

Brief Particulars of the Companies

| Name of the company | Sundaram Finance Limited ('SFL') | Sundaram Insurance Broking Services Limited ('SIBSL') | Infreight Logistics Solutions Limited ('Infreight') | Sundaram BPO India Limited ('Sundaram BPO') | Sundaram Finance Investments Limited ('SFIL') |
|--|--|---|---|---|--|
| Corporate Identification Number | L65191TN1954PLC002429 | U67100TN2010PLC07806 3 | U72900TN2000PLC063984 | U74900TN2012PLC087102 | U65100TN1993PLC025996 |
| Date of Incorporation | 11 August 1954 | 15 November 2010 | 25 April 2000 | 07 August 2012 | 13 October 1993 |
| Registered Office | 21, Patullas Road, Chennai - 600 002 | 21, Patullas Road, Chennai - 600 002 | 21, Patullas Road, Chennai - 600 002 | 21, Patullas Road, Chennai - 600 002 | 21, Patullas Road, Chennai - 600 002 |
| Brief particulars of the Scheme | <p>This Scheme of Arrangement ('Scheme') provides for the following:</p> <ol style="list-style-type: none"> Amalgamation of SIBSL and Infreight ('Transferor Companies') with SFL; Demerger of shared services business of Sundaram BPO into SFL; and then Demerger of non-core business activities of SFL into SFIL. | | | | |
| Name of Exchanges where securities of the company are listed | National Stock Exchange of India Limited | Not Applicable | | | |
| Nature of Business | SFL is a public company and a non-banking finance company registered with the Reserve Bank of India. It is primarily engaged in providing | SIBSL is an unlisted public company and a wholly owned subsidiary of SFL, which was incorporated for engaging in the business | Infreight is an unlisted public company and a wholly owned subsidiary of SFL, which was engaged in logistics services and | Sundaram BPO is an unlisted public company and a subsidiary of SFL. It is engaged in the business of carrying on business | SFIL is an unlisted public company and a wholly owned subsidiary of SFL, engaged in the business of making all types of investments. |



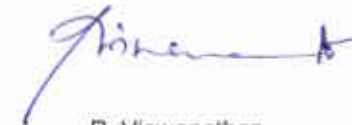
| Name of the company | Sundaram Finance Limited ('SFL') | Sundaram Insurance Broking Services Limited ('SIBSL') | Infreight Logistics Solutions Limited ('Infreight') | Sundaram BPO India Limited ('Sundaram BPO') | Sundaram Finance Investments Limited ('SFIL') |
|---------------------------|--|---|--|--|--|
| | finance for purchase of commercial vehicles, cars, multi-utility vehicles, construction equipment, farm equipment and working capital. It is also engaged in the distribution of financial products like insurance, home loans, mutual funds, deposits, etc. It is listed on the National Stock Exchange of India Limited. | of Insurance broking for all kinds of Insurable perils including Life, Medical and other forms of general insurance. | solutions. | process outsourcing services, call centres, contact centres and other activities relating to information technology enabled services in areas of accounting, insurance, banking, human resources, health care, legal, telecom etc. | |
| Capital before the Scheme | <u>Authorized Share Capital</u> 25,00,00,000 Equity Shares of Rs. 10/- each <u>Issued and paid up Share Capital</u> 11,11,03,860 Equity Shares of Rs. 10/- each | <u>Authorized Share Capital</u> 10,00,000 Equity Shares of Rs. 10/- each <u>Issued and paid up Share Capital</u> 5,00,000 Equity Shares of Rs. 10/- each | <u>Authorized Share Capital</u> 1,01,00,000 Equity Shares of Rs. 10/- each <u>Issued and paid up Share Capital</u> 56,11,200 Equity Shares of Rs. 10/- each | <u>Authorized Share Capital</u> 1,52,50,000 Equity Shares of Rs. 10/- each <u>Issued and paid up Share Capital</u> 89,51,259 Equity Shares of Rs. 10/- each | <u>Authorized Share Capital</u> 2,50,00,000 Equity shares of face value of Rs. 10/- each <u>Issued, subscribed and paid-up Share Capital</u> 2,00,00,000 Equity shares of face value of Rs. 10/- each |
| Capital after the Scheme | <u>Authorized Share Capital</u> 25,00,00,000 Equity Shares of Rs. 10/- each <u>Issued and paid up Share Capital</u> 11,11,03,860 Equity Shares of Rs. 10/- each | Not Applicable | Not Applicable | <u>Authorized Share Capital</u> 1,52,50,000 Equity Shares of Rs. 10/- each <u>Issued and paid up Share Capital</u> 89,51,259 Equity Shares of Rs. 10/- each | <u>Authorized Share Capital</u> 16,00,00,000 Equity Shares of Rs. 5/- each <u>Issued and paid up Share Capital</u> 15,11,03,860 Equity Shares of Rs. 5/- each |



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|---|---|---|---|---|---|
| Number of shareholders (as on 31.12.2016) | 23181 | 1 | 1 | 2 | 1 |
| Name of the Board of Directors (as on date) | a. S. Vij b. S. Ram c. N. Venkatesan d. P. N. Venkatesh e. S. Mahalingam f. S. Prasad g. S. Ravindran h. Shobhana Ramachandran i. T.T. Srinivasaraghavan j. Harsha Vij k. A.N. Raju l. Rajiv C. Lochan | a. Srinivas Acharya b. S. Ravindran c. S. Sivakumar | a. Srinivas Acharya b. P. Viswanathan c. S. Sivakumar | a. T. T. Srinivasaraghavan b. A. N. Raju c. P. Viswanathan d. S. Sridhar e. Rajesh Venkat | a. S. Vij b. S. Prasad c. Shobhana Ramachandran d. R. Venkatesan e. T.T. Srinivasaraghavan f. Harsha Vij |

Date: 17.02.2017
Place: Chennai

For Sundaram Finance Limited



P. Viswanathan
Secretary & Compliance Officer

