



Registered Office:
"Chaitanya",
No. 12, Khader Nawaz Khan Road,
Nungambakkam,
Chennai – 600006
PH: 044 28332115

Sundaram-Clayton Limited

27th April 2023

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.

Scrip code: 520056

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Bandra (E), Mumbai 400 051.

Scrip code: SUNCLAYLTD

Dear Sir / Madam,

Reg : Compliance under Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached a certificate issued by the Mr. K Sriram, Partner, M/s S Krishnamurthy & Co., Practising Company Secretaries for the year ended 31st March 2023.

Thanking you,

For Sundaram-Clayton Limited

R Raja Prakash
Company Secretary

Encl: a/a



S. Krishnamurthy & Co.,
Company Secretaries

CERTIFICATE

(under Regulation 40(9) & (11) of the Securities and Exchange Board of India (Listing obligations and disclosure requirements) Regulations, 2015)

We have examined all the relevant documents of **SUNDARAM-CLAYTON LIMITED**, produced before us by **Integrated Registry Management Services Private Limited**, Registrar and Share transfer agents to the Company ('the RTA'), pertaining to transfer, transmission, transposition, issue of consolidated and split certificates, replacement and exchange of certificates, of shares held in physical form, during the financial year from **1st April 2022 to 31st March 2023**.

Based on such examination, the information and explanations furnished to us by the RTA, and to the best of our knowledge and belief, **we hereby certify that, during the financial year ended 31st March 2023:**

1. The RTA has, in respect of requests for Claim from Unclaimed Suspense Account (transfer of shares from Unclaimed Suspense Account to the shareholder), transmission of shares held in physical form, issue of consolidated or split certificates, replacement or exchange of certificates, as the case may be, of shares held in physical form, approved the requests for which proper documents were lodged, and issued 'Letter of confirmation' to the shareholders, in lieu of the share certificates, pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, within the following time-lines:
 - (a) within 60 days of lodgement, in respect of requests received and processed during the period from 1st April 2022 to 30th June 2022, as permitted under SEBI Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/26 dated February 25, 2022; and
 - (b) within 30 days of lodgement, in respect of requests received and processed during the period from 1st July 2022 to 31st March 2023.
2. The RTA has not received or processed any requests for transposition of shares held in physical form.

For **S. KRISHNAMURTHY & CO.,**

Company Secretaries

[Firm Unique Identification No. P1994TN045300]

[Peer Review Certificate No.739/2020]

K. SRIRAM

Partner (Membership No.F6312)

C.P. No.2215

UDIN: F006312E000212133



Place: Chennai

Date: 27th April 2023

"SHRESHTAM", Old No.17, New No.16, Pattammal Street, Mandaveli, Chennai - 600 028.
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