



Registered Office :  
"Chaitanya"  
No.12, Khader Nawaz Khan Road,  
Chennai - 600006, Tamilnadu, India.  
Telephone : +91-44-28332115  
Fax : +91-44-28332113

# Sundaram-Clayton Limited

10<sup>th</sup> December, 2020

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

National Stock Exchange of India Ltd.,  
Exchange Plaza, 5<sup>th</sup> Floor,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai 400 051.  
**Scrip code: SUNCLAYLTD**

Dear Sir,

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

Enclosed, please find letter dated 10<sup>th</sup> December, 2020 received from Mr Venu Srinivasan, Chairman and Managing Director. This refers to a memorandum of family arrangement executed on 10<sup>th</sup> December, 2020 between members of the TVS Family in order to record the terms of the family arrangement.

Sundaram - Clayton Limited (the "**Company**") is not a party to this arrangement. Therefore, we do not expect this arrangement to affect the management and functioning of the Company in any way, and we expect to continue business in ordinary course as without impacting any of the stakeholders.

This information is being provided to your good office in accordance with the Company's obligations under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Yours faithfully,

For Sundaram- Clayton Limited

  
R Raja Prakash  
Company Secretary

December 10, 2020

To  
The Company Secretary,  
Sundaram - Clayton Limited,  
"Chaitanya",  
No. 12, Khader Nawaz Khan Road,  
Chennai - 600006

Dear Sir,

As you are aware, Sundaram - Clayton Limited (the "**Company**"), forms part of the TVS Group. The TVS Group essentially consists of businesses started by the original founder, Shri T.V. Sundaram Iyengar and his lineal descendants constituting the TVS Family. The TVS Family has been engaged, for more than a century, in a diverse range of businesses through various entities in which the branches of the TVS Family have invested in or through T V Sundram Iyengar & Sons Private Limited, Sundaram Industries Private Limited and Southern Roadways Private Limited (hereinafter collectively referred to as the "**TVS Holding Companies**"). Over the decades, the TVS Family has expanded their businesses and the TVS Group has grown into a large business conglomerate with interests in several businesses operating in diversified fields including two-wheeler and automotive component manufacturing, automotive dealerships, distribution of automotive parts, financial services, logistics services, electronics, textiles and needles.

The present shareholders of the TVS Holding Companies primarily consist of the third and fourth generations of the original founder, Shri T.V. Sundaram Iyengar. The various businesses/ entities of the TVS Group have been traditionally managed by members of the different branches of the TVS Family. With the passage of time, various members of the TVS Family felt that the ownership of shares in various companies/ businesses should align and synchronize with the management of the respective companies, as is currently being done. Keeping this objective in mind, the members of the TVS Family have today agreed to subscribe to the terms of a memorandum of family arrangement in order to record the terms of the family arrangement so agreed upon. Senior nominated members of the TVS Family shall now deliberate on how best to further implement this arrangement.

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This arrangement shall not affect the management and functioning of the Company in any way, and we expect to continue business in ordinary course without impacting any of the stakeholders. Furthermore, the terms of the family arrangement do not envisage any royalty or brand usage payments from the operating businesses/ companies to the TVS Family members/ their holding companies.

This information is being provided to your good office for wider dissemination to stakeholders in the Company. We shall provide periodic updates from time to time.

Sincerely

VENU  
SRINIVASAN  
SAN

Digitally signed  
by VENU  
SRINIVASAN  
Date: 2020.12.10  
17:49:36 +05'30'

Venu Srinivasan

**Copy to:**

T V Sundram Iyengar & Sons Private Limited,  
'TVS Building',  
7-B, West Veli Street,  
Madurai – 625 001, India.

Sundaram Industries Private Limited,  
'TVS Building',  
7-B, West Veli Street,  
Madurai – 625 001, India.

Southern Roadways Private Limited,  
Lakshmi Building  
Usilampatti Road, Kochadai,  
Madurai - 625 016, India.