

SCRUTINIZER'S REPORT

Sri Rajiv C Lochan
Managing Director
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 28th March 2022, 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 4th April 2022, sent the postal ballot Notice in electronic form in accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular dated 8th December 2021 to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 31st March 2022. 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 Wednesday, the 6th April 2022 (9:00 A.M.) and ended on Thursday, the 5th May 2022 (5:00 P.M.).
5. I ensured the closure of the e-voting process on 5th May 2022 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:

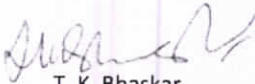
Ordinary Resolution passed, for obtaining the approval of the Members through postal ballot to appoint Sri Srivats Ram (holding DIN: 00063415) as a Non-Executive Non-Independent Director of the company

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	401	66409876	60.33	
(b)	With assent for the Resolution	339	65216549	59.24	98.20
(c)	With dissent for the Resolution	62	1193327	1.08	1.80
(d)	Abstained from Voting	4	1942902	1.76	

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
6th May 2022


T. K. Bhaskar
Scrutinizer