National Stock Exchange Of India Limited

Ref: NSE/LIST/29551 January 03, 2022

The Company Secretary
Shriram City Union Finance Limited
123, Angappa Naicken Street,
Chennai – 600001.

Kind Attn.: Mr. C R Dash

Dear Sir,

Sub: Requirements for In principle approval to Composite Scheme Of Arrangement and Amalgamation between Shrilerha Business Consultancy Private Limited(SBCPL) and Shriram Financial Ventures (Chennai) Private Limited(SFVPL) and Shriram Capital Limited(SCL) and Shriram Transport Finance Company Limited(STFL) and Shriram City Union Finance Limited (SCUF) and Shriram Li Holdings Private Limited(SLIH) and Shriram Gi Holdings Private Limited(SGIH) and Shriram Investment Holdings Limited (SIHL) And Their Respective Shareholders.

In this regard you are requested to provide the following documents/details as mentioned below:

1) As per the requirement of 2(b) SEBI circular SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23,2021, kindly submit Certified copy of confirmation stating that no material event impacting the valuation has occurred during the intervening period of filing the scheme documents with Stock Exchange and period under consideration for valuation.

2) As per requirement of 2(k) of SEBI circular SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23,2021, kindly submit No Objection Certificate (NOC) from the lending scheduled commercial banks/financial institutions/debenture trustees.

3) As per requirement of 2(j) of SEBI circular SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23,2021, Kindly submit confirmation which states All past defaults of listed debt obligations of the entities are forming part of the scheme

4) Kindly provide confirmation which states that in case of a Fractional Entitlement in Scheme company will adhere to requirements stated in SEBI circular SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23,2021.

5) Kindly provide confirmation which states that, Pursuant to implementation of Scheme if Re-classification takes place under Regulation 31A of the SEBI(LODR) Regulations, 2015, company shall ensure with the Compliance of Regulation 38 of SEBI (LODR) Regulations, 2015.

6) Kindly submit pre and post scheme shareholding pattern for Company SFVPL, SLIH, SGIH and SIHL.

7) Submit Board resolution of all the Companies involved in the Scheme.

8) Noted that pursuant to Amalgamation between SCL and STFC, 9783305 equity shares will be allotted to the shareholders of SCL, kindly submit Pricing certificate from the PCA/PCS/Statutory Auditor of the listed company as per Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

9) Update detail of Consideration and number of shares Cancelled in cross holding in para 5 and para 19 respectively in Annexure E(Brief particulars) in the exchange checklist.

10) Submit the details of all Companies in the format of Annexure E(Brief particulars)

11) Kindly provide Reconciliation Statement of ratios for Merger of SCL with STFC and Merger of SCUF with STFC.

12) Kindly provide details of post shareholding of STFC post merger of SCL with STFC and post shareholding of STFC post merger of SCUF with STFC.

We would be in a position to take necessary action at our end on receipt of the above documents/details.

Yours faithfully,
For National Stock Exchange of India Ltd.

Arpi Chheda
Deputy Manager
9833323070

P.S. Checklist for all the Further Issues is available on website of the exchange at the following URL:https://www.nseindia.com/companies-listing/raising-capital-further-issues-main-smechecklist