

October 26, 2022

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

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

NSE SCRIP CODE: CHOLAFIN EQ

BSE SCRIP CODE: 511243

Dear Sir,

Sub: Filing of Reconciliation of share capital for the quarter ended 30th September, 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 30th September, 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 30TH SEPTEMBER, 2022.
(For the period from 1ST JULY, 2022 to 30TH SEPTEMBER, 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 **30th September, 2022** as detailed below: -

1.	For Quarter Ended	30th September, 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	82,22,93,341	100.00
11.	Listed Capital (All Exchanges) (as per Company records)	82,15,92,321	100.00
12.	Held in Dematerialized form in CDSL	5,14,82,329	6.27
13.	Held in Dematerialized form in NSDL	76,92,54,552	93.63
14.	Physical	8,72,690	0.10
15.	Total No. of Shares (12+13+14)	82,16,09,571	100.00





16.	Reasons for difference, Between (11&15), (10&11), (10&15)	<p>The difference between (10&11) and (10&15) as follows:</p> <ul style="list-style-type: none"> *6,54,500 shares Forfeited *29,270 shares kept in abeyance <p>The difference between (11&15) as follows:</p> <p>The Company has on 20th September, 2022, has allotted 17,250 equity shares on exercise of ESOPs for which the Corporate Action approval (for credit of shares to the respective demat account of the allottee) from the depository was pending as on 30th September, 2022. Since then the Company had submitted the application and obtained trading permission on 14th October, 2022 from the stock exchanges.</p>
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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 21 st July, 2022 approved the allotment of 11,900 equity shares of Rs.2/- each to the option grantees under ESOP 2016 scheme.	11,900	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.66/ 2022-2023 dated 11th August, 2022 listed and admitted 11,900 equity shares for trading with effect from 12th August, 2022.</p> <p><u>National Stock Exchange of India Limited</u></p> <p>Vide Letter Ref. no: NSE/LIST/2022/32082 dated 11th August, 2022 listed and admitted 11,900 equity shares for trading with effect from 12th August, 2022.</p>	Yes	Yes	No
2. Nomination and Remuneration Committee vide resolution dated 12 th August, 2022 approved the allotment of 38,980 equity shares of Rs.2/- each to the option grantees under ESOP 2016 scheme.	38,980	Applied	<p>Obtained Final Listing and Trading Approval from:-</p> <p><u>BSE Limited</u></p> <p>Vide Notice: 20220826-42 dated August 26, 2022, had listed and admitted 38,980 shares for trading with effect from August 29, 2022.</p> <p><u>National Stock Exchange of India Limited</u></p> <p>Vide Letter Ref. no: NSE/LIST/2022/32249 dated August 26, 2022 listed and admitted 38,980 shares for trading with effect from August 29, 2022.</p>	Yes	Yes	No





3. Nomination and Remuneration Committee vide resolution dated 31 st August, 2022 approved the allotment of 44,490 equity shares of Rs.2/- each to the option grantees under ESOP 2016 scheme.	44,490	Applied	Obtained Final Listing and Trading Approval from:- <u>BSE Limited</u> Vide E-Letter no: LOD / ESOP / TP / NO. 234/ 2022-2023 dated September 27, 2022, had listed and admitted 44,490 shares for trading with effect from September 28, 2022 <u>National Stock Exchange of India Limited</u> Vide Letter Ref. no: NSE/LIST/2022/32676 dated September 27, 2022, listed and admitted 44,490 shares for trading with effect from September 28, 2022.	Yes	Yes	No
4. Nomination and Remuneration Committee vide resolution dated 20 th September, 2022 approved the allotment of 17,250 equity shares of Rs.2/- each to the option grantees under ESOP 2016 scheme.	17,250	Not Applied	Obtained Final Listing and Trading Approval from:- <u>BSE Limited</u> Vide E-Letter no: LOD / ESOP / TP / NO. 60/ 2022-2023 dated October 14, 2022, listed and admitted 17,250 shares for trading with effect from October 17, 2022. <u>National Stock Exchange of India Limited</u> Vide Letter Ref. no: NSE/LIST/2022/32940 dated October 14, 2022, listed and admitted 17,250 shares for trading with effect from October 17, 2022.	Yes	Yes	No

*** 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
	Confirmed after 21 days	NIL
	Pending for more than 21 days	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, Thiruvaramangam 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: F004775D001225379

Place: Chennai
Date: 14TH October, 2022