



SEC: 306:2023-24/PNS
March 18, 2024

The Manager - Listing
National Stock Exchange of India Limited
Capital Market – Listing
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051

Sub: Disclosure letter bearing no. SEC:260:2023-24/SM dt. 5th February 2024 under Reg. 30 relating to transfer of shares held in Sundaram Finance Holdings Limited

Ref: NSE's clarification email dated 14.03.2024

We are in receipt of your email dated 14th March 2024 seeking clarification on the captioned subject.

In reply, we would like to clarify that the proposed transfer of shares held in Sundaram Finance Holdings Limited (SFHL), which was approved by our Board of Directors on 5th February 2024, is only the sale of a 3.59% stake, out of 23.49% held by our Company in SFHL. Further, the transfer of shares is proposed to be made to our group company, Trichur Sundaram Santhanam & Family Private Limited, and other individuals and companies forming part of our Promoter Group. It is not in the nature of the sale, lease or disposal of the whole or substantially the whole of the undertaking / subsidiary / associate.

Since the change in our shareholding in SFHL pursuant to the proposed sale would be in excess of 2%, in order to comply with the disclosure requirement under Part A Para A.1 of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we submitted our disclosure in the XBRL mode under the heading 'Sale or disposal of unit(s)/division(s)/subsidiary' (since no other exclusive heading was available on NEAPS for such a disclosure), after discussing with the NSE officials.

In response to your email, we hereby furnish the details relating to the sale parameters mentioned under Clause 1.4 of the SEBI Circular dated 13th July 2023. We are also enclosing a copy of our disclosure letter dated 5th February 2024 for your records.

Particulars	Response
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	Revenue from operations - ₹30.16 cr. (23.49%) Networth – ₹870.86 cr. (23.49%)
The date on which the agreement for sale has been entered into	No agreement for sale has been entered into.
The expected date of completion of sale/disposal	Likely to be completed by 31 st March 2024.

Sundaram Finance Limited





Consideration received from such sale/disposal	The transfer is proposed to be executed through the block deal window mechanism of the stock exchange(s) or any other mechanism that may be permitted under the regulatory framework, at the applicable market price on the date of execution of transaction. Hence, the consideration will be known only on the date of the sale.
Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof	Already submitted vide our letter dated 5 th February 2024 (Copy enclosed)
Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”	The transaction would fall within related party transactions and will be done on an arm’s length basis. This has been stated in our letter dated 5 th February 2024.
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 LODR Regulations.	Not applicable since the sale is not a sale, lease or disposal of the whole or substantially the whole of the undertaking.
Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not applicable

We trust this clarifies the position and request you to take the above on record. We shall be happy to provide any further information that you may require in this regard.

Thanking you,

Yours truly,
For Sundaram Finance Limited

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P. N. Srikant
CCO & Company Secretary

Encl: a/a

Sundaram Finance Limited

Regd. Office: 21, Patullos Road, Chennai – 600 002, India PAN: AAACS4944A CIN: L65191TN1954PLC002429

+91 44 2852 1181 ✉ customercare@sundaramfinance.in 🌐 www.sundaramfinance.in





SEC: 260:2023-24/SM
February 05, 2024

The Manager - Listing
National Stock Exchange of India Limited
Capital Market – Listing
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051

Dear Sir,

Sub: Disclosure under Reg. 30 read with Sch. III. Part A. Para A of SEBI (LODR) Regulations, 2015

Re: Transfer of shares held in Sundaram Finance Holdings Limited

Our company is the promoter of Sundaram Finance Holdings Limited (SFHL) and holds 5,21,76,605 equity shares of ₹5/- each, representing 23.49% stake, in the share capital of SFHL.

The Board of Directors of our company, at the meeting held today, approved an inter-se transfer of 79,73,529 equity shares of ₹5/- each, representing 3.59% stake, held by our Company in SFHL, to our group Company, Trichur Sundaram Santhanam & Family Private Limited (TSSFPL), and other individuals and companies forming part of our Promoter Group. The details of the acquirers are provided vide Annexure.

The transfer is proposed to be executed through the block deal window mechanism of the stock exchange(s) or any other mechanism that may be permitted under the regulatory framework, at the applicable market price on the date of execution of transaction. The transaction is likely to be completed by 31st March, 2024.

The proposed transfer is a related party transaction to be carried out on an arm's length basis and has been approved by the Audit Committee at its meeting held on 2nd February 2024. However, it is not a material related party transaction.

The promoters and persons belonging to the promoter group of SFL are interested in TSSFPL and/or the other corporate acquirers belonging to the promoter group of SFL, only to the limited extent of their directorships and/or shareholdings, if any.

Thanking you,

Yours truly,
For Sundaram Finance Limited

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P.N. Srikant
CCO & Company Secretary

Encl:

CC: The Corporate Relationship Manager,
Dept. of Corporate Services, Bombay Stock Exchange Limited
Floor 25, P J Towers, Dalal Street, Mumbai 400 001

Sundaram Finance Limited





LIST OF PROPOSED ACQUIRERS

Transferee	Category	No. of Shares	%
Trichur Sundaram Santhanam & Family Private Limited	Group Company	39,73,529	1.79
Mr. S Ram	Promoter	90,000	0.04
Mrs. Gita Ram	Promoter Group	45,000	0.02
Mrs. Nivedita Ram	Promoter	1,59,000	0.07
Mr. Srivats Ram	Promoter	7,06,000	0.32
Mr. S Viji	Promoter	2,50,000	0.11
Mrs. Chitra Viji	Promoter Group	2,50,000	0.11
Mrs. Vijaya Rangarajan	Promoter	1,00,000	0.05
Mr. Arjun Rangarajan	Promoter Group	9,00,000	0.41
Mrs. Prema Ramanujam	Promoter Group	1,25,000	0.06
Mr. Srikanth Ramanujam	Promoter	1,75,000	0.08
Mr. Ananth Ramanujam	Promoter Group	50,000	0.02
Mr. Sumanth Ramanujam	Promoter Group	3,00,000	0.14
Azorious Holdings Private Limited	Promoter Group	2,50,000	0.11
Uthirattadhi Sriram Holdings Private Limited	Promoter Group	2,50,000	0.11
Rohini Holdings Private Limited	Promoter Group	1,25,000	0.06
Allegro Holdings Private Limited	Promoter Group	1,25,000	0.06
Silver Oak Holdings Private Limited	Promoter Group	1,00,000	0.05
Total		79,73,529	3.59



Sundaram Finance Limited

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+91 44 2852 1181 ✉ customercare@sundaramfinance.in 🌐 www.sundaramfinance.in

