

February 13, 2013

The Assistant Vice President
National Stock Exchange of India Limited
"Exchange Plaza"
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051

Sub: Intimation on allotment of 1,05,26,315 Equity Shares of Rs.10 each to Qualified Institutional Buyers (QIBs)

We wish to inform you that further to our letter dated 8th February 2013 in respect of closing of the Offering of issue of Equity Shares of the Company to QIBs pursuant to qualified institutions placement in terms of Chapter VIII of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, the Issue Committee has, approved the issue and allotment of 1,05,26,315 Equity Shares at a price of Rs.285 per Equity Share (including a premium of Rs.275 per Equity Share), aggregating to Rs.299,99,99,775/- (Rupees Two hundred ninety nine crores ninety nine lakhs ninety nine thousand seven hundred and seventy five only), to eligible investors. A certified copy of the resolution for allotment is enclosed for your information and record.

Thanking you,

Yours truly,
For **Cholamandalam Investment and Finance Company Limited**


P Sujatha
Company Secretary



Encl: Certified copy of the resolution

**CERTIFIED TRUE COPY OF THE RESOLUTION DATED 13th FEBRUARY 2013
APPROVED BY THE ISSUE COMMITTEE**

Approval for allotment of Equity Shares

RESOLVED THAT pursuant to the powers conferred on the Issue Committee, (“**Committee**”), by the Board of directors of the Company, (“**Board**”) in connection with the placement of securities to Qualified Institutional Buyers pursuant to the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, (“**Offering**”), as approved by the Board pursuant to a resolution passed at their meeting held on 27th December 2012 and as approved by the shareholders of the Company pursuant to a resolution dated 4th February 2013, under Section 81(1A) of the Companies Act, 1956, the Company be and is hereby authorised to issue and allot up to 1,05,26,315 Equity Shares at a price of Rs.285 per Equity Share (including a premium of Rs.275 per Equity Share), aggregating to Rs.299,99,99,775/- (Rupees Two hundred ninety nine crores ninety nine lakhs ninety nine thousand seven hundred and seventy five only), to successful bidders who are Qualified Institutional Buyers, (“**Allottees**”), in accordance with the terms and conditions of the Preliminary Placement Document, the Offering Documents and the final Placement Document in connection with the Offering and applicable statutory and or regulatory requirements.

RESOLVED FURTHER THAT the following allotment register for the issue of 1,05,26,315 Equity Shares of Rs.10/- each be and is hereby approved:

SI No.	Name of the Investors	No. of Equity Shares Allotted	Value (in Rs.)
1	NORWEST VENTURE PARTNERS X FII - MAURITIUS	3,790,115	1,080,182,775
2	IIFL INC A/C MULTIPLES PRIVATE EQUITY FII I	343,976	98,033,160
3	MULTIPLES PRIVATE EQUITY FUND	129,624	36,942,840
4	TATA AIA LIFE INSURANCE CO LTD A/C WHOLE LIFE MID CAP EQUITY FUND ULIF009 04/01/07 WLE110	456,200	130,017,000
5	TATA AIA LIFE INSURANCE CO LTD A/C TOP 200 FUND ULIF 027/12/01/09/IITIO	35,000	9,975,000
6	NEW VERNON INDIA LIMITED	666,600	189,981,000
7	BIRLA SUNLIFE INSURANCE COMPANY LIMITED.	105,200	29,982,000
8	NOMURA INDIA INVESTMENT FUND MOTHER FUND	470,940	134,217,900
9	THE NOMURA TRUST AND BANKING CO. LTD AS THE TRUSTEE OF NOMURA INDIA STOCK MOTHER FUND	117,735	33,554,475
10	NOMURA FUNDS IRELAND - INDIA EQUITY FUND	113,025	32,212,125



11	NATIONAL WEST MINSTER BANK PLC AS DEPOSITORY OF FIRST STATE ASIA PACIFIC FUND; SUB FUND OF FIRST STATE INVESTMENT ICV	498,666	142,119,810
12	NATIONAL WEST MINSTER BANK PLC AS DEPOSITORY OF FIRST STATE GLOBAL RESOURCE FUND A SUB FUND OF FIRST STATE INVESTMENT ICVC	273,234	77,871,690
13a	DSP BLACKROCK SMALL AND MID CAP FUND	960,526	273,749,910
13b	DSP BLACKROCK MIP FUND	145,649	41,509,965
13c	DSP BLACKROCK DUAL ADVANTAGE FUND SERIES 3-36M	16,625	4,738,125
14a	SUNDARAM MUTUAL FUND - SUNDARAM TAX SAVER (OPEN-ENDED) FUND	280,000	79,800,000
14b	SUNDARAM MUTUAL FUND - SUNDARAM GROWTH FUND	60,000	17,100,000
14c	SUNDARAM MUTUAL FUND A/C SUNDARAM SELECT MIDCAP	361,700	103,084,500
15	MORGAN STANLEY ASIA (SINGAPORE) PTE	70,100	19,978,500
16	AMANSA CAPITAL PTE LIMITED A/C AMANSA HOLDINGS PRIVATE LIMITED	473,600	134,976,000
17	BIRLA SUN LIFE TRUSTEE COMPANY PVT.LIMITED A/C BIRLA SUN LIFE SMALL & MIDCAP FUND	105,200	29,982,000
18a	MORGAN STANLEY MUTUAL FUND A/C MORGAN STANLEY A.C.E. FUND	49,491	14,104,935
18b	MORGAN STANLEY MUTUAL FUND A/C MORGAN STANLEY GROWTH FUND	385,511	109,870,635
19	MORGAN STANLEY SICAV (MAURITIUS) LIMITED	191,713	54,638,205
20	JTSB LTD. AS TRUSTEE FOR THE STBCL AS TRUSTEE FOR MORGAN STANLEY INDIA EQUITY FUND (FOR QUALIFIED INSTITUTIONAL INVESTORS ONLY)	45,584	12,991,440
21	MORGAN STANLEY INVESTMENT MGT INC. A/C MORGAN STANLEY INDIA INVT FUND INC	380,301	108,385,785
	TOTAL	10,526,315	2,999,999,775

RESOLVED FURTHER THAT Mr. Vellayan Subbiah, Managing Director, Mr. Arul Selvan, Sr. Vice President and Chief Financial Officer and Ms. P Sujatha, Company Secretary are hereby severally authorized to do all such acts, deeds and things, as may be required to give effect to the above resolution, including but not limited to intimating the above to the relevant stock exchanges and filing of applications for seeking listing and trading permissions in respect of Equity Shares issued to the Qualified Institutional Buyers and making other statutory and/or regulatory filings to give effect to this resolution.

CERTIFIED TRUE COPY.

For CHOLAMANDALAM INVESTMENT
AND FINANCE COMPANY LIMITED



P. SUJATHA
Company Secretary

