

## SCRUTINIZER'S REPORT

Sri T.T. Srinivasaraghavan  
Chairman  
Sundaram Finance Holdings Limited  
21, Patullos Road,  
Chennai 600 002.

Dear Sir,

**Re: Passing of Postal Ballot Resolution through (E-voting)**

The Board of Directors of the Company at its meeting held on 16<sup>th</sup> July 2020, has appointed me as Scrutinizer for conducting the postal ballot process through e-voting.

I submit my report as under:

1. The Company has on 16<sup>th</sup> July 2020 sent the postal ballot notice in electronic form, in accordance with the relaxation granted by the Ministry of Corporate Affairs vide Circular dated 15<sup>th</sup> June 2020 to its Members whose name(s) appeared on the Register of Members/list of beneficiaries as on 10<sup>th</sup> July 2020. 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. The particulars of the e-voting have been entered in a register separately maintained for the purpose.
4. The remote e-voting commenced on Friday, the 17<sup>th</sup> July 2020 (9:00 A.M.) and ended on Saturday, the 15<sup>th</sup> August 2020 (5:00 P.M.).

5. I ensured the closure of the remote e-voting process on 15th August 2020 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 under Sections 13, 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder, for obtaining the approval of the members through Postal Ballot for increasing the Authorised Share Capital of the Company from ₹80.00 cr. to ₹160.00 cr. and effecting consequential amendment in the Memorandum of Association

Sr. No.	Particulars	E-Voting	No. of shares (Votes through E-voting)	% of total paid-up equity capital	% of total shares (Votes) received
(a)	Total ballot forms received	464	10,19,20,124	67.4504	-
(b)	Less: Invalid postal ballot forms	-	-	-	-
(c)	Net valid forms	464	10,19,20,124	67.4504	-
(d)	With assent for the Resolution	444	10,18,73,349	67.4194	99.9541
(e)	With dissent for the Resolution	20	46,775	0.0310	0.0459

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 through E-voting.

Thanking you,

Chennai  
17.08.2020

  
T. K. Bhaskar  
Scrutinizer