



# Sundaram-Clayton Limited

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

16<sup>th</sup> June 2023

BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001.  
**Scrip code: 520056**

National Stock Exchange of India Ltd.,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai 400 051.  
**Scrip code: SUNCLAYLTD**

Dear Sir / Madam,

**Sub. : Intimation on amalgamation of TVS Holdings Private Limited with Sundaram-Clayton Limited ("Company") pursuant to Composite Scheme of Arrangement amongst Sundaram-Clayton Limited and TVS Holdings Private Limited and VS Investments Private Limited and Sundaram - Clayton DCD Limited and their respective shareholders and creditors ("Scheme")**

**Ref. : Our letters dated 9<sup>th</sup> February 2022, 7<sup>th</sup> March 2023, 13<sup>th</sup> March 2023, 20<sup>th</sup> March 2023, 25<sup>th</sup> March 2023, 8<sup>th</sup> June 2023 and 15<sup>th</sup> June 2023**

In furtherance to our intimation dated 15<sup>th</sup> June 2023 on the captioned matter, we hereby inform you that the Company has received the requisite approval of BSE Limited and the National Stock Exchange of India Limited (collectively referred to as "**Stock Exchanges**") on 15<sup>th</sup> June 2023 for the listing and trading of cumulative non-convertible redeemable preference shares ("**NCRPS**") issued by way of bonus, pursuant to Part II of the Scheme.

Also, as earlier informed, in terms of the Scheme, the Part III of the Scheme which provides for the amalgamation of TVS Holdings Private Limited ("**Transferor Company 1**") with the Company, would be effective from the 1<sup>st</sup> (first) business day after the receipt of approval of the Stock Exchanges for the listing and trading of NCRPS as stated above i.e. **Effective Date 2**.

Thus, the amalgamation of the Transferor Company 1 with the Company becomes effective from 16<sup>th</sup> June 2023 (**Effective Date 2**). Further, the consideration for the said amalgamation will be issued by the Company to the shareholders of the Transferor Company 1 in the form of equity shares and NCRPS, respectively, in the proportion as stated in the Scheme, which will be listed on the Stock Exchanges after receipt of necessary approvals.



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Further, in terms of the Scheme, upon effectiveness of the amalgamation of the Transferor Company 1 with the Company, the name of the Company shall stand changed to "**TVS Holdings Limited**". The Company will undertake necessary actions to give effect to the implementation of Part III of the Scheme and will make necessary disclosures from time to time.

Further we wish to inform that Emerald Haven Realty Limited, a subsidiary to Transferor Company 1, has become the subsidiary of the Company consequent to amalgamation as mentioned above.

The Company will also intimate the Stock Exchanges, on the further developments in connection with the implementation of the Scheme.

Thanking you,  
**For Sundaram-Clayton Limited**

**R Raja Prakash**  
**Company Secretary**