



Sundaram-Clayton Limited

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

25th October 2020

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

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor,
Plot No. 1/C, "G" Block,
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, Mr K Sriram, Partner, M/s S Krishnamurthy & Co., Practising Company Secretaries conducted an audit of the share transfers for the half year ended 30th September 2020.

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

Thanking you,

Yours faithfully,
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 its **in-house SEBI registered Share transfer agency (Category-II)** ('the RTA'), pertaining to transfer, transmission, transposition, issue of consolidated and split certificates, of shares held in physical form, during the half-year from **1st April 2020 to 30th September 2020**.

Based on such examination, the information and explanation furnished to us by the RTA, and to the best of our knowledge and belief, **we hereby certify that, during the half year ended 30th September 2020:**

1. The RTA has, in respect of requests for transmission of shares held in physical form, registered all the transmissions for which proper documents were lodged, issued split certificates wherever applicable, and despatched the share certificates with the transmission endorsed, within 30 days of lodgement (*excluding the period of lockdown*[#]).
2. The RTA has not received or processed any requests for transfer or transposition of shares in physical form or issue of consolidated certificates.

([#]excluding period of lockdown as declared by the Government of India / further extended as per directions of the Government of India / State Governments, for which relaxation has been granted by SEBI vide Circular No.SEBI/HO/MIRSD/RTAMB/CIR/P/2020/59 dated April 13, 2020).

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

K. SRIRAM

Partner (Membership No.F6312)

C.P. No.2215

UDIN: F006312B001046571



Place: Chennai

Date: **23rd October 2020**