MINUTES OF THE PROCEEDINGS OF THE 31<sup>st</sup> ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF SUNDARAM FINANCE HOLDINGS LIMITED HELD THROUGH VIDEO CONFERENCING, ON THURSDAY, THE 24<sup>TH</sup>JULY 2025 BETWEEN 10.00 A.M. AND 10.38 A.M.

PRESENT:

MEMBERS\*

108

**PROXIES** 

.\_.

108

100

\* includes Directors and Key Management Personnel who were present in person at a central location

| Chairman                       | Sri Harsha Viji  |
|--------------------------------|--|
|                                | Sri R. Venkatraman   |
|                                | Ms. Shobhana Ramachandhran   |
|                                | Sri Srivats Ram  |
| Directors                      | Sri Ananth Ramanujam   |
|                                | Sri Sriram Viji  |
|                                | Ms Priyamvada Ramkumar   |
|                                | Ms Sripriya Kumar  |
| Chief Executive Officer        | " S. Ravi  |
| Chief Financial Officer        | " C.Senthilnathan  |
| Secretary & Compliance Officer | " S. Kalyanaraman  |
| Statutory Auditor              | "Vinay Kothari, Partner,<br>R.G.N. Price & Co,<br>Chartered Accountants, Chennai |
| Secretarial Auditor            | " A. Kalyana Subramaniam   |
| Scrutinizer                    | " T.K. Bhaskar, Partner,<br>H&B Partners   |

Sri Harsha Viji occupied the Chair and called the meeting to order.

With the permission of the members, notice of the meeting was taken as read.

The Secretary informed the shareholders that the Auditors' Report on the accounts for the year ended 31<sup>st</sup> March 2025, being an unqualified one (clean report), was not required to be read out at the Annual General Meeting as per the provisions of Section 145 of the Companies Act, 2013.

The following are the highlights of the speech delivered by Sri Harsha Viji, Chairman:

### **Indian Economy**

FY 24 - 25 saw broad macro economic variables holding up with continued strength in e-way bills, domestic tractor sales and GST collections. However, passenger car sales remained muted as also commercial vehicles. While general elections led to muted capex spending, the decline in capex continued for most part of the year, leading to a contraction in manufacturing GDP growth. However, with a gradual uptick in capex by Dec 2024, manufacturing growth picked up. Domestic liquidity deficit was a key highlight during the year and was caused by heavy dollar selling by the RBI towards containing the exchange rate. However, the RBI's continued liquidity measures through OMO purchases and FX swaps, helped turn a sharp liquidity deficit into a comfortable surplus. On spending patterns, the government's household consumption expenditure survey showed a narrowing urban-rural gap.

Into FY 25 - 26, the centre projects a continued fiscal consolidation, taking India's fiscal deficit to 4.4%. GDP growth is expected to be in the range of 6.0-6.5% given elevated uncertainty around US tariff policy and resultant global growth. India's trade deficit continued to remain elevated, but rising software exports and remittances are likely to continue, helping keep India's current account deficit in

check, hovering around 1% of GDP. Inflation is expected to be around 4%, given the expectation of a normal monsoon in 2025, thereby supportive of benign rates and liquidity. The Union budget also delivered a welcome and unexpected boost for consumption, through changes to Income Tax slab rates. Income tax slabs under the new tax regime were widened, alongside better progression in tax rates. This is expected to give a boost to discretionary consumption across various segments in FY 25 - 26.

### **Automotive Sector Outlook**

Your Company generates a significant portion of its income from dividend flows from the group companies that are engaged in the automotive sector.

The Indian automotive industry concluded FY 24 - 25 on a stable note, with 7% growth in industry volumes. Growth rates were divergent within segments, with 8% growth in two-wheelers, 7% in three-wheelers, 7% in tractors, 2% growth in passenger vehicles and flat performance in commercial vehicles. Notable trends during the year include continued premiumization within passenger vehicles and the rising electrification trends within two-wheelers. Within two-wheelers, electric two-wheelers account for 5.8% of overall volumes and approximately 18% of scooters. Passenger vehicles, which grew overall by 2%, was a tale of two-segments. Small cars continued to remain weak, reporting a decline of 12%, while UV volumes continued to be firm (11% growth) due to strong customer demand and model launches, accounting for 65% of Passenger vehicle volumes.

Going ahead, the Commercial Vehicle (CV) segment is expected to witness a modest improvement, supported by rising fleet utilization, recovery in replacement demand, continued spending on infrastructure, government mandates promoting e-Buses, improved liquidity and interest rate conditions and sustained truck operator economics. Rise of warehousing activities in Tier 2/3 markets could

support LCV growth, which account for 60% of overall CV volumes. Tractor volumes, which posted a strong recovery into second half of last fiscal are expected to find further growth support from healthy water reservoir levels and Government support on crop pricing.

Overall, we expect an automobile market growth (excluding two wheelers) of 4-6% in unit terms at best.

#### **INVESTMENTS**

### Forge 2000 Private Limited (Forge)

During the year, your Company had acquired 20,00,000 equity shares of Rs. 10/-each constituting 100% stake in Forge 2000 Private Limited, thereby making it a wholly-owned subsidiary of your Company.

Forge 2000 Private Limited is engaged in the business of manufacturing of forge components for automobile industry. The major activity of FORGE is manufacturing, and is primarily engaged in forging, pressing, stamping and roll forming of metal powder metallurgy and undertakes job work for the automobile industry.

#### DIVESTMENTS

As a part of the Company's strategy to exit from non-crore and non group investments, the Company exited from the following investments:

### **DELPHI-TVS TECHNOLOGIES LIMITED**

During the Financial year the Company divested entire stake of 2,52,896 equity shares of Rs.10/- each constituting 3.19% in the total paid-up equity share capital of M/s Delphi TVS Technologies Limited for consideration of Rs.40.00 Cr, the carrying cost of the investment in our books as on 31st March 2024 was Rs.19.48 crs.

#### D2C CONSULTING SERVICES PRIVATE LIMITED:

Dis-investment of 100 equity shares of Rs.10/- each and 17,014 Compulsorily Convertible Participating Preference Shares of Rs.100/- each held by the Company in D2C Consultancy Services Private Limited to the existing promoter of the investee company, at a price of Rs.2,250/- per equity share and Rs.2,250/- per Compulsorily Convertible Participating Preference Share for total consideration of Rs.3.85 Cr.

### **WORKING RESULTS**

Your Company has registered a consolidated net profit of ₹412.09 crores for the year ended 31st March 2025, and standalone net profit of ₹236.01 crores as compared to ₹533.14 crores and ₹321.57 crores respectively registered in the previous financial year. The profit before tax of the previous year includes Rs. 175.67 crores representing a one time receipt on redemption of non-convertible redeemable preference shares of TVS Holdings Limited. Excluding this one time receipt, the consolidated net profit for the year ended 31st March 2025 has gone up by 15.28%.

Your Company received a higher dividend income of ₹209.52 Cr for the year ended 31.03.2025 as against ₹160.40 Cr received during the Financial year 2023-24.

### Performance of Subsidiary Companies

Sundaram Business Services Limited, your Company's wholly owned subsidiary, earned a total revenue of ₹59.78 cr. and reported a profit after tax of ₹22.05 (PY ₹16.76 cr.).

Forge 2000 Private Limited, your Company's wholly owned subsidiary, earned a total revenue of ₹24.96 cr. and reported a profit after tax of ₹0.58cr. (PY ₹1.13 cr.).

### DIVIDEND

In February 2025 your company paid an Interim dividend of ₹3.70/- per share (74% on the face value of ₹ 5/-).

A portion of the profits earned on dis-investment of our stake in some portfolio companies is being distributed to the shareholders as Special Dividends. A second Interim Dividend of ₹0.60/- per share (12% on the face value of ₹ 5/-) was paid in June 2025.

#### **Final Dividend**

In addition to the two interim dividends, Your Company is pleased to recommend a Final Dividend of ₹1.55/- per share (31% on the face value of ₹5/-), subject to the approval of the Shareholders at the AGM.

The total dividend for the year 2024-25 works out to ₹5.85/- per share (117% on the face value of ₹5/-) on the paid-up capital of ₹111.05 crs.

After delivering his speech, Chairman informed the shareholders that in accordance with the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had offered the facility of remote e-voting and e-voting at the meeting to the shareholders.

Chairman advised the shareholders that they could seek clarifications, if any, on the audited accounts and on all other subjects, as well.

The queries raised by the members at the meeting, were replied to, by Sri Harsha Viji Chairman.

Chairman announced that those members who had not exercised their votes through remote e-voting could do so through e-voting upto the conclusion of the meeting.

Chairman announced that the final results of the voting (after consolidating the result of remote e-voting and e-voting at the time of the meeting) would be announced to the Stock Exchange and on the website of the Company within two working days of the conclusion of the AGM.

The final results of the e-voting and the resolutions passed are as under:

### ADOPTION OF ACCOUNTS FOR THE FINANCIAL YEAR 2024-25 – ORDINARY RESOLUTION.

| Particulars   | Total     |
|---|-----------|
| Number of valid votes received                                      | 144594010 |
| Votes in favour of the Resolution                                   | 144593905 |
| Votes against the Resolution  | 105       |
| Votes in favour as a percentage of total number of valid votes cast | 100.00%   |
| Votes against as a percentage of total number of valid votes cast   | 0.00%     |

**RESOLVED** that the Audited Financial Statements, including the Consolidated Financial Statements, of the Company, for the year ended 31st March 2025 and the Board's and Auditors' Reports thereon, be and are hereby approved and adopted.

### 2. DECLARATION OF FINAL DIVIDEND - ORDINARY RESOLUTION

| Particulars                              | Total     |
|--|-----------|
| Number of valid votes received           | 144625985 |
| Votes in favour of the Resolution        | 144625745 |
| Votes against the Resolution             | 240       |
| Votes in favour as a percentage of total | 100.00%   |
| number of valid votes cast               |           |
| Votes against as a percentage of total   | 0.00%     |
| number of valid votes cast               |           |

"RESOLVED that a final dividend of ₹1.55/- per share (31% on the face value of ₹5/-), as recommended by the Directors, be and is hereby declared for the financial year ended 31st March 2025 on the paid-up capital of ₹111.05 cr. and that the dividend amount of ₹34.42 cr. representing the said final dividend of ₹1.55/- per share (31% on the face value of ₹5/-) be paid out of the profits for the year 2024-25 ,making with the 1st interim dividend of Rs.3.70/- per share (74% on the face value of Rs.5/-) and 2nd interim dividend of Rs.0.60/- per share (12% on the face value of Rs.5/-) a total dividend of Rs.5.85/- per share (117% on the face value of Rs.5/-)for the year 2024-25 and that the total dividend amount of Rs.129.93 cr. representing the said total dividend of Rs.5.85/- per share (117% on the face value of Rs.5/-) be paid out of the profits for the year 2024-25."



## 3. RE-ELECTION OF SRI ANANTH RAMANUJAM (DIN 00061970) THE RETIRING DIRECTOR – ORDINARY RESOLUTION

| Particulars   | Total     |
|---|-----------|
| Number of valid votes received                                      | 144625985 |
| Votes in favour of the Resolution                                   | 142890965 |
| Votes against the Resolution  | 1735020   |
| Votes in favour as a percentage of total number of valid votes cast | 98.80%    |
| Votes against as a percentage of total number of valid votes cast   | 1.20%     |

**RESOLVED** that Sri Ananth Ramanujam (DIN 00061970), the retiring Director, be and is hereby re-elected as Director of the Company, liable for retirement by rotation.

# 4. APPOINTMENT OF SRI. A. KALYANA SUBRAMANIAM, PRACTICING COMPANY SECRETARY AS THE SECRETARIAL AUDITOR OF THE COMPANY AND TO FIX THE REMUNERATION – ORDINARY RESOLUTION

| Particulars   | Total     |
|---|-----------|
| Number of valid votes received                                      | 144625985 |
| Votes in favour of the Resolution                                   | 144625875 |
| Votes against the Resolution  | 110       |
| Votes in favour as a percentage of total number of valid votes cast | 100.00%   |
| Votes against as a percentage of total number of valid votes cast   | 0.00%     |

"RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013 and Regulation 24 A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, and pursuant

to the recommendation of the Board of Directors, Sri. A. Kalyana Subramaniam, Practicing Company Secretary, Chennai (CP: 16345) (Peer Review Certificate No.: 936/2020), be and is hereby appointed as Secretarial Auditor of the Company for a term of five consecutive years commencing from 1st April 2025 to 31st March 2030.

"FURTHER RESOLVED that the Board of Directors of the Company be and are hereby severally authorised to finalise the remuneration payable to the Secretarial Auditor from time to time, apart from certification fee, GST, and reimbursement of travelling and other out-of-pocket expenses, if any, to be incurred by the Secretarial Auditor, in connection with the audit. With a vote of thanks, the meeting concluded.

Place: Chennai

Date: 24.07.2025

### Report of Scrutinizer for the Resolutions Passed at the 31<sup>st</sup> Annual General Meeting of Sundaram Finance Holdings Limited

To Sri Harsha Viji Chairman Sundaram Finance Holdings Limited 21 Patullos Road Chennai 600 002

31<sup>st</sup> Annual General Meeting of the Equity Shareholders of Sundaram Finance Holdings Limited held on Thursday, the 24<sup>th</sup> July 2025 at 10:00 A.M. IST through Video Conferencing.

I, T K Bhaskar, appointed as Scrutinizer for the purpose of conducting the remote e-voting and e-voting at the meeting on the below mentioned resolutions in a fair and transparent manner at the 31<sup>st</sup> Annual General Meeting of the Equity Shareholders of Sundaram Finance Holdings Limited, held on Thursday, the 24<sup>th</sup> July 2025 at 10:00 A.M IST through Video Conferencing, submit my report as under:

- 1. The Company had engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facilities, enabling the members to cast their votes electronically in a secure manner.
- 2. The remote e-voting commenced on Saturday, the 19<sup>th</sup> July 2025 (9:00 A.M.) and ended on Wednesday, the 23<sup>rd</sup> July 2025 (5:00 P.M.).
- 3. I ensured the closure of the remote e-voting process on 23<sup>rd</sup> July 2025 at 5:00 P.M and e-voting at the meeting on 24<sup>th</sup> July 2025 at 10.38 A.M. Thereafter, I downloaded and forwarded the E-voting Report to the Registrar & Share Transfer Agents.
- 4. The results of the e-voting process are as under:

#### **ORDINARY BUSINESS**

#### 1) ORDINARY RESOLUTION FOR ADOPTION OF ACCOUNTS FOR THE FINANCIAL YEAR 2024-25.

| Particulars   | Total     |
|---|-----------|
| Number of valid votes received                                      | 144594010 |
| Votes in favour of the Resolution                                   | 144593905 |
| Votes against the Resolution  | 105       |
| Votes in favour as a percentage of total number of valid votes cast | 100.00 %  |
| Votes against as a percentage of total number of valid votes cast   | 0.00 %    |



#### 2) ORDINARY RESOLUTION FOR DECLARATION OF FINAL DIVIDEND FOR THE FINANCIAL YEAR 2024-25.

| Particulars   | Total     |
|---|-----------|
| Number of valid votes received                                      | 144625985 |
| Votes in favour of the Resolution                                   | 144625745 |
| Votes against the Resolution  | 240       |
| Votes in favour as a percentage of total number of valid votes cast | 100.00 %  |
| Votes against as a percentage of total number of valid votes cast   | 0.00 %    |

### ORDINARY RESOLUTION FOR RE-ELECTION OF THE RETIRING DIRECTOR SRI ANANTH RAMANUJAM (DIN:00061970)

| Particulars   | Total     |
|---|-----------|
| Number of valid votes received                                      | 144625985 |
| Votes in favour of the Resolution                                   | 142890965 |
| Votes against the Resolution  | 1735020   |
| Votes in favour as a percentage of total number of valid votes cast | 98.80%    |
| Votes against as a percentage of total number of valid votes cast   | 1.20%     |

### **SPECIAL BUSINESS**

# 4) ORIDINARY RESOLUTION FOR APPOINTMENT OF SRI. A. KALYANA SUBRAMANIAM, PRACTICING COMPANY SECRETARY AS THE SECRETARIAL AUDITOR OF THE COMPANY AND TO FIX THE REMUNERATION

| Particulars   | Total     |
|---|-----------|
| Number of valid votes received                                      | 144625985 |
| Votes in favour of the Resolution                                   | 144625875 |
| Votes against the Resolution  | 110       |
| Votes in favour as a percentage of total number of valid votes cast | 100.00%   |
| Votes against as a percentage of total number of valid votes cast   | 0.00%     |

Thanking you,

Place: Chennai Dated: 24.07.2025 Yours Faithfully,

Scrutinizer

| General information about company   |                                   |
|---|-----------------------------------|
| Scrip code  | 000000                            |
| NSE Symbol  | SUNDARMHLD                        |
| MSEI Symbol   |                                   |
| ISIN  | INE202Z01029                      |
| Name of the company   | SUNDARAM FINANCE HOLDINGS LIMITED |
| Type of meeting   | AGM                               |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 24-07-2025                        |
| Start time of the meeting   | 10:00 AM                          |
| End time of the meeting   | 10:38 AM                          |

| Scrutinizer Details                       |                 |  |
|---|-----------------|--|
| Name of the Scrutinizer                   | Sri T K Bhaskar |  |
| Firms Name                                | H&B PARTNERS    |  |
| Qualification                             | Advocate        |  |
| Membership Number                         |                 |  |
| Date of Board Meeting in which appointed  | 22-05-2025      |  |
| Date of Issuance of Report to the company | 24-07-2025      |  |

| Voting results   |            |  |
|--|------------|--|
| Record date  | 17-07-2025 |  |
| Total number of shareholders on record date                                  | 39145      |  |
| No. of shareholders present in the meeting either in person or through proxy |            |  |
| a) Promoters and Promoter group  | 0          |  |
| b) Public  | 0          |  |
| No. of shareholders attended the meeting through video conferencing          |            |  |
| a) Promoters and Promoter group  | 18         |  |
| b) Public  | 66         |  |
| No. of resolution passed in the meeting                                      | 4          |  |
| Disclosure of notes on voting results  |            |  |

|                                   |                                     |                    |                     | Resolution(1                                     | `                                  |                              |  |  |  |
|-----------------------------------|-------------------------------------|--------------------|---------------------|--|------------------------------------|------------------------------|--|--|--|
|                                   |                                     |                    |                     | ` ,  |                                    |                              |  |  |  |
| Resolution req                    | uired: (Ordinary                    | y / Special)       |                     | Ordinary   |                                    |                              |  |  |  |
| Whether promagenda/resolut        | oter/promoter g<br>ion?             | roup are intere    | ested in the        | No   |                                    |                              |  |  |  |
| Description of                    | resolution cons                     | idered             |                     | ADOPTION OF A                                    | ACCOUNTS F                         | OR THE F                     | NANCIAL YEAR                               | 2024-25                                  |  |
| Category Mode of voting           |                                     | No. of shares held | No. of votes polled | % of Votes<br>polled on<br>outstanding<br>shares | No. of votes – in favour           | No. of<br>votes –<br>against | % of votes in<br>favour on votes<br>polled | % of Votes<br>against on votes<br>polled |  |
|                                   |                                     | (1)                | (2)                 | (3)=<br>[(2)/(1)]*100                            | (4)                                | (5)                          | (6)=<br>[(4)/(2)]*100                      | (7)=<br>[(5)/(2)]*100                    |  |
|                                   | E-Voting                            |                    | 116576302           | 95.4886  | 116576302                          | 0                            | 100  | 0  |  |
| Promoter and                      | Poll                                | 122004042          |                     |  |                                    |                              |  |  |  |
| Promoter and<br>Promoter<br>Group | Postal Ballot<br>(if<br>applicable) | 122084042          |                     |  |                                    |                              |  |  |  |
|                                   | Total                               | 122084042          | 116576302           | 95.4886  | 116576302                          | 0                            | 100  | 0  |  |
|                                   | E-Voting                            |                    | 12052097            | 81.3328  | 12052097                           | 0                            | 100  | 0  |  |
|                                   | Poll                                |                    |                     |  |                                    |                              |  |  |  |
| Public-<br>Institutions           | Postal Ballot<br>(if<br>applicable) | 14818249           |                     |  |                                    |                              |  |  |  |
|                                   | Total                               | 14818249           | 12052097            | 81.3328  | 12052097                           | 0                            | 100  | 0  |  |
|                                   | E-Voting                            |                    | 15965611            | 19.0544  | 15965506                           | 105                          | 99.9993                                    | 0.0007                                   |  |
|                                   | Poll                                | 02500545           |                     |  |                                    |                              |  |  |  |
| Public- Non<br>Institutions       | Postal Ballot<br>(if<br>applicable) | 83789547           |                     |  |                                    |                              |  |  |  |
|                                   | Total                               | 83789547           | 15965611            | 19.0544  | 15965506                           | 105                          | 99.9993                                    | 0.0007                                   |  |
|                                   | Total                               | 220691838          | 144594010           | 65.5185  | 144593905                          | 105                          | 99.9999                                    | 0.0001                                   |  |
|                                   |                                     |                    |                     |  | Whether resolution is Pass or Not. |                              |  | Yes                                      |  |
| Disclosure                        |                                     |                    |                     | ure of notes on                                  | resolution                         | Textual Informati            | on(1)                                      |  |  |

| Text Block             |  |  |  |  |  |  |  |
|------------------------|--|--|--|--|--|--|--|
| Textual Information(1) | RESOLVED that the Audited Financial Statements, including the Consolidated Financial Statements, of the Company, for the year ended 31st March 2025 and the Boards and Auditors Reports thereon, be and are hereby approved and adopted. |  |  |  |  |  |  |

| Details of Invalid Votes    |              |  |  |  |  |  |
|-----------------------------|--------------|--|--|--|--|--|
| Category                    | No. of Votes |  |  |  |  |  |
| Promoter and Promoter Group |              |  |  |  |  |  |
| Public Insitutions          |              |  |  |  |  |  |
| Public - Non Insitutions    |              |  |  |  |  |  |

|                                   |  |                    |                     | Resolution(2                                     | )                                  |                              |  |  |  |
|-----------------------------------|--|--------------------|---------------------|--|------------------------------------|------------------------------|--|--|--|
| Resolution req                    | uired: (Ordinar  | y / Special)       |                     | Ordinary   |                                    |                              |  |  |  |
| Whether prome                     | Whether promoter/promoter group are interested in the agenda/resolution? |                    |                     | No   |                                    |                              |  |  |  |
| Description of                    | resolution cons  | idered             |                     | DECLARATION<br>2024-25                           | OF FINAL DI                        | VIDEND F                     | OR THE FINANC                              | CIAL YEAR                                |  |
| Category                          | Mode of voting   | No. of shares held | No. of votes polled | % of Votes<br>polled on<br>outstanding<br>shares | No. of votes – in favour           | No. of<br>votes –<br>against | % of votes in<br>favour on votes<br>polled | % of Votes<br>against on votes<br>polled |  |
|                                   |  | (1)                | (2)                 | (3)=<br>[(2)/(1)]*100                            | (4)                                | (5)                          | (6)=<br>[(4)/(2)]*100                      | (7)=<br>[(5)/(2)]*100                    |  |
|                                   | E-Voting   |                    | 116576302           | 95.4886  | 116576302                          | 0                            | 100  | 0  |  |
|                                   | Poll   |                    |                     |  |                                    |                              |  |  |  |
| Promoter and<br>Promoter<br>Group | Postal Ballot<br>(if<br>applicable)                                      | 122084042          |                     |  |                                    |                              |  |  |  |
|                                   | Total  | 122084042          | 116576302           | 95.4886  | 116576302                          | 0                            | 100  | 0  |  |
|                                   | E-Voting   |                    | 12084072            | 81.5486  | 12084072                           | 0                            | 100  | 0  |  |
|                                   | Poll   | 1.401.02.40        |                     |  |                                    |                              |  |  |  |
| Public-<br>Institutions           | Postal Ballot<br>(if<br>applicable)                                      | 14818249           |                     |  |                                    |                              |  |  |  |
|                                   | Total  | 14818249           | 12084072            | 81.5486  | 12084072                           | 0                            | 100  | 0  |  |
|                                   | E-Voting   |                    | 15965611            | 19.0544  | 15965371                           | 240                          | 99.9985                                    | 0.0015                                   |  |
|                                   | Poll   |                    |                     |  |                                    |                              |  |  |  |
| Public- Non<br>Institutions       | Postal Ballot<br>(if<br>applicable)                                      | 83789547           |                     |  |                                    |                              |  |  |  |
|                                   | Total  | 83789547           | 15965611            | 19.0544  | 15965371                           | 240                          | 99.9985                                    | 0.0015                                   |  |
|                                   | Total  | 220691838          | 144625985           | 65.533   | 144625745                          | 240                          | 99.9998                                    | 0.0002                                   |  |
|                                   |  |                    |                     |  | Whether resolution is Pass or Not. |                              |  | Yes                                      |  |
| Disclosure of notes on resolution |  |                    |                     |  | Textual Information(1)             |                              |  |  |  |

| Text Block             |  |  |  |  |  |  |  |  |
|------------------------|--|--|--|--|--|--|--|--|
| Textual Information(1) | RESOLVED that a final dividend of Rs.1.55/- per share (31% on the face value of Rs.5/-), as recommended by the Directors, be and is hereby declared for the financial year ended 31st March 2025 on the paid-up capital of Rs.111.05 cr. and that the dividend amount of Rs.31.42 cr. representing the said final dividend of Rs.1.55/- per share (31% on the face value of Rs.5/-) be paid out of the profits for the year 2024-25., making with the 1st interim dividend of Rs.3.70/- per share (74% on the face value of Rs.5/-) and 2nd interim dividend of Rs.0.60/- per share (12% on the face value of Rs.5/-) a total dividend of Rs.5.85/- per share (117% on the face value of Rs.5/-)for the year 2024-25 and that the total dividend amount of Rs.129.93 cr. representing the said total dividend of Rs.5.85/- per share (117% on the face value of Rs.5/-) be paid out of the profits for the year 2024-25. |  |  |  |  |  |  |  |

| Details of Invalid Votes    |              |  |  |  |  |  |
|-----------------------------|--------------|--|--|--|--|--|
| Category                    | No. of Votes |  |  |  |  |  |
| Promoter and Promoter Group |              |  |  |  |  |  |
| Public Insitutions          |              |  |  |  |  |  |
| Public - Non Insitutions    |              |  |  |  |  |  |

|                                   |                                     |                    |                     | Resolution(                                      | 3)                                 |                              |  |  |  |
|-----------------------------------|-------------------------------------|--------------------|---------------------|--|------------------------------------|------------------------------|--|--|--|
| Resolution req                    | uired: (Ordinar                     | y / Special)       |                     | Ordinary   |                                    |                              |  |  |  |
| Whether promagenda/resolut        | oter/promoter g<br>ion?             | group are inter-   | ested in the        | No   |                                    |                              |  |  |  |
| Description of                    | resolution cons                     | sidered            |                     | RE-ELECTION (<br>RAMANUJAM (                     |                                    |                              | CTOR SRI ANAN                              | TH                                       |  |
| Category                          | Mode of voting                      | No. of shares held | No. of votes polled | % of Votes<br>polled on<br>outstanding<br>shares | No. of votes – in favour           | No. of<br>votes –<br>against | % of votes in<br>favour on votes<br>polled | % of Votes<br>against on votes<br>polled |  |
|                                   |                                     | (1)                | (2)                 | (3)=<br>[(2)/(1)]*100                            | (4)                                | (5)                          | (6)=<br>[(4)/(2)]*100                      | (7)=<br>[(5)/(2)]*100                    |  |
|                                   | E-Voting                            |                    | 116576302           | 95.4886  | 116576302                          | 0                            | 100  | 0  |  |
| D . 1                             | Poll                                |                    |                     |  |                                    |                              |  |  |  |
| Promoter and<br>Promoter<br>Group | Postal Ballot<br>(if<br>applicable) | 122084042          |                     |  |                                    |                              |  |  |  |
|                                   | Total                               | 122084042          | 116576302           | 95.4886  | 116576302                          | 0                            | 100  | 0  |  |
|                                   | E-Voting                            |                    | 12084072            | 81.5486  | 10352692                           | 1731380                      | 85.6722                                    | 14.3278                                  |  |
|                                   | Poll                                | 1.401.0040         |                     |  |                                    |                              |  |  |  |
| Public-<br>Institutions           | Postal Ballot<br>(if<br>applicable) | 14818249           |                     |  |                                    |                              |  |  |  |
|                                   | Total                               | 14818249           | 12084072            | 81.5486  | 10352692                           | 1731380                      | 85.6722                                    | 14.3278                                  |  |
|                                   | E-Voting                            |                    | 15965611            | 19.0544  | 15961971                           | 3640                         | 99.9772                                    | 0.0228                                   |  |
|                                   | Poll                                |                    |                     |  |                                    |                              |  |  |  |
| Public- Non<br>Institutions       | Postal Ballot<br>(if<br>applicable) | 83789547           |                     |  |                                    |                              |  |  |  |
|                                   | Total                               | 83789547           | 15965611            | 19.0544  | 15961971                           | 3640                         | 99.9772                                    | 0.0228                                   |  |
|                                   | Total                               | 220691838          | 144625985           | 65.533   | 142890965                          | 1735020                      | 98.8003                                    | 1.1997                                   |  |
|                                   |                                     |                    |                     |  | Whether resolution is Pass or Not. |                              |  | Yes                                      |  |
| Disclosure of notes on resolutio  |                                     |                    |                     |  | n resolution                       | Textual Information(1)       |  |  |  |

|                        | Text Block  |
|------------------------|---|
| Textual Information(1) | RESOLVED that Sri Ananth Ramanujam (holding DIN: 00061970), the retiring Director, be and is hereby re-elected as Director of the Company, liable for retirement by rotation. |

| Details of Invalid Votes    |              |  |  |  |  |  |
|-----------------------------|--------------|--|--|--|--|--|
| Category                    | No. of Votes |  |  |  |  |  |
| Promoter and Promoter Group |              |  |  |  |  |  |
| Public Institutions         |              |  |  |  |  |  |
| Public - Non Insitutions    |              |  |  |  |  |  |

|  |                                     |                    |                     | Resolution(                                      | 4)   |                              |                                      |  |  |
|--|-------------------------------------|--------------------|---------------------|--|--|------------------------------|--------------------------------------|--|--|
| Resolution red   | quired: (Ordina                     | ry / Special)      |                     | Ordinary   |  |                              |                                      |  |  |
| Whether promoter/promoter group are interested in the agenda/resolution? |                                     |                    | Yes                 |  |  |                              |                                      |  |  |
| Description of   | f resolution con                    | sidered            |                     | COMPANY SECF                                     | APPOINTMENT OF SRI. A. KALYANA SUBRAMANIAM, PRACTICING COMPANY SECRETARY AS THE SECRETARIAL AUDITOR OF THE COMPANY AND TO FIX THE REMUNERATION |                              |                                      |  |  |
| Category Mode of voting  |                                     | No. of shares held | No. of votes polled | % of Votes<br>polled on<br>outstanding<br>shares | No. of votes – in favour   | No. of<br>votes –<br>against | % of votes in favour on votes polled | % of Votes<br>against on votes<br>polled |  |
|  |                                     | (1)                | (2)                 | (3)=[(2)/(1)]*100                                | (4)  | (5)                          | (6)=<br>[(4)/(2)]*100                | (7)=<br>[(5)/(2)]*100                    |  |
|  | E-Voting                            |                    | 116576302           | 95.4886  | 116576302  | 0                            | 100                                  | 0  |  |
| Promoter   | Poll                                |                    |                     |  |  |                              |                                      |  |  |
| and<br>Promoter<br>Group   | Postal Ballot<br>(if<br>applicable) | 122084042          |                     |  |  |                              |                                      |  |  |
|  | Total                               | 122084042          | 116576302           | 95.4886  | 116576302  | 0                            | 100                                  | 0  |  |
|  | E-Voting                            |                    | 12084072            | 81.5486  | 12084072   | 0                            | 100                                  | 0  |  |
|  | Poll                                |                    |                     |  |  |                              |                                      |  |  |
| Public-<br>Institutions  | Postal Ballot<br>(if<br>applicable) | 14818249           |                     |  |  |                              |                                      |  |  |
|  | Total                               | 14818249           | 12084072            | 81.5486  | 12084072   | 0                            | 100                                  | 0  |  |
|  | E-Voting                            |                    | 15965611            | 19.0544  | 15965501   | 110                          | 99.9993                              | 0.0007                                   |  |
|  | Poll                                |                    |                     |  |  |                              |                                      |  |  |
| Public- Non<br>Institutions  | Postal Ballot<br>(if<br>applicable) | 83789547           |                     |  |  |                              |                                      |  |  |
|  | Total                               | 83789547           | 15965611            | 19.0544  | 15965501   | 110                          | 99.9993                              | 0.0007                                   |  |
|  | Total                               | 220691838          | 144625985           | 65.533   | 144625875  | 110                          | 99.9999                              | 0.0001                                   |  |
|  |                                     |                    | 1                   | Whether  | resolution is P  | ass or Not.                  | Yes                                  |  |  |
|  |                                     |                    |                     | Disclos  | sure of notes on   | resolution                   | Textual Informati                    | on(1)                                    |  |

| Text Block             |  |  |  |  |  |  |  |  |
|------------------------|--|--|--|--|--|--|--|--|
| Textual Information(1) | RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013 and Regulation 24 A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, and pursuant to the recommendation of the Board of Directors, Sri. A. Kalyana Subramaniam, Practicing Company Secretary, Chennai (CP: 16345) (Peer Review Certificate No.: 936/2020), be and is hereby appointed as Secretarial Auditor of the Company for a term of five consecutive years commencing from 1st April 2025 to 31st March 2030. FURTHER RESOLVED that the Board of Directors of the Company be and are hereby severally authorised to finalise the remuneration payable to the Secretarial Auditor from time to time, apart from certification fee, GST, andreimbursement of travelling and other out-of-pocket expenses, if any, to be incurred by the Secretarial Auditor, in connection with the audit. |  |  |  |  |  |  |  |

| Details of Invalid Votes    |              |  |  |  |  |  |
|-----------------------------|--------------|--|--|--|--|--|
| Category                    | No. of Votes |  |  |  |  |  |
| Promoter and Promoter Group |              |  |  |  |  |  |
| Public Insitutions          |              |  |  |  |  |  |
| Public - Non Insitutions    |              |  |  |  |  |  |