

April 28, 2020

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

The Secretary
BSE Limited,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001

Symbol : CHOLAHLDNG

Scrip Code : 504973

Dear Sir/Madam,

Sub: Compliance Certificate under Regulation 40(9 & 10) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – for the half year ended March 31, 2020

Pursuant to Regulation 40(9 & 10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose a certificate from the Practicing Company Secretary for the period from October 1, 2019 to March 31, 2020.

We request you to take the above on record.

Thanking you,
For **Cholamandalam Financial Holdings Limited**
(Formerly, TI Financial Holdings Limited)

E Krithika
Company Secretary

Encl: As above

27th April, 2020

COMPLIANCE CERTIFICATE IN TERMS OF REGULATION 40 (9 & 10) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

For the period from 1st October, 2019 to 31st March, 2020

ISIN: INE149A01033

SECURITY CODE: 504973

The Securities and Exchange Board of India vide gazette notification dated 08th June, 2018 and its press release on 03rd December, 2018 amended Regulation 40 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and mandated that the transfer of securities shall be carried out in dematerialized form only w.e.f. 01st April, 2019. Further SEBI vide its press release dated 27th March, 2019 clarified that the transfer deed(s) lodged prior to the above deadline and returned due to deficiency in the document(s) may be re-logged for transfer even after the stipulated deadline of 01st April, 2019.

We have examined all Registers, files and other documents, relating to **Cholamandalam Financial Holdings Limited** (Formerly known as **TI Financial Holdings Limited**), having its Registered Office at "Dare House", 234, N.S.C. Bose Road, Chennai – 600001, maintained by its Registrar and Share Transfer Agent viz., **KFin Technologies Private Limited (Formerly known as Karvy Fintech Private Limited)**, having its office at Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 pertaining to transfer of equity shares of the Company for the period from **01st October, 2019 to 31st March, 2020** for the purpose of issuing a Compliance Certificate under Regulation 40 (9 & 10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Uniform Listing Agreement entered into by **Cholamandalam Financial Holdings Limited** with the **BSE Limited** and based on our such examination as well as information and explanations furnished to us which to the best of our knowledge and belief were necessary for the purposes of our certification, we hereby certify that in our opinion and according to the best of our information and belief, the Company during the half year ended **31st March, 2020** has not received any request(s) for Transfer, Deletion of name, Split and Consolidation of share certificate(s).

During the aforementioned period, **Cholamandalam Financial Holdings Limited** has received requests for Transmission of shares and Duplicate share certificates and the same have been delivered within the stipulated time period as stated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

For **R. SRIDHARAN & ASSOCIATES**
COMPANY SECRETARIES

SRIDHAR AN  Digitally signed by
SRIDHARAN
Date: 2020.04.27
16:09:03 +05'30'

CS R.SRIDHARAN
C.P.No.3239
FCS No.4775

UIN: S2003TN063400

UDIN: F004775B000181446

(This certificate is digitally signed)