



Sundaram-Clayton Limited

[formerly Sundaram-Clayton DCD Limited]

Registered Office:
"Chaitanya",
No. 12, Khader Nawaz Khan Road,
Nungambakkam,
Chennai – 600006
PH: 044 28332115

27th March 2025

National Stock Exchange of India Limited
"Exchange Plaza", 5th Floor,
Plot No. C/1, G Block Bandra-Kurla Complex
Bandra (East), Mumbai 400 051

Scrip code: SUNCLAY

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001

Scrip code: 544066

Dear Sir(s) / Madam

Subject : Disclosure in terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Reference : Our letters dated 19th February 2025 and 17th March 2025

In furtherance to our intimations as referred above, we wish to inform you that the Company has on 26th March 2025 executed a Business Transfer Agreement with SAPL for the sale of the high-pressure and low-pressure aluminium die-casting businesses at its Hosur plant to Sandhar Ascast Private Limited (formerly known as Sandhar Tooling Private Limited) a wholly owned subsidiary of Sandhar Technologies Limited, as a going concern on a slump sale basis.

The relevant particulars of the transaction as required under the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, are provided in **Annexure I** hereto.

Date and time of occurrence of event: 26th March 2025 at 9:30 p.m.

Thanking you,

Yours truly,

For Sundaram-Clayton Limited

P D Dev Kishan
Company Secretary

Encl.: a/a



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ANNEXURE I

#	PARTICULARS	DETAILS									
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year	<p>The amount and percentage of the turnover or revenue or income and net worth contributed by the above division during the financial year 2023-2024:</p> <table border="1"><thead><tr><th>Particulars</th><th>Amount contributed by the division in FY 2023-24 (Rs. in Crs)</th><th>% against consolidation</th></tr></thead><tbody><tr><td>Revenue</td><td>357.1</td><td>17.0%</td></tr><tr><td>PAT</td><td>2.0</td><td>2.1%</td></tr></tbody></table> <p>Note: The figures are for full year FY2023-24 of the die casting business</p>	Particulars	Amount contributed by the division in FY 2023-24 (Rs. in Crs)	% against consolidation	Revenue	357.1	17.0%	PAT	2.0	2.1%
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Revenue	357.1	17.0%									
PAT	2.0	2.1%									
2.	Date on which the agreement for sale has been entered into	26 th March 2025									
3.	The expected date of completion of sale / disposal	The proposed transaction is subject to completion of conditions precedent as may be agreed between the parties, and the transaction is expected to be completed by 31 st March 2025									
4.	Consideration received from such sale / disposal	Cash consideration of Rs. 163 crores - Rs. 113 crores to be received by 29 th March 2025 and the balance by 15 th April 2025, subject to adjustments as set out in the business transfer agreement.									
5.	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof	Sandhar Ascast Private Limited, a private limited company incorporated under the Companies Act, 1956, with corporate identification number U28939HR2002PTC125417, and having its registered office at Plot 13, Sector-44, Gurgaon, Haryana – 122002.									



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		Sandhar Ascast Private Limited does not belong to the promoter / promoter group / group companies.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length"	No
7.	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of SEBI Listing Regulations	Not Applicable
8.	Additional disclosures with respect to slump sale	
a.	Name of the entity(ies) forming part of the slump sale, details in brief such as, size, turnover etc.;	<p><u>Purchaser:</u> Sandhar Ascast Private Limited (Sandhar), a private limited company incorporated under the Companies Act, 1956, with corporate identification number U28939HR2002PTC125417, and having its registered office at Plot 13, Sector-44, Gurgaon, Haryana – 122002.</p> <p>During the Financial Year 2023-24, Sandhar generated a turnover of Rs. 17.38 Cr and had a Networth of Rs. 22.63 Cr.</p> <p><u>Seller:</u> Sundaram - Clayton Limited, a public limited company incorporated under the Companies Act, 2013, with corporate identification number L51100TN2017PLC118316, and having its registered office at Chaitanya, No.12, Khader Nawaz Khan Road, Nungambakkam, Chennai, Tamil Nadu, India, 600006</p> <p>During the Financial Year 2023-24, SCL generated a turnover of Rs. 2,096.97 Cr and had a Net worth of Rs. 798 Cr.</p>



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b.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length".	No.
c.	Area of business of the entity(ies)	The Company is engaged in the business of manufacturing high pressure and low pressure aluminium die castings for the automotive sector. Sandhar Ascast Private Limited is engaged in the business of manufacturing of automotive components catering to Original Equipment Manufacturers (OEMs) in India and overseas.
d.	Rationale for slump sale	To streamline operations, focus on core business areas, and enhance shareholder value.
e.	in case of cash consideration – amount or otherwise share exchange ratio	Cash consideration of Rs. 113 crores by 29 th March 2025 and the balance of Rs. 50 crores by 15 th April 2025, subject to adjustments as set out in the business transfer agreement.
f.	brief details of change in shareholding pattern (if any) of listed entity	No change in shareholding.

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