

SCRUTINIZER'S REPORT

Mr. 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, vide resolution passed in circulation on 16th February 2024, 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 20th February 2024, sent the postal ballot Notice in electronic form in accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular dated 25th September 2023 to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 16th February 2024. 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 21st February 2024 (9:00 A.M.) and ended on Thursday, the 21st March 2024 (5:00 P.M.).
5. I ensured the closure of the e-voting process on 21st March 2024 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 for Reclassification of Mr. Jaideep 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	472	64737385	58.2674%	
(b)	With assent for the Resolution	450	60952068	54.8604%	94.15%
(c)	With dissent for the Resolution	22	3785317	3.4070%	5.85%
(d)	Abstained from Voting	3	1353188	1.2179%	2.09%

Special Resolution passed, for obtaining the approval of the Members through postal ballot for the appointment of Mr. R. Venkatraman (holding DIN: 07119686) 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	475	66090573	59.4854%	
(b)	With assent for the Resolution	370	51664593	46.5012%	78.17%
(c)	With dissent for the Resolution	105	14425980	12.9842%	21.83%
(d)	Abstained from Voting	-	-	-	


Special Resolution passed, for obtaining the approval of the Members through postal ballot for the re-appointment of Mr. R. Raghuttama Rao (holding DIN: 00146230) 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	475	66090573	59.4854%	
(b)	With assent for the Resolution	451	62305202	56.0783%	94.27%
(c)	With dissent for the Resolution	24	3785371	3.4071%	5.73%
(d)	Abstained from Voting	-	-	-	

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
22nd March 2024


T. K. Bhaskar
Scrutinizer