

Sundaram Finance Limited
21, Patullos Road, Chennai - 600002

MINUTES OF THE PROCEEDINGS HELD AT THE REGISTERED OFFICE ON MONDAY, THE 13TH MAY 2024 AT 5:00 P.M. FOR DECLARATION OF RESULTS OF POSTAL BALLOT THROUGH E-VOTING.

PRESENT:

CHAIRMAN	Mr. Harsha Viji
SCRUTINIZER	Mr. T.K. Bhaskar, H&B Partners
INVITEE:	Mr. Nagaraj, Representative of Registrar and Share Transfer Agents – Cameo Corporate Services Ltd. Chennai
CCO & COMPANY SECRETARY	Mr. P. N. Srikant

Mr. T.K. Bhaskar, Scrutinizer, stated that he had carried out the scrutiny of the postal ballot through e-voting received upto the conclusion of the voting period at 5:00 P.M. on 12th May 2024 and submitted his report relating to the results on E-voting. 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 25th September 2023. 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 result of the postal ballot through e-voting as under:

Special Resolution - Appointment of Ms. Anuradha Rao (holding DIN: 07597195) as an Independent Director of the Company to hold office for a term of five (5) consecutive years with effect from 1st April 2024:

Particulars	Number of Shareholders	Number of Shares
Total Number of E-Votes	495	68682767
E-Votes in favour of the Resolution	487	68677509
E-Votes against the Resolution	8	5258
% of E-Votes in favour		99.99%

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The Chairman then declared that the following Special Resolution, as set out in the Postal Ballot Notice dated 29th March 2024, was carried with the requisite majority:

“RESOLVED that pursuant to (a) 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, (b) Reg. 16(1)(b), 17(1C), 25 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (c) Master Direction – Reserve Bank of India (NBFC – Scale Based Regulation) Directions, 2023, and all other applicable regulatory provisions, Ms. Anuradha Rao (holding DIN: 07597195), who was appointed by the Board of Directors as an Additional Director to function as Independent Director of the Company with effect from 1st April 2024, and in respect of whom the Company has received a notice in writing from a member, under Section 160 of the Companies Act, 2013, proposing Ms. Anuradha Rao’s candidature for appointment as an Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five (5) consecutive years up to 31st March 2029, not liable to retire by rotation.”

Place: Chennai
Date: 13.05.2024


CHAIRMAN