

April 23, 2020

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/Madam,

Sub: Filing of Reconciliation of share capital for the quarter ended March 31, 2020

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, 2020.

We request you to take the above on record.

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

KRITHIKA Digitally signed
by KRITHIKA
ELANJEZ ELANJEZHIAN
Date: 2020.04.23
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E Krithika
Company Secretary

Encl: As above

22nd April, 2020

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT
FOR THE QUARTER ENDED 31stMarch, 2020

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, **KFIN TECHNOLOGIES PRIVATE LIMITED**(formerly known as **Karvy Fintech Private Limited**), for issuing this certificate, in accordance with Notification No. SEBI/LADNRO/GN/2018/40 dated 3rdOctober, 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 we hereby certify the report for the quarter ended **31stMarch, 2020** as detailed below:

1.	For Quarter Ended	31stMarch, 2020	
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@cfhl.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	18,77,16,030	100.00
11.	Listed Capital	18,77,16,030	100.00
12.	Held in dematerialised form in CDSL	79,24,900	4.22
13.	Held in dematerialised form in NSDL	17,86 41,794	95.17
14.	Physical	11,49,336	0.61
15.	Total No. of Shares (12+13+14)	18,77,16,030	100.00
16.	Reasons for difference, between (11&15) & (10&11)	Nil	

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 2,250 equity shares of Re.1/- each to the option grantees under ESOP Scheme 2007 by its Nomination and Remuneration Committee on 17 th February, 2020	2,250	Applied for listing	Obtained Final Listing and Trading Approval from:- <u>BSE Limited</u> Vide Notice no: DCS/ESOP/TP/SD/10177/2019-20 dated 24 th February, 2020, 2,250 equity shares were listed and admitted for trading with effect from 25 th February, 2020. <u>National Stock Exchange of India Limited</u> Vide Notice Ref no: NSE/LIST/23263 dated 24 th February, 2020, 2,250 equity shares were listed and admitted for trading with effect from 25 th February, 2020.	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

22.	Name, Telephone & Fax No. Of the Compliance Officer of the Company	Ms. E Krithika, Company Secretary & Compliance Officer, Membership Number: A20087 Mail ID: krithikae@cfhl.murugappa.com Tel: 044- 40907638 Fax: 044-42110404
23.	Name, Address, Tel & Fax No., Regn. No. of the Auditor	CS R.Sridharan, R Sridharan & Associates, Company Secretaries, Thiruvarangam 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	Yes. KFIN TECHNOLOGIES PRIVATE LIMITED (formerly known as Karvy Fintech Private Limited) (Unit: CHOLAMANDALAM FINANCIAL HOLDINGS LIMITED (formerly known as TI Financial Holdings Limited) Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032, Telangana. 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.)	Nil-

**FOR R.SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES**

SRIDHA Digitally signed
by SRIDHARAN
RAN Date: 2020.04.22
11:30:49 +05'30'

CS R.SRIDHARAN

C.P No.3239

FCS.No.4775

UIN: S2003TN063400

UDIN: F004775B000171227

(This certificate is digitally signed)