



April 19, 2019

The Manager
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No.C-1, Block G
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051

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

Symbol : CHOLAHLDNG

Scrip Code : 504973

Dear Sir,

Sub: Filing of Reconciliation of share capital for the quarter ended March 31, 2019

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 March 31, 2019.

We request you to take the above on record.

Thanking you,
For **Cholamandam Financial Holdings Limited**
(Formerly, TI Financial Holdings Limited)


E Krithika
Company Secretary

Encl: As above

Cholamandam Financial Holdings Limited
(Formerly known as TI Financial Holdings Limited)

Dare House, 234, N.S.C Bose Road, Chennai - 600 001, India
Tel: 91.44.4217 7770-5 Fax: 91.44.4211 0404
Website: www.cholafhl.com
CIN - L65100TN1949PLC002905



15th April, 2019

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT
FOR THE QUARTER ENDED 31st March, 2019

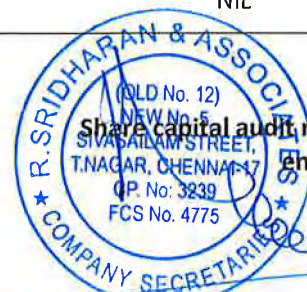
ISIN: - INE149A01033

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 FINANCIAL HOLDINGS LIMITED** (Formerly Known as "TI FINANCIAL HOLDINGS LIMITED") having its Registered Office at "DARE HOUSE", No. 234, N.S.C Bose Road, Chennai - 600 001 (herein after referred to as "The Company") and its Registrars and Share Transfer Agents, **Karvy Fintech Private Limited**, (formerly Karvy Computershare 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 to the best of our knowledge 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 March, 2019** as detailed below: -

1.	For Quarter Ended	31st March, 2019	
2.	ISIN	INE149A01033	
3.	Face Value	Re.1/-	
4.	Name of the Company	CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED (Formerly Known as "TI FINANCIAL HOLDINGS LIMITED)	
5.	Registered Office Address	'Dare House', 234, N.S.C Bose Road, Chennai 600 001.	
6.	Correspondence Address	'Dare House', 234, N.S.C Bose Road, Chennai-600 001.	
7.	Telephone & Fax Nos.	Tel: (044) 4217 7770 Fax: (044) 4211 0404	
8.	Email address	krithikae@tifhl.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	18,76,92,234	100.00
11.	Listed Capital	18,76,92,234	100.00
12.	Held in dematerialised form in CDSL	1,00,31,511	5.34
13.	Held in dematerialised form in NSDL	17,63,51,562	93.96
14.	Physical	13,09,161	0.70
15.	Total No. of Shares (12+13+14)	18,76,92,234	100.00
16.	Reasons for difference, between (11&15) & (10&11)	NIL	

CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED



Share capital audit report for the quarter ended 31st March, 2019



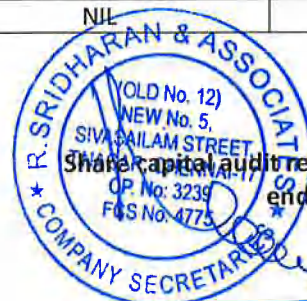
17. Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars***	No. of Shares allotted	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. Allotment of 4,776 equity shares of Re.1/- each to the option grantees under ESOP Scheme 2007 & ESOP Scheme 2016 by its Nomination and Remuneration Committee on 30 th January 2019	4,776	Applied for listing	Obtained Final Listing and Trading Approval from:- <u>BSE Limited</u> Vide Notice no: DCS/ESOP/TP/PB/8251/2018- 19 dated 7 th February, 2019 4,776 shares are listed and admitted for trading with effect from 08 th February, 2019. <u>National Stock Exchange of India Limited</u> Vide Notice Ref no: NSE/LIST/20009 dated 7 th February, 2019 4,776 shares are listed and admitted for trading with effect from 08 th February, 2019.	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 upto which date	Not Applicable		
19.	Reference of previous quarter with regards to excess dematerialised 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

CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED

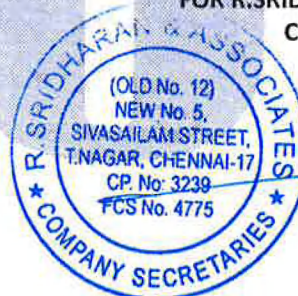


Share capital audit report for the quarter ended 31st March, 2019



22.	Name, Telephone & Fax No. Of the Compliance Officer of the Company	Ms. E Krithika, Company Secretary & Compliance Officer, Membership Number: A20087 Tel: 044-30007638 Fax: 044-42110404
23.	Name, Address, Tel & Fax No., Regn. No. of the Auditor	CS R.Sridharan, R Sridharan & Associates, Company Secretaries, New No.5, Old No.12, Sivasailam Street, T.Nagar, Chennai – 600 017.Tel: 044-42166988, Cell No:9841018446 Email Id: Sridharan.r@aryes.in www.aryes.in C.P.No.3239. FCS No.4775
24.	Appointment of Common Agency for Share Registry Work	Yes, Karvy Fintech Private Limited, (formerly Karvy Computershare Private Limited) (Unit: CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED (formerly known as TI Financial Holdings Limited) Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032.Tel: 040-67161500 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.)	The name of the company has been changed from (TI FINANCIAL HOLDINGS LIMITED) to CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED with effect from 27 th March 2019. BSE Limited vide Notice No: 20190403-38 dated 03 rd April 2019 has informed its trading members regarding the name change & National Stock Exchange of India Limited vide letter Ref no: NSE/LIST/112 dated 03 rd April 2019 has taken note of the name change.

FOR R.SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES



CS R.SRIDHARAN

C.P No.3239

FCS.No.4775

UIN: S2003TN063400