

<u>SUNDARAM FINANCE HOLDINGS LIMITED</u>	
<u>DATE OF OPENING : MAY 6, 2021</u>	<u>DATE OF CLOSING : JUNE 2, 2021</u>
<u>ISSUE PRICE : Rs.50 PER EQUITY SHARE</u>	<u>RATIO OF RIGHTS : 23 :49</u>

1. How to apply in the Rights Issue ?

The application can be submitted through ASBA or through R-WAP

2. Can I submit physical application form alongwith cheque/DD/cash to Company / RTA?

No, physical application form alongwith cheque/DD/cash will not be accepted by Company or RTA. The Eligible Equity Shareholders shall, on or before the Issue Closing Date, (i) submit the Application Form to the Designated Branch of the SCSB or online/electronic Application through the website of the SCSBs (if made available by such SCSB) for authorising such SCSB to block Application Money payable on the Application in their respective ASBA Accounts, or (ii) fill the online Application Form available on R-WAP and make online payment using their internet banking or UPI facility from their own bank account thereat.

3. Can I get the shares allotted in physical mode, as I do not have a demat account ?

No. Shares will be allotted only in dematerialised mode. If you do not have a demat account, please open one and apply through that. In case, as on the Record Date, you have not provided details of your demat account to the Company or to the Registrar, please provide your demat account details to the Company or the Registrar not later than two Working Days prior to the Issue Closing Date, i.e., Monday, May 31, 2021, in order to enable the credit of the Rights Entitlements by way of transfer from the demat suspense escrow account to your demat account, at least one day before the Issue Closing Date, i.e., Tuesday, June 1, 2021.

Further, in case you have not been able to open a demat account or intimate details of your demat account to the Company, you may file an online Application Form available on R-WAP and make online payment using internet banking or UPI facility from your own bank account, on or before the Issue Closing Date.

4. What is ASBA ?

ASBA abbreviated as Application Supported by Blocked Amount, is an application (whether physical or electronic) used by an ASBA Investor to make an application authorizing the Self-certified syndicate bank registered with SEBI (“SCSB”) to block the aggregate amount payable in respect of the Rights Equity Shares applied for in the Issue at the Issue Price in an ASBA account maintained with the SCSB.

5. How to apply via ASBA?

For shareholders holding shares in DEMAT:

- i. A shareholder willing to apply to the issue through ASBA needs to download, fill & sign the application form as sent to the registered email id of the shareholder.
- ii. Shareholder has to approach his/her bank branch and submit the filled /signed application form to them

iii. Alternatively, the shareholder may also make an electronic application through the website of the SCSB, authorising the SCSB to block funds in their ASBA account equivalent to the application money mentioned in their application form.

iv. The bank will block the funds and then lodge a bid with NSE for number of shares applied for.

v. Shareholders have to take acknowledgement from bank for having blocked the amount and lodged the bid

For shareholders holding shares in physical form

Shareholders holding in physical form will have to apply via R-WAP only and not through ASBA. The procedure for the same is given in Page 2.

6. How to apply via R-WAP?

Procedure to apply via R-WAP is given in Page 2.

7. Is there any maximum limit of applying via R-WAP?

There are two payment options under R-WAP

- 1) Net banking – Ceiling Limit depends on the bank in which you have bank a/c
- 2) UPI – upper limit of Rs. 200000/-

There is no monetary limitation for applying via ASBA.

8. I am holding in physical form and do not have a demat account. Can I apply?

- i) You have to open a demat account first and register the demat account against your physical folio in the R-WAP -> Registrations module.
- ii) Once registered your Rights entitlement will be transferred to your demat account.
- iii) After that you can apply via R-WAP against your physical folio
- iv) If you could not open a demat account, you can still apply via R-WAP. However the shares allotted to you will be credited to the Suspense account. Only after you open a demat account and submit the Client master list, the allotted shares will be credited to the new demat account

9. I do not have a net banking facility or UPI facility. Can I apply?

Yes. You can apply via ASBA by submitting the filled in application form to your bank/branch.

10. How to find out whether my bank branch has ASBA facility ?

You can click the below link containing list of SCSBs who have ASBA facility :

<https://www.sebi.gov.in/sebiweb/other/OtherAction.do?doRecognisedFpi=yes&intmId=34>

HOW TO APPLY VIA R-WAP

R-WAP has the following modules:

- **Registration module :**
 - **Email id and mobile number registration :**

- Enables Eligible Equity Shareholders to register their email id and mobile number against their demat a/c.
 - Only if the Eligible Equity Shareholders has not registered a valid email id & mobile number in their demat a/c, they have to register the same in this module.
 - If they already have a valid email id & mobile number registered with their demat a/c as on the record date, they can directly go and apply in R-WAP
 - Eligible Equity Shareholders willing to renounce their rights entitlement may directly go to the R-WAP Module.
- **Demat a/c number registration :**
 - Enables Eligible Equity Shareholders holding shares in physical form, who have not received the Rights Entitlement (“RE”) in their demat a/c, to register the demat a/c against their physical holding in this module.
 - Eligible Equity Shareholders whose demat a/c is suspended for debit/credit or frozen, on account of which they could not receive REs in their demat a/c, also can register, by using this module.
 - They can register a new demat a/c number against their existing demat a/c in which shares are held on record date.
 - Eligible Equity Shareholders shall upload the Client Master list and the same will be validated.
 - An OTP will be generated on the registered mobile number/e-mail ID of the Eligible Equity Shareholders (both will be the same, hence any one can be entered)
- **R-WAP module – for Eligible Equity shareholders Shareholders:**
 - Enables Eligible Equity Shareholders (or) renounees to apply for the rights issue
 - Applicant should agree to the basic ‘Terms and Conditions’ and make certain self-declaration as prompted before proceeding.
 - Applicant must confirm the application type – Shareholder or Renounee
 - If shareholder, they must confirm the shareholding type – Physical or Demat
 - If demat, enter the DPID and Client ID in which shares are held on record date and enter your PAN
 - If Physical, enter the folio number, enter PAN & the demat a/c which is registered against the physical folio in Demat a/c number registration module
 - Applicant should enter the investment particulars, viz., number of shares to be applied for
 - Please note that if you wish to apply for additional shares over & above your Rights Entitlements, please enter the total shares you wish to apply for in the column provided
 - Amount will get automatically calculated @ Rs.50 per equity share
 - In case of shareholder, the bank account details will be fetched from our database. If the shareholder wishes to pay from a different bank a/c, click “Add/Change Bank details”.
 - Where a shareholder wishes to change or add a new bank account, a third party payment declaration has to be made as prompted.
 - Once the bank details are filled the payment can be made by choosing Netbanking or UPI

- Please note that if you choose the “mode of holding” of the bank a/c as joint, then the system will prompt you to upload a scanned copy of a cheque leaf, which should carry the name of the shareholder on the cheque copy uploaded
 - A pop-up will appear on screen, seeking confirmation of the details of payment, which you should confirmed
 - Once confirmed, the screen will take the applicant to the netbanking page of their bank. After making payment, an order confirmation will appear on screen with transaction status as “Success”
 - Please take a screenshot or print out of the order confirmation page
 - A similar order confirmation would be sent via email also.
- **R-WAP module – for renounee:**
 - Applicant should agree to the basic ‘Terms and Conditions’ and make certain self-declaration as prompted before proceeding.
 - Applicant must confirm the application type – Shareholder or Renounee
 - The renounee must enter the DPID and Client ID in which they wish to apply and enter their PAN
 - The renounee must have to enter the email id / mobile number in which they would be receiving an OTP for authentication
 - After entering OTP, the application page will appear, where renounees should enter all the details, like Name, No. of Shares Entitled (ie., number of Rights Entitlements renouneed in their favour (or) purchased from the market) and Total number of shares applied for.
 - Please note that if the renounee wishes to apply for additional shares over & above their Rights Entitlements, they should enter the total shares they wish to apply for in the column provided
 - Amount will get automatically calculated @ Rs.50 per equity share
 - For renounee, the bank a/c details column will be blank. They have to click “Add/Change Bank details”.
 - Once they click change or add a new bank account, a third party payment declaration has to be made as prompted.
 - Once the bank details are filled, the payment can be made by choosing Netbanking or UPI
 - Please note that if you choose the “mode of holding” of the bank a/c as joint, then the system will prompt you to upload a scanned copy of a cheque leaf, which should carry the name of the shareholder on the cheque copy uploaded
 - A pop-up will appear on screen seeking confirmation of the details of payment, which you should confirm
 - Once confirmed, the screen will take the applicant to the netbanking page of their bank. After making payment, an order confirmation will appear on screen with transaction status as “Success”
 - Please take a screenshot or print out of the order confirmation page
 - A similar order confirmation would be sent via email also.
- **FAQ Module :**
 - Enables shareholder to download a document containing answers to all issue specific FAQ’s and FAQ’s in relation to R-WAP application.
- **Download Module**

- Enables the shareholder to download the following from this module
 - ✓ Entitlement letter – Can be downloaded only after OTP validation
 - ✓ Letter of offer
 - ✓ Application form
 - ✓ Abridged letter of offer
 - ✓ Plain application form
 - ✓ Email disclaimer
- **Application Status Module**
 - Enables shareholders to check the status of their application post the issue on entering DPID and Client ID (or) Application number (or) PAN number.

IMPORTANT POINTS

- A Non-resident Indian (NRI) cannot apply through R-WAP. Only a resident can apply via R-WAP.
- Shareholders are requested to have the following documents scanned and have handy for uploading as and when prompted :
 - ✓ Copy of PAN card
 - ✓ Copy of Client Master List (in case you don't have copy of the client master list, kindly approach your DP)
 - ✓ Copy of cheque leaf if making payment from a joint account, where the applicant is not the first holder

For any support / assistance, please find below the “Rights Support Centre” set up by Cameo Corporate Services Limited:

RIGHTS SUPPORT CENTRE		
Communication type	Number	Contact person
Phone call	7338808559	Manasa Upadhyay (or) Rajalakshmi
	044-40020700/ 28460390 / 40020741 / 40020706	Mr.Nazar (or) Ms.Aparna
Emails	investor@cameoindia.com / nirmala@cameoindia.com	Ms.Nirmala
Escalations	komalar@cameoindia.com / priya@cameoindia.com	Ms.Komala & Ms.Priya

DISCLAIMER

SUNDARAM FINANCE HOLDINGS LIMITED is proposing, subject to market conditions and other considerations, a rights issue of its Equity Shares and has in this regard filed a Letter of Offer dated April 21, 2021 ("**Letter of Offer**") with SEBI and the Stock Exchange. The Letter of Offer is available on the website of SEBI at www.sebi.gov.in, the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com and on the websites of the Lead Manager, i.e., JM Financial Limited at www.jmfl.com. Investors should note that investment in equity shares involves a degree of risk and are requested to refer to the section titled "Risk Factors" on page 18 of the Letter of Offer for details of the same. For taking an investment decision, investors must rely on their own examination of the Issuer and the Issue including the risks involved.

The Rights Entitlements and the Equity Shares have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**US Securities Act**"), or any U.S. State securities laws and may not be offered, sold, resold or otherwise transferred within the United States or the territories or possessions thereof (the "**United States**" or "**U.S.**"), except in a transaction exempt from the registration requirements of the US Securities Act. The Rights Entitlements and Equity Shares referred to in the Letter of Offer are being offered and sold in offshore transactions outside the United States in compliance with Regulation S under the US Securities Act ("**Regulation S**") to existing shareholders located in jurisdictions where such offer and sale of the Equity Shares and/ or Rights Entitlements are permitted under laws of such jurisdictions. The offering to which the Letter of Offer relates is not, and under no circumstances is to be construed as, an offering of any Equity Shares or Rights Entitlement for sale in the United States or as a solicitation therein of an offer to buy or transfer any of the said securities. Accordingly, you should not forward or transmit the letter of offer in or into the United States at any time. The Equity Shares and/ or Rights Entitlements and the Rights Entitlements are not transferable except in accordance with the restrictions described in the section entitled "*Restrictions on Purchases and Resales*" of the Letter of Offer.