



January 20, 2023

The Secretary
National Stock Exchange of India Limited
Capital Market – Listing, Exchange Plaza,
5th Floor, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai 400 051

NSE SCRIP CODE: CHOLAFIN EQ

The Secretary
BSE Ltd.
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400 001

BSE SCRIP CODE: 511243

Dear Sir,

Sub: Filing of Reconciliation of share capital for the quarter ended 31st Decemberr, 2022

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 31st December, 2022.

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

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT
FOR THE QUARTER ENDED 31ST DECEMBER, 2022.
(For the period from 1ST OCTOBER, 2022 to 31ST DECEMBER, 2022)

ISIN: INE121A01024

We have examined the Register of Members, beneficiary details furnished by the Depositories and other relevant books and records, correspondence, and information maintained by **CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LIMITED** (CIN: L65993TN1978PLC007576) having its Registered Office at "DARE HOUSE" No.2, N.S.C Bose Road, Parrys, Chennai - 600 001 (herein after referred to as "the Company") and its Registrar and Share Transfer Agent, **KFIN TECHNOLOGIES LIMITED** (formerly known as KFin Technologies Private Limited) for issuing this certificate, in accordance with Notification No. SEBI/LADNRO/GN/2018/40 dated 3rd October, 2018 issued by the Securities and Exchange Board of India.

In our opinion and based on such examination as well as information and explanations furnished to us which to the best of our knowledge and belief were necessary for the purpose of our certification and based on such verification as considered necessary we hereby certify the report for the quarter ended **31st December, 2022** as detailed below: -

| | | | |
|-----|--|--|---------------------------|
| 1. | For Quarter Ended | 31st December, 2022 | |
| 2. | ISIN | INE121A01024 | |
| 3. | Face Value | Rs.2/- per Equity Share | |
| 4. | Name of the Company | Cholamandalam Investment and Finance Company Limited | |
| 5. | Registered Office Address | Dare House No.2, N.S.C Bose Road, Parrys, Chennai- 600 001. | |
| 6. | Correspondence Address | Dare House No.2, N.S.C Bose Road, Parrys, Chennai- 600 001. | |
| 7. | Telephone & Fax Nos. | Tel: (044) 4090 7172, Fax: (044) 2534 6464. | |
| 8. | Email address | secretarial-roc@chola.murugappa.com & investors@chola.murugappa.com | |
| 9. | Names of the Stock Exchanges where the Company's Securities are listed | 1. BSE Limited 2. National Stock Exchange of India Limited | |
| | | No. of Shares | % of Total Issued Capital |
| 10. | Issued Capital | 82,24,89,986 | 100.00 |
| 11. | Listed Capital (All Exchanges) (as per Company records) | 82,17,63,916 | 99.99 |
| 12. | Held in Dematerialized form in CDSL | 5,09,73,169 | 6.20 |
| 13. | Held in Dematerialized form in NSDL | 76,99,57,647 | 93.69 |
| 14. | Physical | 8,75,400 | 0.11 |
| 15. | Total No. of Shares (12+13+14) | 82,18,06,216 | 100.00 |

| | | |
|-----|--|---|
| 16. | Reasons for difference, Between (10&11), (10&15) & (11&15) | <p>The difference between (10&11), (10&15) and (11&15) as follows:</p> <p style="padding-left: 20px;">*6,54,500 shares Forfeited</p> <p style="padding-left: 20px;">*29,270 shares kept in abeyance</p> <p>The difference between (11&15) as follows:</p> <p>The Company has allotted 42,300 shares on 21st December, 2022 for which the trading approval was pending as at 31st December, 2022. However the Company has obtained trading permission on 3rd January, 2023.</p> |
|-----|--|---|

17. Certifying the details of changes in share capital during the quarter under consideration as per Table below:

| Particulars*** | No. of Shares | Applied/ Not applied for listing | Listed on Stock Exchanges (specify names) | Whether intimated to CDSL | Whether intimated To NSDL | In-principle Approval Pending from Stock Exchanges (specify names) |
|---|---------------|----------------------------------|---|---------------------------|---------------------------|--|
| 1. Nomination and Remuneration Committee vide resolution dated 22 nd October, 2022 approved the allotment of 40,390 equity shares of Rs.2/- each to the option grantees under ESOP 2016 scheme. | 40,390 | Applied | <p>Obtained Final Listing and Trading Approval from:-</p> <p><u>BSE Limited</u></p> <p>Vide E-Letter no: LOD / ESOP / TP / NO. 46/ 2022-2023 dated 9th November, 2022 listed and admitted 40,390 equity shares for trading with effect from 10th November, 2022.</p> <p><u>National Stock Exchange of India Limited</u></p> <p>Vide Letter Ref. no: NSE/LIST/2022/33226 dated 9th November, 2022 listed and admitted 40,390 equity shares for trading with effect from 10th November, 2022.</p> | Yes | Yes | No |
| 2. Nomination and Remuneration Committee vide resolution dated 24 th November, 2022 approved the allotment of 36,245 equity shares of Rs.2/- each to the option grantees under ESOP 2016 scheme. | 36,245 | Applied | <p>Obtained Final Listing and Trading Approval from:-</p> <p><u>BSE Limited</u></p> <p>Vide E-Letter no: LOD / ESOP / TP / NO. 105/ 2022-2023 dated 12th December, 2022 listed and admitted 36,245 equity shares for trading with effect from 13th December, 2022.</p> <p><u>National Stock Exchange of India Limited</u></p> <p>Vide Letter Ref. no: NSE/LIST/2022/33634 dated December 12, 2022 listed and admitted 36,245 shares for trading with effect from December 13, 2022.</p> | Yes | Yes | No |

| | | | | | | |
|---|----------------------|----------------|---|------------|------------|-----------|
| <p>3. Nomination and Remuneration Committee vide resolution dated 14th December, 2022 approved the allotment of 77,710 equity shares of Rs.2/- each to the option grantees under ESOP 2016 scheme.</p> | <p>77,710</p> | <p>Applied</p> | <p>Obtained Final Listing and Trading Approval from:- <u>BSE Limited</u> Vide Notice No: 20221228-33 dated December 28, 2022 had listed and admitted 77,710 shares for trading with effect from December 29, 2022. <u>National Stock Exchange of India Limited</u> Vide Letter Ref. no: NSE/LIST/2022/33860 dated December 28, 2022 listed and admitted 77,710 shares for trading with effect from December 29, 2022.</p> | <p>Yes</p> | <p>Yes</p> | <p>No</p> |
| <p>4. Nomination and Remuneration Committee vide resolution dated 21st December, 2022 approved the allotment of 42,300 equity shares of Rs.2/- each to the option grantees under ESOP 2016 scheme.</p> | <p>42,300</p> | <p>Applied</p> | <p>Obtained Final Listing and Trading Approval from:- <u>BSE Limited</u> Vide E-Letter no: LOD / ESOP / TP / NO. 27/ 2022-2023 dated January 3, 2023, listed and admitted 42,300 shares for trading with effect from January 4, 2023. <u>National Stock Exchange of India Limited</u> Vide Letter Ref. no: NSE/LIST/2023/33927 dated January 03, 2023, listed and admitted 42,300 shares for trading with effect from January 04, 2023.</p> | <p>Yes</p> | <p>Yes</p> | <p>No</p> |

*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify)

| | | | | | |
|-----|---|--|---------------|-------------------|--|
| 18. | Register of Members is updated (Yes/No) | YES | | | |
| | If not, updated up to which date | Not Applicable. | | | |
| 19. | Reference of previous quarter with regards to excess dematerialized shares, if any | Not Applicable. | | | |
| 20. | Has the Company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why? | Not Applicable. | | | |
| 21. | Mention the total No. of requests, if any, confirmed after 21 days and the total No. of requests pending beyond 21 days with the reasons for delay: | | | | |
| | Total No. of Demat Requests | No. of Requests | No. of Shares | Reasons for delay | |
| | Confirmed after 21 days | NIL | NIL | NIL | |
| | Pending for more than 21 days | NIL | NIL | NIL | |
| 22. | Name, Telephone & Fax No. Of the Compliance Officer of the Company | Mrs. P. Sujatha, Company Secretary, sujathap@chola.murugappa.com Tel: 044-40907172, Fax: 044-25346464. | | | |

| | | |
|-----|---|---|
| 23. | Name, Address, Tel & Fax No., Regn. No. of the Auditor | CS R.Sridharan, R Sridharan & Associates,Company Secretaries, Thiruvaram Apartments, Flat No.3, First Floor, New No.44, Old No.25, Unnamalai Ammal Street, T.Nagar, Chennai – 600 017. Tel: 044 4216 6988; Email id : Sridharan.r@aryes.in , C.P. No. 3239, FCS No.4775 |
| 24. | Appointment of Common Agency for Share Registry Work | KFIN TECHNOLOGIES LIMITED (formerly known as KFin Technologies Private Limited) Selenium, Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032. Tel: 040-67162222 Fax: 040-23001153 |
| 25. | Any other detail that the Auditor may like to provide (eg. BIFR Company, delisting from SE, Company changed its name, etc.) | <p>*1.The Company has forfeited 1,30,900 Equity Shares in the financial year 2001 -2002.</p> <p>*2. 475 equity shares held in abeyance due to a court order in rights issue 1995.</p> <p>*3. 3305 shares in the rights issue 2003 and 2074 shares in rights issue 2004 held in abeyance as per stock exchange requirements.</p> <p>The shareholders vide postal ballot resolution dated 3rd June 2019 approved the sub-division of existing each equity share of face value of Rs.10/- fully paid up into five equity shares of face value of Rs.2/- each fully paid-up. Consequent to this all the procedural aspects of sub-division of shares has been completed as on record date being 17th June 2019.</p> <p>BSE limited issued notice regarding the sub- division of shares via Notice No.20190607-20 dated 7th June 2019</p> <p>National Stock Exchange of India Limited issued circular regarding sub-division of shares vide Circular Ref.No.:0469/2019 dated 6th June 2019 and the circular be effective from 14th June 2019.</p> <p>Subsequent to sub-division of shares ISIN no. of the Company has been changed from (ISIN OLD no:INE121A01016) to (ISIN New no:INE121A01024)</p> <p>CDSL vide Letter No. CDSL/ISS/RB/401 dated 11th June 2019 informed the company about activation of NEW ISIN no.: INE121A01024 and made live from 10th June 2019</p> <p>NSDL vide circular No. NSDL/P1/2019/1512 dated 11th June 2019 informed about change of ISIN.</p> <p>BSE limited Vide Notice No: 20190611-32 dated 11th June 2019 informed New ISIN number for the equity shares.</p> <p>National Stock Exchange of India Limited vide Circular Ref No: 0483/2019 informed about change in the ISIN.</p> |

**FOR R.SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES**

**CS R.SRIDHARAN
FCS.No.4775
C.P No.3239
PR NO.657/2020
UIN: S2003TN063400
UDIN: F004775D002942809**

**Place: Chennai
Date: 11th January, 2023**