



Sundaram-Clayton Limited

Regd. & Corporate Office :
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01/01/C/02/

15th May 2015

The Manager
Listing department
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051

Scrip code: SUNCLAYLTD

Dear Sir,

Re: SEBI's Circular no. CIR/ISD/01/2015 dated 11th May 2015

Ref: Confirmation on compliance with Regulations 8 and 9 of SEBI (Prohibition of Insider Trading) Regulations 2015 (PIT Regulations 2015)

We wish to confirm that the Company, as approved by its board of directors, has formulated and published in its official website the 'Code of Practices and Procedures for fair disclosure of 'Unpublished Price Sensitive Information (UPSI) in accordance with the requirements of PIT Regulations 2015.

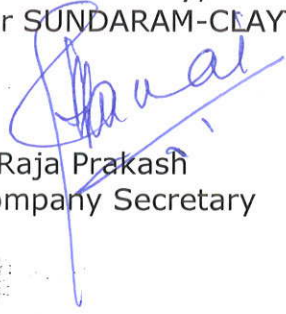
Similarly, we also wish to confirm that the Company has formulated a Code of Conduct to regulate, monitor and report trading by insiders, in accordance with the requirements of PIT Regulations 2015.

This is for your kind information.

Kindly acknowledge receipt.

Thanking You,

Yours faithfully,
For SUNDARAM-CLAYTON LIMITED


R Raja Prakash
Company Secretary