

SEC: 029:25-26/SSR/29.09.2025

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

NSE SYMBOL: SUNDARMHLD

Dear Sir / Madam,

**Re: Intimation of the Scrutinizer report on Postal Ballot Resolution passed through E-Voting**

We are enclosing the Scrutinizers report on Postal Ballot Resolution passed through E-voting on 28<sup>th</sup> September 2025, along with the Proceedings of the Meeting held for declaration of results.

Kindly take this on record.

Thanking you,

Yours truly,  
For TSF Investments Limited

S. Kalyanaraman  
Secretary & Compliance Officer

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**TSF INVESTMENTS LIMITED**  
(formerly known as Sundaram Finance Holdings Limited)

**TSF INVESTMENTS LIMITED**  
**21, PATULLOS ROAD, CHENNAI - 600002**

MINUTES OF THE PROCEEDINGS HELD AT REGISTERED OFFICE ON MONDAY, THE 29<sup>th</sup> SEPTEMBER 2025 AT 10:00 A.M FOR DECLARATION OF RESULTS OF E-VOTING THROUGH POSTAL BALLOT.

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PRESENT:

<b>Chairman for the Proceedings</b>	Sri Harsha Viji, Chairman
<b>Scrutinizer</b>	Sri T.K. Bhaskar, Partner, H&B Partners, Chennai
<b>Secretary &amp; Compliance Officer</b>	Sri S Kalyanaraman
<b>Representative of RTA</b>	Mr R Nagaraj, Manager

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 28<sup>th</sup> September 2025 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 vide Circular No. No.09/2024 dated 19th September 2024. 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:



**TSF INVESTMENTS LIMITED**  
**21, PATULLOS ROAD, CHENNAI - 600002**

Ordinary Resolution passed for obtaining the approval of the Members through postal ballot for:

Approval for Material Related Party Transaction - Dis-investment of stake held in **M/s. Sundaram Composite Structures Private Limited** to **M/s. Brakes India Private Limited** - Ordinary Resolution

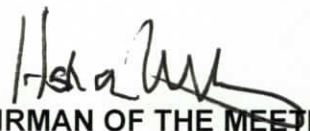
Particulars	Number of Shareholders	Number of Shares
Total Number of E-Votes	494	34544005
E-Votes in favor of the Resolution	464	34536233
E-Votes against the Resolution	30	7772
% of E-Votes in favour		99.978

The Chairman then declared that the following Ordinary Resolution, as set out in the Postal Ballot Notice dated 29<sup>th</sup> August 2025, was carried with the requisite majority:

**RESOLVED THAT** pursuant to Section 2(76)(iv) and 188 of the Companies Act, 2013 and rules framed thereunder and any other applicable regulatory provisions, Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the consent of the Company be and is hereby accorded for the material related party transaction arising out of the proposed dis-investment of entire stake of 3,90,00,000 equity shares of Rs.10/- each held by the Company in the equity share capital of M/s Sundaram Composite Structures Private Limited to M/s Brakes India Private Limited for a consideration of Rs.24,64,80,000/- (Rupees Twenty Four Crores Sixty Four Lakhs and Eighty Thousand Only).

**FURTHER RESOLVED THAT** the Board of Directors, Chief Executive Officer, Chief Financial Officer and Secretary & Compliance Officer of the Company be and are hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

Place: Chennai  
Date: 29.09.2025

  
**CHAIRMAN OF THE MEETING**

## SCRUTINIZER'S REPORT

Sri Harsha Viji  
Chairman  
TSF Investments Limited  
(formerly Sundaram Finance Holdings 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 29th August 2025, 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 29th August 2025, sent the postal ballot Notice in electronic form in accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular No.09/2024 dated 19th September, 2024, to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 22nd August 2025. 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 Saturday, the 30th August 2025 (9.00 A.M.) and ended on Sunday, the 28th September 2025 (5.00 P.M.).
5. I ensured the closure of the e-voting process on 28th September 2025 (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:

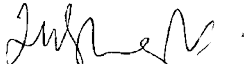
Ordinary Resolution passed for obtaining the approval of the Members through postal ballot for - Approval for Material Related Party Transaction - Dis-investment of stake held in M/s. Sundaram Composite Structures Private Limited to M/s. Brakes India Private Limited - **Ordinary Resolution**

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	494	34544005	15.553	
(b)	With assent for the Resolution	464	34536233	15.550	99.978
(c)	With dissent for the Resolution	30	7772	0.003	0.022
(d)	Abstained from Voting	-	-	-	-

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  
29th September 2025

  
T. K. Bhaskar  
Scrutinizer