

Sundaram Finance Limited
21, Patullos Road, Chennai - 600002

MINUTES OF THE PROCEEDINGS HELD AT REGISTERED OFFICE ON
MONDAY, THE 20TH MARCH 2023 AT 5.00 P.M FOR DECLARATION OF
RESULTS OF POSTAL BALLOT THROUGH E-VOTING.

PRESENT:

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

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 17th March 2023 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 28th December 2022. 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:

Special Resolution passed for obtaining the approval of the Members through postal ballot to appoint Mrs. Bhavani Balasubramanian (holding DIN: 09194973) as an Independent Director of the company.



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Particulars	Number of Shareholders	Number of Shares
Total Number of E-Votes	374	67043580
E-Votes in favour of the Resolution	370	67042954
E-Votes against the Resolution	4	626
% of E-Votes in favour		99.9991

The Chairman then declared that the following Special Resolution, as set out in the Postal Ballot Notice dated 06th February 2023, was carried with the requisite majority:

“RESOLVED that pursuant to the provisions of Sections 149,152 and other applicable provisions of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014, read with Schedule IV to the Companies Act, 2013, and pursuant to Reg. 16(1) (b), 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mrs. Bhavani Balasubramanian (holding DIN:09194973), who was appointed as an Additional Director to function as Independent Director of the Company by the Board of Directors with effect from 6th February 2023, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, signifying the member's intention to propose Mrs. Bhavani Balasubramanian as a Director of the Company, be and is hereby appointed as an Independent Director of the Company, to hold office for a term of five (5) consecutive years upto 5th February, 2028, not liable to retire by rotation.”

Place: Chennai
Date: 20.03.2023


CHAIRMAN