Sundram Fasteners Limited

Email: investorshelpdesk@corp.sfl.co.in

REGISTERED & CORPORATE OFFICE
98-A, VII FLOOR
DR. RADHAKRISHNAN SALAI,
MYLAPORE, CHENNAI - 600 004, INDIA
TELEPHONE : +91 - 44 - 28478500
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PAN : AAACS8779D
CIN : L35999TN1962PLC004943
WEBSITE : www.sundram.com

April 23, 2015

National Stock Exchange of India Limited (NSE) By NEAPS / Email
Scrip Code - SUNDRMFAST
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051

BSE Limited (BSE) By Listing Centre / Email / Courier
Scrip Code - 500403
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai – 400 001

Dear Sir / Madam,

Proceedings for declaration of results of voting by Postal Ballot

We enclose herewith a copy of the Proceedings for declaration of results of voting by Postal Ballot of our Company held on 16th April 2015.

Thanking you,

Yours truly,
For SUNDRAM FASTENERS LIMITED

V G Jaganathan
Chief Financial Officer & Company Secretary

PROCEEDINGS FOR DECLARATION OF RESULTS OF VOTING BY POSTAL BALLOT OF THE COMPANY HELD AT 98-A, 7TH FLOOR, DR RADHAKRISHNAN SALAI, MYLAPORE, CHENNAI – 600 004 ON THURSDAY, THE 16TH APRIL 2015 AT 7.00 P.M.

Present

Directors

Sri Suresh Krishna
Chairman and Managing Director

In attendance

Sri V G Jaganathan
Chief Financial Officer & Company Secretary

Scrutiniser

Sri K Sriram
Partner – M/s S Krishnamurthy & Co.,
Company Secretaries, Chennai

* * * *

Sri K Sriram, Scrutiniser, informed that the Postal Ballot process has been conducted in compliance with the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014. He mentioned that the Company had also provided e-voting facility to its members as required under Companies Act, 2013 and the Listing Agreement. He informed that he had completed the scrutiny of all the postal ballot forms received up to 6.00 pm on Monday the 13th April 2015 and submitted his report relating to the results on the voting by Postal Ballot / E-Voting to the Chairman & Managing Director.

The report submitted by the Scrutiniser was taken on record and the Chairman and Managing Director announced the results of the voting by Postal Ballot as under:

Ordinary Business

RESOLUTION NO.1 - ORDINARY RESOLUTION

APPOINTMENT OF SRI B MUTHURAMAN (HOLDING DIN 00004757) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

Particulars	E-Voting	Postal Ballot	Total
Number of valid votes received	3,96,87,270	10,77,05,464	14,73,92,734
Votes in favour of the resolution	3,96,80,870	10,76,92,444	14,73,73,314
Votes against the resolution	6,400	13,020	19,420
% of votes in favour			**99.99**
RESULT	The *Ordinary Resolution* was **passed** as the requisite majority of votes were cast / polled in favour of the resolution.		

The Chairman then declared that the following *Ordinary Resolution*, as set out in the Postal Ballot Notice dated 25th February 2015, was carried with the requisite majority.

SUNDRAM FASTENERS LIMITED CHENNAI 600 004

RESOLVED that pursuant to Section 149 read with Schedule IV and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification) Rules, 2014 and Clause 49 of the Listing Agreement, Sri B Muthuraman (holding DIN 00004757), be and is hereby appointed as a non-executive and independent director of the Company, to hold office for a term of five (5) consecutive years from 16th April 2015 to 15th April 2020, not liable to retire by rotation.

Sd/-

21st April, 2015 **CHAIRMAN**

SUNDRAM FASTENERS LIMITED CHENNAI 600 004