



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

30th May, 2019

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

National Stock Exchange of India Ltd.,
Exchange Plaza, 5th 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 31st 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 31ST MARCH 2019**

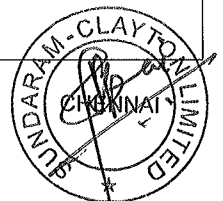
Related parties and their relationship where control exists:

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)

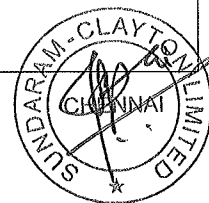
Non-executive Directors:

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:-

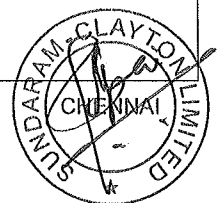
- i. Mr.K.Mahesh (upto 02.02.2019)
- ii. Mr.T.K.Balaji
- iii. Mr.Gopal Srinivasan



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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	-	-	-	-	-	-	-	-	-	-
Balances as on 31.03.2019										
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

