

Regd. & Corporate Office: "Jayalakshmi Estates", 5th Floor P.O. Box: 732, 29. Haddows Road.

Chennai - 600 006. India. Telephone : (044) 28272233 Fax : (044) 28257121

Sundaram-Clayton Limited

3rd May 2017

BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001.

Scrip code: 520056

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

Scrip code: SUNCLAYLTD

Dear Sirs,

Reg : Compliance under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) the audit and risk management committee and the Board of directors at their respective meetings held on 2nd May 2017 and 3rd May 2017, has recommended the appointment of Raghavan, Chaudhuri & Narayanan, Chartered Accountants, Bengaluru (FRN 007761S), as the statutory auditors of the Company for a period of five years from the conclusion of the ensuing Annual General Meeting, in place of the existing statutory auditors, Sundaram & Srinivasan, Chartered Accountants, Chennai, in compliance with the mandatory rotation of auditors as per the provisions of Section 139 of the Companies Act 2013.

The details required under Regulation 30 of the SEBI LODR Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9^{th} September 2015 are given in the enclosed annexure.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully, For SUNDARAM-CLAYTON LIMITED

R Raja Prakash Company Secretary

Encl: a/a

Sundaram-Clayton Limited Chennai

Annexure to letter dated 3rd May 2017

S.No	Particulars	Information
1.	Reason for change viz., appointment	Appointment of statutory auditors in compliance with the mandatory rotation of auditors as per the provisions of Section 139 of the Companies Act 2013.
2.	Date of appointment & term of appointment	The audit and risk management committee and the Board of directors at their respective meetings held on 2 nd May 2017 and 3 rd May 2017, has recommended the appointment of Raghavan, Chaudhuri & Narayanan, Chartered Accountants, Bengaluru (FRN 007761S), as the statutory auditors of the Company for a period of five years from the conclusion of the ensuing Annual General Meeting.
3.	Brief Profile	Raghavan, Chaudhuri & Narayanan (RCN) was established in Bengaluru in 1997. RCN was formed with the aim of providing range of services in the areas of Taxation, Assurance & Audit and Legal Documentation. Over a period of time RCN had developed expertise in Financial Advisory, FDI Advisory, Indirect taxes and Audit & Assurance services and has a wide clientele base spread across the country.

