

Telephone Nos. :
Regd. Office : (044) 28522745
Factory : (044) 26234300
(044) 26258511



Telefax : 044 - 26257121
Web : www.wheelsindia.com

WHEELS INDIA LIMITED

Registered Office :
21, Patullos Road, Chennai - 600 002.

Factory :
Padi, Chennai - 600 050.

March 27, 2014

**The Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051**

Dear Sir,

**Sub: Declaration in terms of Regulation SEBI (Prohibition of Insider Trading)
Regulations, 1992**

In terms of Regulation 13(6) of SEBI (Prohibition of Insider Trading) Regulations, 1992, we are forwarding the declaration submitted by Sundaram Finance Limited.

Kindly acknowledge.

Thanking you,

For Wheels India Limited

**S Srivathsan
President (Finance) & Secretary**

CC: Bombay Stock Exchange Limited
Floor 25, P J Towers, Dalal Street
Mumbai - 400 001

PLEASE ADDRESS ALL COMMUNICATIONS TO THE FACTORY



SUNDARAM FINANCE
Enduring values. New age thinking.

26th March 2014

The Manager - Listing
National Stock Exchange of India Limited
Capital Market – Listing
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (East), Mumbai 400 051

✓ Sri. S Srivathsan
President (Finance) &
Secretary
Wheels India Limited
21, Patullos Road
Chennai 600 002

The Corporate Relationship
Department of Corporate Services
Bombay Stock Exchange Ltd.
Floor 25, P J Towers
Dalal Street
Mumbai 400 001

Dear Sirs,

Re: Wheels India Limited – Rights Issue to public shareholders to comply with minimum public shareholding - Declaration in terms of Regulation 13(4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992

In terms of Regulation 13(4A) of SEBI (Prohibition of Insider Trading) Regulations, 1992, we send herewith a declaration in respect of the change in the percentage of shareholding (13.51% to 11.08%) consequent upon reduction in the percentage of equity shareholdings of the promoters consequent upon allotment of 21,62,835 shares to public shareholders by way of rights issue by Wheels India Limited (which issue was not subscribed to by the Promoters and the members of the Promoters Group).

Kindly acknowledge receipt.

Thanking you,

Yours truly,
For Sundaram Finance Limited


P Viswanathan
Secretary & Compliance Officer

Encl: Form D

Sundaram Finance Limited

FORM D

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992

**Regulation 13(4) and 13(4A) - Details of change in shareholding or voting rights held by
Director or Officer or Promoter or Person who is part of Promoter Group
of a Listed Company (Wheels India Limited)**

PARTICULARS	DETAILS
Name, PAN & address of Promoter / Person who is part of Promoter Group / Director / Officer	Sundaram Finance Limited AAACS4944A 21, Patullus Road Chennai 600 002
No. and % of shares/ voting rights held by the Promoter / Person who is part of Promoter Group / Director / Officer	13,33,741 Equity Shares (13.51%)
Date of receipt of allotment advice / acquisition of / sale of shares / voting rights	Letter dated 25 th March 2014 of Wheels India Limited
Date of intimation to Company	25 th March 2014
Mode of acquisition (market purchase/ public/rights/preferential offer etc.) / sale	Though no shares were disposed off by the Promoters, there is a reduction in the percentage of equity shareholding of the Promoters and the members of the promoters group consequent upon the allotment of 21,62,835 shares to public shareholders by way of rights issue by Wheels India Ltd. and the Promoters/Promoters Group foregoing their rights entitlement for the purpose of increasing the 'public shareholding' to 25%.
No & % of shares / voting rights post acquisition/ sale	13,33,741 Equity Shares (11.08%)
Trading member through whom the trade was executed with SEBI and the Registration No. of the TM	Not Applicable
Exchange on which trade was executed	National Stock Exchange of India Limited
Buy quantity	Not Applicable
Buy value	Not Applicable
Sell quantity	Not Applicable
Sell Value	Not Applicable

For Sundaram Finance Limited


P. Viswanathan
Secretary & Compliance Officer

Place: Chennai
Date: 26th March 2014