



**SUNDARAM FINANCE**

*Enduring values. New age thinking.*

SEC:096:16/SS

March 11, 2016



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 (E), Mumbai 400 051

Dear Sir,

**Sub: Details regarding the voting results**

Ref: Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

As required under the above regulation, we are submitting the details regarding postal ballot and e-voting results declared on 11<sup>th</sup> March 2016 in the prescribed format.

Thanking you,

Yours truly,  
for Sundaram Finance Limited

P. Viswanathan  
Secretary & Compliance Officer

CC: The Corporate Relationship  
Dept. of Corporate Services  
Bombay Stock Exchange Limited  
Floor 25, P J Towers  
Dalal Street  
Mumbai 400 001

**Sundaram Finance Limited**

**VOTING RESULTS UNDER REGULATION 44 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

|                                                                              |                                            |
|------------------------------------------------------------------------------|--------------------------------------------|
| Date of the AGM/EGM                                                          | Not Applicable                             |
| Total number of shareholders on Record Date                                  | 20684 Shareholders as on 29th January 2016 |
| No. of Shareholders present in the meeting either in person or through proxy |                                            |
| Promoters and Promoter Group:                                                | Not Applicable                             |
| Public:                                                                      | Not Applicable                             |
| No. of Shareholders attended the meeting through Video Conferencing          |                                            |
| Promoters and Promoter Group:                                                | Not Applicable                             |
| Public:                                                                      | Not Applicable                             |

**Agenda-wise disclosure (to be disclosed separately for each agenda item) - Resolution 1**

|                                                                          |                                                                                                                                                                                                              |                        |                        |                                                           |                             |                              |                                                        |                                                      |
|--------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------|------------------------|-----------------------------------------------------------|-----------------------------|------------------------------|--------------------------------------------------------|------------------------------------------------------|
| Resolution Required (Ordinary/Special)                                   | Special Resolution through postal ballot for private placement of debentures under Section 42 of the Companies Act, 2013 upto a sum of Rs.7500 cr. during the period from 1st April 2016 to 31st March 2017. |                        |                        |                                                           |                             |                              |                                                        |                                                      |
| Whether Promoter/Promoter Group are interested in the agenda/Resolution? | No                                                                                                                                                                                                           |                        |                        |                                                           |                             |                              |                                                        |                                                      |
| Category                                                                 | Mode of Voting                                                                                                                                                                                               | No. of Shares held (1) | No of votes polled (2) | % of votes polled on outstanding shares (3)=[(2)/(1)]*100 | No. of Votes -in favour (4) | No. of Votes -in against (5) | % of votes in favour on votes polled (6)=[(4)/(2)]*100 | % of votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter & Promoter group                                                | Evoting                                                                                                                                                                                                      | 40179396               | 17682545               | 44.009                                                    | 17682545                    |                              | 100.000                                                | 0.000                                                |
|                                                                          | Poll                                                                                                                                                                                                         |                        |                        |                                                           |                             |                              |                                                        |                                                      |
|                                                                          | Postal Ballot                                                                                                                                                                                                | 40179396               | 20902272               | 52.022                                                    | 20902272                    |                              | 100.000                                                | 0.000                                                |
|                                                                          | <b>Total</b>                                                                                                                                                                                                 | <b>40179396</b>        | <b>38584817</b>        | <b>96.031</b>                                             | <b>38584817</b>             |                              | <b>100.000</b>                                         | <b>0.000</b>                                         |
| Public Institutions                                                      | Evoting                                                                                                                                                                                                      | 17417507               | 11351219               | 65.171                                                    | 11290038                    | 61181                        | 99.461                                                 | 0.539                                                |
|                                                                          | Poll                                                                                                                                                                                                         |                        |                        |                                                           |                             |                              |                                                        |                                                      |
|                                                                          | Postal Ballot                                                                                                                                                                                                | 17417507               | 69000                  | 0.396                                                     | 69000                       |                              | 100.000                                                | 0.000                                                |
|                                                                          | <b>Total</b>                                                                                                                                                                                                 | <b>17417507</b>        | <b>11420219</b>        | <b>65.567</b>                                             | <b>11359038</b>             | <b>61181</b>                 | <b>99.464</b>                                          | <b>0.536</b>                                         |
| Public non-institutions                                                  | Evoting                                                                                                                                                                                                      | 53506957               | 2115516                | 3.954                                                     | 2115503                     | 13                           | 99.999                                                 | 0.001                                                |
|                                                                          | Poll                                                                                                                                                                                                         |                        |                        |                                                           |                             |                              |                                                        |                                                      |
|                                                                          | Postal Ballot                                                                                                                                                                                                | 53506957               | 9259072                | 17.304                                                    | 9252377                     | 6695                         | 99.928                                                 | 0.072                                                |
|                                                                          | <b>Total</b>                                                                                                                                                                                                 | <b>53506957</b>        | <b>11374588</b>        | <b>21.258</b>                                             | <b>11367880</b>             | <b>6708</b>                  | <b>99.941</b>                                          | <b>0.059</b>                                         |
| <b>TOTAL</b>                                                             |                                                                                                                                                                                                              | <b>111103860</b>       | <b>61379624</b>        | <b>55.245</b>                                             | <b>61311735</b>             | <b>67889</b>                 | <b>99.889</b>                                          | <b>0.111</b>                                         |

