



# SUNDARAM FINANCE HOLDINGS

SEC:085:21-22/GN

November 12, 2021

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 under Reg. 30 read with Sch. III. Part A. Para A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Re: Sale of Shares held in Sundaram Clayton Limited

We wish to inform you that the Board of Directors of Sundaram Finance Holdings Limited (SFHL), at the meeting held today at 10:00 A.M., approved the sale of upto 1.50% stake, viz., upto 3,03,482 equity shares of ₹5/- each, held by the Company in the share capital of Sundaram Clayton Limited, in the following manner:

- a) Upto 0.70% stake, viz., upto 1,41,625 shares, to India Opportunities Growth Fund Ltd. – Pinewood Strategy, Mauritius, through the bulk deal window mechanism of the stock exchange(s) or any other mechanism that may be permitted under the regulatory framework, at the applicable price on the date of execution of the transaction.

We hereby confirm that India Opportunities Growth Fund Ltd. – Pinewood Strategy, Mauritius, does not belong to the promoter/promoter group/group companies of SFHL. Further, we hereby confirm that the said transaction is not a related party transaction.

- b) At least 0.80% but not exceeding 1.50% stake (i.e. at least 1,61,857 but not exceeding 3,03,482 shares) to T. V. Sundram Iyengar & Sons Private Limited (TVS), one of the co-promoters of SCL, 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 price on the date of execution of the transaction.

Since Sri Srivats Ram, Director of SFHL is a Director of TVS and related to Sri S. Ram, Director of TVS, and Sri Harsha Viji, Director of SFHL is related to Sri S. Viji, Director of TVS, TVS is deemed to be related party of SFHL under S.2(76)(iv) of the Companies Act, 2013 and the proposed transaction will be deemed to be a material related party transaction. SFHL is taking steps to seek the approval of the shareholders for the said material related party transaction under S.188 of the Companies Act, 2013, read with Reg. 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, through postal ballot.

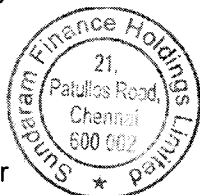
We hereby confirm that Sundaram Finance Limited, the promoter of SFHL does not have any interest in TVS. Sri S. Ram, Sri S. Viji and Sri Srivats Ram, persons belonging to the promoter group of SFHL are interested in TVS only to the limited extent of their directorships and shareholding. Further, persons belonging to the promoter group of SFHL are interested in TVS only to the limited extent of their shareholdings, if any.

The meeting of the Board concluded at 11:10 A.M.

Thanking you,

Yours truly,  
For Sundaram Finance Holdings Limited

P.N. Srikant  
Secretary & Compliance Officer



**Sundaram Finance Holdings Limited**