

## SCRUTINIZER'S REPORT

Sri S Ravi  
Chief Executive Officer  
Sundaram Finance Holdings 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 02nd February 2023, 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 07th February 2023, sent the postal ballot Notice in electronic form in accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular No.11/2022 dated 28th December, 2022, to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 03rd February 2023. 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 Saturday, the 11th February 2023 (9:00 A.M.) and ended on Sunday, the 12th March 2023 (5:00 P.M.).
5. I ensured the closure of the e-voting process on 12th March 2023 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:

- (i) Special Resolution passed, for obtaining the approval of the Members through postal ballot to appoint Ms Priyamvada Ramkumar holding (DIN: 07878808), as Independent Non- Executive Director of the Company to hold office for a term of five (5) consecutive years with effect from 01st April 2023.

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	322	138583495	62.396	
(b)	With assent for the Resolution	312	138578637	62.394	99.996
(c)	With dissent for the Resolution	10	4858	0.002	0.004
(d)	Abstained from Voting	-	-	-	-


- (ii) Ordinary Resolution passed, for obtaining the approval of the Members through postal ballot to appoint Sri Sriram Viji holding (DIN: 03630636), as a Non Independent Non-Executive Director of the Company, liable to retire by rotation, with effect from 01st April 2023

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	309	128400405	57.811	
(b)	With assent for the Resolution	297	128392085	57.807	99.994
(c)	With dissent for the Resolution	12	8320	0.004	0.006
(d)	Abstained from Voting	13	10183090	4.585	7.931

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  
13th March 2023

  
T. K. Bhaskar  
Scrutinizer