



SEC:82:17-18/PNS
June 2, 2017

The Manager - Listing
National Stock Exchange of India Limited
Capital Market – Listing
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051

Dear Sirs,

Sub: Application No. 10813 – Draft Composite Scheme of Arrangement and Amalgamation between Sundaram Finance Limited and Sundaram Insurance Broking Services Limited and Infreight Logistics Solutions Limited and Sundaram BPO India Limited and Sundaram Finance Investments Limited and Their Respective Shareholders and Creditors

Re: Your 'No-Objection' letter no. NSE/LIST/10813 dated 19th May, 2017 in respect of the draft Scheme of Arrangement and Amalgamation ['Scheme'].

At the outset, we thank you for your 'No-Objection' letter conveyed in terms of Reg. 94 of SEBI (LODR) Regulations, 2015, in respect of the draft Composite Scheme of Arrangement and Amalgamation ('Scheme').

We have noted the provisions mentioned under Point No. 4 of your letter that you have advised us to incorporate in the Scheme. In this connection, we wish to inform you that our Board of Directors has, at the meeting held on 29th May, 2017, approved the modification of the draft Scheme to incorporate the provision mentioned under Point No. 4(a) as 'Clause 42.4'. As regards Point No. 4(b), we would like to clarify that the said point has already been incorporated in the Scheme under Clause 42.3.

Further, we wish to inform you that name of Sundaram Finance Investments Limited (SFIL) has been changed as Sundaram Finance Holdings Limited (SFHL) w.e.f. 29th March 2017, with no change in the overall structure of that company. The modification of the draft Scheme to the limited extent of changing the name of that company from SFIL to SFHL has also been approved by the Board of Directors at the meeting held on 29th May 2017.

We enclose a copy of the amended Scheme for your information after carrying out the changes as mentioned above.

Thanking you,

Yours truly,
For Sundaram Finance Limited


P. Viswanathan
Secretary & Compliance Officer
Encl: a/a



Sundaram Finance Limited