



Sundaram-Clayton Limited

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

February 4, 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

Subject: Compliance under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/ Madam,

We refer to our earlier disclosures dated December 10, 2020, January 27, 2021, January 30, 2021 and February 11, 2021 regarding the memorandum of family arrangement dated December 10, 2020 ("MFA") executed between various members of the TVS family and the family arrangement. We further refer to our disclosure dated January 6, 2022, stating that the composite scheme of amalgamation and arrangement involving, inter alia, T.V. Sundram Iyengar & Sons Private Limited ("TVSS"), Sundaram Industries Private Limited ("SIPL"), Southern Roadways Private Limited ("SRPL") and TVS Holdings Private Limited (*formerly known as TVS Investments and Holdings Private Limited*) ("THPL") ("**Scheme**") was made effective on January 6, 2022. As specified before, please note that Sundaram Clayton Limited is not a party to the MFA nor is it directly involved in the family arrangement or the composite scheme.

Please find enclosed a letter dated February 4, 2022, received from THPL with an update in relation to the Scheme.

This may kindly be treated as an update on material developments concerning the earlier disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly acknowledge receipt.

Sincerely,

For SUNDARAM CLAYTON LIMITED


R Raja Prakash
Company Secretary

Registered Office :
"Chaitanya",
No. 12, Khader Nawaz Khan Road,
Nungambakkam,
Chennai – 600006
CIN: U74999TN2018PTC121693
Ph No: 044 -28332115
E-Mail: phoenix@tvsholdings.in

TVS Holdings Private Limited
(Formerly known as TVS Investments and Holdings Private Limited
and Cheema Investments and Holdings Pvt Ltd)

February 4, 2022

To

The Company Secretary
Sundaram Clayton Limited
"Chaitanya" No 12,
Khader Nawaz Khan Road,
Nungambakkam,
Chennai 600 006,
Tamil Nadu, India

Dear Sir,

We refer to the composite scheme of amalgamation and arrangement involving, *inter alia*, T.V. Sundram Iyengar & Sons Private Limited ("**TVSS**"), Sundaram Industries Private Limited ("**SIPL**"), Southern Roadways Private Limited ("**SRPL**") and TVS Holdings Private Limited (*formerly known as TVS Investments and Holdings Private Limited*) ("**THPL**") ("**Scheme**"), which was made effective on January 6, 2022.

We wish to inform you that the Second Appointed Date under the Scheme is February 4, 2022, i.e., today. In terms of the Scheme, with effect from the Second Appointed Date, the two-wheeler auto parts and die casting business undertaking of TVSS which inter alia includes 1,30,94,460 equity shares of Sundaram Clayton Limited ("**Company**"), representing 64.72 % of its paid up equity share capital, has been demerged from TVSS to THPL. Therefore, effective today, 64.72 % shareholding in the Company has been vested in and been transferred to THPL.

This information is being provided to your good office for wider dissemination to stakeholders in the Company.

Sincerely,

For TVS HOLDINGS PRIVATE LIMITED

KUPPUSAMY
IYENGAR
GOPALADESIKAN

Digitally signed by
KUPPUSAMY IYENGAR
GOPALADESIKAN
Date: 2022.02.04
19:33:04 +05'30'

K Gopala Desikan
Director