

**Report of Scrutinizer for the Resolutions Passed at the 26th Annual General Meeting of
Sundaram Finance Holdings Limited**

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

**26th Annual General Meeting of the Equity Shareholders of Sundaram Finance Holdings Limited
held on Wednesday, the 15th July 2020 at 10:00 A.M. IST through Video Conferencing**

I, T K Bhaskar, appointed as Scrutinizer for the purpose of conducting the remote e-voting and e-voting at the meeting on the below mentioned resolutions in a fair and transparent manner at the 26th Annual General Meeting of the Equity Shareholders of Sundaram Finance Holdings Limited, held on Wednesday, the 15th July 2020 at 10:00 A.M IST through Video Conferencing, submit my report as under:

1. The Company had engaged the services of Central Depository Services (India) Limited (CDSL) to provide e-voting facilities, enabling the members to cast their votes electronically in a secure manner.
2. The remote e-voting commenced on Friday, the 10th July 2020 (9:00 A.M.) and ended on Tuesday, the 14th July 2020 (5:00 P.M.).
3. I ensured the closure of the remote e-voting process on 14th July 2020 at 5:00 P.M and e-voting at the meeting on 15th July 2020 at 10:40 A.M. Thereafter, I downloaded and forwarded the E-voting Report to the Registrar & Share Transfer Agents.
4. The results of the e-voting process are as under:

ORDINARY BUSINESS

1) ORDINARY RESOLUTION FOR ADOPTION OF ACCOUNTS FOR THE FINANCIAL YEAR 2019-20.

| | Total |
|---|--------------|
| Number of valid votes received | 9,50,02,286 |
| Votes in favour of the Resolution | 9,49,83,617 |
| Votes against the Resolution | 18,669 |
| Votes in favour as a percentage of total number of valid votes cast | 99.9803% |



2) ORDINARY RESOLUTION FOR DECLARATION OF FINAL DIVIDEND FOR THE FINANCIAL YEAR 2019-20.

| | Total |
|---|--------------|
| Number of valid votes received | 9,50,02,286 |
| Votes in favour of the Resolution | 9,50,02,017 |
| Votes against the Resolution | 269 |
| Votes in favour as a percentage of total number of valid votes cast | 99.9997% |

3) ORDINARY RESOLUTION FOR APPOINTMENT OF A DIRECTOR IN THE PLACE OF SRI HARSHA VIJ, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, SEEKS RE-APPOINTMENT.

| | Total |
|---|--------------|
| Number of valid votes received | 8,73,62,586 |
| Votes in favour of the Resolution | 8,73,42,709 |
| Votes against the Resolution | 19,877 |
| Votes in favour as a percentage of total number of valid votes cast | 99.9772% |

SPECIAL BUSINESS

4) ORDINARY RESOLUTION FOR APPOINTMENT OF SRI S RAVI AS MANAGER UNDER COMPANIES ACT, 2013

| | Total |
|---|--------------|
| Number of valid votes received | 9,50,02,286 |
| Votes in favour of the Resolution | 9,44,37,958 |
| Votes against the Resolution | 5,64,328 |
| Votes in favour as a percentage of total number of valid votes cast | 99.4060% |

Thanking you,
Place: Chennai
Dated: 15.07.2020

Yours Faithfully,



T. K. Bhaskar
Scrutinizer