



October 13, 2017

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051.

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring, Rotunda Building,
Phiroze Jeejeebhoy Towers, Dalal Street, Fort
Mumbai 400 001.

Dear Sir,

Sub: Filing of Reconciliation of share capital for the quarter ended 30th September 2017 and Compliance Certificate under Regulation 40 (9 & 10) of the Listing Regulation, 2015 for half year ended 30th September 2017.

Kindly refer to SEBI circular no. D&CC/FITTC/CIR-16/2002 dated December 31, 2002 regarding submission of audit report on the reconciliation of the total admitted share capital held in depositories and in physical form with the total issued and listed capital. In this regard, we enclose the report from the Practicing Company Secretary as on 30th September 2017.

We further enclose a certificate from the Practicing Company Secretary under Regulation 40 (9 & 10) of the Listing Regulation, 2015 for the period from 1st April 2017 to 30th September 2017.

We request you to take the above on record and acknowledge receipt.

Thanking you,

Yours faithfully,
For Cholamandalam Investment and Finance Company Limited

P Sujatha
Company Secretary

Encl.: As above

Cholamandalam Investment and Finance Company Ltd.

Dare House, 2, N.S.C. Bose Road, Parrys, Chennai 600001, India.

Tel : 91.44.30007172 / Fax : 91.44.25346464

Website : www.cholamandalam.com

CIN – L65993TN1978PLC007576



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13th October, 2017

COMPLIANCE CERTIFICATE IN TERMS OF REGULATION 40 (9 & 10) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

For the period from 1st April, 2017 to 30th September, 2017


ISIN: INE121A01016 | SECURITY CODE: 511243

We have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents, relating to **Cholamandalam Investment and Finance Company Limited** having its Registered Office at Dare House No.2, N.S.C Bose Road, Chennai 600 001 maintained by its Registrar and Share Transfer Agent viz., **Karvy Computershare Private Limited** having its office at Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032, pertaining to transfer of equity shares of **Cholamandalam Investment and Finance Company Limited** for the period from 1st April, 2017 to 30th September, 2017 for the purpose of issuing a Compliance Certificate under Regulation 40 (9 & 10) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Uniform Listing Agreement entered into, **Cholamandalam Investment and Finance Company Limited** with **BSE Limited** pursuant Regulation 109 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on our such examination as well as information and explanations furnished to us which to the best of our knowledge and belief were necessary for the purposes of our certification, we hereby certify that in our opinion and according to the best of our information and belief, the company has in relation to the half year ended 30th September, 2017 delivered all the share certificates relating to the share transfer deeds received during the period from 1st April, 2017 to 30th September, 2017 as entered in the Memorandum of Transfers duly endorsed within Thirty days from the date of lodgment for transfer as stipulated under the LODR regulations, 2015 excepting those rejected on technical grounds.

During the aforementioned period, **Cholamandalam Investment and Finance Company Limited** has received requests for transmission of shares and also request for new certificates in respect of cases lodged for duplicate share certificates and deletion of share certificates and the same has been delivered within the stipulated time period as stated in the LODR Regulations, 2015.

During the aforementioned period, **Cholamandalam Investment and Finance Company Limited** has not received any request(s) for Sub-division, transposition, renewal, consolidation of share certificate(s).

For R. SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES


CS R. SRIDHARAN
C.P.No.3239
FCS No.4775
UINS2003TN063400