

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L65191TN1954PLC002429

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACS4944A

(ii) (a) Name of the company

SUNDARAM FINANCE LIMITED

(b) Registered office address

21 PATULLOS ROAD
CHENNAI
Tamil Nadu
600002
India

(c) *e-mail ID of the company

pnsrik@sundaramfinance.in

(d) *Telephone number with STD code

04428881207

(e) Website

www.sundaramfinance.in

(iii) Date of Incorporation

11/08/1954

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	NATIONAL STOCK EXCHANGE	1,024

(b) CIN of the Registrar and Transfer Agent

U67120TN1998PLC041613

Pre-fill

Name of the Registrar and Transfer Agent

CAMEO CORPORATE SERVICES LIMITED

Registered office address of the Registrar and Transfer Agents

"SUBRAMANIAN BUILDING"
No. 1 CLUB HOUSE ROAD

(vii) *Financial year From date 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

27/07/2022

(b) Due date of AGM

30/09/2022

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	K	Financial and insurance Service	K5	Financial and Credit leasing activities	94.06

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

12

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	SUNDARAM HOME FINANCE LI	U65922TN1999PLC042759	Subsidiary	100
2	ROYAL SUNDARAM GENERAL I	U67200TN2000PLC045611	Joint Venture	50

3	SUNDARAM ASSET MANAGEM	U93090TN1996PLC034615	Subsidiary	100
4	SUNDARAM ALTERNATE ASSE	U65990TN2018PLC120641	Subsidiary	100
5	SUNDARAM TRUSTEE COMPAN	U65999TN2003PLC052058	Subsidiary	100
6	LGF SERVICES LIMITED	U67190TN2004PLC052384	Subsidiary	100
7	SUNDARAM FUND SERVICES LI	U67120TN2008PLC068388	Subsidiary	100
8	SUNDARAM FINANCE HOLDIN	L65100TN1993PLC025996	Associate	23.49
9	SAMC SUPPORT SERVICES PRIV	U25000MH1991PTC064092	Subsidiary	100
10	PRINCIPAL TRUSTEE COMPANY	U67110MH2000PTC129483	Subsidiary	100
11	SAMC SERVICES PRIVATE LIMIT	U67190MH2004PTC149084	Subsidiary	100
12	SUNDARAM ASSET MANAGEM		Subsidiary	100

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	278,100,000	111,103,860	111,103,860	111,103,860
Total amount of equity shares (in Rupees)	2,781,000,000	1,111,038,600	1,111,038,600	1,111,038,600

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity				
Number of equity shares	278,100,000	111,103,860	111,103,860	111,103,860
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,781,000,000	1,111,038,600	1,111,038,600	1,111,038,600

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0			

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	3,220,475	107,883,385	111103860	1,111,038,6	1,111,038,	
Increase during the year	0	217,642	217642	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		217,642	217642			
Physical to demat						
Decrease during the year	217,642	0	217642	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0

iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	217,642		217642			
Physical to demat						
At the end of the year	3,002,833	108,101,027	111103860	1,111,038,6	1,111,038,	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify				0	0	
NIL						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify				0	0	
NIL						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE660A01013

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text" value="06/09/2021"/>
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Date of registration of transfer (Date Month Year)	<input type="text" value="18/02/2022"/>
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Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text" value="2,160"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
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Ledger Folio of Transferor	<input type="text" value="3875"/>
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Transferor's Name	<input type="text" value="MRS N PARVATHY"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="30481"/>
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Transferee's Name	<input type="text" value="MRS N KRISHNAMOORTHY"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	147,707	1000000	152,758,684,197.43
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			152,758,684,197.43

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	152,166,362,579	55,245,989,659.43	54,653,668,041	152,758,684,197.43
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

38,904,556,766.62

(ii) Net worth of the Company

68,930,792,525.27

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	27,692,241	24.92	0	
	(ii) Non-resident Indian (NRI)	991,940	0.89	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	14,084,338	12.68	0	
10.	Others	0	0	0	
	Total	42,768,519	38.49	0	0

Total number of shareholders (promoters)

137

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	30,589,660	27.53	0	
	(ii) Non-resident Indian (NRI)	4,773,992	4.3	0	
	(iii) Foreign national (other than NRI)	18,720	0.02	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	4,298,439	3.87	0	
4.	Banks	2,600	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	11,009,078	9.91	0	
7.	Mutual funds	11,186,274	10.07	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	5,059,919	4.55	0	
10.	Others AIF, TRSUT, CL.MEMBER, UN	1,396,659	1.26	0	
	Total	68,335,341	61.51	0	0

Total number of shareholders (other than promoters)

25,445

**Total number of shareholders (Promoters+Public/
Other than promoters)**

25,582

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	140	137
Members (other than promoters)	23,466	25,445
Debenture holders	765	693

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	1	3	1	3	1.53	3.38
B. Non-Promoter	2	6	2	6	0.04	0.3
(i) Non-Independent	0	0	0	0	0.04	0
(ii) Independent	2	6	2	6	0	0.3
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	9	3	9	1.57	3.68

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

14

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SANTHANAM VIJI	00139043	Director	1,398,376	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
SRIVATS RAM	00063415	Additional director	1,778,522	
SREENIVASAN PRASA	00063667	Director	25,200	
MAHALINGAM SETHU	00121727	Director	3,200	
RAGHAVENDRA RAGH	00146230	Director	0	
SHOBHANA RAMACHA	00273837	Director	302,000	
PUDUGRAMAM NARA	00499442	Director	0	
L GANESH	00012583	Director	2,500	
THIRUVALLUR THATT	00018247	Director	575,568	
HARSHA VIJI	00602484	Whole-time directo	1,694,860	
RAJIV LOCHAN CHELL	05309534	Managing Director	5,000	
AYALUR NATARAJAN	00036201	Whole-time directo	38,528	
MAHADEVAN RAMASV	AAAPR3587K	CFO	34,402	
PANCHAPAKESAN VIS	AAAPV1790J	Company Secretar	46,741	31/05/2022

(ii) Particulars of change in director(s) and Key managerial personnel during the year

2

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
SANTHANAM RAM	00018309	Director	07/02/2022	CESSATION
SRIVATS RAM	00063415	Additional director	28/03/2022	(APPOINTMENT) NON-EXECUTIVE

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	06/09/2021	22,791	96	9.75

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	23/04/2021	12	11	91.67
2	28/05/2021	12	12	100
3	28/06/2021	12	12	100
4	09/08/2021	12	11	91.67
5	08/11/2021	12	11	91.67
6	18/01/2022	12	12	100
7	07/02/2022	12	10	83.33
8	28/03/2022	12	12	100

C. COMMITTEE MEETINGS

Number of meetings held

37

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	19/04/2021	3	3	100
2	AUDIT COMM	28/05/2021	3	3	100
3	AUDIT COMM	28/06/2021	3	3	100
4	AUDIT COMM	05/08/2021	3	3	100
5	AUDIT COMM	13/09/2021	3	3	100
6	AUDIT COMM	27/10/2021	3	3	100
7	AUDIT COMM	02/11/2021	3	3	100
8	AUDIT COMM	20/12/2021	3	3	100
9	AUDIT COMM	03/02/2022	3	3	100
10	AUDIT COMM	14/03/2022	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	27/07/2022
								(Y/N/NA)
1	SANTHANAM	8	8	100	5	5	100	Yes
2	SRIVATS RAM	1	1	100	0	0	0	Yes
3	SREENIVASA	8	8	100	16	16	100	Yes
4	MAHALINGAM	8	7	87.5	2	2	100	Yes
5	RAGHAVEND	8	8	100	14	14	100	Yes
6	SHOBHANA F	8	6	75	15	15	100	Yes
7	PUDUGRAMA	8	7	87.5	7	7	100	Yes
8	L GANESH	8	8	100	0	0	0	Yes
9	THIRUVALLU	8	8	100	5	5	100	Yes
10	HARSHA VIJI	8	8	100	17	16	94.12	Yes
11	RAJIV LOCHA	8	8	100	22	22	100	Yes
12	AYALUR NAT	8	8	100	22	21	95.45	Yes

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	HARSHA VIJI	EXECUTIVE VIC	17,774,840	30,000,000	0	2,728,073	50,502,913
2	RAJIV LOCHAN CH	MANAGING DIR	17,215,889	25,000,000	0	2,680,241	44,896,130
3	AYALUR NATARAJ	DEPUTY MANA	20,242,083	17,500,000	2,597,150	2,983,735	43,322,968
	Total		55,232,812	72,500,000	2,597,150	8,392,049	138,722,011

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	MAHADEVAN RAM	CFO	13,384,910	9,500,000	2,512,050	1,958,707	27,355,667

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
2	PANCHAPAKESAN	COMPANY SEC	7,251,776	3,000,000	1,884,038	971,230	13,107,044
	Total		20,636,686	12,500,000	4,396,088	2,929,937	40,462,711

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	S.Viji	NON EXECUTIV	0	1,200,000	0	325,000	1,525,000
2	S.Ram	NON EXECUTIV	0	800,000	0	150,000	950,000
3	T. T. Srinivasaraha	NON EXECUTIV	0	1,200,000	0	250,000	1,450,000
4	R. Raghuttama Rao	INDEPENDENT	0	1,200,000	0	560,000	1,760,000
5	P.N. Venkatachalan	INDEPENDENT	0	1,200,000	0	360,000	1,560,000
6	S. Mahalingam	INDEPENDENT	0	1,200,000	0	235,000	1,435,000
7	S. Prasad	INDEPENDENT	0	1,800,000	0	595,000	2,395,000
8	Shobhana Ramacha	INDEPENDENT	0	1,200,000	0	460,000	1,660,000
9	L. Ganesh	INDEPENDENT	0	800,000	0	210,000	1,010,000
10	Srivats Ram	NON EXECUTIV	0	0	0	25,000	25,000
	Total		0	10,600,000	0	3,170,000	13,770,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

M. Damodaran

Whether associate or fellow

Associate Fellow

Certificate of practice number

5081

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
 (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

Harsha Viji
Digitally signed by Harsha Viji
 Date: 2022.05.09 17:25:02 +05'30'

DIN of the director

00602484

To be digitally signed by

SRIKANT PUTHUCODE NARAYANAN
Digitally signed by SRIKANT PUTHUCODE NARAYANAN
 Date: 2022.05.09 17:25:35 +05'30'

Company Secretary

Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach
Attach
Attach
Attach

List of attachments

SFMGT831032022.pdf
SFI share transfer.pdf
AnnexureCommitteesattendance-2021-22.

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

S No	Type of Meeting	Date of Meeting	Total number of members as on the date of meeting	Attendance	
				Number of members attended	% of total Attendance
11	Nomination, Compensation and Remuneration Committee	26-May-21	3	3	100.00
12	Nomination, Compensation and Remuneration Committee	27-Sep-21	3	3	100.00
13	Nomination, Compensation and Remuneration Committee	02-Feb-22	3	3	100.00
14	Nomination, Compensation and Remuneration Committee	22-Feb-22	3	3	100.00
15	Nomination, Compensation and Remuneration Committee	28-Mar-22	3	3	100.00
16	Risk Management Committee	29-Jun-21	4	4	100.00
17	Risk Management Committee	28-Sep-21	4	4	100.00
18	Risk Management Committee	08-Dec-21	4	4	100.00
19	Risk Management Committee	07-Mar-22	4	4	100.00
20	CSR Committee Meeting	27-May-21	5	5	100.00
21	CSR Committee Meeting	06-Jul-21	5	5	100.00
22	CSR Committee Meeting	02-Sep-21	5	4	80.00
23	CSR Committee Meeting	15-Nov-21	5	5	100.00
24	CSR Committee Meeting	17-Feb-22	5	5	100.00
25	IT Strategy Committee	15-Apr-21	6	6	100.00
26	IT Strategy Committee	13-Oct-21	6	6	100.00
27	Stakeholders Relationship Committee Meeting	17-Dec-21	3	3	100.00
28	Asset Liability Management Committee	04-May-21	5	5	100.00
29	Asset Liability Management Committee	08-Jun-21	5	5	100.00
30	Asset Liability Management Committee	08-Jul-21	5	5	100.00
31	Asset Liability Management Committee	08-Sep-21	5	5	100.00
32	Asset Liability Management Committee	13-Oct-21	5	5	100.00
33	Asset Liability Management Committee	10-Nov-21	5	5	100.00
34	Asset Liability Management Committee	06-Dec-21	5	5	100.00
35	Asset Liability Management Committee	10-Jan-21	5	4	80.00
36	Asset Liability Management Committee	10-Feb-22	5	5	100.00
37	Asset Liability Management Committee	10-Mar-22	5	5	100.00

07042021100200000001000018262MR B NARAYANAMOORTHY
14072021101200000001000028045MRS CHOODAMANI KRISHNASWAMY
18082021100060000001000005322MR A G NAIR
15092021100010000001000025725MISS SARLA SAHAI
15092021100010000001000025725MISS SARLA SAHAI
22092021100030000001000002568MR N C RAMARATHNAM
22092021100030000001000004366MR V VENKATARAMAN
22092021100080000001000007993MR S M SURESH
22092021100040000001000011033MRS N CHOODAMANI NARASIMHAN
22092021100020000001000016182MR MOTILAL OSWAL
22092021100005000001000027312MRS G MADHAVI
10112021100320000001000001529MR P L NARASIMHAN
01122021100040000001000008517MRS T S PHANIYAMMA
29122021100080000001000027746MR DINO S BEHRAM KAMDIN
12012022100480000001000029864MRS GIRIJA V BASAVARAJU
19012022100420000001000001182MRS CHARUMATHI CHELLAPPA
19012022100040000001000027683MR M SRINIVASAN
02022022100020000001000022361MRS N BHUVANESWARI
09022022100080000001000017899MR S SREE RAMA RAO
18022022100216000001000003875MRS N PARVATHY
09032022100640000001000005538MR T KUMARASWAMY
23032022100005000001000012621MR S SUBRAMANIAN
23032022100020000001000024870MISS G NAGALAKSHMI
23032022100040000001000027285MR MICHAEL FRANCIS LAZARO

00030467MR B NARAYANAMOORTHY
00030468MR K SRIKANTH
00030469MRS AHALYA G NAIR
00030470MR NARAINDR SAHAI
00030471MR SAMIT CHANDRA
00030472IEPF AUTHORITY - 2017 (13-14)
00030472IEPF AUTHORITY - 2017 (13-14)
00030472IEPF AUTHORITY - 2017 (13-14)
00030472IEPF AUTHORITY - 2017 (13-14)
00030472IEPF AUTHORITY - 2017 (13-14)
00030472IEPF AUTHORITY - 2017 (13-14)
00030473MRS N KOUSALYA
00030474MR T S SATHYANARAYANA
00030475MR ZUBIN SOLI BEHRAMKAMDIN
00030476MR V SHIVANANDA
00030477MR C SRIRAM
00030478MR T NARAYANAN
00030479MR V NARAYANAN
00030480MR S SREE RAMA RAO
00030481MR N KRISHNAMOORTHY
00030482MR K SUNDAR
00030483IEPF AUTHORITY - 2017 (14-15)
00030483IEPF AUTHORITY - 2017 (14-15)
00030483IEPF AUTHORITY - 2017 (14-15)



M DAMODARAN & ASSOCIATES LLP

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Form No. MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I, M Damodaran, Managing Partner of M Damodaran & Associates LLP, have examined the registers, records, books and papers of **M/s. SUNDARAM FINANCE LIMITED (CIN - L65191TN1954PLC002429)** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the Financial Year ended on **31st March, 2022**. In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the Company, its officers and agents, I certify that:

S No	Particulars
A	The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
B	During the aforesaid financial year:
(1)	The Company has complied with provisions of the Act & Rules made there under in respect of its status under the Act.
(2)	The Company has maintained the registers/records and made entries therein within the time prescribed thereof.
(3)	The Company has filed the forms and returns as stated in the Annual Return, with the Registrar of Companies and other Competent authorities within the prescribed time.

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(4)	The Company has called/ convened /held the meetings of Board of Directors and its Committees and the meeting of the members of the Company on due dates as stated in the Annual Return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions have been properly recorded in the Minutes Book/registers maintained for the purpose and the same have been signed within the stipulated time.
(5)	The Company has closed its Register of Members and complied with all relevant provisions in connection therewith.
(6)	The Company being a Non-banking Financial Company, the provisions of Section 185 do not apply.
(7)	The Company has entered into transactions with related parties on an arm's length basis and in the ordinary course of business. Hence the provision of Section 188 of the Act does not apply.
(8)	<ul style="list-style-type: none"> i. The Company has issued the securities. ii. The Company has allotted the securities. iii. The Company has transferred the securities. iv. The Company has transmitted the securities. v. The Company has not made buy back of securities. vi. The Company has issued redeemable Non-convertible debentures and also the Company has made redemption of Non-convertible debentures during the period. vii. The Company has not made alteration of share capital. viii. The Company has not made reduction of share capital. ix. The Company has not made conversion of shares/ securities. x. The Company has complied with Section 124(6) of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Second Amendment Rules, 2019.
(9)	The Company has not kept in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act.

(10)	<p>i. The Company has declared and paid dividend.</p> <p>ii. The Company has transferred the unpaid/unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with Section 125 of the Act.</p>
(11)	<p>The audited financial statements of the Company were signed as per the provisions of Section 134 of the Act and report of directors is as per sub - Sections (3), (4) and (5) thereof.</p>
(12)	<p>The Board of Directors of the Company is constituted and</p> <p>i. There was an appointment of director.</p> <p>ii. There was a re-appointment of directors.</p> <p>iii. There was a retirement of directors.</p> <p>iv. There were no casual vacancies of director due to death/Resignation.</p> <p>v. There were disclosures received from the Directors.</p> <p>vi. There was Key Managerial Personnel and the remuneration was paid to them.</p>
(13)	<p>i. M/s B.K. Khare & Co., Chartered Accountants (Firm Reg. No. 105102W), Mumbai and M/s N.C.Rajagopal & Co., (Firm Reg. No.003398S), Chennai was appointed as Joint Statutory Auditors of the Company vide Annual General Meeting dated 6th September, 2021 for a period of 3 years.</p> <p>ii. M/s Sundaram & Srinivasan, Chartered Accountants, Chennai, (Regn. No. 004207S) who had been appointed as the Statutory Auditors of the Company for a term of five (5) consecutive years vide Annual General Meeting dated 20th July, 2017. But could not continue to complete their original term as per the provisions of the RBI Guidelines.</p>
(14)	<p>There were no instances to obtain approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.</p>



(15)	<ul style="list-style-type: none">i. The Company has accepted the deposits.ii. The Company has renewed the deposits.iii. The Company has repaid the deposits.
(16)	The Company has made borrowings from banks and issue of Redeemable Non-convertible debentures on private placement basis and the Company has filed e-forms in respect of creation/modification/satisfaction of charges within the stipulated time.
(17)	The company has complied with the provisions of section 186 in respect of loans granted, investments made, guarantees given and securities provided, wherever applicable.
(18)	<ul style="list-style-type: none">i. The Company has not made alteration of the provisions of the Memorandum of Association of the Company.ii. The Company has not made alteration of the provisions of Articles of Association of the Company.

For **M Damodaran & Associates LLP**

Place: Chennai
Date: 23.08.2022

M. DAMODARAN
Managing Partner
COP No.: 5081
FCS No.: 5837
ICSI UDIN: F005837D000831563

