

October 12, 2016

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: Compliance certificate under Regulation 7(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Please find the Compliance Certificate duly signed by the Compliance Officer of the company and countersigned by the authorised representative of M/s. Karvy Computershare Private Limited, the share transfer agent of the Company confirming that all the activities in relation to both physical and electronic share transfer facility of M/s. Cholamandalam Investment and Finance Company Limited are maintained by M/s. Karvy Computershare Private Limited, the existing share transfer agent registered with SEBI.

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, Paryys, Chennai 600001, India.

Tel : 91.44.30007172 / Fax : 91.44.25346464

Website : www.cholamandalam.com

CIN – L65993TN1978PLC007576



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COMPLIANCE CERTIFICATE

THIS IS TO CERTIFY that, **Karvy Computershare Pvt. Ltd (KCPL)** is providing Registry and Share Transfer services to **CHOLAMANDALAM INVESTMENT AND FINANCE COMPANY LTD** and having the valid agreement in the form of Memorandum of Understanding (MOU).

FURTHER CERTIFIED that KCPL:

- a. Holds and continues to hold requisite certificate as Category I Registrar & Share Transfer Agent vide SEBI Registration No. INR000000221 issued by Securities Exchange Board of India (SEBI).
- b. Handling all activities in relation to physical share transfer facility and maintaining related documents/correspondence for all the transactions in physical in respect of the Company as per the regulations.
- c. Maintaining the data in respect of investors holding shares in electronic form (Demat) as received from the depositories for a minimum period of one year.

THIS CERTIFICATE is issued in compliance of Regulation 7(3) of the provisions of SEBI (Listing Obligations and disclosure requirements) Regulations, 2015.

For Karvy Computershare Private Limited



Authorized Signatory

Place: Hyderabad

Date: October 4, 2016

**For CHOLAMANDALAM INVESTMENT
AND FINANCE COMPANY LIMITED**



**P. SUJATHA
Company Secretary**



Karvy Computershare Private Limited

Corporate office: "Karvy Selenium Tower B", Plot No. 31 & 32, Financial District, Nanakramguda, Gachibowli, Hyderabad- 500 032, Telangana, INDIA. T: +91-40-67162222, 33211000, F: +91-40-23420814, e-mail: support@karvy.com

Registered Office: Karvy House, 46, Avenue 4, Street No.1, Banjara Hills, Hyderabad - 500 034.
T: +91-40-2331-2454/2332-0751/752/251 | F: +91-40-2331-1968 | www.karvy.com | www.karvycomputershare.com | CIN: U72400TG2003PTC041636