



Registered Office:
"Chaitanya",
No. 12, Khader Nawaz Khan Road,
Nungambakkam,
Chennai – 600006
PH: 044 28332115

Sundaram-Clayton Limited

[formerly Sundaram-Clayton DCD Limited]

5th February 2026

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Scrip Code: 544066

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Bandra-Kurla Complex
Bandra(E), Mumbai 400 051
Scrip Code: SUNCLAY

Dear Sir / Madam,

Subject : Disclosure in terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) 2015 ("Listing Regulations")

Reference : Merger of Sundaram-Clayton (USA) Limited, USA with Sundaram Holding USA Inc., USA

We wish to inform you that Sundaram-Clayton (USA) Limited ("SCL USA"), a wholly owned subsidiary, has been merged with Sundaram Holding USA Inc., USA ("SHUI"), another wholly owned subsidiary, with effect from the appointed date viz., December 16, 2025. SHUI has received the Certificate of Merger on February 4, 2026.

Consequent to the merger, SCL USA has ceased to be a wholly owned subsidiary of the Company.

The details as required under the SEBI Listing Regulations read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026, are given in Annexure 1 to this intimation.

Date and time of occurrence of event: 4th February 2026 at 07.09 P.M. (IST)

Thanking you,

Yours faithfully,
For **Sundaram-Clayton Limited**

P D Dev Kishan
Company Secretary
Encl.: As Above



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Annexure 1

Disclosure of information pursuant to Regulation 30 of the Listing Regulations

S. No	Particulars	Details
a)	Name of the entity(ies) forming part of the Amalgamation / Merger, details in brief such as, size, turnover etc.	<p>Sundaram-Clayton (USA) Limited ("SCL USA" / "Transferor"), was incorporated as a limited company under the State of Illinois, United States of America on June 15, 2012. SCL USA was a non-operating company. No revenues were recorded as per the last audited accounts as on March 31, 2025.</p> <p>Sundaram Holding Inc., ("SHUI" / "Transferee"), was incorporated as a C Corporation under the laws of Delaware, United States of America on September 9, 2015. The Turnover of the company is Rs. 230.31 crores as per the last audited accounts as on March 31, 2025.</p>
b)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length".	Since the transaction is between two wholly-owned subsidiaries of the Company, it is exempted as per Regulation 23(5)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
c)	Area of business of the entity(ies).	<p>Sundaram Holding (USA) Inc. is engaged in the business of manufacturing of aluminium castings.</p> <p>Sundaram-Clayton (USA) Limited was engaged in the professional employer organisation which provides payroll services.</p>
d)	Rationale for amalgamation/ Merger.	The Merger was done considering the simplifying the cost optimization, compliance and legal requirement across entities.
e)	In case of cash consideration – amount or otherwise share exchange ratio.	Since the merger is amongst the wholly owned subsidiaries, there will be no capital increase nor an allocation of shares upon merger.
f)	Brief details of change in shareholding pattern (if any) of listed entity.	No change

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