

SEC:007:23-24/TS

May 24, 2023

National Stock Exchange of India Limited
Listing Department Exchange Plaza,
5th Floor, Plot no. C/1, G- Block,
Bandra-Kurla Complex,
Mumbai – 400 051.
NSE Symbol: SUNDARMHLD

Dear Sir/Madam,

Sub: Disclosure under Reg. 30, 33 and 42 read with Sch. III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Re: Submission of audited financial results for the year ended 31st March 2023

We have pleasure in enclosing the audited standalone and consolidated financial results for the year ended 31st March 2023, prepared in accordance with the formats prescribed in Sch. III to the Companies Act, 2013, as approved at the Board Meeting held today, together with the following:

1. A statement of Assets and Liabilities as on 31st March 2023;
2. Segment information in respect of Consolidated Accounts for the year ended 31st March 2023;
3. Copies of the Statutory Auditors' Reports on the Standalone and Consolidated Financial Results.

As required under Proviso 2 to Reg. 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company hereby declares that the Statutory Auditors have expressed an unmodified opinion on the Standalone and Consolidated financial results for the year ended 31.03.2023.

The Board of Directors have recommended a final dividend of ₹1.50/- per share (30 %) and a Special Dividend of ₹1.00/- per share (20%). This together with a special dividend of ₹1.50/- per share (30 %) paid during February 2023, aggregates to a total dividend of ₹4.00/- per share (80%) for the Financial Year ended 31.03.2023

Sundaram Finance Holdings Limited

The register of members and share transfer books of the Company will remain closed from 4th July 2023 to 14th July 2023 (both days inclusive) for the 29th Annual General Meeting and for considering the payment of the Final & Special Dividend. The Dividend, if approved by the shareholders, will be paid on or after 15th July 2023 to those shareholders whose names stand on the Register of Members of the Company as on 30th June 2023.

We have also made arrangements for publishing the extract of the audited financial results in 'Financial Express' and 'Makkal Kural' on 25th May 2023.

Thanking you,

Yours truly,
For Sundaram Finance Holdings Limited

S Kalyanaraman
Secretary & Compliance Officer

STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 Mar 2023

(₹ in lakhs)

Sl. No	Particulars	QUARTER ENDED			YEAR ENDED	
		31.03.2023 (Audited) Refer Note 6	31.12.2022 (UnAudited)	31.03.2022 (Audited) Refer Note 6	31.03.2023 (Audited)	31.03.2022 (Audited)
1	Revenue from Operations					
	-Interest Income	15.84	30.14	0.19	113.70	27.67
	-Dividend Income	2,885.65	60.69	1,152.20	9,743.51	4,090.16
	-Fair value gain/(loss) on financial instruments through FVTPL	762.66	394.55	582.79	1,582.05	787.92
	Gain on derecognition of financial instrument	-	-	1,554.06	-	1,554.06
	-Sale of services	353.30	335.66	348.34	1,399.08	1,352.43
2	Other income	60.73	65.81	48.60	222.73	196.03
3	Total Income	4,078.18	886.85	3,686.18	13,061.07	8,008.27
4	EXPENSES:					
	a) Finance cost	0.86	1.04	5.92	11.04	13.05
	b) Impairment on financial instrument	-	-	-	540.00	1,131.35
	c) Employee benefits expense	255.62	308.21	332.45	1,207.64	1,285.61
	d) Depreciation and Amortisation	14.05	13.30	15.36	54.91	62.66
	e) Administrative and Other Expenses	146.77	135.35	167.77	523.36	472.11
	Total Expenses	417.30	457.90	521.50	2,336.95	2,964.78
5	Profit before exceptional items and tax	3,660.88	428.95	3,164.68	10,724.12	5,043.49
6	Exceptional items	-	-	-	-	-
7	Profit before tax	3,660.88	428.95	3,164.68	10,724.12	5,043.49
8	Tax Expense					
	- Current tax	(188.46)	12.23	(249.72)	690.65	231.71
	- Deferred tax	506.86	138.84	251.14	558.40	120.70
9	Profit after Tax	3,342.48	277.88	3,163.26	9,475.07	4,691.08
10	Other Comprehensive Income					
	A (i) Items that will not be reclassified to profit or loss	2,04,690.79	13,841.54	3,255.56	2,39,090.77	30,519.79
	(ii) Income tax relating to items that will not be reclassified to profit or loss	37,530.09	127.21	443.75	40,806.58	(951.17)
	B (i) Items that will be reclassified to profit or loss	-	-	-	-	-
	(ii) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-	-
11	Total Other Comprehensive Income/(Loss)	1,67,160.70	13,714.33	2,811.81	1,98,284.19	31,470.96
12	Total Comprehensive Income/(Loss) for the period	1,70,503.18	13,992.21	5,975.07	2,07,759.26	36,162.04
13	Basic and Diluted Earnings per Equity Share (₹)	1.50	0.13	1.52	4.27	2.25




STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31 Mar 2023
Notes:

- The Board of Directors has recommended a Final Dividend of ₹ 1.50 per share(30%) and a special dividend of ₹ 1.00 per share(20%). This together with a special dividend ₹ 1.50 per share(30%) paid during the month of February 2023 aggregates to a total dividend of ₹ 4.00 per share(80%) for the financial year 2022-23.
- As required under proviso 2 to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosures requirements) Regulations, 2015, the statutory auditors have expressed an unmodified opinion on the standalone financial results.
- During the quarter ended 31 March, 2023, the Company acquired a 16% stake in Transenergy Private Limited, thereby increasing Company's shareholding to 42.41%.
- During the Year ended 31 March 2023, the Company has changed its accounting policy for valuation of its investments in its Associate Companies from deemed cost basis to fair value through Other Comprehensive income (FVTOCI) basis.

The Company believes that this change to FVTOCI will provide more reliable and relevant information to the users of financial statements about its value of investments on an on-going basis.

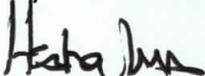
As significant assumptions and estimations are involved in the fair valuation of the investments coupled with the fact that from the years 2020 to 2022 were covid impacted periods due to which the economic and market conditions were not normal, the Company is unable to determine the fair value of these investments for prior periods using appropriate economic and market inputs. Therefore, the above-mentioned change in accounting policy is made effective on a prospective basis from the current year in accordance with Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors. To this extent, the previous period figures are therefore not comparable.

Following is the Impact i.e., increase/decrease of the said change in policy on statement of profit and loss for the Year ended 31 Mar 2023

Particulars	Increase in Fair Value	Tax impact	(₹ in lakhs)
			Net Impact in Other Comprehensive Income
On account of change in accounting policy (as mentioned above)	2,05,912	38,164	1,67,748

- The above results were reviewed by the audit committee and approved by the Board of Directors at the respective meetings held on May 24,2023.
- The figures for the quarter ended March 31,2023 and March 31,2022 are the balancing figures between the audited figures for the respective financial years and the published unaudited year-to-date figures up to the third quarter of the relevant financial years.

By Order of the Board


Harsha Viji
Chairman

Chennai
May 24,2023



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**SUNDARAM FINANCE HOLDINGS****STATEMENT OF AUDITED STANDALONE ASSETS AND LIABILITIES**

(₹ in lakhs)

Particulars	As at	
	31.03.2023 (Audited)	31.03.2022 (Audited)
ASSETS		
(1) Financial Assets		
(a) Cash and cash equivalents	57.72	55.79
(b) Receivables	165.60	160.27
(c) Loans	4.03	10.12
(d) Investments	4,10,559.32	2,17,939.99
(e) Other financial assets	39.37	799.36
(2) Non-financial Assets		
(a) Current tax assets (Net)	407.23	3.89
(b) Investment property	1,929.93	195.11
(c) Property, plant and equipment	176.19	147.77
(d) Other intangible assets	-	-
(e) Right of Use asset	30.08	90.75
(f) Other non-financial assets	59.50	58.92
Total Assets	4,13,428.97	2,19,461.97
LIABILITIES AND EQUITY		
LIABILITIES		
(1) Financial liabilities		
(a) Payables		
Trade Payables		
(i) Total outstanding dues of micro enterprises and small enterprises	1.81	1.12
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	23.28	26.04
(b) Other financial liabilities	77.36	72.76
(c) Lease Liability	38.32	109.61
(2) Non-Financial liabilities		
(a) Provisions	131.49	202.57
(b) Deferred tax liabilities (Net)	42,365.65	8,377.76
(c) Other non-financial liabilities	55.79	60.37
(3) Equity		
(a) Equity share capital	11,105.19	11,105.19
(b) Other equity	3,59,630.08	1,99,506.55
Total Liabilities and Equity	4,13,428.97	2,19,461.97





AUDITED STANDALONE CASH FLOW STATEMENT

(₹ in lakhs)

Particulars	For the Year ended 31 Mar 2023	For the Year ended 31 Mar 2022
Cash flow from operating activities		
Profit before tax	10,724.12	5,043.49
Adjustments to reconcile profit before tax to net cash used in operating activities		
Depreciation and Amortisation	54.91	62.66
Impairment on Financial Instruments	540.00	1,131.35
Fair value change in financial instruments	(1,582.05)	(787.92)
Interest income from Investments	(113.70)	(27.67)
(Gain)/loss on sale/scrap of property, plant and equipment	-	0.23
ESOP contribution scheme of Parent company	4.89	6.64
Finance costs paid	6.07	9.34
Dividend Received / (Receivable)	779.96	(779.96)
(Gain)/Loss on derecognition of financial instrument	-	(1,554.06)
Net Actuarial gain/(loss) on defined benefit plan	(9.29)	(19.86)
Gain on lease modification	(10.84)	-
	10,394.07	3,084.24
Working capital adjustments		
(Increase)/ Decrease in trade and other receivables	(5.32)	22.96
(Increase)/ Decrease in Loans	6.09	19.98
(Increase)/ Decrease in Other financial assets	(4.13)	(1.90)
(Increase)/ Decrease in Other non-financial assets	(0.58)	50.01
Increase/ (Decrease) in trade and other payables	(2.07)	6.81
Increase/(Decrease) in financial liabilities	4.59	17.45
Increase/(Decrease) in non-financial liabilities and provisions	(75.67)	38.88
	10,316.98	3,238.43
Income Tax paid	(1206.85)	(809.19)
Net cash flows from operating activities	9,110.13	2,429.24
Cash flow from investing activities		
Purchase and construction of property, plant and equipment	(1,801.43)	(17.68)
(Purchase) / sale of mutual funds (net)	(22,474.26)	(11,429.16)
(Purchase) / sale of other investments (net)	22,310.63	(22,913.81)
Interest received	97.86	27.91
Net cash flows from investing activities	(1,867.20)	(34,332.74)
Cash flow from financing activities		
Dividend Paid	(7,218.42)	(3,331.60)
Proceeds from Rights Issue(net of expenses)	-	35,261.64
Lease Liability Principal paid	(16.51)	(17.06)
Lease Liability Interest paid	(6.07)	(9.34)
Net cash flows from financing activities	(7,241.00)	31,903.64
Net increase / (decrease) in cash and cash equivalents	1.93	0.14
Cash and cash equivalents at the beginning of the year	55.79	55.65
Cash and cash equivalents at the end of the period	57.72	55.79

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STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31.03.2023

(₹ in lakhs)

Sl. No	Particulars	QUARTER ENDED			YEAR ENDED	
		31.03.2023 (Audited) (Refer Note 5)	31.12.2022 (UnAudited)	31.03.2022 (Audited) (Refer Note 5)	31.03.2023 (Audited)	31.03.2022 (Audited)
1	Revenue from Operations					
	-Interest Income	15.84	30.14	10.16	113.70	37.64
	-Dividend Income	1,136.99	60.70	1,046.90	1,514.44	1,844.01
	-Fair value gain/(loss) on financial instruments through FVTPL	799.99	423.19	596.93	1,678.50	829.89
	-Gain on derecognition of financial instrument	-	-	13.20	-	13.20
	-Sale of services	1,535.42	1,495.39	1,269.77	5,737.62	4,814.90
	-Sale of Goods	-	-	714.17	-	850.80
2	Other income	95.01	64.28	136.55	352.07	413.07
3	Total Income	3,583.25	2,073.70	3,787.68	9,396.33	8,803.51
4	EXPENSES:					
	Cost of material consumed	-	-	300.82	-	370.74
	Change in FP inventory and WIP	-	-	40.29	-	-
	Finance cost	21.47	4.87	48.13	43.52	84.34
	Impairment on financial instrument	-	-	-	136.52	-
	Loss on fair value of previously held interest of equity investment (net)	-	-	(352.78)	-	505.15
	Employee benefits expense	719.53	776.04	1,222.33	3,053.37	3,465.67
	Depreciation and Amortisation	63.52	32.05	267.68	161.56	439.98
	Administrative and Other Expenses	329.53	215.31	690.28	1,332.46	1,751.36
	Total Expenses	1,134.05	1,028.27	2,216.75	4,727.43	6,617.24
5	Profit/ (Loss) before exceptional items,share of profit from associate and tax	2,449.20	1,045.43	1,570.93	4,668.90	2,186.27
6	Exceptional items	-	-	-	-	-
7	Profit/ (Loss) before tax	2,449.20	1,045.43	1,570.93	4,668.90	2,186.27
8	Tax Expense					
	- Current tax	(51.46)	167.22	(114.44)	953.13	560.67
	- Deferred tax	500.87	184.42	41.12	564.41	(103.38)
9	Profit/(Loss) after Tax	1,999.79	693.79	1,644.25	3,151.36	1,728.98
10	Share of profit from associates	7,862.37	5,760.84	5,976.10	20,604.25	14,340.84
11	Profit after Tax and share of profit from associates	9,862.16	6,454.63	7,620.35	23,755.61	16,069.82
12	Total Other Comprehensive Income/(Loss) (net of tax)	(372.50)	13,481.64	2,735.82	33,144.11	32,214.48
13	Total Comprehensive Income/(Loss) for the period	9,489.66	19,936.27	10,356.17	56,899.72	48,284.30
14	Net Profit/(loss) attributable to					
	Owners of the company	9,862.16	6,454.63	7,843.40	23,755.61	16,318.78
	Non-controlling Interest	-	-	(223.05)	-	(248.96)
15	Other comprehensive income attributable to					
	Owners of the company	(372.50)	13,481.64	2,735.82	33,144.11	32,214.48
	Non-controlling Interest	-	-	-	-	-
16	Total Comprehensive income attributable to					
	Owners of the company	9,489.66	19,936.27	10,579.22	56,899.72	48,533.26
	Non-controlling Interest	-	-	(223.05)	-	(248.96)
17	Basic and Diluted Earnings per Equity Share (₹) (not annualised)	4.44	2.91	3.66	10.70	7.72




STATEMENT OF AUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31.03.2023

Notes:

- 1 The Board of Directors has recommended a Final Dividend of ₹ 1.50 per share(30%) and a special dividend of ₹ 1.00 per share(20%). This together with a special dividend ₹ 1.50 per share(30%) paid during the month of February 2023 aggregates to a total dividend of ₹ 4.00 per share(80%) for the financial year 2022-23.
- 2 As required under proviso 2 to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosures requirements) Regulations, 2015, the statutory auditors have expressed an unmodified opinion on the Consolidated financial results.
- 3 During the quarter ended 31 March, 2023, the Company acquired a 16% stake in Transenergy Private Limited, thereby increasing Company's shareholding to 42.41%.
- 4 The above results were reviewed by the audit committee and approved by the Board of Directors at the respective meetings held on May 24,2023.
- 5 The figures for the quarter ended March 31,2023 and March 31,2022 are the balancing figures between the audited figures for the respective financial years and the published unaudited year-to-date figures up to the third quarter of the relevant financial years.

By Order of the Board


Harsha Viji
Chairman

Chennai
May 24,2023



Sundaram Finance Holdings Limited

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**SUNDARAM FINANCE HOLDINGS****STATEMENT OF AUDITED CONSOLIDATED ASSETS AND LIABILITIES**

(₹ in lakhs)

Particulars	As at	
	31.03.2023	31.03.2022
ASSETS		
(1) Financial Assets		
(a) Cash and cash equivalents	1,656.21	1,449.78
(b) Receivables	690.70	504.81
(c) Loans	6.51	12.79
(d) Investments	3,55,326.65	3,05,291.32
(e) Other financial assets	180.30	849.99
(f) Derivative financial instruments	334.59	-
(2) Non-financial Assets		
(a) Current tax assets (Net)	747.80	333.68
(b) Investment property	1,929.93	195.11
(c) Property, plant and equipment	264.67	241.81
(d) Other intangible assets	4.24	15.82
(e) Goodwill	156.08	156.08
(f) Right of Use Asset	1,763.23	289.07
(g) Other non-financial assets	393.90	210.69
Total Assets	3,63,454.81	3,09,550.95
LIABILITIES AND EQUITY		
LIABILITIES		
(1) Financial liabilities		
(a) Payables		
Trade Payables		
(i) Total outstanding dues of micro enterprises and small enterprises	6.55	3.74
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	88.41	46.50
(b) Other financial liabilities	163.56	148.94
(c) Derivative financial instrument	-	51.09
(d) Lease Liability	1,825.11	318.74
(2) Non-Financial liabilities		
(a) Provisions	280.88	342.63
(b) Deferred tax liabilities (Net)	3,995.27	8,338.60
(c) Other non-financial liabilities	90.84	95.40
(3) Equity		
(a) Equity share capital	11,105.19	11,105.19
(b) Other equity	3,45,899.00	2,89,100.12
Total Liabilities and Equity	3,63,454.81	3,09,550.95



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AUDITED CONSOLIDATED CASH FLOW STATEMENT

(₹ in lakhs)

Particulars	For the year ended 31 Mar 2023	For the year ended 31 Mar 2022
Cash flow from operating activities		
Profit before tax	4,668.90	2,186.27
Adjustments to reconcile profit before tax to net cash used in operating activities		
Depreciation and Amortisation	161.56	439.98
Impairment on Financial Instruments	136.52	-
Fair value change in financial instruments	(1,678.50)	(829.89)
Loss on fair value of previously held interest of equity investment (net)	-	505.15
Interest Income from Investments	(113.70)	(37.64)
ESOP contribution scheme of Parent company	6.33	6.64
(Gain)/loss on sale of property, plant and equipment	0.73	0.87
Finance costs paid	38.55	36.91
(Gain)/loss on sale of Non-current investment	-	(13.20)
Gain on lease modification	(10.97)	-
Profit or loss recognised and reversed on account of loss of control	-	497.95
Dividend received / (receivable)	779.96	(779.96)
Net Actuarial gain/(loss) on defined benefit plan	0.84	(41.74)
Add: Dividend received from associates	8,061.32	1,834.81
	12,051.54	3,806.15
Working capital adjustments		
(Increase)/ Decrease in trade and other receivables	(185.88)	31.97
(Increase)/ Decrease in Loans	6.28	20.76
(Increase)/ Decrease in Other financial assets	(110.27)	114.47
(Increase)/ Decrease in Other non-financial assets	(183.22)	117.13
Increase/ (Decrease) in trade and other payables	44.71	(19.92)
Increase/(Decrease) in financial liabilities	(52.06)	29.71
Increase/(Decrease) in other non-financial liabilities and provisions	(66.30)	(2.77)
	11,504.80	4,097.50
Income Tax paid	(1,480.19)	(1,111.81)
Net cash flows from operating activities	10,024.61	2,985.69
Cash flow from investing activities		
Purchase and construction of property, plant and equipment and Intangibles	(1,827.94)	(36.12)
(Purchase)/Sale of Mutual funds (net)	(23,120.17)	(11,622.88)
(Purchase)/Sale of Equity and other investments (net)	22,310.62	(22,901.01)
Interest received	113.70	37.89
Net cash flows from investing activities	(2,523.79)	(34,522.12)
Cash flow from financing activities		
Dividend Paid	(7,218.42)	(3,331.60)
Proceeds from Rights Issue(net of expenses)	-	35,261.64
Lease Liability Principal paid	(37.42)	(41.25)
Lease Liability Interest paid	(38.55)	(36.91)
Net cash flows from financing activities	(7,294.39)	31,851.88
Net increase / (decrease) in cash and cash equivalents	206.43	315.45
Cash and cash equivalents at the beginning of the year	1,449.78	1,134.33
Cash and cash equivalents at the end of the period	1,656.21	1,449.78



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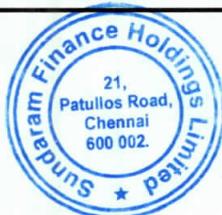
SUNDARAM FINANCE HOLDINGS

CONSOLIDATED SEGMENT INFORMATION FOR THE QUARTER AND YEAR ENDED 31.03.2023

(₹ in Lakhs)

Particulars	QUARTER ENDED			YEAR ENDED	
	31.03.2023 (Audited) (Refer Note 5)	31.12.2022 (UnAudited)	31.03.2022 (Audited) (Refer Note 5)	31.03.2023 (Audited)	31.03.2022 (Audited)
Business Segments					
1. Segment Revenue					
a) Investments	1952.82	514.02	1653.35	3306.64	2710.90
b) Support Services					
- Domestic	369.53	349.26	383.31	1533.96	1556.24
- Overseas	1178.04	1158.29	898.61	4252.26	3307.26
c) Manufacturing	0.00	0.00	728.01	0.00	864.64
Total	3500.39	2021.57	3663.28	9092.86	8439.04
Less: Inter Segment Revenue	(12.15)	(12.15)	(12.15)	(48.60)	(48.60)
Income from Operations	3488.24	2009.42	3651.13	9044.26	8390.44
2. Segment Results					
a) Investments	1928.00	476.24	1938.24	3044.79	2056.68
b) Support Services					
- Domestic	28.12	(11.48)	45.15	100.04	145.91
- Overseas	482.53	607.76	370.28	1542.58	897.71
c) Manufacturing	-	-	(674.59)	-	(781.64)
Total	2438.65	1072.52	1679.08	4687.41	2318.66
Add: Other Unallocable income net of Unallocable expenditure	10.55	(27.09)	(108.15)	(18.51)	(132.39)
Profit Before Tax	2449.20	1045.43	1570.93	4668.90	2186.27
3. Capital Employed					
Segment Assets					
a) Investments	355942.60	352246.81	306241.25	355942.60	306241.25
b) Support Services					
- Domestic	979.17	988.05	1077.98	979.17	1077.98
- Overseas	4476.89	2584.99	1952.50	4476.89	1952.50
c) Manufacturing	-	-	-	-	-
Total Segment Assets	361398.66	355819.85	309271.73	361398.66	309271.73
Add: Unallocable Corporate Assets	2056.15	300.71	279.22	2056.15	279.22
Total Assets	363454.81	356120.56	309550.95	363454.81	309550.95
Segment Liabilities					
a) Investments	4024.76	4471.59	8495.60	4024.76	8495.60
b) Support Services					
- Domestic	419.84	443.02	581.54	419.84	581.54
- Overseas	1967.97	324.66	217.95	1967.97	217.95
c) Manufacturing	-	-	-	-	-
Total Segment Liabilities	6412.57	5239.27	9295.09	6412.57	9295.09
Add: Unallocable Corporate Liabilities	38.05	17.19	50.55	38.05	50.55
Total Liabilities	6450.62	5256.46	9345.64	6450.62	9345.64

HW



R.G.N. Price & Co.

CHARTERED ACCOUNTANTS

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24th May 2023

Independent Auditor's Report on Quarterly and Year to Date Standalone Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of Sundaram Finance Holdings Limited Report on the Audit of the Standalone Financial Results

Opinion

We have audited the accompanying Statement of Standalone Financial Results of **Sundaram Finance Holdings Limited** ("the Company"), for the quarter and the year ended 31st March 2023 ("the Statement") attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- a. is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended; and
- b. gives a true and fair view in conformity with applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act 2013 ("the Act") read with relevant rules issued there under and other accounting principles generally accepted in India, of the net profit and other comprehensive income and other financial information of the Company for the quarter and the year ended 31st March 2023.



Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (“SAs”) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Standalone Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (“ICAI”) together with the ethical requirements that are relevant to our audit of the Standalone Financial Results under the provisions of the Act and rules thereunder and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw your attention to Note 4 of the Statement wherein the Company has disclosed the change in accounting policy for valuation of its investments in associates from Deemed Cost basis to Fair Value Through Other Comprehensive Income (FVTOCI) basis. The management has believed that the above-mentioned change shall provide more reliable and relevant information to the users of financial statements about Company’s value of investments on an ongoing basis. The above change in accounting policy has resulted in an increase of Rs. 2,05,912 lakhs in the carrying value of investments, Rs. 38,164 lakhs in deferred tax liabilities and Rs.1,67,748 lakhs in Other Comprehensive Income and Equity.

Our opinion is not modified in respect of this matter.

Management’s Responsibilities for the Standalone Financial Results

This Statement, which is the responsibility of the Company’s Management and approved by the Board of Directors, has been compiled from the audited Standalone Financial Statements. The Company’s Board of Directors are responsible for the preparation and presentation of the Standalone Financial Results that gives a true and fair view of the net profit and other comprehensive income and other financial information of the Company in accordance with Indian Accounting Standards prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Financial Results, the Board of Directors are responsible for assessing the Company's ability, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the financial reporting process of the Company.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management.



- Conclude on the appropriateness of the Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Financial Results, including the disclosures, and whether the Standalone Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

The Statement includes the results for the quarter ended 31st March 2023 being the balancing figure between audited figures in respect of the current year and the published unaudited year to date figures up to the nine months of the aforesaid financial year which were subject to limited review by us.

Place: Chennai
Date: 24th May 2023

For **R.G.N. Price & Co.**
Chartered Accountants
Registration No. 002785S


K. Venkatakrisnan
Partner
Membership No.208591
UDIN: 23208591BGYOKL1938



R.G.N. Price & Co.

CHARTERED ACCOUNTANTS

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24th May 2023

Independent Auditor's Report on Quarterly and Year to Date Consolidated Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To Board of Directors of Sundaram Finance Holdings Limited Report on the Audit of the Consolidated Financial Results

Opinion

We have audited the accompanying statement of consolidated financial results of **Sundaram Finance Holdings Limited** ("the Holding Company") and its subsidiary (together as "the Group"), its associates for the quarter and the year ended 31st March 2023 ("the Statement") attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial statements/financial results/financial information of the subsidiary and associates, the Statement:

- a. includes the results of the following entities:

Subsidiary

Sundaram Business Services Limited

Associates:

1. Axles India Limited
2. Turbo Energy Private Limited
3. Transenergy Private Limited
4. Sundaram Dynacast Private Limited
5. Sundaram Hydraulics Limited
6. Brakes India Private Limited
7. Dunes Oman LLC (FZC)
8. Wheels India Limited
9. Mind S.r.l
10. Sundaram Composite Structures Private Limited
11. India Motor Parts & Accessories Limited



- b. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations and
- c. gives a true and fair view in conformity with applicable Indian Accounting Standards prescribed under Section 133 of the Companies Act 2013 (“the Act”) read with relevant rules issued there under and other accounting principles generally accepted in India, of the consolidated comprehensive income (comprising of net profit and other comprehensive income) and other financial information of the Group for the quarter and the year ended 31st March 2023.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (“SAs”) specified under Section 143 (10) of the Act. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the *Audit of the Consolidated Financial Results* section of our report. We are independent of the Group and its associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (“ICAI”) together with the ethical requirements that are relevant to our audit of the Statement under the provisions of the Act and rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to in “Other Matters” paragraph below, is sufficient and appropriate to provide a basis for our opinion.

Management’s Responsibilities for the Consolidated Financial Results

This Statement has been compiled from the consolidated financial statements. The Holding Company’s Board of Directors are responsible for the preparation and presentation of these Consolidated Financial Results that gives a true and fair view of the net profit and other comprehensive income and other financial information of the Group including its associates in accordance with Indian Accounting Standards prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.

The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associates and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Holding Company, as aforesaid.



In preparing the Consolidated Financial Results, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and its associates to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies in the Group and of its associates are responsible for overseeing the financial reporting process of the Group and of its associates.

Auditor's Responsibilities for the Audit of the Consolidated Financial Results

Our objectives are to obtain reasonable assurance about whether the Consolidated Financial Results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or errors and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and of its associates to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the Consolidated Financial Results, including the disclosures, and whether the Consolidated Financial Results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group and its associates to express an opinion on the consolidated Financial Results. For the entities included in the consolidated Financial Results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

Other Matters

The Consolidated Financial Results includes the audited financial results of the subsidiary, whose financial statements reflect Group's share of total assets of Rs.7,163.15 lakhs as at 31st March 2023, Group's share of total revenue of Rs.1,231.54 lakhs and Rs. 4,485.98 lakhs and Group's share of total net profit after tax of Rs.405.89 lakhs and Rs.1,501.78 lakhs and Group's share of total comprehensive income/(loss) of Rs.462.98 lakhs and Rs.1,746.78 lakhs for the quarter and year ended 31st March 2023 respectively, and net cash inflows of Rs.204.51 Lakhs for the year ended on that date, as considered in the Consolidated Financial Results, which have been audited by other auditor.

The Consolidated Financial Results also includes the share of net profit after tax of Rs.7,862.28 lakhs and Rs.22,816.31 lakhs and total comprehensive income of Rs.7,762.04 lakhs and Rs. 25,023.58 lakhs for the quarter and year ended 31st March 2023 respectively, as considered in the Consolidated Financial Results, in respect of eleven Associates, which have been audited by other auditors.

The independent auditors' reports on financial statements /financial information of above-mentioned Subsidiary and eleven Associates have been furnished to us and our opinion on the Consolidated Financial Results, in so far as it relates to the amount and disclosures included in respect of these entities, is based solely on the report of such auditors and the procedures performed by us are as stated in paragraph above.



Our opinion on the Consolidated Financial Results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

The statement includes the results for the quarter ended 31st March 2023 being the balancing figure between audited figures in respect of the current year and the published unaudited year to date figures up to the nine months of the aforesaid financial year which were subject to limited review by us.

Place: Chennai
Date: 24th May 2023

For **R.G.N. Price & Co.**
Chartered Accountants
Registration No. 002785^F



K. Venkatarishnan
Partner

Membership No.208591
UDIN: 23208591BGYOKM5986

