SEC:019:19-20/GN May 17, 2019

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, 33, 42 and 47 read with Sch. III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Re: Submission of audited financial results for the year ended 31st March 2019

We have pleasure in enclosing the audited standalone and consolidated financial results for the year ended 31st March 2019, prepared in accordance with the formats prescribed in Sch. III to the Companies Act, 2013, as approved at the Board Meeting held today, together with the following:

- 1. A statement of Assets and Liabilities as on 31st March 2019;
- Segment information in respect of Consolidated Accounts for the year ended 31st March 2019;
- 3. A copy of the Statutory Auditors' report on Standalone and Consolidated financial results; and
- Press release in connection with the Audited Financial results for the year ended 31st March 2019.

As required under Proviso 2 to Reg. 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company hereby declares that the Statutory Auditors have expressed an unmodified opinion on the Standalone and Consolidated financial results for the year ended 31.03.2019.

The Board of Directors has recommended a dividend of ₹1.75/- per share (35%) for the financial year ended 31st March 2019, on the paid-up capital of ₹75.55 cr.



The register of members and share transfer books of the Company will remain closed from 2nd July 2019 to 15th July 2019 (both days inclusive) for the 25th Annual General Meeting and for considering the payment of dividend. The dividend, if approved by the shareholders, will be paid on 16th July 2019 to those shareholders whose names stand on the Register of Members of the Company as on 1st July 2019.

We have also made arrangements for publishing the extract of the audited financial results in 'Financial Express' and 'Makkal Kural' on 18th May 2019.

Thanking you,

Yours truly, for Sundaram Finance Holdings Limited

P.N. Srikant Secretary & Compliance Officer

Sundaram Finance Holdings Limited

STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31.03.2019

		QU	QUARTER ENDED		YEAR ENDED	
1. Io	Particulars	31.03.2019 (Audited) Refer note 6	31.12.2018 (unaudited)	31.03.2018 (Audited) Refer note 6	31.03.2019 (Audited)	31.03.2018 (Audited)
 		1	2	3	4	5
1 Reve	enue from Operations					
-Inte	erest Income	103.05	104.40		354.47	1.7- 5699.7
	ridend Income	1463.52	1627.51	1586.64	6531.80	2099./
-Fair	r value gain on financial instruments through	~				70.0
FVTF	'PL	74.42	73.13		146.31	79.8
	t gain on derecognition of financial instruments	1911.13	189.69		2568.21	264.6
-Sale	e of services	624.98	581.36		2273.74	1349.7
2 Othe	er income	45.05	55.26	1 1	196.07	163.0
	al Income	4222.15	2631.35	2274.48	12070.60	7558.8
	PACEC					
	PENSES:	an i d	19.29		19.29	7.2
)Finance cost		17.27		-	98.1
	Impairment on financial instrument	477.46	- 440.85	323.21	1763.07	977.6
) Employee benefits expense	477.46	440.85	8.31	29.04	27.8
	Depreciation and Amortisation	187.62	183.84	311.75	710.52	439.8
e).	Administrative and Other Expenses	187.62	103.84	211./2	, 10.34	107.0
Tota	al Expenses	672.93	651.62	643.27	2521.92	1550.6
	ofit before exceptional items and tax	3549.22	1979.73	1631.21	9548.68	6008.2
7 Prof	reptional items ofit before tax	3549.22	1979.73	1631.21	9548.68	6008.2
	Expense	342.99	225.54	166.68	1074.77	572.3
1	Current tax					(3.87
	Deferred tax	(33.13) 3239 36		• •	8493.27	5439.7
9 Pro	ofit after Tax	3239.36	1/33.91	1400.31	5773.47	01071/
10 0+1	ner Comprehensive Income					
	i) Items that will not be reclassified to profit or				i i	Į
lloss	-	(17799.92)	(20,199.28)) 3576.25	(60887.76)	71574.1
10SS 7#1	s i) Income tax relating to items that will not be					
	lassified to profit or loss	2143.10	(2958.42)) (979.65)	(4131.68)	3,347.99
reci D (D	i) Items that will be reclassified to profit or loss		1		-	-
ן ארך ארך ארך און ארך	ii) Income tax relating to items that will be		1	1	1	1
	classified to profit or loss			-	- 1	-
11 Tots	tal Other Comprehensive Income/(Loss)	(19943.02)	(17240.86)) 4555.90	(56756.08)	68226.1
	tal Comprehensive Income for the period	(16703.66)	(15506.95)) 6044.21	(48262.81)	73665.8
13 Bas	sic and Diluted Earnings per Equity Share (₹)	2.14	1.15	5 0.98	5.62	3.6







STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31.03.2019

Notes:

- 1 The above results were reviewed by the audit committee and approved by the Board of Directors at the respective meeting held on May 17, 2019
- 2 The Board of Directors has recommended a dividend of Rs.1.75 per share (35%)
- 3 The Company has adopted Indian Accounting Standards ('Ind AS') notified under section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 from 1st April 2018 and the effective date of such transition is 1st April 2017. Such transition has been carried out from the erstwhile Accounting Standards notified under the Act, read with relevant rules issued thereunder and guidelines issued by Reserve Bank of India ('RBI') (collectively referred to as ' the previous GAAP'). Accordingly, the impact of the transition has been recorded in the opening reserves as at 1st April 2017 and the corresponding figures presented in these results have been restated / reclassified.
- 4 As required by paragragh 32 of Ind AS 101, net profit reconciliation between the figures under Previous GAAP and Ind AS is as under:

MCT.	•		(₹ in lakhs)
Particulars		Quarter Ended	Year Ended
	3	31.03.2018	31.03.2018
et Profit after tax as per Previous GAAP	a new provious CAAP:	1516.35	5443.09
djustments increasing / (decreasing) net profit after tax a Financial assets / liabilites measured at Fair Value	through Profit & Loss	(24.22)	22.88
Tax adjustments on above items		(3.82)	
		1488.31	5439.70
et pront after tax as per fild AS		4555.90	68226.19
		6044.21	73665.89
et Profit after tax as per Ind AS ther Comprehensive income (net of taxes) otal Comprehensive income			

5 As required by paragragh 32 of Ind AS 101, Equity reconciliation between the figures under Previous GAAP and Ind AS is as under:

	Year Ended
Particulars	31.03.2018
Equity as per IGAAP as at March 31, 2018	32582.57
Ind AS Adjustments	208074.36
Fair valuation of investments	(3.64)
Other adjustments	(12,665.33)
Deferred tax on above adjustments	195405.39
Total adjustments as at March 31, 2018	227987.96
Balance as per Ind AS	

- 6
- The figures for the quarter ended March 31,2019 and March 31,2018 are the balancing figures between the audited figures for the respective financial years and the published unaudited year-to-date figures upto the third quarter of the relevant financial years.
- 7 As required under proviso 2 to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosures requirements) Regulations ,2015,the company hereby declares that the statutory auditors have expressed an unmodified opinion on the standalone financial results.

By Order of the Board

T.T. SRINIVASARAGHAVAN

T.T. SRINIVASARAGHAVAN Chairman

Chennai May 17,2019



Sundaram Finance Holdings Limited CIN: L65100TN1993PLC025996 Regd. Office: 21, Patullos Road, Chennai 600 002 Tel: 044 2852 1181, Fax: 044 2858 6641 Email: investorservices@sundaramholdings.in www.sundaramholdings.in



STATEMENT OF AUDITED STANDALONE ASSETS AND LIABILITIES

(₹ in lakhs)

		YEAR ENDED	
Particulars		31.03.2019 (Audited)	31.03.2018 (Audited)
ASSETS			
(1) Financial Assets			
(a) Cash and cash equivalents		20.94	186.95
(b) Receivables		352.04	342.95
(c) Loans	11 - 11 - 11 - 11 - 11 - 11 - 11 - 11	29.70	34.53
(d) Investments		184738.90	239769.21
(e) Other financial assets		19.97	35.18
(2) Non-financial Assets			44.0
(a) Current tax assets (Net)		164.25	167.9
(b) Investment property		104.25	93.2
(c) Property, plant and equipment		16.76	21.8
(d) Other intangible assets		63.03	67.4
(e) Other non-financial assets Total Assets	<u> </u>	185506.06	
LIABILITIES			
(1) Financial liabilities (a) Payables			
(1) Financial liabilities (a) Payables Trade Payables			
(1) Financial liabilities (a) Payables Trade Payables (i) Total outstanding dues of micro enterprises and small en	terprises erprises and	-	-
(1) Financial liabilities (a) Payables Trade Payables	terprises erprises and	- 12.76	1
 (1) Financial liabilities (a) Payables Trade Payables (i) Total outstanding dues of micro enterprises and small en (ii) Total outstanding dues of creditors other than micro ent 	terprises erprises and	- 12.76 25.06	1
 (1) Financial liabilities (a) Payables (a) Payables (b) Trade Payables (i) Total outstanding dues of micro enterprises and small enterprises (ii) Total outstanding dues of creditors other than micro enterprises 	terprises erprises and	25.06	12.3
 (1) Financial liabilities (a) Payables Trade Payables (i) Total outstanding dues of micro enterprises and small en (ii) Total outstanding dues of creditors other than micro ent small enterprises (b) Other financial liabilities (2) Non-Financial liabilities (a) Current tax Liabilities (Net) 	terprises erprises and	25.06	12.3
 (1) Financial liabilities (a) Payables Trade Payables (i) Total outstanding dues of micro enterprises and small en (ii) Total outstanding dues of creditors other than micro ent small enterprises (b) Other financial liabilities (a) Current tax Liabilities (Net) (b) Provisions 	terprises erprises and	25.06 30.66 136.02	12.3
 (1) Financial liabilities (a) Payables Trade Payables (i) Total outstanding dues of micro enterprises and small en (ii) Total outstanding dues of creditors other than micro ent small enterprises (b) Other financial liabilities (2) Non-Financial liabilities (a) Current tax Liabilities (Net) 	terprises erprises and	25.06	12.3 83.3 12504.9
 (1) Financial liabilities (a) Payables Trade Payables (i) Total outstanding dues of micro enterprises and small enterprises (b) Other financial liabilities (2) Non-Financial liabilities (a) Current tax Liabilities (Net) (b) Provisions (c) Deferred tax liabilities (Net) (d) Other non-financial liabilities 	terprises erprises and	25.06 30.66 136.02 8225.60 83.31 7555.19	12.3 83.3 12504.9 69.9
 (1) Financial liabilities (a) Payables Trade Payables (i) Total outstanding dues of micro enterprises and small enterprises (b) Other financial liabilities (2) Non-Financial liabilities (a) Current tax Liabilities (Net) (b) Provisions (c) Deferred tax liabilities (Net) (d) Other non-financial liabilities 	terprises erprises and	25.06 30.66 136.02 8225.60 83.31	12.3 83.3 12504.9 69.9





STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31.03.2019

Particulars	31.03.2019	31.03.2018
	(Audited)	(Audited)
Revenue from Operations		
Interest Income	354.47	1.74
Dividend Income		1,641.54
Fair value gain on financial instruments through FVTPL		79.87
Net gain on derecognition of financial instruments		275.73
Sale of services		4832.57
Other income		333.36
Total Income	10265.23	7164.81
EXPENSES:		
Finance cost	24.64	19.7
Impairment on financial instrument	-	98.1
•		2855.2
	100.66	103.5
	1934.32	1782.9
Total Expenses	6060.83	4859.5
Profit before exceptional items,share of profit from		
	4204.40	2305.2
	· -	-
-	4204.40	2305.2
-	1177.65	707.61
	4.96	(191.03
	3021.79	1788.67
	10724.44	11177.83
Droft after Tay after share of profit from associate	13746.23	12966.50
A (i) Items that will not be reclassified to profit or loss	(60909.21)	71568.59
(i) Income tax relating to items that will not be reclassified	(000000)	
to profit or loss	4137.65	(3347.9
(up of the second engine income that will not be		
(iii) Share of other comprehensive income that will not be	(55.06)	25.5
eclassified from associates using equity method (net of tax)		60.4
B (i) Items that will be reclassified to profit or loss	00.14	00.1
	(24 52)	(16.6
profit or loss	(24.32)	(10.0
(iii) Share of other comprehensive income that will be	726.64	(308.3
(iv) Exchange difference on translation of foreign operations	412.72	(9.2
Total Other Comprehensive Income/(Loss)	(55613.63)	67972.2
Total Comprehensive Income for the period	100 Ho (41867.41)	80938.7
Basic and Diluted Earnings per Equity Share (₹)	21, 013 with the day of the 9.10	8.5
	Dividend Income Fair value gain on financial instruments through FVTPL Net gain on derecognition of financial instruments Sale of services Dither income Fotal Income EXPENSES: Finance cost mpairment on financial instrument Employee benefit expenses Depreciation and Amortisation Administrative and Other Expenses Fotal Expenses Fotal Expenses Fotal Expenses Forfit before exceptional items,share of profit from ssociate and tax Exceptional items Profit atlefore tax Profit after Tax Share of profit from associate Profit after Tax after share of profit from associate Other Comprehensive Income A (i) Items that will not be reclassified to profit or loss (ii) Income tax relating to items that will not be reclassified to profit or loss (iii) Share of other comprehensive income that will not be eclassified from associates using equity method(net of tax) B (i) Items that will be reclassified to profit or loss (iii) Share of other comprehensive income that will not be eclassified from associates using equity method(net of tax) B (i) Items that will be reclassified to profit or loss (iii) Share of other comprehensive income that will not be reclassified from associates using equity method(net of tax) B (i) Items that will be reclassified to profit or loss (iii) Share of other comprehensive income that will not be reclassified from associates using equity method(net of tax) B (ii) Share of other comprehensive income that vill be reclassified from associates using equity method(net of tax) (iv) Exchange difference on translation of foreign operations Total Other Comprehensive Income/(Loss) Total Comprehensive Income/(Loss)	Interest intoDivided Income2,367.51Fair value gain on financial instruments through FVTPL146.75Net gain on derecognition of financial instruments915.65Sale of services915.65Stale of services318.89Fotal Income22.464Total Income10265.23EXPENSES:24.64Finance cost24.64mployee benefit expenses4001.21Depreciation and Amortisation100.66Administrative and Other Expenses1934.32Fotit before exceptional items, share of profit from4204.40Exceptional items4204.40Exceptional items4.204.40Fax Expense1177.65- Current tax4.96- Deferred tax4.96Profit after Tax after share of profit from associate10724.44Profit after Tax after share of profit from associate10724.44Profit after Tax after share of profit from associate(60909.21)(ii) Income tax relating to items that will not be reclassified to profit or loss(55.06)(iii) Share of other comprehensive income that will not be eclassified from associates using equity method(net of tax)88.14(iv) Exchange difference on translation of foreign operations412.72Total Comprehensive Income/(Loss)(55613.63)Total Comprehensive Income/(Loss)(55613.63)



Notes:

1

2

- The above results were reviewed by the Audit Committee and approved by the Board of Directors at the respective meetings held on 17th May, 2019.
- The Company has adopted Indian Accounting Standards ('Ind AS') notified under section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rules, 2015 from 1st April 2018 and the effective date of such transition is 1st April 2017. Such transition has been carried out from the erstwhile Accounting Standards notified under the Act, read with relevant rules issued thereunder and guidelines issued by Reserve Bank of India ('RBI') (collectively referred to as ' the previous GAAP'). Accordingly, the impact of the transition has been recorded in the opening reserves as at 1st April 2017 and the corresponding figures presented in these results have been restated / reclassified.
- 3
- As required by paragragh 32 of Ind AS 101, net profit reconciliation between the figures under Previous GAAP and Ind AS is as under:

	(t in lakhs)
	Year Ended
Particulars	31.03.2018
Net Profit after tax under Previous GAAP Adjustments increasing / (decreasing) net profit after tax as per previous GAAP:	12443.61
<u>Adjustments increasing / (decreasing) net pront after tax as per previous orbit.</u> Financial assets / liabilites measured at Fair Value through Profit & Loss	(102.87)
Tax adjustments on above items	10.42
Changes in share of net profit from associates	615.34
Net Profit after tax as per Ind AS	12966.50
Other Comprehensive income (net of taxes)	67972.28
Total Comprehensive income	80938.78

4 As required by paragragh 32 of Ind AS 101, Equity reconciliation between the figures under Previous GAAP and Ind AS is as under:

	(₹ in lakhs)	
	Year Ended	
Particulars	31.03.2018	
Equity as per IGAAP as at March 31, 2018	83358.66	
Ind AS Adjustments	· · ·	
Fair valuation of investments	208075.96	
Other Adjustments	(8.37)	
Deferred tax on above items	(12664.39)	
Changes in carrying amount of associates	2399.81	
Equity as per Ind AS as at March 31, 2018	281161.67	

5 As required under proviso 2 to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosures requirements) Regulations ,2015,the company hereby declares that the statutory auditors have expressed an unmodified opinion on the consolidated financial results.

By Order of the Board T.T. SRINIVASARAGHAV Chairman



Chennai May 17,2019

> Sundaram Finance Holdings Limited CIN: L65100TN1993PLC025996 Regd. Office: 21, Patullos Road, Chennai 600 002 Tel: 044 2852 1181, Fax: 044 2858 6641 Email: investorservices@sundaramholdings.in www.sundaramholdings.in

STATEMENT OF AUDITED CONSOLIDATED ASSETS AND LIABILITIES (₹ in lakhe)

T	(₹ in lakhs) YEAR ENDED		
Particulars	31.03.2019 (Audited)	31.03.2018 (Audited)	
ASSETS			
(1) Financial Assets			
a) Cash and cash equivalents	475.55	359.28	
b) Derivative Financial instruments	247.99	122.34	
c) Receivables	1053.79	1053.30	
(d) Loans	33.92	40.21	
(e) Investments	241966.87	290964.86	
(f) Other financial assets	151.71	205.21	
(2) Non-financial Assets			
(a) Current tax assets (Net)	331.11	283.96	
(b) Investment property	164.26	167.90	
(c) Property, plant and equipment	202.25	230.34 60.43	
(d) Other intangible assets	40.84 156.08	156.08	
(e) Goodwill	427.46	348.36	
(f) Other non-financial assets Total Assets	245251.83	293992.27	
 (1) Financial liabilities (a) Payables Trade Payables (i) Total outstanding dues of micro enterprises and small enterprises 			
(ii) Total outstanding dues of creditors other			
than micro enterprises and small enterprises	105.37	113.5	
(b) Other financial liabilities	90.27	15.6	
(2) Non-Financial liabilities	233.58	242.1	
(a) Provisions	8116.82	12324.4	
(b) Deferred tax liabilities (Net) (c) Other non-financial liabilities	144.01	134.8	
	7555.19	7555.1	
(3) Equity			
(3) Equity (a) Equity share capital	229006.59	1 2/3000.7	
	229006.59 245251.83		

STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31.03.2019

		(₹ in Lakhs)
Business Segments	31.03.2019	31.03.2018
1. Segment Revenue		
a) Investments	3784.38	1998.88
b) Support Services		
- Domestic	3217.21	2150.05
- Overseas	2993.35	2731.42
Tota	al 9994.94	6880.34
Less: Inter Segment Revenue	(48.60)	(48.90
Income from Operations	9946.34	6831.44
2. Segment Results		
a) Investments	3746.81	1882.0
b) Support Services		
- Domestic	62.22	(121.49
- Overseas	513.78	429.48
Tota	al 4322.80	2190.04
Add: Other Unallocable income	(118.40)	115.21
net of Unallocable expenditure		
Profit Before Tax	4204.40	2305.2
3. Capital Employed		
Segment Assets		
a) Investments	241943.82	291011.0
b) Support Services		
- Domestic	1163.41	1398.0
- Overseas	1793.24	
Total Segment Assets	244900.47	
Less : Inter Segment Assets	-	(94.25
Add: Unallocable Corporate Assets	351.36	323.9
Total Assets	245251.83	293992.2
Segment Liabilities	8484.31	12619.3
a) Investments	0707.31	12017.5
b) Support Services	287.91	345.6
- Domestic	141.03	
- Overseas	8913.26	
Total Segment Liabilities	0713.20	(94.2
Less : Inter Segment Liabilities	(223.21)	
Add: Unallocable Corporate Liabilities	8690.05	-
Total Liabilities		

ALLER PRILE & CATION DINLY

R.G.N. PRICE & CO. CHARTERED ACCOUNTANTS

Phone: 28413633 & 28583494Telefax: 28544569E-Mailprice@rgnprice.comOffices at: Mumbai, Bangalore, New Delhi, Cochin,
Quilon & Calicut

Ref.

:

Simpson's Buildings, 861, Anna Salai, Chennai - 600 002.

17th May 2019

Independent Auditor's Report On Quarterly Standalone Financial Results and Year to Date Standalone Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of Sundaram Finance Holdings Limited

We have audited the accompanying standalone financial results of Sundaram Finance Holdings Limited ("the Company") for the quarter ended 31st March 2019 and the year to date results for the period 1st April 2018 to 31st March 2019, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI 2015 (the Disclosure Requirements) Regulations, and Obligations (Listing "Regulation")amended by Circular No. CIR/CFD/FAC/62/2016dated 5th July 2016(the "Circular"). The Standalone Ind AS Financial Resultsfor the quarter ended March 31, 2019 and year ended March 31, 2019 have been prepared on the basisof the Standalone Ind AS Financial Results for the nine-month period ended December31, 2018, the audited annual Standalone Ind AS Financial Statements as at and for the year ended March 31, 2019, which are the responsibility of the Company's management and have been approved by the Board of Directors of the Company.

Our responsibility is to express an opinion on these Standalone Financial Results based on our review of the Standalone Ind AS Financial Results for the nine-month period ended December 31, 2018 which was prepared in accordance with the recognition and measurement principles laid down in Indian AccountingStandard (Ind AS) 34 Interim Financial Reporting, specified under Section 133 of the CompaniesAct 2013 read with relevant rules issued thereunder and other accounting principles generally acceptedin India; our audit of the annual Standalone Ind AS financial statements as at and for the year endedMarch 31, 2019; and the relevant requirements of the Regulation and the Circular.



Page 1 of 2

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

- (i) are presented in accordance with the requirements of Regulation read with Circular in this regard; and
- (ii) give a true and fair view of the net profit including Other Comprehensive Income and other financial information for the quarter ended 31stMarch 2019 as well as the year to date results for the period from 1st April 2018 to 31st March 2019

We further report that the figures for the quarter ended 31stMarch 2019 represent the derived figures from the audited financial results for the financial year ended 31st March 2019 and the published unaudited year to date financial results upto 31st December 2018 being the end date of the third quarter of the financial year which was subject to limited review as stated above.

The previously issued comparative financial information of the Company for the quarterand year ended March 31, 2018 included in this Statement has been prepared afteradjusting the impact of applying recognition and measurement principles of Ind-AS tothe previously issued financial information which was prepared in accordanceAccounting Standards notified under the Companies (Accounting Standards) Rules,2006. These adjustments have been audited by us.

Date : 17th May 2019 Place : Chennai

For R.G.N. PRICE & CO. **Chartered Accountants** /enkatakrishnan Partner M. No. 208591 FR No. 002785S

Page 2 of 2

R.G.N. PRICE & CO. CHARTERED ACCOUNTANTS

Phone:28413633 & 28583494Telefax:28544569E-Mail:price@rgnprice.comOffices at:Mumbai, Bangalore, New Delhi, Cochin,
Quilon & Calicut

Ref.

:

Simpson's Buildings, 861, Anna Salai, Chennai - 600 002.

17th May 2019

Independent Auditor's Report on Consolidated Year to Date Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of Sundaram Finance Holdings Limited

We have audited the accompanying statement of consolidated Ind AS financial results of Sundaram Finance Holdings Limited comprising its subsidiary (together, "the Group") and its associates for the year ended 31st March 2019 (the "Statements"), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015(the "Regulation") and Circular No. CIR/CFD/FAC/62/2016 dated 5th July 2016 (the "Circular"). The statement has been prepared on the basis of the Audited annual consolidated Ind AS Financial Statements as at and the year ended 31st March 2019 which are the responsibility of the Company's management and have been approved by the Board of Directors of the Company.

Our responsibility is to express an opinion on these consolidated financial results which have been prepared in accordance with the recognition and measurement principles laid down in relevant Indian Accounting Standard, mandated under Section 133 of the Companies Act, 2013 (the Act) read with relevant rules issued thereunder and other accounting principles generally accepted in India and the relevant requirements of the Regulations and the Circular.

We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement(s). An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.



Page 1 of 3

In our opinion and to the best of our information and according to the explanations given to us these consolidated financial results:

- (i)
- include the results of the following subsidiary and associates

Subsidiary Company

a. Sundaram Business Services Limited

Associate Companies

- a. Flometallic India Private Limited
- b. Dunes Oman LLC (FZC)
- c. Sundaram Hydraulics Limited
- d. Axles India Limited
- e. Turbo Energy Private Limited
- f. Transenergy Limited
- g. Sundaram Dynacast Private Limited
- (ii) have been presented in accordance with the requirements of Regulation read with Circular in this regard; and
- (iii) give a true and fair view of the consolidated net profit including Other Comprehensive Income and other financial information for the year ended 31st March 2019.

We did not audit the financial statements of a subsidiary, whose financial statements and financial information reflect total assets of Rs. 2,721.86 Lakhs as at 31st March, 2019, total revenues of Rs. 3,902.63 Lakhs and net cash flows amounting to Rs.282.28 Lakhs for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit of Rs. 11,387.56 Lakhs for the year ended 31st March, 2019, as considered in the consolidated financial statements, in respect of 6 associates, whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary and associates is based solely on the reports of the other auditors. Our opinion is not modified in respect of this matter.

The consolidated financial results also includes the Group's share of net profit of Rs.18.46 lakhs for the year ended 31st March 2019 in respect of one associate whose financial statement have not been audited and whose unaudited financial statement has been furnished to us by the management and our opinion in so far as it relates to the affairs of such associate is based solely on such unaudited financial statement. In our opinion and according to the information and explanation given to us by the management, the aforesaid financial statement is not material to the Group. Our opinion is not modified in respect of this matter.



Page 2 of 3

The previously issued comparative financial information of the Company for the year ended March 31, 2018 included in this Statement has been prepared after adjusting the impact of applying recognition and measurement principles of Ind AS to the previously issued financial information which was prepared in accordance Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006. These adjustments have been audited by us.

Date : 17th May 2019

Place : Chennai

For R.G.N. PRICE & CO. Chartered Accountants

K. Venkatakrishnan Partner M. No. 208591 FR No. 002785S

Sundaram Finance Holdings Ltd FY19 Net Profit rises 56% to Rs. 85crores Q4 Net Profit at Rs. 32crores

Board recommends Dividend of Rs. 1.75 per share

Chennai May 17, 2019: Sundaram Finance Holdings Ltd (SFHL), the holding company for the non-Financial Services investments of the Sundaram Finance Group, has registered a 56% rise in its Net Profit for the year ended 31st March 2019 at Rs. 85 crores as compared to Rs. 54 crores registered in the previous year ended 31st March 2018. Revenues for the year ended 31st March 2019 went up 60% to Rs. 121crores as compared to Rs.76crores registered in the previous year ended 31st March 2018.

The Board has recommended a dividend of Rs.1.75 per share (Previous Year Rs. 1.5 per share) on a face value of Rs. 5 per share.

Q4 Net Profit at Rs.32crores

The company registered a net profit of Rs. 32crores for Q4 ended 31st March 2019 as compared to Rs. 15crores registered in the quarter ended 31st March 2018. Revenues for quarter ended 31st March 2019 went up 86% to Rs. 42crores as compared to Rs. 23crores for the quarter ended 31st March 2018.

Over nearly six decades, SFL has invested in various non-financial services businesses, including several investments in automotive and manufacturing businesses as a co-promoter along with TVS group companies. Significant investments include Sundaram Clayton, Wheels India, IMPAL (all listed) and Brakes India, Turbo Energy (both unlisted) - most of them leaders in their respective markets.

Sundaram Finance Ltd., had in February 2017 announced a Composite Scheme of Arrangement under which all the non-financial services investments of the company together with identified shared services businesses were demerged into SFHL, a wholly owned subsidiary.

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