Sundaram Finance Limited

57th Annual Report 2009-10







Board of Directors

S Viji Chairman

S Ram

S Narayanan T R Seshadri S Ravindran

S Prasad

Aroon Raman

Srinivas Acharva

T T Srinivasaraghavan

Managing Director

Audit Committee

S Prasad

Chairman

S. Ravindran S Viji

Share Transfer & Investor Relations Committee

S Prasad Chairman

T T Srinivasaraghavan

Srinivas Acharya

Asset Liability Management Committee

T T Srinivasaraghavan Chairman

Srinivas Acharva

S Venkatesan

A N Raju

M Ramaswamy

Risk Management Committee

T T Srinivasaraghavan Chairman

Srinivas Acharya

S Venkatesan

A N Raju

M Ramaswamy

Harsha Viji

Compensation Committee

S Ravindran Chairman

Aroon Raman

T T Srinivasaraghavan

CFO & Secretary

S Venkatesan

Auditors

M/s. Brahmayya & Co., Chartered Accountants 48, Masilamani Road, Balaji Nagar, Royapettah, Chennai 600 014

Information Security Assurance Services

M/s. Tejas Brainware Systems (P) Ltd.,

'Lakshmi Bagh', New No.28 Old No.19, Second Main Road C.I.T. Colony, Mylapore, Chennai 600 004

Registered Office

21, Patullos Road, Chennai - 600 002 Tel: 044 2852 1181. Fax: 044 2858 6641

Website: www.sundaramfinance.in

Senior Management

S Venkatesan CFO & Secretary

P S Raghavan Executive Director & Head – Sundaram Business Services

A N Raju Executive Director

Paramesh Krishnaier Executive Director

K Swaminathan Executive Director (Sundaram Infotech Solutions)

M Ramaswamy Executive Director & Head – Treasury

Harsha Viji Head – Strategy & Planning

Malli J. Sivakumar Senior Vice President (Sundaram Infotech Solutions)
V K Raman Senior Vice President (Sundaram Business Services)

P Viswanathan Deputy Secretary & Compliance Officer

S Ravindran Vice President & Head – Northern Region

S Srinivasan Vice President & Head – Leasing S Sivakumar Vice President (Operations)

Shridhar Iyer Vice President

M J Kulkarni Vice President & Head – Western Region

K Sankarakumar General Manager & Head – Distribution Rajesh Venkat General Manager & Head (Projects)

V P R V P Varma General Manager & Head – Karnataka Region

H Venkatesan General Manager (Audit)

Balachander Gopinath
S Krishnamurthy
C Balasubramanian
General Manager & Head – Kerala Region
General Manager & Head – Tamil Nadu (South)
General Manager & Head – Tamil Nadu (West)

S Mahadevan General Manager & Head – Personnel and Administration G Vaikuntam General Manager & Head – Quality & Process Improvement

Subsidiaries

Sundaram Finance Distribution Limited

Sundaram BNP Paribas Asset Management Company Limited LGF Services Limited

Sundaram BNP Paribas Home Finance Limited

Sundaram BNP Paribas Trustee Company Limited Sundaram Infotech Solutions Limited Sundaram Business Services Limited

Sundaram BNP Paribas Fund Services Limited Professional Management Consultants Limited

Bankers

State Bank of India
State Bank of Travancore
State Bank of Patiala
United Bank of India
Syndicate Bank
HDFC Bank Ltd.

State Bank of Hyderabad The Hongkong and Shanghai Banking Corporation Ltd.

Bank of India Standard Chartered Bank

IDBI Bank Ltd. Citibank N. A

Indian Overseas Bank The Royal Bank of Scotland N.V

Canara Bank Bank of America

Debenture Trustee

IDBI Trusteeship Services Limited Asian Building, Ground Floor

17, R. Kamani Marg, Ballard Estate, Mumbai 400 001

CURRENCY EQUIVALENTS

Rs. One Million = Rs. 10 Lakhs US\$1 = Indian Rs.45.14*

Rs. One Billion = Rs. 100 Crores or *RBI Reference Rate as on 31.03.2010

Rs. 10,000 Lakhs



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International Finance & Leasing Association

Directors' Report

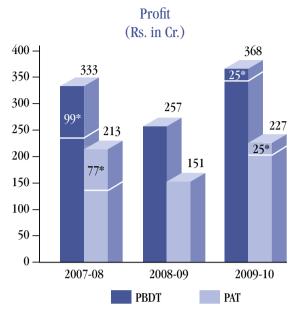
Your directors have pleasure in presenting the 57th Annual Report with audited accounts for the year ended 31st March 2010. The summarised financial results of the Company are given hereunder:

FINANCIAL RESULTS:

(Rs. in Cr.)

Particulars	Year ended March 31, 2010	Year ended March 31, 2009
Income from Operations	1181.89	1082.78
Profit on Sale of Shares in WABCO-TVS (INDIA) Limited	25.39	_
Other Income	41.43	31.99
Total Income	1248.71	1114.77
Less: Total Expenditure	925.23	895.06
Profit before Tax	323.48	219.71
Profit after Tax	226.75	150.73
Surplus brought forward	41.96	47.14
Transfer from Special Reserve	76.00	_
Amount available for appropriation	344.71	197.87
Appropriations have been made as under:		
Transfers to:		
- Statutory Reserve	45.40	30.20
- Special Reserve	-	2.00
- General Reserve	175.00	82.72
Dividend – Interim	33.33	22.22
Final (Proposed)	22.22	13.89
Dividend Tax	7.74	4.87
Surplus carried to balance sheet	61.02	41.97
	344.71	197.87

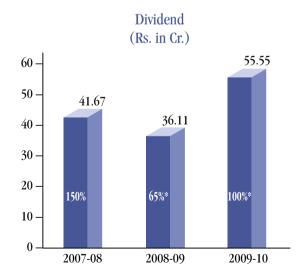




* Profit on sale of shares

DIVIDEND

Your Company paid a tax-free interim dividend of Rs.6/- per share (60% on the face value of Rs.10/-). Your directors are now pleased to recommend a final dividend of Rs.4/- per share (40% on the face value of Rs.10/-). This, together with the interim dividend, aggregates to a total dividend of Rs.10/- per share (100% on the face value of Rs.10/-) for the financial year ended 31st March 2010, on the paid-up capital of Rs.55.55 cr.



* On the capital expanded by 1:1 bonus issue

CORPORATE GOVERNANCE

- A detailed report on corporate governance together with a certificate from the Statutory Auditors, in compliance with Clause 49 of the Listing Agreement, is attached as part of this report.
- Compliance reports in respect of all laws applicable to the Company have been reviewed by the Board of Directors.

MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW

Uncertainty continues to cloud the shape and pace of global economic recovery. Just as the US seemed to be emerging from its worst recession since the Great Depression, Europe finds itself in the midst of a major crisis. Private spending in advanced economies continues to be constrained and inflation remains generally subdued, making it likely, that fiscal and monetary stimuli in these economies will continue for an extended period. Emerging market economies, on the other hand, seem to be significantly ahead on the recovery path, but some of them are also facing inflationary pressures. This has prompted central banks in some of these countries to begin phasing out their accommodative monetary policies.

INDIAN ECONOMY

The monetary policy response in India, in the wake of the global economic crisis, was aimed at instilling confidence in market participants, mitigating the adverse impact of the global financial crisis on the economy and ensuring an early return to the path of recovery. However, in view of the rising food inflation and the risk of broader inflationary expectations, the Reserve Bank began the process of exit from the expansionary monetary policy, beginning October 2009. SLR and CRR were hiked by 100 basis points each, between October 2009 and April 2010, while repo and reverse repo rates were raised by 50 basis points each during the same period.

In India, the economic recovery, which began around the second quarter of 2009-10, has since shown sustained improvement. Industrial recovery has become more broad-based and is expected to continue in the wake of rising domestic and external demand. Reversing a nearly yearlong decline, exports and imports have both grown since October/ November 2009. Flow of credit from both bank and non-bank sources has picked up and overall business sentiment has turned distinctively positive. India's GDP growth in

2009-10 has been estimated at 7.4%, driven by 9.3% growth in the industrial sector and 8.5% in the services sector. The abundance of liquidity in the system ensured that interest rates remained reasonable for most part.

The developments on the inflation front are, however, far from encouraging. The wholesale price index (WPI) inflation climbed steeply from 1.5 per cent in October 2009 to 9.9 per cent by March 2010. What was initially a problem driven by food prices has now become more generalised. This is reflected in non-food manufactured products inflation rising from (-) 0.4 per cent in November 2009 to 4.7 per cent in March 2010. The Reserve Bank in its Annual policy statement 2010-11, has warned that the current episode of inflation, which was triggered by supply side factors, could develop into a wider inflationary process, with demand side pressures becoming clearly discernible.

The fiscal deficit as of February 2010 had been estimated at 6.5% of GDP on a rolling basis, slightly below the full year's estimate of 6.7%. In the Budget for 2010-11, the fiscal deficit for FY 2011 has been estimated at 5.5% of GDP, a reduction of 1.2% from last year's estimate. However, the windfall mobilisation through the recent 3G auction is expected to further reduce the deficit.

The outlook for the Indian economy remains broadly positive, with GDP projected to grow at 8.5% in 2010-11, subject to the assumption of a normal monsoon and continued robustness in the growth of the manufacturing and service sectors. On the downside, global commodity and energy prices remain volatile and could adversely impact growth. RBI in its Annual Policy has stated that the monetary policy stance for 2010-11 is intended to:

- Anchor inflation expectations, while being prepared to respond appropriately, swiftly and effectively to further build-up of inflationary pressures.
- Actively manage liquidity to ensure that the growth in demand for credit by both the private and public sectors is satisfied in a non-disruptive way.
- Maintain an interest rate regime consistent with price, output and financial stability.

The policy stance is clearly aimed at promoting growth and ensuring that there is sufficient liquidity at reasonable rates of interest. The major challenge, however, will be to achieve these while keeping inflation within check.

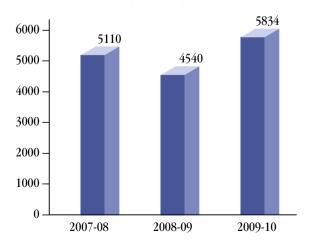
AUTOMOTIVE SECTOR

Aided initially, by the Government of India's stimulus packages, most notably, the 4% reduction in excise duties, across the board and the thrust provided through the JnNURM, the Indian automotive industry has bounced back from the depressing lows of the previous year. Sales of medium and heavy commercial vehicles registered a smart increase of 33% during 2009-10 as against a fall of 33% during 2008-09, while sales of light commercial vehicles were up by 43% as against a fall of 7% during 2008-09. Cars and multi utility vehicles recorded an impressive 25% growth in 2009-10 as against a growth of 12% in 2008-09. While the first half of the year was fairly subdued, sales of commercial vehicles witnessed significant growth from September 2009 onwards, driven primarily by a strong revival in the manufacturing sector. With freight availability improving and much of the excess capacity in the industry being absorbed, freight rates have also moved up to reasonable levels, thereby rendering trucking operations more viable. Ample liquidity and benign interest rates also contributed to the growth story. However, part of the spurt in sales in the last quarter of the year is attributable to 'advance buying', prompted by the expected price increases due to commodity inflation and compliance with the new emission norms that are due to take effect from October 2010.

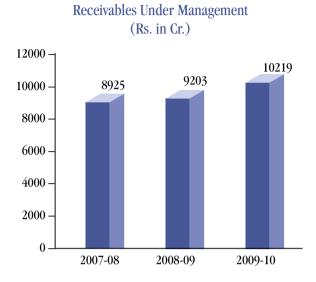
OPERATING & FINANCIAL PERFORMANCE

Your Company's hire purchase and loan disbursements at Rs.5834 cr. during the year, registered a significant growth of 29%, over the previous year's figure of Rs.4540 cr., led by a 51% growth, in unit

Hire Purchase and
Hypothecation Loan Disbursements
(Rs. in Cr.)

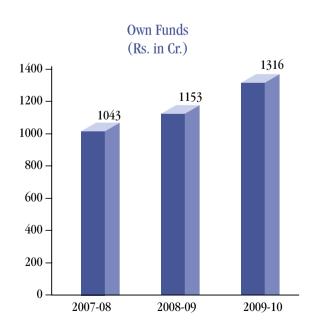






terms, in the Medium & Heavy Commercial Vehicle (M & HCV) segment, against the industry growth of 33%, resulting in significant market share gains during the year. Your Company also achieved a strong 25% year on year growth, in unit terms, in the Car Finance segment. The company's continuing focus on asset quality and its finely honed credit appraisal and collection skills have ensured that the portfolio is possibly 'Best in Class'. Gross NPAs as at 31st March, 2010 stood at 1.26% as against 1.64% in the previous year and Net NPAs at 0.45% as against 0.75% in the previous year.

The gross receivables being managed by the Company, including assets sold or securitised stood at Rs.10219 cr. as at 31st March 2010, as against Rs.9203 cr. in the previous year.



The net profit for the year from continuing operations was Rs.201.36 cr. (excluding the one-time profit of Rs.25.39 cr. on sale of shares in WABCO-TVS (INDIA) Limited) as against Rs.150.73 cr. in the previous year, registering a growth of 34%. The company's Net-Worth stood at Rs.1316.36 cr. as on 31.3.2010, while Capital Adequacy (CRAR) at 16.93% was comfortably higher than the statutory requirement of 12%. As a measure of prudence and with a view to strengthen the balance sheet, a general provision at 0.4% of Standard assets, amounting to Rs. 31.62 cr. has been made during the year.

RESOURCE MOBILISATION

a) Deposits

During 2009-10, your Company mobilised fresh deposits aggregating to Rs.242.40 cr. Renewal of deposits matured during the year amounted to Rs.257.04 cr. representing 78% of the matured deposits. Deposits outstanding at the year-end were at Rs.1094.91 cr. as against Rs.940.06 cr. in the previous year.

As at 31st March 2010, 3,096 deposits amounting to Rs.9.01 cr., had matured for payment and were due to be claimed or renewed. After close follow-up, the figures are currently down to 1886 and Rs.4.92 cr. respectively. Steps are continuously being taken to arrange for repayment or renewal of these deposits. Investor Relation Services - Deposits continue to enjoy the ISO 9001:2000 certification by Bureau Veritas Certification (India) Private Limited.

b) Term Funding

During the year, your Company raised term funding in the form of non-convertible debentures and term loans to the tune of Rs.4141.24 cr., across various tenors.

c) Bank Finance

Your Company's bankers continue to extend their support, providing loans at competitive rates. Your Company issued several tranches of commercial paper aggregating to Rs.2765 cr., during the year. The maximum amount outstanding at any time was Rs.1500 cr., and the amount outstanding at the end of the year was Rs.635 cr. As part of its overall funding plan, your Company reduced its working capital credit limits with banks from Rs.1800 cr. to Rs.1650 cr.

d) Sell-down of Receivables

During the year, your Company sold hire purchase and hypothecation loan receivables to the extent of Rs. 303.29 cr.

CREDIT RATINGS

All the borrowings of the Company are rated. The short term borrowings (including commercial papers) are rated "A1+/P1+/F1+" (highest safety). Fixed Deposits are rated "AAA" (highest safety). The long term borrowings are rated "AA+" (high safety). The long term ratings have a "Stable outlook" from ICRA and FITCH and "Negative outlook" from CRISIL.

OUTLOOK FOR THE YEAR

The current year has begun on an encouraging note. The auto sector appears to be maintaining the growth trajectory that was witnessed in the second half of last year, amidst optimistic growth projections from automotive manufacturers, for the current year. The general tone for the industry is one of optimism and most indicators appear positive. On the Commercial vehicle front, the implementation of the new emission norms, that will become applicable from October 1, 2010 and the resultant increase in truck prices, could impact off take of trucks in the latter part of the year. The strong growth in the car segment and the momentum that was witnessed in the previous year is expected to be maintained during the current year, aided partly by the launch of several new models in recent months, with a few more to follow. A revival in infrastructure projects across the country also bodes well, not only for the road transport and construction equipment sectors, but for the economy as a whole.

However, it is to be hoped that the irrational exuberance of a few years ago, which led to excess capacity creation in the CV segment, is not repeated. While the infrastructure sector presents great opportunities, it is ironically one of the key concern areas as well, with the power situation, in particular, threatening to spoil the growth story. Uncertainties in terms of global events and volatility in commodity and oil prices could pose problems for the Indian economy, while inflation continues to be a worry, domestically. As always, the behaviour of the south-west monsoon will have an important bearing on the fortunes of the country.

INTERNAL AUDIT

As part of the effort to evaluate the effectiveness of the internal control systems, your Company's internal audit department reviews all the control measures on a periodic basis and recommends improvements, wherever appropriate. The internal audit department is manned by highly qualified and experienced personnel and reports directly to the Audit Committee of the Board. The Audit Committee regularly reviews the audit findings as well as the

adequacy and effectiveness of the internal control measures. Additionally, an Information Security Assurance Service is also provided by independent external professionals. Based on their recommendations, the Company has implemented a number of control measures both in operational and accounting related areas, apart from security related measures.

RISK MANAGEMENT

Your Company, being in the business of financing of commercial vehicles, cars, other vehicles and equipment in the retail segment, has to manage various risks. These risks include credit risk, liquidity risk and interest rate risk. The Risk Management Committee and the Asset Liability Management Committee periodically review and monitor these risks.

The Company manages credit risk through stringent credit norms established through several years of experience in this line of business and continues to follow the time tested practice of personally assessing every borrower, before committing to a credit exposure. This process ensures that the expertise in lending operations acquired by the Company over decades is put to best use and acts to mitigate credit risks. Liquidity risk and interest rate risk arising out of maturity mismatch of assets and liabilities are managed through regular monitoring of the maturity profiles. The Company monitors ALM periodically to mitigate the liquidity risk. The Company also measures the interest rate risk by the duration gap method.

HUMAN RESOURCES

Your Company believes that its greatest assets are its people and Training is an investment in long term people development, for organisational excellence. During the year under review, your Company has taken several new initiatives to ensure that the knowledge and wisdom gained over decades is handed down to the next generation of employees. A well balanced mix of domain knowledge and behavioural training was taken up towards talent transformation. These initiatives have paid good dividends in the form of a strong group of in-house facilitators of domain knowledge and an inspired team of employees geared to serving the needs of your company's valued customers.

CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements, drawn up in accordance with the applicable Accounting Standards, form part of the Annual Report.



In view of this and in accordance with the approval granted by the Central Government under Section 212(8) of the Companies Act. 1956, the Balance Sheet, Profit and Loss Account, Report of the Board of Directors and Report of the Auditors of the Subsidiary Companies, have not been attached to the Balance Sheet of your Company. The financial information relating to all the Subsidiary Companies, in the aggregate, has been disclosed in the consolidated financial statements, as required by the Central Government as part of its approval. Further,

- The annual accounts of all the Subsidiary Companies have been posted by your Company on its website – www.sundaramfinance.in.
- Annual accounts of the Subsidiary Companies and related detailed information will be available for inspection by the members, at the head offices of the Company and the Subsidiary Companies concerned and also will be made available to the members upon request.

SUBSIDIARIES

Sundaram BNP Paribas Home Finance Limited

The company, in its eleventh year of operation, approved loans aggregating Rs.915 cr. as against Rs.600 cr. in the previous vear; disbursements amounted to Rs. 743 cr. as against Rs.532 cr. in the previous year. The company earned a gross income of Rs.236 cr. as against Rs.213 cr. in the previous year and reported a profit after tax of Rs.27.72 cr. as against Rs.26.81 cr. in the previous year. The loan portfolio as at 31st March 2010 stood at Rs.1981 cr. as against Rs.1592 cr. in the previous year. The gross and net NPA stood at 0.34% and 0.11% respectively as of 31.03.10, clearly the best in the industry. The company declared an interim dividend of Re.1/- per share (10% on the face value of Rs.10/-) for the financial year ended 31st March 2010.

Sundaram BNP Paribas Asset Management Company Limited

The Average Assets under Management (AUM) of Sundaram BNP Paribas Asset Management Company Ltd. was Rs.13878 cr. for the year 2009-10, registering a growth of 49.76% as compared to Rs.9267 cr. in the previous year. The investor base of Sundaram BNP Paribas Asset Management Company Limited stands at 2.34 million, indicating rising retail participation and confidence. In recognition of their status as one of the best fund houses in the country, the schemes of Sundaram

BNP Paribas Mutual Fund received several prestigious awards during the year.

Sundaram BNP Paribas Asset Management Company Limited earned a gross income of Rs.111.71 cr. as against Rs.86.05 cr. in the previous year. After providing for depreciation and tax, the company reported a profit of Rs. 20.84 cr. as against Rs. 10.68 cr. in the previous year. The company recommended a higher dividend of Rs.4/- per share (40% on the face value of Rs.10/-) for the financial year ended 31st March 2010.

Sundaram BNP Paribas Trustee Company Limited

Sundaram BNP Paribas Trustee Company Limited earned a gross income of Rs. 124.10 lakhs as against Rs. 105.39 lakhs in the previous year and reported a profit after tax of Rs. 42.15 lakhs for the year, as against Rs.36.44 lakhs in the previous year. The company recommended a higher dividend of Rs.60/- per share (600% on the face value of Rs.10/-) for the financial year ended 31st March 2010.

Sundaram Finance Distribution Limited (SFDL)

In spite of significant changes in the regulatory guidelines and decline in the number of New Fund Offers by mutual funds, the income from mutual fund distribution has gone up to Rs.1.58 crores during 2009-10 from Rs.1.05 cr. during 2008-09. Despite reduction in insurance premium levels consequent to de-tariffing, SFDL earned a higher commission of Rs.4.01 cr. through stepped-up efforts in distribution of insurance products during the year as against Rs.2.28 cr. in the previous year. The profit after tax for the year amounted to Rs.1.97 cr. as against Rs.1.37 cr. in the previous year. The company recommended a higher dividend of Rs.22.50 per share (225% on the face value of Rs.10/-) for the financial year ended 31st March 2010.

LGF Services Limited

LGF Services Limited, in its sixth year of operation, earned a higher commission of Rs.5.59 cr. through stepped-up efforts in the distribution of insurance products as against Rs.4.38 cr. in the previous year. The profit after tax for the year was higher at Rs.1.83 cr. as against Rs.1.77 cr. in the previous year. The company recommended a higher dividend of Rs.50/- per share (500% on the face value of Rs.10/-) for the financial vear ended 31st March 2010.

• Sundaram Infotech Solutions Limited (SISL)

The company earned a gross income of Rs.18.82 cr., as against Rs.9.06 cr. in the previous year, registering an increase of 108%. The profit after tax for the year was at Rs.1.31 cr. as against loss of Rs.4.43 cr. in the previous year.

Sundaram Business Services Limited (SBSL)

During the year, SBSL earned a gross income of Rs.19.91 cr., as against Rs.16.49 cr. in the previous year. The reduction in the revenue is attributable to low business volumes owing to recessionary conditions. The company reported a loss of Rs.3.11 cr. as against profit after tax of Rs.38.58 lakhs earned in the previous year. The company remains focused on the Banking, Financial Services and Insurance segments and the Accounting and Payroll horizontals.

• Professional Management Consultants Limited (PMC)

During the year, PMC earned a gross income of Rs.4.86 cr. as against Rs.8.86 cr. in the previous year due to low business volumes. The company reported a loss of Rs.68.98 lakhs as against profit after tax of Rs.68.92 lakhs earned in the previous year.

• Infreight Logistics Solutions Limited (Infreight)

During the year, Infreight earned a gross income of Rs.17.26 cr. as against Rs.30.63 cr. in the previous year. After a trying year during the Global recession in 2008-09, the company took some very tough steps to improve its margins. These included shedding loss making customers, cutting overheads, increasing productivity of the people and infrastructure and strengthening recovery of receivables. Overall, the operating loss has reduced considerably.

• Sundaram BNP Paribas Fund Services Limited

Sundaram BNP Paribas Fund Services Limited earned an income of Rs.131.29 lakhs during the period June 2008 to March 2010 and reported a loss of Rs.689.69 lakhs. Apart from carrying on the Fund Accounting business, the company is hopeful of receiving the Registrar & Share Transfer Agency business of some of the existing asset management companies in India.

JOINT VENTURES

Royal Sundaram Alliance Insurance Company Ltd (Royal Sundaram)

Royal Sundaram registered a growth of 13.6% in Gross Written Premium at Rs.913.11 cr. as against Rs. 803.36 cr. in the previous year and earned an investment income of Rs.92.74 cr. as against Rs.75.56 cr. in the previous year. The company reported a higher net profit of Rs.30.97 cr. for the year as against Rs. 5.66 cr. in the previous year, making for its best ever performance in the decade since its inception.

BNP Paribas Sundaram Global Securities Operations Private Limited

For the period September 2008 to March 2010, BNP Paribas Sundaram Global Securities Operations Private Limited, which acts as the business process Off-shoring centre of BNP Paribas Securities Services in Asia, earned gross income of Rs.40.91 cr. and reported a profit after tax of Rs.4.44 cr. The company paid a dividend of Re.1/- per share (pro-rata) for the period ended 30th September 2009 and recommended a dividend of Rs.4.40 per share (44% on the face value of Rs.10/-) for the six months ended 31st March 2010.

DIRECTORS

The term of office of Sri Srinivas Acharya as Deputy Managing Director expired on 31st March 2010. Your Directors wish to place on record the valuable contribution made by him for the growth and development of your Company during his tenure as Deputy Managing Director. Sri Acharya continues as a Director on the Board.

Sri A. Rangaswami, a Director of your Company since 1995, resigned his directorship effective 1st April 2010. He was the Chairman of the Audit Committee and Share Transfer & Investor Relations Committee. Your directors place on record the significant contribution made by him to the deliberations of the Board and Audit Committee for over a decade. His association with the Sundaram Finance group spanned over five decades and his invaluable wisdom and guidance will be missed.

Consequent to the resignation of Sri A. Rangaswami, Sri S Prasad, an independent director of your Company, was appointed as Chairman of the Audit Committee and Share Transfer & Investor Relations



Committee and Sri Srinivas Acharya was appointed as a member of the Share Transfer & Investor Relations Committee effective 1st April 2010.

Sri S. Viji, Sri S. Ram and Sri T. T. Srinivasaraghavan retire by rotation and, being eligible, offer themselves for re-election. Necessary resolutions are submitted for your approval.

AUDITORS

M/s Brahmayya & Co., Chartered Accountants, Chennai, retire and are eligible for re-appointment. A certificate under Section 224(1B) of the Companies Act, 1956 has been received from them.

INFORMATION AS PER SECTION 217(1) (e) OF THE COMPANIES ACT, 1956

Your Company has no activity relating to conservation of energy or technology absorption. During 2009-10, expenditure in foreign currencies amounted to Rs.145.04 lakhs, on account of interest and other charges. Foreign Currency earnings amounted to Rs. 94.78 lakhs.

PERSONNEL

In accordance with the provisions of Section 219(1)(b) (iv) of the Companies Act, 1956, the Directors' Report is being sent to all the shareholders of the Company excluding the annexure prescribed under Section 217(2A) of the Companies Act. The said annexure, setting out the names and other particulars of employees, is available for inspection by the Members at the Registered Office of the Company during office hours till the date of the Annual General Meeting.

SUNDARAM FINANCE EMPLOYEE STOCK OPTION SCHEME

Your Board of Directors, based on the recommendations of the Compensation Committee, granted 17,250 stock options to its eligible employees, on 28.05.2010. The disclosure required under SEBI Guidelines, in this regard, is furnished in the Annexure.

DIRECTORS' RESPONSIBILITY STATEMENT

Your directors confirm that:

- In the preparation of the annual accounts, the applicable accounting standards have been followed;
- 2. They have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- They have taken proper and sufficient care for the maintenance of adequate accounting records, in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- 4. They have prepared the annual accounts on a going-concern basis.

ACKNOWLEDGEMENT

Your directors gratefully acknowledge the support and co-operation extended to your company by all the customers, depositors, shareholders, bankers, mutual funds, automotive manufacturers and vehicle dealers.

For over five and a half decades, your company has been built on the strong foundation of a set of values that we call the 'Sundaram Way'. It is these values that have been our anchor in difficult times and our beacon when we have forged ahead on the path to growth. This would not have been possible without the dedication and unswerving commitment displayed by the employees of the Company, thus enabling it to report a strong performance during the year.

For and on behalf of the Board

Chennai 600 002 28th May 2010 **S VIJI** Chairman

Annexure

Disclosure under Clause 12 of the Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999

S.No	Par	ticulars	Sundaram Finance Employee Stock Option Scheme - 2008 - Grant 1	Sundaram Finance Employee Stock Option Scheme - 2008 - Grant 2	
(a)			10,500	17,250	
(b)	The pricing formula R		Rs.10/- per share (at par)	Rs.10/- per share (at par)	
(c)	Opti	ions vested	The above Options would vest on 31st May 2010.	The above Options would vest on 31st May 2011.	
(d)	Opti	ions exercised	Can be exercised between 1st June 2010 to 31st August 2010	Can be exercised between 1st June 2011 to 31st August 2011	
(e)		total number of shares arising as a ult of exercise of Option	Not Applicable now	Not Applicable now	
(f)	Opti	ions lapsed	Not Applicable	Not Applicable	
(g)	Vari	ation of terms of Options	Not Applicable	Not Applicable	
(h)	Money realized by exercise of Option		Not Applicable now	Not Applicable now	
(i)	Total number of Options in force		10,500	17,250	
(j)	Employee-wise details of Options granted to: i) Senior Managerial Personnel:				
			10,500	15,750	
	1	Sri. Srinivas Acharya	1,500	2,000	
	2	Sri. S Venkatesan	1,000	1,250	
	3	Sri. P S Raghavan	1,000	1,000	
	4	Sri. A N Raju	1,000	2,000	
	5	Sri. Paramesh Krishnaier	1,000	1,500 1,000	
	6	Sri. K Swaminathan	1,000		
	7	Sri. M Ramaswamy	1,000	1,750	
	8	Sri. S Ravindran	750	750	
	9	Sri. P Viswanathan	750	1,250	
	10	Sri. S Srinivasan	750	750	
	11	Sri. S Sivakumar	750	750	
	12	Sri. Shridhar Iyer	_	1,000	
	13	Sri. M J Kulkarni	_	750	



S.No			Sundaram Finance Employee Stock Option Scheme - 2008 - Grant 1	Sundaram Finance Employee Stock Option Scheme - 2008 - Grant 2
	ii)	Any other employee who receives a grant in any one year of Option amounting to 5% or more of Option granted during that year:	Nil	1,500
		Sri T P Raman, Managing Director, Sundaram BNP Paribas Asset Management Company Limited	-	1,500
	iii)	Identified employees who were granted Option, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant	Nil	Nil
(k)	sha	uted earnings per share (EPS) pursuant to issue of res on exercise of Option calculated in accordance h Accounting Standard (AS) 20 'Earnings Per Share'	Not applicable - On exercise of the Options, shares will be transferred from Sundaram Finance Employees Welfare Trust's holdings	Not applicable - On exercise of the Options, shares will be transferred from Sundaram Finance Employees Welfare Trust's holdings
(1)	Where the Company has calculated the employee compensation cost using the intrinsic value of the stock Options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognised if it had used the fair value of the Options, shall be disclosed.		Cost based on Fair Value is more by Rs.0.04 lakhs	Not Applicable now
		e impact of this difference on profits and on S of the Company shall also be disclosed.	Profit would be less by Rs.0.04 lakhs and EPS less by Re.0.0001 per share	Not Applicable now
(m)	Weighted average exercise prices and weighted average fair values of Options shall be disclosed separately for Options whose exercise price either equals or exceeds or is less than the market price of the stock.		Not Applicable	Not Applicable
(n)	A description of the method and significant assumptions used during the year to estimate fair values of Options, including following weighted average information:		Black Scholes Model	Does not arise
	i)	risk free interest rate,	4.13%	
	ii)	expected life,	368 days	
	iii)	expected volatility,	55.92%	
	iv)	expected dividends, and	No dividend rights during the vesting period.	
	v)	the price of the underlying share in market at the time of Option grant.	Rs. 276.10	

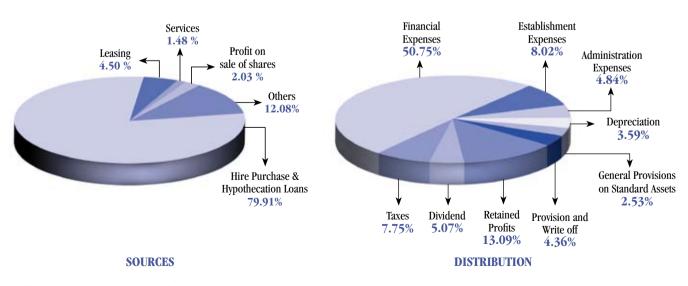
Financial Highlights

(Rs. in Cr.)

Year	Paid-up	Reserves	Deposits	Total	PBDT	PAT	Divid	lend
icai	Capital	Reserves	Deposits	Receivables	1001	1711	%	Amount
1954	0.02		0.10	0.10				
1972	1.00	0.58	8.35	9.86	0.73	0.30	16.00	0.16
1976	1.50	0.99	13.57	19.87	1.78	0.67	16.00	0.24
1978	2.00	1.37	14.65	27.18	2.01	0.77	18.00	0.36
1982	3.00	3.00	45.20	76.60	4.28	1.58	20.00	0.60
1986	6.00	6.59	104.10	184.66	10.35	2.67	16.00	0.96
1990-91	12.00	30.24	201.02	483.21	34.69	12.01	25.00	3.00
1995-96	24.00	204.31	550.44	1637.05	127.50	64.92	35.00	8.40
2004-05	27.78	655.22	740.25	4488.30	144.55	75.99	75.00	21.87
2005-06	27.78	783.06	627.98	5452.18	227.21	170.59 [®]	135.00#	37.50
2006-07	27.78	850.10	658.47	7327.02	165.01	100.47	105.00	29.17
2007-08	27.78	1015.15	756.62	8925.05	333.02	212.54 [@]	150.00	41.67
2008-09	55.55	1097.12	940.06	9203.53	257.47	150.73	65.00	36.11
2009-10	55.55	1260.57	1094.91	10218.80	368.29	226.75 [®]	100.00	55.55

[#] includes 50% Special Dividend

Sources and Distribution of Income (2009-10) Rs. 1248.71 cr.



[@] includes profit on sale of shares - Rs.88.13 cr., Rs.76.82 cr. and Rs.25.39 cr. respectively.



Auditors' Report

To The Members of M/s. Sundaram Finance Limited

- 1. We have audited the attached Balance Sheet of Sundaram Finance Limited, Chennai (the Company) as at 31st March 2010, the Profit and Loss Account and the Cash Flow Statement for the year ended on that date, annexed thereto, which we have signed under reference to this report. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our audit.
- 2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those Standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
- 3. As required by the Companies (Auditor's Report) Order, 2003 as amended by the Companies (Auditor's Report) (Amendment) Order, 2004 (together the 'Order') issued by the Central Government in terms of sub-section (4A) of Section 227 of the Companies Act, 1956 (the Act), and based on the information and explanations given to us, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- 4. Further to our comments in the Annexure referred to above, we report that:
 - We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - ii. in our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.

- iii. the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report are in agreement with the books of account.
- iv. in our opinion, the Balance Sheet, Profit and Loss Account and Cash Flow Statement dealt with by this report comply with the accounting standards referred to in sub-section (3C) of Section 211 of the Act, to the extent applicable.
- v. On the basis of written representations received from the directors, as on 31st March 2010 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31st March 2010 from being appointed as a Director in terms of clause (g) of sub-section (1) of Section 274 of the Act, and
- vi. in our opinion and to the best of our information and according to the explanations given to us, the said accounts together with the notes thereon give the information required by the Act in the manner so required and give a true and fair view in conformity with accounting principles generally accepted in India:
 - a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2010;
 - b) in the case of the Profit and Loss Account, of the profit for the year ended on that date; and
 - c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

For BRAHMAYYA & CO., Chartered Accountants Registration No.000511S

L.RAVI SANKAR Partner Membership No. 25929

Place: Chennai Date: 28th May, 2010

Annexure To The Auditors' Report Referred to in Paragraph 3 of our Report of Even Date

- a) The Company is maintaining proper records showing full
 particulars, including quantitative details and situation
 of fixed assets.
 - b) The Company has a phased programme of physical verification of fixed assets, which in our opinion, is reasonable having regard to the size of the Company and nature of fixed assets. In accordance with the programme, the fixed assets have been physically verified by the management during the year. The discrepancies noticed on such verification were not material and have been properly dealt with in the books of account.
 - In our opinion and according to the information and explanations given to us, a substantial part of fixed assets have not been disposed off by the Company during the year.
- a. i) The Company has granted unsecured loans to seven companies covered in the register maintained under Section 301 of the Act. The maximum amount involved during the year was Rs. 109,24.37 lakhs. The balance outstanding at the end of the year was Rs. 86,57.61 lakhs.
 - ii) The rate of interest and other terms and conditions of the loan are, prima facie, not prejudicial to the interest of the Company.
 - iii) The payment of interest and the repayment of principal are regular.
 - iv) There is no amount overdue on the loans.
 - Apart from the above, the Company has not granted loans to companies, firms or other parties covered in the register maintained under Section 301 of the Act.
 - b. i) The Company has taken secured loans comprising of debentures from one company covered in the register maintained under Section 301 of the Act. The maximum amount involved during the year was Rs.30,00.00 lakhs. The balance outstanding at the end of the year was Rs.30,00.00 lakhs.
 - ii) The rate of interest and other terms and conditions of the loan are, prima facie, not prejudicial to the interest of the Company.

- iii) The payment of interest is regular.
- iv) There is no amount overdue on the loans.

Apart from the above, the Company has not taken loans from companies, firms or other parties covered in the register maintained under Section 301 of the Act.

- 3. In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the Company and the nature of its business with regard to purchases of fixed assets and sale of goods and services. During the course of our audit, no major weakness has been noticed in the above controls and therefore the reporting of the same does not arise.
- 4. a) To the best of our knowledge and belief and according to the information and explanations given to us, we are of the opinion that the particulars of contracts or arrangements referred to in Section 301 of the Act that need to be entered in the register maintained under that Section have been so entered.
 - b) In our opinion, according to the information and explanations given to us, the transactions made in pursuance of such contracts or arrangements entered in the register maintained under Section 301 of the Act and exceeding the value of rupees five lakhs in respect of any party during the year, prima facie, have been made at prices which are reasonable having regard to the nature of the service and the prevailing market prices at the relevant time.
- 5. In our opinion and according to the information and explanations given to us, the company has complied with the directives issued by Reserve Bank of India and the provisions of Section 58A, Section 58AA or any other relevant provisions of the Act, and the rules framed thereunder with regard to deposits accepted from the public.
- The Company has an internal audit system, which in our opinion, is commensurate with the size and the nature of its business.



- 7. The Central Government has not prescribed the maintenance of cost records under Section 209(1)(d) of the Act.
- 8. a) According to the records of the Company and the information and explanations given to us, undisputed statutory dues including provident fund, employee state insurance, income tax, wealth tax, service tax, sales tax, value added tax, customs duty and excise duty were regularly deposited during the year with the appropriate authorities.
 - b) According to the information and explanations given to us, there are no undisputed amounts payable in respect of income tax, wealth tax, service tax, sales tax, excise duty and cess which are outstanding as at 31st March, 2010 for a period of more than six months from the date they became payable.
- 9. According to the records of the Company and the information and explanations given to us, there are no dues of wealth tax, customs duty, excise duty and cess which have not been deposited on account of dispute. Details of disputed sales tax and service tax not deposited are as follows:

Nature of dues	Amount (Rs. in lakhs)	Period to which the amount relates	Forum where the dispute is pending
Sales Tax	914.22	Assessment years 1993-94 to 2004-2005	Various appellate authorities
Service Tax	867.93	2003-2004 to June 2009	Commissioner (Appeals) (Large Tax Payer Unit)

- 10. The Company does not have any accumulated losses at the end of the financial year and has not incurred cash losses during the current and immediately preceding financial year.
- 11. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to financial institutions, banks or debenture holders.
- 12. According to the information and explanations given to us, the Company has not granted loans or advances on the basis of security by way of pledge of shares, debentures and other securities.
- 13. The provisions of any special statute applicable to chit fund / nidhi / mutual benefit societies are not applicable to the Company.

- 14. Based on our examination of records and the information and explanations given to us, the Company does not deal/trade in shares, securities, debentures and other investments.
- 15. In our opinion and according to the information and explanations given to us, the Company has not given guarantees for loans taken by others from banks and financial institutions.
- 16. To the best of our knowledge and belief and according to the information and explanations given to us, term loans availed by the Company, prima facie, were applied by the Company during the year for the purposes for which the loans were obtained, other than temporary deployment, pending application.
- 17. According to the cash flow statement and other records examined by us and the information and explanations given to us, on an overall examination of the Balance Sheet of the Company, funds raised on short term basis, prima facie, have not been used during the year for long term investment.
- 18. According to the information and explanations given to us, the Company has created securities in respect of secured debentures issued, except one series of secured debentures of face value of Rs.95,00.00 lakhs issued in March 2010 in respect of which we have been informed that the security would be created within the stipulated time.
- The Company has not raised money by public issues during the year.
- 20. To the best of our knowledge and according to the information and explanations given to us, during the year no fraud on or by the Company was noticed or reported during the course of our audit.
- 21. In our opinion and according to the information and explanations given to us, the nature of the company's business / activities during the year have been such that clauses ii, xiii and xviii of paragraph 4 of the Companies (Auditors' Report) Order, 2003 are not applicable to the Company for the year.

For BRAHMAYYA & CO., Chartered Accountants Registration No.000511S

L. RAVI SANKAR
Partner
Membership No. 25929

Place: Chennai Date: 28th May, 2010

Balance Sheet

as at 31st March, 2010

	as at 3	S1st March, 2	2010		(Rs. in Lakhs)
	Schedule	31.03	3.2010	31.0	3.2009
I SOURCES OF FUNDS					
1. Shareholders' Funds					
a) Capital	1	55,55.19		55,55.19	
b) Stock Option Outstanding Account	2	23.28		_	
c) Reserves and Surplus	3	1260,57.18	1316,35.65	1097,11.81	1152,67.00
2. Loan Funds		<u> </u>	ŕ		
a) Secured Loans	4	5884,17.27		4177,28.12	
b) Unsecured Loans	5	2609,60.87	8493,78.14	2084,79.20	6262,07.32
,	Total		9810,13.79		7414,74.32
II APPLICATION OF FUNDS					
1. Fixed Assets	6				
a) Gross Block		466,28.07		507,88.66	
b) Less: Depreciation		231,93.45		301,82.89	
c) Net Book Value		234,34.62		206,05.77	
d) Add: Lease Adjustment Account		(1,96.82)		(3,64.72)	
e) Net Block			232,37.80		202,41.05
2. Investments	7		537,44.80		511,88.87
3. Deferred Tax Asset (Net)	8		507,1200		,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
Deferred Tax Asset		61,24.40		56,91.36	
Less: Deferred Tax Liability		5,90.75	55,33.65	5,96.62	50,94.74
4. Current Assets, Loans and Advances			33,00		2 -)2
a) Current Assets	9	1664,89.36		688,76.04	
b) Loans and Advances	10	7993,63.96		6539,55.77	
2)	(A)	9658,53.32		7228,31.81	
Less: Current Liabilities and Provisions	()				
a) Current Liabilities	11	550,84.13		503,60.94	
b) Provisions	12	122,71.65		75,21.21	
2, 110.001010	(B)	673,55.78		578,82.15	
Net Current Assets (A-B)	(A-B)		8984,97.54		6649,49.66
1.00 0.11 0.11 0.00 (1 2)	Total		9810,13.79		7414,74.32
Notes to the Accounts	19		7525,2017		, ===,, ====
As per our report of even date attached		S. Viji			S. Ram
For Brahmayya & Co.,		Chairma	an		S. Narayanan
Chartered Accountants					Srinivas Acharya
L. Ravi Sankar		T. T. Sr	rinivasaraghava	n	T. R. Seshadri
Partner		Managi	ng Director		S. Ravindran
					S. Prasad
Chennai,		S. Venl	katesan		Aroon Raman
28th May, 2010		CFO & S	Secretary		Directors



Profit and Loss Account

for the Year Ended 31st March, 2010

	for the Year E	nded 31st March, 2010	(Rs. in Lakhs)
	Schedule	2009-10	2008-09
INCOME	Concurs	200) 10	
Income from Operations	13	1181,89.37	1082,77.62
Profit on Sale of Shares		25,38.90	-
Other Income	14	41,42.57	31,99.28
TOTAL	(A)	1248,70.84	1114,76.90
EXPENDITURE			
Financial Expenses	15	633,79.55	645,44.09
Establishment Expenses	16	100,11.23	94,07.97
Administrative and Other Expenses	17	60,42.27	71,60.91
General Provision on Standard Assets		31,61.69	_
Provisions and Write Off	18	54,46.90	46,16.80
Depreciation		44,81.57	37,76.10
TOTAL	(B)	925,23.21	895,05.87
Profit before Tax	(A) - (B)	323,47.63	219,71.03
Taxation		101 11 (0	00.0(70
Current (Including Wealth Tax) Defended.		101,11.69	80,96.70
DeferredFringe Benefit Tax		(4,38.92)	(13,48.81) 1,50.00 68,97.89
Profit after Tax		<u> </u>	1,50.00 68,97.89 150,73.14
Add: Balance brought forward from Prev	ious Voar	41,96.67	47,14.63
Transfer from Special Reserve	ious icai	76,00.00	-
Amount available for Appropriation		$\frac{70,00.00}{344,71.53}$	197,87.77
APPROPRIATIONS Dividend			
Interim		33,33.12	22,22.08
Final (proposed)		22,22.07	13,88.80
Dividend Tax		7,74.30	4,87.60
Special Reserve		-	2,00.00
Statutory Reserve		45,40.00	30,20.00
General Reserve		175,00.00	82,72.62
Surplus - Balance carried to Balance She	et	61,02.04	41,96.67
_		344,71.53	197,87.77
Notes to the Accounts	19		
Earnings per Equity Share (Refer Note 4.4	4 Schedule 19)		
Number of Shares considered		5,55,51,930	5,55,51,930
(Face Value Rs.10/- per share)			
Basic and Diluted earnings per share (in	Rupees)	40.82	27.13
As per our report of even date attached		S. Viji	S. Ram
For Brahmayya & Co.,		Chairman	S. Narayanan
Chartered Accountants			Srinivas Acharya
L. Ravi Sankar		T. T. Srinivasaraghavan	T. R. Seshadri
Partner		Managing Director	S. Ravindran
			S. Prasad
Chennai,		S. Venkatesan	Aroon Raman
28th May, 2010		CFO & Secretary	Directors

	SCHED	ULES			(Do to I alsha)
		31.0	03.2010	31.	(Rs. in Lakhs) 03.2009
1	Capital Authorised 10,00,00,000 Equity Shares of Rs.10/- each		100,00.00		100,00.00
	Issued, Subscribed and fully paid-up 5,55,51,930 Equity Shares of Rs.10/- each (includes 5,09,75,545 Equity Shares allotted as fully paid-up by way of bonus shares by Capitalisation of Reserves and Securities Premium and 37,75,965 Equity Shares of Rs.10/- each allotted for consideration other than cash pursuant to a Scheme of Amalgamation)		55,55.19		55,55.19
2	Stock Option Outstanding Account Less: Deferred Employee Compensation Cost	27.94 4.66	23.28		<u> </u>
3	Reserves and Surplus Capital Reserve		50,79.64		50,79.64
	Securities Premium Account Per Last Balance Sheet Less: Issue of bonus shares	_ _	_	15,04.97 15,04.97	_
	General Reserve Per Last Balance Sheet Less: Issue of bonus shares Add: Transfer from Profit and Loss account	670,00.00 - 175,00.00	845,00.00	600,00.00 12,72.62 82,72.62	670,00.00
	Statutory Reserve Per last Balance Sheet Add: Transfer from Profit and Loss account	258,35.50 45,40.00	303,75.50	228,15.50 30,20.00	258,35.50
	Special Reserve Per Last Balance Sheet Less: Transfer to Profit and Loss account	76,00.00 76,00.00		74,00.00	
	Add: Transfer from Profit and Loss account Surplus - Balance in Profit and Loss account		61,02.04 1260,57.18	2,00.00	76,00.00 41,96.67 1097,11.81
4	Secured Loans Non - Convertible Debentures From Scheduled Banks From International Finance Corporation		3176,82.03 2707,35.24 		2339,06.86 1738,21.26 100,00.00 4177,28.12
5	Unsecured Loans Fixed Deposits From Public	1088,49.35	3004,17.27	933,72.97	41//,20.12
	From Directors Non - Convertible Debentures Subordinated Non Convertible Debentures Debenture Application Money Short Term Loans and advances	6,41.54	1094,90.89 335,00.00 245,00.00	6,33.08	940,06.05 503,00.00 50,00.00 75,00.00
	From Scheduled Banks From Others Commercial Paper		302,37.82 11,04.00 621,28.16 2609,60.87		35,99.53 1,50.00 479,23.62 2084,79.20



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6 Fixed Assets												(Rs. in Lakhs)
		GROSS BLO	GROSS BLOCK AT COST			DEPRECIATION	TATION			Balance in	NET B	NET BLOCK
DESCRIPTION	As at 31.03.2009	Additions	Deductions	As at 31.03.2010	Upto 31.03.2009	Additions*	Deductions	Upto 31.03.2010	Net Book Value	Adjustment Account as at 31.03.2010	As at 31.03.2010	As at 31.03.2009
1 Freehold land and Buildings	70,73.00	3,14.71	I	73,87.71	11,67.95	1,39.63	1	13,07.58	60,80.13	I	60,80.13	59,05.05
2 Leasehold office / Residential Premises	15,54.94	1.02	I	15,55.96	6,93.14	43.14	I	7,36.28	8,19.68	I	8,19.68	8,61.80
3 Plant and Machinery and Computers	62,35.01	9,74.85	3,62.05	68,47.81	36,62.99	7,54.74	3,12.72	41,05.01	27,42.80	I	27,42.80	25,72.02
4 Vehicles	143,13.73	65,30.32	21,07.84	187,36.21	49,38.46	31,68.37	11,83.27	69,23.56	118,12.65	I	118,12.65	93,75.27
5 Furniture / Office Equipment	31,24.09	2,04.10	24.76	33,03.43	20,30.58	2,21.33	21.67	22,30.24	10,73.19	I	10,73.19	10,93.51
6 Intangible Assets Computer Software	6,33.05	4,47.66	I	10,80.71	3,18.89	1,64.89	I	4,83.78	5,96.93	I	5,96.93	3,14.16
7 Assets on Finance Lease a) Plant and Machinery and Computers	47,32.15	I	2,89.07	44,43.08	44,01.50	46.89	2,62.04	41,86.35	2,56.73	(2,07.68)	49.05	55.95
b) Vehicles	130,34.92	I	98,49.53	31,85.39	128,89.98	50.60	98,00.50	31,40.08	45.31	16.87	62.18	61.90
c) Furniture / Office Equipment	87.77	I	I	87.77	79.40	1.17	I	80.57	7.20	(6.01)	1.19	1.39
Total	507,88.66	84,72.66	126,33.25	466,28.07	301,82.89	45,90.76	115,80.20	231,93.45	234,34.62	(1,96.82)	232,37.80	202,41.05
Previous Year	480,88.75	76,36.89	4936.98	507,88.66	303,00.36	39,45.12	40,62.59	301,82.89	206,05.77	(3,64.72)	202,41.05	172,64.30

* Finance Lease Depreciation of Rs.98.66 Lakhs (Previous Year - Rs.160.10 Lakhs) has been netted off against Lease Income

Depreciation on assets used for development of Computer Software amounting to Rs. 10.53 Lakhs (Previous Year - Rs. 8.92 Lakhs) taken to Advance for Purchase of Assets

SC	HEDULES			(Rs. in Lakhs)
		Value (FV)	31.03.2010	31.03.2009
7	Investments			
	Long Term - At Cost			
I	In Government / Trust Securities			
	Non Trade			
A	Quoted:			
	Government Securities	00.20.20	00.70.1(00.01.(0
	Central Government Loans (Face Value of Rs.789.30 lakhs purchased during the year and Face Value of Rs.1000 lakhs matured during the year)	98,39.30	98,78.16	99,81.68
	State Government Loans (Face Value of Rs.2348 lakhs purchased during the year)	23,48.00	23,71.54	_
		121,87.30	122,49.70	99,81.68
В	Unquoted:			
	Trust Securities			
	Investment in Mutual Funds Pru ICICI FMP Series 41 - 17 Months Plan - Cumulative			3,50.00
	(35,00,000 units of Rs.10/- each redeemed during the year)		_	5,50.00
	Birla MF - FTP - Series AE - Growth (35,00,000 units of Rs.10/- each redeemed during the year)		-	3,50.00
	Reliance Fixed Horizon Fund IV Series 6 - Growth (35,00,000 units of Rs.10/- each redeemed during the year)		_	3,50.00
	Reliance Fixed Horizon Fund IV-Series 7 - Growth (25,00,000 units of Rs.10/- each redeemed during the year)		-	2,50.00
	Sundaram BNP Paribas MF Fixed Term Plan C - Growth (50,00,000 units of Rs.10/- each redeemed during the year)		_	5,00.00
	HSBC Fixed Term Series 41 - Growth (40,00,000 units of Rs.10/- each redeemed during the year)		_	4,00.00
	Sundaram BNP Paribas Energy Opportunities - Growth @ (20,00,000 units of Rs.10/- each)		1,66.60	92.13
			1,66.60	22,92.13
II	In Equity Shares - Fully paid			
	Quoted			
	Sundaram Clayton Limited 45,46,170 Equity Shares of Rs.5/- each (11,13,019 Equity Shares of Rs.5/- each purchased during the year and 22,73 Equity Shares of Rs.5/- each alloted as bonus shares during the year)	3,085	17,19.14	5.87
	Wheels India Ltd. 13,33,741 Equity Shares of Rs.10/- each		8,38.14	8,38.14
	Reliance Industries Ltd. @ 40,850 Equity Shares of Rs.10/- each	A	3,47.22	3,11.11
	(20,425 Equity Shares of Rs.10/- each alloted as bonus shares during the year		0.5.7.1	
	Carrie	ed forward	29,04.50	11,55.12



SCHEDULES (Rs. in Lakhs)				
7	Investments (contd.)	31.03.2010	31.03.2009	
	Brought forward	29,04.50	11,55.12	
	India Motor Parts & Accessories Ltd. 7,35,392 Equity Shares of Rs.10/- each	2,79.26	2,79.26	
	Techtran Polylenses Ltd. @ 2,50,000 Equity Shares of Rs.10/- each	32.13	16.90	
	IDBI Ltd. @ 14,240 Equity Shares of Rs.10/- each	11.40	6.46	
	WABCO - TVS (India) Limited (11,60,066 Equity Shares of Rs.5/- each sold during the year)	_	3.16	
		32,27.29	14,60.90	
	Unquoted:			
i)	In Subsidiary Companies:			
	Sundaram BNP Paribas Home Finance Ltd. * 4,01,56,296 Equity Shares of Rs.10/- each	61,39.10	61,39.10	
	Sundaram BNP Paribas Fund Services Ltd. * 1,51,50,000 Equity Shares of Rs.10/- each (1,51,50,000 Equity Shares of Rs.10/- each subscribed at par during the year)	15,15.00	_	
	Sundaram Business Services Ltd. 1,50,00,000 Equity Shares of Rs.10/- each	15,00.00	15,00.00	
	Sundaram BNP Paribas Asset Management Co. Ltd.* 76,81,948 Equity Shares of Rs.10/- each	12,09.86	12,09.86	
	Infreight Logistics Solutions Ltd. \$ 44,10,000 Equity Shares of Rs.10/- each	4,41.00	4,41.00	
	Sundaram Infotech Solutions Ltd. 40,00,000 Equity Shares of Rs.10/- each	4,00.00	4,00.00	
	Sundaram Finance Distribution Ltd. 5,00,000 Equity Shares of Rs.10/- each	65.18	65.18	
	LGF Services Ltd. 2,50,000 Equity Shares of Rs.10/- each	5.00	5.00	
	Sundaram BNP Paribas Trustee Company Ltd.* 25,050 Equity Shares of Rs.10/- each	2.51	2.51	
	Carried forward	112,77.65	97,62.65	

SCHEDULES (Rs. in Lakhs)				
7 Investments (contd.)	31.03.2010	31.03.2009		
Brought forward	112,77.65	97,62.65		
ii) In Joint Venture Companies				
Royal Sundaram Alliance Insurance Company Ltd.	105,24.33	105,24.33		
10,47,90,000 Equity Shares of Rs.10/- each				
BNP Paribas Sundaram Global Securities Operations Pvt. Ltd. *	3,18.50	_		
31,85,000 Equity Shares of Rs.10/- each				
(31,85,000 Equity Shares of Rs.10/- each subscribed at par during the year)				
iii) In Associate Companies				
The Dunes Oman LLC (FZC)	22,64.33	18,32.15		
19,28,700 Equity Shares of value 1 Omani Riyal each				
(3,65,200 Equity Shares of value 1 Omani Riyal subscribed at par during the year)				
Axles India Ltd.	10,15.70	10,15.70		
98,91,754 Equity Shares of Rs.10/- each				
Sundaram Hydraulics Ltd.	7,35.00	7,35.00		
73,50,000 Equity Shares of Rs.10/- each				
Turbo Energy Ltd.	1,88.41	1,88.41		
19,20,000 Equity Shares of Rs.10/- each				
Sundaram Dynacast Private Ltd.	1,17.00	1,17.00		
11,70,000 Equity Shares of Rs.10/- each				
Transenergy Ltd.	30.00	30.00		
30,000 Equity Shares of Rs.100/- each				
iv) In Other Companies				
Equifax Credit Information Services Pvt. Ltd. *	5,00.00	_		
50,00,000 Equity Shares of Rs.10/- each				
(50,00,000 Equity Shares of Rs.10/- each subscribed at par during the year)				
Experian Credit Information Company of India Pvt. Ltd.	4,20.00	_		
42,00,000 Equity Shares of Rs.10/- each				
(42,00,000 Equity Shares of Rs.10/- each subscribed at par during the year)				
Carried forward	273,90.92	242,05.24		

^{*} These shares are subject to a lock in period



SC	SCHEDULES (Rs. in Lakhs)					
7	Investments (contd.)		31.03.2010	31.03.2009		
	Bro	ought forward	273,90.92	242,05.24		
	Credit Information Bureau (India) Ltd. 6,25,000 Equity Shares of Rs.10/- each		1,25.01	1,25.01		
	Vishnu Forge Industries Ltd. 2,97,110 Equity Shares of Rs.10/- each		45.93	45.93		
	Lucas-TVS Ltd. 63,224 Equity Shares of Rs.100/- each		27.22	27.22		
	Delphi TVS Diesel Systems Ltd. 2,52,896 Equity Shares of Rs.10/- each		18.15	18.15		
	Brakes India Ltd. 1,59,460 Equity Shares of Rs.100/- each		15.33	15.33		
	NTTF Industries Ltd. 75,000 Equity Shares of Rs.10/- each		15.00	15.00		
			276,37.56	244,51.88		
	\$ Less: Provision for diminution in the value of investments		4,41.00	_		
			271,96.56	244,51.88		
III	In Preference Shares					
	Unquoted:					
	Unquoted: Axles India Ltd.		6,00.00	6,00.00		
	-		6,00.00	6,00.00		
	Axles India Ltd.		6,00.00	6,00.00		
A)	Axles India Ltd. 12%, 6,00,000 Redeemable Cumulative					
A)	Axles India Ltd. 12%, 6,00,000 Redeemable Cumulative Non-Convertible Preference Shares of Rs.100/- each					
A)	Axles India Ltd. 12%, 6,00,000 Redeemable Cumulative Non-Convertible Preference Shares of Rs.100/- each Non Trade - Quoted Reliance Industries Ltd. 1,29,880 Zero Coupon Secured Redeemable		6,00.00	6,00.00		
A) B)	Axles India Ltd. 12%, 6,00,000 Redeemable Cumulative Non-Convertible Preference Shares of Rs.100/- each Non Trade - Quoted Reliance Industries Ltd. 1,29,880 Zero Coupon Secured Redeemable Non-Convertible Debentures of Rs.100/- each		6,00.00 1,30.05	1,30.05		
	Axles India Ltd. 12%, 6,00,000 Redeemable Cumulative Non-Convertible Preference Shares of Rs.100/- each Non Trade - Quoted Reliance Industries Ltd. 1,29,880 Zero Coupon Secured Redeemable Non-Convertible Debentures of Rs.100/- each Non Trade - Unquoted Rural Electrification Corporation Limited		6,00.00 1,30.05	1,30.05		
	Axles India Ltd. 12%, 6,00,000 Redeemable Cumulative Non-Convertible Preference Shares of Rs.100/- each Non Trade - Quoted Reliance Industries Ltd. 1,29,880 Zero Coupon Secured Redeemable Non-Convertible Debentures of Rs.100/- each Non Trade - Unquoted		1,30.05 1,30.05	1,30.05 1,30.05		

SC	SCHEDULES (Rs. in Lakhs)		
7	Investments (contd.)	31.03.2010	31.03.2009
	Current Investments		
a)	In Trust Securities (Unquoted) Sundaram BNP Paribas Capex Opportunities Fund - Growth (12,37,742.09 units of Rs.10/- each)	1,23.77	1,23.77
	Sundaram BNP Paribas Rural India Fund - Growth@ (45,17,936.21 units of Rs.10/- each)	5,00.00	3,13.31
	Sundaram BNP Paribas Select Focus - Appreciation@ (8,71,148.43 units of Rs.10/- each)	5,00.00	4,16.66
	Reliance Quarterly Interval Fund – Series II – Inst. Growth (3,20,39,067.733 units of Rs.10/- each purchased during the year)	40,00.43	_
	Birla Sunlife Short Term Opportunities Fund — Inst. — G (96,19,269.32 units of Rs.10/- each purchased during the year)	10,00.00	_
	Birla Sunlife FT Fund - Long Term — Inst. — G (3,71,19,182.39 units of Rs.10/- each purchased during the year)	40,00.40	_
	Canara Robeco Liquid Super Institutional - Growth (42,23,556.22 units of Rs.10/- each redeemed during the year)	_	4,51.40
	Birla Sunlife Cash Manager - Institutional - Growth (68,35,363.35 units of Rs.10/- each redeemed during the year)	_	10,02.98
	Birla Sunlife Cash Plus - Institutional - Growth (12,908.22 units of Rs.10/- each redeemed during the year)	_	1.81
	Religare Ultra Short Term Fund - Institutional -Growth (62,33,469.60 units of Rs.10/- each redeemed during the year)	_	750.59
	ING Liquid Fund - Super Institutional - Growth (38,03,033.30 units of Rs.10/- each redeemed during the year)	_	5,00.00
	ICICI Pru Liquid Plan - Super Institutional -Growth (38,50,063.14 units of Rs.10/- each redeemed during the year)	_	5,00.00
	Kotak Liquid (Institutional Premium) - Growth (64,50,708.18 units of Rs.10/- each redeemed during the year)	_	11,50.00
	Sundaram BNP Paribas Ultra Short Term Fund - Super InstGrowth (1,27,71,217.07 units of Rs.10/- each redeemed during the year)	_	15,01.01
	SBI Premier Liquid Fund - Super Institutional - Growth (35,99,634.28 units of Rs.10/- each redeemed during the year)	_	5,00.00
	Reliance Liquid Fund -Treasury Plan-Institutional-Growth (46,71,208.78 units of Rs.10/- each redeemed during the year)	_	10,00.91
	Templeton India Treasury Management - Super Institutional-Growth (57,502.93 units of Rs.1000/- each redeemed during the year)	_	7,50.65
	UTI Liquid Cash Plan - Institutional - Growth (51,878.25 units of Rs.1000/- each redeemed during the year)	_	7,50.00
	HDFC Liquid Fund - Premium Plan - Growth (28,37,121.89 units of Rs.10/- each redeemed during the year)	_	5,00.00
	Fidelity Ultra Short Term Fund - Institutional - Growth (91,26,860.79 units of Rs.10/- each redeemed during the year)	_	10,00.17
	Tata Floater Fund - Growth (76,65,960.10 units of Rs.10/- each redeemed during the year)	_	10,00.75
	Fortis Money Plus - Institutional - Growth (62,781.92 units of Rs.10/- each redeemed during the year)	_	8.22
		101,24.60	122,22.23



SCHEDULES			(Rs. in Lakhs)
7	Investments (contd.)	31.03.2010	31.03.2009
	SUMMARY OF INVESTMENTS		
I	In Government / Trust Securities		
A	Quoted	122,49.70	99,81.68
В	Unquoted - Long Term	1,66.60	22,92.13
C	Unquoted - Current	101,24.60	122,22.23
II	In Equity Shares		
A	Quoted	32,27.29	14,60.90
В	Unquoted	271,96.56	244,51.88
III	In Preference Shares - Unquoted	6,00.00	6,00.00
IV	In Bonds / Debentures / Others		
A	Quoted	1,30.05	1,30.05
В	Unquoted	50.00	50.00
	GRAND TOTAL	537,44.80	511,88.87

	Cost	MV#
	31.0	03.2010
Aggregate of quoted Investments - Long Term		
Government Securities	122,49.70	117,56.95
Equity Shares	32,27.29	118,98.72
Debentures	1,30.05	1,30.05
(A)	156,07.04	237,85.72
Aggregate of unquoted Investments - Long Term		
Trust Securities	1,66.60	
Equity Shares	271,96.56	
Preference Shares	6,00.00	
Bonds	50.00	
(B)	280,13.16	
Aggregate of unquoted Investments - Current		
Trust Securities	101,24.60	
(C)	101,24.60	
GRAND TOTAL $[A + B + C]$	537,44.80	

[#] Cost has been considered wherever market value is not available.

[@] These Investments have been restated at their cost

SCHEDULESUnits of Mutual Funds Purchased and Redeemed during the year Current Investments

Name of the Fund	Face Value	Units	Amount
	(Rs.)	(in lakhs)	(Rs in lakhs)
Axis Treasury Advantage Fund - Growth	1,000	1	10,00
Baroda Pioneer Liquid Fund - Institutional Plan - Growth	10	2,39	25,00
Baroda Pioneer Treas. Adv. Fund — Institutional Plan Growth	10	2,43	25,00
Birla Sunlife Cash Manager - Institutional — Growth	10	2,09	31,00
Birla Sunlife Cash Plus - Institutional Premium - Growth	10	38,32	563,45
Birla Sunlife Savings Fund - Institutional Plan - Growth	10	12,34	212,04
Birla Sunlife Short Term Fund - Institutional Plan - Growth	10	17,95	190,11
Canara Robeco Dynamic Bond Fund	10	50	5,00
Canara Robeco Floating Rate Fund-Short Term-Growth	10	11,53	159,13
Canara Robeco Liquid Super Institutional - Growth	10	15,45	169,59
Canara Robeco Treas. Advantage - Super Institutional Plan - Growth	10	12,95	175,20
DBS Chola Freedom Income Short Term - Institutional - Growth	10	71	10,00
DBS Chola Liquid Super Institutional Plan - Cumulative	10	82	10,00
DSP Black Rock Money Manager Fund - Institutional - Growth	1,000	2	20,00
DWS Insta Cash Plus Fund - Institutional Plan - Growth	10	3,19	45,00
DWS Money Plus Fund - Institutional Plan - Growth	10	2,47	25,00
Fidelity Cash Fund Super Institutional - Growth	10	4,03	49,50
Fidelity Ultra Short Term Debt Fund - Super Institutional - Growth	10	5,15	59,55
Fortis Money Plus Fund - Institutional - Growth	10	23,78	322,53
Fortis Overnight Fund - Institutional Plan - Growth	10	33,76	464,72
HDFC Cash Management Fund - Treas. Plan - Wholesale - Growth	10	15,51	303,60
HDFC Cash Management Fund-Savings Plan - Growth	10	3,50	66,00
HDFC Liquid Fund - Premium Plan - Growth	10	10,67	192,00
HDFC Liquid Fund - Premium Plus Plan - Growth	10	6,16	110,50
HSBC Floating Rate Fund - Long Term - Institutional - Growth	10	33	4,57
ICICI Pru Flexible Income Plan Premium - Growth	10	18,20	311,06
ICICI Prudential Institutional Liquid Plan - Super Institutional Plan - Growth	10	28,07	451,95
IDFC Cash Fund - Super Institutional Plan C - Growth	10	22,98	257,01
IDFC Money Manager Fund - Treas. Plan - Super Institutional Plan C - Growth	10	16,33	174,02
IDFC Money Manager Fund- Institutional Plan-B - Growth	10	3,10	43,01
ING Liquid Fund - Super Institutional Plan - Growth	10	4,50	60,00

SUNDARAM FINANCE LIMITED



SCHEDULESCurrent Investments (Contd.)

Name of the Fund	Face Value	Units	Amount
	(Rs.)	(in lakhs)	(Rs in lakhs)
ING Treasury Advantage Fund - Institutional - Growth	10	2,19	26,01
JP Morgan India Liquid Fund - Super Institutional -Growth	10	20,28	235,21
JP Morgan India Treasury Fund - Super Institutional - Growth	10	18,45	215,02
Kotak Flexi Debt Scheme - Institutional - Growth	10	38,45	424,08
Kotak Liquid (Institutional Premium) - Growth	10	31,28	572,50
LIC Floating Rate Fund - Short Term - Growth	10	10,43	154,55
LIC Liquid Fund - Growth	10	69,04	1145,64
LIC Savings Plus Fund - Growth	10	35,76	511,17
Peerless Liquid Fund Super Inst. Growth	10	50	5,00
Peerless Ultra Short Term Fund Super Inst. Growth	10	50	5,00
Principal Cash Management Fund - Institutional Premium-Growth	10	3,57	49,50
Principal Ultra Short Term Fund - Growth Plan	10	4,34	49,51
Reliance Liquid Fund - Treasury Plan - Institutional Plan - Growth	10	34,12	750,95
Reliance Liquidity Fund - Institutional Plan - Growth	10	1,88	25,00
Reliance Money Manager Fund - Institutional Plan - Growth	1,000	40	486,95
Reliance Medium Term Fund — Retail Plan — Growth	10	1,74	33,00
Religare Liquid Fund - Super Institutional - Growth	10	20,28	250,51
Religare Ultra Short Term Fund - Institutional - Growth	10	15,76	194,05
Religare Credit Opportunities Fund IP Growth	10	3,22	33,00
SBI Premier Liquid Fund - Super Institutional Plan-Growth	10	3,40	48,00
SBI SHF Ultra Short Term Fund - Institutional Plan - Growth	10	4,55	53,01
Sundaram BNP Paribas Money Fund - Super Institutional - Growth	10	24,18	457,50
Sundaram Ultra Short Term Fund - Super Institutional - Growth	10	25,11	303,12
TATA Floater Fund - Growth	10	11,97	159,07
TATA Floating Rate Short Term - Institutional Plan - Growth	10	15,26	216,00
TATA Liquid Super High Inv. Fund - Appreciation	1,000	10	168,00
TATA Treasury Manager - SHIP - Growth	1,000	13	134,15
Templeton India Treasury Management - Super Institutional -Growth	1,000	27	355,00
Templeton India Ultra Short Bond Fund - Super Institutional -Growth	10	27,89	320,57
UTI Liquid Fund - Cash Plan - Institutional - Growth	1,000	23	337,00
UTI Treasury Advantage Fund - Institutional - Growth	1,000	20	238,54
UTI Floating Rate Fund Short Term Plan Institutional Plan Growth	1,000	5	55,01

					(Rs. in Lak
		31.03	.2010	31.03	.2009
8 Def	Terred Tax Asset (Net)				
Def	Terred Tax Assets				
	vision for Investments, Standard Assets, -performing Assets, etc.		46,18.36		37,79.46
Inco	ome deferment on Non-performing Assets		3,35.44		5,59.33
Dep	reciation		8,86.61		11,25.20
Oth	ers		2,83.99		2,27.37
			61,24.40		56,91.36
Les	s: Deferred Tax Liabilities				
Hire	e Purchase Income	5,68.38		5,76.57	
Oth	ers	22.37	5,90.75	20.05	5,96.62
			55,33.65		50,94.74
Cur	rrent Assets				
a)	Stock-on-hire and bills purchased				
	Net Investment in Stock-on-hire		217,61.96		281,78.48
	Repossessed assets		10,76.35		13,42.01
	Debtors on Securitisation		19.23		75.88
	Trade bills purchased (unsecured, considered good):				
	Outstanding for a period exceeding six months	_		1,89.00	
	Others	5,97.35	5,97.35	19,52.95	21,41.95
	Net Investment in lease		45,16.06		44,83.81
			279,70.95		362,22.13
b)	Interest accrued on investments		1,64.94		1,21.60
c)	Cash and bank balances				
	With scheduled banks in:				
	Current Accounts	12,90.86		35,43.11	
	Unpaid dividend account	59.27		98.11	
	Deposit accounts	1347,08.36		267,18.55	
	Cash on hand	12,62.41		11,54.57	
	Stamps and Stamp Papers on hand	58.16	1373,79.06	43.56	315,57.90
d)	SFL Shares Trust		5,94.30		5,94.30
e)	SFL Employees Welfare Trust		3,80.11		3,80.11
			1664,89.36		688,76.04

SUNDARAM FINANCE LIMITED



(Rs. in Lakhs)

89,96.33

6539,55.77

503,60.94

1,31.20

SCHEDULES

10 Loans and Advances

Considered good: Secured Loans

Unsecured Loans

Others

Others

Others

Unsecured unless otherwise stated:

Subsidiary Companies

Source (Net of Provision)

Advance for purchase of assets **Business Assets**

Advance Income Tax and Tax Deducted at

Advance Fringe Benefit Tax (Net of Provision)

Advances and deposits recoverable in cash or kind or for value to be received **Subsidiary Companies**

31.03.2009 7599,76.19 6174,95.16 23,50.00 35,59.94 30,66.78 21,42.05 67,11.98 64,63.78 21.64 23.40 69.65 1,12.91 23,29.29 44,47.26 129,32.96 75,40.11 30,72.86 31,74.83

31.03.2010

11 Current Liabilities* **Sundry Creditors**

Income receivable

- For expenses

For other finance Unpaid dividend

Non-performing assets

Interest accrued but not due

There are no amounts due and outstanding to be credited to Investor Education and Protection Fund

12 Provisions

Standard Assets Investments Dividend Dividend Tax and Surcharge

48,02.31 39,10.72 234,98.90 210,64.64

88,32.61

7993,63.96

550,84.13

59.27 98.11 252,87.47 267,23.65

64,70.12 59,63.94 31,61.69

1,41.68 37.27 22,22.07 13,88.80 2,76.09

122,71.65 75,21.21

SCHEDULES		(Rs. in Lakhs)
	2009-10	2008-09
13 Income from Operations		
Hire Purchase / Hypothecation Loans (net) (tax deducted at source Rs.174.18 lakhs)	997,84.62	934,96.25
Lease (net) (tax deducted at source Rs.125.32 lakhs)	56,22.08	38,93.72
Investments (tax deducted at source Rs.93.09 lakhs)	62,07.04	42,44.88
Profit on Securitisation / Selldown of Receivables	29,34.07	28,49.04
Interest on Loans (tax deducted at source Rs.63.96 lakhs)	5,49.34	4,54.34
Bills Purchased	1,84.97	2,00.15
Services (tax deducted at source Rs.190.76 lakhs)	18,47.51	24,14.52
Recovery of Bad debts and Recovery of Loss on Sale of assets	9,66.98	6,31.53
Profit on Sale of Leased Assets	92.76	93.19
	1181,89.37	1082,77.62
14 Other Income		
Interest receipts (tax deducted at source Rs.0.85 lakhs)	5,92.33	1,05.82
Dividend — Subsidiary Companies	10,18.38	8,57.75
- Others	11,79.27	7,71.14
Rent receipts (tax deducted at source Rs.157.04 lakhs)	9,09.86	9,71.36
Profit on sale of assets	29.38	33.45
Miscellaneous income	4,13.35	4,59.76
	41,42.57	31,99.28
15 Financial Expenses		
Interest – Fixed loans	226,41.00	245,43.69
– Debentures	339,95.71	310,02.80
– Others	95.58	20,61.72
Other financial expenses	66,47.26	69,35.88
	633,79.55	645,44.09



SCHEDULES		(Rs. in Lakhs)
	2009-10	2008-09
16 Establishment Expenses		
Salaries, allowances, commission and bonus	92,73.29	86,33.21
Company's contribution to Provident Fund, Gratuity,	4,76.24	5,47.25
Superannuation and Employees' State Insurance schemes		
Staff welfare expenses	2,61.70	2,27.51
	100,11.23	94,07.97
17 Administrative and other expenses		
Rent	6,99.04	6,82.94
Rates and taxes	3,92.23	3,85.29
Communication expenses	6,87.08	7,42.24
Electricity expenses	3,48.70	3,96.85
Travelling and conveyance (net)	6,84.64	7,36.70
Advertisement charges	2,05.30	2,69.39
Outsourcing cost	10,50.16	13,92.22
Directors' sitting fee	16.10	13.10
Insurance	1,01.21	1,07.78
Repairs		
- Buildings	59.15	59.31
- Others	7,69.43	8,46.99
Donations	2,98.10	2,22.25
Miscellaneous expenses	7,31.13	13,05.85
	60,42.27	71,60.91
18 Provisions and Write off		
Bad Debts	34,54.60	21,38.25
Loss on Assets sold/written off	13,67.68	8,31.80
Provision against non-performing assets (net)	4,79.98	15,46.33
Loss on sale of investments	_	2.15
Provision against Investments	1,44.64	98.27
	54,46.90	46,16.80

19. NOTES TO THE ACCOUNTS

1 SIGNIFICANT ACCOUNTING POLICIES

1.1 The financial statements are prepared and presented under the historical cost convention on the accrual basis of accounting and comply with the provisions of the Companies Act, 1956. Besides, the Company follows the directions prescribed by the Reserve Bank of India (RBI) for Non Banking Financial Companies.

The preparation of the financial statements in conformity with generally accepted accounting principles requires the use of estimates and assumptions that affect the reported amount of assets and liabilities as at the Balance Sheet date, reported amounts of revenues and expenses during the year and disclosure of contingent liabilities as at that date. The estimates and assumptions used in these financial statements are based upon the management's evaluation of the relevant facts and circumstances as of the date of the financial statements.

1.2 Income recognition:

- a) Income from Hypothecation Loans and Hire Purchase transactions is accounted on the basis of the Internal Rate of Return method.
- b) Lease income is accounted as per the terms of the lease agreements for contracts entered into upto 31st March 2001. Income from leases entered into on or after 1st April, 2001 is accounted as per Accounting Standard AS 19 Leases.
- c) Income from Services is recognised on accrual basis.

1.3 Financial Instruments

Financial instruments such as commercial paper, zero coupon non convertible debentures etc., issued at a discount to the face value are accounted at their carrying cost, comprising issue price and accrued finance cost.

1.4 Fixed Assets and Depreciation / Amortisation:

Fixed Assets are stated at historical cost less accumulated depreciation.

Depreciation on assets is provided on the Written Down Value method at rates prescribed in Schedule XIV to the Companies Act, 1956. Assets costing Rs.5000 or less acquired during the year are fully depreciated.

Cost of assets given on lease is amortised during the lease period for all leased assets acquired prior to 01-04-2001, as recommended in the "Guidance Note on Accounting for Leases (Revised)". Lease Equalisation Account, which represents the excess/shortfall of annual lease charge when compared with statutory depreciation, is recognised. The value of assets on Finance Lease is further adjusted for balance in Lease Adjustment Account.

1.5 Valuation of Investments:

Long-term investments are stated at cost and provision for diminution in value, other than temporary, is considered wherever necessary.

Current investments are valued at lower of cost and market value/net asset value.

1.6 Foreign Currency Transactions:

Transactions in foreign currencies are accounted at the prevailing rates of exchange on the date(s) of the transaction.

Monetary items denominated in foreign currencies are restated at the prevailing rates of exchange at the Balance Sheet date. Gain or loss arising out of fluctuations in exchange rates are accounted for in the Profit and Loss Account.

Exchange differences on forward exchange contracts, entered into for hedging foreign exchange fluctuation risk in respect of asset/liability are recognised in the Profit and Loss Account in the reporting period in which the exchange rate changes. Premium on forward exchange contracts is expensed over the tenure of the contract.

Interest accrued on secured / unsecured foreign currency loans which are covered by forward contracts, has been provided at the forward exchange contract rate and on loans not so covered at the exchange rate prevailing at the year-end.



19. NOTES TO THE ACCOUNTS (Contd.)

1.7 Employee Benefits:

A) Short Term Employee Benefits:

Short Term Employee Benefits for services rendered by employees are recognized during the period when the services are rendered.

B) Post employment benefits:

Defined Contribution Plan

i) Provident Fund

Contributions are made to the company's Employees Provident Fund Trust in accordance with the fund rules. The interest rate payable by the trust to the beneficiaries every year is notified by the Government. The Company has an obligation to make good the shortfall, if any, between the return from the investment of the trust and the notified interest rate.

The Company also contributes to a government administered Employees Pension Scheme under the Employees Provident Fund Act and to Employees' State Insurance Schemes on behalf of its employees.

ii) Superannuation

The Company makes fixed contributions as a percentage on salary to the superannuation fund, which is administered by trustees and managed by the Life Insurance Corporation of India (LIC).

The above contributions are charged to the Profit and Loss Account.

Defined Benefit Plan

i) Gratuity

The Company makes an annual contribution to a Gratuity Fund administered by trustees and managed by LIC and SBI Life Insurance Company Limited (SBI Life). The Company accounts its liability based on an actuarial valuation, as at the balance sheet date, determined every year by LIC and SBI Life using the Projected Unit Credit method.

ii) Leave Encashment

The Company contributes to a staff leave encashment scheme managed by SBI Life. The Company accounts its liability based on an actuarial valuation, as at the balance sheet date, determined every year, using the Projected Unit Credit method. The expenses and actuarial gain/ loss on account of the above benefit plans are recognised in the profit and loss account on the basis of an actuarial valuation.

C) Other Long Term Employee Benefits:

The estimated liability in respect of other long term benefits like Employee Assured Bonus Scheme, reimbursement of medical expenses and entitlement of sick leave has been provided on the basis of actuarial valuation.

D) Employee Stock Options:

The Company determines the compensation cost based on the intrinsic value method. The compensation cost is amortised on a straight line basis over the vesting period.

1.8 Taxation:

Current tax is provided on the taxable income for the year.

Deferred tax liabilities arising from timing differences have been fully provided for. Deferred tax assets are recognised on the consideration of prudence.

1.9 Intangible Assets:

Items of Computer software acquired / developed are recorded as intangible assets and their cost is amortised over their expected useful life.

19. NOTES TO THE ACCOUNTS (Contd.)

1.10 Impairment of Assets:

The carrying amounts of assets are reviewed at each balance sheet date to ascertain impairment based on internal / external factors. An impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the higher of the net selling price of the assets and their value in use.

1.11 Provisions:

Provisions are recognised when the Company has present legal or constructive obligations, as a result of past events, for which it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation.

2. BALANCE SHEET:

2.1 Reserves and Surplus:

A Special Reserve was created in terms of the Rupee Term Loan agreement entered into with International Finance Corporation, Washington. Consequent to the repayment of the term loan, the balance in the Special Reserve has been withdrawn.

2.2 Secured Loans:

a) Non convertible debentures amounting to Rs.317682.03 lakhs (31.03.2009 – Rs.233906.86 lakhs), include zero coupon debentures of Rs.34383.03 lakhs (31.03.2009 – Rs.4306.85 lakhs). The face value of the zero coupon debentures are Rs.38100.00 lakhs (31.03.2009- Rs.4600.00 lakhs). These debentures are redeemable at par between 2010 and 2013.

The above debentures are secured by mortgage of two immovable properties ranking *pari passu* with the charges created / to be created in favour of the trustees in addition to specific assets covered by Hire Purchase / Lease agreements and a charge on Hypothecation Loan Receivables with a security cover of 100%, as per the terms of issue. The charge in respect of Non convertible debentures amounting to Rs.9500.00 lakhs is pending creation.

b) Loans from scheduled banks under "Secured Loans" include

		(Rs in Lakhs)
	31.03.2010	31.03.2009
Working Capital Demand Loans	986,11.54	888,21.26
Term Loans	1721,23.70	850,00.00
Total	2707,35.24	1738,21.26

- i) Rs.98611.54 lakhs availed under working capital facilities are secured by hypothecation of assets covered by Hire Purchase / Lease agreements and a charge on Hypothecation Loan Receivables, ranking *pari passu*, excluding assets which are specifically charged to others. The facilities include foreign currency loans of Rs.Nil as on 31.03.2010 (31.03.2009 - Rs.4588.18 lakhs).
- ii) Rs.172123.70 lakhs availed as Term Loans are secured by hypothecation of specific assets covered by Hire Purchase / Lease agreements and a charge on Hypothecation Loan Receivables. The charge in respect of Term Loan amounting to Rs.5000.00 lakhs is pending creation.

2.3 Unsecured Loans:

a) Non convertible debentures amounting to Rs.33500 lakhs (31.03.2009 - Rs.57800 lakhs) are partly secured by mortgage of an immovable property, ranking *pari passu*, with the charge created / to be created in favour of the debenture trustees. These debentures are redeemable at par during 2010.



19. NOTES TO THE ACCOUNTS (Contd.)

b) During the year, the Company raised Rs.19500 lakhs (31.03.2009 - Nil) by the issue of long term unsecured redeemable non convertible subordinated debentures. As on 31st March, 2010 the Company's outstanding subordinated debentures were Rs.24500 lakhs (31.03.2009 – Rs.5000 lakhs). These debentures are redeemable at par between 2012 and 2017. The debentures are subordinated to the existing and future unsecured borrowings of the Company and qualify as Tier II Capital under the Non Banking Financial (Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.

c) Short Term Loans and Advances:

The maximum amount of face value of the commercial paper outstanding at any time during the year was Rs.150000 lakhs (2008-09 - Rs.118500 lakhs). The face value of the commercial paper outstanding as of 31.03.2010 was Rs.63500.00 lakhs (31.03.2009- Rs.49000.00 lakhs)

2.4 Derivative Contracts:

Derivative contracts outstanding as on 31.03.2010 for Interest Rate Swaps is Rs.12500 lakhs (31.03.2009 – Rs.61800 lakhs) for hedging against floating interest rates.

2.5 Fixed Assets:

- a) Buildings on leasehold land include Rs. 1093.97 lakhs (31.03.2009 Rs. 1093.97 lakhs) being the cost of ownership flats in co-operative societies / associations.
- b) Land and Buildings include Rs.1086.80 lakhs representing undivided share of land (31.03.2009-Rs.1086.80 lakhs).
- c) Plant and Machinery and Vehicles include assets costing Rs. 20047.67 lakhs (gross block) on operating lease contracts (31.03.2009 - Rs.15087.71 lakhs).
- d) Intangible Assets:

In accordance with Accounting Standard – AS 26 – Intangible Assets, software purchased / developed amounting to Rs.447.66 lakhs (31.03.2009 – Rs.302.50 lakhs) is amortised based on a technical evaluation.

e) The details of assets on operating lease after 01.04.2001 are:

(Rs in lakhs)

	31.03.2010			31.03.2009		
	Plant and	Plant and Vehicles Computers		Plant and	Vehicles	Computers
	Machinery			Machinery		
Gross carrying amount (Cost)	20,35.97	171,61.68	8,26.91	14,49.67	127,60.25	8,47.04
Accumulated Depreciation	5,18.41	61,27.63	5,42.16	3,42.77	42,21.85	4,32.65
Depreciation recognised in						
Profit and Loss Account						
for the Year	1,75.63	27,83.00	1,66.75	1,61.16	20,16.52	2,38.92

Maturity Pattern of the future minimum lease payments is given below:

(Rs.in lakhs)

	31.03.2010	31.03.2009
Less than 1 year	39,25.58	39,36.88
Later than 1 year and not later than 5 years	99,04.60	72,64.14
Total	138,30.18	112,01.02

19. NOTES TO THE ACCOUNTS (Contd.)

2.6 Investments:

In accordance with the Reserve Bank of India directives, the Company has created a floating charge on the statutory liquid assets comprising investment in Government Securities of face value Rs.12187.30 lakhs (Cost Rs.12249.70 lakhs) and bank deposits of Rs.5509.70 lakhs (grouped under Schedule 9, Current Assets — Cash and Bank Balances) in favour of trustees representing the public deposit holders of the Company.

2.7 Current Assets:

a) During the year the Company realised Rs.28304.94 lakhs (31.03.2009 – Rs. 69583.50 lakhs) on sell down of receivables. Bank deposits of Rs.3336.00 lakhs have been given as collateral by way of credit enhancement. (31.03.2009 – Rs.10466.60 lakhs).

Cash and Bank balances - with scheduled banks in deposit accounts includes Rs.14595.20 lakhs provided as collateral for sell down transactions for which the lien has been noted.

b) In accordance with Accounting Standard – AS 19 – Leases, the reconciliation between the total gross investment in the lease and the present value of minimum lease payments (MLP) receivables as on 31.03.2010 and 31.03.2009 is as follows:

(Rs. in lakhs)

Gross Investment in lease
Less: Unearned Finance Charges
MLP Receivables

	`
31.03.2010	31.03.2009
302,80.01	382,44.89
41,41.63	57,94.74
261,38.38	324,50.15

Maturity Pattern of the Gross investment in lease / Present Value of MLP receivables:

(Rs. in lakhs)

	31.03.2010		31.03.2010		31.03.	2009
	Gross Investment in Lease	MLP Receivables	Gross Investment in Lease	MLP Receivables		
Less than 1 year	163,39.52	137,99.80	193,83.17	157,81.37		
Later than 1 year and not later than 5 years	139,40.49	123,38.58	188,61.72	166,68.78		
Total	302,80.01	261,38.38	382,44.89	324,50.15		

Accumulated provision for un-collectible minimum lease payments receivable: Rs. 657.42 lakhs.

2.8 "Secured Loans" from Scheduled Banks and Current Accounts with Scheduled Banks under "Cash and Bank Balances" are stated after deduction / addition of cheques on hand to the extent of Rs.4480.76 lakhs (31.03.2009 - Rs.4275.95 lakhs).

2.9 Loans and advances:

- a) Secured loans include Rs.18.45 lakhs (31.03.2009 Rs.19.72 lakhs) due from a Director of the Company. Maximum amount due at any time during the year Rs. 19.72 lakhs (2008-09 Rs.20.89 lakhs).
- b) Unsecured loans include Rs.0.18 lakhs (31.03.2009- Rs.0.39 lakhs) due from officer of the Company. Maximum amount due at any time during the year Rs.0.24 lakhs (2008-09 Rs.0.84 lakhs).



19. NOTES TO THE ACCOUNTS (Contd.)

- c) Advance income tax and tax deducted at source is net of provision for tax of Rs.35489.44 lakhs (31.03.2009 Rs. 31194.31 lakhs) and includes Rs.2050.77 lakhs (31.03.2009 Rs.2898.72 lakhs) towards income tax paid under dispute.
 - Advance Fringe Benefit tax is net of provision for Fringe Benefit tax of Rs.298.52 lakhs (31.03.2009-Rs.404.76 lakhs)
- d) Advances and deposits recoverable in cash or kind or for value to be received include Rs. 213.09 lakhs (31.03.2009 Rs. 186.09 lakhs) towards sales tax paid under dispute in respect of which appeals are pending.

2.10 Current liabilities:

- a) Sundry creditors for expenses include Rs.182.00 lakhs (31.03.2009 Rs. 125.50 lakhs) payable to directors.
- b) Interest accrued but not due includes Rs.106.64 lakhs on deposits of Directors (31.03.2009 Rs.43.63 lakhs).

3. PROFIT AND LOSS ACCOUNT

- 3.1 Income from operations:
 - a) Hypothecation Loans / Hire Purchase is net of business origination cost of Rs.2641.09 lakhs (Previous Year Rs.2047.86 lakhs).
 - b) Lease is net of depreciation of Rs.98.66 lakhs (Previous Year Rs.160.10 lakhs) and Lease Equalisation Account Rs.(91.85) lakhs (Previous Year Rs.55.77 lakhs).
- 3.2 Income from operations Investments comprise:

			(Rs.in lakhs)
		2009 - 10	2008 -09
i)	Interest	34,08.99	32,69.67
ii)	Profit on sale of investments:		
	Long Term	3,12.97	24,85.08
	Current	1,59.37	8,15.84

3.3 Income from Services includes Trading of Computer Accessories and Software:

The details relating to trading items are as under:

	2009-10	2008-09
Sales	9.11	14.03
Purchases	9.02	10.97

The revenue from sale of computer accessories and software and their individual related costs constitute less than 10% of the total turnover of the Company. Therefore, quantitative information relating to this business has not been stated.

3.4 Profit on sale of shares:

Profit on sale of shares is on the sale of 11,60,066 equity shares of face value of Rs.5 each – WABCO - TVS (India) Ltd. pursuant to an agreement.

3.5 Financial Expenses:

Interest – Fixed loans includes interest on fixed/cumulative deposits amounting to Rs.75.98 lakhs (Previous Year - Rs.54.76 lakhs) paid / credited to Directors.

(Rs.in lakhs)

19. NOTES TO THE ACCOUNTS (Contd.)

3.6 Employee Benefits:

Defined Contribution Plan:

During the year, the Company has recognised the following amounts in the Profit and Loss account, which are included in Establishment Expenses in Schedule 16:

			(Rs. in lakhs)
	2009-10	2008-09	2007-08
Contribution to Provident Fund	1,41.89	1,37.50	1,23.63
Contribution to Pension fund	1,53.31	1,60.42	1,54.84
Contribution to Employees' State Insurance	6.13	11.80	25.27
Contribution to Superannuation fund	99.15	1,00.00	87.32

(Rs. in lakhs)

			(No. III Iakiio)
	Description of Benefits Plan	2009-2010	2008-2009
	Description of Denemo Fran	Funded Gratuity	
A)	Reconciliation of opening and closing balances of the present value of the defined benefit obligation		
	Opening Balance : Present value of obligation	9,02.15	7,77.11
	Current service cost	86.95	71.44
	Interest cost	70.14	60.70
	Benefits paid	(64.56)	(73.06)
	Actuarial (gain) / loss on obligations	(11.17)	65.96
	Closing Balance: Present value of obligation	9,83.51	9,02.15
B)	Reconciliation of opening and closing balances of the fair value of plan assets		
	Opening Balance :Fair value of plan assets	9,61.16	8,04.02
	Expected return on plan assets	78.27	67.96
	Contributions made	70.05	1,64.02
	Benefits paid	(64.56)	(73.06)
	Actuarial gain / (loss) on plan assets	5.91	(1.78)
	Closing Balance : Fair value of plan assets	10,50.83	9,61.16
C)	Reconciliation of present value of defined benefit obligation and fair value of plan assets to the assets and liabilities recognised in the Balance sheet		
	Closing Balance: Present value of obligation	9,83.51	9,02.15
	Closing Balance: Fair value of plan assets	10,50.83	9,61.16
	Unrecognised past service cost	_	_
	Net Asset / (Liability) recognised in Balance Sheet (included under Loans & Advances in Schedule 10)	67.32	59.01



19. NOTES TO THE ACCOUNTS (Contd.)

	Description of Benefits Plan	2009-2010	2008-2009	
	Description of Benefits Fran	Funded Gratuity		
D)	Expenses recognised in the Profit and Loss account			
	Current service cost	86.95	71.44	
	Interest cost	70.14	60.70	
	Expected return on plan assets	(78.27)	(67.96)	
	Net actuarial (gain) / loss recognised	(17.08)	67.74	
	Total Expenses	61.74	1,31.92	
	(included under Establishment			
	expenses in Schedule 16)			
E)	Actual return on plan assets			
	Expected return on plan assets	78.27	67.96	
	Actuarial gain / (loss) on plan assets	5.91	(1.78)	
	Actual return on plan assets	84.18	66.18	
F)	Actuarial assumptions *			
	Discount rate	8%	8%	
	Expected rate of return on plan assets	8%	8%	
	Rate of increase in compensation levels	6%	6%	

^{*} The estimates of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors like supply and demand in the employment market.

Amount for the current and previous two years are as follows:

(Rs.In Lakhs)

(Rs.in lakhs)

Particulars	2009-10	2008-09	2007-08
Defined Benefit Obligation	9,83.51	9,02.15	777.11
Plan Assets	10,50.83	9,61.16	804.02
Suprlus / (deficit)	67.32	59.01	26.91
Experience adjustments on plan liabilities	11.17	(65.96)	(133.88)
Experience adjustments on plan Assets	5.91	(1.78)	(3.52)

The present value of obligation towards compensated absences, as per actuarial certificate, as on 31.03.2010 was Rs. 440.97 lakhs (31.03.2009 – Rs. 371.63 lakhs) and is provided for in the books of accounts.

Other Long Term Benefits

The Company's liability towards other long term benefits are given below:

2009-10	2008-09	2007-08
12,03.30	6,57.06	1,81.73
78.60	78.98	96.99
1 22 52	1 /2 0/	1 47 64

		2009-10	2008-09	200/-08
•	Employee assured bonus scheme	12,03.30	6,57.06	1,81.73
•	Staff Medical Scheme	78.60	78.98	96.99
•	Retired Employee Medical Scheme	1,32.53	1,43.04	1,47.64

19. NOTES TO THE ACCOUNTS (Contd.)

- 3.7 Sundaram Finance Employee Stock Option Scheme (SFESOS)
 - a) The Directors have approved an issue 10500 Stock Option at an exercise price of Rs.10/- per share in a manner provided in the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999

Dar	ticu	lars
rar	иси	iars

Options Granted	10500
Exercise Price	Rs.10/- Per Share
Grant Date	29/05/2009
Vesting Date	31/05/2010
Vesting Period	12 months
Exercise Period	01/06/2010 -31/08/2010
Market Price on Grant Date	276.10
Intrinsic Value	266.10
Total Expenses recognised for 2009-10 (Rs. In Lakhs)	23.28
(Included in Establishment Expenses in Schedule 16)	

b) The Company has followed Intrinsic Value for accounting SFESOS and had compensation cost for the stock options granted under the Scheme been determined based on fair value approach, the Company's Profit after Tax and Earnings Per Share would have been as per the amounts indicated below:

	2009-10
	(Rs. In Lakhs)
Profit afer tax (as reported)	226,74.86
Add: SFESOS compensation expense included in net profit	23.28
Less: SFESOS compensation expense determined under	23.32
fair value based method	
Profit after Tax (adjusted)	226,74.82
Basic Earnings per Share of Rs.10 each (as reported) (Rs.)	40.8174
Basic Earnings per Share of Rs.10 each (adjusted) (Rs.)	40.8173

c) The key assumptions used for calculating fair value as on the date of the grant are:

Date	οf	Grant	29	/05	/2009

Risk Free Interest Rate	4.13%
Exercise Price (Rs.)	10/-
Expected Life of the Option	368 Days
Expected Volatility	55.92%
Dividend Yield	No dividend rights during vesting period.
Price of the underlying share in market at the time of the	e Option grant (Rs.) 276.10
Fair Value of the Option (Rs.)	266.51
(Computed using Black Scholes Model)	



19. NOTES TO THE ACCOUNTS (Contd.)

10 Salary 49.80 46.80	3.8	Remi	uneration to Directors:		(Rs. in lakhs)
ii) Commission				2009-10	2008-09
- Wholetime Directors 1,50.00 25.50 - Non Wholetime Directors 32.00 25.50 iii) Sitting fees to Wholetime Directors 2.90 2.60 iv) Contribution to Provident, Superannuation and Gratuity Funds 16.16 14.80 v) Other Allowances and Perquisites 39.28 34.42 Total 2.90.14 2.24.12 3.9 Computation of net profit for calculation of commission to directors: (Rs.in lakhs) Net Profit 2.90.14 226,74.86 Add: Directors' Remuneration 2.90.14 226,74.86 Add: Directors' Sitting Fee (other than Wholetime Directors) 13.20 2.90.14 Depreciation as per books 45,80.23 45,80.23 Provision for Non Performing Assets 31,61.69 47,99.8 General Provision on Standard Assets 31,61.69 410,17.51 Less: 2,44.64 183,42.65 Less: 410,17.51 183,42.65 Profit on Sale of Investments 53,36.95 100,09.03 Lease Equalisation Account 91.85 310,084 1% thereof 3,10.08		i)	Salary	49.80	46.80
Non Wholetime Directors 32.00 25.50		ii)	Commission		
Sitting fees to Wholetime Directors 2.90 1.480 14.80 14.80 39.28 34.42 2.90.14 2.24.12			- Wholetime Directors	1,50.00	1,00.00
14.80 14.8			 Non Wholetime Directors 	32.00	25.50
Note Total		iii)	Sitting fees to Wholetime Directors	2.90	2.60
Total 2,90.14 2,24.12		iv)	Contribution to Provident, Superannuation and Gratuity Funds	16.16	14.80
Net Profit 226,74.86		v)	Other Allowances and Perquisites	39.28	34.42
Net Profit 226,74.86 Add: Directors' Remuneration 2,90.14 Directors' Sitting Fee (other than Wholetime Directors) 13.20 Depreciation as per books 45,80.23 Provision of Taxation (including Wealth Tax) 96,72.77 Provision for Non Performing Assets 4,79.98 General Provision on Standard Assets 31,61.69 Provision for Investments 1,44.64 Less: 183,42.65 Depreciation as per Sec.350 of the Companies Act, 1956 45,80.23 Profit on Sale of Investments 53,36.95 Lease Equalisation Account 91.85 Net profit as per Section 198 of the Companies Act, 1956 310,08.48 1% thereof 3,10.08 Commission to Managing Director and Deputy Managing Director 1,50.00 Commission to Non-Wholetime Directors 32.00 3.10 Miscellaneous expenses under "Administrative and other expenses" includes remuneration towards: (Rs. in lakhs) Statutory Audit 27.00 22.50 Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax			Total	2,90.14	2,24.12
Add: Directors' Remuneration 2,90.14 Directors' Sitting Fee (other than Wholetime Directors) 13.20 Depreciation as per books 45,80.23 Provision of Taxation (including Wealth Tax) 96,72.77 Provision for Non Performing Assets 4,79.98 General Provision on Standard Assets 31,61.69 Provision for Investments 1,44.64 Less: 1,44.64 Depreciation as per Sec.350 of the Companies Act, 1956 45,80.23 Profit on Sale of Investments 53,36.95 Lease Equalisation Account 91.85 Net profit as per Section 198 of the Companies Act, 1956 310,08.48 1% thereof 3,10.08 Commission to Managing Director and Deputy Managing Director 1,50.00 Commission to Non-Wholetime Directors 32.00 3.10 Miscellaneous expenses under "Administrative and other expenses" includes remuneration towards: (Rs. in lakhs) Zoug-10 2008-09 Statutory Audit 27.00 22.50 Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax <td< td=""><td>3.9</td><td>Comp</td><td>putation of net profit for calculation of commission to directors:</td><td></td><td>(Rs.in lakhs)</td></td<>	3.9	Comp	putation of net profit for calculation of commission to directors:		(Rs.in lakhs)
Directors' Sitting Fee (other than Wholetime Directors) 13.20 Depreciation as per books 45,80.23 Provision of Taxation (including Wealth Tax) 96,72.77 Provision for Non Performing Assets 4,79.98 General Provision on Standard Assets 31,61.69 Provision for Investments 1,44.64 Ess:		Net P	Profit		226,74.86
Depreciation as per books		Add:	Directors' Remuneration	2,90.14	
Provision of Taxation (including Wealth Tax) 96,72.77 Provision for Non Performing Assets 4,79.98 General Provision on Standard Assets 31,61.69 Provision for Investments 1,44.64 Less: 410,17.51 Depreciation as per Sec.350 of the Companies Act, 1956 45,80.23 Profit on Sale of Investments 53,36.95 Lease Equalisation Account 91.85 Net profit as per Section 198 of the Companies Act, 1956 310,0848 1% thereof 3,10.08 Commission to Managing Director and Deputy Managing Director 1,50.00 Commission to Non-Wholetime Directors 32.00 3.10 Miscellaneous expenses under "Administrative and other expenses" includes remuneration towards: (Rs. in lakhs) Statutory Audit 27.00 22.50 Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax 5.73 5.75			Directors' Sitting Fee (other than Wholetime Directors)	13.20	
Provision for Non Performing Assets 4,79.98 General Provision on Standard Assets 31,61.69 Provision for Investments 1,44.64 183,42.65 410,17.51 Less:			Depreciation as per books	45,80.23	
According to the Companies Act, 1956 1,44.64 183,42.65			Provision of Taxation (including Wealth Tax)	96,72.77	
Provision for Investments			Provision for Non Performing Assets	4,79.98	
Less: 183,42.65 Depreciation as per Sec.350 of the Companies Act, 1956 45,80.23 Profit on Sale of Investments 53,36.95 Lease Equalisation Account 91.85 Net profit as per Section 198 of the Companies Act, 1956 310,08.48 1% thereof 310,08.48 Commission to Managing Director and Deputy Managing Director 1,50.00 Commission to Non-Wholetime Directors 32.00 3.10 Miscellaneous expenses under "Administrative and other expenses" includes remuneration towards: (Rs. in lakhs) Statutory Audit 27.00 22.50 Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax 5.73 5.75			General Provision on Standard Assets	31,61.69	
Less: 410,17.51 Depreciation as per Sec.350 of the Companies Act, 1956 45,80.23 Profit on Sale of Investments 53,36.95 Lease Equalisation Account 91.85 Net profit as per Section 198 of the Companies Act, 1956 310,08.48 1% thereof 3,10.08 Commission to Managing Director and Deputy Managing Director 1,50.00 Commission to Non-Wholetime Directors 32.00 3.10 Miscellaneous expenses under "Administrative and other expenses" includes remuneration towards: (Rs. in lakhs) Statutory Audit 27.00 22.50 Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax 5.73 5.75			Provision for Investments	1,44.64	
Depreciation as per Sec.350 of the Companies Act, 1956					183,42.65
Profit on Sale of Investments 53,36.95 Lease Equalisation Account 91.85 Net profit as per Section 198 of the Companies Act, 1956 310,08.48 1% thereof 3,10.08 Commission to Managing Director and Deputy Managing Director 1,50.00 Commission to Non-Wholetime Directors 32.00 3.10 Miscellaneous expenses under "Administrative and other expenses" includes remuneration towards: (Rs. in lakhs) Statutory Audit 27.00 22.50 Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax 5.73 5.75		Less:			410,17.51
Lease Equalisation Account 91.85 Net profit as per Section 198 of the Companies Act, 1956 310,08.48 1% thereof 3,10.08 Commission to Managing Director and Deputy Managing Director 1,50.00 Commission to Non-Wholetime Directors 32.00 3.10 Miscellaneous expenses under "Administrative and other expenses" includes remuneration towards: (Rs. in lakhs) Statutory Audit 27.00 22.50 Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax 5.73 5.75			Depreciation as per Sec.350 of the Companies Act, 1956	45,80.23	
100,09.03 100,09.03 310,08.48 1% thereof 3,10.08 Commission to Managing Director and Deputy Managing Director 1,50.00 Commission to Non-Wholetime Directors 32.00 3.10 Miscellaneous expenses under "Administrative and other expenses" includes remuneration towards: (Rs. in lakhs) 2009-10 2008-09 Statutory Audit 27.00 22.50 Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax 5.73 5.75			Profit on Sale of Investments	53,36.95	
Net profit as per Section 198 of the Companies Act, 1956 1% thereof Commission to Managing Director and Deputy Managing Director Commission to Non-Wholetime Directors 3.10 Miscellaneous expenses under "Administrative and other expenses" includes remuneration towards: (Rs. in lakhs) 2009-10 2008-09 Statutory Audit 27.00 22.50 Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax			Lease Equalisation Account	91.85	
1% thereof Commission to Managing Director and Deputy Managing Director Commission to Non-Wholetime Directors 3.10 Miscellaneous expenses under "Administrative and other expenses" includes remuneration towards: (Rs. in lakhs) 2009-10 2008-09 Statutory Audit 27.00 22.50 Tax Audit 9.00 Certification 19.59 17.17 Service Tax 5.73 5.75					100,09.03
Commission to Managing Director and Deputy Managing Director Commission to Non-Wholetime Directors 32.00 3.10 Miscellaneous expenses under "Administrative and other expenses" includes remuneration towards: (Rs. in lakhs) 2009-10 2008-09 Statutory Audit 27.00 22.50 Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax 5.73 5.75		Net p	profit as per Section 198 of the Companies Act, 1956		310,08.48
Commission to Non-Wholetime Directors 32.00 3.10 Miscellaneous expenses under "Administrative and other expenses" includes remuneration towards: (Rs. in lakhs) 2009-10 2008-09 Statutory Audit 27.00 22.50 Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax 5.73 5.75		1% tl	hereof		3,10.08
3.10 Miscellaneous expenses under "Administrative and other expenses" includes remuneration towards: (Rs. in lakhs) 2009-10 2008-09		Com	mission to Managing Director and Deputy Managing Director		1,50.00
Statutory Audit 2009-10 2008-09 Statutory Audit 27.00 22.50 Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax 5.73 5.75		Com	mission to Non-Wholetime Directors		32.00
Statutory Audit 27.00 22.50 Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax 5.73 5.75	3.10	Misc	ellaneous expenses under "Administrative and other expenses" include	des remuneration towards:	(Rs. in lakhs)
Tax Audit 9.00 7.50 Certification 19.59 17.17 Service Tax 5.73 5.75				2009-10	2008-09
Certification 19.59 17.17 Service Tax 5.73 5.75		Statu	tory Audit	27.00	22.50
Service Tax 5.73 5.75		Tax A	audit	9.00	7.50
		Certi	fication	19.59	17.17
Travelling Expenses 4.32 2.47		Servi	ce Tax	5.73	5.75
		Trave	elling Expenses	4.32	2.47

19. NOTES TO THE ACCOUNTS (Contd.)

- 3.11 A general provision of Rs.3161.69 lakhs (Previous Year NIL) has been made during the year @ 0.40% of the standard assets.
- 3.12 Provisions and Write offs:

Loss on sale of investments comprises Rs.NIL lakhs (Previous Year – Rs.2.15 lakhs) pertaining to current investments.

3.13 Exchange difference amounting to Rs.2.88 lakhs (net loss) (Previous Year - Rs.4.24 lakhs-net gain) arising on account of foreign currency transactions has been accounted in the Profit and Loss account in Accordance with Accounting Standard – AS 11 – Accounting for the effects of changes in foreign exchange rates.

4. GENERAL

4.1 Segment Reporting

Segment information is presented in the Consolidated Financial Statements in terms of the Accounting Standard - AS 17 - Segment Reporting.

- 4.2 Related Parties Disclosures:
- 4.2.1 Related party disclosures, as stipulated by Accounting Standard AS 18 Related Party Disclosures, are given below:

Related Parties:

Subsidiary Companies: Associates: Sundaram Finance Distribution Ltd. Axles India Ltd. Sundaram BNP Paribas Home Finance Ltd. Turbo Energy Ltd. Sundaram BNP Paribas Asset Management Co. Ltd. Transenergy Ltd. Sundaram BNP Paribas Trustee Co. Ltd. Sundaram Dynacast Pvt. Ltd. LGF Services Ltd. Sundaram BNP Paribas Mutual Fund Infreight Logistics Solutions Ltd. Sundaram Medical Foundation Sundaram Infotech Solutions Ltd. Sundaram Hydraulics Ltd. Sundaram Business Services Ltd. The Dunes Oman LLC (FZC) Professional Management Consultants Ltd.

Key Management Personnel:

Sundaram BNP Paribas Fund Services Ltd.

Joint Venture:

Mr. T. T. Srinivasaraghavan, Managing Director
Mr. Srinivas Acharya, Deputy Managing Director
Gulf Outsourcing Services Ltd.
BNP Paribas Sundaram Global Securities Operations Pvt. Ltd.

Relatives of Key Management Personnel:

Mr. T. T. Srinivasaraghavan	Mr. T. T. Rangaswamy	Father
	Mrs. Vimala Rangaswamy	Mother
	Mrs. Bagyam Raghavan	Wife
	Miss. Anjana Raghavan	Daughter
	Master T. T. Venkatraghavan	Son
	Mr. T. T. Narendran	Brother
Mr. Srinivas Acharya	Mrs. Revathi Srinivas	Wife
	Mr. Vishal Srinivas	Son
	Mrs. Radha Venkatesh	Sister



19. NOTES TO THE ACCOUNTS (Contd.)

4.2.2 RELATED PARTY TRANSACTIONS FOR THE YEAR ENDED 31ST MARCH 2010

The nature and volume of transactions of the Company during the year, with the above related parties are as follows. (Rs in Lakhs)

Nature of Transactions	Subsidiary Companies	Associates / Joint Venture	Key Management Personnel	Relatives of Key Management Personnel	Total April 2009 - March 2010	Previous Year 2008-09
INCOME				1 ersonner		
Income from Services rendered						
Sundaram BNP Paribas Home Finance Ltd.	5,48.94				5,48.94	6,00.12
Royal Sundaram Alliance Insurance Co. Ltd.	9,10.71	6,48.04			6,48.04	7,22.26
Sundaram BNP Paribas Mutual Fund		2,25.09			2,25.09	1,75.32
Others	15.34	58.00			73.34	1,32.16
Total	5,64.28	9,31.13			14,95.41	16,29.86
Dividend						
Sundaram BNP Paribas Home Finance Ltd.	8,03.12				8,03.12	
Turbo Energy Ltd.		5,76.00			5,76.00	1,34.40
Others	2,15.26	14.32			2,29.58	8,71.80
Total	10,18.38	5,90.32			16,08.70	10,06.20
Rent Receipts						
Royal Sundaram Alliance Insurance Co. Ltd.		2,23.16			2,23.16	2,92.76
Sundaram Business Services Ltd.	4,25.21				4,25.21	3,20.67
Others	1,48.14	14.05			1,62.19	2,38.75
Total	5,73.35	2,37.21			8,10.56	8,52.18
Interest						
Sundaram Infotech Solutions Ltd.	1,31.13				1,31.13	1,02.47
Sundaram Business Services Ltd.	93.53				93.53	50.60
Infreight Logistics Solutions Ltd.	71.93				71.93	30.88
Others		53.22	1.13		54.35	1.23
Total	2,96.59	53.22	1.13		3,50.94	1,85.18
Income from Lease						
Turbo Energy Ltd.		70.72			70.72	52.47
Others	25.05	9.03			34.08	20.70
Total	25.05	79.75			1,04.80	73.17
Income from Bill Discounting						
Axles India Ltd.		1,12.86			1,12.86	46.52
Other Income	33.10	57.95			91.05	69.16

19. NOTES TO THE ACCOUNTS (Contd.)

Nature of Transactions	Subsidiary Companies	Associates / Joint Venture	Key Management Personnel	Relatives of Key Management Personnel	Total April 2009 - March 2010	Previous Year 2008-09
EXPENSE						
Interest						
Royal Sundaram Alliance Insurance Co. Ltd.		2,41.30			2,41.30	1,93.32
Sundaram BNP Paribas Mutual Fund		44.73			44.73	
Others	5.03		9.14	16.90	31.07	11.37
Total	5.03	2,86.03	9.14	16.90	3,17.10	2,04.69
Professional Charges						
Sundaram Business Services Ltd.	34.43				34.43	
Professional Management Consultants Ltd.	11.24				11.24	
Others						1,65.45
Total	45.67				45.67	1,65.45
Remuneration			2,58.14		2,58.14	1,98.62
Dividend			8.99	40.12	49.11	66.26
Donation						
Sundaram Medical Foundation		2,00.00			2,00.00	1,00.00
Insurance Premium						
Royal Sundaram Alliance Insurance Co. Ltd.		54.35			54.35	39.50
Rent Paid						
Sundaram BNP Paribas Home Finance Ltd.	5.70				5.70	5.29
Royal Sundaram Alliance Insurance Co. Ltd.		1.59			1.59	3.14
Total	5.70	1.59			7.29	8.43
Other Expenses		2.50			2.50	2.65



19. NOTES TO THE ACCOUNTS (Contd.)

(Rs in Lakhs)

						(RS III LAKIIS)
Nature of Transactions	Subsidiary Companies	Associates / Joint Venture	Key Management Personnel	Relatives of Key Management Personnel	31.03.2010	31.03.2009
ASSETS				1 CI SOIIIICI		
Investment in Equity Shares						
Royal Sundaram Alliance Insurance Co. Ltd.						20,64.00
Sundaram Business Services Ltd.						6,50.00
Axles India Ltd.						7,46.71
Sundaram BNP Paribas Fund Services Ltd.	15,15.00				15,15.00	,
BNP Paribas Sundaram Global Sec. Op. Pvt. Ltd.		3,18.50			3,18.50	
The Dunes Oman LLC (FZC)		4,32.19			4,32.19	
Total	15,15.00	7,50.69			22,65.69	34,60.71
Intercorporate Loans disbursed to:						
Sundaram Business Services Ltd.	3,50.00				3,50.00	17,50.00
Infreight Logistics Solutions Ltd.	4,00.00				4,00.00	3,50.00
Axles India Ltd.		5,00.00			5,00.00	
BNP Paribas Sundaram Global Sec. Op. Pvt. Ltd.		3,00.00			3,00.00	
Others	15.00				15.00	7,45.00
Total	7,65.00	8,00.00			15,65.00	28,45.00
Repayment of Intercorporate Loan by:						
Sundaram Business Services Ltd.	17,50.00				17,50.00	
BNP Paribas Sundaram Global Sec. Op. Pvt. Ltd.		3,00.00			3,00.00	
Others	2,24.94				2,24.94	2,18.75
Total	19,74.94	3,00.00			22,74.94	2,18.75
Investment in Trust Securities						
Sundaram BNP Paribas Mutual Fund		760,61.70			760,61.70	210,04.77
Disinvestment in Trust Securities						
Sundaram BNP Paribas Mutual Fund		782,20.16			782,20.16	195,51.99
Sale of Fixed Assets						
Infreight Logistics Solutions Ltd.						0.15
Sale of Software Licenses						
Royal Sundaram Alliance Insurance Co. Ltd.		7.50			7.50	12.86
Purchase of Fixed Assets						
Sundaram Infotech Solutions Ltd.	0.09				0.09	
Others						10.85
Total	0.09				0.09	10.85

19. NOTES TO THE ACCOUNTS (Contd.)

Nature of Transactions	Subsidiary Companies	Associates / Joint Venture	Key Management Personnel	Relatives of Key Management Personnel	31.03.2010	31.03.2009
Purchase of Software & Licenses						
Sundaram Infotech Solutions Ltd.	67.37				67.37	61.95
Software Development Costs						
Sundaram Infotech Solutions Ltd.	2,58.24				2,58.24	
Advance towards Software & Licenses						
Sundaram Infotech Solutions Ltd.	3,70.05				3,70.05	10.19
Insurance Premium paid in advance						
Royal Sundaram Alliance Insurance Co. Ltd.		25.16			25.16	28.22
Assets-Outstanding Balances as on 31.03.2010 Preference Shares Holdings						
Axles India Ltd.		6,00.00			6,00.00	6,00.00
Equity Holdings						
Sundaram BNP Paribas Home Finance Ltd.	61,39.10				61,39.10	61,39.10
Royal Sundaram Alliance Insurance Co. Ltd.		105,24.33			105,24.33	105,24.33
Others	51,38.55	46,68.94			98,07.49	49,74.66
Total	112,77.65	151,93.27			264,70.92	216,38.09
Intercorporate Loans						
Sundaram Infotech Solutions Ltd.	12,50.00				12,50.00	14,59.94
Sundaram Business Services Ltd.	3,50.00				3,50.00	17,50.00
Infreight Logistics Solutions Ltd.	7,50.00				7,50.00	3,50.00
Axles India Ltd.		5,00.00			5,00.00	
Total	23,50.00	5,00.00			28,50.00	35,59.94
Trust Securities						
Sundaram BNP Paribas Mutual Fund		13,23.77			13,23.77	33,24.79
Future Lease Receivables						
Turbo Energy Ltd.		1,56.46			1,56.46	1,29.61
Sundaram BNP Paribas Asset Management Co. Ltd.	42.31				42.31	51.59
Axles India Ltd.		63.20			63.20	29.53
Others	40.21	3.39			43.60	54.82
Total	82.52	2,23.05			3,05.57	2,65.55
Future Receivables under Hire Purchase						
Infreight Logistics Solutions Ltd.	1.13				1.13	7.80
Fleet Card Balance Receivable		0.02			0.02	38.54
Bills purchased						14,19.99
Other Assets	74.50	1,77.03	18.45		2,69.98	1,91.77



19. NOTES TO THE ACCOUNTS (Contd.)

(Rs in Lakhs)

Nature of Transactions	Subsidiary Companies	Associates / Joint Venture	Key Management Personnel	Relatives of Key Management Personnel	31.03.2010	31.03.2009
LIABILITIES						
Issue of Non Convertible Debentures						
Royal Sundaram Alliance Insurance Co. Ltd.		20,00.00			20,00.00	10,00.00
Redemption of Non Convertible Debentures						
Royal Sundaram Alliance Insurance Co. Ltd.		10,00.00			10,00.00	
Intercorporate deposit						
Sundaram Finance Distribution Ltd.	1,60.00				1,60.00	
LGF Services Ltd.	75.00				75.00	
Total	2,35.00				2,35.00	
Intercorporate deposit redeemed						
Sundaram Finance Distribution Ltd.	55.00				55.00	
Issue of Bonus Shares						28.80
Liabilities-Outstanding Balances as on 31.03.2010						
Professional Fees						1,65.45
Equity Holdings			10.57	47.15	57.72	57.88
Deposits			49.72	1,62.14	2,11.86	2,20.33
Interest on Deposits			9.43	14.19	23.62	9.99
Non Convertible Debentures						
Royal Sundaram Alliance Insurance Co. Ltd.		30,00.00			30,00.00	20,00.00
Intercorporate Deposit						
Sundaram Finance Distribution Ltd.	1,05.00				1,05.00	
LGF Services Ltd.	75.00				75.00	
Total	1,80.00				1,80.00	
Other Liabilities	74.58	2,63.75			3,38.33	1,02.01

No amount has been written off/written back during the year

19. NOTES TO THE ACCOUNTS (Contd.)

4.3 In compliance with the Accounting Standard relating to 'Financial Reporting of Interests in Joint Ventures' (AS 27), the Company has interests in the following jointly controlled entities: (Rs.in lakhs)

Name of Companies	Percentage of Share	Amount based on the Audited Accounts for the year ended 31st March 2010				ne year
	Holding	Assets	Liabilities	Income	Expenditure	Capital Commitment
						and
						Contingent Liability
Royal Sundaram Alliance	49.90	621,64.57	495,00.56	403,15.59	387,70.13	42,61.24
Insurance Company Limited	(49.90)	(500,38.94)	(389,20.38)	(336,36.25)	(333,53.66)	(4,37.59)
Gulf Outsourcing Services	40.00	23.84	1.48	Nil	0.14	Nil
Limited	(40.00)	(23.87)	(1.36)	(Nil)	(0.34)	(Nil)
BNP Paribas Sundaram	49.00	14,99.02	9,22.94	20,04.35	17,86.91	2,46.37
Global Securities						
Operations Pvt. Ltd. *						

Figures in brackets relates to Previous Year.

* BNP Paribas Global Securities Operations Private Limited was incorporated on 25th September 2008 and became a Joint Venture on 03rd December 2008. The financial statements have been drawn for the period from 25th September 2008 to 31st March 2010.

4.4	Earnings p	oer Share	(Basic and	diluted)
	Latinizo	oci onimi c	(Duoic una	and the car

A Profit for the year after taxation (Rs in lakhs)

B Number of equity shares

C Basic and diluted earnings per share (in Rs.)

2008-09	2009-10	
150,73.14	226,74.86	
5,55,51,930	5,55,51,930	
27.13	40.82	

- 4.5 The Writ Petition challenging the levy of Service Tax on Hire Purchase and Leasing w.e.f. 16.07.2001 filed before Madras High Court by the Trade Associations had been dismissed. S.L.P against the High Court Order filed by the Trade Associations has been admitted and notice ordered without stay. Till date no service tax has been remitted.
- 4.6 The Commissioner of Customs, Tuticorin raised a demand of Rs. 500 lakes towards penalty on the Company and Rs. 1824 lakes (towards duty) on the Company jointly and severally with the Lessee, in respect of a Lease transaction. The Appellate Authority admitted the appeal preferred by the Company and granted stay against the recovery proceedings.
 - The Special Director of Enforcement, New Delhi, imposed a penalty of Rs. 10 lakhs on the Company. The Company has preferred an appeal against the penalty with the Appellate Tribunal for Foreign Exchange and obtained a stay after remitting Rs. 2.50 lakhs as directed by the Tribunal. Meanwhile the Company initiated arbitration proceedings against the Lessee and has received an award in its favour.
- 4.7 Securities and Exchange Board of India has alleged violation of Regulation 13(6) of SEBI (Prohibition of Insider Trading) Regulations, 1992 and imposed a penalty of Rs. 10 lakhs on the Company vide its Order dated 31st March 2010. The Company has preferred an appeal against the said Order before Securities Appellate Tribunal which has since been admitted.
- 4.8 Estimated amount of contracts remaining to be executed on capital account Rs.2225.15 lakhs (net of advance of Rs.448.68 lakhs). (31.03.2009 Rs.1028.07 lakhs net of advance of Rs.312.48 lakhs).



19. NOTES TO THE ACCOUNTS (Contd.)

4.9 There are no amounts due to Small Scale Industries in terms of "The Micro, Small and Medium Enterprises Development Act, 2006".

	Act, 2006".		
4.10	Contingent liabilities in respect of		(Rs. in lakhs)
		As at	As at
		31.03.2010	31.03.2009
	a) Liability:		
	To Banks – on Cheques discounted	40,15.98	18,62.19
	– on Counter Guarantee	35.37	27.87
	– on Letter of Credit	9,12.49	-
	To Sales Tax Authorities	10.32	30.97
	b) Claims against the Company not acknowledged as Debts:		
	Hire Purchase transactions and termination of Lease transactions –		
	Appeals filed by the company	31.07	46.07
	Others	19,94.41	13,26.28
4.11	CIF value of imports:		(Rs in lakhs)
	-	2009-10	2008-09
	Capital goods (on payment basis)	6,32.47	32.68
4 12	Expenditure in foreign currency (on payment basis):		(Rs in lakhs)
1.12	Experiment of the following in the control of the c	2009-10	2008-09
	Interest	1,10.08	5,91.15
	On Other Matters	34.96	1,09.85
			(Rs in lakhs)
		2009-10	2008-09
4.13	Earnings in Foreign Currency	94.78	3,03.56
	L		

 $4.14\ \ Previous\ Year's\ figures\ have\ been\ regrouped\ /\ reclassified\ wherever\ necessary\ to\ conform\ to\ current\ year's\ classification.$

Signatures to Schedules 1 to 19

As per our report of even date attached	S. Viji	S. Ram
For Brahmayya & Co.,	Chairman	S. Narayanan
Chartered Accountants		Srinivas Acharya
L. Ravi Sankar	T. T. Srinivasaraghavan	T. R. Seshadri
Partner	Managing Director	S. Ravindran
		S. Prasad
Chennai,	S. Venkatesan	Aroon Raman
28th May, 2010	CFO & Secretary	Directors

(as required in terms of Paragraph 9BB of NBFC Prudential Norms (Reserve Bank) Directions, 1998)

(Rs. in Lakhs)

	Particulars	Amount Outstanding	Amount Overdue
	Liabilities side:	o uncommuning	0.01000
(1)	Loans and advances availed by the NBFCs @		
a	Debentures : Secured	3176,82.03	_
	: Unsecured	580,00.00	_
	(other than falling within the meaning of public deposits)		
b	Deferred Credits	_	_
c	Term Loans	1721,23.70	_
d	Inter-corporate loans and borrowings	_	_
e	Commercial paper	621,28.15	
f	Public Deposits	1085,81.16	9,00.93 #
g	Other loans		
	- Bank Borrowing	1288,49.35	_
	- Deposits from Corporates	20,13.75	_
(2)	Break-up of 1 (f) above (Outstanding public deposits) @		
a	In the form of Unsecured debentures	_	_
b	In the form of partly secured debentures i.e. debentures where	_	_
	there is a shortfall in the value of security		
с	Other public deposits	1085,81.16	9,00.93 #

[@] Interest accrued but not paid - Nil

(Rs. in Lakhs)

	Particulars	Amount
		Outstanding
	Assets side:	
(3)	Break-up of Loans and Advances including bills receivables	
	(other than those included in (4) below):	
a	Secured	857,14.22
b	Unsecured (including Advance for Business Assets)	190,63.47
(4)	Break-up of Leased Assets and Stock on hire and	
	hypothecation loans counting towards EL / HP activities :	
(i)	Lease assets including lease rentals under sundry debtors	
a	Financial Lease	1,12.42
b	Operating Lease	123,92.01
(ii)	Net Stock on hire including hire charges under sundry debtors	
a	Assets on hire	252,69.19
b	Repossessed Assets	8.20
(iii)	Hypothecation loans counting towards EL / HP activities	
a	Loans where assets have been repossessed	10,68.15
b	Loans other than (a) above	6695,64.92

SUNDARAM FINANCE LIMITED

[#] Represents unclaimed deposits



(Rs. in Lakhs)

	Particulars	Amount Outstanding	Market Value *
(5)	Break-up of Investments:		
	Current Investments:		
1.	Quoted:	_	_
2.	Unquoted:		
(i)	Units of mutual funds	101,24.60	106,97.86
	Long Term Investments:		
1.	Quoted:		
(i)	Equity Shares	32,27.29	118,98.72
(ii)	Debentures and Bonds	1,30.05	1,30.05
(iii)	Government Securities	122,49.70	117,56.95
2.	Unquoted:		
(i)	Shares		
a	Equity	271,96.56	510,41.59
b	Preference	6,00.00	6,00.00
(ii)	Government Securities	_	_
(iii)	Units of mutual funds	1,66.60	1,66.60
(iv)	Bonds	50.00	50.00
(v)	Others	_	_
	Total	537,44.80	863,41.77

^{*} Unquoted Investments disclosed at break up / fair value / NAV

	Category	leased assets, stock-on-hire and loans and advances: (Rs. in Lakhs Amount net of provisions			
		Secured	Unsecured	Total	
1.	Related Parties**				
a	Subsidiaries	83.65	16,69.65	17,53.30	
b	Companies in the same group	_	_	_	
c	Other related parties	2,23.05	_	2,23.05	
2.	Other than related parties	7882,10.09	165,36.02	8047,46.11	
	Total	7885,16.79	182,05.67	8067,22.46	

(7)	Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted): (Rs. in Lakh		
	Category	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)
1.	Related Parties**		,
a	Subsidiaries	166,87.65	108,36.65
b	Companies in the same group	_	_
c	Other related parties	294,89.04	170,83.65
2.	Other than related parties	401,65.08	256,82.83
	Total	863,41.77	536,03.13

^{**} As per Accounting Standard

(8)	Other Information	(Rs. in Lakhs)
	Particulars	Amount
(i)	Gross Non-Performing Assets	
a	Related Parties	7,50.00
b	Other than related parties	93,03.75
(ii)	Net Non-Performing Assets	·
a	Related Parties	_
b	Other than related parties	35,83.63
(iii)	Assets acquired in satisfaction of debt (during the year)	Nil

Balance Sheet Abstract and Company's General Business Profile Information as required under Part IV of the Schedule VI of the Companies Act, 1956

I	Registration Details		
	Registration No.	0 2 4 2 9 State 0	Code 1 8
	Balance Sheet Date	3 1 0 3 2 0 1 0	
		Date Month Year	
II	Capital Raised during the Y	Year (Amount in Rs. Thousands)	
		Public Issue	Rights Issue
		N I L	N I L
		Bonus Issue	Private Placement
		N I L	N I L
III	Position of Mobilisation ar	nd Deployment of Funds (Amount in Rs. Thousands	3)
		Total Liabilities	Total Assets
		1 0 4 8 3 6 9 5 7	1 0 4 8 3 6 9 5 7
	Sources of Funds	Paid up Capital	Reserves & Surplus
		5 5 5 1 9	1 2 6 0 5 7 1 8
		Secured Loans	Unsecured Loans
		5 8 8 4 1 7 2 7	2 6 0 9 6 0 8 7
	Applications of Funds	Net Fixed Assets	Investments
			5 3 7 4 4 8 0
		Deferred Tax Asset (net)	Net Current Assets
		5 5 3 3 6 5	8 9 8 4 9 7 5 4
		Misc. Expenditure	Accumulated Loss
		N I L	N I L
IV	Performance of Company (Amount in Rs. Thousands)	
		Turnover	Total Expenditure
		1 2 4 8 7 0 8 4	9 2 5 2 3 2 1
		+ - Profit / (Loss) Before Tax	+ - Profit / (Loss) After Tax
		3 2 3 4 7 6 3	✓ 2 2 6 7 4 8 6
		(Please tick appropriate box + for profit, - for loss)	
	Ea	rnings Per Share Rs. Ps.	Dividend Rate %
		4 0 . 8 2	$\begin{array}{ c c c c }\hline 1 & 0 & 0 \\ \hline \end{array}$
V	Generic Names of Three Pr	incipal Products / Services of Company (As per mo	onetary terms)
	Item Code No. (ITC Code)	Not Applicable	
	Product / Service Description	H I R E P U R C H A S E	
		L E A S I N G	
		H Y P O T H E C A T I O M	L O A N



Aroon Raman

Srinivas Acharya

T. R. Seshadri S. Narayanan

> T. T. Srinivasaraghavan Managing Director

Chairman

CFO & Secretary S. Venkatesan

S. Ravindran S. Prasad Directors

Statement Pursuant to Section 212 (1) (e) of The Companies Act, 1956, relating to Subsidiary Companies

(Rs. in Lakhs) Equity Shares of Rs. 10/- each (Rs. in lakhs) **BNP Paribas** und Services 1,53,00,000 Sundaram 31.03.2010 (3,51.74)Limited (21%) 覂 覂 覂 Equity Shares of Rs.10/- each 44,10,000 31.03.2010 (7,86.47) Logistics Solutions (1,81.78)(88.02%)Infreight Limited E \equiv Equity Shares of Rs.10/- each 31.03.2010 Consultants Professional Management 2,20,600 Limited (100%) (88.98) 2,75.36 E Ø of Rs.10/- each Equity Shares 1,50,00,000 31.03.2010 Sundaram Business Services (3,10.89)(100%) Limited 45.73 Ξ E Equity Shares of Rs.10/- each 31.03.2010 40,00,000 (15,10.70)Solutions Sundaram (100%)1,30.79 Infotech Limited 覂 覂 of Rs.10/- each **Equity Shares** 31.03.2010 2,50,000 Services (100%) 1,78.79 3,42.50 Limited 1,83.41 LGF \equiv of Rs. 10/- each 31.03.2010Equity Shares **Distribution** 5,00,000 Sundaram (100%) Finance 1,96.60 Limited 2,69.46 282.50 乭 Equity Shares of Rs. 10/- each BNP Paribas 31.03.2010 (50.10%) Sundaram Trustee Company 25,050 Limited 21.12 18.89 22.54 W **BNP Paribas Asset** of Rs.10/- each Equity Shares Management 76,81,948 (50.10%) Sundaram Company 31.03.2010 10,43.97 7,68.19 8,62.18 Limited Ξ of Rs.10/- each Equity Shares BNP Paribas Iome Finance 4,01,56,296 Sundaram 31.03.2010 (50.10%) 38,80.29 9,87.00 4,01.56 4,01.56 Limited of the subsidiary not dealt with in the 4 Net aggregate amount of the profits For the previous financial years 5 Net aggregate amount of the profits For the previous financial years of the subsidiary dealt with in the by way of dividends on the shares the Holding Company's accounts 1 Name of the Subsidiary Company 2 Financial year of the Subsidiary of the Subsidiary Company of the Subsidiary Company Holding Company's accounts held in Subsidiary Company 3 Holding Company's interest a) For the financial year For the financial year Subsidiary Company Subsidiary Company since it became a since it became a in the Subsidiary ended on

28th May, 2010 Chennai,

Cash Flow Statement

(Rs. in Lakhs)

A) C	ACH PLOW FROM ORFRATING ACTIVITIES		2009	-10	2008	8-09
	ASH FLOW FROM OPERATING ACTIVITIES et Profit		226,74.86		150 72 14	
			, .		150,73.14	
	dd: Lease Equalisation Account		(91.85) 96,72.77		55.77 68,97.89	
PI	rovision for Taxation (Including Wealth Tax)					
	li re e i in		322,55.78	05(25 22	220,26.80	0(5 70 00
	dd: Financial Expenses		633,79.55	956,35.33	645,44.09	865,70.89
	epreciation			45,80.23		39,36.21
	rovision against Investments			1,44.64		98.27
	rovision against Non - Performing assets			4,79.98		15,46.33
	eneral Provisions on Standard Assets			31,61.69		_
	mployee Stock Option Compensation Expenses			23.28		
	Profit) loss on sale of assets			34.21		(58.16)
	Profit) loss on sale of Investments			(53,36.95)		(9,73.16)
	nterest / Dividend Income			(22,00.38)		(20,82.40)
Ef	ffect of Foreign Exchange rates on Cash and Cash Equivalents, net			0.18		(0.04)
	PERATING PROFIT BEFORE WORKING CAPITAL CHANGES			965,22.21		890,37.94
	Increase) Decrease in Net Stock on hire		67,08.38		(14,54.42)	
	(ncrease) Decrease in Leased assets - net of sales		(60,87.57)		(51,98.68)	
	(ncrease) Decrease in Trade Bills purchased		15,44.60		(11,31.50)	
	Increase) Decrease in Net Investment in Lease		(32.25)		7,53.29	
	(ncrease) Decrease in Loans and Advances		(1465,04.17)		(25,42.26)	
(I	(ncrease) Decrease in Other Receivables		13.29		(12.73)	
(I	(ncrease) Decrease in Bank Deposits (net)		(1079,89.81)		(99,36.80)	
(I	(ncrease) Decrease in SLR Investments - net of sales		(22,40.77)		(17,96.00)	
In	ncrease (Decrease) in Current Liabilities		32,87.01	(2513,01.29)	(66,05.83)	(279, 24.93)
Ca	ash generated from Operations			(1547,79.08)		611,13.01
Fi	nancial Expenses		(619,43.37)		(609,56.92)	
Di	irect Taxes Paid		(90,05.16)	(709,48.53)	(70,20.55)	(679,77.47)
N	ET CASH FROM OPERATING ACTIVITIES	(A)		(2257,27.61)		(68,64.46)
B) <u>C</u> A	ASH FLOW FROM INVESTING ACTIVITIES					
Pu	urchase of Fixed Assets			(15,38.40)		(18,41.10)
Sa	ale of Fixed Assets			96.09		1,20.30
Pι	urchase of Investments			(12677,85.28)		(4004, 14.50)
Pι	urchase of Investments in Subsidiaries/Joint Venture			(18,33.50)		(27,14.00)
Sa	ale of Investments			12746,00.34		3999,20.13
In	nterest Received			2.75		7,91.02
Di	ividend Received			21,97.65		16,53.14
N	ET CASH FROM INVESTING ACTIVITIES	(B)		57,39.65		(24,85.01)
C) CA	ASH FLOW FROM FINANCING ACTIVITIES					
Pr	roceeds from Issue of Debentures			3475,75.18		4188,06.86
De	ebentures Redeemed			(2686,00.00)		(4151,00.00)
In	ncrease (Decrease) in Long Term Borrowings			869,13.98		(307,95.67)
In	ncrease (Decrease) in Fixed Deposits			154,84.84		183,44.21
In	ncrease (Decrease) in Short Term Loans and Advances			417,96.83		268,55.10
Di	ividend paid (including Corporate Dividend Tax)			(53,51.34)		(73,28.43)
N	ET CASH FROM FINANCING ACTIVITIES	(C)		2178,19.49		107,82.07
D) Ef	ffect of Foreign Exchange rates on Cash and Cash Equivalents, net	(D)		(0.18)		0.04
NET IN	NCREASE IN CASH AND CASH EQUIVALENTS $(A)+(B)+(C)+(D)$			(21,68.65)		14,32.64
	AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR			48,39.35		34,06.71
	AND CASH EQUIVALENTS AT THE END OF THE YEAR			26,70.70		48,39.35
	ONENTS OF CASH AND CASH EQUIVALENTS					
	E END OF THE YEAR					
Curren	t Account with Banks			13,50.13		36,41.22
Cash, S	Stamps and Stamp Papers on Hand			13,20.57		11,98.13
, -				26,70.70		48,39.35
Note:		L				

1.Cash and Cash equivalents includes balance in Unpaid Dividend account of Rs.59.27 lakhs (31.03.2009 Rs.98.11 lakhs) 2.Previous Year's figures have been regrouped/reclassified wherever necessary to conform to current year's classification

As per our report of even date attached S. Viji S. Ram For Brahmayya & Co., Chairman S. Narayanan Chartered Accountants Srinivas Acharya L. Ravi Sankar T. T. Srinivasaraghavan T. R. Seshadri Managing Director Partner S. Ravindran S. Prasad Chennai, S. Venkatesan **Aroon Raman** 28th May, 2010 CFO & Secretary Directors

SUNDARAM FINANCE LIMITED



Report on Corporate Governance

Sundaram Finance Limited has been following good governance practices since inception. The strong edifice of the Company, built in 1954, is supported by the pillars of Customer Faith, Depositor Confidence, Institutional Trust, Investor Steadfastness and Employee Loyalty. The Company has grown over the past five decades on the foundations of dedicated customer service, fair business practices and efficient, safe and trusted financial policies. It continues to maintain the highest standards of integrity and excellence in service to all stakeholders.

The Company follows the "Know Your Customer" (KYC) guidelines and "fair-practices code", which lay down detailed guidelines for dealing with customers, including an appropriate dispute resolution mechanism, towards improving transparency in operations and strengthening Corporate Governance standards.

The Voluntary Guidelines on Corporate Governance and Corporate Social Responsibility issued by Ministry of Corporate Affairs in 2009 is a step in the right direction to further elevate governance levels across the entire corporate sector. While the Company has already been following most of them in substance, it will take appropriate steps to make it formal in a phased manner.

I. BOARD OF DIRECTORS

All the members of the Board are eminent persons with considerable expertise and experience in the automobile, engineering, banking, finance, insurance, audit, accounts and transport sectors. The Company is immensely benefited by the range of experience and skills that the Directors bring to the Board.

The composition of the Board as on 31st March 2010 is as follows:

The Chairman of the Board is Sri S. Viji, a Non Executive Promoter Director. The Executive Directors are Sri T. T. Srinivasaraghavan, Managing Director and Sri Srinivas Acharya, Deputy Managing Director. Sri A. Rangaswami, Sri T. R. Seshadri, Sri S. Ravindran, Sri S. Prasad and Sri Aroon Raman are the Independent Directors. While there are eight non-executive directors, fifty percent of the Board consists of Independent Directors which is in conformity with the listing requirements.

All Directors and Senior Management Personnel have re-affirmed compliance with the Code of Conduct approved and adopted by the Board of Directors.

II. BOARD MEETINGS

The Board of Directors formulates the business and operational policies, reviews the performance and decides on strategic issues concerning the Company.

During the year under review, 13 meetings of the Board of Directors were held.

27/04/2009	30/07/2009	30/10/2009	28/01/2010
29/05/2009	31/08/2009	27/11/2009	04/02/2010
26/06/2009	25/09/2009	24/12/2009	01/03/2010
			26/03/2010

The details of directors' attendance at Board Meetings, AGM and details of other directorships, committee chairmanships/memberships held by the Directors during the year are as follows:

Name of the Director	Attendance Particulars		Directorships (other than Sundaram Finance Limited)		Committees in which Chairman/Member (other than Sundaram Finance Limited)	
	Board Meeting	AGM	Chairman	Director	Chairman	Member
Sri S. Viji	13	Yes	1	7	_	3
Sri S. Ram	13	No	2	7	1	3
Sri S. Narayanan	10	Yes	2	1	2	-
Sri A. Rangaswami ^{\$}	13	Yes	_	1	_	-
Sri T. R. Seshadri	10	Yes	_	_	_	-
Sri S. Ravindran	12	Yes	_	6	_	2
Sri S. Prasad	13	Yes	_	4	3	-
Sri Aroon Raman	11	Yes	_	_	_	-
Sri T. T. Srinivasaraghavan	13	Yes	1	6	3	_
Sri Srinivas Acharya #	13	Yes	_	8	2	5

Note: Other Directorships exclude those in Private Limited Companies and Section 25 Companies.

III. AUDIT COMMITTEE

The Audit Committee reviews the financial accounting policies, adequacy of internal control systems and systems audit and interacts with the statutory auditors, internal auditors and systems auditors. Senior Executives and functional heads are invitees to the committee meetings. Besides, the Committee reviews the audit plans, interim and annual financial results, management discussion and analysis of financial condition and results of operations, related party transactions, observations of the management and internal/external auditors on internal control and follow-up reports of the management.

During the year, the Committee met 8 times on 23rd April, 23rd May, 27th July, 21st September, 26th October, 21st December in 2009 and on 25th January and 22nd March in 2010.

SUNDARAM FINANCE LIMITED

^{\$} Resigned on 01.04.2010

[#] Deputy Managing Director till 31.03.2010. Non-executive Director from 01.04.2010.



Composition of the Committee and attendance of the members are as follows:

Name of the Director	No. of Meetings Attended	
Sri A. Rangaswami *	Chairman	8
Sri S. Prasad #	Member / Chairman	8
Sri S. Viji	Member	7
Sri S. Ravindran	Member	8

^{*} Resigned on 01.04.2010.

The Company Secretary is the Secretary to the Committee.

IV. REMUNERATION OF DIRECTORS

Directors of the Company are paid a sitting fee of Rs. 10,000/- each for every meeting of the Board, Audit Committee, Share Transfer and Investor Relations Committee and Compensation Committee.

The Non-Executive Directors are remunerated by way of commission for each financial year as decided by the Board of Directors within the ceiling of 1% of the net profits of the Company approved by the shareholders. The details of remuneration paid and number of shares held by the Non-Executive Directors are as follows:

Name of the Director	Sitting Fee (Rs. in lakhs)	Commission (Rs. in lakhs)	Number of Shares held individually (as on 31.03.2010)	Relationship with other Directors
Sri S. Viji	2.00	5.00	6,80,446 (1) *	Brother of Sri S. Ram
Sri S. Ram	1.30	3.00	2,51,494 *	Brother of Sri S. Viji
Sri S. Narayanan	1.00	3.00	800 (2)	_
Sri A. Rangaswami	2.30	5.00	130	_
Sri T. R. Seshadri	1.00	3.00	_	_
Sri S. Ravindran	2.10	5.00	2,12,920 (3)	_
Sri S. Prasad	2.30	5.00	_	_
Sri Aroon Raman	1.20	3.00	2,98,948	_

Note: Number of shares held jointly with others: (1) 4342, (2) 81,712, (3) 71,360.

Amount of deposits placed by the Non-Executive Directors in the Company aggregated to Rs.531.24 lakhs as on March 31, 2010. The interest on these deposits paid / credited during the year 2009-10 amounted to Rs. 60.34 lakhs.

[#] Appointed as Chairman effective 01.04.2010.

^{* 4,80,872} shares held jointly as Trustees of Sri T. S. Santhanam Testamentary Trust.

The Executive Directors of the Company are appointed on contractual basis, on terms approved by the shareholders. Their remuneration comprises salary, allowances, commission and perquisites. The quantum of commission payable to them is decided by the Board of Directors. The remuneration is within the limits prescribed under Schedule XIII to the Companies Act, 1956.

The details of remuneration paid to the Executive Directors are as follows:

(Rs. in lakhs)

Nature of Payment	Sri T. T. Srinivasaraghavan	Sri Srinivas Acharya
	Managing Director	Deputy Managing Director
Salary	28.80	21.00
Commission	100.00	50.00
Sitting Fees	1.60	1.30
Contributions to Provident,	9.35	6.81
Superannuation and Gratuity Funds		
Other allowances and perquisites	22.53	16.75
Stock Options	Nil	1,500 stock options were granted at Rs.10/- per
		share (at par) on 29th May 2009. The said
		Options would vest on 31st May 2010 and would
		be exercisable between 1st June 2010 and 31st
		August 2010

V. SHARE TRANSFER AND INVESTOR RELATIONS COMMITTEE

The Share Transfer and Investor Relations Committee

- i) approves and monitors transfers, transmission, splits and consolidation of shares of the Company,
- ii) reviews redressal of complaints from shareholders relating to transfer of shares, non-receipt of annual report, dividends etc., and
- iii) reviews the compliances with various statutory and regulatory requirements.

During the year, the Committee met on 13th July and 14th December in 2009. Besides, transfers of shares were approved by resolutions passed in circulation on 11 occasions.

Composition of the Committee and the attendance of the members are as follows:

Name of the Director	No. of Meetings Attended	
Sri A. Rangaswami	Chairman	2
Sri S. Prasad	Member / Chairman	2
Sri T. T. Srinivasaraghavan	Member	2

The Share Transfer & Investor Relations Committee was re-constituted on resignation of Sri A. Rangaswami as Director by appointing Sri S. Prasad as Chairman and Sri Srinivas Acharya as Member with effect from 01.04.2010.



Sri P. Viswanathan, Deputy Secretary, is the Compliance Officer. During the year under review, the Company received 5 communications from shareholders, which were attended to. One investor complaint was received and resolved during the year. None was pending unresolved as on 31st March, 2010.

VI. COMPENSATION COMMITTEE

Compensation Committee, a committee of the Board, constituted pursuant to Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, during the year 2008, met in May 2009. Sri S. Ravindran is the Chairman and Sri Aroon Raman and Sri T. T. Srinivasaraghavan are Members of the Committee.

VII. GENERAL BODY MEETINGS

Details relating to last three Annual General Meetings:

Year	Date	Time	Location	No. of Special Resolutions Passed
2009	24/07/2009	10.25 AM	The Music Academy, New No.168, Old No.306, TTK Road, Chennai 600 014	Nil
2008	24/07/2008	11.00 AM	The Music Academy, New No.168, Old No.306, TTK Road, Chennai 600 014	Three
2007	25/07/2007	11.00 AM	The Music Academy, New No.168, Old No.306, TTK Road, Chennai 600 014	One

No special resolution was passed through postal ballot during the year.

In May 2010, a Special Resolution under Section 314(1-B) of the Companies Act, 1956, seeking the consent of the Members for Sri Harsha Viji, S/o. Sri S. Viji, Chairman of the Company, holding office of profit in the Company in the grade of Executive Director with effect from 01.04.2010, was passed through postal ballot, conducted by Sri T T Srinivasaraghavan, Managing Director and Sri S. Venkatesan, CFO & Secretary, under the overall supervision of the Scrutinizer, Sri T K Bhaskar, Partner, HSB Partners, Advocates, Chennai.

Details of the voting pattern:

Date of Special	Votes cast in favour		Votes cast against		Result
Resolution	Nos.	%	Nos.	%	
14.05.2010	2,71,01,571	99.95	13,711	0.05	Passed with requisite majority

The procedure prescribed under Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001, has been followed for the postal ballot conducted for special resolution mentioned above. The results of the postal ballot was announced by Sri T. T. Srinivasaraghavan, Managing Director, at the Registered Office of the Company, posted on the website and advertised in the newspaper.

No special resolution is proposed to be passed through postal ballot at the ensuing AGM.

VIII. DISCLOSURES

- There were no materially significant related party transactions having potential conflict with the interests of the Company at large.
- All the mandatory requirements specified under Clause 49 have been complied with.
- The Company has a record of unqualified financial statements since inception.
- The Company proposes to adopt other non-mandatory requirements as well as voluntary guidelines as and when considered necessary.
- Securities and Exchange Board of India has alleged violation of Regulation 13(6) of SEBI (Prohibition of Insider Trading) Regulations,
 1992 and imposed a penalty of Rs.10 lakhs on the Company vide its Order dated 31st March 2010. The Company has preferred an appeal against the said Order before Securities Appellate Tribunal which has since been admitted.

IX. MEANS OF COMMUNICATION

- Quarterly unaudited and annual audited results of the Company were published in "Business Line" (English) and "Dinamalar" (Tamil).
- The results and official news releases were also displayed on the Company's website at www.sundaramfinance.in.
- A press meet was organised by the Company on 29th May 2009 for dissemination of audited results.
- Quarterly/annual results, shareholding pattern and other documents have also been published in Electronic Data Information Filing
 and Retrieval System (EDIFAR) as required under the Stock Exchange Listing Agreement.

X. GENERAL SHAREHOLDER INFORMATION

Annual General Meeting

Date	Time	Venue
15/07/2010 (Thu)	11.00 AM	The Music Academy, New No.168, Old No.306, TTK Road, Chennai 600 014

- Financial Year 1st April 2010 to 31st March 2011
- Book Closure dates 3rd July 2010 to 15th July 2010 (both days inclusive)
- Date of payment of dividends:

Interim – 22nd February 2010 onwards

Final – 16th July 2010 onwards

• The company's shares are listed on:

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Plot No. C/1, G Block

Bandra-Kurla Complex, Bandra (E), Mumbai 400 051

• The Company has paid the listing fees for the financial year 2009-10 to the above stock exchange.

SUNDARAM FINANCE LIMITED



• NSE Stock Code: SUNDARMFIN

ISIN: INE660A01013

• Following dividends are transferable to the Investor Education and Protection Fund (IEPF) on the respective due dates, as under, in accordance with the provisions of Section 205A (5) of the Companies Act, 1956.

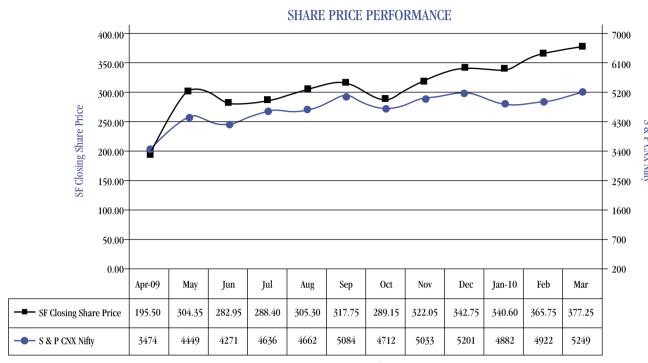
Nature of Dividend	Transferable to IEPF on
Consolidated Dividend 2002-03	10/09/2010
Interim Dividend 2003-04	30/05/2011
Interim Dividend 2004-05	27/02/2012
Final Dividend 2004-05	27/08/2012
Consolidated Dividend 2005-06	02/09/2013
Interim Dividend 2006-07	15/04/2014
Final Dividend 2006-07	24/08/2014
Interim Dividend 2007-08	27/06/2015
Final Dividend 2007-08	23/08/2015
Interim Dividend 2008-09	29/03/2016
Final Dividend 2008-09	23/08/2016

Reminders are sent to members for encashing unclaimed and unpaid dividends, on a regular basis. Members who have not yet preferred a claim are, therefore, requested to contact the Registrar and Share Transfer Agents immediately.

No claim shall lie against the Fund or the Company in respect of unclaimed and unpaid dividends transferred to the IEPF as per Section 205C of the Companies Act, 1956.

MARKET PRICE DATA – AS QUOTED ON THE NATIONAL STOCK EXCHANGE

Month	High	Low	Month	High	Low
Apr – 09	201.70	162.10	Oct	321.00	275.35
Мау	309.40	193.80	Nov	327.50	273.95
Jun	333.00	251.00	Dec	397.80	316.30
Jul	300.00	255.35	Jan – 10	408.40	333.50
Aug	320.00	280.00	Feb	379.00	332.05
Sep	340.00	296.00	Mar	389.00	350.00



Period

- Share transfers were processed and share certificates despatched within one month from lodgement in accordance with the stock exchange listing agreement.
- Dematerialisation requests have been confirmed within 21 days from the date of request.
- Investor Relation Services Shares continue to enjoy the ISO 9001:2000 Certification by Bureau Veritas Certification (India) Private Limited.
- M/s Cameo Corporate Services Ltd., Registrars and Share Transfer Agents of the Company have attended to the share transfer formalities regularly. The Registrar and Share Transfer Agents can be contacted by the investors at the following address:

M/s Cameo Corporate Services Ltd.

'Subramanian Building',

No 1 Club House Road, Chennai 600 002

Ph: 044 2846 0390 Fax: 044 2846 0129

Email: investor@cameoindia.com

Contact Persons: Mr. R. D. Ramasamy, Director

Mr. D. Narasimhan, Senior Executive (Shares)

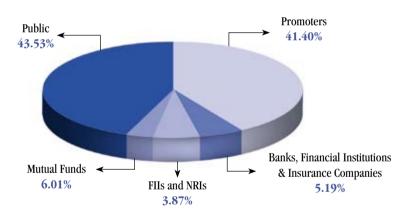


DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH 2010

No. of Equity Shares Held	Total Shareholders	Total Shares	Total % to Capital
Upto 250	8,970	7,93,965	1.43%
251 to 500	1,857	7,20,315	1.30%
501 to 1000	1,303	10,08,115	1.81%
1001 to 5000	1,719	39,66,738	7.14%
5001 to 10000	273	19,84,524	3.57%
10001 to 50000	340	78,18,640	14.07%
50001 to 100000	86	60,07,991	10.82%
100001 and above	104	3,32,51,642	59.86%
Total	14,652	5,55,51,930	100.00%

Total shares held in dematerialised form 56.40% Public shareholding in dematerialised form 78.80%

SHAREHOLDING PATTERN AS ON 31.03.2010



For your queries / grievances / complaints, please contact:

Sri P. Viswanathan

Deputy Secretary & Compliance Officer

Sundaram Finance Limited

21 Patullos Road, Chennai 600 002

Phone : 044-28558207 Fax : 044-28550290

E mail : investorservices@sundaramfinance.in

T. T. Srinivasaraghavan Managing Director Auditor's Certificate on Corporate Governance

We have examined the compliance of the conditions of corporate governance by Sundaram Finance

Limited, Chennai for the year ended on 31st March, 2010, as stipulated in clause 49 of the Listing

Agreement entered into by the company with the stock exchange.

The compliance of the conditions of corporate governance is the responsibility of the management.

Our examination was limited to a review of the procedures and implementation thereof, adopted by

the company for ensuring the compliance with the conditions of Corporate Governance. It is neither

an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, we

certify that the company has complied with the conditions of Corporate Governance as stipulated in

clause 49 of the above mentioned Listing Agreement.

We state that such compliance is neither an assurance as to the future viability of the company nor the

efficiency or effectiveness with which the management has conducted the affairs of the company.

For BRAHMAYYA & CO.,

Chartered Accountants

Registration No.000511S

L.RAVI SANKAR

Partner

Membership No. 25929

Place: Chennai

Date: 28th May, 2010

SUNDARAM FINANCE LIMITED

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Consolidated Financial Statements

Consolidated Balance Sheet

as at 31st March, 2010

	as at 31st March, 2010				
	Schedule	31.03.2010		(Rs. in Lakhs) 31.03.2009	
I SOURCES OF FUNDS					
1. Shareholders' Funds					
a) Capital	1	55,55.19		55,55.19	
b) Stock Option Outstanding Account	2	23.28		_	
c) Reserves and Surplus	3	1416,57.04	1472,35.51	1212,49.78	1268,04.97
2. Minority Interest			150,58.26		125,69.52
3. Loan Funds					
a) Secured Loans	4	7063,82.32		5318,21.95	
b) Unsecured Loans	5	3390,17.33	10453,99.65	2666,69.36	7984,91.31
	Total		12076,93.42		9378,65.80
II APPLICATION OF FUNDS					
1. Fixed Assets	6				
a) Gross Block		551,81.12		560,67.57	
b) Less: Depreciation		275,15.99		336,18.24	
c) Net Book Value		276,65.13		224,49.33	
d) Add: Lease Adjustment Account		(1,96.82)		(3,64.72)	
e) Net Block			274,68.31		220,84.61
2. Investments	7		999,48.06		974,73.87
3. Deferred Tax Asset (Net)	8				
Deferred Tax Asset		70,12.63		65,17.14	
Less: Deferred Tax Liability		12,75.77	57,36.86	13,27.72	51,89.42
4. Current Assets, Loans and Advance					
a) Current Assets	9	1834,52.27		870,79.98	
b) Loans and Advances	10	10176,64.35		8299,05.05	
	(A)	12011,16.62		9169,85.03	
Less: Current Liabilities and Provisions					
a) Current Liabilities	11	1133,00.01		955,42.11	
b) Provisions	12	132,76.42		83,25.02	
	(B)	1265,76.43		1038,67.13	
Net Current Assets	(A-B)		10745,40.19		8131,17.90
	Total		12076,93.42		9378,65.80
Notes to the accounts	19				
As per our report of even date attached		S. Viji			S. Ram
For Brahmayya & Co.,		Chairn			S. Narayanan
Chartered Accountants		GIMIII			Srinivas Acharya
L. Ravi Sankar		T. T. Srinivasaraghavan			T. R. Seshadri
Partner		Managing Director			S. Ravindran
-			, , , , = == = = = = = = = = = = = = =		S. Prasad
Chennai,	S. Venkatesan			Aroon Raman	
28th May, 2010		CFO & Secretary			Directors
SUNDARAM FINANCE LIMI	TED		·		
SONDARAM FINANCE LIMI	ILD				

Consolidated Profit and Loss Account

for the Year Ended 31st March, 2010

tor		(Do in Labba)			
	Schedule	200	09-10	20	(Rs. in Lakhs) 08-09
INCOME	benedule	200	7)-10	20	00-0)
Income from Operations	13		1990,46.67		1742,60.49
Profit on Sale of Shares	-3		25,38.90		
Other Income	14		19,51.01		16,30.02
TOTAL	(A)		2035,36.58		1758,90.51
EXPENDITURE	()				
Financial Expenses	15		795,76.78		789,20.66
Insurance claims incurred (net)	-7		254,02.67		205,76.48
Establishment Expenses	16		208,00.79		179,15.99
Administrative and Other Expenses	17		237,28.53		219,80.09
General Provision on Standard Assets			32,30.50		24.22
Provisions and Write Off	18		58,53.96		48,73.33
Depreciation			55,35.30		46,98.11
TOTAL	(B)		1641,28.53		1489,88.88
Profit before Tax	(A) - (B)		394,08.05		269,01.63
Taxation	() ()				
 Current (Including Wealth Tax) 		131,20.48		100,26.85	
Deferred		(5,47.45)		(11,20.30)	
 Fringe Benefit Tax 		5.76	125,78.79	2,57.09	91,63.64
Net Profit (before adjustment for minority interest)			268,29.26		177,37.99
Less: Minority Interest			21,04.92		19,00.85
			247,24.34		158,37.14
Add: Share of Profit in Associates			26,37.95		9,51.47
Profit after Tax			273,62.29		167,88.61
Provision for Income tax relating to earlier year			(1,45.71)		
Profit after Tax and Prior Period Items			275,08.00		167,88.61
Add: Balance brought forward from previous year			128,06.66		126,27.72
Change in value of holdings in			(58.79)		1.21
Associates / Subsidiaries / Joint Ventures					
Transfer from Special Reserve			76,00.00		
Amount available for Appropriation			478,55.87		294,17.54
<u>APPROPRIATIONS</u>					
Dividend			22.22.42		22.22.00
- Interim			33,33.12		22,22.08
- Final (proposed)			22,22.07		13,88.80
Dividend Distribution tax			9,63.78		6,13.66
Special Reserve			2,78.05		4,69.04
Statutory Reserve			45,40.00		30,20.00
General Reserve			179,93.32		88,97.30
Surplus - Balance carried to Balance Sheet			185,25.53 478,55.87		128,06.66 294,17.54
Notes to the Accounts	19		4/0,33.0/		474,17.74
Earnings per Equity Share (Refer Note 2.7 Schedule					
Number of Shares considered	1))		5,55,51,930		5,55,51,930
(Face Value Rs.10/- per share)			7,77,71,750		7,77,71,730
Basic and Diluted earnings per share (in Rupees)			49.26		30.22
			17.20		30.22

As per our report of even date attached	S. Viji	S. Ram
For Brahmayya & Co.,	Chairman	S. Narayanan
Chartered Accountants		Srinivas Acharya
L. Ravi Sankar	T. T. Srinivasaraghavan	T. R. Seshadri
Partner	Managing Director	S. Ravindran
		S. Prasad
Chennai,	S. Venkatesan	Aroon Raman
28th May, 2010	CFO & Secretary	Directors

	80	31.03.2010		(Rs. in Lakhs) 31.03.2009	
1	Share Capital				
	Authorised Capital				
	10,00,00,000 Equity Shares of Rs.10/- each		100,00.00		100,00.00
	Issued, Subscribed and fully paid-up				
	5,55,51,930 Equity Shares of Rs.10/- each (includes 5,09,75,545 Equity Shares allotted as fully paid-up by way of bonus shares by Capitalisation of Reserves and 37,75,965 Equity Shares of Rs.10/- each allotted for consideration other than cash pursuant to a Scheme of Amalgamation)		55,55.19		55,55.19
2	Stock Option Outstanding Account	27.94		_	
	Less: Deferred Employee Compensation Cost	4.66	23.28		_
3	Reserves and Surplus				
	Capital Reserve Per Last Balance Sheet	22.05.26		24.10.54	
		23,05.36		24,19.54	
	(Less)/Add: Changes in the value of holding in	(5.22.00)	17,82.38	(1 1/ 10)	22.05.26
	Subsidiaries / Associates / Joint Ventures	(5,22.98)	1/,04.30	(1,14.18)	23,05.36
	Securities Premium Account				
	Per Last Balance Sheet	19,52.77		34,57.74	
	Less: Issue of bonus shares		19,52.77	15,04.97	19,52.77
	General Reserve				
	Per Last Balance Sheet	697,43.64		621,18.96	
	Less: Issue of bonus shares	_		12,72.62	
	Add: Transfer from Profit and Loss account	179,93.32	877,36.96	88,97.30	697,43.64
	Statutory Reserve				
	Per last Balance Sheet	258,35.50		228,15.50	
	Add: Transfer from Profit and Loss account	45,40.00	303,75.50	30,20.00	258,35.50
	Special Reserve				
	Per Last Balance Sheet	86,05.85		81,36.81	
	Less: Transfer to Profit and Loss account	76,00.00		_	
	Add: Transfer from Profit and Loss account	2,78.05	12,83.90	4,69.04	86,05.85
	Surplus - Balance in Profit and Loss account		185,25.53		128,06.66
			1416,57.04		1212,49.78

		(Rs. in Lakhs)
	31.03.2010	31.03.2009
4 Secured Loans		
Non - Convertible Debentures	3316,85.04	2429,08.86
From Scheduled Banks	3744,88.95	2778,71.42
From International Finance Corporation	2,08.33	110,41.67
	7063,82.32	5318,21.95
5 Unsecured loans		
Fixed deposits		
From Public	1573,47.66	1291,61.02
From Directors	7,36.43 1580,84.09	7,24.96 1298,85.98
Non - Convertible Debentures	335,00.00	503,00.00
Subordinated Non - Convertible Debentures	395,00.00	100,00.00
Debenture application money	_	75,00.00
Short Term Loans and advances		
From Scheduled Banks	306,61.39	36,36.41
Others	9,74.00	1,50.00
Commercial Paper	762,97.85	651,96.97
	3390,17.33	2666,69.36

SCHEDULES

6 Fixed Assets													E)	(Rs. in Lakhs)
		GROS	GROSS BLOCK AT COST	OST			D	DEPRECIATION	2			Balance in Lease	NET BLOCK	LOCK
DESCRIPTION	As at 31.03.2009	Adjustments on consolidation	Additions	Deductions	As at 31.03.2010	Upto 31.03.2009	Adjustments on consolidation	Additions*	Deductions	Upto 31.03.2010	Net Book Value	Adjustment Account as at 31.03.2010	As at 31.03.2010	As at 31.03.2009
1 Freehold Land and Buildings	70,74.92	I	3,14.70	ı	73,89.62	11,67.95	I	1,39.63	ı	13,07.58	60,82.04	ı	60,82.04	59,06.97
2 Leasehold Office / Residential Premises	15,54.94	I	1.02	I	15,55.96	6,93.14	I	43.14	I	7,36.28	8,19.68	I	8,19.68	8,61.80
3 Plant and Machinery and Computers	85,05.80	26.07	15,22.21	4,66.65	95,87.43	53,20.93	25.05	11,51.26	4,06.81	60,90.43	34,97.00	ı	34,97.00	31,84.87
4 Vehicles	144,81.75	ı	65,99,59	21,30.07	189,18.27	50,24.47	I	31,97.50	11,97.63	70,24.34	118,93.93	ı	118,93.93	94,57.28
5 Furniture / Office Equipment	49,07.92	(26.07)	8,23.14	56.47	56,48.52	31,06.47	(18.07)	6,12.53	45.65	36,55.28	19,93.24	I	19,93.24	18,01.45
6 Intangible Assets Computer Software	15,67.24	ı	6,81.32	34.10	22,14.46	9,12.73	(4.81)	3,81.12	34.10	12,54.94	9,59.52	ı	9,59.52	6,54.51
7 Assets taken on lease														
a) Computer	61.81	ı	6.19	I	00.89	20.40	1	17.69	I	38.09	29.91	1	29.91	41.41
b) Office equipment	3.02	ı	I	I	3.02	1.27	1	0.79	I	2.06	96:0	ı	96.0	1.75
8 Assets on Finance Lease														
a) Plant and Machinery and Computers	47,32.15	ı	ı	2,89.07	44,43.08	44,01.50	I	46.89	2,62.04	41,86.35	2,56.73	(2,07.68)	49.05	55.95
b) Vehicles	130,34.92	ı	I	98,49.53	31,85.39	128,89.98	1	50.60	98,00.51	31,40.07	45.32	16.87	62.19	61.90
c) Furniture / Office Equipment	87.77	ı	I	I	87.77	79.40	I	1.17	I	80.57	7.20	(6.01)	1.19	1.39
Total	560,12.24	ı	99,15.17	128,25.89	531,01.52	336,18.24	2.17	56,42.32	117,46.74	275,15.99	255,85.53	(1,96.82)	253,88.71	220,29.28
Work in progress	55.33	ı	20,79.60	55.33	20,79.60	I	ı	I	I	I	20,79.60	I	20,79.60	55.33
Grand Total	560,67.57	-	119,94.77	128,81.22	551,81.12	336,18.24	2.17	56,42.32	117,46.74	275,15.99	276,65.13	(1,96.82)	274,68.31	220,84.61
Previous Year	526,59.94	20.46	84,99.42	51,12.25	560,67.57	329,09.49	12.80	48,67.13	41,71.18	336,18.24	224,49.33	(3,64.72)	220,84.61	192,26.36

* Finance Lease Depreciation of Rs.98.66 Lakhs (Previous Year - Rs.160.10 Lakhs) has been netted off against Lease Income Depreciation on assets used for development of Computer Software amounting to Rs.10.53 lakhs (Previous Year - Rs.8.92 Lakhs) taken to Advance for Purchase of Assets

SCHE	EDULES			(Rs. in Lakhs)
		31.03.2010	31	.03.2009
7 IN	NVESTMENTS			
Le	ong Term - At cost			
A. Ir	n Government / Trust Securities			
	uoted	270,58.62		196,95.30
_	nquoted	15,41.60		27,40.82
B. Ir	n Equity Shares			
	uoted	36,81.73		18,40.44
Uı	nquoted - Associates *	140,76.70		120,13.21
Uı	nquoted - Others	7,63.15		3,45.45
C. In	n Preference Shares	6,00.00		6,00.00
D. In	n Bonds / Debentures			
Q	uoted	213,67.18		142,83.82
Uı	nquoted	50.00		60.00
Е. О	thers	4,64.21		5,33.43
C	urrent Investments			
A. Ir	n Government / Trust Securities			
Q	uoted	27,92.51		47,58.91
Uı	nquoted	220,57.44		300,76.57
B. In	n Bonds / Debentures	45,02.71		84,92.17
c. o	thers			
Uı	nquoted	9,92.21		20,33.75
To	otal	999,48.06		974,73.87
* Ca	arrying amount of Associates include Capital Reserve n acquisition of shares Rs.39.59 lakhs			
(3	31.03.2009- Rs.49.31 lakhs)			
8 D	eferred Tax Asset (Net)			
D	eferred Tax Assets			
Pı	rovision for Standard Assets,	47,78.58		37,74.46
	on-performing Assets, etc.			
	ncome deferment on Non-performing Assets	3,35.44		5,59.33
	et Asset on reserve for unexpired risk	4,67.90		5,15.55
	epreciation	9,38.34		11,29.96
O	thers	4,92.37 70,12.63		5,37.84 65,17.14
L	ess: Deferred Tax Liabilities			0),1/.14
	ire Purchase Income	5,68.38	5,76.57	
	mortisation of Brokerage	6,30.72	6,52.77	
	thers	76.67 12,75.77	98.38	13,27.72
		57,36.86		51,89.42

SCHEDULES (Rs. in Lakhs)

		31.0	3.2010	31.03	3.2009
Cı	arrent Assets				
a)	Stock-on-hire and bills purchased				
	Net Investment in Stock-on-hire		217,61.96		281,78.48
	Repossessed assets		10,76.35		13,42.01
	Debtors on Securitisation		19.23		75.88
	Trade bills purchased (unsecured, considered good)				
	Outstanding for a period exceeding six months	_		1,89.00	
	Others	5,97.35	5,97.35	19,52.95	21,41.95
	Net Investment in lease		44,75.85		44,33.56
			279,30.74		361,71.88
	Inventories		13.14		13.61
	Sundry Debtors		7,09.93		7,67.42
b)	Interest accrued on investments		4,63.88		3,16.84
c)	Cash and bank balances				
	Current Accounts	34,61.49		63,42.98	
	Unpaid dividend account	59.27		98.11	
	Deposit accounts	1479,53.28		405,43.16	
	Cash on hand	18,27.97		18,06.04	
	Stamps and Stamp Papers on hand	58.16	1533,60.17	45.53	488,35.82
d)	SFL Shares Trust		5,94.30		5,94.30
e)	SFL Employees Welfare Trust		3,80.11		3,80.11
			1834,52.27		870,79.98

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SCHEDULES		(Rs. in Lakhs)
	31.03.2010	31.03.2009
10 Loans and Advances		
Unsecured unless otherwise stated:		
Considered good :		
 Secured Loans 	9585,24.80	7784,97.82
 Unsecured Loans 	30,99.05	16,38.87
Advance Income Tax and Tax Deducted at Source (Net of Provision for Taxation)	98,89.89	84,35.64
Advances and deposits recoverable in cash or kind or for value to be received	74,73.48	128,88.57
Advance for purchase of assets		
 Business Assets 	129,32.96	75,40.11
– Others	30,72.86	31,99.53
Income receivable	226,71.31	177,04.51
	10176,64.35	8299,05.05
11 Current Liabilities*		
Sundry Creditors		
For expenses	339,80.34	235,22.95
 For other finance 	272,30.94	244,21.08
 For Unexpired Insurance Risk 	204,13.44	184,30.52
Unpaid dividend	59.27	98.11
Interest accrued but not due	316,16.02	290,69.45
	1133,00.01	955,42.11
* There are no amounts due and outstanding to be credited to Investor Education and Protection Fund		
12 Provisions		
Non-performing assets	69,14.27	62,86.95
Standard Assets	33,94.72	1,64.22
Investments	2,95.58	1,59.43
Dividend	22,22.08	13,88.80
Dividend Distribution Tax and Surcharge	4,49.77	3,25.62
	132,76.42	83,25.02

SCHEDULES		(Rs. in Lakhs)
	2009-10	2008-09
13 Income from Operations Hire Purchase / Hypothecation Loans (net)	997,80.11	934,91.27
(tax deducted at source Rs.174.18 lakhs)	997,00.11	934,91.47
Insurance Premium Earned (net)	356,06.42	297,75.26
Interest on Loans (tax deducted at source Rs.178.72 lakhs)	211,47.31	195,72.72
Lease (net) (tax deducted at source Rs.125.32 lakhs)	55,97.03	38,78.33
Investments (tax deducted at source Rs.154.35 lakhs) Investment Management and Advisory Fee	125,26.45 109,87.38	89,84.46 85,25.56
(tax deducted at source Rs. 708.01 lakhs)	109,67.36	65,45.50
Services (tax deducted at source Rs.538.28 lakhs)	81,93.81	53,44.35
Profit on Securitisation / Selldown of Receivables	30,52.79	31,58.76
Recovery of Bad debts and Recovery of Loss on Sale of assets	9,94.90	6,37.94
Loan Processing and other fees	8,08.00	5,60.44
Bills Purchased Profit on Sale of Leased Assets	1,84.97 94.63	2,00.15 95.32
Sale of Products	72.87	<u>35.93</u>
out of House	1990,46.67	1742,60.49
14 Other Income		
Interest receipts (tax deducted at source Rs.0.85 lakhs)	6,53.57	1,58.46
Dividend Rent receipts (tax deducted at source Rs.157.04 lakhs)	6,06.41 2,25.16	6,39.81
Profit on sale of assets	34.14	2,79.90 35.27
Miscellaneous Income	4,31.73	5,16.58
	19,51.01	16,30.02
15 Financial Expenses		
Interest – Fixed loans	362,28.74	359,30.46
DebenturesOthers	356,48.11 1,12.05	322,11.52 20,93.97
Other financial expenses	75,87.88	86,84.71
Value manifest capeacet	795,76.78	789,20.66
16 Establishment Expenses	100 // 25	1/2.27.22
Salaries, allowances, commission and bonus	188,46.27	162,97.83
Company's contribution to Provident Fund, Gratuity, Superannuation and Employees' State Insurance schemes	11,11.72	10,63.73
Staff welfare expenses	8,42.80	5,54.43
	208,00.79	179,15.99
17 Administrative and Other Expenses Rent	10 20 91	15 24 14
Rates and taxes	19,29.81 4,71.08	15,24.14 4,64.57
Communication expenses	13,13.63	13,71.89
Electricity expenses	6,33.63	5,70.63
Travelling and conveyance (net)	14,69.94	14,65.63
Advertisement charges	17,46.49	9,85.85
Marketing and related expenses	46,62.04	52,01.77
Outsourcing Cost Directors' sitting fee	58,90.44 33.44	51,59.96 28.69
Insurance	2,29.25	2,36.09
Repairs	_,_,,	2,50.09
- Buildings	1,64.76	1,36.70
- Others	21,18.28	17,32.95
Donations Missellaneous expenses	3,03.60	2,22.30
Miscellaneous expenses	$\frac{27,62.14}{237,28.53}$	28,78.92 219,80.09
18 Provisions and Write off		
Bad Debts	36,95.60	23,62.38
Loss on Assets sold/written off	13,76.02	8,38.83
Provision against non-performing assets (net)	6,01.13	14,53.84
Loss on sale of investments Provision against Investments	4.24 1,76.97	52.81 1,65.47
1 1011000 against informents	58,53.96	48,73.33
	2 2,70.70	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,

19 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1.1 SIGNIFICANT ACCOUNTING POLICIES:

1.1.1 The Parent Company, Sundaram Finance Limited follows the directions prescribed by the Reserve Bank of India for Non-Banking Financial Companies, while the Subsidiary, Sundaram BNP Paribas Home Finance Limited and Joint Venture, Royal Sundaram Alliance Insurance Company Limited follow the directions prescribed by the National Housing Bank for Housing Finance Companies and the Insurance Regulatory and Development Authority respectively.

The financial statements of the Associate, The Dunes Oman LLC (FZC) have been prepared in accordance with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB).

The preparation of the financial statements in conformity with generally accepted accounting principles requires the use of estimates and assumptions that affect the reported amount of assets and liabilities as at the Balance Sheet date, reported amounts of revenues and expenses during the year and disclosure of contingent liabilities as at that date. The estimates and assumptions used in these financial statements are based upon the management's evaluation of the relevant facts and circumstances as of the date of the financial statements.

1.1.2 Income Recognition:

- a) Income from Hypothecation loan transactions, Hire Purchase and Housing Finance loan transactions is accounted on the basis of the Internal Rate of Return method.
- b) Lease income is accounted as per the terms of the lease agreements for contracts entered into upto 31st March 2001. Income from leases entered into on or after 1st April, 2001 is accounted as per the Accounting Standard – AS 19 – Leases.
- c) Income from Services is recognised on accrual basis.
- d) Premium from Insurance business is recognised as income over the contract period or period of risk, as appropriate, after adjusting for unearned premium (unexpired risk) and premium deficiency, if any.
- e) Trusteeship fee, Investment management and advisory fee are accounted on accrual basis.
- f) Sales of Products are recorded when significant risks and rewards of ownership of products are passed on to the customers. Sales are stated at contractual realisable values, net of value added tax and inclusive of resale sales tax and trade discounts and returns if any.

Revenues from software development, which are generally time bound fixed price are recognised over the life of the contract using the proportionate completion method, with contract cost determining the degree of completion.

Revenue from other services is recognised as income on completion.

1.1.3 Financial Instruments:

Financial instruments such as commercial paper, zero coupon non convertible debentures etc., issued at a discount to the face value are accounted at their carrying cost, comprising issue price and accrued finance cost.

1.1.4 Fixed Assets and Depreciation / Amortisation:

Fixed assets are stated at historical cost less accumulated depreciation.

Depreciation on assets is provided on the Written Down Value Method at rates prescribed in Schedule XIV to the Companies Act, 1956. Assets costing Rs. 5000 or less acquired during the year are fully depreciated.

Cost of assets given on lease is amortised during the lease period for all leased assets acquired prior to 01.04.2001, as recommended in the "Guidance Note on Accounting for Leases (Revised)". Lease Equalisation Account, which represents the excess/shortfall of annual lease charge when compared with statutory depreciation, is recognised. The Value of assets on Finance Lease is further adjusted for balance in Lease Adjustment Account.

Cost of assets taken on lease on or after 01st April, 2001 is amortised over the lease tenure as per the Accounting Standard – AS 19 – Leases, based on the capital recovery method.

17 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

1.1.5 Valuation of Investments:

Long-term investments are stated at cost and provision for diminution in value, other than temporary, has been considered wherever necessary.

Current investments are valued at lower of cost and market value / net asset value.

1.1.6 Foreign Currency Transactions:

Transactions in foreign currencies are accounted at the prevailing rates of exchange on the date(s) of the transaction.

Monetary items denominated in foreign currencies are restated at the prevailing rates of exchange at the Balance Sheet date. Gain or loss arising out of fluctuations in exchange rates are accounted for in the Profit and Loss Account.

Exchange differences on forward exchange contracts, entered into for hedging foreign exchange fluctuation risk in respect of asset/liability are recognised in the Profit and Loss Account in the reporting period in which the exchange rate changes. Premium on forward exchange contracts is expensed over the tenure of the contract.

Interest accrued on secured / unsecured foreign currency loans which are covered by forward contracts has been provided at the forward exchange contract rate and on loans not so covered at the exchange rate prevailing at the year-end.

1.1.7 Employee Benefits:

A) Short Term Employee Benefits:

Short Term Employee Benefits for services rendered by employees are recognized during the period when the services are rendered.

B) Post employment benefits:

Defined Contribution Plan

i) Provident Fund

Contributions are made to the company's Employees Provident Fund Trust in accordance with the fund rules. The interest rate payable by the trust to the beneficiaries every year is notified by the Government. The Company has an obligation to make good the shortfall, if any, between the return from the investment of the trust and the notified interest rate.

The Company also contributes to a government administered Employees Pension Scheme under the Employees Provident Fund Act and to Employees' State Insurance Schemes on behalf of its employees.

ii) Superannuation

The Company makes fixed contributions as a percentage on salary to the Superannuation Fund, which is administered by trustees and managed by the Life Insurance Corporation of India (LIC).

The above contributions are charged to the Profit and Loss Account.

Defined Benefit Plan

i) Gratuity

The Company makes an annual contribution to a Gratuity Fund administered by trustees and managed by LIC and SBI Life Insurance Company Limited (SBI Life). The Company accounts its liability based on an actuarial valuation, as at the balance sheet date, determined every year by LIC and SBI Life using the Projected Unit Credit method.

ii) Leave Encashment

Liability on account of encashment of leave to employees is provided on the basis of an actuarial valuation. The expenses and actuarial gain / loss on account of the above benefit plans are recognised in the profit and loss account on the basis of an actuarial valuation.

C) Other Long Term Employee Benefits:

The estimated liability in respect of other long term benefits like Employee Assured Bonus Scheme, reimbursement of medical expenses and entitlement of sick leave has been provided on the basis of actuarial valuation.

17 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

D) Employee Stock Options:

The Company determines the compensation cost based on the intrinsic value method. The compensation cost is amortised on a straight line basis over the vesting period.

1.1.8 Taxation:

Current tax is provided on the taxable income for the year.

Deferred tax liabilities arising from timing differences have been fully provided for. Deferred tax assets are recognised on the consideration of prudence.

1.1.9 Intangible Assets:

Items of Computer Software acquired/developed are recorded as intangible assets and their cost is amortised over their expected useful life.

1.1.10 Impairment of Assets:

The carrying amounts of assets are reviewed at each balance sheet date to ascertain impairment based on internal / external factors. An impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the higher of the net selling price of the assets and their value in use.

1.1.11 Provisions:

Provisions are recognised when the Company has present legal or constructive obligations, as a result of past events, for which it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made for the amount of the obligation.

1.2 Basis of Presentation:

The financial statements have been prepared and presented under the historical cost convention on the accrual basis of accounting and comply with the relevant provisions of the Companies Act, 1956.

1.3 Basis of Consolidation:

a) The financial statements of the following subsidiary companies have been consolidated as per Accounting Standard –
 AS 21 – Consolidated Financial Statements.

Name of the Subsidiary	Country of	Proportion of ownership
	Incorporation	interest (%)
Sundaram BNP Paribas Home Finance Limited	India	50.10
Sundaram BNP Paribas Asset Management Company Limited	India	50.10
Sundaram BNP Paribas Trustee Company Limited	India	50.10
Sundaram Business Services Limited (SBSL)	India	100.00
Sundaram Infotech Solutions Limited	India	100.00
Sundaram Finance Distribution Limited	India	100.00
LGF Services Limited	India	100.00
Infreight Logistics Solutions Limited	India	88.02
Professional Management Consultants Limited	India	100.00
Sundaram BNP Paribas Fund Services Limited	India	51.00

b) The Company has the following investments in Joint Venture for which the required treatment as per Accounting Standard – AS 27 – Accounting for Interests in Joint Ventures, has been given in the Consolidated Financial Statements.

Name of the Joint Ventures	Country of	Proportion of ownership
	Incorporation	interest (%)
Royal Sundaram Alliance Insurance Company Limited	India	49.90
Gulf Outsourcing Services Limited ®	India	40.00
BNP Paribas Sundaram Global Securities Operations Private Limited	India	49.00

[@] considered on the basis of unaudited financial statement.

17 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

c) The Company has the following investments in Associates for which the required treatment as per Accounting Standard – AS 23 – Accounting for Investments in Associates, has been given in the Consolidated Financial Statements.

Name of the Associates	Country of	Proportion of ownership
	Incorporation	interest (%)
Axles India Limited*	India	38.81
Turbo Energy Limited*	India	32.00
Transenergy Limited*	India	42.31
Sundaram Dynacast Private Limited	India	26.00
Sundaram Hydraulics Limited*	India	49.00
The Dunes Oman LLC (FZC)	Sultanate of Oman	42.86

^{*} considered on the basis of financial statements / details.

- d) The Consolidated Financial Statements have been prepared on the following basis.
 - The Financial Statements of the Parent Company and its Subsidiary Companies have been consolidated on a line-by-line
 basis, by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating
 intra-group balances and intra-group transactions resulting in unrealised profits or losses.
 - The Consolidated Financial Statements have been prepared by adopting Uniform Accounting Policies except for the following Companies:
 - BNP Paribas Sundaram Global Securities Operations Private Limited depreciates Information Technology Software using straight-line method of depreciation.
 - Royal Sundaram Alliance Insurance Company Limited depreciates Information Technology Software, vehicles improvements to leased premises and office equipments using straight-line method of depreciation.
 - The Associate, Sundaram Dynacast Private Limited's reporting date was 31.12.2009 and the Financial Statements as on that date have been considered for the purpose of preparation of Consolidated Financial Statements.
 - The Financial Statements of the Subsidiary, Sundaram BNP Paribas Fund Services Limited, for the period 27th June 2008 to 31st March 2010 have been considered for the purpose of preparation of Consolidated Financial Statements.
 - The Financial Statements of the Joint Venture, BNP Paribas Sundaram Global Securities Operations Private Limited, for the
 period 25th September 2008 to 31st March 2010 have been considered for the purpose of preparation of Consolidated
 Financial Statements.

2. General

2.1 Change in Recognising Premium Income by Royal Sundaram Alliance Insurance Company Limited (RSAICL).

Premium Recognition:

The Company has changed the method of recognition of Premium on Long Term Health and Personal Accident policies in the current Financial Year. The Premium income is recognised to the extent of one year premium in the year of inception of the policy and the balance is recognised as Premium received in advance, for adjustment against future automatic renewals. Consequent to this change, the effect in operating profit for the year is as under.

(Rs in Lakhs)

Decrease in operating profit of Miscellaneous Business	26.96
Increase in Current Liabilities - Premium Received in Advance	1564.68

2.2 During the year the Company acquired 13% stake in Professional Management Consultants Limited, consequent to which, the Company's share holding has increased from 87% to 100%.

17 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

- 2.3 During the year, Royal Sundaram Alliance Insurance Company Limited has, on the basis of a technical evaluation, revised the useful life of Office Equipment and has accordingly changed the method of depreciation from the written down value method to the straight line method. Consequently, Office Equipment are amortised equally over a period of five years and this has resulted in a higher charge of depreciation by Rs.183.40 lakhs to the Profit and Loss Account.
- 2.4 During the year, Professional Management Consultants Limited has changed the method of depreciation from the Straight Line method to the Written Down Value method. Consequently, depreciation for the year and the loss for the year are higher by Rs.2.17 lakhs.

2.5 Segment Reporting (Rs. in Lakhs)

Business Segments	Asset Fir	nancing	Insur	rance	Other Op	perations	Elimin	ations	Consolid	ated Total
	Current	Previous	Current	Previous	Current	Previous	Current	Previous	Current	Previous
	Year	Year	Year	Year	Year	Year	Year	Year	Year	Year
REVENUE										
Segment Revenue	1395,45.69	1268,42.90	401,10.49	334,48.86	193,90.49	139,68.73	-	-	-	_
Inter segment sales	3,36.26	2,18.66	1,90.26	1,67.36	55,28.70	50,74.03	60,55.22	54,60.05	_	_
Total Revenue	1398,81.95	1270,61.56	403,00.75	336,16.22	249,19.19	190,42.76	60,55.22	54,60.05	1990,46.67	1742,60.49
RESULT										
Segment Result	320,91.09	255,86.02	16,82.19	4,65.52	35,76.56	13,86.71	7,29.68	6,97.79	380,79.52	281,36.04
Unallocated income (net of expense)	-	-	_	-	_	-	-	-	13,28.53	(12,34.41)
Profit before tax	_	-	_	_	_	-	_	-	394,08.05	269,01.63
Less: Income tax	-	-	_	-	_	-	_	-	125,78.79	91,63.64
Add: Share of Profit in Associates	_	-	-	-	-	-	-	-	26,37.95	9,51.47
Less: Minority Interest	-	-	-	-	-	-	-	-	21,04.92	19,00.85
Profit after Tax	-	-	_	_	_	-	_	-	273,62.29	167,88.61
OTHER INFORMATION										
Segment Assets	12549,63.42	9797,43.76	610,36.04	497,49.03	153,38.38	106,72.62	183,82.44	182,56.68	13129,55.40	10219,08.73
Unallocated Assets	_	-	-	-	-	-	-	-	213,14.45	198,24.20
Total Assets	_	-	-	-	-	-	-	-	13342,69.85	10417,32.93
Segment Liabilities	11184,41.84	8610,49.28	495,00.56	389,20.37	62,00.44	58,35.12	48,38.61	51,60.75	11693,04.23	9006,44.02
Unallocated Liabilities	-	-	_	-	_	-	-	-	26,71.85	17,14.42
Total Liabilities	-	-	-	-	-	-	-	-	11719,76.08	9023,58.44
Capital Expenditure	83,32.29	75,44.73	5,10.53	4,85.24	31,51.95	4,69.45	-	-	119,94.77	84,99.42
Depreciation	43,91.39	35,90.64	4,97.94	5,24.72	6,45.97	5,82.75	_	-	55,35.30	46,98.11
Non-cash expenses other than depreciation	89,56.38	48,76.77	3.32	3.33	1,04.13	2.46	-	-	90,63.83	48,82.56

17 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

2.6 Related Parties Disclosures:

2.6.1 Related party disclosures, as stipulated by Accounting Standard – AS 18 – Related Party Disclosures, are given below:

Related Parties:

Associates:

Axles India Ltd.

Turbo Energy Ltd.

Transenergy Ltd.

Sundaram Dynacast Pvt. Ltd.

Sundaram BNP Paribas Mutual Fund

Sundaram Medical Foundation

Sundaram Hydraulics Ltd.

The Dunes Oman LLC (FZC)

Key Management Personnel:

Mr. T. T. Srinivasaraghavan, Managing Director

Mr. Srinivas Acharya, Deputy Managing Director

Relatives of Key Management Personnel:

Mr. T. T. Srinivasaraghavan	Mr. T. T. Rangaswamy	Father
	Mrs. Vimala Rangaswamy	Mother
	Mrs. Bagyam Raghavan	Wife
	Miss. Anjana Raghavan	Daughter
	Master T. T. Venkatraghavan	Son
	Mr. T. T.Narendran	Brother
Mr. Srinivas Acharya	Mrs. Revathi Srinivas	Wife
	Mr. Vishal Srinivas	Son
	Mrs. Radha Venkatesh	Sister

17 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

2.6.2 RELATED PARTY TRANSACTIONS FOR THE YEAR ENDED 31ST MARCH 2010

The nature and volume of transactions of the Company during the year, with the above related parties are as follows.

(Rs. in Lakhs)

Nature of Transactions	Associates	Key Management Personnel	Relatives of Key Management Personnel	Total April 09 – March 10	Previous Year 2008-09
INCOME					
Income from Services rendered					
Sundaram BNP Paribas Mutual Fund	2,25.09			2,25.09	1,75.32
Turbo Energy Ltd.	52.00			52.00	55.46
Others					0.32
Total	2,77.09			2,77.09	2,31.10
Dividend					
Turbo Energy Ltd.	5,76.00			5,76.00	1,34.40
Others	11.70			11.70	14.04
Total	5,87.70			5,87.70	1,48.44
Rent Receipts				,	,
Turbo Energy Ltd.	14.05			14.05	14.05
Total	14.05			14.05	14.05
Interest					
Axles India Ltd.	49.64	1.13		50.77	1.23
Total	49.64	1.13		50. 77	1.23
Income from Lease					
Turbo Energy Ltd.	70.72			70.72	52.47
Others	9.03			9.03	5.32
Total	79.75			79.75	57.79
Income from Bill Discounting					
Axles India Ltd.	1,12.86			1,12.86	46.52
Trusteeship Fees & Investment				-,	
Management Advisory Fees					
Sundaram BNP Paribas Mutual Fund	102,80.46			102,80.46	78,17.22
Other Income	0.05			0.05	0.15
outer meome	0.07			0.07	0.17
EXPENSE					
Scheme Expenses					
Sundaram BNP Paribas Mutual Fund	35.00			35.00	30.00
Interest					
Sundaram BNP Paribas Mutual Fund	44.73			44.73	
Others		9.14	16.90	26.04	11.37
Total	44.73	9.14	16.90	70.77	11.37
Remuneration		2,58.14		2,58.14	1,98.62
Dividend		8.99	40.12	49.11	66.26
Donation					
Sundaram Medical Foundation	2,00.00			2,00.00	1,00.00
Other Expenses	2.50			2.50	2.65

17 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

(Rs. in Lakhs)

Nature of Transactions	Associates	Key	Relatives of Key	31.03.2010	31.03.2009
A THEIR COUNTY IN THE PARTY OF	rissociates	Management Personnel	Management Personnel	51.05.2010	J1.0J.200)
ASSETS					
Investment in Equity Shares					
The Dunes Oman LLC (FZC)	4,32.19			4,32.19	
Others	,-			,-	7,46.71
Total	4,32.19			4,32.19	7,46.71
Intercorporate Loans disbursed to:	,			,,,	
Axles India Ltd.	5,00.00			5,00.00	
Total	5,00.00			5,00.00	
Investment in Trust Securities	·			·	
Sundaram BNP Paribas Mutual Fund	1282,22.94			1282,22.94	571,09.91
Disinvestment in Trust Securities					
Sundaram BNP Paribas Mutual Fund	1306,82.48			1306,82.48	552,37.41
Assets-Outstanding Balances as on 31.03.2010					
Preference Shares Holdings	(00 00			(00 00	(00 00
Axles India Ltd.	6,00.00			6,00.00	6,00.00
Equity Holdings	10.15.50			40.45.70	40.45.50
Axles India Ltd.	10,15.70			10,15.70	10,15.70
Sundaram Hydraulics Ltd.	7,35.00			7,35.00	
The Dunes Oman LLC (FZC)	22,64.33			22,64.33	2.25 /4
Others	3,35.41			3,35.41	3,35.41
Total	4350.44			43,50.44	13,51.11
Intercorporate Loans	7 00 00			5 00.00	
Axles India Ltd.	5,00.00			500.00	
Total	5,00.00			5,00.00	
Trust Securities	20.20.20			20.20.20	50 /7 (2
Sundaram BNP Paribas Mutual Fund	38,38.38			38,38.38	59,47.63
Investment Management Fee receivable Future Lease Receivables	6,72.80			6,72.80	2,72.96
Turbo Energy Ltd.	1,56.46			1,56.46	1,29.61
Axles India Ltd.	63.20			63.20	29.53
Others	3.39			3.39	4.57
Total	223.05			2,23.05	1,63.71
Bills purchased	223.09			2,23.07	14,19.99
Other Assets	24.30	18.45		42.75	28.47
	- 1.50	10.15		12.79	20.17
LIABILITIES					
Issue of Bonus Shares					28.80
Liabilities-Outstanding Balances as on 31.03.2010					
Equity Holdings		10.57	47.15	57.72	57.88
Deposits		49.72	1,62.14	2,11.86	2,20.33
Interest on Deposits		9.43	14.19	23.62	9.99
Other Liabilities	0.17			0.17	0.13

No amount has been written off/written back during the year

17 NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Contd.)

2.7	Earn	ings per Share (Basic and diluted)	2009-10	2008-09
	A.	Profit for the year after taxation (Rs. in lakhs)	273,62.29	167,88.61
	B.	Number of equity shares	5,55,51,930	5,55,51,930
	C.	Basic and diluted earnings per share (in Rs.)	49.26	30.22
2.8	Cont	tingent liabilities in respect of		(Rs. in lakhs)
			As at 31.03.2010	As at 31.03.2009
	a)	Liability –		
		To Banks— On Cheques discounted	40,15.98	18,62.19
		– On Counter Guarantee	50.37	77.20
		– To Sales Tax Authorities	10.32	30.97
		- On Letter of Credit	9,12.49	_
	b)	Claims against the Company not acknowledged as debts	105,43.43	21,77.02

2.9 Previous Year's figures have been regrouped / reclassified wherever necessary to conform to current year's classification.

Signatures to Schedules 1 to 19

As per our report of even date attached	S. Viji	S. Ram
For Brahmayya & Co.,	Chairman	S. Narayanan
Chartered Accountants		Srinivas Acharya
L. Ravi Sankar	T. T. Srinivasaraghavan	T. R. Seshadri
Partner	Managing Director	S. Ravindran
		S. Prasad
Chennai,	S. Venkatesan	Aroon Raman
28th May, 2010	CFO & Secretary	Directors

Consolidated Cash Flow Statement

(Rs. in Lakhs)

2009-10 2008-09					(NS. III LANIIS)
Net Profit 275,08.00 167,88.61 Addit lease Equalisation Account 191,855 55,77 Provision for Taxation (Including Wealth Tax) 125,78.79 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.64 191,875 191,86.65 191,875 191,86.64 191,875 191,86.64 191,875 191,86.65 191,875 191,86.64 191,875 19	CLOW W OW WEOM OPPORTUNIST A COMMUNICATION	20	009-10	20	008-09
Add: Lease Equalisation Account (91.85) 55.77 Provision for Exacitation (Including Wealth Tax) 125.78.79 9(1.65.71) Provision for Exacitation (Including Wealth Tax) 125.78.79 9(1.65.64) Provision for Exacitation (Including Wealth Tax) 125.78.79 190.08.02 Mdd: Financial Expenses 795.76.78 1194.26.01 789.20.66 1006.19 Depreciation 56,33.95 48,58.22 19.00.85 Provision against Investments 1,76.97 1.65.47 16.6.47 Provision against Not-Performing assets 6,01.13 14,53.84 145.58.44 General Provisions on Standard Assets 32,30.90 24.22 17.76 16.6.47 Froriii) Issos on sale of assets 36.75 35.14 15.58.64 16.51.13 14.53.84 14.21 16.6.47 16.5.47 16.5.47 16.6.47 16.6.47 16.5.47 16.5.47 16.5.47 16.5.47 16.5.47 16.5.11 16.5.11 16.5.11 16.5.42 16.5.11 16.5.11 16.5.11 16.5.11 16.5.11 16.5.11 16.5.11 16.		275.00.00		1(7.00.(1	
Provision for Exaction (Including Wealth Tax) 125,78.79 125,78.79 10,45.41 100,61.91 100,6				,	
Provision for tax relating to earlier years					
Mid-Financial Expenses				91,05.04	
Add: Financial Expenses	Provision for tax relating to earlier years			260.09.02	
16,11,32 10,06,19	Add: Financial Expanses		110/-26.01		10/0 28 68
Depreciation 56.33.95 48.58.22 19.00.085 Provision against Investments 21.04.92 19.00.085 Provision against Investments 1.76.97 1.65.47 Provision against Non- Performing assees 6.01.13 1.45.384 General Provisions on Standard Assets 32.30.50 24.22 Provision against Non-Performing assees 6.01.13 1.65.47 Provision against Non-Performing assees 6.01.13 1.65.67 Provision against Non-Performing Against Non-Performing Non-Performing Non-Pe					
Profit artibutable to Minority Interests 21,049.2 19,00.85			,		, ,
Provision against Investments					
Provision against Non - Performing assets 6,01.15 14,55.84			, ,		
General Provisions on Standard Assets 32,30.50 24.22					
Employee Sock Option Compensation Expenses 3.2 Se C C C C C C C C C					/
Profice Section Sect					_
Profile Disso on sale of Investments (70,66.52) (18,26.65) (51,26.18)					(53.14)
Interest/Dividend Received (63,22,23) (51,26,18) Elects of foreign exchange rate changes 14,21 5,18 Elects. Share of Profits from Associates (26,37,95) (163,38,234 (14,54,42) (167,385,217 (167					
Effect of foreign exchanges 14.21 (26.379.5)					
Less Nare of Profits from Associates (26,379.5) (9,51.47) (1063,85.21 (1167,832.34 (1167,842) (1167,85.21 (1167,832.34 (1167,842) (1167,85.21 (1167,832.34 (1167,842) (1167,85.21 (1167,					
Increase Decrease in leased assets - net of sales (450,27.29) (11,45.442) (11,15.06)					
Increase Decrease in net stock on hire (67,08,38 (14,544.22) (11,31.50)	OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES				
Increase Decrease in Trade Bills purchased 15,44.60 11,31.50 11,01.00 11,000 11	(Increase) Decrease in net stock on hire	67,08.38	,	(14,54.42)	,
Concrease Decrease in Net Investment in Lease 7.96 (1427,251.3) (1147,251.3) (71,76.46) (1147,251.3) (1147,251.3) (1147,251.3) (1147,251.3) (1147,251.3) (1147,251.3) (1147,251.3) (1147,251.3) (1147,251.3) (1147,251.3) (1147,251.3) (1147,251.3) (1147,251.3) (1147,251.3) (1147,271	(Increase) Decrease in leased assets - net of sales	(450,27.29)		(211,36.36)	
Concrease Decrease in Inansa and Advances Concrease Concre	(Increase) Decrease in Trade Bills purchased	15,44.60		(11,31.50)	
Contracase Decrease in Inventories 0.47 (Increase) Decrease in Other Receivables (1089,04.00) (1089,04.00) (1089,04.00) (120,46.80) (1067ease) Decrease in Bank Deposits (net) (1089,04.00) (120,46.80) (1067ease) Decrease in SLR Investments - net of sales (21,25.75) (26,45.09) (11,49.77) (491,34.62) (120,56.80) (1626,59.13) (1626,59.13) (1626,59.13) (1626,59.13) (175,51.50) (11,49.77) (491,34.62) (120,98.22) (109,87.45) (120,98.22	(Increase) Decrease in Net Investment in Lease	7.96		8,03.53	
Cincrease Decrease in Other Receivables (136,07.50) (1189,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (1089,04.00) (118,07.70) (149,134.62) (11,49.77) (491,34.62) (11,49.77) (149,134.62) (11,49.77	(Increase) Decrease in Loans and Advances	(1427,25.13)		(71,76.46)	
Cincrease Decrease in Bank Deposits (net) Cincrease Decrease in SLR Investments - net of sales Cincrease	(Increase) Decrease in Inventories				
Cincrease Decrease in SLR Investments - net of sales (21,25.75) (146,36.79) (2794,91.47) (11,49.77) (491,34.62) (268,59.13) (11,49.77) (491,34.62) (268,59.13) (1626,59.13) (1626,59.13) (1626,59.13) (175,51.50)		(36,07.50)			
Increase (Decrease) in Current Liabilities	1 . ,	(1089,04.00)		. , , ,	
Cash generated from Operations (780,89.23) (780,89.23) (780,89.23) (780,89.23) (780,89.23) (780,89.23) (780,89.23) (780,89.23) (780,89.23) (780,89.23) (780,89.23) (880,14.22) (801,15.72) (885,64.22) (801,15.72) (885,64.22) (801,15.72) (885,64.22) (885,64.22) (885,64.23) (885,64.2					
Financial Expenses (780,89.23) (715,51.50) (85,64.22) (801,15.72)		146,36.79		(11,49.77)	
Direct Taxes Paid		<i>(</i>	(1626,59.13)	(572,50.59
NET CASH FROM OPERATING ACTIVITIES CASH FLOW FROM INVESTING ACTIVITIES			((-)		(
CASH FLOW FROM INVESTING ACTIVITIES CI C1 C2 C3 C3 C3 C3 C3 C3 C3		_(120,98.22)_		(85,64.22)	
Purchase of Fixed Assets (49,64,90) (26,58.52) Sale of Fixed Assets 1,17.73 1,44.20 Purchase of Investments (15989,88.90) (5809,17.76) Sale of Investments 16075,52.27 5599,64.79 Interest Received 39,54.11 40,41.71 Dividend Received 13,33.52 9,65.66 NET CASH FROM INVESTING ACTIVITIES (B) 90,03.83 (184,59.92) Proceeds from issue of debentures 3470,76.18 4183,07.86 Proceeds from issue of debentures 2686,00.00 (4151,00.00) Increase (Decrease) in long term borrowings 1015,45.46 (242,91.55) Increase (Decrease) in Fixed Deposits 281,98.11 376,74.99 Increase (Decrease) in Fixed Deposits 281,98.11 376,74.99 Increase (Decrease) in Fixed Deposits (66,10.07) (81,09.58) NET CASH FROM FINANCING ACTIVITIES (C) 2405,06.51 462,36.82 Effect of foreign exchange rate changes (D) (14.21) (5.18) NET INCREASE IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)+(D) (33,50.45) 49,06.59 CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR 188,27.25 138,83.74 Add: Adjustment for change in holdings in subsidiaries/joint venture 36.92 CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR 154,76.80 188,27.25 Current Account with Banks 35,20.76 64,41.09 Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59			(2528,46.58)		(228,65.13)
Sale of Fixed Assets 1,17.73 1,44.20 Purchase of Investments (1598),88.90) (5809,17.76) Sale of Investments 16075,52.27 5599,64.79 Interest Received 39,54.11 40,41.71 Dividend Received 13,33.52 9,65.66 NET CASH FROM INVESTING ACTIVITIES (B) 90,03.83 (184,59.92) CASH FLOW FROM FINANCING ACTIVITIES Proceeds from issue of debentures 3470,76.18 4183,07.86 Debentures Redeemed (2686,00.00) (4151,00.00) Increase (Decrease) in long term borrowings 1015,45.46 (242,91.55) Increase (Decrease) in Fixed Deposits 281,98.11 376,74.99 Increase (Decrease) in short term loans and advances 388,96.83 377,55.10 Dividend paid (including Corporate Dividend Tax) (66,10.07) (81,09.58) NET CASH FROM FINANCING ACTIVITIES (C) 2405,06.51 462,36.82 Effect of foreign exchange rate changes (D) (14.21) (5.18) NET INCREASE IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)+(D) (33,50.45) 49,06.59 <			(/0 (/ 00)		(0(50 50)
Purchase of Investments					
Sale of Investments 16075,52.27 5599,64.79 Interest Received 39,54.11 40,41.71 Dividend Received 13,33.52 9,65.66 NET CASH FROM INVESTING ACTIVITIES (B) 90,03.83 (184,59.92) CASH FLOW FROM FINANCING ACTIVITIES Proceeds from issue of debentures 3470,76.18 4183,07.86 Debentures Redeemed (2686,00.00) (4151,00.00) Increase (Decrease) in long term borrowings 1015,45.46 (242,91.55) Increase (Decrease) in short term loans and advances 388,96.83 377,55.10 Dividend paid (including Corporate Dividend Tax) (66,10.07) (81,09.58) NET CASH FROM FINANCING ACTIVITIES (C 2405,06.51 462,36.82 Effect of foreign exchange rate changes (D) (14.21) (5.18) NET INCREASE IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)+(D) (33,50.45) 49,06.59 CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR 188,27.25 138,83.74 Add: Adjustment for change in holdings in subsidiaries/joint venture — 36.92 CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR					,
Interest Received Dividend Received Sp. 54.11 Dividend Received ST CASH FROM INVESTING ACTIVITIES (B) CASH FLOW FROM FINANCING ACTIVITIES Proceeds from issue of debentures Behentures Redeemed Cash, Stapps and Stamp Papers on Hand Cash, Stamps and Stamp Papers on Hand Sp. 65.66 13,33.52 9,65.66 13,33.52 9,65.66 13,33.52 9,65.66 13,33.52 9,65.66 13,33.52 9,65.66 13,33.52 9,65.66 10,41.71 10,41.71 10,41.71 10,41.71 10,41.71 11,33.52 9,65.66 11,33.5.22 10,65.66 11,33.3.52 10,61.88 4183,07.86 10,61.89 10,61.8					
Dividend Received 13,33.52 9,65.66 NET CASH FROM INVESTING ACTIVITIES Received 13,33.52 (184,59.92) CASH FLOW FROM FINANCING ACTIVITIES Received 168,00.00 (415,00.00) Increase (Decrease) in long term borrowings 1015,45.46 (242,91.55) Increase (Decrease) in Fixed Deposits 281,98.11 376,74.99 Increase (Decrease) in short term loans and advances 388,96.83 377,55.10 Dividend paid (including Corporate Dividend Tax) (66,10.07) (81,09.58) NET CASH FROM FINANCING ACTIVITIES (C) 2405,06.51 462,36.82 Effect of foreign exchange rate changes (D) (14.21) (5.18) NET INCREASE IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)+(D) (33,50.45) 49,06.59 CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR 188,27.25 138,83.74 Add: Adjustment for change in holdings in subsidiaries/joint venture - 36.92 CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR 154,76.80 188,27.25 Current Account with Banks 35,20.76 64,41.09 Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59					
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CASH FLOW FROM FINANCING ACTIVITIES 3470,76.18 4183,07.86 Debentures Redeemed (2686,00.00) (4151,00.00) Increase (Decrease) in long term borrowings 1015,45.46 (242,91.55) Increase (Decrease) in Fixed Deposits 281,98.11 376,74.99 Increase (Decrease) in short term loans and advances 388,96.83 377,55.10 Dividend paid (including Corporate Dividend Tax) (66,10.07) (81,09.58) NET CASH FROM FINANCING ACTIVITIES (C) 2405,06.51 462,36.82 Effect of foreign exchange rate changes (D) (14.21) (5.18) NET INCREASE IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)+(D) (33,50.45) 49,06.59 CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR 188,27.25 138,83.74 Add: Adjustment for change in holdings in subsidiaries/joint venture 36.92 CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR 154,76.80 188,27.25 Current Account with Banks 35,20.76 64,41.09 Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59					
Proceeds from issue of debentures 3470,76.18 4183,07.86 Debentures Redeemed (2686,00.00) (4151,00.00) Increase (Decrease) in long term borrowings 1015,45.46 (242,91.55) Increase (Decrease) in Fixed Deposits 281,98.11 376,74.99 Increase (Decrease) in short term loans and advances 388,96.83 377,55.10 Dividend paid (including Corporate Dividend Tax) (66,10.07) (81,09.58) NET CASH FROM FINANCING ACTIVITIES (C) 2405,06.51 462,36.82 Effect of foreign exchange rate changes (D) (14.21) (5.18) NET INCREASE IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)+(D) (33,50.45) 49,06.59 CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR 188,27.25 138,83.74 Add: Adjustment for change in holdings in subsidiaries/joint venture — 36,92 CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR 154,76.80 188,27.25 Current Account with Banks 35,20,76 64,41.09 Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59					(101,)),)2)
Debentures Redeemed (2686,00.00) (4151,00.00) Increase (Decrease) in long term borrowings 1015,45.46 (242,91.55) Increase (Decrease) in Fixed Deposits 281,98.11 376,74.99 Increase (Decrease) in short term loans and advances 388,96.83 377,55.10 Dividend paid (including Corporate Dividend Tax) (66,10.07) (81,09.58) NET CASH FROM FINANCING ACTIVITIES (C) 2405,06.51 462,36.82 Effect of foreign exchange rate changes (D) (14.21) (5.18) NET INCREASE IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)+(D) (33,50.45) 49,06.59 CASH AND CASH EQUIVALENTS AT THE EBGINNING OF THE YEAR 188,27.25 138,83.74 Add: Adjustment for change in holdings in subsidiaries/joint venture - 36.92 CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR 154,76.80 188,27.25 Current Account with Banks 35,20.76 64,41.09 Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59			3470.76.18		4183.07.86
Increase (Decrease) in long term borrowings 1015,45.46 (242,91.55) Increase (Decrease) in Fixed Deposits 281,98.11 376,74.99 Increase (Decrease) in short term loans and advances 388,96.83 377,55.10 Dividend paid (including Corporate Dividend Tax) (66,10.07) (81,09.58) NET CASH FROM FINANCING ACTIVITIES (C) 2405,06.51 462,36.82 Effect of foreign exchange rate changes (D) (14.21) (5.18) NET INCREASE IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)+(D) (33,50.45) 49,06.59 CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR 188,27.25 138,83.74 Add: Adjustment for change in holdings in subsidiaries/joint venture - 36.92 CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR 154,76.80 188,27.25 Current Account with Banks 35,20.76 64,41.09 Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59					
Increase (Decrease) in Fixed Deposits 281,98.11 376,74.99 Increase (Decrease) in short term loans and advances 388,96.83 377,55.10 Dividend paid (including Corporate Dividend Tax) (66,10.07) (81,09.58) NET CASH FROM FINANCING ACTIVITIES (C) 2405,06.51 462,36.82 Effect of foreign exchange rate changes (D) (14.21) (5.18) NET INCREASE IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)+(D) (33,50.45) 49,06.59 CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR 188,27.25 138,83.74 Add: Adjustment for change in holdings in subsidiaries/joint venture - 36.92 CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR 154,76.80 188,27.25 Current Account with Banks 35,20.76 64,41.09 Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59					
Increase (Decrease) in short term loans and advances 388,96.83 377,55.10					
Dividend paid (including Corporate Dividend Tax) (66,10.07) (81,09.58)	· · · · · · · · · · · · · · · · · · ·				
NET CASH FROM FINANCING ACTIVITIES (C) 2405,06.51 462,36.82 Effect of foreign exchange rate changes (D) (14.21) (5.18) NET INCREASE IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)+(D) (33,50.45) 49,06.59 CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR 188,27.25 138,83.74 Add: Adjustment for change in holdings in subsidiaries/joint venture — 36.92 CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR 154,76.80 188,27.25 Current Account with Banks 35,20.76 64,41.09 Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59	Dividend paid (including Corporate Dividend Tax)				(81,09.58)
Effect of foreign exchange rate changes (D) (14.21) (5.18) NET INCREASE IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)+(D) (33,50.45) 49,06.59 CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR 188,27.25 138,83.74 Add: Adjustment for change in holdings in subsidiaries/joint venture - 36.92 CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR 154,76.80 188,27.25 Current Account with Banks 35,20.76 64,41.09 Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59	NET CASH FROM FINANCING ACTIVITIES (C)				462,36.82
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR 188,27.25 138,83.74 Add: Adjustment for change in holdings in subsidiaries/joint venture — 36.92 CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR 154,76.80 188,27.25 Current Account with Banks 35,20.76 64,41.09 Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59	Effect of foreign exchange rate changes (D)				
Add: Adjustment for change in holdings in subsidiaries/joint venture — 36.92 CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR 154,76.80 188,27.25 Current Account with Banks 35,20.76 64,41.09 Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59	NET INCREASE IN CASH AND CASH EQUIVALENTS $(A)+(B)+(C)+(I)$	D)	(33,50.45)		49,06.59
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR 154,76.80 188,27.25 Current Account with Banks 35,20.76 64,41.09 Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59			188,27.25		138,83.74
Current Account with Banks 35,20.76 64,41.09 Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59	, , , , , , , , , , , , , , , , , , , ,				36.92
Cash, Stamps and Stamp Papers on Hand 18,86.12 18,51.57 Short Term Deposit 100,69.92 105,34.59					
Short Term Deposit 100,69.92 105,34.59			/		/ /
			,		
Notes:			100,69.92		105,34.59
1. Cash and Cash equivalents includes balance in Unnaid Dividend account of Rs 59 27 lakhs (31 03 2000 Rs 98 11 lakhs)		(D 50 3=111 /	4 02 2000 P 22 4 4 4	1)	

1. Cash and Cash equivalents includes balance in Unpaid Dividend account of Rs.59.27 lakhs (31.03.2009 Rs.98.11 lakhs)
2. Previous Year's figures have been regrouped/reclassified wherever necessary to conform to current year's classification

As per our report of even date attached	S. Viji	S. Ram
For Brahmayya & Co.,	Chairman	S. Narayanan
Chartered Accountants		Srinivas Acharya
L. Ravi Sankar	T. T. Srinivasaraghavan	T. R. Seshadri
Partner	Managing Director	S. Ravindran
		S. Prasad
Chennai,	S. Venkatesan	Aroon Raman
28th May, 2010	CFO & Secretary	Directors

SUNDARAM FINANCE LIMITED

Auditors' Report to the Board of Directors of Sundaram Finance Limited On the Consolidated Financial Statements

We have examined the attached consolidated balance sheet of Sundaram Finance Limited, Chennai its subsidiaries and associate companies as at 31st March, 2010, the Consolidated Profit and Loss Account for the year ended on that date and the Consolidated Cash Flow Statement for the year ended on that date annexed thereto which we have signed under reference to this report. These financial statements are the responsibility of the management of Sundaram Finance Limited. Our responsibility is to express an opinion on these financial statements, based on our audit.

We conducted our audit in accordance with generally accepted auditing standards in India. These Standards require that we plan and perform the audit to obtain reasonable assurance whether the financial statements are prepared, in all material respects, in accordance with an identified financial reporting framework and are free of material misstatements. An audit includes, examining on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statements. We believe that our audit provides a reasonable basis for our opinion.

The financial statements of two subsidiary companies, two joint venture companies and one associate company reflecting total assets of Rs.1402,48.98 lakhs as at 31st March, 2010, total revenue of Rs.951,64.81 lakhs and net cash inflows amounting to Rs.12,39.90 lakhs for the year ended on that date, the financial statements of an associate company reflecting total assets of Rs. 10,81.68 lakhs as at 31st December, 2009 and total revenue of Rs. 16,45.29 lakhs for the year ended on that date have been audited by other auditors, whose reports have been furnished to us. We have relied upon these reports for the purpose of the amounts included in respect of the above companies in the Consolidated Financial Statements.

The financial statements of two associate companies and one joint venture company reflecting total assets of Rs.219,13.83 lakhs as at 31st March, 2010 and total revenue of Rs. 393,18.20 lakhs for the year ended on that date are based on their unaudited financial statements as on 31st March, 2010.

In respect of two associate companies the total assets of Rs.331,08.83 lakhs as at 31st March, 2010 and total revenue of Rs.551,34.18

lakhs for the year ended on that date are based on the unaudited financial details.

We report that the Consolidated Financial Statements have been prepared by the Company in accordance with the requirements of Accounting Standard —

AS 21 – Consolidated Financial Statements

AS 23 – Accounting for Investments in Associates in Consolidated Financial Statements.

AS 27 – Financial reporting of Interest in Joint Ventures

as prescribed in Section 211(3C) of the Companies Act, 1956 and on the basis of the separate audited financial statements of Sundaram Finance Limited and its subsidiaries, the audited / unaudited financial statements of its associate and joint venture companies as mentioned above, included in the Consolidated Financial Statements.

On the basis of the information and explanations given to us and on the consideration of the separate audit reports of individual audited financial statements of Sundaram Finance Limited, its subsidiaries and the audited / unaudited financial statements of its associate and joint venture companies, we are of the opinion that in conformity with the accounting principles generally accepted in India,

- a) the Consolidated Balance Sheet gives a true and fair view of the Consolidated State of Affairs of Sundaram Finance Limited, its subsidiaries, associate and joint venture companies as at 31st March, 2010,
- the Consolidated Profit and Loss Account gives a true and fair view of the consolidated results of operations of Sundaram Finance Limited, its subsidiaries, associate and joint venture companies for the year ended 31st March, 2010 and
- c) the Consolidated Cash Flow Statement gives a true and fair view of the consolidated cash flows of Sundaram Finance Limited, its subsidiaries and joint venture companies for the year ended 31st March, 2010.

For BRAHMAYYA & CO., Chartered Accountants Registration No.000511S

L. RAVI SANKAR
Place: Chennai Partner
Date: 28th May, 2010 Membership No. 25929

FINANCIAL INFORMATION OF SUBSIDIARY COMPANIES FOR THE YEAR ENDED 31.03.2010

(As per approval under Section 212(8) of the Companies Act, 1956)

(Rs. in Lakhs)

		,				,		,	,	,
Description	Sundaram BNP Paribas	Sundaram BNP Paribas	Sundaram BNP Paribas	Sundaram Finance	LGF Services Ltd.	Sundaram Infotech	Sundaram Business	Professional Management	Infreight Logistics	Sundaram BNP Paribas
	Home	Asset	Trustee	Distribution		Solutions Ltd.	Services Ltd.	Consultants	Solutions	Fund Services
	Finance Ltd.	Management Company Ltd.	Company Ltd.	Ltd.				Ltd.	Ltd.	Limited **
Share Capital	80,15.23	15,33.32	5.00	50.00	25.00	4,00.00	15,00.00	22.06	5,01.00	30,00.00
Reserves	141,63.70	35,03.07	44.76	3,34.87	2,16.44	(13,79.90)*	(2,65.17)*	2,06.38	(11,00.03)*	*(69.69)*
Total Assets	2272,15.33	76,20.99	1,05.59	5,36.18	3,97.98	5,02.56	18,97.00	3,24.61	06.99,6	24,70.71
Total Liabilities	2050,36.40	25,84.60	55.83	1,51.31	1,56.54	14,82.46	6,62.17	96.17	15,65.93	1,60.40
Investment	118,49.12	25,58.11	71.07	87.19	60.39	I	11,24.72	I	ı	1,84.53
Turnover	235,89.97	111,71.16	1,24.10	6,06.63	5,72.42	18,82.40	19,91.12	4,86.50	17,25.98	1,31.29
Profit / (Loss) Before Taxation	41,48.60	30,90.61	61.15	2,88.38	2,78.40	1,36.03	(3,09.26)	(66.79)	(2,07.84)	(6,88.14)
Provision for Taxation	13,77.02	10,06.82	19.00	91.78	95.00	5.24	1.64	(0.81)		1.54
Profit / (Loss) After Taxation	27,71.58	20,83.78	42.15	1,96.60	1,83.41	1,30.79	(3,10.89)	(88.98)	(2,06.52)	(6,89.69)
Dividend	8,01.52	6,13.33	30.00	1,12.50	1,25.00	ı	I	ı	ı	I

^{*} Represents Debit balance in P& L account

^{**} For the period 27th June 2008 to 31st March 2010

Sundaram Finance Branch Network

