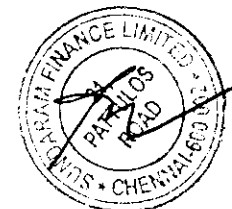


Sundaram Finance Limited

	<b>Date of AGM / EGM</b>	:	<b>Not Applicable</b>
	<b>Total Number of shareholders on Record Date (cut-off date i.e. 20.02.2015)</b>	:	<b>19865</b>
	<b>No. of shareholders present in the meeting either in person or through proxy</b>	:	<b>Not Applicable</b>
	<b>Promoters and Promoter Group</b>	:	
	<b>Public</b>	:	
	<b>No. of shareholders attended the meeting through Video Conferencing</b>	:	
	<b>Promoters and Promoter Group</b>	:	
	<b>Public</b>	:	
	<b>(Agenda-wise)</b>		
	<b>1 Details of the Agenda</b>	:	
	<b>Resolution required (Ordinary/Special)</b>	:	Special
	<b>Mode of voting: (Show of hands / Poll / Postal Ballot / E-voting)</b>	:	Postal Ballot including E-voting
	<b>2 Details of the Agenda</b>	:	Special Resolution under Section 42, 71 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Companies (Share Capital and Debentures) Rules, 2014 for private placement of debentures upto Rs.7500 cr. during the period 1st April 2015 to 31st March 2016.
	<b>Resolution required (Ordinary/Special)</b>	:	Special
	<b>Mode of voting: (Show of hands / Poll / Postal Ballot / E-voting)</b>	:	Postal Ballot including E-voting



**Sundaram Finance Limited**

In case of Poll / Postal Ballot / E-voting:

**For Resolution No.1 - Special Resolution authorising the Board of Directors of the Company to make investments upto Rs.2000 cr., from time to time (i.e. in excess of the limits prescribed under the said Section).**

Promoter / Public	No. of Shares Held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	40203345	36848197	91.65	36848197	0	100.00	0.00
Public - Institutional holders	24627849	13203117	53.61	11731361	1471756	88.85	11.15
Public-others	46272666	6060176	13.10	6053840	6336	99.90	0.10
<b>Total</b>	<b>111103860</b>	<b>56111490</b>	<b>50.50</b>	<b>54633398</b>	<b>1478092</b>	<b>97.37</b>	<b>2.63</b>

**For Resolution No.2 - Special Resolution for private placement of debentures upto Rs.7500 cr. during the period 1st April 2015 to 31st March 2016.**

Promoter / Public	No. of Shares Held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3) = [(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter and Promoter Group	40203345	36848197	91.65	36848197	0	100.00	0.00
Public - Institutional holders	24627849	13203117	53.61	13129527	73590	99.44	0.56
Public-others	46272666	6060176	13.10	6052652	7524	99.88	0.12
<b>Total</b>	<b>111103860</b>	<b>56111490</b>	<b>50.50</b>	<b>56030376</b>	<b>81114</b>	<b>99.86</b>	<b>0.14</b>