

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	25,582 Shareholders as on 31st March 2022
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)	Ordinary Resolution passed for obtaining the approval of the Members through postal ballot to appoint Sri Srivats Ram (holding DIN: 00063415) as a Non-Executive Non-Independent Director of the company :							
Whether Promoter/Promoter Group are interested in the agenda/Resolution?	yes							
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	42768519	38531115	90.09	38531115	-	100.00	0.00
	Poll							
	Postal Ballot					-		
	Total	42768519	38531115	90.09	38531115	-	100.00	0.00
Public Institutions	Evoting	26864563	22049842	82.08	20857356	1192486	94.59	5.41
	Poll							
	Postal Ballot							
	Total	26864563	22049842	82.08	20857356	1192486	94.59	5.41
Public non-institutions*	Evoting	39537875	5828919	14.74	5828078	841	99.99	0.01
	Poll							
	Postal Ballot							
	Total	39537875	5828919	14.74	5828078	841	99.99	0.01
TOTAL		109170957	66409876	60.83	65216549	1193327	98.20	1.80

* excludes (a) 9,13,985 shares held by Sundaram Finance Employees Welfare Trust (Non-Promoter Non-Public), (b) 1,01,177 shares held by IEPF Authority, (c) 3,756 shares held in Sundaram Finance Limited Unclaimed Suspense Account - No Voting rights
 Abstained from voting - 19,42,902 shares held by Sri Srivats Ram with others



Sundaram Finance Limited
21, Patullos Road, Chennai - 600002

MINUTES OF THE PROCEEDINGS HELD AT REGISTERED OFFICE ON
FRIDAY, THE 6TH MAY 2022 AT 5.00 P.M FOR DECLARATION OF
RESULTS OF E-VOTING THROUGH POSTAL BALLOT.

PRESENT:

Chairman	Sri Rajiv C Lochan, Managing Director
Scrutinizer	Sri T.K. Bhaskar
INVITEE:	Ms Komala, Representative of Registrar and Share Transfer Agents – Cameo Corporate Services Ltd. Chennai
Secretary & Compliance Officer	Sri P Viswanathan

Sri T.K. Bhaskar, Scrutinizer, stated that he had carried out the scrutiny of all the postal ballot through e-voting received upto the close of working hours (17:00 hrs) on 5th May 2022 and submitted his report relating to the results on E-voting to the Chairman. He added that the Company had provided only the e-voting facility to its members in compliance with the circular issued by the Ministry of Corporate Affairs dated 8th December 2021 on account of the threats posed by the COVID-19 pandemic. He also added that the postal ballot through e-voting was conducted in accordance with the provisions of Section 110 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, and as per SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

The Report submitted by the Scrutinizer was taken on record and the Chairman announced the results of the postal ballot through e-voting as under:

Ordinary Resolution passed for obtaining the approval of the Members through postal ballot to appoint Sri Srivats Ram (holding DIN: 00063415) as Non-Executive Non-Independent Director of the company.



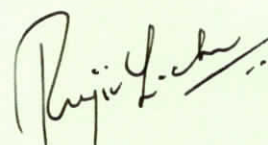
Sundaram Finance Limited
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Particulars	Number of Shareholders	Number of Shares
Total Number of E-Votes	401	66409876
E-Votes in favour of the Resolution	339	65216549
E-Votes against the Resolution	62	1193327
% of E-Votes in favour		98.20

The Chairman then declared that the following Ordinary Resolution, as set out in the Postal Ballot Notice dated 28th March 2022, was carried with the requisite majority:

“RESOLVED that, pursuant to Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, read with Reg. 17(IC) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Sri Srivats Ram (holding DIN:00063415) be and is hereby appointed as a Non-Executive Non-Independent Director of the company, liable to retire by rotation”

Place: Chennai
Date: 6th May 2022



CHAIRMAN

SCRUTINIZER'S REPORT

Sri Rajiv C Lochan
Managing Director
Sundaram Finance Limited
21 Patullos Road, Chennai 600 002

Dear Sir,

Re: Passing of Postal Ballot Resolutions through E-voting

The Board of Directors of the Company at its meeting held on 28th March 2022, has appointed me as Scrutinizer for conducting the postal ballot through e-voting process.

I submit my report as under:

1. The Company has on 4th April 2022, sent the postal ballot Notice in electronic form in accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular dated 8th December 2021 to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 31st March 2022. The said postal ballot notice contained the procedure for e-voting by members as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Postal Ballot has been conducted in compliance with the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.
3. Particulars of all the postal ballot e-voting by the Members have been entered in a register separately maintained for the purpose.
4. The e-voting commenced on Wednesday, the 6th April 2022 (9:00 A.M.) and ended on Thursday, the 5th May 2022 (5:00 P.M.).
5. I ensured the closure of the e-voting process on 5th May 2022 at 5:00 P.M. Thereafter, I downloaded and forwarded the E-voting Report to the Registrar & Share Transfer Agents
6. A summary of votes received through e-voting is given below:

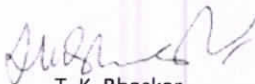
Ordinary Resolution passed, for obtaining the approval of the Members through postal ballot to appoint Sri Srivats Ram (holding DIN: 00063415) as a Non-Executive Non-Independent Director of the company

S.No.	Particulars	E-voting (Folios)	No. of shares (Votes through E-voting)	% to total paid- up equity capital	% to total Votes
(a)	Total E-voting	401	66409876	60.33	
(b)	With assent for the Resolution	339	65216549	59.24	98.20
(c)	With dissent for the Resolution	62	1193327	1.08	1.80
(d)	Abstained from Voting	4	1942902	1.76	

7. I am handing over the related papers/registers and records for safe custody.
8. You may accordingly declare the result of the Postal Ballot conducted through E-voting.

Thanking you,

Chennai
6th May 2022


T. K. Bhaskar
Scrutinizer