



Registered Office :  
"Jayalakshmi Estates"  
29, Haddows Road,  
Chennai - 600 006, Tamilnadu, India.  
Telephone : +91-44-28272233  
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## Sundaram-Clayton Limited

30<sup>th</sup> May, 2019

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,

**Reg : Disclosure of Related Party Transactions pursuant to Regulation 23(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**


Pursuant to Regulation 23 (9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are attaching herewith the details of related party transactions on a consolidated basis and balances for the half year ended 31<sup>st</sup> March 2019 along with the list of related parties.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully

For SUNDARAM-CLAYTON LIMITED

  
R Raja Prakash  
Company Secretary

**SUNDARAM – CLAYTON LIMITED**  
**CHENNAI - 600 006**

**CONSOLIDATED DISCLOSURE OF RELATED PARTY TRANSACTIONS AND**  
**BALANCES FOR THE HALF YEAR ENDED 31<sup>ST</sup> MARCH 2019**

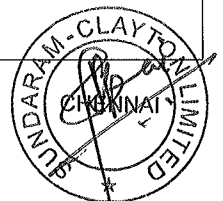
**Related parties and their relationship where control exists:**

a) **Holding company:**

T V Sundram Iyengar & Sons Private Limited, Madurai

b) **Subsidiaries:**

- i. TVS Motor Company Limited, Chennai (TVSM)
- ii. Sundaram Auto Components Limited, Chennai - Subsidiary of TVSM
- iii. TVS Housing Limited, Chennai - Subsidiary of TVSM
- iv. TVS Motor Services Limited, Chennai - Subsidiary of TVSM
- v. TVS Credit Services Limited, Chennai (TVSCS) - Subsidiary of TVS Motor Services Limited
- vi. Harita Collection Services Private Limited, Chennai - Subsidiary of TVSCS
- vii. Harita ARC Services Private Limited - Subsidiary of TVSCS
- viii. TVS Micro Finance Private Limited - Subsidiary of TVSCS
- ix. TVS Commodity Financial Solutions Private Limited - Subsidiary of TVSCS
- x. TVS Two Wheeler Mall Private Limited - Subsidiary of TVSCS
- xi. TVS Housing Finance Private Limited - Subsidiary of TVSCS
- xii. Sundaram Holding USA, INC., Delaware USA - Subsidiary of Sundaram Auto Components Limited
- xiii. Green Hills Land Holding LLC - Subsidiary of Sundaram Holding USA, INC.
- xiv. Components Equipment Leasing LLC - Subsidiary of Sundaram Holding USA, INC.
- xv. Sundaram-Clayton (USA) LLC - Subsidiary of Sundaram Holding USA, INC.
- xvi. Premier Land Holding LLC - Subsidiary of Sundaram Holding USA, INC.
- xvii. Sundaram-Clayton (USA) Limited, Illinois, USA
- xviii. TVS Motor (Singapore) Pte. Limited, Singapore - (TVSM Singapore) - Subsidiary of TVSM
- xix. PT TVS Motor Company Indonesia, Jakarta - Subsidiary of TVSM Singapore
- xx. TVS Motor Company (Europe) B.V. Amsterdam - (TVSM Europe) - Subsidiary of TVSM



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c) **Associate companies:**

- i. Sundram Non-Conventional Energy Systems Limited, Chennai
- ii. Emerald Haven Realty Limited, Chennai
- iii. Ultraviolette Automotive Private Limited, Bengaluru

d) **Fellow subsidiaries:**

- i. TVS Electronics Limited, Chennai
- ii. TVS Investments Private Limited, Chennai
- iii. Southern Roadways Limited, Madurai
- iv. Sundaram Industries Private Limited, Madurai
- v. Lucas TVS Limited, Chennai
- vi. Lucas Indian Services Limited, Chennai
- vii. TVS Auto Assist (India) Limited, Chennai
- viii. Autosense Private Limited, Chennai
- ix. TVS Training and Services Limited, Chennai
- x. TVS Lanka Private Limited, Colombo

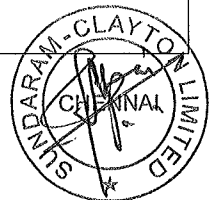
**Other related parties and their relationship where transaction exists**

e) **Associate / Joint venture of holding/ subsidiary / fellow subsidiary company:**

- i. Sundram Fasteners Limited, Chennai
- ii. Delphi TVS Diesel Systems Limited, Chennai
- iii. India Nippon Electricals Limited, Chennai
- iv. TVS Logistics Services Limited, Chennai
- v. Sundaram Brake Linings Limited, Chennai
- vi. Brakes India Private Limited, Chennai
- vii. TVS Srichakra Limited, Madurai
- viii. Wheels India Limited, Chennai
- ix. TVS Auto Bangladesh Limited, Dhaka
- x. Harita Techserv Limited, Chennai
- xi. Emerald Haven Realty Developers (Paraniputhur) Pvt Ltd, Chennai
- xii. Emerald Haven Town and Country Private Limited, Chennai

f) **Holding Company's subsidiaries & associates / joint venture:**

- i. TVS Autoserv GmbH, Germany
- ii. TVS Dynamic Global Freight Services Limited, Chennai



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- iii. TVS Upasana Limited, Chennai (Formerly known as Upasana Engineering Limited)
- iv. TVS Commutation Solutions Limited, Chennai

**g) Enterprises in which directors are interested:**

- i. TVS Organics Private Limited (Formerly known as TVS Agro Products Private Limited)
- ii. Designo Lifestyle Solutions Private Limited
- iii. Dua Associates
- iv. Dua Consulting Private Limited
- v. McCann-Erickson (India) Private Limited

**h) Key Management Personnel (KMP):**

**Executive Directors:**

- i. Mr . Venu Srinivasan, Chairman and Managing director
- ii. Dr . Lakshmi Venu, Joint Managing Director
- iii. Mr.Sudarshan Venu, Joint Managing Director (up to 10.03.2019)

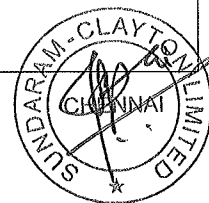
**Non-executive Directors:**

**Independent Directors: -**

- i. Vice Admiral P.J.Jacob
- ii. Mr.V.Subramanian
- iii. Mr.S.Santhanakrishnan
- iv. Mr.R.Gopalan
- v. Mr.R.Vijayaraghavan
- vi. Mr.Kamlesh Gandhi
- vii. Mrs.Sasikala Varadachari(from 24.10.2018)

**Non-Independent Directors:-**

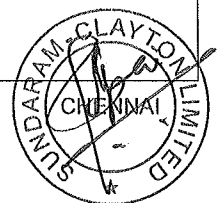
- i. Mr.K.Mahesh (upto 02.02.2019)
- ii. Mr.T.K.Balaji
- iii. Mr.Gopal Srinivasan



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i) **Enterprise over which KMP have significant influence:**

- i. Harita-NTI Limited, Chennai
- ii. Emerald Haven Estates Limited, Chennai
- iii. Sundram Services Limited, Chennai



TRANSACTION WITH RELATED PARTIES FOR THE HALF YEAR ENDED 31.03.2019

(Rs. in Crores)

Particulars	Holding Company	Associate Companies	Fellow Subsidiaries	Associate / Joint venture of holding/ subsidiary / fellow subsidiary company	Holding Company's subsidiaries & associates / joint venture	Enterprises in which directors are interested	Key Management Personnel	Non-Executive Independent Directors	Non-Executive Non-Independent Directors	Enterprise over which key management personnel and their relative have significant influence
Purchases of Goods	0.37	-	96.37	503.47	11.25	0.76	-	-	-	2.61
Purchase of power	-	0.33	-	-	-	-	-	-	-	-
Sale of goods	48.97	-	118.90	346.30	-	-	-	-	-	-
Purchase of Asset	-	-	-	3.94	-	-	-	-	-	-
Rendering of services (including interest and reimbursements received)	-	0.20	0.08	0.42	-	-	-	-	-	0.26
Availing of services (includes sub-contract charges paid)	0.27	-	8.92	71.67	62.69	7.49	-	-	-	-
Investments made	-	-	14.75	-	-	-	-	-	-	-
Investments sold	-	-	-	-	-	-	-	-	-	-
Remuneration & Commission	-	-	-	-	-	-	5.58	0.73	-	-
Sitting fees	-	-	-	-	-	-	-	0.05	0.01	-
Dividend received	-	0.35	0.42	-	-	-	-	-	-	-
Dividend paid	-	-	-	-	-	-	-	-	-	-
<b>Balances as on 31.03.2019</b>										
Receivable from Related Parties	37.28	1.50	25.66	71.27	-	-	-	-	-	0.02
Payable to Related Parties	0.01	3.51	30.55	157.68	16.54	0.17	-	-	-	0.50

