



LETTER OF OFFER

Issue of Commercial Paper (CP) of original or initial maturity up to one year

PART I

Issuer Details	SUNDARAM FINANCE LIMITED
Name and Address of Issuer	Registered Office: No. 21, Patullos Road, Chennai – 600002 Tel No: 044-2852 1181, Fax No: 044-2855 8180
Business Segment / Activity	Lending business/ Hypothecation Loans, Leasing and allied activities
Chief Executive (Managing Director / President / CEO / CFO / Equivalent Official in the hierarchy as per Constitution of the Issuer entity)	Managing Director : Shri. Rajiv C Lochan Chief Financial Officer : Shri. M Ramaswamy
Group Affiliation (If Any)	Nil

PART II

Issue Details		
ISIN	INE660A14YK5	
Proposed Date of Issue	26th Mar 2025	
Amount (Rs.)	Rs.505,00,00,000/-	
Tenor	127 days	
Date of Maturity	31st July 2025	
Proposed to be Listed / Unlisted	Listed	
End Use of CP proposed (specific details)	WORKING CAPITAL LENDING PURPOSE	
Market Conventions	FIMMDA Conventions	
Credit Rating Details for the Proposed Issue	Credit Rating 1	Credit Rating 2
Credit Rating of the Issuer	By ICRA Ltd	By CRISIL Ratings Ltd
Rating	ICRA A1+	CRISIL A1+
Date of Rating	18th Feb 2025	17th Feb 2025
Validity of Issuance	3 months from the date of rating letter	60 calendar days from the date of rating letter
Validity period for rating	31st July 2025	31st July 2025

Sundaram Finance Limited

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For Amount (Rs.)	Rs.7000 Cr.	Rs.7000 Cr.
Conditions (If Any)	-	-
Long term credit rating obtained by the Issuer	For Term Loans, NCD, Subdebt : ICRA AAA by ICRA Ltd .	For Term Loans, NCD, Subdebt : CRISIL AAA by CRISIL Ratings Ltd.
Unaccepted Credit Rating assigned to the Issuer	Nil	Nil
Issuing and Paying Agent Details (Name and Address)	HDFC Bank Ltd Treasury Operations Lodha - I Think Techno Campus, 4th Floor, Building - Alpha, Near Kanjur Marg Railway Station, Kanjur Marg (E),Mumbai - 400 042	
Debenture Trustee Details (Name and Address) (In case of NCD)	Not applicable	
Credit Enhancement Details (If any)	NIL	
Description of Instrument	Not applicable	
Amount	NIL	
In Favour of	HOLDERS OF COMMERCIAL PAPER	
Name and Address of the Guarantor	Not applicable	
Net worth of the Guarantor (Rs. In Lacs)	-	
Extent of The Guarantee Offered by the Guarantor for the Issue	-	
Conditions under which the guarantee will be invoked	-	
Trustee Details (Name and Address)	Not applicable	
Whether guarantor is a group entity	Not applicable	
If yes,		
Names of Companies to which Guarantor has issued similar guarantees,		
Name	Extent of Guarantee	Conditions Under Which the guarantee will be invoked
-	-	-



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PART III

A. Issuer Financial Details

CP Borrowing	
Date of Board Resolution	04 th November 2024
1. Limit approved by Board	Rs.7000 Crore
2. Limit as per CRA	Rs.7000 Crore
3. Limit approved by Regulator concerned (if applicable)	-

B. Details of CP / NCD and other Debt Instruments outstanding as on date of Letter of Offer
CP / NCD / other Debt Instruments (Including Liabilities not redeemed on due date) :

As per Enclosure 1 – CP Outstanding
As per Enclosure 2- NCD Outstanding

C. Fund-based facilities from banks/Financial institutions, if any

As per Enclosure 3

D. Shareholding Details of Promoters/ Details of share pledged

As per Enclosure - 4 (1).



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E. Financial Summary

(Including Net worth / Equity / Investment in subsidiaries / Affiliates)

(Rs.In Crore)

FINANCIAL SUMMARY	Current year	Year ended		
	9 Months ended 31.12.2024	31.03.2024	31.03.2023	31.03.2022
EQUITY SHARE CAPITAL	111.10	111.10	111.10	111.10
NET WORTH	10741.73	9471.69	7737.40	6893.09
INVESTMENT IN SUBSIDIARIES/ JOINT VENTURE/AFFILIATES (Net of provisions)	3328.17	2886.05	2116.19	2115.35
TOTAL DEBT OUTSTANDING-	46382.89	40925.13	32815.35	27887.81
-SHORT TERM (<1 YEAR)	9641.63	3480.71	4036.54	1509.92
-OTHER DEBT	36741.26	37444.42	28778.81	26377.89
GROSS INCOME	4752.14	5494.38	4109.91	3890.46
GROSS PROFIT (PBT)	1454.52	1962.27	1513.50	1249.54
NET PROFIT (POST TAX)	996.80	1454.01	1088.31	903.41
Audit Qualifications (If any)	Nil	Nil	Nil	Nil

F. Details of statutory auditor and changes thereof in the last three financial years:

As per Enclosure-4 (7.i & ii).

8. Residual maturity profile of assets and liabilities as on 31st March 2024 (in line with the RBI format): As per Enclosure-4 (8).

For SUNDARAM FINANCE LIMITED

AUTHORISED SIGNATORY

Date : 25th March 2025

Original / authenticated copy of any document related to above information will be made available to the investors on request.

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Enclosure -1

Details of CP Outstanding:

IPA Name : HDFC Bank Ltd

Credit Rating Agency : ICRA Ltd & CRISIL Ratings Ltd

Credit Rating : ICRA A1+ & CRISIL A1+

S.No	ISIN Number	Issue Date	Amount (Face value)	Maturity Date	Rs in Crore		No. of days
					Amount Outstanding (Face value)	Rated Amount	
1	INE660A14YK5	26-Mar-25	505.00	31-Jul-25	505.00	7000.00	127
2	INE660A14YJ7	13-Mar-25	750.00	13-Jan-26	750.00	7000.00	306
3	INE660A14YI9	21-Feb-25	500.00	20-Feb-26	500.00	7000.00	364
4	INE660A14YF5	29-Nov-24	50.00	09-May-25	50.00	7000.00	161
5	INE660A14YH1	29-Nov-24	725.00	29-Apr-25	725.00	7000.00	151
6	INE660A14YG3	18-Nov-24	450.00	17-Nov-25	450.00	7000.00	364
7	INE660A14YF5	13-Nov-24	500.00	09-May-25	500.00	7000.00	177
8	INE660A14YC2	30-Oct-24	200.00	30-May-25	200.00	7000.00	212
9	INE660A14YD0	30-Oct-24	200.00	30-Jul-25	200.00	7000.00	273
10	INE660A14XZ5	28-Oct-24	500.00	27-Oct-25	500.00	7000.00	364
11	INE660A14XX0	25-Jun-24	300.00	25-Jun-25	300.00	7000.00	365
Total			4,680.00		4,680.00		



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Enclosure -2

Non Convertible Debentures as on 24th March 2025

											₹ in Crore
S.No	ISIN No.	Issue Date	Amount (Face Value)	Maturity Date	Amount Outstanding (Face Value)	IPA	Debenture Trustee	CRA	Rating	Rated Amount	
1	INE660A07RV0	16-Jan-25	1000.00	13-Jan-28	1000.00	-	IDBI Trustee	ICRA Ltd	ICRA AAA	1000.00	
2	INE660A07RU2	13-Dec-24	1000.00	11-Dec-26	1000.00	-	IDBI Trustee	ICRA Ltd	ICRA AAA	1000.00	
3	INE660A08CI7	05-Jul-24	300.00	05-Jul-34	300.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	300.00	
4	INE660A07RT4	21-Jun-24	750.00	21-Jun-27	750.00	-	IDBI Trustee	ICRA Ltd	ICRA AAA	750.00	
5	INE660A07RS6	22-May-24	750.00	22-May-26	750.00	-	IDBI Trustee	ICRA Ltd	ICRA AAA	750.00	
6	INE660A07RR8	29-Feb-24	2000.00	28-Feb-30	2000.00	-	IDBI Trustee	CRISIL Ratings Ltd	CRISIL AAA	2000.00	
7	INE660A08CH9	15-Nov-23	200.00	15-Nov-33	200.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	200.00	
8	INE660A07RQ0	26-Oct-23	500.00	26-Oct-26	500.00	-	IDBI Trustee	CRISIL Ratings Ltd	CRISIL AAA	500.00	
9	INE660A07RP2	22-Sep-23	750.00	22-Sep-25	750.00	-	IDBI Trustee	ICRA Ltd	ICRA AAA	750.00	
10	INE660A07RO5	31-Aug-23	500.00	29-Aug-25	500.00	-	IDBI Trustee	ICRA Ltd	ICRA AAA	500.00	
11	INE660A07RN7	08-Aug-23	750.00	08-Aug-28	750.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	750.00	
12	INE660A07RM9	09-Jun-23	500.00	09-Jun-25	500.00	-	IDBI Trustee	ICRA Ltd	ICRA AAA	500.00	
13	INE660A07RK3	18-Nov-22	255.00	18-Nov-25	255.00	-	IDBI Trustee	ICRA Ltd	ICRA AAA	255.00	
14	INE660A07RI7	28-Oct-22	500.00	28-Oct-27	500.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	500.00	
15	INE660A07RH9	26-Aug-22	500.00	26-Aug-25	500.00	-	IDBI Trustee	CRISIL Ratings Ltd	CRISIL AAA	500.00	
16	INE660A07RF3	06-Jun-22	400.00	05-Jun-26	400.00	-	IDBI Trustee	CRISIL Ratings Ltd	CRISIL AAA	400.00	
17	INE660A07QV2	22-Jun-21	250.00	15-May-26	250.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	250.00	
18	INE660A07QV2	17-May-21	500.00	15-May-26	500.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	500.00	
19	INE660A08CG1	20-Apr-21	100.00	26-Mar-31	100.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	100.00	
20	INE660A08CG1	26-Mar-21	200.00	26-Mar-31	200.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	200.00	
21	INE660A07QP4	21-Jan-21	55.00	27-Nov-25	55.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	55.00	
22	INE660A08CF3	16-Dec-20	100.00	16-Dec-30	100.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	100.00	
23	INE660A07QP4	27-Nov-20	130.00	27-Nov-25	130.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	130.00	
24	INE660A07QO7	29-Oct-20	75.00	29-Oct-25	75.00	-	IDBI Trustee	ICRA Ltd	ICRA AAA	75.00	
25	INE660A08CE6	20-Jul-20	100.00	19-Jul-30	100.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	100.00	
26	INE660A08CD8	13-Jul-20	100.00	12-Jul-30	100.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	100.00	
27	INE660A08CC0	29-Jan-20	150.00	29-Jan-30	150.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	150.00	
28	INE660A08CB2	25-Sep-19	100.00	25-Sep-29	100.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	100.00	
29	INE660A08CA4	13-Jun-19	150.00	13-Jun-29	150.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	150.00	
30	INE660A08BZ3	26-Nov-18	125.00	24-Nov-28	125.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	125.00	
31	INE660A08BY6	21-Feb-18	125.00	21-Feb-28	125.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	125.00	
32	INE660A08BX8	19-Jan-18	250.00	19-Jan-28	250.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	250.00	
33	INE660A08BW0	07-Jun-17	150.00	07-Jun-27	150.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	150.00	
34	INE660A08BV2	05-May-17	150.00	05-May-27	150.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	150.00	
35	INE660A08BU4	03-Aug-16	150.00	03-Aug-26	150.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	150.00	
36	INE660A08BT6	22-May-15	40.00	22-May-25	40.00	-	IDBI Trustee	ICRA Ltd & CRISIL Ratings Ltd	ICRA AAA & CRISIL AAA	40.00	
Total			13655.00		13655.00						



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Enclosure -3

Fund based facilities from banks as on 31st January 2025 :

NAME OF THE BANK	NATURE OF FACILITY	LIMIT	COMMERCIAL PAPER	AVAILABLE LIMIT	Rs in Crore	
					AMOUNT UTILISED	ASSET CLASSIFICATION
State Bank of India	WCDC/CC/CP's	2300.00	-	2300.00	2,240.95	Standard
HDFC Bank Ltd	WCDC/CC/CP's	375.00	-	375.00	258.76	Standard
Axis Bank Ltd	WCDC/CC/CP's	100.00	-	100.00	-	Standard
ICICI Bank Ltd	WCDC/CC/CP's	300.00	-	300.00	300.00	Standard
HSBC Ltd	WCDC/CC/CP's	125.00	-	125.00	0.80	Standard
Bank of Baroda	WCDC/CC/CP's	300.00	-	300.00	200.00	Standard

NAME OF THE BANK	NATURE OF FACILITY	LIMIT	OUTSTANDING AMOUNT	ASSET CLASSIFICATION
HDFC Bank Ltd	Term Loan	5290.63	5290.63	Standard
Karnataka Bank Ltd	Term Loan	250.00	250.00	Standard
IndusInd Bank Ltd	Term Loan	265.63	265.63	Standard
IndusInd Bank Ltd	Short Term Loan	500.00	500.00	Standard
State Bank of India	NCD / CP/TL	9399.32	6809.32	Standard
ICICI Bank Ltd	Overdraft	20.00	-	Standard
Bank of India	Demand Loan	1500.00	1500.00	Standard
Bank of India	NCD	200.00	25.00	Standard
Jammu and Kashmir Bank Ltd	Term Loan	700.00	700.00	Standard
IDBI Bank Ltd	Term Loan	378.53	378.53	Standard
Axis Bank	Term Loan	800.00	800.00	Standard
South Indian Bank	Term Loan	300.00	300.00	Standard



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Enclosure-4

1. Shareholding of the issuer's promoters and the details of the shares pledged by the promoters, if any :

Details of the shareholding of the Company as on the latest quarter end 31st December 2024:-

Table I - Summary Statement holding of specified securities

Category	Category of shareholder	Nos. of shareholders	Total nos. shares held	Total Shareholding as a % of total no. of shares
(A)	Promoter and Promoter Group	100	4,13,56,483	37.22
(B)	Public Shareholding	45,865	6,88,55,998	61.97
(C)	Non-Promoter- Non Public			
(C1)	Shares underlying DRs	-	-	-
(C2)	Shares held by Employee Trusts	1	8,91,379	0.80
	Total	45,966	11,11,03,860	100.00

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

	Category of shareholder	Nos. of shareholders	Total nos. shares held	Total Shareholding as a % of total no. of shares
(1)	<u>Indian</u>			
(a)	Individuals/Hindu Undivided Family	83	2,48,05,482	22.33
(b)	Central Government / State Government(s)	-	-	-
(c)	Financial Institutions/ Banks	-	-	-
(d)	Any Other (Body Corporate)	10	1,40,84,338	12.68
	Sub-Total (A)(1)	93	3,88,89,820	35.00



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(2)	Foreign			
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	7	24,66,663	2.22
	Government	-	-	-
	Institutions	-	-	-
	Foreign Portfolio Investor	-	-	-
	Any Other	-	-	-
	Sub-Total (A)(2)	7	24,66,663	2.22
	Total shareholding of Promoter and promoter Group (A)= (A)(1)+(A)(2)	100	4,13,56,483	37.22

Note: - Shares pledged or encumbered by the promoters – Nil

2. Long Term credit rating, if any, obtained by the issuer :

For Long Term Loan from Banks : ICRA AAA by ICRA Ltd & CRISIL AAA by CRISIL Ratings Ltd.

For Commercial Paper : ICRA A1+ by ICRA Ltd valid for 3 months from the date of rating & CRISIL A1+ by CRISIL Ratings Ltd valid for 60 days from the date of rating.

3. Unaccepted credit ratings, if any, assigned to the issuer – NIL.

4. Any material event / development having implications for the financials/credit quality resulting in material liabilities, corporate restructuring event which may affect the issue or the investor's decision to invest in the CP/NCD – NIL

5. All details of credit enhancement including backstop facilities provided by the group entity including but not limited to (a) the net-worth of the guarantor, (b) the names of the companies to which the guarantor has issued similar guarantees, (c) the extent of the guarantees offered by the guarantor and (d) the conditions under which the guarantee will be invoked, etc.: Not applicable

6. Details of default of CP, NCD or any other debt instrument and other financial indebtedness including corporate guarantee issued in the past five financial years including in the current financial year. -NIL

7. Details of statutory auditor and changes thereof in the last three financial years :

i. Details of the Joint auditors of the Company:-

Name and address	Date of appointment	Remarks (viz reasons for change etc)
M/s Brahmayya & Co., Chartered Accountants, No.48, Masilamani Road, Balaji Nagar, Royapettah, Chennai -600014	14 th August 2024	Appointment as a Joint Statutory Auditor in accordance with the RBI Guidelines for Appointment of Statutory Auditors of Banks and NBFCs notified on 27 th April 2021.
M/s R.G.N Price & Co., Chartered Accountants, 861, Anna Salai, Simpson Buildings, Chennai -600002		



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ii. Details of statutory auditor and changes thereof in the last three financial years.

Name and address	Date of appointment	Date of cessation (in case of resignation)	Remarks (viz reasons for change etc.)
M/s. Sundaram & Srinivasan, Chartered Accountants, 23, C. P. Ramaswamy Road, Alwarpet, Chennai - 600 018	20 th July 2017	6 th September 2021	Resignation in accordance with the circular of RBI dated:27 th April 2021, before completion of tenure of appointment.
M/s B.K. Khare & Co., Chartered Accountants, 706/708, Sharda Chambers, New Marine Lines, Mumbai - 400020	6 th September 2021	14 th August 2024 (term has come to an end as per RBI Guidelines)	Appointment of joint auditors in accordance with the RBI Guidelines for Appointment of Statutory Auditors of Banks and NBFCs notified on 27 th April 2021. Their term has come to an end on the conclusion of the 71 st Annual General Meeting.
M/s N.C. Rajagopal & Co., Chartered Accountants, No 22, V. Krishnaswamy Avenue, Luz Church Road, Mylapore, Chennai - 600004			
M/s Brahmayya & Co., Chartered Accountants, No.48, Masilamani Road, Balaji Nagar, Royapettah, Chennai -600014	14 th August 2024		Appointment as a Joint Statutory Auditor in accordance with the RBI Guidelines for Appointment of Statutory Auditors of Banks and NBFCs notified on 27th April 2021.
M/s R.G.N Price & Co., Chartered Accountants, 861, Anna Salai, Simpson Buildings, Chennai -600002			



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8. Residual maturity profile of assets and liabilities as on 31st March 2024 (in line with the RBI format):

Rs. In Cr.

Maturity Pattern of Certain Assets & Liabilities:	0 to 7days	8 to 14days	15 to 30 / 31days	Over 1 month to 2 months	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to one year	Over one year to 3 years	Over 3 to 5 years	Over 5 years	Total
Deposits	87.58	30.68	77.85	142.95	184.42	568.6	1097.85	3603.53	-	-	5793.46
Borrowings	46.82		762.49	1416.98	1522.4	3790.81	7313.59	13031.5	4047.08	3200	35131.67
Foreign Currency Liabilities	-	-	-	-	-	-	-	-	-	-	-
Advances	505.78	1213.55	507.98	1900.22	2083.65	4918.3	8930.02	22727.5	5882.53	178.86	48848.4
Investments	1384.07	4.35	210.68	278.17	128.38	239.36	315.2	672.18	51.04	3099.48	6382.92
Foreign Currency Assets	-	-	-	-	-	-	-	-	-	-	-
Net	1755.45	1187.22	-121.67	618.46	505.21	798.25	833.78	6764.65	1886.5	78.34	14306.19



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