 2025 [is being dispatched / has been dispatched] to the members of the Company. A copy of the Corrigendum is enclosed as **Annexure-3**.

TCC Concept Limited

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The meeting of board of directors commenced at 5:00 P.M. (IST) and concluded at 6:00 P.M. (IST).

Kindly take the same on records.

Thanking You,
For TCC Concept Limited

Isha Arora
Company Secretray & Compliance Officer

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Annexure-1

Sr. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.;	<p>Name: Pepperfry Limited ("Pepperfry")</p> <p><u>About Pepperfry:</u> Founded in 2012 by Late Mr. Ambareesh Murty and Mr. Ashish Shah, Pepperfry is India's largest omnichannel furniture and home goods e-commerce marketplace. With a robust supply chain, 150+ studios across 100+ cities, and Assisted Buying services, it ensures a seamless customer experience. Pepperfry has redefined how India shops for furniture and home décor.</p> <p>Turnover for FY 2025: Rs. 164.18 Crores</p>
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length";	No, acquisition of Pepperfry does not qualify as related party transaction and none of the promoters or members of the promoter group or directors of the Company are interested in the transaction.
3	Industry to which the entity being acquired belongs;	Online Market Place (E-Commerce)
4	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The acquisition of Pepperfry is intended to strengthen the Company's presence in the e-commerce and digital marketplace space, complementing its core focus on technology-driven platforms. By integrating Pepperfry's established furniture and home goods marketplace with the Company's innovation and digital expertise, the Company aims to enhance customer experience, create operational synergies, and unlock new growth opportunities. This acquisition is in line with the Company's vision of building scalable and technology-enabled consumer platforms.
5	Brief details of any governmental or regulatory approvals required for the acquisition;	The proposed acquisition requires approval of the shareholders of the Company as well as the stock exchange, in accordance with the applicable provisions of the Companies Act, 2013

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		and the SEBI Regulations along with any other approvals as may be prescribed under applicable laws.
6	Indicative time period for completion of the acquisition;	The Company will complete the acquisition by allotting equity shares through a preferential issue within 15 days from the date of passing of the shareholders' resolution. Provided that, if the allotment is pending due to any approval(s) or permission(s) from any regulatory authority or body or stock exchange, the Company shall complete the allotment within 15 days from the date of receipt of last such approval(s) or permission(s). The acquisition is expected to be completed by December 15, 2025.
7	Consideration - whether cash consideration or share swap or any other form and details of the same;	Share swap. The Company will issue 1,18,55,560 (One Crore Eighteen Lakh Fifty Five Thousand Five Hundred Sixty) Equity Shares under the Share Acquisition Agreement in consideration for equity shares of Pepperfry.
8	Cost of acquisition and/or the price at which the shares are acquired	Cost of Acquisition - Rs. 6,61,47,44,496.42 (Rupees Six Hundred Sixty-One Crore Forty-Seven Lakh Forty-Four Thousand Four Hundred Ninety-Six and Forty-Two Paise) for 98.98% stake of Pepperfry on fully-diluted basis
9	Percentage of shareholding / control acquired and / or number of shares acquired;	The Company will acquire 3,50,32,475 equity shares and 30,13,917 Compulsorily Convertible Preference Shares (CCPS) (representing 98.98%) of Pepperfry on a fully-diluted basis.
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	Brief Background: Please refer point 1 above. Date of Incorporation: July 25, 2011 Line of business: The Company is an online marketplace provider hosting an e-commerce platform facilitating sale of home décor items and furniture to customers by third party vendors. Further, the Company is the holding company of (i) Pepperfry Modular Private Limited, (ii) Clouddio Sleep Private Limited, and (iii) Pepcart Logistics Private Limited.

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		<p>Last 3 Years Turnover:</p> <p>FY 2024-25 – Rs. 164.18 Crores</p> <p>FY 2023-24 – Rs. 188.99 Crores</p> <p>FY 2022-23 – Rs. 272.40 Crores</p> <p>Presence and Incorporation: India</p>
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Annexure-2

Sr. No.	Particulars	Information
1	Type of securities proposed to be issued (viz. equity shares, convertibles etc.);	Equity Shares
2	type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.);	Preferential Allotment
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	1,18,55,560 (One Crore Eighteen Lakh Fifty Five Thousand Five Hundred Sixty) fully paid-up equity shares of the Company of the face value of Rs. 10 (Rupees Ten) each share (" Subscription Shares ") on preferential basis at a price of Rs. 557.9445 (Rupees Five Hundred Fifty-Seven and Ninety-Four Paise) per Subscription Share including premium of Rs. 547.9445 (Rupees Five Hundred Forty-Seven and Ninety-Four Paise) per Subscription Share aggregating to Rs. 6,61,47,44,496.42 (Rupees Six Hundred Sixty-One Crore Forty-Seven Lakh Forty-Four Thousand Four Hundred Ninety-Six and Forty-Two Paise).
4	Disclosure in case of preferential issue :	
i.	names of the investors;	Name of additional proposed allottees mentioned in Scheduled-A enclosed herewith.
ii.	post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors;	Not Applicable
iii.	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	Not Applicable

Scheduled-A

Sr. No.	Name of Proposed Allottee	Category
1	Anupama Vedantam	Non-Promoter
2	Anupama Vedantam (Vedantam Family Trust)	Non-Promoter

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