



T V Sundram Iyengar & Sons Private Limited

Registered Office :
TVS Building
Post Box No.21
7-B West Veli Street
Madurai - 625 001
Phone : 0452-2356400
Fax : 0452-2341587
www.tvn.in

Ref:LAS\154

4th April, 2016

1. BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
2. The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No. 1/C, "G" Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051.

Dear Sir,

RE: Annual Disclosures under Regulation 30(1) and 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulation, 2011

As required by Regulation 30(1) and 30(2) read with 30(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we send herewith our annual declaration in the prescribed format in respect of the equity shares held by us in Sundaram - Clayton Limited, as a promoter for the financial year ended 31st March 2016.

Please acknowledge.

Thanking you

Yours truly

For T V Sundram Iyengar & Sons Private Limited


B. Ganapathi Sarma
President & Secretary

Encl: a/a

CC: Sundaram - Clayton Limited
"Jayalakshmi Estates"
No.29, Haddows Road
Chennai 600 006



**Disclosures under Regulation 30(1) and 30(2) of
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Part – A : Details of Shareholding

1	Name of the Target Company (TC)	Sundaram – Clayton Limited		
2	Name(s) of the stock exchange(s) where the shares of the TC are listed	National Stock Exchange of India Limited BSE Limited		
3	Particulars of the shareholder(s)	-		
a)	Name of the person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC Or			
b)	Name(s) of promoter(s), member of the promoter group and PAC with him	T V Sundram Iyengar & Sons Private Limited Sundaram Industries Private Limited Southern Roadways Limited		
4	Particulars of the shareholding of person(s) mentioned at (3) above As of 31 st March 2016, holding of:	No. of shares	% w.r.t. total share /voting capital wherever applicable	% of total diluted share/voting capital of TC
a) Shares				
-	T V Sundram Iyengar & Sons Private Ltd	38,07,330	18.82	N.A
-	Sundaram Industries Private Limited	60,62,522	29.96	N.A
-	Southern Roadways Limited	30,31,127	14.98	N.A
b) Voting Rights (otherwise than by shares)		N.A	N.A	N.A
c) Warrants		N.A	N.A	N.A
d) Convertible Securities		N.A	N.A	N.A
e) Any other instrument that would entitle the holder to receive shares in the TC		N.A	N.A	N.A
Total		1,29,00,979	63.76	

N.A – Not Applicable

(*) Diluted share / voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities / warrants into equity shares of the TC.

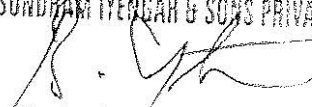


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Date: 4th, April 2016

For T V SUNDARAM IYENGAR & SONS PRIVATE LIMITED


B. GANAPATHI SARMA
PRESIDENT & SECRETARY

Authorised Signatory