

# 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 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2023

(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	94.85

## 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	SUNDARAM FINANCE HOLDIN +	L65100TN1993PLC025996	Associate	23.49

3	ROYAL SUNDARAM GENERAL I +	U67200TN2000PLC045611	Joint Venture	50
4	SUNDARAM ASSET MANAGEM +	U93090TN1996PLC034615	Subsidiary	100
5	SUNDARAM ALTERNATE ASSE +	U65990TN2018PLC120641	Subsidiary	100
6	SUNDARAM TRUSTEE COMPAN +	U65999TN2003PLC052058	Subsidiary	100
7	LGF SERVICES LIMITED	U67190TN2004PLC052384	Subsidiary	100
8	SUNDARAM FUND SERVICES LI +	U67120TN2008PLC068388	Subsidiary	100
9	SAMC SUPPORT SERVICES PRIV +	U25000MH1991PTC064092	Subsidiary	100
10	SAMC SERVICES PRIVATE LIMIT +	U67190TN2004PTC155690	Subsidiary	100
11	SAMC TRUSTEE PRIVATE LIMIT +	U67110MH2000PTC129483	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)				

**(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			
<b>Equity shares</b>						
<b>At the beginning of the year</b>	3,002,833	108,101,027	111103860	1,111,038,6	1,111,038,	
<b>Increase during the year</b>	0	327,935	327935	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	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		327,935	327935			
<b>Decrease during the year</b>	327,935	0	327935	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	

iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	327,935		327935			
<b>At the end of the year</b>	2,674,898	108,428,962	111103860	1,111,038,6	1,111,038,	
<b>Preference shares</b>						
<b>At the beginning of the year</b>	0	0	0	0	0	
<b>Increase during the year</b>	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						
<b>Decrease during the year</b>	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						
<b>At the end of the year</b>	0	0	0	0	0	

ISIN of the equity shares of the company

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

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="27/07/2022"/>
---------------------------------------------	-----------------------------------------

Date of registration of transfer (Date Month Year)	<input type="text" value="03/08/2022"/>
----------------------------------------------------	-----------------------------------------

Type of transfer	<input type="text" value="Equity Shares"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	--------------------------------------------	------------------------------------------------------------

Number of Shares/ Debentures/ Units Transferred	<input type="text" value="1,600"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text" value="10"/>
-------------------------------------------------	------------------------------------	-------------------------------------------	---------------------------------

Ledger Folio of Transferor	<input type="text" value="00007408"/>
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Transferor's Name	<input type="text" value="Mr. L R SREEDHAR"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text" value="00030487"/>
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Transferee's Name	<input type="text" value="MRS L S RANGANAYAKI"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
----------------------------------------------------	----------------------

Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	------------------------------------------------------------

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
-------------------------------------------------	----------------------	-------------------------------------------	----------------------

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	175,800	1100000	135,324,820,139.18
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			135,324,820,139.18

**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
<b>Non-convertible debentures</b>	152,758,684,197.43	42,379,086,818.75	59,812,950,877	135,324,820,139.18
<b>Partly convertible debentures</b>	0	0	0	0
<b>Fully convertible debentures</b>	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
<b>Total</b>					

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

**(i) Turnover**

40,464,611,230.47

**(ii) Net worth of the Company**

77,374,034,054.87

**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	27,687,441	24.92	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	991,940	0.89	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	
	<b>Total</b>	42,763,719	38.49	0	0

**Total number of shareholders (promoters)**

104

**(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	28,868,310	25.98	0	
	(ii) Non-resident Indian (NRI)	5,267,246	4.74	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	4,135,033	3.72	0	
4.	Banks	0	0	0	
5.	Financial institutions	2,600	0	0	
6.	Foreign institutional investors	8,646,055	7.78	0	
7.	Mutual funds	14,243,440	12.82	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	5,054,885	4.55	0	
10.	Others AIF, IEPF, ESOP, others	2,103,852	1.89	0	
	<b>Total</b>	68,340,141	61.5	0	0

**Total number of shareholders (other than promoters)**

23,548

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

23,652

**(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	137	104
Members (other than promoters)	25,445	23,548
Debenture holders	693	600

**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
<b>A. Promoter</b>	1	3	1	3	1.53	2.79
<b>B. Non-Promoter</b>	2	6	2	7	0	0
(i) Non-Independent	0	0	2	0	0	0
(ii) Independent	2	6	0	7	0	0
<b>C. Nominee Directors representing</b>	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	10	1.53	2.79

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

15

**(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)
GANESH LAKSHMINARAYAN	00012583	Director	0	
THIRUVALLUR THATTAI	00018247	Director	575,568	
AYALUR NATARAJAN	00036201	Whole-time director	39,008	
SRIVATS RAM	00063415	Director	1,778,522	
SREENIVASAN PRASAD	00063667	Director	2,500	
MAHALINGAM SETURAI	00121727	Director	0	
RAGHAVENDRA RAGHUNATHAN	00146230	Director	0	
SHOBHANA RAMACHANDRAN	00273837	Director	284,000	
PUDUGRAMAM NARAYAN	00499442	Director	0	
HARSHA VIJAI	00602484	Whole-time director	1,694,860	
MAHADEVAN RAMASWAMY	AAAPR3587K	CFO	34,690	
RAJIV LOCHAN CHELLUR	05309534	Managing Director	12,860	
PUTHUCODE NARAYAN	AOUPS0492L	Company Secretary	63	
BALASUBRAMANIAN E	09194973	Director	0	

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

3

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)
BALASUBRAMANIAN E	09194973	Director	06/02/2023	Appointment
PUTHUCODE NARAYAN	AOUPS0492L	Company Secretary	01/06/2022	Appointment
PANCHAPAKESAN VISWANATHAN	AAAPV1790J	Company Secretary	31/05/2022	Cessation

**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	27/07/2022	26,062	105	16

## B. BOARD MEETINGS

\*Number of meetings held

7

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/04/2022	12	11	91.67
2	25/05/2022	12	12	100
3	08/08/2022	12	11	91.67
4	07/11/2022	12	12	100
5	08/12/2022	12	12	100
6	06/02/2023	13	13	100
7	27/03/2023	13	11	84.62

## C. COMMITTEE MEETINGS

Number of meetings held

30

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	15/04/2022	3	3	100
2	AUDIT COMM	24/05/2022	3	3	100
3	AUDIT COMM	25/07/2022	3	3	100
4	AUDIT COMM	03/08/2022	3	3	100
5	AUDIT COMM	21/10/2022	3	3	100
6	AUDIT COMM	04/11/2022	3	3	100
7	AUDIT COMM	08/12/2022	3	3	100
8	AUDIT COMM	19/12/2022	3	2	66.67
9	AUDIT COMM	03/02/2023	3	3	100

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
10	AUDIT COMM	20/03/2023	4	4	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	
1	SANTHANAM	7	7	100	2	2	100	
2	GANESH LAK	7	5	71.43	0	0	0	
3	THIRUVALLU	7	7	100	1	1	100	
4	AYALUR NAT	7	7	100	18	15	83.33	
5	SRIVATS RAM	7	7	100	0	0	0	
6	SREENIVASA	7	7	100	13	13	100	
7	MAHALINGAM	7	7	100	2	2	100	
8	RAGHAVEND	7	7	100	14	14	100	
9	SHOBHANA F	7	5	71.43	11	10	90.91	
10	PUDUGRAMA	7	7	100	4	3	75	
11	HARSHA VIJI	7	7	100	13	10	76.92	
12	RAJIV LOCHA	7	7	100	18	15	83.33	
13	BALASUBRAM	2	2	100	1	1	100	

**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 Vice C	20,613,515.2	34,375,000	0	2,243,792	57,232,307.2
2	Rajiv C Lochan	Managing Direct	20,080,588.2	33,750,000	688,671	2,252,617	56,771,876.2
3	AYALUR NATARAJ	Deputy Managin	17,675,651	20,625,000	821,196	2,562,708	41,684,555
	Total		58,369,754.4	88,750,000	1,509,867	7,059,117	155,688,738.4

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 Ramas	CFO	11,441,830.2	10,000,000	642,398	1,753,854	23,838,082.2
2	PUTHUCODE NAR	CS	3,515,616	0	65,300	399,565	3,980,481
	Total		14,957,446.2	10,000,000	707,698	2,153,419	27,818,563.2

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- Executive I	0	2,000,000	0	225,000	2,225,000
2	Srivats Ram	Non- Executive I	0	1,200,000	0	175,000	1,375,000
3	T. T. Srinivasaragha	Non- Executive I	0	2,000,000	0	185,000	2,185,000
4	R. Raghuttama Rao	Non- Executive I	0	1,500,000	0	535,000	2,035,000
5	P.N. Venkatachalan	Non- Executive I	0	1,500,000	0	260,000	1,760,000
6	S. Mahalingam	Non- Executive I	0	1,500,000	0	235,000	1,735,000
7	S. Prasad	Non- Executive I	0	2,250,000	0	495,000	2,745,000
8	Shobhana Ramacha	Non- Executive I	0	1,500,000	0	370,000	1,870,000
9	L. Ganesh	Non- Executive I	0	1,200,000	0	135,000	1,335,000
10	Bhavani Balasubran	Non- Executive I	0	265,000	0	75,000	340,000
	Total		0	14,915,000	0	2,690,000	17,605,000

**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:

1. 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.
2. 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

DIN of the director

To be digitally signed by

- 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

Committee meetings\_Attachment.pdf

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**