



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: Investment in BIH Braking Company Private Limited

We wish to inform you that the Board of Directors of our Company has, at the meeting held today at 11.10 A.M., approved an acquisition of 60,000 equity shares of ₹10/- each in BIH Braking Company Private Limited (BIH Braking) [CIN: U74900TN2010PTC076378] from Brakes India Private Limited (BIPL) at face value, for a total consideration of ₹6.00 lakhs (excluding stamp charges, taxes and other expenses, as applicable).

Since BIPL is a related party of our Company under S.2(76)(iv) of the Companies Act, 2013, the said acquisition will be deemed to be a related party transaction. The said transaction will be on an arm's length basis and the Audit Committee has granted its prior approval to the transaction at its meeting held today. Further, the transaction is likely to be completed by end of December 2021.

We hereby confirm that Sundaram Finance Limited, the promoter of SFHL does not have any interest in BIH Braking. Further, persons belonging to the promoter group of SFHL are interested in BIPL and BIH Braking only to the limited extent of their directorship in those companies.

BIH Braking Company Private Limited, Chennai, a wholly-owned subsidiary of BIPL, was incorporated on 30th June 2010, under the Companies Act, 1956. BIH Braking was engaged in the business of promoting and securing Maruti Suzuki/Suzuki Motor Corporation Caliper type brake business for Brakes India in India and Hitachi Automotive in Japan.

The brief performance highlights of BIH Braking are as follows:

Particulars	(₹ in lakhs)		
	2020-21	2019-20	2018-19
Total Revenue	11.12	91.39	86.93
PAT	(0.14)	4.69	4.38
Networth	42.00	42.14	37.45

BIH Braking now proposes to change its line of business by engaging in the manufacture, design and development of composite materials. Accordingly, necessary steps have been taken by that company to change the (a) Main Objects in the Objects Clause of the Memorandum of Association suitably and (b) name of the company as

Sundaram Finance Holdings Limited





SUNDARAM FINANCE HOLDINGS

Sundaram Composite Structures Private Limited. Thereafter, BIH Braking proposes to raise capital by way of a further issue of equity shares (rights issue) to the tune of ₹39.90 cr., in accordance with the provisions of S. 62 of the Companies Act, 2013 and other applicable regulatory provisions. SFHL's share of subscription in such further issue of equity shares, if raised, would be ₹23.94 cr. For this purpose, the Board of Directors, at its meeting held today, has provided an enabling approval for our Company's subscription to the rights issue offer, if any, to be made by BIH Braking, for an amount not exceeding ₹25 cr. (excluding all expenses, if any, to be incurred in this connection).

Subscription to the rights issue of BIH Braking will not be deemed to be a related party transaction. Notwithstanding that position, we wish to inform that our Company has, vide Postal Ballot Resolution dated 28th February 2019, obtained the approval of the shareholders to make investments from time to time in equity shares, preference shares, bonds, debentures or other permitted securities to be issued by subsidiaries, associates and other group companies, which may be deemed to be related parties, upto an overall aggregate amount not exceeding ₹200 cr. during any financial year and individual investment(s) in any one such group company not exceeding ₹100 cr. during any financial year.

The proposed investment would enable our company (SFHL) to enter the rapidly growing composite part manufacturing space and facilitate the sharing of technical know-how/expertise in the said space.

The meeting of the Board concluded at 11.45 A.M.

Thanking you,

Yours truly,
For Sundaram Finance Holdings Limited

P.N. Srikant
Secretary & Compliance Officer

Sundaram Finance Holdings Limited