

SCRUTINIZER'S REPORT

Mr. Harsha Viji
Executive Vice Chairman
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 11th August 2023, 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 21st August 2023, sent the postal ballot Notice in electronic form in accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular dated 28th December 2022 to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 11th August 2023. 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 Tuesday, the 22nd August 2023 (9:00 A.M.) and ended on Wednesday, the 20th September 2023 (5:00 P.M.).
5. I ensured the closure of the e-voting process on 20th September 2023 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:

Special Resolution passed, for obtaining the approval of the Members through postal ballot for the appointment of Dr. Kshama Fernandes (holding DIN: 02539429) as an 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	527	69614756	62.6574%	
(b)	With assent for the Resolution	510	69594160	62.6388%	99.97%
(c)	With dissent for the Resolution	17	20596	0.0185%	0.03%
(d)	Abstained from Voting	0	0		

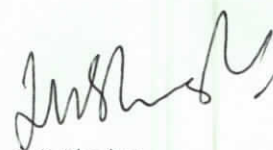
Ordinary Resolution passed, for obtaining the approval of the Members through postal ballot for Reclassification of Mr. Pradeep Chakravarthy, Promoter, as Public.

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	524	68261497	61.4394%	
(b)	With assent for the Resolution	511	68241349	61.4212%	99.97%
(c)	With dissent for the Resolution	13	20148	0.0181%	0.03%
(d)	Abstained from Voting	3	1353259	1.2180%	1.98%

7. I have handed 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
21st September 2023


T. K. Bhaskar
Scrutinizer