



Sundaram-Clayton Limited

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

26th April 2022

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 Sirs,

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, Ms. Sharanya Sriram, Partner, M/s S. Krishnamurthy & Co., Practising Company Secretaries conducted an audit of the share transfers for the period 01st April 2021 to 31st March 2022.

We are enclosing the certificate issued by the Practicing Company Secretary for your information and records.

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, and exchange of certificates, of shares held in physical form, during the financial year from **1st April 2021 to 31st March 2022**.

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 2022:**

1. The RTA has, in respect of requests for transmission of shares in physical form:
 - a. Received during the period from 1st April 2021 to 31st July 2021, processed the transmissions for which proper documents were lodged, within the extended time-line of 31st July 2021 provided by SEBI vide Circular No. SEBI/HO/MIRSD/RTAMB/P/CIR/2021/558 dated April 29, 2021, issued split certificates wherever applicable, and despatched the share certificates within 7 days from the said extended time-line.
 - b. Received during the period from 1st August 2021 to 23rd January 2022, processed the transmissions for which proper documents were lodged, issued split certificates wherever applicable, and despatched the share certificates within 30 days of lodgement.
 - c. Received during the period from 24th January 2022 to 31st March 2022, processed the transmissions 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 30 days from the date of lodgement.
2. The RTA has not received or processed any requests for transfer, transposition, issue of consolidated certificates or exchange of certificates, of shares held in physical form.

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

Company Secretaries

(Peer Review Certificate No.739/2020)

Sharanya

SHARANYA SRIRAM

Partner (Membership No.F10252)

C.P. No.12731

UDIN: F010252D000206833



Place: Chennai

Date: **26th April 2022**

"SHRESHTAM", Old No.17, New No.16, Pattammal Street, Mandaveli, Chennai - 600 028.
(044) 42074012/ 24611440 sriram.krishnamurthy@rediffmail.com skco.cs@gmail.com