



**SUNDARAM FINANCE**

*Enduring values. New age thinking.*

## NOTICE

Notice is hereby given pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, that the approval of the Members of the Company is being sought for the following business through Postal Ballot (including e-voting):

- 1) Special Resolution under Section 186 of the Companies Act, 2013 authorizing the Board of Directors of the Company to make investments upto ₹ 2000 cr., from time to time (i.e. in excess of the limits prescribed under the said Section); and
- 2) 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 ₹ 7500 cr. during the period 1<sup>st</sup> April 2015 to 31<sup>st</sup> March 2016.

The Company has on 25<sup>th</sup> February 2015,

- (a) despatched physical copies of the Postal Ballot Notice along with the Postal Ballot Form and a self-addressed pre-paid business reply envelope through registered post / courier to the Members who have not registered their e-mail ids with depositories or with the Company.
- (b) sent Postal Ballot Notice by way of e-mails to the Members who have registered their e-mail ids with depositories or with the Company.

The Board of Directors of the Company has appointed Sri T K Bhaskar, Partner, HSB Partners, Advocates, Chennai, as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The Company has offered e-voting facility, through Central Depository Services (India) Limited [CDSL], as an alternate, to enable the Members to cast their votes electronically instead of despatching Postal Ballot Form.

The voting commences on Thursday, the 26<sup>th</sup> February 2015 and ends on Friday, the 27<sup>th</sup> March 2015.

The Members who have not received the Postal Ballot Forms may apply to the Company at its Registered Office at 21, Patullos Road, Chennai 600 002 and obtain a duplicate copy thereof.

The Postal Ballot Form duly completed and signed by the Members should reach the Scrutinizer not later than 5.30 P.M on Friday, the 27<sup>th</sup> March 2015. Postal Ballot Form received after this date will be strictly treated as if the reply from the Member has not been received.

Voting by electronic means will not be allowed beyond 5.30 P.M. on Friday, the 27<sup>th</sup> March 2015.

The Postal Ballot Notice is available on the website of the Company. The same is also available on the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com) till Friday, the 27<sup>th</sup> March 2015.

Any query / grievance in relation to voting by Postal Ballot Form / e-voting can be addressed to Sri P Viswanathan, Secretary & Compliance Officer, Sundaram Finance Limited, 21, Patullos Road, Chennai 600 002. Phone: +91 044 2888 1207; Fax: +91 044 28558180; Email id: [pv@sundaramfinance.in](mailto:pv@sundaramfinance.in).

Any query / grievance in relation to voting by electronic means can also be addressed to [helpdesk.evoting@cdsliindia.com](mailto:helpdesk.evoting@cdsliindia.com), Phone:18002005533.

Chennai  
26<sup>th</sup> February 2015

For Sundaram Finance Limited  
P Viswanathan  
Secretary & Compliance Officer

## Sundaram Finance Limited

CIN: L65191TN1954PLC002429

Regd. Office: 21, Patullos Road, Chennai 600 002

Tel: 044 2852 1181, Fax: 044 2858 6641

[www.sundaramfinance.in](http://www.sundaramfinance.in)

Email: [investorservices@sundaramfinance.in](mailto:investorservices@sundaramfinance.in)