

Sundaram Finance Limited
21, Patullos Road, Chennai - 600002

MINUTES OF THE PROCEEDINGS HELD AT REGISTERED OFFICE ON
FRIDAY, THE 9TH DECEMBER 2022 AT 5.00 P.M FOR DECLARATION
OF RESULTS OF E-VOTING THROUGH POSTAL BALLOT.

PRESENT:

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

Mr. 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 8th December 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 5th May 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 for Amendment to Article 7 of the Articles of Association of the Company

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Particulars	Number of Shareholders	Number of Shares
Total Number of E-Votes	388	67371036
E-Votes in favour of the Resolution	384	67370073
E-Votes against the Resolution	4	963
% of E-Votes in favour		99.9986

The Chairman then declared that the following Special Resolution, as set out in the Postal Ballot Notice dated 7th November 2022, was carried with the requisite majority:

RESOLVED that the Articles of Association of the Company be and is hereby altered by substituting the existing Article 7 thereof with the following new Article 7:

“Unless otherwise determined by the Company in General Meeting, the number of Directors shall be not less than 3 and not more than 15.”

FURTHER RESOLVED that the Board of Directors and Key Managerial Personnel of the Company be and are hereby severally authorised to do all acts and take all such steps as may be considered necessary, proper or expedient for the purpose of giving effect to this resolution, execute applications / other documents to be submitted to the Registrar of Companies and other statutory authorities, and take all other steps in this regard.

Place: Chennai
Date: 9th December 2022


CHAIRMAN